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Form **990-PF**

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

OMB No 1545-0052

**2009**

Department of the Treasury  
Internal Revenue Service

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

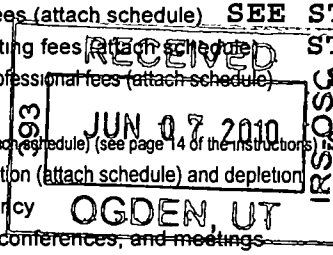
For calendar year 2009, or tax year beginning , and ending

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 <b>HOLMES FOUNDATION INC</b>		A Employer identification number <b>13-1946867</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>3111 CARDINAL DRIVE</b>	Room/suite <b>B</b>	B Telephone number (see page 10 of the instructions) <b>772-231-6900</b>
	City or town, state, and ZIP code <b>VERO BEACH FL 32963-1920</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>1,632,471</b> (Part I, column (d) must be on cash basis)		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	

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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	173	173	173	
	4 Dividends and interest from securities	51,053	48,279	51,053	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-89,181			
	b Gross sales price for all assets on line 6a	1,777,923			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			63,459	
	9 Income modifications				
	10a Gross sales less returns & 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	-37,955	48,452	114,685		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) <b>SEE STMT 1</b>	4,661	3,496	3,496	1,165
	b Accounting fees (attach schedule) <b>STMT 2</b>	9,113	6,835	6,835	2,278
	c Other professional fees (attach schedule) <b>STMT 3</b>	22,692	17,019	17,019	5,673
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 4</b>	817	817	817	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy <b>OGDEN, UT</b>				
	21 Travel, conferences, and meetings	8,765	6,574	6,574	2,191
	22 Printing and publications				
	23 Other expenses (att. sch) <b>STMT 5</b>	125	94	94	31
	24 Total operating and administrative expenses. Add lines 13 through 23	46,173	34,835	34,835	11,338
	25 Contributions, gifts, grants paid	77,000			77,000
26 Total expenses and disbursements. Add lines 24 and 25	123,173	34,835	34,835	88,338	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-161,128				
b Net investment income (if negative, enter -0-)		13,617			
c Adjusted net income (if negative, enter -0-)			79,850		

SCANNED JUN 09 2010 Operating and Administrative Expenses



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	880	3,029	3,029
	2	Savings and temporary cash investments	31,866	17,717	17,717
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) <b>SEE STMT 6</b>	1,619,454	1,470,462	1,609,275
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15	Other assets (describe ▶ <b>SEE STATEMENT 7</b> )	2,586	2,450	2,450	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	<b>1,654,786</b>	<b>1,493,658</b>	<b>1,632,471</b>	
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	709,029	709,029	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	945,757	784,629	
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	<b>1,654,786</b>	<b>1,493,658</b>		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	<b>1,654,786</b>	<b>1,493,658</b>		

**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	1,654,786
2	Enter amount from Part I, line 27a	2	-161,128
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,493,658
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30</b>	6	<b>1,493,658</b>

**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)
<b>1a SEE WORKSHEET</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gain or (loss) col (h) minus col (k), but not less than -0- or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b>		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	<b>-89,181</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>			<b>3</b>	<b>63,459</b>

**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	36,860	839,604	0.043902
2007	82,157	956,662	0.085879
2006	49,867	895,709	0.055673
2005	48,210	1,744,252	0.027639
2004	103,728	1,707,912	0.060734
<b>2 Total of line 1, column (d)</b>			<b>0.273827</b>
<b>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</b>			<b>0.054765</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b>			<b>1,496,140</b>
<b>5 Multiply line 4 by line 3</b>			<b>81,936</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>136</b>
<b>7 Add lines 5 and 6</b>			<b>82,072</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>88,338</b>
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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>136</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>136</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>136</b>
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2009 estimated tax payments and 2008 overpayment credited to 2009	<b>6a</b>	<b>2,586</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 9869)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	<b>Total credits and payments.</b> Add lines 6a through 6d	<b>7</b>	<b>2,586</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	<b>2,450</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <b>2,450</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</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)? 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		<b>X</b>
<b>c</b> Did the foundation file Form 1120-POL for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>\$</b> _____ (2) On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> 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		<b>X</b>
<b>3</b> 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		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> 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	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>FL, NY</b>		
<b>b</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	<b>X</b>	
<b>9</b> 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		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

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

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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>MICHAEL O'HAIRE</b> <b>3111 CARDINAL DRIVE SUITE B</b> Located at ► <b>VERO BEACH, FL</b>	Telephone no ► <b>772-231-6900</b> ZIP+4 ► <b>32963</b>		
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	► <b>15</b>   <input type="checkbox"/>		

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b> ► <input type="checkbox"/>	1b	
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? <b>N/A</b>	1c	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20		
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) <b>N/A</b>	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 ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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)?  Yes  No **N/A** **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 **N/A**

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?  Yes  No **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?  Yes  No **N/A** **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 8				

**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				

Total number of other employees paid over \$50,000

**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		

Total number of others receiving over \$50,000 for professional services ▶

**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 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

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	1,472,213
b	Average of monthly cash balances	1b	46,711
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,518,924
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,518,924
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	22,784
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,496,140
6	Minimum investment return. Enter 5% of line 5	6	74,807

**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	74,807
2a	Tax on investment income for 2009 from Part VI, line 5	2a	136
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	136
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	74,671
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	74,671
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	74,671

**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	88,338
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	88,338
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	136
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	88,202

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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				<b>74,671</b>
<b>2</b> Undistributed income, if any, as of the end of 2009:				
<b>a</b> Enter amount for 2008 only				
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007			<b>30,515</b>	
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	<b>30,515</b>			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ <u>88,338</u>				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				<b>74,671</b>
<b>e</b> Remaining amount distributed out of corpus	<b>13,667</b>			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>44,182</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				<b>0</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	<b>44,182</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007			<b>30,515</b>	
<b>d</b> Excess from 2008				
<b>e</b> Excess from 2009			<b>13,667</b>	

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

**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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

**b** The form in which applications should be submitted and information and materials they should include.  
**N/A**

**c** Any submission deadlines:  
**N/A**

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

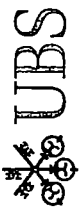
**Part XV Supplementary Information (continued)**

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

Recipient	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
Name and address (home or business)				
a Paid during the year <b>SEE ATTACHED</b>				77,000
<b>Total</b>			▶ 3a	77,000
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ 3b	







Portfolio Management Program  
December 2009

Account name: HOLMES FOUNDATION INC  
Account number: 4294 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

## Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

### Cash

#### Cash and money balances

Holding	Operating balance on Dec 1 (\$)	Closing balance on Dec 31 (\$)	Price per share on Dec 31 (\$)	Average rate	Dividend/Interest period	Value on Dec 31 (\$)	Days in period	Unrealized gain or loss (\$)	Holding period
RMA MONEY MKT. PORTFOLIO	7,309.85	10,313.85	1.00	0.01%	Nov 23 to Dec 23	26,303.76	31	7,896.84	ST

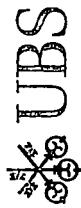
### Equities

#### Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>CLAYMORE EXCHANGE TRADED FD TR</b>								
<b>2 CLAYMORE S&amp;P GLOBAL WATER INDEX ETF</b>								
Symbol: CGW Exchange: NYSE								
EAI: \$286 Current yield: 1.09%	Jan 20, 09	1,428,000	12.890	18,406.921	18.420	26,303.76	7,896.84	ST
<b>ISHARES INC MSCI AUSTRALIA INDEX FD</b>								
Symbol: EWA Exchange: AMEX								
EAI: \$484 Current yield: 5.39%	Sep 10, 09	393,000	21.095	8,290.46	22.840	8,976.12	685.66	ST
<b>ISHARES INC MSCI CANADA INDEX FD</b>								
Symbol: EWC Exchange: AMEX								
EAI: \$112 Current yield: 1.25%	Sep 10, 09	340,000	24.391	8,293.22	26.330	8,952.20	658.98	ST
<b>ISHARES INC MSCI SOUTH AFRICA INDEX FUND</b>								
Symbol: EZA Exchange: NYSE								
EAI: \$335 Current yield: 3.89%	Sep 10, 09	154,000	53.829	8,289.78	55.970	8,619.38	329.60	ST
<b>ISHARES TRUST RUSSELL MICROCAP INDEX FUND</b>								
Symbol: IWC Exchange: NYSE								
EAI: \$212 Current yield: 1.24%	Sep 10, 09	437,000	38.043	16,624.96	39.030	17,056.11	431.15	ST

continued next page





Account name: HOLMES FOUNDATION INC  
 Account number: ,4294 LP

Your assets › Equities › Closed end mutual funds (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>ISHARES TRUST S&amp;P GLOBAL INFRASTRUCTURE INDEX FUND</b>								
Symbol: IGF Exchange: NYSE								
EAI: \$616 Current yield: 3.52%	Jan 20, 09	513 000	26 439	13,563.31 <sup>1</sup>	34 080	17,483 04	3,919.73	ST
<b>MARKET VECTORS AGRIBUSINESS ETF</b>								
Symbol: MOO Exchange: NYSE								
EAI: \$179 Current yield: 0.96%	Sep 10, 09	424 000	38 491	16,320 42	43 790	18,566 95	2,246 54	ST
<b>POWERSHARES DYNAMIC LARGE CAP VALUE PORTFOLIO</b>								
Symbol: PMV Exchange: NYSE								
EAI: \$1,252 Current yield: 3.55%	Jun 11, 09	2,105 000	14 598	30,730.41	16 750	35,258 75	4,528 34	ST
<b>SPDR MSCI ACWI EX-US ETF</b>								
Symbol: CWI Exchange: NYSE								
EAI: \$824 Current yield: 1.60%	Nov 19, 09	1,655 000	31 170	51,586 35	31 200	51,636 00	49 65	ST
<b>STANDARD&amp;POORS DEP RCPTS UNIT SER 1 (SPDR TR)</b>								
Symbol: SPY Exchange: AMEX								
EAI: \$1,162 Current yield: 2.12%	Nov 19, 09	492 000	109 348	53,799.32	111 440	54,828 48	1,029 16	ST
<b>VANGUARD EXTD MKT ETF</b>								
Symbol: VXF Exchange: NYSE								
EAI: \$495 Current yield: 1.11%	Jan 20, 09	1,039 000	29 304	30,447 17 <sup>1</sup>	43 060	44,739 34	14,292 17	ST
<b>VANGUARD FTSE ALL WO X-US SC</b>								
Symbol: VSS Exchange: NYSE								
EAI: \$608 Current yield: 1.36%	Sep 10, 09	212 000	77 982	16,532 39	81 720	17,324 64	792 25	ST
<b>WISDOMTREE EMERGING MARKETS EQUITY INCOM</b>								
Symbol: DEM Exchange: NYSE								
EAI: \$608 Current yield: 1.36%	Jan 20, 09	901 000	29 330	26,426 42 <sup>1</sup>	49 712	44,790 51	18,364 09	ST
<b>WISDOMTREE TRUST INDIA EARNINGS FUND</b>								
Symbol: EPI Exchange: NYSE								
EAI: \$10 Current yield: 0.11%	Sep 10, 09	414 000	19 849	8,217 53	22 070	9,136 98	919 45	ST
<b>Total</b>				<b>\$307,528.66</b>		<b>\$363,672.27</b>	<b>\$56,143.61</b>	
<b>Total estimated annual income: \$6,575</b>								

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services



Portfolio Management Program  
December 2009

Account name:  
Account number:

HOLMES FOUNDATION INC.  
4294 LP

Your Financial Advisor:  
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203-357-0700/800-942-2045

Your assets > **Equities** (continued)

**Mutual funds**

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
FEDERATED PRUDENT BEAR FUND CLASS A	7,195,224	5,800	41,732,30	41,732,30	5,450	39,213,97	-2,518,33	-2,518,33	ST

**Fixed income**

**Closed end mutual funds**

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period	
ISHARES S&P NATL AMT-FREE MUNI BOND FUND									
Symbol: MUB Exchange: NYSE									
EAI: \$4,180 Current yield: 3.61%									
Security total		1,121,000	99,041	111,026.00	102,750	115,182.75	4,156.75	ST	
		6,000	103,467	670,80	102,750	616.50	-4,30	ST	
		1,127,000		111,646,80		115,799,25	4,152,45		
SPDR SER TRUST LEHMAN SHORT TERM MUN BD ETF									
Symbol: SHM Exchange: NYSE									
EAI: \$949 Current yield: 1.89%									
Total		2,091,000	23,933	50,045,46	24,020	50,225,82	180,36	ST	
Total estimated annual income: \$5,129							\$161,692.26	\$166,025.07	\$4,332.81





HOLMES FOUNDATION INC.  
4294 LP

Account name:  
Account number:

Your assets ▸ Fixed income (continued)

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
<b>ALLIANCEBERNSTEIN</b>									
<b>GLOBAL BOND FUND INC</b>									
FD CL A									
Trade date: Apr 29, 08	4,499.138	8.060	36,263.06	36,263.06 <sup>1</sup>	7.940	31,723.15	-539.91		LT
Trade date: Sep 10, 09	18.138	7.730	140.21	140.21	7.940	144.02	3.81		ST
Trade date: Dec 17, 09	3,098.025	8.000	24,784.20	24,784.20	7.940	24,598.32	-185.88		ST
Total reinvested	979.681	7.191	7,045.67	7,045.67	7.940	7,778.67	733.00		
EAI: \$3,403 Current yield: 4.99%									
Security total	8,594.982		61,187.47	68,233.14		61,244.15	11.02	7,056.69	
<b>ALLIANCE BERNSTEIN HIGH INCOME FD CL A</b>									
Trade date: Sep 10, 09	3,197.393	7.810	24,971.64	24,971.64	8.420	25,922.05	1,950.41		ST
Total reinvested	79.547	8.294	659.82	659.82	8.420	669.79	9.97		
EAI: \$2,291 Current yield: 8.30%									
Security total	3,276.940		24,971.64	25,631.46		27,591.83	1,960.38	2,620.20	
<b>PIMCO UNCONSTRAINED BOND FUND CLASS A</b>									
Trade date: Sep 10, 09	2,274.919	10.980	24,978.61	24,978.61	10.800	24,569.12	-409.49		ST
Total reinvested	66.130	10.861	718.29	718.29	10.800	714.20	-4.09		
EAI: \$695 Current yield: 2.75%									
Security total	2,341.049		24,978.61	25,696.90		25,283.32	-413.58	304.71	
Total			\$111,137.72	\$119,561.50		\$121,119.30	\$1,557.82	\$9,981.58	
<b>Total estimated annual income: \$6,389</b>									

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services



Portfolio Management Program  
December 2009

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Your assets (continued)

Alternative strategies

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

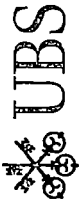
Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
<b>GATEWAY FUND CLASS A</b>									
Trade date: Jul 29, 09	669,123	24,100	16,125,86	16,125,86	25,250	16,895,35	769,49		ST
Trade date: Sep 10, 09	8,198	24,640	202,01	202,01	25,250	207,00	4,99		ST
Total reinvested	5,393	24,822		133,87	25,250	136,17	2,30		
EAI: \$323 Current yield: 1.87%									
Security total	682,714		16,327,87	16,461,74		17,238,52	776,78		910,65
<b>NATIXIS ASG GLOBAL</b>									
<b>ALTERNATIVE A</b>									
Trade date: Jul 29, 09	3,996,742	10,090	40,327,13	40,327,13	10,390	41,526,15	1,199,02		ST
Trade date: Sep 10, 09	46,686	10,350	483,20	483,20	10,390	485,07	1,87		ST
Trade date: Nov 19, 09	3,878,000	10,570	40,990,46	40,990,46	10,390	40,292,42	-698,04		ST
EAI: \$293 Current yield: 0.36%									
Security total	7,921,428		81,800,79	81,800,79		82,303,63	502,85		502,85
Total			\$98,128,66	\$98,262,53		\$99,542,15	\$1,279,63		\$1,413,49

Total estimated annual income: \$616





HOLMES FOUNDATION INC  
14294 LP

Account name:  
Account number:

Your assets (continued)

Broad commodities

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
BARCLAYS BANK PLC IPATH DOW								
JONES-UBS COMM INDX TOTAL RETURN								
Symbol	DIP Exchange: NYSE							
	Jun 11, 09	592 000	39 761	23,538.83	42.260	25,017.92	1,479 09	ST
	Jul 29, 09	275 000	36 618	10,069 95	42.260	11,621 50	1,551.55	ST
	Sep 10, 09	13 000	37.464	487.04	42.260	549 38	62.34	ST
Security total		880 000		34,095 82		37,188 80	3,092 98	

Other

Mutual funds

Total reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Trade date	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
PIMCO ALL ASSETS ALL AUTH-A										
	Jan 20, 09	2,346.531	8.999	21,118.77	21,118 77 <sup>1</sup>	10.210	23,958.08	2,839.31		ST
Total reinvested		182 091	10 101		1,839 35	10.210	1,859.15	19 80		
EAI: \$1,909	Current yield: 7.39%									
Security total		2,528.622		21,118 77	22,958 12		25,817 23	2,859.11	4,698 46	

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services.



Portfolio Management Program  
December 2009

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Account number:

HOLMES FOUNDATION INC  
4294 LP

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Your assets (continued)

Your total assets

	Value on Dec 31 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
<b>Cash</b>	<b>10,313.85</b>	<b>1.20%</b>	<b>10,313.85</b>		
<b>Equities</b>					
Closed end mutual funds	363,672.27		307,528.66	6,575.00	56,143.61
Mutual funds	39,213.97		41,732.30		-2,518.33
<b>Total equities</b>	<b>402,886.24</b>	<b>46.69%</b>	<b>349,260.96</b>	<b>6,575.00</b>	<b>53,625.28</b>
<b>Fixed income</b>					
Closed end mutual funds	166,025.07		161,692.26	5,129.00	4,332.81
Mutual funds	121,119.30		119,561.50	6,389.00	1,557.82
<b>Total fixed income</b>	<b>287,144.37</b>	<b>33.27%</b>	<b>281,253.76</b>	<b>11,518.00</b>	<b>5,890.63</b>
<b>Alternative strategies</b>					
Mutual funds	99,542.15		98,262.53	616.00	1,279.63
<b>Broad commodities</b>					
Closed end mutual funds	37,188.80		34,095.82		3,092.98
<b>Other</b>					
Mutual funds	25,817.23		22,958.12	1,909.00	2,859.11
<b>Total</b>	<b>\$862,892.64</b>	<b>100.00%</b>	<b>\$796,145.04</b>	<b>\$20,618.00</b>	<b>\$66,747.63</b>

Cash

~~10,313.85~~  
852,578.79

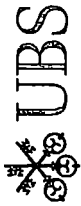
Account activity this month

For more information about the price/value shown for restricted securities, see *Important information about your statement* at the end of this document

Date	Activity	Description	Your expense code	Quantity/Face value	Price/Value (\$)	Cash amount (\$)	Cash and money balance (\$)
Nov 30		Cash and money balance				47.38	\$7,309.85
Dec 1	Dividend	PIMCO UNCONSTRAINED BOND FUND CLASS A AS OF 11/30/09					
Dec 1	Reinvestment	PIMCO UNCONSTRAINED BOND FUND CLASS A DIVIDEND REINVESTED AT 11:10 NAV ON 11/30/09 AS OF 11/30/09		4.268		-47.38	7,309.85
Dec 2	Dividend	TCW TOTAL RETURN BOND FUND AS OF 11/30/09				165.62	
Dec 2	Reinvestment	TCW TOTAL RETURN BOND FUND DIVIDEND REINVESTED AT 10.59 NAV ON 11/30/09 AS OF 11/30/09		15.639		-165.62	7,309.85
Dec 7	Dividend	ISHARES S&P NATL AMT-FREE MUNI BOND FUND PAID ON 1127				338.99	7,648.84
Dec 9	Dividend	SPDR SER TRUST LEHMAN SHORT TERM MUN BD ETF PAID ON 2091				77.24	7,726.08

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Portfolio Management Program  
December 2009

Account name: HOLMES FOUNDATION INC.  
4295 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

## Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *important information about your statement* at the end of this document for more information.

### Cash

#### Cash and money balances

Holding	Opening balance on Dec 1 (\$)	Closing balance on Dec 31 (\$)	Price per share on Dec 31 (\$)	Average rate	Dividend/Interest period	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
RMA MONEY MKT. PORTFOUO	7,946.58	7,402.84	1.00	0.01%	Nov 23 to Dec 23	31		

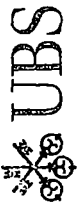
### Equities

#### Common stock

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>AIR PROD &amp; CHEMICAL INC</b>								
Symbol: APD Exchange: NYSE								
EAI: \$342 Current yield: 2.22%	Jun 11, 09	186,000	69.246	12,879.85	81.060	15,077.16	2,197.31	ST
	Sep 10, 09	4,000	74.170	296.68	81.060	324.24	27.56	ST
Security total		190,000		13,176.53		15,401.40	2,224.87	
<b>BAXTER INTL INC</b>								
Symbol: BAX Exchange: NYSE								
EAI: \$298 Current yield: 1.98%	Oct 15, 08	178,000	60.590	10,785.02 <sup>1</sup>	58.680	10,445.04	-339.98	LT
	Jun 11, 09	70,000	47.629	3,334.07	58.680	4,107.60	773.53	ST
	Sep 10, 09	9,000	55.410	498.69	58.680	528.12	29.43	ST
Security total		257,000		14,617.78		15,080.76	462.98	
<b>BP PLC SPON ADR</b>								
Symbol: BP Exchange: NYSE								
EAI: \$877 Current yield: 5.80%	Jun 11, 09	222,000	52.369	11,626.14	57.970	12,869.34	1,243.20	ST
	Jul 29, 09	39,000	50.189	1,957.37	57.970	2,260.83	303.46	ST
Security total		261,000		13,583.51		15,130.17	1,546.66	
<b>CAMPBELL SOUP CO</b>								
Symbol: CPB Exchange: NYSE								
EAI: \$487 Current yield: 3.25%	Sep 10, 09	443,000	32.217	14,272.29	33.800	14,973.40	701.11	ST

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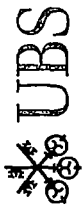


Account name: HOLMES FOUNDATION INC.  
 Account number: 4295 LP

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>CHEVRON CORP</b>								
Symbol: CVX Exchange: NYSE								
EAI: \$552 Current yield: 3.53%	Sep 10, 09	203,000	70.459	14,303.30	76.990	15,628.97	1,325.67	ST
<b>DIAGEO PLC NEW GB SPON ADR</b>								
Symbol: DEO Exchange: NYSE								
EAI: \$516 Current yield: 3.26%	Jun 11, 09	228,000	56.529	12,888.62	69.410	15,825.48	2,936.86	ST
<b>EMERSON ELECTRIC CO</b>								
Symbol: EMR Exchange: NYSE								
EAI: \$496 Current yield: 3.15%	Mar 22, 06	358,000	42.540	15,229.32 <sup>1</sup>	42.600	15,250.80	21.48	LT
	Jun 11, 09	10,000	34.949	349.50	42.600	426.00	76.50	ST
	Jul 29, 09	2,000	36.090	72.18	42.600	85.20	13.02	ST
Security total		370,000		15,651.00		15,762.00	111.00	
<b>ENBRIDGE INC</b>								
Symbol: ENB Exchange: NYSE								
EAI: \$621 Current yield: 3.50%	Oct 15, 08	369,000	30.859	11,387.15 <sup>1</sup>	46.220	17,055.18	5,668.03	LT
	Jul 29, 09	3,000	36.500	109.50	46.220	138.66	29.16	ST
	Sep 10, 09	12,000	37.230	446.76	46.220	554.64	107.88	ST
Security total		384,000		11,943.41		17,748.48	5,805.07	
<b>FPL GROUP INC</b>								
Symbol: FPL Exchange: NYSE								
EAI: \$501 Current yield: 3.58%	Mar 22, 06	238,000	40.210	9,569.99 <sup>1</sup>	52.820	12,571.16	3,001.17	LT
	Sep 10, 09	27,000	53.740	1,450.98	52.820	1,426.14	-24.84	ST
Security total		265,000		11,020.97		13,997.30	2,976.33	
<b>GENL MILLS INC</b>								
Symbol: GIS Exchange: NYSE								
EAI: \$466 Current yield: 2.77%	Oct 15, 08	168,000	65.397	10,986.73 <sup>1</sup>	70.810	11,896.08	909.35	LT
	Jun 11, 09	70,000	54.895	3,842.69	70.810	4,956.70	1,114.01	ST
Security total		238,000		14,829.42		16,852.78	2,023.36	
<b>HEINZ H J CO</b>								
Symbol: HNZ Exchange: NYSE								
EAI: \$605 Current yield: 3.93%	Sep 10, 09	360,000	39.689	14,288.36	42.760	15,393.60	1,105.24	ST
<b>HEWLETT PACKARD CO</b>								
Symbol: HPQ Exchange: NYSE								
EAI: \$100 Current yield: 0.62%	Mar 22, 06	273,000	33.000	9,009.00 <sup>1</sup>	51.510	14,062.23	5,053.23	LT
	Jun 11, 09	40,000	37.310	1,492.40	51.510	2,060.40	568.00	ST

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Portfolio Management Program  
December 2009

Account name:  
Account number:

HOLMES FOUNDATION INC.  
4295 LP

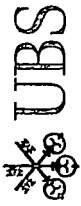
Your Financial Advisor:  
F D G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Your assets ▶ Equities ▶ Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>Security total</b>		<b>313 000</b>		<b>10,501.40</b>		<b>16,122.63</b>	<b>5,621.23</b>	
<b>HONEYWELL INTL INC</b>								
Symbol: HON Exchange: NYSE								
EAI: \$453 Current yield: 3.09%	Oct 15, 08	347 000	31.610	10,968.67	39.200	13,602.40	2,633.73	LT
	Jul 29, 09	27 000	33 740	910.98	39.200	1,058.40	147.42	ST
<b>Security total</b>		<b>374 000</b>		<b>11,879.65</b>		<b>14,660.80</b>	<b>2,781.15</b>	
<b>INTL BUSINESS MACH</b>								
Symbol: IBM Exchange: NYSE								
EAI: \$271 Current yield: 1.68%	Mar 22, 06	82 000	84.170	6,901.94	130.900	10,733.80	3,831.86	LT
	Jun 11, 09	40 000	109 929	4,397.16	130.900	5,236.00	838.84	ST
	Jul 29, 09	1 000	116.600	116.60	130.900	130.90	14.30	ST
<b>Security total</b>		<b>123 000</b>		<b>11,415.70</b>		<b>16,100.70</b>	<b>4,685.00</b>	
<b>MCDONALDS CORP</b>								
Symbol: MCD Exchange: NYSE								
EAI: \$570 Current yield: 3.52%	Oct 14, 09	259 000	57.757	14,959.30	62.440	16,171.96	1,212.66	ST
<b>MONSANTO CO NEW</b>								
Symbol: MON Exchange: NYSE								
EAI: \$182 Current yield: 1.29%	Sep 10, 09	172 000	78.634	13,525.20	81.750	14,061.00	535.80	ST
<b>P T TELEKOMUNIKASI INDONESIA SPON ADR</b>								
Symbol: TLK Exchange: NYSE								
EAI: \$471 Current yield: 2.76%	Sep 10, 09	427 000	33.799	14,432.46	39.950	17,058.65	2,626.19	ST
<b>PEPSICO INC</b>								
Symbol: PEP Exchange: NYSE								
EAI: \$446 Current yield: 2.96%	Mar 22, 06	106 000	59.650	6,322.90	60.800	6,444.80	121.90	LT
	Jun 11, 09	140 000	53 560	7,498.40	60.800	8,512.00	1,013.60	ST
	Jul 29, 09	2 000	55 949	111.90	60.800	121.60	9.70	ST
<b>Security total</b>		<b>248 000</b>		<b>13,933.20</b>		<b>15,078.40</b>	<b>1,145.20</b>	
<b>PROCTER &amp; GAMBLE CO</b>								
Symbol: PG Exchange: NYSE								
EAI: \$468 Current yield: 2.90%	Mar 22, 06	244 000	59.180	14,439.92	60.630	14,793.72	353.80	LT
	Sep 10, 09	22 000	55 643	1,224.15	60.630	1,333.86	109.71	ST
<b>Security total</b>		<b>266 000</b>		<b>15,664.07</b>		<b>16,127.58</b>	<b>463.51</b>	

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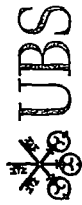


Account name: HOLMES FOUNDATION INC  
 Account number: 4295 LP

Your assets > Equities > Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
<b>SANOFI-AVENTIS SA SPON ADR</b>								
Symbol: SNY Exchange: NYSE								
EAI: \$464 Current yield: 2.85%	Jun 11, 09	414,000	32.547	13,474.49	39.270	16,257.78	2,783.29	ST
Security total	Jul 29, 09	1,000	33.280	33.28	39.270	39.27	5.99	ST
		415,000		13,507.77		16,297.05	2,789.28	
<b>TAIWAN SEMICONDUCTOR MFG CO</b>								
LTD ADR								
Symbol: TSM Exchange: NYSE								
EAI: \$470 Current yield: 3.18%	Sep 10, 09	1,292,000	10.929	14,121.37	11.440	14,780.48	659.11	ST
<b>THE DIRECTV GROUP CL A</b>								
Symbol: DTV Exchange: OTC	Sep 10, 09	570,000	24.997	14,248.80	33.350	19,009.50	4,760.70	ST
<b>TOTAL S A FRANCE SPON ADR</b>								
Symbol: TOT Exchange: NYSE								
EAI: \$661 Current yield: 4.34%	Sep 10, 09	238,000	60.542	14,409.12	64.040	15,241.52	832.40	ST
<b>UNTD TECHNOLOGIES CORP</b>								
Symbol: UTX Exchange: NYSE								
EAI: \$362 Current yield: 2.22%	Oct 15, 08	82,000	50.984	4,180.74 <sup>1</sup>	69.410	5,691.62	1,510.88	LT
	Jun 11, 09	110,000	55.669	6,123.59	69.410	7,635.10	1,511.51	ST
	Jul 29, 09	43,000	52.060	2,238.58	69.410	2,984.63	746.05	ST
Security total		235,000		12,542.91		16,311.35	3,768.44	
<b>WADDELL &amp; REED FINANCIAL INC</b>								
CL A								
Symbol: WDR Exchange: NYSE								
EAI: \$412 Current yield: 2.49%	Oct 15, 08	484,000	16.026	7,756.68 <sup>1</sup>	30.540	14,781.36	7,024.68	LT
	Jul 29, 09	21,000	27.510	577.71	30.540	641.34	63.63	ST
	Sep 10, 09	37,000	26.020	962.74	30.540	1,129.98	167.24	ST
Security total		542,000		9,297.13		16,552.68	7,255.55	
<b>WAL MART STORES INC</b>								
Symbol: WMT Exchange: NYSE								
EAI: \$305 Current yield: 2.04%	Jun 11, 09	256,000	49.900	12,774.40	53.450	13,683.20	908.80	ST
	Jul 29, 09	22,000	48.936	1,076.61	53.450	1,175.90	99.29	ST
	Sep 10, 09	2,000	50.846	101.69	53.450	106.90	5.21	ST
Security total		280,000		13,952.70		14,966.00	1,013.30	

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Portfolio Management Program  
December 2009

Account name:  
Account number:

HOLMES FOUNDATION INC.  
4295 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Your assets > Equities > Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
3M CO								
Symbol: MMM Exchange: NYSE								
EAI: \$400 Current yield: 2.47%	Jun 11, 09	196,000	60.779	11,912.73	82.670	16,203.32	4,290.59	ST
<b>Total</b>				<b>\$360,878.70</b>		<b>\$426,537.96</b>	<b>\$65,659.26</b>	

Total estimated annual income: \$11,796

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
STANDARD&POORS DEP RCPTS UNIT								
SER 1 (SPDR TR)								
Symbol: SPY Exchange: AMEX								
EAI: \$822 Current yield: 2.12%	Nov 19, 09	118,000	109.348	12,903.09	111.440	13,149.92	246.83	ST
Security total	Dec 15, 09	230,000	111.527	25,651.21	111.440	25,631.20	-20.01	ST
		348,000		38,554.30		38,781.12	226.82	
UTILITIES SECTOR SPDR TRUST								
SHS								
Symbol: XLU Exchange: NYSE								
EAI: \$731 Current yield 4.76%	Sep 10, 09	495,000	28.835	14,273.71	31.020	15,354.90	1,081.19	ST
<b>Total</b>				<b>\$52,828.01</b>		<b>\$54,736.02</b>	<b>\$1,308.01</b>	

Total estimated annual income: \$1,553

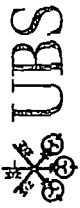
Fixed income

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
ISHARES IBOXX \$ INVT GRA DE								
CORPORATE BOND FUND								
Symbol: LQD Exchange: NYSE								
EAI \$3.927 Current yield 5.50%	Mar 22, 06	369,000	106.560	39,320.64 <sup>1</sup>	104.150	38,431.35	-889.29	LT
	Jun 11, 09	300,000	98.162	29,448.65	104.150	31,245.00	1,796.35	ST

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HOLMES FOUNDATION INC.  
4295 LP

Account name:  
Account number:

Your assets • Fixed income • Closed end mutual funds (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Holding period
Security total	Sep 10, 09	17,000	104.828	1,782.08	104.150	1,770.55	-11.53	ST
		686,000		70,551.37		71,446.90	895.53	
SPDR SER TRUST BARCLAYS CAPITAL HIGH YIELD ETF								
Symbol: JNK Exchange: NYSE								
EAI: \$5,157 Current yield 11.19%								
	Jun 11, 09	523,000	35.478	18,555.31	38.810	20,297.63	1,742.32	ST
	Jul 29, 09	13,000	36.340	472.42	38.810	504.53	32.11	ST
	Sep 10, 09	652,000	36.395	23,730.17	38.810	25,304.12	1,573.95	ST
Security total		1,188,000		42,757.90		46,106.28	3,348.38	
Total				\$113,309.27		\$117,553.18	\$4,243.91	

Total estimated annual income: \$9,084

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services

Mutual funds

Total reinvested is the total of all reinvested dividends it does not include any cash dividends it is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot

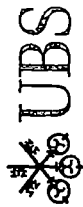
Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested

Holding	Trade date	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
ALLIANCEBERNSTEIN										
GLOBAL BOND FUND INC										
FD CLA										
	Trade date: Apr 29, 08	8,085,029	8.060	65,165.34	65,165.34 <sup>1</sup>	7.940	64,195.13	-970.21		LT
	Trade date: Sep 10, 09	206,668	7.730	1,597.54	1,597.54	7.940	1,640.94	43.40		ST
	Trade date: Dec 17, 09	6,748,781	8.000	53,990.25	53,990.25	7.940	53,585.32	-404.93		ST
Total reinvested		1,176,019	7.208	8,477.88	8,477.88	7.940	9,337.59	859.71		
EAI \$6,422 Current yield 4.99%										
Security total		16,216,497		120,753.13	129,231.01	128,758.98	-472.03	8,005.85		

<sup>1</sup> Indicates cost basis information has been provided by a source other than UBS Financial Services



Portfolio Management Program  
December 2009

Account name:  
Account number:

HOLMES FOUNDATION INC  
4295 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Your assets (continued)

Alternative strategies

Mutual funds

Total/reinvested is the total of all reinvested dividends. It does not include any cash dividends. It is not a tax lot for the purposes of determining holding periods or cost basis. The shares you receive each time you reinvest dividends become a separate tax lot.

Cost basis is the total purchase cost of the security, including reinvested dividends. The cost basis may need to be adjusted for return of capital payments in order to determine the adjusted cost basis for tax reporting purposes.

Unrealized gain or loss is the difference between the current value and the cost basis. The unrealized gain or loss may need to be adjusted for return of capital payments in order to determine the realized gain or loss for tax reporting purposes.

Investment return is the current value minus the amount you invested. It does not include any cash dividends that were not reinvested.

Holding	Number of shares	Purchase price per share (\$)	Client investment (\$)	Cost basis (\$)	Price per share on Dec 31 (\$)	Value on Dec 31 (\$)	Unrealized gain or loss (\$)	Investment return (\$)	Holding period
GATEWAY FUND CLASS A									
Trade date: Jul 29, 09	1,130,244	24.100	27,238.88	27,238.88	25.250	28,538.65	1,299.77		ST
Trade date Sep 10, 09	37,091	24.640	913.92	913.92	25.250	536.55	22.63		ST
Total reinvested	9,299	24.823		230.83	25.250	234.80	3.97		
EAI: \$556 Current yield 1.87%									
Security total	1,176,634		28,152.80	28,383.63		29,710.00	1,326.37	1,557.20	

Your total assets

	Value on Dec 31 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash	7,402.84	0.97%	7,402.84		
Cash and money balances					
Common stock	426,537.96		360,878.70	11,796.00	65,659.26
Closed end mutual funds	54,136.02		52,828.01	1,553.00	1,308.01
Total equities	480,673.98	62.91%	413,706.71	13,349.00	66,967.27
Closed end mutual funds	117,553.18		113,309.27	9,084.00	4,243.91
Mutual funds	128,758.98		129,231.01	6,422.00	-472.03
Total fixed income	246,312.16	32.23%	242,540.28	15,506.00	3,771.88
Mutual funds	29,710.00	3.89%	28,383.63	556.00	1,326.37
Alternative strategies	\$764,098.98	100.00%	\$692,033.46	\$29,411.00	\$72,065.52
Total					

Cash

756,696.14  
7402.84

7402.84  
684630.62



**Capital Gains and Losses for Tax on Investment Income**

Form **990-PF**

**2009**

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

Name

Employer Identification Number

**HOLMES FOUNDATION INC**

**13-1946867**

(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)
(1) ML #4084 - SEE ATTACHED	P	VARIOUS	VARIOUS
(2) ML #4084 - SEE ATTACHED	P	VARIOUS	VARIOUS
(3) UBS #4295 - SEE ATTACHED	P	VARIOUS	VARIOUS
(4) UBS #4295 - SEE ATTACHED	P	VARIOUS	VARIOUS
(5) UBS #4294 - SEE ATTACHED	P	VARIOUS	VARIOUS
(6) UBS #4294 - SEE ATTACHED	P	VARIOUS	VARIOUS
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 223,154		303,268	-80,114
(2) 123,956		133,982	-10,026
(3) 388,510		358,700	29,810
(4) 245,104		251,887	-6,783
(5) 519,099		485,450	33,649
(6) 278,100		333,817	-55,717
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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

(i) FMV 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 (n))
(1)			-80,114
(2)			-10,026
(3)			29,810
(4)			-6,783
(5)			33,649
(6)			-55,717
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

HOLMES FOUNDATION INC.

Account Number: /4084

TOTAL MERRILL®

**YOUR EMA TRANSACTIONS**

January 01, 2009 - January 30, 2009

Description	Quantity	Acquired Date	Liquidation Date	Sales Price	Cost Basis	Gains/(Losses) *	
						This Statement	Year to Date
ISHARES MSCI TAIWAN	1988.0000	11/26/07	01/20/09	13,106.80	30,951.99	(17,845.19)	
ISHARES MSCI MEXICO FREE	563.0000	11/26/07	01/20/09	16,162.62	30,698.71	(14,536.09)	
ISHARES BARCLAY 7-10 YR	188.0000	11/28/06	01/20/09	18,227.24	15,741.63	2,485.61	
ISHARES IBOX \$	298.0000	11/26/07	01/20/09	29,889.26	31,805.09	(1,915.83)	
POWERSHARES TR DYNAMIC	307.0000	11/28/06	01/20/09	4,121.11	5,882.73	(1,761.62)	
POWERSHARES EXCHANGE	1609.0000	11/26/07	01/20/09	24,923.27	39,521.56	(14,598.29)	
<i>Subtotal (Long-Term)</i>						(48,171.41)	(48,171.41)
ISHARES MSCI TAIWAN	1146.0000	09/24/08	01/20/09	7,555.54	12,938.34	(5,382.80)	
ISHARES MSCI MEXICO FREE	193.0000	09/24/08	01/20/09	5,540.65	9,061.29	(3,520.64)	
ISHARES BARCLYS 1-3 YEAR	78.0000	09/24/08	01/20/09	6,583.55	6,506.35	77.20	
HEALTH CARE SELECT SPDR	270.0000	09/24/08	01/20/09	7,022.69	8,240.40	(1,217.71)	
SECTOR SPDR CONSUMRS STPL	286.0000	09/24/08	01/20/09	6,575.21	7,799.22	(1,224.01)	
AMEX TECHNLOGY SELCT SPDR	2174.0000	09/24/08	01/20/09	31,806.74	44,240.47	(12,433.73)	
JPM HGHBRG STAT MRT A	449.0000	09/24/08	01/20/09	7,439.93	7,103.18	336.75	
ALL/BER GLB BD FD INC A	6548.0000	04/29/08	01/20/09	44,199.00	52,776.89	(8,577.89)	
<i>Subtotal (Short-Term)</i>						(31,942.83)	(31,942.83)
<b>TOTAL</b>				<b>223,153.61</b>	<b>303,267.85</b>	<b>(80,114.24)</b>	<b>(80,114.24)</b>

\* - Excludes transactions for which we have insufficient data

**SECURITIES YOU TRANSFERRED IN/OUT**

Date	Description	Transaction Type	Quantity	Value of Securities	Year To Date
01/02	ALLIANCEBERNSTEIN GLOBAL BOND FUND, INC. CL A	Journal Entry	1	6.75	
	FULL SHARE ACCUM				
	SHARE VALUE \$6.75				
	<b>NET TOTAL</b>			<b>6.75</b>	<b>6.75</b>

+



HOLMES FOUNDATION INC.

Account Number: 14084

TOTAL MERRILL®

### YOUR EMA TRANSACTIONS

February 28, 2009 - March 31, 2009

#### SECURITY TRANSACTIONS (continued) TRANSACTIONS CONDUCTED PER YOUR PIA AGREEMENT

Settlement Date	Trade Date	Description	Transaction Type	Quantity	Unit Price	Debit	Credit	Accrued Interest Earned/(Paid)
03/25	03/20	PROSHARES ULTRA S&P 500 EXECUTED 100% AGENCY PRICE SHOWN IS AVERAGE PRICE. DETAILS REGARDING ACTUAL PRICES, REMUNERATION AND THE CAPACITY IN WHICH ML ACTED ARE AVAILABLE UPON REQUEST. ML ACTED AS AGENT CUS NO 74347R107 SEC NO 31KUS PRINCIPAL 28182.932 TRN FEE 0.160	Sale	-1,505	18.7262	28,182.77		
		<i>Subtotal (Sales)</i>						
03/23		JP MORGAN HIGHBRIDGE STAT MARKET NEUTRL FD A FRAC QUANTITY IS .255	Exchange	-4,632				123,956.29
03/23		JP MORGAN HIGHBRIDGE STAT MRKT NEUTRL FD SEL FRAC QUANTITY IS .137	Exchange	4,609				
		<i>Subtotal (Other Security Transactions)</i>						
<b>TOTAL</b>						<b>95,318.60</b>	<b>123,956.29</b>	

#### REALIZED GAINS/(LOSSES)

Description	Quantity	Acquired Date	Liquidation Date	Sales Price	Cost Basis	This Statement	Gains/(Losses) * Year to Date
ISHARES BARCLAY 7-10 YR	547.0000	11/28/06	02/25/09	51,871.71	45,801.48	6,070.23	
ISHARES BARCLAY 7-10 YR	40.0000	03/01/07	02/25/09	3,793.18	3,332.40	460.78	
ISHARES BARCLAY 7-10 YR	124.0000	05/10/07	02/25/09	11,758.86	10,287.04	1,471.82	
POWERSHARES TR DYNAMIC	893.0000	11/28/06	02/25/09	10,992.76	17,111.68	(6,118.92)	
POWERSHARES TR DYNAMIC	504.0000	03/01/07	02/25/09	6,204.20	9,889.79	(3,685.59)	
POWERSHARES TR DYNAMIC	906.0000	05/10/07	02/25/09	11,152.81	19,101.29	(7,948.48)	
<i>Subtotal (Long-Term)</i>						(9,750.16)	(57,921.57)

F

HOLMES FOUNDATION INC.

Account Number: 14084

24-Hour Assistance: (800) MERRILL

### YOUR EMA TRANSACTIONS

February 28, 2009 - March 31, 2009

#### REALIZED GAINS/(LOSSES) (continued)

Description	Quantity	Acquired Date	Liquidation Date	Sales Price	Cost Basis	This Statement	Gains/(Losses) * Year to Date
PROSHARES ULTRA S&P 500	1505.0000	02/25/09	03/20/09	28,182.77	28,457.89	(275.12)	
Subtotal (Short-Term)						(275.12)	(32,217.95)
<b>TOTAL</b>				<b>123,956.29</b>	<b>133,981.57</b>	<b>(10,025.28)</b>	<b>(90,139.52)</b>

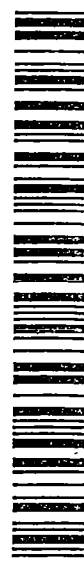
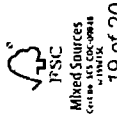
\* - Excludes transactions for which we have insufficient data

#### SECURITIES YOU TRANSFERRED IN/OUT

Date	Description	Transaction Type	Quantity	Value of Securities	Year To Date
03/23	ALLIANCEBERNSTEIN GLOBAL BOND FUND, INC. CL A FULL SHARE ACCUM SHARE VALUE \$6.59	Journal Entry	1	6.59	
	<b>NET TOTAL</b>			<b>6.59</b>	<b>19.98</b>

### YOUR EMA MONEY ACCOUNT TRANSACTIONS

Date	Description	Withdrawals	Deposits	Date	Description	Withdrawals	Deposits
03/03	ML Bank Deposit Program		455.00	03/26	ML Bank Deposit Program		28,183.00
03/09	ML Bank Deposit Program		908.00	03/30	ML Bank Deposit Program		94.00
	<b>NET TOTAL</b>						<b>29,640.00</b>





UBS Financial Services Inc.  
750 WASHINGTON BLVD  
11TH FLOOR  
STAMFORD CT 06901-3722

CPZZ000939033 1209 X125 BW 0

# 2009 Year End Summary

**Account name:** HOLMES FOUNDATION INC.

**Account number:** 4295 LP

**Your Financial Advisor:**

F.D.G. INST CONSULTING GRP

Phone: 203-357-0700/800-942-2045

HOLMES FOUNDATION INC.  
3111 CARDINAL DRIVE  
VERO BEACH FL 32963-1920

## Summary of gains and losses

	Amount (\$)
Short term	29,809.58
Long term	-6,783.40
<b>Total</b>	<b>\$23,026.18</b>

## Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to use when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information.

We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

## Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
AIR PROD & CHEMICAL INC	FIFO	9,000	Jun 11, 09	Nov 11, 09	749.10	623.22		125.88	
	FIFO	5,000	Jun 11, 09	Jul 29, 09	360.19	346.23		13.96	
ALCON INC	FIFO	140,000	Oct 15, 08	Jun 11, 09	16,017.19	19,549.32	-3,532.13		

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Member SIPC

00001585 00034929

CPZZ0002000939033 PZZ000083807 00005 1209 X125 007169651 0 BW LP



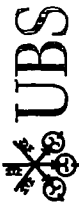
HOLMES FOUNDATION INC.  
4295 LP

Account name:  
Account number:

Realized gains and losses (continued)  
**Short-term capital gains and losses (continued)**

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
AVON PRODUCTS INC	FIFO	379 000	Oct 15, 08	Sep 10, 09	11,889.60	11,403.73		485.87	1
	FIFO	340,000	Jun 11, 09	Sep 10, 09	10,666.14	9,094.66		1,571.48	
	FIFO	53,000	Oct 15, 08	Jul 29, 09	1,565.44	1,594.72	-29.28		1
BANK OF NEW YORK MELLON CORP	FIFO	50,000	Jun 11, 09	Nov 19, 09	1,320.09	1,471.47	-151.38		
	FIFO	66,000	Jul 29, 09	Nov 19, 09	1,748.52	1,748.52	-6.00		
	FIFO	17,000	Oct 15, 08	Sep 10, 09	489.13	518.40	-29.27		1
BAXTER INTL INC	FIFO	25,000	Oct 15, 08	Jul 29, 09	1,387.54	1,514.75	-127.21		1
BP PLC SPON ADR	FIFO	13,000	Jun 11, 09	Nov 11, 09	766.07	680.81		85.26	
	FIFO	155,000	Jun 11, 09	Sep 10, 09	8,441.47	8,117.35		324.12	
CAMPBELL SOUP CO	FIFO	21,000	Sep 10, 09	Nov 11, 09	690.46	676.56		13.90	
CHEVRON CORP	FIFO	10,000	Sep 10, 09	Nov 11, 09	790.47	704.60		85.87	
DIAGEO PLC NEW GB SPON ADR	FIFO	11,000	Jun 11, 09	Nov 11, 09	750.20	621.82		128.38	
	FIFO	1,000	Jun 11, 09	Sep 10, 09	62.49	56.53		5.96	
DIRECTV GROUP INC	FIFO	27,000	Sep 10, 09	Nov 11, 09	810.78	674.94		135.84	
**MERGER EFF. 11/09**	FIFO	381,000	Oct 15, 08	Jun 11, 09	10,321.02	13,045.06	-2,724.04		1
DU PONT DE NEMOURS	FIFO	30,000	Oct 15, 08	Jun 11, 09	1,081.47	925.78		155.69	1
ENBRIDGE INC	FIFO	115,000	Oct 15, 08	Sep 10, 09	6,988.49	7,520.68	-532.19		1
GENL MILLS INC	FIFO	7,000	Oct 15, 08	Jul 29, 09	413.05	457.78	-44.73		1
HALLBURTON CO (HOLDING COMPANY)	FIFO	588,000	Oct 15, 08	Sep 10, 09	14,594.67	11,230.21		3,364.46	1
	FIFO	62,000	Jul 29, 09	Sep 10, 09	1,538.89	1,343.40		195.49	
	FIFO	110,000	Oct 15, 08	Jun 11, 09	2,653.37	2,100.89		552.48	1
HARLEY DAVIDSON INC	FIFO	598,000	Jun 11, 09	Oct 14, 09	15,699.27	10,056.85		5,642.42	
	FIFO	59,000	Jun 11, 09	Sep 10, 09	1,491.01	992.23		498.78	
	FIFO	163,000	Jun 11, 09	Jul 29, 09	3,509.53	2,741.25		768.28	
HEINZ H J CO	FIFO	17,000	Sep 10, 09	Nov 11, 09	718.74	674.73		44.01	
HONEYWELL INTL INC	FIFO	26,000	Oct 15, 08	Sep 10, 09	993.82	821.86		171.96	1
	FIFO	20,000	Oct 15, 08	Jun 11, 09	716.78	632.20		84.58	1
MARSH & MCLENNAN COS INC	FIFO	619,000	Sep 10, 09	Dec 15, 09	13,526.35	14,244.66	-718.31		

continued next page



Portfolio Management Program

Account name: HOLMES FOUNDATION INC.  
i295 LP  
Account number:

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
MCDONALDS CORP	FIFO	30,000	Sep 10, 09	Nov 11, 09	732.58	690.37		42.21	
	FIFO	12,000	Oct 14, 09	Nov 11, 09	755.50	693.09		62.41	
	FIFO	241,000	Oct 15, 08	Jun 11, 09	14,004.58	13,018.82		985.76	1
MCKESSON CORP	FIFO	279,000	Oct 15, 08	Sep 10, 09	15,843.34	12,289.95		3,553.39	1
	FIFO	180,000	Jun 11, 09	Sep 10, 09	10,221.51	7,772.35		2,449.16	
	FIFO	19,000	Oct 15, 08	Jul 29, 09	965.36	836.95		128.41	1
MONSANTO CO NEW	FIFO	8,000	Sep 10, 09	Nov 11, 09	598.86	629.08	-30.22		
NOKIA CORP SPONS ADR	FIFO	50,000	Jun 11, 09	Dec 15, 09	636.49	795.89	-159.40		
FINLAND ADR	FIFO	215,000	Jul 29, 09	Dec 15, 09	2,736.90	2,811.81	-74.91		
P.T. TELEKOMUNIKASI	FIFO	21,000	Sep 10, 09	Nov 11, 09	788.94	709.79		79.15	
INDONESIA SPON ADR	FIFO	417,000	Oct 15, 08	Sep 10, 09	12,109.99	12,984.96	-874.97		1
PPL CORP	FIFO	12,000	Jul 29, 09	Sep 10, 09	348.49	398.80	-50.31		
SANOFI-AVENTIS SA SPON	FIFO	20,000	Jun 11, 09	Nov 11, 09	762.98	650.94		112.04	
ADR	FIFO	206,000	Jun 11, 09	Sep 10, 09	7,084.15	6,704.70		379.45	
SCHLUMBERGER LTD	FIFO	42,000	Jul 29, 09	Sep 10, 09	2,395.16	2,241.86		153.30	
NETHERLANDS ANTILLES	FIFO	888,000	Oct 15, 08	Jun 11, 09	22,245.77	19,726.74		2,519.03	1
STARWOOD HOTELS & RESORTS WORLDWIDE INC NEW	FIFO	62,000	Sep 10, 09	Nov 11, 09	637.34	677.65	-40.31		
TAIWAN SEMICONDUCTOR MFG CO LTD ADR	FIFO	200,000	Jun 11, 09	Sep 10, 09	8,295.04	7,903.60		391.44	
TORCHMARK CORP	FIFO	9,000	Jul 29, 09	Sep 10, 09	373.28	353.88		19.40	
TOTAL S.A. FRANCE SPON	FIFO	11,000	Sep 10, 09	Nov 11, 09	699.47	665.97		33.50	
ADR	FIFO	163,000	Oct 15, 08	Sep 10, 09	9,921.14	8,310.49		1,610.65	1
UNTD TECHNOLOGIES CORP	FIFO	24,000	Oct 15, 08	Sep 10, 09	549.62	476.40		73.22	1
VODAFONE GROUP PLC NEW	FIFO	440,000	Jun 11, 09	Sep 10, 09	10,076.40	8,368.18		1,708.22	
SPON ADR									

continued next page





Account name: HOI MES FOUNDATION INC  
Account number: 4295 LP

Realized gains and losses (continued)  
**Short-term capital gains and losses (continued)**

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
WADDELL & REED FINANCIAL INC CL A	FIFO	310,000	Oct 15, 08	Jun 11, 09	8,510.84	4,968.12		3,542.72	1
WAL MART STORES INC	FIFO	14,000	Jun 11, 09	Nov 11, 09	740.58	698.60		41.98	1
WASTE MGMT INC NEW	FIFO	430,000	Oct 15, 08	Jun 11, 09	12,340.81	13,007.50	-666.69		1
WYETH ***MERGER EFF. 10/09***	FIFO	402,000	Oct 15, 08	Jun 11, 09	17,989.08	13,044.14		4,944.94	1
3M CO	FIFO	9,000	Jun 11, 09	Nov 11, 09	708.82	547.01		161.81	1
	FIFO	15,000	Jun 11, 09	Jul 29, 09	1,037.67	911.69		125.98	1
ISHARES BARCLAYS 1-3 YR TREAS BOND FD	FIFO	169,000	Oct 15, 08	Jul 29, 09	14,135.77	14,141.92	-6.15		1
	FIFO	220,000	Oct 15, 08	Jun 11, 09	18,292.72	18,409.60	-116.88		1
SPDR SER TRUST BARCLAYS CAPITAL HIGH YIELD ETF	FIFO	57,000	Jun 11, 09	Nov 11, 09	2,172.78	2,022.28		150.50	1
UTILITIES SECTOR SPDR TRUST SHS	FIFO	24,000	Sep 10, 09	Nov 11, 09	712.78	692.06		20.72	1
GATEWAY FUND CLASS A	FIFO	56,532	Jul 29, 09	Nov 11, 09	1,412.74	1,362.42		50.32	1
TCW TOTAL RETURN BOND FUND	FIFO	4,678.912	Jul 29, 09	Dec 09, 09	49,417.73	47,631.32		1,786.41	1
	FIFO	107.958	Sep 10, 09	Dec 09, 09	1,140.23	1,118.44		21.79	1
	FIFO	175.896	Earnings	Dec 09, 09	1,857.78	1,826.77		31.01	1
	FIFO	237.813	Jul 29, 09	Nov 11, 09	2,511.31	2,420.94		90.37	1
<b>Total</b>					<b>\$388,509.87</b>	<b>\$358,700.29</b>	<b>-\$9,914.38</b>	<b>\$39,723.96</b>	<b>\$29,809.58</b>

**Long-term capital gains and losses**

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BANK OF NEW YORK MELLON CORP	FIFO	377,000	Oct 15, 08	Nov 19, 09	9,953.48	11,496.32	-1,542.84		1
	FIFO	24,000	Oct 15, 08	Nov 11, 09	661.42	731.86	-70.44		1
BAXTER INTL INC	FIFO	12,000	Oct 15, 08	Nov 11, 09	687.98	727.08	-39.10		1
EMERSON ELECTRIC CO	FIFO	18,000	Mar 22, 06	Nov 11, 09	754.36	765.72	-11.36		1
	FIFO	4,000	Mar 22, 06	Sep 10, 09	153.95	170.16	-16.21		1
ENBRIDGE INC	FIFO	19,000	Oct 15, 08	Nov 11, 09	787.14	586.13		200.81	1

continued next page



Portfolio Management Program

Account name:  
Account number:

HOMES FOUNDATION INC.  
4295 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
FPL GROUP INC	FIFO	13,000	Mar 22, 06	Nov 11, 09	670.26	522.73		147.53	
	FIFO	2,000	Mar 22, 06	Jul 29, 09	112.47	80.42		32.05	
	FIFO	80,000	Mar 22, 06	Jun 11, 09	4,535.08	3,216.80		1,318.28	
GENL MILLS INC	FIFO	11,000	Oct 15, 08	Nov 11, 09	742.04	719.37		22.67	
HEWLETT PACKARD CO	FIFO	15,000	Mar 22, 06	Nov 11, 09	749.43	495.00		254.43	
	FIFO	13,000	Mar 22, 06	Sep 10, 09	597.20	429.00		168.20	
	FIFO	23,000	Mar 22, 06	Jul 29, 09	955.39	759.00		196.39	
HONEYWELL INTL INC	FIFO	18,000	Oct 15, 08	Nov 11, 09	701.80	568.98		132.82	
INTL BUSINESS MACH	FIFO	6,000	Mar 22, 06	Nov 11, 09	763.37	505.02		258.35	
	FIFO	53,000	Mar 22, 06	Sep 10, 09	6,194.48	4,461.01		1,733.47	
NOKIA CORP SPONS ADR									
FINLAND ADR	FIFO	436,000	Apr 27, 04	Dec 15, 09	5,550.18	6,513.84	-963.66		
	FIFO	53,000	Jun 15, 04	Dec 15, 09	674.68	749.95	-75.27		
	FIFO	169,000	Jan 11, 05	Dec 15, 09	2,151.33	2,585.70	-434.37		
	FIFO	32,000	Oct 15, 08	Dec 15, 09	407.35	510.72	-103.37		
	FIFO	22,000	Mar 30, 04	Nov 11, 09	306.01	437.80	-131.79		
	FIFO	24,000	Apr 27, 04	Nov 11, 09	333.83	358.56	-24.73		
	FIFO	86,000	Jan 26, 04	Sep 10, 09	1,296.87	1,823.20	-526.33		
PEPSICO INC	FIFO	12,000	Mar 22, 06	Nov 11, 09	750.46	715.80		34.66	
	FIFO	123,000	Mar 22, 06	Sep 10, 09	7,127.86	7,336.95	-209.09		
PROCTER & GAMBLE CO	FIFO	13,000	Mar 22, 06	Nov 11, 09	804.80	769.34		35.46	
	FIFO	18,000	Mar 22, 06	Jul 29, 09	1,005.02	1,065.24	-60.22		
	FIFO	40,000	Mar 22, 06	Jun 11, 09	2,095.63	2,367.20	-271.57		
SCHLUMBERGER LTD									
NETHERLANDS ANTILLES	FIFO	219,000	Mar 22, 06	Sep 10, 09	12,489.02	13,391.86	-902.84		
TORCHMARK CORP	FIFO	149,000	Mar 22, 06	Sep 10, 09	6,179.80	8,491.52	-2,311.72		
UNTD TECHNOLOGIES CORP	FIFO	11,000	Oct 15, 08	Nov 11, 09	739.07	560.83		178.24	
VODAFONE GROUP PLC NEW									
SPON ADR	FIFO	623,000	Mar 22, 06	Sep 10, 09	14,267.27	15,889.34	-1,622.07		
	FIFO	8,000	Mar 22, 06	Jul 29, 09	157.73	204.04	-46.31		

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Account name: HORNIMES FOUNDATION INC.  
 Account number: 4295 LP

Realized gains and losses (continued)  
**Long-term capital gains and losses (continued)**

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
WADDELL & REED FINANCIAL INC CL A	FIFO	26,000	Oct 15, 08	Nov 11, 09	815.38	416.68		398.70	1
ISHARES BARCLAYS AGGREGATE BOND FUND	FIFO	969,000	Mar 22, 06	Jun 11, 09	97,034.23	96,493.03		541.20	1
ISHARES IBOXX \$ INVT GRA DE CORPORATE BOND FUND	FIFO	33,000	Mar 22, 06	Nov 11, 09	3,487.97	3,516.48	-28.51		1
	FIFO	27,000	May 06, 05	Jul 29, 09	2,761.97	2,964.96	-202.99		1
	FIFO	334,000	Mar 22, 06	Jul 29, 09	34,166.63	35,591.04	-1,424.41		1
<b>ALLIANCEBERNSTEIN GLOBAL BOND FUND INC FD CL A</b>									
	FIFO	453,367	Apr 29, 08	Nov 11, 09	3,590.67	3,654.14	-63.47		1
	FIFO	2,156,592	Apr 29, 08	Jul 29, 09	16,217.57	17,382.13	-1,164.56		1
	FIFO	231,012	Apr 29, 08	Jun 11, 09	1,672.53	1,861.96	-189.43		1
<b>Total</b>					<b>\$245,103.71</b>	<b>\$251,887.11</b>	<b>-\$12,436.66</b>	<b>\$5,653.26</b>	<b>-\$6,783.40</b>
<b>Net capital gains/losses:</b>									<b>\$23,026.18</b>

\* Indicates that the cost basis information has been provided by a source other than UBS Financial Services Inc



UBS Financial Services Inc.  
750 WASHINGTON BLVD.  
11TH FLOOR  
STAMFORD CT 06901-3722

CPZ2000939027 1209 X125 BW 0

# 2009 Year End Summary

**Account name:** HOLMES FOUNDATION INC.

**Account number:** I 4294 LP

**Your Financial Advisor:**

F.D.G. INST CONSLTNG GRP

Phone: 203-357-0700/800-942-2045

HOLMES FOUNDATION INC.  
3111 CARDINAL DRIVE  
VERO BEACH FL 32963-1920

## Summary of gains and losses

	Amount (\$)
Short term	33,648.91
Long term	-55,717.37
<b>Total</b>	<b>\$-22,068.46</b>

## Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information.

We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

## Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BARCLAYS BANK PLC IPATH									
DOW JONES-UBS COMM INDX									
TOTAL RETURN	FIFO	41,000	Jun 11, 09	Nov 11, 09	1,670.09	1,630.22		39.87	

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Member SIPC

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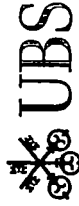
Account name: HOLMES FOUNDATION INC.  
 Account number: 4294 LP

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
CLAYMORE EXCHANGE TRADED									
FD TR 2 CLAYMORE S&P	FIFO	67,000	Jan 20, 09	Nov 11, 09	1,220.13	863.63		356.50	1
GLOBAL WATER INDEX ETF	FIFO	58,000	Jan 20, 09	Sep 10, 09	1,009.24	747.62		261.62	1
	FIFO	18,000	Jan 20, 09	Jul 29, 09	289.60	232.02		57.58	1
	FIFO	228,000	Jan 20, 09	Jun 11, 09	3,626.24	2,938.92		687.32	1
CONSUMERS STAPLES SECTOR									
SPDR TRUST SHS	FIFO	1,310,000	Sep 24, 08	Sep 10, 09	32,927.66	35,723.70	-2,796.04		1
	FIFO	72,000	Jun 11, 09	Sep 10, 09	1,809.76	1,694.81		114.95	1
	FIFO	30,000	Sep 24, 08	Jul 29, 09	733.04	818.10	-85.06		1
HEALTH CARE SELECT									
SECTOR SPDR FUND	FIFO	1,089,000	Sep 24, 08	Sep 10, 09	31,161.20	33,236.28	-2,075.08		1
	FIFO	115,000	Jun 11, 09	Sep 10, 09	3,290.67	2,953.14		337.53	1
	FIFO	95,000	Sep 24, 08	Jul 29, 09	2,655.87	2,899.40	-243.53		1
ISHARES BARCLAYS CR BD									
FD	FIFO	721,000	Feb 25, 09	Jun 11, 09	68,867.01	66,860.71		2,006.30	1
ISHARES BARCLAYS 1-3 YR									
TREAS BOND FD	FIFO	455,000	Sep 24, 08	Jun 11, 09	37,832.68	37,953.74	-121.06		1
ISHARES INC MSCI									
AUSTRALIA INDEX FD	FIFO	18,000	Sep 10, 09	Nov 11, 09	438.13	379.72		58.41	1
ISHARES INC MSCI CANADA									
INDEX FD	FIFO	16,000	Sep 10, 09	Nov 11, 09	421.87	390.27		31.60	1
ISHARES INC MSCI JAPAN									
INDEX FD	FIFO	282,000	Sep 24, 08	Sep 10, 09	2,880.53	3,073.41	-192.88		1
	FIFO	414,000	Jan 20, 09	Sep 10, 09	4,228.86	3,556.47		672.39	1
	FIFO	14,000	Jul 29, 09	Sep 10, 09	143.00	135.09		7.91	1
ISHARES INC MSCI SOUTH AFRICA INDEX FUND									
AFRICA INDEX FUND	FIFO	7,000	Sep 10, 09	Nov 11, 09	396.59	376.81		19.78	1
ISHARES S&P NATL									
AMT-FREE MUNI BOND FUND	FIFO	53,000	Jun 11, 09	Nov 11, 09	5,409.57	5,249.22		160.35	1
	FIFO	239,000	Jun 11, 09	Jul 29, 09	24,019.40	23,671.02		348.38	1
ISHARES TRUST RUSSELL MICROCAP INDEX FUND									
MICROCAP INDEX FUND	FIFO	21,000	Sep 10, 09	Nov 11, 09	782.59	798.91	-16.32		1

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Portfolio Management Program

Account name: HOLMES FOUNDATION INC.  
Account number: 4294 LP

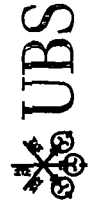
Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Realized gains and losses (continued)  
Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ISHARES TRUST S&P GLOBAL INFRASTRUCTURE INDEX FUND									
	FIFO	24.000	Jan 20, 09	Nov 11, 09	828.29	634.54		193.75	1
	FIFO	15.000	Jan 20, 09	Sep 10, 09	485.24	396.59		88.65	1
	FIFO	33.000	Jan 20, 09	Jun 11, 09	999.76	872.49		127.27	1
MARKET VECTORS AGRIBUSINESS ETF									
	FIFO	20.000	Sep 10, 09	Nov 11, 09	836.07	769.83		66.24	
POWERSHARES DYNAMIC LARGE CAP VALUE PORTFOLIO									
	FIFO	99.000	Jun 11, 09	Nov 11, 09	1,627.10	1,445.28		181.82	
	FIFO	30.000	Jun 11, 09	Sep 10, 09	473.38	437.96		35.42	
	FIFO	42.000	Jun 11, 09	Jul 29, 09	633.96	613.15		20.81	
POWERSHARES DYNAMIC LARGE CAP GROWTH PORTFOLIO									
	FIFO	429.000	Jan 20, 09	Nov 19, 09	5,996.70	4,435.86		1,560.84	1
POWERSHARES ETF INTL DIVID ACHIEVERS PORTFOLIO									
	FIFO	1,607.000	Jan 20, 09	Nov 19, 09	22,275.86	14,366.42		7,909.44	1
	FIFO	523.000	Sep 10, 09	Nov 19, 09	7,249.71	7,021.39		228.32	
SPDR DB INTL GOVT INFLATION PROTECTED BOND									
	FIFO	786.000	Jan 20, 09	Oct 27, 09	44,335.00	35,895.13		8,439.87	1
	FIFO	8.000	Jan 20, 09	Sep 10, 09	445.85	365.34		80.51	1
	FIFO	9.000	Jan 20, 09	Jul 29, 09	477.43	411.01		66.42	1
	FIFO	36.000	Jan 20, 09	Jun 11, 09	1,849.98	1,644.05		205.93	1
SPDR SER TRUST LEHMAN SHORT TERM MUN BD ETF									
	FIFO	99.000	Jul 29, 09	Nov 11, 09	2,363.06	2,369.44	-6.38		
	FIFO	2,043.000	Jul 29, 09	Sep 10, 09	48,722.11	48,896.65	-174.54		
VANGUARD TELECOMMUNICATION SERVICES ETF									
	FIFO	728.000	Jan 20, 09	Jun 11, 09	36,192.48	30,972.03		5,220.45	1
	FIFO	49.000	Jan 20, 09	Nov 11, 09	2,044.89	1,435.91		608.98	1
	FIFO	44.000	Jan 20, 09	Sep 10, 09	1,757.75	1,289.39		468.36	1
	FIFO	23.000	Jan 20, 09	Jul 29, 09	851.33	674.00		177.33	1



continued next page



Account name: HOLMES FOUNDATION INC.  
Account number: 1294 LP

Realized gains and losses (continued)  
Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
VANGUARD FTSE ALL WO X-US SC	FIFO	161,000	Jan 20, 09	Jun 11, 09	5,767.68	4,717.99		1,049.69	1
WISDOMTREE EMERGING MARKETS EQUITY INCOM	FIFO	10,000	Sep 10, 09	Nov 11, 09	834.32	779.83		54.49	1
	FIFO	42,000	Jan 20, 09	Nov 11, 09	2,064.90	1,231.86		833.04	1
	FIFO	44,000	Jan 20, 09	Sep 10, 09	2,026.56	1,290.52		736.04	1
	FIFO	37,000	Jan 20, 09	Jul 29, 09	1,559.84	1,085.21		474.63	1
	FIFO	289,000	Jan 20, 09	Jun 11, 09	11,739.79	8,476.40		3,263.39	1
WISDOMTREE TRUST INDIA EARNINGS FUND	FIFO	19,000	Sep 10, 09	Nov 11, 09	410.24	377.13		33.11	1
ALLIANCE BERNSTEIN HIGH INCOME FD CL A	FIFO	152,082	Sep 10, 09	Nov 11, 09	1,254.68	1,187.76		66.92	1
FEDERATED PRUDENT BEAR FUND CLASS A	FIFO	340,152	Nov 03, 09	Nov 11, 09	1,904.85	1,972.88	-68.03		1
GATEWAY FUND CLASS A	FIFO	32,004	Jul 29, 09	Nov 11, 09	799.77	771.30		28.47	1
JP MORGAN HIGHBRIDGE STAT MARKET NEUTRAL FUND A	FIFO	7,033	Dec 23, 08	Nov 19, 09	111.33	114.73	-3.40	14.67	1
	FIFO	1,964	Dec 24, 08	Nov 19, 09	31.09	16.42			1
	FIFO	473,765	Jun 11, 09	Nov 19, 09	7,499.70	7,613.40	-113.70		1
	FIFO	110,167	Sep 10, 09	Nov 19, 09	1,743.94	1,764.88	-20.94		1
	FIFO	122,565	Nov 13, 08	Nov 11, 09	1,947.56	2,018.87	-71.31		1
	FIFO	2,360,212	Sep 24, 08	Jul 29, 09	38,259.03	37,351.02		908.01	1
	FIFO	132,509	Nov 13, 08	Jul 29, 09	2,147.97	2,182.67	-34.70		1
NATIXIS ASG GLOBAL ALTERNATIVE A	FIFO	189,873	Jul 29, 09	Nov 11, 09	2,006.96	1,915.82		91.14	1
PIMCO ALL ASSETS ALL AUTH-A	FIFO	113,241	Jan 20, 09	Nov 11, 09	1,212.81	1,019.17		193.64	1
	FIFO	22,701	Jan 20, 09	Sep 10, 09	239.72	204.31		35.41	1
	FIFO	79,527	Jan 20, 09	Jun 11, 09	791.29	715.74		75.55	1
PIMCO UNCONSTRAINED BOND FUND CLASS A	FIFO	107,540	Sep 10, 09	Nov 11, 09	1,186.17	1,180.79		5.38	1

continued next page



Portfolio Management Program

Account name:  
Account number:

HOLMES FOUNDATION INC.  
1294 LP

Your Financial Advisor:  
F.D.G. INST CONSULTING GRP  
203-357-0700/800-942-2045

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
TCW TOTAL RETURN BOND FUND	FIFO	2,374.313	Jul 29, 09	Dec 09, 09	25,077.02	24,170.51		906.51	
	FIFO	6.799	Sep 10, 09	Dec 09, 09	71.81	70.44		1.37	
	FIFO	88.150	Earnings	Dec 09, 09	931.03	915.38		15.65	
	FIFO	115.448	Jul 29, 09	Nov 11, 09	1,219.13	1,175.26		43.87	
<b>Total</b>					<b>\$519,098.87</b>	<b>\$485,449.96</b>	<b>-\$6,022.97</b>	<b>\$39,671.88</b>	<b>\$33,648.91</b>

Long-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ISHARES IBOXX \$ INVT GRA	FIFO	1,147,000	Nov 26, 07	Jun 11, 09	112,515.03	122,417.61	-9,902.58		
DE CORPORATE BOND FUND	FIFO								
ISHARES INC MSCI JAPAN	FIFO	1,455,000	Nov 28, 06	Sep 10, 09	14,862.29	19,395.16	-4,532.87		
INDEX FD	FIFO	230,000	May 10, 07	Sep 10, 09	2,349.37	3,318.90	-969.53		
	FIFO	234,000	Nov 26, 07	Sep 10, 09	2,390.22	3,205.80	-815.58		
	FIFO	1,849,000	Nov 28, 06	Jun 11, 09	17,734.90	24,647.19	-6,912.29		
POWERSHARES DYNAMIC LARGE CAP GROWTH PORTFOLIO	FIFO	790,000	Nov 28, 06	Nov 19, 09	11,042.87	12,906.47	-1,863.60		
	FIFO	1,755,000	May 10, 07	Nov 19, 09	24,531.94	30,759.01	-6,227.07		
	FIFO	879,000	Nov 26, 07	Nov 19, 09	12,286.94	16,027.42	-3,740.48		
	FIFO	181,000	Nov 28, 06	Nov 11, 09	2,574.13	2,957.05	-382.92		
	FIFO	68,000	Nov 28, 06	Sep 10, 09	878.53	1,110.94	-232.41		
	FIFO	111,000	Nov 28, 06	Jul 29, 09	1,363.61	1,813.44	-449.83		
	FIFO	261,000	Nov 28, 06	Jun 11, 09	3,064.06	4,264.04	-1,199.98		
POWERSHARES ETF INTL DIVID ACHIEVERS PORTFOLIO	FIFO	84,000	Nov 28, 06	Nov 19, 09	1,164.39	1,539.72	-375.33		
	FIFO	8,000	Mar 01, 07	Nov 19, 09	110.89	147.54	-36.65		
	FIFO	1,492,000	May 10, 07	Nov 19, 09	20,681.76	30,134.97	-9,453.21		
	FIFO	175,000	Nov 28, 06	Nov 11, 09	2,449.03	3,207.75	-758.72		
	FIFO	95,000	Nov 28, 06	Jul 29, 09	1,167.40	1,741.35	-573.95		



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Account name: HOLMES FOUNDATION INC  
 Account number: 4294 LP

Realized gains and losses (continued)  
 Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ALLIANCEBERNSTEIN GLOBAL BOND FUND INC	FIFO	932.000	Nov 28, 06	Jun 11, 09	11,286.48	17,081.57	-5,797.09		
FD CL A	FIFO	256.823	Apr 29, 08	Nov 11, 09	2,034.04	2,069.99	-35.95		
	FIFO	123.586	Apr 29, 08	Jul 29, 09	929.37	996.10	-66.73		
	FIFO	124.453	Apr 29, 08	Jun 11, 09	901.04	1,003.09	-102.05		
JP MORGAN HIGHBRIDGE STAT MARKET NEUTRAL FUND A	FIFO	1.005	Nov 18, 08	Nov 19, 09	15.91	16.46	-0.55		
	FIFO	2,006.671	Nov 13, 08	Nov 19, 09	31,765.60	33,053.60	-1,288.00		
<b>Total</b>					<b>\$278,099.80</b>	<b>\$333,817.17</b>	<b>-\$55,717.37</b>		<b>-\$55,717.37</b>
<b>Net capital gains/losses:</b>									<b>-\$22,068.46</b>

\* Indicates that the cost basis information has been provided by a source other than UBS Financial Services Inc.

# Federal Statements

## Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 4,661	\$ 3,496	\$ 3,496	\$ 1,165
TOTAL	\$ 4,661	\$ 3,496	\$ 3,496	\$ 1,165

## Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 9,113	\$ 6,835	\$ 6,835	\$ 2,278
TOTAL	\$ 9,113	\$ 6,835	\$ 6,835	\$ 2,278

## Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ADVISORY FEES	\$ 22,692	\$ 17,019	\$ 17,019	\$ 5,673
TOTAL	\$ 22,692	\$ 17,019	\$ 17,019	\$ 5,673

## Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAXES - NY STATE	\$ 250	\$ 250	\$ 250	\$
TAXES - FOREIGN	431	431	431	
TAXES - FEDERAL	136	136	136	
TOTAL	\$ 817	\$ 817	\$ 817	\$ 0

## Federal Statements

### Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
BANK SERVICE CHARGE	125	94	94	31
<b>TOTAL</b>	<b>125</b>	<b>94</b>	<b>94</b>	<b>31</b>
	\$	\$	\$	\$

**Federal Statements****Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
MERRILL LYNCH				
	\$ 1,619,454	\$	COST	\$
UBS #14294 - STOCK - SEE ATTACHED		785,831	COST	852,579
UBS #14295 - STOCK - SEE ATTACHED		684,631	COST	756,696
TOTAL	<u>\$ 1,619,454</u>	<u>\$ 1,470,462</u>		<u>\$ 1,609,275</u>

**Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
INCOME TAX DEPOSITS	\$ 2,586	\$ 2,450	\$ 2,450
TOTAL	<u>\$ 2,586</u>	<u>\$ 2,450</u>	<u>\$ 2,450</u>

# Federal Statements

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JAY TYLER HOLMES 3111 CARDINAL DRIVE, STE B VERO BEACH FL 32963	PRESIDENT	0.00	0	0	0
CLAUDETTE HOLMES 3111 CARDINAL DRIVE, STE B VERO BEACH FL 32963	VICE PRESIDE	0.00	0	0	0
MICHAEL O'HAIRE 3111 CARDINAL DRIVE. STE B VERO BEACH FL 32963	SECRETARY	0.00	0	0	0
PHIL FIORE 3111 CARDINAL DRIVE, STE B VERO BEACH FL 32963	TREASURER	0.00	0	0	0
MIRIAM W. HOLMES 3111 CARDINAL DRIVE, STE B VERO BEACH FL 32963	DIRECTOR	0.00	0	0	0
ALEXANDRIA NEGIN CHRIST 3111 CARDINAL DRIVE, STE B VERO BEACH FL 32963	DIRECTOR	0.00	0	0	0

13-1946867

**Federal Statements**

FYE: 12/31/2009

**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
INTEREST INCOME	\$ 173		14	
TOTAL	<u>\$ 173</u>			

**Tax-Exempt Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
TAX EXEMPT DIVIDEND	\$ 2,774		14	
TOTAL	<u>\$ 2,774</u>			

**Taxable Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
DIVIDEND INCOME	\$ 48,279		14	
TOTAL	<u>\$ 48,279</u>			



Form **8868**

(Rev April 2009)

**Application for Extension of Time To File an Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization <b>HOLMES FOUNDATION INC</b>	Employer Identification number <b>13-1946867</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>3111 CARDINAL DRIVE B</b>	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>VERO BEACH FL 32963-1920</b>	

Check type of return to be filed (file a separate application for each return)

- |   |  |                                    |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)     | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                             | <input type="checkbox"/> Form 8870 |

● The books are in the care of ▶ **MICHAEL O'HAIRE**

Telephone No. ▶ **772-231-6900** FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box . If it is for part of the group, check this box  and attach

a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/10**, to file the exempt organization return for the organization named above The extension is for the organization's return for  
▶  calendar year **2009** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If this tax year is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	136
3b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	\$	2,586
3c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 4-2009)

Form **8868**  
(Rev April 2009)

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| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                             | <input type="checkbox"/> Form 8870 |

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