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

OMB No 1545-0052

2009

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation C.T. HERRING CHARITABLE FOUNDATION		A Employer identification number 20-0548629
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 806-337-1320
	City or town, state, and ZIP code AMARILLO TX 79159		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,282,975		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	5,302	5,302	5,302	
4 Dividends and interest from securities	80,055	80,055	80,055	
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	-167,843			
b Gross sales price for all assets on line 6a	570,060			
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			2,358	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total. Add lines 1 through 11	-82,486	85,357	87,715	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	515	515	515	0
c Other professional fees (attach schedule)	27,696	27,696	27,696	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	805	805	805	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	18,132	18,132	18,132	
23 Other expenses (attach schedule)	0	0	0	0
24 Total operating and administrative expenses. Add lines 13 through 23	47,148	47,148	47,148	0
25 Contributions, gifts, grants paid	106,957			106,957
26 Total expenses and disbursements. Add lines 24 and 25	154,105	47,148	47,148	106,957
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-236,591			
b Net investment income (if negative, enter -0-)		38,209		
c Adjusted net income (if negative, enter -0-)			40,567	

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing	40,911	30,202	30,202
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts	0	0	0
	4 Pledges receivable			
	Less: allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	85,221	249,240	247,383
	b Investments—corporate stock (attach schedule)	2,393,451	1,986,619	1,954,143
	c Investments—corporate bonds (attach schedule)	16,507	51,688	51,246
Liabilities	11 Investments—land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	0	0	0
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)	0	0	0
	15 Other assets (describe MINERAL INTEREST)	1	1	1
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,536,091	2,317,750	2,282,975
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,536,091	2,317,750	
	30 Total net assets or fund balances (see page 17 of the instructions)	2,536,091	2,317,750	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,536,091	2,317,750	

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	2,536,091
2 Enter amount from Part I, line 27a	2	-236,591
3 Other increases not included in line 2 (itemize) CONTRIBUTION RECEIVED	3	18,250
4 Add lines 1, 2, and 3	4	2,317,750
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	2,317,750

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE DETAIL A/C 23 01 3587 0 02	P	7/8/2008	1/20/2009
b SEE DETAIL A/C 23 01 3587 0 02	P	6/26/2008	8/21/2009
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 147,929	0	145,571	2,358
b 422,131	0	592,332	-170,201
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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 0	0	0	2,358
b 0	0	0	-170,201
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-167,843
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }	3	2,358

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	97,336	0	0.000000
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 Total of line 1, column (d)	2	0.000000
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.000000
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	563
7 Add lines 5 and 6	7	563
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	125,089

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

1 a. Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	563
b. Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c. All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	563
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	563
6 Credits/Payments.			
a. 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	0	
b. Exempt foreign organizations—tax withheld at source	6b		
c. Tax paid with application for extension of time to file (Form 8868)	6c	0	
d. Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	10
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	573
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	0
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>		11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a. During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b. Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c. Did the foundation file Form 1120-POL for this year?		X
d. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a. Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b. If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		X
8 a. Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> TX _____		
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		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ HERRING NATIONAL BANK TRUST DEPARTME Telephone no ▶ 806-337-1320 Located at ▶ PO BOX 50488 AMARILLO TX ZIP+4 ▶ 79159-0488			
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	1,087		

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

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

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? If "Yes" to 6b, file Form 8870**6b****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?**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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CC BURGESS BOX 50488 AMARILLO TX 79159	CHAIRMAN	00	0	0
JANE SLEMP BURGESS BOX 50488 AMARILLO TX 79159	CHAIRMAN	.00	0	0
		00	0	0
		00	0	0
		.00	0	0

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

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

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

☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 CATHOLIC EDUCATION	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	0
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	0
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	0
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0
6	Minimum investment return. Enter 5% of line 5	6	0

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	0
2a	Tax on investment income for 2009 from Part VI, line 5	2a	563
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	563
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	-563
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	-563
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	-563

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	125,089
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	125,089
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	563
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	124,526

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				-563
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				97,336
f Total of lines 3a through e	97,336			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 125,089				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				0
e Remaining amount distributed out of corpus	125,089			
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	222,425			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	563			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	221,862			
10 Analysis of line 9				
a Excess from 2005				0
b Excess from 2006				0
c Excess from 2007				0
d Excess from 2008				97,336
e Excess from 2009				124,526

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

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

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

☒ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0	0			0
0	0	0	0	0
125,089	98,165	41,684		264,938
				0
125,089	98,165	41,684	0	264,938
0	0			0
				0
				0
				0
				0
				0

- b** 85% of line 2a

- c** Qualifying distributions from Part XII, line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon

- a** "Assets" alternative test—enter

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c** "Support" alternative test—enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income

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

- 1 Information Regarding Foundation Managers:**

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

- 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

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

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

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

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

- c** Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a	Paid during the year CATHOLIC DIOCESE OF AMARILLO CATHOLIC DIOCESE AMARILLO TX 79109			CATHOLIC EDUCATION	106,957
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
					0
Total				▶ 3a	106,957
b	Approved for future payment				0
					0
					0
					0
					0
					0
					0
					0
					0
					0
Total				▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			03	5,302	
4 Dividends and interest from securities			03	80,055	
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				-167,843	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a _____		0	03	0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		-82,486	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-82,486

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

[illegible]

Form **990-PF** (2009)

Totals

Totals										Net Gain or Loss			
Securities										737,903		-167,843	
Other sales										0		0	
Index	Check Box if Gain/Loss is From Sale of Security	Description	CUSIP #	Purchaser	Check Box if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost, Other Basis and Expenses		Expense of Sale and Cost of Improvements	Depreciation
										Cost	Donated Value		
1	X	SEE DETAIL A/C 23 01 3587 0				7/8/2008	P	1/20/2009	147,929	145,571			
2	X	SEE DETAIL A/C 23 01 3587 0				6/26/2008	P	8/21/2009	422,131	592,332			
3													
4													
5													
6													
7													
8													
9													
10													
Long Term CG Distributions										570,060	737,903	-167,843	
Short Term CG Distributions										0	0	0	

Line 16b (990-PF) - Accounting Fees

		515	515	515	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	DOUG CONDER CPA	515	515	515	
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		27,696	27,696	27,696	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	HERRING BANK TRUSTEE FEES	27,696	27,696	27,696	
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		805	805	805	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	805	805	805	
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		85,221	249,240	94,421	247,383		
	Description	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	Check if Federal Obligation	Check if State/ Local Obligation
1	US TREASURY BONDS	47,870	194,064	56,884	193,432	X	
2	US GOVERNMENT OBLIGATIONS		22,858		21,744	X	
3	MUNICIPAL BONDS	37,351	32,318	37,537	32,207		X
4							
5							
6							
7							
8							
9							
10							

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

			2,393,451	1,986,619	1,941,737	1,954,143
	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	MUTUAL FUNDS		561,743	528,012	389,543	477,064
2	COMMON STOCKS		983,391	610,555	703,877	665,742
3	REAL ESTATE INVESTMENT TRUSTS		838,500	838,500	838,500	801,785
4	ADDITIONAL MUTUAL FUNDS		9,817	9,552	9,817	9,552
5						
6						
7						
8						
9						
10						

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

				16,507	51,688	16,629	51,246
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	BANK OF AMERICA	3.13%	6/15/2012	11,380	11,380	11,431	11,398
2	WELLS FARGO	3.00%	12/9/2011	5,127		5,198	
3	CITIGROUP	1.88%	10/22/2012		40,308		39,848
4							
5							
6							
7							
8							
9							
10							

Part II, Line 15 (990-PF) Other Assets

		1	1	1
	Description	Beginning Balance	Ending Balance	Fair Market Value
1	MINERAL INTEREST	1	1	1
2				
3				
4				
5				
6				
7				
8				
9				
10				

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
1	SEE DETAIL A/C 23 01 3587 0 02		P	7/8/2008	1/20/2009			147,929	0	145,571	2,358			0	-167,843
2	SEE DETAIL A/C 23 01 3587 0 02		P	6/26/2008	8/21/2009			422,131	0	592,332	-170,201			0	2,358
3								0	0	0	0			0	-170,201
4								0	0	0	0			0	0
5								0	0	0	0			0	0
6								0	0	0	0			0	0
7								0	0	0	0			0	0
8								0	0	0	0			0	0
9								0	0	0	0			0	0
10								0	0	0	0			0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours Devoted	Compensation	Benefits
1	CC BURGESS		BOX 50488	AMARILLO	TX	79159		CHAIRMAN			
2	JANE SLEMP BURGESS		BOX 50488	AMARILLO	TX	79159		CHAIRMAN			
3											
4											
5											
6											
7											
8											
9											
10											

0. . 0

Part

0

	Expense Account	Explanation
1		
2		
3		
4		
5		
6		
7		
8		
9		
10		

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	SHORT TERM GAIN OR LOSS
			ACQUIRED	SOLD			
140.0000	L'OREAL	0	07/08/08	01/20/09	9801.87	-14844.82	-5042.95
	(F58149133)	0					
20.0000	LONZA GROUP AG CHF 1.0	0	10/28/08	02/12/09	1943.28	-1481.77	461.51
	(H50524133)	0					
20.0000	LONZA GROUP AG CHF 1.0	0	10/28/08	03/04/09	1817.92	-1481.78	336.14
	(H50524133)	0					
130.0000	ALLERGAN INC	0	03/03/09	03/24/09	6320.02	-4621.12	1698.90
	(018490102)	0					
200.0000	AMERICAN EXPRESS COMPANY	0	12/01/08	08/21/09	6542.91	-4101.14	2441.77
	(025816109)	0					
120.0000	BECTON DICKINSON AND COMPANY	0	10/07/08	01/28/09	8501.23	-9256.32	-755.09*
	(075887109)	0					
30.0000	BECTON DICKINSON AND COMPANY	0	10/07/08	03/03/09	1942.46	-2314.08	-371.62*
	(075887109)	0					
30.0000	BECTON DICKINSON AND COMPANY	0	10/07/08	07/29/09	2214.70	-2314.08	-99.38
	(075887109)	0					
20.0000	BECTON DICKINSON AND COMPANY	0	12/02/08	07/29/09	1476.46	-1241.62	234.84
	(075887109)	0					
30.0000	CERNER CORPORATION	0	11/20/08	10/13/09	2555.55	-977.47	1578.08
	(156782104)	0					
50.0000	EMC CORPORATION	0	07/23/08	04/13/09	647.33	-692.98	-45.65
	(268648102)	0					
6000.0000	FREDDIE MAC, 6.75%, DUE 03/15/31	0	04/30/09	10/07/09	7848.60	-7652.28	196.32
	(313444AA2)	0					
6000.0000	FREDDIE MAC, 6.25%, DUE 07/15/32	0	04/30/09	10/07/09	7485.72	-7339.50	146.22
	(313444KX1)	0					
30.0000	FEDEX CORPORATION	0	05/21/08	04/02/09	1486.78	-2663.90	-1177.12
	(31428X106)	0					
70.0000	FEDEX CORPORATION	0	02/12/09	11/17/09	5942.24	-3631.68	2310.56
	(31428X106)	0					
60.0000	HOME DEPOT INC	0	04/22/08	03/03/09	1128.63	-1737.53	-608.90
	(437076102)	0					
250.0000	HOME DEPOT INC	0	04/22/08	03/26/09	5962.57	-7239.70	-1277.13
	(437076102)	0					
80.0000	HOME DEPOT INC	0	05/21/08	03/26/09	1908.02	-2156.37	-248.35
	(437076102)	0					
250.0000	HUNT (JB) TRANSPORT SVCS INC	0	10/06/08	03/19/09	5805.47	-6750.48	-945.01
	(445658107)	0					
5000.0000	JPMORGAN CHASE, 3.125%, DUE 12/01/11	0	12/01/08	03/04/09	5139.95	-5034.85	105.10
	(481247AA2)	0					
80.0000	JUNIPER NETWORKS	0	06/11/08	04/27/09	1710.17	-2092.11	-381.94
	(48203R104)	0					
280.0000	LOWE'S COS	0	04/14/08	04/09/09	5687.66	-6759.84	-1072.18
	(548661107)	0					
110.0000	LOWE'S COS	0	06/09/08	04/09/09	2234.44	-2538.08	-303.64
	(548661107)	0					

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	SHORT TERM GAIN OR LOSS
			ACQUIRED	SOLD			
20.0000	HILLIPORE CORP	0	04/28/08	02/05/09	1141.42	-1399.16	-257.74
	(601073109)	0					
180.0000	NOKIA CORP SPONSORED ADR	0	10/15/08	03/03/09	1657.23	-2934.47	-1277.24*
	(654902204)	0					
60.0000	NOVARTIS AG SPONSORED ADR	0	03/26/09	12/03/09	3369.72	-2307.01	1062.71
	(66987V109)	0					
360.0000	PACCAR INC	0	11/13/08	04/02/09	10012.12	-9417.31	594.81
	(693718108)	0					
240.0000	SEI CORP	0	02/27/09	12/11/09	4207.57	-2878.82	1328.75
	(784117103)	0					
210.0000	SALESFORCE.COM	0	12/02/08	08/05/09	9469.62	-5865.49	3604.13
	(79466L302)	0					
130.0000	THERMO FISHER SCIENTIFIC CORP COM	0	11/26/08	02/06/09	5181.97	-4401.07	780.90
	(883556102)	0					
110.0000	3M COMPANY	0	07/10/08	06/22/09	6353.34	-7533.80	-1180.46
	(88579Y101)	0					
40.0000	3M COMPANY	0	01/14/09	06/22/09	2310.30	-2198.86	111.44
	(88579Y101)	0					
5000.0000	WELLS FARGO, 3.00%, DUE 12/09/11	0	12/15/08	03/03/09	5141.45	-5126.50	14.95
	(949744AA4)	0					
80.0000	WEYERHAEUSER CO COM	0	11/10/08	09/11/09	2979.94	-2584.74	395.20
	(962166104)	0					
TOTAL SHORT TERM SALES & MATURITIES					147928.66	145570.73	2357.93 ✓

SHORT TERM CAPITAL GAIN DIVIDENDS			DATE		CODE	AMOUNT
SECURITY						
MANNING & NAPIER HIGH YIELD BOND FUND	W		12/18/09		723	30.60
(56382P583)						
MANNING & NAPIER FUND, INC.	W		09/16/09		723	1.59
(56382I529)						
INTERNATIONAL SERIES	W		12/18/09		723	1398.93
(56382I529)						
TOTAL SHORT TERM CAPITAL GAIN DIVIDENDS						1431.12

TOTAL SHORT TERM GAIN & LOSSES

3789.05

to Div

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD			
60.0000	NESTLE SA - REGISTERED	0	06/13/07	03/04/09	1807.03	-2216.43	-409.40*
	(H57312466)	0					
270.0000	AMERICAN EXPRESS COMPANY	0	06/23/08	07/27/09	7618.02	-11037.57	-3419.55
	(025816109)	0					
70.0000	AMERICAN EXPRESS COMPANY	0	06/26/08	07/27/09	1975.04	-2737.04	-762.00
	(025816109)	0					

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES		DATE	CAPITAL PROCEEDS TO		COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD		INCOME CASH	PRINCIPAL CASH		
40.0000	AMERICAN EXPRESS COMPANY	0	06/26/08	08/21/09			1308.58	-1564.03	-255.45
	(025816109)								
90.0000	CARNIVAL CORPORATION - CL A	0	07/11/07	03/03/09		1622.84		-4166.28	-2543.44
	(143658300)								
320.0000	CARNIVAL CORPORATION - CL A	0	07/11/07	09/15/09		10541.43		-14813.45	-4272.02
	(143658300)								
180.0000	CARNIVAL CORPORATION - CL A	0	06/18/08	09/15/09		5929.55		-6297.16	-367.61
	(143658300)								
100.0000	CERNER CORPORATION	0	02/01/08	06/02/09		5853.77		-4715.18	1138.59
	(156782104)								
50.0000	CERNER CORPORATION	0	02/01/08	07/24/09		3284.75		-2357.59	927.16
	(156782104)								
10.0000	CERNER CORPORATION	0	02/20/08	07/24/09		656.95		-462.89	194.06
	(156782104)								
30.0000	CERNER CORPORATION	0	02/20/08	10/13/09		2555.56		-1388.67	1166.89
	(156782104)								
4810.0000	CHARTER COMMUNICATIONS	0	07/09/07	03/30/09		117.84		-21404.98	-21287.14
	(16117M107)								
120.0000	CISCO SYSTEMS INC	0	08/28/07	03/03/09		1734.23		-3675.99	-1941.76
	(17275R102)								
10.0000	CISCO SYSTEMS INC	0	08/28/07	09/15/09		229.97		-306.33	-76.36
	(17275R102)								
110.0000	CISCO SYSTEMS INC	0	12/07/07	09/15/09		2529.64		-3054.45	-524.81
	(17275R102)								
240.0000	CISCO SYSTEMS INC	0	01/17/08	09/15/09		5519.21		-6033.58	-514.37
	(17275R102)								
680.0000	COMCAST CORP NEW CL A	0	08/16/07	02/05/09		9380.62		-17139.95	-7759.33
	(20030N101)								
330.0000	COMCAST CORP NEW CL A	0	08/16/07	12/03/09		5263.36		-8317.91	-3054.55
	(20030N101)								
120.0000	COMCAST CORP NEW CL A	0	10/03/07	12/03/09		1913.95		-2869.91	-955.96
	(20030N101)								
170.0000	COMCAST CORP NEW CL A	0	10/31/07	12/03/09		2711.43		-3560.94	-849.51
	(20030N101)								
180.0000	COMCAST CORP NEW CL A	0	12/14/07	12/03/09		2870.93		-3275.97	-405.04
	(20030N101)								
200.0000	DEANS FOODS CO	0	08/10/07	01/08/09		3845.34		-5482.32	-1636.98
	(242370104)								
730.0000	EMC CORPORATION	0	01/04/08	02/06/09		8730.82		-12649.66	-3918.84
	(268648102)								
310.0000	EMC CORPORATION	0	01/29/08	02/06/09		3707.61		-4799.85	-1092.24
	(268648102)								
220.0000	EMC CORPORATION	0	01/29/08	04/13/09		2848.27		-3406.35	-558.08
	(268648102)								
670.0000	EHC CORPORATION	0	07/23/08	07/24/09		10054.10		-9286.00	768.10
	(268648102)								

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES		DATE	CAPITAL PROCEEDS TO		COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD		INCOME CASH	PRINCIPAL CASH		
80.0000	ELECTRONIC ARTS COM	0	01/23/08	03/03/09			1194.91	-3724.50	-2529.59
	(285512109)								
90.0000	FEDEX CORPORATION	0	02/05/08	04/02/09		4460.34		-8011.48	-3551.14
	(31428X106)								
110.0000	FEDEX CORPORATION	0	05/21/08	07/23/09		6991.88		-9767.64	-2775.76
	(31428X106)								
40.0000	FEDEX CORPORATION	0	05/21/08	11/11/09		3298.37		-3551.87	-253.50
	(31428X106)								
90.0000	FEDEX CORPORATION	0	09/30/08	11/11/09		7421.34		-7109.57	311.77
	(31428X106)								
20.0000	FEDEX CORPORATION	0	09/30/08	11/17/09		1697.78		-1579.91	117.87
	(31428X106)								
100.0000	FORTUNE BRANDS INC.	0	03/05/08	09/29/09		4358.53		-6402.22	-2043.69
	(349631101)								
20.0000	GOOGLE INC. - CL A	0	08/17/07	03/03/09		6533.75		-9913.89	-3380.14
	(38259P508)								
10.0000	GOOGLE INC. - CL A	0	08/17/07	04/17/09		3919.27		-4956.94	-1037.67
	(38259P508)								
30.0000	GOOGLE INC. - CL A	0	01/22/08	04/17/09		11757.82		-17401.66	-5643.84
	(38259P508)								
10.0000	GOOGLE INC. - CL A	0	02/29/08	07/31/09		4439.43		-4746.08	-306.65
	(38259P508)								
10.0000	GOOGLE INC. - CL A	0	07/07/08	07/31/09		4439.43		-5464.11	-1024.68
	(38259P508)								
20.0000	GOOGLE INC. - CL A	0	08/05/08	12/22/09		12002.97		-9434.84	2568.13
	(38259P508)								
390.0000	INTERNATIONAL GAME TECHNOLOGY	0	08/06/07	08/12/09		7471.74		-13207.19	-5735.45
	(459902102)								
10.0000	INTERNATIONAL GAME TECHNOLOGY	0	06/06/08	08/12/09		191.58		-337.78	-146.20
	(459902102)								
170.0000	JETBLUE AIRWAYS CORP	0	06/05/07	03/10/09		577.94		-1758.22	-1180.28
	(477143101)								
730.0000	JETBLUE AIRWAYS CORP	0	11/29/07	03/10/09		2481.76		-4994.22	-2512.46
	(477143101)								
80.0000	JOHNSON & JOHNSON	0	06/22/07	05/05/09		4306.00		-4901.62	-595.62
	(478160104)								
250.0000	JUNIPER NETWORKS	0	07/27/07	04/27/09		5344.26		-7517.12	-2172.86
	(48203R104)								
20.0000	JUNIPER NETWORKS	0	02/29/08	04/27/09		427.54		-539.82	-112.28
	(48203R104)								
238.0000	MANNING & NAPIER FUND INC. - SMALL CAP SERIES	W	06/01/07	03/03/09		971.04		-3398.64	-2427.60
	(563821107)								
4800.0000	MANNING & NAPIER FUND INC. - CORE PLUS BOND	W	06/01/07	03/03/09		45168.00		-48384.00	-3216.00
	(563821206)								
608.0000	MANNING & NAPIER FUND, INC. - TECHNOLOGY SERIES	W	06/01/07	03/03/09		3204.16		-7162.24	-3958.08
	(563821214)								

SECTION A - CAPITAL GAINS & LOSSES

		LONG TERM SALES & MATURITIES		DATE		CAPITAL PROCEEDS TO		COST BASIS	LONG TERM GAIN OR LOSS
SHARES/PAR	SECURITY	REG	ACQUIRED	SOLD	INCOME CASH	PRINCIPAL CASH			
654.0000	MANNING & NAPIER FUND, INC. TECHNOLOGY SERIES (563821214)	W	06/01/07	11/23/09		6108.36	-7704.12	-1595.76	
576.0000	MANNING & NAPIER FUND, INC. INTERNATIONAL SERIES (563821529)	W	06/01/07	03/03/09	3052.80		-6307.20	-3254.40	
745.0000	MANNING & NAPIER FUND, INC. LIFE SCIENCES SERIES (563821792)	W	06/01/07	03/03/09	4507.25		-8761.20	-4253.95	
254.0000	MANNING & NAPIER FUND, INC. FINANCIAL SERVICES (563821800)	W	06/01/07	03/03/09	873.76		-3385.82	-2512.06	
2317.0000	MANNING & NAPIER FUND, INC. FINANCIAL SERVICES (563821800)	W	06/01/07	11/23/09	13067.88		-30885.61	-17817.73	
390.0000	MICROSOFT CORP (594918104)	0	01/18/08	11/16/09	11531.22		-13184.92	-1653.70	
50.0000	NOVARTIS AG SPONSORED ADR (66987V109)	0	06/01/07	03/03/09	1696.23		-2813.00	-1116.77**	
80.0000	NOVARTIS AG SPONSORED ADR (66987V109)	0	06/01/07	09/15/09	3815.43		-4500.80	-685.37	
50.0000	NOVARTIS AG SPONSORED ADR (66987V109)	0	09/08/08	09/15/09	2384.64		-2637.09	-252.45	
120.0000	NOVARTIS AG SPONSORED ADR (66987V109)	0	09/08/08	12/03/09	6739.44		-6329.02	410.42	
110.0000	NOVARTIS AG SPONSORED ADR (66987V109)	0	10/10/08	12/03/09	6177.81		-4739.17	1438.64	
210.0000	PERKINELMER INC. (714046109)	0	12/11/07	07/24/09	3781.08		-5358.09	-1577.01	
30.0000	QUEST DIAGNOSTICS INC. (74834L100)	0	07/31/07	03/03/09	1360.55		-1669.15	-308.60	
140.0000	QUEST DIAGNOSTICS INC. (74834L100)	0	07/31/07	04/21/09	7432.74		-7789.34	-356.60	
490.0000	SEI CORP (784117103)	0	07/18/07	06/18/09	8608.30		-14066.38	-5458.08	
110.0000	SEI CORP (784117103)	0	04/29/08	06/18/09	1932.47		-2628.57	-696.10	
100.0000	SEI CORP (784117103)	0	05/13/08	12/11/09	1753.16		-2344.27	-591.11	
60.0000	SAP AG - SPONSORED (803054204)	0	08/13/07	03/03/09	1931.30		-3199.54	-1268.24	
200.0000	SAP AG - SPONSORED (803054204)	0	08/13/07	05/18/09	8120.43		-10665.14	-2544.71	
640.0000	SOUTHWEST AIRLINES CO (844741108)	0	10/19/07	08/21/09	5538.35		-9136.84	-3598.49	
130.0000	SOUTHWEST AIRLINES CO (844741108)	0	10/19/07	11/12/09	1185.05		-1855.92	-670.87	
460.0000	SOUTHWEST AIRLINES CO (844741108)	0	02/01/08	11/12/09	4193.25		-5569.99	-1376.74	
120.0000	3M COMPANY (88579Y101)	0	01/17/08	05/29/09	6845.36		-9082.01	-2236.65	

SECTION A - CAPITAL GAINS & LOSSES

		LONG TERM SALES & MATURITIES			CAPITAL PROCEEDS TO			LONG TERM
SHARES/PAR	SECURITY	REG	ACQUIRED	SOLD	INCOME CASH	PRINCIPAL CASH	COST BASIS	GAIN OR LOSS
60.0000	3M COMPANY	0	01/17/08	06/22/09		3465.46	-4541.01	-1075.55
190.0000	UNILEVER PLC NEW	0	06/08/07	03/03/09		3392.71	-5657.27	-2264.56*
460.0000	UNILEVER PLC NEW	0	06/08/07	09/09/09		12451.60	-13696.55	-1244.95
220.0000	UNILEVER PLC NEW	0	06/08/07	10/23/09		6687.19	-6550.52	136.67
40.0000	UNILEVER PLC NEW	0	06/27/08	10/23/09		1215.85	-1117.46	98.39
50.0000	UNITED PARCEL SERVICE	0	06/01/07	03/03/09		1919.98	-3609.00	-1689.02*
150.0000	UNITED PARCEL SERVICE	0	06/01/07	04/02/09		7944.52	-10827.00	-2882.48
130.0000	UNITED PARCEL SERVICE	0	06/01/07	11/16/09		7517.69	-9383.40	-1865.71
230.0000	WEYERHAEUSER CO COM	0	07/27/07	05/05/09		8483.17	-16511.15	-8027.98
30.0000	WEYERHAEUSER CO COM	0	08/24/07	05/05/09		1106.50	-2007.97	-901.47
110.0000	WEYERHAEUSER CO COM	0	03/04/08	07/30/09		3940.97	-6668.22	-2727.25
30.0000	WEYERHAEUSER CO COM	0	03/04/08	09/11/09		1117.48	-1818.61	-701.13
80.0000	WEYERHAEUSER CO COM	0	08/08/08	09/11/09		2979.94	-4045.06	-1065.12
TOTAL LONG TERM SALES & MATURITIES						422130.60	592332.45	-170201.85 ✓
TOTAL LONG TERM GAIN & LOSSES								-170201.85
TOTAL CAPITAL GAINS & LOSSES								-166412.80

* - SEE POTENTIAL WASH SALE SECTION