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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2009

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation PHYLLIS L REED TRUST		A Employer identification number 13-6893488
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (914) 289-3035
	City or town, state, and ZIP code BNY Mellon, N A - P O Box 185		C* If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
	Pittsburgh PA 15230-0185		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,664,227		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	82,400	80,483		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-31,606			
	b Gross sales price for all assets on line 6a	120,878			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain		0		
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	13,117	0	0		
12 Total. Add lines 1 through 11	63,911	80,483	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	40,284	24,170		16,114
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule, see page 14 of the instructions)	6,722	2,152	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	0	0	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	47,006	26,322	0	16,114
	25 Contributions, gifts, grants paid	73,621			73,621
26 Total expenses and disbursements. Add lines 24 and 25	120,627	26,322	0	89,735	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-56,716				
b Net investment income (if negative, enter -0-)		54,161			
c Adjusted net income (if negative, enter -0-)			0		

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

*PREPARATION IN PROCESS

Form 990-PF (2009)

94

17

Form 990-PF (2009) PHYLLIS L REED TRUST

13-6893488

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments		178,287	178,450
	3 Accounts receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶	0		
	Less allowance for doubtful accounts ▶	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,304,521	2,068,409	2,485,777
	14 Land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0
	15 Other assets (describe ▶)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,304,521	2,246,696	2,664,227
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,304,521	2,246,696	
	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)	2,304,521	2,246,696	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,304,521	2,246,696	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,304,521
2	Enter amount from Part I, line 27a	2	-56,716
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	2,247,805
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,109
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,246,696

Form 990-PF (2009)

PHYLLIS L REED TRUST

13-6893488

Page 3

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 FEDERAL NATL MTG AS 5 25% 1/15/09		11/1/2005	1/15/2009
b ROYCE VALUE TRUST INC		10/7/2005	8/7/2009
c DUKE ENERGY CORP		4/9/2007	8/6/2009
d DUKE ENERGY CORP		4/17/2008	8/6/2009
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 50,000	0	50,750	-750
b 19,000	0	37,997	-18,997
c 30,839	0	41,620	-10,781
d 18,504	0	22,117	-3,613
e 0	0	0	0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a 0	0	0	-750
b 0	0	0	-18,997
c 0	0	0	-10,781
d 0	0	0	-3,613
e 0	0	0	0

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	-31,606
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	0

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			0.000000
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 Total of line 1, column (d)**2** 0.000000**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** 0.000000**4** Enter the net value of noncharitable-use assets for 2009 from Part X, line 5**4** 0**5** Multiply line 4 by line 3**5** 0**6** Enter 1% of net investment income (1% of Part I, line 27b)**6** 0**7** Add lines 5 and 6**7** 0**8** Enter qualifying distributions from Part XII, line 4**8** 0

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	1,083
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	1,083
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
3 Add lines 1 and 2		5	1,083
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments		6c	2,500
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6d	
b Exempt foreign organizations—tax withheld at source		7	2,500
c Tax paid with application for extension of time to file (Form 8868)		8	0
d Backup withholding erroneously withheld		9	0
7 Total credits and payments. Add lines 6a through 6d		10	1,417
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 1,417 Refunded			

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **►** N/A

The books are in care of **►** BNY Mellon, N.A. Telephone no **►** (914) 289-3035

Located at **►** P.O. Box 185 Pittsburgh PA ZIP+4 **►** 15230-0185

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year **►** 15 N/A

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

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?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	TRUSTEE SEE ATTACHED	40,284	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

Total number of other employees paid over \$50,000☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (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		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	
2 NONE	
3 NONE	
4 NONE	

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 NONE	
2 NONE	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,365,431
b	Average of monthly cash balances	1b	29,220
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,394,651
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,394,651
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	35,920
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,358,731
6	Minimum investment return. Enter 5% of line 5	6	117,937

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

1	Minimum investment return from Part X, line 6	1	117,937
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,083
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,083
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	116,854
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	116,854
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	116,854

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	89,735
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	89,735
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	89,735

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				116,854
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			101,147	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>89,735</u>				
a Applied to 2008, but not more than line 2a			89,735	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			11,412	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				116,854
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)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	73,621
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
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	82,400	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-31,606	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>FEDERAL TAX REFUND</u>		0		13,117	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		63,911	0
13	Total. Add line 12, columns (b), (d), and (e)				13	63,911

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

[illegible]

PHYLLIS L REED TRUST

13-6893488

Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BUCKSPORT REGIONAL HEALTH CENTER, ATTN. JOHN M CORRIGAN

☐ Person ☒ Business

Street

P O BOX 447, 110 BROADWAY

City

State

Zip code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

7,362

Name

BANGOR THEOLOGICAL SEMINARY, ATTN JACKIE BUSSIERE, CONTROLLI

☐ Person ☒ Business

Street

P O BOX 411, 2 COLLEGE CIR

City

State

Zip code

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

7,362

Name

WALDO COUNTY GENERAL HOSPITAL, ATTN LAURI MCLEAN

☐ Person ☒ Business

Street

118 NORTHPORT AVE

City

BELFAST

State

ME

Zip code

04915

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

29,448

Name

WHITE PLAINS HOSPITAL, ATTN ELIZABETH FILIPPELLA

☐ Person ☒ Business

Street

DAVIS AVENUE & E POST ROAD

City

WHITE PLAINS

State

NY

Zip code

10601

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

OPERATIONAL

Amount

29,449

Name

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

**Attachment to Form 990-PF Part VIII, Column (b) Title and average hours
per week devoted to position**

As Trustee, the Bank of New York Mellon provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

ASSET SUMMARY

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 1

ASSET CATEGORY	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
CASH	0.00	0.00	0.00			
CASH EQUIVALENTS	178,449.91	6.70	178,287.21	162.70	271.50	0.15
FIXED INCOME	677,966.12	25.45	706,588.63	28,622.51	39,501.19	5.83
EQUITIES	1,807,811.30	67.85	1,361,820.52	445,990.78	49,236.01	2.72
*TOTAL ASSETS	2,664,227.33	100.00%	2,246,696.36	417,530.97	89,008.70	3.34

*INCLUDES INCOME CASH BALANCE OF \$4,793.06

ASSET DETAIL

AS OF DECEMBER 31, 2009

PAGE 2

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

+	PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
CASH & CASH EQUIVALENTS							
+							
	CASH						
	123,721.35	AIM STIT-TREASURY PTF-INS 7D SWEEP	123,721.35 1.00	0.00 123,721.35	0.00	37.12	0.03
	4,793.06	AIM STIT-TREASURY PTF-INS 7D SWEEP	4,793.06 1.00	4,793.06	0.00	1.44	0.03
	50,000	UNITED STATES TREAS BILL 7/29/10	49,935.50 99.87	49,772.80	162.70	232.94	0.47
+							
	TOTAL CASH & CASH EQUIVALENTS						
			178,449.91	178,287.21	162.70	271.50	0.15
FIXED INCOME							
+							
U.S. GOVERNMENTS							
+							
	100,000	FEDERAL NATL MTG ASSN 7.25% 1/15/10	100,219.00 100.22	101,376.39	1,157.39-	7,250.00	7.23
	51,072	U S TSY INFL INDX BD 1.25% 4/15/14	52,783.93 103.35	50,846.61	1,937.32	638.40	1.21
+							
	TOTAL U.S. GOVERNMENTS						
			153,002.93	152,223.00	779.93	7,888.40	5.16

ASSET DETAIL

 PHYLLIS L REED TR FBO CHARITIES ART7
 ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 3

	PAR VALUE OR SHARES	ASSET DESCRIPTION		MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET	
+									
+		CORPORATE							
	50,000	CREDIT SUISSE FB USA	5.5%	8/15/13	54,317.50 108.63	49,812.50	4,505.00	2,750.00	5.06
	100,000	GENERAL ELEC CAP C	5.0%	3/30/24	97,315.00 97.32	100,000.00	2,685.00-	5,000.00	5.14
	50,000	GENERAL ELECTRIC	5.0%	2/01/13	52,898.00 105.80	49,931.00	2,967.00	2,500.00	4.73
	100,000	JOHN HANCOCK LIFE	4.11%	7/15/14	93,194.00 93.19	100,000.00	6,806.00-	4,110.00	4.41
	50,000	WAL MART STORES INC	5.0%	4/05/12	53,786.50 107.57	54,009.00	222.50-	2,500.00	4.65
+		TOTAL CORPORATE			351,511.00	353,752.50	2,241.50-	16,860.00	4.80
+		MUTUAL FUNDS							
	26,726.07	DREYFUS PREM LT TRM HI YLD-I			173,452.19 6.49	200,613.13	27,160.94-	14,752.79	8.51
+		TOTAL MUTUAL FUNDS			173,452.19	200,613.13	27,160.94-	14,752.79	8.51
+		TOTAL FIXED INCOME			677,966.12	706,588.63	28,622.51-	39,501.19	5.83

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 4

+	PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
	EQUITIES						
+	ENERGY						
	500	BP PLC SPONS ADR	28,985.00 57.97	8,565.16	20,419.84	1,680.00	5.80
	700	DEVON ENERGY CORPORATION NEW	51,450.00 73.50	31,255.00	20,195.00	448.00	0.87
	700	EXXON MOBIL CORP	47,733.00 68.19	5,816.01	41,916.99	1,176.00	2.46
+	1,000	XTO ENERGY INC	46,530.00 46.53	16,116.00	30,414.00	500.00	1.07
	TOTAL ENERGY						
	MATERIALS						
+	1,000	AGNICO EAGLE MINES LTD	54,000.00 54.00	37,277.60	16,722.40	0.00	0.00
	1,000	DOW CHEMICAL CO	27,630.00 27.63	32,640.00	5,010.00-	600.00	2.17

ASSET DETAIL

 PHYLLIS L REED TR FBO CHARITIES ART7
 ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 5

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
2,500	HECLA MINING CO	15,450.00 6.18	32,626.00	17,176.00-	0.00	0.00
300	PRAXAIR INC	24,093.00 80.31	17,238.60	6,854.40	480.00	1.99
1,000	SILVER STD RES INC	21,870.00 21.87	35,371.80	13,501.80-	0.00	0.00
+ TOTAL MATERILAS						
		143,043.00	155,154.00	12,111.00-	1,080.00	0.76
+ INDUSTRIALS						
3,000	GENERAL ELECTRIC COMPANY	45,390.00 15.13	9,121.47	36,268.53	1,200.00	2.64
400	RAYTHEON CO	20,608.00 51.52	19,644.76	963.24	496.00	2.41
500	UNITED TECHNOLOGIES CORP	41,646.00 69.41	30,405.99	11,240.01	924.00	2.22
+ TOTAL INDUSTRIALS						
		107,644.00	59,172.22	48,471.78	2,620.00	2.43
+ CONSUMER STAPLES						
2,000	ARCHER DANIELS MIDLAND CO	62,620.00 31.31	91,953.10	29,333.10-	1,120.00	1.79

ASSET DETAIL

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 6

	PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
+	1,200	KIMBERLY CLARK CORP	76,452.00 63.71	25,483.13	50,968.87	2,880.00	3.77
	1,000	PEPSICO INC	60,800.00 60.80	6,622.49	54,177.51	1,800.00	2.96
	1,500	PROCTER & GAMBLE CO	90,945.00 60.63	24,639.92	66,305.08	2,640.00	2.90
	1,000	WAL MART STORES INC	53,450.00 53.45	59,200.00	5,750.00-	1,090.00	2.04
+		TOTAL CONSUMER STAPLES	344,267.00	207,898.64	136,368.36	9,530.00	2.77
+		HEALTHCARE					
	500	GILEAD SCIENCES INC	21,635.00 43.27	22,775.00	1,140.00-	0.00	0.00
	1,500	JOHNSON & JOHNSON	96,615.00 64.41	39,825.00	56,790.00	2,940.00	3.04
+		TOTAL HEALTHCARE	118,250.00	62,600.00	55,650.00	2,940.00	2.49
+		FINANCIALS					
	1,500	PLUM CREEK TIMBER CO INC	56,640.00 37.76	58,500.00	1,860.00-	2,520.00	4.45
+		TOTAL FINANCIALS	56,640.00	58,500.00	1,860.00-	2,520.00	4.45

ASSET DETAIL

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 7

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
INFORMATION TECHNOLOGY						
500	APPLE INC	105,366.00 210.73	37,395.00	67,971.00	0.00	0.00
1,500	CORNING INC	28,965.00 19.31	31,065.00	2,100.00-	300.00	1.04
1,600	INTEL CORP	32,640.00 20.40	26,575.00	6,065.00	896.00	2.75
2,000	MICROSOFT CORPORATION	60,960.00 30.48	52,968.40	7,991.60	1,040.00	1.71
TOTAL INFORMATION TECHNOLOGY						
		227,931.00	148,003.40	79,927.60	2,236.00	0.98
TELECOMMUNICATIONS SERVICES						
1,500	VERIZON COMMUNICATIONS INC	49,695.00 33.13	56,329.25	6,634.25-	2,850.00	5.73
TOTAL TELECOMMUNICATIONS SERVICES						
		49,695.00	56,329.25	6,634.25-	2,850.00	5.73
UTILITIES						
700	EXELON CORP	34,209.00 48.87	34,718.11	509.11-	1,470.00	4.30
TOTAL UTILITIES						
		34,209.00	34,718.11	509.11-	1,470.00	4.30

ASSET DETAIL

PHYLLIS L REED TR PBO CHARITIES ART7
ACCOUNT 1058024820

AS OF DECEMBER 31, 2009

PAGE 8

	PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
+							
+		INTERNATIONAL					
	4,000	ARC ENERGY TR UNITS	76,081.60 19.02	72,796.03	3,285.57	4,577.75	6.02
	1,500	FRANCO-NEVADA CORP	40,206.00 26.80	30,600.00	9,606.00	400.63	1.00
	1,000	GOLDCORP INC NEW	39,340.00 39.34	16,060.00	23,280.00	180.00	0.46
+		TOTAL INTERNATIONAL	155,627.60	119,456.03	36,171.57	5,158.38	3.31
+		OTHER EQUITIES					
	5,000	PEYTO ENERGY TRUST	67,058.00 13.41	76,857.50	9,799.50-	9,000.00	13.42
+		TOTAL OTHER EQUITIES	67,058.00	76,857.50	9,799.50-	9,000.00	13.42
+		MUTUAL FUNDS					
	8,130.128	BNY MELLON SMALL CAP STK FD CL M	76,016.70 9.35	84,151.20	8,134.50-	89.43	0.12
	3,000	ISHARES MSCI EAFE INDEX FD	165,840.00 55.28	161,100.00	4,740.00	4,323.00	2.61

ASSET DETAIL

PHYLLIS L REED TR FBO CHARITIES ART7
ACCOUNT 10588024820

AS OF DECEMBER 31, 2009

PAGE 9

	PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
+	1,200	ISHARES S & P MIDCAP 400	86,892.00 72.41	76,128.00	10,764.00	1,615.20	1.86
+		TOTAL MUTUAL FUNDS	328,748.70	321,379.20	7,369.50	6,027.63	1.83
+		TOTAL EQUITIES	1,807,811.30	1,361,820.52	445,990.78	49,236.01	2.72

*INCLUDES INCOME CASH BALANCE OF \$4,793.06

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Net Gain or Loss
								Gross Sales	Cost, Other Basis and Expenses	Expense of Sale and Cost of Improvements	Depreciation	
Long Term CG Distributions			Amount	2,535								
Short Term CG Distributions												
1	X	FEDERAL NATL MTG AS	5.25			11/1/2005						
2	X	ROYCE VALUE TRUST INC	780910105			10/7/2005						
3	X	DUKE ENERGY CORP	26441C105			4/9/2007						
4	X	DUKE ENERGY CORP	26441C105			4/17/2008						
5												
6												
7												
8												
9												
10												
Totals												
Securities								120,878	152,484			-31,606
Other sales								0	0			0

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FEDERAL TAX REFUND	13,117		
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		13,117	0	0

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	2,152	2,152		
2	FEDERAL ESTIMATED FID INC TAX	4,570			
3					
4					
5					
6					
7					
8					
9					
10					
		6,722	2,152	0	0

Part II, Line 13 (990-PF) - Investments - Other

		2,304,521	2,068,409	2,485,777
	Item or Category	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER ASSETS	2,304,521	2,068,409	2,485,777
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	OID ADJUSTMENT	1	421
2	TAX COST ADJUSTMENT	2	688
3	Total	3	1,109

	Long Term CG Distributions	Amount	Total	118,343	0	152,484	-34,141	0	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Short Term CG Distributions	2,535	0									
	Kind(s) of Property Sold	CUSIP #	Date Acquired	How Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss			
1	FEDERAL NATL MTG AS 5 25%	115/0531359MEK5	1/11/2005		1/15/2009	50,000	0	50,750	-750	0	0	-34,141
2	ROYCE VALUE TRUST INC	780910105	10/7/2005		8/7/2009	19,000	0	37,997	-18,997	0	0	-18,997
3	DUKE ENERGY CORP	26441C105	4/9/2007		8/6/2009	30,839	0	41,620	-10,781	0	0	-10,781
4	DUKE ENERGY CORP	26441C105	4/17/2008		8/6/2009	18,504	0	22,117	-3,613	0	0	-3,613
5						0	0	0	0	0	0	0
6						0	0	0	0	0	0	0
7						0	0	0	0	0	0	0
8						0	0	0	0	0	0	0
9						0	0	0	0	0	0	0
10						0	0	0	0	0	0	0

[illegible]

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
Program Service Revenue		Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	FEDERAL TAX REFUND				13,117	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	101,147
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	101,147

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

1 NONE
2 _____
3 _____
4 _____
5 _____
6 _____
7 _____
8 _____
9 _____
10 _____

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE

10588024820

PHYLLIS L REED TRUST
13-6893488
c/o BNY Mellon, N.A.
P.O. Box 185
Pittsburgh, Pennsylvania 15230-0185

All undistributed amounts have been distributed as of November 2010 to the following organizations:

Date	Amount	Recipient
11/10/10	14,761.40	BUCKSPORT REGIONAL HEALTH ATTN: JOHN CORRIGAN EXEC DIRECTOR PO BOX 447 110 BROADWAY BUCKSPORT ME 04416
11/10/10	14,761.40	BANGOR THEOLOGICAL SEMINARY ATTN : JACKIE BUSSIERE, CONTROLLER PO BOX 411 2 COLLEGE CIR BANGOR ME 04402-0411
11/10/10	59,045.60	WALDO COUNTY GENERAL HOSPITAL ATTN: RAYE PORTER P.O. BOX 287 118 NORTHPORT AVENUE BELFAST, ME 04915
11/10/10	59,045.60	WHITE PLAINS HOSPITAL ATTN: ELIZABETH FILIPPELLA DAVIS AVENUE & E. POST ROAD WHITE PLAINS, NY 10601

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	PHYLLIS L REED TRUST	13-6893488
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	BNY Mellon, N.A. - P.O. Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Pittsburgh	PA 15230-0185

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

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

- The books are in the care of ▶ BNY Mellon, N.A. P.O. Box 185 Pittsburgh PA Pittsburgh PA 15230-0185

Telephone No ▶ (914) 289-3035

FAX No. ▶

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2010 to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 2009 or
- ▶ ☐ tax year beginning _____, and ending _____

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

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,500
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	2,500

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
(HTA)

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	PHYLLIS L REED TRUST	13-6893488
	Number, street, and room or suite no. If a P O box, see instructions	For IRS use only
	BNY Mellon, N A - P O Box 185	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	Pittsburgh PA 15230-0185	

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

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

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

- The books are in the care of ☒ BNY Mellon, N A P O Box 185 Pittsburgh PA Pittsburgh PA 15230-0185
Telephone No ☒ (914) 289-3035 FAX No ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for
- 4 I request an additional 3-month extension of time until 11/15/2010
- 5 For calendar year 2009, or other tax year beginning _____, and ending _____
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension. More time is requested to acquire all information needed to complete and file an accurate return

8 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$ 0

Signature and Verification

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

Signature ☐Title ☐ VICE PRESIDENTDate ☐