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: THOMAS AND CINDY MASSIE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 44945 VIA RENAISSANCE

City or town, state, and ZIP code: TEMECULA, CA 92590

A Employer identification number: 20-0491278

B Telephone number: 800-551-9707

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) ▶$ 2,342,659.

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	550,000.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	27,095.	27,095.		STATEMENT 1
4 Dividends and interest from securities	11,525.	11,525.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<74,324.>			
b Gross sales price for all assets on line 6a 628,203.				
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	514,296.	38,620.		
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 STMT 3	4,817.	4,817.		0.
b Accounting fees STMT 4	2,425.	2,425.		0.
c Other professional fees STMT 5	45.	45.		0.
17 Interest				
18 Taxes STMT 6	908.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	7,604.	0.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	15,799.	7,287.		0.
25 Contributions, gifts, grants paid	110,000.			110,000.
26 **Total expenses and disbursements** Add lines 24 and 25	125,799.	7,287.		110,000.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	388,497.			
b **Net investment income** (if negative, enter -0-)		31,333.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	86,640.	620,056.	620,056.
	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 8	1,039,778.	995,219.	639,853.
	c Investments - corporate bonds STMT 9	700,226.	599,866.	614,000.
	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 ▶)			
	16 **Total assets** (to be completed by all filers)	1,826,644.	2,215,141.	1,873,909.
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	1,826,644.	2,215,141.	
	30 **Total net assets or fund balances**	1,826,644.	2,215,141.	
	31 **Total liabilities and net assets/fund balances**	1,826,644.	2,215,141.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,826,644.
2	Enter amount from Part I, line 27a	2	388,497.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,215,141.
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	2,215,141.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	J.P. MORGAN SECURITIES. A/C#720-11925	P	VARIOUS	VARIOUS
b	J.P. MORGAN SECURITIES. A/C#720-11075	P	VARIOUS	VARIOUS
c	J.P. MORGAN SECURITIES. A/C#720-04483	P	VARIOUS	VARIOUS
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	87,221.		109,292.	<22,071.>
b	166,212.		193,235.	<27,023.>
c	374,770.		400,000.	<25,230.>
d				
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) 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	
a				<22,071.>
b				<27,023.>
c				<25,230.>
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	<74,324.>
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	48,000.	1,297,116.	.037005
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	.037005
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	.037005
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,266,829.
5 Multiply line 4 by line 3	5	46,879.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	313.
7 Add lines 5 and 6	7	47,192.
8 Enter qualifying distributions from Part XII, line 4	8	110,000.

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 ▶ [X] and enter 1% of Part I, line 27b		1	313.
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	313.
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	313.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
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	0.
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	313.
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)? *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*	1b		X
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) ▶ CA			
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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ THOMAS MASSIE Telephone no ▶800-551-9707

Located at ▶44945 VIA RENAISSANCE, TEMECULA, CA ZIP+4 ▶92590

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

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	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 ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
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)*

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
THOMAS MASSIE C/O OUTDOOR CHANNEL, IN 43445 BUSINESS PARK DRIVE, STE. 113 TEMECULA, CA 92590	DIRECTOR 0.00	0.	0.	0.
CINDY MASSIE C/O OUTDOOR CHANNEL, INC 43445 BUSINESS PARK DRIVE, STE. 113 TEMECULA, CA 92590	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	0.
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	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,160,882.
b	Average of monthly cash balances	1b	125,239.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,286,121.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,286,121.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,292.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,266,829.
6	**Minimum investment return** Enter 5% of line 5	6	63,341.

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	63,341.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 313.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	313.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	63,028.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,028.
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	63,028.

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	110,000.
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	110,000.
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	313.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	109,687.

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				63,028.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			15,997.	
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 ▶ $ 110,000.				
a Applied to 2008, but not more than line 2a			15,997.	
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				63,028.
e Remaining amount distributed out of corpus	30,975.			
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	30,975.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
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	30,975.			
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 30,975.				

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))

SEE STATEMENT 10

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 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

THOMAS MASSIE, THOMAS AND CINDY MASSIE FOUNDATION, 800-551-9707
44945 VIA RENAISSANCE, TEMECULA, CA 92590

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

ANY

c Any submission deadlines

NONE

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

NONE

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				
ANCHORAGE FIRST COVENANT 1145 C STREET ANCHORAGE, AK 99501-4420	NONE	EXEMPT	DONATION	30,000.
NOME ARTS COUNCIL INC. PO BOX 233 NOME, AK 99762	NONE	EXEMPT	DONATION	10,000.
KNBA RADIO 3600 SAN JERONIMO DR, STE 480 ANCHORAGE, AK 99508	NONE	EXEMPT	DONATION	20,000.
ECCAK PO BOX 770749 EAGLE RIVER, AK 99577	NONE	EXEMPT	DONATION	50,000.
Total			▶ 3a	110,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

923611 02-02-10

11131108 723455 T&CMASSIEFDN 2009.03060 THOMAS AND CINDY MASSIE FOU T&CMASS1

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	27,095.	
4 Dividends and interest from securities			14	11,525.	
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	<74,324.>	
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.		<35,704.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <35,704.>

(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

Signature of officer or trustee [signature] Date 11-9-2010 Title President

Paid Preparer's Use Only

Preparer's signature	Margot C Andrews	Date 11-9-10	Check if self-employed ☐ Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	KUSHNER, SMITH, JOANOU & GREGSON, LLP 8105 IRVINE CENTER DRIVE, SUITE 1000 IRVINE, CA 92618	EIN	Phone no (949)261-2808

. **Schedule B** (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
THOMAS AND CINDY MASSIE FOUNDATION	20-0491278

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THOMAS AND CINDY MASSIE FOUNDATION	20-0491278

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS MASSIE 44945 VIA RENAISSANCE TEMECULA, CA 92590	$ 550,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # . 090L
Account : zzzMassie, Thomas - FND Div / 720-11075
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
53 00	***TELEFONICA SA SPONSORED ADR REPSTG 3 ORD SHS	Symbol TEF	1/16/08	95 160	5,043.48	1/15/09	59 865	3,172.85	(1,870 63)	
31 00	APPLE INC	Symbol AAPL	2/23/07	89 340	2,739.54	1/15/09	83 009	2,573 29		(196 25)
164 00	AUTOMATIC DATA PROCESSING INC	Symbol ADP	1/16/08	40.040	6,566 56	1/15/09	39 103	6,412 86	(153 70)	
521 00	BANK OF AMERICA CORP	Symbol. BAC	1/15/09	8.670	4,517 07	2/20/09	3 380	1,760 97	(2,756.10)	
74.00	DEVRY INC-DEL	Symbol: DV	1/16/08	57.060	4,222.44	1/15/09	55.130	4,079.59	(142 85)	
254.00	DUKE ENERGY CORPORATION (HOLDING COMPANY) NEW	Symbol· DUK	1/16/08	19.920	5,059 68	1/15/09	14 720	3,738 85	(1,320 83)	

The information contained herein has been obtained from sources deemed to be reliable but not guaranteed for accuracy by Bear Stearns, a division of J.P. Morgan Securities Inc.
All closing transactions will be treated on a FIFO basis unless an accurately specified versus purchase trailer is entered.

Unless your Investment Professional has updated all acquisition costs for securities not purchased at Bear Stearns, a division of J.P. Morgan, updated lots purchased prior to 1995, and reviewed the effects of corporate actions and journal entries, this report may contain inaccuracies. Please use your monthly statement as the Official record of your activity. Contact your Investment Professional for additional information.

Due to the reporting requirements of some financial transactions, the information on this report may not match the 1099.

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Div / 720-11075
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
116 00	ELI LILLY & CO	Symbol LLY	1/16/08	56.180	6,516 88	1/15/09	37.203	4,315 50	(2,201.38)	
31 00	GENUINE PARTS CO	Symbol· GPC	1/16/08	41.850	1,297.35	1/15/09	36 640	1,135.83	(161 52)	
413 00	HANGER ORTHOPEDIC GROUP INC NEW	Symbol: HGR	1/16/08	10.275	4,243 50	1/15/09	13 233	5,465 09	1,221 59	
10.00	HEWLETT PACKARD CO	Symbol HPQ	4/20/06	33 800	338 00	1/15/09	35 580	355 80		17 80
45 00	HEWLETT PACKARD CO	Symbol HPQ	7/26/06	30.750	1,333 75	1/15/09	35 580	1,601 09		217 34
93 00	HEWLETT PACKARD CO	Symbol· HPQ	1/16/08	44.600	4,147.80	1/15/09	35 580	3,308 92	(838 88)	
Sub Total of	Security			:	5,869 55			5,265 81	(838.88)	235 14
20 00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol· IBM	4/20/06	82.080	1,641 60	1/15/09	83 790	1,675 79		34 19
5.00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol. IBM	7/11/06	75 680	378 40	1/15/09	83 790	418.95		40 55

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BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L

Account : zzzMassie, Thomas - FND Div / 720-11075

Home : 951-695-7524

Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
10 00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol: IBM	7/18/06	73.783	737.83	1/15/09	83 789	837 89		100 06
10.00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol: IBM	2/27/07	94 995	949 95	1/15/09	83.789	837 89		(112.06)
5.00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol: IBM	6/6/07	103 638	518 19	1/15/09	83 790	418 95		(99 24)
14.00	INTERNATIONAL BUSINESS MACHINES CORP	Symbol. IBM	1/16/08	102.260	1,431.64	1/15/09	83.789	1,173.05	(258 59)	
Sub Total of	Security			:	5,657 61			5,362 52	(258 59)	(36 50)
765 00	ISHARES TRUST RUSSELL 3000 INDEX FD	Symbol IWV	10/15/08	53 776	41,138 56	1/15/09	48 710	37,263 17	(3,875 39)	
307 00	ISHARES TRUST RUSSELL 3000 INDEX FD	Symbol: IWV	10/29/08	53 420	16,400.03	1/15/09	48 710	14,953.98	(1,446 05)	
394.00	ISHARES TRUST RUSSELL 3000 INDEX FD	Symbol IWV	11/24/08	48 944	19,283 90	1/15/09	48.710	19,191.74	(92.16)	
Sub Total of	Security			:	76,822 49			71,408 89	(5,413 60)	0 00
75.00	JOHNSON & JOHNSON	Symbol JNJ	4/20/06	58.290	4,371.75	1/15/09	57 580	4,318 47		(53 28)
10 00	JOHNSON & JOHNSON	Symbol: JNJ	7/6/07	62.100	621 00	1/15/09	57 580	575 80		(45 20)

BEAR STEARNS
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Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Div / 720-11075
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
11 00	JOHNSON & JOHNSON	Symbol JNJ	1/16/08	68.410	752 51	1/15/09	57 579	633 37	(119 14)	
Sub Total of	Security			:	5,745.26			5,527 64	(119 14)	(98 48)
45 00	JPMORGAN CHASE & CO FORMERLY J P MORGAN CHASE AND CO	Symbol: JPM	4/20/06	42.460	1,910.70	1/15/09	25 710	1,156.94		(753 76)
111.00	JPMORGAN CHASE & CO FORMERLY J P MORGAN CHASE AND CO	Symbol· JPM	1/16/08	41.960	4,657 56	1/15/09	25 710	2,853.79	(1,803 77)	
Sub Total of	Security			:	6,568 26			4,010.73	(1,803 77)	(753 76)
10.00	KIMBERLY CLARK CORP	Symbol KMB	1/16/08	66 930	669 30	1/15/09	52 229	522.29	(147 01)	
45 00	MCDONALDS CORP	Symbol. MCD	1/16/08	52.810	2,376 45	1/15/09	58 260	2,621 68	245 23	
67 00	MICROSOFT CORP	Symbol· MSFT	4/20/06	27.070	1,813 69	1/15/09	19.070	1,277.68		(536 01)
25 00	MICROSOFT CORP	Symbol MSFT	5/19/06	22 755	568.88	1/15/09	19 070	476 75		(92 13)

BEAR STEARNS
a division of J P. Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
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Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
60 00	MICROSOFT CORP		6/6/06	22.030	1,321 80	1/15/09	19 070	1,144 19		(177 61)
		Symbol· MSFT								
Sub Total of	Security			:	3,704 37			2,898 62	0 00	(805 75)
36 00	MONSANTO CO NEW		2/23/07	55 910	2,012 76	1/15/09	77.949	2,806.18		793 42
		Symbol· MON								
4 00	MONSANTO CO NEW		1/16/08	114 120	456 48	1/15/09	77 950	311.80	(144 68)	
		Symbol. MON								
Sub Total of	Security			:	2,469 24			3,117 98	(144 68)	793 42
42.00	NUCOR CORP		1/16/08	53.060	2,228 52	1/15/09	40 600	1,705 19	(523.33)	
		Symbol· NUE								
233 00	ORACLE CORP		1/16/08	21.640	5,042 12	1/15/09	16 450	3,832 82	(1,209 30)	
		Symbol. ORCL								
121 00	PERRIGO CO		1/16/08	34 620	4,189.02	1/15/09	29 270	3,541.65	(647 37)	
		Symbol: PRGO								
90 00	PFIZER INC		4/20/06	24 920	2,242 80	1/15/09	17 190	1,547 09		(695 71)
		Symbol. PFE								

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Div / 720-11075
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
2 00	PFIZER INC	Symbol: PFE	1/16/08	23.590	47 18	1/15/09	17 190	34 38	(12 80)	
Sub Total of	Security			:	2,289.98			1,581.47	(12.80)	(695 71)
166.00	PORTLAND GENERAL ELECTRIC CO NEW	Symbol POR	1/16/08	25 500	4,233.00	1/15/09	18 310	3,039 44	(1,193 56)	
126 00	QUALCOMM INC	Symbol: QCOM	1/16/08	39 930	5,031.18	1/15/09	34 770	4,380 99	(650 19)	
231.00	SYSCO CORP	Symbol: SYY	1/16/08	28.560	6,597.36	1/15/09	23 550	5,440 01	(1,157 35)	
847 00	TRW AUTOMOTIVE HOLDINGS INC	Symbol: TRW	1/15/09	3.300	2,795.10	3/9/09	1 521	1,288 70	(1,506 40)	
220.00	WALT DISNEY CO	Symbol: DIS	1/16/08	29.740	6,542 80	1/15/09	21.260	4,677 17	(1,865 63)	

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Div / 720-11075
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
240 00	WINN DIXIE STORES INC		1/16/08	17.362	4,166.81	1/15/09	13 890	3,333 58	(833 23)	
		Symbol. WINN								
Sub Total of Common Stock				:	193,234 92			166,212.01	(25,465 02)	(1,557 89)
Sub Total of LONG TRANSACTIONS				:	193,234 92			166,212 01	(25,465 02)	(1,557.89)
Grand Total:					193,234 92			166,212 01	(25,465 02)	(1,557 89)

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All closing transactions will be treated on a FIFO basis unless an accurately specified versus purchase trailer is entered.

Unless your Investment Professional has updated all acquisition costs for securities not purchased at Bear Stearns, a division of J.P. Morgan, updated lots purchased prior to 1995, and reviewed the effects of corporate actions and journal entries, this report may contain inaccuracies. Please use your monthly statement as the Official record of your activity. Contact your Investment Professional for additional information.

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BEAR STEARNS
a division of J.P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L

Account : Massie, Thomas - FND + / 720-04483

Home :

Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Corporate Bond										
100,000 00	BEAR STEARNS COS INC 3 YR NOTES LKD TO PERFORMANCE OF THE US ADAGIO STRATGY INDEX	2/26/10 Cusip 073928T60060	2/23/07	100 000	100,000 00	11/20/09	74 395	74,395 00		(25,605 00)
100,000 00	FEDERAL HOME LOAN BANK	2/8/18 Cusip. 3133XNZE2060	1/15/08	100 000	100,000 00 A	1/30/09	100 000	100,000 00		
100,000 00	FEDERAL NATIONAL MTG ASSN STEP COUPON 5 TO 1/13,6 TO 1/18, THEN 7	1/30/23 Cusip· 3136F8F83060	1/16/08	100.000	100,000 00 A	4/30/09	100.000	100,000 00		
Sub Total of Corporate Bond			:		300,000 00			274,395 00	0 00	(25,605 00)
CD										
100,000 00	FIRSTBANK P R SANTURCE C/D FDIC INS TO LIMITS	Cusip 337629MK2060	2/8/08	1 000	100,000 00	4/21/09	1 004	100,375 00		375 00

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All closing transactions will be treated on a FIFO basis unless an accurately specified versus purchase trailer is entered.

⁂ Cost Basis to be provided by Customer or otherwise not available.

A - Amortized Value

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** Total may be incomplete as one or more of the tax lots that comprise this total need to be updated by customer or are otherwise not available.

Due to the reporting requirements of some financial transactions, the information on this report may not match the 1099.

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : Massie, Thomas - FND + / 720-04483
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Private Security										
15,000 00	OUTDOOR CHANNEL HLDGS INC RSTD		3/27/09	0 000	0 00 ⁕	5/14/09	0 000	0 00	N/A	N/A
Sub Total of LONG TRANSACTIONS	(Total may be incomplete**) :				400,000 00			374,770 00	0 00	(25,230 00)
Grand Total:	(Totals may be incomplete**)				400,000 00			374,770 00	0 00	(25,230 00)

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⁕ Cost Basis to be provided by Customer or otherwise not available.
A - Amortized Value

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Due to the reporting requirements of some financial transactions, the information on this report may not match the 1099.

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Int'l / 720-11925
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
25 00	***ASTRAZENECA PLC SPONSORED ADR	Symbol. AZN	4/21/06	53 440	1,336.00	1/15/09	40 240	1,005 99		(330.01)
4.00	***ASTRAZENECA PLC SPONSORED ADR	Symbol· AZN	2/22/07	56.860	227.44	1/15/09	40 240	160 96		(66 48)
Sub Total of	Security				1,563 44			1,166 95	0 00	(396 49)
281 00	***BARCLAYS PLC-ADR	Symbol. BCS	1/15/09	7.874	2,212 60	3/6/09	3.589	1,008 53	(1,204 07)	
41.00	***BAYER AKTIENGESELLSCHAFT ADR	Symbol· BAYRY	1/16/08	89.100	3,653 10	1/15/09	56 510	2,316.89	(1,336 21)	
6.00	***BP P L C SPONSORED ADR (FRM BP AMOCO PLC)	Symbol· BP	2/22/07	61 657	369.94	1/15/09	43 108	258 65		(111 29)
6 00	***DEUTSCHE TELEKOM AG SPONSORED ADR	Symbol DT	1/16/08	22 030	132 18	1/15/09	13 318	79 91	(52.27)	

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BEAR STEARNS
a division of J.P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L

Account : zzzMassie, Thomas - FND Int'l / 720-11925

Home : 951-695-7524

Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
89.00	***DISTRIBUCION Y SERVICIO D & S SA-SPONSORED ADR REPSTG 60 COM	Cusip. 254753106000	1/15/09	24.350	2,167 15	1/29/09	24.480	2,178 72	11 57	
19 00	***ELBIT SYSTEMS LTD-ORD	Symbol ESLT	1/16/08	59.544	1,131.34	1/15/09	49 299	936.69	(194 65)	
3 00	***ENI S P A SPONSORED ADR REPRESENTING 5 ORD	Symbol· E	4/21/06	60.640	181.92	1/15/09	43 257	129 77		(52 15)
17 00	***FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR	Symbol FMS	1/16/08	56 100	953 70	1/15/09	44.209	751 56	(202 14)	
53.00	***GDF SUEZ SPONSORED ADR	Symbol· GDFZY	1/16/08	70.370	3,729.60	1/15/09	41 400	2,194 18	(1,535 42)	
13 00	***GLAXOSMITHKLINE PLC SPONSORED ADR(FRM GLAXO WELL)	Symbol· GSK	2/22/07	56.490	734 37	1/15/09	36 419	473 45		(260 92)

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BEAR STEARNS
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Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Int'l / 720-11925
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
5.00	***HSBC HOLDINGS PLC SPONSORED ADR NEW	Symbol HBC	9/27/06	91.572	457.86	1/15/09	40.300	201.50		(256 36)
45.00	***HSBC HOLDINGS PLC SPONSORED ADR NEW	Symbol· HBC	2/22/07	89 350	4,020 75	1/15/09	40 300	1,813 48		(2,207 27)
Sub Total of	Security				4,478 61			2,014.98	0 00	(2,463 63)
245 00	***ING GROEP NV-SPONSORED ADR	Symbol. ING	1/15/09	9.026	2,211.30	2/24/09	4 807	1,177.73	(1,033 57)	
81 00	***PERDIGAO S A INDUSTRIA SPONSORED ADR REPSTG COM	Cusip· 71361V303000	1/16/08	45.840	3,713 04	1/15/09	26 900	2,178 88	(1,534 16)	
115.00	***REPSOL YPF SA SPONSORED ADR	Symbol· REP	1/16/08	32.740	3,765.10	1/15/09	19 040	2,189.58	(1,575 52)	
181 00	***ROYAL BANK OF SCOTLAND GROUP PLC ADR REPSTG 20 ORD SH	Symbol RBS	1/15/09	12.250	2,217.25	1/30/09	6.440	1,165 63	(1,051 62)	
45 00	***ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	Symbol RDSA	4/21/06	68 880	3,099 60	1/15/09	49 609	2,232 40		(867 20)

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Int'l / 720-11925
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
8 00	***ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	Symbol: RDSA	2/22/07	66 500	532.00	1/15/09	49 609	396 87		(135 13)
Sub Total of	Security			:	3,631 60			2,629 27	0 00	(1,002 33)
39.00	***TELEFONICA SA SPONSORED ADR REPSTG 3 ORD SHS	Symbol TEF	1/16/08	95 160	3,711 24	1/15/09	59 865	2,334 73	(1,376.51)	
2 00	***TOTAL S A 1 ADR REPRESENTING 1 ORD SHS	Symbol TOT	4/21/06	68.570	137.14	1/15/09	48.775	97 55		(39.59)
21.00	***UNILEVER N V NEW YORK SHS NEW ADR	Symbol. UN	1/16/08	32 690	686 49	1/15/09	23 520	493 91	(192 58)	
95 00	***UNILEVER PLC SPONSORED ADR NEW	Symbol· UL	1/15/09	23.061	2,190 81	8/27/09	26 919	2,557 33	366 52	
460.00	ISHARES TRUST MSCI EAFE INDEX FUND	Symbol EFA	10/9/08	44 002	20,240 92	1/15/09	40 260	18,519 50	(1,721 42)	
649.00	ISHARES TRUST MSCI EAFE INDEX FUND	Symbol. EFA	10/29/08	43 383	28,155 63	1/15/09	40 260	26,128 59	(2,027 04)	

BEAR STEARNS
a division of J P. Morgan

Realized Gain/Loss Report

(Excluding Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : BLAND,GARRETT Q. AE # : 090L
Account : zzzMassie, Thomas - FND Int'l / 720-11925
Home : 951-695-7524
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
302 00	ISHARES TRUST MSCI EAFE INDEX FUND	Symbol· EFA	10/31/08	45.009	13,592.69	1/15/09	40 260	12,158 45	(1,434 24)	
Sub Total of	**Security**			:	61,989 24			56,806 54	(5,182 70)	0.00
Sub Total of	**Common Stock**			:	105,561 16			85,141 43	(16,093 33)	(4,326 40)
Preferred Stock										
141 00	***BRASIL TELECOM S A SPONSORED ADR REPSTG PFD SHS	Symbol BTM	1/16/08	26 460	3,730.86	1/15/09	14 750	2,079.73	(1,651 13)	
Sub Total of	**LONG TRANSACTIONS**			:	109,292.02			87,221 16	(17,744 46)	(4,326.40)
Grand Total:					109,292.02			87,221 16	(17,744 46)	(4,326 40)

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

SOURCE	AMOUNT
J.P. MORGAN SECURITIES	27,095.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	27,095.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
J.P. MORGAN SECURITIES	11,525.	0.	11,525.
TOTAL TO FM 990-PF, PART I, LN 4	11,525.	0.	11,525.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,817.	4,817.		0.
TO FM 990-PF, PG 1, LN 16A	4,817.	4,817.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUTING & TAX	2,425.	2,425.		0.
TO FORM 990-PF, PG 1, LN 16B	2,425.	2,425.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	45.	45.		0.
TO FORM 990-PF, PG 1, LN 16C	45.	45.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX EXPENSE	848.	0.		0.
STATE TAXES PAID	60.	0.		0.
TO FORM 990-PF, PG 1, LN 18	908.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEES	7,297.	0.		0.
MISCELLANEOUS	307.	0.		0.
TO FORM 990-PF, PG 1, LN 23	7,604.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK INVESTED THRU BEAR STEARNS ACCTS	995,219.	639,853.
TOTAL TO FORM 990-PF, PART II, LINE 10B	995,219.	639,853.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME INVESTMENTS THRU BEAR STEARNS	599,866.	614,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	599,866.	614,000.

FORM 990-PF PART XV - LINE 1A STATEMENT 10
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

THOMAS MASSIE C/O OUTDOOR CHANNEL, IN
CINDY MASSIE C/O OUTDOOR CHANNEL, INC

Form 8868
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	Employer identification number
	THOMAS AND CINDY MASSIE FOUNDATION	20-0491278
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O box, see instructions 44945 VIA RENAISSANCE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TEMECULA, CA 92590	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ THOMAS MASSIE 44945 VIA RENAISSANCE - TEMECULA, CA 92590

Telephone No ▶ 800-551-9707 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______, and ending ______.

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 880.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 880.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

16110512 723455 T&CMASSIEFDN 2009.03040 THOMAS AND CINDY MASSIE FOU T&CMASS1

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed)

Type or print. File by the extended due date for filing the return See instructions		
Name of Exempt Organization		Employer identification number
THOMAS AND CINDY MASSIE FOUNDATION		20-0491278
Number, street, and room or suite no If a P O box, see instructions 44945 VIA RENAISSANCE		For IRS use only
City, town or post office, state, and ZIP code For a foreign address, see instructions TEMECULA, CA 92590		

Check type of return to be filed (File a separate application for each return)

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ THOMAS MASSIE 44945 VIA RENAISSANCE - TEMECULA, CA 92590

Telephone No ▶ 800-551-9707 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010

5 For calendar year 2009 , or other tax year beginning ____, and ending ____

6 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 880.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069 enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 880.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Margaret C Andrews Title ▶ C.P.A. Date ▶ 3/9/10

923832
05-26-09