ENVELOPE POSTMARK DATE JUN 2 4 2010

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE JAMES R. WARREN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite: 2245-C ASHLEY CROSSING DRIVE PMB-12

City or town, state, and ZIP code: CHARLESTON, SC 29414

A Employer identification number: 20-0487512

B Telephone number: 843-722-0785

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 210,036.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	553.	553.		STATEMENT 1
	4 Dividends and interest from securities	4,012.	4,012.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<89,305.>			
	b Gross sales price for all assets on line 6a 356,878.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	<84,740.>	4,565.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	875.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	<700.>	58.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	989.	989.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,164.	1,047.		0.
	25 Contributions, gifts, grants paid	6,000.			6,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	7,164.	1,047.		6,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<91,904.>			
	b **Net investment income** (if negative, enter -0-)		3,518.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUL 0 2 2010 OGDEN, UT IRS-OSC

SCANNED JUL 2 9 2010

923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

09520608 350829 200487512 2009.03060 THE JAMES R. WARREN FAMILY 20048751

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	20,386.	14,570.	14,570.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	208,328.	170,948.	195,171.
	c Investments - corporate bonds	49,000.		
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DIVIDEND RECEIVABLE)	3.	295.	295.
	16 **Total assets** (to be completed by all filers)	277,717.	185,813.	210,036.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	277,717.	185,813.	
	30 **Total net assets or fund balances**	277,717.	185,813.	
	31 **Total liabilities and net assets/fund balances**	277,717.	185,813.	

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	277,717.
2	Enter amount from Part I, line 27a	2	<91,904.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	185,813.
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	185,813.

Form **990-PF** (2009)

923511
02-02-10

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 ST-SEE ATTACHED	P		
b	PUBLICLY TRADED SECURITIES LT-SEE ATTACHED	P		
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	252,304.		244,328.	7,976.
b	104,506.		201,855.	<97,349.>
c	68.			68.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				7,976.
b				<97,349.>
c				68.
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 <89,305.>

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	0.	271,484.	.000000
2007	11,500.	320,039.	.035933
2006	10,000.	288,450.	.034668
2005	21,936.	274,274.	.079978
2004	20,448.	260,764.	.078416

2	Total of line 1, column (d)	2	.228995
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	.045799
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	190,632.
5	Multiply line 4 by line 3	5	8,731.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	35.
7	Add lines 5 and 6	7	8,766.
8	Enter qualifying distributions from Part XII, line 4	8	6,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	70.
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	70.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	70.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	40.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	40.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	30.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	Refunded ▶		11	

Part VII-A Statements Regarding Activities

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

Form **990-PF** (2009)

923531
02-02-10

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

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

Website address ▶ N/A

14 The books are in care of ▶ JAMES R. WARREN Telephone no. ▶ 843-722-0785

Located at ▶ 2245-C ASHLEY CROSSING DRIVE PMB-12, CHARLESTON, ZIP+4 ▶ 29414

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

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

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☒ Yes ☐ No			
	If "Yes," list the years ▶ 2008 , , ,				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)		2b	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES R. WARREN 2245-C ASHLEY CROSSING DRIVE PMB-12 CHARLESTON, SC 29414	DIRECTOR 0.00	0.	0.	0.
JULIA B. WARREN 2245-C ASHLEY CROSSING DRIVE PMB-12 CHARLESTON, SC 29414	DIRECTOR 0.00	0.	0.	0.

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	171,334.
b	Average of monthly cash balances		1b	22,201.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	193,535.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	193,535.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	2,903.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	190,632.
6	**Minimum investment return.** Enter 5% of line 5		6	9,532.

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

1	Minimum investment return from Part X, line 6		1	9,532.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 70.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	70.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	9,462.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	9,462.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	9,462.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	6,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,000.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				9,462.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			6,248.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶$ 6,000.				
a Applied to 2008, but not more than line 2a			6,000.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			248.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				9,462.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

JAMES R. WARREN

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

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

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 Paid during the year				
COASTAL COMMUNITY FOUNDATION OF SC 90 MARY STREET CHARLESTON, SC 29403	UNRELATED	TAX EXEMPT	UNRESTRICTED	5,000.
CHARLESTON ANIMAL SOCIETY 2455 REMOUNT ROAD NORTH CHARLESTON, SC 29406	UNRELATED	TAX EXEMPT	UNRESTRICTED	1,000.
Total			▶ 3a	6,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	553.	
4 Dividends and interest from securities			14	4,012.	
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	<89,305.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<84,740.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <84,740.>

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

James R. Warren | 6/29/10 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	ROBERT M. BALDWIN, CPA PFS AEP	Date 06/08/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	BALDWIN & ASSOCIATES, LLC 293 EAST BAY STREET CHARLESTON, SC 29401	EIN	Phone no. 843-722-0785

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

SOURCE	AMOUNT
WELLS FARGO	553.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	553.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
WELLS FARGO	4,080.	68.	4,012.
TOTAL TO FM 990-PF, PART I, LN 4	4,080.	68.	4,012.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	875.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	875.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	58.	58.		0.
EXCISE TAX REFUND	<758.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<700.>	58.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	989.	989.		0.
TO FORM 990-PF, PG 1, LN 23	989.	989.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ISHARES IBOXX INV GRADE	5,932.	6,528.
AIM GLOBAL REAL ESTATE	3,543.	3,776.
MANAGERS AMG FDS TIMESSQUARE	6,466.	7,673.
AMERICAN CENTY MUT FDS	4,952.	5,660.
BLAIR WILLIAMS FDS INTL GROWTH	12,174.	13,274.
BLACKROCK LARGE CAP	10,454.	11,226.
ADVISORS INNER CIRCLE	13,129.	15,445.
DIAMOND HILL FDS SMALL CAP	5,616.	6,586.
GOLDMAN SACHS TR FINL	1,725.	1,725.
PARK AVE PORTFOLIO	6,539.	8,037.
HANCOCK JOHN CAP SER CLASSIC	11,243.	12,785.
HARBOR FUND INTL FD	10,688.	12,447.
HOTCHKIS & WILEY FDS	6,117.	7,356.
ARTIO GLOBAL INVT FDS	11,655.	12,799.
LEGG MASON VALUE TR	7,848.	9,138.
NUVEEN INVT TR II	5,844.	6,259.
PIMCO FDS PAC INVT	5,322.	5,732.
SECURITY EQUITY	4,867.	5,645.
TOUCHTONE STRATEGIC TR	11,595.	13,475.
WELLS FARGO FDS TR ADVANTAGE ENDEAVOR	14,600.	17,306.
WELLS FARGO FDS TR ADVANTAGE SMALL CAP	5,626.	6,769.
BLACKROCK FDS II INTL OPPORTUNITIES	5,013.	5,530.
TOTAL TO FORM 990-PF, PART II, LINE 10B	170,948.	195,171.

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Realized Gain/Loss Detail for Year

Short Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
AMERICAN CENTY MUT FDS VISTA FD INSTL	93 1910	11 6400	05/28/09	08/24/09	1,177 94	1,084 75	93 19
ARTIO GLOBAL INVT FDS INTL EQUITY FD II CL I	9 1990	10 2500	05/28/09	08/24/09	107 08	94 29	12 79
ASTON FUNDS MONTAG & CALDWELL GROWTH FD CL I	41 8690	16 8800	12/31/08	03/03/09	613 63	706 75	-93 12
	7 7770	16 8800	12/31/08	03/03/09	113 99	131 27	-17 28
BLACKROCK LARGE CAP SER FDS INC LARGE CAP VALUE FD CL A	142 0960	11 2600	05/28/09	08/24/09	1,776 19	1,600 00	176 19
	143 2430	11 2900	06/25/09	08/24/09	1,790 54	1,617 21	173 33
	79 3110	12 0900	07/27/09	08/24/09	991 39	958 87	32 52
	53 9110	12 0900	07/27/09	08/26/09	674 96	651 78	23 18
	14 9990	12 5200	08/25/09	08/26/09	187 79	187 79	0 00
COLUMBIA ACORN FUND CLASS A	15 5540	26 8600	06/13/08	03/03/09	210 93	417 79	-206 86
	1 0020	26 8600	06/13/08	03/03/09	13 58	26 92	-13 34
	3 8330	16 2600	12/11/08	03/03/09	52 09	62 32	-10 23
DIAMOND HILL FDS SMALL CAP FD CLASS A	69 5540	17 1900	05/28/09	08/24/09	1,357 70	1,195 64	162 06
DODGE & COX BALANCED FUND	4 5280	72 7300	03/31/08	03/03/09	188 68	329 29	-140 61
	10 9320	72 7300	03/31/08	03/03/09	455 53	795 08	-339 55
	0 1230	72 7300	03/31/08	03/03/09	5 12	8 98	-3 86

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	4 6640	69 8000	06/30/08	03/03/09	194 35	325 57	-131 22
	4 6220	64 2800	09/30/08	03/03/09	192 60	297 10	-104 50
	3 3570	49 2900	12/24/08	03/03/09	139 90	165 46	-25 56
EUROPACIFIC GROWTH FD CL F	57 6580	26 8900	12/24/08	03/03/09	1,305 14	1,550 42	-245 28
	31 8260	26 8900	12/24/08	03/03/09	720 42	855 80	-135 38
GOLDMAN SACHS BANK CD SALT LAKE CTY UT ACT/365 FDIC INSURED CPN 1 000% DUE 07/28/09 DTD 01/28/09 FC 07/28/09	48,000 0000	100 0000	01/23/09	07/28/09	48,000 00	48,000 00	0 00
GOLDMAN SACHS BK USA CD SALT LAKE CTY UT ACT/365 FDIC INSURED CPN 2 450% DUE 01/22/09 DTD 10/22/08 FC 01/22/09	49,000 0000	100 0000	10/15/08	01/22/09	49,000 00	49,000 00	0 00
GOLDMAN SACHS TR ILA MONEY MARKET PORT INSTL	15 7300	1 0000	03/03/08	03/03/09	15 70	15 73	-0 03
	14 1100	1 0000	04/01/08	03/03/09	14 09	14 11	-0 02
	11 5800	1 0000	05/01/08	03/03/09	11 56	11 58	-0 02
	10 9300	1 0000	06/02/08	03/03/09	10 91	10 93	-0 02
	10 2200	1 0000	07/01/08	03/03/09	10 20	10 22	-0 02
	10 3900	1 0000	08/01/08	03/03/09	10 38	10 39	-0 01
	10 5600	1 0000	09/02/08	03/03/09	10 55	10 56	-0 01
	10 0100	1 0000	10/01/08	03/03/09	10 00	10 01	-0 01

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	5 3400	1 0000	11/03/08	03/03/09	5 33	5 34	-0 01
	3 3800	1 0000	12/01/08	03/03/09	3 38	3 38	0 00
	2 7200	1 0000	01/02/09	03/03/09	2 72	2 72	0 00
	2 7300	1 0000	02/02/09	03/03/09	2 73	2 73	0 00
	0 9700	1 0000	03/02/09	03/03/09	0 97	0 97	0 00
GOLDMAN SACHS TR FINL SQUARE MONEY MKT FD INSTL CLASS	800 0000	1 0000	05/28/09	08/24/09	800 00	800 00	0 00
	0 0300	1 0000	06/01/09	08/24/09	0 03	0 03	0 00
	402 1900	1 0000	06/25/09	08/24/09	402 19	402 19	0 00
HARTFORD MUT FDS INC INTL GROWTH FD CL I	339 9430	7 0600	05/28/09	08/24/09	2,648 15	2,400 00	248 15
	357 1150	6 8900	06/25/09	08/24/09	2,781 93	2,460 52	321 41
	231 4730	7 4800	07/27/09	08/24/09	1,803 18	1,731 42	71 76
	84 8970	7 4800	07/27/09	08/26/09	657 09	635 03	22 06
	25 7160	7 7900	08/25/09	08/26/09	199 05	200 33	-1 28
HOTCHKIS & WILEY FDS MID CAP VALUE FD CL I	68 9120	13 4900	05/28/09	08/24/09	1,163 24	929 63	233 61
ISHARES IBOXX INV GRADE CORP BOND FUND ETF	413 0000	93 1000	03/05/09	05/26/09	40,011 85	38,737 67	1,274 18
	222 0000	93 1000	03/05/09	06/25/09	22,228 17	20,822 67	1,405 50
	178 0000	93 0600	03/05/09	06/25/09	17,822 60	16,691 45	1,131 15
	122 0000	93 0600	03/05/09	07/24/09	12,344 70	11,440 20	904 50
	76 0000	92 7199	03/13/09	07/24/09	7,690 15	7,119 59	570 56
	116 0000	92 7199	03/13/09	08/24/09	11,836 20	10,866 73	969 47

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
KINETICS MUT FDS INC SMALL CAP OPPORTUNITIES FD INSTL CL	47 8470	16 7200	05/28/09	08/24/09	899 04	800 00	99 04
	45 4430	17 2500	06/25/09	08/24/09	853 87	783 89	69 98
	5 9810	18 8700	07/27/09	08/24/09	112 39	112 87	-0 48
	35 6990	18 8700	07/27/09	08/26/09	674 70	673 63	1 07
	10 1430	18 8200	08/25/09	08/26/09	191 71	190 90	0 81
LEGG MASON VALUE TR INC NAVIGATOR VALUE TR	3 1700	33 4900	05/28/09	08/24/09	127 63	106 17	21 46
LORD ABBETT MID-CAP VALUE FD CL A	46 4920	9 7800	12/26/08	03/03/09	369 04	454 69	-85 65
MANAGERS AMG FDS TIMESSQUARE MID CAP GROWTH FD PREMIER CL	118 7780	9 3200	05/28/09	08/24/09	1,259 05	1,107 02	152 03
NEUBERGER BERMAN EQTY FD SMALL CAP GROWTH FD INV CL	85 0340	11 7600	05/28/09	08/24/09	1,133 50	1,000 00	133 50
	77 9480	12 4000	06/25/09	08/24/09	1,039 04	966 56	72 48
	29 3920	13 0300	07/27/09	08/24/09	391 80	382 99	8 81
	49 4310	13 0300	07/27/09	08/26/09	661 38	644 08	17 30
	15 1310	13 4000	08/25/09	08/26/09	202 46	202 76	-0 30
ROYCE FD LOW PRICED STK FD	30 0250	8 0900	12/11/08	03/03/09	219 34	242 90	-23 56
RS INVT TR GLOBAL NATL RESOURCE FUND	48 3090	24 8400	05/28/09	08/24/09	1,281 63	1,200 00	81 63
	53 1170	23 8300	06/25/09	08/24/09	1,409 19	1,265 79	143 40

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number. 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Short Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	20 4460	25 8000	07/27/09	08/24/09	542 44	527 51	14 93
	25 3720	25 8000	07/27/09	08/26/09	658 14	654 60	3 54
	7 2130	26 1400	08/25/09	08/26/09	187 11	188 56	-1 45
SATUIT CAP MGMT TR MICRO CAP FD CL A	21 4820	18 6200	05/28/09	08/24/09	471 09	400 00	71 09
	8 0620	19 4000	06/25/09	08/24/09	176 80	156 41	20 39
	12 0880	19 4000	06/25/09	08/26/09	264 72	234 50	30 22
	18 2320	21 1200	07/27/09	08/26/09	399 28	385 05	14 23
	8 9800	21 9100	08/25/09	08/26/09	196 67	196 76	-0 09
SECURITY EQUITY FD MID CAP VALUE SER CL A	79 9760	21 6000	05/28/09	08/24/09	2,036 18	1,727 49	308 69
TIAA-CREF INSTITUTIONL INTERNATIONAL EQUITY FD CL-R	171 1840	7 0100	05/28/09	08/24/09	1,347 21	1,200 00	147 21
	174 1050	6 9400	06/25/09	08/24/09	1,370 21	1,208 29	161 92
	74 6910	7 4300	07/27/09	08/24/09	587 82	554 96	32 86
	89 2090	7 4300	07/27/09	08/26/09	699 39	662 82	36 57
	20 1780	7 9100	08/25/09	08/26/09	158 20	159 61	-1 41
WELLS FARGO FDS TR ADVANTAGE SMALL CAP GROWTH FD ADMIN CL	60 2900	8 7500	05/28/09	08/24/09	616 16	527 54	88 62
Total - Short Term					**$252,303.79**	**$244,327.56**	**$7,976.23**

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ASTON FUNDS MONTAG & CALDWELL GROWTH FD CL I	858 6560	23 9300	08/05/05	03/03/09	12,584 41	20,547 63	-7,963 22
	1 1710	24 1600	09/20/05	03/03/09	17 16	28 28	-11 12
	6 3280	24 3300	12/20/05	03/03/09	92 74	153 97	-61 23
	2 5580	24 1200	03/14/06	03/03/09	37 48	61 70	-24 22
	1 9000	23 6300	06/20/06	03/03/09	27 84	44 89	-17 05
	2 2610	23 8800	09/19/06	03/03/09	33 13	54 00	-20 87
	4 0410	25 9400	12/21/06	03/03/09	59 22	104 82	-45 60
	13 9200	25 9400	12/21/06	03/03/09	204 01	361 08	-157 07
	2 6990	25 2700	03/20/07	03/03/09	39 55	68 21	-28 66
	3 1590	28 8300	09/18/07	03/03/09	46 29	91 08	-44 79
	5 0550	26 9200	12/18/07	03/03/09	74 08	136 09	-62 01
	242 9360	26 9200	12/18/07	03/03/09	3,560 50	6,539 84	-2,979 34
	38 9510	26 9200	12/18/07	03/03/09	570 87	1,048 57	-477 70
CALAMOS GROWTH FUND CLASS A	381 4830	46 4400	01/08/04	03/03/09	9,522 36	17,716 07	-8,193 71
	36 0430	46 4400	01/08/04	03/03/09	899 68	1,673 84	-774 16
	2 0110	50 6100	11/22/04	03/03/09	50 19	101 77	-51 58
	7 4330	53 1400	08/05/05	03/03/09	185 53	395 00	-209 47
	31 4540	53 6600	11/21/05	03/03/09	785 13	1,687 84	-902 71
	27 3000	54 1400	11/17/06	03/03/09	681 44	1,478 02	-796 58
	98 6120	56 9800	11/19/07	03/03/09	2,461 54	5,618 89	-3,157 35

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
COLUMBIA ACORN FUND CLASS A	373 9740	22 7800	01/08/04	03/03/09	5,071 64	8,519 11	-3,447 47
	0 8740	23 4500	06/03/04	03/03/09	11 85	20 50	-8 65
	24 0740	25 0600	12/14/04	03/03/09	326 47	603 29	-276 82
	1 4210	25 0600	12/14/04	03/03/09	19 27	35 61	-16 34
	10 5420	25 7000	06/09/05	03/03/09	142 96	270 92	-127 96
	0 7450	25 7000	06/09/05	03/03/09	10 10	19 14	-9 04
	2 5490	27 3600	08/05/05	03/03/09	34 56	69 73	-35 17
	1 7730	27 8300	12/13/05	03/03/09	24 04	49 33	-25 29
	28 9520	27 8300	12/13/05	03/03/09	392 63	805 74	-413 11
	0 6850	27 8300	12/13/05	03/03/09	9 28	19 06	-9 78
	8 0220	28 5800	06/08/06	03/03/09	108 79	229 28	-120 49
	1 0420	29 1300	12/11/06	03/03/09	14 13	30 34	-16 21
	50 6190	29 1300	12/11/06	03/03/09	686 46	1,474 53	-788 07
	2 0120	29 1300	12/11/06	03/03/09	27 28	58 61	-31 33
	7 8140	32 4300	06/07/07	03/03/09	105 96	253 40	-147 44
	1 0600	32 4300	06/07/07	03/03/09	14 37	34 39	-20 02
	0 6280	29 0400	12/13/07	03/03/09	8 51	18 23	-9 72
	46 7490	29 0400	12/13/07	03/03/09	633 98	1,357 59	-723 61
	2 9210	29 0400	12/13/07	03/03/09	39 61	84 82	-45 21
DODGE & COX BALANCED FUND	253 6600	74 0800	01/08/04	03/03/09	10,569 58	18,791 12	-8,221 54
	2 7810	75 0700	03/30/04	03/03/09	115 87	208 77	-92 90
	1 4280	75 0700	03/30/04	03/03/09	59 50	107 21	-47 71

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	2 9620	74 8500	06/30/04	03/03/09	123 42	221 70	-98 28
	3 2800	74 9200	09/30/04	03/03/09	136 67	245 71	-109 04
	2 9710	79 3000	12/31/04	03/03/09	123 79	235 63	-111 84
	8 6240	79 3000	12/31/04	03/03/09	359 34	683 90	-324 56
	2 1740	79 3000	12/31/04	03/03/09	90 58	172 41	-81 83
	3 1760	77 8200	03/31/05	03/03/09	132 33	247 16	-114 83
	1 5430	77 8200	03/31/05	03/03/09	64 29	120 05	-55 76
	0 0450	77 8200	03/31/05	03/03/09	1 87	3 53	-1 66
	3 3670	79 2900	07/01/05	03/03/09	140 29	266 96	-126 67
	7 2710	80 8600	08/05/05	03/03/09	302 97	587 90	-284 93
	3 5120	80 8200	09/30/05	03/03/09	146 34	283 82	-137 48
	3 7200	81 6400	01/03/06	03/03/09	155 00	303 69	-148 69
	8 1090	81 6400	01/03/06	03/03/09	337 89	662 05	-324 16
	0 1490	81 6400	01/03/06	03/03/09	6 20	12 15	-5 95
	3 4790	83 6700	04/04/06	03/03/09	144 96	291 10	-146 14
	0 6000	83 6700	04/04/06	03/03/09	25 00	50 17	-25 17
	4 0350	83 4400	07/03/06	03/03/09	168 13	336 66	-168 53
	4 4970	86 5200	10/02/06	03/03/09	187 38	389 04	-201 66
	4 1250	87 3200	01/03/07	03/03/09	171 88	360 23	-188 35
	22 0240	87 3200	01/03/07	03/03/09	917 72	1,923 11	-1,005 39
	0 5720	87 3200	01/03/07	03/03/09	23 83	49 93	-26 10
	3 9410	87 5000	04/02/07	03/03/09	164 21	344 87	-180 66
	2 8720	87 5000	04/02/07	03/03/09	119 67	251 26	-131 59

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	0 1310	87 5000	04/02/07	03/03/09	5 45	11 50	-6 05
	3 5740	89 9700	07/02/07	03/03/09	148 92	321 52	-172 60
	3 6360	88 9900	10/01/07	03/03/09	151 51	323 60	-172 09
	4 0060	81 3000	01/02/08	03/03/09	166 92	325 71	-158 79
	31 8630	81 3000	01/02/08	03/03/09	1,327 72	2,590 49	-1,262 77
	1 2710	81 3000	01/02/08	03/03/09	52 96	103 33	-50 37
EUROPACIFIC GROWTH FD CL F							
	221 6710	31 1800	01/08/04	03/03/09	5,017 71	6,911 69	-1,893 98
	15 6720	34 2600	12/21/04	03/03/09	354 74	536 91	-182 17
	17 8800	40 7400	12/30/05	03/03/09	404 72	728 45	-323 73
	33 1240	40 7400	12/30/05	03/03/09	749 79	1,349 47	-599 68
	15 6510	45 7800	12/28/06	03/03/09	354 27	716 50	-362 23
	43 2000	45 7800	12/28/06	03/03/09	977 87	1,977 71	-999 84
	11 9390	45 7800	12/28/06	03/03/09	270 24	546 57	-276 33
	614 6530	46 5200	02/27/07	03/03/09	13,913 22	28,593 67	-14,680 45
	31 1630	52 0200	12/17/07	03/03/09	705 40	1,621 09	-915 69
	112 8680	52 0200	12/17/07	03/03/09	2,554 87	5,871 37	-3,316 50
GOLDMAN SACHS TR ILA MONEY MARKET PORT INSTL							
	87 3000	1 0000	01/08/04	03/03/09	87 14	87 30	-0 16
	1 7900	1 0000	02/02/04	03/03/09	1 78	1 79	-0 01
	2 1100	1 0000	03/01/04	03/03/09	2 10	2 11	-0 01
	2 2400	1 0000	04/01/04	03/03/09	2 23	2 24	-0 01
	2 1900	1 0000	05/03/04	03/03/09	2 18	2 19	-0 01

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	2 3400	1 0000	06/01/04	03/03/09	2 33	2 34	-0 01
	0 7800	1 0000	07/01/04	03/03/09	0 77	0 78	-0 01
	3 1400	1 0000	08/02/04	03/03/09	3 13	3 14	-0 01
	3 6000	1 0000	09/01/04	03/03/09	3 59	3 60	-0 01
	3 9300	1 0000	10/01/04	03/03/09	3 92	3 93	-0 01
	4 5800	1 0000	11/01/04	03/03/09	4 57	4 58	-0 01
	5 0200	1 0000	12/01/04	03/03/09	5 01	5 02	-0 01
	5 9400	1 0000	01/03/05	03/03/09	5 92	5 94	-0 02
	6 4600	1 0000	02/01/05	03/03/09	6 44	6 46	-0 02
	6 3900	1 0000	03/01/05	03/03/09	6 37	6 39	-0 02
	7 6700	1 0000	04/01/05	03/03/09	7 65	7 67	-0 02
	8 0300	1 0000	05/02/05	03/03/09	8 01	8 03	-0 02
	8 9000	1 0000	06/01/05	03/03/09	8 88	8 90	-0 02
	9 0000	1 0000	07/01/05	03/03/09	8 98	9 00	-0 02
	9 8800	1 0000	08/01/05	03/03/09	9 86	9 88	-0 02
	1,173 9800	1 0000	08/05/05	03/03/09	1,171 87	1,173 98	-2 11
	12 9200	1 0000	09/01/05	03/03/09	12 89	12 92	-0 03
	13 8600	1 0000	10/03/05	03/03/09	13 83	13 86	-0 03
	15 0500	1 0000	11/01/05	03/03/09	15 02	15 05	-0 03
	15 4800	1 0000	12/01/05	03/03/09	15 45	15 48	-0 03
	17 1600	1 0000	01/03/06	03/03/09	17 12	17 16	-0 04
	17 7300	1 0000	02/01/06	03/03/09	17 69	17 73	-0 04
	16 6200	1 0000	03/01/06	03/03/09	16 59	16 62	-0 03

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	19 0000	1 0000	04/03/06	03/03/09	18 96	19 00	-0 04
	19 1300	1 0000	05/03/06	03/03/09	19 09	19 13	-0 04
	20 6600	1 0000	06/01/06	03/03/09	20 62	20 66	-0 04
	20 6100	1 0000	07/03/06	03/03/09	20 57	20 61	-0 04
	22 2900	1 0000	08/01/06	03/03/09	22 25	22 29	-0 04
	22 3400	1 0000	09/01/06	03/03/09	22 30	22 34	-0 04
	21 8100	1 0000	10/02/06	03/03/09	21 77	21 81	-0 04
	22 4100	1 0000	11/01/06	03/03/09	22 37	22 41	-0 04
	21 8700	1 0000	12/01/06	03/03/09	21 83	21 87	-0 04
	22 9200	1 0000	01/03/07	03/03/09	22 88	22 92	-0 04
	23 0300	1 0000	02/01/07	03/03/09	22 99	23 03	-0 04
	626 0400	1 0000	02/27/07	03/03/09	624 95	626 04	-1 09
	20 9800	1 0000	03/01/07	03/03/09	20 94	20 98	-0 04
	25 8600	1 0000	04/04/07	03/03/09	25 81	25 86	-0 05
	25 1900	1 0000	05/01/07	03/03/09	25 14	25 19	-0 05
	26 0500	1 0000	06/01/07	03/03/09	26 00	26 05	-0 05
	25 2800	1 0000	07/02/07	03/03/09	25 23	25 28	-0 05
	26 2000	1 0000	08/01/07	03/03/09	26 15	26 20	-0 05
	26 4200	1 0000	09/04/07	03/03/09	26 37	26 42	-0 05
	26 4100	1 0000	10/01/07	03/03/09	26 36	26 41	-0 05
	26 4100	1 0000	11/01/07	03/03/09	26 37	26 41	-0 04
	24 6700	1 0000	12/03/07	03/03/09	24 63	24 67	-0 04
	25 1800	1 0000	01/02/08	03/03/09	25 14	25 18	-0 04

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

WELLS FARGO ADVISORS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	21 6900	1 0000	02/01/08	03/03/09	21 65	21 69	-0 04
LORD ABBETT MID-CAP VALUE FD CL A	822 0590	18 9600	01/08/04	03/03/09	6,524 82	15,586 23	-9,061 41
	4 8250	22 4000	12/27/04	03/03/09	38 29	108 09	-69 80
	51 8810	22 4000	12/27/04	03/03/09	411 78	1,162 14	-750 36
	35 6610	21 5700	02/03/05	03/03/09	283 04	769 21	-486 17
	6 2910	21 5700	02/03/05	03/03/09	49 93	135 69	-85 76
	7 2260	22 4000	12/22/05	03/03/09	57 35	161 86	-104 51
	98 6050	22 4000	12/22/05	03/03/09	782 65	2,208 76	-1,426 11
	5 0430	22 4000	12/22/05	03/03/09	40 02	112 96	-72 94
	0 8470	22 2200	02/02/06	03/03/09	6 72	18 81	-12 09
	50 6210	22 2200	02/02/06	03/03/09	401 79	1,124 79	-723 00
	6 1620	22 2200	02/02/06	03/03/09	48 90	136 91	-88 01
	9 2220	22 3800	12/26/06	03/03/09	73 19	206 38	-133 19
	144 4060	22 3800	12/26/06	03/03/09	1,146 18	3,231 81	-2,085 63
	6 8860	22 3800	12/26/06	03/03/09	54 65	154 10	-99 45
	0 0700	22 5400	02/01/07	03/03/09	0 55	1 58	-1 03
	36 4090	22 5400	02/01/07	03/03/09	288 98	820 67	-531 69
	1 0250	22 5400	02/01/07	03/03/09	8 13	23 11	-14 98
	9 8540	18 7600	12/24/07	03/03/09	78 21	184 87	-106 66
	307 9460	18 7600	12/24/07	03/03/09	2,444 27	5,777 07	-3,332 80
	17 0440	18 7600	12/24/07	03/03/09	135 28	319 74	-184 46
	101 7750	16 4100	02/06/08	03/03/09	807 82	1,670 12	-862 30
	3 0130	16 4100	02/06/08	03/03/09	23 91	49 45	-25 54

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

Amended Date: 2/19/10

Account Number: 2243-2310
Command Account Number: 4070406762
JAMES WARREN TRUSTEE
U/W/O WARREN FAMILY
FOUNDATION U/A/D 12/04/2003

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ROYCE FD							
LOW PRICED STK FD	389 0860	14 5200	01/08/04	03/03/09	2,842 13	5,649 52	-2,807 39
	38 3560	15 1600	12/06/04	03/03/09	280 17	581 48	-301 31
	2 9160	15 1600	12/06/04	03/03/09	21 30	44 20	-22 90
	64 0470	15 4700	08/05/05	03/03/09	467 84	990 80	-522 96
	96 6280	15 4600	12/06/05	03/03/09	705 83	1,493 87	-788 04
	5 8070	15 4600	12/06/05	03/03/09	42 41	89 77	-47 36
	9 5230	16 9100	12/07/06	03/03/09	69 56	161 04	-91 48
	104 0800	16 9100	12/07/06	03/03/09	760 27	1,759 99	-999 72
	12 3960	16 9100	12/07/06	03/03/09	90 55	209 61	-119 06
	30 9990	14 9500	12/11/07	03/03/09	226 44	463 44	-237 00
	146 5060	14 9500	12/11/07	03/03/09	1,070 19	2,190 26	-1,120 07
	5 6780	14 9500	12/11/07	03/03/09	41 47	84 88	-43 41
Total - Long Term					**$104,506.37**	**$201,854.67**	**-$97,348.30**

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS