Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
MIKE'S KIDS

Number and street (or P O box number if mail is not delivered to street address) Room/suite
134 MIDDLE AVENUE

City or town, state, and ZIP code
ELYRIA, OH 44035

A Employer identification number
20-2204553

B Telephone number
440-323-7070

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 ☐

H Check type of organization: ☒ 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) ▶$ 628,603.

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

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 ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	100,850.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21.	21.		STATEMENT 1
	4 Dividends and interest from securities	11,719.	11,719.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-29,282.			
	b Gross sales price for all assets on line 6a 139,458.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	83,308.	11,740.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	261.	0.		0.
	b Accounting fees STMT 4	1,985.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	734.	509.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	5,415.	5,415.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,395.	5,924.		0.
	25 Contributions, gifts, grants paid	20,800.			20,800.
	26 **Total expenses and disbursements.** Add lines 24 and 25	29,195.	5,924.		20,800.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	54,113.			
	b **Net investment income** (if negative, enter -0-)		5,816.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	191,471.	88,748.	88,748.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	391,320.	548,156.	539,855.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	582,791.	636,904.	628,603.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ 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	582,791.	636,904.	
	30 **Total net assets or fund balances**	582,791.	636,904.	
	31 **Total liabilities and net assets/fund balances**	582,791.	636,904.	

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	582,791.
2 Enter amount from Part I, line 27a	2	54,113.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	636,904.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	636,904.

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 STATEMENT D-1	P		
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	139,458.		168,740.	-29,282.
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				-29,282.
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 -29,282.

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	20,800.	352,543.	.059000
2007	15,000.	372,285.	.040292
2006	10,942.	8,669.	1.262199
2005	5,000.	16,417.	.304562
2004			

2	**Total** of line 1, column (d)	2	1.666053
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	.416513
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	481,440.
5	Multiply line 4 by line 3	5	200,526.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	58.
7	Add lines 5 and 6	7	200,584.
8	Enter qualifying distributions from Part XII, line 4	8	20,800.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	116.
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	116.
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	116.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	116.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ MICHAEL BECKER Telephone no. ▶ 440-323-7070

Located at ▶ 134 MIDDLE AVENUE, ELYRIA, OH ZIP+4 ▶ 44035

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

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL F. BECKER 42338 RUSSIA ROAD ELYRIA, OH 44035	PRESIDENT/TREASURER 2.00	0.	0.	0.
BEVERLY J. BECKER 42338 RUSSIA ROAD ELYRIA, OH 44035	VICE-PRESIDENT/SECRETARY 2.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	396,317.
b	Average of monthly cash balances	1b	92,455.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	488,772.
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	488,772.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,332.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	481,440.
6	**Minimum investment return.** Enter 5% of line 5	6	24,072.

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

1	Minimum investment return from Part X, line 6	1	24,072.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 116.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	116.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,956.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,956.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,956.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	20,800.
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	20,800.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	20,800.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				23,956.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 946.				
c From 2006 10,625.				
d From 2007				
e From 2008 3,268.				
f **Total** of lines 3a through e	14,839.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 20,800.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				20,800.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	3,156.			3,156.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,683.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	11,683.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006 8,415.				
c Excess from 2007				
d Excess from 2008 3,268.				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

MICHAEL F. BECKER

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

NONE

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

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

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

SEE STATEMENT 8

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	20,800.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a NONE					
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	21.	
4 Dividends and interest from securities			14	11,719.	
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	-29,282.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-17,542.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -17,542.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 5/14/10 — Title

Paid Preparer's Use Only

Preparer's signature	Date 5-13-10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	RADACHI AND COMPANY 900 EAST BROAD STREET, SUITE A ELYRIA, OH 44035	EIN	
		Phone no. (440) 365-3115	

923622
02-02-10

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	# Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047 **2009**

Name of the organization	Employer identification number
MIKE'S KIDS	20-2204553

Organization type (check one).

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
MIKE'S KIDS	20-2204553

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MICHAEL BECKER 42338 RUSSIA ROAD ELYRIA, OH 44035	$ 100,850.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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

SOURCE	AMOUNT
ALLIANCE BERNSTEIN	8.
FIRST MERIT	13.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALLIANCE BERNSTEIN	11,719.	0.	11,719.
TOTAL TO FM 990-PF, PART I, LN 4	11,719.	0.	11,719.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	261.	0.		0.
TO FM 990-PF, PG 1, LN 16A	261.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,985.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,985.	0.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	95.	95.		0.
STATE FILING FEES	225.	0.		0.
FOREIGN TAX	414.	414.		0.
TO FORM 990-PF, PG 1, LN 18	734.	509.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	5,195.	5,195.		0.
BANK FEES	220.	220.		0.
TO FORM 990-PF, PG 1, LN 23	5,415.	5,415.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-BERNSTEIN	548,156.	539,855.
TOTAL TO FORM 990-PF, PART II, LINE 10B	548,156.	539,855.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MIKE'S KIDS
134 MIDDLE AVENUE
ELYRIA, OH 44035

TELEPHONE NUMBER

440-323-7070

FORM AND CONTENT OF APPLICATIONS

GRANT APPLICATION, MEDICAL RECORD RELEASE AND AUTHORIZATION FORM, NET WORTH STATEMENT

ANY SUBMISSION DEADLINES

TWO WEEKS BEFORE A BOARD MEETING

RESTRICTIONS AND LIMITATIONS ON AWARDS

FORM 990-PF | GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR | STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
RISING STAR LEARNING CENTER	NONE EDUCATIONAL FOR CHILDREN WITH LEARNING DISIBILITIES	501(C)(3)	4,800.
LARWENCE SCHOOL	NONE EDUCATIONAL FOR CHILDREN WITH LEARNING DISIBILITIES	501(C)(3)	3,500.
YOUTH CHALLENGE	NONE EDUCATIONAL/HEALTH CARE PURPOSES	501(C)(3)	2,000.
OUR LADY OF THE WAYSIDE	NONE PROVISION OF RELIEF TO THE POOR AND DISTRESSED	501(C)(3)	2,500.
MURRY RIDGE CENTER	NONE EDUCATIONAL FOR CHILDREN WITH LEARNING DISIBILITIES	501(C)(3)	1,000.
MATHEW'S LENDING LIBRARY	NONE ADAPTIVE THERAPY AND CAPABILITY SWITCH TOYS FOR CHIL	501(C)(3)	2,000.
HATTIE LARLHAM CENTER	NONE PROVIDE SERVICES TO CHILDREN WITH SPECIAL NEEDS	501(C)(3)	2,500.
NORTH COAST OHIO CONDUCTIVE EDUCATION	NONE EDUCATIONAL/HEALTH CARE PURPOSES	501(C)(3)	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			20,800.

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
04/16/2008	01/09/2009	5	BECTON DICKINSON & CO	71.74	83.78	358.71	418.88	-60.17
07/15/2008	01/09/2009	1	BECTON DICKINSON & CO	71.74	79.82	71.74	79.82	-8.08
05/30/2007	01/09/2009	5	CELGENE CORP	50.28	61.52	251.41	307.58	-56.17
05/30/2007	01/09/2009	35	GENERAL ELECTRIC CO	16.01	37.34	560.37	1,306.99	-746.62
09/26/2008	01/09/2009	30	GENERAL ELECTRIC CO	16.01	24.85	480.31	745.40	-265.09
05/30/2007	01/09/2009	20	PHILIP MORRIS INTERNATIONAL	42.59	49.34	851.73	986.87	-135.14
11/19/2007	01/09/2009	4	PROCTER & GAMBLE CO	60.19	72.84	240.76	291.37	-50.61
05/07/2008	01/09/2009	20	REPUBLIC SERVICES INC	25.57	28.28	511.46	565.56	-54.10
05/30/2007	01/09/2009	12	TYCO INTERNATIONAL LTD	23.48	53.12	281.77	637.46	-355.69
04/25/2008	01/13/2009	6	UNION PACIFIC CORP	43.63	69.19	261.79	415.16	-153.37
05/30/2007	01/15/2009	7	APPLE INC	82.85	116.73	579.97	817.08	-237.11
02/04/2008	01/15/2009	30	CITIGROUP INC	3.81	29.35	114.29	880.39	-766.10
02/08/2008	01/15/2009	15	CITIGROUP INC	3.81	26.33	57.14	394.97	-337.83
05/30/2007	01/16/2009	8	***ALCON INC	83.47	138.50	667.73	1,108.00	-440.27
06/04/2007	01/23/2009	20	FIDELITY NATIONAL CL A	15.06	28.20	301.19	564.08	-262.89
05/30/2007	01/23/2009	25	MACY'S INC	9.66	39.14	241.59	978.55	-736.96
09/26/2008	01/23/2009	10	SAFEWAY INC	22.87	24.39	228.66	243.87	-15.21
09/26/2008	01/23/2009	10	WISCONSIN ENERGY CORP	42.88	45.27	428.78	452.75	-23.97
05/30/2007	01/30/2009	1	GOOGLE INC-CL A	340.54	491.04	340.54	491.04	-150.50
05/30/2007	02/02/2009	6	***BP PLC-SPONS ADR	41.51	67.02	249.07	402.11	-153.04
10/10/2007	02/02/2009	14	***BP PLC-SPONS ADR	41.51	71.24	581.16	997.36	-416.20
12/19/2008	02/02/2009	20	TEXTRON INC	8.75	15.43	174.97	308.68	-133.71
05/30/2007	02/03/2009	21	CONOCOPHILLIPS	46.22	76.81	970.61	1,613.03	-642.42
01/02/2009	02/05/2009	5	AFLAC INC	23.43	45.66	117.13	228.31	-111.18
07/16/2007	02/05/2009	1	CME GROUP INC	180.66	591.92	180.66	591.92	-411.26
07/18/2007	02/05/2009	1	CME GROUP INC	180.66	578.14	180.66	578.14	-397.48
09/26/2008	02/05/2009	70	***ERICSSON (LM) TEL-SP ADR	8.21	10.31	574.77	721.91	-147.14
05/30/2007	02/06/2009	5	MONSANTO CO	84.14	60.83	420.71	304.17	116.54
08/09/2007	02/09/2009	10	MORGAN STANLEY	23.48	62.54	234.75	625.43	-390.68
12/06/2007	02/09/2009	15	SUPERVALU INC	19.65	39.74	294.68	596.14	-301.46
01/22/2009	02/11/2009	45	DELL INC	9.02	9.93	406.03	446.90	-40.87
05/30/2007	02/12/2009	5	MEDCO HEALTH SOLUTIONS INC	46.12	39.10	230.61	195.49	35.12
11/11/2008	02/17/2009	20	ACTIVISION BLIZZARD INC	9.53	12.19	190.52	243.88	-53.36
12/22/2008	02/17/2009	25	ACTIVISION BLIZZARD INC	9.53	9.25	238.16	231.28	6.88
05/31/2007	02/18/2009	55	SPRINT NEXTEL CORP	2.84	22.87	156.09	1,257.81	-1,101.72
02/08/2008	02/20/2009	15	CITIGROUP INC	2.01	26.33	30.08	394.98	-364.90
02/27/2008	02/20/2009	25	CITIGROUP INC	2.01	25.46	50.15	636.55	-586.40
03/07/2008	02/20/2009	15	CITIGROUP INC	2.01	21.36	30.09	320.34	-290.25
09/26/2008	02/20/2009	15	CITIGROUP INC	2.01	18.61	30.09	279.14	-249.05
05/30/2007	02/20/2009	20	JPMORGAN CHASE & CO	19.35	51.85	387.09	1,037.03	-649.94
05/30/2007	02/24/2009	35	BANK OF AMERICA CORP	4.53	50.75	158.54	1,776.11	-1,617.57
07/18/2007	02/26/2009	1	CME GROUP INC	185.87	578.14	185.87	578.14	-392.27
10/30/2007	03/03/2009	1	CATERPILLAR INC	22.76	73.72	22.76	73.72	-50.96
02/08/2008	03/03/2009	4	CATERPILLAR INC	22.76	68.01	91.05	272.05	-181.00
10/12/2007	03/04/2009	5	DEERE & CO	26.64	77.30	133.19	386.48	-253.29
02/09/2009	03/11/2009	15	WELLS FARGO & COMPANY	11.99	19.20	179.83	287.94	-108.11

Stmt D-1

Capital Gains Report

MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/26/2007	03/12/2009	4	CATERPILLAR INC	25.99	73.49	103.94	293.96	-190.02
05/30/2007	03/13/2009	5	BANK OF AMERICA CORP	5.88	50.75	29.42	253.73	-224.31
07/03/2007	03/13/2009	10	BANK OF AMERICA CORP	5.88	49.51	58.85	495.15	-436.30
02/05/2008	03/13/2009	5	BANK OF AMERICA CORP	5.88	42.76	29.42	213.82	-184.40
09/25/2008	03/17/2009	30	FIFTH THIRD BANCORP	1.86	16.43	55.86	492.93	-437.07
12/22/2008	03/17/2009	30	FIFTH THIRD BANCORP	1.86	7.64	55.87	229.17	-173.30
02/12/2008	03/17/2009	14	J.C. PENNEY CO INC	16.50	49.71	230.99	695.95	-464.96
10/01/2008	03/17/2009	11	J.C. PENNEY CO INC	16.50	33.29	181.50	366.14	-184.64
12/15/2008	03/17/2009	5	J.C. PENNEY CO INC	16.50	19.35	82.50	96.77	-14.27
05/30/2007	03/18/2009	50	AMERICAN INTERNATIONAL GROUP	1.31	71.63	65.35	3,581.40	-3,516.05
02/08/2008	03/18/2009	15	AMERICAN INTERNATIONAL GROUP	1.31	50.64	19.61	759.53	-739.92
02/13/2008	03/18/2009	10	AMERICAN INTERNATIONAL GROUP	1.31	45.75	13.07	457.49	-444.42
05/12/2008	03/18/2009	20	AMERICAN INTERNATIONAL GROUP	1.31	38.00	26.14	760.00	-733.86
05/30/2007	03/18/2009	5	JPMORGAN CHASE & CO	26.61	51.85	133.04	259.25	-126.21
05/30/2007	03/18/2009	5	JPMORGAN CHASE & CO	26.61	51.85	133.04	259.26	-126.22
04/01/2008	03/19/2009	9	***ROYAL DUTCH SHELL PLC-ADR	45.64	69.40	410.74	624.60	-213.86
04/07/2008	03/19/2009	1	***ROYAL DUTCH SHELL PLC-ADR	45.64	72.40	45.64	72.40	-26.76
02/05/2008	03/20/2009	5	BANK OF AMERICA CORP	6.05	42.77	30.26	213.83	-183.57
02/13/2008	03/20/2009	20	BANK OF AMERICA CORP	6.05	43.28	121.06	865.63	-744.57
01/07/2009	03/20/2009	15	BANK OF AMERICA CORP	6.05	13.98	90.80	209.74	-118.94
05/30/2007	03/23/2009	5	TRAVELERS COS INC/THE	39.87	54.36	199.35	271.82	-72.47
08/09/2007	03/24/2009	6	MORGAN STANLEY	24.67	62.54	148.01	375.26	-227.25
08/29/2007	03/24/2009	4	MORGAN STANLEY	24.67	60.61	98.67	242.43	-143.76
05/23/2008	03/25/2009	25	GANNETT CO	2.37	28.97	59.24	724.35	-665.11
05/28/2008	03/25/2009	10	GANNETT CO	2.37	28.96	23.69	289.63	-265.94
07/11/2008	03/25/2009	15	GANNETT CO	2.37	17.61	35.54	264.15	-228.61
05/30/2007	03/26/2009	7	GENENTECH INC	95.00	78.35	665.00	548.48	116.52
06/07/2007	03/26/2009	8	GENENTECH INC	95.00	74.88	760.00	599.08	160.92
03/31/2008	03/26/2009	4	GENENTECH INC	95.00	80.94	380.00	323.77	56.23
10/09/2008	03/26/2009	6	GENENTECH INC	95.00	80.82	570.00	484.94	85.06
11/18/2008	03/26/2009	5	GENENTECH INC	95.00	80.85	475.00	404.24	70.76
01/23/2009	03/26/2009	5	GENENTECH INC	95.00	83.22	475.00	416.12	58.88
09/28/2007	03/26/2009	5	MORGAN STANLEY	25.54	63.21	127.69	316.05	-188.36
05/30/2007	03/26/2009	10	PFIZER INC	14.43	27.35	144.32	273.50	-129.18
12/01/2008	04/06/2009	6	BUNGE LTD	58.10	38.99	348.58	233.95	114.63
	04/06/2009		TIME WARNER INC			14.34		14.34
	04/06/2009		TIME WARNER CABLE INC			18.92		18.92
05/30/2007	04/06/2009	7	METLIFE INC	25.12	68.00	175.81	476.02	-300.21
12/19/2008	04/06/2009	12	TJX COMPANIES INC	26.14	20.70	313.69	248.41	65.28
05/30/2007	04/07/2009	7	ABBOTT LABORATORIES	42.96	56.07	300.72	392.46	-91.74
09/04/2008	04/07/2009	15	NVIDIA CORP	11.01	11.48	165.21	172.27	-7.06
10/10/2008	04/07/2009	20	***NOKIA CORP-SPON ADR	12.56	15.73	251.14	314.52	-63.38
12/06/2007	04/08/2009	5	COLGATE-PALMOLIVE CO	60.23	79.24	301.13	396.22	-95.09
12/01/2008	04/09/2009	4	BUNGE LTD	56.91	38.99	227.62	155.97	71.65
03/18/2009	04/09/2009	1	BUNGE LTD	56.91	56.69	56.91	56.69	0.22
12/01/2008	04/09/2009	30	CORNING INC	15.21	8.64	456.29	259.24	197.05
12/11/2008	04/09/2009	25	CORNING INC	15.21	8.54	380.25	213.60	166.65
01/26/2009	04/09/2009	5	CORNING INC	15.21	9.88	76.05	49.42	26.63
03/31/2008	04/09/2009	10	HARTFORD FINANCIAL SVCS GRP	10.57	75.34	105.66	753.40	-647.74

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MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/17/2008	04/09/2009	9	HARTFORD FINANCIAL SVCS GRP	10.57	72.58	95.09	653.19	-558.10
01/13/2009	04/09/2009	1	HARTFORD FINANCIAL SVCS GRP	10.57	14.97	10.57	14.97	-4.40
08/25/2008	04/09/2009	8	WYETH	42.30	42.17	338.38	337.39	0.99
05/30/2007	04/13/2009	6	JPMORGAN CHASE & CO	33.29	51.85	199.75	311.11	-111.36
12/15/2008	04/13/2009	6	J.C. PENNEY CO INC	26.41	19.35	158.48	116.12	42.36
05/30/2007	04/14/2009	3	METLIFE INC	27.01	68.00	81.03	204.01	-122.98
08/20/2007	04/14/2009	4	METLIFE INC	27.01	63.72	108.04	254.90	-146.86
05/30/2007	04/16/2009	6	ABBOTT LABORATORIES	42.50	56.07	255.03	336.40	-81.37
11/06/2007	04/16/2009	3	ABBOTT LABORATORIES	42.50	54.14	127.51	162.43	-34.92
12/06/2007	04/16/2009	3	COLGATE-PALMOLIVE CO	59.11	79.25	177.32	237.74	-60.42
10/01/2008	04/16/2009	2	COLGATE-PALMOLIVE CO	59.11	75.29	118.21	150.59	-32.38
08/22/2007	04/16/2009	6	***DEUTSCHE BANK AG-REGISTERED	52.29	125.89	313.73	755.32	-441.59
11/26/2007	04/16/2009	3	***DEUTSCHE BANK AG-REGISTERED	52.29	123.40	156.87	370.19	-213.32
12/06/2007	04/17/2009	5	SUPERVALU INC	14.77	39.74	73.86	198.72	-124.86
03/04/2008	04/17/2009	10	SUPERVALU INC	14.77	28.43	147.72	284.31	-136.59
05/30/2007	04/20/2009	1	GOOGLE INC-CL A	380.06	491.04	380.06	491.04	-110.98
09/24/2008	04/21/2009	2	LOCKHEED MARTIN CORP	76.07	108.38	152.14	216.76	-64.62
09/05/2008	04/21/2009	5	***TOYOTA MOTOR CORP -SPON ADR	75.29	88.14	376.46	440.71	-64.25
09/26/2008	04/21/2009	4	***TOYOTA MOTOR CORP -SPON ADR	75.29	89.77	301.17	359.07	-57.90
12/05/2007	04/23/2009	10	MICROSOFT CORP	18.60	33.98	185.97	339.78	-153.81
02/26/2009	04/23/2009	5	MICROSOFT CORP	18.60	17.02	92.98	85.08	7.90
11/06/2007	04/28/2009	6	ABBOTT LABORATORIES	43.18	54.14	259.10	324.86	-65.76
02/26/2009	04/28/2009	5	MICROSOFT CORP	20.08	17.02	100.40	85.08	15.32
04/06/2009	04/28/2009	16	MICROSOFT CORP	20.08	18.47	321.26	295.58	25.68
02/14/2008	04/28/2009	7	WAL-MART STORES INC	48.75	50.75	341.26	355.28	-14.02
03/25/2008	04/28/2009	4	WAL-MART STORES INC	48.75	53.53	195.00	214.14	-19.14
10/01/2008	04/28/2009	2	WAL-MART STORES INC	48.75	59.76	97.50	119.53	-22.03
04/07/2008	04/29/2009	4	***ROYAL DUTCH SHELL PLC-ADR	46.07	72.40	184.27	289.60	-105.33
04/10/2008	04/29/2009	2	***ROYAL DUTCH SHELL PLC-ADR	46.07	72.93	92.13	145.87	-53.74
12/19/2008	04/29/2009	6	TJX COMPANIES INC	28.20	20.70	169.19	124.21	44.98
05/30/2007	04/30/2009	9	AUTOLIV INC	24.95	58.67	224.54	528.00	-303.46
02/26/2009	04/30/2009	11	AUTOLIV INC	24.95	15.66	274.44	172.22	102.22
05/30/2007	04/30/2009	20	ALTRIA GROUP INC	16.60	21.83	331.93	436.52	-104.59
01/10/2008	04/30/2009	7	COCA-COLA CO/THE	43.18	65.15	302.29	456.02	-153.73
05/30/2007	04/30/2009	3	MONSANTO CO	84.54	60.83	253.61	182.50	71.11
04/07/2009	04/30/2009	9	PACCAR INC	35.31	28.27	317.83	254.40	63.43
05/30/2007	04/30/2009	20	VERIZON COMMUNICATIONS INC	30.36	43.30	607.24	866.07	-258.83
07/15/2008	05/01/2009	2	BECTON DICKINSON & CO	61.06	79.83	122.11	159.66	-37.55
08/12/2008	05/01/2009	4	BECTON DICKINSON & CO	61.06	86.32	244.22	345.29	-101.07
05/30/2007	05/01/2009	6	HEWLETT-PACKARD CO	35.84	45.36	215.06	272.19	-57.13
04/06/2009	05/01/2009	11	MICROSOFT CORP	20.00	18.47	220.03	203.21	16.82
08/14/2007	05/01/2009	5	PHILIP MORRIS INTERNATIONAL	36.89	46.71	184.46	233.53	-49.07
07/11/2008	05/01/2009	9	PHILIP MORRIS INTERNATIONAL	36.89	52.90	332.02	476.09	-144.07
12/19/2008	05/01/2009	12	TJX COMPANIES INC	27.88	20.70	334.58	248.43	86.15
08/12/2008	05/04/2009	4	BECTON DICKINSON & CO	60.79	86.32	243.16	345.29	-102.13
05/30/2007	05/04/2009	4	GILEAD SCIENCES INC	44.74	40.86	178.96	163.46	15.50
11/21/2008	05/04/2009	5	MOLSON COORS BREWING CO -B	38.56	42.42	192.79	212.08	-19.29
06/05/2007	05/04/2009	5	***TEVA PHARMACEUTICAL-SP ADR	44.22	39.57	221.11	197.85	23.26
10/01/2008	05/05/2009	4	COLGATE-PALMOLIVE CO	61.70	75.30	246.82	301.19	-54.37

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Capital Gains Report

MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/23/2009	05/06/2009	10	HONEYWELL INTERNATIONAL INC	32.84	31.51	328.44	315.12	13.32
05/30/2007	05/07/2009	3	***ALCON INC	96.26	138.50	288.78	415.50	-126.72
09/26/2008	05/07/2009	10	***ERICSSON (LM) TEL-SP ADR	8.51	10.31	85.11	103.14	-18.03
10/09/2008	05/07/2009	25	***ERICSSON (LM) TEL-SP ADR	8.51	6.48	212.76	162.05	50.71
10/21/2008	05/07/2009	3	LOCKHEED MARTIN CORP	79.35	86.69	238.04	260.06	-22.02
04/06/2009	05/07/2009	10	MICROSOFT CORP	19.32	18.47	193.18	184.75	8.43
04/07/2009	05/07/2009	4	PACCAR INC	32.90	28.27	131.60	113.07	18.53
06/05/2007	05/07/2009	4	***TEVA PHARMACEUTICAL-SP ADR	44.34	39.57	177.36	158.28	19.08
08/21/2008	05/08/2009	4	COCA-COLA CO/THE	42.81	53.51	171.24	214.04	-42.80
10/09/2008	05/08/2009	2	COCA-COLA CO/THE	42.81	47.22	85.62	94.45	-8.83
05/30/2007	05/08/2009	6	MEDCO HEALTH SOLUTIONS INC	45.12	39.10	270.72	234.60	36.12
05/05/2008	05/12/2009	5	BAXTER INTERNATIONAL INC	50.83	62.98	254.15	314.91	-60.76
05/30/2007	05/12/2009	5	PEPSICO INC	49.22	68.52	246.09	342.58	-96.49
03/05/2009	05/14/2009	40	GAP INC/THE	15.37	10.14	614.80	405.76	209.04
06/10/2008	05/14/2009	30	MOTOROLA INC	5.72	9.04	171.70	271.23	-99.53
08/29/2008	05/15/2009	5	DEVON ENERGY CORPORATION	61.06	102.65	305.30	513.24	-207.94
09/15/2008	05/15/2009	1	DEVON ENERGY CORPORATION	61.06	89.72	61.06	89.72	-28.66
10/17/2008	05/15/2009	10	THE WALT DISNEY CO.	24.08	24.11	240.81	241.09	-0.28
10/23/2008	05/15/2009	15	HOME DEPOT INC	24.33	19.17	364.89	287.54	77.35
02/10/2009	05/15/2009	2	HOME DEPOT INC	24.33	22.46	48.65	44.92	3.73
02/10/2009	05/15/2009	1	HOME DEPOT INC	24.33	22.46	24.33	22.46	1.87
08/24/2007	05/19/2009	9	ALLSTATE CORP	26.39	56.48	237.49	508.33	-270.84
09/28/2007	05/19/2009	1	ALLSTATE CORP	26.39	57.06	26.39	57.06	-30.67
01/13/2009	05/19/2009	4	JACOBS ENGINEERING GROUP INC	40.00	47.13	160.01	188.51	-28.50
11/06/2007	05/20/2009	1	ABBOTT LABORATORIES	43.57	54.15	43.57	54.15	-10.58
12/11/2007	05/20/2009	5	ABBOTT LABORATORIES	43.57	58.58	217.83	292.91	-75.08
09/26/2008	05/22/2009	35	SAFEWAY INC	20.05	24.39	701.83	853.57	-151.74
05/30/2007	05/26/2009	20	CISCO SYSTEMS INC	18.50	26.11	370.07	522.12	-152.05
10/21/2008	05/26/2009	10	SCHWAB (CHARLES) CORP	17.43	20.69	174.29	206.95	-32.66
04/29/2009	05/26/2009	10	SCHWAB (CHARLES) CORP	17.43	18.44	174.29	184.36	-10.07
05/07/2008	05/26/2009	20	WESTERN DIGITAL CORP	24.90	30.06	498.04	601.14	-103.10
06/02/2008	05/26/2009	1	WESTERN DIGITAL CORP	24.90	36.66	24.90	36.66	-11.76
06/02/2008	05/26/2009	1	WESTERN DIGITAL CORP	24.90	36.66	24.90	36.66	-11.76
05/31/2007	05/27/2009	4	MCDONALD'S CORP	58.32	50.51	233.27	202.06	31.21
03/19/2008	05/27/2009	1	MCDONALD'S CORP	58.32	55.06	58.32	55.06	3.26
05/30/2007	05/28/2009	4	MONSANTO CO	79.22	60.83	316.88	243.34	73.54
04/06/2009	05/28/2009	19	NETAPP INC	18.70	15.54	355.25	295.35	59.90
05/31/2007	05/29/2009	2	EMERSON ELECTRIC CO	31.91	48.42	63.83	96.84	-33.01
12/10/2007	05/29/2009	6	EMERSON ELECTRIC CO	31.91	58.08	191.48	348.50	-157.02
12/31/2008	05/29/2009	2	EMERSON ELECTRIC CO	31.91	36.16	63.83	72.32	-8.49
08/25/2008	05/29/2009	7	WYETH	44.63	42.18	312.41	295.23	17.18
02/12/2008	06/01/2009	4	***DEUTSCHE BANK AG-REGISTERED	69.49	111.61	277.96	446.46	-168.50
08/20/2007	06/01/2009	6	METLIFE INC	31.73	63.72	190.36	382.35	-191.99
12/26/2007	06/01/2009	4	METLIFE INC	31.73	62.49	126.91	249.95	-123.04
12/26/2007	06/01/2009	1	METLIFE INC	31.73	62.48	31.73	62.48	-30.75
09/04/2008	06/01/2009	25	NVIDIA CORP	10.85	11.49	271.16	287.13	-15.97
12/17/2008	06/01/2009	20	***SANOFI-AVENTIS ADR	32.97	32.74	659.35	654.71	4.64
04/29/2009	06/01/2009	9	SCHWAB (CHARLES) CORP	18.19	18.44	163.70	165.94	-2.24
09/28/2007	06/02/2009	6	ALLSTATE CORP	26.53	57.06	159.20	342.39	-183.19

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MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/06/2007	06/02/2009	14	ALLSTATE CORP	26.53	52.54	371.46	735.63	-364.17
05/30/2007	06/04/2009	6	FRANKLIN RESOURCES INC	72.69	134.06	436.16	804.34	-368.18
11/19/2007	06/04/2009	1	FRANKLIN RESOURCES INC	72.69	116.51	72.69	116.51	-43.82
05/30/2007	06/04/2009	9	HEWLETT-PACKARD CO	35.78	45.37	322.06	408.29	-86.23
05/30/2007	06/04/2009	5	MONSANTO CO	82.00	60.83	410.02	304.17	105.85
04/23/2008	06/05/2009	16	CARDINAL HEALTH INC	29.94	51.75	479.06	827.97	-348.91
10/17/2007	06/05/2009	4	EOG RESOURCES INC	72.76	81.69	291.04	326.77	-35.73
06/04/2007	06/18/2009	10	PHILIP MORRIS INTERNATIONAL	42.96	49.57	429.65	495.68	-66.03
09/20/2007	06/18/2009	5	PHILIP MORRIS INTERNATIONAL	42.96	47.58	214.82	237.89	-23.07
12/04/2008	06/23/2009	9	AMGEN INC	51.15	56.61	460.33	509.50	-49.17
05/30/2007	06/30/2009	10	TRAVELERS COS INC/THE	41.10	54.37	411.04	543.66	-132.62
06/11/2007	06/30/2009	5	TRAVELERS COS INC/THE	41.10	54.47	205.52	272.36	-66.84
06/26/2007	06/30/2009	5	TRAVELERS COS INC/THE	41.10	52.93	205.52	264.63	-59.11
04/01/2008	06/30/2009	5	TRAVELERS COS INC/THE	41.10	49.56	205.52	247.80	-42.28
10/17/2007	07/08/2009	3	EOG RESOURCES INC	61.66	81.69	184.98	245.08	-60.10
01/22/2008	07/08/2009	3	EOG RESOURCES INC	61.66	82.19	184.99	246.58	-61.59
03/07/2008	07/08/2009	7	EOG RESOURCES INC	61.66	116.99	431.64	818.95	-387.31
03/31/2008	07/08/2009	2	EOG RESOURCES INC	61.66	118.95	123.33	237.91	-114.58
01/20/2009	07/08/2009	2	EOG RESOURCES INC	61.66	62.20	123.33	124.40	-1.07
09/26/2008	07/08/2009	1	PROCTER & GAMBLE CO	52.44	68.61	52.45	68.61	-16.16
10/06/2008	07/08/2009	1	PROCTER & GAMBLE CO	52.44	69.22	52.44	69.22	-16.78
10/15/2008	07/08/2009	6	PROCTER & GAMBLE CO	52.44	62.71	314.66	376.24	-61.58
04/17/2009	07/08/2009	14	PROCTER & GAMBLE CO	52.44	51.70	734.22	723.77	10.45
01/20/2009	07/10/2009	4	EOG RESOURCES INC	62.46	62.20	249.84	248.81	1.03
06/10/2009	07/10/2009	5	EOG RESOURCES INC	62.46	73.86	312.29	369.29	-57.00
05/30/2007	07/10/2009	23	EXXON MOBIL CORP	65.09	83.73	1,497.17	1,925.79	-428.62
12/04/2008	07/13/2009	2	AMGEN INC	57.83	56.61	115.66	113.23	2.43
04/15/2009	07/13/2009	9	AMGEN INC	57.83	47.60	520.48	428.40	92.08
07/09/2008	07/13/2009	2	APACHE CORP	68.49	123.18	136.99	246.37	-109.38
07/23/2008	07/13/2009	2	APACHE CORP	68.49	111.73	136.99	223.46	-86.47
09/26/2008	07/13/2009	2	APACHE CORP	68.49	109.84	136.99	219.68	-82.69
10/14/2008	07/13/2009	2	APACHE CORP	68.49	82.66	136.99	165.32	-28.33
05/20/2009	07/13/2009	80	REGIONS FINANCIAL CORP	4.01	4.00	320.82	320.00	0.82
04/10/2008	07/13/2009	3	***ROYAL DUTCH SHELL PLC-ADR	47.19	72.94	141.57	218.82	-77.25
02/26/2009	07/13/2009	11	***ROYAL DUTCH SHELL PLC-ADR	47.19	45.37	519.08	499.08	20.00
06/10/2009	07/13/2009	7	***ROYAL DUTCH SHELL PLC-ADR	47.19	55.14	330.33	385.95	-55.62
05/30/2007	07/16/2009	24	CHEVRON CORP	64.64	81.51	1,551.36	1,956.27	-404.91
03/19/2008	07/16/2009	4	MCDONALD'S CORP	57.08	55.06	228.31	220.25	8.06
09/26/2008	07/16/2009	2	MCDONALD'S CORP	57.08	62.46	114.16	124.93	-10.77
11/28/2008	07/17/2009	10	THE WALT DISNEY CO.	24.49	22.26	244.94	222.60	22.34
12/18/2008	07/17/2009	5	THE WALT DISNEY CO.	24.49	23.40	122.47	117.01	5.46
12/03/2008	07/20/2009	30	BRISTOL-MYERS SQUIBB CO	19.88	21.02	596.51	630.48	-33.97
05/30/2007	07/22/2009	6	MONSANTO CO	79.72	60.84	478.34	365.02	113.32
04/20/2009	07/23/2009	10	LIBERTY ENTERTAINMENT-CL A	26.93	22.68	269.34	226.76	42.58
07/11/2008	07/27/2009	2	PHILIP MORRIS INTERNATIONAL	46.63	52.90	93.26	105.80	-12.54
08/12/2008	07/27/2009	6	PHILIP MORRIS INTERNATIONAL	46.63	55.86	279.77	335.19	-55.42
09/26/2008	07/28/2009	25	SAFEWAY INC	18.84	24.39	471.01	609.70	-138.69
05/30/2007	07/29/2009	15	HEWLETT-PACKARD CO	41.85	45.37	627.70	680.49	-52.79
05/01/2009	07/29/2009	8	TIME WARNER CABLE	32.45	33.36	259.64	266.86	-7.22

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Capital Gains Report

MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/10/2009	07/29/2009	7	TIME WARNER CABLE	32.45	31.69	227.18	221.84	5.34
05/30/2007	08/03/2009	45	CISCO SYSTEMS INC	22.52	26.11	1,013.31	1,174.77	-161.46
05/30/2007	08/03/2009	5	CISCO SYSTEMS INC	22.52	26.11	112.59	130.53	-17.94
12/18/2008	08/03/2009	15	THE WALT DISNEY CO.	25.52	23.40	382.77	351.03	31.74
05/07/2009	08/03/2009	10	TORCHMARK CORP	39.00	33.81	390.02	338.15	51.87
06/10/2009	08/04/2009	5	EOG RESOURCES INC	76.15	73.86	380.77	369.29	11.48
09/26/2008	08/04/2009	11	MCDONALD'S CORP	55.01	62.47	605.07	687.16	-82.09
11/13/2008	08/04/2009	1	MCDONALD'S CORP	55.01	53.63	55.01	53.63	1.38
12/31/2008	08/05/2009	5	EMERSON ELECTRIC CO	34.84	36.16	174.21	180.81	-6.60
02/11/2009	08/05/2009	20	EMERSON ELECTRIC CO	34.84	32.80	696.83	656.04	40.79
05/13/2009	08/05/2009	5	EMERSON ELECTRIC CO	34.84	33.60	174.21	168.01	6.20
07/25/2008	08/06/2009	2	MONSANTO CO	84.05	115.32	168.11	230.65	-62.54
09/26/2008	08/06/2009	1	MONSANTO CO	84.05	104.85	84.05	104.85	-20.80
11/19/2007	08/06/2009	3	PROCTER & GAMBLE CO	51.78	72.84	155.34	218.53	-63.19
09/26/2008	08/06/2009	3	PROCTER & GAMBLE CO	51.78	68.61	155.35	205.83	-50.48
10/06/2008	08/06/2009	6	PROCTER & GAMBLE CO	51.78	69.22	310.70	415.33	-104.63
06/01/2009	08/07/2009	5	APACHE CORP	87.29	86.56	436.44	432.80	3.64
05/30/2007	08/11/2009	5	CHEVRON CORP	68.28	81.51	341.38	407.56	-66.18
07/05/2007	08/11/2009	5	CHEVRON CORP	68.28	86.50	341.38	432.48	-91.10
04/13/2009	08/11/2009	6	CHEVRON CORP	68.28	67.64	409.65	405.82	3.83
06/10/2009	08/11/2009	2	CHEVRON CORP	68.28	70.07	136.55	140.15	-3.60
01/13/2009	08/12/2009	15	HARTFORD FINANCIAL SVCS GRP	19.63	14.97	294.38	224.55	69.83
06/23/2009	08/12/2009	35	HARTFORD FINANCIAL SVCS GRP	19.63	11.23	686.90	393.20	293.70
05/05/2008	08/12/2009	30	TYSON FOODS INC-CL A	11.13	17.86	334.03	535.82	-201.79
01/23/2009	08/12/2009	25	TYSON FOODS INC-CL A	11.13	8.37	278.35	209.13	69.22
04/23/2008	08/13/2009	3	CARDINAL HEALTH INC	32.72	51.75	98.15	155.25	-57.10
09/26/2008	08/13/2009	16	CARDINAL HEALTH INC	32.72	49.56	523.48	792.97	-269.49
04/15/2009	08/13/2009	5	CARDINAL HEALTH INC	32.72	33.69	163.59	168.44	-4.85
05/30/2007	08/13/2009	45	GENWORTH FINANCIAL INC-CL A	8.78	35.86	394.89	1,613.58	-1,218.69
06/04/2009	08/13/2009	15	***INGERSOLL-RAND PLC	29.16	21.95	437.33	329.31	108.02
06/03/2009	08/13/2009	25	MASCO CORP	14.56	10.79	363.89	269.77	94.12
12/09/2008	08/13/2009	50	NEWS CORP	11.18	8.42	559.20	421.15	138.05
	08/18/2009		***TAIWAN SEMICONDUCTOR MFG CO			4.91		4.91
05/30/2007	08/19/2009	12	EXXON MOBIL CORP	67.41	83.73	808.97	1,004.76	-195.79
06/10/2009	08/19/2009	12	EXXON MOBIL CORP	67.41	73.24	808.98	878.84	-69.86
05/13/2009	08/19/2009	5	EMERSON ELECTRIC CO	34.61	33.60	173.05	168.02	5.03
06/10/2009	08/19/2009	10	EMERSON ELECTRIC CO	34.61	34.53	346.11	345.32	0.79
06/10/2009	08/20/2009	4	EOG RESOURCES INC	73.59	73.86	294.36	295.44	-1.08
10/09/2008	08/20/2009	5	***ERICSSON (LM) TEL-SP ADR	9.49	6.48	47.44	32.41	15.03
12/24/2008	08/20/2009	35	***ERICSSON (LM) TEL-SP ADR	9.49	7.35	332.10	257.18	74.92
08/28/2008	08/21/2009	25	XL CAPITAL LTD -CLASS A	15.09	20.05	377.20	501.33	-124.13
09/26/2008	08/25/2009	4	MONSANTO CO	84.11	104.86	336.46	419.44	-82.98
04/29/2008	08/26/2009	7	NIKE INC -CL B	55.55	68.05	388.87	476.33	-87.46
05/30/2007	08/28/2009	15	HEWLETT-PACKARD CO	44.82	45.37	672.37	680.49	-8.12
04/14/2009	09/03/2009	35	ELI LILLY & CO	32.51	32.15	1,137.68	1,125.09	12.59
06/11/2009	09/03/2009	6	WHIRLPOOL CORP	61.30	42.95	367.81	257.70	110.11
09/26/2008	09/04/2009	14	EASTMAN CHEMICAL COMPANY	50.16	57.52	702.26	805.34	-103.08
05/05/2008	09/09/2009	2	BAXTER INTERNATIONAL INC	55.97	62.98	111.95	125.97	-14.02
09/26/2008	09/09/2009	7	BAXTER INTERNATIONAL INC	55.97	66.16	391.82	463.12	-71.30

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MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/04/2007	09/10/2009	10	ALTRIA GROUP INC	18.54	21.93	185.39	219.26	-33.87
08/14/2007	09/10/2009	5	ALTRIA GROUP INC	18.54	20.66	92.68	103.30	-10.62
09/20/2007	09/10/2009	5	ALTRIA GROUP INC	18.54	21.04	92.68	105.22	-12.54
01/14/2008	09/10/2009	5	ALTRIA GROUP INC	18.54	24.04	92.68	120.20	-27.52
09/05/2008	09/10/2009	40	ALTRIA GROUP INC	18.54	20.92	741.47	836.93	-95.46
06/10/2009	09/10/2009	50	ALTRIA GROUP INC	18.54	17.17	926.84	858.63	68.21
06/12/2009	09/10/2009	6	PROCTER & GAMBLE CO	55.88	52.36	335.26	314.18	21.08
10/28/2008	09/11/2009	4	GOLDMAN SACHS GROUP INC	174.69	95.25	698.76	381.00	317.76
05/30/2007	09/11/2009	2	JPMORGAN CHASE & CO	42.58	51.85	85.16	103.70	-18.54
10/03/2008	09/11/2009	19	JPMORGAN CHASE & CO	42.58	49.94	809.02	948.85	-139.83
05/05/2009	09/11/2009	4	NUCOR CORP	46.43	44.09	185.71	176.35	9.36
06/12/2009	09/11/2009	6	NUCOR CORP	46.43	47.69	278.57	286.16	-7.59
06/15/2009	09/11/2009	10	NUCOR CORP	46.43	45.47	464.29	454.66	9.63
05/05/2009	09/15/2009	14	FREEPORT-MCMORAN COPPER	71.07	49.31	994.93	690.32	304.61
06/17/2009	09/15/2009	20	TEXTRON INC	19.52	10.13	390.39	202.60	187.79
06/11/2009	09/15/2009	14	WHIRLPOOL CORP	67.47	42.95	944.61	601.30	343.31
10/09/2008	09/16/2009	7	COCA-COLA CO/THE	52.34	47.23	366.35	330.58	35.77
11/13/2007	09/16/2009	6	MEDCO HEALTH SOLUTIONS INC	55.76	49.38	334.57	296.31	38.26
11/13/2008	09/16/2009	7	MCDONALD'S CORP	55.42	53.64	387.95	375.45	12.50
06/10/2009	09/16/2009	3	MCDONALD'S CORP	55.42	58.17	166.26	174.52	-8.26
04/06/2009	09/16/2009	8	MICROSOFT CORP	25.09	18.47	200.70	147.80	52.90
05/30/2007	09/17/2009	5	FLUOR CORP	55.89	50.77	279.46	253.85	25.61
05/30/2007	09/21/2009	4	APPLE INC	182.14	116.73	728.57	466.91	261.66
12/09/2008	09/22/2009	25	NEWS CORP	12.28	8.42	306.92	210.58	96.34
05/04/2009	09/23/2009	3	***TOYOTA MOTOR CORP -SPON ADR	82.34	81.45	247.03	244.34	2.69
06/01/2009	09/28/2009	1	APACHE CORP	93.01	86.56	93.01	86.56	6.45
06/10/2009	09/28/2009	3	APACHE CORP	93.01	83.56	279.02	250.68	28.34
06/10/2009	09/30/2009	18	EXXON MOBIL CORP	68.66	73.24	1,235.87	1,318.27	-82.40
05/07/2009	10/01/2009	45	***TAIWAN SEMICONDUCTOR-SP ADR	10.80	10.35	486.13	465.93	20.20
06/10/2009	10/01/2009	50	***TAIWAN SEMICONDUCTOR-SP ADR	10.80	10.50	540.15	524.87	15.28
01/23/2008	10/05/2009	5	***BP PLC-SPONS ADR	51.26	61.19	256.31	305.94	-49.63
01/25/2008	10/05/2009	10	***BP PLC-SPONS ADR	51.26	63.38	512.64	633.78	-121.14
06/10/2009	10/05/2009	7	***BP PLC-SPONS ADR	51.26	52.13	358.85	364.88	-6.03
05/30/2007	10/05/2009	10	HEWLETT-PACKARD CO	45.58	45.37	455.78	453.66	2.12
04/30/2009	10/06/2009	5	VISA INC - CLASS A SHRS	68.01	67.09	340.04	335.44	4.60
06/10/2009	10/06/2009	2	VISA INC - CLASS A SHRS	68.01	68.94	136.01	137.88	-1.87
07/14/2009	10/08/2009	20	AMERICAN TOWER CORP-CL A	36.79	31.58	735.88	631.64	104.24
05/27/2009	10/08/2009	10	CATERPILLAR INC	52.63	35.24	526.29	352.37	173.92
06/10/2009	10/08/2009	15	CATERPILLAR INC	52.63	37.31	789.44	559.64	229.80
07/15/2009	10/08/2009	1	CATERPILLAR INC	52.63	33.57	52.63	33.57	19.06
05/30/2007	10/08/2009	2	JPMORGAN CHASE & CO	46.00	51.85	92.00	103.70	-11.70
12/06/2007	10/08/2009	10	JPMORGAN CHASE & CO	46.00	45.67	459.98	456.73	3.25
03/18/2008	10/08/2009	7	JPMORGAN CHASE & CO	46.00	42.09	321.99	294.64	27.35
02/24/2009	10/08/2009	2	LOWE'S COS INC	20.84	15.58	41.68	31.17	10.51
04/21/2009	10/08/2009	12	LOWE'S COS INC	20.84	19.78	250.05	237.39	12.66
04/29/2009	10/08/2009	11	LOWE'S COS INC	20.84	21.76	229.21	239.36	-10.15
05/01/2009	10/08/2009	7	UNION PACIFIC CORP	59.65	49.01	417.53	343.10	74.43
06/10/2009	10/08/2009	6	UNION PACIFIC CORP	59.65	53.76	357.88	322.58	35.30
06/10/2009	10/12/2009	12	MCDONALD'S CORP	56.79	58.18	681.51	698.13	-16.62

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Capital Gains Report

MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/10/2009	10/13/2009	5	APACHE CORP	97.39	83.56	486.95	417.80	69.15
08/21/2009	10/15/2009	10	BLACK & DECKER CORP	50.94	44.76	509.43	447.57	61.86
07/14/2009	10/15/2009	10	CIMAREX ENERGY CO-W/I	46.18	28.92	461.81	289.24	172.57
05/30/2007	10/15/2009	15	GILEAD SCIENCES INC	46.56	40.87	698.38	612.99	85.39
06/05/2007	10/15/2009	1	***TEVA PHARMACEUTICAL-SP ADR	50.82	39.57	50.82	39.57	11.25
01/25/2008	10/15/2009	10	***TEVA PHARMACEUTICAL-SP ADR	50.82	44.82	508.20	448.24	59.96
05/20/2008	10/19/2009	4	APACHE CORP	102.52	146.52	410.08	586.08	-176.00
05/30/2007	10/19/2009	1	GOOGLE INC-CL A	551.19	491.04	551.19	491.04	60.15
09/14/2009	10/19/2009	10	UNITED TECHNOLOGIES CORP	65.62	61.43	656.24	614.32	41.92
05/30/2007	10/20/2009	13	CELGENE CORP	55.87	61.52	726.32	799.72	-73.40
05/30/2007	10/20/2009	10	PEPSICO INC	61.30	68.52	613.04	685.18	-72.14
11/13/2007	10/21/2009	6	MEDCO HEALTH SOLUTIONS INC	56.75	49.39	340.49	296.33	44.16
03/27/2008	10/21/2009	7	MEDCO HEALTH SOLUTIONS INC	56.75	43.80	397.24	306.57	90.67
06/10/2009	10/22/2009	3	APACHE CORP	101.27	83.56	303.81	250.69	53.12
06/10/2009	10/22/2009	15	EMERSON ELECTRIC CO	40.00	34.53	599.96	518.00	81.96
06/10/2009	10/26/2009	14	FREEPORT-MCMORAN COPPER	82.92	60.25	1,160.91	843.50	317.41
06/17/2009	10/29/2009	9	OCCIDENTAL PETROLEUM CORP	79.39	63.69	714.55	573.23	141.32
09/26/2008	10/30/2009	5	BAXTER INTERNATIONAL INC	53.93	66.16	269.66	330.80	-61.14
03/18/2009	10/30/2009	3	BAXTER INTERNATIONAL INC	53.93	51.61	161.79	154.82	6.97
06/10/2009	10/30/2009	2	BAXTER INTERNATIONAL INC	53.93	46.54	107.86	93.09	14.77
07/22/2009	11/02/2009	25	ALTERA CORPORATION	20.00	18.11	500.00	452.81	47.19
06/26/2008	11/04/2009	3	APACHE CORP	98.90	134.36	296.71	403.09	-106.38
07/18/2008	11/04/2009	5	APACHE CORP	98.90	111.25	494.50	556.24	-61.74
10/09/2008	11/04/2009	4	APACHE CORP	98.90	79.87	395.60	319.48	76.12
10/14/2008	11/04/2009	1	APACHE CORP	98.90	82.66	98.90	82.66	16.24
03/23/2009	11/04/2009	20	SCHERING-PLOUGH CORP	10.50	10.16	210.00	203.22	6.78
03/24/2009	11/04/2009	15	SCHERING-PLOUGH CORP	10.50	10.29	157.50	154.32	3.18
05/18/2009	11/04/2009	10	SCHERING-PLOUGH CORP	10.50	9.95	105.00	99.53	5.47
05/21/2009	11/04/2009	10	SCHERING-PLOUGH CORP	10.50	9.98	105.00	99.76	5.24
06/10/2009	11/04/2009	70	SCHERING-PLOUGH CORP	10.50	9.99	735.00	699.23	35.77
06/10/2009	11/04/2009	7	UNION PACIFIC CORP	59.60	53.76	417.17	376.35	40.82
03/07/2008	11/06/2009	15	MERCK & CO. INC.	32.62	42.04	489.31	630.58	-141.27
06/17/2008	11/06/2009	20	MERCK & CO. INC.	32.62	35.00	652.41	699.93	-47.52
06/27/2008	11/06/2009	15	MERCK & CO. INC.	32.62	37.18	489.31	557.77	-68.46
07/10/2008	11/06/2009	10	MERCK & CO. INC.	32.62	37.14	326.20	371.37	-45.17
07/18/2008	11/06/2009	10	MERCK & CO. INC.	32.62	37.54	326.20	375.40	-49.20
08/05/2008	11/06/2009	2	MERCK & CO. INC.	32.62	34.14	65.24	68.28	-3.04
01/20/2009	11/09/2009	6	COLGATE-PALMOLIVE CO	80.19	63.44	481.12	380.64	100.48
04/22/2009	11/09/2009	12	DU PONT (E.I.) DE NEMOURS	33.79	27.93	405.47	335.18	70.29
05/07/2009	11/09/2009	7	DU PONT (E.I.) DE NEMOURS	33.79	27.79	236.52	194.56	41.96
08/05/2008	11/11/2009	8	MERCK & CO. INC.	33.29	34.14	266.29	273.16	-6.87
09/05/2008	11/11/2009	10	MERCK & CO. INC.	33.29	33.92	332.86	339.21	-6.35
03/23/2009	11/11/2009	2	MERCK & CO. INC.	33.29	19.77	66.57	39.55	27.02
03/05/2008	11/12/2009	10	ALLSTATE CORP	28.99	47.95	289.92	479.52	-189.60
02/05/2009	11/12/2009	15	ALLSTATE CORP	28.99	21.66	434.87	324.97	109.90
02/26/2009	11/12/2009	10	ALLSTATE CORP	28.99	18.21	289.92	182.13	107.79
06/18/2009	11/12/2009	15	ALLSTATE CORP	28.99	23.97	434.87	359.54	75.33
12/26/2007	11/12/2009	5	METLIFE INC	34.70	62.49	173.52	312.45	-138.93
10/08/2008	11/12/2009	10	METLIFE INC	34.70	26.50	347.05	265.00	82.05

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MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
	11/13/2009		MERCK & CO INC			2.90		2.90
05/30/2007	11/13/2009	15	CISCO SYSTEMS INC	23.56	26.11	353.43	391.59	-38.16
04/17/2009	11/13/2009	3	PROCTER & GAMBLE CO	61.69	51.70	185.08	155.10	29.98
06/10/2009	11/13/2009	13	PROCTER & GAMBLE CO	61.69	52.14	802.03	677.76	124.27
05/11/2009	11/16/2009	25	US BANCORP	23.62	18.00	590.41	450.00	140.41
10/02/2009	11/19/2009	11	UNITED TECHNOLOGIES CORP	67.73	59.85	745.08	658.31	86.77
08/26/2009	11/23/2009	30	BANK OF AMERICA CORP	16.29	17.78	488.82	533.32	-44.50
03/23/2009	11/23/2009	10	MERCK & CO. INC.	36.38	19.78	363.82	197.77	166.05
04/15/2009	11/24/2009	11	***GLAXOSMITHKLINE PLC-SPON AD	42.28	30.52	465.08	335.75	129.33
07/13/2009	11/24/2009	10	***PETROLEO BRASILEIRO-SPON AD	45.45	29.88	454.50	298.82	155.68
09/29/2009	11/24/2009	15	***PETROLEO BRASILEIRO-SPON AD	45.45	38.80	681.76	582.06	99.70
05/29/2009	11/24/2009	5	***PETROLEO BRASILEIRO S.A.-AD	51.34	44.11	256.71	220.57	36.14
09/15/2009	11/25/2009	4	***RIO TINTO PLC-SPON ADR	210.05	176.90	840.21	707.61	132.60
09/22/2008	11/27/2009	15	KOHLS CORP	54.24	48.72	813.66	730.75	82.91
12/22/2008	11/30/2009	30	VIACOM INC-CLASS B	29.50	17.14	884.87	514.07	370.80
06/10/2009	11/30/2009	15	VIACOM INC-CLASS B	29.50	22.99	442.44	344.79	97.65
06/10/2009	11/30/2009	20	VIACOM INC-CLASS B	29.50	22.99	589.92	459.72	130.20
06/10/2009	12/03/2009	5	UNION PACIFIC CORP	64.54	53.77	322.70	268.83	53.87
01/26/2009	12/04/2009	30	LINCOLN NATIONAL CORP	23.25	15.82	697.50	474.51	222.99
05/05/2008	12/07/2009	5	COSTCO WHOLESALE CORP	59.28	72.51	296.40	362.54	-66.14
05/27/2008	12/07/2009	8	COSTCO WHOLESALE CORP	59.28	71.76	474.23	574.09	-99.86
07/15/2009	12/07/2009	9	CATERPILLAR INC	57.83	33.58	520.45	302.18	218.27
07/28/2009	12/07/2009	10	CATERPILLAR INC	57.83	42.81	578.28	428.06	150.22
04/15/2009	12/11/2009	7	***ACE LTD	50.04	44.73	350.28	313.10	37.18
04/20/2009	12/11/2009	3	***ACE LTD	50.04	44.37	150.12	133.11	17.01
08/21/2009	12/11/2009	20	BLACK & DECKER CORP	62.01	44.76	1,240.17	895.14	345.03
01/26/2009	12/11/2009	40	CORNING INC	18.53	9.88	741.31	395.40	345.91
10/06/2009	12/11/2009	20	CORNING INC	18.53	15.69	370.65	313.85	56.80
02/03/2009	12/14/2009	4	EOG RESOURCES INC	90.80	67.06	363.20	268.25	94.95
02/04/2009	12/14/2009	5	EOG RESOURCES INC	90.80	68.85	454.00	344.23	109.77
05/30/2007	12/14/2009	10	SCHLUMBERGER LTD	62.06	78.90	620.60	789.00	-168.40
06/10/2009	12/15/2009	11	PROCTER & GAMBLE CO	62.19	52.14	684.04	573.49	110.55
05/30/2007	12/15/2009	10	TIME WARNER INC	30.30	42.89	303.04	428.89	-125.85
	12/16/2009		AOL INC			20.95		20.95
05/30/2007	12/17/2009	1	GOOGLE INC-CL A	594.59	491.05	594.59	491.05	103.54
05/29/2009	12/18/2009	7	***ARCELORMITTAL-NY REGISTERED	43.02	32.92	301.11	230.46	70.65
06/08/2009	12/18/2009	6	***ARCELORMITTAL-NY REGISTERED	43.02	33.33	258.09	200.00	58.09
06/12/2009	12/18/2009	2	***ARCELORMITTAL-NY REGISTERED	43.02	34.89	86.03	69.78	16.25
04/29/2009	12/18/2009	8	LOWE'S COS INC	23.59	21.76	188.70	174.08	14.62
05/27/2009	12/18/2009	14	LOWE'S COS INC	23.59	19.73	330.22	276.18	54.04
06/10/2009	12/18/2009	23	LOWE'S COS INC	23.59	20.67	542.51	475.33	67.18
05/21/2009	12/24/2009	3	AMAZON.COM INC	138.44	76.09	415.31	228.27	187.04
06/23/2009	12/24/2009	1	AMAZON.COM INC	138.44	77.00	138.44	77.00	61.44
10/08/2008	12/29/2009	5	METLIFE INC	35.30	26.50	176.50	132.50	44.00
12/03/2008	12/29/2009	15	METLIFE INC	35.30	22.69	529.49	340.40	189.09
06/17/2009	12/30/2009	8	OCCIDENTAL PETROLEUM CORP	81.93	63.69	655.44	509.54	145.90
SUBTOTAL FOR LONG-TERM						139,401.10	168,740.22	-29,339.12

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Capital Gains Report

MIKE'S KIDS (Account: 888-32120) January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
ZERO COST								
01/01/1950	01/15/2009	15	CITIGROUP INC	3.81	0.00	57.14		57.14
SUBTOTAL FOR ZERO COST						57.14	0.00	57.14
TOTAL						139,458.24	168,740.22	-29,281.98

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L -29,281.98

LONG TERM -29,339.12
ZERO COST 57.14

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.