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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 ☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation: GRACE K. SALMON TRUST 31H023017
Number and street (or P.O. box number if mail is not delivered to street address): C/O TD BANK, 178 MAIN ST, PO BOX 174
Room/suite:
City or town, state, and ZIP code: NEW BRITAIN, CT 06050

A Employer identification number: 06-6035924
B Telephone number (see page 10 of the instructions): (860) 827-2515
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: ☐ 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)* ▶ $ 2,189,015.
J Accounting method: ☒ 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 ▶ ☒ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	49,802.	49,802.		STMT 1
	4 Dividends and interest from securities	21,168.	21,168.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-35,098.			
	b Gross sales price for all assets on line 6a 717,497.				
	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)				
	12 **Total.** Add lines 1 through 11	35,872.	70,970.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	16,178.	10,786.		5,393.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 4	1,656.	1,104.	NONE	552.
	b Accounting fees (attach schedule) STMT 5	1,375.	917.	NONE	458.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	1,693.	400.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 7	603.	402.		201.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	21,505.	13,609.	NONE	6,604.
	25 Contributions, gifts, grants paid	103,000.			103,000.
	26 Total expenses and disbursements Add lines 24 and 25	124,505.	13,609.	NONE	109,604.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-88,633.			
	b **Net investment income** (if negative, enter -0-)		57,361.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing	1,096.		
2	Savings and temporary cash investments	182,544.	123,664.	123,664.
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) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule) STMT 8	499,461.	344,001.	347,780.
b	Investments - corporate stock (attach schedule) STMT 9	601,770.	973,942.	1,241,652.
c	Investments - corporate bonds (attach schedule) STMT 11	573,433.	472,507.	475,919.
11	Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	144,450.		
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,002,754.	1,914,114.	2,189,015.
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. ▶ X			
27	Capital stock, trust principal, or current funds	2,002,754.	1,914,114.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,002,754.	1,914,114.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,002,754.	1,914,114.	

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	2,002,754.
2	Enter amount from Part I, line 27a	2	-88,633.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,914,121.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	7.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,914,114.

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	-40,299.
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	120,785.	2,018,478.	0.05983964155
2007	128,867.	2,220,891.	0.05802490982
2006	118,092.	2,171,628.	0.05437947936
2005	126,651.	2,190,761.	0.05781141804
2004	67,432.	2,230,138.	0.03023669387

2	**Total** of line 1, column (d)	2	0.26029214264
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	0.05205842853
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,967,233.
5	Multiply line 4 by line 3	5	102,411.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	574.
7	Add lines 5 and 6	7	102,985.
8	Enter qualifying distributions from Part XII, line 4	8	109,604.

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 ▶ [X] and enter 1% of Part I, line 27b	1	574.
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	574.
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	574.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 640.		
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	640.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	3.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	63.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 63. **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 13			
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)*

			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 ▶ SEE STATEMENT 14 Telephone no. ▶

Located at ▶ ZIP + 4 ▶

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.

			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		
	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		X
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)*

		Yes	No
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 15		16,178.	-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
NONE		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
NONE		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 CONTRIBUTIONS TO 23 ORGANIZATIONS DIRECT EXPENSE $103,000 + ALLOCATION OF INDIRECT EXPENSES $6,604	109,604.
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	1,904,668.
b	Average of monthly cash balances	1b	92,523.
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	1,997,191.
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	1,997,191.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	29,958.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,967,233.
6	**Minimum investment return.** Enter 5% of line 5	6	98,362.

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	98,362.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	574.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	574.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	97,788.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	97,788.
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	97,788.

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	109,604.
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	109,604.
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	574.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	109,030.

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					97,788.
2 Undistributed income, if any, as of the end of 2009.					
a Enter amount for 2008 only				3,261.	
b Total for prior years. 20 07 ,20 ,20			NONE		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	NONE				
b From 2005	NONE				
c From 2006	NONE				
d From 2007	NONE				
e From 2008	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 109,604.					
a Applied to 2008, but not more than line 2a				3,261.	
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					97,788.
e Remaining amount distributed out of corpus		8,555.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		8,555.			
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					
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					NONE
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)		NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		8,555.			
10 Analysis of line 9:					
a Excess from 2005	NONE				
b Excess from 2006	NONE				
c Excess from 2007	NONE				
d Excess from 2008	NONE				
e Excess from 2009	8,555.				

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 (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
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 ▶ [X] 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:

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

c Any submission deadlines:

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

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 16				
Total . . . . . . ▶ **3a**				103,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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			14	49,802.	
4 Dividends and interest from securities			14	21,168.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-35,098.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				35,872.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 35,872.

(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.

Laura J Greene 05/06/2010 Trustee

Signature of officer or trustee LAURA GREENE Date Title

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.	

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 LONG-TERM CAPITAL GAIN DIVIDENDS					1,364.	
		130. AMGEN INC COMMON PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
6,144.00		7,932.00					-1,788.00	
		220. AMGEN INC COMMON PROPERTY TYPE: SECURITIES					05/10/2007	11/02/2009
11,550.00		13,424.00					-1,874.00	
		50. APACHE CORPORATION PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
3,288.00		3,656.00					-368.00	
		535. BANK AMER CORP COM PROPERTY TYPE: SECURITIES					11/13/2008	02/09/2009
3,659.00		13,848.00					-10,189.00	
		150. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					06/23/2009	08/26/2009
5,238.00		3,733.00					1,505.00	
		70. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					06/23/2009	09/08/2009
2,498.00		1,515.00					983.00	
		150. EMC CORPORATION/MASS PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
1,846.00		2,314.00					-468.00	
		475. EBAY INC PROPERTY TYPE: SECURITIES					11/13/2008	01/08/2009
6,900.00		6,398.00					502.00	
		150000. FED NATL MTG ASSN 4.625% 10/15/2 PROPERTY TYPE: SECURITIES					04/25/2008	02/27/2009
162,647.00		155,460.00					7,187.00	
		480. IMS HEALTH INC COM PROPERTY TYPE: SECURITIES					05/10/2007	06/23/2009
5,912.00		14,621.00					-8,709.00	

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)	
		380. ILLINOIS TOOL WORKS PROPERTY TYPE: SECURITIES					02/15/2002	04/06/2009
12,183.00		13,646.00					-1,463.00	
		210. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					06/05/2003	01/08/2009
5,651.00		7,400.00					-1,749.00	
		3051.336 KEELEY SMALL CAP VALUE FUND - A PROPERTY TYPE: SECURITIES					04/06/2009	07/17/2009
50,225.00		45,668.00					4,557.00	
		380. MCDONALDS CORP PROPERTY TYPE: SECURITIES					05/10/2007	01/08/2009
22,896.00		18,992.00					3,904.00	
		200. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					02/15/2002	04/06/2009
5,930.00		9,742.00					-3,812.00	
		870. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					02/14/2003	04/06/2009
16,121.00		23,858.00					-7,737.00	
		240. MOHAWK INDS INC PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
8,035.00		22,872.00					-14,837.00	
		14600. PIMCO SHORT TERM INSTL #37 PROPERTY TYPE: SECURITIES					12/13/2007	01/08/2009
137,094.00		144,450.00					-7,356.00	
		2080. POWERSHARES DB CMDTY IDX TRA UNIT PROPERTY TYPE: SECURITIES					04/06/2009	09/22/2009
46,202.00		45,514.00					688.00	
		70. RESEARCH IN MOTION LIMITED PROPERTY TYPE: SECURITIES					03/09/2009	05/01/2009
5,039.00		2,490.00					2,549.00	
		80. RESEARCH IN MOTION LIMITED PROPERTY TYPE: SECURITIES					03/09/2009	06/23/2009
5,583.00		2,845.00					2,738.00	

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)	
		90. RESEARCH IN MOTION LIMITED PROPERTY TYPE: SECURITIES					03/09/2009	11/02/2009
4,911.00		3,201.00					1,710.00	
		100000. SBC COMMUNICATIONS 4.125% 09/15/ PROPERTY TYPE: SECURITIES					03/27/2008	09/15/2009
100,000.00		100,926.00					-926.00	
		200. SEMPRA ENERGY COMMON PROPERTY TYPE: SECURITIES					03/04/2009	07/07/2009
9,641.00		7,953.00					1,688.00	
		100. SIGMA ALDRICH CORP COM PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
3,926.00		4,265.00					-339.00	
		420. SOUTHERN CO PROPERTY TYPE: SECURITIES					05/10/2007	04/06/2009
12,983.00		15,611.00					-2,628.00	
		200. UNITED PARCEL SERVICE PROPERTY TYPE: SECURITIES					03/04/2009	03/09/2009
7,630.00		8,194.00					-564.00	
		190. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					06/05/2003	04/06/2009
6,219.00		7,210.00					-991.00	
		70. WALGREEN CO PROPERTY TYPE: SECURITIES					04/06/2009	07/07/2009
2,037.00		1,881.00					156.00	
		353. WALGREEN CO PROPERTY TYPE: SECURITIES					04/18/2008	07/07/2009
10,272.00		14,557.00					-4,285.00	
		650. WESTERN UN CO COM PROPERTY TYPE: SECURITIES					03/04/2009	03/09/2009
6,863.00		7,448.00					-585.00	
		331. XTO ENERGY INC PROPERTY TYPE: SECURITIES					05/10/2007	12/16/2009
15,684.00		14,452.00					1,232.00	

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)	
		65. RENAISSANCE RE HLDGS LTD PROPERTY TYPE: SECURITIES					06/19/2008	05/19/2009
2,973.00		3,047.00					-74.00	
		185. RENAISSANCE RE HLDGS LTD PROPERTY TYPE: SECURITIES					06/19/2008	05/20/2009
8,353.00		8,673.00					-320.00	
TOTAL GAIN(LOSS)							-40,299.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CONOCOPHILLIPS 5.625% 10/15/2016 DTD 10/	5,625.	5,625.
FED HOME LN MTG 5.00% 01/30/2014 DTD 01/	3,250.	3,250.
FEDERAL HOME LN BKS 5.00% 12/21/2015 DTD	5,000.	5,000.
FNMA SER 93-199 6.5% 10/25/2023 DTD 10/0	170.	170.
FED NATL MTG ASSN 4.75% 03/12/2010 DTD 0	4,750.	4,750.
FED NATL MTG ASSN 4.625% 10/15/2013 DTD	4,953.	4,953.
GE COMPANY 5.00% 02/01/2013 DTD 1/28/200	2,500.	2,500.
HSBC FINANCE 6.75% 5/15/2011 DTD 5/9/200	6,750.	6,750.
HONEYWELL INTL 7.500% 03/01/2010 DTD 03/	7,500.	7,500.
PIMCO SHORT TERM INSTL #37	2.	2.
PEPSICO INC 5.15% 05/15/2012 DTD 05/21/2	5,150.	5,150.
SBC COMMUNICATIONS 4.125% 09/15/2009 DTD	4,125.	4,125.
TD ASSET MGMT US GOVT INSTL SVS #6	27.	27.
TOTAL	49,802.	49,802.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	693.	693.
ABERCROMBIE & FITCH CO CL A	142.	142.
AMERICAN EXPRESS CO	281.	281.
APACHE CORPORATION	113.	113.
BHP BILLITON LTD	156.	156.
CHEVRONTEXACO CORP	526.	526.
CIMAREX ENERGY CO	50.	50.
CLOROX CO	503.	503.
COLGATE PALMOLIVE CO COM	232.	232.
DIAGEO PLC ADR	640.	640.
WALT DISNEY CO	105.	105.
EXELON CORP COM	242.	242.
EXPEDITORS INTL WASH INC	114.	114.
EXXON MOBIL CORP COM	349.	349.
FASTENAL CO COM	187.	187.
FIDELITY ADVISOR EMERGING MARKET CLASS I	911.	911.
GALLAGHER ARTHUR J & CO	384.	384.
HEWLETT PACKARD CO COM	64.	64.
HOME DEPOT INC COM	428.	428.
IMS HEALTH INC COM	29.	29.
ILLINOIS TOOL WORKS	632.	632.
ISHARES COHEN & STEERS RLTY	2,605.	2,605.
J P MORGAN CHASE & CO	287.	287.
JOHNSON & JOHNSON COM	368.	368.
MFS RESEARCH INTERNATIONAL FUND I FUND #	2,189.	2,189.
MEDTRONIC INC COM	271.	271.
MICROSOFT CORP COM	493.	493.
MONSANTO CO NEW	94.	94.
NOVARTIS A G SPONSORED ADR	479.	479.
PIMCO SHORT TERM INSTL #37	92.	92.
PAYCHEX INC	490.	490.
PEPSICO INCORPORATED	399.	399.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PETSMART INC COM	137.	137.
PROCTER & GAMBLE CO	431.	431.
QUEST DIAGNOSTICS INC COM	70.	70.
T ROWE PRICE NEW ERA FUND	867.	867.
SEMPRA ENERGY COMMON	156.	156.
SIGMA ALDRICH CORP COM	90.	90.
SOUTHERN CO	662.	662.
STATE STR CORP COM	50.	50.
STRYKER CORP COM	33.	33.
TD ASSET MGMT US GOVT INSTL SVS #6	40.	40.
TEXAS INSTRUMENTS	204.	204.
3M CO	408.	408.
US BANCORP DEL NEW	219.	219.
UNITED TECHNOLOGIES	354.	354.
VANGUARD MID-CAP INDEX FUND #859	1,372.	1,372.
VERIZON COMMUNICATIONS	662.	662.
WALGREEN CO	87.	87.
WELLS FARGO & CO NEW	71.	71.
XTO ENERGY INC	164.	164.
YUM BRANDS INC	371.	371.
RENAISSANCE RE HLDGS LTD	60.	60.
ACE LTD	112.	112.
TOTAL	21,168.	21,168.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NON-ALLOCABLE LEGAL FEES	1,656.	1,104.		552.
TOTALS	1,656.	1,104.	NONE	552.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,375.	917.		458.
TOTALS	1,375.	917.	NONE	458.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT	653.	
FED ESTIMATED PMTS	640.	
FOREIGN TAXES	400.	400.
TOTALS	1,693.	400.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PROBATE ACCOUNTING	603.	402.	201.
TOTALS	603.	402.	201.

GRACE K. SALMON TRUST 31H023017 06-6035924

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
75000 FED HOME LN MTG 5.00%	80,053.	81,855.
100000 FEDERAL HOME LN BNKS 5.	104,742.	107,954.
2618.1 FNMA SER 93-199 6.5%	2,631.	2,830.
50000 FED NATL MTG ASSN 4.625%	51,820.	54,235.
100000 FED NATL MTG ASSN 4.75%	104,755.	100,906.
TOTALS	344,001.	347,780.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
270 ABERCROMB & FITCH CO CL A	7,044.	9,410.
300 WALT DISNEY CO	6,408.	9,675.
500 HOME DEPOT INC	12,185.	14,465.
545 PETSMART INC	9,887.	14,546.
500 YUM BRANDS INC	12,766.	17,485.
310 CLOROX CO	18,098.	18,910.
135 COLGATE PALMOLIVE CO	8,651.	11,090.
315 DIAGEO PLC ADR	17,570.	21,864.
280 PEPSICO INCORPORATED	14,221.	17,024.
270 PROCTOR & GAMBLE CO	16,795.	16,370.
175 TRANSOCEAN LTD ZUG	12,855.	14,490.
175 APACHE CORPORATION	12,796.	18,055.
210 CHEVRON CORPORATION	15,121.	16,168.
280 CIMAREX ENERGY CO	5,199.	14,832.
210 EXXON MOBIL CORP	8,238.	14,320.
290 ULTRA PETROLEUM CORP	14,734.	14,459.
180 ACE LTD	7,730.	9,072.
500 AMERICAN EXPRESS CO	23,063.	20,260.
400 GALLAGHER ARTHUR J & CO	7,113.	9,004.
390 JP MORGAN CHASE & CO	12,883.	16,251.
270 STATE STREET CORP	11,413.	11,756.
760 US BANCORP DEL NEW	18,187.	17,108.
540 WELLS FARGO & CO NEW	10,446.	14,575.
250 JOHNSON & JOHNSON	12,304.	16,103.
250 MEDTRONIC INC	12,178.	10,995.
280 NOVARTIS A G SPONSORED ADR	16,064.	15,240.
204 QUEST DIAGNOSTICS INC COM	9,396.	12,318.
330 STRYKER CORP	15,454.	16,622.
180 THERMO FISHER SCIENTIFIC I	9,612.	8,584.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
185 ZIMMER HLDGS INC	13,100.	10,935.
300 EXPEDITORS INTL WASH INC	9,615.	10,431.
260 FASTENAL CO	10,884.	10,826.
320 ILLINOIS TOOL WKS INC	11,066.	15,357.
200 3M CO	16,918.	16,534.
240 UNITED TECHNOLOGIES	16,322.	16,658.
600 AUTODESK INC	11,207.	15,246.
980 CISCO SYSTEMS INC	15,889.	23,461.
485 COGNIZANT TECHNOLOGY SOLUT	9,104.	21,985.
1100 EMC CORP	16,972.	19,217.
300 HEWLETT PACKARD CO	9,444.	15,453.
730 MICROSOFT CORPORATION	14,892.	22,250.
440 PAYCHEX INC	11,795.	13,482.
660 TEXAS INSTRUMENTS	10,447.	17,200.
190 BHP BILLITON LTD	9,132.	14,550.
105 MONSANTO CO NEW	9,430.	8,584.
130 SGMA-ALDRICH CORP COMMON	5,544.	6,572.
440 AT&T INC	13,059.	12,333.
310 VERIZON COMMUNICATIONS	11,151.	10,270.
230 EXELON CORP	11,038.	11,240.
280 SOUTHERN CO	10,407.	9,330.
1450 BARON GROWTH FUND #587	50,765.	59,900.
3411.015 FIDELITY ADVISOR EMER	40,000.	72,007.
1340 ISHARES COHEN & STEERS RL	36,745.	70,377.
8558.045 MFS RESEARCH INTERNAT	89,072.	122,551.
1605.418 T ROWE PRICE NEW ERA	65,373.	70,044.
7567.736 VANGUARD MID-CAP INDE	86,160.	123,808.
TOTALS	973,942.	1,241,652.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
100000 CONOCO PHILIPS 5.625%	103,667.	108,480.
50000 GE COMPANY 5.00%	51,274.	52,898.
100000 HSBC FINANCE 6.75%	103,768.	105,688.
100000 HONEYWELL INTL 7.500%	107,819.	101,203.
100000 PEPSICO INC 5.15%	105,979.	107,650.
TOTALS	472,507.	475,919.

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

DESCRIPTION		AMOUNT
CASH/ACCRUAL ADJ; ROUNDING		7.
	TOTAL	7.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
CT

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
===

NAME: TD BANK NA
FIDUCIARY TAX DEPT
ADDRESS: 178 MAIN STREET, PO BOX 174
NEW BRITAIN, CT 06050

TELEPHONE NUMBER: (860)827-2515

STATEMENT 14

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

OFFICER NAME:
TD BANK NA
ADDRESS:
178 Main St, PO Box 174
New Britain, CT 06050
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 16,178.

TOTAL COMPENSATION: 16,178.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE SCHEDULE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITIES
AMOUNT OF GRANT PAID .... 103,000.

TOTAL GRANTS PAID: 103,000.

GRACE K SALMON TRUST 06-6035924

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME.	AMOUNT OF GRANT PAID:
CONNECTICUT HUMANE SOCIETY	34,000
WESTPORT SCHOOL OF MUSIC	4,500
CONNECTICUT CHILDREN'S MEDICAL	34,000
WESTPORT HISTORICAL SOCIETY	3,500
WESTPORT DEPT OF HUMAN SERVICES	1,800
SALVATION ARMY	1,800
AMERICAN RED CROSS	950
WESTPORT PUBLIC LIBRARY	1,400
EARTHPLACE	1,800
WESTPORT WOMAN'S CLUB	1,400
WESTPORT YMCA	1,800
WESTPORT GARDEN CLUB	1,800
ASPETUCK LAND TRUST	950
PROJECT RETURN	950
WESTPORT VOLUNTEER	1,800
CLASP HOMES	800
INTERFAITH HOUSING ASSOC.	950
POSITIVE DIRECTIONS	950
THE SUSAN FUND	800
MID-FAIRRIELD CHILD GUIDANCE CENTER	800
WPA ART RESCUE COMMITTEE	800
STAPLES HIGH SCHOOL	4,500
UNITED WAY OF COASTAL FIARFIELD CTY	950
TOTAL GRANTS PAID	103,000

GRACE K. SALMON TRUST 31H023017 06-6035924

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
535. BANK AMER CORP COM	11/13/2008	02/09/2009	3,659.00	13,848.00	-10,189.00
150. COGNIZANT TECHNLGY	06/23/2009	08/26/2009	5,238.00	3,733.00	1,505.00
70. COGNIZANT TECHNLGY	06/23/2009	09/08/2009	2,498.00	1,515.00	983.00
475. EBAY INC	11/13/2008	01/08/2009	6,900.00	6,398.00	502.00
150000. FED NATL MTG ASSN					
4.625% 10/15/2013 DTD 09/26/2003	04/25/2008	02/27/2009	162,647.00	155,460.00	7,187.00
3051.336 KEELEY SMALL CAP					
VALUE FUND - A FUND #245	04/06/2009	07/17/2009	50,225.00	45,668.00	4,557.00
2080. POWERSHARES DB CMDTY					
IDX TRA UNIT BEN INT	04/06/2009	09/22/2009	46,202.00	45,514.00	688.00
70. RESEARCH IN MOTION	03/09/2009	05/01/2009	5,039.00	2,490.00	2,549.00
80. RESEARCH IN MOTION	03/09/2009	06/23/2009	5,583.00	2,845.00	2,738.00
90. RESEARCH IN MOTION	03/09/2009	11/02/2009	4,911.00	3,201.00	1,710.00
200. SEMPRA ENERGY COMMON	03/04/2009	07/07/2009	9,641.00	7,953.00	1,688.00
200. UNITED PARCEL SERVICE	03/04/2009	03/09/2009	7,630.00	8,194.00	-564.00
70. WALGREEN CO	04/06/2009	07/07/2009	2,037.00	1,881.00	156.00
650. WESTERN UN CO COM	03/04/2009	03/09/2009	6,863.00	7,448.00	-585.00
65. RENAISSANCE RE HLDGS	06/19/2008	05/19/2009	2,973.00	3,047.00	-74.00
185. RENAISSANCE RE HLDGS	06/19/2008	05/20/2009	8,353.00	8,673.00	-320.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			330,399.00	317,868.00	12,531.00
Totals			330,399.00	317,868.00	12,531.00

GRACE K. SALMON TRUST 31H023017 06-6035924

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
130. AMGEN INC COMMON	05/10/2007	04/06/2009	6,144.00	7,932.00	-1,788.00
220. AMGEN INC COMMON	05/10/2007	11/02/2009	11,550.00	13,424.00	-1,874.00
50. APACHE CORPORATION	05/10/2007	04/06/2009	3,288.00	3,656.00	-368.00
150. EMC CORPORATION/MASS	05/10/2007	04/06/2009	1,846.00	2,314.00	-468.00
480. IMS HEALTH INC COM	05/10/2007	06/23/2009	5,912.00	14,621.00	-8,709.00
380. ILLINOIS TOOL WORKS	02/15/2002	04/06/2009	12,183.00	13,646.00	-1,463.00
210. J P MORGAN CHASE & CO	06/05/2003	01/08/2009	5,651.00	7,400.00	-1,749.00
380. MCDONALDS CORP	05/10/2007	01/08/2009	22,896.00	18,992.00	3,904.00
200. MEDTRONIC INC COM	02/15/2002	04/06/2009	5,930.00	9,742.00	-3,812.00
870. MICROSOFT CORP COM	02/14/2003	04/06/2009	16,121.00	23,858.00	-7,737.00
240. MOHAWK INDS INC	05/10/2007	04/06/2009	8,035.00	22,872.00	-14,837.00
14600. PIMCO SHORT TERM	12/13/2007	01/08/2009	137,094.00	144,450.00	-7,356.00
100000. SBC COMMUNICATIONS					
4.125% 09/15/2009 DTD 11/03/2004	03/27/2008	09/15/2009	100,000.00	100,926.00	-926.00
100. SIGMA ALDRICH CORP	05/10/2007	04/06/2009	3,926.00	4,265.00	-339.00
420. SOUTHERN CO	05/10/2007	04/06/2009	12,983.00	15,611.00	-2,628.00
190. VERIZON COMMUNICATION	06/05/2003	04/06/2009	6,219.00	7,210.00	-991.00
353. WALGREEN CO	04/18/2008	07/07/2009	10,272.00	14,557.00	-4,285.00
331. XTO ENERGY INC	05/10/2007	12/16/2009	15,684.00	14,452.00	1,232.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			385,734.00	439,928.00	-54,194.00
Totals			385,734.00	439,928.00	-54,194.00

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FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
TYCO INT'L LTD NEW	1,364.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,364.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,364.00