Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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: HENRY S AND PATRICE HEMINGWAY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 290 EAST PENNY PARADE DRIVE | Room/suite

City or town, state, and ZIP code: SALT LAKE CITY, UT 84103

A Employer identification number 20-2056179

B Telephone number (see page 10 of the instructions) (801) 363-5227

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 292,774.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	3.	3.		ATCH 2
	4 Dividends and interest from securities	4,905.	4,905.		ATCH 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	47,886.			
	b Gross sales price for all assets on line 6a 834,749.				
	7 Capital gain net income (from Part IV, line 2)		47,886.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	52,794.	52,794.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	870.	870.	0.	0.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	200.	200.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	21.	21.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,091.	1,091.	0.	0.
	25 Contributions, gifts, grants paid	43,656.			43,656.
	26 **Total expenses and disbursements.** Add lines 24 and 25	44,747.	1,091.	0.	43,656.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	8,047.			
	b **Net investment income** (if negative, enter -0-)		51,703.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	25,283.	16,921.	16,921.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 7	234,380.	250,789.	275,853.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	259,663.	267,710.	292,774.
Liabilities				
17	Accounts payable and accrued expenses	95.	95.	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	95.	95.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted	259,568.	267,615.	
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			
30	**Total net assets or fund balances** (see page 17 of the instructions)	259,568.	267,615.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	259,663.	267,710.	

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	259,568.
2	Enter amount from Part I, line 27a	2	8,047.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	267,615.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	267,615.

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 PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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** 47,886.

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	15,870.	339,813.	0.046702
2007	47,950.	460,082.	0.104221
2006	51,629.	326,608.	0.158076
2005	16,550.	138,580.	0.119426
2004	0.	4,174.	0.000000

2	**Total** of line 1, column (d)	2	0.428425
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	0.085685
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	273,819.
5	Multiply line 4 by line 3	5	23,462.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	517.
7	Add lines 5 and 6	7	23,979.
8	Enter qualifying distributions from Part XII, line 4	8	43,656.

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 ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	517.
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	
3	Add lines 1 and 2	3	517.
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	517.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
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 [ ] if Form 2220 is attached	8	3.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	520.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HENRY S HEMINGWAY Telephone no ▶ 801-363-5227

Located at ▶ P.O. BOX 11026 SALT LAKE CITY, UT ZIP + 4 ▶ 84147

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see 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. ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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**		
	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?	**6b**		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
ATTACHMENT 8		-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 ▶

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 ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	259,730.
b	Average of monthly cash balances	1b	18,259.
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	277,989.
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	0.
3	Subtract line 2 from line 1d	3	277,989.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	4,170.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	273,819.
6	**Minimum investment return.** Enter 5% of line 5	6	13,691.

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	13,691.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	517.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	517.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	13,174.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	13,174.
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	13,174.

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	43,656.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
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	43,656.
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	517.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	43,139.

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					13,174.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years 20 07 ,20 06 ,20 05					
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005	8,651.				
c From 2006	35,356.				
d From 2007	25,094.				
e From 2008					
f Total of lines 3a through e		69,101.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 43,656.					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)					
d Applied to 2009 distributable amount		•			13,174.
e Remaining amount distributed out of corpus		30,482.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		99,583.			
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					
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)					
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		99,583.			
10 Analysis of line 9					
a Excess from 2005	8,651.				
b Excess from 2006	35,356.				
c Excess from 2007	25,094.				
d Excess from 2008					
e Excess from 2009	30,482.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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 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))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

ATTACHMENT 9

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

NONE SPECIFIED

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 10				
Total ▶ **3a**				43,656.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3.	
4 Dividends and interest from securities			14	4,905.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	47,886.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				52,794.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 52,794.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ [signature] 6-16-2010 ▶ Presiden[t]
Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 6.16.10	Check if self-employed ▶ ☐
Preparer's identifying number (See Signature on page 30 of the instructions)	P00185675	
Firm's name (or yours if self-employed), address, and ZIP code ▶	CBIZ MHM, LLC 175 S. WEST TEMPLE, SUITE 650 SALT LAKE CITY, UT 84101	EIN ▶ 34-1878512 Phone no 801-364-9300

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		CHARLES SCHWAB #2333					VAR	VAR
820,069.		778,264.					41,805.	
		CHARLES SCHWAB #2333					VAR	VAR
14,680.		8,599.					6,081.	
TOTAL GAIN(LOSS)							47,886.	

JSA
9E1730 1 000

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Short-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AKZO NOBEL NV SPON ADR FSPONSORED ADR 1 ADR REPS 1. AKZOY	279 0000	11/12/08	01/07/09	$12.389 74	$10,056 95	$2,332.79
Security Subtotal				**$12,389.74**	**$10,056.95**	**$2,332.79**
ALCOA INC· AA	809 0000	10/17/08	09/08/09	$10,125.15	$10,042 93	$82.22
ALCOA INC. AA	153 0000	11/13/08	09/08/09	$1,914 89	$1,608 74	$306 15
ALCOA INC. AA	520 0000	04/01/09	09/08/09	$6 508 13	$3 960 95	$2 547 18
Security Subtotal				**$18,548.17**	**$15,612.62**	**$2,935.55**
ALLEGHENY TECH INC NEW· ATI	455 0000	01/07/09	04/01/09	$10 466 00	$13 243 99	($2 777 99)
Security Subtotal				**$10,466.00**	**$13,243.99**	**($2,777.99)**
ALLIANCE DATA SYSTEMS. ADS	275.0000	01/07/09	04/13/09	$11,890.27	$13,165.50	($1,275 23)
ALLIANCE DATA SYSTEMS: ADS	5.0000	04/01/09	07/01/09	$207.84	$181.13	$26 71
ALLIANCE DATA SYSTEMS. ADS	85 0000	04/01/09	07/01/09	$3,533.41	$3,079 24	$454 17
ALLIANCE DATA SYSTEMS. ADS	100.0000	04/01/09	07/01/09	$4,156.96	$3,622.64	$534.32
ALLIANCE DATA SYSTEMS· ADS	115 0000	04/01/09	07/01/09	$4 780 50	$4 166 03	$614 47
Security Subtotal				**$24,568.98**	**$24,214.54**	**$354.44**

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ALLIED WORLD ASSUR NEW F. AWH	226.0000	07/10/08	05/12/09	$8,613.32	$8,696.13	($84 81)
ALLIED WORLD ASSUR NEW F AWH	106 0000	11/13/08	05/12 09	$4 039 88	$3 204 19	$835 69
Security Subtotal				**$12,653.20**	**$11,902.32**	**$750.88**
AMERISOURCEBERGEN CORP. ABC	344.0000	11/12/08	01/07/09	$12,389 43	$9 964 18	$2 425 25
AMERISOURCEBERGEN CORP ABC	100.0000	05/21/09	10.05/09	$2 162 74	$1 832.21	$330 53
AMERISOURCEBERGEN CORP: ABC	100.0000	05/21/09	10/05/09	$2,162.75	$1 832 21	$330 54
AMERISOURCEBERGEN CORP ABC	510 0000	05/21/09	10/05/09	$11 030 19	$9 344 28	$1 685 91
Security Subtotal				**$27,745.11**	**$22,972.88**	**$4,772.23**
ASPEN INSURANCE HOLDINGF. AHL	20.0000	11/12/08	01/07/09	$494 93	$385 30	$109 63
ASPEN INSURANCE HOLDINGF AHL	500 0000	11/12/08	01/07 09	$12 371 32	$9 632 45	$2 738 87
Security Subtotal				**$12,866.25**	**$10,017.75**	**$2,848.50**
B J S WHOLESALE CLUB INC. BJ	188 0000	01/07/09	04/01/09	$5 998 46	$6.424 54	($426 08)
B J S WHOLESALE CLUB INC. BJ	200 0000	01/07 09	04/01/09	$6 379 75	$6 834 61	($454 86)
Security Subtotal				**$12,378.21**	**$13,259.15**	**($880.94)**
BIG LOTS INC. BIG	95 0000	04/13/09	05/13/09	$2.276 51	$2 307.27	($30 76)

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
BIG LOTS INC: BIG	100.0000	04/13/09	05/13/09	$2,397.72	$2,428.71	($30 99)
BIG LOTS INC. BIG	100.0000	04/13/09	05/13/09	$2,397.13	$2,428.71	($31.58)
BIG LOTS INC: BIG	100 0000	04/13/09	05/13/09	$2,397.62	$2,428 71	($31 09)
BIG LOTS INC: BIG	100 0000	04/13/09	05/13/09	$2.397 22	$2,428 71	($31 49)
Security Subtotal				**$11,866.20**	**$12,022.11**	**($155.91)**
CF INDUSTRIES HOLDINGS EXCHANGE OFFER EXP: 06/15/. CF	52 0000	04/01/09	05/21/09	$4,115 75	$3,771 34	$344 41
CF INDUSTRIES HOLDINGS EXCHANGE OFFER EXP· 06/15/: CF	100.0000	04/01/09	05/21/09	$7,914.90	$7,252.59	$662.31
Security Subtotal				**$12,030.65**	**$11,023.93**	**$1,006.72**
CHUBB CORPORATION. CB	278.0000	01/07/09	04/01/09	$11,672.82	$13,183.37	($1,510 55)
CHUBB CORPORATION· CB	290 0000	09/09/09	10/05/09	$14 198 36	$14,034 51	$163 85
Security Subtotal				**$25,871.18**	**$27,217.88**	**($1,346.70)**
COMPUWARE· CPWR	100.0000	07/01/09	10/05/09	$706.54	$693 52	$13.02
COMPUWARE. CPWR	345.0000	07/01/09	10/05/09	$2,437.18	$2,392.64	$44 54

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
COMPUWARE CPWR	1 000 0000	07/01/09	10/05/09	$7,064 62	$6 935 20	$129 42
Security Subtotal				**$10,208.34**	**$10,021.36**	**$186.98**
CONAGRA FOODS INC CAG	100 0000	01/07/09	11 23 09	$2,261 91	$1 680 04	$581 87
CONAGRA FOODS INC. CAG	100 0000	01/07 09	11/23/09	$2,261 96	$1 680 04	$581 92
CONAGRA FOODS INC. CAG	567 0000	01/07/09	11.23 09	$13 277 38	$9 861 81	$3 415 57
Security Subtotal				**$17,801.25**	**$13,221.89**	**$4,579.36**
CONOCOPHILLIPS COP	100 0000	01/07/09	04/01/09	$3,965 49	$5 287 28	($1 321 79)
CONOCOPHILLIPS COP	150 0000	01/07/09	04/01/09	$5 948 24	$7 930 92	($1 982 68)
Security Subtotal				**$9,913.73**	**$13,218.20**	**($3,304.47)**
D S T SYSTEMS INC DST	56 0000	07/10/08	01/07/09	$2 283 57	$3 114 72	($831 15)
D S T SYSTEMS INC DST	100 0000	07/10/08	01/07/09	$4,077 80	$5 562 00	($1 484 20)
D S T SYSTEMS INC DST	44 0000	11/13/08	01/07/09	$1,794 23	$1 572.51	$221 72
D S T SYSTEMS INC DST	82 0000	11/13/08	01/07/09	$3,343 79	$2,930 58	$413 21
D S T SYSTEMS INC DST	2.0000	10/05/09	11/23 09	$84 39	$85 62	($1 23)

2009 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds Average
All Other Investments. First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
D S T SYSTEMS INC. DST	300 0000	10/05/09	11/23/09	$12 659.78	$12.842.29	($182 51)
Security Subtotal				**$24,243.56**	**$26,107.72**	**($1,864.16)**
DUN & BRADSTREET CP NEW DNB	173 0000	01/07/09	07/01/09	$14.102 81	$13.196 57	$906 24
Security Subtotal				**$14,102.81**	**$13,196.57**	**$906.24**
EASTMAN CHEMICAL CO. EMN	100.0000	04/01/09	08/05/09	$5,086.95	$2,833 21	$2,253 74
EASTMAN CHEMICAL CO EMN	288 0000	04/01/09	08/05/09	$14.650 45	$8 159 63	$6 490 82
Security Subtotal				**$19,737.40**	**$10,992.84**	**$8,744.56**
EMBARQ CORP: EQ	335.0000	11/12/08	01/07/09	$12.315.63	$9,991.60	$2,324 03
EMBARQ CORP: EQ	287 0000	04/01/09	04/28/09	$10.225.77	$11.023 72	($797 95)
Security Subtotal				**$22,541.40**	**$21,015.32**	**$1,526.08**
ENDURANCE SPECALTY HLDGF ENH	300.0000	07/10/08	01/07/09	$9,685.29	$8,706 35	$978.94
ENDURANCE SPECALTY HLDGF. ENH	116 0000	11/13/08	01/07/09	$3,744.98	$2,805 42	$939.56
ENDURANCE SPECALTY HLDGF ENH	434.0000	09/08/09	10/05/09	$15 737.03	$14 989 76	$747 27
Security Subtotal				**$29,167.30**	**$26,501.53**	**$2,665.77**

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments: First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
GARMIN LTD F GRMN	637 0000	01/07/09	05 21 09	$12 546 63	$13 237 53	($690 90)
Security Subtotal				**$12,546.63**	**$13,237.53**	**($690.90)**
GRANITE CONSTRUCTION INC GVA	326 0000	01/07/09	04 01/09	$12 066 67	$13 208 04	($1 141 37)
Security Subtotal				**$12,066.67**	**$13,208.04**	**($1,141.37)**
HERBALIFE LTD F HLF	237 0000	05/13/08	01/07/09	$5,220 69	$10 360 37	($5 139 68)
HERBALIFE LTD F HLF	100.0000	11/13/08	01/07/09	$2,202 82	$1 772 67	$430 15
HERBALIFE LTD F HLF	235.0000	11/13/08	01/07/09	$5 176.63	$4 165 31	$1,011.32
HERBALIFE LTD F HLF	100.0000	05/21/09	10/05/09	$3 308 13	$2,726 48	$581 65
HERBALIFE LTD F HLF	177 0000	05/21/09	10/05/09	$5,855.40	$4,825.86	$1,029 54
HERBALIFE LTD F HLF	200 0000	05/21/09	10/05/09	$6 616 47	$5 452.95	$1 163 52
Security Subtotal				**$28,380.14**	**$29,303.64**	**($923.50)**
HEWITT ASSOCIATES INC HEW	371.0000	04/01/09	07/01/09	$11 091.45	$11 007 99	$83 46
Security Subtotal				**$11,091.45**	**$11,007.99**	**$83.46**
I N G GROEP N V ADR F1 ADR REP 1 ORD: ING	1,050.0000	11/12/08	04/01/09	$6,218.56	$9 873 20	($3,654 64)
Security Subtotal				**$6,218.56**	**$9,873.20**	**($3,654.64)**

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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
JOY GLOBAL INC JOYG	509.0000	04/01/09	10/05/09	$23 619.24	$11,013 02	$12 606 22
Security Subtotal				**$23,619.24**	**$11,013.02**	**$12,606.22**
LORILLARD INC. LO	1 0000	10/05/09	10/06/09	$76 60	$74.70	$1 90
LORILLARD INC LO	173.0000	10/05/09	10/06/09	$13 251 37	$12.921 32	$330 05
Security Subtotal				**$13,327.97**	**$12,996.02**	**$331.95**
MAGELLAN HEALTH SVCS NEW MGLN	302 0000	04/01/09	10/05/09	$9 030 88	$11 003 56	($1 972 68)
Security Subtotal				**$9,030.88**	**$11,003.56**	**($1,972.68)**
MC DONALDS CORP MCD	216 0000	01/07/09	04/01/09	$11 847 65	$13 208 28	($1,360 63)
Security Subtotal				**$11,847.65**	**$13,208.28**	**($1,360.63)**
MEDCOHEALTH SOLUTIONS. MHS	263.0000	04/01/09	07/01/09	$12.070 85	$11.020 50	$1.050 35
Security Subtotal				**$12,070.85**	**$11,020.50**	**$1,050.35**
METHANEX CORP F: MEOH	80.0000	11/12/08	01/07/09	$867.34	$909.10	($41.76)
METHANEX CORP F. MEOH	100.0000	11/12/08	01/07/09	$1.083 97	$1,136.37	($52 40)
METHANEX CORP F. MEOH	200.0000	11/12/08	01/07/09	$2,169.95	$2,272.74	($102 79)
METHANEX CORP F. MEOH	200.0000	11/12/08	01/07/09	$2,168.35	$2,272.94	($104 59)

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
METHANEX CORP F MEOH	300 0000	11/12/08	01/07/09	$3 254 93	$3 409 12	($154 19)
Security Subtotal				**$9,544.54**	**$10,000.27**	**($455.73)**
N C R CORP NEW NCR	1 060 0000	08/05 09	10/05/09	$14 079 14	$14 010 49	$68 65
Security Subtotal				**$14,079.14**	**$14,010.49**	**$68.65**
NAVISTAR INTL CORP NEW. NAV	100.0000	09/17/08	01.07.09	$3,072 42	$5 659.25	($2,586 83)
NAVISTAR INTL CORP NEW NAV	75 0000	11/13/08	01/07/09	$2.304 32	$1 318 11	$986 21
NAVISTAR INTL CORP NEW. NAV	400 0000	11/13/08	01 07/09	$12 286 90	$7 029 94	$5 256 96
Security Subtotal				**$17,663.64**	**$14,007.30**	**$3,656.34**
ODYSSEY RE HOLDINGS CORP ORH	50 0000	04/01/09	09/09/09	$3 123 35	$1 963 45	$1 159 90
Security Subtotal				**$3,123.35**	**$1,963.45**	**$1,159.90**
ORION MARINE GROUP INC ORN	100 0000	10/05/09	12 21/09	$2 143 57	$2 004.98	$138 59
ORION MARINE GROUP INC. ORN	150 0000	10/05/09	12/21/09	$3,215.34	$3,010 16	$205.18
ORION MARINE GROUP INC ORN	400 0000	10/05/09	12 21/09	$8 574 27	$8 027 11	$547 16
Security Subtotal				**$13,933.18**	**$13,042.25**	**$890.93**
PENN NATIONAL GAMING: PENN	100.0000	04/30/09	10/05/09	$2,657 78	$3 441 65	($783 87)

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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PENN NATIONAL GAMING: PENN	100 0000	04/30/09	10/05/09	$2,657.67	$3,441.66	($783 99)
PENN NATIONAL GAMING· PENN	180.0000	04/30/09	10/05/09	$4 783 81	$6 194 98	($1 411 17)
Security Subtotal				**$10,099.26**	**$13,078.29**	**($2,979.03)**
PETSMART INC. PETM	200.0000	01/07/09	04/01/09	$4,171 62	$3,767 35	$404 27
PETSMART INC. PETM	501.0000	01/07/09	04/01/09	$10 449.91	$9 439 73	$1 010 18
Security Subtotal				**$14,621.53**	**$13,207.08**	**$1,414.45**
PHILIP MORRIS INTL INC. PM	26.0000	07/01/09	10/05/09	$1,256.58	$1,149.94	$106 64
PHILIP MORRIS INTL INC. PM	100.0000	07/01/09	10/05/09	$4.833 01	$4,422 86	$410 15
PHILIP MORRIS INTL INC· PM	100 0000	07/01/09	10/05/09	$4.833 01	$4 422 86	$410 15
Security Subtotal				**$10,922.60**	**$9,995.66**	**$926.94**
PLATINUM UNDERWRITERS F PTP	352 0000	11/13/08	01/07/09	$12,280 71	$9,993 43	$2 287 28
Security Subtotal				**$12,280.71**	**$9,993.43**	**$2,287.28**
POTASH CORP SASK INC F POT	119 0000	05/21/09	10/05/09	$10,082 23	$12,948 42	($2 866 19)
Security Subtotal				**$10,082.23**	**$12,948.42**	**($2,866.19)**
RAYTHEON COMPANY NEW. RTN	80.0000	05/12/09	07/01/09	$3,587.02	$3,824.79	($237.77)

Charles SCHWAB

Schwab One® Account of
HENRY S AND PATRICE HEMINGWAY

Account Number
2088-2333

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds: Average
All Other Investments: First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
RAYTHEON COMPANY NEW. RTN	100 0000	05/12/09	07/01/09	$4,483.79	$4,760 20	($296.41)
RAYTHEON COMPANY NEW: RTN	100 0000	05/12/09	07/01/09	$4,483 79	$4,780 20	($296 41)
RAYTHEON COMPANY NEW RTN	282 0000	10/05/09	10/13/09	$12 946.04	$13 005 77	($59 73)
Security Subtotal				**$25,500.64**	**$26,390.96**	**($890.32)**
RYDER SYSTEM INC R	275.0000	11/12/08	01/07/09	$10 713 78	$9 978 68	$735 10
Security Subtotal				**$10,713.78**	**$9,978.68**	**$735.10**
SEACOR HOLDINGS INC NEW CKH	184 0000	04/01/09	09/08/09	$14 107 71	$11 021 90	$3 085 81
Security Subtotal				**$14,107.71**	**$11,021.90**	**$3,085.81**
SEAGATE TECHNOLOGY F: STX	2 092 0000	11/13/08	04/01/09	$12,419 55	$9 966 87	$2,452.68
Security Subtotal				**$12,419.55**	**$9,966.87**	**$2,452.68**
SEMPRA ENERGY SRE	40 0000	11/13/08	01/07/09	$1,726 50	$1 681.85	$44 65
SEMPRA ENERGY SRE	100.0000	11/13/08	01/07/09	$4,316.24	$4.204 63	$111 61
SEMPRA ENERGY SRE	100.0000	11/13/08	01/07/09	$4,316.34	$4.204.63	$111 71
SEMPRA ENERGY SRE	235 0000	04/01/09	05/21/09	$10.483 77	$10 985 57	($501 80)
Security Subtotal				**$20,842.85**	**$21,076.68**	**($233.83)**

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2009 Year-End Schwab Gain/Loss Report

Accounting Method
Mutual Funds. Average
All Other Investments. First In First Out [FIFO]

Realized Gain or (Loss) (continued)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
STEEL DYNAMICS INC STLD	1.047 0000	01/07/09	04/01/09	$9 289 40	$13.168 69	($3,879 29)
Security Subtotal				**$9,289.40**	**$13,168.69**	**($3,879.29)**
TELECOM CP N Z SPON ADRFSPONSORED ADR 1 ADR REPS 5· NZT	100 0000	11/12/08	07/01/09	$881.49	$645.37	$236.12
TELECOM CP N Z SPON ADRFSPONSORED ADR 1 ADR REPS 5· NZT	345.0000	11/12/08	07/01/09	$3,037.37	$2,226.52	$810 85
TELECOM CP N Z SPON ADRFSPONSORED ADR 1 ADR REPS 5. NZT	1,100.0000	11/12/08	07/01/09	$9,695.38	$7,099.04	$2,596 34
Security Subtotal				**$13,614.24**	**$9,970.93**	**$3,643.31**
THOMAS & BETTS CORP TENN· TNB	100 0000	04/01/09	08/05/09	$2,696.11	$2 487.02	$209 09
THOMAS & BETTS CORP TENN. TNB	143.0000	04/01/09	08/05/09	$3,855.44	$3,556.44	$299.00
THOMAS & BETTS CORP TENN TNB	200.0000	04/01/09	08/05/09	$5.392 22	$4.973.84	$418 38
Security Subtotal				**$11,943.77**	**$11,017.30**	**$926.47**
TIFFANY & CO NEW. TIF	100.0000	07/10/08	01/07/09	$2,474.09	$3,905 02	($1,430.93)
TIFFANY & CO NEW. TIF	115.0000	07/10/08	01/07/09	$2 845.20	$4,490 78	($1,645 58)
TIFFANY & CO NEW TIF	257 0000	11/13/08	01/07/09	$6.358 41	$5 593 30	$765 11
Security Subtotal				**$11,677.70**	**$13,989.10**	**($2,311.40)**

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments. First In First Out (FIFO)

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
TORCHMARK CORPORATION TMK	415 0000	04/01/09	04/30/09	$12 520 40	$10 964 12	$1 556 28
Security Subtotal				**$12,520.40**	**$10,964.12**	**$1,556.28**
TRACTOR SUPPLY COMPANY TSCO	100 0000	01/07/09	04/01/09	$3,666.24	$3 298 24	$368 00
TRACTOR SUPPLY COMPANY TSCO	100 0000	01/07 09	04/01/09	$3 666 24	$3 298 24	$368 00
TRACTOR SUPPLY COMPANY TSCO	100.0000	01/07/09	04/01/09	$3,666 24	$3 298 84	$367 40
TRACTOR SUPPLY COMPANY TSCO	100 0000	01/07/09	04/01/09	$3 666 24	$3 299 23	$367 01
Security Subtotal				**$14,664.96**	**$13,194.55**	**$1,470.41**
UNIVERSAL HLTH SVCS CL B. UHS	251 0000	11/13/08	01/07/09	$9 975 77	$10 022 09	($46 32)
Security Subtotal				**$9,975.77**	**$10,022.09**	**($46.32)**
VALEANT PHARMA INTL VRX	616 0000	04/01/09	10/05/09	$17 270 02	$11 027 34	$6 242 68
Security Subtotal				**$17,270.02**	**$11,027.34**	**$6,242.68**
VALERO ENERGY CORP NEW VLO	564 0000	01/07/09	04/01/09	$10 335 31	$13 211 63	($2 876 32)
Security Subtotal				**$10,335.31**	**$13,211.63**	**($2,876.32)**
WELLPOINT INC: WLP	95.0000	07/01/09	10/13/09	$4,349 77	$4,877 77	($528.00)
WELLPOINT INC WLP	100.0000	07/01/09	10/13/09	$4,578.81	$5.134 49	($555 68)

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2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds. Average
All Other Investments First In First Out [FIFO]

Short-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
WELLPOINT INC WLP	87.0000	10/06/09	10/13/09	$3.983 47	$4 063 15	($79 68)
Security Subtotal				**$12,912.05**	**$14,075.41**	**($1,163.36)**
WHITE MOUNTAINS INS NEWF· WTM	56 0000	05/13/09	10/06/09	$17 351 16	$11 935 27	$5 415 89
Security Subtotal				**$17,351.16**	**$11,935.27**	**$5,415.89**
WINDSTREAM CORPORATION. WIN	789 0000	06/13/08	04/01/09	$6,417.02	$10,197 36	($3,780.34)
WINDSTREAM CORPORATION WIN	352 0000	11/13/08	04/01/09	$2.862.85	$3 116 76	($253 91)
Security Subtotal				**$9,279.87**	**$13,314.12**	**($4,034.25)**
Total Short-Term				**$820,068.88**	**$778,263.61**	**$41,805.27**

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ODYSSEY RE HOLDINGS CORP. ORH	35.0000	07/10/08	09/09/09	$2,186.34	$1,280.69	$905 65

CHARLES SCHWAB

Schwab One® Account of
HENRY S AND PATRICE HEMINGWAY

Account Number
2088-2333

Report Period
January 1 - December 31, 2009

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method
Mutual Funds Average
All Other Investments First In First Out (FIFO)

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
ODYSSEY RE HOLDINGS CORP· ORH	200 0000	07/10/08	09/09/09	$12.493 39	$7 318 22	$5 175 17
Security Subtotal				**$14,679.73**	**$8,598.91**	**$6,080.82**
Total Long-Term				**$14,679.73**	**$8,598.91**	**$6,080.82**
Total Realized Gain or (Loss)				**$834,748.61**	**$786,862.52**	**$47,886.09**

Schwab has provided realized gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings See Terms and Conditions
Option Customers Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options

G000015070809

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	3.	3.
TOTAL	3.	3.

HENRY S AND PATRICE HEMINGWAY FOUNDATION 20-2056179

ATTACHMENT 3

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB		4,905.	4,905.
	TOTAL	4,905.	4,905.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	870.	870.		
TOTALS	870.	870.	0.	0.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX ON DIVIDENDS	82.	82.
EXCISE TAX ON INVESTMENT INC	118.	118.
TOTALS	200.	200.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BROKERAGE FEES	21.	21.
TOTALS	21.	21.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
279 AKZO NOBEL		
962 ALCOA INC		
332 ALLIED WORLD		
344 AMERISOURCEBERGEN CORP		
520 ASPEN INSURANCE HOLDING		
282 DST SYSTEMS INC		
335 EMBARQ CORP		
416 ENDUARANCE SPECIALTY		
572 HERBALIFE LTD		
1050 ING		
880 METHANEX CORP		
575 NAVISTAR INTL CORP		
235 ODYSSEY RE HOLDINGS CORP		
352 PLATINUM UNDERWRITERS		
275 RYDER SYSTEM INC		
2092 SEAGATE TECHNOLOGY		
240 SEMPRA ENERGY		
1545 TELECOM CP Z SPON ADRF		
472 TIFFANY & CO		
251 UNIVERSAL HLTH SVCS		
1141 WINDSTREAM CORPORATION		
325 AON CORPORATION	13,073.	12,461.
504 AETNA INC NEW	13,025.	15,977.
194 ARCH CAP GROUP LTD NEW F	12,954.	13,881.
90 AUTOZONE INC	13,060.	14,226.
413 CAMPBELL SOUP COMPANY	12,576.	13,959.
153 CF INDUSTRIES	12,775.	13,889.
258 CHUBB CORPORATION	13,035.	12,688.
194 EXXON MOBIL CORP	13,038.	13,229.
424 FOSTER WHEELER	9,998.	12,483.
415 GARMIN LTD	9,998.	12,741.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7 (CONT'D)

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
333 GLAXOSMITHKLINE PLC ADRF	12,959.	14,069.
653 IAC/INTERACTIVE CORP NEW	13,003.	13,373.
747 LIMITED BRANDS INC	13,013.	14,372.
174 LORILLARD INC	12,998.	13,960.
260 PHILIP MORRIS INTL INC	12,957.	12,529.
295 SILICON LABORATORIES INC	13,077.	14,272.
270 TORCHMARK CORPORATION	9,979.	11,867.
245 TRAVELERS COMPANIES INC	13,028.	12,216.
541 UNITEDHEALTH GROUP INC	13,159.	16,490.
228 WALTER ENERGY INC	13,084.	17,171.
TOTALS	250,789.	275,853.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
HENRY S HEMINGWAY PO BOX 11026 SALT LAKE CITY, UT 84147	PRESIDENT/DIRECTOR
PATRICE HEMINGWAY PO BOX 11026 SALT LAKE CITY, UT 84147	SECRETARY/TREASURER/DIRECTOR
RICHARD HEMINGWAY PO BOX 11026 SALT LAKE CITY, UT 84147	DIRECTOR
KATHLEEN V HEMINGWAY PO BOX 11026 SALT LAKE CITY, UT 84147	DIRECTOR
	GRAND TOTALS

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HENRY S HEMINGWAY
PO BOX 11026
SALT LAKE CITY, UT 84147
801-363-5227

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOYS & GIRLS CLUB OF GREATER SALT LAKE 669 SOUTH 200 EAST, SUITE 100 SALT LAKE CITY, UT 84111	NONE	CHARITABLE DONATION	4,356
BEAR LAKE WATCH, INC		CHARITABLE DONATION	250
THE CHILDREN'S CENTER		CHARITABLE DONATION	5,900
SALT LAKE ART CENTER 1855 EAST MEDICAL DRIVE SALT LAKE CITY, UT 84112	NONE	CHARITABLE DONATION	500
ARTHRITIS FOUNDATION 20 SOUTH WEST TEMPLE SALT LAKE CITY, UT 84101	NONE	CHARITABLE DONATION	150
INTERMOUNTAIN THERAPY ANIMALS 448 EAST 400 SOUTH, SUITE 103 SALT LAKE CITY, UT 84111	NONE	CHARITABLE DONATION	4,900

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UTAH FOOD BANK	NONE	CHARITABLE DONATION	1,000
ASSISTANCE LEAGUE OF SALT LAKE	NONE	CHARITABLE DONATION	100
ALTA CLUB	NONE	CHARITABLE DONATION	100
CHILDREN'S JUSTICE CENTER	NONE	CHARITABLE DONATION	100
CATHOLIC COMMUNITY SERVICES	NONE	CHARITABLE DONATION	200.
AMERICAN CANCER SOCIETY	NONE	CHARITABLE DONATION	500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARTSPACE	NONE	CHARITABLE DONATION	100
SANDY SANBORN SCHOLARSHIP FUND	NONE	CHARITABLE DONATION	4,900
CHOICE HUMANITARIAN	NONE	CHARITABLE DONATION	500
MARCH OF DIMES	NONE	CHARITABLE DONATION	300
COMMUNITY NURSING SERVICES	NONE	CHARITABLE DONATION	500
THE ROAD HOME	NONE	CHARITABLE DONATION	1,250

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLANNED PARENTHOOD	NONE	CHARITABLE DONATION	1,200
OGDEN NATURE CENTER	NONE	CHARITABLE DONATION	100
CITY ACADEMY	NONE	CHARITABLE DONATION	750
WEBER STATE UNIVERSITY	NONE	CHARITABLE DONATION	1,200
WESTMINSTER COLLEGE	NONE	CHARITABLE DONATION	4,900
UNITED WAY	NONE	CHARITABLE DONATION	9,900
		TOTAL CONTRIBUTIONS PAID	43,656

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust: HENRY S AND PATRICE HEMINGWAY FOUNDATION

Employer identification number: 20-2056179

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	41,805.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	41,805.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a						

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	6,081.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	6,081.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			41,805.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			6,081.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			47,886.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if·*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30 go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust
HENRY S AND PATRICE HEMINGWAY FOUNDATION

Employer identification number
20-2056179

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a CHARLES SCHWAB #2333			820,069.	778,264.	41,805.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 41,805.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2009

JSA
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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example, 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a CHARLES SCHWAB #2333			14,680.	8,599.	6,081.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 6,081.