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

2009

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

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

6 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 MAHOGANY FOUNDATION		A Employer identification number 20-0126179
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number 231-929-1054
	City or town, state, and ZIP code TRAVERSE CITY, MI 49684		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) \$ 1,446,618. (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 ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	15,583.	15,583.		STATEMENT 1
4	Dividends and interest from securities	8,680.	8,680.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<149,746.>			
b	Gross sales price for all assets on line 6a	383,934.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	<125,483.>	24,263.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	1,625.	813.		812.
c	Other professional fees				
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	7,984.	3,991.		3,991.
24	Total operating and administrative expenses. Add lines 13 through 23	9,609.	4,804.		4,803.
25	Contributions, gifts, grants paid	74,780.			74,780.
26	Total expenses and disbursements. Add lines 24 and 25	84,389.	4,804.		79,583.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<209,872.>			
b	Net investment income (if negative, enter -0-)		19,459.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	20,747.	161,144.	161,144.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 659.		659.	659.
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	1,737,700.	1,386,772.	1,284,815.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment; basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,758,447.	1,548,575.	1,446,618.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,758,447.	1,548,575.		
30 Total net assets or fund balances	1,758,447.	1,548,575.		
31 Total liabilities and net assets/fund balances	1,758,447.	1,548,575.		

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	1,758,447.
2 Enter amount from Part I, line 27a	2	<209,872.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,548,575.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,548,575.

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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			
b SEE ATTACHED STATEMENTS			
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 383,934.		533,680.	<149,746.>

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			<149,746.>

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	<149,746.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	89,941.	1,616,932.	.055624
2007	89,062.	1,907,593.	.046688
2006	89,172.	1,793,394.	.049722
2005	7,181.	1,945,535.	.003691
2004	74,696.	1,546,833.	.048290

2 Total of line 1, column (d)	2 .204015
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 .040803
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4 1,295,399.
5 Multiply line 4 by line 3	5 52,856.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 195.
7 Add lines 5 and 6	7 53,051.
8 Enter qualifying distributions from Part XII, line 4 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.	8 79,583.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	195.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	195.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	195.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	1,647.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6d	
b Exempt foreign organizations - tax withheld at source		7	1,647.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	1,452.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 1,452. Refunded ☐			

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ► N/A	13	X	
14	The books are in care of ► AMG NATIONAL TRUST BANK Telephone no. ► 303-694-2190 Located at ► 6501 EAST BELLEVIEW AVENUE, SUITE 400, ENGLEWOOD, ZIP+4 ► 80111			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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 instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DANIEL P. FALCONER 3757 WOODSIDE DRIVE TRAVERSE CITY, MI 49684	PRESIDENT/TREASURER 1.00	0.	0.	0.
MERIDITH I. FALCONER 3757 WOODSIDE DRIVE TRAVERSE CITY, MI 49684	VICE PRES/SECRETARY 1.00	0.	0.	0.

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

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

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

▶ 0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	1,233,307.
b Average of monthly cash balances	1b	81,819.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,315,126.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,315,126.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,727.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,295,399.
6 Minimum investment return Enter 5% of line 5	6	64,770.

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

1 Minimum investment return from Part X, line 6	1	64,770.
2a Tax on investment income for 2009 from Part VI, line 5	2a	195.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	195.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	64,575.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	64,575.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	64,575.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	79,583.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	79,583.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	195.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,388.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				64,575.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			74,512.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 79,583.				
a Applied to 2008, but not more than line 2a			74,512.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				5,071.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				59,504.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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
<i>a Paid during the year</i>				
GRAND TRAVERSE CONSERVATION DISTRICT 1450 CASS RD TRAVERSE CITY, MI 49684	NONE	EXEMPT	ENVIRONMENTAL	30,780.
GRAND TRAVERSE REGIONAL LAND CONSERVANCY 3860 N LONG LAKE RD TRAVERSE CITY, MI 49686	NONE	EXEMPT	ENVIRONMENTAL	20,000.
STATE THEATRE 233 SOUTH STATE STREET ANN ARBOR, MI 48104	NONE	EXEMPT	CULTURAL	10,000.
INTERLOCHEN CENTER FOR THE ARTS 4000 S M-137 INTERLOCHEN, MI 49643	NONE	EXEMPT	CULTURAL	4,000.
GRAND TRAVERSE REGIONAL COMMUNITY FOUNDATION 250 E FRONT ST STE 310 TRAVERSE CITY, MI 49684	NONE	EXEMPT	ENVIRONMENTAL	10,000.
Total			3a	74,780.
<i>b Approved for future payment</i>				
NONE				
Total			3b	0.

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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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. | | |

[illegible]

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

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

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.

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.			
Sign Here	Signature of officer or trustee <i>[Signature]</i>		Date <i>5.12.10</i>
	Title PRESIDENT/TREASURER		
Paid Preparer's Use Only	Preparer's signature <i>Patricia A. Onofrio, CPA</i>	Date <i>5/4/10</i>	Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code A M G NATIONAL TRUST BANK 6501 EAST BELLEVIEW AVENUE, STE 400 ENGLEWOOD, CO 80111-6020	EIN 15-0000000	Preparer's identifying number 303-694-2190

Form **990-PF** (2009)

MAHOGANY FOUNDATION

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	13.384 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	06/02/20	05/05/09
b	15.946 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	07/01/08	05/05/09
c	14.869 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	08/01/08	05/05/09
d	20.847 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	09/02/08	05/05/09
e	18.159 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	10/01/08	05/05/09
f	19.908 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	11/03/08	05/05/09
g	18.354 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	12/01/08	05/05/09
h	15.52 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	01/02/09	05/05/09
i	9.902 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	02/03/09	05/05/09
j	7.68 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	06/30/08	05/05/09
k	7.968 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	10/02/08	05/05/09
l	17.677 SHARES OF COHEN & STEERS REALTY SHARES#126	P	12/23/08	05/05/09
m	16.759 SHARES OF COHEN & STEERS REALTY SHARES#126	P	03/31/09	05/05/09
n	104.164 SHARES OF LONGLEAF PARTNERS FUND #133	P	11/07/08	11/03/09
o	5.03 SHARES OF LONGLEAF PARTNERS FUND #133	P	12/31/08	11/03/09

(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	111.	140.	<29.>
b	132.	166.	<34.>
c	123.	154.	<31.>
d	172.	209.	<37.>
e	150.	170.	<20.>
f	164.	176.	<12.>
g	152.	162.	<10.>
h	128.	133.	<5.>
i	82.	83.	<1.>
j	255.	433.	<178.>
k	264.	465.	<201.>
l	587.	641.	<54.>
m	556.	423.	133.
n	2,313.	1,668.	645.
o	112.	77.	35.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<29.>
b			<34.>
c			<31.>
d			<37.>
e			<20.>
f			<12.>
g			<10.>
h			<5.>
i			<1.>
j			<178.>
k			<201.>
l			<54.>
m			133.
n			645.
o			35.

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 }

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

2

3

MAHOGANY FOUNDATION

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 8.202 SHARES OF THIRD AVENUE VALUE FUND #440		P	12/24/08	11/03/09
b .044 SHARES OF THIRD AVENUE VALUE FUND #440		P	12/24/08	11/03/09
c 43000 UNITS OF FIRST UNION CORP 6.375% 01/15/2009		P	11/03/05	01/15/09
d 50000 UNITS OF CHEVRONTXACO CORP 5.5% 01/15/2009		P	11/07/05	01/15/09
e 15.309 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	03/01/04	05/05/09
f .17 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	04/14/04	05/05/09
g 26.962 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	05/03/04	05/05/09
h 29.831 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	06/01/04	05/05/09
i 33.258 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	07/01/04	05/05/09
j 37.493 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	08/02/04	05/05/09
k 38.952 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	09/01/04	05/05/09
l 32.618 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	10/01/04	05/05/09
m 1093.887 SHARES OF PIMCO GLOBAL BOND FUND INST #1		P	12/14/04	05/05/09
n 215.764 SHARES OF PIMCO GLOBAL BOND FUND INST #10		P	12/14/04	05/05/09
o 34.201 SHARES OF PIMCO GLOBAL BOND FUND INST #102		P	02/01/05	05/05/09

(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 367.		258.	109.
b 2.		1.	1.
c 43,000.		44,681.	<1,681.>
d 50,000.		51,015.	<1,015.>
e 126.		158.	<32.>
f 1.		2.	<1.>
g 223.		271.	<48.>
h 246.		302.	<56.>
i 275.		338.	<63.>
j 310.		378.	<68.>
k 322.		400.	<78.>
l 269.		339.	<70.>
m 9,037.		11,300.	<2,263.>
n 1,783.		2,229.	<446.>
o 283.		352.	<69.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			109.
b			1.
c			<1,681.>
d			<1,015.>
e			<32.>
f			<1.>
g			<48.>
h			<56.>
i			<63.>
j			<68.>
k			<78.>
l			<70.>
m			<2,263.>
n			<446.>
o			<69.>

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

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

3

MAHOGANY FOUNDATION

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	28.065 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	03/01/05	05/05/09
b	23.12 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	04/01/05	05/05/09
c	21.265 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	05/02/05	05/05/09
d	.15 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	05/11/05	05/05/09
e	24.174 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	06/01/05	05/05/09
f	23.542 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	06/30/05	05/05/09
g	25.875 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	07/29/05	05/05/09
h	8.904 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	08/31/05	05/05/09
i	2380.324 SHARES OF PIMCO GLOBAL BOND FUND INST #1	P	09/22/05	05/05/09
j	22.359 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	09/30/05	05/05/09
k	7.759 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	10/31/05	05/05/09
l	12.615 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	11/30/05	05/05/09
m	10.562 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	12/30/05	05/05/09
n	9.603 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	01/31/06	05/05/09
o	8.444 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	02/28/06	05/05/09

(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 232.		289.	<57.>
b 191.		235.	<44.>
c 176.		219.	<43.>
d 1.		2.	<1.>
e 200.		243.	<43.>
f 194.		234.	<40.>
g 214.		255.	<41.>
h 74.		89.	<15.>
i 19,665.		24,925.	<5,260.>
j 185.		219.	<34.>
k 64.		74.	<10.>
l 104.		119.	<15.>
m 87.		101.	<14.>
n 79.		93.	<14.>
o 70.		81.	<11.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<57.>
b			<44.>
c			<43.>
d			<1.>
e			<43.>
f			<40.>
g			<41.>
h			<15.>
i			<5,260.>
j			<34.>
k			<10.>
l			<15.>
m			<14.>
n			<14.>
o			<11.>

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

MAHOGANY FOUNDATION

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	10.889 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	03/31/06	05/05/09
b	9.415 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	04/28/06	05/05/09
c	123.546 SHARES OF PIMCO GLOBAL BOND FUND INST #10	P	05/31/06	05/05/09
d	10.486 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	05/01/07	05/05/09
e	10.858 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	05/31/07	05/05/09
f	12.88 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	07/02/07	05/05/09
g	11.768 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	08/01/07	05/05/09
h	14.25 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	09/04/07	05/05/09
i	11.772 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	10/01/07	05/05/09
j	15.127 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	11/01/07	05/05/09
k	15.271 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	12/03/07	05/05/09
l	77.543 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	12/12/07	05/05/09
m	12.46 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	01/02/08	05/05/09
n	13.494 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	02/01/08	05/05/09
o	14.658 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	03/03/08	05/05/09

(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	90.	103.	<13.>
b	78.	92.	<14.>
c	1,021.	1,205.	<184.>
d	87.	103.	<16.>
e	90.	104.	<14.>
f	106.	122.	<16.>
g	97.	115.	<18.>
h	118.	139.	<21.>
i	97.	119.	<22.>
j	125.	154.	<29.>
k	126.	158.	<32.>
l	641.	784.	<143.>
m	103.	127.	<24.>
n	111.	144.	<33.>
o	121.	159.	<38.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<13.>
b			<14.>
c			<184.>
d			<16.>
e			<14.>
f			<16.>
g			<18.>
h			<21.>
i			<22.>
j			<29.>
k			<32.>
l			<143.>
m			<24.>
n			<33.>
o			<38.>

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

MAHOGANY FOUNDATION

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	15.562 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	04/01/08	05/05/09
b	11.674 SHARES OF PIMCO GLOBAL BOND FUND INST #102	P	05/01/08	05/05/09
c	3175.456 SHARES OF CAUSEWAY INTERNATL VALUE FUND	P	09/26/05	05/05/09
d	1745.64 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	10/21/05	05/05/09
e	77.837 SHARES OF CAUSEWAY INTERNATL VALUE FUND IN	P	12/15/05	05/05/09
f	147.501 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	12/15/05	05/05/09
g	152.063 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	12/15/05	05/05/09
h	389.166 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	12/28/06	05/05/09
i	203.185 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	12/21/07	05/05/09
j	295.713 SHARES OF CAUSEWAY INTERNATL VALUE FUND I	P	12/21/07	05/05/09
k	1497.055 SHARES OF CAUSEWAY INTERNATL VALUE FUND	P	12/21/07	05/05/09
l	641.197 SHARES OF COHEN & STEERS REALTY SHARES#12	P	09/26/05	05/05/09
m	4.843 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	09/27/05	05/05/09
n	5.08 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	12/23/05	05/05/09
o	10.311 SHARES OF COHEN & STEERS REALTY SHARES#126	P	12/23/05	05/05/09

(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 129.		171.	<42.>
b 96.		125.	<29.>
c 28,086.		54,000.	<25,914.>
d 15,440.		28,100.	<12,660.>
e 688.		1,281.	<593.>
f 1,305.		2,503.	<1,198.>
g 1,345.		2,503.	<1,158.>
h 3,442.		7,709.	<4,267.>
i 1,797.		3,312.	<1,515.>
j 2,616.		4,820.	<2,204.>
k 13,241.		24,402.	<11,161.>
l 21,275.		48,000.	<26,725.>
m 161.		359.	<198.>
n 169.		371.	<202.>
o 342.		754.	<412.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<42.>
b			<29.>
c			<25,914.>
d			<12,660.>
e			<593.>
f			<1,198.>
g			<1,158.>
h			<4,267.>
i			<1,515.>
j			<2,204.>
k			<11,161.>
l			<26,725.>
m			<198.>
n			<202.>
o			<412.>

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 }

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

2

3

MAHOGANY FOUNDATION

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	34.219 SHARES OF COHEN & STEERS REALTY SHARES#126	P	12/23/05	05/05/09
b	4.748 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	03/24/06	05/05/09
c	77.668 SHARES OF COHEN & STEERS REALTY SHARES#126	P	06/23/06	05/05/09
d	5.028 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	06/30/07	05/05/09
e	4.264 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	09/28/07	05/05/09
f	149.571 SHARES OF COHEN & STEERS REALTY SHARES#12	P	12/31/07	05/05/09
g	6.615 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	12/31/07	05/05/09
h	8.088 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	12/31/07	05/05/09
i	6.825 SHARES OF COHEN & STEERS REALTY SHARES#1262	P	03/31/08	05/05/09
j	2090.903 SHARES OF LONGLEAF PARTNERS FUND #133	P	11/04/03	11/03/09
k	79.95 SHARES OF LONGLEAF PARTNERS FUND #133	P	11/09/05	11/03/09
l	20.171 SHARES OF LONGLEAF PARTNERS FUND #133	P	12/28/05	11/03/09
m	176.619 SHARES OF LONGLEAF PARTNERS FUND #133	P	10/31/06	11/03/09
n	.332 SHARES OF LONGLEAF PARTNERS FUND #133	P	11/07/07	11/03/09
o	104.963 SHARES OF LONGLEAF PARTNERS FUND #133	P	11/07/07	11/03/09

(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 1,135.		2,502.	<1,367.>
b 158.		390.	<232.>
c 2,577.		6,747.	<4,170.>
d 167.		413.	<246.>
e 141.		356.	<215.>
f 4,963.		8,795.	<3,832.>
g 219.		389.	<170.>
h 268.		476.	<208.>
i 226.		409.	<183.>
j 46,428.		60,000.	<13,572.>
k 1,775.		2,467.	<692.>
l 448.		630.	<182.>
m 3,922.		6,129.	<2,207.>
n 7.		12.	<5.>
o 2,331.		3,741.	<1,410.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,367.>
b			<232.>
c			<4,170.>
d			<246.>
e			<215.>
f			<3,832.>
g			<170.>
h			<208.>
i			<183.>
j			<13,572.>
k			<692.>
l			<182.>
m			<2,207.>
n			<5.>
o			<1,410.>

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 }

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

2

3

MAHOGANY FOUNDATION

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	5.018 SHARES OF LONGLEAF PARTNERS FUND #133	P	12/27/07	11/03/09
b	340.96 SHARES OF THIRD AVENUE VALUE FUND #440	P	09/26/05	11/03/09
c	786.301 SHARES OF THIRD AVENUE VALUE FUND #440	P	10/21/05	11/03/09
d	45.33 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/22/05	11/03/09
e	109.076 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/22/05	11/03/09
f	72.91 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/20/06	11/03/09
g	36.929 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/19/07	11/03/09
h	10.289 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/19/07	11/03/09
i	.09 SHARES OF THIRD AVENUE VALUE FUND #440	P	12/19/07	11/03/09
j	1213.438 SHARES OF ROYCE PREMIER FUND (INV CL) #2	P	09/26/05	11/03/09
k	6.659 SHARES OF ROYCE PREMIER FUND (INV CL) #265	P	12/02/05	11/03/09
l	141.884 SHARES OF ROYCE PREMIER FUND (INV CL) #26	P	12/02/05	11/03/09
m	121.839 SHARES OF ROYCE PREMIER FUND (INV CL) #26	P	12/05/06	11/03/09
n	52.148 SHARES OF ROYCE PREMIER FUND (INV CL) #265	P	12/07/07	11/03/09
o	60.115 SHARES OF ROYCE PREMIER FUND (INV CL) #265	P	12/07/07	11/03/09

(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	111.	168.	<57.>
b	15,248.	20,038.	<4,790.>
c	35,165.	45,000.	<9,835.>
d	2,027.	2,499.	<472.>
e	4,878.	6,013.	<1,135.>
f	3,261.	4,301.	<1,040.>
g	1,652.	2,212.	<560.>
h	460.	616.	<156.>
i	4.	5.	<1.>
j	18,541.	19,957.	<1,416.>
k	102.	112.	<10.>
l	2,168.	2,381.	<213.>
m	1,862.	2,197.	<335.>
n	797.	917.	<120.>
o	919.	1,057.	<138.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<57.>
b			<4,790.>
c			<9,835.>
d			<472.>
e			<1,135.>
f			<1,040.>
g			<560.>
h			<156.>
i			<1.>
j			<1,416.>
k			<10.>
l			<213.>
m			<335.>
n			<120.>
o			<138.>

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

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

3

MAHOGANY FOUNDATION

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	364.701 SHARES OF ROYCE PREMIER FUND (INV CL) #26	P	12/07/07	11/03/09
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 5,573.		6,411.	<838.>
b 177.			177.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<838.>
b			177.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<149,746.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
INTEREST - AMG	15,583.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,583.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS - AMG	8,680.	0.	8,680.
LT C/G DISTRIBUTIONS	177.	177.	0.
TOTAL TO FM 990-PF, PART I, LN 4	8,857.	177.	8,680.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION & BOOKKEEPING	1,625.	813.		812.
TO FORM 990-PF, PG 1, LN 16B	1,625.	813.		812.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSET MANAGEMENT FEES	7,984.	3,991.		3,991.
TO FORM 990-PF, PG 1, LN 23	7,984.	3,991.		3,991.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERICAN CENTURY INTERNATIONAL BOND FUND #992	48,439.	50,670.
CALAMOS GROWTH FUND CLASS A #606	46,651.	39,590.
CAPITAL ONE BANK 5.75% 09/15/2010	45,790.	46,396.
CAUSEWAY INTERNATIONAL VALUE FUND INST #1271	35,409.	31,354.
CHEVRONTXACO CORP 5.5% 01/15/2009	0.	0.
COHEN & STEERS REALTY SHARES#1262	0.	0.
DODGE & COX STOCK FUND #145	84,006.	56,103.
FIRST UNION CORP 6.375% 01/15/2009	0.	0.
LONGLEAF PARTNERS FUND #133	0.	0.
PIMCO GLOBAL BOND FUND INST #102	4,922.	5,752.
ROYCE PREMIER FUND (INV CL) #265	29,770.	29,838.
SELECTED AMERICAN SHARES #205	71,049.	84,662.
T ROWE PRICE GROWTH STOCK FUND #40	57,215.	58,430.
T ROWE PRICE MID-CAP GROWTH #64 CLOSED	37,671.	36,049.
THIRD AVENUE INTERNATIONAL VALUE	199,971.	141,188.
THIRD AVENUE VALUE FUND #440	0.	0.
VANGUARD ENERGY FUND INVESTOR SHS #51	43,082.	36,911.
WILLIAM BLAIR INTL GROWTH-I	161,588.	120,037.
CHAMPLAIN SMALL CO FD-ADV	25,559.	24,882.
GOLDMAN SACHS FS TIF US TREADURY INSTL #506	251,036.	251,036.
ISHARES MSCI EMERGING MKT	39,160.	59,055.
KRAFT FOODS INC	26,567.	26,943.
PIMCO HIGH YIELD INST #108	34,392.	33,207.
PIMCO LOW DURATION FUND	71,489.	76,206.
PIMCO TOTAL RETURN FUND INST	73,006.	76,506.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,386,772.	1,284,815.