Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR
UST 017999

A Employer identification number
16-6484804

Number and street (or P O box number if mail is not delivered to street address) Room/suite
THE COMMONS, PO BOX 6437

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

City or town, state, and ZIP code
ITHACA, NY 14851-6437

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 ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 9,923,041.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	14,092.	14,092.	14,092.	STMT 1
	4 Dividends and interest from securities	274,181.	274,181.	274,181.	STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-347,398.			
	b Gross sales price for all assets on line 6a 2,957,911.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,718.	3,718.	3,718.	STMT 5
	12 **Total** Add lines 1 through 11	-55,407.	291,991.	291,991.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	36,285.	36,285.	36,285.	36,285.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	30,649.	30,649.	30,649.	30,649.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	1,000.	1,000.	1,000.	1,000.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	67,934.	67,934.	67,934.	67,934.
	25 Contributions, gifts, grants paid	289,194.			289,194.
	26 **Total expenses and disbursements** Add lines 24 and 25	357,128.	67,934.	67,934.	357,128.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-412,535.			
	b **Net investment income** (if negative, enter -0-)		224,057.		
	c **Adjusted net income** (if negative, enter -0-)			224,057.	

SCANNED MAY 27 2010

RECEIVED
MAY 25 2010
OGDEN, UT
670 IRS-OSC

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA **Form 990-PF** (2009)

9E1410 1 000
BVT128 683J 05/21/2010 06:16:36 017999 P 12

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	26,881.	19,738.	19,738.
	2 Savings and temporary cash investments	329,171.	390,589.	390,589.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	NONE		
	10 a Investments - U S and state government obligations (attach schedule)	1,896,769.	2,145,809.	2,174,757.
	b Investments - corporate stock (attach schedule)	6,626,453.	6,202,366.	5,879,692.
	c Investments - corporate bonds (attach schedule)	1,723,000.	1,435,237.	1,458,265.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	10,602,274.	10,193,739.	9,923,041.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	10,602,274.	10,193,739.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	10,602,274.	10,193,739.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	10,602,274.	10,193,739.	

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	10,602,274.
2	Enter amount from Part I, line 27a	2	-412,535.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,189,739.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,189,739.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) ..... { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — -347,398.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	423,926.	NONE	NONE
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	NONE
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	NONE
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	NONE
5	Multiply line 4 by line 3	5	NONE
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,241.
7	Add lines 5 and 6	7	2,241.
8	Enter qualifying distributions from Part XII, line 4	8	357,128.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	2,241.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	2,241.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,241.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 7,856.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	7,856.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	3.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	5,612.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ NONE **Refunded** ▶	11	5,612.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ TOMPKINS TRUST COMPANY Telephone no ▶ (607)273-0037

Located at ▶ 119 E SENECA ST 2ND FL, ITHACA, NY ZIP + 4 ▶ 14850

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? [ ] Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [ ] Yes [X] 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 [X] 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 [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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 [X] No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? [ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**	X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		36,285.	-0-	-0-

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

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	NONE
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	NONE
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	NONE
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	NONE
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	NONE
6	**Minimum investment return.** Enter 5% of line 5	6	NONE

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

1	Minimum investment return from Part X, line 6			1	NONE
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,281.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,281.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	NONE
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	NONE

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	353,128.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	353,128.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,281.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	350,847.

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				NONE
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20 07 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2009				
a	From 2004 ... NONE				
b	From 2005 ... NONE				
c	From 2006 ... NONE				
d	From 2007 ... NONE				
e	From 2008 ... 423,926.				
f	**Total** of lines 3a through e	423,926.			
4	Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 353,128.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				NONE
e	Remaining amount distributed out of corpus	353,128.			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	777,054.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	777,054.			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... 423,926.				
e	Excess from 2009 ... 353,128.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 14				
Total . . . . ▶ **3a**				289,194.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	14,092.	
4 Dividends and interest from securities			14	274,181.	
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	3,718.	
8 Gain or (loss) from sales of assets other than inventory			18	-347,398.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b			4		
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-55,407.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 -55,407.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ Lisa A. Leonardo | 05/19/2010 ▶

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					467.	
		100. AT&T INC COM PROPERTY TYPE: SECURITIES					12/28/2004	04/14/2009
2,524.00		2,137.00					387.00	
		100. AT&T INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
2,600.00		2,137.00					463.00	
		36.75 AT&T INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
956.00		785.00					171.00	
		63.25 AT&T INC COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
1,645.00		1,279.00					366.00	
		100. AIR PRODS & CHEMS INC COM PROPERTY TYPE: SECURITIES					05/15/2008	04/14/2009
5,808.00		10,182.00					-4,374.00	
		100. AIR PRODS & CHEMS INC COM PROPERTY TYPE: SECURITIES					05/15/2008	08/21/2009
7,662.00		10,182.00					-2,520.00	
		100. AMGEN INC COM PROPERTY TYPE: SECURITIES					12/09/2008	08/21/2009
6,054.00		5,774.00					280.00	
		100. APACHE CORP PROPERTY TYPE: SECURITIES					12/19/2005	08/21/2009
8,880.00		6,928.00					1,952.00	
		100. APPLE INC COM COM PROPERTY TYPE: SECURITIES					03/06/2009	08/21/2009
16,890.00		8,416.00					8,474.00	
		500. AVON PRODS INC COM PROPERTY TYPE: SECURITIES					05/15/2008	08/21/2009
16,315.00		19,680.00					-3,365.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. BAKER HUGHES INC COM PROPERTY TYPE: SECURITIES					06/12/2008	04/14/2009
3,035.00		8,641.00					-5,606.00	
		100. BAKER HUGHES INC COM PROPERTY TYPE: SECURITIES					06/12/2008	08/21/2009
3,877.00		8,641.00					-4,764.00	
		25. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					09/10/2004	03/19/2009
180.00		1,241.00					-1,061.00	
		200. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					09/10/2004	03/19/2009
1,440.00		9,926.00					-8,486.00	
		100. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					09/10/2004	03/19/2009
720.00		4,963.00					-4,243.00	
		150. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					09/10/2004	03/19/2009
1,080.00		7,444.00					-6,364.00	
		53. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					09/10/2004	03/19/2009
382.00		2,630.00					-2,248.00	
		47. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					12/28/2004	03/19/2009
338.00		2,630.00					-2,292.00	
		53. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					12/28/2004	03/19/2009
382.00		2,966.00					-2,584.00	
		47. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					07/22/2005	03/19/2009
338.00		2,408.00					-2,070.00	
		153. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					07/22/2005	03/19/2009
1,102.00		7,838.00					-6,736.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25. BANK OF AMERICA CORPORATION COM					09/21/2005	03/19/2009
		PROPERTY TYPE: SECURITIES						
180.00		1,236.00					-1,056.00	
		100. BANK OF AMERICA CORPORATION COM					02/09/2007	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		5,286.00					-4,566.00	
		100. BANK OF AMERICA CORPORATION COM					03/27/2007	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		5,162.00					-4,442.00	
		150. BANK OF AMERICA CORPORATION COM					06/22/2007	03/19/2009
		PROPERTY TYPE: SECURITIES						
1,080.00		7,445.00					-6,365.00	
		100. BANK OF AMERICA CORPORATION COM					02/04/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		4,410.00					-3,690.00	
		100. BANK OF AMERICA CORPORATION COM					03/24/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		4,278.00					-3,558.00	
		200. BANK OF AMERICA CORPORATION COM					05/15/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
1,440.00		7,286.00					-5,846.00	
		100. BANK OF AMERICA CORPORATION COM					06/12/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		2,945.00					-2,225.00	
		200. BANK OF AMERICA CORPORATION COM					06/12/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
1,440.00		5,890.00					-4,450.00	
		100. BANK OF AMERICA CORPORATION COM					06/12/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
720.00		2,945.00					-2,225.00	
		500. BANK OF AMERICA CORPORATION COM					12/09/2008	03/19/2009
		PROPERTY TYPE: SECURITIES						
3,600.00		8,845.00					-5,245.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					01/08/2009	03/19/2009
3,600.00		6,760.00					-3,160.00	
		500. BANK OF AMERICA CORPORATION COM PROPERTY TYPE: SECURITIES					01/08/2009	03/19/2009
3,600.00		6,760.00					-3,160.00	
		350. BURLINGTON NORTHN SANTA FE C COM PROPERTY TYPE: SECURITIES					10/28/2009	11/03/2009
34,156.00		26,553.00					7,603.00	
		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					12/17/2004	04/14/2009
1,777.00		1,949.00					-172.00	
		200. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					12/28/2004	04/14/2009
3,554.00		3,868.00					-314.00	
		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
2,212.00		1,934.00					278.00	
		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
2,212.00		1,938.00					274.00	
		100. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					09/21/2005	08/21/2009
2,212.00		1,793.00					419.00	
		100. COCA COLA CO COM PROPERTY TYPE: SECURITIES					09/10/2004	04/14/2009
4,380.00		4,304.00					76.00	
		50. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
2,208.00		4,188.00					-1,980.00	
		200. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
8,834.00		16,754.00					-7,920.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
4,417.00		8,377.00					-3,960.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
4,417.00		8,377.00					-3,960.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
4,417.00		8,377.00					-3,960.00	
		50. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					12/12/2007	08/21/2009
2,208.00		4,188.00					-1,980.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					03/24/2008	08/21/2009
4,417.00		7,601.00					-3,184.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					08/11/2008	08/21/2009
4,417.00		7,940.00					-3,523.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					01/08/2009	08/21/2009
4,417.00		5,371.00					-954.00	
		50. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					02/17/2009	08/21/2009
2,208.00		2,174.00					34.00	
		200. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					04/14/2009	08/21/2009
8,834.00		7,940.00					894.00	
		100. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
4,846.00		4,802.00					44.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
2,423.00		2,288.00					135.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
4,846.00		4,576.00					270.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
2,423.00		2,288.00					135.00	
		150. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					09/21/2005	08/21/2009
7,270.00		6,208.00					1,062.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					09/21/2005	08/21/2009
2,423.00		2,069.00					354.00	
		100. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					12/15/2006	08/21/2009
4,846.00		5,387.00					-541.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					06/22/2007	08/21/2009
2,423.00		2,871.00					-448.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					02/04/2008	08/21/2009
2,423.00		3,348.00					-925.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					02/04/2008	08/21/2009
2,423.00		3,348.00					-925.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					06/12/2008	08/21/2009
2,423.00		3,395.00					-972.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					06/12/2008	08/21/2009
2,423.00		3,395.00					-972.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					01/08/2009	08/21/2009
2,423.00		2,553.00					-130.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					01/08/2009	08/21/2009
2,423.00		2,553.00					-130.00	
		50. COSTCO WHSL CORP NEW COM PROPERTY TYPE: SECURITIES					02/17/2009	08/21/2009
2,423.00		2,111.00					312.00	
		500. WALT DISNEY COM DISNEY PROPERTY TYPE: SECURITIES					09/14/2007	06/01/2009
12,491.00		16,831.00					-4,340.00	
		800. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					10/30/2007	01/08/2009
9,456.00		20,097.00					-10,641.00	
		250. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					10/30/2007	01/08/2009
2,955.00		6,280.00					-3,325.00	
		400. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					10/30/2007	01/08/2009
4,728.00		10,048.00					-5,320.00	
		350. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					10/30/2007	01/08/2009
4,137.00		8,792.00					-4,655.00	
		450. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					12/12/2007	01/08/2009
5,319.00		9,054.00					-3,735.00	
		350. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					12/12/2007	01/08/2009
4,137.00		7,042.00					-2,905.00	
		800. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					02/04/2008	01/08/2009
9,456.00		12,872.00					-3,416.00	
		400. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					03/24/2008	01/08/2009
4,728.00		5,920.00					-1,192.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		250. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					08/11/2008	01/08/2009
2,955.00		3,835.00					-880.00	
		300000. FEDERAL HOME LN MTGE CORP 5.00% PROPERTY TYPE: SECURITIES					03/25/2003	05/05/2009
300,000.00		297,000.00					3,000.00	
		100000. FEDERAL HOME LN MTGE CORP 5.40% PROPERTY TYPE: SECURITIES					07/05/2007	06/15/2009
100,000.00		100,000.00						
		100000. FEDERAL FARM CREDIT BANKS 4.45% PROPERTY TYPE: SECURITIES					12/12/2008	12/22/2009
100,000.00		100,000.00						
		100000. FEDERAL FARM CREDIT BANKS 5.30% PROPERTY TYPE: SECURITIES					03/31/2008	12/21/2009
100,000.00		102,000.00					-2,000.00	
		100000. FEDERAL HOME LN BANKS 5.80% DUE PROPERTY TYPE: SECURITIES					07/03/2007	06/12/2009
100,000.00		100,116.00					-116.00	
		100000. FEDERAL HOME LN BANKS 5.25% DUE PROPERTY TYPE: SECURITIES					09/17/2007	11/09/2009
100,000.00		100,500.00					-500.00	
		100000. FEDERAL HOME LN BANKS 5.125 DUE PROPERTY TYPE: SECURITIES					07/05/2007	06/04/2009
100,000.00		99,914.00					86.00	
		100000. FEDERAL HOME LN BANKS 5.60% DUE PROPERTY TYPE: SECURITIES					06/28/2007	07/20/2009
100,000.00		100,000.00						
		100000. FEDERAL HOME LN BANKS 4.75% DUE PROPERTY TYPE: SECURITIES					08/14/2008	06/09/2009
100,000.00		99,250.00					750.00	
		100000. FEDERAL NATIONAL MTGE ASSOC 5.62 PROPERTY TYPE: SECURITIES					07/03/2007	05/19/2009
100,000.00		100,435.00					-435.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. GENERAL ELECTRIC CO COM PROPERTY TYPE: SECURITIES					08/06/2002	08/21/2009
1,414.00		3,055.00					-1,641.00	
		100. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					02/08/2006	04/14/2009
11,884.00		13,951.00					-2,067.00	
		50. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					06/22/2007	04/14/2009
5,942.00		11,273.00					-5,331.00	
		50. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					09/14/2007	04/14/2009
5,942.00		9,519.00					-3,577.00	
		200. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					09/10/2004	08/21/2009
8,936.00		3,686.00					5,250.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					05/30/2006	08/21/2009
4,222.00		4,960.00					-738.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					05/30/2006	08/21/2009
4,222.00		4,960.00					-738.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					05/30/2006	10/28/2009
4,625.00		4,960.00					-335.00	
		200. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					05/30/2006	10/28/2009
9,250.00		9,920.00					-670.00	
		200. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					05/30/2006	10/28/2009
9,250.00		9,920.00					-670.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					12/15/2006	10/28/2009
4,625.00		4,656.00					-31.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					12/15/2006	10/28/2009
4,625.00		4,656.00					-31.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					02/04/2008	10/28/2009
4,625.00		5,107.00					-482.00	
		100. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					03/24/2008	10/28/2009
4,625.00		4,922.00					-297.00	
		200. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					06/12/2008	10/28/2009
9,250.00		9,936.00					-686.00	
		50. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					02/17/2009	10/28/2009
2,313.00		1,635.00					678.00	
		50. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					04/14/2009	10/28/2009
2,313.00		1,579.00					734.00	
		50. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES					04/14/2009	10/28/2009
2,313.00		1,578.00					735.00	
		200. INTEL CORP COM PROPERTY TYPE: SECURITIES					02/08/2006	04/14/2009
3,164.00		4,138.00					-974.00	
		200. INTEL CORP COM PROPERTY TYPE: SECURITIES					02/08/2006	04/14/2009
3,164.00		4,138.00					-974.00	
		100. INTEL CORP COM PROPERTY TYPE: SECURITIES					05/30/2006	04/14/2009
1,582.00		1,797.00					-215.00	
		500. INTEL CORP COM PROPERTY TYPE: SECURITIES					05/30/2006	08/21/2009
9,405.00		8,985.00					420.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200. INTEL CORP COM PROPERTY TYPE: SECURITIES					05/30/2006	08/21/2009
3,762.00		3,594.00					168.00	
		50. INTERNATIONAL BUSINESS MACHS COM PROPERTY TYPE: SECURITIES					09/10/2004	08/21/2009
5,993.00		4,339.00					1,654.00	
		50. INTERNATIONAL BUSINESS MACHS COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
5,993.00		4,924.00					1,069.00	
		1200. ISHARES MSCI EMERG MKTS-ETF PROPERTY TYPE: SECURITIES					12/09/2008	04/14/2009
33,191.00		28,955.00					4,236.00	
		500. ISHARES MSCI EMERG MKTS-ETF PROPERTY TYPE: SECURITIES					12/09/2008	06/01/2009
17,356.00		12,064.00					5,292.00	
		200. ISHARES MSCI EMERG MKTS-ETF PROPERTY TYPE: SECURITIES					12/09/2008	08/21/2009
7,254.00		4,826.00					2,428.00	
		1300. ISHARES TR MSCI EAFE IDX ETF ADR PROPERTY TYPE: SECURITIES					06/13/2006	01/08/2009
57,928.00		78,125.00					-20,197.00	
		1500. ISHARES TR MSCI EAFE IDX ETF ADR PROPERTY TYPE: SECURITIES					06/13/2006	06/01/2009
73,065.00		90,144.00					-17,079.00	
		900. ISHARES TR MSCI EAFE IDX ETF ADR PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
47,114.00		54,086.00					-6,972.00	
		100. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	04/14/2009
5,213.00		7,237.00					-2,024.00	
		300. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	04/14/2009
15,639.00		21,711.00					-6,072.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	04/14/2009
5,213.00		7,237.00					-2,024.00	
		200. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
13,172.00		14,474.00					-1,302.00	
		150. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
9,879.00		10,856.00					-977.00	
		300. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
19,758.00		21,711.00					-1,953.00	
		350. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
23,052.00		25,330.00					-2,278.00	
		100. ISHS TR S&P MIDCAP 400 - ETF PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
6,586.00		7,237.00					-651.00	
		100. ISHARES RUSSELL 2000 GRWTH INDX FD PROPERTY TYPE: SECURITIES					06/13/2006	04/14/2009
4,892.00		6,905.00					-2,013.00	
		100. ISHARES RUSSELL 2000 GRWTH INDX FD PROPERTY TYPE: SECURITIES					06/13/2006	04/14/2009
4,892.00		6,905.00					-2,013.00	
		100. ISHARES RUSSELL 2000 GRWTH INDX FD PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
6,258.00		6,905.00					-647.00	
		200. ISHARES RUSSELL 2000 GRWTH INDX FD PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
12,516.00		13,811.00					-1,295.00	
		100. ISHARES RUSSELL 2000 GRWTH INDX FD PROPERTY TYPE: SECURITIES					06/13/2006	08/21/2009
6,258.00		6,905.00					-647.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500. ISHARES S & P GLOBAL COMMM INDEX ET PROPERTY TYPE: SECURITIES					05/15/2008	06/01/2009
15,285.00		33,521.00					-18,236.00	
		100. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					12/28/2004	04/14/2009
3,177.00		3,925.00					-748.00	
		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					12/28/2004	04/14/2009
1,588.00		1,963.00					-375.00	
		150. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					07/22/2005	04/14/2009
4,765.00		5,322.00					-557.00	
		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					07/22/2005	04/14/2009
1,588.00		1,774.00					-186.00	
		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					07/22/2005	04/14/2009
1,588.00		1,774.00					-186.00	
		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
2,180.00		1,774.00					406.00	
		50. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					09/21/2005	08/21/2009
2,180.00		1,709.00					471.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					12/19/2005	08/21/2009
6,104.00		6,121.00					-17.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	04/14/2009
4,279.00		4,705.00					-426.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	06/19/2009
4,589.00		4,705.00					-116.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	06/19/2009
4,589.00		4,705.00					-116.00	
		50. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	06/19/2009
2,294.00		2,353.00					-59.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	06/19/2009
4,589.00		4,705.00					-116.00	
		400. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/30/2007	06/19/2009
18,355.00		18,821.00					-466.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					02/04/2008	06/19/2009
4,589.00		5,040.00					-451.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
4,589.00		4,225.00					364.00	
		100. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					01/08/2009	06/19/2009
4,589.00		4,302.00					287.00	
		50. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					02/17/2009	06/19/2009
2,294.00		2,269.00					25.00	
		100. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					01/09/2004	04/14/2009
3,162.00		4,838.00					-1,676.00	
		50. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					01/09/2004	08/21/2009
1,892.00		2,419.00					-527.00	
		50. MEDTRONIC INC COM PROPERTY TYPE: SECURITIES					12/17/2004	08/21/2009
1,892.00		2,443.00					-551.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		500000. MERRILL LYNCH & CO INC 6.00% DUE PROPERTY TYPE: SECURITIES					04/03/2001	02/17/2009
500,000.00		494,375.00					5,625.00	
		100. METLIFE INC COM PROPERTY TYPE: SECURITIES					03/09/2006	08/21/2009
3,902.00		4,949.00					-1,047.00	
		100. METLIFE INC COM PROPERTY TYPE: SECURITIES					03/09/2006	08/21/2009
3,902.00		4,949.00					-1,047.00	
		200. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					12/28/2004	04/14/2009
3,788.00		5,404.00					-1,616.00	
		200. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					07/22/2005	08/21/2009
4,866.00		5,152.00					-286.00	
		50. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	04/14/2009
1,098.00		1,774.00					-676.00	
		450. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	04/14/2009
9,882.00		15,969.00					-6,087.00	
		100. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	04/14/2009
2,196.00		3,549.00					-1,353.00	
		100. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	08/21/2009
2,668.00		3,549.00					-881.00	
		450. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	08/21/2009
12,006.00		15,969.00					-3,963.00	
		50. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES					02/09/2007	08/21/2009
1,334.00		1,774.00					-440.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES					06/22/2007	04/14/2009
1,856.00		1,959.00					-103.00	
		200. ORACLE CORP COM PROPERTY TYPE: SECURITIES					06/22/2007	04/14/2009
3,712.00		3,918.00					-206.00	
		100. ORACLE CORP COM PROPERTY TYPE: SECURITIES					06/22/2007	08/21/2009
2,201.00		1,959.00					242.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					09/22/2005	10/09/2009
4,434.00		5,720.00					-1,286.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					09/22/2005	10/09/2009
4,434.00		5,720.00					-1,286.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					09/22/2005	10/09/2009
4,434.00		5,720.00					-1,286.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					02/09/2007	10/09/2009
4,434.00		7,457.00					-3,023.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					06/22/2007	10/09/2009
4,434.00		7,254.00					-2,820.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					09/14/2007	10/09/2009
4,434.00		6,916.00					-2,482.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					02/04/2008	10/09/2009
4,434.00		6,449.00					-2,015.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					06/12/2008	10/09/2009
4,434.00		5,967.00					-1,533.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					01/08/2009	10/09/2009
2,217.00		2,446.00					-229.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					01/08/2009	10/09/2009
4,434.00		4,892.00					-458.00	
		50. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					01/08/2009	10/09/2009
2,217.00		2,446.00					-229.00	
		50. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					02/17/2009	10/09/2009
2,217.00		1,290.00					927.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					04/14/2009	10/09/2009
4,434.00		3,847.00					587.00	
		100. PNC FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					08/21/2009	10/09/2009
4,434.00		4,296.00					138.00	
		200. PFIZER INC COM PROPERTY TYPE: SECURITIES					12/19/2005	08/21/2009
3,318.00		4,876.00					-1,558.00	
		300. PFIZER INC COM PROPERTY TYPE: SECURITIES					12/19/2005	11/18/2009
5,364.00		7,314.00					-1,950.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					12/19/2005	11/18/2009
1,788.00		2,438.00					-650.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					12/19/2005	11/18/2009
1,788.00		2,438.00					-650.00	
		300. PFIZER INC COM PROPERTY TYPE: SECURITIES					05/30/2006	11/18/2009
5,364.00		7,131.00					-1,767.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					03/27/2007	11/18/2009
1,788.00		2,562.00					-774.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					06/22/2007	11/18/2009
1,788.00		2,574.00					-786.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					06/22/2007	11/18/2009
1,788.00		2,574.00					-786.00	
		300. PFIZER INC COM PROPERTY TYPE: SECURITIES					09/14/2007	11/18/2009
5,364.00		7,287.00					-1,923.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					02/04/2008	11/18/2009
1,788.00		2,369.00					-581.00	
		300. PFIZER INC COM PROPERTY TYPE: SECURITIES					03/24/2008	11/18/2009
5,364.00		6,192.00					-828.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					03/24/2008	11/18/2009
1,788.00		2,064.00					-276.00	
		500. PFIZER INC COM PROPERTY TYPE: SECURITIES					06/12/2008	11/18/2009
8,940.00		8,865.00					75.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					01/08/2009	11/18/2009
1,788.00		1,757.00					31.00	
		100. PFIZER INC COM PROPERTY TYPE: SECURITIES					02/17/2009	11/18/2009
1,788.00		1,414.00					374.00	
		600. PFIZER INC COM PROPERTY TYPE: SECURITIES					04/14/2009	11/18/2009
10,728.00		7,980.00					2,748.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES					05/15/2008	01/08/2009
6,349.00		12,518.00					-6,169.00	
		100. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES					05/15/2008	08/21/2009
8,669.00		12,518.00					-3,849.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/06/2002	04/14/2009
2,185.00		958.00					1,227.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/06/2002	04/14/2009
2,185.00		958.00					1,227.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/06/2002	08/21/2009
2,828.00		958.00					1,870.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/06/2002	08/21/2009
2,828.00		958.00					1,870.00	
		100. SIGMA ALDRICH CORP COM PROPERTY TYPE: SECURITIES					09/21/2005	04/14/2009
3,990.00		3,010.00					980.00	
		100. SIGMA ALDRICH CORP COM PROPERTY TYPE: SECURITIES					09/21/2005	04/14/2009
3,990.00		3,010.00					980.00	
		100. SIGMA ALDRICH CORP COM PROPERTY TYPE: SECURITIES					09/21/2005	08/21/2009
5,207.00		3,010.00					2,197.00	
		100. SYSCO CORP COM PROPERTY TYPE: SECURITIES					03/27/2007	04/14/2009
2,301.00		3,323.00					-1,022.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					09/10/2004	04/14/2009
1,712.00		2,198.00					-486.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					09/10/2004	04/14/2009
3,424.00		4,396.00					-972.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					09/10/2004	04/14/2009
1,712.00		2,198.00					-486.00	
		200. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					09/10/2004	08/21/2009
4,894.00		4,396.00					498.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
2,447.00		2,394.00					53.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
2,447.00		2,394.00					53.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					12/28/2004	08/21/2009
2,447.00		2,394.00					53.00	
		100. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					12/19/2005	08/21/2009
2,447.00		3,213.00					-766.00	
		150. 3M COMPANY COM PROPERTY TYPE: SECURITIES					12/17/2004	03/06/2009
6,254.00		12,126.00					-5,872.00	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					12/28/2004	03/06/2009
2,085.00		4,153.00					-2,068.00	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					12/28/2004	03/06/2009
2,085.00		4,153.00					-2,068.00	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					07/22/2005	03/06/2009
2,085.00		3,710.00					-1,625.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					07/22/2005	03/06/2009
2,085.00		3,710.00					-1,625.00	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					09/21/2005	03/06/2009
2,085.00		3,619.00					-1,534.00	
		100. 3M COMPANY COM PROPERTY TYPE: SECURITIES					02/08/2006	03/06/2009
4,169.00		7,106.00					-2,937.00	
		150. 3M COMPANY COM PROPERTY TYPE: SECURITIES					12/15/2006	03/06/2009
6,254.00		11,805.00					-5,551.00	
		50. 3M COMPANY COM PROPERTY TYPE: SECURITIES					12/15/2006	03/06/2009
2,085.00		3,935.00					-1,850.00	
		100. 3M COMPANY COM PROPERTY TYPE: SECURITIES					02/09/2007	03/06/2009
4,169.00		7,470.00					-3,301.00	
		50. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					09/16/2003	08/21/2009
2,937.00		2,000.00					937.00	
		50. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					06/23/2004	08/21/2009
2,937.00		2,228.00					709.00	
		1400. VANGUARD INDEX FDS REIT ETF PROPERTY TYPE: SECURITIES					08/11/2008	08/21/2009
53,946.00		89,236.00					-35,290.00	
		100. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					02/09/2007	04/14/2009
3,084.00		3,734.00					-650.00	
		100. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES					03/18/2002	08/21/2009
2,787.00		2,495.00					292.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		300. NOBLE CORPORATION PROPERTY TYPE: SECURITIES					12/15/2006	04/14/2009
8,040.00		12,069.00					-4,029.00	
		300. NOBLE CORPORATION PROPERTY TYPE: SECURITIES					12/15/2006	08/21/2009
10,854.00		12,065.00					-1,211.00	
TOTAL GAIN(LOSS)							-347,398.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ISHARES MSCI EMERG MKTS-ETF	409.	409.	409.
ISHS TR S&P MIDCAP 400 - ETF	1,279.	1,279.	1,279.
ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	96.	96.	96.
FEDERATED PRIME CASH OBL (INCOME) FD #85	618.	618.	618.
FEDERATED PRIME OBLIGATIONS FD 396 GRP 5	753.	753.	753.
PNC FINL SVCS GROUP INC COM	10.	10.	10.
VANGUARD INDEX FDS REIT ETF	10,927.	10,927.	10,927.
TOTAL	14,092.	14,092.	14,092.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
AT&T INC COM	3,109.	3,109.	3,109.
ABBOTT LABS COM	1,524.	1,524.	1,524.
AIR PRODS & CHEMS INC COM	1,343.	1,343.	1,343.
APACHE CORP	390.	390.	390.
AVON PRODS INC COM	1,649.	1,649.	1,649.
BAKER HUGHES INC COM	893.	893.	893.
BANK OF AMERICA CORPORATION COM	35.	35.	35.
BAXTER INTL INC COM	936.	936.	936.
BELLSOUTH 5.20% DUE 12/15/2016	5,200.	5,200.	5,200.
CHEVRON CORPORATION NEW	1,797.	1,797.	1,797.
COCA COLA CO COM	1,763.	1,763.	1,763.
CONOCOPHILLIPS	1,528.	1,528.	1,528.
COSTCO WHSL CORP NEW COM	512.	512.	512.
WALT DISNEY COM DISNEY	613.	613.	613.
DUPONT (E.I.) DE NEMOURS 4.75% DUE 11/12	14,250.	14,250.	14,250.
EMERSON ELEC CO COM	1,938.	1,938.	1,938.
EXELON CORP COM	2,047.	2,047.	2,047.
EXXON MOBIL CORP COM	1,121.	1,121.	1,121.
FEDERAL HOME LN MTGE CORP 5.00% DUE 03/2	9,083.	9,083.	9,083.
FEDERAL HOME LN MTGE CORP 5.40% DUE 06/1	2,700.	2,700.	2,700.
FEDERAL HOME LN MTGE CORP 4.60% DUE 02/2	4,600.	4,600.	4,600.
FEDERAL HOME LN MTGE CORP 3.00% DUE 02/0	1,383.	1,383.	1,383.
FEDERAL FARM CREDIT BANKS 4.45% DUE 12/2	4,450.	4,450.	4,450.
FEDERAL FARM CREDIT BANKS 3.17% DUE 06/2	793.	793.	793.
FEDERAL FARM CREDIT BANKS 5.30% DUE 12/2	5,300.	5,300.	5,300.
FEDERAL HOME LN BANKS 5.80% DUE 06/12/20	2,900.	2,900.	2,900.
FEDERAL HOME LN BANKS 5.25% DUE 11/09/20	5,250.	5,250.	5,250.
FEDERAL HOME LN BANKS 5.125 DUE 06/04/20	2,562.	2,562.	2,562.
FEDERAL HOME LN BANKS 5.60% DUE 07/20/20	5,600.	5,600.	5,600.
FEDERAL HOME LN BANKS 4.00% DUE 02/11/20	4,000.	4,000.	4,000.
FEDERAL HOME LN BANKS 4.35% DUE 04/16/20	4,350.	4,350.	4,350.
FEDERAL HOME LN BANKS 4.75% DUE 05/14/20	2,705.	2,705.	2,705.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEDERAL HOME LN BANKS 5.00% DUE 08/24/20	4,986.	4,986.	4,986.
FEDERAL HOME LN BANKS 4.625 DUE 03/05/20	2,312.	2,312.	2,312.
FEDERAL HOME LN BANKS 3.00% DUE 03/04/20	1,500.	1,500.	1,500.
FEDERAL HOME LN BANKS 4.65% DUE 03/04/20	2,325.	2,325.	2,325.
FEDERAL HOME LN BANKS 1.375 DUE 05/16/20	668.	668.	668.
FEDERAL HOME LN BANKS 3.50% DUE 06/09/20	1,750.	1,750.	1,750.
FEDERAL HOME LN BANKS 4.10% DUE 06/11/20	2,050.	2,050.	2,050.
FEDERAL HOME LN BANKS 2.625 DUE 06/24/20	1,969.	1,969.	1,969.
FEDERAL NATIONAL MTGE ASSOC 4.125 DUE 04	12,375.	12,375.	12,375.
FEDERAL NATIONAL MTGE ASSOC 5.625 DUE 05	2,812.	2,812.	2,812.
GENERAL ELECTRIC CO COM	2,393.	2,393.	2,393.
GENERAL ELEC CAP CORP 6.00% DUE 06/15/20	12,000.	12,000.	12,000.
GOLDMAN SACHS GROUP INC COM	624.	624.	624.
GOLDMAN SACHS GROUP 5.35% DUE 01/15/2016	5,350.	5,350.	5,350.
HEWLETT PACKARD CO COM	412.	412.	412.
ILLINOIS TOOL WKS INC COM	1,659.	1,659.	1,659.
INTEL CORP COM	1,722.	1,722.	1,722.
INTERNATIONAL BUSINESS MACHS COM	1,020.	1,020.	1,020.
ISHARES MSCI EMERG MKTS-ETF	3,562.	3,562.	3,562.
ISHARES TR MSCI EAFE IDX ETF ADR	35,161.	35,161.	35,161.
ISHS TR S&P MIDCAP 400 - ETF	6,828.	6,828.	6,828.
ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	1,798.	1,798.	1,798.
J P MORGAN CHASE & CO	674.	674.	674.
JOHNSON & JOHNSON COM	1,691.	1,691.	1,691.
LOWES COS INC COM	810.	810.	810.
MCDONALDS CORP COM	1,745.	1,745.	1,745.
MEDTRONIC INC COM	1,127.	1,127.	1,127.
MERRILL LYNCH & CO INC 6.00% DUE 02/17/2	15,000.	15,000.	15,000.
METLIFE INC COM	1,036.	1,036.	1,036.
MICROSOFT CORP COM	1,216.	1,216.	1,216.
MICROCSOFT CORP 4.20% DUE 06/01/2019	2,158.	2,158.	2,158.
MICROCHIP TECHNOLOGY INC COM	3,121.	3,121.	3,121.
FEDERATED PRIME CASH OBL (INCOME) FD #85	6.	6.	6.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
FEDERATED PRIME OBLIGATIONS FD 396 GRP 5	9.	9.	9.
MORGAN STANLEY 4.25% DUE 05/15/2010	12,750.	12,750.	12,750.
NIKE INC CL B	225.	225.	225.
ORACLE CORP COM	378.	378.	378.
PNC FINL SVCS GROUP INC COM	995.	995.	995.
PEPSICO INC COM	1,575.	1,575.	1,575.
PFIZER INC COM	2,464.	2,464.	2,464.
PRECISION CASTPARTS CORP	84.	84.	84.
PROCTER & GAMBLE CO COM	1,554.	1,554.	1,554.
PROCTER & GAMBLE 3.50% DUE 02/15/2015	506.	506.	506.
SCHLUMBERGER LTD COM	798.	798.	798.
SCHWAB CHARLES CORP NEW COM	90.	90.	90.
SIGMA ALDRICH CORP COM	638.	638.	638.
SOUTHERN COMPANY	2,624.	2,624.	2,624.
STATE STREET CORP COM	10.	10.	10.
SYSCO CORP COM	1,932.	1,932.	1,932.
TEXAS INSTRS INC COM	1,182.	1,182.	1,182.
3M COMPANY COM	408.	408.	408.
UNITED TECHNOLOGIES CORP COM	1,424.	1,424.	1,424.
VANGUARD INDEX FDS REIT ETF	78.	78.	78.
VERIZON COMMUNICATIONS COM	2,762.	2,762.	2,762.
VERIZON VIRGINIA INC. 4.625 DUE 03/15/20	9,250.	9,250.	9,250.
WALMART STORES INC COM	911.	911.	911.
WELLS FARGO & CO NEW COM	1,127.	1,127.	1,127.
NOBLE CORP COM	82.	82.	82.
NOBLE CORPORATION	141.	141.	141.
TOTAL	274,181.	274,181.	274,181.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
VANGUARD INDEX FDS REIT ETF	3,616.	3,616.	3,616.
NOBLE CORPORATION	102.	102.	102.
TOTALS	3,718.	3,718.	3,718.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
STATE INCOME TAXES - PRINCIPAL	3,352.	3,352.	3,352.	3,352.
FEDERAL TAX PAYMENT - PRIOR YE	16,186.	16,186.	16,186.	16,186.
FEDERAL ESTIMATES - PRINCIPAL	3,856.	3,856.	3,856.	3,856.
FOREIGN TAXES ON QUALIFIED FOR	3,198.	3,198.	3,198.	3,198.
FOREIGN TAXES ON NONQUALIFIED	57.	57.	57.	57.
TOTALS	26,649.	26,649.	26,649.	26,649.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	1,000.	1,000.	1,000.	1,000.
TOTALS	1,000.	1,000.	1,000.	1,000.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

AL

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

OFFICER NAME:
TOMPKINS TRUST COMPANY, TRUSTEE
ADDRESS:
119 E SENECA ST 2ND FL
ITHACA, NY 14850
COMPENSATION .... 36,285.

TOTAL COMPENSATION: 36,285.

RECIPIENT NAME:
SAVE THE CHILDREN FEDERATION INC
ADDRESS:
54 WILTON ROAD
WESTPORT, CT 06880
AMOUNT OF GRANT PAID .... 8,676.

RECIPIENT NAME:
see attached
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
TAX EX 501(C)(3)

RECIPIENT NAME:
ENVIRONMENTAL DEFENSE FUND
ADDRESS:
ATTN: ANNE B DOYLE
NEW YORK, NY 10010
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
NATIONAL AUDUBON SOCIETY
ADDRESS:
MEMBERSHIP DATA CENTER
BOULDER, CO 80321-2506
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
FRESH AIR FUND
ADDRESS:
633 THIRD AVE 14TH FL
NEW YORK, NY 10017
AMOUNT OF GRANT PAID .... 20,243.

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

RECIPIENT NAME:
CARE PLANNED GIVING
ADDRESS:
ATTN: DENISE BERRY
ATLANTA, GA 30303
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
US FUND FOR UNICEF
ADDRESS:
OFFICE OF PLANNED GIVING US COMMITT
NEW YORK, NY 10016
AMOUNT OF GRANT PAID .... 2,892.

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
DIVISION HEADQUARTERS
SYRACUSE, NY 13206
AMOUNT OF GRANT PAID .... 34,703.

RECIPIENT NAME:
NEW YORK TIMES NEEDIEST CASES FUND
ADDRESS:
PO BOX 5193 GENERAL POST OFFICE
NEW YORK, NY 10087
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
ADIRONDACK COUNCIL
ADDRESS:
ATTN: ANNE TRACHTENBERG
ELIZABETHTOWN, NY 12932-0640
AMOUNT OF GRANT PAID .... 8,676.

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

RECIPIENT NAME:
FRANZISKA RACKER CENTER
ADDRESS:
ATTN: DAN BROWN
ITHACA, NY 14850-9568
AMOUNT OF GRANT PAID .... 8,676.

RECIPIENT NAME:
SPCA OF TOMPKINS COUNTY
ADDRESS:
ATTN: FINANCE DIRECTOR
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 1,446.

RECIPIENT NAME:
LEGACY FOUNDATION
ADDRESS:
TOMPKINS TRUST COMPANY
ITHACA, NY 14851-0460
AMOUNT OF GRANT PAID .... 28,919.

RECIPIENT NAME:
DAY CARE & FAMILY DEVELOPMENT COUNC
ADDRESS:
OF TOMPKINS COUNTY
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
CHALLENGE INDUSTRIES
ADDRESS:
ATTN: DIRECTOR OF FINANCE
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
LONGVIEW AN ITHACARE COMMUNITY
ADDRESS:
ATTN: MARK MACERA
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 2,892.

RECIPIENT NAME:
UNITY HOUSE
ADDRESS:
ATTN: MAXWELL H HAINES
AUBURN, NY 13021
AMOUNT OF GRANT PAID .... 2,892.

RECIPIENT NAME:
TOMPKINS COUNTY PUBLIC LIBRARY
ADDRESS:
ATTN: FINANCE DIRECTOR
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 1,446.

RECIPIENT NAME:
BEECHTREE CARE CENTER
ADDRESS:
ATTN: FINANCE DIRECTOR
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
HOSPICARE
ADDRESS:
172 E KING ROAD
ITHACA, NY 14850
AMOUNT OF GRANT PAID .... 2,892.

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

RECIPIENT NAME:
WILDERNESS SOCIETY
ADDRESS:
ATTN: CAROL FLANNERY
WASHINGTON, DC 20036
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
ADIRONDACK NATURE CONSERVANCY &
ADDRESS:
ADIRONDACK LAND TRUST
ARLINGTON, VA 22203-1606
AMOUNT OF GRANT PAID .... 107,001.

RECIPIENT NAME:
PROJECT HOPE
ADDRESS:
HEALTH SCIENCES EDUCATION CENTER
MILLWOOD, VA 22646-0250
AMOUNT OF GRANT PAID .... 5,784.

RECIPIENT NAME:
HABITAT FOR HUMANITY INC
ADDRESS:
121 HABITAT STREET
AMERICUS, GA 31709-3498
AMOUNT OF GRANT PAID .... 5,784.

TOTAL GRANTS PAID: 289,194.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR	16-6484804

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-9,900.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-9,900.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			467.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-337,965.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-337,498.

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

Part III Summary of Parts I and II **Caution:** *Read the instructions* **before** *completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			-9,900.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-337,498.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-347,398.

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

Part IV **Capital Loss Limitation**

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

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

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

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

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

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 100. AIR PRODS & CHEMS INC COM	05/15/2008	04/14/2009	5,808.00	10,182.00	-4,374.00
100. AMGEN INC COM	12/09/2008	08/21/2009	6,054.00	5,774.00	280.00
100. APPLE INC COM COM	03/06/2009	08/21/2009	16,890.00	8,416.00	8,474.00
100. BAKER HUGHES INC COM	06/12/2008	04/14/2009	3,035.00	8,641.00	-5,606.00
100. BANK OF AMERICA CORPORATION COM	03/24/2008	03/19/2009	720.00	4,278.00	-3,558.00
200. BANK OF AMERICA CORPORATION COM	05/15/2008	03/19/2009	1,440.00	7,286.00	-5,846.00
100. BANK OF AMERICA CORPORATION COM	06/12/2008	03/19/2009	720.00	2,945.00	-2,225.00
200. BANK OF AMERICA CORPORATION COM	06/12/2008	03/19/2009	1,440.00	5,890.00	-4,450.00
100. BANK OF AMERICA CORPORATION COM	06/12/2008	03/19/2009	720.00	2,945.00	-2,225.00
500. BANK OF AMERICA CORPORATION COM	12/09/2008	03/19/2009	3,600.00	8,845.00	-5,245.00
500. BANK OF AMERICA CORPORATION COM	01/08/2009	03/19/2009	3,600.00	6,760.00	-3,160.00
500. BANK OF AMERICA CORPORATION COM	01/08/2009	03/19/2009	3,600.00	6,760.00	-3,160.00
350. BURLINGTON NORTHN SANTA FE C COM	10/28/2009	11/03/2009	34,156.00	26,553.00	7,603.00
100. CONOCOPHILLIPS	01/08/2009	08/21/2009	4,417.00	5,371.00	-954.00
50. CONOCOPHILLIPS	02/17/2009	08/21/2009	2,208.00	2,174.00	34.00
200. CONOCOPHILLIPS	04/14/2009	08/21/2009	8,834.00	7,940.00	894.00
50. COSTCO WHSL CORP NEW COM	01/08/2009	08/21/2009	2,423.00	2,553.00	-130.00
50. COSTCO WHSL CORP NEW COM	01/08/2009	08/21/2009	2,423.00	2,553.00	-130.00
50. COSTCO WHSL CORP NEW COM	02/17/2009	08/21/2009	2,423.00	2,111.00	312.00
800. E M C CORP MASS COM	02/04/2008	01/08/2009	9,456.00	12,872.00	-3,416.00
400. E M C CORP MASS COM	03/24/2008	01/08/2009	4,728.00	5,920.00	-1,192.00
250. E M C CORP MASS COM	08/11/2008	01/08/2009	2,955.00	3,835.00	-880.00
100000. FEDERAL HOME LN BANKS 4.75% DUE 05/14/2015	08/14/2008	06/09/2009	100,000.00	99,250.00	750.00
50. ILLINOIS TOOL WKS INC COM	02/17/2009	10/28/2009	2,313.00	1,635.00	678.00

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 50. ILLINOIS TOOL WKS INC COM	04/14/2009	10/28/2009	2,313.00	1,579.00	734.00
50. ILLINOIS TOOL WKS INC COM	04/14/2009	10/28/2009	2,313.00	1,578.00	735.00
1200. ISHARES MSCI EMERG MKTS-ETF	12/09/2008	04/14/2009	33,191.00	28,955.00	4,236.00
500. ISHARES MSCI EMERG MKTS-ETF	12/09/2008	06/01/2009	17,356.00	12,064.00	5,292.00
200. ISHARES MSCI EMERG MKTS-ETF	12/09/2008	08/21/2009	7,254.00	4,826.00	2,428.00
100. MEDCO HEALTH SOLUTIONS INC	01/08/2009	06/19/2009	4,589.00	4,302.00	287.00
50. MEDCO HEALTH SOLUTIONS INC	02/17/2009	06/19/2009	2,294.00	2,269.00	25.00
50. PNC FINL SVCS GROUP INC COM	01/08/2009	10/09/2009	2,217.00	2,446.00	-229.00
100. PNC FINL SVCS GROUP INC COM	01/08/2009	10/09/2009	4,434.00	4,892.00	-458.00
50. PNC FINL SVCS GROUP INC COM	01/08/2009	10/09/2009	2,217.00	2,446.00	-229.00
50. PNC FINL SVCS GROUP INC COM	02/17/2009	10/09/2009	2,217.00	1,290.00	927.00
100. PNC FINL SVCS GROUP INC COM	04/14/2009	10/09/2009	4,434.00	3,847.00	587.00
100. PNC FINL SVCS GROUP INC COM	08/21/2009	10/09/2009	4,434.00	4,296.00	138.00
100. PFIZER INC COM	01/08/2009	11/18/2009	1,788.00	1,757.00	31.00
100. PFIZER INC COM	02/17/2009	11/18/2009	1,788.00	1,414.00	374.00
600. PFIZER INC COM	04/14/2009	11/18/2009	10,728.00	7,980.00	2,748.00
100. PRECISION CASTPARTS CORP	05/15/2008	01/08/2009	6,349.00	12,518.00	-6,169.00 *

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -9,900.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

JSA
9F1221 4 000

* INDICATES WASH SALE

BVT128 683J 05/19/2010 11:59:12 017999 60 -

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. AT&T INC COM	12/28/2004	04/14/2009	2,524.00	2,137.00	387.00
100. AT&T INC COM	12/28/2004	08/21/2009	2,600.00	2,137.00	463.00
36.75 AT&T INC COM	12/28/2004	08/21/2009	956.00	785.00	171.00
63.25 AT&T INC COM	07/22/2005	08/21/2009	1,645.00	1,279.00	366.00
100. AIR PRODS & CHEMS INC COM	05/15/2008	08/21/2009	7,662.00	10,182.00	-2,520.00
100. APACHE CORP	12/19/2005	08/21/2009	8,880.00	6,928.00	1,952.00
500. AVON PRODS INC COM	05/15/2008	08/21/2009	16,315.00	19,680.00	-3,365.00
100. BAKER HUGHES INC COM	06/12/2008	08/21/2009	3,877.00	8,641.00	-4,764.00
25. BANK OF AMERICA CORPORATION COM	09/10/2004	03/19/2009	180.00	1,241.00	-1,061.00
200. BANK OF AMERICA CORPORATION COM	09/10/2004	03/19/2009	1,440.00	9,926.00	-8,486.00
100. BANK OF AMERICA CORPORATION COM	09/10/2004	03/19/2009	720.00	4,963.00	-4,243.00
150. BANK OF AMERICA CORPORATION COM	09/10/2004	03/19/2009	1,080.00	7,444.00	-6,364.00
53. BANK OF AMERICA CORPORATION COM	09/10/2004	03/19/2009	382.00	2,630.00	-2,248.00
47. BANK OF AMERICA CORPORATION COM	12/28/2004	03/19/2009	338.00	2,630.00	-2,292.00
53. BANK OF AMERICA CORPORATION COM	12/28/2004	03/19/2009	382.00	2,966.00	-2,584.00
47. BANK OF AMERICA CORPORATION COM	07/22/2005	03/19/2009	338.00	2,408.00	-2,070.00
153. BANK OF AMERICA CORPORATION COM	07/22/2005	03/19/2009	1,102.00	7,838.00	-6,736.00
25. BANK OF AMERICA CORPORATION COM	09/21/2005	03/19/2009	180.00	1,236.00	-1,056.00
100. BANK OF AMERICA CORPORATION COM	02/09/2007	03/19/2009	720.00	5,286.00	-4,566.00
100. BANK OF AMERICA CORPORATION COM	03/27/2007	03/19/2009	720.00	5,162.00	-4,442.00
150. BANK OF AMERICA CORPORATION COM	06/22/2007	03/19/2009	1,080.00	7,445.00	-6,365.00
100. BANK OF AMERICA CORPORATION COM	02/04/2008	03/19/2009	720.00	4,410.00	-3,690.00
100. CISCO SYS INC COM	12/17/2004	04/14/2009	1,777.00	1,949.00	-172.00
200. CISCO SYS INC COM	12/28/2004	04/14/2009	3,554.00	3,868.00	-314.00
100. CISCO SYS INC COM	12/28/2004	08/21/2009	2,212.00	1,934.00	278.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. CISCO SYS INC COM	07/22/2005	08/21/2009	2,212.00	1,938.00	274.00
100. CISCO SYS INC COM	09/21/2005	08/21/2009	2,212.00	1,793.00	419.00
100. COCA COLA CO COM	09/10/2004	04/14/2009	4,380.00	4,304.00	76.00
50. CONOCOPHILLIPS	12/12/2007	08/21/2009	2,208.00	4,188.00	-1,980.00
200. CONOCOPHILLIPS	12/12/2007	08/21/2009	8,834.00	16,754.00	-7,920.00
100. CONOCOPHILLIPS	12/12/2007	08/21/2009	4,417.00	8,377.00	-3,960.00
100. CONOCOPHILLIPS	12/12/2007	08/21/2009	4,417.00	8,377.00	-3,960.00
100. CONOCOPHILLIPS	12/12/2007	08/21/2009	4,417.00	8,377.00	-3,960.00
50. CONOCOPHILLIPS	12/12/2007	08/21/2009	2,208.00	4,188.00	-1,980.00
100. CONOCOPHILLIPS	03/24/2008	08/21/2009	4,417.00	7,601.00	-3,184.00
100. CONOCOPHILLIPS	08/11/2008	08/21/2009	4,417.00	7,940.00	-3,523.00
100. COSTCO WHSL CORP NEW COM	12/28/2004	08/21/2009	4,846.00	4,802.00	44.00
50. COSTCO WHSL CORP NEW COM	07/22/2005	08/21/2009	2,423.00	2,288.00	135.00
100. COSTCO WHSL CORP NEW COM	07/22/2005	08/21/2009	4,846.00	4,576.00	270.00
50. COSTCO WHSL CORP NEW COM	07/22/2005	08/21/2009	2,423.00	2,288.00	135.00
150. COSTCO WHSL CORP NEW COM	09/21/2005	08/21/2009	7,270.00	6,208.00	1,062.00
50. COSTCO WHSL CORP NEW COM	09/21/2005	08/21/2009	2,423.00	2,069.00	354.00
100. COSTCO WHSL CORP NEW COM	12/15/2006	08/21/2009	4,846.00	5,387.00	-541.00
50. COSTCO WHSL CORP NEW COM	06/22/2007	08/21/2009	2,423.00	2,871.00	-448.00
50. COSTCO WHSL CORP NEW COM	02/04/2008	08/21/2009	2,423.00	3,348.00	-925.00
50. COSTCO WHSL CORP NEW COM	02/04/2008	08/21/2009	2,423.00	3,348.00	-925.00
50. COSTCO WHSL CORP NEW COM	06/12/2008	08/21/2009	2,423.00	3,395.00	-972.00
50. COSTCO WHSL CORP NEW COM	06/12/2008	08/21/2009	2,423.00	3,395.00	-972.00
500. WALT DISNEY COM DISNEY	09/14/2007	06/01/2009	12,491.00	16,831.00	-4,340.00
800. E M C CORP MASS COM	10/30/2007	01/08/2009	9,456.00	20,097.00	-10,641.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 250. E M C CORP MASS COM	10/30/2007	01/08/2009	2,955.00	6,280.00	-3,325.00
400. E M C CORP MASS COM	10/30/2007	01/08/2009	4,728.00	10,048.00	-5,320.00
350. E M C CORP MASS COM	10/30/2007	01/08/2009	4,137.00	8,792.00	-4,655.00
450. E M C CORP MASS COM	12/12/2007	01/08/2009	5,319.00	9,054.00	-3,735.00
350. E M C CORP MASS COM	12/12/2007	01/08/2009	4,137.00	7,042.00	-2,905.00
300000. FEDERAL HOME LN MTGE CORP 5.00% DUE 03/27/2	03/25/2003	05/05/2009	300,000.00	297,000.00	3,000.00
100000. FEDERAL HOME LN MTGE CORP 5.40% DUE 06/15/2	07/05/2007	06/15/2009	100,000.00	100,000.00	
100000. FEDERAL FARM CREDIT BANKS 4.45% DUE 12/2	12/12/2008	12/22/2009	100,000.00	100,000.00	
100000. FEDERAL FARM CREDIT BANKS 5.30% DUE 12/2	03/31/2008	12/21/2009	100,000.00	102,000.00	-2,000.00
100000. FEDERAL HOME LN BANKS 5.80% DUE 06/12/2013	07/03/2007	06/12/2009	100,000.00	100,116.00	-116.00
100000. FEDERAL HOME LN BANKS 5.25% DUE 11/09/2011	09/17/2007	11/09/2009	100,000.00	100,500.00	-500.00
100000. FEDERAL HOME LN BANKS 5.125 DUE 06/04/2009	07/05/2007	06/04/2009	100,000.00	99,914.00	86.00
100000. FEDERAL HOME LN BANKS 5.60% DUE 07/20/2012	06/28/2007	07/20/2009	100,000.00	100,000.00	
100000. FEDERAL NATIONAL MTGE ASSOC 5.625 DUE 05/19/	07/03/2007	05/19/2009	100,000.00	100,435.00	-435.00
100. GENERAL ELECTRIC CO COM	08/06/2002	08/21/2009	1,414.00	3,055.00	-1,641.00
100. GOLDMAN SACHS GROUP INC COM	02/08/2006	04/14/2009	11,884.00	13,951.00	-2,067.00
50. GOLDMAN SACHS GROUP INC COM	06/22/2007	04/14/2009	5,942.00	11,273.00	-5,331.00
50. GOLDMAN SACHS GROUP INC COM	09/14/2007	04/14/2009	5,942.00	9,519.00	-3,577.00
200. HEWLETT PACKARD CO COM	09/10/2004	08/21/2009	8,936.00	3,686.00	5,250.00
100. ILLINOIS TOOL WKS INC COM	05/30/2006	08/21/2009	4,222.00	4,960.00	-738.00
100. ILLINOIS TOOL WKS INC COM	05/30/2006	08/21/2009	4,222.00	4,960.00	-738.00
100. ILLINOIS TOOL WKS INC COM	05/30/2006	10/28/2009	4,625.00	4,960.00	-335.00
200. ILLINOIS TOOL WKS INC COM	05/30/2006	10/28/2009	9,250.00	9,920.00	-670.00
200. ILLINOIS TOOL WKS INC COM	05/30/2006	10/28/2009	9,250.00	9,920.00	-670.00
100. ILLINOIS TOOL WKS INC COM	12/15/2006	10/28/2009	4,625.00	4,656.00	-31.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number
,GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR	16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. ILLINOIS TOOL WKS INC COM	12/15/2006	10/28/2009	4,625.00	4,656.00	-31.00
100. ILLINOIS TOOL WKS INC COM	02/04/2008	10/28/2009	4,625.00	5,107.00	-482.00
100. ILLINOIS TOOL WKS INC COM	03/24/2008	10/28/2009	4,625.00	4,922.00	-297.00
200. ILLINOIS TOOL WKS INC COM	06/12/2008	10/28/2009	9,250.00	9,936.00	-686.00
200. INTEL CORP COM	02/08/2006	04/14/2009	3,164.00	4,138.00	-974.00
200. INTEL CORP COM	02/08/2006	04/14/2009	3,164.00	4,138.00	-974.00
100. INTEL CORP COM	05/30/2006	04/14/2009	1,582.00	1,797.00	-215.00
500. INTEL CORP COM	05/30/2006	08/21/2009	9,405.00	8,985.00	420.00
200. INTEL CORP COM	05/30/2006	08/21/2009	3,762.00	3,594.00	168.00
50. INTERNATIONAL BUSINESS MACHS COM	09/10/2004	08/21/2009	5,993.00	4,339.00	1,654.00
50. INTERNATIONAL BUSINESS MACHS COM	12/28/2004	08/21/2009	5,993.00	4,924.00	1,069.00
1300. ISHARES TR MSCI EAFE IDX ETF ADR	06/13/2006	01/08/2009	57,928.00	78,125.00	-20,197.00
1500. ISHARES TR MSCI EAFE IDX ETF ADR	06/13/2006	06/01/2009	73,065.00	90,144.00	-17,079.00
900. ISHARES TR MSCI EAFE IDX ETF ADR	06/13/2006	08/21/2009	47,114.00	54,086.00	-6,972.00
100. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	04/14/2009	5,213.00	7,237.00	-2,024.00
300. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	04/14/2009	15,639.00	21,711.00	-6,072.00
100. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	04/14/2009	5,213.00	7,237.00	-2,024.00
200. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	08/21/2009	13,172.00	14,474.00	-1,302.00
150. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	08/21/2009	9,879.00	10,856.00	-977.00
300. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	08/21/2009	19,758.00	21,711.00	-1,953.00
350. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	08/21/2009	23,052.00	25,330.00	-2,278.00
100. ISHS TR S&P MIDCAP 400 - ETF	06/13/2006	08/21/2009	6,586.00	7,237.00	-651.00
100. ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	06/13/2006	04/14/2009	4,892.00	6,905.00	-2,013.00
100. ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	06/13/2006	04/14/2009	4,892.00	6,905.00	-2,013.00
100. ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	06/13/2006	08/21/2009	6,258.00	6,905.00	-647.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: .GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 200. ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	06/13/2006	08/21/2009	12,516.00	13,811.00	-1,295.00
100. ISHARES RUSSELL 2000 GRWTH INDX FD - ETF	06/13/2006	08/21/2009	6,258.00	6,905.00	-647.00
500. ISHARES S & P GLOBAL COMMM INDEX ETF	05/15/2008	06/01/2009	15,285.00	33,521.00	-18,236.00
100. J P MORGAN CHASE & CO	12/28/2004	04/14/2009	3,177.00	3,925.00	-748.00
50. J P MORGAN CHASE & CO	12/28/2004	04/14/2009	1,588.00	1,963.00	-375.00
150. J P MORGAN CHASE & CO	07/22/2005	04/14/2009	4,765.00	5,322.00	-557.00
50. J P MORGAN CHASE & CO	07/22/2005	04/14/2009	1,588.00	1,774.00	-186.00
50. J P MORGAN CHASE & CO	07/22/2005	04/14/2009	1,588.00	1,774.00	-186.00
50. J P MORGAN CHASE & CO	07/22/2005	08/21/2009	2,180.00	1,774.00	406.00
50. J P MORGAN CHASE & CO	09/21/2005	08/21/2009	2,180.00	1,709.00	471.00
100. JOHNSON & JOHNSON COM	12/19/2005	08/21/2009	6,104.00	6,121.00	-17.00
100. MEDCO HEALTH SOLUTIONS INC	10/30/2007	04/14/2009	4,279.00	4,705.00	-426.00
100. MEDCO HEALTH SOLUTIONS INC	10/30/2007	06/19/2009	4,589.00	4,705.00	-116.00
100. MEDCO HEALTH SOLUTIONS INC	10/30/2007	06/19/2009	4,589.00	4,705.00	-116.00
50. MEDCO HEALTH SOLUTIONS INC	10/30/2007	06/19/2009	2,294.00	2,353.00	-59.00
100. MEDCO HEALTH SOLUTIONS INC	10/30/2007	06/19/2009	4,589.00	4,705.00	-116.00
400. MEDCO HEALTH SOLUTIONS INC	10/30/2007	06/19/2009	18,355.00	18,821.00	-466.00
100. MEDCO HEALTH SOLUTIONS INC	02/04/2008	06/19/2009	4,589.00	5,040.00	-451.00
100. MEDCO HEALTH SOLUTIONS INC	03/24/2008	06/19/2009	4,589.00	4,225.00	364.00
100. MEDTRONIC INC COM	01/09/2004	04/14/2009	3,162.00	4,838.00	-1,676.00
50. MEDTRONIC INC COM	01/09/2004	08/21/2009	1,892.00	2,419.00	-527.00
50. MEDTRONIC INC COM	12/17/2004	08/21/2009	1,892.00	2,443.00	-551.00
500000. MERRILL LYNCH & CO INC 6.00% DUE 02/17/2009	04/03/2001	02/17/2009	500,000.00	494,375.00	5,625.00
100. METLIFE INC COM	03/09/2006	08/21/2009	3,902.00	4,949.00	-1,047.00
100. METLIFE INC COM	03/09/2006	08/21/2009	3,902.00	4,949.00	-1,047.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 200. MICROSOFT CORP COM	12/28/2004	04/14/2009	3,788.00	5,404.00	-1,616.00
200. MICROSOFT CORP COM	07/22/2005	08/21/2009	4,866.00	5,152.00	-286.00
50. MICROCHIP TECHNOLOGY INC COM	02/09/2007	04/14/2009	1,098.00	1,774.00	-676.00
450. MICROCHIP TECHNOLOGY INC COM	02/09/2007	04/14/2009	9,882.00	15,969.00	-6,087.00
100. MICROCHIP TECHNOLOGY INC COM	02/09/2007	04/14/2009	2,196.00	3,549.00	-1,353.00
100. MICROCHIP TECHNOLOGY INC COM	02/09/2007	08/21/2009	2,668.00	3,549.00	-881.00
450. MICROCHIP TECHNOLOGY INC COM	02/09/2007	08/21/2009	12,006.00	15,969.00	-3,963.00
50. MICROCHIP TECHNOLOGY INC COM	02/09/2007	08/21/2009	1,334.00	1,774.00	-440.00
100. ORACLE CORP COM	06/22/2007	04/14/2009	1,856.00	1,959.00	-103.00
200. ORACLE CORP COM	06/22/2007	04/14/2009	3,712.00	3,918.00	-206.00
100. ORACLE CORP COM	06/22/2007	08/21/2009	2,201.00	1,959.00	242.00
100. PNC FINL SVCS GROUP INC COM	09/22/2005	10/09/2009	4,434.00	5,720.00	-1,286.00
100. PNC FINL SVCS GROUP INC COM	09/22/2005	10/09/2009	4,434.00	5,720.00	-1,286.00
100. PNC FINL SVCS GROUP INC COM	09/22/2005	10/09/2009	4,434.00	5,720.00	-1,286.00
100. PNC FINL SVCS GROUP INC COM	02/09/2007	10/09/2009	4,434.00	7,457.00	-3,023.00
100. PNC FINL SVCS GROUP INC COM	06/22/2007	10/09/2009	4,434.00	7,254.00	-2,820.00
100. PNC FINL SVCS GROUP INC COM	09/14/2007	10/09/2009	4,434.00	6,916.00	-2,482.00
100. PNC FINL SVCS GROUP INC COM	02/04/2008	10/09/2009	4,434.00	6,449.00	-2,015.00
100. PNC FINL SVCS GROUP INC COM	06/12/2008	10/09/2009	4,434.00	5,967.00	-1,533.00
200. PFIZER INC COM	12/19/2005	08/21/2009	3,318.00	4,876.00	-1,558.00
300. PFIZER INC COM	12/19/2005	11/18/2009	5,364.00	7,314.00	-1,950.00
100. PFIZER INC COM	12/19/2005	11/18/2009	1,788.00	2,438.00	-650.00
100. PFIZER INC COM	12/19/2005	11/18/2009	1,788.00	2,438.00	-650.00
300. PFIZER INC COM	05/30/2006	11/18/2009	5,364.00	7,131.00	-1,767.00
100. PFIZER INC COM	03/27/2007	11/18/2009	1,788.00	2,562.00	-774.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 100. PFIZER INC COM	06/22/2007	11/18/2009	1,788.00	2,574.00	-786.00
100. PFIZER INC COM	06/22/2007	11/18/2009	1,788.00	2,574.00	-786.00
300. PFIZER INC COM	09/14/2007	11/18/2009	5,364.00	7,287.00	-1,923.00
100. PFIZER INC COM	02/04/2008	11/18/2009	1,788.00	2,369.00	-581.00
300. PFIZER INC COM	03/24/2008	11/18/2009	5,364.00	6,192.00	-828.00
100. PFIZER INC COM	03/24/2008	11/18/2009	1,788.00	2,064.00	-276.00
500. PFIZER INC COM	06/12/2008	11/18/2009	8,940.00	8,865.00	75.00
100. PRECISION CASTPARTS CORP	05/15/2008	08/21/2009	8,669.00	12,518.00	-3,849.00
50. SCHLUMBERGER LTD COM	08/06/2002	04/14/2009	2,185.00	958.00	1,227.00
50. SCHLUMBERGER LTD COM	08/06/2002	04/14/2009	2,185.00	958.00	1,227.00
50. SCHLUMBERGER LTD COM	08/06/2002	08/21/2009	2,828.00	958.00	1,870.00
50. SCHLUMBERGER LTD COM	08/06/2002	08/21/2009	2,828.00	958.00	1,870.00
100. SIGMA ALDRICH CORP COM	09/21/2005	04/14/2009	3,990.00	3,010.00	980.00
100. SIGMA ALDRICH CORP COM	09/21/2005	04/14/2009	3,990.00	3,010.00	980.00
100. SIGMA ALDRICH CORP COM	09/21/2005	08/21/2009	5,207.00	3,010.00	2,197.00
100. SYSCO CORP COM	03/27/2007	04/14/2009	2,301.00	3,323.00	-1,022.00
100. TEXAS INSTRS INC COM	09/10/2004	04/14/2009	1,712.00	2,198.00	-486.00
200. TEXAS INSTRS INC COM	09/10/2004	04/14/2009	3,424.00	4,396.00	-972.00
100. TEXAS INSTRS INC COM	09/10/2004	04/14/2009	1,712.00	2,198.00	-486.00
200. TEXAS INSTRS INC COM	09/10/2004	08/21/2009	4,894.00	4,396.00	498.00
100. TEXAS INSTRS INC COM	12/28/2004	08/21/2009	2,447.00	2,394.00	53.00
100. TEXAS INSTRS INC COM	12/28/2004	08/21/2009	2,447.00	2,394.00	53.00
100. TEXAS INSTRS INC COM	12/28/2004	08/21/2009	2,447.00	2,394.00	53.00
100. TEXAS INSTRS INC COM	12/19/2005	08/21/2009	2,447.00	3,213.00	-766.00
150. 3M COMPANY COM	12/17/2004	03/06/2009	6,254.00	12,126.00	-5,872.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GEORGE V SMITH AND JEAN A SMITH CHARITABLE TR

Employer identification number: 16-6484804

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50. 3M COMPANY COM	12/28/2004	03/06/2009	2,085.00	4,153.00	-2,068.00
50. 3M COMPANY COM	12/28/2004	03/06/2009	2,085.00	4,153.00	-2,068.00
50. 3M COMPANY COM	07/22/2005	03/06/2009	2,085.00	3,710.00	-1,625.00
50. 3M COMPANY COM	07/22/2005	03/06/2009	2,085.00	3,710.00	-1,625.00
50. 3M COMPANY COM	09/21/2005	03/06/2009	2,085.00	3,619.00	-1,534.00
100. 3M COMPANY COM	02/08/2006	03/06/2009	4,169.00	7,106.00	-2,937.00
150. 3M COMPANY COM	12/15/2006	03/06/2009	6,254.00	11,805.00	-5,551.00
50. 3M COMPANY COM	12/15/2006	03/06/2009	2,085.00	3,935.00	-1,850.00
100. 3M COMPANY COM	02/09/2007	03/06/2009	4,169.00	7,470.00	-3,301.00
50. UNITED TECHNOLOGIES CORP COM	09/16/2003	08/21/2009	2,937.00	2,000.00	937.00
50. UNITED TECHNOLOGIES CORP COM	06/23/2004	08/21/2009	2,937.00	2,228.00	709.00
1400. VANGUARD INDEX FDS REIT ETF	08/11/2008	08/21/2009	53,946.00	89,236.00	-35,290.00
100. VERIZON COMMUNICATION S COM	02/09/2007	04/14/2009	3,084.00	3,734.00	-650.00
100. WELLS FARGO & CO NEW COM	03/18/2002	08/21/2009	2,787.00	2,495.00	292.00
300. NOBLE CORPORATION	12/15/2006	04/14/2009	8,040.00	12,069.00	-4,029.00
300. NOBLE CORPORATION	12/15/2006	08/21/2009	10,854.00	12,065.00	-1,211.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -337,965.00

FEDERAL CAPITAL GAIN DIVIDENDS
==============================

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
	467.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		467.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		467.00

STATEMENT 1