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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

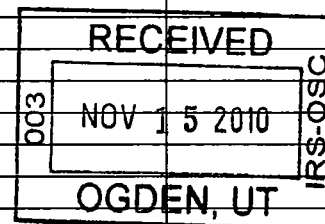
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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 THE CHAZEN FOUNDATION		A Employer identification number 13-3229474
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 8 GRAF REPETTI & CO., LLP		B Telephone number 212-302-3300
	City or town, state, and ZIP code 1114 AVE OF THE AMERICAS, 17FL		C If exemption application is pending, check here ☐
	NEW YORK, NY 10036		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 25,320,800.		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		123.	123.		STATEMENT 1
4 Dividends and interest from securities		408,409.	408,409.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-363,674.			
b Gross sales price for all assets on line 6a		3,875,208.			
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		-290,781.	-290,781.		STATEMENT 3
12 Total. Add lines 1 through 11		-245,923.	117,751.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		13,000.	0.		13,000.
b Accounting fees STMT 5		47,854.	15,951.		31,903.
c Other professional fees STMT 6		54,000.	0.		54,000.
17 Interest		510.	510.		0.
18 Taxes STMT 7		1,821.	1,821.		0.
19 Depreciation and depletion					
20 Occupancy		125,747.	0.		125,747.
21 Travel, conferences, and meetings					
22 Printing and publications		254.	0.		254.
23 Other expenses STMT 8		101,298.	98,886.		2,412.
24 Total operating and administrative expenses. Add lines 13 through 23		344,484.	117,168.		227,316.
25 Contributions, gifts, grants paid		2,039,488.			2,039,488.
26 Total expenses and disbursements. Add lines 24 and 25		2,383,972.	117,168.		2,266,804.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-2,629,895.			
b Net investment income (if negative, enter -0-)			583.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	718,462.	607,779.	607,779.	
	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				
	b Investments - corporate stock STMT 10	8,645,110.	5,680,088.	7,137,176.	
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 11		12,181,328.	12,626,791.	17,564,745.	
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶ ART WORK)		11,100.	11,100.	11,100.	
16 Total assets (to be completed by all filers)		21,556,000.	18,925,758.	25,320,800.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	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.		
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	21,556,000.	18,925,758.	
30 Total net assets or fund balances	21,556,000.	18,925,758.			
31 Total liabilities and net assets/fund balances	21,556,000.	18,925,758.			

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	21,556,000.
2 Enter amount from Part I, line 27a	2	-2,629,895.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	18,926,105.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	347.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,925,758.

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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 PARTNERSHIPS K-1S	P	VARIOUS	VARIOUS
b PARTNERSHIPS K-1S	P	VARIOUS	VARIOUS
c TRADES THROUGH BROKERAGES - SEE SCHEDULE IV	P	VARIOUS	VARIOUS
d TRADES THROUGH BROKERAGES - SEE SCHEDULE IV	P	VARIOUS	VARIOUS
e CASH RECEIVED ON STOCK MERGER	P	VARIOUS	11/05/09

(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 752,454.			752,454.
b		139,556.	-139,556.
c 1,067,445.		1,163,914.	-96,469.
d 2,045,071.		2,935,412.	-890,341.
e 10,238.			10,238.

(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			752,454.
b			-139,556.
c			-96,469.
d			-890,341.
e			10,238.

2 Capital gain net income or (net capital loss)	2	-363,674.
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	8,213,893.	30,597,782.	.268447
2007	2,970,141.	38,476,453.	.077194
2006	3,746,633.	37,654,451.	.099500
2005	2,241,186.	34,086,998.	.065749
2004	1,963,075.	33,317,877.	.058920

2 Total of line 1, column (d)	2	.569810
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	.113962
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	28,017,630.
5 Multiply line 4 by line 3	5	3,192,945.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6.
7 Add lines 5 and 6	7	3,192,951.
8 Enter qualifying distributions from Part XII, line 4	8	2,266,804.

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.

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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)		1	12.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	12.
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	12.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 22,963.		
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	22,963.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	22,951.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax 22,951. Refunded	11	0.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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.		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 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 ► CHAZEN.ORG	13	X	
14	The books are in care of ► GRAF REPETTI & COMPANY, LLP Telephone no. ► (212) 302-3300 Located at ► 1114 AVENUE OF THE AMERICAS, 17TH FL, NEW YORK, N ZIP+4 ► 10036			
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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?		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? If "Yes," list the years ►	☐ Yes ☒ No	
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

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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
JEROME CHAZEN	TRUSTEE AS NEEDED			
543 N BROADWAY		0.00	0.	0.
UPPER NYACK, NY 10960				
SIMONA CHAZEN	TRUSTEE AS NEEDED			
543 N BROADWAY		0.00	0.	0.
UPPER NYACK, NY 10960				

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

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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	7,073,841.
b	Average of monthly cash balances	1b	5,256,361.
c	Fair market value of all other assets	1c	16,114,092.
d	Total (add lines 1a, b, and c)	1d	28,444,294.
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	28,444,294.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	426,664.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28,017,630.
6	Minimum investment return. Enter 5% of line 5	6	1,400,882.

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	1,400,882.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	12.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,400,870.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,400,870.
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	1,400,870.

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	2,266,804.
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	2,266,804.
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	2,266,804.

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.

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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				1,400,870.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	355,501.			
b From 2005	603,832.			
c From 2006	1,908,470.			
d From 2007	1,213,924.			
e From 2008	6,693,916.			
f Total of lines 3a through e	10,775,643.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	2,266,804.			
a Applied to 2008, but not more than line 2a			0.	
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				1,400,870.
e Remaining amount distributed out of corpus	865,934.			
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:	11,641,577.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0.
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	355,501.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	11,286,076.			
10 Analysis of line 9:				
a Excess from 2005	603,832.			
b Excess from 2006	1,908,470.			
c Excess from 2007	1,213,924.			
d Excess from 2008	6,693,916.			
e Excess from 2009	865,934.			

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 SEE CONTRIBUTION SCHEDULE		PUBLIC CHARITY	GENERAL SUPPORT - CASH CONTRIBUTIONS	1,903,738.
SEE CONTRIBUTION SCHEDULE		N/A	SCHOLARSHIP AWARDS	135,750.
Total				▶ 3a 2,039,488.
b Approved for future payment NONE				
Total				▶ 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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			14	123.		
4 Dividends and interest from securities			14	408,409.		
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			14	-290,781.		
8 Gain or (loss) from sales of assets other than inventory			18	-363,674.		
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.		-245,923.		0.
13 Total. Add line 12, columns (b), (d), and (e)						-245,923.

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

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

[illegible]

Part XVII

- 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

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

[illegible]

- 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		

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.

Sign Here


Signature of officer or trustee

Date _____

11-5-10

TRUSTEE
Title

Title

Preparer's  signature

Firm's name (or yours if self-employed), address, and ZIP code **GRAF REPETTI & CO., LLP
1114 AVENUE OF THE AMERICAS
NEW YORK, NY 10036**

Date/

11/3/2010

Check if self-employee

	EIN
--	-----

Preparer's identifying number

PM 540051

Phone no. **212-302-3300**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK ACCOUNTS	123.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	123.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM BROKERAGE ACCOUNTS	115,517.	0.	115,517.
INCOME FROM K-1'S	292,892.	0.	292,892.
TOTAL TO FM 990-PF, PART I, LN 4	408,409.	0.	408,409.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME THRU PARTNERSHIPS	-297,638.	-297,638.	
REBATE INCOME	6,457.	6,457.	
OTHER INCOME	400.	400.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-290,781.	-290,781.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MCLAUGHLIN & STERN, LLP	13,000.	0.		13,000.
TO FM 990-PF, PG 1, LN 16A	13,000.	0.		13,000.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OUTSIDE ACCOUNTING & TAX SERVICES	47,854.	15,951.		31,903.	
TO FORM 990-PF, PG 1, LN 16B	47,854.	15,951.		31,903.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
SCHOLARSHIP MANAGEMENT FEES	26,500.	0.		26,500.	
BOOKKEEPING & ADMINISTRATION	27,500.	0.		27,500.	
TO FORM 990-PF, PG 1, LN 16C	54,000.	0.		54,000.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	1,821.	1,821.		0.	
TO FORM 990-PF, PG 1, LN 18	1,821.	1,821.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MGMT & CUSTODIAN FEES	98,886.	98,886.		0.
OFFICE SUPPLIES & EXPENSES	1,573.	0.		1,573.
NYS FILING FEE	750.	0.		750.
OTHER EXPENSES	89.	0.		89.
TO FORM 990-PF, PG 1, LN 23	101,298.	98,886.		2,412.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9
DESCRIPTION		AMOUNT
NONDEDUCTIBLE EXPENSES FROM PARTNERSHIPS		347.
TOTAL TO FORM 990-PF, PART III, LINE 5		347.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
1,552 SH NEUROMETRIX	11,066.	3,833.	
14936/15564 SH COHEN & STEERS REALTY	431,331.	732,424.	
36584/0 SH MFO MELLO INST INT SMALL CAP	0.	0.	
20424/20691 SH MFO MFS INTL NEW DISCOVERY	477,729.	384,445.	
0/11912 SH ALLOT COMMUNICATIONS LTD	36,352.	46,933.	
CORPORATE STOCK-SEE SCHEDULE VIII	0.	0.	
CORPORATE STOCK-SEE SCHEDULE IX	1,121,837.	1,826,883.	
CORPORATE STOCK-SEE SCHEDULE X	3,601,773.	4,142,658.	
CORPORATE STOCK-SEE SCHEDULE XII	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,680,088.	7,137,176.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE SCHEDULE VII	COST	12,626,791.	17,564,745.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,626,791.	17,564,745.

Schedule IV

2009

Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Federal Long Term Gain	Federal Short Term Gain
25 ABBOTT LABS COM	P	3/14/2007	4/1/2009	1,168	1,344	(176)	-
75 ABBOTT LABS COM	P	3/14/2007	4/1/2009	3,503	4,032	(529)	-
70 ABBOTT LABS COM	P	3/14/2007	4/8/2009	3,033	3,763	(731)	-
100 ABBOTT LABS COM	P	3/14/2007	4/16/2009	4,249	5,376	(1,127)	-
115 ABBOTT LABS COM	P	various	4/28/2009	4,968	6,096	(1,127)	-
90 ABBOTT LABS COM	P	8/29/2007	5/20/2009	3,888	4,587	(699)	-
70 ACE LTD CHF 33.74 SHS	P	4/16/2009	12/17/2009	3,412	3,170	-	241
600 ACTIVISION BLIZZARD INC COM STK	P	various	2/17/2009	5,718	6,570	-	(852)
1100 ADR ERICSSON L M TEL CO ADR	P	various	2/5/2009	8,996	8,084	-	912
100 AETNA INC COM	P	9/9/2009	12/16/2009	3,353	2,885	-	467
95 AFLAC INC	P	1/2/2009	2/3/2009	2,292	4,402	-	(2,110)
340 AGRUM INC CDA COM	P	various	4/24/2009	13,929	10,926	-	3,004
60 ALCON INC COM	P	5/8/2006	5/11/2009	5,734	6,061	(326)	-
140 ALCON INC	P	various	1/27/2009	11,684	19,123	(7,440)	-
200 ALLSTATE CORP COM	P	2/13/2009	11/30/2009	5,638	4,311	-	1,327
200 ALLSTATE CORP COM	P	12/7/2007	5/4/2009	4,538	10,558	(6,020)	-
175 ALLSTATE CORP COM	P	various	5/26/2009	4,594	9,208	(4,614)	-
225 ALLSTATE CORP COM	P	various	11/30/2009	6,343	11,169	(4,826)	-
300 ALTERA CORP COM	P	various	10/19/2009	6,468	5,521	-	947
300 ALTERA CORP COM	P	7/21/2009	11/5/2009	6,027	5,158	-	869
335 ALTRIA GROUP INC COM	P	various	3/26/2009	5,757	7,001	-	(1,243)
183 ALTRIA GROUP INC COM	P	8/28/2009	4/30/2009	3,077	3,791	-	(714)
870 ALTRIA GROUP INC COM	P	various	9/8/2009	16,075	14,567	-	1,508
17 ALTRIA GROUP INC COM	P	8/13/2007	4/30/2009	286	349	(63)	-
280 ALTRIA GROUP INC COM	P	various	9/8/2009	5,173	5,450	(277)	-
25 AMAZON INC COM	P	5/29/2009	12/24/2009	3,460	1,925	-	1,535
160 AMERICAN TOWER CORP CL A COM	P	7/8/2009	10/14/2009	6,003	4,835	-	1,168
785 AMERICAN INTL GROUP INC	P	various	2/5/2009	797	33,168	-	(32,371)
915 AMERICAN INTL GROUP INC	P	various	2/5/2009	929	60,279	(59,350)	-
155 AMGEN INC COM	P	various	6/23/2009	7,927	8,744	-	(817)
95 AMGEN INC COM	P	6/30/2008	7/10/2009	5,480	4,482	997	-
60 APACHE CORP COM	P	various	7/21/2009	4,650	6,670	-	(2,020)
69 APACHE CORP COM	P	various	9/25/2009	6,426	5,396	-	1,030
75 APACHE CORP COM	P	various	10/22/2009	7,639	5,061	-	2,578
75 APACHE CORP COM	P	3/31/2009	11/4/2009	7,414	4,838	-	2,577
25 APACHE CORP COM	P	5/20/2008	7/21/2009	1,937	3,672	(1,734)	-
109 APACHE CORP COM	P	7/25/2008	8/20/2009	9,443	11,906	(2,463)	-
6 APACHE CORP COM	P	7/25/2008	9/25/2009	559	655	(97)	-
75 APACHE CORP COM	P	5/20/2008	1/6/2009	6,412	11,016	-	(4,604)

The Chazen Foundation ID #13-3229474
Schedule IV
2009

<u>Description of Property Sold</u>	<u>How Acquired</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Cost or Other Basis</u>	<u>Federal Long Term Gain</u>	<u>Federal Short Term Gain</u>
45 APPLE INC COM	P	various	9/21/2009	8,207	4,080	-	4,127
100 APPLE COMPUTER INC	P	various	1/6/2009	9,523	11,571	-	(2,048)
85 APPLE COMPUTER	P	10/3/2008	1/15/2009	6,872	8,807	-	(1,935)
25 APPLE COMPUTER INC	P	12/15/2005	1/15/2009	2,021	1,803	218	-
40 APPLE COMPUTER INC	P	12/15/2005	2/18/2009	3,800	2,885	915	-
75 ARACRUZ CELULOSE SA SPONS ADR	P	6/13/2007	4/24/2009	840	4,752	(3,912)	-
175 ARCELORMITTAL NY REG COM	P	8/6/2009	12/22/2009	7,780	6,606	-	1,173
275 ARCHER DANIELS MIDLAND CO COM	P	1/7/2009	7/29/2009	8,433	7,772	-	661
200 AT&T INC	P	10/2/2007	1/6/2009	5,704	8,485	(2,781)	-
100 AT&T INC	P	10/2/2007	1/23/2009	2,500	4,242	(1,743)	-
150 AUTOLIV INC COM	P	7/3/2007	6/15/2009	4,282	8,672	(4,390)	-
250 AXA SA SPONS ADR	P	6/13/2007	4/24/2009	3,952	10,355	(6,403)	-
300 BAE SYS PLC SPONS ADR	P	6/13/2007	4/24/2009	6,168	10,485	(4,317)	-
350 BASF SE SPONS ADR	P	6/13/2007	4/24/2009	12,565	20,459	(7,895)	-
25 BAXTER INTL INC COM	P	10/16/2008	5/12/2009	1,276	1,502	-	(227)
125 BAXTER INTL INC COM	P	10/16/2008	9/10/2009	6,939	7,512	-	(574)
75 BAXTER INTL INC COM	P	5/5/2008	5/12/2009	3,828	4,733	(905)	-
100 BAXTER INTL INC	P	various	1/12/2009	5,361	6,568	-	(1,207)
65 BECTON DICKINSON & CO COM	P	various	5/5/2009	3,975	5,461	-	(1,486)
110 BECTON DICKINSON & CO COM	P	various	5/5/2009	6,727	9,056	-	(2,329)
60 BECTON DICKINSON & CO	P	various	1/12/2009	4,293	5,186	-	(893)
2593 BERNSTEIN SANFORD C FD INC EMG MKTS	P	12/11/2007	5/22/2009	53,695	106,193	(52,498)	-
900 BHP BILLITON LTD SPONS ADR	P	6/13/2007	4/24/2009	42,716	51,030	(8,314)	-
350 BK AMER CORP COM	P	12/31/2008	2/20/2009	1,213	4,657	-	(3,444)
1050 BK AMER CORP COM	P	various	2/20/2009	3,640	28,482	(24,842)	-
75 BLACK & DECKER CORP COM	P	8/17/2009	10/19/2009	3,764	3,039	-	725
50 BLACK & DECKER CORP COM	P	8/17/2009	11/5/2009	3,017	2,026	-	992
150 BLACK & DECKER CORP COM	P	8/17/2009	12/16/2009	9,764	6,078	-	3,687
175 BLACK & DECKER CORP	P	9/7/2006	1/23/2009	6,336	13,066	(6,730)	-
250 BP AMOCO P L CL SPONSORED ADR	P	various	2/2/2009	10,385	15,111	(4,726)	-
200 BP PLC SPONS ADR	P	12/22/2003	10/2/2009	10,281	9,704	576	-
450 BRISTOL MYERS SQUIBB CO COM	P	11/6/2008	5/12/2009	9,208	9,159	-	49
325 BRITISH AMERN TOBACCO PLC ADR	P	various	4/24/2009	15,330	23,718	(8,388)	-
275 BROOKFIELD ASSET MGMT CL A LTD USD	P	6/13/2007	4/24/2009	4,114	10,491	(6,377)	-
155 BUNGE LTD USD SHS	P	various	4/2/2009	9,079	6,853	-	2,226
65 BUNGE LTD USD SHS	P	various	4/9/2009	3,688	2,799	-	889
240 CADBURY PLC SPON ADR EA REPR 4 ORD S	P	6/13/2007	4/24/2009	7,022	15,136	(8,113)	-
250 CANADIAN PAC RY LTD COM	P	various	4/24/2009	8,779	16,375	-	(7,597)
225 CANADIAN NAT RES LTD COM	P	6/13/2007	4/24/2009	11,085	14,831	(3,745)	-

Schedule IV

2009

<u>Description of Property Sold</u>	<u>How Acquired</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Cost or Other Basis</u>	<u>Federal Long Term Gain</u>	<u>Federal Short Term Gain</u>
375 CANADIAN NATL RAILWAY CO CDA COM	P	6/13/2007	4/24/2009	15,333	19,442	(4,109)	-
150 CANADIAN PAC RY LTD COM	P	6/13/2007	4/24/2009	5,267	10,383	(5,116)	-
175 CAPITAL ONE FINL CORP COM	P	1/16/2009	10/9/2009	6,576	4,261	-	2,315
275 CAPITAL ONE FINL CORP COM	P	1/16/2009	10/9/2009	10,334	6,696	-	3,638
175 CARDINAL HEALTH INC COM	P	8/12/2008	7/7/2009	5,294	9,450	-	(4,156)
250 CARDINAL HEALTH INC COM	P	various	8/10/2009	8,337	11,563	-	(3,226)
150 CARDINAL HEALTH INC COM	P	various	8/20/2009	5,224	5,436	-	(212)
225 CATERPILLAR INC COM	P	various	10/13/2009	11,818	8,377	-	3,441
75 CATERPILLAR INC COM	P	7/13/2009	12/9/2009	4,195	2,364	-	1,832
105 CATERPILLAR INC	P	2/11/2008	1/5/2009	4,885	7,256	-	(2,371)
250 CBS CORP NEW CL B	P	3/27/2006	11/16/2009	3,352	6,239	(2,887)	-
150 CELGENE CORP COM	P	5/9/2007	5/26/2009	5,834	9,667	(3,834)	-
125 CELGENE CORP COM	P	various	11/2/2009	6,316	8,025	(1,709)	-
50 CELGENE CORP	P	11/16/2007	1/12/2009	2,472	3,249	(777)	-
75 CHEVRON CORP COM	P	3/24/2009	6/10/2009	5,309	5,218	-	90
70 CHEVRON CORP COM	P	various	8/11/2009	4,289	4,716	-	(426)
155 CHEVRON CORP COM	P	various	8/11/2009	9,498	6,766	2,732	-
125 CHEVRON CORP COM	P	1/13/2004	8/11/2009	8,529	5,297	3,233	-
50 CHEVRON CORP COM	P	1/13/2004	12/8/2009	3,882	2,119	1,764	-
175 CISCO SYS INC COM	P	various	5/26/2009	3,228	4,962	(1,734)	-
235 CISCO SYS INC COM	P	various	5/26/2009	4,335	6,409	(2,075)	-
225 CISCO SYS INC COM	P	11/21/2006	6/29/2009	4,272	6,063	(1,791)	-
75 CISCO SYS INC COM	P	11/21/2006	8/3/2009	1,686	2,021	(335)	-
350 CISCO SYS INC COM	P	11/8/2006	8/3/2009	7,867	8,820	(953)	-
250 CISCO SYS INC COM	P	various	11/13/2009	5,876	6,270	(394)	-
1050 CITIGROUP INC	P	various	1/15/2009	4,001	29,136	-	(25,134)
900 CITIGROUP	P	various	2/6/2009	3,515	17,734	-	(14,219)
7 CME GROUP INC COM	P	3/28/2007	4/1/2009	1,655	3,751	(2,095)	-
8 CME GROUP INC COM	P	various	4/1/2009	1,892	4,275	(2,383)	-
15 CME GROUP INC COM	P	various	12/22/2009	4,897	7,862	(2,966)	-
4 CME GROUP INC COM STK	P	2/21/2008	2/6/2009	759	2,081	-	(1,322)
30 CME GROUP INC COM STK	P	various	1/23/2009	4,958	16,386	(11,428)	-
21 CME GROUP INC COM STK	P	various	2/6/2009	3,986	11,206	(7,220)	-
25 COCA-COLA CO COM	P	5/6/2008	5/1/2009	1,059	1,457	-	(398)
55 COCA-COLA CO COM	P	1/10/2008	4/1/2009	2,466	3,584	(1,118)	-
60 COCA-COLA CO COM	P	1/10/2008	5/1/2009	2,542	3,910	(1,368)	-
85 COCA-COLA CO COM	P	5/6/2008	5/1/2009	3,631	4,954	(1,323)	-
75 COCA-COLA CO COM	P	7/18/2008	9/16/2009	3,929	3,776	154	-
45 COLGATE PALMOLIVE CO COM	P	1/2/2009	5/5/2009	2,777	3,105	-	(328)

<u>Description of Property Sold</u>	<u>How Acquired</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Cost or Other Basis</u>	<u>Federal Long Term Gain</u>	<u>Federal Short Term Gain</u>
5 COLGATE PALMOLIVE CO COM	P	1/2/2009	11/9/2009	402	345	-	57
40 COLGATE PALMOLIVE CO COM	P	11/16/2007	4/1/2009	2,340	3,142	(802)	-
60 COLGATE PALMOLIVE CO COM	P	11/16/2007	4/8/2009	3,606	4,713	(1,107)	-
85 COLGATE PALMOLIVE CO COM	P	various	4/16/2009	5,034	6,661	(1,627)	-
20 COLGATE PALMOLIVE CO COM	P	11/20/2007	5/5/2009	1,234	1,567	(333)	-
95 COLGATE PALMOLIVE CO COM	P	7/18/2007	11/9/2009	7,641	6,424	1,217	-
97847 COLOR TILE INC	P	8/2/2004	2/11/2009	19	-	19	-
1600 COMPANHIA VALE DO RIO DOCE ADR	P	6/13/2007	4/24/2009	26,366	35,321	(8,955)	-
75 CONOCOPHILLIPS	P	various	1/28/2009	3,758	5,885	(2,127)	-
235 CONOCOPHILLIPS	P	various	1/28/2009	11,776	16,480	(4,704)	-
475 COOPER INDS LTD CL A	P	6/13/2007	4/24/2009	15,611	25,002	(9,391)	-
25 CORE LABORATORIES NV COM	P	6/13/2007	4/24/2009	2,087	2,259	(172)	-
700 CORNING INC COM	P	various	4/9/2009	10,638	6,347	-	4,291
500 CORNING INC COM	P	various	12/16/2009	9,395	7,553	-	1,843
100 COSTCO WHOLESALE CORP COM	P	various	9/11/2009	5,685	6,674	(989)	-
200 CROWN CASTLE INTL CORP COM	P	7/7/2009	10/15/2009	6,630	4,623	-	2,006
250 D R HORTON INC COM	P	6/15/2009	9/1/2009	3,339	2,353	-	986
75 DEERE & CO COM	P	6/19/2007	3/12/2009	2,216	4,546	(2,330)	-
600 DELL INC	P	various	1/30/2009	5,783	7,235	-	(1,452)
50 DEUTSCHE BANK AG COM	P	various	4/8/2009	2,246	6,688	(4,442)	-
50 DEUTSCHE BANK AG COM	P	9/19/2007	6/1/2009	3,462	6,543	(3,081)	-
250 DIAGEO PLC SPONS ADR	P	6/13/2007	4/24/2009	11,610	21,103	(9,493)	-
120 DOMINION RES INC VA NEW	P	10/29/2008	1/6/2009	4,330	4,311	-	20
733 DREYFUS INVT FD BOSTON INTL SMALLCAP	P	8/10/2009	8/12/2009	5,561	5,561	-	-
36584 DREYFUS INVT FD BOSTON INTL SMALLCAP	P	various	8/12/2009	277,670	798,668	(520,998)	-
100 DU PONT E I DE NEMOURS & CO COM	P	5/28/2009	7/29/2009	2,967	2,769	-	198
100 EASTMAN CHEMICAL CO COM	P	10/30/2009	6/11/2009	4,082	3,954	-	127
125 EASTMAN CHEMICAL CO COM	P	10/30/2009	9/11/2009	6,618	4,943	-	1,675
275 EMERSON ELEC CO COM	P	various	8/6/2009	9,539	9,663	-	(124)
125 EMERSON ELEC CO COM	P	various	8/20/2009	4,334	4,209	-	125
100 EMERSON ELEC CO COM	P	various	9/16/2009	4,050	3,086	-	964
75 EMERSON ELEC CO COM	P	3/31/2009	10/22/2009	3,008	2,116	-	893
150 EMERSON ELEC CO COM	P	5/29/2007	6/1/2009	5,088	7,120	(2,032)	-
90 EOG RESOURCES INC COM	P	7/7/2008	6/26/2009	6,147	7,953	-	(1,806)
85 EOG RESOURCES INC COM	P	2/4/2009	7/13/2009	5,338	5,858	-	(520)
75 EOG RESOURCES INC COM	P	various	8/20/2009	5,526	4,983	-	543
50 EOG RESOURCES INC COM	P	various	11/3/2009	4,152	3,042	-	1,110
75 EOG RESOURCES INC COM	P	3/31/2009	11/16/2009	6,798	4,356	-	2,441
50 EOG RESOURCES INC COM	P	2/25/2008	4/30/2009	3,170	5,007	(1,837)	-

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60 EOG RESOURCES INC COM	P	2/25/2008	5/1/2009	3,939	6,008	(2,069)	-
50 EOG RESOURCES INC COM	P	various	6/26/2009	3,415	4,588	(1,172)	-
75 EOG RESOURCES INC COM	P	10/23/2007	7/1/2009	5,175	5,939	(764)	-
15 EOG RESOURCES INC COM	P	10/23/2007	7/13/2009	942	1,188	(246)	-
450 ERICSSON L M TEL CO ADR	P	various	5/1/2009	3,737	3,572	-	165
550 ERICSSON L M TEL CO ADR	P	various	8/10/2009	5,240	3,864	-	1,376
80 EXXON MOBIL CORP COM	P	10/26/2005	7/10/2009	5,204	4,578	626	-
195 EXXON MOBIL CORP COM	P	10/26/2005	8/17/2009	13,003	11,159	1,844	-
175 EXXON MOBIL CORP COM	P	10/26/2005	10/1/2009	11,835	10,014	1,821	-
50 EXXON MOBIL CORP	P	10/26/2005	1/23/2009	3,830	2,861	969	-
900 FIFTH THIRD BANCORP COM	P	various	3/17/2009	1,688	11,510	-	(9,822)
75 FLUOR CORP COM NEW	P	12/16/2005	4/1/2009	2,636	3,110	(474)	-
45 FRANKLIN RES INC COM	P	12/15/2005	4/1/2009	2,456	4,406	(1,950)	-
70 FRANKLIN RES INC COM	P	12/15/2005	6/5/2009	5,253	6,854	(1,601)	-
150 FREEPORT-MCMORAN COPPER & GOLD COM	P	various	10/28/2009	11,300	9,208	-	2,091
600 GANNETT INC COM	P	5/20/2008	3/23/2009	1,356	17,705	-	(16,349)
600 GAP INC COM	P	2/10/2009	5/14/2009	9,256	6,947	-	2,309
285 GENENTECH INC COM	P	various	3/25/2009	27,075	23,485	-	3,590
315 GENENTECH INC COM	P	various	3/23/2009	29,925	24,569	5,356	-
475 GENERAL ELECTRIC CO	P	11/19/2008	1/6/2009	7,935	7,352	-	582
600 GENWORTH FINL INC CL A COM	P	various	8/20/2009	4,757	19,808	(15,051)	-
65 GILEAD SCIENCES INC COM	P	3/13/2009	4/30/2009	2,520	2,456	-	64
20 GILEAD SCIENCES INC COM	P	9/9/2006	4/30/2009	916	618	298	-
125 GILEAD SCIENCES INC COM	P	9/9/2006	10/15/2009	5,820	3,862	1,958	-
100 GILEAD SCIENCES INC	P	9/29/2008	1/30/2009	5,121	4,777	-	344
55 GILEAD SCIENCES INC	P	9/6/2006	2/6/2009	2,905	1,699	1,205	-
125 GLAXOSMITHKLINE PLC ADR	P	1/30/2009	11/5/2009	5,034	4,402	-	633
125 GLAXOSMITHKLINE PLC ADR	P	1/30/2009	11/17/2009	5,221	4,402	-	820
45 GOLDMAN SACHS GROUP INC COM	P	various	4/8/2009	5,205	6,393	-	(1,188)
20 GOLDMAN SACHS GROUP INC COM	P	8/31/2009	9/24/2009	3,664	3,292	-	372
7 GOOGLE INC CL A COM	P	12/26/2006	4/1/2009	2,469	3,206	(737)	-
17 GOOGLE INC CL A COM	P	12/15/2005	4/20/2009	6,506	7,153	(647)	-
13 GOOGLE INC CL A COM	P	12/15/2005	10/19/2009	7,177	5,470	1,708	-
7 GOOGLE INC CL A COM	P	2/6/2008	1/26/2009	2,292	3,578	-	(1,286)
1 GOOGLE INC CL A	P	12/26/2006	1/26/2009	327	458	(131)	-
12 GOOGLE INC CL A	P	12/26/2006	1/30/2009	4,103	5,497	(1,393)	-
350 HARTFORD FINL SVCS GROUP INC COM	P	various	8/5/2009	5,739	24,413	(18,675)	-
50 HEWLETT PACKARD COM	P	5/2/2008	4/1/2009	1,648	2,400	-	(752)
100 HEWLETT PACKARD COM	P	various	4/1/2009	3,296	4,795	-	(1,499)

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25 HEWLETT-PACKARD CO COM	P	6/9/2008	5/8/2009	866	1,188	-	(322)
100 HEWLETT-PACKARD CO COM	P	6/9/2008	6/4/2009	3,594	4,752	-	(1,158)
50 HEWLETT-PACKARD CO COM	P	4/23/2008	5/8/2009	1,732	2,395	(663)	-
175 HEWLETT-PACKARD CO COM	P	various	6/24/2009	6,559	8,117	(1,557)	-
225 HEWLETT-PACKARD CO COM	P	various	7/16/2009	8,830	9,784	(954)	-
150 HEWLETT-PACKARD CO COM	P	various	8/28/2009	6,699	6,110	589	-
75 HEWLETT-PACKARD CO COM	P	3/15/2007	10/5/2009	3,420	2,971	449	-
200 HOME DEPOT INC COM	P	various	5/12/2009	4,911	4,203	-	708
105 HONEYWELL INTL INC COM	P	1/16/2009	5/6/2009	3,502	3,464	-	39
CASH IN LIEU 0.7497 SHARES OF TAIWAN SEMICO	P	5/8/2009	8/20/2009	8	8	-	(0)
CASH IN LIEU 0.01 SHARES OF TIME WARNER CAB	P	6/21/2004	4/9/2009	0	1	(0)	-
CASH IN LIEU 0.1818 SHARES OF AOL INC COM	P	6/21/2004	12/23/2009	4	5	(1)	-
CASH IN LIEU 0.2825 SHARES OF MERCK & CO INC	P	6/20/2008	11/17/2009	9	10	(1)	-
500 INGERSOLL RAND CO LTD CL A COM	P	6/13/2007	4/24/2009	11,038	25,050	(14,012)	-
11700 ISHARES TR FTSE XINHUA HK CHINA 25	P	10/28/2004	9/14/2009	490,438	198,676	291,762	-
275 J P MORGAN CHASE & CO	P	9/26/2008	2/20/2009	5,376	11,138	-	(5,762)
100 JACOBS ENGR GROUP INC COM	P	1/12/2009	5/20/2009	4,009	5,094	-	(1,085)
350 JC PENNEY CO INC COM	P	various	1/21/2009	6,171	13,398	-	(7,226)
5 JP MORGAN CHASE & CO COM	P	9/26/2008	3/18/2009	133	203	-	(70)
15 JP MORGAN CHASE & CO COM	P	9/26/2008	3/18/2009	399	608	-	(209)
95 JP MORGAN CHASE & CO COM	P	9/26/2008	3/18/2009	2,527	3,848	-	(1,321)
85 JP MORGAN CHASE & CO COM	P	9/26/2008	4/13/2009	2,812	3,443	-	(631)
125 JP MORGAN CHASE & CO COM	P	9/26/2008	9/11/2009	5,325	5,063	-	262
118 JP MORGAN CHASE & CO COM	P	9/26/2008	10/6/2009	5,225	4,779	446	-
100 JP MORGAN CHASE & CO COM	P	various	11/5/2009	4,280	4,050	230	-
100 KOHLS CORP COM	P	8/23/2007	12/16/2009	5,489	5,948	(460)	-
100 LIBERTY MEDIA CORP NEW	P	4/23/2009	7/23/2009	2,692	2,366	-	325
175 LIBERTY MEDIA CORP NEW	P	4/23/2009	7/23/2009	4,710	4,141	-	570
200 LILLY ELI & CO COM	P	3/26/2009	7/14/2009	6,566	6,795	-	(229)
300 LILLY ELI & CO COM	P	various	9/1/2009	9,854	9,988	-	(134)
200 LIMITED BRANDS INC COM	P	1/7/2009	8/10/2009	2,948	2,131	-	817
200 LIMITED BRANDS INC COM	P	11/17/2008	10/28/2009	3,458	2,046	-	1,412
225 LIMITED BRANDS INC COM	P	various	10/28/2009	3,890	2,017	-	1,873
150 LINCOLN NATL CORP IND COM	P	1/26/2009	7/29/2009	2,706	2,401	-	305
225 LINCOLN NATL CORP IND COM	P	1/26/2009	11/13/2009	5,328	3,602	-	1,726
55 LOCKHEED MARTIN CORP COM	P	various	4/21/2009	4,197	5,982	-	(1,785)
45 LOCKHEED MARTIN CORP COM	P	10/16/2008	5/7/2009	3,590	3,944	-	(355)
219 LOWES COS INC COM	P	various	10/8/2009	4,555	4,538	-	16
385 LOWES COS INC COM	P	various	12/18/2009	9,078	7,683	-	1,395

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275 MANULIFE FINL CORP CDA COM	P	6/13/2007	4/24/2009	4,716	9,999	(5,283)	-
25 MCDONALDS CORP COM	P	5/20/2008	4/1/2009	1,375	1,510	-	(135)
75 MCDONALDS CORP COM	P	various	4/1/2009	4,124	4,438	-	(314)
75 MCDONALDS CORP COM	P	2/18/2009	6/2/2009	4,530	4,256	-	274
100 MCDONALDS CORP COM	P	various	7/16/2009	5,706	5,346	-	360
125 MCDONALDS CORP COM	P	10/16/2008	8/4/2009	6,873	6,545	-	328
100 MCDONALDS CORP COM	P	10/16/2008	9/16/2009	5,540	5,236	-	304
25 MCDONALDS CORP COM	P	10/16/2008	10/12/2009	1,415	1,309	-	106
75 MCDONALDS CORP COM	P	6/7/2006	10/12/2009	4,246	2,513	1,733	-
110 MEDCO HEALTH SOLUTIONS INC COM	P	11/16/2007	3/26/2009	4,443	5,329	(886)	-
55 MEDCO HEALTH SOLUTIONS INC COM	P	various	4/1/2009	2,305	2,606	(301)	-
70 MEDCO HEALTH SOLUTIONS INC COM	P	5/3/2007	9/16/2009	3,916	2,578	1,338	-
100 MEDCO HEALTH SOLUTIONS INC COM	P	5/3/2007	10/21/2009	5,700	3,682	2,017	-
100 MEDCO HEALTH SOLUTIONS INC COM	P	various	12/17/2009	6,214	3,669	2,545	-
300 MERCK & CO INC COM	P	various	3/26/2009	8,277	11,951	-	(3,673)
50 MERCK & CO INC COM	P	7/1/2008	10/14/2009	1,647	1,914	(267)	-
50 MERCK & CO INC COM	P	6/2/2008	10/14/2009	1,647	1,912	(265)	-
650 MERCK & CO INC COM	P	various	10/14/2009	21,409	23,954	(2,545)	-
20 METLIFE INC COM	P	10/8/2008	5/26/2009	607	530	-	77
5 METLIFE INC COM	P	10/8/2008	6/25/2009	149	133	-	17
155 METLIFE INC COM	P	various	6/25/2009	4,623	4,101	-	522
120 METLIFE INC COM	P	various	11/12/2009	4,116	3,157	-	959
25 METLIFE INC COM	P	12/5/2008	11/13/2009	856	647	-	208
10 METLIFE INC COM	P	1/19/2007	3/26/2009	251	613	(362)	-
130 METLIFE INC COM	P	various	3/26/2009	3,268	5,800	(2,532)	-
80 METLIFE INC COM	P	7/30/2003	4/14/2009	2,154	2,231	(76)	-
105 METLIFE INC COM	P	7/30/2003	5/26/2009	3,188	2,928	260	-
175 METLIFE INC COM	P	12/5/2008	12/16/2009	6,461	4,531	1,930	-
325 MICROSOFT CORP COM	P	various	4/28/2009	6,502	5,859	-	643
180 MICROSOFT CORP COM	P	3/12/2009	5/1/2009	3,597	3,058	-	539
170 MICROSOFT CORP COM	P	3/12/2009	5/7/2009	3,290	2,888	-	402
125 MICROSOFT CORP COM	P	3/12/2009	9/16/2009	3,134	2,124	-	1,010
175 MICROSOFT CORP COM	P	4/11/2005	4/28/2009	3,501	4,373	(872)	-
110 MOLSON COORS BREWING CO CL B COM	P	12/2/2008	5/5/2009	4,610	4,690	-	(80)
50 MONSANTO CO NEW COM	P	various	4/9/2009	4,150	2,212	1,938	-
75 MONSANTO CO NEW COM	P	various	5/28/2009	5,911	3,252	2,659	-
59 MONSANTO CO NEW COM	P	7/25/2006	6/3/2009	4,806	2,536	2,270	-
16 MONSANTO CO NEW COM	P	7/25/2006	6/4/2009	1,311	688	624	-
50 MONSANTO CO NEW COM	P	7/25/2006	6/26/2009	3,782	2,149	1,633	-

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100 MONSANTO CO NEW COM	P	7/25/2006	7/23/2009	7,976	4,298	3,678	-
75 MONSANTO CO NEW COM	P	7/25/2006	8/24/2009	6,331	3,223	3,108	-
75 MONSANTO CO COM	P	3/21/2007	2/6/2009	6,309	4,019	2,289	-
155 MORGAN STANLEY COM NEW	P	various	3/24/2009	3,971	10,344	(6,373)	-
80 MORGAN STANLEY COM NEW	P	8/9/2007	4/13/2009	2,091	4,981	(2,890)	-
205 MORGAN STANLEY COM NEW	P	various	6/12/2009	6,077	12,760	(6,683)	-
335 MORGAN STANLEY DEAN WITTER & CO COM	P	various	2/9/2009	7,725	21,551	(13,826)	-
900 MOTOROLA INC COM	P	6/13/2008	5/14/2009	5,087	8,139	-	(3,052)
700 MOTOROLA INC COM	P	9/24/2008	8/5/2009	5,001	5,245	-	(244)
1475 NABORS INDUSTRIES LTD COM	P	various	4/24/2009	23,910	50,401	(26,492)	-
687 NESTLE SA SPONS ADR	P	6/13/2007	4/24/2009	22,025	25,419	(3,394)	-
275 NETAPP INC COM	P	4/22/2009	5/28/2009	5,129	4,934	-	195
400 NEWS CORP CL A COM	P	various	8/10/2009	4,520	3,603	-	917
125 NIKE INC CL B COM	P	5/1/2008	8/27/2009	6,999	8,494	(1,496)	-
1100 NOBLE CORP COM	P	6/13/2007	4/24/2009	31,910	50,748	(18,838)	-
300 NOKIA CORP SPONS ADR RPSTG CL A	P	10/9/2008	4/9/2009	4,099	5,108	-	(1,008)
200 NOKIA CORP SPONS ADR RPSTG CL A	P	11/19/2008	4/22/2009	2,936	2,760	-	176
170 NOKIA CORP SPONS ADR RPSTG CL A	P	various	7/14/2009	2,471	2,312	-	159
375 NOVARTIS AG ADR	P	6/13/2007	4/24/2009	13,796	20,479	(6,683)	-
75 NUCOR CORP COM	P	5/6/2009	9/11/2009	3,480	3,363	-	118
600 NVIDIA CORP COM	P	9/16/2008	3/23/2009	5,931	5,630	-	301
400 NVIDIA CORP COM	P	9/16/2008	5/28/2009	4,174	3,753	-	421
81 OCCIDENTAL PETE CORP COM	P	9/1/2009	11/2/2009	6,142	5,887	-	255
75 OCCIDENTAL PETE CORP COM	P	various	11/23/2009	6,128	5,830	-	298
135 PACCAR INC COM	P	4/14/2009	5/7/2009	4,581	4,177	-	405
125 PARTNERRE HLDGS LTD	P	6/13/2007	4/24/2009	7,930	9,401	(1,471)	-
100 PENNEY J C INC COM	P	11/12/2008	3/16/2009	1,656	1,875	-	(218)
85 PENNEY J C INC COM	P	11/19/2008	4/13/2009	2,253	1,379	-	874
25 PEPSICO INC COM	P	3/25/2009	12/22/2009	1,517	1,308	-	209
45 PEPSICO INC COM	P	11/16/2007	4/1/2009	2,352	3,316	(964)	-
80 PEPSICO INC COM	P	various	5/7/2009	3,947	5,533	(1,586)	-
75 PEPSICO INC COM	P	various	12/22/2009	4,552	4,422	129	-
225 PETROLEO BRASILEIRO SA SPONS ADR	P	12/30/2008	4/24/2009	7,560	5,280	-	2,280
225 PETROLEO BRASILEIRO SA ADR	P	9/28/2009	11/25/2009	10,500	8,758	-	1,742
75 PETROLEO BRASILEIRO SA SPONS ADR	P	5/29/2009	11/24/2009	3,850	3,315	-	535
475 PFIZER INC COM	P	various	3/26/2009	6,818	13,006	(6,188)	-
75 PHILIP MORRIS INTL COM	P	various	4/1/2009	2,717	3,152	(436)	-
165 PHILIP MORRIS INTL COM	P	various	5/1/2009	6,128	5,623	505	-
225 PHILIP MORRIS INTL COM	P	various	6/18/2009	9,658	3,620	6,038	-

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135 PHILIP MORRIS INTL COM	P	3/13/2000	7/27/2009	6,286	1,364	4,923	-
60 POTASH CORP SASK INC CDA COM	P	12/29/2008	4/24/2009	5,052	4,374		678
275 POTASH CORP SASK INC CDA COM	P	6/13/2007	4/24/2009	23,157	20,400	2,758	
106 PROCTER & GAMBLE CO COM	P	various	7/15/2009	5,760	6,897	-	(1,137)
165 PROCTER & GAMBLE CO COM	P	various	8/7/2009	8,559	9,761	-	(1,202)
50 PROCTER & GAMBLE CO COM	P	6/2/2009	9/10/2009	2,785	2,667	-	118
80 PROCTER & GAMBLE CO COM	P	4/16/2009	11/16/2009	4,989	3,956	-	1,033
100 PROCTER & GAMBLE CO COM	P	4/16/2009	12/15/2009	6,243	4,945	-	1,298
50 PROCTER & GAMBLE CO COM	P	4/23/2004	11/16/2009	3,118	2,618	500	-
75 PROCTER & GAMBLE CO	P	various	2/10/2009	3,877	5,037	-	(1,160)
50 QUALCOMM CORP COM	P	7/28/2008	5/7/2009	2,099	2,738	-	(639)
1200 REGIONS FINL CORP NEW COM	P	5/20/2009	12/2/2009	6,958	4,800	-	2,158
40 RIO TINTO PLC ADR	P	9/18/2009	12/1/2009	8,495	7,193	-	1,302
175 RIO TINTO PLC ADR	P	6/13/2007	4/24/2009	27,593	51,702	(24,109)	-
5 ROYAL DUTCH SHELL PLC SPONS ADR	P	8/31/2007	3/23/2009	232	388	(156)	-
175 ROYAL DUTCH SHELL PLC SPONS ADR	P	8/31/2007	3/23/2009	8,117	13,573	(5,456)	-
175 ROYAL DUTCH SHELL PLC SPONS ADR	P	various	4/29/2009	3,467	5,660	(2,194)	-
195 ROYAL DUTCH SHELL PLC SPONS ADR	P	4/7/2008	7/13/2009	9,207	14,107	(4,899)	-
100 RWE AG AKTIENGESSELLSCHAF SPONS ADR	P	6/13/2007	4/24/2009	7,048	10,620	(3,572)	-
350 SAFEWAY INC COM NEW	P	11/19/2008	7/20/2009	6,897	7,334	-	(437)
100 SAFEWAY INC COM NEW	P	11/19/2008	1/23/2009	2,273	2,095	-	178
300 SANOFI-AVENTIS SPONS ADR	P	12/22/2008	5/28/2009	9,411	9,727	-	(316)
625 SCHLUMBERGER LTD COM	P	6/13/2007	4/24/2009	30,976	50,223	(19,247)	-
75 SCHLUMBERGER LTD COM	P	7/23/2007	11/9/2009	4,923	7,337	(2,414)	-
150 SCHWAB CHARLES CORP COM NEW	P	10/23/2008	4/1/2009	2,304	2,727	-	(423)
25 SCHWAB CHARLES CORP COM NEW	P	10/23/2008	5/26/2009	441	454	-	(13)
150 SCHWAB CHARLES CORP COM NEW	P	2/23/2008	5/26/2009	2,648	1,931	717	-
150 SCHWAB CHARLES CORP COM NEW	P	2/23/2008	6/1/2009	2,747	1,931	816	-
2000 SPRINT NEXTEL CORP COM	P	various	12/9/2009	8,299	14,146	(5,847)	-
300 SPRINT CORP	P	9/15/2008	2/23/2009	999	2,049	-	(1,050)
800 SPRINT CORP	P	various	1/29/2009	2,034	13,010	(10,976)	-
600 SPRINT CORP	P	various	2/23/2009	1,997	6,490	(4,493)	-
700 SUNCOR ENERGY INC CDA COM	P	6/13/2007	4/24/2009	18,011	30,370	(12,359)	-
270 SUPERVALU INC COM	P	various	3/13/2009	3,984	9,825	(5,841)	-
850 TAIWAN SEMICONDUCTOR MFG CO LTD ADR	P	various	11/11/2009	8,681	8,792	-	(110)
500 TALISMAN ENERGY INC CDA COM	P	6/13/2007	4/24/2009	6,156	10,035	(3,879)	-
475 TECK COMINCO LTD USD CL B	P	6/13/2007	4/24/2009	4,866	21,135	(16,269)	-
750 TENARIS S A ADR	P	6/13/2007	4/24/2009	18,885	35,025	(16,140)	-
55 TEVA PHARMACEUTICAL INDS LTD ADR	P	6/9/2008	5/4/2009	2,425	2,499	-	(73)

Description of Property Sold	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Federal Long Term Gain	Federal Short Term Gain
45 TEVA PHARMACEUTICAL INDS LTD ADR	P	6/9/2008	5/7/2009	1,997	2,044	-	(48)
55 TEVA PHARMACEUTICAL INDS LTD ADR	P	2/7/2008	4/1/2009	2,513	2,530	(18)	-
25 TEVA PHARMACEUTICAL INDS LTD ADR	P	1/25/2008	5/7/2009	1,109	1,121	(12)	-
125 TEVA PHARMACEUTICAL INDS LTD ADR	P	1/25/2008	10/23/2009	6,298	5,605	693	-
225 TEXTRON INC COM	P	7/13/2009	9/11/2009	4,451	2,082	-	2,370
350 TEXTRON INC	P	12/26/2008	2/3/2009	2,794	4,506	-	(1,712)
150 TIME WARNER INC NEW COM	P	various	12/14/2009	4,561	5,499	(938)	-
200 TJX COS INC COM NEW	P	12/19/2008	4/7/2009	5,160	4,115	-	1,044
90 TJX COS INC COM NEW	P	12/19/2008	4/30/2009	2,510	1,852	-	658
160 TJX COS INC COM NEW	P	12/19/2008	4/30/2009	4,462	3,292	-	1,170
155 TORCHMARK CORP COM	P	5/5/2009	8/3/2009	6,044	4,724	-	1,319
30 TOYOTA MTR CORP ADR	P	6/2/2008	4/17/2009	2,306	3,075	-	(769)
40 TOYOTA MTR CORP ADR	P	6/2/2008	4/24/2009	3,256	4,100	-	(844)
65 TOYOTA MTR CORP ADR	P	4/30/2009	9/21/2009	5,366	5,171	-	195
105 TOYOTA MOTOR CORP SP ADR	P	6/2/2008	1/6/2009	6,893	10,763	-	(3,870)
596 TRANSOCEAN LTD CHF15 SHS	P	various	4/24/2009	40,785	67,853	(27,068)	-
50 TRAVELERS COS INC/THE COM	P	8/6/2003	3/23/2009	1,978	1,860	117	-
10 TRAVELERS COS INC/THE COM	P	12/21/2004	6/24/2009	411	365	46	-
150 TRAVELERS COS INC/THE COM	P	12/21/2004	6/24/2009	6,162	5,478	684	-
100 TRICAN WELL SVC LTD CDA COM	P	6/13/2007	4/24/2009	747	2,186	(1,439)	-
25 TYSON FOODS INC CL A COM	P	1/12/2009	6/23/2009	301	211	-	90
500 TYSON FOODS INC CL A COM	P	1/12/2009	6/23/2009	6,011	4,216	-	1,795
375 TYSON FOODS INC CL A COM	P	1/12/2009	7/27/2009	4,345	3,162	-	1,183
341 UBS AG REG SHS NEW CHF.1 USD EXCHG	P	6/13/2007	4/24/2009	4,249	19,851	(15,603)	-
725 UNILEVER NV NEW YORK SHS NEW	P	various	4/24/2009	14,034	24,093	(10,059)	-
55 UNION PACIFIC CORP COM	P	4/30/2009	11/4/2009	3,277	2,727	-	549
50 UNION PACIFIC CORP COM	P	4/30/2009	12/3/2009	3,231	2,479	-	751
100 UNITED TECHNOLOGIES CORP COM	P	9/17/2009	11/19/2009	6,782	6,256	-	526
300 US BANCORP COM NEW	P	various	11/16/2009	7,091	6,316	-	774
275 VERIZON COMMUNICATIONS COM	P	11/10/2006	4/29/2009	8,492	9,353	(862)	-
400 VIACOM INC NEW CL B	P	12/18/2008	12/1/2009	12,002	6,870	-	5,132
110 VISA INC CL A COM	P	various	10/6/2009	7,546	7,326	-	220
50 WAL-MART STORES INC COM	P	10/1/2008	4/1/2009	2,640	3,003	-	(363)
190 WAL-MART STORES INC COM	P	various	4/28/2009	9,192	11,382	-	(2,189)
75 WAL-MART STORES INC COM	P	3/31/2009	10/21/2009	3,874	3,909	-	(35)
60 WAL-MART STORES INC COM	P	5/1/2008	10/21/2009	3,099	3,484	(385)	-
200 WALT DISNEY CO COM	P	12/17/2008	5/14/2009	4,721	4,658	-	62
250 WALT DISNEY CO COM	P	various	7/17/2009	6,120	5,607	-	514
125 WALT DISNEY CO COM	P	12/2/2008	8/4/2009	3,178	2,569	-	609

Schedule IV

2009

<u>Description of Property Sold</u>	<u>How Acquired</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Cost or Other Basis</u>	<u>Federal Long Term Gain</u>	<u>Federal Short Term Gain</u>
50 WALT DISNEY CO COM	P	2/20/2008	8/4/2009	1,271	901	370	-
1900 WEATHERFORD INTL LTD	P	2/26/2009	4/24/2009	33,244	51,633	-	(18,388)
225 WELLS FARGO & CO NEW COM	P	2/11/2009	3/12/2009	2,926	3,884	-	(958)
25 WESTERN DIGITAL CORP COM	P	6/2/2008	5/22/2009	616	916	-	(301)
175 WESTERN DIGITAL CORP COM	P	6/2/2008	5/22/2009	4,309	6,414	-	(2,105)
200 WESTERN DIGITAL CORP COM	P	5/16/2008	5/22/2009	4,925	6,851	(1,926)	-
170 WYETH COM	P	8/27/2008	4/9/2009	7,191	7,235	-	(44)
105 WYETH COM	P	various	5/26/2009	4,641	3,809	-	832
75 WYETH LABS	P	8/27/2008	1/12/2009	2,835	3,192	-	(357)
25 XL CAP LTD CL A COM	P	8/28/2008	8/20/2009	374	501	-	(128)
175 XL CAP LTD CL A COM	P	11/8/2004	8/20/2009	2,615	12,783	(10,168)	-
75 YARA INTL ASA SPONS ADR	P	6/13/2007	4/24/2009	1,675	2,115	(440)	-
				3,112,517	4,099,327	(890,341)	(96,469)
Totals						\$ (986,810.49)	

The Chazen Foundation ID #13-3229474

Schedule VII

2009

Part II-Balance Sheet

Line 13-Other Investments

	Beginning of Year	End of Year	
	Book Value	Book Value	FMV
Partnerships			
CHASE PRIVATE EQUITY PARTNERS SELECT, LTD	365,528	335,214	105,256.00
GENESIS PARTNERS I L.P.	225,347	193,555	48,557.00
GENESIS PARTNERS II LP	211,646	201,700	132,822.00
GOLDMAN SACHS PRIVATE EQUITY PARTNERS, LP	(68,201)	(113,263)	198,570.00
GOLDMAN SACHS PRIVATE EQUITY PARTNERS III LP	482,756	429,094	253,454.00
J H WHITNEY III LP	153,997	115,767	61,306.00
JPM DIRECT CORPORATE FINANCE LLC	35,596	34,876	29,920.10
JPM DIRECT VENTURE CAPITAL LLC	18,012	14,505	12,444.13
JPM POOLED CORPORATE FINANCE LLC	323,175	321,124	275,489.45
JPM POOLED VENTURE CAPITAL PRIVATE INVESTORS LLC	94,559	93,807	80,476.32
OZ DOMESTIC PARTNERS L.P.	6,277,218	6,992,063	6,567,328.00
WHITNEY STRATEGIC PARTNERS IV L.P.	208,712	150,882	42,205.00
Others			
GREENLIGHT CAP FD OFFSHORE LTD	770,823	770,823	5,236,888.00
SHC BLOCKING CORPORATION II	122,039	113,279	911.00
GOLDMAN SACHS GLOBAL EQTY LONG/SHORT PORTFOLIO	1,100,000	1,100,000	1,551,097.00
GOLDMAN SACHS GLOBAL EQUITY OPPORTUNITIES FD	354,314	354,314	699,382.00
LANDSOWNE EUROPEAN EQTY FUND LTD	1,505,807	1,512,264	2,167,117.00
11 E 36 STREET	-	-	3,113
COMVEST ABSOLUTE RETURN ENHANCED FUND	-	6,788	98,409
	12,181,328	12,626,791	17,564,745

The Chazen Foundation ID #13-3229474			
Schedule VIII			
2009			
Shares	Company	Cost	Market Value
	No securites remain in this portfolio for 2009	0	0
		0	0

The Chazen Foundation ID #13-3229474

Schedule IX

2009

Shares	Company	Cost	Market Value
11550	LIMITED BRANDS INC	117,946	222,222
681	LIZ CLAIBORNE INC	-	3,834
5000	MOTORS LIQUIDATION CO	276,427	2,355
1450	APPLE INC	224,051	305,561
3000	HEWLETT-PACKARD CO	112,860	154,530
3800	KOHL'S CORP	12,933	204,934
2572	AGILENT TECHNOLOGIES INC	86,554	79,912
2000	KIMBERLY CLARK CORP	41,981	127,420
3400	AIR PROD & CHEMS INC	72,251	275,604
4000	EXXON MOBIL CORP	55,549	272,760
7500	CONAGRA FOODS INC	111,582	172,875
60	NEENAH PAPER INC	723	837
314	VERIGY LTD	5,181	4,038
760	ACCESS TELEVISION NETWORK INC	3,800	0
		1,121,837	1,826,883

The Chazen Foundation ID #13-3229474			
Schedule X			
2009			
Share	Description	Cost	Market Value
125	ACE LTD	4,625	6,300
600	AETNA INC	17,030	19,020
325	AIR PROD & CHEMS INC	26,631	26,345
400	AK STEEL HLDG CORP	7,968	8,540
375	ALCON INC	49,261	61,631
650	ALTRIA GROUP INC	6,633	12,760
25	AMAZON INC	1,925	3,363
350	AMERIPRISE FINL INC	12,341	13,587
150	ANHEUSER BUSCH INBEV SA/NV	7,465	7,805
118	AOL INC	2,165	2,747
430	APPLE INC	29,437	90,615
300	ARCELORMITTAL NY	10,409	13,725
650	ARCHER DANIELS MIDLAND CO	18,235	20,352
2200	AT & T INC	66,651	61,666
1475	BANK OF AMERICA CORP	23,663	22,214
150	BANK OF NEW YORK MELLON CORP	4,704	4,196
150	BAXTER INTL INC	8,091	8,802
475	BB&T CORP	12,720	12,051
81569 89	BERNSTEIN SANFORD C FD INC	1,434,682	1,587,737
200	BROADCOM CORP	5,726	6,294
300	BUNGE LTD	15,255	19,149
425	CAMERON INTL CORP	13,890	17,765
100	CATERPILLAR INC	3,151	5,699
950	CBS CORP NEW	18,091	13,348
325	CELGENE CORP	19,608	18,096
125	CHEVRON CORP	5,297	9,624
275	CIMAREX ENERGY CO	10,120	14,567
1150	CISCO SYS INC	26,143	27,531
60	CME GROUP INC	29,107	20,158
325	COMCAST CORP	5,560	5,480
1100	CONOCOPHILLIPS	46,617	56,177
700	CONSTELLATION BRANDS INC	11,672	11,151
225	COOPER INDUSTRIES PLC	8,775	9,594
700	CORNING INC	6,382	13,517
450	COSTCO WHOLESALE CORP	23,834	26,627
125	COVIDIEN PLC	5,808	5,986
350	CREDIT SUISSE GROUP	16,010	17,206
600	D R HORTON INC	5,647	6,522
350	DANAHER CORP	21,382	26,320
325	DEAN FOODS CO	6,113	5,863
1900	DELL INC	25,290	27,284
300	DEUTSCHE BANK AG	26,780	21,273
600	DEVON ENERGY CORP NEW	41,735	44,100
900	DU PONT E I DE NEMOURS & CO	23,288	30,303
1500	EMC CORP MASS	24,417	26,205
140	ENSCO INTL PLC	5,270	5,592
75	FEDEX CORP	4,839	6,259
1400	FORD MTR CO DEL	11,078	14,000
200	FRANKLIN RES INC	20,646	21,070
300	FREEPORT-MCMORAN COPPER & GOLD INC	14,399	24,087
325	GARMIN LTD	10,255	9,978
1700	GENERAL ELEC CO	27,262	25,721
75	GENERAL MILLS INC	5,059	5,311
1000	GILEAD SCIENCES INC	27,493	43,270

The Chazen Foundation ID #13-3229474			
Schedule X			
2009			
Share	Description	Cost	Market Value
700	GOLDMAN SACHS GROUP INC	84,628	118,188
150	GOOGLE INC	59,228	92,997
950	HEWLETT-PACKARD CO	27,347	48,935
400	HOME DEPOT INC	7,895	11,572
600	HUNTSMAN CORP	6,497	6,774
800	ILLINOIS TOOL WKS INC	34,583	38,392
950	INGERSOLL-RAND PLC	26,746	33,953
2700	INTEL CORP	48,070	55,080
550	JOHNSON CTLS INC	14,935	14,982
2550	JP MORGAN CHASE & CO	90,127	106,259
275	KLA TENCOR CORP	9,365	9,944
550	KOHL'S CORP	23,395	29,662
175	LIMITED BRANDS INC	1,568	3,367
740	LOWES COS INC	13,513	17,309
800	MACY'S INC	23,854	13,408
475	MASCO CORP	4,695	6,560
125	MEDCO HEALTH SOLUTIONS INC	4,581	7,989
1312	MERCK & CO INC NEW	34,017	47,940
175	METLIFE INC	4,470	6,186
475	MICROSOFT CORP	12,948	14,478
600	MORGAN STANLEY	24,456	17,760
1600	MOTOROLA INC	9,798	12,416
195	NATIONAL OILWELL VARCO INC	6,793	8,598
3200	NEWS CORP	24,637	43,808
600	NEXEN INC	13,920	14,358
1330	NOKIA CORP	16,145	17,091
350	NORTHROP GRUMMAN CORP	16,359	19,548
19	NVR INC	11,782	13,503
400	OCCIDENTAL PETE CORP	23,590	32,540
2000	OFFICE DEPOT INC	12,941	12,900
450	PENNEY J C INC	9,430	11,975
350	PEPSICO INC	18,174	21,280
3100	PFIZER INC	70,325	56,389
225	PRINCIPAL FINL GROUP INC	6,535	5,409
550	PULTE HOMES INC	5,804	5,500
1050	QUALCOMM CORP	46,360	48,573
425	QUANTA SVCS INC	9,050	8,857
900	RRI ENERGY INC	9,641	5,148
800	SCHLUMBERGER LTD	55,304	52,072
375	SMITHFIELD FOODS INC	4,991	5,696
6400	SPRINT NEXTEL CORP	23,289	23,424
225	SPX CORP	11,586	12,308
425	STEEL DYNAMICS INC	6,837	7,531
175	SUNCOR ENERGY INC	6,830	6,179
900	SUPERVALU INC	13,547	11,439
1100	SYMANTEC CORP	15,330	19,679
550	TARGET CORP	23,624	26,604
550	TEVA PHARMACEUTICAL INDS LTD	23,368	30,899
325	TEXTRON INC	3,007	6,113
750	TIME WARNER CABLE INC	25,681	31,043
1150	TIME WARNER INC	25,410	33,511
240	TRAVELERS COS INC/THE	8,764	11,966
1300	TYCO ELECTRONICS LTD	24,841	31,915
100	UNITED PARCEL SVC INC	5,845	5,737

The Chazen Foundation ID #13-3229474			
Schedule X			
2009			
Share	Description	Cost	Market Value
275	UNUMPROVIDENT CORP	4,458	5,368
800	US BANCORP	14,377	18,008
225	VALE SA	6,379	6,532
1300	VALERO ENERGY CORP NEW	22,969	21,775
175	VERTEX PHARMACEUTICALS INC	6,819	7,499
125	VISA INC	8,319	10,933
500	VODAFONE GROUP PLC	9,316	11,545
150	WAL-MART STORES INC	7,611	8,018
275	WALT DISNEY CO	4,953	8,869
1200	WELLS FARGO & CO NEW	31,520	32,388
400	WESTERN DIGITAL CORP	11,042	17,660
750	XL CAP LTD	10,920	13,748
		3,601,773	4,142,658

The Chazen Foundation ID #13-3229474			
Schedule XII			
2009			
QTY	Company	Cost	Market Value
	No securites remain in this portfolio for 2009	0	0
		0	0

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).			
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE CHAZEN FOUNDATION & GRAF REPETTI & CO., LLP		Employer identification number 13-3229474
	Number, street, and room or suite no. If a P O box, see instructions 1114 AVE OF THE AMERICAS, 17FL		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10036		

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

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

GRAF REPETTI & COMPANY, LLP - 1114 AVENUE OF THE

- The books are in the care of **AMERICAS, 17TH FL - NEW YORK, NY 10036**

Telephone No **(212) 302-3300**

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 is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**

5 For calendar year **2009**, or other tax year beginning _____, and ending _____

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

7 State in detail why you need the extension

N/A

8a 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	8a	\$	1,130.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	22,963.
c Balance Due. Subtract line 8b from line 8a. 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	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶**

Title **▶**

Date **▶**