Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
**or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[X] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: GEO & GRACE LONG FOUNDATION

A Employer identification number: 06-6030953

Number and street (or P.O. box number if mail is not delivered to street address): P O BOX 1802 — Room/suite

B Telephone number (see page 10 of the instructions): ( ) -

City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 9,492,354.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ______
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	310,113.	309,566.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-253,466.			
	b Gross sales price for all assets on line 6a 1,676,968.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	16,105.	5,659.		STMT 4
	12 **Total.** Add lines 1 through 11	72,752.	315,225.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	60,652.	24,261.		36,391.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 5	30,562.	NONE	NONE	30,562.
	b Accounting fees (attach schedule) STMT 6	2,133.	1,333.	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	3,824.	3,824.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 8	1,062.			1,062.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	98,233.	29,418.	NONE	68,815.
	25 Contributions, gifts, grants paid	347,690.			347,690.
	26 **Total expenses and disbursements.** Add lines 24 and 25	445,923.	29,418.	NONE	416,505.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-373,171.			
	b **Net investment income** (if negative, enter -0-)		285,807.		
	c **Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE JUN 21 2010

SCANNED JUL 28 2010

RECEIVED JUN 2 2010 OGDEN, UT

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing	NONE	NONE	
2	Savings and temporary cash investments	231,127.	254,240.	254,240.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule)	461,480.	260,742.	309,473.
b	Investments - corporate stock (attach schedule)	8,386,180.	8,185,103.	8,928,641.
c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
11	Investments - land, buildings, and equipment: basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12	Investments - mortgage loans	NONE	NONE	
13	Investments - other (attach schedule) STMT 9	NONE	NONE	NONE
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	NONE	NONE
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,078,787.	8,700,085.	9,492,354.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	9,078,787.	8,700,085.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
30	**Total net assets or fund balances** (see page 17 of the instructions)	9,078,787.	8,700,085.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	9,078,787.	8,700,085.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,078,787.
2	Enter amount from Part I, line 27a	2	-373,171.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	2,208.
4	Add lines 1, 2, and 3	4	8,707,824.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	7,739.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,700,085.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-253,466.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	537,233.	9,849,687.	0.05454315452
2007	527,352.	11,426,182.	0.04615294943
2006	527,659.	10,751,923.	0.04907577928
2005	523,025.	10,433,148.	0.05013108220
2004	557,918.	10,323,992.	0.05404091751

2	**Total** of line 1, column (d)	2	0.25394388294
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05078877659
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	8,494,191.
5	Multiply line 4 by line 3	5	431,410.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,858.
7	Add lines 5 and 6	7	434,268.
8	Enter qualifying distributions from Part XII, line 4	8	416,505.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,716.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	5,716.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	5,716.
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,160.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	3,160.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** Paid via EFTPS 5/11/10	9	2,556.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 12			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PRIVATE BANK, TAX SERVICES Telephone no. ▶ (401)278-6821

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		60,652.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 15		NONE

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions. 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,387,626.
b	Average of monthly cash balances	1b	235,918.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,623,544.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,623,544.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	129,353.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,494,191.
6	**Minimum investment return.** Enter 5% of line 5	6	424,710.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	424,710.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,716.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,716.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	418,994.
4	Recoveries of amounts treated as qualifying distributions			4	620.
5	Add lines 3 and 4			5	419,614.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	419,614.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	416,505.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	416,505.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	416,505.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				419,614.
2	Undistributed income, if any, as of the end of 2009.				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20 07 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2009.				
a	From 2004 50,948.				
b	From 2005 15,140.				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 38,069.				
f	**Total** of lines 3a through e	104,157.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 416,505.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				416,505.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	3,109.			3,109.
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	101,048.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	47,839.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	53,209.			
10	Analysis of line 9:				
a	Excess from 2005 15,140.				
b	Excess from 2006 NONE				
c	Excess from 2007 NONE				
d	Excess from 2008 38,069.				
e	Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 16

b The form in which applications should be submitted and information and materials they should include:

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 17				
Total . . . . ▶ **3a**				347,690.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	310,113.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			1	5,659.	
8 Gain or (loss) from sales of assets other than inventory			18	-253,466.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b FEDERAL TAX REFUND			1	10,446.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				72,752.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 72,752.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d *If the answer to any of the above is "Yes," complete the following schedule. Column* **(b)** *should always show the fair market* value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a *Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in* section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: Austin Whitcraft | Date: 06/16/2010 | Title: SVP Tax

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no.	

JSA
9E1493 1.000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-6,142.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,229.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-58,808.	
		.087 WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES					12/22/2004	01/21/2009
2.00		23.00					-21.00	
		500. AMERICAN INTERNATIONAL GROUP INC CO PROPERTY TYPE: SECURITIES					10/17/1997	02/27/2009
236.00		11,775.00					-11,539.00	
		1000. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES					07/13/2004	02/27/2009
25,692.00		19,024.00					6,668.00	
		528. CITIGROUP INC PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
936.00		23,507.00					-22,571.00	
		2500. CITIGROUP INC PROPERTY TYPE: SECURITIES					10/02/1998	02/27/2009
4,431.00		41,630.00					-37,199.00	
		2335. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
87,521.00		141,548.00					-54,027.00	
		1787. GENWORTH FINANCIAL INC CL A COM PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
2,113.00		57,590.00					-55,477.00	
		1000. KRAFT FOODS INC CL A COM PROPERTY TYPE: SECURITIES					02/02/2007	02/27/2009
22,532.00		34,078.00					-11,546.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1400. QUALCOMM INC PROPERTY TYPE: SECURITIES					02/08/2005	02/27/2009
46,623.00		50,417.00					-3,794.00	
		543. QUALCOMM INC PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
18,083.00		19,450.00					-1,367.00	
		800. TIDEWATER INC PROPERTY TYPE: SECURITIES					02/02/2007	02/27/2009
28,298.00		41,638.00					-13,340.00	
		429. WINDSTREAM CORP COM PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
3,103.00		4,823.00					-1,720.00	
		1000. NOBLE CORP COM PROPERTY TYPE: SECURITIES					07/19/2005	02/27/2009
24,292.00		32,150.00					-7,858.00	
		37408.249 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES					10/18/2002	08/14/2009
274,786.00		285,930.00					-11,144.00	
		29229.663 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES					10/17/2003	08/14/2009
214,709.00		220,436.00					-5,727.00	
		3530.662 GOVERNMENT CREDIT CTF PROPERTY TYPE: SECURITIES					06/22/2001	08/14/2009
25,935.00		26,575.00					-640.00	
		200000. FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES					11/08/1999	09/15/2009
200,000.00		200,738.00					-738.00	
		1000. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					12/09/2008	11/05/2009
82,424.00		59,308.00					23,116.00	
		900. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES					02/02/2007	11/05/2009
29,515.00		40,624.00					-11,109.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		800. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES					02/27/2009	11/05/2009
51,906.00		29,702.00					22,204.00	
		20941.097 SHORT TERM BOND CTF PROPERTY TYPE: SECURITIES					01/25/2002	11/06/2009
174,467.00		176,200.00					-1,733.00	
		49582.343 SHORT TERM BOND CTF PROPERTY TYPE: SECURITIES					03/05/2004	11/06/2009
413,085.00		413,268.00					-183.00	
TOTAL GAIN(LOSS)							-253,466.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	8,025.	8,025.
ABBOTT LABORATORIES	1,560.	1,560.
AUTOMATIC DATA PROCESSING INC	1,056.	1,056.
AVON PRODUCTS INC	756.	756.
BEST BUY INCORPORATED	392.	392.
BURLINGTON NORTHERN SANTA FE CORP	800.	800.
SMALL CAP CTF	2,489.	2,489.
INTERNATIONAL EQUITY CTF	14,034.	14,034.
CVS CAREMARK CORP COM	76.	76.
CITIGROUP INC	30.	30.
COCA COLA CO COM	2,439.	2,439.
COLUMBIA ACORN FUND CLASS Z SHARES	602.	602.
COLUMBIA TOTAL RETURN BOND FUND CLASS Z	31,097.	31,097.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	10,768.	10,768.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	3,409.	3,409.
COLUMBIA CASH RESERVES CAPITAL CLASS	974.	974.
COLUMBIA CONSERVATIVE HIGH YIELD FUND CL	20,156.	20,156.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	2,507.	1,960.
SMALL CAP GROWTH CTF	587.	587.
CONOCOPHILLIPS COM	1,097.	1,097.
DISNEY WALT CO	350.	350.
DUN & BRADSTREET CORP DEL NEW COM	816.	816.
EXELON CORP COM	2,100.	2,100.
EXXON MOBIL CORPORATION	2,490.	2,490.
FPL GROUP INC COM	1,701.	1,701.
FEDERAL HOME LOAN MORTGAGE CORP NOTE	13,250.	13,250.
MORTGAGE-BACKED CTF	17,765.	17,765.
GENERAL ELEC CO	3,421.	3,421.
GLAXO PLC	448.	448.
HARTFORD FINANCIAL SVCS GRP	630.	630.
HEWLETT PACKARD COMPANY	456.	456.
INTEL CORPORATION	1,680.	1,680.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ISHARES MSCI EMERGING MKTS INDEX FUND	5,088.	5,088.
ISHR MSCI EAFE INDEX FUND	13,639.	13,639.
J P MORGAN CHASE & CO COM	1,060.	1,060.
JOHNSON & JOHNSON	1,544.	1,544.
KIMBERLY CLARK CORP COM	1,800.	1,800.
KRAFT FOODS INC CL A COM	290.	290.
LOWES COMPANIES INCORPORATED	500.	500.
MERCK & CO INC COM	1,368.	1,368.
MICROSOFT CORPORATION	4,467.	4,467.
MONSANTO CO NEW COM	174.	174.
OCCIDENTAL PETROLEUM CORPORATION	1,470.	1,470.
PIMCO TOTAL RETURN FUND INSTL	2,990.	2,990.
PEPSICO INCORPORATED	3,320.	3,320.
PFIZER INC	2,400.	2,400.
PIMCO COMMODITY REALRETURN STRATEGY FUND	5,796.	5,796.
PRAXAIR INCORPORATED	2,086.	2,086.
PRINCIPAL FINL GROUP INC COM	1,378.	1,378.
PROCTER & GAMBLE CO COM	5,160.	5,160.
QUALCOMM INC	622.	622.
SCHLUMBERGER LIMITED	336.	336.
SHORT TERM BOND CTF	30,209.	30,209.
STAPLES INCORPORATED	730.	730.
STATE STREET CORP	324.	324.
TEVA PHARMACEUTICAL INDS LTD ADR	1,206.	1,206.
TIDEWATER INC	200.	200.
UNITED STATES TREAS BOND DTD 05/15/86 7.	18,125.	18,125.
UNITED TECHNOLOGIES CORP	4,298.	4,298.
VERIZON COMMUNICATIONS	2,093.	2,093.
WASTE MANAGEMENT INC	1,967.	1,967.
WELLS FARGO COMPANY	2,434.	2,434.
WINDSTREAM CORP COM	107.	107.
YUM BRANDS INC COM	1,872.	1,872.
GOVERNMENT CREDIT CTF	43,059.	43,059.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NOBLE CORP COM		40.	40.
	TOTAL	310,113.	309,566.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTERNATIONAL EQUITY CTF	5,659.	5,659.
FEDERAL TAX REFUND	10,446.	
TOTALS	16,105.	5,659.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	17,811.			17,811.
LEGAL FEES - INCOME (ALLOCABLE	12,751.			12,751.
TOTALS	30,562.	NONE	NONE	30,562.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	1,333.	1,333.		
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	2,133.	1,333.	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,115.	2,115.
FOREIGN TAXES ON QUALIFIED FOR	1,637.	1,637.
FOREIGN TAXES ON NONQUALIFIED	72.	72.
TOTALS	3,824.	3,824.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	531.	531.
OTHER ALLOCABLE EXPENSE-INCOME	531.	531.
TOTALS	1,062.	1,062.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
SEE ATTACHED STATEMENTS	C
TOTALS	

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
CTF ADJUSTMENT		1,583.
RECOVERY		620.
ROUNDING		5.
	TOTAL	2,208.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
TYE INC ADJ		6,465.
SECURITIES ADJ		1,274.
	TOTAL	7,739.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
CT

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
==

OFFICER NAME:
BANK OF AMERICA
ADDRESS:
777 MAIN STREET
HARTFORD, CT 06115
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 60,652.

OFFICER NAME:
PULLMAN & COMLEY, LLC
ADDRESS:
90 STATE HOUSE SQUARE
HARTFORD, CT 06013
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

TOTAL COMPENSATION: 60,652.
==============

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

GEO & GRACE LONG FOUNDATION 06-6030953

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

RECIPIENT NAME:
BANK OF AMERICA C/O AMY LYNCH
ADDRESS:
777 MAIN STREET
HARTFORD, CT
FORM, INFORMATION AND MATERIALS:
SEE ATTACHMENT
SUBMISSION DEADLINES:
MARCH 15 & SEPTEMBER 15
RESTRICTIONS OR LIMITATIONS ON AWARDS:
RESTRICTED TO ORGANIZATIONS IN CONNECTICUT

GEO & GRACE LONG FOUNDATION 06-6030953
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED STATEMENTS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS ATTACHED ORGANIZATIONS
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 347,690.

TOTAL GRANTS PAID: 347,690.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No. 1545-0092

2009

Name of estate or trust: GEO & GRACE LONG FOUNDATION

Employer identification number: 06-6030953

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	45,320.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	-6,142.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	39,178.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			11,229.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-245,065.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-58,808.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-292,644.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

Part III **Summary of Parts I and II** Caution: *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			39,178.
14 Net long-term gain or (loss):				
a Total for year	14a			-292,644.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			-253,466.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary.*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if.*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the **smaller** of the amount on line 17 or $2,300	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31. ☐ **No.** Enter the **smaller** of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (.15)	30	
31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust: GEO & GRACE LONG FOUNDATION

Employer identification number: 06-6030953

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1000. EXPRESS SCRIPTS INC CL A	12/09/2008	11/05/2009	82,424.00	59,308.00	23,116.00
800. SCHLUMBERGER LIMITED	02/27/2009	11/05/2009	51,906.00	29,702.00	22,204.00

1b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b 45,320.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side: GEO & GRACE LONG FOUNDATION

Employer identification number: 06-6030953

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a .087 WELLS FARGO COMPANY	12/22/2004	01/21/2009	2.00	23.00	-21.00
500. AMERICAN INTERNATIONAL GROUP INC COM	10/17/1997	02/27/2009	236.00	11,775.00	-11,539.00
1000. CVS CAREMARK CORP COM	07/13/2004	02/27/2009	25,692.00	19,024.00	6,668.00
528. CITIGROUP INC	07/19/2005	02/27/2009	936.00	23,507.00	-22,571.00
2500. CITIGROUP INC	10/02/1998	02/27/2009	4,431.00	41,630.00	-37,199.00
2335. CONOCOPHILLIPS COM	07/19/2005	02/27/2009	87,521.00	141,548.00	-54,027.00
1787. GENWORTH FINANCIAL INC CL A COM	07/19/2005	02/27/2009	2,113.00	57,590.00	-55,477.00
1000. KRAFT FOODS INC CL A COM	02/02/2007	02/27/2009	22,532.00	34,078.00	-11,546.00
1400. QUALCOMM INC	02/08/2005	02/27/2009	46,623.00	50,417.00	-3,794.00
543. QUALCOMM INC	07/19/2005	02/27/2009	18,083.00	19,450.00	-1,367.00
800. TIDEWATER INC	02/02/2007	02/27/2009	28,298.00	41,638.00	-13,340.00
429. WINDSTREAM CORP COM	07/19/2005	02/27/2009	3,103.00	4,823.00	-1,720.00
1000. NOBLE CORP COM	07/19/2005	02/27/2009	24,292.00	32,150.00	-7,858.00
37408.249 GOVERNMENT CREDIT CTF	10/18/2002	08/14/2009	274,786.00	285,930.00	-11,144.00
29229.663 GOVERNMENT CREDIT CTF	10/17/2003	08/14/2009	214,709.00	220,436.00	-5,727.00
3530.662 GOVERNMENT CREDIT CTF	06/22/2001	08/14/2009	25,935.00	26,575.00	-640.00
200000. FEDERAL HOME LOAN MORTGAGE CORP NOTE	11/08/1999	09/15/2009	200,000.00	200,738.00	-738.00
900. MERCK & CO INC NEW COM	02/02/2007	11/05/2009	29,515.00	40,624.00	-11,109.00
20941.097 SHORT TERM BOND CTF	01/25/2002	11/06/2009	174,467.00	176,200.00	-1,733.00
49582.343 SHORT TERM BOND CTF	03/05/2004	11/06/2009	413,085.00	413,268.00	-183.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . . -245,065.00

GEO & GRACE LONG FOUNDATION 06-6030953

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

CARDINAL HEALTH INCORPORATED	2,717.00	
PIMCO TOTAL RETURN FUND INSTL	515.00	
PIMCO COMMODITY REALRETURN STRATEGY FUND	2,847.00	
TYCO INTERNATIONAL LTD	5,149.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		11,229.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		11,229.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-6,142.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-6,142.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-58,808.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-58,808.00

Settlement Date

Bank of America

Account Summary

Dec. 01, 2009 through Dec. 31, 2009

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Market Value $9,492,354.36

Account Activity

Description	Current Period	YTD Since 06/01/09
Beginning Market Value	**$9,553,838.47**	**$8,417,053.36**
Income	37,278.89	180,367.95
Deposits	14,428.14	18,145.58
Disbursements	-192,072.96	-218,295.06
Bank Fees	-3,550.94	-24,772.42
Change in Market Value	82,432.76	1,119,854.95
Ending Market Value	**$9,492,354.36**	**$9,492,354.36**
Change in Account Value	-61,484.11	1,075,301.00

Realized Gain/Loss Summary

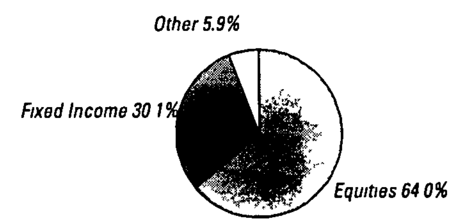
Description	Current Period	Fiscal YTD
Short-term	$4,668.18	$41,639.63
Long-term	1,959.56	-291,158.18
Net Total	**$6,627.74**	**-$249,518.55**

Income Summary

Description	Current Period	YTD Since 06/01/09
Dividends - Taxable	$30,908 84	$106,859 98
Interest - Taxable	0.00	15,687.50
Collective Fund - Taxable	6,370.05	57,820.47
Total Income	**$37,278.89**	**$180,367.95**

Portfolio Allocation

Description	Market Value	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency	$254,267.88	$254,239.75	$300.00	0.1%
Equities	6,079,745.74	5,263,323 07	100,743 86	1.7
Fixed Income	2,853,326.60	2,819,552.23	142,602.04	5.0
Real Estate	67,063.24	129,329 61	2,505 73	3.7
Tangible Assets	237,950.90	233,640.20	14,254.06	6.0
Total Assets	**$9,492,354.36**	**$8,700,084.86**	**$260,405.69**	**2.7%**
Total	**$9,492,354.36**	**$8,700,084.86**	**$260,405.69**	



Assets representing less than 5% of total are grouped together as "Other" for display on the pie chart

Market Value includes accrued income unless otherwise noted

The amounts shown throughout this statement should not be used in the preparation of tax documents Detail specifying taxable nature of income will be provided with year-end tax documentation. Please consult your tax advisor

Bank of America

Account Summary

Dec. 01, 2009 through Dec. 31, 2009

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Cash Summary

	Current Period		*YTD Since 06/01/09*	
	Income Cash	*Principal Cash*	*Income Cash*	*Principal Cash*
Beginning Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**
Income	35,428.30	1,850.59	178,517.36	1,850.59
Deposits	0.00	14,428.14	1,000.00	17,145.58
Disbursements	-186,256.48	-5,816.48	-197,337.65	-20,957.41
Bank Fees	-1,775.48	-1,775.46	-12,386.29	-12,386.13
Income/Principal Transfers	62,000.00	-62,000.00	62,000.00	-62,000.00
Purchases	0.00	0.00	0.00	-1,261,655.38
Sales and Maturities	0.00	0.00	0.00	1,466,826.73
Net Automated Money Market Transactions	90,603.66	53,313.21	-31,793.42	-128,823.98
Ending Value	**$0.00**	**$0.00**	**$0.00**	**$0.00**

Bank of America

Portfolio Analysis

Dec. 01, 2009 through Dec. 31, 2009

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Portfolio Summary by Asset Class

Description	*Market Value*	*% of Account*	*% of Sector*	*Tax Cost*	*Estimated Annual Income*	*Current Yield*
Cash/Currency						
Cash Equivalents	$254,267.88	2.7%	100.0%	$254,239.75	$300.00	0.1%
Total Cash/Currency	**$254,267.88**	**2.7%**	**100.0%**	**$254,239.75**	**$300.00**	**0.1%**
Equities						
U.S. Large Cap	$3,196,811.83	33.7%	52.6%	$2,427,471.47	$66,718.60	2.1%
U S. Mid Cap	957,446.59	10.1	15.7	1,004,665.18	6,459.37	0.7
U.S. Small Cap	491,147.02	5.2	8.1	610,202.12	4,919.89	1.0
International Developed	1,005,003.30	10.6	16.5	871,984.53	21,498 69	2.1
Emerging Markets	429,337.00	4.5	7.1	348,999.77	1,147.31	0.3
Total Equities	**$6,079,745.74**	**64.0%**	**100.0%**	**$5,263,323.07**	**$100,743.86**	**1.7%**
Fixed Income						
Investment Grade Taxable	$2,423,210 47	25.5%	84 9%	$2,354,552 23	$111,678 32	4.6%
Global High Yield Taxable	430,116.13	4.5	15.1	465,000.00	30,923.72	7.2
Total Fixed Income	**$2,853,326.60**	**30.1%**	**100.0%**	**$2,819,552.23**	**$142,602.04**	**5.0%**
Real Estate						
Public REITs	$67,063.24	0.7%	100.0%	$129,329 61	$2,505.73	3.7%
Total Real Estate	**$67,063.24**	**0.7%**	**100.0%**	**$129,329.61**	**$2,505.73**	**3.7%**
Tangible Assets						
Commodities	$237,950.90	2.5%	100.0%	$233,640.20	$14,254.06	6.0%
Total Tangible Assets	**$237,950.90**	**2.5%**	**100.0%**	**$233,640.20**	**$14,254.06**	**6.0%**
Total Assets	**$9,492,354.36**	**100.0%**		**$8,700,084.86**	**$260,405.69**	**2.7%**
Total	**$9,492,354.36**			**$8,700,084.86**	**$260,405.69**	

Portfolio Analysis

Dec. 01, 2009 through Dec. 31, 2009

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Equities - Summary by Business Sector

Sector	*Market Value*	*% of Equities*	*% of S&P 500*
Consumer Discretionary	$387,971.78	6.4%	9.6%
Consumer Staples	617,147.37	10.2	11.4
Energy	288,050.00	4.7	11.5
Financials	367,175.23	6.0	14.4
Health Care	354,308.00	5.8	12.6
Industrials	487,880.63	8.0	10.2
Information Technology	773,466.32	12.7	19.9
Materials	158,352.24	2.6	3.6
Telecommunication Services	186,845.79	3.1	3.1
Utilities	112,254.00	1.8	3.7
Other Equities	2,346,294.38	38.6	0.0
Total Equities	**$6,079,745.74**	**100.0%**	**100.0%**

Fixed Income - Maturity Schedule

Maturity	*Maturity Amount*	*% of Total*
6 - 10 years	$250,000.00	100.0%
Total	**$250,000.00**	**100.0%**
Weighted Average Maturity	6.4 years	
Weighted Average Coupon	7.2%	
Weighted Average Current Yield	5.9%	
Weighted Average Yield to Maturity/Call	3.0%	

Fixed Income - Quality Schedule

Moody's Rating	*Market Value*	*% of Fixed Income*
Aaa	$311,825.75	100.0%
Total Fixed Income	**$311,825.75**	**100.0%**

The Fixed Income - Maturity Schedule and Fixed Income - Quality Schedule include cash equivalents maturing within six months and exclude preferred stocks and fixed income funds

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
43,368.070	COLUMBIA CASH RESERVES CAPITAL CLASS (Income Investment)	19765K506	$43,368.07	$3.63	$43,368.07 / 1.000	$0.00	$51.17	0.1%
210,871.680	COLUMBIA CASH RESERVES CAPITAL CLASS	19765K506	210,871.68	24.50	210,871.68 / 1.000	0.00	248.83	0.1
	Total Cash Equivalents		**$254,239.75**	**$28.13**	**$254,239.75**	**$0.00**	**$300.00**	**0.1%**
Total Cash/Currency			**$254,239.75**	**$28.13**	**$254,239.75**	**$0.00**	**$300.00**	**0.1%**

Equities

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
1,000.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$53,990.00 / 53.990	$0.00	$53,997.50 / 53.998	-$7.50	$1,600.00	3.0%
4,893.000	AT&T INC Ticker: T	00206R102 TEL	137,150.79 / 28.030	0.00	118,278.05 / 24.173	18,872.74	8,220.24	6.0
800.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103 IFT	34,256.00 / 42.820	272.00	23,750.22 / 29.688	10,505.78	1,088.00	3.2
1,200.000	AVON PRODS INC Ticker: AVP	054303102 CNS	37,800.00 / 31.500	0.00	21,765.00 / 18.138	16,035.00	1,008.00	2.7
700.000	BEST BUY INC Ticker: BBY	086516101 CND	27,622.00 / 39.460	98.00	23,151.33 / 33 073	4,470.67	392.00	1.4
500.000	BURLINGTON NORTHN SANTA FE CORP Ticker: BNI	12189T104 IND	49,310.00 / 98.620	200.00	40,808.75 / 81.618	8,501.25	800.00	1.6
4,633.000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	110,914.02 / 23.940	0.00	69,906.60 / 15.089	41,007.42	0.00	0.0
1,487.000	COCA COLA CO Ticker: KO	191216100 CNS	84,759.00 / 57.000	0.00	61,962.41 / 41.669	22,796.59	2,438.68	2.9

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
1,000.000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND	32,250.00 32.250	350.00	34,575.68 34.576	-2,325.68	350.00	1.1
11,846.000	EMC CORP Ticker: EMC	268648102 IFT	206,949.62 17.470	0.00	176,268.48 14.880	30,681.14	0.00	0.0
650.000	EOG RES INC Ticker: EOG	26875P101 ENR	63,245.00 97.300	0.00	56,753.78 87.314	6,491.22	377 00	0.6
1,000.000	EXELON CORP Ticker: EXC	30161N101 UTL	48,870.00 48.870	0.00	52,730.20 52.730	-3,860.20	2,100.00	4.3
1,500.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	102,285.00 68.190	0.00	2,894.14 1.929	99,390.86	2,520.00	2.5
1,200.000	FPL GROUP INC Ticker: FPL	302571104 UTL	63,384.00 52.820	0.00	54,081.00 45.068	9,303.00	2,268.00	3.6
4,172.000	GENERAL ELEC CO Ticker: GE	369604103 IND	63,122.36 15.130	417.20	45,089.83 10.808	18,032.53	1,668.80	2.6
1,200.000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA	51,924.00 43.270	0.00	54,281.88 45.235	-2,357.88	0.00	0.0
1,900.000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT	97,869.00 51.510	152.00	56,197.25 29.578	41,671.75	608.00	0.6
3,000.000	INTEL CORP Ticker: INTC	458140100 IFT	61,200.00 20.400	0.00	124,791.00 41.597	-63,591.00	1,680.00	2.7
2,000.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	83,340.00 41.670	0.00	71,235 00 35.618	12,105.00	400.00	0.5
800.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	51,528.00 64.410	0.00	1,909.25 2.387	49,618.75	1,568.00	3.0
1,000.000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	63,710.00 63.710	600.00	46,447.50 46.448	17,262.50	2,400.00	3.8
5,560.000	LOWES COS INC Ticker: LOW	548661107 CND	130,048.40 23.390	0.00	111,513.03 20.056	18,535.37	2,001.60	1.5
8,591.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	261,853.68 30.480	0.00	232,069.20 27.013	29,784.48	4,467.32	1.7

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
656.000	MONSANTO CO NEW COM Ticker: MON	61166W101 MAT	53,628.00 81.750	0.00	53,099.85 80.945	528.15	695.36	1.3
1,500.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	122,025.00 81.350	495.00	76,691.25 51.128	45,333.75	1,980.00	1.6
1,897.000	PEPSICO INC Ticker: PEP	713448108 CNS	115,337.60 60.800	853.65	50,081.98 26.401	65,255.62	3,414.60	3.0
3,000.000	PFIZER INC Ticker: PFE	717081103 HEA	54,570.00 18.190	0.00	83,019.33 27.673	-28,449.33	2,160.00	4.0
1,304.000	PRAXAIR INC Ticker: PX	74005P104 MAT	104,724.24 80.310	0.00	62,718.36 48.097	42,005.88	2,086.40	2.0
3,000.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	181,890.00 60.630	0.00	31,169.64 10.390	150,720.36	5,280.00	2.9
2,950.000	STAPLES INC Ticker: SPLS	855030102 CND	72,540.50 24.590	243.38	60,990.79 20.675	11,549.71	973.50	1.3
1,200.000	STATE STR CORP Ticker: STT	857477103 FIN	52,248.00 43.540	12.00	52,185.00 43.488	63.00	48.00	0.1
2,791.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	193,723.31 69.410	0.00	17,306.29 6.201	176,417.02	4,298.14	2.2
1,500.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	49,695.00 33.130	0.00	42,401.25 28.268	7,293.75	2,850.00	5.7
1,696.000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	57,341.76 33.810	0.00	49,048.32 28.920	8,293.44	1,967.36	3.4
4,968.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	134,086.32 26.990	0.00	251,290.33 50.582	-117,204.01	993.60	0.7
2,400.000	YUM BRANDS INC Ticker: YUM	988498101 CND	83,928.00 34.970	0.00	63,012.00 26.255	20,916.00	2,016.00	2.4
	Total U.S. Large Cap		**$3,193,118.60**	**$3,693.23**	**$2,427,471.47**	**$765,647.13**	**$66,718.60**	**2.1%**

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap								
675.000	APOLLO GROUP INC CL A Ticker: APOL	037604105 CND	$40,891.50 60.580	$0.00	$43,215.46 64.023	-$2,323.96	$0.00	0.0%
12,210.720	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X	197199409 OEQ	301,360.57 24.680	0.00	232,969.84 19.079	68,390.73	598.33	0.2
33,003.300	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES Ticker: NMPA X	19765J608 OEQ	304,950.49 9.240	0.00	400,000.00 12.120	-95,049.51	3,399.34	1.1
7,328.000	DEAN FOODS CO NEW COM Ticker: DF	242370104 CNS	132,197.12 18.040	0.00	131,465.79 17.940	731.33	0.00	0.0
600.000	DUN & BRADSTREET CORP DEL NEW Ticker: DNB	26483E100 IND	50,622.00 84.370	0.00	44,800.50 74.668	5,821.50	816.00	1.6
1,341.000	HARTFORD FINL SVCS GROUP INC Ticker: HIG	416515104 FIN	31,191.66 23.260	67.05	55,069.84 41.066	-23,878.18	268.20	0.9
400.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409 HEA	29,936.00 74.840	0.00	28,478.40 71.196	1,457.60	0.00	0.0
2,755.000	PRINCIPAL FINL GROUP INC Ticker: PFG	74251V102 FIN	66,230.20 24.040	0.00	68,665.35 24.924	-2,435.15	1,377.50	2.1
	Total U.S. Mid Cap		**$957,379.54**	**$67.05**	**$1,004,665.18**	**-$47,285.64**	**$6,459.37**	**0.7%**
U.S. Small Cap								
23,500.058	SMALL CAP CTF ORIGINAL COST 130,249.50 Ticker: SCEQPT	126129108 OEQ	$338,132.93 14.389	$67.96	$388,067.07 16.513	-$49,934.14	$3,948.01	1.2%
13,133.545	SMALL CAP GROWTH CTF ORIGINAL COST 176,582.70 Ticker: FTSC	207543877 OEQ	152,937.50 11.645	8.63	222,135.05 16.914	-69,197.55	971.88	0.6
	Total U.S. Small Cap		**$491,070.43**	**$76.59**	**$610,202.12**	**-$119,131.69**	**$4,919.89**	**1.0%**

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed								
23,282.464	INTERNATIONAL EQUITY CTF ORIGINAL COST 286,119.89 Ticker: INLEPT	1261292H7 OEQ	$449,409.76 19.303	$186.82	$390,002.17 16.751	$59,407.59	$7,287.41	1.6%
8,724.000	ISHARES MSCI EAFE INDEX FUND Ticker: EFA	464287465 OEQ	482,262.72 55.280	0.00	411,349.40 47.151	70,913.32	12,571.28	2.6
2,050.000	TYCO INTL LTD NEW F COM SWITZERLAND Ticker: TYC	H89128104 IND	73,144.00 35.680	0.00	70,632.96 34.455	2,511.04	1,640.00	2.2
	Total International Developed		**$1,004,816.48**	**$186.82**	**$871,984.53**	**$132,831.95**	**$21,498.69**	**2.1%**
Emerging Markets								
7,638.000	ISHARES MSCI EMERGING MKTS INDEX FUND Ticker: EEM	464287234 OEQ	$316,977.00 41.500	$0.00	$290,499.97 38.034	$26,477.03	$183.31	0.1%
2,000.000	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL Ticker: TEVA	881624209 HEA	112,360.00 56.180	0.00	58,499.80 29.250	53,860.20	964.00	0.9
	Total Emerging Markets		**$429,337.00**	**$0.00**	**$348,999.77**	**$80,337.23**	**$1,147.31**	**0.3%**
Total Equities			**$6,075,722.05**	**$4,023.69**	**$5,263,323.07**	**$812,398.98**	**$100,743.86**	**1.7%**
Fixed Income								
Investment Grade Taxable								
250,000.000	***2016*** UNITED STATES TREAS BD DTD 05/15/86 7.25% DUE 05/15/16 Moody's: AAA S&P: AAA	912810DW5	$309,472.50 123.789	$2,353.25	$260,742.19 104.297	$48,730.31	$18,125.00	5.9% 3.0
67,856.258	COLUMBIA TOTAL RETURN BOND FUND CLASS Z SHARES	19765H453	656,170.01 9.670	2,229.28	650,000.00 9.579	6,170.01	28,296.06	4.3

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
84,976.306	GOVERNMENT CREDIT CTF ORIGINAL COST 635,140.83	993361880	633,829.77 7.459	518.03	630,480.51 7.419	3,349.26	26,937.49	4.3
40,255.076	MORTGAGE-BACKED SEC CTF ORIGINAL COST 399,999.99	337997993	405,094.88 10.063	201.78	397,221.71 9.868	7,873.17	18,396.57	4.5
21,298.104	PIMCO TOTAL RETURN FUND INSTL	693390700	230,019.52 10.800	0.00	233,640.20 10.970	-3,620.68	12,629.78	5.5
22,034.488	SHORT TERM BOND CTF ORIGINAL COST 188,006.78	820990109	183,181.51 8.313	139.94	182,467.62 8.281	713.89	7,293.42	4.0
	Total Investment Grade Taxable		**$2,417,768.19**	**$5,442.28**	**$2,354,552.23**	**$63,215.96**	**$111,678.32**	**4.6%**
Global High Yield Taxable								
37,537.985	COLUMBIA CONSERVATIVE HIGH YIELD FUND CLASS Z SHARES	19765P323	$280,784.13 7.480	$1,990.23	$315,000.00 8.391	-$34,215.87	$20,157.90	7.2%
18,987.342	COLUMBIA HIGH INCOME FUND CLASS Z SHARES	19765H495	147,341.77 7.760	0.00	150,000.00 7.900	-2,658.23	10,765.82	7.3
	Total Global High Yield Taxable		**$428,125.90**	**$1,990.23**	**$465,000.00**	**-$36,874.10**	**$30,923.72**	**7.2%**
Total Fixed Income			**$2,845,894.09**	**$7,432.51**	**$2,819,552.23**	**$26,341.86**	**$142,602.04**	**5.0%**
Real Estate								
Public REITs								
6,646.505	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z SHARES	19765P547	$67,063.24 10.090	$0.00	$129,329.61 19.458	-$62,266.37	$2,505.73	3.7%
	Total Public REITs		**$67,063.24**	**$0.00**	**$129,329.61**	**-$62,266.37**	**$2,505.73**	**3.7%**
Total Real Estate			**$67,063.24**	**$0.00**	**$129,329.61**	**-$62,266.37**	**$2,505.73**	**3.7%**

Bank of America

Portfolio Detail

Account: 42-09-900-8535456 GEO & GRACE LONG FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets								
Commodities								
28,738.032	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	$237,950.90 8.280	$0.00	$233,640.20 8.130	$4,310.70	$14,254.06	6.0%
	Total Commodities		**$237,950.90**	**$0.00**	**$233,640.20**	**$4,310.70**	**$14,254.06**	**6.0%**
Total Tangible Assets			**$237,950.90**	**$0.00**	**$233,640.20**	**$4,310.70**	**$14,254.06**	**6.0%**
Total Portfolio			**$9,480,870.03**	**$11,484.33**	**$8,700,084.86**	**$780,785.17**	**$260,405.69**	**2.7%**
Accrued Income			$11,484.33					
Total			**$9,492,354.36**					