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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

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 The Khan Foundation Inc		A Employer identification number 20-0461026
	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) 839-1754
	c/o Foundation Source, 501 Silverside Road		
	City or town, state, and ZIP code Wilmington DE 19809-1377		
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			C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> 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"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,943,184		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	59	59		
	4 Dividends and interest from securities	118,296	118,296		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-511,440			
	b Gross sales price for all assets on line 6a 2,904,543				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	7,976	4,594			
12 Total. Add lines 1 through 11	-385,109	122,949			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	27,585	27,585		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,300			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	45,152	18,836		26,316
	24 Total operating and administrative expenses. Add lines 13 through 23	74,037	46,421		26,316
	25 Contributions, gifts, grants paid	555,000			555,000
26 Total expenses and disbursements. Add lines 24 and 25	629,037	46,421		581,316	
27 Subtract line 26 from line 12	-1,014,146				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		76,528			
c Adjusted net income (if negative, enter -0-)					

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Form 990-PF (2009)

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	233,091	95,560	95,560
	3 Accounts receivable ▶ 34,729			
	Less allowance for doubtful accounts ▶		34,729	34,729
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,936,876	4,314,639	4,460,545
	c Investments—corporate bonds (attach schedule)	8,419	3,360	3,894
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,677,959	393,911	348,456
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	5,856,345	4,842,199	4,943,184
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	5,856,345	4,842,199	
	30 Total net assets or fund balances (see page 17 of the instructions)	5,856,345	4,842,199	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,856,345	4,842,199	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,856,345
2 Enter amount from Part I, line 27a	2	-1,014,146
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	4,842,199
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	4,842,199

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly-traded Securities			
b Passthrough K1 Capital Gain			
c BAHFDLP - BA HEDGE FUND DIRECT LP	P	4/23/2007	10/21/2009
d BMHXP - BACAP Multi Strat Hedge Fund Ltd Cl A Beta Ser 4	P	7/18/2005	6/12/2009
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 1,786,531		2,183,184	-396,653
b -36,994		0	-36,994
c 347,295		432,799	-85,504
d 807,711		800,000	7,711
e			

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-511,440
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	683,267	5,968,289	0.114483
2007	377,834	7,589,469	0.049784
2006	442,936	6,763,241	0.065492
2005	275,267	4,917,997	0.055971
2004	0	0	0.000000

2 Total of line 1, column (d)	2	0.285730
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.057146
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,654,271
5 Multiply line 4 by line 3	5	265,973
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	765
7 Add lines 5 and 6	7	266,738
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	8	581,316

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	765
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	765
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	765
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,500
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	2,500
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	1,735
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 800 Refunded	11	935

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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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) DE		
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?	13	X	

Website address **▶** _____

14 The books are in care of **▶** c/o Foundation Source Telephone no **▶** (800) 839-1754

Located at **▶** 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 **▶** 19809-1377


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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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	N/A
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here 		<input type="checkbox"/>	5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).		<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

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 

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		
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services

**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	
.....	
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	
.....	
2	
.....	
All other program-related investments. See page 24 of the instructions	
3	
.....	
Total. Add lines 1 through 3	0
	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	3,695,774
b	Average of monthly cash balances	1b	327,941
c	Fair market value of all other assets (see page 24 of the instructions)	1c	701,433
d	Total (add lines 1a, b, and c)	1d	4,725,148
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	4,725,148
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	70,877
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,654,271
6	Minimum investment return. Enter 5% of line 5	6	232,714

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	232,714
2a	Tax on investment income for 2009 from Part VI, line 5	2a	765
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	765
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	231,949
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	231,949
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	231,949

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	581,316
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	0
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	581,316
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	765
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	580,551

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				231,949
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005	30,487			
c From 2006	109,690			
d From 2007	12,439			
e From 2008	387,063			
f Total of lines 3a through e	539,679			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 581,316				
a Applied to 2008, but not more than line 2a			0	
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)				
d Applied to 2009 distributable amount				231,949
e Remaining amount distributed out of corpus	349,367			
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	889,046			
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				0
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	889,046			
10 Analysis of line 9				
a Excess from 2005	30,487			
b Excess from 2006	109,690			
c Excess from 2007	12,439			
d Excess from 2008	387,063			
e Excess from 2009	349,367			

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

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

1 Information Regarding Foundation Managers:

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

Ann Margaret Khan

Shahid Rafiq Khan

- 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
REGENTS UNIVERSITY OF CA LOS ANGELES 10920 WILSHIRE BLVD STE 620 LOS ANGELES CA 90024	N/A	509(a)(1)	Division of Neurosurgery, School of Medicine at UCLA	50,000
UNIVERSITY OF IL FOUNDATION 1305 W GREEN ST HARKER HALL URBANA IL 61801	N/A	509(a)(1)	Shahid and Ann Khan Outdoor Tennis Complex	250,000
UNIVERSITY OF IL FOUNDATION 1305 W GREEN ST HARKER HALL URBANA IL 61801	N/A	509(a)(1)	Shahid and Ann Khan Professorship in Health Science	250,000
ZINDAGI TRUST INC 9046 WICKHAM WAY ORLANDO FL 32836	N/A	509(a)(1)	General & Unrestricted	5,000
Total			▶ 3a	555,000
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	59	
4	Dividends and interest from securities			14	118,296	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-511,440	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a Federal Tax Refund			01	3,382	
b	K-1 Pass-Through Income			14	4,594	
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		0		-385,109	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-385,109

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

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

[illegible]

Form 990-PF, Part I, Line 11 - Other Income

TOTAL:			7,976	4,594
		(a) Revenue per Books	(b) Net Investment Income	
1	BA HEDGE FUND DIRECT LP K-1 Pass-Through Share of Partnership Income/(Loss)	12,667	12,667	
2	BACAP DIVERSIFIED REAL ESTATE LP K-1 Pass-Through Share of Partnership Income/(Loss)	-8,093	-8,093	
3	Federal Tax Refund	3,382	0	
4	LAZARD LTD K-1 Pass-Through Share of Partnership Income/(Loss)	20	20	
5				
6				
7				
8				
9				
10				

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:		27,585	27,585	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	27,585	27,585		0
2					
3					
4					
5					
6					
7					
8					
9					

Form 990-PF, Part I, Line 18 - Taxes

TOTAL:		1,300	0	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Estimated tax for 2009	1,300	0		0
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 23 - Other Expenses

TOTAL:		45,152	18,836	0	26,316
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Administrative Fees	26,281	0		26,281
2	Bank Charge	7	7		0
3	K-1 pass-through BA HEDGE FUND DIRECT LP	14,414	14,414		0
4	K-1 pass-through BACAP DIVERSIFIED REAL ESTATE LP	4,415	4,415		0
5	Miscellaneous Office Expense	35	0		35
6					
7					
8					
9					

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:		4,314,639	4,460,545
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
1	3M CO (MMM)	150	8,730	12,400	
2	ABBOTT LABS (ABT)	69	3,651	3,725	
3	ABERCROMBIE & FITCH (ANF)	121	4,089	4,217	
4	AFFILIATED COMPUTER SERVICES (ACS)	78	3,928	4,656	
5	AIR PRODS & CHEM INC (APD)	65	4,697	5,269	
6	AKAMAI TECH COM STK (AKAM)	598	10,223	15,153	
7	ALCON INC (ACL)	88	8,738	14,463	
8	ALERE INC (ALR)	90	3,008	3,736	
9	ALEXION PHARMACEUTICALS, INC (ALXN)	55	2,042	2,685	
10	ALLERGAN INC (AGN)	331	15,718	20,856	
11	ALLSTATE CORP (ALL)	187	4,109	5,617	
12	ALTRIA GROUP INC (MO)	685	12,364	13,447	
13	AMAZON COM (AMZN)	160	12,695	21,523	
14	AMEREN CORPORATION (AEE)	53	2,833	1,481	
15	AMERICA MOVIL SA (AMX)	356	11,042	16,725	
16	AMERICAN EAGLES OUTFITTERS INC (AEO)	201	3,318	3,413	
17	AMERICAN ELECTRIC POWER INC (AEP)	122	3,822	4,244	
18	AMETEK INC (AME)	90	3,856	3,442	
19	AMPHENOL CORP/A' (APH)	147	4,868	6,788	
20	ANADARKO PETROLEUM CORP (APC)	53	2,915	3,308	
21	ANALOG DEVICES INC (ADI)	168	4,429	5,305	
22	ANNALY MTG MGMT INC COM (NLY)	383	6,025	6,645	
23	AON CORP (AON)	36	1,409	1,380	
24	APOLLO GROUP INC CL A (APOL)	356	21,954	21,566	
25	APPLE INC (AAPL)	106	15,642	22,338	
26	ARTIO GLOBAL HIGH INCOME FUND CLASS I (JHYIX)	9,881	100,000	100,099	
27	ASTRAZENECA (AZN)	270	12,687	12,674	
28	AT&T CORP COM NEW (T)	679	25,732	19,032	
29	AUTOMATIC DATA PROCESSING INC (ADP)	68	2,597	2,912	
30	AVAGO TECHNOLOGIES LIMITED (AVGO)	190	3,149	3,475	
31	AVON PRODUCTS (AVP)	101	3,526	3,181	
32	BECKMAN COULTER INC (BEC)	33	1,748	2,160	
33	BOEING CO (BA)	120	5,287	6,496	
34	BOSTON PPTYS INC (BXP)	34	4,048	2,280	
35	BP P L C SPONSORED ADR (BP)	303	18,958	17,565	
36	BRANDYWINE RLTY TR (BDN)	246	5,695	2,804	
37	BRISTOL-MYERS SQUIBB CO (BMY)	540	14,861	13,635	
38	BROADRIDGE FINANCIAL SOLUTIONS (BR)	168	3,736	3,790	
39	BROCADE COMMUNICATIONS SYST INC (BRCD)	204	1,153	1,557	
40	CABLEVISION SYSTEMS CORP CL A (CVC)	138	4,070	3,563	
41	CARNIVAL CORP (CCL)	366	9,619	11,599	
42	CELANESE CORPORATION (CE)	66	1,382	2,119	
43	CELGENE CORP (CELG)	339	14,125	18,876	
44	CHEVRONTXACO CORP (CVX)	224	17,117	17,246	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:		4,314,639		4,460,545	
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value			
45	CHIMERA INVESTMENT CORP COMMON STOCK (CIM)	657	2,173				
46	CHUBB CORP (CB)	67	2,969				2,549
47	CINTAS CRP (CTAS)	105					3,295
48	CLEAN HARBORS, INC (CLH)	21	1,236				2,737
49	CLOROX CO (CLX)	59	3,535				1,252
50	CME GROUP, INC (CME)	56	14,755				3,599
51	COACH INC (COH)	93	2,247				18,814
52	COGNIZANT TECHNOLOGY SOLUTIONS CORPORATION - CLASS (CTSH)	81	2,854				3,397
53	COLGATE-PALMOLIVE COMPANY (CL)	57	3,770				3,672
54	COLONIAL PTYS TR SH BEN INT (CLP)	152	6,250				4,683
55	COLUMBIA ACORN FUND CLASS Z (ACRNX)	3,741	98,976				1,783
56	COLUMBIA ACORN INTL FUND (ACINX)	4,629	176,321				92,319
57	COLUMBIA FDS SRS TR I SMALL CAP GROWTH FUND I CLA (CMSCX)	5,488	90,000				158,589
58	COLUMBIA SELECT SMALL CAP FUND CLASS Z (UMLCX)	9,956	90,000				132,146
59	COMMSCOPE INC (CTV)	102	2,808				135,896
60	CONOCOPHILLIPS (COP)	180	9,327				2,706
61	CONS EDISON INC (ED)	62	2,521				9,193
62	COOPER INDUSTRIES PLC (CBE)	67	2,901				2,817
63	COSTCO WHOLESALE CORP NEW (COST)	336	17,768				2,857
64	COVANCE INC (CVD)	187	7,401				19,881
65	COVIDIEN LTD (COV)	80	3,314				10,205
66	CREE, INC (CREE)	55	1,998				3,831
67	DELL INC (DELL)	122	1,554				3,100
68	DIAGEO PLC ADS (DEO)	269	21,499				1,752
69	DOVER CORP (DOV)	38	1,280				18,671
70	DREAMWORKS ANIMATION (DWA)	63	1,724				1,581
71	ELECTRONIC ARTS (ERTS)	178	3,671				2,517
72	ELI LILLY & CO (LLY)	330	15,864				3,159
73	EMC CORP-MASS (EMC)	847	14,185				11,784
74	ENDURANCE SPCLTY HLDGS LTD (ENH)	95	3,124				14,797
75	ENTERGY CORP (ETR)	39	3,758				3,537
76	EQUINIX, INC (EQIX)	35	3,209				3,192
77	EXPEDITORS INTL WASH INC (EXPD)	463	15,000				3,715
78	EXPRESS SCRIPTS INC (ESRX)	9	432				16,099
79	F M C CP (FMC)	125	6,665				778
80	FMC TECHS INC COM (FTI)	272	10,220				6,970
81	FOOT LOCKER INC N.Y COM (FL)	153	1,797				15,732
82	FOSTER WHEELER AG (FWLT)	95	2,651				1,704
83	FPL GROUP INC (NEE)	215	10,938				2,797
84	FREEMPORT-MCMORAN COPPER & GOLD INC (FCX)	34	1,270				11,356
85	FRPRT-MCMRN C&G PR M (FCX-PM)	9	1,158				2,730
86	GAMESTOP CORP (GME)	594	16,262				1,035
87	GENERAL ELECTRIC CO (GE)	450	16,607				13,032
							6,809

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:		4,314,639	4,460,545
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
88	GENERAL MILLS INC (GIS)	86	5,130	6,090	
89	GENUINE PARTS COMPANY (GPC)	521	24,605	19,777	
90	GENZYME CORP (GENZ)	59	3,859	2,892	
91	GILEAD SCIENCES INC (GILD)	457	21,118	19,774	
92	GOODRICH CORPORATION (GR)	68	3,260	4,369	
93	GOOGLE INC CL A (GOOG)	34	12,308	21,079	
94	GREAT PLAINS ENERGY (GXP)	141	3,010	2,734	
95	H.J. HEINZ COMPANY (HNZ)	432	19,727	18,472	
96	HARBOR FDS INTL FD (HAINX)	5,547	361,000	304,346	
97	HASBRO INC (HAS)	88	2,606	2,821	
98	HEALTH CARE PPTY INVS INC (HCP)	84	2,938	2,565	
99	HEALTH CARE REIT INC. (HCN)	302	13,484	13,385	
100	HOME DEPOT INC (HD)	136	2,906	3,934	
101	HSBC HLDGS PLC ADS (HBC)	190	8,549	10,847	
102	HUTCHISON TELECOMMUNICATIONS ADR (HTHXY)	164	267	407	
103	ILLUMINA INC COM (ILMN)	471	15,663	14,450	
104	INTEGRYS ENERGY GROUP (TEG)	76	4,226	3,191	
105	INTEL CORP (INTC)	446	8,104	9,098	
106	INTERNATIONAL BUSINESS MACHINES (IBM)	41	3,599	5,367	
107	INTREPID POTASH INC (IPI)	69	2,659	2,013	
108	ISHARES BARCLAYS TIPS BOND FUND (TIP)	1,730	186,532	179,747	
109	ISHARES LEH AGGREGATE FD (AGG)	6,202	623,001	639,984	
110	ISHARES MSCI EMERGING MARKETS INDEX FD (EEM)	6,495	239,709	269,542	
111	ISHARES MSCI-SOUTH KOREA (EWY)	1,333	62,850	63,504	
112	ISHARES S&P LAT AM40 (ILF)	805	40,183	38,471	
113	ITC HOLDINGS CORP (ITC)	110	4,890	5,730	
114	IVANHOE MINES LIMITED COM (IVN)	231	2,540	3,375	
115	JOHNSON & JOHNSON (JNJ)	202	11,938	13,011	
116	JP MORGAN CHASE & CO (JPM)	140	6,240	5,834	
117	KANSAS CITY SOUTHERN (KSU)	159	3,516	5,293	
118	KIMBERLY CLARK CORP (KMB)	210	14,988	13,379	
119	KOHL'S CORP (KSS)	30	1,618	1,618	
120	KRAFT FOODS INC (KFT)	575	17,830	15,628	
121	LINCARE HOLDINGS, INC (LNCR)	132	3,941	4,901	
122	MAGELLAN HEALTH SERVICES, INC (MGLN)	45	1,628	1,833	
123	MANITOWOC CO INC (MTW)	159	1,624	1,585	
124	MANPOWER INC WIS (MAN)	31	1,592	1,692	
125	MARATHON OIL CORP COM (MRO)	88	4,145	2,747	
126	MARSH AND MCLENNAN COMPANIES INC (MMC)	89	2,431	1,965	
127	MASTERCARD INC (MA)	89	16,108	22,782	
128	MATTELL INC (MAT)	106	2,380	2,118	
129	MCDERMOTT INT PANAMA (MDR)	132	3,744	3,169	
130	MCDONALD'S CORP (MCD)	45	2,502	2,810	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:		4,314,639		4,460,545	
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
131	MEAD JOHNSON NUTRITI (MJN)	78	2,330	3,409	
132	MEDCO HEALTH SOLUTIONS INC (MHS)	276	12,002	17,639	
133	MERCK & CO INC (MRK)	75	2,750	2,740	
134	METLIFE INC (MET)	67	3,814	2,368	
135	METTLER-TOLEDO INTL (MTD)	35	3,083	3,675	
136	MFA MTG INVTs INC (MFA)	465	3,569	3,418	
137	MICROSEMI CORP (MSCC)	156	2,507	2,771	
138	MICROSOFT CORPORATION (MSFT)	270	5,092	8,230	
139	MILLICOM INTL CELLULAR S A (MICC)	39	2,704	2,877	
140	MONSANTO CO (MON)	24	1,916	1,962	
141	MORGAN STANLEY (MS)	62	1,456	1,835	
142	NASDAQ OMX GROUP (THE) (NDAQ)	129	2,533	2,557	
143	NEW YORK COMNTY BANCORP INC (NYB)	251	3,333	3,642	
144	NISOURCE INC (NI)	167	3,845	2,568	
145	NOBLE ENERGY INC (NBL)	77	4,631	5,484	
146	NOKIA (NOK)	570	8,822	7,325	
147	NORDSTROM INC (JWN)	90	2,018	3,382	
148	NUANCE COMMUNICATIONS, INC (NUAN)	248	2,632	3,851	
149	OCCIDENTAL PETE CORP (OXY)	102	4,779	8,298	
150	OLD DOMINION FREIGHT LINES (ODFL)	70	1,968	2,149	
151	OLD REP INTL CORP (ORI)	151	2,767	1,516	
152	OMNICARE INC (OCR)	84	2,657	2,031	
153	P P G IND (PPG)	23	1,361	1,346	
154	PACKAGING CORP AMER (PKG)	64	916	1,473	
155	PARKER HANNIFIN CP (PH)	27	1,167	1,455	
156	PETRO CHINA (PTR)	70	8,564	8,327	
157	PFIZER INC (PFE)	192	2,766	3,492	
158	PG & E CORP (PCG)	91	3,494	4,063	
159	PHILIP MORRIS INTL (PM)	344	17,398	16,577	
160	PIMCO COMMODITY REAL RETURN STRATEGY FUND (PCRIX)	17,606	150,000	145,775	
161	PIMCO TOTAL RETURN FUND (PTTRX)	73,735	773,000	796,339	
162	PLAINS EXPL AND PRODCTN (PXP)	148	3,133	4,094	
163	PLUM CREEK TIMBER REIT (PCL)	79	3,097	2,983	
164	PNC FINANCIAL GROUP INC (PNC)	42	3,028	2,217	
165	POLYCOM, INC (PLCM)	115	2,484	2,872	
166	POWERSHARES GLOBAL WATER PORTFOLIO (PHO)	3,858	73,678	65,046	
167	PRECISION CASTPARTS (PCP)	32	3,175	3,531	
168	PRICELINE COM INCORPORATED (PCLN)	60	7,404	13,105	
169	PROGRESS ENERGY INC (PGN)	100	4,916	4,101	
170	QIAGEN NV (QGEN)	598	9,895	13,353	
171	QUALCOMM INC (QCOM)	425	19,029	19,661	
172	RANGE RESOURCES CORP DEL (RRC)	56	3,586	2,792	
173	RESEARCH IN MOTION LTD NEW (RIMM)	320	20,949	21,613	

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:					4,314,639	4,460,545
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value		
174	ROCKWELL COLLINS INC (COL)	41	1,954		2,270	
175	ROPER INDUSTRIES NEW COMMON (ROP)	70	3,549		3,666	
176	SALESFORCE COM (CRM)	14	1,023		1,033	
177	SCANNA CORPORATION NEW (SCG)	69	2,279		2,600	
178	SEMPRA ENERGY COM (SRE)	100	5,844		5,598	
179	SILGAN HOLDINGS, INC - COMMON STOCK (SLGN)	52	2,712		3,010	
180	SIRONA DENTAL SYSTEMS INC (SIRO)	93	2,858		2,952	
181	ST JUDE MED INC (STJ)	545	19,947		20,045	
182	STAPLES INC (SPLS)	751	15,290		18,467	
183	STREETTRACKS GOLD SHARES (GLD)	58	4,220		6,224	
184	SUNOCO INC (SUN)	91	2,390		2,375	
185	T ROWE PRICE ASSOCIATES (TROW)	510	19,108		27,158	
186	TALECRIS BIOTHEAPEUTICS HLDG (TLCR)	85	1,815		1,893	
187	TD AMERITRADE HOLDING CORP (AMTD)	195	3,805		3,779	
188	TDSS (TDS-S)	100	4,554		3,020	
189	THE MOSAIC CO (MOS)	332	13,458		19,830	
190	TIFFANY & CO. (TIF)	38	1,199		1,634	
191	TIME WARNER CABLE INC (TWC)	46	5,275		1,904	
192	TOTAL FINA ELF S A (TOT)	76	4,860		4,867	
193	TRAVELERS COMPANIES INC (THE) (TRV)	130	5,153		6,482	
194	UDR INC (UDR)	181	3,537		2,976	
195	ULTRA PETROLEUM CORP (UPL)	88	4,776		4,388	
196	UNILEVER N V N Y (UN)	440	11,722		14,225	
197	UNITED TECHNOLOGIES CORP (UTX)	73	4,861		5,067	
198	UNIVERSAL HLTH SVC B (UHS)	54	1,686		1,647	
199	US BANCORP DEL NEW (USB)	225	7,894		5,065	
200	V F CORP (VFC)	21	1,705		1,538	
201	VERIZON COMMUNICATIONS (VZ)	511	19,654		16,929	
202	VODAFONE GROUP PLC (VOD)	530	15,292		12,238	
203	WAL-MART STORES INC (WMT)	40	2,004		2,138	
204	WASTE CONNECTIONS (WCN)	76	2,391		2,534	
205	WELLS FARGO & CO (WFC)	99	3,419		2,672	
206	WESTERN UNION CO (WU)	249	5,333		4,694	
207	WILLIAMS COS (WMB)	229	2,831		4,827	
208	WOLVERINE WORLDWIDE (WWW)	62	1,622		1,688	
209	WYNDHAM WORLDWIDE (WYN)	139	1,797		2,804	
210	XCEL ENERGY INC (XEL)	146	3,071		3,098	
211	XL GROUP PLC (XL)	106	1,679		1,943	
212	ZIMMER HOLDINGS INC (ZMH)	42	3,135		2,483	

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

TOTAL:		3,360	3,894
	Shares	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
1	2,000	2,025	2,020
2	1,000	1,335	1,874
3			
4			
5			
6			
7			
8			
9			
10			

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:		Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value
	Asset Description		
1	BACAP DIVERSIFIED REAL ESTATE LP	393,911	348,456
2			
3			
4			
5			
6			
7			
8			
9			
10			

TOTAL:	0	0	0
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