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 , 2009, and ending , 20

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

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

Name of foundation: UW HAROLD S GENEEN CHARITABLE TR
A Employer identification number: 13-7163001
Number and street (or P.O box number if mail is not delivered to street address) / Room/suite: P O BOX 1802
B Telephone number (see page 10 of the instructions): (   )   -
City or town, state, and ZIP code: PROVIDENCE, RI 02901-1802

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 5,704,504.
J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ___
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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	149,939.	145,401.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-75,491.			
	b Gross sales price for all assets on line 6a 574,802.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-198.	31,967.		STMT 3
	12 **Total.** Add lines 1 through 11	74,250.	177,368.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	38,487.	23,092.		15,395.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 4	6,553.	NONE	NONE	6,553.
	b Accounting fees (attach schedule) STMT 5	1,050.	1,050.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	4,292.	2,873.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	2,092.	1,388.		2,092.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	52,474.	28,403.	NONE	24,040.
	25 Contributions, gifts, grants paid	266,000.			266,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	318,474.	28,403.	NONE	290,040.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-244,224.			
	b **Net investment income** (if negative, enter -0-)		148,965.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED
OCT 0 5 2010
OGDEN, UT
003
IRS-OSC

ENVELOPE POSTMARK DATE OCT 0 1 2010

SCANNED OCT 0 6 2010

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE	NONE	
	2 Savings and temporary cash investments	1,035,597.	245,956.	245,956.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule)	4,560,524.	5,143,685.	5,364,467.
	c Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11 Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
	12 Investments - mortgage loans	NONE	NONE	
	13 Investments - other (attach schedule)	168,233.	151,189.	94,081.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	NONE	NONE	NONE
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,764,354.	5,540,830.	5,704,504.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	5,764,354.	5,540,830.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30 Total net assets or fund balances (see page 17 of the instructions)	5,764,354.	5,540,830.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,764,354.	5,540,830.	

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	5,764,354.
2	Enter amount from Part I, line 27a	2	-244,224.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	50,000.
4	Add lines 1, 2, and 3	4	5,570,130.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	29,300.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,540,830.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

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** -75,491.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 .... **3**

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	277,135.	6,287,831.	0.04407481690
2007	193,854.	6,402,500.	0.03027786021
2006	158,870.	6,302,230.	0.02520853730
2005	174,184.	5,732,655.	0.03038452515
2004	147,785.	5,150,958.	0.02869077946

2	**Total** of line 1, column (d)	2	0.15863651902
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	0.03172730380
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,152,326.
5	Multiply line 4 by line 3	5	163,469.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,490.
7	Add lines 5 and 6	7	164,959.
8	Enter qualifying distributions from Part XII, line 4	8	290,040.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,490.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,490.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,490.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 2,630.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	2,630.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,140.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,140. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ____ (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?	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) ▶ STMT 10			
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

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

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

Website address ▶ N/A

14 The books are in care of ▶ PRIVATE BANK TAX SERVICES Telephone no ▶ 401278682

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

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

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

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . [ ] Yes [X] 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 [X] 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 [X] 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**

Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ [ ]

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: 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 [X] No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 11		38,487.	-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
SEE STATEMENT 12		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . . ▶ NONE

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
SEE STATEMENT 13		NONE

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,720,163.
b	Average of monthly cash balances	1b	510,625.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,230,788.
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	NONE
3	Subtract line 2 from line 1d	3	5,230,788.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	78,462.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,152,326.
6	**Minimum investment return.** Enter 5% of line 5	6	257,616.

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	257,616.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,490.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,490.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	256,126.
4	Recoveries of amounts treated as qualifying distributions			4	50,000.
5	Add lines 3 and 4			5	306,126.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	306,126.

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	290,040.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	290,040.
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	1,490.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	288,550.

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					306,126.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				265,661.	
b Total for prior years 20____,20____,20____			NONE		
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		NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 290,040.					
a Applied to 2008, but not more than line 2a				265,661.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2009 distributable amount					24,379.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
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					281,747.
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)		NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2005	NONE				
b Excess from 2006	NONE				
c Excess from 2007	NONE				
d Excess from 2008	NONE				
e Excess from 2009	NONE				

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

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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).)

NONE

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 14				
Total . . . . ▶ **3a**				266,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	-				
4 Dividends and interest from securities			14	149,939.	
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			1	-198.	
8 Gain or (loss) from sales of assets other than inventory			18	-75,491.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				74,250.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 74,250.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

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] 09/02/2010 SVP Tax

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-14,430.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,536.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-59,565.	
		100. LEHMAN BROTHERS HOLDING INC COM PROPERTY TYPE: SECURITIES					08/03/2007	04/07/2009
4.00		5,651.00					-5,647.00	
		1000. LEHMAN BROTHERS HOLDING INC COM PROPERTY TYPE: SECURITIES					05/11/2004	04/07/2009
40.00		36,400.00					-36,360.00	
		200. NOVO-NORDISK A S ADR PROPERTY TYPE: SECURITIES					08/13/1999	04/07/2009
8,886.00		2,125.00					6,761.00	
		3000. NV ENERGY INC COM PROPERTY TYPE: SECURITIES					01/26/2006	04/07/2009
28,867.00		40,778.00					-11,911.00	
		2500. POWERSHARES WILDERHILL CLEAN ENERG PROPERTY TYPE: SECURITIES					03/10/2006	04/07/2009
19,649.00		48,550.00					-28,901.00	
		400. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					10/14/2005	04/07/2009
8,545.00		4,604.00					3,941.00	
		200. GRAINGER W W INCORPORATED PROPERTY TYPE: SECURITIES					09/09/1999	06/15/2009
16,306.00		9,228.00					7,078.00	
		100. NOVO-NORDISK A S ADR PROPERTY TYPE: SECURITIES					08/13/1999	06/15/2009
5,268.00		1,062.00					4,206.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					10/14/2005	06/15/2009
11,600.00		5,755.00					5,845.00	
		300. WILEY JOHN & SONS INC CL A PROPERTY TYPE: SECURITIES					06/24/1998	06/15/2009
10,031.00		4,126.00					5,905.00	
		300. AMERISOURCEBERGEN CORP COM PROPERTY TYPE: SECURITIES					10/16/2003	06/26/2009
5,425.00		4,168.00					1,257.00	
		100. NOVO-NORDISK A S ADR PROPERTY TYPE: SECURITIES					08/13/1999	06/26/2009
5,101.00		1,062.00					4,039.00	
		200. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					10/14/2005	06/26/2009
4,559.00		2,302.00					2,257.00	
		5000. CENTERPOINT ENERGY INC PROPERTY TYPE: SECURITIES					09/05/2003	07/14/2009
55,517.00		45,219.00					10,298.00	
		1200. WHOLE FOODS MKT INC COM PROPERTY TYPE: SECURITIES					05/28/2003	08/18/2009
32,896.00		31,938.00					958.00	
		4833. INTERMEDIATE TERM TAXABLE BOND FD PROPERTY TYPE: SECURITIES					08/02/2002	10/23/2009
61,465.00		60,971.00					494.00	
		200. GRAINGER W W INCORPORATED PROPERTY TYPE: SECURITIES					09/09/1999	12/18/2009
19,291.00		9,228.00					10,063.00	
		13167. INTERMEDIATE TERM TAXABLE BOND FD PROPERTY TYPE: SECURITIES					08/02/2002	12/18/2009
168,830.00		166,515.00					2,315.00	
		1833. INTERMEDIATE TERM TAXABLE BOND FD PROPERTY TYPE: SECURITIES					03/31/2009	12/18/2009
23,503.00		22,327.00					1,176.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		800. NOVARTIS AG ADR PROPERTY TYPE: SECURITIES					08/03/2007	12/18/2009
43,148.00		43,279.00					-131.00	
		200. NOVARTIS AG ADR PROPERTY TYPE: SECURITIES					02/13/2008	12/18/2009
10,787.00		10,006.00					781.00	
		1300. STRYKER CORP PROPERTY TYPE: SECURITIES					01/11/2007	12/18/2009
65,393.00		76,107.00					-10,714.00	
		18800. NOBLE GROUP LTD COM PROPERTY TYPE: SECURITIES					07/16/2007	12/21/2009
40,150.00		18,892.00					21,258.00	
TOTAL GAIN(LOSS)							-75,491.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	1,560.	1,560.
AMERISOURCEBERGEN CORP COM	726.	726.
ARTIO INTL EQUITY FUND CL I	9,838.	9,838.
ARTIO GLOBAL HIGH INCOME FUND CL I	8,772.	7,437.
BECTON DICKINSON & COMPANY	132.	132.
BHP BILLITON LIMITED ADR	287.	287.
CATERPILLAR INCORPORATED	2,520.	2,520.
CENTERPOINT ENERGY INC	1,900.	1,900.
CHURCH & DWIGHT INC	195.	195.
COLUMBIA GOVERNMENT RESERVES TRUST CLASS	838.	838.
DEVON ENERGY CORPORATION	512.	512.
DUN & BRADSTREET CORP DEL NEW COM	170.	170.
EL PASO CORP COM	600.	600.
EMERGING MARKETS STOCK FUND FOR TRUSTS	2,698.	2,698.
EMERSON ELEC CO	399.	399.
LARGE CAP GROWTH FUND	1,738.	1,738.
EXPEDITORS INTL WASH INC	494.	494.
EXXON MOBIL CORPORATION	2,490.	2,490.
UST EXCELSIOR LASALLE PROPERTY FUND INC	2,642.	
GRAINGER W W INCORPORATED	1,774.	1,774.
GROUPE DANONE SPONSORED ADR	1,817.	1,817.
HEWLETT PACKARD COMPANY	96.	96.
HONEYWELL INTERNATIONAL INC	1,452.	1,452.
INTERMEDIATE TERM TAXABLE BOND FD	60,114.	59,767.
INTERNATIONAL STOCK FD FOR TRUSTS CTF	4,078.	4,078.
ARTIO GLOBAL HIGH INCOME FUND CL I	1,032.	875.
LOCKHEED MARTIN CORPORATION	240.	240.
LOWES COMPANIES INCORPORATED	135.	135.
MICROSOFT CORPORATION	325.	325.
MICROCHIP TECHNOLOGY INCORPORATED	2,307.	2,307.
MONSANTO CO NEW COM	518.	518.
NYSE EURONEXT COM	1,200.	1,200.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SINGAPORE EXCHANGE LTD COM	1,253.	1,253.
NOKIA CORPORATION SPONSORED ADR	1,528.	1,528.
NOVARTIS AG ADR	1,714.	1,714.
NOVO-NORDISK A S ADR	1,411.	1,411.
NUCOR CORP	1,680.	1,680.
NV ENERGY INC COM	300.	300.
ORACLE SYS CORP	110.	110.
PAYCHEX INC	1,984.	1,984.
PEPSICO INCORPORATED	405.	405.
PIMCO FUND ALL ASSET FUND INSTL CL	7,567.	7,510.
PIMCO COMMODITY REALRETURN STRATEGY FUND	2,454.	2,454.
QUALCOMM INC	387.	387.
ROCHE HLDG LTD SPONSORED ADR	1,265.	1,265.
ROLLS-ROYCE PLC SPONSORED ADR	1,783.	1,783.
ROYCE OPPORTUNITY FUND INSTL CL	192.	192.
SMALL CAP FUND FOR TRUSTS	2,211.	2,211.
STAPLES INCORPORATED	124.	124.
STRYKER CORP	650.	650.
SUNCOR ENERGY INC NEW COM	187.	187.
SUNCOR ENERGY INC COM	84.	84.
TARGET CORP	300.	300.
TEVA PHARMACEUTICAL INDS LTD ADR	258.	258.
VULCAN MATERIALS COMPANY	1,924.	1,924.
WASTE MANAGEMENT INC	348.	348.
WELLS FARGO COMPANY	1,176.	1,176.
WILEY JOHN & SONS INC CL A	996.	996.
XILINX INCOPRORATED	240.	240.
YUM BRANDS INC COM	442.	442.
NOBLE GROUP LTD COM	2,853.	2,853.
ACE LTD COM	514.	514.
TOTAL	149,939.	145,401.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EMERGING MARKETS STOCK FUND FOR TRUSTS	506.	506.
INTERNATIONAL STOCK FD FOR TRUSTS CTF	-704.	-704.
CINCINNATI DOWNTOWN PARTNERS LLC		32,165.
TOTALS	-198.	31,967.

UW HAROLD S GENEEN CHARITABLE TR 13-7163001

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	6,553.			6,553.
TOTALS	6,553.	NONE	NONE	6,553.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	1,050.	1,050.		
TOTALS	1,050.	1,050.	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	2,176.	2,176.
FEDERAL TAX PAYMENT - PRIOR YE	519.	
FEDERAL ESTIMATES - PRINCIPAL	900.	
FOREIGN TAXES ON QUALIFIED FOR	500.	500.
FOREIGN TAXES ON NONQUALIFIED	197.	197.
TOTALS	4,292.	2,873.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-INCOME	260.		260.
OTHER NON-ALLOCABLE EXPENSE -	1,340.		1,340.
OTHER NON-ALLOCABLE EXPENSE -	492.		492.
DIVIDEND INVESTMENT EXPENSE -		1,388.	
TOTALS	2,092.	1,388.	2,092.

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

DESCRIPTION		AMOUNT
RETURNED CHECK		50,000.
	TOTAL	50,000.

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

DESCRIPTION		AMOUNT
09 TYE INCOME ADJ		12,251.
ADJ CARRYING VALUE		17,049.
	TOTAL	29,300.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
NY

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

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
ONE BRYANT PARK
NEW YORK, NY 10036
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 26,993.

OFFICER NAME:
JUNE GENEEN
ADDRESS:
RTE 1 BOX 30 740 JOCKEY HILL ROAD
LISBON, NH 03585-5312
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5
COMPENSATION .... 3,230.

OFFICER NAME:
ALLEN KEESEE
ADDRESS:
1124 TREESIDE LN
HERNDON, VA 20170-3809
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 25
COMPENSATION .... 5,034.

OFFICER NAME:
THOMAS SILBIGER
ADDRESS:
C/O CAMERON & HORNBOSTEL, LLP
NEW YORK, NY 10017-1822
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 3,230.

TOTAL COMPENSATION: 38,487.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NEW YORK UNIVERSITY
ADDRESS:
40 WEST FOURTH STREET
NEW YORK, NY 10012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
NYU STERN SCHOOL OF BUSINESS
AMOUNT OF GRANT PAID .... 200,000.

RECIPIENT NAME:
MASSACHUSETTS GENERAL
HOSPITAL
ADDRESS:
100 CHARLES RIVER
BOSTON, MA 02114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CARDIAC & CANCER RESEARCH
AMOUNT OF GRANT PAID .... 66,000.

TOTAL GRANTS PAID: 266,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: UW HAROLD S GENEEN CHARITABLE TR

Employer identification number: 13-7163001

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	1,176.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	-14,430.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-13,254.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			3,536.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-6,208.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-59,565.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-62,237.

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

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-13,254.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-62,237.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-75,491.

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

Part IV **Capital Loss Limitation**

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

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

Part V **Tax Computation Using Maximum Capital Gains Rates**

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

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: UW HAROLD S GENEEN CHARITABLE TR

Employer identification number: 13-7163001

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1833. INTERMEDIATE TERM TAXABLE BOND FD	03/31/2009	12/18/2009	23,503.00	22,327.00	1,176.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 1,176.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
UW HAROLD S GENEEN CHARITABLE TR	13-7163001

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. LEHMAN BROTHERS HOLDING INC COM	08/03/2007	04/07/2009	4.00	5,651.00	-5,647.00
1000. LEHMAN BROTHERS HOLDING INC COM	05/11/2004	04/07/2009	40.00	36,400.00	-36,360.00
200. NOVO-NORDISK A S ADR	08/13/1999	04/07/2009	8,886.00	2,125.00	6,761.00
3000. NV ENERGY INC COM	01/26/2006	04/07/2009	28,867.00	40,778.00	-11,911.00
2500. POWERSHARES WILDERHILL CLEAN ENERGY POR	03/10/2006	04/07/2009	19,649.00	48,550.00	-28,901.00
400. QUANTA SVCS INC	10/14/2005	04/07/2009	8,545.00	4,604.00	3,941.00
200. GRAINGER W W INCORPORATED	09/09/1999	06/15/2009	16,306.00	9,228.00	7,078.00
100. NOVO-NORDISK A S ADR	08/13/1999	06/15/2009	5,268.00	1,062.00	4,206.00
500. QUANTA SVCS INC	10/14/2005	06/15/2009	11,600.00	5,755.00	5,845.00
300. WILEY JOHN & SONS INC CL A	06/24/1998	06/15/2009	10,031.00	4,126.00	5,905.00
300. AMERISOURCEBERGEN CORP COM	10/16/2003	06/26/2009	5,425.00	4,168.00	1,257.00
100. NOVO-NORDISK A S ADR	08/13/1999	06/26/2009	5,101.00	1,062.00	4,039.00
200. QUANTA SVCS INC	10/14/2005	06/26/2009	4,559.00	2,302.00	2,257.00
5000. CENTERPOINT ENERGY INC	09/05/2003	07/14/2009	55,517.00	45,219.00	10,298.00
1200. WHOLE FOODS MKT INC COM	05/28/2003	08/18/2009	32,896.00	31,938.00	958.00
4833. INTERMEDIATE TERM TAXABLE BOND FD	08/02/2002	10/23/2009	61,465.00	60,971.00	494.00
200. GRAINGER W W INCORPORATED	09/09/1999	12/18/2009	19,291.00	9,228.00	10,063.00
13167. INTERMEDIATE TERM TAXABLE BOND FD	08/02/2002	12/18/2009	168,830.00	166,515.00	2,315.00
800. NOVARTIS AG ADR	08/03/2007	12/18/2009	43,148.00	43,279.00	-131.00
200. NOVARTIS AG ADR	02/13/2008	12/18/2009	10,787.00	10,006.00	781.00
1300. STRYKER CORP	01/11/2007	12/18/2009	65,393.00	76,107.00	-10,714.00
18800. NOBLE GROUP LTD COM	07/16/2007	12/21/2009	40,150.00	18,892.00	21,258.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -6,208.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
DANONE SPONSORED ADR	3,046.00	
PIMCO COMMODITY REALRETURN STRATEGY FUND	491.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		3,536.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		3,536.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-14,430.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-14,430.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-59,565.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-59,565.00

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
19,258.340	COLUMBIA GOVERNMENT RESERVES TRUST CLASS (Income Investment)	19765K712	$19,258.34	$0.00	$19,258.34 1.000	$0.00	$0.00	0.0%
226,697.810	COLUMBIA GOVERNMENT RESERVES TRUST CLASS	19765K712	226,697 81	0.00	226,697.81 1.000	0.00	0.00	0.0
	Total Cash Equivalents		**$245,956.15**	**$0.00**	**$245,956.15**	**$0.00**	**$0.00**	**0.0%**
Total Cash/Currency			**$245,956.15**	**$0.00**	**$245,956.15**	**$0.00**	**$0.00**	**0.0%**
Equities								
Consumer Discretionary								
1,100.000	BORG WARNER INC Ticker: BWA	099724106	$36,542.00 33.220	$0.00	$36,024.56 32.750	$517.44	$528.00	1.4%
1,500.000	LOWES COS INC Ticker: LOW	548661107	35,085.00 23.390	0.00	32,526.90 21.685	2,558.10	540.00	1.5
1,500.000	STAPLES INC Ticker: SPLS	855030102	36,885.00 24.590	123.75	34,356.60 22.904	2,528.40	495.00	1.3
600.000	TARGET CORP Ticker: TGT	87612E106	29,022.00 48.370	0.00	21,349.76 35.583	7,672.24	408.00	1.4
1,700.000	WILEY JOHN & SONS INC CL A Ticker: JW/A	968223206	71,196.00 41.880	238.00	23,378.19 13.752	47,817.81	952 00	1.3
1,200.000	YUM BRANDS INC Ticker: YUM	988498101	41,964 00 34.970	0.00	37,804.25 31.504	4,159.75	1,008.00	2.4
	Total Consumer Discretionary		**$250,694.00**	**$361.75**	**$185,440.26**	**$65,253.74**	**$3,931.00**	**1.6%**
Consumer Staples								
600.000	CHURCH & DWIGHT INC Ticker. CHD	171340102	$36,270 00 60.450	$0.00	$31,794.16 52 990	$4,475.84	$336.00	0.9%

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Consumer Staples (cont)								
5,000.000	DANONE SPONSORED ADR FRANCE Ticker: DANOY	23636T100	61,450.00 12 290	0.00	46,423.51 9.285	15,026.49	1,155.00	1.9
600.000	PEPSICO INC Ticker: PEP	713448108	36,480 00 60.800	270 00	31,707.89 52.846	4,772.11	1,080.00	3.0
	Total Consumer Staples		**$134,200.00**	**$270.00**	**$109,925.56**	**$24,274.44**	**$2,571.00**	**1.9%**
Energy								
800.000	DEVON ENERGY CORP NEW Ticker: DVN	25179M103	$58,800.00 73.500	$0.00	$27,388.00 34.235	$31,412.00	$512.00	0 9%
3,000.000	EL PASO CORP Ticker. EP	28336L109	29,490.00 9.830	30.00	38,456.70 12.819	-8,966.70	120.00	0.4
1,500.000	EXXON MOBIL CORP Ticker: XOM	30231G102	102,285.00 68.190	0.00	62,677.50 41.785	39,607.50	2,520.00	2.5
46,000.000	NOBLE GROUP LTD ISIN BMG6542T1190 BERMUDA Ticker: NOBL SP	B01CLC3#6	106,484.94 2.315	0.00	46,141.25 1.003	60,343.69	0.00	0.0
1,000.000	SUNCOR ENERGY INC NEW COM CANADA Ticker: SU	867224107	35,310.00 35.310	90.48	13,326.50 13.327	21,983.50	362.67	1.0
	Total Energy		**$332,369.94**	**$120.48**	**$187,989.95**	**$144,379.99**	**$3,514.67**	**1.1%**
Financials								
700.000	ACE LTD SWITZERLAND Ticker: ACE	H0023R105	$35,280.00 50 400	$217.00	$31,142.27 44 489	$4,137.73	$868.00	2.5%
20.000	BERKSHIRE HATHAWAY INC DEL CL B Ticker: BRK B	084670207	65,720 00 3,286.000	0.00	61,100 40 3,055.020	4,619 60	0 00	0.0
1,000.000	LEUCADIA NATL CORP Ticker: LUK	527288104	23,790.00 23.790	0.00	38,862.80 38.863	-15,072.80	0.00	0.0

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Financials (cont)								
3,000.000	NYSE EURONEXT Ticker: NYX	629491101	75,900.00 25.300	0.00	128,657.95 42.886	-52,757.95	3,600.00	4.7
6,800.000	SINGAPORE EXCHANGE LTD ISIN SG1J26887955 SINGAPORE Ticker: SGX SP	6303866#2	40,346.10 5.933	0.00	41,975.43 6.173	-1,629 33	0.00	0.0
2,000.000	ST JOE CO Ticker: JOE	790148100	57,780.00 28.890	0.00	69,674.70 34.837	-11,894.70	0.00	0.0
2,400.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101	64,776.00 26.990	0.00	61,362.72 25.568	3,413.28	480.00	0.7
	Total Financials		**$363,592.10**	**$217.00**	**$432,776.27**	**-$69,184.17**	**$4,948.00**	**1.4%**
Health Care								
1,000.000	ABBOTT LABS Ticker: ABT	002824100	$53,990.00 53.990	$0.00	$56,304.30 56.304	-$2,314.30	$1,600.00	3.0%
2,900.000	AMERISOURCEBERGEN CORP Ticker: ABC	03073E105	75,603.00 26.070	0.00	40,289.09 13.893	35,313.91	928.00	1.2
400.000	BECTON DICKINSON & CO Ticker: BDX	075887109	31,544.00 78.860	148 00	27,290.62 68.227	4,253.38	592.00	1.9
900.000	NOVO-NORDISK A S ADR DENMARK Ticker: NVO	670100205	57,465 00 63.850	0.00	9,562 38 10.625	47,902.62	703.80	1 2
1,200.000	ROCHE HLDG LTD SPONSORED ADR SWITZERLAND Ticker: RHHB Y	771195104	51,018.00 42.515	0.00	47,399.50 39.500	3,618.50	798.00	1.6
1,100.000	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL Ticker: TEVA	881624209	61,798.00 56.180	0.00	54,331.13 49.392	7,466.87	530.20	0.9
	Total Health Care		**$331,418.00**	**$148.00**	**$235,177.02**	**$96,240.98**	**$5,152.00**	**1.6%**

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Industrials								
1,500.000	CATERPILLAR INC Ticker: CAT	149123101	$85,485.00 56.990	$0.00	$90,118.80 60.079	-$4,633.80	$2,520.00	2.9%
500.000	DUN & BRADSTREET CORP DEL NEW Ticker: DNB	26483E100	42,185.00 84.370	0.00	37,378.65 74.757	4,806.35	680.00	1.6
1,000.000	EMERSON ELEC CO Ticker: EMR	291011104	42,600.00 42.600	0.00	36,966.72 36.967	5,633.28	1,340 00	3.1
1,300.000	EXPEDITORS INTL WASHINGTON INC Ticker: EXPD	302130109	45,201.00 34.770	0.00	55,470.22 42.669	-10,269 22	494.00	1.1
9,871.000	GENERAL BEARING CORP Ticker: GNRL	369147103	83,903.50 8.500	0.00	120,964 32 12.255	-37,060 82	3,948.40	4.7
700.000	GRAINGER W W INC Ticker: GWW	384802104	67,781.00 96 830	0.00	32,299.40 46.142	35,481.60	1,288.00	1.9
1,200.000	HONEYWELL INTL INC Ticker: HON	438516106	47,040.00 39.200	0.00	46,800 00 39.000	240 00	1,452.00	3.1
200.000	LOCKHEED MARTIN CORP Ticker: LMT	539830109	15,070.00 75.350	0.00	15,057.52 75.288	12.48	504.00	3.3
2,300.000	QUANTA SVCS INC Ticker: PWR	74762E102	47,932.00 20.840	0.00	26,471.85 11.510	21,460.15	0.00	0.0
1,600.000	ROLLS-ROYCE GROUP PLC SPONSORED ADR UNITED KINGDOM Ticker: RYCEY	775781206	62,462.40 39.039	767.84	63,336.00 39.585	-873.60	476.80	0.8
1,200.000	WASTE MGMT INC DEL Ticker: WM	94106L109	40,572.00 33.810	0.00	36,205.32 30.171	4,366.68	1,392.00	3.4
	Total Industrials		**$580,231.90**	**$767.84**	**$561,068.80**	**$19,163.10**	**$14,095.20**	**2.4%**
Information Technology								
1,500.000	CISCO SYS INC Ticker: CSCO	17275R102	$35,910.00 23.940	$0.00	$26,430.00 17.620	$9,480.00	$0.00	0.0%
1,500.000	HEWLETT PACKARD CO Ticker: HPQ	428236103	77,265.00 51.510	56.00	64,989.08 43.326	12,275.92	480.00	0.6

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Information Technology (cont)								
1,700.000	MICROCHIP TECHNOLOGY INC Ticker: MCHP	595017104	49,385.00 29.050	0.00	60,975.60 35.868	-11,590.60	2,312.00	4.7
2,500.000	MICROSOFT CORP Ticker: MSFT	594918104	76,200.00 30.480	0.00	66,243.75 26.498	9,956.25	1,300.00	1.7
2,800.000	NOKIA CORP SPONSORED ADR FINLAND Ticker: NOK	654902204	35,980.00 12 850	0.00	47,470 64 16.954	-11,490.64	1,100.40	3.1
1,100.000	ORACLE CORP Ticker: ORCL	68389X105	26,983.00 24.530	0.00	21,017.53 19.107	5,965.47	220.00	0.8
1,600.000	PAYCHEX INC Ticker: PAYX	704326107	49,024.00 30.640	0.00	57,712.00 36.070	-8,688.00	1,984.00	4.0
1,700.000	QUALCOMM INC Ticker: QCOM	747525103	78,642.00 46.260	0.00	74,121.67 43.601	4,520.33	1,156.00	1.5
1,500.000	XILINX INC Ticker: XLNX	983919101	37,590.00 25.060	0.00	34,012.35 22.675	3,577.65	960.00	2.6
	Total Information Technology		**$466,979.00**	**$56.00**	**$452,972.62**	**$14,006.38**	**$9,512.40**	**2.0%**
Materials								
350.000	BHP BILLITON LTD SPONSORED ADR AUSTRALIA Ticker: BHP	088606108	$26,803.00 76.580	$0.00	$16,062.55 45.893	$10,740.45	$574.00	2.1%
500.000	MONSANTO CO NEW COM Ticker: MON	61166W101	40,875 00 81.750	0.00	32,680.30 65.361	8,194.70	530.00	1.3
1,200 000	NUCOR CORP Ticker: NUE	670346105	55,980.00 46.650	432.00	60,275.04 50.229	-4,295.04	1,728.00	3.1
1,300.000	VULCAN MATLS CO Ticker: VMC	929160109	68,471.00 52.670	0.00	76,804.08 59.080	-8,333.08	1,300.00	1.9
	Total Materials		**$192,129.00**	**$432.00**	**$185,821.97**	**$6,307.03**	**$4,132.00**	**2.2%**

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
Utilities								
2,500.000	AES CORP Ticker: AES	00130H105	$33,275.00 13.310	$0.00	$48,322.50 19.329	-$15,047.50	$0.00	0.0%
	Total Utilities		**$33,275.00**	**$0.00**	**$48,322.50**	**-$15,047.50**	**$0.00**	**0.0%**
Other Equities								
1,000.000	ALLIANCEBERNSTEIN HLDG L P UNIT LTD PARTNERSHIP INTERESTS Ticker: AB	01881G106	$28,100.00 28.100	$0.00	$75,484.00 75.484	-$47,384.00	$2,680 00	9.5%
4,457.193	ARTIO INTL EQUITY FUND CL I Ticker: JIEIX	04315J506	125,871.13 28.240	0.00	159,711.37 35.832	-33,840.24	9,596.34	7.6
3,452.000	EMERGING MARKETS STOCK FUND FOR TRUSTS ORIGINAL COST 111,992.85	29099J109	146,613.00 42.472	0 00	102,334.54 29.645	44,278.46	2,019.42	1 4
1,896.000	INTERNATIONAL STOCK FUND FOR TRUSTS ORIGINAL COST 174,943.86	460990104	152,369.58 80.364	0.00	139,196.94 73.416	13,172.64	3,162.53	2.1
1,132.000	LARGE CAP GROWTH FUND ORIGINAL COST 209,279.76	29699T994	193,615.02 171 038	3.48	240,035.54 212.046	-46,420.52	2,312.68	1.2
13,608.269	ROYCE OPPORTUNITY FUND INSTL CL Ticker: ROFIX	780905691	123,427.00 9.070	0.00	173,191.20 12.727	-49,764.20	190.52	0.2
2,519.000	SMALL CAP FUND FOR TRUSTS ORIGINAL COST 369,776.54	847413101	345,606.55 137.200	0 00	362,917.17 144.072	-17,310.62	2,544.19	0.7
	Total Other Equities		**$1,115,602.28**	**$3.48**	**$1,252,870.76**	**-$137,268.48**	**$22,505.68**	**2.0%**
Total Equities			**$3,800,491.22**	**$2,376.55**	**$3,652,365.71**	**$148,125.51**	**$70,361.95**	**1.9%**

Trade Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income								
Investment Grade Taxable								
101,999.910	INTERMEDIATE TERM TAXABLE BOND FUND FOR TRUSTS ORIGINAL COST 1,230,788.34	45899T998	$1,294,276 86 12.689	$1,039.37	$1,242,094 16 12.177	$52,182.70	$54,161.95	4.2%
	Total Investment Grade Taxable		**$1,294,276.86**	**$1,039.37**	**$1,242,094.16**	**$52,182.70**	**$54,161.95**	**4.2%**
Global High Yield Taxable								
14,636.436	ARTIO GLOBAL HIGH INCOME FUND CL I	04315J860	$148,267.10 10.130	$0.00	$136,272.91 9.311	$11,994.19	$10,333.32	7.0%
	Total Global High Yield Taxable		**$148,267.10**	**$0.00**	**$136,272.91**	**$11,994.19**	**$10,333.32**	**7.0%**
Fixed Income Other								
8,625.702	PIMCO FUND ALL ASSET FUND INSTL CL	722005626	$99,109.32 11.490	$4,735.51	$111,206.07 12.892	-$12,096.75	$7,564.74	7.6%
	Total Fixed Income Other		**$99,109.32**	**$4,735.51**	**$111,206.07**	**-$12,096.75**	**$7,564.74**	**7.6%**
Total Fixed Income			**$1,541,653.28**	**$5,774.88**	**$1,489,573.14**	**$52,080.14**	**$72,060.01**	**4.7%**
Real Estate								
Real Estate Private Ownership								
1,006.424	UST EXCELSIOR LASALLE PROPERTY FUND INC (VALUATION AS OF 09/30/09)	30Z998996	$65,981.16 65.560	$0.00	$75,705.10 75.222	-$9,723.94	$0.00	0.0%
	Total Real Estate Private Ownership		**$65,981.16**	**$0.00**	**$75,705.10**	**-$9,723.94**	**$0.00**	**0.0%**
Real Estate Other								
12.932	CINCINNATI DOWNTOWN PARTNERS LLC	99C083724	$0.00	$0.00	$0.00	$0.00	$0.00	0.0%
	Total Real Estate Other		**$0.00**	**$0.00**	**$0.00**	**$0.00**	**$0.00**	**0.0%**

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 41-01-100-5836476 UW HAROLD S GENEEN CHARITABLE TR

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Real Estate (cont)								
Real Estate Other (cont)								
Total Real Estate			**$65,981.16**	**$0.00**	**$75,705.10**	**-$9,723.94**	**$0.00**	**0.0%**
Tangible Assets								
Commodities								
4,951.437	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	$40,997.90 8.280	$0.00	$77,230.12 15.598	-$36,232.22	$2,455.91	6.0%
	Total Commodities		**$40,997.90**	**$0.00**	**$77,230.12**	**-$36,232.22**	**$2,455.91**	**6.0%**
Total Tangible Assets			**$40,997.90**	**$0.00**	**$77,230.12**	**-$36,232.22**	**$2,455.91**	**6.0%**
Total Portfolio			**$5,695,079.71**	**$8,151.43**	**$5,540,830.22**	**$154,249.49**	**$144,877.87**	**2.5%**
Accrued Income			$8,151.43					
Total			**$5,703,231.14**					

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

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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 From 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: UW HAROLD S GENEEN CHARITABLE TR	**Employer identification number** 13-7163001
	Number, street, and room or suite no. If a P.O. box, see instructions. P O BOX 1802	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PROVIDENCE, RI 02901-1802	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ PRIVATE BANK TAX SERVICES

Telephone No. ▶ 401278682 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17 ,2009 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______ , ______ , and ending ______ , ______ .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 1,182.
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**	$ 2,630.
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**	$

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.

• 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 UW HAROLD S GENEEN CHARITABLE TR	Employer identification number 13-7163001
	Number, street, and room or suite no If a P O. box, see instructions P O BOX 1802	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PROVIDENCE, RI 02901-1802	

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

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

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 ▶ PRIVATE BANK TAX SERVICES

Telephone No. ▶ 401278682 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 08/16/2010 .

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 ADDITIONAL TIME REQUESTED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 1,489.
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**	$ 2,630.
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**	$

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 ▶ [signature] Title ▶ Date ▶

JSA

9F8055 3 000

CQZ124 L775 07/13/2010 09:29:06 1 +