Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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
ELLA GAYLE HAMLIN FOUNDATION, INC.
C/O ROBERT LEWIS

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
28 PASEO DEL COYOTE

City or town, state, and ZIP code
SANTE FE, NM 87506

A Employer identification number
13-3106723

B Telephone number
505-982-2503

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 620,377.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	24,366.	24,366.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<53,979.>			
	b Gross sales price for all assets on line 6a 222,820.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	<29,613.>	24,366.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	5,000.	2,500.		2,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	4,000.	2,000.		2,000.
	c Other professional fees STMT 3	4,493.	4,493.		0.
	17 Interest				
	18 Taxes STMT 4	233.	5.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,340.	0.		1,340.
	22 Printing and publications				
	23 Other expenses STMT 5	520.	300.		220.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	15,586.	9,298.		6,060.
	25 Contributions, gifts, grants paid	17,934.			17,934.
	26 **Total expenses and disbursements.** Add lines 24 and 25	33,520.	9,298.		23,994.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<63,133.>			
	b **Net investment income** (if negative, enter -0-)		15,068.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	105,841.	9,595.	9,595.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 6	50,043.	0.	0.
	b Investments - corporate stock STMT 7	251,328.	408,538.	431,882.
	c Investments - corporate bonds STMT 8	0.	20,166.	20,853.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	274,668.	180,454.	158,047.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	681,880.	618,753.	620,377.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	681,880.	618,753.	
	30 **Total net assets or fund balances**	681,880.	618,753.	
	31 **Total liabilities and net assets/fund balances**	681,880.	618,753.	

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	681,880.
2	Enter amount from Part I, line 27a	2	<63,133.>
3	Other increases not included in line 2 (itemize) ▶ TAX-EXEMPT DIVIDEND	3	6.
4	Add lines 1, 2, and 3	4	618,753.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	618,753.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	222,820.		276,799.	<53,979.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<53,979.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — <53,979.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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 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	27,550.	559,976.	.049199
2007	36,534.	720,835.	.050683
2006	36,854.	737,021.	.050004
2005	33,253.	728,473.	.045648
2004	39,706.	746,121.	.053217

2	**Total** of line 1, column (d)	2	.248751
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.049750
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	548,013.
5	Multiply line 4 by line 3	5	27,264.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	151.
7	Add lines 5 and 6	7	27,415.
8	Enter qualifying distributions from Part XII, line 4	8	23,994.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	301.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	301.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	301.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	301.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ ___ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ PATRICIA LEWIS Telephone no. ▶ (505)982-2503

Located at ▶ 28 PASEO DEL COYOTE, SANTA FE, NM ZIP+4 ▶ 87506

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 instructions)? 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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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.

(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
MERI M. MABEN 28 PASEO DEL COYOTE SANTA FE, NM 87506	PRESIDENT 1.00	2,500.	0.	0.
JULIA BAILEY 28 PASEO DEL COYOTE SANTA FE, NM 87506	VICE PRESIDENT 0.10	0.	0.	0.
ROBERT LEWIS 28 PASEO DEL COYOTE SANTE FE, NM 87506	SECRETARY/TREASURER 1.00	2,500.	0.	0.
WALTER HAMMON 28 PASEO DEL COYOTE SANTA FE, NM 87506	DIRECTOR 0.10	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 ▶		0

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

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 instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	490,720.
b	Average of monthly cash balances	1b	65,638.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	556,358.
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	556,358.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,345.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	548,013.
6	**Minimum investment return**. Enter 5% of line 5	6	27,401.

Part XI Distributable Amount (see 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	27,401.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 301.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	301.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	27,100.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	27,100.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	27,100.

Part XII Qualifying Distributions (see 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	23,994.
b	Program-related investments - total from Part IX-B	1b	0.
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	23,994.
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	5	0.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	23,994.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				27,100.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			8,011.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 23,994.				
a Applied to 2008, but not more than line 2a			8,011.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				15,983.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				11,117.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

NONE

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.

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 10				
Total			▶ 3a	17,934.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	24,366.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<53,979.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<29,613.>	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 <29,613.>

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Robert Lewis 5-15-10 Tres.

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature	Michael Bell CPA	Date 5/11/2010	Check if self-employed ☐	Preparer's identifying number P00360357
Firm's name (or yours if self-employed), address, and ZIP code	MARKS PANETH & SHRON LLP 622 THIRD AVENUE NEW YORK, NY 10017	EIN	Phone no. 212 503-8800

Form **990-PF** (2009)

923622 02-02-10

ELLA GAYLE HAMLIN FOUNDATION, INC. CONTINUATION FOR 990-PF, PART IV
C/O ROBERT LEWIS 13-3106723 PAGE 1 OF 1

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	70 BANK OF NEW YORK MELLON CORP	P	05/01/08	02/09/09
b	180 NOKIA CORP SPONS ADR	P	05/01/08	02/19/09
c	55 FINLAND ADR	P	12/16/08	02/19/09
d	140 ARCHER DANIELS MIDLANDS	P	12/20/07	02/19/09
e	25 EXXON MOBIL CORP	P	03/10/99	02/09/09
f	70 GENL DYNAMICS CORP	P	12/09/04	02/25/09
g	25 TEVA PHARMACEUTICALS IND	P	08/23/06	02/19/09
h	SEE SCHEDULE D-1	P	VARIOUS	VARIOUS
i	SEE SCHEDULE D-1	P	VARIOUS	VARIOUS
j	SEE SCHEDULE D-2	P	VARIOUS	VARIOUS
k	SEE SCHEDULE D-2	P	VARIOUS	VARIOUS
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,990.		3,171.	<1,181.>
b	1,974.		5,434.	<3,460.>
c	603.		868.	<265.>
d	3,850.		5,873.	<2,023.>
e	1,982.		863.	1,119.
f	3,272.		3,659.	<387.>
g	1,150.		866.	284.
h	44,307.		44,763.	<456.>
i	51,434.		70,538.	<19,104.>
j	70,441.		103,000.	<32,559.>
k	41,817.		37,764.	4,053.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<1,181.>
b				<3,460.>
c				<265.>
d				<2,023.>
e				1,119.
f				<387.>
g				284.
h				<456.>
i				<19,104.>
j				<32,559.>
k				4,053.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	<53,979.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY - DIVIDEND	17,353.	0.	17,353.
MORGAN STANLEY - INTEREST	2,147.	0.	2,147.
UBS FINANCIAL SERVICES - DIVIDENDS	4,220.	0.	4,220.
UBS FINANCIAL SERVICES - INTEREST	646.	0.	646.
TOTAL TO FM 990-PF, PART I, LN 4	24,366.	0.	24,366.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,000.	2,000.		2,000.
TO FORM 990-PF, PG 1, LN 16B	4,000.	2,000.		2,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	4,493.	4,493.		0.
TO FORM 990-PF, PG 1, LN 16C	4,493.	4,493.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	5.	5.		0.
FEDERAL TAX	228.	0.		0.
TO FORM 990-PF, PG 1, LN 18	233.	5.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEES	100.	0.		100.
BANK FEE	300.	300.		0.
ADVERTISING	120.	0.		120.
TO FORM 990-PF, PG 1, LN 23	520.	300.		220.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A	408,538.	431,882.
TOTAL TO FORM 990-PF, PART II, LINE 10B	408,538.	431,882.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A	20,166.	20,853.
TOTAL TO FORM 990-PF, PART II, LINE 10C	20,166.	20,853.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A	COST	180,454.	158,047.
TOTAL TO FORM 990-PF, PART II, LINE 13		180,454.	158,047.

FORM 990-PF | GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR | STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AAUW 1165 MINNESOTA AVE SAN JOSE, CA 95125	NONE CHARITABLE	501(C)(3)	400.
ALBUQUERQUE RESCUE MISSION 525 2ND ST SW ALBUQUERQUE, NM 87102	NONE CHARITABLE	501(C)(3)	250.
AMERICAN CANCER SOCIETY 132 WEST 32ND ST. NEW YORK, NY 10019	NONE CHARITABLE	501(C)(3)	750.
ASIAN AMERICANS FOR COMMUNITY 2400 MOORPARK AVENUE SUITE 300 SAN JOSE, CA 95128	NONE CHARITABLE	501(C)(3)	200.
ASSISTANCE DOGS OF THE WEST PO BOX 31027 SANTA FE, NM 87594	NONE CHARITABLE	501(C)(3)	500.
BILL WILSON CENTER 3490 THE ALAMEDA SANTA CLARA, CA 95050	NONE CHARITABLE	501(C)(3)	150.
BOYS & GIRLS CLUB OF SANTA FE FDN PO BOX 2403 SANTA FE, NM 87504	NONE CHARITABLE	501(C)(3)	1,000.
CENTER FOR SCIENCE IN PUBLIC INTEREST 1875 CONNECTICUTE AVE. NW #300 WASHINGTON, DC 20009	NONE CHARITABLE	501(C)(3)	800.

DANBURY MUSIC CENTER 256 MAIN ST. DANBURY, CT 06810	NONE CHARITABLE	501(C)(3)	800.
ELIOS CHARITABLE FOUNDATION 99 SHOTWELL ST SAN FRANCISCO, CA 94103	NONE CHARITABLE	501(C)(3)	900.
GEORGE SCHOOL PO BOX 4000 NEWTOWN, PA 18940	NONE CHARITABLE	501(C)(3)	100.
HAKONE GARDEN FOUNDATION 21000 BIG BASIN WAY SARATOGA, CA 95070	NONE CHARITABLE	501(C)(3)	125.
HUMAN RELATIONS COUNCIL PO BOX 1023 CLAREMONT, CA 91711	NONE CHARITABLE	501(C)(3)	90.
INDIAN SPRINGS SCHOOL 190 WOODWARD DR INDIAN SPRINGS, AL 35124	NONE CHARITABLE	501(C)(3)	500.
INTERVAL HOUSE PO BOX 3356 SEAL BEACH, CA 90740	NONE CHARITABLE	501(C)(3)	750.
KITCHEN ANGELS, INC. 1222 SILER RD SANTA FE, NM 87507	NONE CHARITABLE	501(C)(3)	250.
KQED 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	NONE CHARITABLE	501(C)(3)	364.
NEW MEXICO CULTURENET 941 PLACITA CHACO SANTA FE, NM 87505	NONE CHARITABLE	501(C)(3)	100.

PROJECT CORNERSTONE 2168 GRANT 75 SJERODAM, AR 72150	NONE CHARITABLE	501(C)(3)	100.
SALVATION ARMY 4301 BRYN MAWR DR NE ALBUQUERQUE, NM 87107	NONE CHARITABLE	501(C)(3)	250.
SAN JOSE CHAMBER ORCHESTRA 1034 BENNETT WAY SAN JOSE, CA 95125	NONE CHARITABLE	501(C)(3)	6,000.
SECOND HARVEST FOOD BANK 750 CURTNER AVE SAN JOSE, CA 95125	NONE CHARITABLE	501(C)(3)	105.
SERENATA OF SANTA FE BOX 5771 SANTA FE, NM 87502	NONE CHARITABLE	501(C)(3)	150.
SIERRA CLUB 5594 BRAVO CT SAN DIEGO, CA 92124	NONE CHARITABLE	501(C)(3)	750.
ST. ANNE'S CHURCH 1600 MT. HOPE AVENUE ROCHESTER, NY 14620	NONE CHARITABLE	501(C)(3)	750.
ST. BONAVENTURE SCHOOL 25 NAVARRE BLVD W THOREAU, NM 87323	NONE CHARITABLE	501(C)(3)	750.
ST. VINCENT FOUNDATION 2222 OCEAN VIEW AVE. SUITE 114 LOS ANGELES, CA 90057	NONE CHARITABLE	501(C)(3)	500.
THE NORTH SALEM OPEN LAND FOUNDATION PO BOX 176 NORTH SALEM, NY 10560	NONE CHARITABLE	501(C)(3)	200.

THE SMILE TRAIN 41 MADISON AVE #28 NEW YORK, NY 10010	NONE CHARITABLE	501(C)(3)	250.
VIETNAMESE AMERICAN PROFESSIONAL WOMEN 1570 THE ALAMEDA STE 212 SAN JOSE, CA 95126	NONE CHARITABLE	501(C)(3)	100.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			17,934.

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS

Security Description		Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ADVANTAGE OIL & GAS LTD NEW (AAV)		16.000	$73.44	$6.52	**$104.32**	$30.88	—	—
BP PLC ADS (BP)		200.000	9,137 65	57.97	**11,594.00**	2,456.35	672.00	5.79
CONS EDISON INC (HLDG CO) (ED) *Next Dividend Payable 03/10*		300.000	10,781.59	45.43	**13,629.00**	2,847.41	708.00	5.19
DUKE ENERGY CORP HLDING CO (DUK)	Purchases	963.000	17,188.05	17.21	**16,573.26**	(614.79)		
Reinvestments		37.381	566.82	17.21	643.29	76.47		
	Total	1,000.381	17,754.87	17.21	**17,216.55**	(538 32)	960.37	5.57

CONTINUED

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS (CONTINUED)

Security Description		Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
Next Dividend Payable 03/10								
EATON VANCE LTD DURATION FD (EVV)	Purchases	2,000.000	37,047.57	14.90	**29,799.97**	(7,247 60)		
Reinvestments		510.114	6,562.46	14.90	7,600.72	1,038.26		
	Total	2,510.114	43,610.03	14.90	**37,400.69**	(6,209.34)	3,489.06	9.32
Next Dividend Payable 01/07/10								
FRANKLIN TEMPLETON LTD DUR (FTF)		1,800.000	20,416.30	12.00	**21,598.20**	1,181.90	1,641.60	7.60
Next Dividend Payable 01/15/10								
HONEYWELL INTERNATIONAL INC (HON)		300.000	11,176.35	39.20	**11,760.00**	583.65	363.00	3.08
Next Dividend Payable 03/10								
ING PRIME RATE TRUST (PPR)		4,000.000	19,318.90	5.22	**20,880.00**	1,561.10	1,200.00	5.74
Next Dividend Payable 01/13/10								
NUVEEN FLOAT RATE INCM FUND (JFR)	Purchases	—	0.00	10.35	**0.00**	0.00		
Reinvestments		20.000	234.00	10.35	207.00	(27 00)		
	Total	20.000	234.00	10.35	**207.00**	(27.00)	12.24	5.91
Next Dividend Payable 01/10								
NUVEEN QUAL PFD INC FD (JTP)	Purchases	4,281.000	34,625.99	6.57	**28,126.12**	(6,499.87)		
Reinvestments		588.821	4,397.37	6.57	3,868.60	(528.77)		
	Total	4,869.821	39,023.36	6.57	**31,994.72**	(7,028.64)	2,805.02	8.76
Next Dividend Payable 01/10								
UNILEVER PLC (NEW) ADS (UL)		400.000	9,578.80	31.90	**12,760.00**	3,181.20	402.00	3.15
WESTERN ASSET MNGD HIGH INC FD (MHY)	Purchases	5,250.000	33,884.15	5.79	**30,397.44**	(3,486.71)		
Reinvestments		1,115 623	5,627.67	5.79	6,459 51	831.84		
	Total	6,365.623	39,511.82	5.79	**36,856.95**	(2,654.87)	3,819 37	10.36
Next Dividend Payable 01/10								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Income*	Yield %
TOTAL STOCKS	**54.0%**	**$220,617.11**	**$216,001.43**	**$(4,615.68)**	**$16,072.66** **$0.00**	**7.44%**

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Face Value	Orig. Total Cost / Adj. Total Cost	Unit Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
GENERAL ELEC CAP CORP	10,000.000	$10,251.25				$500.00	4.80
CUSIP 36962G2S2		$10,148 71	$104.00	**$10,400.10**	$251.39	$41.66	
Coupon Rate 5.000%, Matures 12/01/10, Int. Semi-Annually Jun/Dec 01, Yield to Maturity .616%, Moody AA2 S&P AA+, Issued 04/30/07							
GENERAL ELEC CAP CORP	10,000.000	10,020.45				480.00	4.59
CUSIP 36962G3T9		10,017.37	104.53	**10,452.70**	435.33	80.00	
Coupon Rate 4.800%, Matures 05/01/13; Int. Semi-Annually May/Nov 01; Yield to Maturity 3.352%; Moody AA2 S&P AA+; Issued 04/21/08							

	Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
TOTAL CORPORATE FIXED INCOME	**5.2%**	**$20,271.70**			**$980.00**	**4.70%**
		$20,166.08	**$20,852.80**	**$686.72**	**$121.66**	

MUTUAL FUNDS

OTHER MUTUAL FUNDS

Security Description		Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
EVERGREEN ASSET ALLOCATION C (EACFX)	**Purchases**	6,984.470	$96,754.57	$11.04	**$77,108.44**	$(19,646.13)		
Reinvestments		1,097.581	10,570.20	11.04	12,117.40	1,547.20		
	Total	8,082.051	107,324.77	11.04	**89,225.84**	(18,098.93)	1,499.00	1.68
Market Value vs Total Purchases +			96,754.57		89,225.84			
Net Value Increase/(Decrease)					(7,528.73)			
Enrolled in MS Dividend Reinvestment; Capital Gains Reinvest								
GATEWAY FUND C (GTECX)	**Purchases**	1,287.881	30,000.00	25.18	**32,428.84**	2,428.84		
Reinvestments		9.551	231.35	25.18	240.50	9.15		
	Total	1,297.432	30,231.35	25.18	**32,669.34**	2,437.99	212.00	0.64
Market Value vs Total Purchases +			30,000.00		32,669.34			
Net Value Increase/(Decrease)					2,669.34			
Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest								

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN.13-3100723

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Income	Yield %
	30.5%	$137,556.12	$121,895.18	$(15,660.94)	$1,711.00 $0.00	1.40%

UNIT INVESTMENT TRUSTS

EQUITY TRUSTS

Security Description		Quantity	Total Cost	Unit Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
UNIT CLAYMORE DELTA GLOBAL CANADIAN ENERGY 13 REINVEST	Purchases	4,714.000	$39,802 65	$6.72	$31,670.96	$(8,131 69)		
Reinvestments		667 000	3,094 88	6.72	4,481.28	1,386.40		
	Total	5,381.000	42,897.53	6.72	36,152.24	(6,745.29)	4,608 29	12 74
Reinvest N/A								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Income	Yield %
TOTAL UNIT INVESTMENT TRUSTS	9.0%	$42,897.53	$36,152.24	$(6,745.29)	$4,608.29 $0.00	12.75%

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS

Security Description	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
3M COMPANY (MMM) *Next Dividend Payable 03/10*	90.000	$7,562.01	$82.67	**$7,440.30**	$(121.71)	$183.60	2.46
ABBOTT LABORATORIES (ABT) *Next Dividend Payable 02/10*	110.000	5,035.25	53.99	**5,938.90**	903.65	176.00	2.96
ANALOG DEVICES INC (ADI) *Next Dividend Payable 03/10*	145.000	5,356.91	31.58	**4,579.10**	(777.81)	116.00	2.53
AT&T INC (T) *Next Dividend Payable 02/10*	130.000	3,090.10	28.03	**3,643.90**	553.80	218.40	5.99

CONTINUED

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BECTON DICKINSON & CO (BDX)	70.000	4,791.63	78.86	**5,520.20**	728.57	103.60	1.87
Next Dividend Payable 01/04/10							
CHARLES SCHWAB NEW (SCHW)	230.000	4,140.46	18.82	**4,328.60**	188 14	55 20	1.27
Next Dividend Payable 02/10							
CHEVRON CORP (CVX)	85.000	4,700 41	76.99	**6,544.15**	1,843.74	231.20	3.53
Next Dividend Payable 03/10							
CHUBB CORP (CB)	85.000	4,072.21	49.18	**4,180.30**	108.09	119.00	2.84
Next Dividend Payable 01/12/10							
CULLEN FROST BANKERS INC (CFR)	90.000	4,357.41	50 00	**4,500.00**	142.59	154.80	3.44
Next Dividend Payable 03/10							
DANAHER CORP (DHR)	70.000	3,972.96	75.20	**5,264.00**	1,291.04	11.20	0.21
Next Dividend Payable 01/29/10							
DARDEN RESTAURANTS (DRI)	155.000	5,246.00	35.07	**5,435.85**	189.85	155.00	2.85
Next Dividend Payable 02/10							
DENTSPLY INTERNATIONAL INC (XRAY)	130.000	3,728.11	35.17	**4,572.10**	843.99	26.00	0.56
Next Dividend Payable 01/09/10							
EMERSON ELECTRIC CO (EMR)	120.000	4,087 80	42 60	**5,112.00**	1,024.20	160 80	3.14
Next Dividend Payable 03/10							
EOG RESOURCES INC (EOG)	55.000	4,831.24	97.30	**5,351.50**	520.26	31 90	0.59
Next Dividend Payable 01/10							
EXXON MOBIL CORP (XOM)	92.000	3,955.56	68.19	**6,273.48**	2,317.92	154 56	2 46
Next Dividend Payable 03/10							
FPL GROUP INC (FPL)	90.000	4,783.16	52.82	**4,753.80**	(29.36)	170.10	3.57
Next Dividend Payable 03/10							
FRANKLIN RESOURCES INC (BEN)	40.000	4,330.30	105.35	**4,214.00**	(116.30)	35.20	0.83
Next Dividend Payable 03/10							
HUDSON CITY BANCORP INC. (HCBK)	300.000	3,650.52	13.73	**4,119.00**	468.48	180.00	4.36
Next Dividend Payable 02/10							
INTEL CORP (INTC)	295.000	6,699 34	20.40	**6,018.00**	(681 34)	165.20	2.74
Next Dividend Payable 03/10							

CONTINUED

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
INTL BUSINESS MACHINES CORP (IBM)	70.000	6,402.65	130.90	**9,163.00**	2,760.35	154.00	1.68
Next Dividend Payable 03/10							
JOHNSON & JOHNSON (JNJ)	90.000	5,208.99	64.41	**5,796.90**	587.91	176.40	3.04
Next Dividend Payable 03/10							
MARRIOTT INTL INC NEW CL A (MAR)	180.000	4,359.59	27.25	**4,905.00**	545.41	—	—
MAXIM INTEGRATED PRODUCTS INC (MXIM)	205.000	3,503.78	20.32	**4,165.60**	661.82	164.00	3.93
Next Dividend Payable 03/10							
MEDTRONIC INC (MDT)	100.000	5,257.95	43.98	**4,398.00**	(859.95)	82.00	1.86
Next Dividend Payable 01/10							
MICROCHIP TECHNOLOGY INC (MCHP)	175.000	5,336.83	29.05	**5,083.75**	(253 08)	238.00	4.68
Next Dividend Payable 03/10							
MICROSOFT CORP (MSFT)	315.000	6,489.21	30.48	**9,601.20**	3,111.99	163.80	1.70
Next Dividend Payable 03/10							
NORFOLK SOUTHERN CORP (NSC)	50.000	1,836.90	52.42	**2,621.00**	784.10	68.00	2.59
Next Dividend Payable 03/10							
NUCOR CORPORATION (NUE)	120.000	5,358.55	46.65	**5,598.00**	239.45	172.80	3.08
Next Dividend Payable 02/11/10							
PEPSICO INC NC (PEP)	105 000	5,382 30	60.80	**6,384.00**	1,001.70	189.00	2.96
Next Dividend Payable 01/04/10							
PHILIP MORRIS INTL INC (PM)	135.000	6,614.41	48.19	**6,505.65**	(108.76)	313.20	4.81
Next Dividend Payable 01/11/10							
PRAXAIR INC (PX)	70.000	3,117.80	80.31	**5,621.70**	2,503.90	112.00	1.99
Next Dividend Payable 03/10							
QUALCOMM INC (QCOM)	135.000	5,824.58	46.26	**6,245.10**	420.52	91.80	1.46
Next Dividend Payable 03/10							
QUESTAR CORP (STR)	120.000	4,018.51	41.57	**4,988.40**	969.89	62.40	1.25
Next Dividend Payable 03/10							
ROYAL DUTCH SHELL PLC (RDS'A)	70.000	3,680.86	60.11	**4,207.70**	526.84	199.92	4.75
Next Dividend Payable 03/10							

CONTINUED

Statement A

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN:13-3106723

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
T ROWE PRICE GROUP INC (TROW) *Next Dividend Payable 03/10*	85.000	3,361.40	53.25	4,526.25	1,164 85	85.00	1.87
TARGET CORPORATION (TGT) *Next Dividend Payable 03/10*	100.000	3,876.80	48.37	4,837.00	960.20	68.00	1.40
TEVA PHARMACEUTICALS ADR (TEVA)	50.000	1,732.02	56.18	2,809.00	1,076.98	24.10	0.85
TJX COS INC NEW (TJX) *Next Dividend Payable 03/10*	105.000	2,293.85	36.55	3,837.75	1,543.90	50.40	1.31
TOTAL FINA ELF SA (TOT)	70.000	4,532.88	64.04	4,482.80	(50.08)	194.46	4.33
UNITED TECHNOLOGIES CORP (UTX) *Next Dividend Payable 03/10*	85.000	5,353.98	69.41	5,899.85	545.87	130.90	2.21
WAL MART STORES INC (WMT) *Next Dividend Payable 01/04/10*	120.000	5,985.70	53.45	6,414.00	428.30	130.80	2.03

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Income	Yield %
TOTAL STOCKS	96.0%	$187,920.92	$215,880.83	$27,959.91	$5,318.74 $0.00	2.46%

	Cost Basis	FMV
Total Stock	$408,538.03	$431,882.26
Total Corporate Bond	$20,166.08	$20,852.80
Total Other Investment	$180,453.65	$158,047.42

Schedule D-1

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN#13-3106723

REALIZED GAIN/(LOSS) DETAIL

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
ABBOTT LABORATORIES	12/09/04	05/26/09	30 000	$1,343.66	$1,309.20	$34.46	A
AFLAC INCORPORATED	10/27/08	06/03/09	95.000	3,285.33	3,660.08	(374 75)	A
AUTOMATIC DATA PROCESSING INC	07/08/05	05/26/09	10.000	369.52	378.79	(9.27)	A
	03/20/06	05/26/09	45.000	1,662.84	1,909.18	(246 34)	A
	02/15/07	05/26/09	45 000	1,662.84	2,072.39	(409.55)	A

CONTINUED

Schedule D-1

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN#13-3106723

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
BANK OF NEW YORK MELLON CORP	05/01/08	05/26/09	50.000	1,419.99	2,264.98	(844.99) A	
	09/23/08	05/26/09	90.000	2,555 97	2,977.38	(421.41) A	
BB & T CORP	04/18/08	05/26/09	90.000	1,921.45	3,138.09	(1,216.64) A	
CONOCOPHILLIPS	12/12/06	05/26/09	25.000	1,116.77	1,756.98	(640 21) A	
	10/26/07	05/26/09	25.000	1,116.77	2,107.68	(990.91) A	
CVS CAREMARK CORP	06/24/08	11/06/09	90.000	2,656.42	3,644.24	(987.82) A	
	11/26/08	11/06/09	45.000	1,328.21	1,223 91	104.30 A	
DEVON ENERGY CORP NEW	07/02/08	11/24/09	40.000	2,685.99	5,005.68	(2,319.69) A	
	05/26/09	11/24/09	35 000	2,350.24	2,118.20	232.04	
DIAGEO PLC SPON ADR NEW	05/02/07	09/10/09	70.000	4,408.48	5,986.28	(1,577.80) A	
FEDERATED INVESTORS INC	09/03/08	09/10/09	110.000	2,875.72	3,782.24	(906.52) A	
GENERAL ELECTRIC CO	01/06/04	05/26/09	25.000	338.79	781.75	(442.96) A	
	12/09/04	05/26/09	50.000	677.58	1,786.00	(1,108.42) A	
	12/15/08	05/26/09	105.000	1,422.92	1,759.90	(336.98) A	
	02/19/99	05/26/09	55.000	745.34	1,853.94	(1,108.60) A	
	03/04/99	05/26/09	60.000	813.10	2,006.28	(1,193.18) A	
	11/05/99	05/26/09	15 000	203.27	673.13	(469.86) A	
LOWES COMPANIES INC	05/26/09	08/21/09	210.000	4,430.29	4,235.39	194.90	
MARRIOTT INTL INC NEW CL A	08/21/09	12/03/09		15.88	0.00	15.88	Cash in Lieu
MC GRAW HILL COS INC	05/02/07	07/31/09	80 000	2,513.93	5,283.37	(2,769.44) A	
	08/15/07	07/31/09	75.000	2,356.80	3,870.11	(1,513 31) A	
MEDTRONIC INC	06/06/08	06/19/09	50.000	1,704.91	2,552.15	(847.24) A	
METLIFE INCORPORATED	01/28/08	12/11/09	50.000	1,798.40	2,786.42	(988.02) A	
	02/20/08	12/11/09	40 000	1,438 72	2,345.26	(906.54) A	
	05/26/09	12/11/09	70.000	2,517.76	2,133 60	384.16	
NIKE INC B	10/12/06	06/05/09	40.000	2,351.59	1,785.58	566.01 A	
	10/12/06	07/21/09	10.000	518.27	446.39	71 88 A	
	02/15/07	07/21/09	40.000	2,073.07	2,109.00	(35.93) A	
NORTHERN TRUST CORP	06/03/09	12/11/09	55.000	2,627.79	3,007.70	(379.91)	
	09/10/09	12/11/09	25.000	1,194.45	1,446.45	(252 00)	
SAP AKTIENGESELLSCHAFT	10/01/08	05/26/09	45 000	1,906.47	2,343.58	(437.11) A	
	02/19/09	05/26/09	50.000	2,118.29	1,751.50	366.79 A	
STATE STREET CORP	12/12/06	05/26/09	80.000	3,509.50	5,193.95	(1,684.45) A	
	11/26/08	05/26/09	10.000	438.69	384.35	54.34 A	
SYSCO CORP	02/19/09	10/06/09	150.000	3,686.41	3,544.50	141 91 A	
T ROWE PRICE GROUP INC	07/28/06	06/03/09	50 000	2,149.79	1,984.53	165 26 A	
TEVA PHARMACEUTICALS ADR	08/23/06	05/26/09	75.000	3,476.31	2,598.03	878.28 A	
TJX COS INC NEW	11/26/08	07/02/09	70.000	2,122.48	1,529.23	593.25 A	

CONTINUED

Schedule D-1

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN#13-3106723

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
TORONTO DOM BK NEW	05/26/09	08/21/09	95.000	5,602.86	4,315.59	1,287.27	
UNITED PARCEL SERVICE INC CL-B	02/25/09	10/26/09	75.000	4,212.41	3,174.50	1,037.91	A
	05/26/09	10/26/09	10 000	561.66	511.05	50.61	
WELLS FARGO & CO NEW	11/12/08	05/26/09	135.000	3,453.48	3,773.36	(319.88)	A
Net Realized Gain/(Loss) This Period				$9,593.00	$11,719.43	$(2,126.43)	
Net Realized Gain/(Loss) Year to Date				$95,741.41	$115,301.89	$(19,560.48)	

	Proceed	Cost Basis	Gain/Loss
Short Term	$44,306.97	$44,763.54	($456.57)
Long Term	$51,434.44	$70,538.35	($19,103.91)
Total	$95,741.41	$115,301.89	($19,560.48)

Schedule D-2

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN#13-3106723

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
CITIGROUP CAP XV 6 1/2 9-15-66	11/07/07	07/14/09	850.000	14,094.09	18,497.11	(4,403.02)	A
	11/07/07	07/14/09	50.000	829 06	1,088.07	(259.01)	A
	09/15/08	07/14/09	23.000	434 85	357.42	77 38	A
	12/15/08	07/14/09	27.000	547.69	363.69	183 91	A
	03/16/09	07/14/09	50.000	829.06	380.00	449.06	A
CITIGROUP VIII 6.950 9-15-31	07/14/09	07/31/09	450.000	8,251.37	7,103.66	1,147.71	
	07/14/09	07/31/09	350.000	6,417.73	5,525.07	892.66	
	07/14/09	07/31/09	100.000	1,834.65	1,578.59	256.06	
	07/14/09	07/31/09	50.000	917.33	794.55	122 78	
	07/14/09	07/31/09	50.000	969 98	789.30	180 60	
	07/14/09	07/31/09	50.000	1,117 33	789.30	328 00	
COMCAST CORP (NEW) CLASS A	05/27/04	06/05/09	300.000	4,142.83	6,059.66	(1,916.83)	A
	04/29/09	06/05/09	1.000	13.81	14.18	(0.37)	
	04/29/09	06/08/09	0.428	6.12	6.07	0.05	
DWS RREEF REAL ESTATE FUND	10/18/07	08/27/09	750.000	572.16	12,925.53	(12,353.37)	A
	11/30/07	08/27/09	550.000	419.58	7,979.41	(7,559.83)	A
	08/15/08	08/27/09	500.000	381.44	6,124.93	(5,743.49)	A
	09/30/08	08/27/09	367.000	279.98	3,136.49	(2,856.51)	A
FNMA 5 1/4 5-21-18	04/30/03	04/20/09	30,000.000	30,000.00	30,029.63	(29.63)	A
GMAC 5.200 11-15-09	11/15/04	08/06/09	20,000.000	19,396 42	20,000.00	(603 58)	A
HARVEST ENERGY TRUST	09/15/08	12/31/09	7.000	66.35	125.45	(59.10)	A
PROVIDENT ENERGY TRUST UNIT	09/15/08	11/16/09	15.000	99.00	141.73	(42.73)	A
	05/29/09	11/16/09	2,000 000	13,200.45	10,604.31	2,596.14	
	06/05/09	11/16/09	1,000.000	6,600.22	5,556.79	1,043.43	
	07/15/09	11/16/09	27.745	183.12	135.95	47.17	
	08/14/09	11/16/09	28.292	186.73	141.93	44.80	
	09/15/09	11/16/09	24.792	163.63	144.17	19.46	
	10/15/09	11/16/09	24.171	159.53	149.08	10.45	
	10/15/09	11/17/09	0.638	4.28	3.93	0.35	
UNIT CLAY DG CANADIAN ENERGY13	09/11/08	06/25/09	4,714.000	31.11	31.11	0.00	A
	10/25/08	06/25/09	54.000	0.36	0.36	0 00	A
	11/25/08	06/25/09	59.000	0 39	0.39	0.00	A
	12/25/08	06/25/09	72.000	0.48	0.48	0 00	A
	12/26/08	06/25/09	34.000	0.22	0.22	0.00	A
	01/25/09	06/25/09	62.000	0.41	0.41	0.00	A
	02/25/09	06/25/09	58.000	0.38	0.38	0.00	A
	03/25/09	06/25/09	47.000	0.31	0.31	0.00	A
	04/25/09	06/25/09	35.000	0.23	0.23	0 00	

Schedule D-2

ELLA GAYLE HAMLIN FOUNDATION INC.
EIN#13-3106723

REALIZED GAIN/(LOSS) DETAIL (CONTINUED)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
	05/25/09	06/25/09	29.000	0.19	0.19	0 00	
	09/11/08	10/25/09	4,714.000	28.28	28.28	0.00	A
	10/25/08	10/25/09	54.000	0.32	0.32	0.00	A
	11/25/08	10/25/09	59.000	0.35	0.35	0.00	A
	12/25/08	10/25/09	72.000	0.43	0.43	0.00	A
	12/26/08	10/25/09	34 000	0.20	0.20	0 00	A
	01/25/09	10/25/09	62.000	0 37	0.37	0 00	A
	02/25/09	10/25/09	58.000	0.35	0.35	0.00	A
	03/25/09	10/25/09	47.000	0.28	0.28	0 00	A
	04/25/09	10/25/09	35.000	0.21	0.21	0.00	
	05/25/09	10/25/09	29.000	0.17	0.17	0.00	
	06/25/09	10/25/09	42.000	0.25	0.25	0.00	
	07/25/09	10/25/09	31.000	0 19	0.19	0.00	
	08/25/09	10/25/09	30.000	0.18	0.18	0.00	
	09/25/09	10/25/09	28.000	0.19	0.19	0.00	
ADVANTAGE ENGY INCM FD TR UTS	9/15/08	07/14/09	16 000	$73 44	$151 46	$(78 02)	

	Proceed	Cost Basis	Gain/Loss
Long Term	$70,441.13	$102,999.80	($32,558.67)
Short Term	$41,816.96	$37,763.51	$4,053.44
Total	$112,258.09	$140,763.31	($28,505.23)