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

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

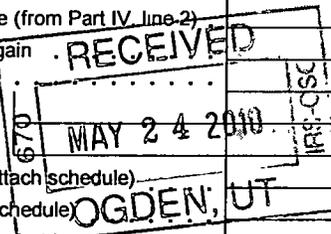
For calendar year **2009**, or tax year beginning , **2009**, and ending , **20**

G Check all that apply. Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE BEIRNE FOUNDATION, INC.		A Employer identification number 13-3583634
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions)
	C/O PAUL BEIRNE - 25 CENTRAL PARK WEST 31-0		() -
City or town, state, and ZIP code NEW YORK, NY 10023		C If exemption application is pending, check here <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 630,691.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	127,000.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3	Interest on savings and temporary cash investments	134.	134.		ATCH 1
4	Dividends and interest from securities	9,228.	9,228.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-69,248.			
b	Gross sales price for all assets on line 6a	335,486.			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	1,602.			ATCH 3
12	Total. Add lines 1 through 11	68,716.	9,362.		
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4	2,500.	0.	0.	2,500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) *	2,099.	497.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	1,031.	37.		870.
24	Total operating and administrative expenses. Add lines 13 through 23	5,630.	534.	0.	3,370.
25	Contributions, gifts, grants paid	98,915.			98,915.
26	Total expenses and disbursements. Add lines 24 and 25	104,545.	534.	0.	102,285.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-35,829.			
b	Net investment income (if negative, enter -0-)		8,828.		
c	Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets

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

	Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1 Cash - non-interest-bearing	14,666.	99,560.	99,560.	
2 Savings and temporary cash investments	11,696.	55,964.	55,964.	
3 Accounts receivable ▶ Less allowance for doubtful accounts ▶				
4 Pledges receivable ▶ Less allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10 a Investments - U S and state government obligations (attach schedule)				
b Investments - corporate stock (attach schedule) ATCH 7	539,608.	374,671.	453,751.	
c Investments - corporate bonds (attach schedule)				
11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule)				
15 Other assets (describe ▶ ATCH 8)	18,546.	18,546.	21,416.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	584,516.	548,741.	630,691.	
Liabilities				
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances				
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
and complete lines 24 through 26 and lines 30 and 31.				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg, and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds	584,516.	548,741.		
30 Total net assets or fund balances (see page 17 of the instructions)	584,516.	548,741.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	584,516.	548,741.		

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	584,516.
2 Enter amount from Part I, line 27a	2	-35,829.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 9	3	54.
4 Add lines 1, 2, and 3	4	548,741.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	548,741.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
(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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-69,248.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	163,340.	690,683.	0.236491
2007	198,969.	947,835.	0.209919
2006	144,060.	855,941.	0.168306
2005	115,724.	665,065.	0.174004
2004	98,594.	577,846.	0.170623
2 Total of line 1, column (d)			2 0.959343
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.191869
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 512,014.
5 Multiply line 4 by line 3			5 98,240.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 88.
7 Add lines 5 and 6			7 98,328.
8 Enter qualifying distributions from Part XII, line 4			8 102,285.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	88.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	88.
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	88.
6 Credits/Payments.			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,602.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,602.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,514.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 1,514. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ DE, 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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . ATTACHMENT 10	X	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of PAUL BEIRNE Telephone no 212-265-9090
Located at 25 CENTRAL PARK WEST, NEW YORK, NY ZIP + 4 10023
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 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? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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

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

5b		
6b		X
7b		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		0.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	
2 -----	
3 -----	
4 -----	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2 -----	
All other program-related investments. See page 24 of the instructions. 3 N/A	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	419,972.
b	Average of monthly cash balances	1b	78,423.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	21,416.
d	Total (add lines 1a, b, and c)	1d	519,811.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	519,811.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	7,797.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	512,014.
6	Minimum investment return. Enter 5% of line 5	6	25,601.

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

1	Minimum investment return from Part X, line 6	1	25,601.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	88.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	88.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	25,513.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	25,513.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	25,513.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	102,285.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	102,285.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	88.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	102,197.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				25,513.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 20 06 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004	70,347.			
b From 2005	84,199.			
c From 2006	104,454.			
d From 2007	154,489.			
e From 2008	129,086.			
f Total of lines 3a through e	542,575.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 102,285.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				25,513.
e Remaining amount distributed out of corpus	76,772.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	619,347.			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	70,347.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	549,000.			
10 Analysis of line 9.				
a Excess from 2005	84,199.			
b Excess from 2006	104,454.			
c Excess from 2007	154,489.			
d Excess from 2008	129,086.			
e Excess from 2009	76,772.			

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

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

PAUL BEIRNE

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient 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
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 12</p>				
Total.				98,915.
b <i>Approved for future payment</i>				
Total.				3b

Schedule of Contributors

2009

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization
THE BEIRNE FOUNDATION, INC.

Employer identification number
13-3583634

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE BEIRNE FOUNDATION, INC.

Employer identification number
13-3583634

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PAUL R. BEIRNE 25 CENTRAL PARK WEST STE. 31-0 NEW YORK, NY 10023	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	SALLY A. BEIRNE PO BOX 9-1539 ANCHORAGE, AK 99509	\$ 51,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	MICHAEL F. BEIRNE PO BOX 9-1539 ANCHORAGE, AK 99509	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
172,510.		SEE ATTACHED SCHEDULE - 888-83494 PROPERTY TYPE: SECURITIES 174,939.					VARIOUS -2,429.	VARIOUS
162,904.		SEE ATTACHED SCHEDULE - 888-83494 PROPERTY TYPE: SECURITIES 229,795.					VARIOUS -66,891.	VARIOUS
72.		SEE ATTACHED SCHEDULE - 888-83494 - CIL					VARIOUS 72.	VARIOUS
TOTAL GAIN (LOSS)					<u>-69,248.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SANFORD BERSTEIN 888-83494 CITIBANK	62. 72.	62. 72.
TOTAL	<u>134.</u>	<u>134.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SANFORD BERSTEIN #888-83494	9,228.	9,228.
TOTAL	<u>9,228.</u>	<u>9,228.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAX REFUND	1,602.
TOTALS	<u>1,602.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	2,500.			2,500.
TOTALS	<u>2,500.</u>	<u>0.</u>	<u>0.</u>	<u>2,500.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	497.	497.
FEDERAL TAX	1,602.	
TOTALS	<u>2,099.</u>	<u>497.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NYS ANNUAL FILING FEE	100.		100.
OFFICE EXPENSES	650.		650.
NY LAW JOURNAL - AD	120.		120.
BANK CHARGES	37.	37.	
MISCELLANEOUS EXPENSE	124.		
TOTALS	<u>1,031.</u>	<u>37.</u>	<u>870.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT 7A	539,608.	374,671.	453,751.
TOTALS	<u>539,608.</u>	<u>374,671.</u>	<u>453,751.</u>

This report contains data for all accounts that were open as of the period ending date you selected: account 888-83494 (comprised of accounts 032-78024, 032-78849, and 032-79101).

Cash Balances

Quantity Holding	Ticker	Avg. Unit Cost	Market Price	Market Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
CASH									
55,964.21	CASH	\$1.00	\$1.00	\$55,964	\$55,964	\$73	0.1%	11.0%	100.0%
TOTAL Cash				\$55,964	\$55,964	\$73	0.1%	11.0%	100.0%
TOTAL Cash Balances				\$55,964	\$55,964	\$73	0.1%	11.0%	100.0%

Real Estate Securities

Quantity Holding	Ticker	Avg. Unit Cost	Market Price	Market Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
Mutual Funds									
TAXABLE FUND									
1,644.834	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	\$10.62	\$7.90	\$17,464	\$12,994	\$375	2.9%	2.5%	100.0%
TOTAL Mutual Funds				\$17,464	\$12,994	\$375	2.9%	2.5%	100.0%
TOTAL Real Estate Securities				\$17,464	\$12,994	\$375	2.9%	2.5%	100.0%

Equities

Quantity Holding	Ticker	Avg. Unit Cost	Market Price	Market Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
Capital Equipment									
DEFENSE									
45	NORTHROP GRUMMAN CORP	\$46.86	\$55.85	\$2,109	\$2,513	\$77	3.1%	0.5%	0.6%
ELECTRICAL EQUIPMENT									
250	GENERAL ELECTRIC CO	\$15.91	\$15.13	\$3,978	\$3,783	\$100	2.6%	0.7%	0.9%

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
 As of December 31, 2009

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
40	COOPER INDUSTRIES PLC-CLA	CBE	\$33.60	\$42.64	\$1,344	\$1,706	\$40	2.4%	0.3%	0.4%
Total					\$5,322	\$5,488	\$140	2.5%	1.1%	1.2%
MISC. CAPITAL GOODS										
95	ILLINOIS TOOL WORKS	ITW	\$41.27	\$47.99	\$3,921	\$4,559	\$118	2.6%	0.9%	1.0%
40	TEXTRON INC	TXT	\$9.90	\$18.81	\$396	\$752	\$3	0.4%	0.1%	0.2%
45	DANAHER CORP	DHR	\$59.73	\$75.20	\$2,688	\$3,384	\$7	0.2%	0.7%	0.8%
30	SPX CORP	SPW	\$51.97	\$54.70	\$1,559	\$1,641	\$30	1.8%	0.3%	0.4%
120	INGERSOLL-RAND PLC	IR	\$28.01	\$35.74	\$3,361	\$4,289	\$34	0.8%	0.8%	1.0%
Total					\$11,925	\$14,625	\$192	1.3%	2.9%	3.3%
TOTAL Capital Equipment										
					\$19,355	\$22,627	\$409	1.8%	4.4%	5.1%
Consumer Cyclical										
AUTOS & AUTO PARTS OEMS										
60	JOHNSON CONTROLS INC	JCI	\$26.78	\$27.24	\$1,607	\$1,634	\$31	1.9%	0.3%	0.4%
195	FORD MOTOR CO	F	\$8.62	\$10.00	\$1,681	\$1,950	\$0	0.0%	0.4%	0.4%
Total					\$3,287	\$3,584	\$31	0.9%	0.7%	0.8%
RETAILERS										
25	WAL-MART STORES INC	WMT	\$49.71	\$53.45	\$1,243	\$1,336	\$27	2.0%	0.3%	0.3%
40	HOME DEPOT INC	HD	\$19.51	\$28.93	\$780	\$1,157	\$36	3.1%	0.2%	0.3%
55	J.C. PENNEY CO INC	JCP	\$18.77	\$26.61	\$1,032	\$1,464	\$44	3.0%	0.3%	0.3%
70	TARGET CORP	TGT	\$42.68	\$48.37	\$2,988	\$3,386	\$48	1.4%	0.7%	0.8%
90	LOWE'S COS INC	LOW	\$18.33	\$23.39	\$1,650	\$2,105	\$32	1.5%	0.4%	0.5%
115	SUPERVALU INC	SVU	\$15.99	\$12.71	\$1,839	\$1,462	\$80	5.5%	0.3%	0.3%
115	MACY'S INC	M	\$23.96	\$16.76	\$2,755	\$1,927	\$23	1.2%	0.4%	0.4%
40	LIMITED BRANDS INC	LTD	\$8.51	\$19.24	\$341	\$770	\$24	3.1%	0.2%	0.2%
60	KOHL'S CORP	KSS	\$40.75	\$53.93	\$2,445	\$3,236	\$0	0.0%	0.6%	0.7%
50	COSTCO WHOLESALE CORP	COST	\$51.84	\$59.17	\$2,592	\$2,959	\$36	1.2%	0.6%	0.7%

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
Equities										
Consumer Cyclical										
Total					\$17,665	\$19,801	\$350	1.8%	3.9%	4.5%
Consumer Growth										
Total					\$20,952	\$23,385	\$381	1.6%	4.6%	5.3%
DRUGS										
350	PFIZER INC	PFE	\$24.56	\$18.19	\$8,597	\$6,367	\$252	4.0%	1.2%	1.4%
145	MERCK & CO. INC.	MRK	\$25.55	\$36.54	\$3,705	\$5,298	\$220	4.2%	1.0%	1.2%
67	TEVA PHARMACEUTICAL-SP ADR	TEVA	\$42.44	\$56.18	\$2,844	\$3,764	\$42	1.1%	0.7%	0.9%
40	CELGENE CORP	CELG	\$57.79	\$55.68	\$2,311	\$2,227	\$0	0.0%	0.4%	0.5%
20	VERTEX PHARMACEUTICALS INC	VRTX	\$40.68	\$42.85	\$814	\$857	\$0	0.0%	0.2%	0.2%
130	GILEAD SCIENCES INC	GILD	\$25.21	\$43.28	\$3,278	\$5,626	\$0	0.0%	1.1%	1.3%
0	GLAXOSMITHKLINE PLC-SPON AD	GSK	\$0.00	\$42.25	\$0	\$0	\$0	0.0%	0.0%	0.0%
Total					\$21,549	\$24,139	\$514	2.1%	4.7%	5.5%
ENTERTAINMENT										
135	TIME WARNER INC	TWX	\$24.16	\$29.14	\$3,262	\$3,934	\$101	2.6%	0.8%	0.9%
110	CBS CORP-CLASS B	CBS	\$13.51	\$14.05	\$1,486	\$1,546	\$22	1.4%	0.3%	0.4%
25	THE WALT DISNEY CO.	DIS	\$17.87	\$32.25	\$447	\$806	\$9	1.1%	0.2%	0.2%
Total					\$5,194	\$6,286	\$132	2.1%	1.2%	1.4%
HOSPITAL SUPPLIES										
16	BAXTER INTERNATIONAL INC	BAX	\$60.32	\$58.68	\$965	\$939	\$19	2.0%	0.2%	0.2%
25	MEDCO HEALTH SOLUTIONS INC	MHS	\$36.37	\$63.91	\$909	\$1,598	\$0	0.0%	0.3%	0.4%
Total					\$1,874	\$2,537	\$19	0.7%	0.5%	0.6%
MEDICAL PRODUCTS										
20	COVIDIEN PLC	COV	\$46.87	\$47.89	\$937	\$958	\$14	1.5%	0.2%	0.2%
40	ALCON INC	ACL	\$121.29	\$164.35	\$4,852	\$6,574	\$146	2.2%	1.3%	1.5%
Total					\$5,789	\$7,532	\$160	2.1%	1.5%	1.7%
PUBLISHING										

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
17	GOOGLE INC-CL A	GOOG	\$174.03	\$619.98	\$2,959	\$10,540	\$0	0.0%	2.1%	2.4%
	PUBLISHING - NEWSPAPERS									
350	NEWS CORP	NWSA	\$6.94	\$13.69	\$2,430	\$4,792	\$42	0.9%	0.9%	1.1%
	RADIO - TV BROADCASTING									
90	TIME WARNER CABLE	TWC	\$35.97	\$41.39	\$3,238	\$3,725	\$0	0.0%	0.7%	0.8%
	TOTAL Consumer Growth				\$43,032	\$59,550	\$867	1.5%	11.7%	13.5%
	Consumer Staples									
	BEVERAGES - SOFT, LITE & HARD									
55	CONSTELLATION	STZ	\$14.46	\$15.93	\$795	\$876	\$0	0.0%	0.2%	0.2%
50	PEPSICO INC	PEP	\$59.51	\$60.80	\$2,976	\$3,040	\$90	3.0%	0.6%	0.7%
	Total				\$3,771	\$3,916	\$90	2.3%	0.8%	0.9%
	BEVERAGES & TOBACCO									
10	ANHEUSER-BUSH INBEV SPN ADR	BUD	\$48.14	\$52.03	\$481	\$520	\$0	0.0%	0.1%	0.1%
	FOODS									
13	GENERAL MILLS INC	GIS	\$65.58	\$70.81	\$853	\$921	\$25	2.8%	0.2%	0.2%
50	SMITHFIELD FOODS INC	SFD	\$12.95	\$15.19	\$647	\$760	\$0	0.0%	0.1%	0.2%
40	DEAN FOODS CO	DF	\$19.17	\$18.04	\$767	\$722	\$0	0.0%	0.1%	0.2%
35	BUNGE LTD	BG	\$49.56	\$63.83	\$1,735	\$2,234	\$29	1.3%	0.4%	0.5%
	Total				\$4,001	\$4,636	\$55	1.2%	0.9%	1.1%
	SUGAR REFINERS									
85	ARCHER-DANIELS-MIDLAND CO	ADM	\$26.23	\$31.31	\$2,230	\$2,661	\$48	1.8%	0.5%	0.6%
	TOBACCO									
80	ALTRIA GROUP INC	MO	\$12.88	\$19.63	\$1,031	\$1,570	\$109	6.9%	0.3%	0.4%
	TOTAL Consumer Staples				\$11,514	\$13,304	\$301	2.3%	2.6%	3.0%
	Emerging Markets Mutual Funds									
	EMERGING MARKETS FUND									
1,565.54	BERNSTEIN EMERGING MARKETS	SCBMFZ	\$12.27	\$29.07	\$19,205	\$45,510	\$794	1.7%	8.9%	10.3%

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
PORTFOLIO										
TOTAL Emerging Markets Mutual Funds										
	Energy									
	OFFSHORE DRILLING									
	15 ENSCO INTL PLC SPON ADR	ESV	\$32.65	\$39.94	\$490	\$599	\$2	0.3%	0.1%	0.1%
	OIL WELL EQUIPMENT & SERVICES									
	100 SCHLUMBERGER LTD	SLB	\$58.17	\$65.09	\$5,817	\$6,509	\$84	1.3%	1.3%	1.5%
	15 NATIONAL - OILWELL INC	NOV	\$37.63	\$44.09	\$564	\$661	\$6	0.9%	0.1%	0.2%
	50 CAMERON INTERNATIONAL CORP	CAM	\$29.63	\$41.80	\$1,482	\$2,090	\$0	0.0%	0.4%	0.5%
	Total				\$7,863	\$9,260	\$90	1.0%	1.8%	2.1%
	OILS - INTEGRATED DOMESTIC									
	47 OCCIDENTAL PETROLEUM CORP	OXY	\$70.21	\$81.35	\$3,300	\$3,823	\$62	1.6%	0.8%	0.9%
	165 VALERO ENERGY CORP	VLO	\$17.63	\$16.75	\$2,909	\$2,764	\$99	3.6%	0.5%	0.6%
	70 NEXEN INC	NXY	\$21.98	\$23.93	\$1,539	\$1,675	\$14	0.8%	0.3%	0.4%
	70 DEVON ENERGY CORPORATION	DVN	\$61.99	\$73.50	\$4,339	\$5,145	\$45	0.9%	1.0%	1.2%
	130 CONOCOPHILLIPS	COP	\$43.21	\$51.07	\$5,617	\$6,639	\$260	3.9%	1.3%	1.5%
	Total				\$17,705	\$20,046	\$480	2.4%	3.9%	4.6%
	OILS - INTEGRATED INTERNATIONAL									
	30 CIMAREX ENERGY CO-W/I	XEC	\$39.46	\$52.97	\$1,184	\$1,589	\$7	0.5%	0.3%	0.4%
	30 SUNCOR ENERGY INC	SU	\$38.16	\$35.31	\$1,145	\$1,059	\$12	1.1%	0.2%	0.2%
	21 CHEVRON CORP	CVX	\$43.30	\$76.99	\$909	\$1,617	\$57	3.5%	0.3%	0.4%
	Total				\$3,238	\$4,265	\$76	1.8%	0.8%	1.0%
	TOTAL Energy Financial				\$29,295	\$34,171	\$648	1.9%	6.7%	7.8%
	BANKS - NYC									
	300 JPMORGAN CHASE & CO	JPM	\$37.37	\$41.67	\$11,212	\$12,501	\$60	0.5%	2.5%	2.8%

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
15	BANK OF NEW YORK MELLON CORP	BK	\$28.26	\$27.97	\$424	\$420	\$5	1.3%	0.1%	0.1%
Total					\$11,636	\$12,921	\$65	0.5%	2.5%	2.9%
LIFE INSURANCE										
20	METLIFE INC	MET	\$19.61	\$35.35	\$392	\$707	\$15	2.1%	0.1%	0.2%
25	PRINCIPAL FINANCIAL GROUP	PFG	\$29.09	\$24.04	\$727	\$601	\$13	2.1%	0.1%	0.1%
45	UNUM GROUP	UNM	\$15.32	\$19.52	\$689	\$878	\$15	1.7%	0.2%	0.2%
Total					\$1,809	\$2,186	\$42	1.9%	0.4%	0.5%
MAJOR REGIONAL BANKS										
100	US BANCORP	USB	\$17.72	\$22.51	\$1,772	\$2,251	\$20	0.9%	0.4%	0.5%
60	BB&T CORP	BBT	\$28.34	\$25.37	\$1,700	\$1,522	\$36	2.4%	0.3%	0.3%
120	WELLS FARGO & COMPANY	WFC	\$22.66	\$26.99	\$2,720	\$3,239	\$24	0.7%	0.6%	0.7%
190	BANK OF AMERICA CORP	BAC	\$16.05	\$15.06	\$3,050	\$2,861	\$8	0.3%	0.6%	0.6%
Total					\$9,242	\$9,873	\$88	0.9%	1.9%	2.2%
MISC. FINANCIAL										
7	CME GROUP INC	CME	\$416.17	\$335.95	\$2,913	\$2,352	\$32	1.4%	0.5%	0.5%
24	FRANKLIN RESOURCES INC	BEN	\$95.35	\$105.35	\$2,288	\$2,528	\$21	0.8%	0.5%	0.6%
35	CREDIT SUISSE GROUP-SPON AD	CS	\$45.40	\$49.16	\$1,589	\$1,721	\$3	0.2%	0.3%	0.4%
35	DEUTSCHE BANK AG-REGISTERED	DB	\$104.72	\$70.91	\$3,665	\$2,482	\$24	1.0%	0.5%	0.6%
85	GOLDMAN SACHS GROUP INC	GS	\$111.46	\$168.84	\$9,474	\$14,351	\$119	0.8%	2.8%	3.3%
70	MORGAN STANLEY	MS	\$37.18	\$29.60	\$2,603	\$2,072	\$14	0.7%	0.4%	0.5%
40	AMERIPRISE FINANCIAL INC	AMP	\$37.08	\$38.82	\$1,483	\$1,553	\$27	1.8%	0.3%	0.4%
9	VISA INC - CLASS A SHRS	V	\$66.91	\$87.46	\$602	\$787	\$5	0.6%	0.2%	0.2%
Total					\$24,618	\$27,846	\$246	0.9%	5.5%	6.3%
MULTI-LINE INSURANCE										
65	AETNA INC	AET	\$29.52	\$31.70	\$1,919	\$2,061	\$3	0.1%	0.4%	0.5%
PROPERTY - CASUALTY INSURANCE										
100	XL CAPITAL LTD -CLASS A	XL	\$24.91	\$18.33	\$2,491	\$1,833	\$40	2.2%	0.4%	0.4%

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Annual Income	Est. Annual Income	Yield	Portfolio	% of Asset	% of Asset Class
15	ACE LTD	ACE	\$42.92	\$50.40	\$644	\$756	\$0	\$0	0.0%	0.1%	0.1%	0.2%
35	TRAVELERS COS INC/THE	TRV	\$35.52	\$49.86	\$1,243	\$1,745	\$46	\$46	2.7%	0.3%	0.3%	0.4%
	Total				\$4,378	\$4,334	\$86	\$86	2.0%	0.9%	0.9%	1.0%
	TOTAL Financial				\$53,602	\$59,221	\$530	\$530	0.9%	11.6%	11.6%	13.4%
	Industrial Resources											
	CHEMICALS											
75	HUNTSMAN CORP	HUN	\$10.72	\$11.29	\$804	\$847	\$30	\$30	3.5%	0.2%	0.2%	0.2%
125	DU PONT (E.I.) DE NEMOURS	DD	\$26.69	\$33.67	\$3,337	\$4,209	\$205	\$205	4.9%	0.8%	0.8%	1.0%
40	AIR PRODUCTS & CHEMICALS INC	APD	\$81.67	\$81.06	\$3,267	\$3,242	\$72	\$72	2.2%	0.6%	0.6%	0.7%
	Total				\$7,408	\$8,298	\$307	\$307	3.7%	1.6%	1.6%	1.9%
	MISC INDUSTRIAL COMMODITIES											
25	VALE SA-SP ADR	VALE	\$29.54	\$29.03	\$739	\$726	\$13	\$13	1.8%	0.1%	0.1%	0.2%
	MISC. METALS											
40	FREEPORT-MCMORAN COPPER	FCX	\$49.34	\$80.29	\$1,974	\$3,212	\$24	\$24	0.8%	0.6%	0.6%	0.7%
	STEEL											
55	AK STEEL HOLDING CORP	AKS	\$20.47	\$21.35	\$1,126	\$1,174	\$11	\$11	0.9%	0.2%	0.2%	0.3%
50	STEEL DYNAMICS INC	STLD	\$16.02	\$17.72	\$801	\$886	\$15	\$15	1.7%	0.2%	0.2%	0.2%
35	ARCELORMITTAL-NY REGISTERED	MT	\$35.74	\$45.75	\$1,251	\$1,601	\$26	\$26	1.6%	0.3%	0.3%	0.4%
	Total				\$3,178	\$3,662	\$52	\$52	1.4%	0.7%	0.7%	0.8%
	TOTAL Industrial Resources				\$13,298	\$15,897	\$396	\$396	2.5%	3.1%	3.1%	3.6%
	International Equity Mutual Funds											
	INTERNATIONAL EQUITY FUND											
5,934.805	BERNSTEIN INTERNATIONAL PORTFOLIO	SCBMFAX	\$14.76	\$15.13	\$87,623	\$89,794	\$2,445	\$2,445	2.7%	17.6%	17.6%	20.4%
	TOTAL International Equity Mutual Funds				\$87,623	\$89,794	\$2,445	\$2,445	2.7%	17.6%	17.6%	20.4%
	Non-Financial											
	BUILDING MATERIAL - HEAT/PLUMB/AIR											

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Annual Income	Est. Annual Income	Yield	Portfolio	% of Asset	Class
50	MASCO CORP	MAS	\$9.84	\$13.81	\$492	\$691	\$15	\$15	2.2%	0.1%	0.2%	0.2%
HOME BUILDING												
70	D R HORTON INC	DHI	\$9.55	\$10.87	\$669	\$761	\$11	\$11	1.4%	0.1%	0.2%	0.2%
55	PULTE HOMES INC	PHM	\$11.01	\$10.00	\$606	\$550	\$0	\$0	0.0%	0.1%	0.1%	0.1%
2	NVR INC	NVR	\$491.19	\$710.71	\$982	\$1,421	\$0	\$0	0.0%	0.3%	0.3%	0.3%
Total					\$2,256	\$2,732	\$11	\$11	0.4%	0.5%	0.6%	0.6%
MISC. BUILDING												
30	QUANTA SERVICES INC	PWR	\$23.25	\$20.84	\$698	\$625	\$0	\$0	0.0%	0.1%	0.1%	0.1%
TOTAL Non-Financial					\$3,446	\$4,048	\$26	\$26	0.6%	0.8%	0.9%	0.9%
Services												
AIR FREIGHT												
12	UNITED PARCEL SERVICE-CL B	UPS	\$58.99	\$57.37	\$708	\$688	\$22	\$22	3.1%	0.1%	0.2%	0.2%
10	FEDEX CORP	FDX	\$68.52	\$83.45	\$685	\$835	\$4	\$4	0.5%	0.2%	0.2%	0.2%
Total					\$1,393	\$1,523	\$26	\$26	1.7%	0.3%	0.3%	0.3%
RAILROADS												
0	UNION PACIFIC CORP	UNP	\$0.00	\$63.90	\$0	\$0	\$0	\$0	0.0%	0.0%	0.0%	0.0%
TOTAL Services					\$1,393	\$1,523	\$26	\$26	1.7%	0.3%	0.3%	0.3%
Technology												
COMMUNICATION - EQUIP. MFRS.												
110	CISCO SYSTEMS INC	CSCO	\$21.46	\$23.94	\$2,361	\$2,633	\$0	\$0	0.0%	0.5%	0.6%	0.6%
80	CORNING INC	GLW	\$10.49	\$19.31	\$839	\$1,545	\$16	\$16	1.0%	0.3%	0.4%	0.4%
180	NOKIA CORP-SPON ADR	NOK	\$12.38	\$12.85	\$2,229	\$2,313	\$98	\$98	4.3%	0.5%	0.5%	0.5%
25	BROADCOM CORP-CL A	BRCM	\$28.49	\$31.45	\$712	\$786	\$0	\$0	0.0%	0.2%	0.2%	0.2%
125	QUALCOMM INC	QCOM	\$42.11	\$46.26	\$5,263	\$5,783	\$85	\$85	1.5%	1.1%	1.3%	1.3%
Total					\$11,405	\$13,060	\$199	\$199	1.5%	2.6%	3.0%	3.0%
COMPUTER SERVICES/SOFTWARE												

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	Portfolio	% of Asset Class
160	SYMANTEC CORP	SYMC	\$15.11	\$17.89	\$2,418	\$2,862	\$0	0.0%	0.6%	0.6%
55	MICROSOFT CORP	MSFT	\$27.85	\$30.49	\$1,532	\$1,677	\$29	1.7%	0.3%	0.4%
14	AOL INC	AOL	\$21.59	\$23.28	\$302	\$326	\$0	0.0%	0.1%	0.1%
Total					\$4,252	\$4,865	\$29	0.6%	1.0%	1.1%
COMPUTER/INSTRUMENTATION										
45	WESTERN DIGITAL CORP	WDC	\$28.25	\$44.15	\$1,271	\$1,987	\$0	0.0%	0.4%	0.5%
50	GARMIN LTD	GRMN	\$31.20	\$30.70	\$1,560	\$1,535	\$38	2.4%	0.3%	0.3%
170	TYCO ELECTRONICS LTD	TEL	\$19.44	\$24.55	\$3,305	\$4,174	\$54	1.3%	0.8%	0.9%
Total					\$6,136	\$7,695	\$92	1.2%	1.5%	1.7%
COMPUTERS										
225	DELL INC	DELL	\$13.57	\$14.36	\$3,054	\$3,231	\$0	0.0%	0.6%	0.7%
53	APPLE INC	AAPL	\$35.07	\$210.86	\$1,859	\$11,176	\$0	0.0%	2.2%	2.5%
135	EMC CORP/MASS	EMC	\$16.45	\$17.47	\$2,221	\$2,358	\$0	0.0%	0.5%	0.5%
105	HEWLETT-PACKARD CO	HPQ	\$23.62	\$51.51	\$2,480	\$5,409	\$34	0.6%	1.1%	1.2%
Total					\$9,614	\$22,174	\$34	0.2%	4.4%	5.0%
SEMICONDUCTORS										
325	MOTOROLA INC	MOT	\$6.49	\$7.76	\$2,110	\$2,522	\$0	0.0%	0.5%	0.6%
50	KLA-TENCOR CORPORATION	KLAC	\$34.47	\$36.16	\$1,724	\$1,808	\$30	1.7%	0.4%	0.4%
325	INTEL CORP	INTC	\$17.75	\$20.40	\$5,767	\$6,630	\$182	2.8%	1.3%	1.5%
Total					\$9,601	\$10,960	\$212	1.9%	2.2%	2.5%
TOTAL Technology										
					\$41,007	\$58,754	\$565	1.0%	11.5%	13.3%
Utilities										
ELECTRIC COMPANIES										
60	NISOURCE INC	NI	\$11.65	\$15.38	\$699	\$923	\$55	6.0%	0.2%	0.2%
145	RRI ENERGY INC	RRI	\$10.35	\$5.72	\$1,500	\$829	\$0	0.0%	0.2%	0.2%
Total					\$2,200	\$1,752	\$55	3.1%	0.3%	0.4%

Portfolio Valuation

Account: THE BEIRNE FOUNDATION INC. (888-83494)
As of December 31, 2009

Equities

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
TELEPHONE										
775	SPRINT NEXTEL CORP	S	\$3.61	\$3.66	\$2,796	\$2,837	\$0	0.0%	0.6%	0.6%
75	VODAFONE GROUP PLC-SP ADR	VOD	\$19.29	\$23.09	\$1,447	\$1,732	\$67	3.9%	0.3%	0.4%
225	AT&T INC	T	\$31.30	\$28.03	\$7,043	\$6,307	\$378	6.0%	1.2%	1.4%
Total					\$11,285	\$10,875	\$445	4.1%	2.1%	2.5%
TOTAL Utilities					\$13,485	\$12,627	\$500	4.0%	2.5%	2.9%
						\$346 AI				
TOTAL Equities					\$357,207	\$440,410	\$7,889	1.8%	86.4%	100.0%

NET PORTFOLIO VALUE

Quantity	Holding	Ticker	Avg. Unit Cost	Market Price	Total Cost	Market Value	Est. Annual Income	Yield	% of Portfolio	% of Asset Class
NET PORTFOLIO VALUE										
					\$430,635	\$509,715	\$8,336	1.6%		

Notes:

- AI = Accrued Income (interest and dividends).
- International and Emerging Market Fund yields are estimated based on the current dividends of the foreign stocks in the fund, net of estimated fund expenses. The actual fund dividend can vary significantly due to gains and losses on foreign currency transactions. The S.E.C. yield calculation is not available.
- Total portfolio cost includes the reinvestment of interest, dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARTWORK	18,546.	18,546.	21,416.
TOTALS	<u>18,546.</u>	<u>18,546.</u>	<u>21,416.</u>

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
NONDIVIDEND DISTRIBUTION	16.
ROUNDING	38.
TOTAL	<u>54.</u>

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
PAUL R. BEIRNE 25 CENTRAL PARK WEST STE. 31-O NEW YORK, NY 10023	02/25/2009	50,000.
BEVERLY L. BEIRNE PO BOX 9-1539 ANCHORAGE, AK 99509	12/11/2009	1,000.
SALLY A. BEIRNE PO BOX 9-1539 ANCHORAGE, AK 99509	VARIOUS	51,000.
MICHAEL F. BEIRNE PO BOX 9-1539 ANCHORAGE, AK 99509	12/31/2009	25,000.

TOTAL CONTRIBUTION AMOUNTS 127,000.

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

ATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
PAUL BEIRNE 25 CENTRAL PARK WEST APT. 31-O NEW YORK, NY 10023	PRESIDENT	0.	0.	0.
BEVERLY BEIRNE 25 CENTRAL PARK WEST APT. 31-O NEW YORK, NY 10023	DIRECTOR	0.	0.	0.
GREG BEIRNE 25 CENTRAL PARK WEST APT. 31-O NEW YORK, NY 10023	DIRECTOR	0.	0.	0.
SALLY BEIRNE 25 CENTRAL PARK WEST APT. 31-O NEW YORK, NY 10023	DIRECTOR	0.	0.	0.
GRAND TOTALS		<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUNICIPAL ART SOCIETY 457 MADISON AVENUE NEW YORK, NY 10022	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	10,500
ALLIANCE FOR THE ARTS 330 WEST 42ND STREET SUITE 1701 NEW YORK, NY 10036	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	6,500
FOUNDATION FOR ART & PRESEVATION IN EMBASSIES 1725 1 STREET, NW SUITE 300 WASHINGTON, DC 20006	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	2,500.
NEW YORK CITY BALLET 20 LINCOLN CENTER NEW YORK, NY 10023	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA, CA 95053	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	40,000
WORLD MONUMENTS FUND 949 PARK AVENUE NEW YORK, NY 10028	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,500.

THE BEIRNE FOUNDATION, INC.
 FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
METROPOLITAN WATERFRONT ALLIANCE 457 MADISON AVENUE NEW YORK, NY 10022	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	5,500.
ACRIA 230 W 38TH STREET 17TH FLOOR NEW YORK, NY 10018	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	15,000.
NYC POLICE FOUNDATION 555 ETH AVE., 15TH FLOOR NEW YORK, NY 10017	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000.
CITIZENS COMMITTEE FOR NYC 305 7TH AVENUE, 15TH FLOOR NEW YORK, NY 10001	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000.
AMFAR 120 WALL STREET, 13TH FLOOR NEW YORK, NY 10005	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	1,000.
VARIOU ORGANIZATIONS	NONE PUBLIC CHARITY	CHARITABLE CONTRIBUTION	9,415

TOTAL CONTRIBUTIONS PAID 98,915

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2009

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

THE BEIRNE FOUNDATION, INC.

Employer identification number

13-3583634

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-2,429.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	-2,429.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-66,819.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	-66,819.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			-2,429.
14 Net long-term gain or (loss):				
a Total for year	14a			-66,819.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			-69,248.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Capital Gains Report

THE BEIRNE FOUNDATION INC. (Account: 888-83494)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
07/30/2008	01/08/2009	15	BECTON DICKINSON & CO	68.87	85.36	1,033.03	1,280.44	-247.41
01/18/2008	01/08/2009	3	CME GROUP INC	188.42	554.12	565.26	1,662.37	-1,097.11
06/12/2008	01/08/2009	25	HEWLETT-PACKARD CO	37.17	47.04	929.19	1,175.95	-246.76
10/03/2008	01/08/2009	15	PROCTER & GAMBLE CO	60.35	71.11	905.23	1,066.70	-161.47
07/08/2008	01/08/2009	95	SCHERING-PLOUGH CORP	17.65	20.62	1,677.05	1,959.34	-282.29
02/21/2008	01/15/2009	6	APPLE INC	82.85	123.00	497.12	738.02	-240.90
02/04/2008	01/15/2009	35	CITIGROUP INC	3.81	29.35	133.33	1,027.12	-893.79
02/11/2008	01/15/2009	55	CITIGROUP INC	3.81	25.83	209.52	1,420.43	-1,210.91
11/19/2008	01/23/2009	65	SAFEWAY INC	22.87	20.68	1,486.32	1,344.37	141.95
04/28/2008	01/23/2009	20	SCHERING-PLOUGH CORP	18.49	18.73	369.89	374.66	-4.77
09/04/2008	01/23/2009	6	TOYOTA MOTOR CORP - SPON ADR	62.15	88.28	372.93	529.68	-156.75
02/12/2008	01/28/2009	35	J C PENNEY CO INC	18.88	49.71	660.78	1,739.87	-1,079.09
11/17/2008	01/28/2009	10	J C PENNEY CO INC	18.88	16.87	188.80	168.73	20.07
03/13/2008	01/30/2009	55	VERIZON COMMUNICATIONS INC	29.94	34.49	1,646.47	1,897.07	-250.60
12/12/2008	02/02/2009	15	AFLAC INC	23.15	41.11	347.31	616.72	-269.41
12/19/2008	02/03/2009	45	TEXTRON INC	8.32	15.43	374.61	694.54	-319.93
06/10/2008	02/04/2009	7	HARTFORD FINANCIAL SVCS GRP	15.19	71.91	106.30	503.40	-397.10
02/11/2008	02/06/2009	70	CITIGROUP INC	3.93	25.83	274.76	1,807.83	-1,533.07
02/27/2008	02/06/2009	75	CITIGROUP INC	3.93	25.46	294.39	1,909.65	-1,615.26
01/21/2009	02/09/2009	95	DELL INC	9.62	9.99	914.35	949.32	-34.97
05/13/2008	02/11/2009	10	NIKE INC -CL B	45.39	65.50	453.90	655.05	-201.15
09/17/2008	02/13/2009	175	ERICSSON (LM) TEL-SP ADR	8.63	9.79	1,510.67	1,713.41	-202.74
10/21/2008	02/17/2009	45	ACTIVISION BLIZZARD INC	9.53	13.20	428.68	594.10	-165.42
04/28/2008	02/19/2009	45	SPRINT NEXTEL CORP	3.30	7.83	148.72	352.54	-203.82
06/24/2008	02/24/2009	25	BANK OF AMERICA CORP	4.53	26.07	113.24	651.64	-538.40
10/07/2008	02/24/2009	40	BANK OF AMERICA CORP	4.53	22.00	181.18	880.00	-698.82
12/15/2008	02/24/2009	40	BANK OF AMERICA CORP	4.53	13.97	181.18	558.67	-377.49
12/22/2008	02/24/2009	10	BANK OF AMERICA CORP	4.53	13.81	45.30	138.09	-92.79
02/09/2009	03/11/2009	35	WELLS FARGO & COMPANY	11.99	19.20	419.60	671.87	-252.27
12/22/2008	03/17/2009	135	FIFTH THIRD BANCORP	1.86	7.64	251.38	1,031.27	-779.89
12/22/2008	03/18/2009	15	BANK OF AMERICA CORP	6.55	13.81	98.31	207.15	-108.84
12/31/2008	03/18/2009	25	BANK OF AMERICA CORP	6.55	13.30	163.86	332.55	-168.69
11/17/2008	03/19/2009	15	J.C. PENNEY CO INC	17.77	16.87	266.60	253.09	13.51
12/31/2008	03/23/2009	25	BANK OF AMERICA CORP	7.37	13.30	184.31	332.55	-148.24
01/13/2009	03/23/2009	50	BANK OF AMERICA CORP	7.37	10.72	368.61	536.15	-167.54
10/01/2008	03/23/2009	9	TRAVELERS COS INC/THE	39.87	43.88	358.82	394.89	-36.07
09/04/2008	03/25/2009	90	NVIDIA CORP	10.10	11.48	909.03	1,033.65	-124.62
08/29/2008	03/26/2009	18	ALTRIA GROUP INC	17.19	21.32	309.48	383.82	-74.34
10/01/2008	03/26/2009	10	GENENTECH INC	95.00	87.00	950.00	869.96	80.04
10/06/2008	03/26/2009	10	GENENTECH INC	95.00	83.68	950.00	836.77	113.23
10/17/2008	03/26/2009	10	GENENTECH INC	95.00	82.36	950.00	823.63	126.37
01/27/2009	03/26/2009	10	GENENTECH INC	95.00	83.33	950.00	833.34	116.66
05/16/2008	03/26/2009	85	GANNETT CO	2.46	29.86	209.26	2,537.75	-2,328.49
07/11/2008	03/26/2009	30	GANNETT CO	2.46	17.61	73.86	528.30	-454.44
01/15/2009	03/26/2009	15	METLIFE INC	25.16	26.69	377.38	400.40	-23.02
04/07/2008	03/31/2009	10	MERCK & CO INC	26.79	41.07	267.85	410.68	-142.83

Capital Gains Report

THE BEIRNE FOUNDATION INC. (Account: 888-83494)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/23/2008	04/02/2009	35	SUPERVALU INC	14.88	30.53	520.66	1,068.46	-547.80
10/06/2008	04/06/2009	50	**NOKIA CORP-SPON ADR	13.03	16.26	651.45	812.86	-161.41
12/19/2008	04/07/2009	30	TJX COMPANIES INC	25.75	20.70	772.55	621.04	151.51
09/09/2008	04/09/2009	12	GOLDMAN SACHS GROUP INC	119.04	162.35	1,428.46	1,948.16	-519.70
09/16/2008	04/09/2009	3	GOLDMAN SACHS GROUP INC	119.04	130.09	357.12	390.28	-33.16
08/27/2008	04/09/2009	35	WYETH	42.30	42.68	1,480.41	1,493.82	-13.41
11/19/2008	04/09/2009	10	WYETH	42.30	35.40	422.98	353.98	69.00
12/11/2008	04/13/2009	7	BUNGE LTD	57.30	43.71	401.07	305.97	95.10
12/11/2008	04/13/2009	9	BUNGE LTD	57.30	43.71	515.66	393.38	122.28
02/11/2009	04/13/2009	10	BUNGE LTD	57.30	49.72	572.96	497.22	75.74
11/17/2008	04/13/2009	5	J C PENNEY CO INC	26.41	16.87	132.07	84.37	47.70
11/19/2008	04/13/2009	10	J C PENNEY CO INC	26.41	15.54	264.14	155.44	108.70
07/30/2008	04/20/2009	5	BECTON DICKINSON & CO	68.34	85.36	341.71	426.82	-85.11
03/31/2009	04/20/2009	14	GILEAD SCIENCES INC	43.56	46.13	609.85	645.83	-35.98
01/20/2009	04/20/2009	15	HONEYWELL INTERNATIONAL INC	29.93	32.59	448.90	488.88	-39.98
05/15/2008	04/20/2009	15	HEWLETT-PACKARD CO	34.71	45.68	520.71	685.26	-164.55
09/29/2008	04/20/2009	7	LOCKHEED MARTIN CORP	75.69	113.10	529.83	791.69	-261.86
10/21/2008	04/20/2009	2	LOCKHEED MARTIN CORP	75.69	86.68	151.38	173.37	-21.99
11/25/2008	04/20/2009	10	MOLSON COORS BREWING CO - B	37.18	44.57	371.83	445.70	-73.87
10/01/2008	04/20/2009	15	MCDONALD'S CORP	55.26	62.41	828.90	936.14	-107.24
03/31/2009	04/20/2009	35	MICROSOFT CORP	18.71	18.45	654.90	645.92	8.98
04/06/2009	04/20/2009	20	MICROSOFT CORP	18.71	18.45	374.23	369.49	4.74
03/31/2009	04/20/2009	15	PEPSICO INC	50.01	52.10	750.12	781.51	-31.39
03/31/2009	04/20/2009	20	QUALCOMM INC	39.46	39.14	789.19	782.72	6.47
10/21/2008	04/20/2009	25	SCHWAB (CHARLES) CORP	17.30	20.70	432.45	517.39	-84.94
12/12/2008	04/20/2009	5	SCHWAB (CHARLES) CORP	17.30	16.77	86.49	83.86	2.63
10/01/2008	04/20/2009	15	WAL-MART STORES INC	49.54	59.77	743.10	896.52	-153.42
12/09/2008	04/20/2009	86	BERNSTEIN EMERGING MARKETS PORTFOLIO	17.49	14.83	1,493.07	1,275.34	217.73
12/09/2008	04/20/2009	000	BERNSTEIN EMERGING MARKETS PORTFOLIO	17.49	14.80	0.00	3.39	-3.39
12/09/2008	04/20/2009	.229	BERNSTEIN EMERGING MARKETS PORTFOLIO	17.49	14.80	0.00	3.39	-3.39
10/06/2008	04/23/2009	25	**NOKIA CORP-SPON ADR	14.81	16.26	370.16	406.43	-36.27
09/04/2008	04/24/2009	6	**TOYOTA MOTOR CORP -SPON ADR	80.40	88.28	482.41	529.68	-47.27
12/11/2008	04/24/2009	8	**TOYOTA MOTOR CORP -SPON ADR	80.40	65.64	643.21	525.11	118.10
01/15/2009	04/27/2009	10	METLIFE INC	28.09	26.69	280.94	266.94	14.00
02/19/2009	04/28/2009	15	MICROSOFT CORP	20.08	18.24	301.19	273.56	27.63
03/31/2009	04/28/2009	5	MICROSOFT CORP	20.08	18.46	100.40	92.28	8.12
10/01/2008	04/28/2009	15	WAL-MART STORES INC	48.75	59.77	731.26	896.54	-165.28
10/09/2008	04/28/2009	5	WAL-MART STORES INC	48.75	54.58	243.75	272.91	-29.16
12/11/2008	04/29/2009	10	TJX COMPANIES INC	28.20	20.03	281.99	200.34	81.65
12/19/2008	04/29/2009	5	TJX COMPANIES INC	28.20	20.70	140.99	103.51	37.48
08/29/2008	04/30/2009	40	ALTRIA GROUP INC	16.60	21.32	663.86	852.95	-189.09
06/17/2008	04/30/2009	75	MOTOROLA INC	5.74	9.01	430.28	675.77	-245.49
04/15/2009	04/30/2009	15	PACCAR INC	35.31	30.44	529.72	456.66	73.06
07/22/2008	05/01/2009	8	BECTON DICKINSON & CO	61.06	85.06	488.44	680.49	-192.05
07/30/2008	05/01/2009	1	BECTON DICKINSON & CO	61.06	85.37	61.06	85.37	-24.31
02/19/2009	05/01/2009	10	MICROSOFT CORP	20.00	18.24	200.02	182.38	17.64
03/20/2009	05/01/2009	15	MICROSOFT CORP	20.00	17.32	300.04	259.85	40.19
07/10/2008	05/01/2009	3	PHILIP MORRIS INTERNATIONAL	36.89	53.37	110.67	160.11	-49.44

Capital Gains Report

THE BEIRNE FOUNDATION INC. (Account: 888-83494)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/14/2008	05/01/2009	17	PHILIP MORRIS INTERNATIONAL	36.89	55.26	627.15	939.37	-312.22
12/11/2008	05/01/2009	25	TJX COMPANIES INC	27.88	20.03	697.05	500.86	196.19
04/15/2009	05/01/2009	30	VERIZON COMMUNICATIONS INC	30.19	31.45	905.75	943.49	-37.74
01/27/2009	05/05/2009	7	COLGATE-PALMOLIVE CO	61.70	62.51	431.93	437.57	-5.64
12/29/2008	05/06/2009	20	**ERICSSON (LM) TEL-SP ADR	8.78	7.39	175.60	147.82	27.78
01/02/2009	05/06/2009	50	**ERICSSON (LM) TEL-SP ADR	8.78	8.04	439.00	402.13	36.87
10/21/2008	05/07/2009	5	LOCKHEED MARTIN CORP	79.35	86.69	396.73	433.45	-36.72
03/20/2009	05/07/2009	20	MICROSOFT CORP	19.32	17.32	386.37	346.47	39.90
04/15/2009	05/07/2009	10	PACCAR INC	32.90	30.44	328.99	304.45	24.54
06/12/2008	05/07/2009	10	QUALCOMM INC	41.91	48.79	419.10	487.89	-68.79
03/31/2009	05/11/2009	10	COCA-COLA CO/THE	42.83	44.33	428.29	443.31	-15.02
10/01/2008	05/12/2009	17	BAXTER INTERNATIONAL INC	50.83	65.97	864.11	1,121.41	-257.30
11/19/2008	05/12/2009	65	BRISTOL-MYERS SQUIBB CO	20.43	20.64	1,327.91	1,341.85	-13.94
10/01/2008	05/14/2009	15	EASTMAN CHEMICAL COMPANY	38.27	54.57	574.10	818.52	-244.42
02/27/2009	05/14/2009	75	GAP INC/THE	15.37	10.81	1,152.76	810.95	341.81
10/16/2008	05/15/2009	20	THE WALT DISNEY CO	24.08	23.52	481.62	470.34	11.28
11/25/2008	05/15/2009	20	THE WALT DISNEY CO	24.08	22.23	481.62	444.63	36.99
10/17/2008	05/15/2009	20	HOME DEPOT INC	24.33	19.53	486.52	390.53	95.99
10/17/2008	05/15/2009	5	HOME DEPOT INC	24.33	19.53	121.63	97.63	24.00
02/10/2009	05/15/2009	20	HOME DEPOT INC	24.33	22.46	486.52	449.25	37.27
02/20/2009	05/19/2009	55	PRUDENTIAL FINANCIAL INC	40.92	18.13	2,250.33	997.33	1,253.00
01/08/2009	05/20/2009	14	JACOBS ENGINEERING GROUP INC	40.40	50.48	565.61	706.74	-141.13
12/12/2008	05/22/2009	20	SCHWAB (CHARLES) CORP	17.29	16.77	345.88	335.47	10.41
02/10/2009	05/22/2009	10	SCHWAB (CHARLES) CORP	17.29	14.07	172.94	140.70	32.24
06/10/2008	05/26/2009	45	WESTERN DIGITAL CORP	24.90	38.95	1,120.59	1,752.84	-632.25
06/10/2008	05/26/2009	5	WESTERN DIGITAL CORP	24.90	38.95	124.51	194.77	-70.26
04/06/2009	05/28/2009	45	NETAPP INC	18.70	15.54	841.38	699.52	141.86
12/17/2008	05/28/2009	45	**SANOFI-AVENTIS ADR	31.35	32.74	1,410.79	1,473.09	-62.30
02/10/2009	05/29/2009	20	SCHWAB (CHARLES) CORP	17.50	14.07	349.98	281.42	68.56
11/19/2008	05/29/2009	15	WYETH	44.63	35.40	669.45	530.99	138.46
08/29/2008	06/01/2009	9	DEVON ENERGY CORPORATION	65.41	102.65	588.70	923.84	-335.14
09/16/2008	06/01/2009	60	NVIDIA CORP	10.85	9.43	650.77	565.86	84.91
11/07/2008	06/03/2009	4	AMGEN INC	51.55	57.58	206.22	230.32	-24.10
12/10/2008	06/03/2009	6	AMGEN INC	51.55	57.95	309.32	347.71	-38.39
01/12/2009	06/03/2009	40	ARCHER-DANIELS-MIDLAND CO	27.51	27.18	1,100.30	1,087.14	13.16
03/20/2009	06/03/2009	35	**COOPER INDUSTRIES LTD-CL A	34.21	23.90	1,197.34	836.59	360.75
04/15/2009	06/03/2009	35	COMCAST CORP-CL A	13.99	14.09	489.81	493.32	-3.51
08/29/2008	06/03/2009	1	DEVON ENERGY CORPORATION	63.21	102.65	63.21	102.65	-39.44
09/15/2008	06/03/2009	1	DEVON ENERGY CORPORATION	63.21	89.72	63.21	89.72	-26.51
09/16/2008	06/03/2009	9	DEVON ENERGY CORPORATION	63.21	90.80	568.89	817.24	-248.35
05/14/2009	06/03/2009	15	**DEUTSCHE BANK AG-REGISTERED	64.65	53.90	969.74	808.51	161.23
06/02/2009	06/03/2009	15	DU PONT (E I) DE NEMOURS	28.59	30.02	428.87	450.34	-21.47
04/15/2009	06/03/2009	5	EXXON MOBIL CORP	71.71	67.70	358.55	338.52	20.03
06/17/2008	06/03/2009	60	MOTOROLA INC	6.09	9.01	365.40	540.63	-175.23
09/26/2008	06/03/2009	15	MOTOROLA INC	6.09	7.51	91.35	112.64	-21.29
10/06/2008	06/03/2009	20	**NOKIA CORP-SPON ADR	15.19	16.26	303.80	325.16	-21.36
11/19/2008	06/03/2009	5	**NOKIA CORP-SPON ADR	15.19	13.76	75.95	68.81	7.14
02/03/2009	06/03/2009	6	OCCIDENTAL PETROLEUM CORP	66.16	55.25	396.96	331.53	65.43
05/27/2009	06/03/2009	25	PFIZER INC	14.86	14.87	371.57	371.83	-0.26

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/23/2009	06/03/2009	25	SCHERING- PLOUGH CORP	24 38	24 00	609 45	600 11	9 34
08/20/2008	06/03/2009	15	WESTERN DIGITAL CORP	23 08	28 28	346 20	424 13	-77 93
12/09/2008	06/03/2009	357	BERNSTEIN EMERGING MARKETS	21 91	14 83	7,750 00	5,294 18	2,455 82
		000	PORTFOLIO					
			BERNSTEIN EMERGING MARKETS					
12/09/2008	06/03/2009	293	PORTFOLIO	21 91	14 81	0 00	4 34	-4 34
			5 HEWLETT-PACKARD CO	35 78	41 87	178 92	209 34	-30 42
07/10/2008	06/04/2009	60	LINCOLN NATIONAL CORP	19 33	17 26	1,159 69	1,035 38	124 31
01/29/2009	06/05/2009	13	CHEVRON CORP	70 83	69 70	920 74	906 16	14 58
03/24/2009	06/10/2009	10	PHILIP MORRIS INTERNATIONAL	43.41	53 37	434 11	533 73	-99 62
07/10/2008	06/12/2009	23	PROCTER & GAMBLE CO	50 51	71 11	1,161 65	1,635 61	-473 96
10/03/2008	06/16/2009	70	COMCAST CORP-CL A	13 71	12 89	959 80	902 45	57 35
02/20/2009	06/22/2009	30	COMCAST CORP-CL A	13 71	14 10	411 34	422 86	-11 52
04/15/2009	06/22/2009	3	AMGEN INC	51 15	46 52	153 44	139 55	13 89
06/27/2008	06/23/2009	4	AMGEN INC	51 15	57 58	204 59	230 33	-25 74
11/07/2008	06/23/2009	15	AMGEN INC	51 15	46 71	767 22	700 64	66 58
04/06/2009	06/23/2009	20	HEWLETT-PACKARD CO	37 52	41 87	750 46	837 39	-86 93
07/10/2008	06/24/2009	5	HEWLETT-PACKARD CO	37 52	40 34	187 62	201 69	-14 07
10/09/2008	06/24/2009	10	MCDONALD'S CORP	57 38	62 41	573 79	624 09	-50 30
10/01/2008	06/30/2009	6	TRAVELERS COS INC/THE	41 15	43 88	246 93	263 27	-16 34
04/15/2009	07/10/2009	10	EXXON MOBIL CORP	65 09	67 71	650 94	677 06	-26 12
12/15/2008	07/10/2009	15	MAGNA INTERNATIONAL INC-CL	41 00	29 04	614 96	435 58	179 38
01/12/2009	07/13/2009	11	EOG RESOURCES INC	62 84	64 47	691 23	709 18	-17 95
04/06/2009	07/13/2009	14	PROCTER & GAMBLE CO	52 66	49 60	737 26	694 47	42 79
04/06/2009	07/13/2009	1	PROCTER & GAMBLE CO	52 66	49 60	52 66	49 60	3 06
03/24/2009	07/14/2009	35	ELI LILLY & CO	32 85	33 46	1,149 59	1,171 26	-21 67
11/19/2008	07/14/2009	20	NOKIA CORP-SPON ADR	14 55	13 76	291 09	275 24	15 85
10/09/2008	07/16/2009	20	HEWLETT-PACKARD CO	39 13	40 34	782 64	806 79	-24 15
08/21/2008	07/16/2009	2	MCDONALD'S CORP	57 08	61 98	114 16	123 96	-9 80
10/01/2008	07/16/2009	10	MCDONALD'S CORP	57 08	62 41	570 79	624 10	-53 31
01/23/2009	07/17/2009	30	THE WALT DISNEY CO	24 49	20 40	734 82	611 89	122 93
10/01/2008	07/21/2009	10	EASTMAN CHEMICAL COMPANY	42 03	54 57	420 32	545 69	-125 37
12/15/2008	07/21/2009	10	MAGNA INTERNATIONAL INC-CL	46 45	29 04	464 50	290 39	174 11
05/05/2009	07/23/2009	20	LIBERTY ENTERTAINMENT-CL A	26 93	24 46	538 68	489 30	49 38
07/29/2008	07/27/2009	3	APACHE CORP	79 80	107 27	239 39	321 81	-82 42
10/01/2008	07/27/2009	8	BAXTER INTERNATIONAL INC	54 44	65 97	435 52	527 73	-92 21
05/11/2009	07/27/2009	10	CREDIT SUISSE GROUP-SPON AD	46 87	41 04	468 67	410 37	58 30
02/17/2009	07/27/2009	15	THE WALT DISNEY CO	26 40	17 87	395 97	268 10	127 87
01/08/2009	07/27/2009	10	EMERSON ELECTRIC CO	36 75	36 65	367 52	366 54	0 98
02/11/2009	07/27/2009	10	EMERSON ELECTRIC CO	36 75	32 80	367 53	328 01	39 52
06/08/2009	07/27/2009	10	FREEMONT-MCMORAN COPPER	59 79	55 73	597 93	557 32	40 61
08/21/2008	07/27/2009	8	MCDONALD'S CORP	55 86	61 98	446 89	495 86	-48 97
02/13/2009	07/27/2009	5	MCDONALD'S CORP	55 86	57 06	279 31	285 28	-5 97
03/20/2009	07/27/2009	20	MICROSOFT CORP	22 92	17 32	458 42	346 47	111 95
11/03/2008	07/27/2009	7	PROCTER & GAMBLE CO	55 71	71 11	389 98	497 80	-107 82
11/19/2008	07/27/2009	60	SAFEWAY INC	18 84	20 68	1,130 48	1,240 96	-110 48
06/24/2009	07/27/2009	15	SMITHFIELD FOODS INC	13 51	12 95	202 71	194 24	8 47
02/24/2009	07/27/2009	25	SYMANTEC CORP	17 16	14 14	429 10	353 38	75 72
05/18/2009	07/27/2009	25	TYCO ELECTRONICS LTD	20 57	17 27	514 34	431 79	82 55

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/23/2009	07/27/2009	45	TYSON FOODS INC-CL A	11 63	8 37	523 33	376 43	146 90
05/21/2009	07/27/2009	15	US BANCORP	19 99	18 00	299 85	269 95	29 90
05/06/2009	07/27/2009	7	VISA INC - CLASS A SHRS	67 91	66 91	475 38	468 35	7 03
10/09/2008	07/27/2009	5	WAL-MART STORES INC	48 85	54 58	244 24	272 91	-28 67
01/20/2009	07/27/2009	10	WAL-MART STORES INC	48 85	51 37	488 49	513 69	-25 20
12/09/2008	07/27/2009	105	BERNSTEIN EMERGING MARKETS	23 94	14 83	2,500 00	1,557 11	942 89
		000	PORTFOLIO					
12/09/2008	07/27/2009		BERNSTEIN EMERGING MARKETS	23 94	14 81	0 00	7 14	-7 14
		482	PORTFOLIO					
12/10/2008	08/03/2009	20	CARDINAL HEALTH INC	33 13	32 00	662 68	640 07	22 61
05/21/2009	08/03/2009	175	REGIONS FINANCIAL CORP	4 36	4 00	763 56	700 00	63 56
05/07/2009	08/03/2009	25	TORCHMARK CORP	39 00	33 81	975 05	845 37	129 68
01/12/2009	08/04/2009	1	EKG RESOURCES INC	76 15	64 48	76 15	64 48	11 67
03/31/2009	08/04/2009	5	EKG RESOURCES INC	76 15	56 93	380 77	284 65	96 12
02/11/2009	08/05/2009	20	EMERSON ELECTRIC CO	34 84	32 80	696 84	656 04	40 80
12/11/2008	08/14/2009	40	LIMITED BRANDS INC	14 44	8 63	577 51	345 00	232 51
05/21/2009	08/14/2009	25	MASCO CORP	14 47	9 84	361 79	246 11	115 68
06/29/2009	08/14/2009	50	NEWS CORP	10 96	9 27	547 89	463 65	84 24
03/31/2009	08/20/2009	5	EKG RESOURCES INC	73 59	56 93	367 95	284 65	83 30
03/31/2009	08/20/2009	15	EMERSON ELECTRIC CO	34 72	28 52	520 74	427 74	93 00
12/29/2008	08/21/2009	80	**ERICSSON (LM) TEL-SP ADR	9 71	7 39	776 81	591 28	185 53
06/08/2009	08/24/2009	7	GOLDMAN SACHS GROUP INC	165 98	147 24	1,161 85	1,030 68	131 17
10/14/2008	08/24/2009	25	JPMORGAN CHASE & CO	43 86	43 22	1,096 51	1,080 53	15 98
10/01/2008	09/04/2009	5	EASTMAN CHEMICAL COMPANY	50 16	54 57	250 81	272 85	-22 04
11/19/2008	09/04/2009	10	EASTMAN CHEMICAL COMPANY	50 16	32 80	501 61	328 01	173 60
07/14/2009	09/09/2009	21	ALTRIA GROUP INC	18 57	16 62	389 93	349 02	40 91
07/16/2009	09/09/2009	30	ALTRIA GROUP INC	18 57	17 05	557 05	511 55	45 50
05/06/2009	09/09/2009	19	TIME WARNER CABLE	39 14	33 64	743 57	639 13	104 44
10/01/2008	09/10/2009	4	BAXTER INTERNATIONAL INC	55 65	65 97	222 59	263 87	-41 28
10/14/2008	09/11/2009	20	JPMORGAN CHASE & CO	42 58	43 22	851 60	864 42	-12 82
06/01/2009	09/11/2009	10	NUCOR CORP	46 43	46 14	464 28	461 39	2 89
03/31/2009	09/16/2009	10	COCA-COLA CO/THE	52 34	44 33	523 35	443 32	80 03
03/31/2009	09/16/2009	10	EMERSON ELECTRIC CO	40 50	28 52	404 96	285 17	119 79
10/08/2008	09/16/2009	10	MCDONALD'S CORP	55 42	54 40	554 21	544 03	10 18
02/13/2009	09/16/2009	5	MCDONALD'S CORP	55 42	57 06	277 11	285 29	-8 18
08/28/2009	09/17/2009	15	FREEMONT-MCMORAN COPPER	71 03	65 72	1,065 41	985 76	79 65
06/30/2009	09/17/2009	35	TEXTRON INC	20 01	9 90	700 36	346 35	354 01
05/27/2009	09/23/2009	5	**TOYOTA MOTOR CORP -SPON ADR	82 34	78 01	411 72	390 06	21 66
05/11/2009	09/24/2009	3	GOLDMAN SACHS GROUP INC	183 08	137 58	549 24	412 73	136 51
03/24/2009	09/29/2009	5	ELI LILLY & CO	33 41	33 47	167 07	167 33	-0 26
03/31/2009	09/29/2009	35	ELI LILLY & CO	33 41	33 42	1,169 49	1,169 85	-0 36
05/06/2009	10/06/2009	8	VISA INC - CLASS A SHRS	68 01	66 91	544 06	535 25	8 81
05/05/2009	10/08/2009	37	LOWE'S COS INC	20 84	20 96	770 99	775 65	-4 66
07/13/2009	10/09/2009	20	AMERICAN TOWER CORP-CL A	36 61	31 26	732 26	625 12	107 14
05/27/2009	10/09/2009	17	CATERPILLAR INC	52 52	35 24	892 76	599 02	293 74
07/29/2009	10/09/2009	10	CATERPILLAR INC	52 52	41 61	525 16	416 15	109 01
01/13/2009	10/13/2009	1	APACHE CORP	97 39	74 69	97 39	74 69	22 70
05/14/2009	10/13/2009	5	APACHE CORP	97 39	78 34	486 95	391 71	95 24
08/18/2009	10/16/2009	11	BLACK & DECKER CORP	50 33	41 35	553 64	454 89	98 75

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/04/2009	10/16/2009	5	EOG RESOURCES INC	92.20	68.85	461.01	344.23	116.78
05/18/2009	10/16/2009	10	ENSCO INTERNATIONAL INC	47.87	32.65	478.69	326.46	152.23
01/13/2009	10/22/2009	4	APACHE CORP	101.27	74.69	405.08	298.78	106.30
03/31/2009	10/22/2009	10	EMERSON ELECTRIC CO	40.00	28.52	399.98	285.17	114.81
07/21/2009	10/27/2009	25	ALTERA CORPORATION	20.65	17.21	516.16	430.33	85.83
12/11/2008	10/28/2009	35	LIMITED BRANDS INC	17.31	8.63	605.74	301.88	303.86
02/03/2009	10/29/2009	3	OCCIDENTAL PETROLEUM CORP	79.39	55.25	238.18	165.76	72.42
06/24/2009	10/29/2009	8	OCCIDENTAL PETROLEUM CORP	79.39	63.99	635.16	511.92	123.24
10/13/2009	10/30/2009	10	FREEMPORT-MCMORAN COPPER	74.32	74.95	743.20	749.55	-6.35
02/03/2009	11/02/2009	3	EOG RESOURCES INC	82.98	67.06	248.94	201.18	47.76
02/04/2009	11/02/2009	5	EOG RESOURCES INC	82.98	68.85	414.90	344.23	70.67
01/30/2009	11/03/2009	20	***GLAXOSMITHKLINE PLC-SPON AD	39.99	35.17	799.74	703.34	96.40
01/30/2009	11/04/2009	5	***GLAXOSMITHKLINE PLC-SPON AD	40.13	35.17	200.67	175.83	24.84
04/15/2009	11/04/2009	35	SCHERING-PLOUGH CORP	10.50	9.84	367.50	344.31	23.19
05/12/2009	11/04/2009	20	SCHERING-PLOUGH CORP	10.50	9.71	210.00	194.18	15.82
05/06/2009	11/04/2009	9	UNION PACIFIC CORP	59.60	52.80	536.36	475.22	61.14
10/13/2008	11/06/2009	15	AETNA INC	28.80	25.88	431.98	388.17	43.81
11/13/2008	11/06/2009	10	COLGATE-PALMOLIVE CO	79.98	60.33	799.82	603.33	196.49
01/27/2009	11/06/2009	3	COLGATE-PALMOLIVE CO	79.98	62.51	239.94	187.53	52.41
07/21/2009	11/09/2009	30	ALTERA CORPORATION	20.07	17.21	602.09	516.41	85.68
09/30/2009	11/11/2009	100	***TAIWAN SEMICONDUCTOR-SP ADR	10.24	10.35	1,024.02	1,035.41	-11.39
11/19/2008	11/13/2009	5	CISCO SYSTEMS INC	23.56	23.74	117.81	118.69	-0.88
12/19/2008	11/13/2009	15	METLIFE INC	34.27	19.61	514.12	294.15	219.97
12/19/2008	11/13/2009	20	VIACOM INC-CLASS B	30.44	17.93	608.76	358.61	250.15
01/30/2009	11/17/2009	10	***GLAXOSMITHKLINE PLC-SPON AD	41.75	35.17	417.53	351.68	65.85
04/06/2009	11/18/2009	18	PROCTER & GAMBLE CO	62.26	49.61	1,120.72	892.90	227.82
05/21/2009	11/18/2009	5	US BANCORP	23.58	18.00	117.92	89.99	27.93
10/12/2009	11/18/2009	35	US BANCORP	23.58	22.98	825.42	804.38	21.04
09/14/2009	11/19/2009	12	UNITED TECHNOLOGIES CORP	67.73	61.43	812.81	737.18	75.63
10/02/2009	11/19/2009	5	UNITED TECHNOLOGIES CORP	67.73	59.85	338.67	299.23	39.44
09/28/2009	11/24/2009	30	***PETROLEO BRASILEIRO-SPON AD	45.45	38.67	1,363.51	1,160.03	203.48
05/29/2009	11/24/2009	10	***PETROLEO BRASILEIRO S A -AD	51.34	44.11	513.42	441.14	72.28
09/18/2009	11/25/2009	4	***RIO TINTO PLC-SPON ADR	210.05	179.81	840.21	719.24	120.97
02/03/2009	11/27/2009	8	OCCIDENTAL PETROLEUM CORP	80.19	55.26	641.48	442.06	199.42
12/19/2008	12/02/2009	40	VIACOM INC-CLASS B	30.00	17.93	1,200.07	717.22	482.85
05/06/2009	12/03/2009	6	UNION PACIFIC CORP	64.54	52.80	387.24	316.82	70.42
05/28/2009	12/07/2009	6	AMAZON COM INC	135.31	76.92	811.88	461.55	350.33
11/17/2009	12/07/2009	10	CONOCOPHILLIPS	50.86	53.48	508.60	534.80	-26.20
05/27/2009	12/07/2009	3	CATERPILLAR INC	57.57	35.24	172.70	105.71	66.99
07/14/2009	12/07/2009	20	CATERPILLAR INC	57.57	31.52	1,151.33	630.39	520.94
09/22/2009	12/07/2009	15	CISCO SYSTEMS INC	24.24	23.39	363.61	350.83	12.78
09/30/2009	12/07/2009	10	CISCO SYSTEMS INC	24.24	23.74	242.41	237.40	5.01
02/17/2009	12/07/2009	20	THE WALT DISNEY CO	31.02	17.87	620.40	357.47	262.93
01/12/2009	12/07/2009	3	EOG RESOURCES INC	87.41	64.47	262.23	193.42	68.81
02/03/2009	12/07/2009	6	EOG RESOURCES INC	87.41	67.06	524.47	402.38	122.09
02/20/2009	12/07/2009	5	HOME DEPOT INC	28.11	19.51	140.55	97.56	42.99
05/05/2009	12/07/2009	8	LOWE'S COS INC	22.71	20.96	181.66	167.72	13.94
05/26/2009	12/07/2009	12	LOWE'S COS INC	22.71	20.02	272.49	240.25	32.24
05/06/2009	12/07/2009	6	VISA INC - CLASS A SHRS	79.91	66.91	479.46	401.45	78.01

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
12/09/2008	12/07/2009	180	BERNSTEIN EMERGING MARKETS	28.81	14.83	5,158.52	2,682.14	2,476.38	
		862	PORTFOLIO						
04/17/2009	12/15/2009	15	***ACE LTD	49.21	45.50	738.19	682.44	55.75	
08/18/2009	12/15/2009	24	BLACK & DECKER CORP	62.58	41.35	1,501.83	992.51	509.32	
09/30/2009	12/15/2009	75	CORNING INC	18.89	15.28	1,416.50	1,145.77	270.73	
05/26/2009	12/15/2009	8	LOWE'S COS INC	23.94	20.02	191.56	160.16	31.40	
07/14/2009	12/15/2009	12	LOWE'S COS INC	23.94	19.37	287.34	232.40	54.94	
01/14/2009	12/15/2009	50	NEWS CORP	13.17	8.18	658.50	408.81	249.69	
04/06/2009	12/15/2009	12	PROCTER & GAMBLE CO	62.19	49.61	746.22	595.27	150.95	
05/26/2009	12/18/2009	20	LOWE'S COS INC	23.59	20.02	471.75	400.41	71.34	
08/05/2009	12/21/2009	20	***ARCELORMITTAL-NY REGISTERED	44.17	37.86	883.37	757.13	126.24	
09/23/2009	12/23/2009	15	AETNA INC	33.93	30.08	508.99	451.13	57.86	
SUBTOTAL FOR SHORT-TERM								172,510.33	-2,429.54
LONG-TERM								174,939.87	
08/21/2006	01/08/2009	25	BLACK & DECKER CORP	43.03	73.91	1,075.73	1,847.71	-771.98	
10/06/2006	01/08/2009	11	BLACK & DECKER CORP	43.03	81.01	473.32	891.12	-417.80	
08/15/2007	01/08/2009	1	CME GROUP INC	188.42	556.99	188.42	556.99	-368.57	
01/05/2004	01/08/2009	70	GENERAL ELECTRIC CO	15.80	31.42	1,106.34	2,199.06	-1,092.72	
08/10/2006	01/08/2009	15	GENERAL ELECTRIC CO	15.80	32.49	237.07	487.38	-250.31	
05/24/2006	01/08/2009	6	PHILIP MORRIS INTERNATIONAL	42.49	37.83	254.95	226.96	27.99	
09/29/2006	01/08/2009	12	PHILIP MORRIS INTERNATIONAL	42.49	40.51	509.90	486.08	23.82	
06/06/2007	01/08/2009	7	PHILIP MORRIS INTERNATIONAL	42.49	48.97	297.44	342.81	-45.37	
08/13/2007	01/08/2009	20	PHILIP MORRIS INTERNATIONAL	42.49	46.97	849.84	939.41	-89.57	
05/11/2005	01/15/2009	13	APPLE INC	82.85	35.30	1,077.09	458.87	618.22	
09/05/2001	01/15/2009	20	CITIGROUP INC	3.81	42.65	76.19	852.91	-776.72	
06/03/2004	01/15/2009	45	CITIGROUP INC	3.81	46.89	171.43	2,110.23	-1,938.80	
12/11/2007	01/16/2009	35	SUPERVALU INC	17.75	39.53	621.33	1,383.68	-762.35	
10/12/2005	01/20/2009	10	FRANKLIN RESOURCES INC	51.26	79.76	512.60	797.57	-284.97	
01/23/2004	01/23/2009	14	***ALCON INC	82.08	63.17	1,149.10	884.37	264.73	
03/31/2005	01/23/2009	5	***ALCON INC	82.08	89.01	410.39	445.03	-34.64	
09/26/2007	01/23/2009	30	AT&T INC	25.07	42.86	752.05	1,285.88	-533.83	
10/02/2007	01/23/2009	40	AT&T INC	25.07	42.38	1,002.73	1,695.16	-692.43	
10/30/2007	01/23/2009	5	AT&T INC	25.07	41.49	125.34	207.44	-82.10	
12/02/2005	01/23/2009	6	EXXON MOBIL CORP	76.13	59.23	456.78	355.39	101.39	
05/24/2007	01/23/2009	60	FIDELITY NATIONAL CL A	15.06	26.23	903.58	1,573.95	-670.37	
06/05/2007	01/26/2009	2	GOOGLE INC-CL A	326.88	510.94	653.76	1,021.88	-368.12	
12/27/2002	01/26/2009	25	SPRINT NEXTEL CORP	2.59	8.27	64.83	206.69	-141.86	
08/31/2005	01/26/2009	75	SPRINT NEXTEL CORP	2.59	23.15	194.48	1,736.21	-1,541.73	
09/25/2006	01/26/2009	40	SPRINT NEXTEL CORP	2.59	17.24	103.72	689.78	-586.06	
06/19/2006	01/30/2009	2	GOOGLE INC-CL A	340.54	389.93	681.08	779.87	-98.79	
02/25/2004	02/02/2009	15	***BP PLC-SPONS ADR	41.51	48.89	622.67	733.42	-110.75	
01/23/2008	02/02/2009	20	***BP PLC-SPONS ADR	41.51	61.19	830.23	1,223.75	-393.52	
01/30/2008	02/02/2009	5	***BP PLC-SPONS ADR	41.51	62.90	207.56	314.51	-106.95	
11/15/2006	02/04/2009	4	CONOCOPHILLIPS	46.23	63.51	184.93	254.04	-69.11	
12/06/2006	02/04/2009	16	CONOCOPHILLIPS	46.23	69.44	739.71	1,111.00	-371.29	

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01/09/2007	02/04/2009	11	CONOCOPHILLIPS	46 23	66 96	508 55	736 52	-227 97
01/09/2007	02/04/2009	4	CONOCOPHILLIPS	46 23	66 96	184 93	267 83	-82 90
01/23/2008	02/04/2009	11	CONOCOPHILLIPS	46 23	71 21	508 55	783 29	-274 74
01/23/2008	02/04/2009	18	HARTFORD FINANCIAL SVCS GRP	15 19	63 87	273 33	1,149 59	-876 26
03/15/2007	02/06/2009	3	CME GROUP INC	189 25	538 85	567 76	1,616 55	-1,048 79
04/02/2007	02/06/2009	3	CME GROUP INC	189 25	545 10	567 76	1,635 31	-1,067 55
09/06/2006	02/06/2009	19	GILEAD SCIENCES INC	52 57	30 90	998 90	587 05	411 85
07/26/2006	02/06/2009	5	MONSANTO CO	84 14	43 13	420 71	215 63	205 08
09/24/2007	02/09/2009	5	MORGAN STANLEY	23 48	63 36	117 38	316 79	-199 41
10/03/2007	02/09/2009	30	MORGAN STANLEY	23 48	66 78	704 25	2,003 33	-1,299 08
12/11/2007	02/09/2009	20	SUPERVALU INC	19 65	39 53	392 91	790 68	-397 77
12/27/2002	02/19/2009	75	SPRINT NEXTEL CORP	3 30	8 27	247 86	620 09	-372 23
12/28/1998	02/24/2009	66	BANK OF AMERICA CORP	4 53	30 80	298 96	2,032 59	-1,733 63
08/09/2000	02/24/2009	54	BANK OF AMERICA CORP	4 53	24 57	244 60	1,326 85	-1,082 25
04/06/2006	02/24/2009	45	JPMORGAN CHASE & CO	20 77	42 40	934 56	1,908 03	-973 47
01/15/2008	02/24/2009	25	JPMORGAN CHASE & CO	20 77	39 34	519 20	983 40	-464 20
02/07/2008	03/03/2009	10	CATERPILLAR INC	22 76	68 16	227 62	681 65	-454 03
02/11/2008	03/03/2009	5	CATERPILLAR INC	22 76	68 16	113 81	343 33	-229 52
06/19/2007	03/04/2009	15	DEERE & CO	26 64	60 61	399 58	909 19	-509 61
05/11/2005	03/13/2009	8	APPLE INC	95 88	35 30	767 01	282 38	484 63
01/18/2002	03/16/2009	9	AMERICAN INTERNATIONAL GROUP	0 85	79 71	7 63	717 35	-709 72
01/11/2006	03/16/2009	50	AMERICAN INTERNATIONAL GROUP	0 85	70 86	42 40	3,542 85	-3,500 45
05/09/2006	03/16/2009	45	AMERICAN INTERNATIONAL GROUP	0 85	65 89	38 16	2,964 84	-2,926 68
09/15/2006	03/16/2009	11	AMERICAN INTERNATIONAL GROUP	0 85	65 74	9 33	723 11	-713 78
09/20/2006	03/16/2009	15	AMERICAN INTERNATIONAL GROUP	0 85	65 53	12 72	982 99	-970 27
10/27/2006	03/16/2009	25	AMERICAN INTERNATIONAL GROUP	0 85	67 61	21 20	1,690 28	-1,669 08
02/11/2008	03/16/2009	20	AMERICAN INTERNATIONAL GROUP	0 85	45 06	16 96	901 26	-884 30
02/12/2008	03/16/2009	25	AMERICAN INTERNATIONAL GROUP	0 85	45 75	21 20	1,143 79	-1,122 59
01/15/2008	03/23/2009	5	JPMORGAN CHASE & CO	26 53	39 34	132 66	196 68	-64 02
01/15/2008	03/23/2009	15	JPMORGAN CHASE & CO	26 53	39 34	397 98	590 04	-192 06
08/28/2007	03/23/2009	30	***ROYAL DUTCH SHELL PLC-ADR	46 66	74 19	1,399 81	2,225 83	-826 02
10/29/2007	03/23/2009	10	***ROYAL DUTCH SHELL PLC-ADR	46 66	88 05	466 60	880 54	-413 94
06/25/2007	03/23/2009	6	TRAVELERS COS INC/THE	39 87	52 42	239 22	314 52	-75 30
08/09/2007	03/24/2009	5	MORGAN STANLEY	24 67	62 54	123 34	312 71	-189 37
09/24/2007	03/24/2009	15	MORGAN STANLEY	24 67	63 36	370 02	950 37	-580 35
06/06/2007	03/26/2009	7	ALTRIA GROUP INC	17 19	21 66	120 36	151 64	-31 28
04/06/2005	03/26/2009	50	GENENTECH INC	95 00	58 10	4,750 00	2,905 23	1,844 77
11/24/2006	03/26/2009	10	PFIZER INC	14 43	26 94	144 32	269 36	-125 04
05/04/2007	03/26/2009	50	PFIZER INC	14 43	27 08	721 59	1,354 13	-632 54
05/18/2007	03/26/2009	30	PFIZER INC	14 43	27 42	432 95	822 53	-389 58
06/05/2007	04/06/2009	20	MEDCO HEALTH SOLUTIONS INC	42 55	38 98	850 99	779 65	71 34
03/14/2007	04/08/2009	21	ABBOTT LABORATORIES	43 53	53 76	914 04	1,128 96	-214 92
07/10/2007	04/08/2009	6	COLGATE-PALMOLIVE CO	60 23	65 96	361 36	395 77	-34 41
07/18/2007	04/08/2009	10	COLGATE-PALMOLIVE CO	60 23	67 62	602 26	676 22	-73 96
08/28/2007	04/13/2009	4	**DEUTSCHE BANK AG-REGISTERED	51 09	122 73	204 37	490 92	-286 55
11/16/2007	04/13/2009	6	**DEUTSCHE BANK AG-REGISTERED	51 09	123 26	306 55	739 59	-433 04
08/09/2007	04/13/2009	15	MORGAN STANLEY	26 38	62 54	395 64	938 14	-542 50
01/30/2007	04/16/2009	8	ABBOTT LABORATORIES	42 50	53 14	340 03	425 12	-85 09
03/14/2007	04/16/2009	12	ABBOTT LABORATORIES	42 50	53 76	510 05	645 12	-135 07

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/10/2007	04/16/2009	13	COLGATE-PALMOLIVE CO	59 11	65 96	768 38	857 52	-89 14
03/15/2007	04/20/2009	3	CME GROUP INC	231 23	538 85	693 68	1,616 55	-922 87
05/11/2007	04/20/2009	20	CELGENE CORP	37 94	63 83	758 81	1,276 60	-517 79
10/08/2007	04/20/2009	15	EOG RESOURCES INC	55 92	76 62	838 86	1,149 25	-310 39
12/21/2006	04/20/2009	10	FLUOR CORP	38 45	41 46	384 49	414 60	-30 11
06/19/2006	04/20/2009	3	GOOGLE INC-CL A	376 72	389 94	1,130 16	1,169 82	-39 66
09/06/2006	04/20/2009	6	GILEAD SCIENCES INC	43 56	30 90	261 37	185 38	75 99
01/30/2007	04/20/2009	5	HEWLETT-PACKARD CO	34 71	43 21	173 57	216 03	-42 46
07/26/2006	04/20/2009	19	MONSANTO CO	78 13	43 13	1,484 42	676 22	-155 51
06/19/2007	04/20/2009	10	SCHLUMBERGER LTD	44 08	85 74	440 85	857 43	-416 58
08/15/2007	04/20/2009	10	SCHLUMBERGER LTD	44 08	88 95	440 85	889 48	-448 63
01/25/2008	04/20/2009	25	**TEVA PHARMACEUTICAL-SP ADR	44 12	44 82	1,103 06	1,120 60	-17 54
12/07/2005	04/20/2009	141	BERNSTEIN EMERGING MARKETS	17 49	34 32	2,442 90	4,839 12	-2,396 22
000			PORTFOLIO					
12/07/2005	04/20/2009	085	BERNSTEIN EMERGING MARKETS	17 49	34 35	0 00	2 92	-2 92
000			PORTFOLIO					
12/11/2007	04/20/2009	153	BERNSTEIN EMERGING MARKETS	17 49	40 96	2,664 03	6,266 88	-3,602 85
000			PORTFOLIO					
12/11/2007	04/20/2009	856	BERNSTEIN EMERGING MARKETS	17 49	40 97	0 00	35 07	-35 07
000			PORTFOLIO					
05/03/2007	04/23/2009	25	AUTOLIV INC	24 10	57 04	602 60	1,426 00	-823 40
04/20/2004	04/28/2009	25	MICROSOFT CORP	20 08	25 83	501 98	645 63	-143 65
05/24/2006	04/28/2009	20	PHILIP MORRIS INTERNATIONAL	36 93	37 83	738 61	756 55	-17 94
08/28/2007	04/29/2009	10	**ROYAL DUTCH SHELL PLC-ADR	46 07	74 19	460 67	741 95	-281 28
11/16/2006	04/30/2009	40	CISCO SYSTEMS INC	19 45	26 99	778 14	1,079 47	-301 33
03/31/2005	04/30/2009	2	GOOGLE INC-CL A	397 93	178 85	795 86	357 71	438 15
04/12/2006	04/30/2009	12	GILEAD SCIENCES INC	45 40	30 56	544 78	366 69	178 09
09/06/2006	04/30/2009	3	GILEAD SCIENCES INC	45 40	30 90	136 19	92 70	43 49
04/16/2008	05/01/2009	7	BECTON DICKINSON & CO	61 06	83 77	427 39	586 42	-159 03
01/10/2008	05/01/2009	20	COCA-COLA CO/THE	42 34	65 15	846 84	1,302 92	-456 08
11/30/2007	05/01/2009	10	HEWLETT-PACKARD CO	35 84	43 21	358 43	432 08	-73 65
11/19/2007	05/04/2009	10	**TEVA PHARMACEUTICAL-SP ADR	44 22	44 30	442 22	442 97	-0 75
04/16/2008	05/05/2009	9	BECTON DICKINSON & CO	61 17	83 78	550 57	753 99	-203 42
07/10/2007	05/05/2009	6	COLGATE-PALMOLIVE CO	61 70	65 96	370 22	395 79	-25 57
01/30/2007	05/06/2009	10	ABBOTT LABORATORIES	42 68	53 14	426 84	531 42	-104 58
08/15/2007	05/06/2009	10	ABBOTT LABORATORIES	42 68	52 89	426 85	528 94	-102 09
01/23/2004	05/07/2009	9	**ALCON INC	96 26	63 17	866 34	568 53	297 81
11/19/2007	05/07/2009	10	**TEVA PHARMACEUTICAL-SP ADR	44 34	44 30	443 41	442 98	0 43
06/05/2007	05/08/2009	10	PEPSICO INC	49 45	67 70	494 50	677 00	-182 50
02/23/2007	05/14/2009	30	MACY'S INC	11 55	44 22	346 43	1,326 46	-980 03
05/09/2007	05/14/2009	20	MACY'S INC	11 55	43 89	230 95	877 76	-646 81
06/06/2007	05/14/2009	10	MACY'S INC	11 55	40 00	115 47	400 05	-284 58
08/15/2007	05/20/2009	10	ABBOTT LABORATORIES	43 57	52 89	435 66	528 95	-93 29
11/16/2006	05/26/2009	45	CISCO SYSTEMS INC	18 50	26 99	832 66	1,214 40	-381 74
11/19/2002	05/26/2009	20	METLIFE INC	30 29	26 10	605 78	522 04	83 74
03/31/2005	05/27/2009	1	GOOGLE INC-CL A	409 34	178 85	409 34	178 85	230 49
04/17/2006	05/28/2009	5	MONSANTO CO	79 22	41 27	396 10	206 35	189 75
05/29/2007	05/29/2009	30	EMERSON ELECTRIC CO	31 91	47 47	957 41	1,424 10	-466 69

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/11/2007	06/02/2009	45	ALLSTATE CORP	26.53	53.84	1,193.99	2,422.74	-1,228.75
11/15/2007	06/03/2009	15	ALLSTATE CORP	25.60	53.70	383.99	805.49	-421.50
02/22/2006	06/03/2009	40	CBS CORP-CLASS B	8.68	25.31	347.20	1,012.59	-665.39
04/18/2006	06/03/2009	10	CBS CORP-CLASS B	8.68	24.48	86.80	244.80	-158.00
04/23/2008	06/03/2009	10	CARDINAL HEALTH INC	30.07	51.75	300.65	517.48	-216.83
05/15/2008	06/03/2009	20	CARDINAL HEALTH INC	30.07	55.02	601.31	1,100.38	-499.07
08/09/2007	06/03/2009	15	MORGAN STANLEY	29.47	62.54	442.01	938.16	-496.15
11/19/2002	06/03/2009	15	METLIFE INC	29.68	26.10	445.17	391.53	53.64
04/06/1998	06/03/2009	1	PHILIP MORRIS INTERNATIONAL	44.05	21.08	44.05	21.08	22.97
05/24/2006	06/03/2009	14	PHILIP MORRIS INTERNATIONAL	44.05	37.83	616.71	529.59	87.12
04/28/2008	06/03/2009	70	SPRINT NEXTEL CORP	4.85	7.83	339.51	548.40	-208.89
10/12/2005	06/03/2009	266	BERNSTEIN INTERNATIONAL	12.77	22.61	3,399.01	6,014.25	-2,615.24
		000	PORTFOLIO					
10/12/2005	06/03/2009		BERNSTEIN INTERNATIONAL	12.77	22.57	0.00	3.86	-3.86
		171	PORTFOLIO					
12/07/2005	06/03/2009	79	BERNSTEIN INTERNATIONAL	12.77	23.55	1,012.37	1,860.44	-848.07
		000	PORTFOLIO					
12/07/2005	06/03/2009		BERNSTEIN INTERNATIONAL	12.77	23.57	0.00	6.53	-6.53
		277	PORTFOLIO					
12/11/2007	06/03/2009	34	BERNSTEIN INTERNATIONAL	12.77	25.26	438.62	858.84	-420.22
		000	PORTFOLIO					
12/11/2007	06/03/2009		BERNSTEIN INTERNATIONAL	12.77	25.29	0.00	8.80	-8.80
		348	PORTFOLIO					
01/30/2007	06/04/2009	15	HEWLETT-PACKARD CO	35.78	43.21	536.76	648.12	-111.36
01/10/2008	06/05/2009	12	EOG RESOURCES INC	72.76	88.45	873.13	1,061.38	-188.25
01/12/2005	06/05/2009	10	FRANKLIN RESOURCES INC	74.43	69.11	744.32	691.14	53.18
04/17/2006	06/05/2009	12	MONSANTO CO	82.11	41.27	985.35	495.25	490.10
02/25/2004	06/10/2009	1	CHEVRON CORP	70.83	44.34	70.83	44.34	26.49
02/25/2004	06/10/2009	1	CHEVRON CORP	70.83	44.34	70.83	44.34	26.49
02/25/2004	06/16/2009	12	CHEVRON CORP	70.16	44.34	841.92	532.12	309.80
08/13/2007	06/18/2009	15	MORGAN STANLEY	27.97	60.39	419.57	905.79	-486.22
02/22/2008	06/18/2009	5	MORGAN STANLEY	27.97	42.80	139.86	213.98	-74.12
04/06/1998	06/24/2009	20	PHILIP MORRIS INTERNATIONAL	41.71	21.09	834.15	421.76	412.39
05/02/2008	06/24/2009	60	TYSON FOODS INC-CL A	12.38	17.88	742.98	1,072.77	-329.79
05/02/2008	06/24/2009	5	TYSON FOODS INC-CL A	12.38	17.88	61.92	89.40	-27.48
11/23/2007	06/25/2009	5	EOG RESOURCES INC	68.50	83.28	342.49	416.38	-73.89
01/10/2008	06/25/2009	8	EOG RESOURCES INC	75.68	88.45	547.99	707.59	-159.60
04/17/2006	06/26/2009	7	MONSANTO CO	30.01	26.10	210.07	288.90	-78.83
11/19/2002	06/29/2009	10	METLIFE INC	30.01	26.10	300.07	261.02	39.05
11/19/2002	06/29/2009	5	METLIFE INC	30.01	26.10	150.04	130.51	19.53
01/16/2006	07/01/2009	15	CISCO SYSTEMS INC	19.01	26.99	285.19	404.81	-119.62
01/25/2007	07/01/2009	15	CISCO SYSTEMS INC	19.01	26.99	285.19	397.14	-111.95
07/23/2003	07/01/2009	19	TRAVELERS COS INC/THE	41.15	36.85	781.93	700.12	81.81
11/23/2007	07/09/2009	9	EOG RESOURCES INC	62.44	83.28	561.95	749.50	-187.55
12/02/2005	07/10/2009	20	EXXON MOBIL CORP	65.09	59.23	1,301.88	1,184.67	117.21
06/27/2008	07/13/2009	13	AMGEN INC	57.83	46.52	751.80	604.73	147.07
11/23/2007	07/13/2009	1	EOG RESOURCES INC	62.84	83.28	62.84	83.28	-20.44
12/30/2003	07/14/2009	8	CHEVRON CORP	62.89	43.30	503.10	346.37	156.73
02/25/2004	07/14/2009	8	CHEVRON CORP	62.89	44.34	503.10	354.75	148.35

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04/02/2007	07/16/2009	10	HEWLETT-PACKARD CO	39 13	40 17	391 32	401 72	-10 40
04/07/2008	07/17/2009	30	**ROYAL DUTCH SHELL PLC-ADR	50 33	72 40	1,509 78	2,172 02	-662 24
04/17/2006	07/22/2009	6	MONSANTO CO	79 72	41 27	478 34	247 63	230 71
06/15/2006	07/22/2009	7	MONSANTO CO	79 72	39 04	558 06	273 25	284 81
07/25/2008	07/27/2009	4	APACHE CORP	79 80	109 41	319 19	437 63	-118 44
06/30/2008	07/27/2009	10	COSTCO WHOLESALE CORP	48 52	70 28	485 20	702 82	-217 62
12/07/2007	07/27/2009	20	CAMERON INTERNATIONAL CORP	31 76	49 37	635 19	987 37	-352 18
02/15/2008	07/27/2009	2	CME GROUP INC	269 97	528 38	539 94	1,056 76	-516 82
05/11/2007	07/27/2009	4	CELGENE CORP	54 94	63 83	219 74	255 32	-35 58
05/30/2007	07/27/2009	11	CELGENE CORP	54 94	61 56	604 29	677 18	-72 89
01/25/2007	07/27/2009	35	CISCO SYSTEMS INC	21 70	26 48	759 59	926 68	-167 09
03/15/2007	07/27/2009	10	CISCO SYSTEMS INC	21 70	25 81	217 03	258 07	-41 04
08/28/2007	07/27/2009	5	**DEUTSCHE BANK AG-REGISTERED	73 68	122 73	368 38	613 65	-245 27
01/12/2005	07/27/2009	6	FRANKLIN RESOURCES INC	81 16	69 11	486 98	414 68	72 30
10/12/2005	07/27/2009	35	GENWORTH FINANCIAL INC-CL A	6 98	30 02	244 30	1,050 77	-806 47
09/13/2006	07/27/2009	25	GENWORTH FINANCIAL INC-CL A	6 98	35 53	174 50	888 29	-713 79
09/15/2006	07/27/2009	20	GENWORTH FINANCIAL INC-CL A	6 98	35 48	139 60	709 55	-569 95
11/27/2006	07/27/2009	25	GENWORTH FINANCIAL INC-CL A	6 98	32 87	174 50	821 87	-647 37
03/31/2005	07/27/2009	2	GOOGLE INC-CL A	441 83	178 85	883 66	357 71	525 95
04/12/2006	07/27/2009	10	GILEAD SCIENCES INC	48 82	30 56	488 24	305 58	182 66
06/05/2007	07/27/2009	10	MEDCO HEALTH SOLUTIONS INC	50 62	38 98	506 19	389 82	116 37
04/06/1998	07/27/2009	5	PHILIP MORRIS INTERNATIONAL	46 60	21 09	233 02	105 44	127 58
07/10/2008	07/27/2009	5	PHILIP MORRIS INTERNATIONAL	46 60	53 37	233 03	266 87	-33 84
11/15/2002	07/27/2009	4	PROCTER & GAMBLE CO	55 71	43 58	222 84	174 32	48 52
06/24/2004	07/27/2009	20	TIME WARNER INC	27 52	39 96	550 32	799 19	-248 87
05/02/2008	07/27/2009	5	TYSON FOODS INC-CL A	11 63	17 88	58 15	89 40	-31 25
10/12/2005	07/27/2009	241	BERNSTEIN INTERNATIONAL	13 48	22 61	3,250 00	5,449 01	-2,199 01
000			PORTFOLIO					
10/12/2005	07/27/2009	098	BERNSTEIN INTERNATIONAL	13 48	22 55	0 00	2 21	-2 21
05/11/2005	08/03/2009	5	APPLE INC	165 91	35 30	829 56	176 49	653 07
04/23/2008	08/03/2009	40	CARDINAL HEALTH INC	33 13	51 75	1,325 37	2,069 94	-744 57
04/02/2007	08/03/2009	15	HEWLETT-PACKARD CO	43 30	40 17	649 47	602 60	46 87
03/15/2007	08/04/2009	20	CISCO SYSTEMS INC	22 35	25 81	446 91	516 14	-69 23
01/23/2004	08/05/2009	5	HARTFORD FINANCIAL SVCS GRP	16 35	63 87	81 74	319 34	-237 60
07/11/2008	08/05/2009	35	HARTFORD FINANCIAL SVCS GRP	16 35	57 85	572 16	2,024 81	-1,452 65
06/15/2006	08/07/2009	5	MONSANTO CO	84 08	39 04	420 42	195 18	225 24
11/15/2002	08/07/2009	8	PROCTER & GAMBLE CO	51 91	43 58	415 29	348 66	66 63
12/30/2003	08/11/2009	21	CHEVRON CORP	68 28	43 30	1,433 79	909 23	524 56
10/12/2005	08/19/2009	19	EXXON MOBIL CORP	67 41	59 21	1,280 88	1,124 95	155 93
12/02/2005	08/19/2009	10	EXXON MOBIL CORP	67 41	59 23	674 15	592 34	81 81
06/15/2006	08/24/2009	4	MONSANTO CO	84 57	39 04	338 26	1,919 63	-1,581 37
02/18/2005	08/24/2009	25	XL CAPITAL LTD -CLASS A	16 32	76 79	407 89	1,919 63	-1,511 74
05/13/2008	08/27/2009	15	NIKE INC -CL B	56 01	65 51	840 12	982 58	-142 46
11/16/2006	08/28/2009	15	HEWLETT-PACKARD CO	44 82	40 02	672 37	600 36	72 01
09/07/2006	09/04/2009	15	KOHL'S CORP	54 66	64 29	819 92	964 29	-144 37
05/24/2006	09/09/2009	40	ALTRIA GROUP INC	18 57	16 73	742 73	669 30	73 43
09/29/2006	09/09/2009	12	ALTRIA GROUP INC	18 57	17 92	222 82	215 01	7 81
08/13/2007	09/09/2009	20	ALTRIA GROUP INC	18 57	20 78	371 36	415 53	-44 17

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/29/2008	09/09/2009	22	ALTRIA GROUP INC	18.57	21.32	408.50	469.13	-60.63
04/28/2008	09/10/2009	8	BAXTER INTERNATIONAL INC	55.65	62.90	445.18	503.18	-58.00
11/15/2002	09/10/2009	7	PROCTER & GAMBLE CO	55.88	43.58	391.14	305.08	86.06
06/05/2007	09/16/2009	10	MEDCO HEALTH SOLUTIONS INC	55.76	38.98	557.62	389.83	167.79
08/21/2006	09/16/2009	2	MCDONALD'S CORP	55.42	35.86	110.84	71.73	39.11
07/25/2008	09/17/2009	3	APACHE CORP	94.37	109.41	283.10	328.22	-45.12
08/04/2008	09/17/2009	5	APACHE CORP	94.37	111.87	471.84	559.35	-87.51
05/11/2005	09/21/2009	7	APPLE INC	182.14	35.30	1,275.00	247.10	1,027.90
07/25/2008	09/30/2009	1	APACHE CORP	92.16	109.41	92.16	109.41	-17.25
07/29/2008	09/30/2009	7	APACHE CORP	92.16	107.27	645.12	750.91	-105.79
02/25/2004	10/01/2009	30	**BP PLC-SPONS ADR	52.16	48.90	1,564.77	1,466.86	97.91
10/12/2005	10/01/2009	21	EXXON MOBIL CORP	67.75	59.21	1,422.78	1,243.37	179.41
11/16/2006	10/05/2009	5	HEWLETT-PACKARD CO	45.58	40.03	227.89	200.13	27.76
11/29/2006	10/05/2009	5	HEWLETT-PACKARD CO	45.58	39.37	227.89	196.87	31.02
04/28/2004	10/09/2009	30	JPMORGAN CHASE & CO	45.26	38.29	1,357.80	1,148.56	209.24
01/15/2008	10/09/2009	5	JPMORGAN CHASE & CO	45.26	39.34	226.30	196.69	29.61
11/19/2007	10/09/2009	5	**TEVA PHARMACEUTICAL-SP ADR	51.66	44.30	258.32	221.49	36.83
11/21/2007	10/09/2009	5	**TEVA PHARMACEUTICAL-SP ADR	51.66	44.17	258.32	220.83	37.49
08/21/2006	10/12/2009	13	MCDONALD'S CORP	56.79	35.87	738.30	466.27	272.03
04/12/2006	10/15/2009	20	GILEAD SCIENCES INC	46.56	30.56	931.18	611.17	320.01
03/31/2005	10/19/2009	1	GOOGLE INC-CL A	551.19	178.85	551.19	178.85	372.34
03/31/2005	10/19/2009	1	GOOGLE INC-CL A	551.19	178.85	551.19	178.85	372.34
05/01/2007	10/19/2009	6	PEPSICO INC	62.08	66.37	372.47	398.24	-25.77
06/05/2007	10/19/2009	4	PEPSICO INC	62.08	67.70	248.31	270.80	-22.49
05/25/2007	10/19/2009	10	SCHLUMBERGER LTD	69.64	79.49	696.43	794.93	-98.50
05/01/2007	10/21/2009	11	MEDCO HEALTH SOLUTIONS INC	56.75	36.37	624.23	400.10	224.13
06/05/2007	10/21/2009	4	MEDCO HEALTH SOLUTIONS INC	56.75	38.98	226.99	155.94	71.05
11/21/2007	10/22/2009	13	**TEVA PHARMACEUTICAL-SP ADR	50.65	44.17	658.41	574.16	84.25
05/30/2007	10/30/2009	10	CELGENE CORP	51.19	61.56	511.85	615.62	-103.77
03/28/2008	11/04/2009	5	CELGENE CORP	51.19	60.24	255.93	301.21	-45.28
04/28/2008	11/04/2009	85	SCHERING-PLOUGH CORP	10.50	7.93	892.50	674.02	218.48
04/07/2008	11/06/2009	25	MERCK & CO INC	32.62	41.07	815.51	1,026.70	-211.19
07/01/2008	11/06/2009	5	MERCK & CO INC	32.62	38.34	163.10	191.68	-28.58
07/25/2008	11/11/2009	17	APACHE CORP	101.08	109.41	1,718.28	1,859.92	-141.64
04/18/2006	11/11/2009	35	CBS CORP-CLASS B	13.07	24.48	457.36	856.81	-399.45
11/15/2007	11/13/2009	10	ALLSTATE CORP	28.89	53.70	288.94	537.00	-248.06
11/23/2007	11/13/2009	15	ALLSTATE CORP	28.89	50.07	433.42	751.02	-317.60
03/05/2008	11/13/2009	25	ALLSTATE CORP	28.89	47.95	722.36	1,198.79	-476.43
04/28/2008	11/13/2009	8	BAXTER INTERNATIONAL INC	54.96	62.90	439.68	503.19	-63.51
03/15/2007	11/13/2009	20	CISCO SYSTEMS INC	23.56	25.81	471.23	516.14	-44.91
11/19/2002	11/13/2009	5	METLIFE INC	34.27	26.10	171.37	130.52	40.85
07/01/2008	11/13/2009	20	MERCK & CO INC	33.25	38.34	664.91	766.74	-101.83
06/02/2008	11/20/2009	10	MERCK & CO INC	36.10	38.24	360.99	382.39	-21.40
06/02/2008	11/23/2009	10	MERCK & CO INC	36.38	38.24	363.82	382.39	-18.57
08/01/2001	12/07/2009	225	ALLIANCEBERNSTEIN GLOBAL	8.19	8.00	1,850.00	1,806.67	43.33
		885	REAL ESTATE INVT FD II CL I					
		15	AT&T INC	27.97	41.49	419.56	622.32	-202.76
11/06/2007	12/07/2009	35	AT&T INC	27.97	39.78	978.97	1,392.31	-413.34
01/14/2008	12/07/2009	10	COSTCO WHOLESALE CORP	59.28	64.77	592.79	647.75	-54.96

Capital Gains Report

THE BEIRNE FOUNDATION INC. (Account: 888-83494)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss	
06/30/2008	12/07/2009	5	COSTCO WHOLESALE CORP	59.28	70.28	296.40	351.42	-55.02	
04/18/2006	12/07/2009	30	CBS CORP-CLASS B	13.81	24.48	414.30	734.41	-320.11	
09/14/2006	12/07/2009	5	CISCO SYSTEMS INC	24.24	22.74	121.20	113.68	7.52	
03/31/2005	12/07/2009	1	GOOGLE INC-CL A	584.78	178.86	584.78	178.86	405.92	
10/17/2008	12/07/2009	10	HOME DEPOT INC	28.11	19.53	281.10	195.28	85.82	
08/29/2008	12/07/2009	15	KOHL'S CORP	54.26	49.49	813.83	742.38	71.45	
06/20/2008	12/07/2009	30	MERCK & CO. INC	36.66	35.18	1,099.80	1,055.43	44.37	
06/12/2008	12/07/2009	15	QUALCOMM INC	45.14	48.79	677.03	731.85	-54.82	
06/10/1998	12/07/2009	29	BERNSTEIN EMERGING MARKETS	28.81	14.32	841.48	422.38	419.10	
		503	PORTFOLIO						
05/13/2002	12/07/2009	205	BERNSTEIN INTERNATIONAL	15.46	15.72	3,175.12	3,228.51	-53.39	
		376	PORTFOLIO						
12/05/2003	12/07/2009	50	BERNSTEIN INTERNATIONAL	15.46	17.39	780.36	877.77	-97.41	
		476	PORTFOLIO						
12/10/2004	12/07/2009	45	BERNSTEIN INTERNATIONAL	15.46	20.17	703.88	918.32	-214.44	
		529	PORTFOLIO						
10/12/2005	12/07/2009	138	BERNSTEIN INTERNATIONAL	15.46	22.61	2,140.64	3,130.67	-990.03	
		463	PORTFOLIO						
04/28/2008	12/09/2009	145	SPRINT NEXTEL CORP	4.19	7.83	606.83	1,136.00	-529.17	
09/15/2008	12/09/2009	125	SPRINT NEXTEL CORP	4.19	6.81	523.13	850.94	-327.81	
09/24/2008	12/09/2009	55	SPRINT NEXTEL CORP	4.19	6.74	230.17	370.61	-140.44	
11/19/2008	12/15/2009	25	METLIFE INC	36.78	19.61	919.58	490.26	429.32	
11/15/2002	12/15/2009	1	PROCTER & GAMBLE CO	62.19	43.58	62.19	43.58	18.61	
03/19/2004	12/15/2009	4	TIME WARNER INC	30.30	32.41	121.22	129.63	-8.41	
06/24/2004	12/15/2009	1	TIME WARNER INC	30.30	37.22	30.30	37.22	-6.92	
05/15/2008	12/15/2009	20	TIME WARNER INC	30.30	33.74	606.08	674.79	-68.71	
11/29/2006	12/17/2009	10	HEWLETT-PACKARD CO	50.61	39.38	506.09	393.75	112.34	
05/01/2007	12/29/2009	1	CME GROUP INC	340.29	514.37	340.29	514.37	-174.08	
02/15/2008	12/29/2009	1	CME GROUP INC	340.29	528.39	340.29	528.39	-188.10	
SUBTOTAL FOR LONG-TERM								162,903.83	-66,890.74
CASH IN LIEU									
	04/06/2009		TIME WARNER INC			14.34		14.34	
	04/06/2009		TIME WARNER CABLE INC			14.42		14.42	
	08/18/2009		..TAIWAN SEMICONDUCTOR MFG CO			5.17		5.17	
	11/13/2009		MERCK & CO INC			24.48		24.48	
	12/16/2009		AOL INC			13.96		13.96	
SUBTOTAL FOR CASH IN LIEU								72.37	72.37
TOTAL								335,486.53	-69,247.91

Capital Gains Report

THE BEIRNE FOUNDATION INC. (Account. 888-83494)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
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** ACCOUNT TOTALS **

CURRENT PERIOD - G/L -69,247 91

-2,429 54

-66,890 74

72 37

SHORT TERM
LONG TERM
CIL

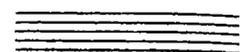
Capital-Gains Distributions If you own shares of the Sanford C Bernstein Fund, Inc , you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report) Long-term capital-gains distributions are a separate item on the I R S forms, and appear on the Summary-of-Key-Items report

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero You will need to update the report data with the correct purchase information

CIL represents cash in lieu of fractional shares

This information should be reviewed by your tax advisor or accountant

Statement of Shareholder Receiving a Distribution of Stock



THE BEIRNE FOUNDATION INC. (Account. 888-83494)

Statement of Shareowner
Receiving a Distribution of Stock
of AOL Inc
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

- 1 The undersigned, a shareholder owning common stock of Time Warner Inc as of November 27 2009, the record date, received a distribution on December 09 2009, from Time Warner Inc. shares of common stock of AOL Inc., a corporation controlled by Time Warner Inc to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
- 2 The names and addresses of the corporations involved are:
 - (a) Time Warner Inc.
One Time Warner Center
New York, NY 10019
 - (b) AOL Inc
770 Broadway
New York, NY 10003
- 3 The undersigned surrendered no stock or securities of Time Warner Inc in the distribution.
4. The undersigned received 14 shares of common stock of AOL Inc in the distribution.
- 5 Time Warner Inc has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of AOL Inc. common stock qualifies as a tax-free distribution under section 355 of the Code

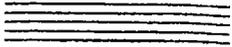


Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U S FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 **

Statement of Shareholder Receiving a Distribution of Stock



THE BEIRNE FOUNDATION INC. (Account: 888-83494)

Statement of Shareowner
Receiving a Distribution of Stock
of Time Warner Cable Inc
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

- 1 The undersigned, a shareholder owning common stock of Time Warner Inc. as of March 12 2009, the record date, received a distribution on March 27 2009, from Time Warner Inc. shares of common stock of Time Warner Cable Inc., a corporation controlled by Time Warner Inc to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
- 2 The names and addresses of the corporations involved are:
 - (a) Time Warner Inc.
One Time Warner Center
New York, NY 10019
 - (b) Time Warner Cable Inc
60 Columbus Circle
New York, NY 10023
3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.
4. The undersigned received 35 shares of common stock of Time Warner Cable Inc. in the distribution
5. Time Warner Inc has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Time Warner Cable Inc common stock qualifies as a tax-free distribution under section 355 of the Code.



Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U.S FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 **

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
 - If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

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

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

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

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

Type or print	Name of Exempt Organization THE BEIRNE FOUNDATION, INC.	Employer identification number 13-3583634
	Number, street, and room or suite no. If a P O box, see instructions C/O PAUL BEIRNE - 25 CENTRAL PARK WEST	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10023	

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

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

• The books are in the care of ► PAUL BEIRNE

Telephone No ► 212 265-9090 FAX No ► _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 2009 or
- tax year beginning _____, _____, and ending _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 88.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 1,602.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$ 0.

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

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