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Form 990-PF

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

2009

Department of the Treasury Internal Revenue Service

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 01-01-2009, and ending 12-31-2009

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. Name of foundation: The Appleseeds Foundation. A Employer identification number: 20-1841471. B Telephone number: (540) 433-8402.

H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,202,133. J Accounting method: Cash.

Part I Analysis of Revenue and Expenses. Table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		2,243	2,243	
	2 Savings and temporary cash investments	97,988	115,228	115,228	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> 936 Less allowance for doubtful accounts <input type="checkbox"/> _____		936	936	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	2,133,363 <input type="checkbox"/>	1,931,713	2,037,539	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	0 <input type="checkbox"/>	47,084	46,187	
	14 Land, buildings, and equipment basis <input type="checkbox"/> Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
15 Other assets (describe <input type="checkbox"/> _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,231,351	2,097,204	2,202,133		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe <input type="checkbox"/> _____)	0 <input type="checkbox"/>	3 <input type="checkbox"/>			
23 Total liabilities (add lines 17 through 22)	0	3			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 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	2,231,351	2,097,201		
30 Total net assets or fund balances (see page 17 of the instructions)	2,231,351	2,097,201			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,231,351	2,097,204			

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	2,231,351
2	Enter amount from Part I, line 27a	2	-135,431
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	1,281
4	Add lines 1, 2, and 3	4	2,097,201
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	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	2,097,201

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 Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-104,312
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	111,000	2,299,779	0.048266
2007	64,000	2,351,145	0.027221
2006	69,285	1,985,106	0.034902
2005	18,500	1,102,971	0.016773
2004	3,581	6,511	0.549992

2 Total of line 1, column (d).	2	0.677154
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	0.135431
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	1,933,851
5 Multiply line 4 by line 3.	5	261,903
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	348
7 Add lines 5 and 6.	7	262,251
8 Enter qualifying distributions from Part XII, line 4.	8	114,000

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 on page 18.

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

1a	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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	695
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	695
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	695
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,960
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	3,960
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,265
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 3,265 Refunded	11	0

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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address appleseedsfound.org	13	Yes	
14 The books are in care of Carol Showker Telephone no (540) 433-8402 Located at 15 Southgate Court Harrisonburg VA ZIP+4 22801			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input checked="" type="checkbox"/> 15 and enter the amount of tax-exempt interest received or accrued during the year			

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 checked="" type="checkbox"/>	1b		
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		No
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		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	5b	
	6b	No
	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
Carol Showker 363 Dices Spring Road Weyers Cave, VA 24486	Secretary-Treasurer 1 00	0	0	0
Fred Showker 363 Dices Spring Road Weyers Cave, VA 24486	President 1 00	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
3 All other program-related investments. See page 24 of the instructions	

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	1,820,299
b	Average of monthly cash balances.	1b	143,002
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,963,301
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	1,963,301
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	29,450
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,933,851
6	Minimum investment return. Enter 5% of line 5.	6	96,693

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	96,693
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	695
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	695
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	95,998
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	95,998
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	95,998

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	114,000
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	114,000
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 (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	114,000

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				95,998
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.			113,990	
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.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>114,000</u>				
a Applied to 2008, but not more than line 2a			113,990	
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.				10
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see 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				95,988
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).	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005.				
b Excess from 2006.				
c Excess from 2007.				
d Excess from 2008.				
e Excess from 2009.				

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

1a 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

See Additional Data Table

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 114,000
b <i>Approved for future payment</i>				
Total				▶ 3b 0

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 organization
The Appleseeds Foundation

Employer identification number
20-1841471

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 33¹/₃% 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 in the heading 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
The Appleseeds Foundation

Employer identification number

20-1841471

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Carol Showker 363 Dices Spring Road Weyers Cave, VA 24486	\$ 50,699	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>

Name of organization The Appleseeds Foundation	Employer identification number 20-1841471
--	---

Part II Noncash Property (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	1851 Shares of Sysco Corp common stock	\$ <u>50,699</u>	<u>2009-12-18</u>
—	_____ _____ _____	\$ _____	_____
—	_____ _____ _____	\$ _____	_____
—	_____ _____ _____	\$ _____	_____
—	_____ _____ _____	\$ _____	_____
—	_____ _____ _____	\$ _____	_____

Name of organization The Appleseeds Foundation	Employer identification number 20-1841471
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Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete columns (a) through (e) and the following line entry.)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____ _____		_____ _____ _____	
—	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____ _____		_____ _____ _____	
—	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____ _____		_____ _____ _____	
—	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____ _____		_____ _____ _____	

Additional Data

Software ID: 09000028
Software Version: 2009.03040
EIN: 20-1841471
Name: The Appleseeds Foundation

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
152 sh ANADARKO PETROLEUM CORP	P	2008-11-21	2009-08-25
42 sh ANADARKO PETROLEUM CORP	P	2008-11-21	2009-09-16
75 sh ANADARKO PETROLEUM CORP	P	2008-11-21	2009-10-12
691 sh BANK OF AMERICA CORP	P	2008-10-17	2009-01-15
364 sh CVS CAREMARK CORP	P	2008-01-23	2009-01-13
362 sh CVS CAREMARK CORP	P	2008-05-14	2009-01-26
205 sh CVS CAREMARK CORP	P	2008-06-16	2009-01-26
75 sh CERNER CORP	P	2009-03-13	2009-05-07
81 sh CERNER CORP	P	2009-03-13	2009-09-21
27 sh CERNER CORP	P	2009-03-13	2009-10-09
49 sh CERNER CORP	P	2009-03-13	2009-10-13
105 sh GOLDMAN SACHS GROUP INC	P	2008-10-17	2009-01-15
117 sh NEWFIELD EXPL COMPANY	P	2008-10-14	2009-08-21
17 sh NEWFIELD EXPL COMPANY	P	2008-10-14	2009-09-16
1300 sh SYSCO CORPORATION	P	2008-12-11	2009-08-27
342 sh THERMO FISHER SCI INC	P	2008-07-15	2009-04-23
6 sh THERMO FISHER SCI INC	P	2008-07-15	2009-04-24
478 sh THERMO FISHER SCI INC	P	2008-08-05	2009-04-24
60 sh APPLE INC	P	2008-03-03	2009-08-27
60 sh APPLE INC	P	2008-03-03	2009-10-20
15 sh APPLE INC	P	2008-10-17	2009-10-20
285 sh CVS CAREMARK CORP	P	2007-12-21	2009-01-13
43 sh CVS CAREMARK CORP	P	2008-01-23	2009-01-26
30 sh GOLDMAN SACHS GROUP INC	P	2005-09-01	2009-01-15
42 sh GOLDMAN SACHS GROUP INC	P	2005-09-02	2009-01-15
61 sh ISHARES NASDAQ BIOTECH	P	2006-03-23	2009-08-27
89 sh ISHARES NASDAQ BIOTECH	P	2007-01-30	2009-08-27
150 sh ISHARES NASDAQ BIOTECH	P	2008-01-08	2009-08-27
250 sh ISHARES S&P GLOBAL FINLX	P	2006-04-19	2009-08-27
250 sh ISHARES S&P GLOBAL FINLX	P	2006-04-27	2009-08-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,181		4,740	3,441
2,663		1,310	1,353
5,120		2,339	2,781
5,587		16,759	-11,172
9,595		13,404	-3,809
9,968		15,081	-5,113
5,645		8,741	-3,096
4,321		3,215	1,106
6,012		3,472	2,540
2,241		1,157	1,084
4,187		2,100	2,087
7,457		12,390	-4,933
4,843		2,760	2,083
762		401	361
33,204		29,192	4,012
11,040		19,279	-8,239
204		338	-134
16,220		28,597	-12,377
10,159		7,410	2,749
12,089		7,410	4,679
3,022		1,497	1,525
7,513		11,263	-3,750
1,184		1,583	-399
2,131		3,411	-1,280
2,983		4,760	-1,777
4,827		5,005	-178
7,042		7,110	-68
11,869		12,339	-470
11,546		20,230	-8,684
11,546		20,413	-8,867

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,441
			1,353
			2,781
			-11,172
			-3,809
			-5,113
			-3,096
			1,106
			2,540
			1,084
			2,087
			-4,933
			2,083
			361
			4,012
			-8,239
			-134
			-12,377
			2,749
			4,679
			1,525
			-3,750
			-399
			-1,280
			-1,777
			-178
			-68
			-470
			-8,684
			-8,867

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
600 sh ISHARES S&P 500 GRW FD	P	2005-07-29	2009-02-27
266 sh ISHARES S&P 500 GRW FD	P	2005-07-29	2009-02-27
351 sh ISHARES S&P 500 GRW FD	P	2005-08-01	2009-02-27
200 sh ISHARES S&P 500 GRW FD	P	2005-08-29	2009-02-27
21 sh ISHARES S&P 500 GRW FD	P	2006-08-31	2009-02-27
711 sh ISHARES DW JN US HLTHCAR	P	2005-07-29	2009-02-27
62 sh MARKET VECTORS NUCLR ETF	P	2008-07-15	2009-07-22
548 sh MARKET VECTORS NUCLR ETF	P	2008-07-15	2009-07-27
209 sh NEWFIELD EXPL COMPANY	P	2007-07-09	2009-04-23
68 sh NEWFIELD EXPL COMPANY	P	2007-07-13	2009-04-23
135 sh NEWFIELD EXPL COMPANY	P	2007-07-13	2009-08-21
100 sh NEWFIELD EXPL COMPANY	P	2008-01-08	2009-08-21
824 sh SYSCO CORPORATION	P	2007-02-27	2009-02-27
375 sh WELLS FARGO COMPANY	P	2007-11-30	2009-09-22
400 sh WELLS FARGO COMPANY	P	2007-12-11	2009-09-22
Powershares PTP - K1	P	2009-03-19	2009-12-31
Powershares PTP - K1	P	2008-12-31	2009-12-31
Powershares PTP - K1 Sect 1256 gain	P	2009-03-19	2009-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,573		35,580	-12,007
10,451		15,766	-5,315
13,790		20,713	-6,923
7,858		11,566	-3,708
825		1,269	-444
33,261		44,836	-11,575
1,411		2,042	-631
12,736		18,052	-5,316
6,178		9,943	-3,765
2,010		3,318	-1,308
5,588		6,587	-999
4,139		5,179	-1,040
17,808		30,290	-12,482
11,036		12,224	-1,188
11,772		12,876	-1,104
415			415
808			808
6,815			6,815

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-12,007
			-5,315
			-6,923
			-3,708
			-444
			-11,575
			-631
			-5,316
			-3,765
			-1,308
			-999
			-1,040
			-12,482
			-1,188
			-1,104
			415
			808
			6,815

Form 990PF Part XV Line 1a - 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).

Carol Showker
Fred Showker

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Amazement Square - The Rightmire Children's Museum 27 Ninth St Lynchburg, VA 24504	None	Public charity	Education	1,000
Big Brothers & Big Sisters 225 N High St Harrisonburg, VA 22803	None	Public charity	Children's development	1,000
Blue Ridge Area Food Bank 96 Laurel Hill Road Verona, VA 244820937	none	Public charity	To feed the poor - "Kids Cafe program"	2,500
Blue Ridge Community College - SIFE PO Box 80 Weyers Cave, VA 24486	None	Public charity	Education	1,000
Boys & Girls Club of Harrisonburg 620 Sims Avenue Harrisonburg, VA 22801	None	Public charity	Children's development	5,000
Camp Still Meadows 11992 Hollar School Rd Linville, VA 22834	none	public charity	Therapeutic activities for children with disabilities	2,500
Energy Share PO Box 1186 Richmond, VA 23230	None	Public charity	Heating for the poor	500
Harrisonburg Children's Museum 30 North Main Street Harrisonburg, VA 22801	None	Public charity	Children's development	50,000
Heifer International PO Box 8058 Little Rock, AR 722038058	None	Public charity	Public services - international projects	1,000
Massanutten Regional Library 174 S Main St Harrisonburg, VA 22801	None	Public charity	Education	1,000
OUr Community Place 17 E Johnson St Harrisonburg, VA 22801	None	Public charity	Services for the elderly	5,000
PACE 1 West Adams St 301 Jacksonville, FL 32202	None	Public charity	Education	1,000
Rockingham-Harrisonburg SPCA 2170 Old Furnace Rd Harrisonburg, VA 22803	None	Public charity	Public services	1,000
Salvation Army 895 Jefferson St Harrisonburg, VA 22801	None	Public charity	Welfare for the poor	5,000
Shenandoah Valley Children's Choir 1200 Park Road Harrisonburg, VA 22802	None	Public charity	Performing arts	500
Total				114,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Shenandoah Valley Economic Education Fund (co The Community Foundation)418 Fairway Dr Harrisonburg,VA 22802	None	Public charity	Education	10,000
Skyline Literacy Coalition290 Mill St Dayton,VA 22821	None	Public charity	Education - instructional services	500
SOS Children's Villages1200 G Street NW Suite 550 Washington,DC 20005	None	Public charity	Welfare for orphans and children in need	5,000
Stuarts Draft Middle School1088 Augusta Farms Rd Stuarts Draft,VA 24477	None	Public charity	Education	500
Turner Ashby High School800 No Main St Bridgewater,VA 22812	None	Public charity	Education	1,500
VCU - School of Social WorkPO Box 843042 Richmond,VA 23284	None	Public charity	Education	1,000
VCU Phillip Meggs Scholarship325 N Harrison St Richmond,VA 23284	None	Public charity	Education	1,000
Wilbur S Pence Middle School375 Bowman Rd Dayton,VA 22821	None	Public charity	Education	1,000
Wilson Middle School232 Hornet Rd Fishersville,VA 22939	None	Public charity	Education	1,500
Dayton Learning CenterPO Box 10 290 Mill St Dayton,VA 22801	None	Public charity	Education	1,000
Fresh Air Fund633 Third Avenue New York,NY 10017	None	Public charity	Education	1,500
Harrisonburg High School1001 Garbers Church Rd Harrisonburg,VA 22801	None	public charity	Education	1,000
Harrisonburg Rockingham Free Clinic 25 West Water St Harrisonburg,VA 22801	None	Public charity	Medical services for poor	5,000
Sherando High School185 So Warrior Drive Stephens City,VA 22655	None	public charity	Education	500
Virginia Neurocare1101-B East High St Charlottesville,VA 22902	None	Public charity	Brain injury rehap program for veterans and military	5,000
Total				114,000

TY 2009 Accounting Fees Schedule

Name: The Appleseeds Foundation

EIN: 20-1841471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting fees	1,050	0		0

**TY 2009 Investments Corporate
Stock Schedule**

Name: The Appleseeds Foundation

EIN: 20-1841471

Name of Stock	End of Year Book Value	End of Year Fair Market Value
18sh Berkshire Hathaway Inc. Class B	50,160	59,148
1509 ss Ishares S&P 500 Growth Index Fd	94,724	87,507
1412 ss Ishares Tr Dow Jones US Healthcare Sector Index Fd	90,606	90,114
1296 ss Microsoft Corp.	34,840	39,502
353 ss Procter & Gamble Co.	25,191	21,402
2300 ss Ishares Barclays Aggregate Bond Fd	235,294	237,337
372 ss Ishares MSCI EAFE Index Fd	21,119	20,564
839 ss Ishares Tr NASDAQ Biotech Index Fd	63,570	68,655
1428 ss General Electric Co	31,145	21,606
515 ss Johnson & Johnson	33,114	33,171
3004 ss Powershares Global Water Portfolio	58,452	50,647
2851 ss Sysco Corp	73,154	79,657
1084 ss Verizon Communications Com	36,653	35,913
500 ss Ishares TR -Dow Jones US Consumer Non-Cyclical Sector Index Fd	26,950	27,765
1586 sh Cisco Systems Inc	42,092	37,969
456 sh Costco Whsl Corp	28,446	26,982
416 sh Newfield Exploration Co	9,813	20,064
1525 Sh US Bankcorp New	47,183	34,328
750 sh Stellarone Corp	15,900	7,470
790 Sh Wisdomtree L/C DVD Fd	45,038	32,611
1000Sh Powershares QQQ Series 1	36,798	45,750
558 Sh Adobe Systems Inc.	16,578	20,523
219 Sh Anadarko Petroleum Corp	6,830	13,670
114 Sh Apple Inc.	11,379	24,023
706 Sh BP PLC SponsADR BP	33,172	40,927
1347 Sh EMC Corp MASS	21,597	23,532
719 Sh Exxon Mobil	56,010	49,029
58 Sh Google Inc. Cl A	23,014	35,959
275 Sh IShares IBOXX INV Grade Corp Bond Fund	24,991	28,641
796 Sh IShares TR-S&P Europe 350 Index Fd	24,873	31,012
1555 Sh IShares TR-MSCI Emerging Mkts Index Fd	39,357	64,533
828 Sh JPMorgan Chase & Co	36,893	34,503
494 Sh Nike Inc. Class B	28,618	32,639
1132 Sh Quanta Svcs Inc.	26,729	23,591
705 Sh Schlumberger LTd	37,569	45,888
2134 Sh Schwab Charles Corp New	43,649	40,162
518 Sh Spdr Kbw Regnl Bnkg ET	17,074	11,526
2600 Sh Vanguard Total Bond Market	191,123	204,334
813 Sh Walmart Stores	41,723	43,455
176 Sh Cerner Corp	7,544	14,509
854 Sh Disney Walt Co	14,623	27,542
639 sh Emerson Electric	18,437	27,221
430 SH Home Depot Inc.	11,524	12,440
641 sh Honeywell Intl Inc	17,236	25,127
300 Sh Ishares Barclays Tips Bond fund	30,348	31,170
389 Sh McDonalds Corp	22,296	24,289
229 Sh Research in Motion	15,535	15,467
267 Sh SPDR Barclays Capitalet Tip	12,749	13,665

TY 2009 Investments - Other Schedule

Name: The Appleseeds Foundation

EIN: 20-1841471

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
1,876 units Powershares DBC PTP	AT COST	47,084	46,187

TY 2009 Other Expenses Schedule

Name: The Appleseeds Foundation

EIN: 20-1841471

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VA State Corporation Commission fee	25	0		0
Web hosting costs	1,500	0		0
Investment advisory fees	9,886	9,886		0
Postage	13	0		0

TY 2009 Other Increases Schedule**Name:** The Appleseeds Foundation**EIN:** 20-1841471

Description	Amount
2008 dividends receivable included in income omitted from balance sheet	1,281

TY 2009 Other Liabilities Schedule

Name: The Appleseeds Foundation

EIN: 20-1841471

Description	Beginning of Year - Book Value	End of Year - Book Value
Foreign tax payable	0	3

TY 2009 Taxes Schedule

Name: The Appleseeds Foundation

EIN: 20-1841471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign tax expense	294	294		0