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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
 Internal Revenue Service (77)

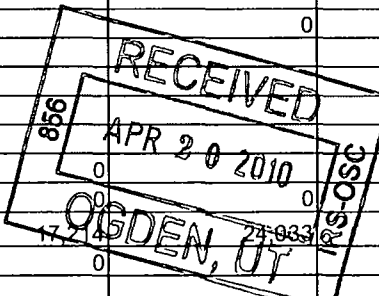
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation SPAULDING CHARITABLE FOUNDATION TUA		A Employer identification number 20-0292104
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 352-3705
	Wells Fargo Bank N A - PO Box 53456, MAC S4101-22G		C If exemption application is pending, check here <input type="checkbox"/>
	City or town, state, and ZIP code Phoenix AZ 85072		D 1. Foreign organizations, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 868,266	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	24,988	24,033		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-7,774			
	b Gross sales price for all assets on line 6a	237,378			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	17,214	0			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	938	0	0	938
	c Other professional fees (attach schedule)	5,000	0	0	5,000
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	392	392	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	0
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,817	8,125	0	2,693
	24 Total operating and administrative expenses	17,147	8,517	0	8,631
	Add lines 13 through 23				
25 Contributions, gifts, grants paid	43,524			43,524	
26 Total expenses and disbursements Add lines 24 and 25	60,671	8,517	0	52,155	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-43,457				
b Net investment income (if negative, enter -0-)		15,516			
c Adjusted net income (if negative, enter -0-)			0		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing		2,317	2,317
	2	Savings and temporary cash investments	156,463	2,096	2,096
	3	Accounts receivable ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	4	Pledges receivable ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0		
		Less allowance for doubtful accounts ▶	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	461,861	384,618	452,780
	c	Investments—corporate bonds (attach schedule)	200,310	277,131	287,737
	11	Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	8,638	115,866	123,336	
14	Land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	0	0	0	
15	Other assets (describe ▶)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	827,272	782,028	868,266	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	827,272	782,028	
	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)	827,272	782,028		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	827,272	782,028		

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	827,272
2	Enter amount from Part I, line 27a	2	-43,457
3	Other increases not included in line 2 (itemize) ▶ Federal Excise Tax Refund	3	79
4	Add lines 1, 2, and 3	4	783,894
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,866
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	782,028

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 Attached Statement				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-7,774
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	52,633	957,361	0.054977
2007	26,183	1,074,175	0.024375
2006	63,198	930,331	0.067931
2005	42,236	880,102	0.047990
2004	21,832	835,659	0.026125
2 Total of line 1, column (d)			0.221398
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			0.044280
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			788,666
5 Multiply line 4 by line 3			34,922
6 Enter 1% of net investment income (1% of Part I, line 27b)			155
7 Add lines 5 and 6			35,077
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 on page 18			52,155

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

1	a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	155
	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
	c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	155
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	155
6	Credits/Payments		
	a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	190
	b Exempt foreign organizations—tax withheld at source	6b	
	c Tax paid with application for extension of time to file (Form 8868)	6c	0
	d Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	190
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	35
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 35 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> UT		
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? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Wells Fargo Bank N A Telephone no ▶ (800) 352-3705 Located at ▶ PO Box 53456, MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072			
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			<input type="checkbox"/>

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

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

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

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

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

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

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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? Yes No
 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? Yes No

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
Wells Fargo Bank N A PO Box 53456, MAC S4101-22G Phoenix AZ 8:	Trustee	4 00 10,770	0	0
.....		00 0	0	0
.....		00 0	0	0
.....		00 0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	735,549
b	Average of monthly cash balances	1b	65,127
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	800,676
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	800,676
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,010
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	788,666
6	Minimum investment return. Enter 5% of line 5	6	39,433

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	39,433
2a	Tax on investment income for 2009 from Part VI, line 5	2a	155
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	155
3	Distributable amount before adjustments Subtract line 2c from line 1	3	39,278
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	39,278
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	39,278

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	52,155
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	52,155
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	155
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	52,000

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				39,278
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			43,524	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 \blacktriangleright \$ <u>52,155</u>				
a Applied to 2008, but not more than line 2a			43,524	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				8,631
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				30,647
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

N/A

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

▶

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	
0				0
b 85% of line 2a	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0			0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0			0
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)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3a	43,524
b <i>Approved for future payment</i> NONE				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3b	0

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

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?		Yes	No
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.

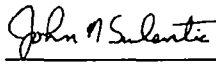
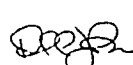
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

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		4/14/2010 Date	VP and Trust Officer Title
	Preparer's signature 	Date 4/14/2010	Check if self-employed <input checked="" type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions) P00364310
Firm's name (or yours if self-employed), address, and ZIP code PRICEWATERHOUSECOOPERS, LLP 600 GRANT STREET, PITTSBURGH 15219-2777			EIN ▶ 13-4008324 Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name
 Spaulding Wooden Boat Center Person Business
 Street
 41 Lincoln Drive
 City Sausalito State CA Zip code 94965 Foreign Country
 Relationship Unrelated Foundation Status 501 (c)(3) Exempt
 Purpose of grant/contribution General Support Grant Amount 37,524

Name
 Youth Treatment and Education Center Person Business
 Street
 City State Zip code Foreign Country
 Relationship Unrelated Foundation Status 501 (c)(3) Exempt
 Purpose of grant/contribution General Support Grant Amount 5,000

Name
 Project Open Hand Person Business
 Street
 City State Zip code Foreign Country
 Relationship Unrelated Foundation Status 501 (c)(3) Exempt
 Purpose of grant/contribution General Support Grant Amount 1,000

Name
 Person Business
 Street
 City State Zip code Foreign Country
 Relationship Unrelated Foundation Status
 Purpose of grant/contribution Amount 0

Name
 Person Business
 Street
 City State Zip code Foreign Country
 Relationship Unrelated Foundation Status
 Purpose of grant/contribution Amount 0

Name
 Person Business
 Street
 City State Zip code Foreign Country
 Relationship Unrelated Foundation Status
 Purpose of grant/contribution Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost, Other Basis and Expenses		Expense of Sale and Cost of Improvements	Net Gain or Loss
										Cost	Donated Value		
Totals													
Long Term CG Distributions								Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions								237,378		245,152		-7,774	
Amount								0		0		0	
1	X	A-F-LAC INC	001055102			5/2/2006		10/1/2009	849	944			
2	X	AT & T INC	00206R102			5/2/2006		10/1/2009	1,080	1,048			
3	X	AT & T INC	00206R102			5/2/2006		11/5/2009	258	262			
4	X	ABBOTT LABS	002824100			12/5/2006		10/1/2009	1,968	1,930			
5	X	ABBOTT LABS	002824100			4/28/2004		10/1/2009	1,476	1,244			
6	X	ABBOTT LABS	002824100			4/28/2004		11/5/2009	512	415			
7	X	PEABODY ENERGY CORP	704549104			12/5/2006		5/6/2009	1,324	1,798			
8	X	PEPSICO INC	713448108			1/30/2004		10/1/2009	2,943	2,356			
9	X	PEPSICO INC	713448108			1/30/2004		11/5/2009	606	471			
10	X	PETROLEO BRASILEIRO SA	71654V101			10/1/2009		11/5/2009	415	392			
11	X	PFIZER INC	717081103			11/10/2003		5/6/2009	1,803	4,092			
12	X	PRAXAIR INC COM	74005P104			5/2/2006		10/1/2009	3,240	2,221			
13	X	PRAXAIR INC COM	74005P104			5/2/2006		11/5/2009	802	555			
14	X	PROCTER & GAMBLE CO	742718109			5/2/2006		10/1/2009	2,877	2,904			
15	X	PROCTER & GAMBLE CO	742718109			1/30/2004		10/1/2009	575	507			
16	X	PROCTER & GAMBLE CO	742718109			1/30/2004		11/5/2009	591	507			
17	X	PROCTER & GAMBLE CO	742718109			11/10/2003		11/5/2009	591	481			
18	X	QUEST DIAGNOSTICS INC	74834L100			11/10/2003		10/1/2009	4,160	2,640			
19	X	QUEST DIAGNOSTICS INC	74834L100			1/30/2004		10/1/2009	1,040	850			
20	X	SPDR TRUST SERIES 1 FD	78462F103			12/5/2006		11/5/2009	1,056	1,416			
21	X	SCHLUMBERGER LTD	806857108			10/1/2009		11/5/2009	651	594			
22	X	AMEX MATERIALS SPDR	81369Y100			1/30/2004		10/1/2009	4,313	3,552			
23	X	AMEX MATERIALS SPDR	81369Y100			11/10/2003		10/1/2009	308	238			
24	X	AMEX TECHNOLOGY SELECT	81369Y803			5/2/2006		10/1/2009	415	437			
25	X	AMEX TECHNOLOGY SELECT	81369Y803			11/10/2003		10/1/2009	1,660	1,602			
26	X	AMEX UTILITIES SPDR	81369Y886			1/30/2004		10/1/2009	1,467	1,192			
27	X	AMEX UTILITIES SPDR	81369Y886			11/10/2003		11/5/2009	1,432	1,096			
28	X	TARGET CORP	87612E106			1/30/2004		10/1/2009	929	767			
29	X	TARGET CORP	87612E106			1/30/2004		11/5/2009	493	384			
30	X	THERMO FISHER SCIENTIFIC	883556102			11/1/2008		11/5/2009	444	557			
31	X	TRAVELERS COMPANIES, INC	89417E109			1/30/2004		10/1/2009	492	418			
32	X	US BANCORP DEL NEW	902973304			1/30/2004		11/5/2009	701	854			
33	X	UNION PACIFIC CORP	907818108			5/2/2006		10/1/2009	4,690	3,674			
34	X	UNION PACIFIC CORP	907818108			5/2/2006		11/5/2009	596	459			
35	X	UNITED TECHNOLOGIES CORP	913017109			11/10/2003		10/1/2009	4,260	2,990			
36	X	UNITED TECHNOLOGIES CORP	913017109			11/10/2003		11/5/2009	642	427			
37	X	VERIZON COMMUNICATIONS	92343V104			10/1/2009		11/5/2009	293	303			
38	X	WAL MART STORES INC	931142103			11/2/2008		10/1/2009	2,941	3,110			
39	X	WAL MART STORES INC	931142103			11/2/2008		11/5/2009	253	259			
40	X	WAL MART STORES INC	931142103			2/6/2008		11/5/2009	253	249			
41	X	YUM BRANDS INC	988498101			1/30/2004		10/1/2009	4,050	2,024			
42	X	ACCENTURE PLC	G1151C101			8/13/2007		11/5/2009	381	402			
43	X	ADOBE SYS INC	00724F101			10/1/2009		11/5/2009	341	327			
44	X	AIR PRODS & CHEMS INC CO	009158106			5/2/2006		10/1/2009	2,325	2,035			
45	X	AIR PRODS & CHEMS INC CO	009158106			5/2/2006		11/5/2009	784	678			
46	X	AIR PRODS & CHEMS INC CO	009158106			5/2/2006		11/23/2009	3,328	2,713			
47	X	AMPHENOL CORP CL A	032095101			12/5/2006		10/1/2009	2,265	2,050			
48	X	AMPHENOL CORP CL A	032095101			4/15/2005		11/12/2009	377	181			
49	X	AMPHENOL CORP CL A	032095101			4/15/2005		11/5/2009	838	362			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
									Gross Price	Gross Sales	Basis and Expenses			Expense of Sale and Cost of Improvements
											Cost	Donated Value		
								Totals						
								Securities						
								Other sales						
50	X	APPLE INC	037833100			6/29/2007		10/1/2009	1,855	1,225				
51	X	BOEING CO	060505104			11/10/2003		10/1/2009	2,542	5,677				
52	X	BOEING CO	097023105			5/2/2006		4/23/2009	2,957	6,841				
53	X	CIT GROUP INC NEW 5 400%	125581AW8			11/27/2006		7/15/2009	14,500	24,838				
54	X	CVS/CAREMARK CORPORATI	126650100			5/2/2006		10/1/2009	712	603				
55	X	CVS/CAREMARK CORPORATI	126650100			1/30/2004		10/1/2009	712	356				
56	X	CVS/CAREMARK CORPORATI	126650100			1/30/2004		11/5/2009	282	178				
57	X	CHEVRON CORP	166764100			5/2/2006		10/1/2009	2,812	2,480				
58	X	CHEVRON CORP	166764100			5/2/2006		11/5/2009	769	620				
59	X	CISCO SYSTEMS INC	17275R102			1/30/2004		10/1/2009	700	780				
60	X	COLGATE PALMOLIVE CO	191216100			1/16/2008		11/5/2009	535	628				
61	X	COLGATE PALMOLIVE CO	194162103			2/5/2008		10/1/2009	3,043	3,005				
62	X	COLGATE PALMOLIVE CO	194162103			5/2/2006		10/1/2009	1,522	1,191				
63	X	COLGATE PALMOLIVE CO	194162103			5/2/2006		11/5/2009	784	596				
64	X	DEERE & CO	244199105			8/14/2007		8/28/2009	2,650	3,586				
65	X	WALT DISNEY CO	254687106			12/5/2006		10/1/2009	1,658	1,982				
66	X	WALT DISNEY CO	254687106			5/2/2006		10/1/2009	829	827				
67	X	WALT DISNEY CO	254687106			5/2/2006		11/5/2009	283	276				
68	X	E M C CORP MASS	268648102			5/2/2006		10/1/2009	2,026	1,615				
69	X	E M C CORP MASS	268648102			5/2/2006		11/5/2009	502	404				
70	X	EMERSON ELECTRIC CO	291011104			5/2/2006		10/1/2009	4,003	4,347				
71	X	EMERSON ELECTRIC CO	30231G102			5/2/2006		11/5/2009	682	406				
72	X	EXXON MOBIL CORPORATION	30231G102			1/30/2004		10/1/2009	4,094	2,147				
73	X	EXXON MOBIL CORPORATION	30231G102			11/10/2003		10/1/2009	719	358				
74	X	EXXON MOBIL CORPORATION	369550108			11/10/2003		4/29/2009	3,191	2,464				
75	X	GENERAL MILLS INC	370334104			11/21/2008		10/1/2009	3,596	3,479				
76	X	GILEAD SCIENCES INC	375558103			10/1/2009		11/5/2009	440	462				
77	X	HEWLETT PACKARD CO	428236103			10/7/2004		10/1/2009	4,228	1,721				
78	X	HEWLETT PACKARD CO	428236103			10/7/2004		11/5/2009	484	191				
79	X	ITT CORPORATION	450911102			5/2/2006		10/1/2009	1,035	1,110				
80	X	ITT CORPORATION	450911102			5/2/2006		11/5/2009	513	555				
81	X	INTEL CORP	458140100			1/30/2004		10/1/2009	389	614				
82	X	INTEL CORP	458140100			1/30/2004		11/5/2009	187	307				
83	X	INTERNATIONAL BUSINESS M	459200101			1/30/2004		10/1/2009	1,194	985				
84	X	INTERNATIONAL BUSINESS M	459200101			1/30/2004		10/1/2009	2,387	1,804				
85	X	ISHARES INC MSCI CDA INDE	464286509			11/10/2003		11/5/2009	743	767				
86	X	ISHARES TR MSCI EMERGING	464287234			10/1/2009		11/5/2009	783	776				
87	X	ISHARES TR MSCI EMERGING	464287234			5/2/2006		11/5/2009	2,742	2,499				
88	X	ISHARES S&P LATIN AMERIC	464287390			5/2/2006		10/1/2009	14,117	10,217				
89	X	ISHARES S&P LATIN AMERIC	464287390			5/2/2006		11/5/2009	1,364	929				
90	X	ISHARES MSCI LEAFE	464287465			10/1/2009		11/5/2009	8,202	8,150				
91	X	ISHARES TR RUSSELL MIDCA	464287481			10/17/2007		10/1/2009	10,166	14,174				
92	X	ISHARES TR RUSSELL MIDCA	464287499			10/1/2009		11/5/2009	3,820	3,900				
93	X	ISHARES TR RUSSELL MIDCA	464287499			10/1/2009		12/21/2009	7,999	7,565				
94	X	ISHARES MSCI LEAFE GROWT	464288885			10/1/2007		10/1/2009	17,536	26,594				
95	X	JPMORGAN CHASE & CO	46625H100			5/8/2009		10/1/2009	2,600	2,215				
96	X	JOHNSON & JOHNSON	478160104			11/10/2003		10/1/2009	607	487				
97	X	JOHNSON & JOHNSON	478160104			11/10/2003		11/5/2009	598	487				
98	X	L-3 COMMUNICATIONS CORP	502424104			5/2/2006		11/5/2009	744	840				

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost, Other Basis and Expenses		Net Gain or Loss
										Cost	Donated Value	
		Long Term CG Distributions							237,378			-7,774
		Short Term CG Distributions							0			0
99	X											
100	X	MCDONALDS CORP	580135101			1/11/2008		10/1/2009	3,958			
101	X	MCDONALDS CORP	580135101			6/22/2007		10/1/2009	2,283			
102	X	MCDONALDS CORP	580135101			6/22/2007		11/5/2009	1,207			
103	X	MEDCO HEALTH SOLUTIONS	58405U102			10/1/2009		11/5/2009	578			
104	X	MICROSOFT CORP	594918104			11/10/2003		10/1/2009	4,313			
105	X	MICROSOFT CORP	594918104			11/10/2003		11/5/2009	285			
106	X	MONSANTO CO NEW	61166W101			8/13/2007		10/1/2009	6,135			
107	X	NESTLE S A REGISTERED SH	641069406			10/1/2009		11/5/2009	470			
108	X	NOVARTIS AG -ADR	66987V109			12/5/2006		10/1/2009	3,989			
109	X	PEABODY ENERGY CORPOR	704549104			5/2/2006		5/6/2009	1,655			
110	X	Long Term CG Distributions							42			
111	X	Unrecaptured Section 1250 Gain							2			
		Partnership Gains							1,500			
Totals												
Securities												
Other sales									0	245,152	0	

Amount

Line 16b (990-PF) - Accounting Fees

	938	0	0	938	
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Tax Prep Fees	938			938
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		5,000	0	0	5,000
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Other Professional Fees	5,000			5,000
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		392	392		
1	Foreign Tax Withheld		392		
2					
3					
4					
5					
6					
7					
8					
9					
10					
		392	392		

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		10,817	8,125	0	2,693
1	Amortization. See attached statement.	0	0	0	0
2	Trustee Fees	10,770	8,078		2,693
3	Partnership Expenses	47	47		
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	Stock		461,861	384,618	0	452,780
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
				200,310	277,131	0	287,737
1	Bonds			200,310	277,131		287,737
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

Line 3 - Other increases not included in Part III, Line 2

1	Federal Excise Tax Refund	1	79
2	Total	2	79

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

1	Mutual Fund Timing Difference	1	184
2	Prior Year Return of Capital	2	1,461
3	Cost Basis Adjustment	3	221
4	Total	4	1,866

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions	Short Term CG Distributions													
1	0	0	AFLAC INC	001055102		5/2/2006	10/1/2009	849	0	944	-95	0	0	0	-95
2	0	0	AT & T INC	00206R102		5/2/2006	10/1/2009	1,080	0	1,048	32	0	0	0	32
3	0	0	AT & T INC	00206R102		5/2/2006	11/5/2009	258	0	262	-4	0	0	0	-4
4	0	0	ABBOTT LABS	002824100		12/5/2006	10/1/2009	1,968	0	1,930	38	0	0	0	38
5	0	0	ABBOTT LABS	002824100		4/28/2004	10/1/2009	1,476	0	1,244	232	0	0	0	232
6	0	0	ABBOTT LABS	002824100		4/28/2004	11/5/2009	512	0	478	34	0	0	0	34
7	0	0	PEABODY ENERGY CORPORATION	704569104		12/5/2006	5/6/2009	1,324	0	1,798	-474	0	0	0	-474
8	0	0	PEPSICO INC	713448108		1/30/2004	10/1/2009	2,943	0	2,356	587	0	0	0	587
9	0	0	PEPSICO INC	713448108		1/30/2004	11/5/2009	606	0	471	135	0	0	0	135
10	0	0	PETROLEO BRASILEIRO S A - ADR	71654V101		10/1/2009	11/5/2009	415	0	392	23	0	0	0	23
11	0	0	PFIZER INC	717081103		11/10/2003	5/6/2009	1,803	0	4,092	-2,289	0	0	0	-2,289
12	0	0	PRAXAIR INC COM	74005P104		5/2/2006	10/1/2009	3,240	0	2,221	1,019	0	0	0	1,019
13	0	0	PRAXAIR INC COM	74005P104		5/2/2006	11/5/2009	802	0	555	247	0	0	0	247
14	0	0	PROCTER & GAMBLE CO	742718109		5/2/2006	10/1/2009	2,877	0	2,904	-27	0	0	0	-27
15	0	0	PROCTER & GAMBLE CO	742718109		1/30/2004	10/1/2009	575	0	507	68	0	0	0	68
16	0	0	PROCTER & GAMBLE CO	742718109		1/30/2004	11/5/2009	591	0	507	84	0	0	0	84
17	0	0	PROCTER & GAMBLE CO	742718109		11/10/2003	11/5/2009	591	0	481	110	0	0	0	110
18	0	0	QUEST DIAGNOSTICS INC	74834L100		11/10/2003	10/1/2009	4,160	0	2,640	1,520	0	0	0	1,520
19	0	0	QUEST DIAGNOSTICS INC	74834L100		1/30/2004	10/1/2009	1,040	0	850	190	0	0	0	190
20	0	0	SPDR TRUST SERIES 1 FD	78462F103		12/5/2006	11/5/2009	1,056	0	1,416	-360	0	0	0	-360
21	0	0	SCHLUMBERGER LTD	806857108		10/1/2009	11/5/2009	651	0	594	57	0	0	0	57
22	0	0	AMEX MATERIALS SPDR	81369Y100		1/30/2004	10/1/2009	4,313	0	3,552	761	0	0	0	761
23	0	0	AMEX MATERIALS SPDR	81369Y100		11/10/2003	10/1/2009	308	0	238	70	0	0	0	70
24	0	0	AMEX TECHNOLOGY SELECT SPDR	81369Y803		5/2/2006	10/1/2009	415	0	437	-22	0	0	0	-22
25	0	0	AMEX TECHNOLOGY SELECT SPDR	81369Y803		11/10/2003	10/1/2009	1,660	0	1,602	58	0	0	0	58
26	0	0	AMEX UTILITIES SPDR	81369Y886		1/30/2004	10/1/2009	1,467	0	1,192	275	0	0	0	275
27	0	0	AMEX UTILITIES SPDR	81369Y886		11/10/2003	11/5/2009	1,432	0	1,096	336	0	0	0	336
28	0	0	TARGET CORP	87612E106		1/30/2004	10/1/2009	929	0	767	162	0	0	0	162
29	0	0	TARGET CORP	87612E106		1/30/2004	11/5/2009	493	0	384	109	0	0	0	109
30	0	0	THERMO FISHER SCIENTIFIC INC	883556102		1/1/2008	11/5/2009	444	0	557	-113	0	0	0	-113
31	0	0	TRAVELERS COMPANIES, INC	89417E109		1/30/2004	10/1/2009	492	0	418	74	0	0	0	74
32	0	0	US BANCORP DEL NEW	902973304		1/30/2004	11/5/2009	701	0	854	-153	0	0	0	-153
33	0	0	UNION PACIFIC CORP	907818108		5/2/2006	10/1/2009	4,690	0	3,674	1,016	0	0	0	1,016
34	0	0	UNION PACIFIC CORP	907818108		5/2/2006	11/5/2009	596	0	459	137	0	0	0	137
35	0	0	UNITED TECHNOLOGIES CORP	913071709		11/10/2003	10/1/2009	4,260	0	2,990	1,270	0	0	0	1,270
36	0	0	UNITED TECHNOLOGIES CORP	913071709		11/10/2003	11/5/2009	642	0	427	215	0	0	0	215
37	0	0	VERIZON COMMUNICATIONS	92343V104		10/1/2009	11/5/2009	293	0	303	-10	0	0	0	-10
38	0	0	WAL MART STORES INC	931142103		11/2/2008	10/1/2009	2,941	0	3,110	-169	0	0	0	-169
39	0	0	WAL MART STORES INC	931142103		11/2/2008	11/5/2009	253	0	259	-6	0	0	0	-6
40	0	0	WAL MART STORES INC	931142103		2/6/2008	11/5/2009	253	0	249	4	0	0	0	4
41	0	0	YUM BRANDS INC	988498101		1/30/2004	10/1/2009	4,050	0	2,024	2,026	0	0	0	2,026
42	0	0	ACCENTURE PLC	G1151C101		8/13/2007	11/5/2009	381	0	402	-21	0	0	0	-21
43	0	0	ADOBE SYS INC	00724F101		10/1/2009	11/5/2009	341	0	327	14	0	0	0	14
44	0	0	AIR PRODS & CHEMS INC COM	009158106		5/2/2006	10/1/2009	2,325	0	2,035	290	0	0	0	290
45	0	0	AIR PRODS & CHEMS INC COM	009158106		5/2/2006	11/5/2009	784	0	678	106	0	0	0	106
46	0	0	AIR PRODS & CHEMS INC COM	009158106		5/2/2006	11/23/2009	3,328	0	2,713	615	0	0	0	615
47	0	0	AMPHENOL CORP CL A	032095101		12/5/2006	10/1/2009	2,265	0	2,050	215	0	0	0	215
48	0	0	AMPHENOL CORP CL A	032095101		4/15/2005	10/1/2009	377	0	181	196	0	0	0	196
49	0	0	AMPHENOL CORP CL A	032095101		4/15/2005	11/5/2009	838	0	362	476	0	0	0	476
50	0	0	APPLE INC	037833100		6/29/2007	10/1/2009	1,855	0	1,225	630	0	0	0	630
51	0	0	BANK OF AMERICA CORP	066505104		11/10/2003	10/1/2009	2,542	0	5,677	-3,135	0	0	0	-3,135
52	0	0	BOEING CO	097023105		5/2/2006	4/23/2009	2,957	0	6,841	-3,884	0	0	0	-3,884
53	0	0	CIT GROUP INC NEW 5 400% 1/30/16	125581AW8		11/27/2006	7/15/2009	14,500	0	24,838	-10,338	0	0	0	-10,338
54	0	0	CVS/CAREMARK CORPORATION	126650100		5/2/2006	10/1/2009	712	0	603	109	0	0	0	109
55	0	0	CVS/CAREMARK CORPORATION	126650100		1/30/2004	10/1/2009	712	0	356	356	0	0	0	356
56	0	0	CVS/CAREMARK CORPORATION	126650100		1/30/2004	11/5/2009	282	0	178	104	0	0	0	104
57	0	0	CHEVRON CORP	166764100		5/2/2006	10/1/2009	2,812	0	2,480	332	0	0	0	332
58	0	0	CHEVRON CORP	166764100		5/2/2006	11/5/2009	769	0	620	149	0	0	0	149
59	0	0	CISCO SYSTEMS INC	17275R102		1/30/2004	10/1/2009	700	0	780	-80	0	0	0	-80
60	0	0	COCA COLA CO	191216100		1/16/2008	11/5/2009	535	0	628	-93	0	0	0	-93

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	<u>Date</u>	<u>Amount</u>
1 Credit from prior year return	1	190
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	190

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

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	43,524
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	43,524

4/14/2010 1 36.16 PM - 14904000 - 6900 - WFP - SPAULDING CHARITABLE FOUNDATION TUA

Statement A

SPAULDING CHARITABLE FOUNDATION TUA

EIN: 20-0292104

Utah Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office

Account Statement For

SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000



ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
CASH							
INCOME							
Total Cash			\$2,317.25	\$2,317.25	\$0.00	\$0.00	
MONEY MARKET							
BLACKROCK TEMP FUND B #24	548.410		\$548.41	\$548.41	\$0.00	\$0.58	0.11%
<i>Asset held in Invested Income Portfolio</i>							
BLACKROCK TEMP FUND B #24	1,547.970		1,547.97	1,547.97	0.00	1.64	0.11%
Total Money Market			\$2,096.38	\$2,096.38	\$0.00	\$2.22	0.11%
Total Cash & Equivalents			\$4,413.63	\$4,413.63	\$0.00	\$2.22	0.05%

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
Fixed Income							
GOVERNMENT OBLIGATIONS							
FED NATL MTG ASSN	25,000,000	\$100.094	\$25,023.50	\$25,000.00	\$23.50	\$550.00	2.17%
DTD 05/19/09 2 200 11/19/2012							
CUSIP: 3136FHTV7							
MOODY'S RATING: AAA							
STANDARD & POOR'S RATING: AAA							
Total Government Obligations			\$25,023.50	\$25,000.00	\$23.50	\$550.00	

Account Statement For.
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000



ASSET DETAIL (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
Fixed Income (continued)							
CORPORATE OBLIGATIONS							
BANK OF AMERICA DTD 09/25/02 4 875 09/15/2012 CUSIP 060505ARS	25,000,000	\$104.784	\$26,196.00	\$24,794.75	\$1,401.25	\$1,218.75	3.02%
MOODY'S RATING A2 STANDARD & POOR'S RATING A							
COSTCO WHOLESAL CORP DTD 02/20/07 5 500 03/15/2017 CUSIP: 22160KAC9	25,000,000	106.728	26,682.00	25,276.75	1,405.25	1,375.00	4.40
MOODY'S RATING A2 STANDARD & POOR'S RATING A							
CREDIT SUISSE FB USA INC DTD 08/17/05 5 125 08/15/2015 CUSIP 22541L8K8	25,000,000	106.322	26,580.50	24,618.00	1,962.50	1,281.25	3.86
MOODY'S RATING AA1 STANDARD & POOR'S RATING A+							
HONEYWELL INTERNATIONAL DTD 02/29/08 5 300 03/01/2018 CUSIP 438516AX4	25,000,000	105.473	26,368.25	26,658.50	- 290.25	1,325.00	4.49
MOODY'S RATING A2 STANDARD & POOR'S RATING A							
JP MORGAN CHASE & CO DTD 11/07/03 4 500 11/15/2010 CUSIP: 46625HBA7	25,000,000	103.374	25,843.50	24,706.75	1,136.75	1,125.00	0.62
MOODY'S RATING AA3 STANDARD & POOR'S RATING A+							
LOWE'S COMPANIES INC DTD 10/10/06 5 400 10/15/2016 CUSIP 548661CK1	25,000,000	107.142	26,785.50	24,932.50	1,853.00	1,350.00	4.18
MOODY'S RATING A1 STANDARD & POOR'S RATING A+							



Account Statement For.
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000

ASSET DETAIL (continued)

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
Fixed Income (continued)							
CORPORATE OBLIGATIONS (continued)							
MELLON FUNDING CO DTD 11/25/02 5 000 12/01/2014 CUSIP 585515AD1	25,000,000	106.534	26,633.50	25,395.25	1,238.25	1,250.00	3.54
MOODY'S RATING AA3 STANDARD & POOR'S RATING A+							
MORGAN STANLEY DTD 02/26/03 5 300 03/01/2013 CUSIP 617446HR3	25,000,000	105.400	26,350.00	25,748.25	601.75	1,325.00	3.48
MOODY'S RATING A2 STANDARD & POOR'S RATING A							
Total Corporate Obligations			\$211,439.25	\$202,130.75	\$9,308.50	\$10,250.00	

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income							
MUTUAL FUNDS							
T ROWE PRICE SHORT TERM BOND FUND #55 CUSIP 77957P105	10,615.711	\$4.830	\$51,273.88	\$50,000.00	\$1,273.88	\$1,815.29	3.54%
Total Mutual Funds			\$51,273.88	\$50,000.00	\$1,273.88	\$1,815.29	3.54%
Total Fixed Income			\$287,736.63	\$277,130.75	\$10,605.88	\$12,615.29	

Account Statement For:
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities							
CONSUMER DISCRETIONARY							
KOHL'S CORP	50,000	\$53.930	\$2,696.50	\$2,853.00	-\$156.50	\$0.00	0.00%
SYMBOL: KSS CUSIP: 500255104							
MCDONALD'S CORP	50,000	62.440	3,122.00	2,523.90	598.10	110.00	3.52
SYMBOL: MCD CUSIP: 580135101							
TARGET CORP	40,000	48.370	1,934.80	1,534.80	400.00	27.20	1.41
SYMBOL: TGT CUSIP: 87612E106							
WALT DISNEY CO	80,000	32.250	2,580.00	2,205.08	374.92	28.00	1.08
SYMBOL: DIS CUSIP: 254687106							
Total Consumer Discretionary			\$10,333.30	\$9,116.78	\$1,216.52	\$165.20	1.60%
CONSUMER STAPLES							
COCA COLA CO	60,000	\$57.000	\$3,420.00	\$3,581.20	-\$161.20	\$98.40	2.88%
SYMBOL: KO CUSIP: 191216100							
COLGATE PALMOLIVE CO	60,000	82.150	4,929.00	3,573.60	1,355.40	105.60	2.14
SYMBOL: CL CUSIP: 194162103							
CVS/CAREMARK CORPORATION	90,000	32.210	2,898.90	1,600.65	1,298.25	27.45	0.95
SYMBOL: CVS CUSIP: 126650100							
NESTLE SA REGISTERED SHARES - ADR SPONSORED ADR	80,000	48.350	3,868.00	3,379.20	488.80	64.32	1.66
SYMBOL: NSRGY CUSIP: 641069406							
PEPSICO INC	60,000	60.800	3,648.00	2,827.80	820.20	108.00	2.96
SYMBOL: PEP CUSIP: 713448108							
PROCTER & GAMBLE CO	30,000	60.630	1,818.90	1,443.45	375.45	52.80	2.90
SYMBOL: PG CUSIP: 742718109							
WAL MART STORES INC	65,000	53.450	3,474.25	3,233.75	240.50	70.85	2.04
SYMBOL: WMT CUSIP: 931142103							
Total Consumer Staples			\$24,057.05	\$19,639.65	\$4,417.40	\$527.42	2.19%

Account Statement For
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
ENERGY							
APACHE CORP SYMBOL APA CUSIP 037411105	20 000	\$103.170	\$2,063.40	\$1,838.60	\$224.80	\$12.00	0.58%
CHEVRON CORP SYMBOL CVX CUSIP 166764100	80 000	76.990	6,159.20	2,972.40	3,186.80	217.60	3.53
EXXON MOBIL CORPORATION SYMBOL XOM CUSIP 30231G102	70 000	68.190	4,773.30	2,504.60	2,268.70	117.60	2.45
PETROLEO BRASILEIRO S.A. - ADR SPONSORED ADR SYMBOL PBR A CUSIP 71654V101	50 000	42.390	2,119.50	1,959.50	160.00	17.80	0.84
SCHLUMBERGER LTD SYMBOL SLB CUSIP 806857108	50 000	65.090	3,254.50	2,971.50	283.00	42.00	1.29
Total Energy			\$18,369.90	\$12,246.60	\$6,123.30	\$407.00	2.22%
FINANCIALS							
AFLAC INC SYMBOL AFL CUSIP 001055102	80 000	\$46.250	\$3,700.00	\$3,775.20	-\$75.20	\$89.60	2.42%
GOLDMAN SACHS GROUP INC SYMBOL GS CUSIP 38141G104	20 000	168.840	3,376.80	3,682.20	-\$305.40	28.00	0.83
JPMORGAN CHASE & CO SYMBOL JPM CUSIP 46625H100	110 000	41.670	4,583.70	4,061.69	522.01	22.00	0.48
TRAVELERS COMPANIES, INC SYMBOL TRV CUSIP 89417E109	80 000	49.860	3,988.80	3,088.40	900.40	105.60	2.65
US BANCORP DEL NEW SYMBOL USB CUSIP 902973304	190 000	22.510	4,276.90	4,804.60	-\$527.70	38.00	0.89
Total Financials			\$19,926.20	\$19,412.09	\$514.11	\$283.20	1.42%

Account Statement For
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
HEALTH CARE							
ABBOTT LABS SYMBOL: ABBT CUSIP: 002824100	40,000	\$53,990	\$2,159,600	\$1,659,140	\$500,460	\$64,000	2.96%
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	70,000	43,270	3,028,900	3,235,400	-206,500	0,000	0.00
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	70,000	64,410	4,508,700	3,410,400	1,098,300	137,200	3.04
MEDCO HEALTH SOLUTIONS INC SYMBOL: MHS CUSIP: 58405U102	80,000	63,910	5,112,800	3,734,100	1,378,700	0,000	0.00
THERMO FISHER SCIENTIFIC INC SYMBOL: TMO CUSIP: 883556102	70,000	47,690	3,338,300	3,776,770	-438,470	0,000	0.00
Total Health Care			\$18,148,300	\$15,815,810	\$2,332,490	\$201,200	1.11%
INDUSTRIALS							
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	30,000	\$75,200	\$2,256,000	\$2,008,800	\$247,200	\$4,800	0.21%
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	165,000	15,130	2,496,450	4,656,300	-2,159,850	66,000	2.64
ITT CORPORATION SYMBOL: ITT CUSIP: 450911102	60,000	49,740	2,984,400	3,330,000	-345,600	51,000	1.71
L-3 COMMUNICATIONS CORP COM SYMBOL: LLL CUSIP: 502424104	40,000	86,950	3,478,000	3,358,000	120,000	56,000	1.61
PRECISION CASTPARTS CORP SYMBOL: PCP CUSIP: 740189105	30,000	110,350	3,310,500	3,024,600	285,900	3,600	0.11
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	50,000	63,900	3,195,000	2,296,500	898,500	54,000	1.69
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	50,000	69,410	3,470,500	2,135,750	1,334,750	77,000	2.22
Total Industrials			\$21,190,850	\$20,809,950	\$380,900	\$312,400	1.47%

Account Statement For:
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INFORMATION TECHNOLOGY							
ACCENTURE PLC	60 000	\$41 500	\$2,490 00	\$2,382 69	\$107 31	\$45 00	1 81%
SYMBOL ACN CUSIP: G1151C101							
ADOBE SYS INC	60 000	36 780	2,206 80	1,960 80	246 00	0 00	0 00
SYMBOL ADBE CUSIP: 00724F101							
AMEX TECHNOLOGY SELECT SPDR	100 000	22 930	2,293 00	2,003 00	290 00	31 80	1 39
SYMBOL XLK CUSIP: 81369Y803							
AMPHENOL CORP CL A	150 000	46 180	6,927 00	2,714 02	4,212 98	9 00	0 13
SYMBOL APH CUSIP: 032095101							
APPLE INC	50 000	210 732	10,536 60	6,122 90	4,413 70	0 00	0 00
SYMBOL AAPL CUSIP: 037833100							
CISCO SYSTEMS INC	200 000	23 940	4,788 00	4,609 93	178 07	0 00	0 00
SYMBOL CSC CUSIP: 17275R102							
E M C CORP MASS	200 000	17 470	3,494 00	2,691 72	802 28	0 00	0 00
SYMBOL EMC CUSIP: 268648102							
HEWLETT PACKARD CO	100 000	51 510	5,151 00	1,912 00	3,239 00	32 00	0 62
SYMBOL HPQ CUSIP: 428236103							
INTEL CORP	110 000	20 400	2,244 00	3,377 00	-1,133 00	61 60	2 74
COMM							
SYMBOL INTC CUSIP: 458140100							
INTERNATIONAL BUSINESS MACHS CORP	40 000	130 900	5,236 00	3,608 00	1,628 00	88 00	1 68
COM							
SYMBOL IBM CUSIP: 459200101							
MICROSOFT CORP	80 000	30 480	2,438 40	2,095 12	343 28	41 60	1 71
SYMBOL MSFT CUSIP: S94918104							
VISA INC-CLASS A SHRS	30 000	87 460	2,623 80	2,073 60	550 20	15 00	0 57
SYMBOL V CUSIP: 92826C839							
Total Information Technology			\$50,428.60	\$35,550.78	\$14,877.82	\$324.00	0.64%



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
MATERIALS							
AMEX MATERIALS SPDR SYMBOL: XLB CUSIP: 81369Y100	150,000	\$32.990	\$4,948.50	\$3,571.50	\$1,377.00	\$121.95	2.46%
PRAXAIR INC COM SYMBOL: PX CUSIP: 74005P104	40,000	80.310	3,212.40	2,220.80	991.60	64.00	1.99
Total Materials			\$8,160.90	\$5,792.30	\$2,368.60	\$185.95	2.28%
TELECOMMUNICATION SERVICES							
AT & T INC SYMBOL: T CUSIP: 00206R102	80,000	\$28.030	\$2,242.40	\$2,096.80	\$145.60	\$134.40	5.99%
VERIZON COMMUNICATIONS SYMBOL: VZ CUSIP: 92343V104	70,000	33.130	2,319.10	2,121.70	197.40	133.00	5.73
Total Telecommunication Services			\$4,561.50	\$4,218.50	\$343.00	\$267.40	5.86%
UTILITIES							
AMEX UTILITIES SPDR SYMBOL: XLU CUSIP: 81369Y886	110,000	\$31.020	\$3,412.20	\$2,410.10	\$1,002.10	\$134.31	3.94%
Total Utilities			\$3,412.20	\$2,410.10	\$1,002.10	\$134.31	3.94%
MUTUAL FUNDS							
IPATH MSCI INDIA INDEX ETN SYMBOL: INP CUSIP: 06739F291	190,000	\$64.060	\$12,171.40	\$11,200.30	\$971.10	\$0.00	0.00%
ISHARES INC MSCI CDA INDEX FD SYMBOL: EWC CUSIP: 464286509	340,000	26.330	8,952.20	8,693.80	258.40	112.20	1.25
ISHARES INC MSCI PACIFIC EX-JAPAN INDEX FD SYMBOL: EPP CUSIP: 464286665	640,000	41.370	26,476.80	25,625.30	851.50	913.92	3.45
ISHARES MSCI BRAZIL SYMBOL: EWZ CUSIP: 464286400	150,000	74.610	11,191.50	10,219.30	972.20	33.30	0.30
ISHARES MSCI LEAFE SYMBOL: EFA CUSIP: 464287465	1,340,000	55.280	74,075.20	64,103.73	9,971.47	1,930.94	2.61
ISHARES S&P LATIN AMERICA 40 SYMBOL: ILF CUSIP: 464287390	240,000	47.790	11,469.60	4,618.48	6,851.12	17.52	0.15

Account Statement For

SPAULDING CHARITABLE FOUNDATION TUA

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Account Number 14904000



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
MUTUAL FUNDS (continued)							
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL EEM CUSIP 464287234	710,000	41.500	29,465.00	21,912.30	7,552.70	17.04	0.06
ISHARES TR RUSSELL MIDCAP INDEX FD SYMBOL IWR CUSIP 464287499	523,000	82.510	43,152.73	37,475.58	5,677.15	682.52	1.58
ISHARES TR SMALLCAP 600 INDEX FD SYMBOL IJR CUSIP 464287804	690,000	54.720	37,756.80	34,880.54	2,876.26	467.82	1.24
ISHARES TR FTSE XINHAI HK CHINA 25 SYMBOL FXI CUSIP 464287184	250,000	42.260	10,565.00	10,272.60	292.40	111.00	1.05
SPDR TRUST SERIES 1 FD SYMBOL SPY CUSIP 78462F103	80,000	111.440	8,915.20	10,604.00	-1,688.80	188.88	2.12
Total Mutual Funds			\$274,191.43	\$239,605.93	\$34,585.50	\$4,475.14	1.63%
Total Equities			\$452,780.23	\$384,618.49	\$68,161.74	\$7,283.22	1.61%

Account Statement For
SPAULDING CHARITABLE FOUNDATION TUA

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Account Number 14904000



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
GATEWAY FUND CLASS A #1984 SYMBOL GATEX CUSIP 367829207	508.872	\$25.250	\$12,849.02	\$11,897.43	\$951.59	\$240.70	1.87%
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL HSGFX CUSIP 448108100	1,094.995	12.780	13,994.04	13,961.19	32.85	27.37	0.20
MERGER FDSH BEN INT SYMBOL MERFX CUSIP 589509108	828.628	15.540	12,876.88	12,615.00	261.88	0.00	0.00
POWERSHARES DB COMMODITY INDEX SYMBOL DBC CUSIP 739355105	350.000	24.620	8,617.00	7,178.29	1,438.71	0.00	0.00
POWERSHARES LISTED PRIVATE EQUITY PORTFOLIO SYMBOL PSP CUSIP: 73935X195	1,445.000	9.010	13,019.45	12,990.55	28.90	897.35	6.89
Total Other			\$61,356.39	\$58,642.46	\$2,713.93	\$1,165.42	1.90%
Total Alternative Investments			\$61,356.39	\$58,642.46	\$2,713.93	\$1,165.42	1.90%

Account Statement For
SPAULDING CHARITABLE FOUNDATION TUA

Period Covered December 1, 2009 - December 31, 2009

Account Number 14904000



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Estate & Specialty Assets							
REAL ESTATE FUNDS							
CB RICHARD ELLIS REALTY TRUST	2,173,913	\$10,000	\$21,739,130	\$20,000,000	\$1,739,130	\$1,250,000	5.75%
DIVIDEND CAPITAL TOTAL REALTY TRUST CUSIP: 25537M1100	2,127,660	10,000	21,276,600	20,000,000	1,276,600	1,170,210	5.50
ISHARES TR COHEN & STEERS REALTY MAJORS INDEX FUND SYMBOL ICF CUSIP 464287564	195,000	52,520	10,241,400	8,638,010	1,603,390	377,520	3.69
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL RWX CUSIP 78463X863	250,000	34,890	8,722,500	8,586,200	136,300	588,250	6.74
Total Real Estate Funds			\$61,979,630	\$57,224,210	\$4,755,420	\$3,385,980	5.46%
Total Real Estate & Specialty Assets			\$868,266.51	\$782,029.54	\$86,236.97	\$24,452.13	

TOTAL ASSETS