Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
Charles A. Frueauff Foundation, Inc

Number and street (or P O box number if mail is not delivered to street address) 200 River Market Avenue
Room/suite 100

City or town, state, and ZIP code
Little Rock AR 72201

A Employer identification number
13-5605371

B Telephone number (see page 10 of the instructions)
501-324-2233

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 101,994,549

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,026,034	3,026,034		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	607,658			
	b	Gross sales price for all assets on line 6a 40,801,943				
	7	Capital gain net income (from Part IV, line 2)		607,658		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 1	22,141			
	12	**Total.** Add lines 1 through 11	3,655,833	3,633,692	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	556,386	194,978		361,409
	14	Other employee salaries and wages	42,560			42,560
	15	Pension plans, employee benefits	65,789	21,447		44,342
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 2	37,900	12,355		25,545
	c	Other professional fees (attach schedule) Stmt 3	227,466	227,466		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	82,666	9,084		14,161
	19	Depreciation (attach schedule) and depletion Stmt 5	36,260	11,821		
	20	Occupancy	3,062	998		2,064
	21	Travel, conferences, and meetings	17,427	5,681		11,746
	22	Printing and publications	6,011	1,960		4,051
	23	Other expenses (att sch) Stmt 6	216,409	176,859		39,550
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,291,936	662,649		545,428
	25	Contributions, gifts, grants paid	3,839,320			3,839,320
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,131,256	662,649	0	4,384,748
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-1,475,423			
	b	**Net investment income** (if negative, enter -0-)		2,971,043		
	c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
NOV 01 2010
OGDEN, UT

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

3

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			
	2	Savings and temporary cash investments	5,348,884	6,368,193	6,368,193
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	25,521	17,235	17,235
	10a	Investments—U S and state government obligations (attach schedule) **Stmt 7**	6,070,030	6,679,946	6,790,198
	b	Investments—corporate stock (attach schedule) **See Stmt 8**	31,204,655	32,445,549	50,603,186
	c	Investments—corporate bonds (attach schedule) **See Stmt 9**	31,853,107	27,369,523	27,782,911
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) **See Statement 10**	9,614,254	9,760,029	8,924,638
	14	Land, buildings, and equipment basis ▶ **1,189,736**			
		Less accumulated depreciation (attach sch) ▶ **Stmt 11** **124,351**	1,099,337	1,065,385	1,065,385
	15	Other assets (describe ▶ **See Statement 12**)	420,937	442,803	442,803
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	85,636,725	84,148,663	101,994,549
Liabilities	17	Accounts payable and accrued expenses	44,258	31,619	
	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)	44,258	31,619	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	85,592,467	84,117,044	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	85,592,467	84,117,044	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	85,636,725	84,148,663	

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	85,592,467
2	Enter amount from Part I, line 27a	2	-1,475,423
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	84,117,044
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	84,117,044

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	Schedule attached	P		
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	40,801,943		40,194,285	607,658
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				607,658
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 — 607,658

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 — 607,658

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	5,462,553	105,234,654	0.051908
2007	6,099,529	120,992,095	0.050413
2006	5,562,058	115,109,910	0.048320
2005	5,743,387	110,603,245	0.051928
2004	5,199,852	107,325,621	0.048449

2	Total of line 1, column (d)	2	0.251018
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	0.050204
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	94,702,295
5	Multiply line 4 by line 3	5	4,754,434
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	29,710
7	Add lines 5 and 6	7	4,784,144
8	Enter qualifying distributions from Part XII, line 4	8	4,384,748

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

DAA

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter· **(attach copy of letter if necessary—see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	59,421
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	59,421
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	59,421
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	76,656		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	76,656
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	60
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	17,175
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax ▶** 17,175 **Refunded ▶**			11	

Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ www.frueaufffoundation.com

14 The books are in care of ▶ David A. Frueauff Telephone no ▶ 501-324-2233
200 South Commerce St.
Located at ▶ Little Rock, AR ZIP+4 ▶ 72201

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

Statements Regarding Activities for Which Form 4720 May Be Required

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly).				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

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

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13				

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 ▶

DAA

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Office space (774 square feet) provided to four selected charities net of $10,033 reimbursement.	20,831
2 Secretarial services provided to four charities housed in the Foundation office building.	16,115
3 Technical assistance provided to seven selected charities in the areas of program development and funding development.	2,665
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

DAA

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	88,760,500
b	Average of monthly cash balances			1b	5,858,539
c	Fair market value of all other assets (see page 24 of the instructions)			1c	1,525,423
d	**Total** (add lines 1a, b, and c)			1d	96,144,462
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	96,144,462
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	1,442,167
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	94,702,295
6	**Minimum investment return.** Enter 5% of line 5			6	4,735,115

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	4,735,115
2a	Tax on investment income for 2009 from Part VI, line 5	2a	59,421		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	59,421
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,675,694
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,675,694
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	4,675,694

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	4,384,748
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,384,748
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,384,748

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.

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					4,675,694
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only					
b	Total for prior years 20____ , 20____ , 20____					
3	Excess distributions carryover, if any, to 2009					
a	From 2004					
b	From 2005	370,019				
c	From 2006	30,162				
d	From 2007	300,938				
e	From 2008	259,010				
f	**Total** of lines 3a through e		960,129			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 4,384,748					
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					4,384,748
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))		290,946			290,946
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		669,183			
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					0
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)					
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		669,183			
10	Analysis of line 9					
a	Excess from 2005	79,073				
b	Excess from 2006	30,162				
c	Excess from 2007	300,938				
d	Excess from 2008	259,010				
e	Excess from 2009					

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

Check here ▶ ☐ 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·

Charles A. Frueauff Foundation, Inc 501-324-2233
200 South Commerce St, Suite 100 Little Rock, AR 72201

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

Request letter and copy of tax exempt status

c Any submission deadlines

March 15 and September 15

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

Not outside United States, no individuals, no loans

DAA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Schedule attached				3,839,320
Total			▶ 3a	3,839,320
b Approved for future payment N/A				
Total			▶ 3b	

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,026,034	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	607,658	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b Rent income			16	10,433	
c Timberland income			1	11,708	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		3,655,833	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,655,833

(See worksheet in line 13 instructions on page 28 to verify calculations)

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
	10-29-10	President

Paid Preparer's Use Only

		Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Preparer's signature	R Lee Scarboro	10-22-10		P00361308
Firm's name (or yours if self-employed), address, and ZIP code	Skelton, Bryant, Bryant & Scarboro, P.A. 1320 Thomaswood Drive Tallahassee, FL 32308-7939		EIN ▶ 59-3483197 Phone no 850-386-1120	

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Rent income	$ 10,433	$	$
Timberland income	11,708		
Total	$ 22,141	$ 0	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Skelton, Bryant, Bryant & Scarboro, P.A.	$ 37,900	$ 12,355	$	$ 25,545
Total	$ 37,900	$ 12,355	$ 0	$ 25,545

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Investment management	$ 111,528	$ 111,528	$	$
Investment custody fees	46,120	46,120		
Timberland expenses	69,818	69,818		
Total	$ 227,466	$ 227,466	$ 0	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal excise tax	$ 59,421	$	$	$
Foreign tax withheld	2,235	2,235		
Other taxes	21,010	6,849		14,161
Total	$ 82,666	$ 9,084	$ 0	$ 14,161

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Schedule attached							
	$	$ 36,647			$ 36,260	$ 11,821	$
Total	$ 0	$ 36,647			$ 36,260	$ 11,821	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Partnership expenses	150,128	150,128		
Office expenses	8,815	2,874		5,941
Insurance	8,240	2,686		5,554
Telephone	3,125	1,019		2,106
Utilities	5,328	2,700		2,628
Repairs and maintenance	3,788	1,919		1,869
Contract labor	12,500	4,075		8,425
Condominium dues	22,612	11,458		11,154
Tenant parking	1,242			1,242
Dues and subscriptions	631			631
Total	$ 216,409	$ 176,859	$ 0	$ 39,550

Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Schedule Attached	$ 6,070,030	$ 6,679,946	Cost	$ 6,790,198
Total	$ 6,070,030	$ 6,679,946		$ 6,790,198

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Schedule Attached	$ 31,204,655	$ 32,445,549	Cost	$ 50,603,186
Total	$ 31,204,655	$ 32,445,549		$ 50,603,186

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Schedule Attached	$ 31,853,107	$ 27,369,523	Cost	$ 27,782,911
Total	$ 31,853,107	$ 27,369,523		$ 27,782,911

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Optima Fund	$ 2,233,878	$ 2,261,199	Cost	$ 1,942,796
Mellon Private Equity Fund V, L.P.	1,073,530	1,031,180	Cost	1,062,543
Optima Partners Focus Fund	394,517	369,760	Cost	463,964
Cohen & Steers Inst Global Realty	2,000,000	2,000,000	Cost	1,242,706
Optima New World Focus Fund	469,375	478,225	Cost	521,700
Timberland Property	3,442,954	3,442,954	Cost	3,518,848
Mellon Private Equity Fund VI, L.P.		176,711	Cost	172,081
Total	$ 9,614,254	$ 9,760,029		$ 8,924,638

Federal Statements

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Furniture and equipment	$ 43,604	$ 90,491	$ 53,358	$ 37,133
Building	1,055,733	1,099,245	70,993	1,028,252
Total	$ 1,099,337	$ 1,189,736	$ 124,351	$ 1,065,385

Statement 12 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
Accrued Interest & Dividends	$ 420,273	$ 442,139	$ 442,139
Deposit	664	664	664
Total	$ 420,937	$ 442,803	$ 442,803

Federal Statements

Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
David A. Frueauff 1711 Wellington Woods Drive Little Rock AR 72211	President	40.00	139,078	0	0
Sue M. Frueauff 3101 Misty Lane Little Rock AR 72227	Sec/Trustee	40.00	131,693	0	0
James P. Fallon, Esq. 17 Marsh Tower Lane Savannah GA 31411	VP/Trustee	25.00	118,615	0	0
A.C. McCully 730 Live Oak Plant. Tallahassee FL 32312	Trustee	5.00	57,000	0	0
Anna Kay Frueauff-Williams 3711 Oakwood Road Little Rock AR 72205	VP/Trustee	40.00	110,000	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
Request letter and copy of tax exempt status

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
March 15 and September 15

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
Not outside United States, no individuals, no loans

CHARLES A. FRUEAUFF FOUNDATION, INC
13-5605371
Form 990-PF
Calendar Year 2009

Page 2, Part II - Line 10a - Investments - US Government Obligations

		INTEREST RATE	DUE DATE	BOOK VALUE	MARKET VALUE
180,000	U S TREASURY NOTES	1 125%	06/30/11	$ 150,116	$ 150,609
525,000	U S TREASURY NOTES	1 375%	07/15/18	459,485	526,066
1,050,000	U S TREASURY NOTES	1 875%	06/15/12	904,433	909,846
2,005,000	U S TREASURY NOTES	2 250%	05/31/14	1,758,141	1,743,066
785,000	U S TREASURY NOTES	2.750%	02/15/19	700,728	676,663
110,000	U S TREASURY NOTES	3 250%	05/31/16	114,192	110,455
500,000	U S TREASURY NOTES	3 500%	02/15/18	248,594	247,950
520,000	U S TREASURY NOTES	4 750%	08/15/17	348,117	325,524
15,000	U S TREASURY NOTES	4 000%	11/15/12	16,177	16,023
400,000	U S TREASURY NOTES	2 625%	07/15/17	441,546	459,968
240,000	U S T NTS INFL INDX	2 000%	01/15/14	297,818	297,781
720,000	U S TREASURY NOTES INFL INDX	1 875%	07/15/13	805,357	895,027
375,000	U S TREASURY NOTES TIPS	2 625%	07/15/17	435,242	431,220
				$ 6,679,946	6,790,198

CHARLES A. FRUEAUFF FOUNDATION, INC.
13-5605371
Form 990-PF
Calender Year 2009

Page 2, Part II, Line 10b - Investments - Corporate Stock:

SECURITY	SHARES	BOOK VALUE	MARKET VALUE
AMDOCS LTD	10,000	$ 387,896	$ 285,300
AMERICAN TOWER CORP	5,411	149,950	233,809
APACHEE CORP	11,100	485,065	1,145,187
APPLE COMPUTER INC	4,565	572,145	961,992
ARTIO INTL EQUITY FUND	148,765 738	2,539,593	1,752,460
AT&T INC	30,000	502,251	840,900
AVALON BAY CMNT INC	5,170	223,390	424,509
BANK OF AMERICA	30,000	451,432	451,800
BLACKROCK INC	1,880	250,679	436,536
BOSTON CO INTL CORE EQ	45,405 306	1,106,395	733,750
BOSTON PPTYS	6,000	218,953	402,420
BURLINGTON NORTHERN SANTA FE	15,000	13,403	1,479,300
CALAMOS INV TR NEW GRW & INCOME	17,940 438	500,000	503,409
CHEVRONTEXACO CORP	26,648	250,821	2,051,630
CISCO SYSTEMS INC	13,715	400,314	328,337
COLGATE POLMALIVE CO	10,000	98,234	821,500
COLUMBIA ACORN TR INTL	46,036 358	2,158,963	1,571,221
CONOCOPHILLIPS	24,000	63,712	1,225,680
CONSOLIDATED EDISON INC	12,080	479,879	548,794
CROWN CASTLE INTL CORP	8,887	150,032	346,948
CSX CORP	20,000	29,601	969,800
CVS CORP	13,350	499,592	430,004
DANAHER CORP	2,991	150,219	224,923
EUROPACIFIC GROWTH FD	105,559 549	3,643,881	4,047,153
EXXON MOBIL	30,160	105,539	2,056,610
FLUOR CORP	4,530	149,707	204,031
GENERAL ELECTRIC	31,922	650,016	482,980
GLAXO SMITHKLINE	13,916 000	698,705	587,951
GOOGLE INC	625	299,331	387,488
HEWLETT PACKARD CO	18,650	495,158	960,662
IBB US ISHARES NASDAQ BIOTECH INDX	7,060	500,201	577,720
ILLINOIS TOOL WORKS INC	5,590	149,648	268,264
INGERSOL RAND CO LTD	14,160	34,484	506,078
IPATH DOW JONES UBS COMMODITY	12,700	500,884	536,702
ISHARES TR MSCI EMERGING MKTS INDX	12,000	502,325	498,000
ITT INDS INC	16,500	500,920	820,710
JACOBS ENGR GROUP INC	4,475	149,397	168,305
JOHNSON & JOHNSON	20,200	58,779	1,301,082
JP MORGAN CHASE & CO	19,646	813,649	818,649
KELLOGG CO	13,539	598,180	720,275
LABORATORY CORP	15,435	601,160	1,155,155
LENNAR CORP	13,200	201,691	168,564
LOCKHEED MARTIN CORP	4,580	400,170	345,103
MARRIOT INTL CL A	18,510	599,159	504,398
MCKESSON CORP	3,765	150,196	235,313
MEDCO HEALTH SOLUTIONS INC	16,332	263,276	1,043,778
MEDTRONIC INC	8,000	390,616	351,840
MICROSOFT CORP	20,000	533,771	609,600

SECURITY	SHARES	BOOK VALUE	MARKET VALUE
NIKE INC.CL B	10,000	398,850	660,700
NOKIA CORP	27,300	496,448	350,805
PARKER HANNIFIN CORP	5,280	150,218	284,486
PEPSICO INC	18,165	897,096	1,104,432
POWERSHARES EXCHANGE	14,645	250,283	246,915
PPL CORP	13,400	246,568	432,954
PROCTER & GAMBLE	30,000	344,185	1,818,900
PUBLIC SVC ENTERPRISE GRP INC	16,800	500,634	558,600
QUEST DIAGNOSTICS INC	9,832	350,595	593,656
ROWE T PRICE MID CAP VALUE FD	44,700 622	838,906	926,197
SCHLUMBERGER LTD	21,000	155,064	1,366,890
SHAW GROUP INC	6,560	150,292	188,600
SPDR SER TR MORGAN STANLEY	7,485	499,997	431,211
STAPLES INC	18,907	385,720	464,923
STRYKER CORP	4,630	149,862	233,213
TEXAS INSTRUMENTS INC	45,000	307,701	1,172,700
UNITED TECHNOLOGIES CORP	12,875	798,587	893,654
VERIZON COMMUNICATIONS	10,000	270,820	331,299
WASTE MANAGEMENT INC	12,650	351,631	427,696
ZIMMER HOLDINGS INC	9,960	228,730	588,735
		$ 32,445,549	$ 50,603,186

CHARLES A. FRUEAUFF FOUNDATION, INC
13-5605371
Form 990-PF
Calendar Year 2009

Page 2, Part II - Line 10c - Investments - Corporate Bonds

		INTEREST RATE	DUE DATE	BOOK VALUE	MARKET VALUE
50,000	AGRIUM INC	6 750%	01/15/19	$ 52,062	$ 54,055
55,000	ALABAMA PWR CO	4 850%	12/15/12	58,599	58,910
600,000	ALTRIA GROUP INC	9 700%	11/10/18	111,950	123,617
2,900,000	AMERICA MOVIL SA	8 460%	12/18/36	266,319	181,857
60,000	AMERICAN INTL GROUP	5 850%	01/16/18	59,938	49,232
70,000	AMGEN INC	5 700%	02/01/19	77,239	75,065
250,000	APACHE CORP	5 625%	01/15/17	260,790	266,498
100,000	AT & T INC	5 500%	02/01/18	84,370	93,908
125,000	AT & T INC	5 800%	02/15/19	135,581	133,483
25,000	BACCT SER 2006-C5	1 8225%	01/15/16	21,063	21,548
95,000	BANK AMER CORP	5 750%	08/15/16	96,821	95,619
110,000	BANK AMER FDG CORP	7.375%	05/15/14	111,357	124,818
20,000	BANK AMER FDG CORP	7.625%	06/01/19	21,787	23,137
50,000	BANK OF AMERICA	4 750%	08/15/13	49,627	50,816
1	BANK OF AMERICA CORPORATION			953	880
30,000	BANK ONE ISSUANCE TR	4 770%	02/16/16	25,920	30,048
250,000	BANKAMERICA CORP	7 125%	10/15/11	267,388	268,565
150,000	BARCLAYS BK PLC	5 000%	09/22/16	156,351	152,505
90,000	BARRICK GOLD FIN CO	4 875%	11/15/14	85,892	94,491
60,000	BB&T CORPORATION	3 100%	07/28/11	60,187	61,062
165,000	BEAR STEARNS CO	5 300%	10/30/15	160,040	174,514
50,000	BEAR STEARNS CO	6 950%	08/10/12	50,932	55,864
55,000	BHP BILLITON FIN USA	6 500%	04/01/19	55,492	63,088
55,000	BOEING CAPITAL CORP DTD 03/08/01			58,261	58,137
35,000	BSCMS SER 2004-T16	4 320%	02/13/46	33,966	35,613
57,000	BURLINGTON NORTH SAN	5 750%	03/15/18	57,220	60,548
80,000	CAPITAL ONE 05-A3	4 050%	03/15/13	81,672	80,946
90,000	CARA SER 2008-2	4 680%	10/15/12	93,749	93,000
60,000	CATERPILLAR FIN SERV	4 850%	12/07/12	59,695	64,519
150,000	CITIBANK CR 2008-C6	6 300%	06/20/14	142,419	154,863
185,000	CITIGROUP INC	5 000%	09/15/14	178,907	178,344
65,000	COCA COLA ENTERPRISE	5 000%	08/15/13	67,439	69,941
80,000	COLUMBUS SOUTHERN PW	5 500%	03/01/13	82,121	84,383
70,000	COMAET SER 2005-A10	4 640%	09/15/15	52,500	68,652
80,000	COMCAST CORP NEW	5 700%	07/01/19	79,810	83,923
55,000	CONAGRA FOODS INC	5 875%	04/15/14	58,224	59,936
500,000	CONNECTICUT ST	5 850%	03/15/32	498,750	504,875
110,000	CONOCOPHILLIPS	5 625%	10/15/16	110,344	119,328
300,000	CONSOLIDATED EDISON	5 375%	12/15/15	300,717	324,201
160,000	CREDIT SUISSE NEW YO	5 750%	02/15/18	159,474	167,414
40,000	CSX CORP	5 750%	03/15/13	40,575	43,272
65,000	CVS CORP	6 125%	08/15/16	71,527	69,994
95,000	DCMT I SER 2003-3	2 6575%	09/15/12	93,545	94,961
173,000	DELHAIZE GROUP SA	6 500%	06/15/17	168,732	187,883
150,000	DISCOVER CARD MASTER	3 140%	06/15/15	142,359	147,117
60,000	DOMINION RESOURCES	5 000%	03/15/13	59,807	63,076
75,000	DU PONT E I DE NEMOU	5 875%	01/15/14	77,071	82,848
70,000	ELECTRONIC DATA SYS	6 000%	08/01/13	75,671	77,379
5,000	ERAC USA FIN CO	7 000%	10/15/37	4,175	4,894
2,300,000	EUROFIMA	11 000%	02/05/10	30,273	18,406
115,000	EUROPEAN INVT BK	4 250%	07/15/13	122,828	122,169
3,696	FANNIE MAE	8 250%		92,400	4,066
250,000	FEDERAL FARM CR BKS	2 250%	04/24/12	256,789	254,220
500,000	FEDERAL FARM CR BKS	4 350%	06/17/16	503,480	508,905
205,000	FEDERAL HOME LN BK	1 625%	07/27/11	204,805	206,986
500,000	FEDERAL HOME LN BKS	3 625%	09/16/11	521,377	521,720
700,000	FEDERAL HOME LN MTG	1 930%	02/11/11	704,830	701,001
250,000	FEDERAL HOME LN MTG	2 000%	04/27/12	253,280	251,665

		INTEREST RATE	DUE DATE	BOOK VALUE	MARKET VALUE
60,135.23	FEDERAL HOME LN PC	6 000%	01/01/32	9,685	40,569
440,000	FEDERAL HOME LOAN BA	5 000%	11/17/17	462,823	476,027
500,000	FEDERAL NATL MTG AS	2 750%	04/11/11	498,110	512,500
800,000	FEDL HOME LN MTG	2 125%	09/21/12	819,357	808,504
700,000	FEDL NATL MTG ASSN	2 625%	11/20/14	705,065	694,533
250,000	FEDL NATL MTG ASSN	3 000%	09/16/14	258,182	253,203
300,000	FEDL NATL MTG ASSN	4 000%	03/10/16	302,700	300,093
101,145.65	FHLMC	5.000%	03/15/19	65,281	69,076
13,099.47	FHLMC	5 000%	12/15/23	6,196	6,414
355,030.030	FHLMC POOL # G08006	6 000%	08/01/34	129,222	135,572
25,147.43	FHLMC SER 3134	5 000%	09/15/18	13,393	13,883
410,007.280	FHLMCG POOL #E01589	4 500%	02/01/19	349,929	354,959
500,000	FLORIDA ST TPK AUTH	6 140%	07/01/25	502,948	499,495
368,274.150	FNMA 913253	5 850%	03/01/37	336,518	346,493
218,346.38	FNMA PL # 745418	5 500%	04/01/36	174,391	180,674
8,900,000	FNMA POOL #253754	6 500%	04/01/21	265,802	276,340
416,263.29	FNMA POOL #253997	6 000%	09/01/11	209,840	209,575
458,926	FNMA POOL #254315	6 000%	04/01/12	236,163	237,129
516,412.56	FNMA POOL #254756	4 500%	05/01/13	331,216	336,894
969,920.34	FNMA POOL #254798	6.000%	06/01/23	231,878	242,683
332,172.83	FNMA POOL #255335	6 500%	07/01/34	296,262	306,615
375,219.650	FNMA POOL #555065	6 000%	11/01/14	285,699	292,987
421,230.15	FNMA POOL #624152	6 500%	01/01/22	271,042	284,250
311,261.68	FNMA POOL #761334	5 000%	04/01/19	256,699	266,463
146,064.05	FNMA POOL #828346	5 000%	07/01/35	109,219	114,231
445,443.70	FNMA POOL #893590	6 500%	09/01/36	364,302	377,324
183,629.18	FNMA POOL #956080	5 500%	01/01/38	126,934	134,788
152,631.28	FNMA POOL #963705	6 000%	06/01/38	124,834	131,829
64,769.72	FNMA POOL #969998	5 500%	06/01/38	53,325	56,544
85,000.750	FNMA POOL #AA0281	5 500%	04/01/39	81,643	83,151
259,999.160	FNMA POOL #AA2524	6 000%	03/01/39	208,750	212,509
5,000	FORD MOTOR CO	7 875%		4,688	5,076
2,396	FREDDIE MAC	8 375%		59,900	2,564
400,000	GEN ELEC CAP CORP	3 485%	03/08/12	262,416	287,240
110,000	GEN ELEC CAP CORP	5 450%	01/15/13	114,422	116,940
250,000	GENERAL DYNAMICS COR	5 375%	08/15/15	158,216	164,345
250,000	GENERAL ELEC CAP COR	5 250%	10/19/12	156,323	159,633
135,000	GENERAL ELEC CAP COR	5 400%	02/15/17	139,473	137,780
200,000	GENERAL ELEC CAP CORP	2 960%	05/18/12	131,335	141,945
90,000	GENERAL MILLS INC	6 000%	02/15/12	96,107	97,171
27,000	GMAC	6 875%	08/28/12	20,725	26,460
13	GMAC INC PREF SER G	7 000%		-	8,569
39	GMAC INC PREF SER G	7 000%		23,216	25,706
15,000	GMAC LLC	6 000%	12/15/11	12,134	14,700
47,000	GMAC LLC	6 625%	05/15/12	36,579	46,060
57,000	GMAC LLC	6 750%	12/01/14	39,160	54,150
9,000	GMAC LLC	8 000%	11/01/31	5,350	8,100
85,576.22	GNMA POOL	6.000%	01/15/32	29,533	67,169
274,721.56	GNMA POOL #688023	6 000%	10/15/38	169,039	179,148
150,000	GOLDMAN SACHS GROUP	5 125%	01/15/15	145,930	157,613
30,000	GOLDMAN SACHS GROUP	5 150%	01/15/14	28,941	31,736
60,000	GOLDMAN SACHS GRP IN	5.150%	01/15/14	61,531	63,472
65,000	HAR TR SER 2009-A	2 030%	08/15/13	64,998	65,426
55,000	HEINZ H J FIN CO	6 625%	07/15/11	58,557	59,058
100,000	HOUSEHOLD FIN CO DTD 10/23/01		01/01/00	96,312	106,352
70,000	HUMAN GENOME SCIENCE	2 250%	08/15/12	51,666	127,663
30,000	INGERSOLL-RAND GL	6 785%	08/15/18	29,957	33,252
5,000	ISTAR FINANCIAL INC	5 375%	04/15/10	4,571	3,560
89,000	ISTAR FINANCIAL INC	10 000%	06/15/14	143,346	77,430
175,000	J P MORGAN CHASE &	5 750%	01/02/13	176,533	186,636
800,000	KFW	10 750%	02/01/10	10,365	6,466
100,000	KRAFT FOODS INC DTD 11/02/2001			104,700	106,206
50,000	KROGER CO	5 000%	04/15/13	46,260	52,876
10,000	KROGER CO	7 500%	01/15/14	11,100	11,413
120,000	LB-UBS 06-C3	5 661%	03/15/39	120,592	111,164
150	LEHMAN BROS HLDGS INC & PFD - J	7 950%		3,244	12

		INTEREST RATE	DUE DATE	BOOK VALUE	MARKET VALUE
16	LEHMAN BROS HLDGS INC PFD CV	7 250%		8,972	64
367	LEHMAN BROTHERS HLDGS INC DEP SHS PF			6,608	29
75	LEHMAN BROTHERS HLDGS INC PFD	5 670%		2,381	12
91	LEHMAN BROTHERS HLDGS INC PFD	5 940%		2,994	36
65,000	LEHMAN BROTHERS HOLD	6 500%	07/19/17	64,183	20
65,000	LEVEL 3 FINANCING	3 500%	06/15/12	56,705	56,875
5,000	LEVEL 3 FINANCING	5 250%	12/15/11	4,712	4,744
285,600.625	LOOMIS SAYLES INVT TR GLOBAL BD FD			4,421,700	4,563,898
70,000	MARATHON OIL CORP	6 500%	02/15/14	71,538	77,431
55,000	MBNA CCMT SER 2004	2 77438%	08/16/21	48,959	49,752
95,819.80	MERRILL LYNCH & CO	4 4934%	03/25/35	73,709	65,208
75,000	MERRILL LYNCH & CO	5 450%	02/05/13	74,465	78,920
75,000	MERRILL LYNCH & CO	6 050%	05/16/16	75,521	75,675
110,000	MERRILL LYNCH & CO	6 050%	08/15/12	107,427	117,835
90,000	METLIFE INC	5 000%	06/15/15	85,560	94,660
100,000	METLIFE INC	6 750%	06/01/16	114,489	111,984
10,000	METLIFE INC	6 817%	08/15/18	11,185	11,138
60,000	MIDAMERICAN ENERGY	5 750%	04/01/18	60,535	63,238
25,000	MONSANTO CO NEW	5 125%	04/15/18	22,771	26,086
165,000	MORGAN STANLEY	4 750%	04/01/14	156,473	165,949
75,000	NAL TR SER 2009-B	2 070%	01/15/15	74,987	75,443
70,000	NALT SER 2009-A CL	2 920%	12/15/11	69,999	71,299
60,000	NATL RURAL UTILS	7 250%	03/01/12	64,114	65,954
200,000	NATL RURAL UTILS	7.250%	03/01/12	221,554	219,848
50,000	OCCIDENTAL PETE	7 000%	11/01/13	51,202	57,449
135,000	ORACLE CORP	5 750%	04/15/18	149,337	145,961
45,000	PECO ENERGY CO	4 750%	10/01/12	45,587	47,986
75,000	PFIZER INC	6 200%	03/15/19	85,076	83,372
75,000	PRUDENTIAL FINL INC	4 750%	09/17/15	77,973	76,052
80,000	PRUDENTIAL FINL INC	5 150%	01/15/13	80,708	84,158
60,000	RIO TINTO FINANCE PL	8 950%	05/01/14	64,500	71,898
100,000	ROGERS WIRELESS INC	6 375%	03/01/14	112,759	110,821
55,000	SAFEWAY INC	6 250%	03/15/14	59,259	60,405
85,000	SBC COMMUNICATIONS	5 625%	06/15/16	90,346	91,310
75,000	SCHWAB CHARLES CORP	4 950%	06/01/14	78,873	79,120
55,000	SEMPRA ENERGY	6 500%	06/01/16	54,878	59,648
100,000	SIMON PPTY GROUP LP	5 750%	05/01/12	105,754	105,050
65,000	SLM CORP	6 500%	06/15/10	45,024	46,053
20,000	TIME WARNER CABLE	5.850%	05/01/17	17,266	21,013
125,000	TIME WARNER INC NEW	5 500%	11/01/11	130,245	132,710
100,000	TOYOTA MTR CR CORP	4 250%	03/15/10	103,070	100,757
70,000	U S BANCORP MEDIUM	4 500%	07/29/10	70,993	71,731
95,000	UAOT SER 2009-2	1 540%	02/18/14	94,998	94,550
85,000	UNITEDHEALTH GROUP	4 875%	04/01/13	82,155	89,073
50,000	VALERO ENERGY CORP	9 375%	03/15/19	58,963	59,470
55,000	VERIZON COMM INC	8 750%	11/01/18	54,691	68,696
125,000	VERIZON COMMUNICATIO	5 550%	02/15/16	135,578	134,750
50,000	VERIZON WIRELESS	8 500%	11/15/18	49,468	62,120
135,000	VODAFONE GROUP PLC	5 000%	12/16/13	146,541	142,943
110,000	VULCAN MATLS CO	5 600%	11/30/12	118,289	116,992
70,000	WACHOVIA CORP NEW	5 750%	06/15/17	71,082	72,797
72,686.85	WAMU MTG	4 9285%	08/25/35	57,296	49,342
45,794.43	WASHINGTON 2005-AR3	4 6600%	03/25/35	34,561	30,364
135,000	WELLS FARGO & CO NEW	4.375%	01/31/13	134,916	140,221
250,000	WELLS FARGO CORP DTD 07/31/01			263,162	266,332
223,491.83	WFMB SECS SER 2006	6 04490%	09/25/36	184,970	143,481
45,000	WYETH	5 500%	02/01/14	44,385	49,025
				$ 27,369,523	$ 27,782,911

CHARLES A. FRUEAUFF FOUNDATION, INC
13-5605371
Form 990-PF
Calendar Year 2009
Page 3, Part IV - Capital Gains & Losses for Tax on Investment Income:

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
EQUITIES							
30,000	AT & T INC	P	10/12/99	9/22/09	$ 796,278	$ 188,371	$607,907
	AVALONBAY COMMUNITIES INC NEW PAR 01	P	1/13/98	2/11/09	17	13	4
5,000	BURLINGTON NORTHERN SANTA FE CORP	P	12/31/88	9/22/09	418,220	4,468	413,752
8,100	COMPUTER SCIENCES CORP	P	12/20/05	9/22/09	420,003	398,100	21,903
1	MARRIOTT INTERNATIONAL-CL A	P	2/22/05	8/5/09	12	18	(6)
0 66	MARRIOTT INTERNATIONAL-CL A	P	2/22/05	9/9/09	15	21	(6)
1	MARRIOTT INTERNATIONAL-CL A	P	2/22/05	12/9/09	24	29	(5)
12,422	WELLPOINT INC	P	10/30/06	9/22/09	663,434	781,872	(118,438)
14,100	WESTERN UN CO	P	2/4/00	9/22/09	278,909	150,815	128,094
8,015 00	WEYERHAEUSER CO	P	12/2/02	7/7/09	231,668	390,802	(159,134)
14,680	LOGITECH INTERNATIONAL S A	P	1/27/06	9/22/09	277,471	299,698	(22,227)
	CLASS ACTION - ASIA PULP & PAPER	P	VAR	4/3/09	230	-	230
	CLASS ACTION - EL PASO	P	VAR	6/8/09	2,305	-	2,305
	CLASS ACTION - AIG	P	VAR	10/16/09	2,993	-	2,993
	MOTOROLA CLAIM	P	VAR	7/8/09	830	-	830
	SALOMON SETTLEMENT	P	VAR	7/8/09	17	-	17
	GAINS FROM PASSTHROUGH ENTITIES	P	VAR	VAR	87,279	-	87,279
FIXED INCOME							
85,000 00	AES CORP 8 000% 10/15/17	P	10/9/07	10/20/09	86,260	85,000	1,260
5,000 00	ALLTEL CORP 6.800% 5/01/29	P	10/25/07	10/20/09	5,507	3,726	1,781
90,000 00	ALLTEL CORP 7 875% 7/01/32	P	11/6/07	10/21/09	109,018	73,740	35,278
2,040 08	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	1/25/09	2,040	2,037	3
1,039 86	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	2/25/09	1,040	1,038	2
1,075 05	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	3/25/09	1,075	1,073	2
1,326 73	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	4/25/09	1,327	1,324	3
868 25	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	5/25/09	868	867	1
1,520 00	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	6/25/09	1,520	1,517	3
1,367 57	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	7/25/09	1,368	1,365	3
188,627 99	ALTERNATIVE LN 06-15 6 500% 6/25/36	P	7/18/06	8/19/09	92,428	188,304	(95,876)
1,165 43	ALTERNATIVE LN 06-15 6.500% 6/25/36	P	7/18/06	8/25/09	1,165	1,163	2
500,000 00	ALTRIA GROUP INC 9 700% 11/10/18	P	5/21/09	12/16/09	619,795	559,750	60,045
95,000 00	ALTRIA GROUP INC 9 950% 11/10/38	P	11/5/08	10/20/09	124,939	92,824	32,115
265,000 00	AMERICAN GENERAL FIN 6 900% 12/15/17	P	VAR	6/10/09	153,038	239,306	(86,268)
95,000 00	AMGEN INC 4 000% 11/18/09	P	4/21/08	6/29/09	96,249	96,061	188
5,000 00	ANHEUSER BUSCH COS 4.950% 1/15/14	P	11/4/08	10/20/09	5,157	4,299	858
10,000 00	ANHEUSER BUSCH COS 6 450% 9/01/37	P	10/23/08	10/20/09	10,606	7,736	2,870
5,000 00	ANHEUSER BUSCH COS 6 500% 5/01/42	P	11/25/08	10/20/09	5,055	3,677	1,378
85,000 00	AT & T INC 5 500% 2/01/18	P	6/4/08	4/23/09	84,589	84,255	334
5,000 00	AT&T CORP (GLOBAL BD) DTD 03/26/99	P	1/25/07	7/21/09	4,663	5,001	(338)
85,000 00	AT&T INC 4.850% 2/15/14	P	4/23/09	8/7/09	90,276	87,408	2,868
90,000 00	BANK OF AMERICA NA 4 900% 5/01/13	P	4/29/08	5/8/09	83,519	89,752	(6,233)
65,000 00	BELL CDA MED TERM NT 5 000% 2/15/17	P	8/30/07	11/24/09	63,116	55,219	7,897
35,000 00	BELL CDA MEDIUM TERM 6.550% 5/01/29	P	8/22/07	11/24/09	33,074	30,268	2,806
35,000 00	BELL CDA MEDIUM TERM 7 300% 2/23/32	P	9/20/07	11/24/09	35,792	33,211	2,581
10,000 00	BRAZIL FEDERATIVE 7 125% 1/20/37	P	10/24/08	10/20/09	11,702	7,215	4,487
300,000 00	CAMPBELL & KENTON 6 625% 8/01/34	P	7/23/09	12/14/09	308,400	303,000	5,400
60,000 00	CAMPBELL SOUP CO 5 000% 12/03/12	P	4/10/08	8/19/09	65,330	62,576	2,754
35,075 80	CANADIAN DOLLAR SPOT	P	11/24/09	11/25/09	33,260	33,074	186
38,454 50	CANADIAN DOLLAR SPOT	P	11/24/09	11/25/09	36,464	35,792	672

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
67,551 03	CANADIAN DOLLAR SPOT	P	11/24/09	11/25/09	64,054	63,116	938
82,872 00	CANADIAN DOLLAR SPOT	P	11/24/09	11/25/09	78,581	77,757	824
35,000 00	CANADIAN NATL RY CO 5 550% 5/15/18	P	8/20/08	5/12/09	36,072	35,035	1,037
1,000,000 00	CAPITAL CORP FDIC 2/04/09	P	12/4/08	2/4/09	998,560	998,560	-
15,000 00	CENTEX CORP 5 250% 6/15/15	P	10/15/07	10/21/09	14,568	12,843	1,725
20,000 00	CHESAPEAKE ENERGY 6 500% 8/15/17	P	9/10/07	10/20/09	18,623	19,063	(440)
500,000 00	CHEVRON CORP C/P 1/16/09	P	12/4/08	1/16/09	499,388	499,388	-
500,000 00	CHEVRON CORP C/P 2/23/09	P	1/22/09	2/23/09	499,902	499,902	-
500,000 00	CHEVRON FDG CORP 6/09/09	P	5/11/09	6/9/09	499,934	499,934	-
80,000.00	CIT EQUIPMENT COLLAT 6 590% 8/22/11	P	5/9/08	8/14/09	79,480	79,981	(501)
20,000 00	CIT GROUP INC 4 750% 12/15/10	P	5/15/08	6/12/09	17,400	17,400	-
6,000 00	CIT GROUP INC 5 125% 9/30/14	P	6/3/08	1/2/09	2,072	4,860	(2,788)
4,000 00	CIT GROUP INC 5 125% 9/30/14	P	6/3/08	6/12/09	2,660	3,240	(580)
27,000 00	CIT GROUP INC 5 650% 2/13/17	P	VAR	1/2/09	9,555	25,866	(16,311)
13,000 00	CIT GROUP INC 5.650% 2/13/17	P	7/29/08	6/12/09	8,726	9,230	(504)
61,000 00	CIT GROUP INC 7 625% 11/30/12	P	11/27/07	6/12/09	49,486	60,547	(11,061)
170,000 00	CIT GROUP INC 12.000% 12/18/18	P	1/2/09	6/10/09	94,988	113,023	(18,035)
17,000 00	CIT GROUP INC MTN 5 800% 10/01/36	P	7/31/08	6/18/09	10,243	11,836	(1,593)
13,000 00	CIT GROUP INC NEW 5 000% 2/01/15	P	6/3/08	1/2/09	4,591	10,465	(5,874)
7,000 00	CIT GROUP INC NEW 5 000% 2/01/15	P	6/2/08	6/12/09	4,629	5,635	(1,006)
3,000 00	CIT GROUP INC NEW 5 000% 2/13/14	P	6/12/08	1/2/09	1,055	2,415	(1,360)
2,000 00	CIT GROUP INC NEW 5 000% 2/13/14	P	6/12/08	6/12/09	1,330	1,610	(280)
5,000 00	CIT GROUP INC NEW 5 400% 1/30/16	P	5/13/08	6/12/09	3,313	4,038	(725)
2,000 00	CIT GROUP INC NEW 5 400% 2/13/12	P	6/12/08	6/12/09	1,550	1,660	(110)
25,000 00	CIT GROUP INC NEW 5 600% 4/27/11	P	10/31/07	6/12/09	20,688	24,375	(3,687)
10,000 00	CIT GROUP INC NEW 5 850% 9/15/16	P	6/3/08	6/12/09	6,700	9,028	(2,328)
120,000 00	CITIGROUP INC 5 625% 8/27/12	P	6/12/08	2/27/09	82,800	119,669	(36,869)
7,000 00	COLORADO INTST GAS 5.950% 3/15/15	P	7/31/06	11/3/09	7,026	6,546	480
55,000 00	COMCAST CORP 6.400% 5/15/38	P	7/2/08	12/14/09	57,074	50,783	6,291
200,000 00	COMCAST CORP 6 950% 8/15/37	P	8/20/07	12/2/09	219,368	199,580	19,788
47,000 00	COMCAST CORP NEW 5.650% 6/15/35	P	2/11/08	12/14/09	44,196	41,275	2,921
30,000 00	COMCAST CORP NEW 6 450% 3/15/37	P	8/31/07	12/14/09	31,199	28,999	2,200
10,000 00	CORNING INC 6 850% 3/01/29	P	10/17/06	7/21/09	9,500	10,345	(845)
5,000 00	CORNING INC 7 250% 8/15/36	P	7/27/06	7/21/09	4,513	4,972	(459)
80,000 00	COVIDIEN INTL 6 000% 10/15/17	P	10/17/07	10/20/09	88,058	79,942	8,116
25,000 00	CSC HOLDINGS INC MAT 04/01/11	P	2/28/06	10/21/09	25,688	25,344	344
60,000 00	CSC HOLDINGS INC DTD 02/06/98	P	1/19/06	10/21/09	61,350	58,350	3,000
40,000 00	CVS CAREMARK CORP 5 750% 6/01/17	P	4/23/08	5/8/09	40,154	40,418	(264)
65,000 00	CVS CAREMARK CORP 5 750% 6/01/17	P	2/23/09	5/11/09	65,497	65,306	191
50,000 00	CVS CORP 4 875% 9/15/14	P	7/16/09	9/14/09	53,137	51,762	1,375
5,000 00	D R HORTON INC 5 250% 2/15/15	P	10/16/07	11/3/09	4,346	4,275	71
45,000 00	DEERE JOHN CAP CORP 4 625% 4/15/09	P	4/1/08	4/15/09	45,000	45,711	(711)
105,000 00	DOMTAR CORP 5 375% 12/01/13	P	9/12/07	10/21/09	99,684	92,124	7,560
600,000 00	DOW CHEMICAL COMPA 5 700% 5/15/18	P	12/11/08	5/20/09	498,600	511,974	(13,374)
23,000 00	DYNEGY HLDGS INC 7 750% 6/01/19	P	10/31/07	11/13/09	18,630	21,803	(3,173)
25,000 00	EDISON MISSION ENERG 7 625% 5/15/27	P	10/18/07	11/19/09	16,250	23,938	(7,688)
40,000 00	EL PASO CORP 7 420% 2/15/37	P	10/18/07	11/13/09	33,400	38,106	(4,706)
230,000 00	EMBARQ CORP 7 995% 6/01/36	P	6/20/08	6/18/09	197,800	231,932	(34,132)
120,000 00	ENEL FINANCE INTERNA 6 250% 9/15/17	P	9/13/07	12/8/09	132,412	119,773	12,639
35,000 00	EQUIFAX INC 7 000% 7/01/37	P	6/26/07	12/16/09	33,780	34,917	(1,137)
150,000 00	ERAC USA FINANCE CO 6 375% 10/15/17	P	4/29/08	7/16/09	130,125	148,012	(17,887)
1,194 68	EURO SPOT	P		2/25/09	3,059	1,523	1,536
55,000.00	FED HOME LOAN MTG 2 125% 3/23/12	P	2/24/09	5/27/09	55,646	55,204	442
800,000 00	FED HOME LOAN MTG 2 125% 3/23/12	P	2/24/09	11/30/09	819,897	802,960	16,937
450,000 00	FED NATL MTG ASSN 2 500% 5/15/14	P	6/29/09	11/19/09	454,699	443,520	11,179
450,000 00	FEDERAL HOME LN BNK 4 000% 9/06/13	P	1/23/09	6/29/09	474,683	470,512	4,171
500,000 00	FEDERAL HOME LN MTG 3.500% 11/07/11	P	4/29/08	2/7/09	500,000	500,000	-

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
855,000 00	FEDERAL HOME LOAN MORTGAGE ASSN DTD 03/15/01	P	8/21/08	2/24/09	925,033	922,483	2,550
1,000,000 00	FEDL HOME LN BK 4/14/09	P	2/24/09	3/9/09	999,662	999,613	49
800,000.00	FEDL HOME LN BK DISC 12/02/09	P	9/4/09	12/2/09	799,698	799,698	-
400,000 00	FEDL HOME LN MTG CORP DISC 3/30/09	P	1/22/09	3/30/09	399,795	399,795	-
1,000,000 00	FEDL HOME LN MTG CORP DISC 4/29/09	P	3/3/09	4/29/09	999,689	999,689	-
800,000 00	FEDL HOME LOAN BK 10/23/09	P	7/24/09	10/23/09	799,609	799,609	-
1,500,000 00	FEDL HOME LOAN BK CONS DISC 8/12/09	P	6/12/09	8/12/09	1,499,613	1,499,613	-
1,500,000 00	FEDL HOME LOAN BK DISC 6/12/09	P	5/11/09	6/12/09	1,499,780	1,499,780	-
250,000 00	FEDL NATL MTG ASSN 2 750% 2/05/14	P	2/24/09	11/23/09	255,296	251,296	4,000
120 79	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	1/15/09	121	144	(23)
789 98	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	2/15/09	790	939	(149)
3,224 53	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	3/15/09	3,225	3,835	(610)
2,619 71	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	4/15/09	2,620	3,115	(495)
6,519 11	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	5/15/09	6,519	7,753	(1,234)
3,123 95	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	6/15/09	3,124	3,715	(591)
1,770 10	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	7/15/09	1,770	2,105	(335)
759 91	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	8/15/09	760	904	(144)
1,198 55	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	9/15/09	1,199	1,425	(226)
98 29	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	10/15/09	98	117	(19)
1,324 29	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	11/15/09	1,324	1,575	(251)
726 70	FHLMC POOL # C62377 6 000% 1/01/32	P	1/1/01	12/15/09	727	864	(137)
1,842 14	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	1/15/09	1,842	1,874	(32)
4,587 30	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	2/15/09	4,587	4,668	(81)
6,808 49	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	3/15/09	6,808	6,928	(120)
6,528 08	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	4/15/09	6,528	6,642	(114)
5,355 59	FHLMC POOL # G08006 6.000% 8/01/34	P	3/12/08	5/15/09	5,356	5,449	(93)
5,187 39	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	6/15/09	5,187	5,278	(91)
5,455 54	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	7/15/09	5,456	5,551	(95)
3,696 14	FHLMC POOL # G08006 6.000% 8/01/34	P	3/12/08	8/15/09	3,696	3,761	(65)
2,787 98	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	9/15/09	2,788	2,837	(49)
1,746 21	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	10/15/09	1,746	1,777	(31)
2,268 32	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	11/15/09	2,268	2,308	(40)
2,545 84	FHLMC POOL # G08006 6 000% 8/01/34	P	3/12/08	12/15/09	2,546	2,590	(44)
39 72	FHLMC POOL #1G0549 4 993% 6/01/35	P	5/13/08	1/15/09	40	40	-
142,537 86	FHLMC POOL #1G0549 4 993% 6/01/35	P	5/13/08	2/13/09	145,210	143,741	1,469
2,171 34	FHLMC POOL #1G0549 4 993% 6/01/35	P	5/13/08	2/15/09	2,171	2,190	(19)
3,553 70	FHLMC POOL #1G0549 4 993% 6/01/35	P	5/13/08	3/15/09	3,554	3,584	(30)
1,939 68	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	1/15/09	1,940	1,898	42
2,532 54	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	2/15/09	2,533	2,478	55
2,918 29	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	3/15/09	2,918	2,855	63
3,396 71	FHLMC SER # 3110 5.000% 3/15/19	P	7/28/06	4/15/09	3,397	3,323	74
2,895 37	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	5/15/09	2,895	2,833	62
3,466 23	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	6/15/09	3,466	3,391	75
3,836 37	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	7/15/09	3,836	3,754	82
2,485 43	FHLMC SER # 3110 5.000% 3/15/19	P	7/28/06	8/15/09	2,485	2,432	53
2,912 55	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	9/15/09	2,913	2,850	63
2,820 48	FHLMC SER # 3110 5.000% 3/15/19	P	7/28/06	10/15/09	2,820	2,760	60
2,652 72	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	11/15/09	2,653	2,595	58
2,567 60	FHLMC SER # 3110 5 000% 3/15/19	P	7/28/06	12/15/09	2,568	2,512	56
308 84	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	1/15/09	309	305	4
767 00	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	2/15/09	767	758	9
1,123 34	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	3/15/09	1,123	1,110	13
710 34	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	4/15/09	710	702	8
498 25	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	5/15/09	498	492	6
495 78	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	6/15/09	496	490	6
493 32	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	7/15/09	493	487	6
490 87	FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	8/15/09	491	485	6

.(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
488 44 FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	9/15/09	488	482	6
486 02 FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	10/15/09	486	480	6
483 62 FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	11/15/09	484	478	6
481 23 FHLMC SER #3114 5 000% 12/15/23	P	5/5/06	12/15/09	481	475	6
939 71 FHLMC SER #3134 5.000% 9/15/18	P	5/5/06	1/15/09	940	927	13
1,224 72 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	2/15/09	1,225	1,209	16
964 00 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	3/15/09	964	951	13
958 87 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	4/15/09	959	946	13
953 77 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	5/15/09	954	941	13
948 69 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	6/15/09	949	936	13
943 64 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	7/15/09	944	931	13
938 62 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	8/15/09	939	926	13
933 62 FHLMC SER #3134 5.000% 9/15/18	P	5/5/06	9/15/09	934	921	13
928 65 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	10/15/09	929	916	13
923 70 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	11/15/09	924	912	12
918 78 FHLMC SER #3134 5 000% 9/15/18	P	5/5/06	12/15/09	919	907	12
8,355 25 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	4/15/09	8,355	8,568	(213)
7,826 82 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	5/15/09	7,827	8,026	(199)
7,969 75 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	6/15/09	7,970	8,173	(203)
9,341 09 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	7/15/09	9,341	9,579	(238)
8,032 19 FHLMCG POOL #E01589 4.500% 2/01/19	P	3/4/09	8/15/09	8,032	8,237	(205)
9,323 82 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	9/15/09	9,324	9,561	(237)
5,903 49 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	10/15/09	5,903	6,054	(151)
6,536 95 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	11/15/09	6,537	6,703	(166)
5,479 92 FHLMCG POOL #E01589 4 500% 2/01/19	P	3/4/09	12/15/09	5,480	5,619	(139)
5,078 75 FNMA 913253 5 850% 3/01/37	P	2/13/09	3/25/09	5,079	5,276	(197)
1,468 04 FNMA 913253 5 850% 3/01/37	P	2/13/09	4/25/09	1,468	1,525	(57)
1,847 50 FNMA 913253 5 850% 3/01/37	P	2/13/09	5/25/09	1,848	1,919	(71)
4,907 69 FNMA 913253 5.850% 3/01/37	P	2/13/09	6/25/09	4,908	5,098	(190)
2,544 94 FNMA 913253 5 850% 3/01/37	P	2/13/09	7/25/09	2,545	2,644	(99)
4,373.96 FNMA 913253 5 850% 3/01/37	P	2/13/09	8/25/09	4,374	4,543	(169)
5,048 83 FNMA 913253 5 850% 3/01/37	P	2/13/09	9/25/09	5,049	5,244	(195)
1,522 98 FNMA 913253 5 850% 3/01/37	P	2/13/09	10/25/09	1,523	1,582	(59)
11,895 49 FNMA 913253 5 850% 3/01/37	P	2/13/09	11/25/09	11,895	12,356	(461)
5,621 25 FNMA 913253 5 850% 3/01/37	P	2/13/09	12/25/09	5,621	5,839	(218)
1,732 01 FNMA PL # 745418 5.500% 4/01/36	P	4/4/08	1/25/09	1,732	1,756	(24)
3,848 87 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	2/25/09	3,849	3,902	(53)
5,111 46 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	3/25/09	5,111	5,182	(71)
4,895 64 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	4/25/09	4,896	4,964	(68)
4,729 40 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	5/25/09	4,729	4,795	(66)
5,229 55 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	6/25/09	5,230	5,302	(72)
4,969 05 FNMA PL # 745418 5.500% 4/01/36	P	4/4/08	7/25/09	4,969	5,038	(69)
4,054 51 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	8/25/09	4,055	4,111	(56)
3,181 63 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	9/25/09	3,182	3,226	(44)
2,686 06 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	10/25/09	2,686	2,723	(37)
3,060 23 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	11/25/09	3,060	3,103	(43)
2,846 40 FNMA PL # 745418 5 500% 4/01/36	P	4/4/08	12/25/09	2,846	2,886	(40)
1,585 89 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	1/25/09	1,586	1,659	(73)
2,642 85 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	2/25/09	2,643	2,765	(122)
1,632 79 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	3/25/09	1,633	1,708	(75)
6,300 58 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	4/25/09	6,301	6,592	(291)
4,377 02 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	5/25/09	4,377	4,579	(202)
7,233 39 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	6/25/09	7,233	7,568	(335)
5,529 57 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	7/25/09	5,530	5,785	(255)
5,273 34 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	8/25/09	5,273	5,517	(244)
7,735 44 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	9/25/09	7,735	8,093	(358)
8,175 10 FNMA POOL #253754 6 500% 4/01/21	P	3/12/08	10/25/09	8,175	8,553	(378)

	(a) PROPERTY			(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
1,499 92	FNMA POOL #253754	6.500%	4/01/21	P	3/12/08	11/25/09	1,500	1,569	(69)
1,543 62	FNMA POOL #253754	6 500%	4/01/21	P	3/12/08	12/25/09	1,544	1,615	(71)
16,003 70	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	1/25/09	16,004	16,424	(420)
16,024 32	FNMA POOL #253997	6.000%	9/01/11	P	3/25/08	2/25/09	16,024	16,445	(421)
23,159 77	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	3/25/09	23,160	23,768	(608)
21,187 66	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	4/25/09	21,188	21,744	(556)
14,931 25	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	5/25/09	14,931	15,323	(392)
15,040 97	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	6/25/09	15,041	15,436	(395)
14,803 47	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	7/25/09	14,803	15,192	(389)
21,807 16	FNMA POOL #253997	6.000%	9/01/11	P	3/25/08	8/25/09	21,807	22,380	(573)
17,995 00	FNMA POOL #253997	6.000%	9/01/11	P	3/25/08	9/25/09	17,995	18,467	(472)
16,538 93	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	10/25/09	16,539	16,973	(434)
16,437 38	FNMA POOL #253997	6.000%	9/01/11	P	3/25/08	11/25/09	16,437	16,869	(432)
17,860 67	FNMA POOL #253997	6 000%	9/01/11	P	3/25/08	12/25/09	17,861	18,330	(469)
16,828 96	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	1/25/09	16,829	17,318	(489)
15,937 94	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	2/25/09	15,938	16,401	(463)
16,745 76	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	3/25/09	16,746	17,232	(486)
21,884 01	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	4/25/09	21,884	22,520	(636)
13,026 26	FNMA POOL #254315	6.000%	4/01/12	P	3/24/08	5/25/09	13,026	13,405	(379)
14,743 63	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	6/25/09	14,744	15,172	(428)
15,159 69	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	7/25/09	15,160	15,600	(440)
14,662 70	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	8/25/09	14,663	15,089	(426)
14,690 59	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	9/25/09	14,691	15,118	(427)
14,514 83	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	10/25/09	14,515	14,937	(422)
14,129 64	FNMA POOL #254315	6 000%	4/01/12	P	3/24/08	11/25/09	14,130	14,540	(410)
15,123 10	FNMA POOL #254315	6.000%	4/01/12	P	3/24/08	12/25/09	15,123	15,563	(440)
16,080 98	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	1/25/09	16,081	16,252	(171)
17,017 15	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	2/25/09	17,017	17,198	(181)
17,316.72	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	3/25/09	17,317	17,501	(184)
17,715 41	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	4/25/09	17,715	17,904	(189)
19,254 96	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	5/25/09	19,255	19,460	(205)
15,228 74	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	6/25/09	15,229	15,391	(162)
15,865 98	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	7/25/09	15,866	16,035	(169)
14,668 30	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	8/25/09	14,668	14,824	(156)
13,909 48	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	9/25/09	13,909	14,057	(148)
13,412 08	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	10/25/09	13,412	13,555	(143)
15,566 86	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	11/25/09	15,567	15,732	(165)
12,642 55	FNMA POOL #254756	4 500%	5/01/13	P	5/7/08	12/25/09	12,643	12,777	(134)
1,512 02	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	1/25/09	1,512	1,552	(40)
1,672 74	FNMA POOL #254798	6.000%	6/01/23	P	3/5/08	2/25/09	1,673	1,717	(44)
4,555 37	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	3/25/09	4,555	4,675	(120)
3,495 18	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	4/25/09	3,495	3,587	(92)
6,543 32	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	5/25/09	6,543	6,715	(172)
7,140 05	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	6/25/09	7,140	7,327	(187)
6,397 29	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	7/25/09	6,397	6,565	(168)
2,446 37	FNMA POOL #254798	6.000%	6/01/23	P	3/5/08	8/25/09	2,446	2,511	(65)
2,155 40	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	9/25/09	2,155	2,212	(57)
4,507 84	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	10/25/09	4,508	4,626	(118)
6,829 74	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	11/25/09	6,830	7,009	(179)
4,955 61	FNMA POOL #254798	6 000%	6/01/23	P	3/5/08	12/25/09	4,956	5,086	(130)
2,432 13	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	1/25/09	2,432	2,533	(101)
463 18	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	2/25/09	463	482	(19)
6,391 73	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	3/25/09	6,392	6,657	(265)
2,548 21	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	4/25/09	2,548	2,654	(106)
7,527 41	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	5/25/09	7,527	7,840	(313)
6,281 08	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	6/25/09	6,281	6,542	(261)
1,544 58	FNMA POOL #255335	6 500%	7/01/34	P	4/9/08	7/25/09	1,545	1,609	(64)

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
2,431 70	FNMA POOL #255335 6.500% 7/01/34	P	4/9/08	8/25/09	2,432	2,533	(101)
6,888 94	FNMA POOL #255335 6 500% 7/01/34	P	4/9/08	9/25/09	6,889	7,175	(286)
3,265 37	FNMA POOL #255335 6 500% 7/01/34	P	4/9/08	10/25/09	3,265	3,401	(136)
5,809 70	FNMA POOL #255335 6 500% 7/01/34	P	4/9/08	11/25/09	5,810	6,051	(241)
2,148 60	FNMA POOL #255335 6 500% 7/01/34	P	4/9/08	12/25/09	2,149	2,238	(89)
12,670 00	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	4/25/09	12,670	13,256	(586)
13,114 60	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	5/25/09	13,115	13,721	(606)
11,689 30	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	6/25/09	11,689	12,230	(541)
12,001 40	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	7/25/09	12,001	12,556	(555)
12,078 65	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	8/25/09	12,079	12,637	(558)
11,009 75	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	9/25/09	11,010	11,519	(509)
10,803 50	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	10/25/09	10,804	11,303	(499)
9,798 70	FNMA POOL #555065 6 000% 11/01/14	P	3/4/09	11/25/09	9,799	10,252	(453)
8,984 10	FNMA POOL #555065 6.000% 11/01/14	P	3/4/09	12/25/09	8,984	9,400	(416)
4,665 70	FNMA POOL #555175 4.805% 1/01/33	P	5/13/08	1/25/09	4,666	4,699	(33)
111,291 50	FNMA POOL #555175 4 805% 1/01/33	P	5/13/08	2/13/09	113,239	112,091	1,148
5,325 96	FNMA POOL #555175 4 805% 1/01/33	P	5/13/08	2/25/09	5,326	5,364	(38)
2,029 10	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	1/25/09	2,029	2,105	(76)
2,029 75	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	2/25/09	2,030	2,105	(75)
35,456 60	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	3/25/09	35,457	36,775	(1,318)
2,213 70	FNMA POOL #624152 6.500% 1/01/22	P	3/6/08	4/25/09	2,214	2,296	(82)
57,132 85	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	5/25/09	57,133	59,257	(2,124)
1,979 20	FNMA POOL #624152 6.500% 1/01/22	P	3/6/08	6/25/09	1,979	2,053	(74)
51,181 80	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	7/25/09	51,182	53,085	(1,903)
1,509 25	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	8/25/09	1,509	1,565	(56)
1,591 25	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	9/25/09	1,591	1,650	(59)
1,527 25	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	10/25/09	1,527	1,584	(57)
1,701 25	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	11/25/09	1,701	1,765	(64)
1,553 70	FNMA POOL #624152 6 500% 1/01/22	P	3/6/08	12/25/09	1,554	1,611	(57)
6,737 31	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	1/25/09	6,737	6,830	(93)
2,428 68	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	2/25/09	2,429	2,462	(33)
9,879 06	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	3/25/09	9,879	10,015	(136)
5,276 74	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	4/25/09	5,277	5,349	(72)
4,017 53	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	5/25/09	4,018	4,073	(55)
6,534 92	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	6/25/09	6,535	6,625	(90)
4,359.18	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	7/25/09	4,359	4,419	(60)
3,333 21	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	8/25/09	3,333	3,379	(46)
3,882 02	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	9/25/09	3,882	3,935	(53)
5,610 56	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	10/25/09	5,611	5,688	(77)
3,754 01	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	11/25/09	3,754	3,806	(52)
2,231 29	FNMA POOL #761334 5 000% 4/01/19	P	4/15/08	12/25/09	2,231	2,262	(31)
9 53	FNMA POOL #809324 4 751% 2/01/35	P	7/11/08	1/25/09	10	10	-
43,994.27	FNMA POOL #809324 4.751% 2/01/35	P	7/11/08	2/13/09	44,434	44,159	275
509 99	FNMA POOL #809324 4 751% 2/01/35	P	7/11/08	2/25/09	510	512	(2)
902 90	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	1/25/09	903	879	24
1,937 39	FNMA POOL #828346 5.000% 7/01/35	P	9/3/08	2/25/09	1,937	1,887	50
3,722 55	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	3/25/09	3,723	3,629	94
4,434 23	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	4/25/09	4,434	4,329	105
4,406 66	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	5/25/09	4,407	4,308	99
4,079 54	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	6/25/09	4,080	3,991	89
3,633 47	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	7/25/09	3,633	3,557	76
2,959 79	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	8/25/09	2,960	2,900	60
2,098 10	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	9/25/09	2,098	2,058	40
1,082 74	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	10/25/09	1,083	1,063	20
3,038 23	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	11/25/09	3,038	2,984	54
2,668 71	FNMA POOL #828346 5 000% 7/01/35	P	9/3/08	12/25/09	2,669	2,624	45
4,667.51	FNMA POOL #893590 6 500% 9/01/36	P	3/14/08	1/25/09	4,668	4,836	(168)

	(a) PROPERTY			(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
9,737 30	FNMA POOL #893590	6.500%	9/01/36	P	3/14/08	2/25/09	9,737	10,089	(352)
11,970 32	FNMA POOL #893590	6.500%	9/01/36	P	3/14/08	3/25/09	11,970	12,402	(432)
8,334 52	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	4/25/09	8,335	8,635	(300)
8,384 86	FNMA POOL #893590	6.500%	9/01/36	P	3/14/08	5/25/09	8,385	8,688	(303)
17,077 10	FNMA POOL #893590	6.500%	9/01/36	P	3/14/08	6/25/09	17,077	17,693	(616)
8,046 23	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	7/25/09	8,046	8,337	(291)
9,251 00	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	8/25/09	9,251	9,585	(334)
4,063 06	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	9/25/09	4,063	4,210	(147)
9,523 78	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	10/25/09	9,524	9,868	(344)
2,370 01	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	11/25/09	2,370	2,456	(86)
407 26	FNMA POOL #893590	6 500%	9/01/36	P	3/14/08	12/25/09	407	422	(15)
413 88	FNMA POOL #944637	6.000%	7/01/37	P	4/23/08	1/25/09	414	422	(8)
4,777 68	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	2/25/09	4,778	4,875	(97)
6,444 05	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	3/25/09	6,444	6,576	(132)
7,078 73	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	4/25/09	7,079	7,224	(145)
5,022 81	FNMA POOL #944637	6.000%	7/01/37	P	4/23/08	5/25/09	5,023	5,126	(103)
12,189 08	FNMA POOL #944637	6.000%	7/01/37	P	4/23/08	6/25/09	12,189	12,439	(250)
11,479 74	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	7/25/09	11,480	11,715	(235)
260,254 96	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	8/10/09	272,048	265,581	6,467
6,040 88	FNMA POOL #944637	6 000%	7/01/37	P	4/23/08	8/25/09	6,041	6,165	(124)
247 72	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	1/25/09	248	241	7
3,997 85	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	2/25/09	3,998	3,895	103
9,039 27	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	3/25/09	9,039	8,821	218
9,172 42	FNMA POOL #956080	5.500%	1/01/38	P	7/12/08	4/25/09	9,172	8,967	205
12,261 46	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	5/25/09	12,261	12,009	252
2,670 60	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	6/25/09	2,671	2,618	53
5,912 11	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	7/25/09	5,912	5,802	110
5,051 69	FNMA POOL #956080	5.500%	1/01/38	P	7/12/08	8/25/09	5,052	4,964	88
1,576 39	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	9/25/09	1,576	1,551	25
3,109 35	FNMA POOL #956080	5.500%	1/01/38	P	7/12/08	10/25/09	3,109	3,062	47
578 24	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	11/25/09	578	570	8
1,387 14	FNMA POOL #956080	5 500%	1/01/38	P	7/12/08	12/25/09	1,387	1,369	18
2,742 55	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	1/25/09	2,743	2,753	(10)
2,735 58	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	2/25/09	2,736	2,746	(10)
5,411 15	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	3/25/09	5,411	5,432	(21)
434 61	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	4/25/09	435	436	(1)
445 45	FNMA POOL #963705	6.000%	6/01/38	P	10/16/08	5/25/09	445	447	(2)
2,324 97	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	6/25/09	2,325	2,334	(9)
3,858 51	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	7/25/09	3,859	3,874	(15)
1,899 50	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	8/25/09	1,900	1,907	(7)
4,378 33	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	9/25/09	4,378	4,395	(17)
2,278 13	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	10/25/09	2,278	2,287	(9)
153 42	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	11/25/09	153	154	(1)
1,620 52	FNMA POOL #963705	6 000%	6/01/38	P	10/16/08	12/25/09	1,621	1,627	(6)
77 33	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	1/25/09	77	76	1
756 82	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	2/25/09	757	742	15
79 64	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	3/25/09	80	78	2
1,513 93	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	4/25/09	1,514	1,487	27
1,390 16	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	5/25/09	1,390	1,367	23
653.26	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	6/25/09	653	643	10
2,351 60	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	7/25/09	2,352	2,317	35
300 93	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	8/25/09	301	297	4
1,481 94	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	9/25/09	1,482	1,463	19
66 70	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	10/25/09	67	66	1
69 25	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	11/25/09	69	68	1
2,070 15	FNMA POOL #969998	5 500%	6/01/38	P	8/19/08	12/25/09	2,070	2,049	21
2,241 39	FNMA POOL #991184	5 500%	9/01/38	P	9/19/08	1/25/09	2,241	2,258	(17)

(a) PROPERTY		(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
6,748.39	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	2/25/09	6,748	6,798	(50)
11,495 83	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	3/25/09	11,496	11,581	(85)
10,561 87	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	4/25/09	10,562	10,640	(78)
8,420 33	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	5/25/09	8,420	8,483	(63)
7,280 32	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	6/25/09	7,280	7,334	(54)
7,511 56	FNMA POOL #991184 5.500% 9/01/38	P	9/19/08	7/25/09	7,512	7,567	(55)
80,625 17	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	8/5/09	83,220	81,224	1,996
3,695 72	FNMA POOL #991184 5 500% 9/01/38	P	9/19/08	8/25/09	3,696	3,723	(27)
90 51	FNMA POOL #AA0281 5 500% 4/01/39	P	8/5/09	10/25/09	91	93	(2)
3,572 81	FNMA POOL #AA0281 5 500% 4/01/39	P	8/5/09	11/25/09	3,573	3,676	(103)
1,976 38	FNMA POOL #AA0281 5 500% 4/01/39	P	8/5/09	12/25/09	1,976	2,033	(57)
273 63	FNMA POOL #AA2524 6 000% 3/01/39	P	8/10/09	10/25/09	274	285	(11)
45,195 02	FNMA POOL #AA2524 6 000% 3/01/39	P	8/10/09	11/25/09	45,195	47,059	(1,864)
14,050 47	FNMA POOL #AA2524 6 000% 3/01/39	P	8/10/09	12/25/09	14,050	14,630	(580)
85,000 00	FNMA TBA 30YR 5 500% 9/15/34	P	8/5/09	8/5/09	87,444	87,444	-
260,000 00	FNMA TBA 30YR 6.000% 9/15/39	P	8/10/09	8/10/09	270,725	270,725	-
500,000 00	FX FORWARD CONTRACT	P	12/23/08	1/28/09	332,668	344,875	(12,207)
125,000 00	FORD MOTOR CO BD DTD 09/30/98 6.625%	P	1/31/07	3/19/09	37,500	97,677	(60,177)
10,000.00	FORD MOTOR CO BDS 6 625% 02/15/2028	P	1/30/07	3/19/09	3,000	7,764	(4,764)
170,000 00	FORD MOTOR CO DTD 07/16/99 7.450%	P	VAR	3/19/09	51,000	128,564	(77,564)
95,000 00	FORD MOTOR CRED CO DTD 10/25/01	P	10/16/06	10/30/09	92,863	89,878	2,985
10,000 00	FORD MTR CO DEL 7 500% 8/01/26	P	1/26/07	3/19/09	3,000	8,285	(5,285)
50,000 00	FORD MTR CR CO 5 700% 1/15/10	P	12/21/07	11/17/09	49,900	45,095	4,805
15,000 00	FORD MTR CR CO 7 000% 10/01/13	P	3/28/06	11/17/09	14,390	13,335	1,055
50,000 00	FORD MTR CR CO 8.000% 12/15/16	P	1/24/07	10/30/09	47,750	49,615	(1,865)
95,000 00	GEN ELEC CAP CORP 6 000% 6/15/12	P	7/31/08	7/29/09	100,648	98,440	2,208
43,000 00	GEN MTRS ACCEP CORP 6 875% 8/28/12	P	10/11/07	1/2/09	27,932	39,131	(11,199)
100,000 00	GENERAL DYNAMICS COR 5 375% 8/15/15	P	3/11/08	12/16/09	112,903	105,477	7,426
90,000 00	GENERAL ELEC CAP COR 5 250% 10/19/12	P	var	12/7/09	96,747	91,131	5,616
100,000 00	GENERAL ELEC CAP COR 5 250% 10/19/12	P	3/7/08	12/16/09	107,151	104,215	2,936
600,000 00	GENERAL ELEC CAPT CORP 10/23/09	P	9/8/09	10/23/09	599,850	599,850	-
500,000 00	GENERAL ELECTRIC CO 6/23/09	P	5/11/09	6/23/09	499,808	499,808	-
60,000 00	GENERAL MLS INC 5 700% 2/15/17	P	11/17/08	4/22/09	61,701	53,654	8,047
93,000 00	GENERAL MTRS ACCEP 6 750% 12/01/14	P	10/19/07	1/2/09	52,439	82,513	(30,074)
15,000 00	GENL MOTORS ACCEPT CORP DTD 11/02/01	P	8/16/07	1/2/09	7,642	13,125	(5,483)
4,000 00	GLAXOSMITHKLINE CAP 5 650% 5/15/18	P	5/19/08	6/19/09	4,171	4,022	149
17,000 00	GLAXOSMITHKLINE CAP 5 650% 5/15/18	P	5/19/08	6/19/09	17,709	17,094	615
9,000 00	GLAXOSMITHKLINE CAP 5.650% 5/15/18	P	5/19/08	6/22/09	9,443	9,050	393
30,000 00	GLAXOSMITHKLINE CAP 5 650% 5/15/18	P	5/19/08	7/16/09	31,949	30,165	1,784
85,000 00	GMAC LLC 4 750% 9/14/09	P	5/7/08	1/9/09	39,541	116,722	(77,181)
77,000 00	GMAC LLC 4 750% 9/14/09	P	3/5/09	9/16/09	77,000	16,639	60,361
75,000 00	GMAC LLC 6 625% 5/15/12	P	9/21/07	1/2/09	48,024	68,069	(20,045)
25,000 00	GMAC LLC 6.875% 9/15/11	P	12/31/08	11/23/09	22,500	21,995	505
15,640 32	GMACCM SECS SER 1999 7 273% 8/15/36	P	1/28/09	3/15/09	15,640	15,734	(94)
21,471 99	GMACCM SECS SER 1999 7.273% 8/15/36	P	1/28/09	4/15/09	21,472	21,600	(128)
42,838 04	GMACCM SECS SER 1999 7 273% 8/15/36	P	1/28/09	5/15/09	42,838	43,094	(256)
5,520 29	GMACCM SECS SER 1999 7 273% 8/15/36	P	1/28/09	6/15/09	5,520	5,553	(33)
1,039 67	GNMA POOL # 569569 6.000% 1/15/32	P	1/1/01	1/15/09	1,040	1,193	(153)
1,491 51	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	2/15/09	1,492	1,712	(220)
2,506 73	GNMA POOL # 569569 6.000% 1/15/32	P	1/1/01	3/15/09	2,507	2,877	(370)
2,616 31	GNMA POOL # 569569 6.000% 1/15/32	P	1/1/01	4/15/09	2,616	3,002	(386)
1,320 87	GNMA POOL # 569569 6.000% 1/15/32	P	1/1/01	5/15/09	1,321	1,516	(195)
1,234 00	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	6/15/09	1,234	1,416	(182)
3,780 72	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	7/15/09	3,781	4,339	(558)
1,786 80	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	8/15/09	1,787	2,051	(264)
1,371.07	GNMA POOL # 569569 6.000% 1/15/32	P	1/1/01	9/15/09	1,371	1,573	(202)
1,768 80	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	10/15/09	1,769	2,030	(261)

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
2,048 81	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	11/15/09	2,049	2,351	(302)
1,735 33	GNMA POOL # 569569 6 000% 1/15/32	P	1/1/01	12/15/09	1,735	1,991	(256)
2,622 40	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	1/15/09	2,622	2,617	5
10,996 12	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	2/15/09	10,996	10,974	22
7,938 87	GNMA POOL #688023 6.000% 10/15/38	P	10/28/08	3/15/09	7,939	7,923	16
12,626 27	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	4/15/09	12,626	12,601	25
7,817 08	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	5/15/09	7,817	7,801	16
14,054 38	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	6/15/09	14,054	14,026	28
5,422 23	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	7/15/09	5,422	5,411	11
5,633 78	GNMA POOL #688023 6.000% 10/15/38	P	10/28/08	8/15/09	5,634	5,622	12
8,335 04	GNMA POOL #688023 6.000% 10/15/38	P	10/28/08	9/15/09	8,335	8,318	17
8,067 37	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	10/15/09	8,067	8,051	16
10,227 72	GNMA POOL #688023 6 000% 10/15/38	P	10/28/08	11/15/09	10,228	10,207	21
11,597 53	GNMA POOL #688023 6.000% 10/15/38	P	10/28/08	12/15/09	11,598	11,574	24
90,000 00	GOLDMAN SACHS GROUP 5 625% 1/15/17	P	9/17/07	12/8/09	93,168	86,699	6,469
125,000 00	GOLDMAN SACHS GROUP 5 950% 1/18/18	P	1/11/08	12/8/09	133,719	124,823	8,896
5,000 00	GOLDMAN SACHS GROUP 6 125% 2/15/33	P	11/18/08	6/12/09	4,483	3,724	759
30,000 00	GOLDMAN SACHS GROUP 6 750% 10/01/37	P	11/17/08	12/2/09	30,940	20,603	10,337
55,000 00	HEWLETT PACKARD CO 4.500% 3/01/13	P	5/22/08	2/2/09	57,069	54,864	2,205
10,000 00	HOME DEPOT INC 5 400% 3/01/16	P	9/17/08	6/12/09	9,827	9,106	721
128,000 00	HOME DEPOT INC 5 875% 12/16/36	P	8/5/08	12/2/09	124,206	108,686	15,520
30,000 00	HOSPIRA INC 6 050% 3/30/17	P	3/20/07	12/8/09	31,447	29,953	1,494
100,000 00	HSBC CR CARD SER 200 5 100% 6/15/12	P	4/17/08	9/15/09	100,000	101,136	(1,136)
500,000 00	HSBC FINANCE CORP C/P 3/30/09	P	2/25/09	3/30/09	499,822	499,822	-
250,000 00	IBM INTL GROUP CAP 5 050% 10/22/12	P	3/5/08	12/16/09	272,950	262,550	10,400
136 23	INDYMAC INDX 2006- 6 40071% 9/25/36	P	1/11/07	12/25/08	136	138	(2)
5,000 00	INTER'L LEASE 3.500% 4/01/09	P	1/19/06	4/1/09	5,000	5,000	-
60,000 00	INTL LEASE FIN CORP 4 875% 9/01/10	P	1/20/06	7/21/09	52,575	59,408	(6,833)
20,000 00	INTL LEASE FIN CORP 5 750% 6/15/11	P	6/8/06	6/10/09	16,725	19,974	(3,249)
5,000 00	INTL PAPER CO 7 950% 6/15/18	P	7/22/08	5/13/09	4,488	4,874	(386)
100,000 00	INTL PAPER CO 7 950% 6/15/18	P	7/22/08	5/13/09	92,850	99,576	(6,726)
10,000 00	KB HOME 5 875% 1/15/15	P	9/24/07	11/12/09	9,150	8,581	569
15,000 00	KB HOME 6 250% 6/15/15	P	9/25/07	11/12/09	13,800	12,888	912
5,000 00	KB HOME 7 250% 6/15/18	P	9/27/07	11/12/09	4,600	4,356	244
70,000 00	KRAFT FOOD INC 6 500% 8/11/17	P	8/8/07	10/20/09	76,301	69,590	6,711
5,000 00	LENNAR CORP 5 500% 9/01/14	P	9/25/07	11/12/09	4,500	4,347	153
200,000 00	MASSACHUSETTS ST 5.000% 8/01/33	P	11/14/08	12/2/09	208,838	194,998	13,840
55,000 00	MBNA MCCT SER 1999-J 7 000% 2/15/12	P	7/11/08	9/15/09	55,000	56,959	(1,959)
55,000 00	MCDONALDS CORP MTN 5 800% 10/15/17	P	6/10/08	2/12/09	60,254	55,846	4,408
130,000 00	MERRILL LYNCH & CO 6.400% 8/28/17	P	9/13/07	12/8/09	137,882	133,148	4,734
1,633 10	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	1/25/09	1,633	1,591	42
892 66	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	2/25/09	893	870	23
1,444 58	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	3/25/09	1,445	1,407	38
1,729 06	MERRILL LYNCH 05-A2 4.4934% 3/25/35	P	6/5/06	4/25/09	1,729	1,684	45
1,899 77	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	5/25/09	1,900	1,850	50
1,459 04	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	6/25/09	1,459	1,421	38
1,321 38	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	7/25/09	1,321	1,287	34
2,324 64	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	8/25/09	2,325	2,264	61
2,092 73	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	9/25/09	2,093	2,038	55
2,238 71	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	10/25/09	2,239	2,181	58
1,476 24	MERRILL LYNCH 05-A2 4.4934% 3/25/35	P	6/5/06	11/25/09	1,476	1,438	38
1,636 34	MERRILL LYNCH 05-A2 4 4934% 3/25/35	P	6/5/06	12/25/09	1,636	1,594	42
175,000 00	ML-CFC COML 06-1 5 439% 2/12/39	P	3/22/06	8/19/09	167,563	175,961	(8,398)
50,000 00	ML-CWC SER 2006-4 5 172% 12/12/49	P	11/19/08	8/14/09	34,900	28,370	6,530
200,000 00	MORGAN STANLEY 5 550% 4/27/17	P	9/19/07	12/8/09	205,266	194,417	10,849
30,000 00	MORGAN STANLEY DEAN 3 875% 1/15/09	P	9/23/08	1/15/09	30,000	30,000	-
700,000 00	NORDIC INVEST BANK 11.250% 4/16/09	P	4/16/09	4/22/09	3,627	5,512	(1,885)

	(a) PROPERTY	(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
65,000 00	ORACLE CORP 5 000% 7/08/19	P	6/30/09	8/12/09	66,763	64,758	2,005
85,000 00	ORACLE CORP / OZARK 5.000% 1/15/11	P	6/10/08	7/1/09	89,041	86,611	2,430
30,000 00	OWENS CORNING NEW 7.000% 12/01/36	P	10/26/06	10/20/09	25,101	29,407	(4,306)
45,000 00	OWENS ILL INC 7 500% 5/15/10	P	1/23/06	5/27/09	46,800	45,675	1,125
40,000 00	OWENS ILL INC 7 800% 5/15/18	P	1/25/06	11/12/09	39,200	40,319	(1,119)
45,000 00	PENNEY J C CORP INC 6 375% 10/15/36	P	8/22/07	7/16/09	31,163	41,665	(10,502)
30,000 00	PENNEY J C INC 6 875% 10/15/15	P	1/11/07	7/16/09	27,075	31,401	(4,326)
25,000 00	PEPSICO INC 7 900% 11/01/18	P	10/21/08	6/18/09	30,032	24,940	5,092
50,000 00	PIONEER NAT RES CO 5 875% 7/15/16	P	8/7/07	10/28/09	45,006	43,303	1,703
25,000 00	PIONEER NAT RES CO 6.875% 5/01/18	P	10/16/07	11/19/09	23,519	23,594	(75)
10,000 00	PIONEER NAT RES CO 7 200% 1/15/28	P	9/4/07	10/28/09	8,480	8,669	(189)
39 00	PREFERRED BLOCKER INC	P	12/31/08	11/4/09	23,216	-	23,216
250,000 00	PRUDENTIÁL FINL INC 5 150% 1/15/13	P	3/6/08	12/16/09	265,010	256,918	8,092
5,000 00	PULTE HOMES INC 5 200% 2/15/15	P	9/20/07	11/17/09	4,600	4,180	420
40,000 00	PULTE HOMES INC 6 250% 2/15/13	P	9/17/07	11/17/09	39,600	35,731	3,869
60,000 00	QWEST CAP FDG INC 7 750% 2/15/31	P	8/23/06	10/21/09	47,254	57,000	(9,746)
40,000 00	QWEST CORP 6 500% 6/01/17	P	8/1/07	10/28/09	37,571	37,228	343
70,000 00	QWEST CORP 7 500% 10/01/14	P	8/3/06	10/28/09	70,019	70,000	19
458 62	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	1/25/09	459	463	(4)
1,605 95	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	1/25/09	1,606	1,613	(7)
2,111 24	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	2/25/09	2,111	2,132	(21)
3,320 54	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	3/25/09	3,321	3,353	(32)
1,664 44	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	4/25/09	1,664	1,681	(17)
471 34	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	5/25/09	471	476	(5)
990 71	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	6/25/09	991	1,000	(9)
664 46	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	7/25/09	664	671	(7)
79,477 87	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	8/19/09	47,488	79,814	(32,326)
1,417 71	RALI SER 2006-QS6 TR 6 000% 6/25/21	P	9/25/06	8/25/09	1,418	1,424	(6)
2,883 91	RESDL 2006-QS13-2A1 5.750% 9/25/21	P	9/11/06	1/25/09	2,884	2,876	8
5,705 30	RESDL 2006-QS13-2A1 5.750% 9/25/21	P	9/11/06	2/25/09	5,705	5,691	14
1,861 59	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	3/25/09	1,862	1,857	5
4,766 14	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	4/25/09	4,766	4,754	12
2,556.54	RESDL 2006-QS13-2A1 5.750% 9/25/21	P	9/11/06	5/25/09	2,557	2,550	7
2,685 51	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	6/25/09	2,686	2,679	7
2,343 72	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	7/25/09	2,344	2,338	6
157,499 79	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	8/19/09	89,972	157,094	(67,122)
3,256 32	RESDL 2006-QS13-2A1 5 750% 9/25/21	P	9/11/06	8/25/09	3,256	3,248	8
115,000 00	REYNOLDS AMERICAN IN 7 250% 6/15/37	P	6/18/07	6/19/09	91,713	114,320	(22,607)
75,000 00	RIO TINTO FIN USA LT 6 500% 7/15/18	P	6/24/08	12/8/09	83,342	74,348	8,994
50,000 00	SLM CORP 5 050% 11/14/14	P	10/16/07	6/16/09	36,200	43,919	(7,719)
35,000 00	SLM CORP 5 375% 5/15/14	P	6/9/08	6/12/09	26,915	30,549	(3,634)
105,000 00	SLM CORP 8 450% 6/15/18	P	6/11/08	7/16/09	90,563	102,932	(12,369)
80,000 00	SLM CORP MEDIUM TERM 5 000% 4/15/15	P	10/3/07	6/16/09	58,200	67,151	(8,951)
30,000 00	SLM CORP MEDIUM TERM 5 000% 6/15/18	P	9/20/07	7/21/09	18,188	24,175	(5,987)
55,000 00	SLM CORP MEDIUM TERM 5.000% 10/01/13	P	5/12/08	6/16/09	42,763	49,209	(6,446)
5,000 00	SLM CORP MEDIUM TERM 5 375% 1/15/13	P	10/11/07	6/16/09	3,940	4,513	(573)
280,000 00	SPRINT CAP CORP 6.875% 11/15/28	P	7/30/08	10/20/09	218,599	244,237	(25,638)
15,000 00	TALISMAN ENERGY INC 5.850% 2/01/37	P	10/20/08	12/14/09	13,983	11,954	2,029
25,000 00	TALISMAN ENERGY INC 6 250% 2/01/38	P	11/13/08	12/14/09	25,070	20,279	4,791
100,000 00	TAQA ABU DHABI NATL 7 250% 8/01/18	P	7/24/08	12/22/09	103,500	99,845	3,655
10,000 00	TELECOM ITALIA CAP 6 000% 9/30/34	P	6/7/07	10/20/09	9,630	9,099	531
50,000 00	TELECOM ITALIA CAP 6 375% 11/15/33	P	6/20/07	10/20/09	50,046	48,340	1,706
65,000 00	TELECOM ITALIA CAP 7 200% 7/18/36	P	6/12/07	10/20/09	71,191	67,115	4,076
80,000 00	TELUS CORP 4 950% 3/15/17	P	3/14/07	11/24/09	77,757	69,442	8,315
19,000 00	TIME WARNER CABLE IN 6 550% 5/01/37	P	4/5/07	12/14/09	19,544	18,836	708
75,000 00	TIME WARNER INC 6 625% 5/15/29	P	6/8/06	12/2/09	77,672	73,812	3,860
500,000 00	TOYOTA MOTOR CREDIT C/P 12/01/09	P	9/29/09	12/1/09	499,923	499,923	-

	(a) PROPERTY		(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
500,000 00	TOYOTA MOTOR CREDIT CO	3/13/09	P	1/9/09	3/13/09	499,250	499,250	-
500,000 00	TOYOTA MOTOR CREDIT CO	7/27/09	P	6/24/09	7/27/09	499,902	499,902	-
800,000 00	TOYOTA MOTOR CREDIT CO	9/28/09	P	7/28/09	9/28/09	799,702	799,702	-
75,000 00	U S STEEL CORP	6 650% 6/01/37	P	6/12/07	10/20/09	59,951	72,081	(12,130)
75,000 00	U S TREAS NTS	1 125% 6/30/11	P	6/25/09	8/19/09	75,246	74,971	275
10,000 00	U S TREAS NTS	1.125% 6/30/11	P	6/25/09	8/28/09	10,038	9,996	42
75,000 00	U S TREAS NTS	1 125% 6/30/11	P	6/25/09	9/1/09	75,425	74,971	454
65,000 00	U S TREAS NTS	1 125% 6/30/11	P	6/25/09	9/2/09	65,370	64,975	395
20,000 00	U S TREAS NTS	1 125% 6/30/11	P	6/25/09	11/6/09	20,161	19,992	169
10,000 00	U S TREAS NTS	1 125% 6/30/11	P	6/29/09	12/1/09	10,107	10,004	103
20,000 00	U S TREAS NTS	1.125% 6/30/11	P	6/29/09	12/9/09	20,187	20,007	180
55,000 00	U S TREAS NTS	1 250% 11/30/10	P	12/2/08	4/20/09	55,372	55,378	(6)
100,000 00	U S TREAS NTS	1.250% 11/30/10	P	12/2/08	4/20/09	100,680	100,688	(8)
55,000 00	U S TREAS NTS	1 250% 11/30/10	P	12/2/08	4/22/09	55,326	55,378	(52)
205,000 00	U S TREAS NTS	1 250% 11/30/10	P	12/2/08	6/11/09	205,672	206,409	(737)
295,000 00	U S TREAS NTS	1.250% 11/30/10	P	12/2/08	6/17/09	296,693	297,028	(335)
340,000 00	U S TREAS NTS	1.250% 11/30/10	P	12/2/08	6/25/09	342,417	342,338	79
115,000 00	U S TREAS NTS	1 875% 6/15/12	P	6/17/09	8/27/09	116,275	115,512	763
10,000 00	U S TREAS NTS	1.875% 6/15/12	P	6/17/09	9/22/09	10,131	10,045	86
20,000 00	U S TREAS NTS	1 875% 6/15/12	P	6/17/09	10/30/09	20,308	20,089	219
5,000 00	U S TREAS NTS	1 875% 6/15/12	P	6/17/09	11/9/09	5,089	5,022	67
40,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	1/27/09	40,856	41,456	(600)
80,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	1/28/09	81,306	82,913	(1,607)
60,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	1/29/09	60,928	62,184	(1,256)
65,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	2/12/09	65,944	67,366	(1,422)
55,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	5/11/09	55,139	57,002	(1,863)
80,000 00	U S TREAS NTS	2.000% 11/30/13	P	12/18/08	6/15/09	78,212	82,913	(4,701)
20,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	7/8/09	19,998	20,728	(730)
275,000 00	U S TREAS NTS	2 000% 11/30/13	P	12/18/08	9/9/09	274,484	285,012	(10,528)
60,000 00	U S TREAS NTS	2 250% 5/31/14	P	6/17/09	7/15/09	59,580	58,939	641
65,000 00	U S TREAS NTS	2 250% 5/31/14	P	6/17/09	7/21/09	64,804	63,855	949
20,000 00	U S TREAS NTS	2.250% 5/31/14	P	6/17/09	7/22/09	19,884	19,648	236
15,000 00	U S TREAS NTS	2 250% 5/31/14	P	6/17/09	11/4/09	15,030	14,751	279
20,000 00	U S TREAS NTS	2 250% 5/31/14	P	6/17/09	11/12/09	20,137	19,670	467
70,000 00	U S TREAS NTS	2 250% 5/31/14	P	6/17/09	12/7/09	70,919	68,859	2,060
10,000 00	U S TREAS NTS	2 750% 2/15/19	P	4/29/09	6/26/09	9,367	9,367	-
15,000 00	U S TREAS NTS	2 750% 2/15/19	P	4/29/09	7/22/09	14,056	14,056	-
5,000 00	U S TREAS NTS	2 750% 2/15/19	P	4/29/09	7/28/09	4,639	4,639	-
10,000 00	U S TREAS NTS	2 750% 2/15/19	P	4/29/09	9/23/09	9,473	9,771	(298)
10,000 00	U S TREAS NTS	2.750% 2/15/19	P	4/29/09	11/2/09	9,482	9,482	-
150,000 00	U S TREAS NTS	3.500% 2/15/18	P	3/11/08	7/28/09	149,402	149,156	246
100,000 00	U S TREAS NTS	3 500% 2/15/18	P	3/11/08	8/5/09	99,570	99,438	132
45,000 00	U S TREAS NTS	4 000% 8/15/18	P	10/8/08	11/30/09	48,102	47,159	943
30,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	1/30/09	34,446	32,619	1,827
15,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	2/23/09	17,306	17,306	-
50,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	3/18/09	58,972	58,037	935
10,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	6/15/09	10,847	11,607	(760)
65,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	6/30/09	71,198	75,449	(4,251)
50,000 00	U S TREAS NTS	4 750% 8/15/17	P	1/23/09	7/30/09	54,551	58,037	(3,486)
40,000 00	U S TREASURY NOTES	4.625% 8/31/11	P	3/3/08	5/12/09	43,225	43,453	(228)
55,000 00	U S TREASURY NOTES	4.625% 8/31/11	P	3/3/08	5/12/09	59,438	59,748	(310)
990,000 00	U S TREASURY NOTES	4.625% 8/31/11	P	3/6/08	6/17/09	1,061,269	1,078,362	(17,093)
155,000 00	U S WEST COMMUN	6 875% 9/15/33	P	8/24/06	10/20/09	127,843	135,631	(7,788)
70,000 00	U S WEST COMMUN	7 250% 9/15/25	P	6/27/06	10/23/09	58,247	68,663	(10,416)
65,000 00	U S WEST COMMUNICATI	7 250% 10/15/35	P	11/21/05	10/23/09	49,237	62,075	(12,838)
335,000 00	U S T BDS INFL INDX	2 375% 1/15/27	P	1/23/09	12/16/09	381,231	344,690	36,541
30,000 00	UNITED MEXICAN STS	6.050% 1/11/40	P	10/27/08	10/23/09	30,204	18,314	11,890

.(a) PROPERTY		(b) HOW ACQUIRED	(c) DATE ACQUIRED	(d) DATE SOLD	(e) GROSS SALES PRICE	(g) BASIS	(h) GAIN OR (LOSS)
250,000 00	UNITED STATES TREAS BD DTD 11/15/99 6 250%	P	9/9/08	1/23/09	344,248	318,797	25,451
700,000 00	UNITED STATES TREAS BILLS 7/23/09	P	6/24/09	7/23/09	699,935	699,935	-
30,000 00	USG CORP 6 300% 11/15/16	P	6/9/08	10/23/09	24,873	24,797	76
95,000 00	USG CORP 8 000% 1/15/18	P	1/25/08	11/17/09	91,200	93,501	(2,301)
60,000 00	VALE OVERSEAL LIMITE 6 875% 11/21/36	P	12/17/07	12/2/09	61,763	58,561	3,202
45,000 00	VALERO ENERGY CORP 6 125% 6/15/17	P	5/22/08	11/3/09	46,531	44,364	2,167
140,000 00	VALERO ENERGY CORP 6 625% 6/15/37	P	8/10/07	12/2/09	131,810	139,327	(7,517)
50,000 00	VERIZON COMMUNICATIO 5 250% 4/15/13	P	4/16/08	10/21/09	54,190	50,885	3,305
70,000 00	VERIZON GLOBAL 7.375% 9/01/12	P	4/17/08	10/22/09	79,553	76,823	2,730
5,000 00	VERIZON GLOBAL 7 375% 9/01/12	P	4/17/08	10/28/09	5,684	5,487	197
15,000 00	VERIZON GLOBAL 7 375% 9/01/12	P	4/17/08	11/9/09	17,080	16,462	618
125,000 00	VODAFONE GROUP PLC 5 500% 6/16/11	P	VAR	12/1/09	132,789	127,939	4,850
250,000 00	WACHOVIA BANK NA 6 600% 1/15/38	P	11/30/07	12/2/09	265,915	249,480	16,435
50,000 00	WACHOVIA CORP 5.750% 2/01/18	P	1/28/08	10/23/09	52,104	49,786	2,318
405 30	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	1/25/09	405	398	7
784 61	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	2/25/09	785	770	15
832 56	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	3/25/09	833	817	16
788 45	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	4/25/09	788	774	14
1,169 73	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	5/25/09	1,170	1,148	22
1,007 01	WAMU MTG 05-AR7 4.9285% 8/25/35	P	6/9/06	6/25/09	1,007	989	18
1,467 14	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	7/25/09	1,467	1,440	27
2,113 76	WAMU MTG 05-AR7 4.9285% 8/25/35	P	6/9/06	8/25/09	2,114	2,075	39
1,716 66	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	9/25/09	1,717	1,685	32
1,018 89	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	10/25/09	1,019	1,000	19
1,951 37	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	11/25/09	1,950	1,915	35
1,062 96	WAMU MTG 05-AR7 4 9285% 8/25/35	P	6/9/06	12/25/09	1,061	1,042	19
540 83	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	1/25/09	541	524	17
621 52	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	2/25/09	622	603	19
798 57	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	3/25/09	799	774	25
780 81	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	4/25/09	781	757	24
770 07	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	5/25/09	770	747	23
881 05	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	6/25/09	881	854	27
1,426 47	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	7/25/09	1,426	1,383	43
1,211 05	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	8/25/09	1,211	1,174	37
813 42	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	9/25/09	813	789	24
932 86	WASHINGTON 2005-AR3 4.6608% 3/25/35	P	6/8/06	10/25/09	933	905	28
598 18	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	11/25/09	597	579	18
779 95	WASHINGTON 2005-AR3 4 6608% 3/25/35	P	6/8/06	12/25/09	779	755	24
200,000 00	WASHINGTON ST 5 000% 7/01/28	P	11/4/08	12/2/09	212,284	198,748	13,536
65,000 00	WESTERN UN CO 5 930% 10/01/16	P	9/20/06	10/20/09	69,951	64,974	4,977
2,422 97	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	1/25/09	2,423	2,441	(18)
3,229.90	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	2/25/09	3,230	3,254	(24)
4,647 99	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	3/25/09	4,648	4,683	(35)
2,791 98	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	4/25/09	2,792	2,813	(21)
2,889 51	WFMB SECS SER 2006- 6.0449% 9/25/36	P	1/11/07	5/25/09	2,890	2,911	(21)
3,154 33	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	6/25/09	3,154	3,178	(24)
3,727 79	WFMB SECS SER 2006- 6.0449% 9/25/36	P	1/11/07	7/25/09	3,728	3,756	(28)
4,261 32	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	8/25/09	4,261	4,293	(32)
3,539 12	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	9/25/09	3,539	3,566	(27)
2,336 03	WFMB SECS SER 2006- 6.0449% 9/25/36	P	1/11/07	10/25/09	2,336	2,354	(18)
3,268 95	WFMB SECS SER 2006- 6 0449% 9/25/36	P	1/11/07	11/25/09	3,268	3,293	(25)
3,635 07	WFMB SECS SER 2006- 6.0449% 9/25/36	P	1/11/07	12/25/09	3,634	3,661	(27)
92,000 00	XEROX CORP 6 400% 3/15/16	P	7/17/06	10/20/09	97,518	86,747	10,771
					$40,801,943	$40,194,285	$607,658

Tax Asset Detail 1/01/09 - 12/31/09

FYE: 12/31/2009

Asset	d t	Property Description	Date In Service	Tax Cost	Sec 179 Exp Current = c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: BUILDING												
25		BUILDING	6/01/07	1,099,244 76	0 00	0 00	43,511 77	27,481 12	70,992 89	1,028,251 87	S/L	40 0
			BUILDING	1,099,244 76	0 00c	0 00	43,511 77	27,481 12	70,992 89	1,028,251.87		
Group: COMPUTERS												
8		SOFTWARE KNOWLEDGE	11/02/96	1,851 08	0 00	0 00	1,851 08	0 00	1,851 08	0 00	S/L	5 0
9		PRINTER	5/20/94	727 33	0 00	0 00	727 33	0 00	727 33	0 00	S/L	5 0
11		ARISTOTLE WEB SITE	10/30/00	5,916 50	0 00	0 00	5,916 50	0 00	5,916 50	0 00	S/L	5 0
12		ARISTOTLE WEB SITE	2/06/01	6,096 21	0 00	0 00	6,096 21	0 00	6,096 21	0 00	S/L	5 0
13		ARISTOTLE WEB SITE	9/17/02	1,740 00	0 00	0 00	1,740 00	0 00	1,740 00	0 00	S/L	5 0
14		COMPUTER EQUIPMENT	3/01/03	7,210 09	0 00	0 00	7,210 09	0 00	7,210 09	0 00	S/L	5 0
15		ARISTOTLE WEBSITE	8/29/03	2,479 16	0 00	0 00	2,479 16	0 00	2,479 16	0 00	S/L	5 0
16		COMPUTER - JPF	9/15/06	1,979 80	0 00	0 00	923 91	395 96	1,319 87	659 93	S/L	5 0
26		SUE LAPTOP	3/20/07	673 99	0 00	0 00	235 90	134 80	370 70	303 29	S/L	5.0
27		COMPUTERS & SETUP	7/31/07	7,404 16	0 00	0 00	2,097 84	1,480 83	3,578 67	3,825 49	S/L	5 0
29		PC for Sue	4/03/09	556 85	0 00c	0 00	0 00	83 53	83 53	473 32	S/L	5 0
30		Laptop- Best Buy	12/23/09	953 72	0 00c	0 00	0 00	0 00	0 00	953 72	S/L	5 0
			COMPUTERS	37,588 89	0 00c	0 00	29,278 02	2,095 12	31,373 14	6,215 75		
Group: FURNITURE & FIXTURES												
2		PORTRAIT	1/01/90	1,000 00	0 00	0 00	1,000 00	0 00	1,000 00	0 00	S/L	7 0
4		FURNITURE	10/09/96	703 10	0 00	0 00	703.10	0 00	703 10	0 00	S/L	7 0
5		FURNITURE	12/03/96	695 75	0 00	0 00	695.75	0 00	695 75	0.00	S/L	7 0
6		DESK & CHAIRS	12/02/98	2,830 69	0 00	0 00	2,830 69	0.00	2,830 69	0 00	S/L	7 0
17		FILING CABINETS & CHAIR	2/14/06	750 00	0 00	0 00	312 49	107 14	419 63	330 37	S/L	7 0
18		DATA/COMMUNICATION WIRII	6/01/07	13,595 95	0.00	0 00	3,075 28	1,942 28	5,017 56	8,578 39	S/L	7 0
19		BLINDS	6/01/07	3,196 50	0 00	0 00	506 11	319 65	825 76	2,370 74	S/L	10 0
20		FURNITURE	6/01/07	14,542 61	0 00	0 00	3,289 40	2,077 52	5,366 92	9,175 69	S/L	7 0
21		COPIER	6/01/07	497 73	0 00	0 00	157 62	99 55	257.17	240 56	S/L	5 0
22		AV EQUIPMENT- BD ROOM	8/16/07	12,211 81	0 00	0 00	2,326 05	1,744 54	4,070 59	8,141 22	S/L	7 0
23		CHAIRS	7/10/07	635 02	0 00	0 00	136 08	90 72	226 80	408 22	S/L	7.0
24		RECEPTIONIST DESK	7/05/07	933 00	0 00	0 00	199 93	133 29	333 22	599.78	S/L	7 0
28		Best Buy	5/02/08	512 73	0 00	0 00	68 36	102 55	170 91	341 82	S/L	5 0
31		File cabinet	5/22/09	797 65	0 00c	0 00	0 00	66 47	66 47	731 18	S/L	7 0
			FURNITURE & FIXTURES	52,902 54	0 00c	0 00	15,300 86	6,683 71	21,984 57	30,917 97		
			Grand Total	1,189,736 19	0 00c	0 00	88,090 65	36,259 95	124,350 60	1,065,385 59		

Charles A. Frueauff Foundation, Inc.
2009 Grants

Education:

Student Aid:

Alice Lloyd College Pippi Passes, KY	$40,000	Scholarships
AR Single Parent Scholarship Fund Springdale, AR	$60,000	Scholarships Operating Expenses
Bellevue University Bellevue, NE	$25,000	Needs-based Scholarships
Blackburn College Carlinville, IL	$35,000	Scholarships Science Building Support
ChairScholars Odessa, FL	$20,000	Scholarship Support
Christian Brothers University Memphis, TN	$30,000	Engineering Scholarship
Franklin Pierce University Rindge, NH	$35,000	Scholarships
Hunter School of Social Work New York, NY	$40,000	Masters of Social Work Scholarships with Children's Village
Kansas University Lawrence, KS	$20,000	Minority Scholarships
Lynchburg College Lynchburg, VA	$15,000	Nursing Student Scholarships
Midway College Midway, KY	$15,000	Scholarships for the Career Development Program
Moravian College Bethlehem, PA	$35,000	Scholarships
Oglala Lakota College Kyle, SD	$34,000	Scholarships Faculty Endowment
Oglethorpe University Atlanta, GA	$40,000	Scholarships

Piney Woods School Piney Woods, MS	$50,000	Scholarships
Savannah College of Art & Design Savannah, GA	$20,000	Master Degree Scholarships
Southern Scholarship Fnd. Tallahassee, FL	$40,000	HDF Scholarship House
Spelman College Atlanta, GA	$15,000	Scholarships for Seniors
Sweet Briar College Sweet Briar, VA	$25,000	Scholarships
Tusculum College Greenville, TN	$40,000	Work-Study Scholarships
University of Arkansas Clinton School of Public Service Little Rock, AR	$20,000	Scholarships
U of the Ozarks Clarksville, AR	$80,000	Jones Learning Center Scholarships Promise of Excellence Campaign

Total: $734,000

Construction and Equipment:

AR Fallen Firefighters Memorial Little Rock, AR	$10,000	Construction Campaign
AR Tech University Russellville, AR	$20,000	Trading Room Technology
Hendrix College Conway, AR	$35,000	Student Life & Technology Center
Millsaps College Jackson, MS	$25,000	Classroom Technology

Total: $90,000

Special Programs:

American Humanics Kansas City,	$20,000	General Support
Arkansas Coalition for Excellence Little Rock, AR	$10,000	Challenge Grant

Caramoor Katonah, NY	$20,000	Arts-in-Education
College pf St Mary Omaha, NE	$35,000	McAuley Scholars Program
Elon University Elon, NC	$20,000	Community Partnership Initiative
Literacy Council of Fort Bend Sugar Land, TX	$5,000	Adult Student Support
Museum of Discovery Little Rock, AR	$8,000	Science Odyssey Program
Music Conservatory of Westchester White Plains, NY	$30,000	Music Therapy Institute
Partnership with Children New York, NY	$10,000	*Open Heart-Open Mind*
Persephone Productions Falls Church, VA	$20,000	*To the Contrary*
Public Policy Productions Palisades, NY	$25,000	*NO TOMORROW*
Rockhurst University Kansas City, MO	$30,000	Center for Service Learning
Rolling Readers San Diego, CA	$10,000	Books for 3 Schools
Schott Foundation Cambridge, MA	$50,000	Arkansas Outreach
Thea Foundation Little Rock, AR	$15,000	Art Across Arkansas
Washington & Lee University Lexington, VA	$35,000	Shepherd Alliance Program
J. Austin White Cultural Center Eudora, AR	$10,000	Art Activities for Youth

Total: $353,000

Early Childhood Education:

Catholic Charities of Brooklyn & Queens Brooklyn, NY	$25,000	Montessori Teacher Training

Jonestown Family Center Jonestown, MS	$25,000	Montessori & Toddler Programs
Mount Kisco Child Care Center Mount Kisco, NY	$15,000	Scholarships
Neighbors Together Sparta, TN	$15,000	B-4 Books, Early Literacy

Total: $80,000

Education Total: $1,257,000

Health:

Hospitals:

Arkansas Children's Hospital Little Rock, AR	$40,000	South Wing Building Construction
Baptist Health Foundation Little, AR	$20,000	Nursing Scholarships
Chicot Memorial Hospital Lake Village, AR	$14,000	Emergency Medication Fund
Craig Hospital Englewood, CO	$40,000	2nd Century Leadership Initiative
Memorial Sloan-Kettering Cancer Center New York, NY	$15,000	Equipment Development
Northern Westchester Hospital Center Fdn. Mount Kisco, NY	$20,000	Community Health Outreach
Shriners hospitals for Children Tampa, FL	$20,000	Transportation Fund General Operation
Tallahassee Memorial Healthcare Fdn. Tallahassee, FL	$45,000	Equipment Purchase

Total: $214,000

Medical Schools:

Columbia University School of Nursing New York, NY	$20,000	Nursing Student Scholarships
Weill Cornell Medical College New York, NY	$25,000	Research

FSU Medical School Tallahassee, FL	$25,000	Nursing Student Scholarships
University of Arkansas for Medical Science Little Rock, AR	$20,000	Eating Disorder Clinic

Total: $90,000

Physical & Mental Health Support Services:

Abilities! Albertson, NY	$35,000	General Support
The Arc of Fort Bend County Sugar Land, TX	$1,500	Special Olympics Uniforms
The Alzheimer's Project Tallahassee, FL	$25,000	General Program Support
AR Prostate Cancer Fdn. Little Rock, AR	$15,000	General Support
Camp Aldersgate Little Rock, AR	$20,000	Weekend Respite Camps
Guiding Eyes for the Blind Yorktown Heights, NY	$30,000	*Sight on College*
Helping Residents Achieve Texas City, TX	$20,000	Operating Support
House of Mercy Belmont, NC	$6,000	Salary Support
Making Headway Chappaqua, NY	$20,000	Educational Remediation Services
Methodist Family Health Fdn. Little Rock, AR	$15,000	Residential Building Renovation
National Assoc. of Anorexia Nervosa & Associated Disorders Highland Park, IL	$20,000	Youth Education Services
Recordings for the Blind & Dyslexic Princeton, NJ	$30,000	Program support
St. Madeleine Sophie's Center El Cajon, CA	$3,500	Operating Expenses
Sunshine Center Galveston, TX	$25,000	Day Habilitation & Supportive Employment

Total: $266,000

Community & National Organizations:

AR Hospice Foundation Little Rock, AR	$20,000	Construction Expenses
Capital Medical Society Fdn. Tallahassee, FL	$40,000	*We Care Network*
CARTI Foundation Little Rock, AR	$35,000	Services for Cancer Patients
Catch Kids Tupelo, MS	$10,000	Medicines & Clinic Supplies
Daughters of Charity Services Dumas, AR	$15,000	Women Inspiring Self-Empowerment
The Floating Hospital New York, NY	$20,000	Support for Families in Shelters
LSA Family Health Services New York, NY	$20,000	Maternity Outreach Program
National Hypertension Association New York, NY	$10,000	Research
Sanctuary Hospice House Tupelo, MS	$25,000	Operating Expenses
St. Christopher's, Inc. Dobbs Ferry, NY	$30,000	Residential Programs Special Education Programs
Visiting Nurse Services New York, NY	$35,000	Nurse-Family Partnership in Bronx

Total: $260,000

Health Total: $830,000

Social Services:

Boys & Girls Clubs:

Paul Bewie Boys & Girls Clubs	$25,000	Program Support
Boys & Girls Clubs of the AR River Valley	$40,000	Operating Expenses
Boys & Girls Club of the Big Bend Tallahassee, FL	$40,000	Program Support

Boys & Girls Club of Phillips County Helena, AR	$15,000	Educational Programming
Boys & Girls Clubs of Saline County Benton, AR	$10,000	Targeted Re-entry Program
Boys Club of New York	<u>$45,000</u>	Independent School Program

Total: **$175,000**

<u>Youth Services:</u>

Advocacy Center for Children Galveston, TX	$15,000	Building Maintenance
Age to Age, Wesley Foundation Russellville, AR	$35,000	Program Support
Alpha House, Home for Boys Tupelo, MS	$30,000	General Support
America Scores New York, NY	$15,000	Operating Support
AR Sheriffs' Boys & Girls Ranches Batesville, AR	35,000	General Operations
Big Brothers Big Sisters of New York New York, NY	$25,000	*Mentoring Growth Initiative*
Big Brothers Big Sisters of N Central AR, River Valley Branch Russellville, AR	$15,000	Program Support
Boys Choir of Tallahassee Tallahassee, FL	$45,000	Program Support
Brooklyn Bureau of Community Services Brooklyn, NY	$20,000	Early Learning Support Center Children's Literacy Initiative
Capital City Youth Services Tallahassee, FL	$4,000	Crisis Shelter Curriculum
Child Advocates of Fort Bend Richmond, TX	$5,000	Operating Expenses
Children's Village Dobbs Ferry, NY	$20,000	*Aftercare Plus*
Covenant House New Orleans, NY	$10,000	Youth & Children Programs

DEBATE-Kansas City Kansas City, MO	$10,000	*Coaching Connections*
Family & Children's Agency Norwalk, CT	$4,375	After School Programs
Family Services of Westchester Port Chester, NY	$15,000	Jr. & Sen. Youth Councils
Fresh Youth Initiative New York, NY	$20,000	*Community Youth in Action*
Good Shepherd Services New York, NY	$35,000	Bronx Beacon Projects
Inwood House New York, NY	$30,000	*Teen Choice*
Kids in Crisis Cos Cob, CT	$4,000	Salary Support
Just Communities of Central Arkansas Little Rock, AR	$5,000	Teen Ourtown Program
Kids in the Middle St. Louis, MO	$15,000	Counseling Support
Lighthouse Children's Home Tallahassee, FL	$25,000	General Support
Mount St. Vincent Home Denver, CO	$15,000	Residential Program
PARK Little Rock, AR	$40,000	Program Support
Petit JeanYouth Fdn. Morrilton, AR	$40,000	Direct Counseling Services
R.M. Pyles Boys Camp Valencia, CA	$20,000	General Operating Support
Safe Horizon New York, NY	$10,000	*Streetwork Program*
Tutwiler Community Education Center Tutwiler, MS	$13,000	After-school & Teen Programs
Young People's Chorus New York, NY	$10,000	Scholarship Support

Youth Empowerment Project New Orleans, LA	$16,000	Operating Support

Total: $601,375

Community Programs:

Boys, Girls, Adults, CDC Marvell, AR	$25,000	Operating Support
Brehon Institute for Family Services Tallahassee, FL	$2,500	General Support
Center for Family Life in Sunset Park Brooklyn, NY	$20,000	General Operating Support
Centers for Youth & Families Fdn. Little Rock, AR	$40,000	Parenting Education
Domus Stamford, CT	$5,000	Family Advocate Program
Echo Outreach Ministries Tallahassee, FL	$35,000	Program Support
Elder Help of San Diego San Diego, CA	$4,500	Concierge Club Membership
Grand Street Settlement New York, NY	$35,000	Operating Budget
Heifer International Little Rock, AR	$20,000	Urban Agriculture Initiative in Rockford and Chicago
Legal Aid Society New York, NY	$20,000	Civil Practice Support
Lee's Place Tallahassee, FL	$2,000	General Operating Expenses
Metropolitan Interfaith-Faith Association Memphis, TN	$25,000	General Support
Neighbors Link Mount Kisco, NY	$35,000	General Operating Expenses Model Replication
Refuge House Tallahassee, FL	$7,500	Operating Support
Southern Good Faith Fund Little Rock, AR	$25,000	Program Support

Step Up Savannah Savannah, GA	$12,500	Program Evaluation
Tristesse Healing Hearts Grief Center Tulsa, OK	$15,000	Program Support
United Way of the Big Bend Tallahassee, FL	$40,000	Current Program Support

Total: $369,000

Employment Services:

Broadway Community New York, NY	$35,000	Phase 111 Implementing Job Training
Horticultural Society of New York New York, NY	$20,000	*GreenHouse and Green Team*
Reconcile New Orleans New Orleans, LA	$35,000	Hospitality & Construction Employment Training
YWCA of the City of New York New York, NY	$25,000	Women's Empowerment Network

Total: $115,000

Housing Support:

Big Bend Habitat for Humanity Tallahassee, FL	$20,000	House Sponsorship
Fort Bend Habitat for Humanity Stafford, TX	$4,000	Homeowner Education Support
Galveston County Recovery Fund Galveston, TX	$6,000	Family Housing Support
Interfaith Hospitality Network Little Rock, AR	$15,000	Operational Support
Our House Little Rock, AR	$20,000	Family Housing Program
Providence Community Housing New Orleans, LA	$50,000	Construction and Renovation Support
Rainbow Rehab Tallahassee, FL	$2,500	Project Home Insulation

Total: $117,500

Food Services:

Aids-Related Community Services Hawthrone, NY	$5,000	Food Pantry Support
America's 2nd Harvest of the Big Bend Tallahassee, FL	$35,000	Salary Support
America's 2nd Harvest of Coastal Georgia Savannah, GA	$15,000	Kids Program
Arkansas Rice Depot Little Rock, AR	$35,000	Program Support
City Harvest New York, NY	$55,000	Program Support
Connecticut Food Bank New Haven, CT	$3,625	Program Support
Damayan Garden Project Tallahassee, FL	$2,000	Support of Gardens
Elder Care Services Tallahassee, FL	$35,000	Nutrition Program
Food for Thought Forestville, CA	$12,500	Food Purchase
Franklin's Promise Coalition $20,000	$20,000	Food Pantry Staffing
Gleaning from the Harvest Galveston, TX	$3,000	Snack Backpack Program
Hunters for the Hungry Big Island, VA	$20,000	Challenge Grant
Island Harvest Mineola, NY	$20,000	Program Support
Midnight Run Dobbs Ferry, NY	$25,000	Program Support
Potluck Little Rock. AR	$10,000	Kids' Pantry Support
Society of St Andrews Birmingham, AL	$10,000	Program Expansion

Society of St Andrews Orlando, FL	$20,000	Agency Support
Society of St. Andrew Mathiston, MS	$20,000	Program Support

Total: $346,125

Social Services Total: $1,724,000

Total 2009 Awards: $3,807,500

Council on Foundations Dues: **$28,320**

Total 2009 Distribution: $ 3,839,320