Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: JOY FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 5436 MAIN STREET — Room/suite: 1

City or town, state, and ZIP code: WILLIAMSVILLE, NY 14221

A Employer identification number: 16-6335211

B Telephone number: 716-633-6600

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) ▶$ 4,769,513.

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	56,382.		N/A	
2	Check ▶☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	26,789.	26,789.		STATEMENT 1
4	Dividends and interest from securities	130,517.	130,517.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-175,237.			
b	Gross sales price for all assets on line 6a 4,706,229.				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	9,247.	1,391.		STATEMENT 3
12	**Total** Add lines 1 through 11	47,698.	158,697.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 4	4,985.	2,492.		2,493.
c	Other professional fees STMT 5	57,245.	57,245.		0.
17	Interest				
18	Taxes STMT 6	3,363.	3,363.		0.
19	Depreciation and depletion				
20	Occupancy	15,994.	0.		15,994.
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 7	26,133.	4,427.		21,706.
24	**Total operating and administrative expenses.** Add lines 13 through 23	107,720.	67,527.		40,193.
25	Contributions, gifts, grants paid	256,100.			256,100.
26	**Total expenses and disbursements.** Add lines 24 and 25	363,820.	67,527.		296,293.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-316,122.			
b	**Net investment income** (if negative, enter -0-)		91,170.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

Revenue; Operating and Administrative Expenses

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	204,370.	327,352.	327,352.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	0.	314,811.	315,718.
	b Investments - corporate stock STMT 10	3,197,490.	1,793,411.	1,970,737.
	c Investments - corporate bonds STMT 11	274,121.	394,192.	442,786.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	1,169,780.	1,652,216.	1,710,212.
	14 Land, buildings, and equipment: basis ▶ 13,991.			
	Less accumulated depreciation ▶ 11,283.	2,708.	2,708.	2,708.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	4,848,469.	4,484,690.	4,769,513.
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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.			
	27 Capital stock, trust principal, or current funds	5,891,058.	5,891,058.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,042,589.	-1,406,368.	
	30 Total net assets or fund balances	4,848,469.	4,484,690.	
	31 Total liabilities and net assets/fund balances	4,848,469.	4,484,690.	

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	4,848,469.
2	Enter amount from Part I, line 27a	2	-316,122.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,532,347.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	47,657.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,484,690.

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	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
c	CAPITAL GAINS DIVIDENDS			
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	4,706,121.		4,905,613.	-199,492.
b				24,147.
c	108.			108.
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				-199,492.
b				24,147.
c				108.
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 — -175,237.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes X No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	424,824.	5,200,346.	.081691
2007	409,170.	6,177,907.	.066231
2006	410,645.	5,843,328.	.070276
2005	393,386.	5,522,661.	.071231
2004	407,423.	5,422,531.	.075135

2	Total of line 1, column (d)	2	.364564
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	.072913
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,269,633.
5	Multiply line 4 by line 3	5	311,312.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	912.
7	Add lines 5 and 6	7	312,224.
8	Enter qualifying distributions from Part XII, line 4	8	296,293.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	1,823.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	1,823.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,823.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,240.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	1,240.
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	583.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	**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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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)? *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

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.JOYFAMILYFOUNDATION.ORG

14 The books are in care of ▶ MARSHA SULLIVAN Telephone no.▶716-633-6600

Located at ▶5436 MAIN STREET, WILLIAMSVILLE, NY ZIP+4 ▶14221

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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)? [ ] 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 instructions)? N/A 5b
Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A [ ] Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? [ ] Yes X 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 X No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	3,454,874.
b	Average of monthly cash balances		1b	340,042.
c	Fair market value of all other assets		1c	539,737.
d	**Total** (add lines 1a, b, and c)		1d	4,334,653.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	4,334,653.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	65,020.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,269,633.
6	**Minimum investment return.** Enter 5% of line 5		6	213,482.

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

1	Minimum investment return from Part X, line 6		1	213,482.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,823.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,823.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	211,659.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	211,659.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	211,659.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	296,293.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	296,293.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	296,293.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				211,659.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 145,467.				
b From 2005 122,544.				
c From 2006 129,023.				
d From 2007 110,556.				
e From 2008 167,255.				
f **Total** of lines 3a through e	674,845.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 296,293.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				211,659.
e Remaining amount distributed out of corpus	84,634.			
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	759,479.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	145,467.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	614,012.			
10 Analysis of line 9:				
a Excess from 2005 122,544.				
b Excess from 2006 129,023.				
c Excess from 2007 110,556.				
d Excess from 2008 167,255.				
e Excess from 2009 84,634.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

MR. PAUL W. JOY

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

NONE

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

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

MARSHA SULLIVAN, (716) 633-6600
5436 MAIN STREET, WILLIAMSVILLE, NY 14221

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

APPLICATIONS SHOULD BE REQUESTED

c Any submission deadlines:

NONE

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

NONE

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 ATTACHED SCHEDULE				256,100.
Total			▶ 3a	256,100.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	26,789.	
4 Dividends and interest from securities			14	130,517.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,391.	
8 Gain or (loss) from sales of assets other than inventory			18	-175,237.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a FEDERAL TAX REFUND					7,856.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-16,540.	7,856.

13 Total. Add line 12, columns (b), (d), and (e) 13 -8,684.

(See worksheet in line 13 instructions 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).
	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
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 5/13/10 — Title: EXEC DIR

Paid Preparer's Use Only

Preparer's signature — Date: 5/10/10 — Check if self-employed ☐ — Preparer's identifying number: P00141361

Firm's name (or yours if self-employed), address, and ZIP code: SZYMKOWIAK & ASSOCIATES CPAS, PC, 333 INTERNATIONAL DRIVE, SUITE A-2, WILLIAMSVILLE, NY 14221

EIN ▶

Phone no. 716-626-2626

923622
02-02-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

JOY FAMILY FOUNDATION

Employer identification number

16-6335211

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	[ ] 501(c)( ) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[X] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization: JOY FAMILY FOUNDATION

Employer identification number: 16-6335211

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MR JOHN REINHOLD 5436 MAIN STREET WILLIAMSVILLE, NY 14221	$ 6,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	MR PAUL JOY 5436 MAIN STREET WILLIAMSVILLE, NY 14221	$ 50,382.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
JOY FAMILY FOUNDATION	16-6335211

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SEE ATTACHED	$ 50,382.	06/04/09
		$	
		$	
		$	
		$	
		$	

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

SOURCE	AMOUNT
INTEREST INCOME	31,656.
LESS: ACCRUED INTEREST PAID	-4,867.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	26,789.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	130,625.	108.	130,517.
TOTAL TO FM 990-PF, PART I, LN 4	130,625.	108.	130,517.

FORM 990-PF	OTHER INCOME	STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	1,391.	1,391.	
FEDERAL TAX REFUND	7,856.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9,247.	1,391.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,985.	2,492.		2,493.
TO FORM 990-PF, PG 1, LN 16B	4,985.	2,492.		2,493.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	57,245.	57,245.		0.
TO FORM 990-PF, PG 1, LN 16C	57,245.	57,245.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	3,363.	3,363.		0.
TO FORM 990-PF, PG 1, LN 18	3,363.	3,363.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER COMPENSATION	14,160.	0.		14,160.
OFFICE EXPENSE	9,728.	2,432.		7,296.
MEMBERSHIP DUES	1,995.	1,995.		0.
NYS FILING FEE	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	26,133.	4,427.		21,706.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
FMV>BV ON DONATED SECURITIES	19,633.
ADJUSTMENT TO BEGINNING FUND BALANCE	28,024.
TOTAL TO FORM 990-PF, PART III, LINE 5	47,657.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
ACCOUNT # 80993	X		314,811.	315,718.
TOTAL U.S. GOVERNMENT OBLIGATIONS			314,811.	315,718.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			314,811.	315,718.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCOUNT # 81795	275,931.	280,721.
ACCOUNT # 81913	0.	0.
ACCOUNT # 80715	0.	0.
ACCOUNT # 80785	74,201.	88,898.
ACCOUNT # 80993	408,201.	475,000.
ACCOUNT # 81471	42,000.	50,000.
ACCOUNT # 81473	327,722.	415,794.
ACCOUNT # 81474	401,411.	398,098.
ACCOUNT # 20403	263,945.	262,226.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,793,411.	1,970,737.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCOUNT # 80785	394,192.	442,786.
TOTAL TO FORM 990-PF, PART II, LINE 10C	394,192.	442,786.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ACCOUNT # 80993	COST	1,001,629.	1,046,360.
ACCOUNT # 81471	COST	427,456.	438,716.
ACCOUNT # 80785	COST	19,991.	23,713.
ACCOUNT # 36657	COST	203,140.	201,423.
	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,652,216.	1,710,212.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MR. PAUL W. JOY 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MR. MICHAEL SULLIVAN 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MRS. PAULA REINHOLD 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MRS. MARSHA SULLIVAN 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MR. STEPHEN JOY 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MR. JOHN REINHOLD 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
MR. EDWARD NORTHWOOD 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.

MRS. ALICE MARY JOY 5436 MAIN STREET WILLIAMSVILLE, NY 14221	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Joy Family Foundation
I.D. # 16-6335211

Schedule of Appropriations and Payments
December 31, 2009

Recipient and/or Purpose	Relationship to Substantial Contributor	Foundation Status	Amount Paid in 2009
Advocates for Children CASA of San Mateo County 1515 S. El Camino Real Suite 201 San Mateo, CA 94402 *Academic Success Project General Fund: $15,000; S T Joy Trustee: $15,000 over three-year period* $30,000.00 2007	None	501(c) (3)	$10,000
Advocates for Children CASA of San Mateo County 1515 S. El Camino Real Suite 201 San Mateo, CA 94402 *Matching Gift Fund: S. Joy Family* $2,000.00 2009	None	501(c) (3)	$2,000
Advocates for Children CASA of San Mateo County 1515 S. El Camino Real Suite 201 San Mateo, CA 94402 *Matching Gift: S. Joy Family* $1,250.00 2009	None	501(c) (3)	$1,250
Albright Knox Art Gallery 1285 Elmwood Avenue Buffalo, NY 14222 *Matching Gift Fund: Edward Northwood* $150.00 2009	None	501(c) (3)	$150
Alcohol and Drug Dependency Services Foundation, Inc. (Kids Escaping Drugs) 920A Harlem Road P O Box 643 West Seneca, NY 14224 *Holiday Giving to Kids Escaping Drugs Campaign and Renaissance Campus Trustee Gift Fund: Marsha Joy Sullivan* $500.00 2009	None	501(c) (3)	$500
American Red Cross 2079 Sawyer Drive Niagara Falls, NY 14304-2962 *18th Annual Reverse Draw and Dinner - May 19, 2009.* $250.00 2009	None	501(c) (3)	$250
Beartooth Hospital and Health Center Foundation 600 West 21st Street P O Box 1290 Red Lodge, MT 59068-1290 *Build new hospital - $25,000 over five-years* $25,000.00 2007	None	501(c) (3)	$5,000

The BISON Scholarship Fund P O Box 1134 Buffalo, NY 14205 *Funding support in the amount of $30,000; $10,000 per year for three years - Matching challenge by the Children's Scholarship Fund. (To begin in 2009)* $30,000.00 2008	None	501(c) (3)	$10,000
The BISON Scholarship Fund P O Box 1134 Buffalo, NY 14205 *The BISON Scholarship Fund Celebration Luncheon - Thursday October 9, 2009 at the Buffalo Niagara Convention Center Ballroom* $500.00 2009	None	501(c) (3)	$500
The Buffalo and Erie County Botanical Gardens 2655 South Park Avenue Buffalo, NY 14218 *Matching Gift Fund: Edward Northwood 2009 Annual Appeal* $100.00 2009	None	501(c) (3)	$100
Buffalo City Mission Society, Inc. 100 East Tupper Street Buffalo, NY 14203 *Trustee Gift Fund: Edward Northwood* $1,500.00 2009	None	501(c) (3)	$1,500
Buffalo Philharmonic Orchestra 499 Franklin Street Buffalo, NY 14202 *Support for Opening Gala "Ode to Joy" at Kleinhans Music Hall - October 3, 2009* $500.00 2009	None	501(c) (3)	$500
Buffalo Philharmonic Orchestra 499 Franklin Street Buffalo, NY 14202 *Matching Gift Fund: Edward Northwood 2009-2010 Pledge* $150.00 2009	None	501(c) (3)	$150
Buffalo Philharmonic Orchestra 499 Franklin Street Buffalo, NY 14202 *Trustee Gift Fund: John D. Reinhold* $2,000.00 2009	None	501(c) (3)	$2,000
Buffalo Prep, Inc. 18 Acheson Annex SUNY at Buffalo Buffalo, NY 14214 *Support Buffalo Prep's 20th Anniversary Celebration of Achievement Event -May 14, 2009 Total sponsorship-$1,500 General Fund: $750.00 (MJS personal check $750.00)* $750.00 2009	None	501(c) (3)	$750
Buffalo Prep, Inc. 18 Acheson Annex SUNY at Buffalo	None	501(c) (3)	$500

Buffalo, NY 14214 *Matching Gift: M. Sullivan Family* $500.00 2009			
Burchfield-Penney Art Center Rockwell Hall - Buffalo State College 1300 Elmwood Avenue Buffalo, NY 14222-1095 *Additional funding for Capital Campaign for new museum. To begin in 2007. ($50,000 over three years - - $25,000 out of General Fund; remaining $25,000 to be determined.)* $25,000.00 2006	None	501(c) (3)	$8,300
Burchfield-Penney Art Center Rockwell Hall - Buffalo State College 1300 Elmwood Avenue Buffalo, NY 14222-1095 *Gala & Art Auction - October 16, 2009-Hyatt Regency Downtown Buffalo* $1,250.00 2009	None	501(c) (3)	$1,250
Burchfield-Penney Art Center Rockwell Hall - Buffalo State College 1300 Elmwood Avenue Buffalo, NY 14222-1095 *2009 Annual Fund JDR/PJR Personal Fund: $500; J. Reinhold Family: $500 (Total gift-$1000)* $1,000.00 2009	None	501(c) (3)	$1,000
Burchfield-Penney Art Center Rockwell Hall - Buffalo State College 1300 Elmwood Avenue Buffalo, NY 14222-1095 *Trustee Gift: Paula Joy Reinhold - $832 (This is the balance owed toward second commitment to the Capital Campaign made by Paula & John Reinhold)* $832.00 2009	None	501(c) (3)	$832
Calvary Episcopal Church 9 N. Villard Box 2055 Red Lodge, MT 59068 *Trustee Fund: Alice Mary Joy* $2,000.00 2009	None	501(c) (3)	$2,000
Carbon County Historical Society & Museum 224 North Broadway Avenue P O Box 881 Red Lodge, MT 59068-0881 *Trustee Fund - Alice Mary Joy* $1,000.00 2009	None	501(c) (3)	$1,000
Catholic Charities of Buffalo New York 525 Washington Street Buffalo, NY 14203-1796 *Catholic Charities Appeal-2009 (Check sent to Monsignor Tom Moran at St. Bernard's Roman Catholic Church)* $13,000.00 2009	None	501(c) (3)	$13,000
Catholic Charities of Buffalo New York 525 Washington Street Buffalo, NY 14203-1796 *2009 Catholic Charities Appeal*	None	501(c) (3)	$3,000

$3,000.00 2009			
Catholic Charities of Buffalo New York 525 Washington Street Buffalo, NY 14203-1796 *Matching Gift Fund: M. Sullivan Family* $750.00 2009	None	501(c) (3)	$750
The Hospice Foundation of WNY, Inc. 225 Como Park Boulevard Cheektowaga, NY 14227 *Major Gift Campaign to build a new Counseling Center at the South-end of the Hospice Mitchell Campus. General Fund: $25,000; JDR to fund balance of $25,000.* $25,000.00 2007	None	501(c) (3)	$8,300
The Hospice Foundation of WNY, Inc. 225 Como Park Boulevard Cheektowaga, NY 14227 *JDR pledged $25,000 over three-year period.* $25,000.00 2007	None	501(c) (3)	$5,100
The Hospice Foundation of WNY, Inc. 225 Como Park Boulevard Cheektowaga, NY 14227 *Harvest Festival - October 3, 2009 (Hospice Foundation of WNY, Inc.)* $500.00 2009	None	501(c) (3)	$500
Christ the King Seminary 711 Knox Road P O Box 607 East Aurora, NY 14052-0607 *2009 Cure of Ars Dinner - November 8, 2009 at the Hyatt Regency Buffalo* $500.00 2009	None	501(c) (3)	$500
Community Foundation for Greater Buffalo, Inc. 712 Main Street Buffalo, NY 14202 *Matching Gift Fund: M. Sullivan Family* $1,000.00 2009	None	501(c) (3)	$1,000
Community Missions of the Niagara Frontier 1570 Buffalo Avenue Niagara Falls, NY 14303 *Community Kitchen and Crisis Services programs* $1,500.00 2009	None	501(c) (3)	$1,500
Community Music School 415 Elmwood Avenue Buffalo, NY 14222-2277 *Matching Gift: Ed Northwood* $600.00 2009	None	501(c) (3)	$600
Elizabeth Pierce Olmsted M.D. Center for the Visually Impaired 1170 Main Street P O Box 398 Buffalo, NY 14209-0398	None	501(c) (3)	$12,500

Acquisition and installation of a state-of-the-art telecommunications and call center network $25,000.00 2008			
Elmwood Village Association 890 Elmwood Avenue Buffalo, NY 14222 *Matching Gift Fund: Edward Northwood* $250.00 2009	None	501(c) (3)	$250
Explore & More A Children's Museum 300 Gleed Avenue East Aurora, NY 14052 *Matching Gift Fund: Edward Northwood* $300.00 2009	None	501(c) (3)	$300
The Food Bank of Western New York 91 Holt Buffalo, NY 14206 *Matching Gift Fund: Edward Northwood* $250.00 2009	None	501(c) (3)	$250
A Foundation Building Strength 2450 El Camino Real - #101 Palo Alto, CA 94306 *Matching Gift-S. Joy Family* $300.00 2009	None	501(c) (3)	$300
The Foundation of the Roman Catholic Diocese of Buffalo c/o Diocesan Office of Development 795 Main Street Buffalo, NY 14203 *"Make A Difference Dinner-A Celebration of Catholic Schools" - January 29, 2009* $500.00 2009	None	501(c) (3)	$500
Francis Center 1301 Ferry Avenue Niagara Falls, NY 14301 *Girl Talk Program and Babysitting Course Trustee Fund: Paul W. Joy* $1,500.00 2009	None	501(c) (3)	$1,500
Gilda's Club Western New York, Inc. 1140 Delaware Avenue Buffalo, NY 14209 *Beyond the Red Door - Five Year pledge - $1,000 per year Trustee Fund: Marsha Joy Sullivan* $5,000.00 2006	None	501(c) (3)	$1,000
HART Interfaith, Inc. 505 Cayuga Street Lewiston, NY 14092 *Continue their Home Assistance Referral Service* $2,500.00 2009	None	501(c) (3)	$2,500
Hauptman-Woodward Medical Research Institute, Inc. 700 Ellicott Street	None	501(c) (3)	$4,000

Buffalo, NY 14203-1102
Support for High School students in the Duax lav for the summer of 2009
$4,000.00
2009

Health Association of Niagara County, Inc. 1302 Main Street Niagara Falls, NY 14301-1193 *After School Advantage Program Trustee Fund: Paul W. Joy* $2,500.00 2009	None	501(c) (3)	$2,500
Heart, Love & Soul, Inc. 939 Ontario Avenue Niagara Falls, NY 14305 *Support the Recognition Awards Dinner to be held on April 16, 2009 PWJ/AMJ Personal Fund* $500.00 2009	None	501(c) (3)	$500
Heart, Love & Soul, Inc. 939 Ontario Avenue Niagara Falls, NY 14305 *Trustee Fund: Marsha Joy Sullivan* $1,000.00 2009	None	501(c) (3)	$1,000
Heart, Love & Soul, Inc. 939 Ontario Avenue Niagara Falls, NY 14305 *Computer Upgrade PWJ/AMJ Personal: $1500; Matching Gift Fund: $1500* $3,000.00 2009	None	501(c) (3)	$3,000
Heart, Love & Soul, Inc. 939 Ontario Avenue Niagara Falls, NY 14305 *Trustee Fund: Edward Northwood* $2,000.00 2009	None	501(c) (3)	$2,000
Holy Cross Church Vero Beach, FL 32961 *PWJ/AMJ Personal Fund* $100.00 2009	None	501(c) (3)	$100
Holy Cross Church Vero Beach, FL 32961 *PWJ/AMJ Personal Fund* $1,000.00 2009	None	501(c) (3)	$1,000
Kingdom First Ministries, Inc. 325 Sharon Park Drive #702 Menlo Park, CA 94025 *Needed support for staff to allow projects to be continued. $30,000 over three years. General Fund:$6,000 - $2,000/year. STJ to fund remaining balance of $24,000.* $6,000.00 2007	None	501(c) (3)	$2,000
Mount St. Mary's Hospital Foundation 5300 Military Road	None	501(c) (3)	$1,000

Lewiston, NY 14092
Tenth Annual Good Works Gala - September 26, 2009 at Niagara Falls Country Club PWJ/AMJ Personal Fund
$1,000.00
2009

Nardin Academy 135 Cleveland Avenue Buffalo, NY 14222 *150th Anniversary Endowment Campaign Approved $50,000. $35,000 General Fund; balance of $15,000 MJS to fund.* $50,000.00 2007	None	501(c) (3)	$18,500
Nardin Academy 135 Cleveland Avenue Buffalo, NY 14222 *Matching Gift: M. Sullivan Family Nardin Academy Annual Fund* $2,000.00 2009	None	501(c) (3)	$2,000
Nardin Academy 135 Cleveland Avenue Buffalo, NY 14222 *PWJ/AMJ Personal Fund Annual Fund* $1,500.00 2009	None	501(c) (3)	$1,500
National Federation for Just Communities of WNY 360 Delaware Avenue Suite 106 Buffalo, NY 14202 *Support 2009 Citation Banquet at the Buffalo Hyatt Regency Hotel on March 25, 2009* $3,000.00 2009	None	501(c) (3)	$3,000
Nativity Miquel Buffalo 21 Davidson Avenue Buffalo, NY 14215 *Matching Gift: M. Sullivan Family* $250.00 2009	None	501(c) (3)	$250
New England Amateur Skating Foundation P O Box 6881 Providence, RI 02940 *Donation to New England Amateur Skating Foundation - Taylor Firth PWJ/AMJ Personal Fund* $500.00 2009	None	501(c) (3)	$500
Niagara Frontier Hospice Foundation, Inc. 4675 Sunset Drive Lockport, NY 14094-1231 *Wings of Serenity fundraising campaign to build Niagara Hospice House, Niagara County's first residential and in-patient hospice facility* $100,000.00 2005	None	501(c) (3)	$20,000
Niagara Frontier Hospice Foundation, Inc. 4675 Sunset Drive Lockport, NY 14094-1231 *Support the Tenth Annual Jack Beatty Hospice Memorial Regatta - July 10th & 11th PWJ/AMJ Personal.*	None	501(c) (3)	$1,000

$1,000.00
2009

Niagara Lutheran Health Foundation 64 Hager Street Buffalo, NY 14208 *Renew Membership for 2008 Leadership Council Campaign* $1,200.00 2009	None	501(c) (3)	$1,200
Niagara University P O Box 2008 Niagara University, NY 14109-2008 *Support of the Center for Family Counseling. Total pledged over 5-yrs-$150,000- JFF-$50,000; PWJ/AMJ Personal-$50,000 (MJS/MFS personally contribute-$50,000)* $50,000.00 2006	None	501(c) (3)	$10,000
Niagara University P O Box 2008 Niagara University, NY 14109-2008 *Capital Campaign - Center for Family Counseling. $150,000 proposed over 5-yrs. PWJ/AMJ Personal - $50,000* $50,000.00 2006	None	501(c) (3)	$10,000
Niagara University P O Box 2008 Niagara University, NY 14109-2008 *Matching Gift Fund: M. Sullivan Family* $1,500.00 2009	None	501(c) (3)	$1,500
Niagara University P O Box 2008 Niagara University, NY 14109-2008 *Niagara University President's Dinner - Saturday November 14, 2009 PWJ/AMJ Personal: $2,500; General Fund - $2,500 from the Joy Family Foundation. (MJS./MFS Personal check - $2,500) Total sent $7.500* $5,000.00 2009	None	501(c) (3)	$5,000
Niagara University P O Box 2008 Niagara University, NY 14109-2008 *Niagara University Dinner - November 14, 2009 (single seating)* $150.00 2009	None	501(c) (3)	$150
Old Fort Niagara Association Marian House P O Box 1918 Niagara University, NY 14109-1918 *Bringing History Alive - through a gift to the Annual Fund* $500.00 2009	None	501(c) (3)	$500
Our Lady of Angels Association Marian House P O Box 1918 Niagara University, NY 14109-1918 *Luncheon - June 24, 2009* $250.00 2009	None	501(c) (3)	$250
Our Lady of Perpetual Help	None	501(c) (3)	$900

2052 Lakeview Road P.O.Box 115 Lakeview, NY 14085 *JDR/PJR Personal - $450; Matching Gift Fund: $450 (Total gift - $900.00)* $900.00 2009			
Project Baobab 555 Bryant Street #198 Palo Alto, CA 94301-1704 *Matching Gift Fund: S. Joy Family* $2,250.00 2009	None	501(c) (3)	$2,250
Religious Retirement Fund Diocese of Buffalo Catholic Center 795 Main Street Buffalo, NY 14203-1250 *Support for 2009 Appeal PWJ/AMJ Personal Fund: $500; P Joy Family Matching Fund: $500 - Total support $1,000* $1,000.00 2009	None	501(c) (3)	$1,000
Roswell Park Alliance Foundation Elm & Carlton Streets Buffalo, NY 14263 *PWJ/AMJ Personal Fund* $2,000.00 2009	None	501(c) (3)	$2,000
Sacred Heart Schools 150 Valparaiso Avenue Atherton, CA 94027-4402 *Matching Gift Fund: S. Joy Family* $200.00 2008	None	501(c) (3)	$200
Salvation Army 960 Main Street Buffalo, NY 14202 *Matching Gift: Edward Northwood Holiday Contribution* $250.00 2009	None	501(c) (3)	$250
SPCA - Erie County 205 Ensminger Road Tonawanda, NY 14150 *Matching Gift: Edward Northwood* $150.00 2009	None	501(c) (3)	$150
St. Bernard's Roman Catholic Church 218 Hinman & Second Youngstown, NY 14174 *January 1, 2009 - June 30, 2009 Collection at St. Bernard's Roman Catholic Church* $3,000.00 2009	None	501(c) (3)	$3,000
St. Bernard's Roman Catholic Church 218 Hinman & Second Youngstown, NY 14174 *July 1, 2009 - December 31, 2009 Collection at St. Bernard's Roman Catholic Church* $3,000.00 2009	None	501(c) (3)	$3,000

St. Bernard's Roman Catholic Church 218 Hinman & Second Youngstown, NY 14174 *Contribution to the St. Vincent de Paul Society PWJ/AMJ Personal: $1,000; Paul Joy Trustee Fund: $1,000. Total gift $2,000* $2,000.00 2009	None	501(c) (3)	$2,000
St. John's Episcopal Church P O Box 366 Main and Chestnut Streets Youngstown, NY 14174 *Trustee Fund: Alice Mary Joy* $2,000.00 2009	None	501(c) (3)	$2,000
U.B. Law School 4081 O'Brien Hall Buffalo, NY 14260-1100 *Matching Gift Fund: Edward Northwood* $600.00 2009	None	501(c) (3)	$600
United Way of Indian River County P.O. Box 1960 Vero Beach, FL 32961 *2008-2009 Campaign* $2,000.00 2009	None	501(c) (3)	$2,000
United Way of Niagara 3000 Military Road Niagara Falls, NY 14304 *2009 Campaign - PWJ/AMJ Personal: $4,000; Matching Gift Fund: $4,000; Total - $8,000* $8,000.00 2009	None	501(c) (3)	$8,000
Vive, Inc. 50 Wyoming Avenue Buffalo, NY 14215 *Support Annual VIVE Dinner - May 14, 2009* $250.00 2009	None	501(c) (3)	$250
Vive, Inc. 50 Wyoming Avenue Buffalo, NY 14215 *Renewal request for support to serve refugees and their families who arrive in the USA seeking asylum* $15,000.00 2009	None	501(c) (3)	$7,500
WBFO 3435 Main Street Buffalo, NY 14214-9980 *Matching Gift: Edward Northwood (WBFO Listener Support Fund)* $250.00 2009	None	501(c) (3)	$250
Western New York Perinatal Bereavement Network 150 Bennett Road Cheektowaga, NY 14227	None	501(c) (3)	$250

17th Annual "Walk to Remember" - Sunday October 1, 2009
Cheektowaga Town Park
$250.00
2009

Western New York Public Broadcasting Assoc. Horizons Plaza P O Box 1263 Buffalo, NY 14240 *Trustee Gift Fund John D. Reinhold* $3,000.00 2009	None	501(c) (3)	$3,000
Western New York Women's Fund 742 Delaware Avenue Buffalo, NY 14209 *Partnering with UB Regional Institute - "Promising Futures" Project* $10,000.00 2009	None	501(c) (3)	$10,000
Western New York Women's Fund 742 Delaware Avenue Buffalo, NY 14209 *Peggy Balbach Founder's Circle JDR/PJR Personal Fund - $2,500; Matching Gift Fund - J Reinhold Family - $2,500; PJR Trustee Gift Fund - $4,168. (Total gift: $9,168)* $9,168.00 2009	None	501(c) (3)	$9,168
YMCA Buffalo Niagara 1317 Portage Road Niagara Falls, NY 14301 *Strong Kids 2008 Campaign* $3,000.00 2009	None	501(c) (3)	$3,000
Total			**$256,100**

JOY FAMILY FOUNDATION														
2009														
16-6335211	FINAL										FINAL			
	80715	80785	80829	80830	80993	81159	81471	81473	81474	81795	81913	20403	36657	TOTAL
COST														
Cash	0	11,325	0	0	2,934	0	2,045	26	165	23	0	36	124,069	140,623
Money Funds	0	14,127	88	25,221	61,657	24,738	5,894	5,355	14,325	11,367	0	23,963	0	186,735
														327,358
Stocks		74,201			408,201		42,000	327,722	401,411	275,931		263,945		1,793,411
Bonds - Corporate		394,192												394,192
Bonds - Government					314,811									314,811
Other Investments														
Bonds - International		19,991												19,991
Closed-End Funds					1,001,629		427,456						203,140	1,632,225
Mutual Funds														0
Total SSB Cash & Invest	0	513,836	88	25,221	1,789,232	24,738	477,395	333,103	415,901	287,321	0	287,944	327,209	4,481,988
Land														2,708
														4,484,696
FMV														
Cash	0	11,325	0	0	2,934	0	2,045	26	165	23	0	36	124,069	140,623
Money Funds	0	14,127	88	25,221	61,657	24,738	5,894	5,355	14,325	11,367	0	23,963	0	186,735
						0								327,358
Stocks		88,898			475,000		50,000	415,794	398,098	280,721		262,226		1,970,737
Bonds - Corporate		442,786												442,786
Bonds - Government					315,718									315,718
Other Investments														
Bonds - International		23,713												23,713
Closed-End Funds					1,046,360		438,716						201,423	1,686,499
Mutual Funds						0								0
Total	**0**	**580,849**	**88**	**25,221**	**1,901,669**	**24,738**	**496,655**	**421,175**	**412,588**	**292,111**	**0**	**286,225**	**325,492**	4,766,811
Land														2,708
														4,769,519

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1 00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
14,127.09	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 14,127.09		.01%	$ 1.41
Total money fund		$ 14,127.09	$ 0.00	.01%	$ 1.41

Preferred stocks

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain securities In addition, Standard & Poor's research ratings may be shown for certain securities. CIRA is not the author of, does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared by Standard & Poor's. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. CIRA stock recommendations include an investment rating and risk rating. The Investment Rating Code (1, 2 or 3) is a function of CIRA's expectation of total return (forecast price appreciation and dividend yield within the next 12 months) and a Risk Rating. The Risk Rating (L, M, H or S) represents the stock's expected risk, taking into account price volatility and fundamental criteria. Please refer to the end of this statement for a guide describing CIRA ratings.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
6	BUNGE LIMITED CV PFD 5.125	BGLIF	12/16/08	$ 2,670.00	$ 445.00	$ 650 00	$ 3,900.00	$ 1,230.00 LT		
8	Rated BB		09/18/09	5,056.60	632.075	650 00	5,200.00	143 40 ST		
14				7,726.60	551.90		9,100.00	1,373.40	7.884	717.50
40	BUNGE LTD CV PFD Rated BB	BGEPF	02/17/09	2,677.50	66.937	89.50	3,580.00	902.50 ST	5.446	195.00
135	ARCHER DANIELS MIDLAND 6.25%	ADMPRA	02/04/09	4,732.49	35.055	43.61	5,887.35	1,154 86 ST		
65	MAND CONV EQUITY UNITS		03/27/09	2,427.17	37.341	43 61	2,834.65	407.48 ST		
200				7,159.66	35.798		8,722.00	1,562.34	7.165	625.00
5	BANK OF AMERICA CORP CONV PFD	BACPRL	02/14/08	5,520.85	1,104.17	880.00	4,400 00	(1,120.85) LT		
1	7.25% SER L		04/02/08	1,077.67	1,077.67	880.00	880.00	(197.67) LT		
4	Rated BB		06/04/09	3,110.00	777.50	880.00	3,520 00	410.00 ST		
10				9,708.52	970.852		8,800.00	(908.52)	8.238	725.00
55	FREEPORT-MCMORAN COPPER & GOLD	FCXPRM	07/24/09	5,052.85	91.87	115 01	6,325 55	1,272 70 ST		
40	INC MAND CV PFD		12/03/09	4,817.60	120 44	115 01	4,600.40	(217 20) ST		
95	Rated BB			9,870.45	103.899		10,925.95	1,055.50	5.869	641.25

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
8	MYLAN INC 6.5% CV PFD Rated B	MYLNP	12/03/09	$ 9,155.41	$ 1,144.426	$ 1,152.75	$ 9,222.00	$ 66.59 ST	5.638 %	$ 520.00
55	REINSURANCE GRP CONV PFD 5.75%	RGAPRA	11/12/08	2,652.10	48.22	62.96	3,462.80	810.70 LT		
55	DTD 12/18/01		05/27/09	2,659 25	48.35	62 96	3,462 80	803.55 ST		
105	Rated BBB		06/30/09	4,975.41	47.384	62.96	6,610.80	1,635.39 ST		
215				10,286.76	47.845		13,536.40	3,249.64	4.566	618.13
200	VALE CAPITAL II MAND CONV NTS INTO VALE 6.75%	CJS	07/08/09	10,145.84	50.729	83.75	16,750.00	6,604.16 ST	4.029	675.00
9	WELLS FARGO & CO 7.5% CONV CL A PFD Rated A-	WFCPRL	08/17/09	7,470.00	830.00	918.00	8,262.00	792.00 ST	8.169	675.00
Total preferred stocks				$ 74,200.74			$ 86,898.35	$ 13,978.43 ST $ 722.18 LT	6.06	$ 5,391.88

Bonds

Unrealized gains & losses have been adjusted to account for the accretion of OID (original issue discount), the amortization of premium, and/or the accretion of market discount.

Call features shown indicate the next regularly scheduled call date and price. Your holdings may be subject to other redemption features including sinking funds or extraordinary calls.

The research rating for Moody's Investors Service and Standard & Poor's may be shown for certain fixed income securities All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Your Financial Advisor will be pleased to provide you with further information or assistance in interpreting research ratings.

International bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
2,000	SCHLUMBERGER LTD CV-USD	05/19/09	$ 2,920 00	$ 146.00	163.25	$ 3,265.00	$ 345.00	ST		$ 0.00
	INT: 02.125% MATY: 06/01/2023	806857AD0	$ 2,920.00	$ 146.00			$ 345.00	ST		$ 345.00
2,000	EXCHANGE RATE: 1.0000000	05/28/09	3,010.00	150.50	163.25	3,265.00	255.00	ST		0.00
	Amount denominated in:		3,010 00	150 50			255.00	ST		255.00
3,000	U.S. dollars Rating: A1/A+	06/10/09	4,621.92	154.064	163 25	4,897.50	275.58	ST		0.00
	Next call on 06/06/10 @ 100.000		4,621 92	154 064			275.58	ST		275.58
7,000			10,551.92	150.70		11,427.50	875.58		1.301	0.00
			10,551.92	150.70	12.40		875.58		148.76	875.58

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION — **Account number 356-80785-17 243**

International bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
2,000	TEVA PHARMACEUTICAL FIN BV	05/03/04	$ 2,040 20	$ 102.01	163.00	$ 3,260.00	$ 1,219.80	LT		$ 0.00
	CNV SER B DTD 1/27/2004	88164RAB3	$ 2,028.80	$ 101.44			$ 1,231.20	LT		$ 1,231.20
1,000	INT: 00.250% MATY: 02/01/2024	02/01/07	1,085.00	108.50	163 00	1,630.00	545.00	LT		0.00
	EXCHANGE RATE: 1.0000000		1,085.00	108 50			545 00	LT		545.00
3,000	Amount denominated in:		3,125.20	104.20		**4,890.00**	1,764.80		.153	0.00
	U.S. dollars		**3,113.80**	103.80	3.12		**1,776.20**		7.50	**1,776.20**
	Rating. S&P BBB +									
	Next call on 02/01/10 @ 100.000									
3,000	TEVA PHARMACEUTICAL FIN CO	07/10/07	3,034.11	101.137	123.25	3,697.50	663.39	LT		0.00
	B.V.CV SR DEBS-BK/ENTRY	88165FAA0	3,030.15	101.005			667.35	LT		667.35
3,000	DTD 01/31/2006	06/19/08	3,321.00	110.70	123.25	3,697.50	376.50	LT		0.00
	INT: 01.750% MATY: 02/01/2026		3,295 62	109 854			401.88	LT		401.88
6,000	EXCHANGE RATE: 1.0000000		6,355 11	105.90		**7,395.00**	1,039.89		1.419	0.00
	Amount denominated in:		**6,325.77**	105.40	43.75		**1,069.23**		105.00	**1,069.23**
	U.S. dollars									
	Rating: BAA1/BBB +									
	Next call on 02/01/11 @ 100.000									
Total international bonds			$ 20,032.23		$ 69.27	$ 23,712.50	$ 875.58	ST	1.10	$ 0.00
16,000			$ 19,991.49				$ 2,845.43	LT	$ 281.25	$ 3,721.01

Please note: **Amounts** *are denominated in the currency of the issue.* **Price** *is a function of* **exchange rate** *and market price.*
Market value *is denominated in U.S. dollars Changes in* **exchange rate** *will affect the "face value in U.S. dollars" and* **market value.**

Corporate bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
8,000	SYMANTEC CORP GLOBAL CV	06/18/09	$ 8,081.34	$ 101.016	108.75	**$ 8,700.00**	$ 618.66	ST	.689	**$ 0.00**
	BOOK/ENTRY	871503AD0	**$ 8,059.84**	$ 100.748	**$ 2.67**		**$ 640.16**	ST	**$ 60.00**	**$ 640.16**
	DD 12/11/06									
	INT: 00.750% MATY: 06/15/2011									
3,000	ALLIANT TECHSYSTEMS INC	06/12/09	3,240.00	108.00	106.00	3,180.00	(60.00)	ST	2.594	0.00
	GLOBAL CV	018804AN4	3,240.00	108.00	24.29		(60.00)	ST	82.50	(60.00)
	DD 3/08/2007									
	INT: 02.750% MATY. 09/15/2011									
	Rating: B1/BB-									

Ref: 00011547 00102563

MorganStanley SmithBarney

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION Account number 356-80785-17 243

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
3,000	MYLAN LABORATORIES INC SR	03/30/09	$ 2,569 92	$ 85.664	103.75	$ 3,112.50	$ 542.58	ST		$ 101.00
	UNSECD CV NOTES BOOK/ENTRY	628530AG2	$ 2,569.92	$ 85.664			$ 542.58	ST		$ 441.58
3,000	DD 3/7/2007	06/09/09	2,651.25	88.375	103.75	3,112.50	461.25	ST		65.49
	INT: 01.250% MATY: 03/15/2012		2,651 25	88.375			461 25	ST		395.76
2,000	Exchange: OTC Rating: S&P BB-	12/04/09	2,065 00	103.25	103.75	2,075.00	10.00	ST		0.00
			2,065.00	103.25			10.00	ST		10.00
8,000			7,286.17	91.10		**8,300.00**	1,013.83		**1.204**	**166.49**
			7,286.17	91.10	**29.44**		**1,013.83**		**100.00**	**847.34**
5,000	MAXTOR CORP CV SR NOTES	09/25/09	5,360.17	107.203	118.00	**5,900.00**	539.83	ST	**2.012**	**0.00**
	BOOK/ENTRY	577729AE6	**5,360.17**	107.203	**44.86**		**539.83**	ST	**118.75**	**539.83**
	DTD 2/01/2006									
	INT: 02.375% MATY: 08/15/2012									
	Rating: S&P B									
	Next call on 08/20/10 @ 100.680									
1,000	AMGEN INC CV	07/30/08	961.88	96.187	100.625	1,006.25	44.37	LT		11.71
	BOOK/ENTRY DD 11/09/06	031162AQ3	961 88	96 187			44.37	LT		32.66
3,000	INT: 00.375% MATY: 02/01/2013	08/28/08	2,943.75	98.125	100.625	3,018.75	75 00	LT		16.71
	Rating: A3/A +		2,943 75	98 125			75.00	LT		58.29
3,000		10/14/08	2,416.41	80.547	100.625	3,018.75	602.34	LT		150.47
			2,416.41	80.547			602.34	LT		451.87
3,000		08/27/09	2,962.50	98.75	100.625	3,018.75	56.25	ST		3.60
			2,962.50	98.75			56 25	ST		52.65
10,000			9,284.54	92.80		**10,062.50**	777.96		**.372**	**182.49**
			9,284.54	92.80	**15.63**		**777.96**		**37.50**	**595.47**
6,000	ANIXTER INTL INC GLOBAL	04/17/08	7,014.24	116.904	96.25	5,775.00	(1,239.24)	LT		0.00
	CV BOOK/ENTRY	035290AJ4	7,014.24	116 904			(1,239.24)	LT		(1,239.24)
6,000	DD 5/16/2007	05/28/09	5,010.00	83 50	96 25	5,775.00	765.00	ST		141.18
	INT: 01.000% MATY: 02/15/2013		5,010 00	83.50			765.00	ST		623.82
2,000	Rating: S&P BB-	07/01/09	1,657.50	82.875	96.25	1,925.00	267.50	ST		41.52
			1,657.50	82.875			267.50	ST		225.98
14,000			13,681.74	97.70		**13,475.00**	(206.74)		**1.038**	**182.70**
			13,681.74	97 70	**52.89**		**(206.74)**		**140.00**	**(389.44)**
11,000	MEDTRONIC INC GLOBAL CV	12/11/09	11,499.91	104 544	104.375	**11,481.25**	(18 66)	ST	**1.556**	**0.00**
	BOOK/ENTRY DD 8/07/06	585055AM8	**11,493.57**	104.487	**37.74**		**(12.32)**	ST	**178.75**	**(12.32)**
	INT: 01.625% MATY: 04/15/2013									
	Rating: A1/AA-									
11,000	NETAPP INC CONV BK ENTRY	07/30/09	10,764 11	97.855	124 00	**13,640.00**	2,875.89	ST	**1.411**	**24.14**
	DTD 6/1/2008	64110DAB0	**10,764.11**	97.855	**16.04**		**2,875.89**	ST	**192.50**	**2,851.75**
	INT: 01.750% MATY: 06/01/2013									

Ref: 00011547 00102564

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Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
7,000	SYMANTEC CORP GLOBAL CV	03/27/08	$ 7,656.25	$ 109.375	112.125	$ 7,848.75	$ 192.50	LT		$ 0.00
	BOOK/ENTRY	871503AF5	$ 7,656.25	$ 109.375			$ 192.50	LT		$ 192.50
2,000	DD 12/11/06	05/02/08	2,324.56	116.227	112.125	2,242.50	(82.06)	LT		0.00
	INT: 01.000% MATY: 06/15/2013		2,324 56	116 227			(82.06)	LT		(82.06)
3,000		07/11/08	3,448.13	114.937	112.125	3,363.75	(84.38)	LT		0.00
			3,448.13	114.937			(84.38)	LT		(84.38)
12,000			13,428.94	111.90		13,455.00	26.06		.891	0.00
			13,428.94	111.90	5.33		26.06		120.00	26.06
4,000	GENERAL CABLE CORP CV	02/26/09	2,645.86	66.146	87.25	3,490.00	844.14	ST		195.38
	BOOK/ENTRY	369300AD0	2,645 86	66.146			844 14	ST		648.76
2,000	DD 11/15/2006	06/11/09	1,887.50	94 375	87.25	1,745.00	(142.50)	ST		0.00
	INT: 00.875% MATY: 11/15/2013		1,887.50	94.375			(142.50)	ST		(142.50)
6,000	Rating: BA3/B +		4,533.36	75.60		5,235.00	701.64		1.002	195.38
			4,533.36	75 60	6.71		701.64		52.50	506.26
12,000	EMC CORP GLOBAL	02/03/09	11,560 80	96 34	125.125	15,015 00	3,454.20	ST		78.24
	CV BOOK/ENTRY	268648AM4	11,560 80	96.34			3,454.20	ST		3,375.96
10,000	DD 02/02/2007	05/28/09	9,837.50	98.375	125.125	12,512.50	2,675.00	ST		20.00
	INT: 01.750% MATY: 12/01/2013		9,837.50	98.375			2,675.00	ST		2,655.00
22,000	Rating: S&P A-		21,398.30	97.30		27,527.50	6,129.20		1.398	98.24
			21,398.30	97.30	32 08		6,129.20		385.00	6,030.96
4,000	ARCHER DANIELS CV	10/30/08	3,099.16	77.479	104.75	4,190.00	1,090.84	LT	.835	174.60
	BOOK/ENTRY	039483AW2	3,099.16	77.479	13.22		1,090.84	LT	35.00	916.24
	DD 2/22/2007									
	INT: 00.875% MATY: 02/15/2014									
	Rating: S&P A									
6,000	CACI INTL INC REVERSE CV	11/13/08	5,279.53	87.992	106.375	6,382.50	1,102.97	LT		133.43
	BOOK/ENTRY	127190AD8	5,279 53	87.992			1,102.97	LT		969.54
6,000	DTD 10/12/2007	06/02/09	5,482.50	91 375	106 375	6,382.50	900.00	ST		55.14
	INT: 02.125% MATY: 05/01/2014		5,482.50	91.375			900.00	ST		844.86
12,000			10,762.03	89.70		12,765.00	2,002.97		1.997	188.57
			10,762.03	89.70	42.50		2,002.97		255.00	1,814.40
9,000	ALLEGHENY TECHNOLOGIES INC	08/15/09	10,608.34	117.87	136.875	12,318.75	1,710.41	ST	3.105	0.00
	SNR UNSEC NTS DTD 06/02/2009	01741RAD4	10,436.40	115.96	31.87		1,882.35	ST	382.50	1,882.35
	INT: 04.250% MATY: 06/01/2014									
	Rating. S&P BBB-									
5,000	JANUS CAPITAL GROUP INC	08/19/09	5,922.27	118.445	120.50	6,025.00	102.73	ST	2.697	0.00
	CNV BD BOOK ENTRY	47102XAG0	5,922.27	118.445	72.22		102.73	ST	162.50	102.73
	INT: 03.250% MATY: 07/15/2014									
	Rating· BAA3/BB +									

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Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
6,000	NEWMONT MINING CORP NTS REV CV	11/24/08	$ 5,290.65	$ 88.177	124.75	$ 7,485.00	$ 2,194.35	LT		$ 126 69
	BOOK ENTRY DTD 10/15/2007	651639AH9	$ 5,290.65	$ 88.177			$ 2,194.35	LT		$ 2,067.66
2,000	INT: 01.250% MATY: 07/15/2014	02/09/09	2,171.67	108.583	124.75	2,495.00	323.33	ST		0.00
	Rating: S&P BBB +		2,171.67	108.583			323.33	ST		323.33
6,000		06/10/09	6,870.00	114 50	124.75	7,485.00	615.00	ST		0 00
			6,870.00	114.50			615.00	ST		615.00
14,000			14,332.32	102.40		**17,465.00**	3,132.68		**1.002**	**126.69**
			14,332.32	102.40	**80.69**		**3,132.68**		**175.00**	**3,005.99**
12,000	NAVISTAR INTL	12/23/09	12,616.26	105.135	103.375	**12,405.00**	(211.26)	ST	**2.902**	**0.00**
	CVBD DTD 10/28/2009	63934EAL2	**12,615.48**	105.129	**63.00**		**(210.48)**	ST	**360.00**	**(210.48)**
	INT: 03.000% MATY: 10/15/2014									
	Rating: B1/B									
7,000	DANAHER CORP CONV	08/04/06	6,718 04	95.972	110.00	7,700.00	981.96	LT		0.00
	DTD 3/16/01	235851AF9	6,783 21	96 903 ##			916 79	LT		916 79
4,000	INT: 00.000% MATY: 01/22/2021	05/29/09	3,630.00	90.75	110.00	4,400.00	770.00	ST		0.00
	Rating: A2/A +		3,647 52	91.188 ##			752.48	ST		752.48
11,000			10,348.04	94.10		**12,100.00**	1,751.96			**0.00**
			10,430.73	94 80			**1,669.27**			**1,669.27**
7,000	BEST BUY S/D CONV	10/15/08	5,472.39	78.177	107 125	7,498.75	2,026 36	LT		104.65
	DTD 7/12/02	086516AF8	5,472.39	78.177			2,026.36	LT		1,921.71
4,000	INT: 02.250% MATY: 01/15/2022	06/16/09	3,972.80	99.32	107.125	4,285.00	312.20	ST		0.00
	Rating: BAA3/BB +		3,972.80	99.32			312.20	ST		312.20
11,000			9,445.19	85 90		**11,783.75**	2,338.56		**2.10**	**104.65**
			9,445 19	85 90	**114.13**		**2,338.56**		**247.50**	**2,233.91**
10,000	DST SYSTEMS INC CONV	10/01/09	10,910.00	109.10	108.00	**10,800.00**	(110.00)	ST	**3.819**	**0.00**
	BOOK/ENTRY	233326AE7	**10,897.80**	108.978	**97.40**		**(97.80)**	ST	**412.50**	**(97.80)**
	DTD 10/06/2009									
	INT. 04.125% MATY: 08/15/2023									
	Next call on 08/15/13 @ 100.000									
3,000	ACTUANT CORP	02/19/09	2,928.96	97.632	108.00	3,240.00	311.04	ST		0.00
	DTD 04/30/2004	00508XAB0	2,928 96	97 632			311.04	ST		311.04
2,000	INT: 02.000% MATY: 11/15/2023	11/02/09	2,030.87	101 543	108.00	2,160.00	129 13	ST		0.00
	Rating: NA/B +		2,030.54	101 527			129.46	ST		129.46
5,000	Next call on 11/20/10 @ 100.000		4,959.83	99.20		**5,400.00**	440.17		**1.851**	**0.00**
			4,959.50	99.20	**12.78**		**440.50**		**100.00**	**440.50**
6,000	ALLIANT TECHSYSTEMS INC CV	11/19/04	6,315.00	105 25	113.625	**6,817.50**	502.50	LT	**2.42**	**0.00**
	BOOK/ENTRY DD 7/30/04	018804AH7	**6,244.92**	104.082	**62.33**		**572.58**	LT	**165.00**	**572.58**
	INT: 02.750% MATY: 02/15/2024									
	Rating: B1/BB-									

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
8,000	INVITROGEN CORP SR CV NOTES	07/16/07	$ 7,416.58	$ 92.707	115.50	$ 9,240.00	$ 1,823.42	LT		$ 74.46
	CV INTO COMB OF STOCK & CASH	46185RAK6	$ 7,416.58	$ 92.707			$ 1,823.42	LT		$ 1,748.96
2,000	INT: 01.500% MATY: 02/15/2024	04/30/08	2,128.06	106.403	115.50	2,310.00	181.94	LT		0.00
	Rating: S&P BB +		2,115 60	105.78			194.40	LT		194.40
6,000	Next call on 02/15/12 @ 100.000	06/10/09	5,827.50	97.125	115.50	6,930.00	1,102.50	ST		0.00
			5,827.50	97.125			1,102.50	ST		1,102.50
16,000			15,372.14	96.10		**18,480.00**	3,107.86		**1.298**	**74.46**
			15,359.68	96.00	**90.67**		**3,120.32**		**240.00**	**3,045.86**
3,000	FISHER SCIENTIFIC INTL CONV	02/24/04	3,084.81	102.827	132.75	3,982.50	897.69	LT		0.00
	DTD 3/3/04	338032AX3	3,065 07	102.169			917 43	LT		917.43
3,000	INT: 03.250% MATY: 03/01/2024	02/25/04	3,093.75	103 125	132.75	3,982.50	888.75	LT		0.00
	Rating: BAA2/BBB +		3,071.88	102.396			910.62	LT		910.62
6,000	Next call on 03/02/11 @ 100 000		6,178.56	103.00		**7,965.00**	1,786.44		**2.448**	**0.00**
			6,136.95	102.30	**65.00**		**1,828.05**		**195.00**	**1,828.05**
5,000	SYBASE INC CV	01/28/08	6,081 13	121.622	173.00	8,650.00	2,568.87	LT		0.00
	BOOK/ENTRY DD 8/16/05	871130AB6	5,963 55	119.271			2,686.45	LT		2,686.45
2,000	INT: 01.750% MATY: 02/22/2025	06/30/09	2,579.84	128.992	173.00	3,460 00	880.16	ST		0.00
	Next call on 03/01/10 @ 100.000		2,579.84	128.992			880.16	ST		880.16
7,000			8,660.97	123.70		**12,110.00**	3,449 03		**1.011**	**0.00**
			8,543.39	122 00	**43.90**		**3,566.61**		**122.50**	**3,566.61**
7,000	TEVA PHARMACEUTICAL INDS CV	06/05/09	7,612.50	108.75	121.375	**8,496.25**	883.75	ST	**.206**	**0.00**
	BK/ENTRY DTD 1/31/2006	88163VAE9	**7,612.50**	108.75	**7.29**		**883.75**	ST	**17.50**	**883.75**
	INT: 00.250% MATY: 02/01/2026									
	Rating: BAA1/BBB +									
3,000	COOPER CAMERON INTL CORP	04/15/09	3,193.53	106.451	134.625	4,038.75	845.22	ST		0.00
	GLOBAL CV BOOK/ENTRY	13342BAB1	3,186 93	106 231			851.82	ST		851.82
2,000	DD 8/14/2006	05/28/09	2,350.00	117.50	134.625	2,692.50	342.50	ST		0.00
	INT: 02.500% MATY: 06/15/2026		2,339.34	116.967			353.16	ST		353.16
4,000	Rating: BAA1/BBB +	06/11/09	4,814.56	120.364	134.625	5,385 00	570 44	ST		0.00
	Next call on 06/20/11 @ 100.000		4,791.00	119.775			594.00	ST		594.00
9,000			10,358.09	115.10		**12,116.25**	1,758.16		**1.857**	**0.00**
			10,317.27	114.60	**10.00**		**1,798.98**		**225.00**	**1,798.98**
1,000	ARRIS GROUP INC CV BK/ENTRY	06/30/09	939 73	93 973	98 88	988.80	49 07	ST		1.36
	DTD 11/13/2006	04269QAC4	939 73	93.973			49.07	ST		47.71
5,000	INT: 02.000% MATY: 11/15/2026	07/02/09	4,708 17	94.163	98.88	4,944.00	235.83	ST		6 53
	Next call on 11/15/13 @ 100.000		4,708.17	94 163			235 83	ST		229.30
6,000			5,647 90	94.10		**5,932.80**	284.90		**2.022**	**7.89**
			5,647.90	94.10	**15.33**		**284.90**		**120.00**	**277.01**

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
3,000	HEALTH CARE REIT INC CV	01/18/08	$ 3,083.79	$ 102.793	110.625	$ 3,318.75	$ 234.96	LT		$ 0.00
	BK/ENTRY	42217KAP1	$ 3,078.09	$ 102.603			$ 240.66	LT		$ 240.66
3,000	DTD 11/20/2006	03/27/08	3,294.89	109.829	110.625	3,318.75	23.86	LT		0.00
	INT: 04.750% MATY: 12/01/2026		3,275 58	109.186			43.17	LT		43 17
7,000	Rating: BAA2/BBB-	05/29/09	6,810.23	97.289	110.625	7,743.75	933.52	ST		0.00
	Next call on 12/01/11 @ 100.000		6,810.23	97.289			933.52	ST		933.52
13,000			13,188.91	101.50		14,381.25	1,192.34		4.293	0.00
			13,163.90	101.30	51.46		1,217.35		617.50	1,217.35
6,000	ON SEMICONDUCTOR CORP CV	06/30/09	5,340.00	89.00	111.125	6,667.50	1,327.50	ST	2.362	13.50
	BOOK/ENTRY	682189AG0	5,340.00	89.00	7.00		1,327.50	ST	157.50	1,314.00
	DD 04/04/07									
	INT: 02.625% MATY: 12/15/2026									
	Rating: S&P B +									
	Next call on 12/20/13 @ 100 000									
11,000	TECH DATA CORP CV	12/15/09	11,776.93	107.063	107.75	11,852.50	75.57	ST	2.552	0.00
	BOOK/ENTRY	878237AE6	11,775.50	107.05 ##	13.44		77.00	ST	302.50	77.00
	DD 12/20/2006									
	INT: 02.750% MATY: 12/15/2026									
	Rating: BA2/BBB-									
	Next call on 12/20/11 @ 100 000									
6,000	ST MARY&EXP GLOBAL CV	08/14/09	5,560.86	92.681	98.875	5,932.50	371.64	ST	3.539	6.18
	BOOK/ENTRY	792228AD0	5,560.86	92.681	52.50		371.64	ST	210.00	365.46
	DD 4/4/2007									
	INT: 03.500% MATY: 04/01/2027									
	Next call on 04/06/12 @ 100.000									
6,000	LINEAR TECH CORP GLOBAL	09/29/09	5,760.60	96.01	100.25	6,015.00	254.40	ST		0.00
	SER A CV BOOK/ENTRY	535678AC0	5,760.60	96.01			254.40	ST		254.40
6,000	DD 6/29/2007	10/09/09	5,844.97	97.416	100.25	6,015.00	170.03	ST		0.00
	INT: 03.000% MATY: 05/01/2027		5,844 97	97 416			170.03	ST		170.03
12,000	Next call on 05/01/14 @ 100.000		11,605.57	96 70		12,030.00	424 43		2.992	0.00
			11,605.57	96.70	60.00		424.43		360.00	424.43
4,000	HEALTH CARE REIT INC	01/08/08	4,076.48	101.912	111 625	4,465.00	388.52	LT	4.255	0.00
	DTD 07/20/07	42217KAQ9	4,071 40	101.785	87.61		393.60	LT	190.00	393.60
	INT: 04.750% MATY. 07/15/2027									
	Rating: BAA2/BBB-									
	Next call on 07/15/12 @ 100.000									

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Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
4,000	APOGENT TECHNOLOGIES INC CV	06/05/09	♦ 5,432.80	♦ 135 82	163.38	**♦ 6,535.20**	♦ 1,102.40	ST	**.006**	**♦ 0.00**
	FLT RT BOOK/ENTRY	03760AAK7	**♦ 5,432.80**	♦ 135.82			**♦ 1,102.40**	ST	**♦ .40**	**♦ 1,102.40**
	DTD 8/3/2004									
	INT: 00.010% MATY: 12/15/2033									
	Int paid quarterly									
	Rating: BAA1/A-									
	Next call on 03/15/10 @ 100.000									
2,000	BLACKROCK INC SR CV NOTE	02/13/09	2,483 94	124.197	233.25	**4,665.00**	2,181.06	ST	**1.125**	**0.00**
	BOOK/ENTRY DD 8/12/2005	09247XAB7	**2,470.62**	123.531	**19.83**		**2,194.38**	ST	**52.50**	**2,194.38**
	INT: 02.625% MATY: 02/15/2035									
	Rating: NA/A +									
	Next call on 02/20/10 @ 100.000									
4,000	L-3 COMMUNICATIONS CORP	04/24/07	4,350.88	108.772	105 00	4,200.00	(150.88)	LT		0.00
	CONV CONTINGENT DEBT SECS-	502413AW7	4,327.40	108.185			(127.40)	LT		(127.40)
2,000	DTD 12/09/2005	10/02/08	2,176.25	108 812	105.00	2,100.00	(76.25)	LT		0.00
	INT: 03.000% MATY: 08/01/2035		2,170 50	108 525			(70 50)	LT		(70 50)
6,000	Rating: BA2/BB +		6,527.13	108.80		**6,300.00**	(227 13)		**2.857**	**0.00**
	Next call on 02/01/11 @ 100.000		**6,497.80**	108.30	**75.00**		**(197.80)**		**180.00**	**(197.80)**
5,000	CHESAPEAKE ENERGY CONV	02/06/09	3,662.80	73.256	97.375	**4,868.75**	1,205.95	ST	**2.824**	**23.65**
	DTD 03/07/06	165167BW6	**3,662.80**	73 256	**17.57**		**1,205.95**	ST	**137.50**	**1,182.30**
	INT: 02 750% MATY: 11/15/2035									
	Rating: BA3/BB									
4,000	INTEL CORP CONV	04/26/07	3,697.50	92.437	96.50	3,860.00	162.50	LT		17.62
	DTD 03/30/2006	458140AD2	3,697.50	,92 437			162 50	LT		144.88
4,000	INT: 02.950% MATY: 12/15/2035	05/21/07	3,761.28	94 032	96.50	3,860 00	98 72	LT		0.00
	Rating: S&P A-		3,761.28	94.032			98 72	LT		98.72
3,000		08/08/07	2,973.07	99.102	96.50	2,895.00	(78.07)	LT		0.00
			2,973.07	99.102			(78.07)	LT		(78.07)
8,000		05/27/09	6,420.00	80.25	96.50	7,720.00	1,300.00	ST		19.20
			6,420.00	80.25			1,300.00	ST		1,280.80
19,000			16,851.85	88.70		**18,335.00**	1,483.15		**3.056**	**36.82**
			16,851.85	88.70	**24.91**		**1,483.15**		**560.50**	**1,446.33**
7,000	TRINITY IND INC SUB NOTES CV	05/29/08	7,255.68	103.652	74.75	5,232.50	(2,023.18)	LT		0.00
	BOOK/ENTRY	896522AF6	7,246 96	103 528			(2,014 46)	LT		(2,014.46)
3,000	DD 6/7/2006	06/25/09	1,633.13	54.437	74 75	2,242.50	609.37	ST		7.51
	INT: 03.875% MATY. 06/01/2036		1,633 13	54.437			609.37	ST		601.86
10,000	Rating: BA2/BB-		8,888.81	88 90		**7,475.00**	(1,413.81)		**5.183**	**7.51**
	Next call on 06/01/18 @ 100.000		**8,880.09**	88.80	**32.29**		**(1,405.09)**		**387.50**	**(1,412.60)**

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary income/ Capital gain/(loss)
6,000	CHESAPEAKE ENERGY CORP CV	06/02/09	$ 4,560.00	$ 76 00	89.50	$ 5,370.00	$ 810.00	ST		$ 16.38
	SR NOTES-BK/ENTRY	165167BZ9	$ 4,560.00	$ 76.00			$ 810.00	ST		$ 793.62
7,000	DTD 05/15/2007	09/16/09	6,356.32	90.804	89.50	6,265.00	(91.32)	ST		0.00
	INT: 02.500% MATY: 05/15/2037		6,356.32	90.804			(91.32)	ST		(91.32)
13,000	Rating. BA3/BB		10,916.32	84.00		11,635.00	718.68		2.793	16.38
	Next call on 05/15/17 @ 100.000		10,916.32	84.00	41.53		718.68		325.00	702.30
4,000	VERISIGN INC CV	04/20/09	2,824.61	70.615	88.875	3,555.00	730.39	ST		12.78
	BOOK ENTRY	92343EAD4	2,824.61	70.615			730.39	ST		717.61
3,000	DTD 03/07/08	05/28/09	2,430.00	81.00	88.875	2,666.25	236.25	ST		6.03
	INT: 03.250% MATY: 08/15/2037		2,430 00	81.00			236.25	ST		230.22
1,000		06/23/09	661.25	66.125	88.875	888.75	227.50	ST		2.58
			661.25	66.125			227.50	ST		224.92
8,000			5,915.86	73.90		7,110.00	1,194.14		3.656	21.39
			5,915.86	73 90	98.22		1,194.14		260.00	1,172.75
17,000	TRANSOCEAN INC	06/09/09	15,023.75	88 375	96 25	16,362.50	1,338.75	ST	1.558	28.39
	CV BOOK/ENTRY	893830AW9	15,023.75	88.375	11.33		1,338.75	ST	255.00	1,310.36
	DTD 12/11/2007									
	INT: 01.500% MATY: 12/15/2037									
	Rating: BAA2/BBB +									
	Next call on 12/20/12 @ 100.000									
5,000	AMERICAN MEDL SYS CV	12/09/09	5,729.10	114.582	120.875	6,043.75	314.65	ST	3.309	0.00
	CVBD DTD 09/15/2009	02744MAB4	5,728.45	114.569	58.89		315.30	ST	200.00	315.30
	INT: 04.000% MATY: 09/15/2041									
	Rating: S&P B									
Total corporate bonds			$ 394,688.29		$ 1,741.59	$ 442,785.50	$ 36,000.64	ST	2.00	$ 1,680.12
401,000			$ 394,191.90				$ 12,592.96	LT	$ 8,878.40	$ 46,913.48
Total portfolio value			$ 502,511.22			$ 569,523.44	$ 50,851.65	ST	2.55	$ 1,680.12
		Add Cash	11325.84			11325.84	$ 16,160.57	LT	$ 14,532.94	$ 50,634.49
			513,836.56			580848.78				

Original Issue Discount

Reserved Client
Financial Management Account

December 1 - December 31, 2009

JOY FAMILY FOUNDATION *Account number 356-80829-15 243*

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/09, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.
Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated income (annualized)
88.40	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 88.40		.01%	
Total money fund		$ 88.40	$ 0.00	.01%	$ 0.00

TRANSACTION DETAILS *All transactions appearing are based on trade-date.*

Deposits

Date	Description	Amount
12/17/09	FROM 356-82186-01 TO 356-80829-01	6,000.00

Date	Description	Amount

Ref: 00011561 00102664

MorganStanley
SmithBarney

Reserved Client
Financial Management Account

December 1 - December 31, 2009

JOY FAMILY FOUNDATION ***Account number 356-80830-12 243***

PORTFOLIO DETAILS

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Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
25,220.90	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 25,220.90		.01%	$ 2.52
Total money fund		$ 25,220.90	$ 0.00	.01%	$ 2.52

TRANSACTION DETAILS *All transactions appearing are based on trade-date.*

Checks written

Account number ******5884 - Citibank NA

Check no	Date written	Date cleared	Description	Tracking code	Amount
01342	11/24/09	12/02/09	OLD FORT NIAGARA ASSOCIAT		$ 500.00

Check no.	Date written	Date cleared	Description	Tracking code	Amount
Total checks written					$ 500.00

Ref: 00011590 00102883

MorganStanley
SmithBarney

Reserved
Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION ***Account number 356-80993-15 243***

Additional summary information

		This year	
	This period	Taxable	Non-taxable
Accrued interest you paid	$ 0.00	$ 1,955.16	$ 0.00

Gain/loss summary

		This period	This year
Realized gain or (loss)		$ 6,507.89	$ 10 85 LT $ 91,370.07 ST
Unrealized gain or (loss) to date	112,512.78		

PORTFOLIO DETAILS

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Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
61,657.15	WESTERN ASSET GOVERNMENT MONEY MARKET FUND CLASS A	$ 61,657.15		.01%	$ 6.16
Total money fund		$ 61,657.15	$ 0.00	.01%	$ 6.16

Exchange traded & closed end funds

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain closed-end funds. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating CIRA closed-end fund recommendations include an investment rating and a risk rating. The Investment Rating code (1,2, 3) is based upon CIRA's expectation of the security's performance relative to its peer group of closed-end funds The Risk Rating (L, M, H or S) represents the fund's expected risk, taking into account the quality and liquidity of the underlying securities, financial leverage and foreign currency exposure Please refer to the end of this statement for a guide describing CIRA ratings.

Closed end investment companies are grouped below by portfolio designations. Gain/Loss is provided to assist in tax preparation. It is not intended to calculate investment returns or performance.

Consulting Group Research (CGR) conducts on-going research on a wide variety of exchange-traded funds for certain investment advisory programs. Your individual exchange-traded fund holdings in your brokerage account may or may not be covered by CGR. Please contact your Financial Advisor for further information regarding whether your exchange-traded fund holdings are covered by CGR.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,800	EATON VANCE SHORT DURATION	EVG	12/03/07	$ 29,340.00	$ 16.30	$ 16.12	$ 29,016.00	($ 324.00) LT		
2,200	DIVERSIFIED INCOME FD		02/26/09	27,852.00	12.66	16.12	35,464.00	7,612.00 ST		
2,200	Taxable bond portfolio		06/05/09	31,238.90	14 199	16.12	35,464.00	4,225.10 ST		
6,200				**88,430.90**	**14.263**		**99,944.00**	**11,513.10**	**6.699**	**6,696.00**
550	FORT DEARBORN INCOME SECS INC	FDI	01/13/04	8,222.50	14.95	14.48	7,964 00	(258 50) LT		
650	Taxable bond portfolio		02/06/06	9,119.50	14.03	14.48	9,412 00	292.50 LT		
1,200				**17,342.00**	**14.452**		**17,376.00**	**34.00**	**5.524**	**960.00**
3,700	ING PRIME RATE TRUST SBI	PPR	05/12/09	14,763.00	3.99	5 22	19,314.00	4,551.00 ST		
4,600	Taxable bond portfolio		06/08/09	18,713.26	4.068	5.22	24,012.00	5,298.74 ST		
8,300				**33,476.26**	**4 033**		**43,326.00**	**9,849.74**	**5.747**	**2,490.00**
1,000	ISHARES BARCLAYS TREAS	TIP	07/21/09	101,254 50	101.254	103 90	103,900 00	2,645.50 ST		
500	INFLATION PROTECTED SECS FD		09/23/09	51,016.15	102.032	103.90	51,950.00	933.85 ST		
1,500	Taxable bond portfolio			**152,270.65**	**101.514**		**155,850.00**	**3,579 35**	**3.89**	**6,063.00**
1,000	ISHARES IBOXX $ INVESTOP	LQD	10/15/09	103,933.10	103 933	104.15	104,150.00	216.90 ST		
1,000	INVESTMENT GRADE CORP FD FD		12/21/09	105,469.80	105.469	104.15	104,150.00	(1,319.80) ST		
2,000	Taxable bond portfolio			**209,402.90**	**104.701**		**208,300.00**	**(1,102.90)**	**5.496**	**11,450.00**
200	MFS CHARTER INCOME TRUST SBI	MCR	05/05/05	1,740.00	8.70	9.18	1,836 00	96.00 LT		
2,000	Taxable bond portfolio		12/15/05	16,840 00	8.42	9.18	18,360.00	1,520.00 LT		
1,500			06/21/06	12,315.00	8.21	9.18	13,770.00	1,455.00 LT		
2,400			11/05/07	19,944.00	8.31	9.18	22,032.00	2,088.00 LT		
6,100				**50,839.00**	**8.334**		**55,998.00**	**5,159.00**	**7.32**	**4,099.20**
3,000	MFS MULTIMARKET INCM TR SBI	MMT	01/19/06	18,240 00	6.08	6 50	19,500.00	1,260 00 LT		
3,000	Taxable bond portfolio		08/31/07	17,490 00	5 83	6 50	19,500.00	2,010 00 LT		
1,500			09/17/08	7,552.05	5 034	6 50	9,750 00	2,197.95 LT		
7,500				**43,282.05**	**5.771**		**48,750.00**	**5,467.95**	**8.307**	**4,050.00**

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
350	VAN KAMPEN SENIOR INCOME TR	VVR	09/17/08	$ 1,621.50	$ 4 633	$ 4.22	$ 1,477.00	($ 144 50) LT		
4,300	Taxable bond portfolio		07/16/09	13,975 00	3 25	4 22	18,148.00	4,171.00 ST		
4,650				**15,596.50**	**3.354**		**19,623.00**	**4,026.50**	**7.132**	**1,399.65**
925	WESTERN ASSET/CLAYMORE	WIW	08/10/06	~~10,744.71~~ 10821	11.698	12.04	11,137.00	392.29 LT		
4,000	INFLATION PROTECTED LINKED		12/26/06	46,185.20	11.546	12.04	48,160.00	1,974.80 LT		
4,925	OPPORTUNIRIES & INCM FD Taxable bond portfolio			**~~56,929.91~~** 57006.20	**11.559**		**59,297.00**	**2,367.09**	**3.986**	**2,364.00**
99	WESTERN ASSET INFLATION MGMT	IMF	06/14/06	1,570.14	15.86	16.13	1,596 87	26.73 LT		
700	FD INC		06/16/06	11,046 00	15.78	16.13	11,291.00	245.00 LT		
2,300	Taxable bond portfolio		06/19/06	36,294.00	15.78	16.13	37,099.00	805.00 LT		
3,099				**48,910.14**	**15.783**		**49,986.87**	**1,076.73**	**3.719**	**1,859.40**
1,200	WESTERN ASSET VAR RATE	GFY	03/14/06	20,352 00	16 96	14 14	16,968.00	(3,384.00) LT		
1,000	STRATEGIC FD INC		06/22/06	17,060 00	17.06	14.14	14,140.00	(2,920.00) LT		
200	Taxable bond portfolio		06/23/06	3,404 00	17.02	14 14	2,828.00	(576 00) LT		
2,400				**40,816.00**	**17.007**		**33,936.00**	**(6,880.00)**	**4.752**	**1,612.80**
2,400	BLACKROCK MUNIHOLDINGS INSURED INVESTMENT FUND Municipal bond portfolio	MFL	12/07/07	**29,869.68**	12.445	12.97	**31,128.00**	**1,258.32** LT	**6.291**	**1,968.40**
145	ISHARES S&P NATIONAL AMT-FREE	MUB	05/08/08	14,621.51	100 838	102.75	14,898.75	277.24 LT		
100	MUNI BND FND		01/23/09	9,780.00	97.80	102 75	10,275.00	495 00 ST		
450	Municipal bond portfolio		02/18/09	45,439.88	100.977	102.75	46,237.50	797.62 ST		
695				**69,841.39**	**100.491**		**71,411.25**	**1,569.86**	**3.609**	**2,577.76**
600	POWERSHARES GLOBAL EXCHANGE	PZA	08/28/09	13,824.00	23.04	23.72	14,232.00	408.00 ST		
2,500	INSURED NATL MUNICIPAL BK PORT		09/30/09	60,769.00	24.307	23.72	59,300.00	(1,469.00) ST		
1,200	TRADED FD TR Municipal bond portfolio		11/11/09	28,250.28	23.541	23.72	28,464.00	213.72 ST		
500			11/13/09	11,720 00	23.44	23 72	11,860.00	140.00 ST		
143			11/16/09	3,349 06	23.42	23.72	3,391.96	42 90 ST		
57			11/17/09	1,334 35	23.409	23.72	1,352.04	17.69 ST		
5,000				**119,246.69**	**23.849**		**118,600.00**	**(646.69)**	**4.827**	**5,725.00**
2,950	PUTNAM MUNICIPAL OPPORTUNITIES TRUST Municipal bond portfolio	PMO	12/05/08	**25,374.43**	8.601	11.13	**32,833.50**	**7,459.07** LT	**7.151**	**2,348.20**
Total closed end fund taxable bond allocation							**$ 792,386.87**			
Total closed end fund municipal bond allocation							**$ 253,972.75**			
Total exchange traded funds and closed end funds				**$ 1,001,628.50**			**$ 1,048,359.62**	**$ 28,980.22 ST**	**5.31**	
								$ 16,750.90 LT		**$ 55,653.41**

Preferred stocks

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain securities. In addition, Standard & Poor's research ratings may be shown for certain securities. CIRA is not the author of, does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared by Standard & Poor's. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance CIRA stock recommendations include an investment rating and risk rating The Investment Rating Code (1, 2 or 3) is a function of CIRA's expectation of total return (forecast price appreciation and dividend yield within the next 12 months) and a Risk Rating. The Risk Rating (L, M, H or S) represents the stock's expected risk, taking into account price volatility and fundamental criteria Please refer to the end of this statement for a guide describing CIRA ratings.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
2	BLACKROCK MUNIHOLDINGS NY INSD RATE .411% RESET 01/07/2010 AUCTION MKT PFD STK SR B Rated AAA		03/06/09	$ 37,500.00	$ 75.00	$ 100.00	$ 50,000.00	$ 12,500.00#ST	.442%	$ 221.00
3	ING PRIME RATE TRUST SER M RATE .105% RESET 01/04/2010 AUCT RT 7 DAY Rated AAA		12/11/08	62,250.00	83 00	100.00	75,000.00	12,750.00#LT	.183	137.67
1	NEUBERGER BERMAN INTERMEDIATE RATE .411% RESET 01/07/2010 AMT-A-(AMPS) MUNI FD Rated AAA		10/06/08	23,000.00	92.00	100.00	25,000.00	2,000.00#LT	.41	102.70
3	NUVEEN PERFORMANCE PLUS MUN FD RATE .503% RESET 01/04/2010 MONEY MKT PFD SER M Rated AAA		10/24/08	67,875.00	90.50	100.00	75,000.00	7,125.00#LT	.502	377.10
3	NUVEEN INSD N.Y TAX-FREE ADV RATE .751% RESET 01/07/2010 FD MUN AUC RT CUM PFD SR TH Rated AAA		05/29/09	66,375.00	89.00	100.00	75,000.00	8,625.00#ST	.321	240.80
1	NUVEEN N.Y DIV ADV MUN FD 2 RATE 427% RESET 01/06/2010 SER W 7 DAY TERM Rated AAA		10/21/09	22,000 00	88.00	100.00	25,000.00	3,000.00#ST	.486	121.50
3	NUVEEN DIV ADV MUN FD 3 SR F RATE .633% RESET 01/08/2010 AUCT RT PFD SHS-AMT Rated AAA		05/08/09	64,500.00	86.00	100.00	75,000.00	10,500.00#ST	.235	176.76
1	NUVEEN INSD MUN OPPORTUNITY FD RATE .427% RESET 01/07/2010 INC MUN AUCT RATE PFD SER TH 1UT = 25,000 00-CALLABLE Rated AAA		10/01/08	23,000.00	92 00	100.00	25,000.00	2,000.00#LT	.486	121.50

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1	PIMCO MUNI INCOME FD II SER E RATE 0.000% RESET		04/16/09	$ 18,750.00	$ 75.00	$ 100.00	$ 25,000.00	$ 6,250.00# ST	.456%	$ 114.20
1	PIONEER FLOATING RT TR M7 RATE 1.465% RESET 01/04/2010 AUC RT PFD		09/08/08	22,875.00	91.50	100.00	25,000.00	2,125.00# LT	1.497	374.40
Total preferred stocks				$ 408,125.00			$ 476,000.00	$ 40,875.00 ST	.41	
				Adj 116.29				$ 26,000.00 LT		$ 1,987.73
				408201.29						

Bonds

Unrealized gains & losses have been adjusted to account for the accretion of OID (original issue discount), the amortization of premium, and/or the accretion of market discount.

Call features shown indicate the next regularly scheduled call date and price. Your holdings may be subject to other redemption features including sinking funds or extraordinary calls.

The research rating for Moody's Investors Service and Standard & Poor's may be shown for certain fixed income securities All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Your Financial Advisor will be pleased to provide you with further information or assistance in interpreting research ratings.

Government & government sponsored entity (GSE) bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
90,000	U S TREASURY NOTES SER H-2016	05/28/09	$ 85,598.44	$ 95.109	95.672	$ 86,104.80	$ 506.36	ST		$ 343.46
	DTD 03/31/2009	912828KT6	$ 85,598.44	$ 95.109			$ 506.36	ST		$ 162.90
100,000	INT: 02.375% MATY: 03/31/2016	06/02/09	94,812.50	94.812	95.672	95,672.00	859.50	ST		395.50
			94,812 50	94.812			859 50	ST		464.00
50,000		06/30/09	47,718 75	95.437	95.672	47,836.00	117.25	ST		117.25
			47,718.75	95.437			117.25	ST		0.00

Government & government sponsored entity (GSE) bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip. Income (annualized)	Ordinary Income/ Capital gain/(loss)
90,000	U S TREASURY NOTES SER H-2016	08/28/09	$ 86,681.25	$ 96.312	95.672	$ 86,104.80	($ 576 45)	ST		$ 0.00
	DTD 03/31/2009	912828KT6	$ 86,681.25	$ 96.312			($ 576.45)	ST		($ 576.45)
330,000	INT: 02.375% MATY: 03/31/2016		314,810.94	95.40		315,717.60	906.66		2.482	856.21
			314,810.94	95 40	2,002.44		906.66		7,837.50	50.45
Total government & government sponsored entity (GSE) bonds			$ 314,810.94		$ 2,002.44	$ 316,717.60	$ 906.66	ST	2.48	$ 856.21
330,000			$ 314,810.94				$ 0.00	LT	$ 7,837.50	$ 50.45
Total portfolio value			$ 1,786,221.69			$ 1,898,734.37	$ 70,761.88	ST	3.44	$ 856.21
							$ 41,750.90	LT	$ 65,484.80	$ 50.45

Adj 776.29
2934.03
1789221.91

2934.03
1901668.40

#Based on information supplied by your Financial Advisor.

TRANSACTION DETAILS *All transactions appearing are based on trade-date.*

Investment activity

Date	Activity	Description	Quantity	Price	Amount
12/03/09	Sold	MFS CHARTER INCOME TRUST SBI MorganStanley SmithBarney LLC acted as your agent in this transaction.	-800	$ 9.0506	$ 7,240.29
12/03/09	Sold	WESTERN ASSET GLOBAL HIGH INCOME FD INC MorganStanley SmithBarney LLC acted as your agent in this transaction	-1,700	10.7502	18,274.87
12/04/09	Sold	VAN KAMPEN SENIOR INCOME TR MorganStanley SmithBarney LLC acted as your agent in this transaction.	-6,000	4.1861	25,115.95
12/07/09	Sold	MFS INTERMEDIATE INCM TR SBI MorganStanley SmithBarney LLC acted as your agent in this transaction. TRADE AS OF 12/07/09	-1,800	6.8401	12,311.86
12/08/09	Sold	MFS INTERMEDIATE INCM TR SBI MorganStanley SmithBarney LLC acted as your agent in this transaction.	-2,850	6.8401	19,493.78

Reserved Client
Financial Management Account

December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-81159-13 243**

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/09, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.

Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1 00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
27,470.69	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 27,470.69		.01%	$ 2.74
Total money fund		$ 27,470.69	$ 0.00	.01%	$ 2.74

<27337>
24737.69

TRANSACTION DETAILS *All transactions appearing are based on trade-date.*

Deposits

Date	Description	Amount	Date	Description	Amount
12/31/09	DEPOSIT RECEIVED AT 00356 - BUFFALO, NY	40.24			

Ref: 00011692 00103723

MorganStanley
SmithBarney

Reserved
Client Statement
December 1 - December 31, 2009

JOY FAMILY FOUNDATION   Account number 356-81471-14 243

PORTFOLIO DETAILS

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Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.

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Money fund

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Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
5,893.90	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 5,893.90		.01%	$ .58
Total money fund		$ 5,893.90	$ 0.00	.01%	$ .58

Exchange traded & closed end funds

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain closed-end funds. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. CIRA closed-end fund recommendations include an investment rating and a risk rating. The Investment Rating code (1,2, 3) is based upon CIRA's expectation of the security's performance relative to its peer group of closed-end funds. The Risk Rating (L, M, H or S) represents the fund's expected risk, taking into account the quality and liquidity of the underlying securities, financial leverage and foreign currency exposure. Please refer to the end of this statement for a guide describing CIRA ratings.

Closed end investment companies are grouped below by portfolio designations. Gain/Loss is provided to assist in tax preparation. It is not intended to calculate investment returns or performance.

Consulting Group Research (CGR) conducts on-going research on a wide variety of exchange-traded funds for certain investment advisory programs. Your individual exchange-traded fund holdings in your brokerage account may or may not be covered by CGR. Please contact your Financial Advisor for further information regarding whether your exchange-traded fund holdings are covered by CGR.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
580	BARCLAYS BANK PLC IPATH DOW JONES UBS COMMODITY INDEX TOTAL RTN Equity portfolio	DJP	11/24/09	$ 23,529.56	$ 40.568	$ 42.26	$ 24,510.80	$ 981.24 ST		
1,450	COHEN & STEERS REIT & UTIL INCOME FD INC Equity portfolio	RTU	11/24/09	13,586.50	9.37	10.62	15,399.00	1,812.50 ST	6.403	986.00
265	DIAMONDS TRUST SER 1 Equity portfolio	DIA	11/24/09	27,583.64	104.089	104.07	27,578.55	(5.09) ST	2.698	744.12
1,050	GABELLI DIVIDEND & INCOME TR Equity portfolio	GDV	11/24/09	13,272.00	12.64	13.11	13,765.50	493.50 ST	5.491	756.00
1,200	H & Q HEALTHCARE INVESTORS SBI Equity portfolio	HQH	11/24/09	13,373.16	11.144	11 85	14,220.00	846.84 ST	8.438	1,200.00
300	ISHARES MSCI AUSTRALIA INDEX FUND Equity portfolio	EWA	11/24/09	6,977.76	23.259	22.84	6,852.00	(125.76) ST	5.389	369.30
50	ISHARES MSCI BRAZIL INDEX FUND Equity portfolio	EWZ	12/21/09	3,712.50	74.25	74.61	3,730.50	18.00 ST	.297	11.10
330	ISHARES MSCI CANADA INDEX FUND Equity portfolio	EWC	11/24/09	8,599.54	26.059	26.33	8,688.90	89.36 ST	1.253	108.90
580	ISHARES MSCI UNITED KINGDOM INDEX FUND Equity portfolio	EWU	11/24/09	9,726.25	16.769	16.20	9,396.00	(330.25) ST	2.29	215.18
375	ISHARES MSCI FRANCE INDEX FUND Equity portfolio	EWQ	11/24/09	9,880.13	26.347	25.85	9,693.75	(186.38) ST	.94	91.13
750	ISHARES MSCI JAPAN INDEX FUND Equity portfolio	EWJ	11/24/09	6,937.05	9.249	9.74	7,305.00	367 95 ST	1.806	132.00

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
430	ISHARES MSCI HONG KONG INDEX FUND Equity portfolio	EWH	11/24/09	$ 6,832.36	$ 15.889	$ 15 66	$ 6,733.80	($ 98.56) ST	2.656%	$ 178.88
100	ISHARES TRFTSE XINHUA HK CHINA 25 INDEX Equity portfolio	FXI	12/21/09	4,142.99	41.429	42.26	4,226.00	83.01 ST	1.05	44.40
1,400	JAPAN EQUITY FUND INC Equity portfolio	JEQ	11/24/09	6,748.00	4.82	5.24	7,336.00	588.00 ST	.725	53.20
450	KOREA EQUITY FD INC Equity portfolio	KEF	11/24/09	3,978.00	8.84	9.25	4,162.50	184.50 ST	.216	9.00
3,250	LIBERTY ALL-STAR EQUITY FD Equity portfolio	USA	11/24/09	13,650.00	4.20	4.33	14,072.50	422.50 ST	7.39	1,040.00
650	MACQUARIE GLOBAL INFRASTRUCTUR TOTAL RETURN FD INC Equity portfolio	MGU	11/24/09	9,711.00	14.94	15.85	10,302.50	591.50 ST	4.037	416.00
800	NEW GERMANY FUND INC Equity portfolio	GF	11/27/09	9,783.92	12.229	11.99	9,592.00	(191.92) ST	1.484	142.40
1,350	ROYCE VALUE TRUST INC Equity portfolio	RVT	11/24/09	13,702.50	10.15	10.79	14,566.50	864.00 ST		
360	RYDEX S&P EQUAL WEIGHT ETF Equity portfolio	RSP	11/24/09	13,730.11	38.139	39.53	14,230.80	500.69 ST	1.272	181.08
400	UTS SPDR TRUST SER 1 Equity portfolio	SPY	11/24/09	44,263.68	110.659	111.44	44,576.00	312.32 ST	2.118	944.40
1,750	SUNAMERICA FOCUSED ALPHA GROWTH FD INC Equity portfolio	FGF	11/24/09	22,785.00	13 02	13.71	23,992.50	1,207.50 ST		
350			11/25/09	4,588.50	13.11	13 71	4,798 50	210 00 ST		
2,100				27,373.50	13.035		28,791.00	1,417.50	1.458	420.00
500	SUNAMERICA FOCUSED ALPHA LARGE CAP FUND Equity portfolio	FGI	11/24/09	6,585 00	13.17	13.67	6,835.00	250.00 ST		
1,600			11/25/09	21,216.00	13.26	13.67	21,872.00	656.00 ST		
2,100				27,801.00	13.239		28,707.00	906.00	1.463	420.00
800	SWISS HELVETIA FD INC Equity portfolio	SWZ	11/25/09	9,610.24	12.012	11.62	9,296.00	(314.24) ST	1.876	174.40
93	TAIWAN GREATER CHINA FUND Equity portfolio	TFC	11/27/09	548.70	5 90	6.36	591.48	42.78 ST	1.10	6.51
1,200	TRI CONTINENTAL CORP Equity portfolio	TY	11/24/09	13,572.00	11.31	11.52	13,824.00	252.00 ST	1.527	211.20
100	VANGUARD EMERGING MARKETS ETF Equity portfolio	VWO	11/24/09	4,084.92	40.849	41 00	4,100.00	15.08 ST	1.329	54.50

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
135	VANGUARD INTL EQUITY INDEX FD VANGUARD PACIFIC ETF Equity portfolio	VPL	11/24/09	$ 6,816.89	$ 50.495	$ 51.32	$ 6,928.20	$ 111.31 ST	2.768%	$ 191.84
190	VANGUARD INTL EQUITY INDEX FD VANGUARD EUROPEAN ETF Equity portfolio	VGK	11/24/09	9,841.43	51.797	48.48	9,211.20	(630.23) ST	3.943	363.28
240	VANGUARD MID-CAP ETF Equity portfolio	VO	11/24/09	13,772.71	57.386	59.95	14,388.00	615.29 ST	1.162	167.28
550	VANGUARD LARGE-CAP ETF Equity portfolio	VV	11/24/09	27,609.34	50.198	50.67	27,868.50	259.16 ST	2.818	785.40
250	VANGUARD SMALL-CAP ETF Equity portfolio	VB	11/24/09	13,683.88	54.735	57.35	14,337.50	653.62 ST	1.11	159.25
300	ADVENT CLAYMORE CV SECS & INCOME FD Taxable bond portfolio	AVK	11/24/09	4,431.00	14.77	15.59	4,677.00	246.00 ST	7.228	338.10
425	FIRST TRUST/FOUR CORNERS SR FLT RATE INCOME FUND II Taxable bond portfolio	FCT	11/24/09	4,590.00	10.80	11 90	5,057.50	467.50 ST	3.277	165.75
Total closed end fund equity allocation							**$ 428,981.48**			
Total closed end fund taxable bond allocation							**$ 9,734.50**			
Total exchange traded funds and closed end funds				**$ 427,456.26**			**$ 438,716.98**	**$ 11,259.72 ST**	**2.52**	
								$ 0.00 LT		**$ 11,080.60**

Preferred stocks

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Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1	BLACKROCK MUNIYIELD N Y INSD RATE .366% RESET 01/04/2010 FD INC AUCT MKT PFD STK SER A Rated AAA		11/25/09	$ 20,500.00	$ 82.00	$ 100.00	$ 25,000.00	$ 4,500.00# ST	.349%	$ 87.47
1	NUVEEN CALIF SER W MUNI MKT RATE .427% RESET 01/06/2010 RATE AUCT 7DAY ADJ 1UT = 25,000.00 CALLABLE Rated AAA		11/23/09	21,500.00	86.00	100 00	25,000.00	3,500.00# ST	.486	121.50
Total preferred stocks				$ 42,000.00			$ 50,000.00	$ 8,000.00 ST	.41	
								$ 0.00 LT		$ 208.97
Total portfolio value				$ 475,350.16			$ 494,609.88	$ 19,259.72 ST	2.28	$ 11,280.15
			Add Cash	2044.81			2044.81	$ 0.00 LT		
				477,394.97			496654.69			

#Based on information supplied by your Financial Advisor.

TRANSACTION DETAILS *All transactions appearing are based on trade date.*

Investment activity

Date	Activity	Description	Quantity	Price	Amount
12/01/09	Received	NUVEEN CALIF SER W MUNI MKT RATE .457% RESET 12/02/2009 RATE AUCT 7DAY ADJ 1UT = 25,000.00 CALLABLE	1		$ -21,500.00
12/07/09	Sold	ALASKA AIR GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	-9	32.20	289.79

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-81473-12 243**

Gain/loss summary		This period	This year
Realized gain or (loss)		($ 531.89)	($ 1,061.65) LT ($ 9,484.62) ST
Unrealized gain or (loss) to date	88,072.17		

PORTFOLIO DETAILS

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Money fund

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Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
5,354.72	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 5,354.72		.01%	$ .53
Total money fund		$ 5,354.72	$ 0.00	.01%	$ .53

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
170	MARVELL TECHNOLOGY GROUP LTD-USD	MRVL	05/07/09	$ 1,904.64	$ 11.203	$ 20.75	$ 3,527.50	$ 1,622.86 ST		
235			11/09/09	3,578.32	15.226	20.75	4,876 25	1,297.93 ST		
405				5,482.96	13.538		8,403.75	2,920.79		
195	SEAGATE TECHNOLOGY -USD	STX	08/31/09	2,683.94	13.763	18.19	3,547.05	863.11 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
60	SINA CORP	SINA	10/31/07	$ 3,433.69	$ 57.228	$ 45.18	$ 2,710.80	($ 722.89) LT		
125	NOBLE CORPORATION-CHF	NE	05/12/08	7,729.04	61.832	40 70	5,087 50	(2,641 54) LT		
90			06/17/09	2,988 05	33.20	40 70	3,663.00	674.95 ST		
215				10,717.09	49.847		8,750.50	(1,966.59)	.393	34.40
120	CHECK POINT SOFTWARE TECH Exchange rate: .2644802 Shares traded in: Israeli shekels	CHKP	03/31/09	2,712.00	22.60	33.88	4,065.60	1,353.60 ST		
90	ABERCROMBIE & FITCH CO CLASS A	ANF	11/16/09	3,756.14	41.734	34 85	3,136.50	(619.64) ST	2.008	63.00
30	AGRIUM INC USD	AGU	05/27/09	1,526 81	50.893	61.50	1,845.00	318.19 ST		
60			06/16/09	2,879.56	47.992	61 50	3,690.00	810.44 ST		
90				4,406.37	48.96		5,535.00	1,128 63	.178	9.90
125	AKAMAI TECHNOLOGIES INC	AKAM	11/11/09	3,031.16	24.249	25.34	3,167.50	136.34 ST		
80	ALEXION PHARMACEUTICALS INC	ALXN	09/02/08	3,655 60	45.694	48 82	3,905 60	250.00 LT		
45			12/17/09	2,120 40	47.12	48 82	2,196.90	76 50 ST		
125				5,776.00	46.208		6,102.50	326.50		
240	ALTERA CORP	ALTR	05/02/08	5,274.39	21.976	22.63	5,431.20	156.81 LT	.883	48.00
25	AMAZON COM INC	AMZN	11/11/09	3,271.43	130.857	134.52	3,363.00	91.57 ST		
15			12/08/09	2,007.02	133.801	134.52	2,017.80	10.78 ST		
40				5,278.45	131.961		5,380.80	102.35		
85	AMERICA MOVIL S.A.B DE CV SER L SPONS ADR	AMX	09/07/05	2,062.49	24.264	46.98	3,993.30	1,930.81 LT	.966	38.59
45	AMPHENOL CORP CLASS A	APH	11/08/07	1,917.21	42.604	46.18	2,078.10	160.89 LT		
50			12/21/07	2,318.99	46.379	46.18	2,309.00	(9.99) LT		
95				4,236.20	44.592		4,387.10	150.90	.129	5.70
125	ANSYS INC	ANSS	04/30/08	4,992.50	39.94	43.46	5,432.50	440.00 LT		
25	APACHE CORP	APA	09/24/09	2,282 87	91.315	103.17	2,579.25	296.38 ST		
35			10/13/09	3,406 56	97.33	103.17	3,610.95	204.39 ST		
60				5,689.43	94.824		6,190.20	500.77	.581	36.00
90	APPLE INC	AAPL	04/27/05	3,259.80	36 22	210.732	18,965.88	15,706.08 LT		
85	ATHEROS COMMUNICATIONS INC	ATHR	11/08/07	2,736.15	32.19	34.24	2,910.40	174.25 LT		
80	ATWOOD OCEANICS INC	ATW	10/22/09	3,003.33	37.541	35 85	2,868.00	(135.33) ST		
85	AVON PRODUCTS INC	AVP	12/23/08	1,980.02	23.294	31.50	2,677.50	697.48 LT	2.666	71.40

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JOY FAMILY FOUNDATION   Account number 356-81473-12 243

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
17	BAIDU INC SPON ADR RPTNG ORD SHS CL A	BIDU	06/28/07	$ 2,752.17	$ 161.892	$ 411.23	$ 6,990.91	$ 4,238.74 LT		
65	BARRICK GOLD CORP CAD	ABX	11/20/09	2,846.89	43.798	39.38	2,559.70	(287.19) ST	1.016	26.00
20	BLACKROCK INC	BLK	01/30/09	2,194.40	109.72	232.20	4,644.00	2,449.60 ST	1.343	62.40
165	BROADCOM CORP CL A	BRCM	11/25/08	2,448.86	14.841	31.47	5,192.55	2,743.69 LT		
35	BUCYRUS INTERNATIONAL INC	BUCY	07/17/08	2,222.23	63.492	56.37	1,972.95	(249.28) LT		
110			04/30/09	2,529.48	22 995	56.37	6,200.70	3,671.22 ST		
145				4,751.71	32.77		8,173.65	3,421.94	.177	14.50
12	CME GROUP INC CLASS A	CME	12/26/08	2,202.46	183.537	335.96	4,031.52	1,829.06 LT	1.369	55.20
35	CAMERON INTERNATIONAL CORP	CAM	09/12/08	1,466.60	41 902	41.80	1,463.00	(3.60) LT		
135			02/24/09	2,618.89	19.399	41.80	5,643.00	3,024 11 ST		
75			06/26/09	2,174 90	28.998	41.80	3,135.00	960.10 ST		
245				6,260.39	25.553		10,241.00	3,980.61		
105	COACH INC	COH	10/30/08	2,057.67	19.596	36 53	3,835.65	1,777.98 LT		
70			04/29/09	1,708 00	24.40	36.53	2,557 10	849.10 ST		
175				3,765.67	21.518		6,392.75	2,627.08	.821	52.50
120	COGNIZANT TECH SOLUTIONS CL A	CTSH	12/26/08	2,085.09	17.375	45 33	5,439.60	3,354.51 LT		
65	CUMMINS INC	CMI	10/07/09	2,934.69	45.149	45.86	2,980 90	46.21 ST	1.526	45.50
55	DEVON ENERGY CORP NEW	DVN	11/19/09	3,816.15	69.384	73.50	4,042.50	226.35 ST	.87	35.20
45	DOLBY LABORATORIES INC CLASS A	DLB	08/31/07	1,639.05	36.423	47.73	2,147.85	508.80 LT		
55			03/10/08	2,403 61	43.702	47.73	2,625.15	221 54 LT		
100				4,042.66	40.427		4,773.00	730.34		
230	EV3 INC	EVVV	10/20/09	2,738.80	11.907	13 34	3,068.20	329.40 ST		
185	EBAY INC	EBAY	10/27/08	2,774.93	14.999	23.53	4,353.05	1,578.12 LT		
40	ENSCO INTL PLC ADR	ESV	12/11/08	1,243.13	31.078	39.94	1,597.60	354.47 LT		
110			01/20/09	2,923.51	26.577	39.94	4,393.40	1,469.89 ST		
150				4,166.64	27.778		5,991.00	1,824.36		
175	EXPEDIA INC	EXPE	10/07/09	4,181.36	23.893	25.73	4,502.75	321.39 ST		
25	FLIR SYSTEMS INC	FLIR	05/09/07	536 12	21.444	32.73	818.25	282.13 LT		
80			06/29/07	1,869 80	23 372	32 73	2,618.40	748.60 LT		
105				2,405.92	22.914		3,436.65	1,030 73		
50	FTI CONSULTING INC	FCN	08/19/08	3,636.48	72.729	47 16	2,358.00	(1,278.48) LT		
95	F5 NETWORKS INC	FFIV	02/27/09	1,928.28	20.297	52.97	5,032.15	3,103.87 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
15	FIRST SOLAR INC	FSLR	11/19/07	$ 3,214.12	$ 214 275	$ 135.40	$ 2,031.00	($ 1,183.12) LT		
180	GAMESTOP CORP NEW CL A	GME	08/09/06	4,013.20	22.295	21.94	3,949.20	(64.00) LT		
25	GEN-PROBE INC NEW	GPRO	09/17/07	1,624 24	64.969	42.92	1,073 00	(551.24) LT		
35			10/12/07	2,497.20	71.348	42.92	1,502.20	(995.00) LT		
60				4,121.44	68.691		2,575.20	(1,546.24)		
80	GOODRICH CORP	GR	12/30/08	2,892.37	36.154	64.25	5,140.00	2,247.63 LT	1.68	86.40
28	GOOGLE INC CLASS A	GOOG	06/15/05	7,551.32	269.69	619.98	17,359.44	9,808.12 LT		
295	GRAFTECH INTERNATIONAL INC	GTI	08/14/09	4,439.63	15 049	15 55	4,587.25	147.62 ST		
140	GUESS INC	GES	06/09/08	6,051.94	43.228	42.30	5,922.00	(129.94) LT	1.182	70.00
75	HARMAN INTL INDS INC NEW	HAR	11/24/09	2,759.96	36.799	35.28	2,646.00	(113.96) ST		
50	ITT CORP	ITT	08/08/08	3,358.09	67.161	49.74	2,487.00	(871 09) LT	1.708	42.50
33	INTERCONTINENTALEXCHANGE INC	ICE	02/25/09	1,912.06	57.941	112.30	3,705 90	1,793.84 ST		
20			12/17/09	2,138.40	106 92	112.30	2,246.00	107.60 ST		
53				4,050.46	76.424		5,951.90	1,901.44		
3	INTUITIVE SURGICAL INC	ISRG	01/24/08	807.07	269.022	303 43	910 29	103 22 LT		
10			03/11/08	2,660.12	266 011	303 43	3,034.30	374.18 LT		
13				3,467.19	266.707		3,944.59	477.40		
205	JABIL CIRCUIT INC	JBL	10/13/09	2,994.64	14.608	17.37	3,560.85	566.21 ST	1.611	57.40
90	JANUS CAPITAL GROUP INC	JNS	09/29/08	2,062.61	22.917	13.45	1,210.50	(852.11) LT		
280			09/02/09	3,442.04	12.293	13.45	3,766.00	323.96 ST		
370				5,504.65	14.877		4,976.50	(528.15)	.297	14.80
130	JUNIPER NETWORKS INC	JNPR	11/13/08	1,918.39	14.756	26 67	3,467.10	1,548.71 LT		
175	LG DISPLAY CO LTD SPON ADR	LPL	07/24/09	2,597.16	14.84	16 93	2,962.75	365.59 ST	.738	21.88
165	LKQ CORP	LKQX	08/14/08	3,544.15	21.479	19 59	3,232.35	(311.80) LT		
95	LEGG MASON INC	LM	09/02/09	2,530 86	26 64	30 16	2,865.20	334 34 ST	.397	11.40
110	LINEAR TECHNOLOGY CORPORATION	LLTC	05/02/08	3,893.72	35.397	30.56	3,361.60	(532.12) LT	2.879	96.80
80	LONGTOP FINL TECHNOLOGIES LTD SPONSORED ADR	LFT	11/23/09	2,856.10	35.701	37.02	2,961.60	105.50 ST		
80	MERCADOLIBRE INC	MELI	10/05/09	3,130.61	39.132	51.87	4,149.60	1,018.99 ST		
95	MINDRAY MED INTL LTD-CNY SPONS ADR REPSTG CL A	MR	11/05/09	3,079.43	32 415	33 92	3,222.40	142.97 ST	.589	19.00

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JOY FAMILY FOUNDATION — Account number 356-81473-12 243

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
75	MOLSON COORS BREWING CO CL B	TAP	10/02/07	$3,769.59	$50.261	$45.16	$3,387.00	($382.59) LT	2.125%	$72.00
130	NII HLDGS INC CLASS B NEW	NIHD	09/24/09	3,884.52	29.88	33.58	4,365.40	480.88 ST		
90	NATIONAL OILWELL VARCO INC	NOV	02/11/09	2,524.43	28.049	44.09	3,968.10	1,443.67 ST		
160	NETAPP INC	NTAP	06/26/08	3,568.89	22.305	34.36	5,497.60	1,928.71 LT		
55	NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC SPON ADR	EDU	08/03/09	3,978.15	72.33	75.61	4,158.55	180.40 ST		
135	NEXEN INC	NXY	12/16/09	3,098 41	22 951	23 93	3,230 55	132.14 ST		
16			12/30/09	382 40	23.90	23 93	382.88 3948.45	.48 ST		
149			12/31/09	3,605.70	24.199	23.93	3,565.57	(40.13) ST		
300				7,086.51	23.622		7,179.00	92.49	.773	55.50
35	NOBLE ENERGY INC	NBL	10/10/08	1,155.38	33.01	71 22	2,492.70	1,337.32 LT		
50			05/29/09	3,015.98	60.319	71.22	3,561.00	545.02 ST		
35			06/17/09	2,142.19	61.205	71.22	2,492.70	350.51 ST		
120				6,313.55	52.613		8,546.40	2,232 85	1.01	86.40
150	NUANCE COMMUNICATIONS INC	NUAN	03/12/08	2,711.80	18.078	15.53	2,329.50	(382.30) LT		
80	NUCOR CORP	NUE	03/03/09	2,539.74	31.746	46.65	3,732.00	1,192.26 ST	3.086	115.20
225	NVIDIA CORP	NVDA	11/20/09	2,880.77	12.803	18.68	4,203.00	1,322.23 ST		
60	NUVASIVE INC	NUVA	11/13/09	2,382.66	39.711	31.98	1,918.80	(463.86) ST		
365	PARAMETRIC TECHNOLOGY CORP NEW	PMTC	05/01/08	6,624.39	18.149	16.34	5,964.10	(660.29) LT		
25	PARKER-HANNIFIN CORP	PH	02/21/08	1,625.12	65 004	53.88	1,347.00	(278.12) LT		
55			04/30/08	4,388.24	79.786	53 88	2,963.40	(1,424.84) LT		
50			10/05/09	2,556.90	51.137	53.88	2,694.00	137.10 ST		
130				8,570 26	65.925		7,004 40	(1,565.86)	1 855	130.00
70	PERFECT WORLD LTD ADR	PWRD	12/16/09	2,937.10	41.958	39.44	2,760.80	(176.30) ST		
155	PERKINELMER INC	PKI	06/29/09	2,681.33	17.298	20 59	3,191 45	510.12 ST	1.359	43.40
120	T ROWE PRICE GROUP INC	TROW	04/15/08	6,091.70	50.764	53 25	6,390.00	298.30 LT	1.877	120.00
23	PRICELINE.COM INC (NEW)	PCLN	07/10/08	2,533.79	110.164	218.41	5,023.43	2,489.64 LT		
270	PRIDE INTERNATIONAL INC (DEL)	PDE	06/18/09	6,350.18	23.519	31.91	8,615.70	2,265.52 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
65	SOUTHWESTERN ENERGY CO	SWN	11/09/07	$ 1,724 08	$ 26.524	$ 48 20	$ 3,133.00	$ 1,408.92 LT		
80	DEL		12/21/07	2,250.96	28.137	48.20	3,856.00	1,605.04 LT		
145				3,975.04	27.414		6,989.00	3,013.96		
230	STARBUCKS CORP	SBUX	05/08/09	3,128.00	13.60	23 06	5,303.80	2,175.80 ST		
200	STERLITE INDUSTRIES INDIA	SLT	07/17/09	2,332.64	11.663	18.22	3,644.00	1,311.36 ST		
285	LTD ADS		08/25/09	3,811.79	13.374	18.22	5,192.70	1,380.91 ST		
485				6,144.43	12.669		8,836.70	2,692 27	.318	28.13
5	SUNPOWER CORP CL A	SPWRA	06/19/07	288.53	57.706	23 68	118.40	(170.13) LT		
65			09/28/09	1,972.35	30 343	23 68	1,539.20	(433.15) ST		
70				2,260.88	32 298		1,657.60	(603.28)		
40	3M COMPANY	MMM	08/24/09	2,902.62	72.565	82.67	3,306.80	404.18 ST	2.467	81.60
115	TRIMBLE NAVIGATION LTD	TRMB	05/20/08	3,912.07	34.018	25.20	2,898.00	(1,014.07) LT		
45	UNITED TECHNOLOGIES CORP	UTX	10/02/09	2,688.80	59.751	69.41	3,123.45	434.65 ST	2.218	69.30
60	VARIAN MEDICAL SYSTEMS INC	VAR	03/03/09	1,761.27	29.354	46 85	2,811.00	1,049.73 ST		
60	WABTEC	WAB	07/24/08	3,320.74	55.345	40 84	2,450.40	(870.34) LT	.097	2.40
45	WATERS CORP	WAT	04/29/09	1,973.96	43 865	61.96	2,788.20	814.24 ST		
35			06/29/09	1,797.84	51.366	61 96	2,168 60	370.76 ST		
80				3,771.80	47.148		4,956.80	1,185.00		
Total common stocks and options				$ 331,710.10			$ 419,782.27	$ 43,347.30 ST	.43	
								$ 44,724.87 LT		$ 1,822.40
Total portfolio value				$ 337,064.82			$ 425,136.99	$ 43,347.30 ST	.42	$ 1,822.93
			Add Cash	26.30			26.30	$ 44,724.87 LT		
				<3988.10> next pg.			<3988.10>			
				333103.02			421,175.19			

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December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-81474-11 243**

Gain/loss summary		This period	This year
Realized gain or (loss)		$ 0.00	($ 95,440.88) LT ($ 43,543.43) ST
Unrealized gain or (loss) to date	(3,312.82)		

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating	Rating
NFJ Investment - Dividend Value	FL	

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/09, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.

Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
14,325.37	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 14,325.37		.01%	$ 1.43
Total money fund		$ 14,325.37	$ 0.00	.01%	$ 1.43

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
76	AT&T INC	T	04/07/05	$ 1,884.84	$ 24 864	$ 28 03	$ 2,130.28	$ 245.44 LT		
140			12/15/05	3,472.00	24.80	28.03	3,924.20	452.20 LT		
75			11/25/09	2,033.15	27.108	28 03	2,102.25	69.10 ST		
291				**7,389.99**	**25.395**		**8,156.73**	**766.74**	**5.993**	**488.88**
15	ALLSTATE CORP	ALL	03/09/06	817.95	54.53	30.04	450.60	(367.35) LT		
45			03/13/06	2,455 82	54.573	30 04	1,351.80	(1,104.02) LT		
50			03/17/06	2,724.78	54.495	30.04	1,502.00	(1,222.78) LT		
40			05/05/08	2,048.26	51.206	30.04	1,201.60	(846.66) LT		
50			11/13/08	1,271.80	25.435	30 04	1,502.00	230.20 LT		
70			11/25/09	2,040.40	29.148	30 04	2,102.80	62.40 ST		
270				**11,359.01**	**42.07**		**8,110.80**	**(3,248.21)**	**2.663**	**216.00**
40	ALTRIA GROUP INC	MO	04/07/05	610.35	15.258	19.63	785.20	174.85 LT		
35			12/15/05	621.79	17.765	19.63	687.05	65.26 LT		
45			04/25/07	961.83	21.374	19.63	883.35	(78.48) LT		
130			04/10/08	2,815.20	21 655	19.63	2,551.90	(263.30) LT		
90			04/11/08	1,920.85	21.342	19.63	1,766.70	(154.15) LT		
125			04/16/08	2,689.78	21.518	19.63	2,453.75	(236 03) LT		
65			03/11/09	1,066.31	16.404	19.63	1,275.95	209.64 ST		
100			03/13/09	1,645 20	16 452	19.63	1,963 00	317.80 ST		
190			11/25/09	3,645.72	19.188	19.63	3,729.70	83.98 ST		
820				**15,977.03**	**19.484**		**16,096.60**	**119.57**	**6.928**	**1,115.20**
45	AMEREN CORP	AEE	08/27/07	2,255 04	50.112	27.95	1,257.75	(997.29) LT		
10			09/17/07	519.44	51.944	27.95	279.50	(239.94) LT		
45			09/18/07	2,372 42	52.72	27.95	1,257.75	(1,114.67) LT		
20			10/01/07	1,066.11	53.305	27 95	559 00	(507.11) LT		
35			10/02/07	1,868.22	53.377	27 95	978 25	(889.97) LT		
15			10/15/07	804 04	53.602	27.95	419.25	(384.79) LT		
45			10/16/07	2,423.03	53.845	27.95	1,257.75	(1,165.28) LT		
15			05/05/08	701 18	46.745	27.95	419.25	(281.93) LT		
70			11/25/09	1,820.42	26.006	27.95	1,956.50	136.08 ST		
300				**13,829.90**	**46.10**		**8,385 00**	**(5,444.90)**	**5.509**	**462.00**
65	ANNALY CAPITAL MANAGEMENT INC	NLY	07/08/08	993.61	15.286	17.35	1,127.75	134.14 LT		
180			07/16/08	2,567 00	14 261	17.35	3,123 00	556 00 LT		
165			07/17/08	2,403.57	14.567	17.35	2,862.75	459 18 LT		
25			03/18/09	355.84	14.233	17.35	433.75	77.91 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
165	ANNALY CAPITAL MANAGEMENT INC	NLY	03/24/09	$ 2,365.13	$ 14 334	$ 17 35	$ 2,862.75	$ 497.62 ST		
120			04/03/09	1,694.45	14.12	17.35	2,082.00	387.55 ST		
150			11/25/09	2,721.98	18.146	17.35	2,602 50	(119.48) ST		
870				**13,101.58**	**15.059**		**15,094.50**	**1,992.92**	**17.291**	**2,610.00**
15	BECTON DICKINSON & CO	BDX	05/22/09	991.06	66.07	78.86	1,182.90	191.84 ST		
65			05/26/09	4,352.28	66.958	78.86	5,125.90	773.62 ST		
25			11/25/09	1,887.41	75.496	78.86	1,971.50	84.09 ST		
105				**7,230.75**	**68.864**		**8,280.30**	**1,049.55**	**1.876**	**155.40**
5	BOEING CO	BA	01/30/09	207.76	41 551	54.13	270.65	62 89 ST		
60			02/03/09	2,496.33	41.605	54 13	3,247.80	751 47 ST		
60			02/06/09	2,577 43	42.957	54.13	3,247.80	670 37 ST		
25			11/25/09	1,320.43	52.817	54.13	1,353.25	32.82 ST		
150				**6,601.95**	**44.013**		**8,119.50**	**1,517.55**	**3.103**	**252.00**
13.68	CENTURYTEL INC	CTL	02/23/09	339.46	24.85	36.21	495.35	155.89 ST		
41.04			03/02/09	1,010 75	24 664	36.21	1,486.06	475.31 ST		
20.52			03/04/09	512.86	25.029	36.21	743.03	230.17 ST		
34 2			03/05/09	843.03	24.685	36.21	1,238.38	395 35 ST		
13.68			03/12/09	349.58	25 591	36.21	495 35	145.77 ST		
47.88			03/13/09	1,167.00	24.409	36.21	1,733.73	566.73 ST		
45			11/25/09	1,637.87	36.397	36.21	1,629.45	(8.42) ST		
216				**5,860.55**	**27.132**		**7,821.35**	**1,960.80**	**7.732**	**604.80**
55	CHESAPEAKE ENERGY CORP	CHK	11/11/09	1,409 30	25.623	25.88	1,423.40	14 10 ST		
20			11/12/09	494.29	24.714	25 88	517.60	23.31 ST		
100			11/13/09	2,501.57	25.015	25.88	2,588.00	86.43 ST		
155			11/25/09	3,857.50	24.887	25 88	4,011 40	153 90 ST		
330				**8,262.66**	**25.038**		**8,540.40**	**277.74**	**1.159**	**99.00**
25	CHEVRON CORP	CVX	04/07/05	1,451 19	58.047	76.99	1,924.75	473.56 LT		
55			12/15/05	3,251 05	59.11	76.99	4,234 45	983 40 LT		
20			11/25/09	1,592.47	79.623	76.99	1,539.80	(52.67) ST		
100				**6,294.71**	**62.947**		**7,699.00**	**1,404.29**	**3.532**	**272.00**
35	CONOCOPHILLIPS	COP	02/23/06	2,150.61	61.446	51.07	1,787.45	(363.16) LT		
20			02/27/06	1,243.27	62.163	51 07	1,021.40	(221.87) LT		
20			02/28/06	1,225 42	61.27	51.07	1,021.40	(204 02) LT		
40			03/03/06	2,505 56	62 639	51 07	2,042 80	(462.76) LT		
10			11/10/09	535.34	53 534	51 07	510.70	(24.64) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
105	CONOCOPHILLIPS	COP	11/11/09	$ 5,643.75	$ 53.75	$ 51 07	$ 5,362 35	($ 281.40) ST		
70			11/25/09	3,700 70	52.867	51.07	3,574.90	(125 80) ST		
300				**17,004.65**	**56.682**		**15,321.00**	**(1,683 65)**	**3.916**	**600.00**
15	DIAMOND OFFSHORE DRILLING INC	DO	01/02/08	2,117.14	141.143	98.42	1,476.30	(640.84) LT		
21			01/07/08	2,813.97	133.998	98.42	2,066.82	(747.15) LT		
35			01/12/09	2,038.60	58.245	98.42	3,444.70	1,406.10 ST		
50			07/27/09	4,630.74	92.614	98.42	4,921.00	290.26 ST		
5			07/29/09	451.50	90.30	98.42	492.10	40.60 ST		
30			11/25/09	3,062 22	102 074	98.42	2,952 60	(109.62) ST		
156				**15,114.17**	**96.886**		**15,353.52**	**239.35**	**.508**	**78.00**
40	R R DONNELLEY & SONS CO	RRD	01/25/06	1,271.44	31.786	22.27	890.80	(380.64) LT		
40			01/26/06	1,293.34	32.333	22 27	890 80	(402.54) LT		
15			03/29/06	489.33	32.622	22.27	334.05	(155 28) LT		
15			04/03/06	496.70	33.113	22.27	334.05	(162.65) LT		
15			04/05/06	499.35	33.29	22.27	334.05	(165.30) LT		
15			04/10/06	495.22	33.014	22.27	334.05	(161.17) LT		
15			04/12/06	494.14	32.942	22.27	334 05	(160 09) LT		
10			04/26/06	331 20	33.119	22 27	222.70	(108 50) LT		
5			04/27/06	165.66	33.132	22.27	111.35	(54 31) LT		
20			05/01/06	675.45	33.772	22.27	445.40	(230.05) LT		
10			05/04/06	335.36	33.536	22.27	222.70	(112.66) LT		
40			05/05/06	1,350.33	33.758	22.27	890.80	(459.53) LT		
5			05/17/06	166.55	33.31	22.27	111.35	(55.20) LT		
20			05/18/06	666 90	33.344	22 27	445.40	(221.50) LT		
25			06/08/06	777.16	31 086	22.27	556.75	(220.41) LT		
15			06/09/06	462 12	30.808	22 27	334 05	(128.07) LT		
10			06/12/06	307.40	30 74	22 27	222 70	(84.70) LT		
55			11/25/09	1,173.70	21.34	22.27	1,224.85	51.15 ST		
370				**11,451.35**	**30.95**		**8,239.90**	**(3,211.45)**	**4.669**	**384.80**
40	EDISON INTERNATIONAL	EIX	03/04/09	1,001.85	25.046	34.78	1,391.20	389 35 ST		
35			03/10/09	865 17	24.719	34 78	1,217.30	352.13 ST		
55			03/17/09	1,548 81	28.16	34 78	1,912.90	364 09 ST		
50			03/20/09	1,449 93	28.998	34.78	1,739.00	289.07 ST		
50			11/25/09	1,721 95	34.439	34 78	1,739.00	17 05 ST		
230				**6,587.71**	**28.642**		**7,989.40**	**1,411.69**	**3.622**	**289.80**

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION   Account number 356-81474-11 243

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Average % yield	Anticipated Income (annualized)
35	GLAXOSMITHKLINE PLC SP ADR	GSK	12/15/05	$ 1,772.75	$ 50 65	$ 42 25	$ 1,478.75	($ 294.00)	LT		
85			05/30/07	4,460.02	52.47	42 25	3,591 25	(868.77)	LT		
30			05/31/07	1,557.28	51.909	42.25	1,267.50	(289.78)	LT		
60			06/06/07	3,063.01	51.05	42.25	2,535.00	(528.01)	LT		
55			06/12/07	2,862.36	52.042	42.25	2,323.75	(538.61)	LT		
20			06/14/07	1,041.70	52.085	42.25	845.00	(196.70)	LT		
40			06/15/07	2,094.04	52.35	42.25	1,690.00	(404.04)	LT		
45			11/25/09	1,930 41	42.898	42.25	1,901 25	(29.16)	ST		
370				**18,781.57**	**50.761**		**15,632.50**	**(3,149.07)**		**4.39**	**686.35**
31	GOLDMAN SACHS GROUP INC	GS	10/06/09	5,795.22	186 942	168 84	5,234 04	(561.18)	ST		
15			11/25/09	2,538.45	169.23	168 84	2,532.60	(5.85)	ST		
46				**8,333.67**	**181.167**		**7,766.64**	**(567.03)**		**.829**	**64.40**
25	HARRIS CORP-DELAWARE-	HRS	01/20/09	1,011.28	40.451	47.55	1,188 75	177.47	ST		
20			01/21/09	832.05	41.602	47.55	951.00	118.95	ST		
30			01/28/09	1,340.07	44 669	47.55	1,426.50	86 43	ST		
35			02/09/09	1,537.21	43.92	47.55	1,664.25	127.04	ST		
20			02/17/09	817 30	40.865	47 55	951 00	133 70	ST		
15			02/18/09	610 26	40 684	47 55	713.25	102 99	ST		
30			11/25/09	1,343 40	44.78	47.55	1,426.50	83.10	ST		
175				**7,491.57**	**42.809**		**8,321.25**	**829.68**		**1.85**	**154.00**
80	HOME DEPOT INC	HD	01/16/08	2,074.98	25.937	28.93	2,314.40	239.42	LT		
65			01/18/08	1,763.33	27.128	28.93	1,880.45	117.12	LT		
5			01/23/08	138.43	27.686	28.93	144.65	6.22	LT		
65			01/24/08	1,911.61	29.409	28.93	1,880.45	(31.16)	LT		
65			11/25/09	1,808 76	27.827	28 93	1,880.45	71.69	ST		
280				**7,697.11**	**27.49**		**8,100.40**	**403.29**		**3.11**	**252.00**
135	HUDSON CITY BANCORP INC	HCBK	07/06/09	1,798.04	13 318	13 73	1,853.55	55.51	ST		
125			07/08/09	1,658.45	13.267	13.73	1,716.25	57 80	ST		
120			07/09/09	1,621.15	13.509	13 73	1,647.60	26.45	ST		
220			11/25/09	2,883.98	13.109	13 73	3,020 60	136.62	ST		
600				**7,961.62**	**13.269**		**8,238.00**	**276.38**		**4.369**	**360.00**
85	INTEL CORP	INTC	11/11/09	1,689.27	19.873	20.40	1,734.00	44.73	ST		
5			11/12/09	100.45	20 09	20 40	102.00	1.55	ST		
220			11/13/09	4,348.26	19.764	20 40	4,488.00	139.74	ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
95	INTEL CORP	INTC	11/25/09	$ 1,836.92	$ 19.336	$ 20.40	$ 1,938.00	$ 101.08 ST		
405				**7,974.90**	**19.691**		**8,262.00**	**287.10**	**2.745**	**226.80**
15	INTL BUSINESS MACHINES CORP	IBM	04/07/09	1,487.07	99.137	130.90	1,963.50	476.43 ST		
3			04/23/09	303.44	101.147	130.90	392.70	89 26 ST		
30			04/27/09	3,000.39	100.013	130.90	3,927.00	926 61 ST		
15			11/25/09	1,910.85	127.39	130.90	1,963.50	52.65 ST		
63				**6,701.75**	**106.377**		**8,246.70**	**1,544.95**	**1.68**	**138.60**
95	JOHNSON & JOHNSON	JNJ	05/15/09	5,252.53	55.289	64.41	6,118.95	866.42 ST		
30			11/25/09	1,901.33	63.377	64.41	1,932.30	30 97 ST		
125				**7,153.86**	**57.231**		**8,051.25**	**897.39**	**3.043**	**245.00**
30	KIMBERLY CLARK CORP	KMB	04/07/05	1,970.84	65.694	63.71	1,911.30	(59.54) LT		
70			12/15/05	4,113.20	58.76	63.71	4,459.70	346.50 LT		
20			11/25/09	1,321.40	66.07	63.71	1,274.20	(47.20) ST		
120				**7,405.44**	**61.712**		**7,645.20**	**239.76**	**3.767**	**288.00**
11	KRAFT FOODS INC CLASS A	KFT	04/24/07	366.85	33.349	27.18	298.98	(67.87) LT		
65			05/02/07	2,178 77	33.519	27.18	1,766.70	(412.07) LT		
25			05/03/07	834 79	33.391	27 18	679.50	(155.29) LT		
110			05/09/07	3,593.62	32 669	27.18	2,989 80	(603.82) LT		
80			11/25/09	2,145.59	26.819	27.18	2,174.40	28.81 ST		
291				**9,119.62**	**31.339**		**7,909.38**	**(1,210.24)**	**4.267**	**337.56**
175	MARATHON OIL CORP	MRO	12/15/05	5,489.75	31.37	31.22	5,463.50	(26.25) LT		
60			11/25/09	2,015.84	33.597	31.22	1,873.20	(142.64) ST		
235				**7,505.59**	**31.939**		**7,336.70**	**(168.89)**	**3.074**	**225.60**
35	MATTEL INC DE	MAT	12/06/05	576.10	16.46	19.98	699.30	123.20 LT		
25			12/07/05	411.89	16.475	19 98	499 50	87 61 LT		
85			12/08/05	1,395.37	16.416	19 98	1,698 30	302.93 LT		
40			12/14/05	676 27	16.906	19.98	799.20	122.93 LT		
170			12/15/05	2,839.00	16.70	19.98	3,396.60	557.60 LT		
355				**5,898.63**	**16.616**		**7,092.90**	**1,194.27**	**3.753**	**266.25**
120	MCGRAW HILL COS INC	MHP	08/28/09	4,029.89	33.582	33 51	4,021.20	(8.69) ST		
55			08/31/09	1,829.89	33.27	33 51	1,843.05	13.16 ST		
80			11/25/09	2,502.97	31.287	33.51	2,680.80	177.83 ST		
255				**8,362.75**	**32.795**		**8,545.05**	**182.30**	**2.685**	**229.50**
45	MEDTRONIC INC	MDT	02/17/09	1,561 70	34 704	43 98	1,979.10	417 40 ST		
40			02/20/09	1,360.14	34 003	43 98	1,759.20	399.06 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Average % yield	Anticipated Income (annualized)
35	MEDTRONIC INC	MDT	02/24/09	$ 1,209.55	$ 34.558	$ 43.98	$ 1,539 30	$ 329.75	ST		
65			02/26/09	1,802.26	32.768	43 98	2,418.90	616 64	ST		
175				**5,933.65**	**33.907**		**7,696.50**	**1,762.85**		**1.864**	**143.50**
10	METLIFE INC	MET	04/24/09	287.40	28.74	35.35	353.50	66.10	ST		
130			05/04/09	3,563.89	27.414	35.35	4,595 50	1,031.61	ST		
30			05/15/09	915.78	30.526	35.35	1,060.50	144 72	ST		
60			11/25/09	2,071.03	34.517	35.35	2,121.00	49.97	ST		
230				**6,838.10**	**29.731**		**8,130.50**	**1,292.40**		**2.093**	**170.20**
70	MICROSOFT CORP	MSFT	10/28/08	1,529.00	21.842	30.48	2,133 60	604.60	LT		
100			11/03/08	2,277.36	22.773	30.48	3,048.00	770 64	LT		
90			11/11/08	1,882.35	20.915	30.48	2,743.20	860.85	LT		
260				**5,688.71**	**21.88**		**7,924.80**	**2,236.09**		**1.706**	**135.20**
100	NEW YORK COMMUNITY BANCORP	NYB	01/20/09	1,264 33	12.643	14.51	1,451.00	186.67	ST		
80			01/26/09	1,005.58	12.569	14.51	1,160.80	155.22	ST		
50			01/27/09	568.33	11.366	14 51	725.50	157.17	ST		
50			01/28/09	651.61	13.032	14.51	725 50	73.89	ST		
65			01/29/09	854 44	13.145	14.51	943 15	88 71	ST		
115			02/04/09	1,396.86	12.146	14.51	1,668 65	271.79	ST		
25			02/06/09	318.06	12.722	14.51	362.75	44.69	ST		
195			11/25/09	2,273.02	11.656	14.51	2,829.45	556.43	ST		
680				**8,332.23**	**12.253**		**9,866.80**	**1,534.57**		**6.891**	**680.00**
95	NORTHROP GRUMMAN CORP	NOC	10/26/09	4,818.59	50.722	55.85	5,305.75	487.16	ST		
25			10/30/09	1,266.45	50.657	55.85	1,396.25	129.80	ST		
20			11/25/09	1,118.00	55.90	55 85	1,117.00	(1.00)	ST		
140				**7,203.04**	**51.45**		**7,819.00**	**615.96**		**3.079**	**240.80**
94	PFIZER INC	PFE	04/07/05	2,468 44	26.26	18.19	1,709 86	(758.58)	LT		
200			12/15/05	4,568.00	22.84	18 19	3,638.00	(930.00)	LT		
15			04/21/06	372.71	24.847	18.19	272.85	(99.86)	LT		
75			04/24/06	1,850.45	24.672	18.19	1,364.25	(486 20)	LT		
105			04/26/06	2,624.38	24.994	18.19	1,909.95	(714.43)	LT		
95			05/01/06	2,421.76	25.492	18.19	1,728.05	(693.71)	LT		
115			05/02/06	2,908.48	25.291	18.19	2,091.85	(816.63)	LT		
155			11/25/09	2,881.43	18.589	18.19	2,819.45	(61.98)	ST		
854				**20,095.65**	**23.531**		**15,534.26**	**(4,561.39)**		**3.958**	**614.88**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
95	REYNOLDS AMERICAN INC	RAI	04/07/05	$ 3,815.68	$ 40.165	$ 52.97	$ 5,032.15	$ 1,216.47 LT		
40			12/15/05	1,939 60	48.49	52.97	2,118.80	179.20 LT		
20			11/25/09	1,027.40	51.37	52.97	1,059.40	32.00 ST		
155				**6,782.68**	**43.759**		**8,210.35**	**1,427.67**	**6.796**	**558.00**
20	ROYAL DUTCH SHELL PLC ADR CL A	RDSA	09/25/07	1,672.34	83.617	60.11	1,202.20	(470.14) LT		
40			10/01/07	3,334.11	83.352	60.11	2,404.40	(929.71) LT		
45			10/05/07	3,592.36	79.83	60.11	2,704.95	(887.41) LT		
20			11/25/09	1,249 40	62.47	60.11	1,202.20	(47.20) ST		
125				**9,848.21**	**78.786**		**7,513.75**	**(2,334.46)**	**3.684**	**276.88**
15	3M COMPANY	MMM	05/29/08	1,161.32	77 421	82 67	1,240.05	78 73 LT		
35			06/04/08	2,698.56	77.101	82 67	2,893.45	194.89 LT		
40			06/09/08	3,026.14	75.653	82.67	3,306 80	280.66 LT		
90				**6,886.02**	**76.511**		**7,440.30**	**554.28**	**2.467**	**183.60**
35	TOTAL S.A SPONS ADR	TOT	12/26/07	2,860.52	81.729	64.04	2,241.40	(619.12) LT		
30			01/03/08	2,556.11	85.203	64 04	1,921.20	(634.91) LT		
5			01/08/08	428 08	85.616	64 04	320.20	(107.88) LT		
25			01/09/08	2,164 67	86 586	64 04	1,601 00	(563 67) LT		
30			11/25/09	1,933.80	64.46	64.04	1,921.20	(12 60) ST		
125				**9,943.18**	**79.545**		**8,005.00**	**(1,938.18)**	**4.337**	**347.25**
90	TRAVELERS COMPANIES INC	TRV	04/07/05	3,174.30	35.27	49 86	4,487.40	1,313.10 LT		
40			12/15/05	1,802.80	45.07	49.86	1,994.40	191.60 LT		
20			11/25/09	1,055.80	52.79	49.86	997.20	(58.60) ST		
150				**6,032.90**	**40.219**		**7,479.00**	**1,446.10**	**2.647**	**198.00**
30	V F CORP	VFC	04/07/05	1,738.84	57.961	73.24	2,197.20	458.36 LT		
65			12/15/05	3,684 20	56.68	73 24	4,760 60	1,076 40 LT		
95				**5,423.04**	**57.085**		**6,957.80**	**1,534.76**	**3.276**	**228.00**
15	VALERO ENERGY CORP-NEW	VLO	04/14/09	307 98	20.532	16 75	251.25	(56.73) ST		
75			04/16/09	1,562.99	20.839	16 75	1,256.25	(306.74) ST		
85			04/20/09	1,696.85	19.962	16.75	1,423.75	(273.10) ST		
70			04/23/09	1,464.12	20.916	16.75	1,172.50	(291.62) ST		
240			11/25/09	3,906.55	16.277	16.75	4,020.00	113.45 ST		
485				**8,938.49**	**18.43**		**8,123.75**	**(814 74)**	**3.582**	**291 00**
31	VERIZON COMMUNICATIONS	VZ	04/07/05	1,056 70	34.087	33.13	1,027.03	(29.67) LT		
145			12/15/05	4,259 80	29.377	33 13	4,803.85	544.05 LT		

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-81474-11 243**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
70	VERIZON COMMUNICATIONS	VZ	11/25/09	$ 2,239.16	$ 31 988	$ 33.13	$ 2,319.10	$ 79 94 ST		
246				**7,555.66**	**30.714**		**8,149.98**	**594.32**	**5.734**	**467.40**
25	WASTE MGMT INC DEL	WM	01/23/08	717.04	28.681	33.81	845.25	128.21 LT		
55			01/31/08	1,779.98	32.363	33.81	1,859.55	79.57 LT		
30			02/05/08	985 03	32.834	33.81	1,014.30	29.27 LT		
75			02/07/08	2,409.68	32.129	33.81	2,535.75	126.07 LT		
50			11/25/09	1,676 36	33.527	33.81	1,690.50	14.14 ST		
235				**7,568.09**	**32.205**		**7,945.35**	**377.26**	**3.43**	**272.60**
130	WINDSTREAM CORP	WIN	08/14/06	1,670 16	12.847	10 99	1,428.70	(241 46) LT		
80			08/15/06	1,051.26	13 14	10 99	879.20	(172.06) LT		
50			08/23/06	647.64	12 952	10.99	549.50	(98.14) LT		
165			08/24/06	2,146.47	13.008	10.99	1,813.35	(333.12) LT		
75			09/06/06	997.49	13.299	10.99	824.25	(173.24) LT		
55			09/07/06	732 66	13.321	10.99	604.45	(128.21) LT		
65			09/08/06	875 61	13.47	10.99	714.35	(161.26) LT		
155			11/25/09	1,572 94	10.148	10.99	1,703.45	130.51 ST		
775				**9,694.23**	**12.509**		**8,517.25**	**(1,176.98)**	**9.099**	**775 00**
200	XEROX CORP	XRX	06/23/08	2,733 34	13 666	8.46	1,692.00	(1,041.34) LT		
55			06/26/08	749 25	13.622	8 46	465.30	(283.95) LT		
120			06/27/08	1,613.80	13.448	8.46	1,015.20	(598.60) LT		
205			07/07/08	2,760.88	13.467	8.46	1,734 30	(1,026.58) LT		
155			07/15/08	2,045.61	13.197	8.46	1,311 30	(734.31) LT		
45			07/16/08	592.37	13.163	8.46	380.70	(211.67) LT		
215			11/25/09	1,697.66	7 896	8.46	1,818.90	121.24 ST		
995				**12,192 91**	**12.254**		**8,417.70**	**(3,775.21)**	**2.009**	**169.15**
Total common stocks and options				$ 401,410.88			$ 398,098.08	$ 17,054.67 ST	4.23	
								($ 20,367.49) LT		$ 16,853.40
Total portfolio value				$ 415,736.25			$ 412,423.43	$ 17,054.67 ST	4.08	$ 16,854.83
				Add Cash 165.00			165.00	($ 20,367.49) LT		
				415,901.25			412,588.43			

Additional summary information		This period	This year
Return of capital		$ 352.17	$ 537.36
FRGN tax withheld		245.19	3,014.84

Gain/loss summary		This period	This year
Realized gain or (loss)		($ 162.90)	($ 74,002.46) LT ($ 21,127.93) ST
Unrealized gain or (loss) to date	4,790.18		

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating		Rating
Thornburg - Intl Equity	FL		

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/09, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold

Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
11,367.37	WESTERN ASSET/ CITI U.S. TREASURY RESERVES CLASS N	$ 11,367.37		.01%	$ 1.13
Total money fund		$ 11,367.37	$ 0.00	.01%	$ 1.13

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
363	LOGITECH INTERNATIONAL SA APPLES-CHF Exchange rate: .9710623 Shares traded in: Swiss francs	LOGI	11/24/09	$ 6,149.18	$ 16 939	$ 17.11	$ 6,210.93	$ 61.75 ST		
97	AMERICA MOVIL S.A.B DE CV SER L SPONS ADR	AMX	11/24/09	4,633.98	47.773	46.98	4,557.06	(76.92) ST	.966	44.04
637	ARM HOLDINGS PLC ADR	ARMH	11/24/09	4,960.32	7.787	8.56	5,452.72	492.40 ST		
40			12/22/09	331.20	8 28	8 56	342.40	11.20 ST		
677				5,291.52	7.816		5,795.12	503.60	1.121	64.99
53	BG GROUP PLC SPON ADR	BRGYY	12/15/05	2,584.28	48.76	90.50	4,796.50	2,212.22 LT	1.087	52.15
37	BNP PARIBAS SPON ADR	BNPQY	01/30/06	1,628.81	44.022	40 16	1,485.92	(142.89) LT		
99			11/24/09	4,217.40	42.60	40.16	3,975.84	(241.56) ST		
136				5,846.21	42.987		5,461.76	(384.45)	1.292	70.58
138	BRITISH SKY BROADCASTING GROUP PLC SPONSORED ADR-USD-	BSY	11/24/09	4,945.37	35.836	36.22	4,998.36	52.99 ST	3.053	152.63
27	CNOOC LTD SPONS ADR	CEO	11/24/09	4,279.72	158.508	155.45	4,197.15	(82.57) ST	1.483	62.69
179	CSL LTD-AUD	CMXHY	11/24/09	2,599.08	14 52	14 51	2,597.29	(1.79) ST	1.805	46.90
110	CANADIAN NATL RAILWAY CO	CNI	11/24/09	5,927.24	53.884	54.36	5,979.60	52.36 ST	1.769	105.82
49	CANADIAN NATURAL RES LTD	CNQ	11/24/09	3,320.83	67.772	71.95	3,525.55	204.72 ST	.547	19.31
182	CARNIVAL CORP (PAIRED STOCK)	CCL	11/24/09	5,795.97	31.846	31.69	5,767.58	(28.39) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
88	CHINA LIFE INSURANCE CO LTD-SPONSORED ADR	LFC	11/24/09	$ 6,665.08	$ 75.739	$ 73 35	$ 6,454.80	($ 210.28) ST		
4			12/22/09	285.68	71 42	73.35	293.40	7.72 ST		
92				6,950.76	75.552		6,748.20	(202.56)	.593	40.02
126	CHINA MERCHANTS UNSPON ADR	CMHHY	11/24/09	4,130.49	32.781	33.00	4,158.00	27.51 ST		
156	COCA-COLA HELLENIC BOTTLIN CO SPONSORED ADR-USD	CCH	11/24/09	3,607.38	25.381	23.02	3,591.12	(16.26) ST	1.542	55.38
55	DASSAULT SYSTEMS SA ADR	DASTY	11/24/09	3,214.06	58.437	57.15	3,143.25	(70.81) ST	.838	26.35
617	DEUTSCHE BOERSE AG UNSPON ADR	DBOEY	11/24/09	5,367 90	8.70	8.32	5,133.44	(234.46) ST		
44			12/22/09	355.52	8 08	8 32	366.08	10 56 ST		
661				5,723.42	8.659		5,499.52	(223.90)	2.379	130.88
177	EMBRAER-EMPRESA BRASILERIA DE AERONAUTICA S A SPON ADR	ERJ	11/24/09	3,629.56	20.506	22.11	3,913.47	283.91 ST	2.70	105.67
97	FANUC LTD JAPAN-JPY	FANUY	11/24/09	3,969.24	40 92	47.00	4,559.00	589.76 ST	.631	28.81
625	FLSMIDTH & CO A/S UNSPON ADR	FLIDY	11/24/09	4,150.00	6.64	7.10	4,437.50	287.50 ST		
123	FRESENIUS MEDICAL CARE AG & CO. KGAA SPONS ADR	FMS	11/24/09	6,594 03	53.61	53.01	6,520.23	(73.80) ST		
6			12/22/09	320 46	53.41	53.01	318.06	(2.40) ST		
129				6,914.49	53.601		6,838.29	(76.20)	2.278	155.83
171	GAZPROM OAO SPONS ADR	OGZPY	11/24/09	4,179.24	24.44	25.05	4,283.55	104.31 ST	.123	5.30
253	HANG LUNG PROPERTIES LTD SPON ADR	HLPPY	11/24/09	4,705.09	18.597	19.65	4,971.45	266.36 ST	2.005	99.68
520	HENNES & MAURITZ AB ADR	HNNMY	11/24/09	6,302.40	12.12	11.09	5,766.80	(535.60) ST		
65			12/22/09	718.74	11.057	11.09	720.85	2.11 ST		
585				7,021.14	12.002		6,487.65	(533.49)	2.813	182.52
244	HONG KONG EXCHANGES AND CLEARING LTD	HKXCY	11/24/09	4,416.40	18.10	17.80	4,343.20	(73.20) ST	2.449	106.38
108	INDUSTRIAL & COML BK CHINA-CNY SPONS ADR	IDCBY	11/24/09	4,803.84	44.48	41.68	4,501.44	(302.40) ST	2.562	115.34
59	INFOSYS TECHNOLOGIE SP ADR	INFY	11/24/09	3,042.39	51.566	55.27	3,260.93	218.54 ST	.826	26.96
207	INTESA SANPAOLO S P A SPONSORED ADR	ISNPY	11/24/09	5,543.46	26.78	27.10	5,609.70	66.24 ST	9.542	535.30
139	ITAU UNIBANCO BANCO HLDG S A ADR	ITUB	11/24/09	3,075.51	22.126	22.84	3,174.76	99.25 ST	.297	9.45
756	KINGFISHER PLC SPONSORED ADR NEW	KGFHY	11/24/09	6,070.68	8.03	7.30	5,518.80	(551.88) ST	2.123	117.18
76	KOMATSU LTD ADR NEW	KMTUY	11/24/09	5,828.55	76.691	83.55	6,349.80	521.25 ST	1.182	75.09

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
333	LVMH MOET HENNESSY LOUIS VUITTON, PARIS-EUR ADR	LVMUY	11/24/09	$ 7,289.37	$ 21.89	$ 22.45	$ 7,475.85	$ 186.48 ST	1.407%	$ 105.23
801	MITSUBISHI UFJ FINANCIAL GROUP INC ADR	MTU	11/24/09	4,083 50	5.098	4.92	3,940.92	(142.58) ST		
124			12/30/09	611.11	4.928	4 92	610.08	(1.03) ST		
925				4,694.61	5 075		4,551.00	(143.61)	2.215	100.83
840	NATIONAL BK GREECE S A SPONS ADR	NBG	11/24/09	5,784.66	6.886	5.21	4,376.40	(1,408.26) ST		
159			12/17/09	817.34	5.14	5.21	828.39	11.05 ST		
999				6,602.00	6.609		5,204.79	(1,397.21)	2.399	124.88
140	NESTLE S A SPONSORED ADR	NSRGY	11/24/09	6,696.20	47 83	48.35	6,769.00	72.80 ST	1.662	112.56
28	NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC SPON ADR	EDU	11/24/09	2,015.93	71.997	75.61	2,117.08	101.15 ST		
11			12/02/09	801.07	72.824	75.61	831.71	30.64 ST		
39				2,817.00	72.231		2,948.79	131.79		
223	NOKIA CORP SPONSORED ADR	NOK	11/24/09	2,977.05	13.35	12 85	2,865.55	(111.50) ST	3.058	87.64
83	NOVARTIS AG ADR	NVS	10/23/07	4,323.69	52.092	54.43	4,517.69	194.00 LT		
31			10/23/07	1,617.20	52.167	54 43	1,687.33	70.13 LT		
6			12/22/09	325 26	54.21	54.43	326 58	1.32 ST		
120				6,266.15	52.218		6,531.60	265.45	2.671	174.48
103	NOVO-NORDISK A S ADR	NVO	11/24/09	6,725.49	65.296	63 85	6,576.55	(148.94) ST	1.224	80.56
273	OEST ELEKTRIZATS SPON ADR	OEZVY	11/24/09	2,634.78	9.651	8.80	2,402.40	(232.38) ST	2.125	51.06
39	POTASH CORP SASK INC-	POT	11/24/09	4,366.64	111.965	108.50	4,231.50	(135.14) ST	.368	15.60
636	RECKITT BENCKISER GP ADR	RBGPY	11/24/09	6,741.60	10.60	10.85	6,900.60	159.00 ST		
30			12/22/09	316.20	10.54	10.85	325.50	9.30 ST		
666				7,057.80	10.597		7,226.10	168.30	2.414	174.49
117	ROCHE HLDG LTD SPON ADR	RHHBY	11/24/09	4,853.16	41.48	42.20	4,937.40	84.24 ST	1.576	77 81
159	SABMILLER PLC SPON ADR	SBMRY	11/24/09	4,713 59	29.645	29 55	4,698.45	(15.14) ST		
10			12/22/09	287.00	28.70	29 55	295.50	8 50 ST		
169				5,000.59	29.589		4,993.95	(6.64)	1.824	91.09
167	SAP AG SPONS ADR-USD	SAP	11/24/09	8,022.35	48.038	46.81	7,817 27	(205 08) ST		
6			12/22/09	279.48	46.58	46.81	280 86	1.38 ST		
173				8,301.83	47.987		8,098.13	(203 70)	2.371	192.03
109	SCHLUMBERGER LTD	SLB	11/24/09	7,085.22	65.002	65.09	7,094.81	9.59 ST	1.29	91 56
87	SMITH & NEPHEW PLC SP ADR	SNN	11/24/09	4,110.14	47.243	51.25	4,458.75	348.61 ST	1.324	59.07

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION — Account number 356-81795-13 243

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
84	SOUTHERN COPPER CORP DEL	PCU	11/24/09	$ 2,905.35	$ 34 587	$ 32.91	$ 2,764.44	($ 140.91) ST	2.187%	$ 60.48
86	TELEFONICA S.A. SPON ADR	TEF	01/30/06	3,926.28	45 654	83.52	7,182.72	3,256.44 LT	4.127	296.44
262	TESCO PLC SPONSORED ADR	TSCDY	11/24/09	5,604.18	21.39	20.57	5,389.34	(214.84) ST	2.712	146.20
181	TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	11/24/09	9,599.79	53.037	56.18	10,168.58	568.79 ST	.398	40.47
1	TOYOTA MOTOR CORP ADR NEW	TM	04/07/05	76.70	76.70	84.16	84.16	7.46 LT		
10			04/15/05	738 24	73.824	84.16	841 60	103.36 LT		
67			12/15/05	6,509 72	97.16	84 16	5,638.72	(871 00) LT		
3			12/02/09	246 09	82.028	84.16	252.48	6.39 ST		
81				7,570.75	93.466		6,816.96	(753.79)	1.299	88.61
321	TURKCELL ILETISM HIZMET ADR	TKC	11/24/09	5,021.98	15.644	17.49	5,614.29	592.31 ST	4.511	253.27
224	VESTAS WIND SYS A/S UTD KINGD-DKK UNSPONS ADR	VWDRY	11/24/09	5,420 80	24.20	20.30	4,547.20	(873 60) ST		
33			12/17/09	670 24	20 31	20 30	669.90	(34) ST		
14			12/22/09	269 50	19.25	20.30	284.20	14.70 ST		
25			12/30/09	504.31	20.172	20.30	507 50	3.19 ST		
296				6,864.85	23.192		6,008.80	(856.05)		
139	WAL-MART DE MEXICO SA DE CV SPON ADR	WMMVY	11/24/09	5,725.41	41.19	44.95	6,248.05	522.64 ST	.972	60.74
Total common stocks and options				$ 277,045.70			$ 281,835.88	($ 39.54) ST	1.74	
								$ 4,829.72 LT		$ 4,920.33
Total portfolio value				$ 288,413.07			$ 293,203.25	($ 39.54) ST	1.67	$ 4,921.48
			Add Cash	22.52			22.52	$ 4,829.72 LT		
			Unsettled Purch.	(1115.42)			(1115.42)			
				287,320.17			292,110.35			

Unsettled purchases/sales

This section only displays transactions that have not settled during this statement period. The "Portfolio details" section includes any securities purchased and omits any securities sold or sold short as of the trade-date.

Trade Date	Settlement Date	Activity	Description	Quantity	Price	Amount
12/30/09	01/05/10	Bought	MITSUBISHI UFJ FINANCIAL GROUP INC ADR	124	$ 4.9283	$ -611.11
12/30/09	01/05/10	Bought	VESTAS WIND SYS A/S UTD KINGD-DKK UNSPONS ADR CGMI AND/OR ITS AFFILIATES	25	20.1723	-504.31
Total Securities Bought						$ -1,115.42
Total Securities Sold						$ 0.00
Total Unsettled purchases/sales						$ -1,115.42

TRANSACTION DETAILS

All transactions appearing are based on trade-date.

Investment activity

Date	Activity	Description	Quantity	Price	Amount
12/02/09	Bought	NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC SPON ADR	11	$ 72.8249	$ -801.07
12/02/09	Bought	TOYOTA MOTOR CORP ADR NEW	3	82.0284	-246 09
12/03/09	Sold	NINTENDO CO LTD ADR NEW CGMI AND/OR ITS AFFILIATES	-67	29.2487	1,959 60
12/21/09	Rights	RTS ING GROEP EXP 12/11/2009	-385		904.12
12/16/09	Sold	NOKIA CORP SPONSORED ADR	-90	12.7703	1,149.30
12/17/09	Bought	NATIONAL BK GREECE S A SPONS ADR	159	5.1405	-817.34
12/17/09	Bought	VESTAS WIND SYS A/S UTD KINGD-DKK UNSPONS ADR CGMI AND/OR ITS AFFILIATES	33	20 3102	-670 24
12/22/09	Bought	ARM HOLDINGS PLC ADR CGMI AND/OR ITS AFFILIATES	40	8.28	-331.20
12/22/09	Bought	CHINA LIFE INSURANCE CO LTD-SPONSORED ADR	4	71.42	-285.68
12/22/09	Bought	DEUTSCHE BOERSE AG UNSPON ADR CGMI AND/OR ITS AFFILIATES	44	8.08	-355.52
12/22/09	Bought	FRESENIUS MEDICAL CARE AG & CO. KGAA SPONS ADR	6	53.41	-320.46
12/22/09	Bought	HENNES & MAURITZ AB ADR CGMI AND/OR ITS AFFILIATES	65	11.0576	-718.74

MorganStanley SmithBarney

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-20403-15 243**

Gain/loss summary		This period	This year
Realized gain or (loss)		$ 0.00	($ 5,336.40) LT $ 3,175.46 ST
Unrealized gain or (loss) to date	(1,718.75)		

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating	Rating
Wentworth, Hauser and Violich - Internati	AL	

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/09, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.

Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders This liquidation process could take up to one month or more During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
23,962.91	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 23,962.91		.07%	$ 16.77
Total money fund		$ 23,962.91	$ 0.00	.07%	$ 16.77

JOY FAMILY FOUNDATION **Account number 356-20403-15 243**

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
80	COOPER INDUSTRIES PLC DUBLIN-USD'	CBE	11/18/09	$ 3,496 62	$ 43.707	$ 42.64	$ 3,411 20	($ 85.42) ST		
90			11/25/09	3,825 54	42.506	42 64	3,837 60	12.06 ST		
170				**7,322.16**	**43.072**		**7,248.80**	**(73.36)**	**2.345**	**170.00**
95	INGERSOLL-RAND PUBLIC LTD CO	IR	11/18/09	3,491 21	36.749	35.74	3,395.30	(95.91) ST		
105			11/25/09	3,761.78	35.826	35.74	3,752.70	(9.08) ST		
200				**7,252.99**	**36.265**		**7,148.00**	**(104.99)**	**.783**	**56.00**
300	NABORS INDUSTRIES LTD-USD NEW	NBR	11/18/09	6,642.75	22.142	21.89	6,567 00	(75.75) ST		
335			11/25/09	7,088 06	21.158	21 89	7,333.15	245.09 ST		
635				**13,730.81**	**21.623**		**13,900.15**	**169.34**		
20	PARTNERRE LTD -BMD	PRE	11/18/09	1,552 27	77.613	74.66	1,493.20	(59.07) ST		
15			11/25/09	1,163.53	77.568	74 66	1,119.90	(43.63) ST		
35				**2,715.80**	**77.594**		**2,613.10**	**(102.70)**	**2.518**	**65.80**
380	WEATHERFORD INTERNATIONAL LTD.-CHF	WFT	11/18/09	7,072.29	18.611	17.91	6,805.80	(266.49) ST		
485			11/25/09	8,151.88	16.808	17.91	8,686 35	534.47 ST		
865				**15,224.17**	**17.60**		**15,492.15**	**267.98**		
195	NOBLE CORPORATION-CHF	NE	11/18/09	8,583.33	44.017	40.70	7,936.50	(646.83) ST		
235			11/25/09	9,877 52	42.032	40.70	9,564.50	(313 02) ST		
430				**18,460.85**	**42.932**		**17,501.00**	**(959.85)**	**.393**	**68.80**
100	TRANSOCEAN LTD SWITZERLAND NEW	RIG	11/18/09	8,762.96	87.629	82 80	8,280 00	(482 96) ST		
110			11/25/09	9,414.02	85.582	82.80	9,108.00	(306.02) ST		
210				**18,176.98**	**86.557**		**17,388.00**	**(788.98)**		
170	UBS AG (NEW)	UBS	11/18/09	2,833.10	16.665	15.51	2,636.70	(196.40) ST		
185			11/25/09	2,968 77	16.047	15.51	2,869.35	(99.42) ST		
355				**5,801.87**	**16.343**		**5,506.05**	**(295.82)**	**8.11**	**446.59**
15	CORE LABORATORIES N V-USD	CLB	11/18/09	1,643 53	109.568	118 12	1,771 80	128.27 ST		
10			11/25/09	1,073.30	107.33	118.12	1,181.20	107.90 ST		
25				**2,716.83**	**108.673**		**2,953.00**	**236 17**	**.338**	**10 00**
55	AXA S.A.SPONS ADR	AXA	11/18/09	1,444.74	26.268	23.68	1,302.40	(142.34) ST		
55			11/25/09	1,424.91	25.907	23.68	1,302.40	(122.51) ST		
110				**2,869.65**	**26.088**		**2,604.80**	**(264.85)**	**1.929**	**50.27**
95	BAE SYSTEMS PLC SPON ADR	BAESY	11/18/09	2,112.43	22.236	23.18	2,202.10	89.67 ST		
100			11/25/09	2,245 00	22.45	23.18	2,318 00	73.00 ST		
195				**4,357.43**	**22.346**		**4,520.10**	**162.67**	**4.098**	**185.25**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
45	BASF SE COMMON STOCK	BASFY	11/18/09	$ 2,713 72	$ 60.304	$ 62.10	$ 2,794 50	$ 80.78 ST		
50			11/25/09	3,155.00	63.10	62.10	3,105.00	(50 00) ST		
95				5,868.72	61.776		5,899.50	30.78	3.045	179.65
90	BHP BILLITON LTD SPONS	BHP	11/18/09	6,827.18	75.857	76.58	6,892.20	65.02 ST		
90	ADR		11/25/09	6,934.05	77.045	76.58	6,892.20	(41.85) ST		
180				13,761.23	76.451		13,784.40	23.17	2.141	295.20
50	BRITISH AMERICAN TOBACCO	BTI	11/18/09	3,270.30	65.405	64.66	3,233.00	(37.30) ST		
50	PLC ADR		11/25/09	3,208.00	64.159	64.66	3,233.00	25 00 ST		
100				6,478.30	64.783		6,466.00	(12.30)	4.226	273.30
65	BROOKFIELD ASSET MGMT INC	BAM	11/18/09	1,386.42	21.329	22 18	1,441 70	55 28 ST		
65	VOTING SHS CL A		11/25/09	1,402.57	21.578	22 18	1,441.70	39.13 ST		
130				2,788.99	21.454		2,883.40	94.41	2.344	67.60
55	CADBURY PLC ADR	CBY	11/18/09	2,936.98	53.399	51.39	2,826.45	(110.53) ST		
50			11/25/09	2,687.00	53.74	51 39	2,569.50	(117.50) ST		
105				5,623.98	53.562		5,395.95	(228.03)	2.06	111.20
50	CANADIAN NATL RAILWAY CO	CNI	11/18/09	2,742.56	54.851	54.36	2,718.00	(24.56) ST		
55			11/25/09	2,938.93	53.435	54.36	2,989 80	50.87 ST		
105				5,681.49	54.109		5,707.80	26.31	1.769	101.01
30	CANADIAN NATURAL RES LTD	CNQ	11/18/09	2,052.29	68.409	71.95	2,158.50	106.21 ST		
30			11/25/09	2,063.93	68.797	71.95	2,158.50	94.57 ST		
60				4,116.22	68.604		4,317.00	200.78	.547	23.64
55	CANADIAN PACIFIC RAILWAY	CP	11/18/09	2,747.76	49.959	54.00	2,970.00	222.24 ST		
60			11/25/09	2,990.20	49.836	54.00	3,240.00	249.80 ST		
115				5,737.96	49.895		6,210.00	472.04	1.727	107.30
50	DIAGEO PLC SPON ADR-NEW	DEO	11/18/09	3,438 15	68.763	69.41	3,470 50	32 35 ST		
55			11/25/09	3,809 85	69.27	69 41	3,817.55	7.70 ST		
105				7,248.00	69.029		7,288.05	40.05	3.263	237.83
50	ENSIGN ENERGY SVCS INC-CAD	ESVIF	11/18/09	681.20	13.623	14 241	712 05	30.85 ST		
60	Exchange rate: .9521995		11/25/09	828 32	13.805	14.241	854.46	26.14 ST		
110	Shares traded in: Canadian dollars			1,509.52	13.723		1,566.51	56.99	2.457	38.50
75	MANULIFE FINANCIAL CORP	MFC	11/18/09	1,430.51	19.073	18.34	1,375.50	(55.01) ST		
85			11/25/09	1,505.90	17.716	18.34	1,558.90	53.00 ST		
160				2,936.41	18.353		2,934.40	(2.01)	2.671	78.40

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION **Account number 356-20403-15 243**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
90	NESTLE S A SPONSORED ADR	NSRGY	11/18/09	$ 4,294.73	$ 47.719	$ 48 35	$ 4,351.50	$ 56 77 ST		
90			11/25/09	4,378 50	48 65	48.35	4,351 50	(27.00) ST		
180				**8,673.23**	**48.185**		**8,703.00**	**29.77**	**1.662**	**144.72**
55	NOVARTIS AG ADR	NVS	11/18/09	2,946.91	53.58	54.43	2,993.65	46.74 ST		
50			11/25/09	2,789.35	55.786	54.43	2,721.50	(67.85) ST		
105				**5,736.26**	**54.631**		**5,715.15**	**(21.11)**	**2.671**	**152.67**
55	POTASH CORP SASK INC-	POT	11/18/09	6,241.42	113.48	108.50	5,967.50	(273 92) ST		
60			11/25/09	6,818 88	113 648	108.50	6,510 00	(308.88) ST		
115				**13,060.30**	**113.568**		**12,477.50**	**(582.80)**	**.368**	**46.00**
15	RWE AG SPONS ADR -USD	RWEOY	11/18/09	1,416.66	94 444	96 90	1,453 50	36.84 ST		
15			11/25/09	1,425.00	95.00	96.90	1,453.50	28.50 ST		
30				**2,841.66**	**94.722**		**2,907.00**	**65.34**	**4.424**	**128.61**
30	RIO TINTO PLC-GBP	RTP	11/18/09	6,663.62	222 12	215.39	6,461.70	(201 92) ST		
35			11/25/09	7,348.48	209 956	215.39	7,538.65	190.17 ST		
65				**14,012.10**	**215.571**		**14,000.35**	**(11.75)**	**2.525**	**353.60**
105	SCHLUMBERGER LTD	SLB	11/18/09	6,982.11	66.496	65 09	6,834.45	(147.66) ST		
115			11/25/09	7,455.00	64.826	65.09	7,485 35	30.35 ST		
220				**14,437.11**	**65.623**		**14,319.80**	**(117.31)**	**1.29**	**184.80**
190	SUNCOR ENERGY INC NEW	SU	11/18/09	6,989.17	36.785	35.31	6,708.90	(280 27) ST		
185			11/25/09	6,853.60	37.046	35.31	6,532 35	(321.25) ST		
375				**13,842.77**	**36.914**		**13,241.25**	**(601.52)**		
80	TALISMAN ENERGY INC	TLM	11/18/09	1,424.41	17.805	18 64	1,491.20	66.79 ST		
80			11/25/09	1,417.44	17.718	18.64	1,491.20	73.76 ST		
160				**2,841.85**	**17.762**		**2,982.40**	**140.55**	**1.126**	**33 60**
130	TENARIS S A SPONSORED ADR	TS	11/18/09	5,494.24	42 263	42.65	5,544 50	50 26 ST		
140			11/25/09	5,776.16	41.258	42 65	5,971.00	194 84 ST		
270				**11,270 40**	**41.742**		**11,515.50**	**245.10**	**2.016**	**232.20**
100	UNILEVER NV NY SHS-NEW	UN	11/18/09	3,135.51	31.355	32.33	3,233.00	97.49 ST		
105			11/25/09	3,315.53	31.576	32.33	3,394.65	79.12 ST		
205				**6,451.04**	**31.468**		**6,627.65**	**176.61**	**2.858**	**189.42**
170	VALE S A SPON ADR	VALE	11/18/09	4,905.96	28.858	29.03	4,935.10	29.14 ST		
165			11/25/09	4,885 07	29.606	29.03	4,789.95	(95.12) ST		
335				**9,791.03**	**29.227**		**9,725.05**	**(65.98)**	**.775**	**75.38**

MorganStanley SmithBarney

Reserved Client Statement

December 1 - December 31, 2009

JOY FAMILY FOUNDATION *Account number 356-20403-15 243*

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
10	YARA INTL ASA-USD	YARIY	11/18/09	$ 391.20	$ 39 12	$ 45.55	$ 455.50	$ 64.30 ST		
5	SPONSORED ADR		11/25/09	215.50	43.10	45.55	227.75	12.25 ST		
15				**606.70**	**40.447**		**683.25**	**76.55**	**1.246**	**8.52**
Total common stocks and options				**$ 263,944.81**			**$ 282,226.06**	**($ 1,718.75) ST**	**1.58**	
								$ 0.00 LT		**$ 4,115.86**
Total portfolio value				**$ 287,907.72**			**$ 286,188.97**	**($ 1,718.75) ST**	**1.44**	**$ 4,132.83**
				Add Cash 36.01			36.01	**$ 0.00 LT**		
				287943.73			286224.98			

TRANSACTION DETAILS *All transactions appearing are based on trade date.*

Investment activity

Date	Activity	Description	Quantity	Price	Amount
12/08/09	Redemption	AXA S.A.SPONS ADR SALE OF RTS ON 110.0000 SHS RECORD 11/13/09 PAY 12/04/09			$ 63.77
Total securities bought and other subtractions					**$ 0.00**
Total securities sold and other additions					**$ 63.77**

Deposits

Date	Description	Amount	Date	Description	Amount
12/02/09	CONSULTING & ADVISORY SERVICES FROM 11/19/09 TO 11/25/09	29.95			

Withdrawals

Date	Description	Reference no.	Amount	Date	Description	Reference no.	Amount
12/08/09	AXA S.A.SPONS ADR ADR FEE OF .02000 PER SHR RECORD 11/13/09 PAY 12/04/09		2.20				

Commodity Division
Commodities / Futures Account

MorganStanley
SmithBarney

JOY FAMILY FOUNDATION
NPO/UAD 12/20/89
5436 MAIN STREET
SUITE #1
WILLIAMSVILLE NY 14221-6627

MONTHLY STATEMENT

CITI GLOBAL MARKETS INC.
COMMODITIES DIVISION
111 WALL STREET - 4TH FLOOR
NEW YORK, NY 10001

ACCOUNT NUMBER: N 631 36657 503

STATEMENT DATE: DEC 31, 2009

DATE	AT	BOUGHT	SOLD	DESCRIPTION	EX	PRICE/LGND	CC	DEBIT	CREDIT
11/19/09	R8		5	CALL JAN 10 CME S&P500 IN 1250		.80	US	62.50	
			5*	* TOTAL OPTION MKT VAL		CABINET		62.50*	
				EXPIRE 1/15/10					
11/20/09	R8		4	CALL MAR 10 CME S&P500 IN 1290		2.05	US	700.00	
			4*	* TOTAL OPTION MKT VAL		.70		700.00*	
				EXPIRE 3/19/10					
10/30/09	R8		3	CALL MAR 10 CME S&P500 IN 1300		1.20	US	412.50	
			3*	* TOTAL OPTION MKT VAL		.55		412.50*	
				EXPIRE 3/19/10					
12/08/09	R8		7	CALL JUN 10 CME S&P500 IN 1380		2.10	US	2,100.00	
			7*	* TOTAL OPTION MKT VAL		1.20		2,100.00*	Fmv
				EXPIRE 6/18/10					
	R8	173,593		GNMA PL#003965M DTD 03/01/2007		1.00	US		106,409.03*
				R/MD 5.50 03/20/2037					
	R8	42,000		GNMA PL#004028M DTD 09/01/2007		1.00	US		20,572.02*
				R/MD 6.00 09/20/2037					
	R8	73,034		GNMA PL#782205X DTD 10/01/2007		1.00	US		41,515.44*
				R/MD 6.00 10/15/2037					
	R8	62,291		GNMA PL#694465X DTD 10/01/2008		1.00	US		32,926.39*
				R/MD 6.00 10/15/2038					

	SEGREGATED USD	* TOTAL SEGREGATED	* CONVERTED TOTAL *
BEGINNING CASH BALANCE	107,222.59	107,222.59	107,222.59
THIS MONTH'S ACTIVITY	15,932.43	15,932.43	15,932.43
ENDING CASH BALANCE	123,155.02	123,155.02	123,155.02
NET OPTION PREMIUM	5,786.75	5,786.75	5,786.75
COMBINED COLLATERAL/FX OTE	201,422.88	201,422.88	201,422.88
OPTIONS MARKET VALUE	4,792.50-	4,792.50-	4,792.50-
COMBINED EQUITY CASH/COLL	319,785.40	319,785.40	319,785.40
CONVERTED MARKET VALUE	319,785.40	319,785.40	319,785.40
TOTAL COMMISSIONS	900.00-	900.00-	900.00-
TOTAL CLEARING FEES	63.50-	63.50-	63.50-
TOTAL EXCHANGE FEES	34.85-	34.85-	34.85-
TOTAL NFA FEES	.90-	.90-	.90-
REALIZED OPTION MEMO P&L	1,527.50	1,527.50	1,527.50

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AFFIDAVIT OF PUBLICATION

Buffalo Law Journal,
465 MAIN STREET BUFFALO, N.Y. 14203-1793

State of New York
County of Erie } ss.
City of Buffalo

NOTICE OF INSPECTION
The Annual Report of Joy Family Foundation for the year ended December 31, 2009 is available for public inspection at 5436 Main Street, Williamsville, NY 14221, (716-633-6600), during regular business hours by any citizen who requests inspection within 180 days of publication thereof.
THE JOY FAMILY FOUNDATION
10-0734 may6

Kimberly Schaus of the City of Buffalo, being duly sworn deposes and says that she is Principal Clerk of the Buffalo Law Journal, a newspaper published in said City; that the notice, of which the annexed printed slip taken from said newspaper is a copy, was inserted and published therein once on
05-06-10

(SIGNED) Kimberly Schaus

Sworn to before me this 6th day
of May 2010

Commissioner of Deeds, Buffalo, N.Y.
My commission expires Dec. 31, 2010