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

2009

Department of the Treasury
Internal Revenue Service

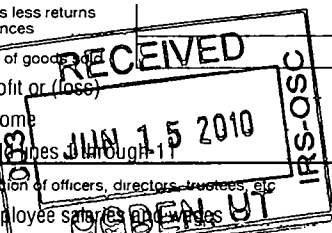
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning _____, 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 THE SAM MAZZA FOUNDATION	A Employer identification number 20-3644356
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 14700	B Telephone number 650-355-0272
	City or town, state, and ZIP code SAN FRANCISCO, CA 94114	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 18,064,559. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	100,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	109,050.	108,359.		STATEMENT 2
4 Dividends and interest from securities	93,761.	93,351.		STATEMENT 3
5a Gross rents	626,055.	626,055.		STATEMENT 4
b Net rental income or (loss) 252,575.				STATEMENT 5
6a Net gain or (loss) from sale of assets not on line 10	-203,392.			STATEMENT 1
b Gross sales price for all assets on line 6a 4,389,942.				
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	300.	300.	0.	STATEMENT 6
12 Total Adjusted Net Income	725,774.	828,065.	0.	
13 Compensation of officers, directors, trustees, etc.	95,000.	47,500.	0.	47,500.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 7	1,300.	0.	0.	1,300.
b Accounting fees STMT 8	21,097.	0.	0.	21,097.
c Other professional fees STMT 9	2,464.	1,719.	0.	745.
17 Interest				
18 Taxes STMT 10	59,709.	87,040.	0.	4,994.
19 Depreciation and depletion	170,394.	153,364.	0.	
20 Occupancy				
21 Travel, conferences, and meetings	226.	113.	0.	113.
22 Printing and publications				
23 Other expenses STMT 11	277,456.	246,974.	0.	30,482.
24 Total operating and administrative expenses Add lines 13 through 23	627,646.	536,710.	0.	106,231.
25 Contributions, gifts, grants paid	344,440.			344,440.
26 Total expenses and disbursements. Add lines 24 and 25	972,086.	536,710.	0.	450,671.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-246,312.			
b Net investment income (if negative, enter -0-)		291,355.		
c Adjusted net income (if negative, enter -0-)			0.	



SCANNED JUN 17 2010

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	59,766.	12,686.	12,686.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 6,588,376. Less accumulated depreciation STMT 13 ▶ 417,956.	6,287,179.	6,170,420.	6,170,420.
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	8,523,803.	9,780,988.	9,780,988.
14 Land, buildings, and equipment: basis ▶ 1,910,771. Less accumulated depreciation STMT 15 ▶ 94,611.	1,736,092.	1,816,160.	1,816,160.	
15 Other assets (describe ▶ STATEMENT 16)	289,896.	284,305.	284,305.	
16 Total assets (to be completed by all filers)	16,896,736.	18,064,559.	18,064,559.	
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 ▶ STATEMENT 17)	52,307.	53,631.	
23 Total liabilities (add lines 17 through 22)	52,307.	53,631.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	19,023,100.	19,023,100.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-2,178,671.	-1,012,172.	
30 Total net assets or fund balances	16,844,429.	18,010,928.		
31 Total liabilities and net assets/fund balances	16,896,736.	18,064,559.		

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	16,844,429.
2 Enter amount from Part I, line 27a	2	-246,312.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	1,412,811.
4 Add lines 1, 2, and 3	4	18,010,928.
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	18,010,928.

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 MORGAN STANLEY - SEE ATTACHED	P	VARIOUS	VARIOUS
b MORGAN STANLEY - SEE ATTACHED	P	VARIOUS	VARIOUS
c MORGAN STANLEY - SEE ATTACHED	P	VARIOUS	VARIOUS
d MORGAN STANLEY - SEE ATTACHED	P	VARIOUS	VARIOUS
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 835,369.		846,143.	-10,774.
b 1,302,799.		1,645,905.	-343,106.
c 948,044.		880,738.	67,306.
d 1,303,730.		1,222,783.	80,947.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-10,774.
b			-343,106.
c			67,306.
d			80,947.
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	-205,627.
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	1,205,220.	15,938,294.	.075618
2007	1,176,991.	18,303,784.	.064303
2006	77,234.	19,293,116.	.004003
2005	0.	0.	.000000
2004			

2 Total of line 1, column (d)	2	.143924
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	.035981
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,976,365.
5 Multiply line 4 by line 3	5	538,865.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,914.
7 Add lines 5 and 6	7	541,779.
8 Enter qualifying distributions from Part XII, line 4	8	581,944.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,914.
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	2,914.
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	2,914.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,600.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,600.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	686.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
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		
1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2		X
If "Yes," attach a detailed description of the activities		
3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
4b		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5		X
If "Yes," attach the statement required by General Instruction T		
6	X	
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?		
7	X	
If "Yes," complete Part II, col (c), and Part XV		
8a		
Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
8b	X	
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9		X
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		
10		X
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

N/A

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-15 regarding controlled entities, insurance, public inspection, books in care, and nonexempt trusts.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding disqualifying acts, undistributed income, and business holdings.

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**

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** Yes No **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** Yes No **N/A**

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
JEANETTE COOL 900 MIRADOR TERRACE PACIFICA, CA 94044	PRESIDENT 40.00	95,000.	0.	0.

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.

Form 990-PF (2009)

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	6,254,912.
b	Average of monthly cash balances	1b	1,569,794.
c	Fair market value of all other assets	1c	7,379,725.
d	Total (add lines 1a, b, and c)	1d	15,204,431.
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	15,204,431.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	228,066.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,976,365.
6	Minimum investment return . Enter 5% of line 5	6	748,818.

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	748,818.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,914.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,914.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	745,904.
4	Recoveries of amounts treated as qualifying distributions	4	100,000.
5	Add lines 3 and 4	5	845,904.
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	845,904.

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	450,671.
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	131,273.
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	581,944.
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	2,914.
6	Adjusted qualifying distributions . Subtract line 5 from line 4	6	579,030.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				845,904.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			155,930.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 581,944.				
a Applied to 2008, but not more than line 2a			155,930.	
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				426,014.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see 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				419,890.
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	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see 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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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).)

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 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 18

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

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

THE SAM MAZZA FOUNDATION

Employer identification number

20-3644356

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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization THE SAM MAZZA FOUNDATION	Employer identification number 20-3644356
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GEORGE MARK CHILDREN'S HOUSE 2121 GEORGE MARK LANE SAN LEANDRO, CA 94578	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Asset Number	Description of property							
	Date placed in service	Method/IRC sec	Life or rate	Line No	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
6900	MIRADOR TERRACE LAND							
	061402	L			780,000.			0.
12900	MIRADOR TERRACE BUILDING							
	061402	SL	27.50	17	2,220,000.		528,052.	80,719.
30900	MIRADOR TERRACE IMPROVEMENTS							
	070104	200DB	7.00	17	2,113.	1,056.	821.	94.
31900	MIRADOR TERRACE IMPROVEMENTS							
	070104	SL	27.50	17	4,969.		811.	181.
32900	MIRADOR TERRACE OFFICE EQUIPMENTS							
	061402	200DB	5.00	17	3,784.	1,135.	2,649.	0.
33900	MIRADOR TERRACE IMPROVEMENTS							
	070107	SL	27.50	17	144,718.		7,674.	5,262.
40	MAC COMPUTER							
	091107	200DB	5.00	17	3,369.		1,752.	647.
46900	MIRADOR TERRACE OFFICE EQUIPMENT							
	121708	200DB	5.00	17	626.	313.	63.	100.
47900	MIRADOR TERRACE IMPROVEMENTS							
	070108	SL	27.50	17	439,626.		7,329.	15,985.
48	COMPUTER EQUIPMENT							
	031908	200DB	5.00	17	208.	104.	21.	33.
49	COMPUTER SOFTWARE							
	031908	SL	3.00	16	150.	75.	21.	25.
53	OFFICE FURNITURE							
	070109	200DB	7.00	19C	4,846.	2,423.		2,769.
54900	MIRADOR TERRACE IMPROVEMENTS							
	070109	SL	27.50	19H	126,427.			2,108.
	* 990-PF PG 1 TOTAL -							
					3,730,836.	5,106.	549,193.	107,923.
	* GRAND TOTAL 990-PF PG 1 DEPR							
					3,730,836.	5,106.	549,193.	107,923.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MORGAN STANLEY - SEE ATTACHED	835,369.	846,122.	0.	PURCHASED	VARIOUS	VARIOUS
						-10,753.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MORGAN STANLEY - SEE ATTACHED	1,302,799.	1,645,240.	0.	PURCHASED	VARIOUS	VARIOUS
						-342,441.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MORGAN STANLEY - SEE ATTACHED	948,044.	880,035.	0.	PURCHASED	VARIOUS	VARIOUS
						68,009.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY - SEE ATTACHED	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
1,303,730.	1,221,937.	0.	0.
(F) GAIN OR LOSS			
81,793.			
CAPITAL GAINS DIVIDENDS FROM PART IV	0.		
TOTAL TO FORM 990-PF, PART I, LINE 6A	-203,392.		

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
BANK OF AMERICA TIME DEPOSIT #02520	1,168.
BANK OF AMERICA TIME DEPOSIT #10424	1,363.
MORGAN STANLEY (BROKERAGE ACCOUNTS)	3,970.
MORGAN STANLEY (TRUST ACCOUNTS)	102,549.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	109,050.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY (BROKERAGE ACCOUNTS)	2,890.	0.	2,890.
MORGAN STANLEY (TRUST ACCOUNTS)	90,871.	0.	90,871.
TOTAL TO FM 990-PF, PART I, LN 4	93,761.	0.	93,761.

FORM 990-PF	RENTAL INCOME	STATEMENT	4
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
COMMERCIAL PROPERTIES	1	626,055.	
TOTAL TO FORM 990-PF, PART I, LINE 5A		626,055.	

FORM 990-PF	RENTAL EXPENSES	STATEMENT	5
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		153,364.	
CLEANING/MAINTENANCE		9,212.	
CARPENTRY		85.	
GARDENING		550.	
INSURANCE		24,200.	
INTEREST EXPENSE ON SECURITY DEPOSIT		346.	
INSPECTIONS		1,331.	
PLUMBING AND HEATING		17,363.	
REPAIRS		9,969.	
REPLACEMENTS		996.	
PROPERTY TAXES		81,194.	
UTILITIES		26,429.	
TELEPHONE		1,115.	
SUPPLIES		342.	
ELECTRICAL		492.	
PROFESSIONAL SERVICES		974.	
FEEES		267.	
MISCELLANEOUS		26.	
PAINTING		45,225.	
- SUBTOTAL -	1		373,480.
TOTAL RENTAL EXPENSES			373,480.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			252,575.

FORM 990-PF	OTHER INCOME			STATEMENT	6
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
CASTLE FEES	300.	300.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	300.	300.	0.		

FORM 990-PF	LEGAL FEES				STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
LEGAL FEES	1,300.	0.	0.	1,300.		
TO FM 990-PF, PG 1, LN 16A	1,300.	0.	0.	1,300.		

FORM 990-PF	ACCOUNTING FEES				STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	21,097.	0.	0.	21,097.		
TO FORM 990-PF, PG 1, LN 16B	21,097.	0.	0.	21,097.		

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
OTHER PROFESSIONAL FEES	1,490.	745.	0.	745.		
PROFESSIONAL SERVICES	974.	974.		0.		
TO FORM 990-PF, PG 1, LN 16C	2,464.	1,719.		745.		

FORM 990-PF	TAXES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	-32,325.	0.	0.	0.
FOREIGN TAXES	3,422.	3,422.	0.	0.
PAYROLL TAXES	4,848.	2,424.	0.	2,424.
SALES TAXES	249.	0.	0.	249.
PROPERTY TAXES	2,321.	0.	0.	2,321.
PROPERTY TAXES	81,194.	81,194.		0.
TO FORM 990-PF, PG 1, LN 18	59,709.	87,040.		4,994.

FORM 990-PF	OTHER EXPENSES			STATEMENT 11
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	7.	4.	0.	3.
DUES AND SUBS	1,072.	536.	0.	536.
INVESTMENT MANAGEMENT FEES	91,623.	91,623.	0.	0.
MISCELLANEOUS EXPENSES	8.	4.	0.	4.
MEDICAL INSURANCE	6,355.	3,177.	0.	3,178.
OFFICE SUPPLIES	394.	197.	0.	197.
TELEPHONE	2,403.	1,201.	0.	1,202.
CLEANING/MAINTENANCE	5,337.	2,668.	0.	2,669.
PROPERTY INSURANCE	12,596.	6,298.	0.	6,298.
SECURITY ALARM	456.	0.	0.	456.
UTILITIES	2,463.	0.	0.	2,463.
POSTAGE AND DELIVERY	817.	408.	0.	409.
RESEARCH AND DEVELOPMENT	25.	13.	0.	12.
REPAIRS	1,200.	0.	0.	1,200.
OFFICE EQUIPMENT	131.	66.	0.	65.
FEES	4,464.	2,232.	0.	2,232.
MARKETING	7,000.	0.	0.	7,000.
PARKING	20.	0.	0.	20.
SUPPLIES	604.	302.	0.	302.
ENTERTAINMENT	635.	0.	0.	635.
EQUIPMENT	555.	278.	0.	277.
GARDENING	600.	0.	0.	600.
HAULING	705.	0.	0.	705.
FINES AND PENALTIES	38.	19.	0.	19.
CLEANING/MAINTENANCE	9,212.	9,212.		0.
CARPENTRY	85.	85.		0.
GARDENING	550.	550.		0.
INSURANCE	24,200.	24,200.		0.

INTEREST EXPENSE ON SECURITY			
DEPOSIT	346.	346.	0.
INSPECTIONS	1,331.	1,331.	0.
PLUMBING AND HEATING	17,363.	17,363.	0.
REPAIRS	9,969.	9,969.	0.
REPLACEMENTS	996.	996.	0.
UTILITIES	26,429.	26,429.	0.
TELEPHONE	1,115.	1,115.	0.
SUPPLIES	342.	342.	0.
ELECTRICAL	492.	492.	0.
FEES	267.	267.	0.
MISCELLANEOUS	26.	26.	0.
PAINTING	45,225.	45,225.	0.
TO FORM 990-PF, PG 1, LN 23	277,456.	246,974.	30,482.

FOOTNOTES

STATEMENT 12

FORM 990-PF, PART XI, LINE 4

\$100,000 WAS GRANTED TO GEORGE MARK CHILDREN'S HOUSE IN 2008. IN 2009, THE GRANT WAS RETURNED. THE AMOUNT HAS BEEN INCLUDED ON FORM 990-PF, PART I, LINE 1 COLUMN A AND LISTED ON SCHEDULE B, PART 1 UNDER CONTRIBUTORS.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
160 LIBERTY STREET LAND	341,000.	0.	341,000.
2255 MARKET STREET LAND	930,000.	0.	930,000.
299 COLE STREET LAND	618,150.	0.	618,150.
160 LIBERTY STREET BUILDING	759,000.	208,137.	550,863.
2255 MARKET STREET BUILDING	2,070,000.	567,639.	1,502,361.
299 COLE STREET BUILDING	966,850.	265,132.	701,718.
160 LIBERTY STREET IMPROVEMENTS	18,176.	8,394.	9,782.
160 LIBERTY STREET IMPROVEMENTS	10,558.	2,096.	8,462.
160 LIBERTY STREET IMPROVEMENTS	3,898.	775.	3,123.
160 LIBERTY STREET ELECTRICAL	3,163.	532.	2,631.
160 LIBERTY STREET IMPROVEMENTS	14,750.	2,211.	12,539.
2255 MARKET STREET IMPROVEMENTS	30,500.	5,222.	25,278.
299 COLE STREET IMPROVEMENTS	28,266.	5,611.	22,655.
299 COLE STREET ELECTRICAL	12,064.	1,957.	10,107.
299 COLE STREET IMPROVEMENTS	54,995.	8,917.	46,078.
299 COLE STREET ELECTRICAL	11,507.	1,446.	10,061.
299 COLE STREET TANGIBLE PROPERTY	12,350.	8,493.	3,857.
299 COLE STREET TANGIBLE PROPERTY	9,540.	6,560.	2,980.
160 LIBERTY STREET IMPROVEMENTS	79,967.	7,149.	72,818.
160 LIBERTY STREET CARPET	2,624.	1,869.	755.
160 LIBERTY STREET REFRIGERATOR	716.	509.	207.
160 LIBERTY STREET STOVE	668.	476.	192.
2255 MARKET STREET REFRIGERATOR	552.	393.	159.
2255 MARKET STREET STOVE	377.	268.	109.
299 COLE STREET IMPROVEMENTS	7,373.	391.	6,982.
299 COLE STREET REFRIGERATOR	623.	474.	149.
299 COLE STREET STOVE	860.	654.	206.
2255 MARKET STREET #10 REFRIGERATOR	580.	441.	139.
2255 MARKET STREET IMPROVEMENTS	10,405.	551.	9,854.
299 COLE STREET IMPROVEMENTS	1,162.	37.	1,125.
160 LIBERTY STREET #5 REFRIGERATOR	638.	383.	255.
160 LIBERTY STREET #6 REFRIGERATOR	630.	378.	252.
TOTAL TO FM 990-PF, PART II, LN 11	6,001,942.	1,107,095.	4,894,847.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA TIME DEPOSIT 02520	COST	35,885.	35,885.
MORGAN STANLEY	FMV	7,311,290.	7,311,290.
LAND INVESTMENTS	COST	1,250,000.	1,250,000.
AIG FINANCIAL ADVISORS	FMV	1,082,450.	1,082,450.
BANK OF AMERICA TIME DEPOSIT 10424	COST	101,363.	101,363.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,780,988.	9,780,988.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 15	
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
900 MIRADOR TERRACE LAND	780,000.	0.	780,000.
900 MIRADOR TERRACE BUILDING	2,220,000.	608,771.	1,611,229.
900 MIRADOR TERRACE IMPROVEMENTS	2,113.	1,971.	142.
900 MIRADOR TERRACE IMPROVEMENTS	4,969.	992.	3,977.
900 MIRADOR TERRACE OFFICE EQUIPMENTS	3,784.	3,784.	0.
900 MIRADOR TERRACE IMPROVEMENTS	144,718.	12,936.	131,782.
MAC COMPUTER	3,369.	2,399.	970.
900 MIRADOR TERRACE OFFICE EQUIPMENT	626.	476.	150.
900 MIRADOR TERRACE IMPROVEMENTS	439,626.	23,314.	416,312.
COMPUTER EQUIPMENT	208.	158.	50.
COMPUTER SOFTWARE	150.	121.	29.
OFFICE FURNITURE	4,846.	2,769.	2,077.
900 MIRADOR TERRACE IMPROVEMENTS	126,427.	2,108.	124,319.
TOTAL TO FM 990-PF, PART II, LN 14		659,799.	3,071,037.

FORM 990-PF	OTHER ASSETS		STATEMENT 16
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ART COLLECTION - 900 MIRADOR TERRACE	262,855.	262,855.	262,855.
OTHER ASSETS	27,041.	21,450.	21,450.
TOTAL TO FORM 990-PF, PART II, LINE 15	289,896.	284,305.	284,305.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 17
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
SECURITY DEPOSITS	50,859.	51,084.	
OTHER LIABILITIES	1,448.	2,547.	
TOTAL TO FORM 990-PF, PART II, LINE 22	52,307.	53,631.	

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE SAM MAZZA FOUNDATION, ATTN: JEANETTE COOL
PO BOX 14700
SAN FRANCISCO, CA 94114

TELEPHONE NUMBER

(650)355-0272

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION ACCEPTS MANY FORMATS. THE INFORMATION THEY SHOULD INCLUDE ARE INFORMATION ABOUT THE ORGANIZATION, MISSION OBJECTIVE, FINANCIAL STATEMENTS, BUDGETS, RELEVANT PUBLIC RELATIONS AND WEBSITE INFORMATION.

ANY SUBMISSION DEADLINES

NO.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OR LIMITATIONS ON AWARDS PRESENTLY, BUT BAY AREA PROPOSALS ARE PREFERENTIAL. ARTS, SOCIAL WELFARE AND EDUCATION ARE CHARITABLE FIELDS THAT ARE GIVEN PREFERENCE.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 19

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 ARLINGTON, VA 22202	NONE CONTRIBUTIONS TO FURTHER ACTIVITIES OF ORGANIZATION	NON-PROFIT ORGANIZATI	2,840.
ST. ANTHONY FOUNDATION 150 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102	NONE UNRESTRICTED GRANT FOR FEEDING HUNGRY	NON-PROFIT ORGANIZATI	5,000.
SF WALDORF HIGH SCHOOL 470 WEST PORTAL AVE SAN FRANCISCO, CA 94127	NONE BELESON SCHOLARSHIP PROGRAM YEAR ONE AND TWO	EDUCATIONA ORGANIZATI	50,000.
DOOR DOG MUSIC PRODUCTIONS 1007 GENERAL KENNEDY AVENUE SAN FRANCISCO, CA 94129	NONE INTERNATIONAL WORLD MUSIC YOUTH ORCHESTRA	NON-PROFIT ARTS ORGANIZATI	100,000.
FAIRMOUNT ELEMENTARY SCHOOL 65 CHENERY STREET SAN FRANCISCO, CA 94131	NONE ENVIRONMENTAL EDUCATION PROGRAM	EDUCATIONA ORGANIZATI	10,000.
PACIFICA GARDENS 830 ROSITA ROAD PACIFICA, CA 94044	NONE GARDEN INFRASTRUCTURE	NON-PROFIT ORGANIZATI	46,600.
WELCOME MINISTRY 1751 SACRAMENTO ST SAN FRANCISCO, CA 94109	NONE URBAN FOOD SHARING PROGRAM	NON-PROFIT ORGANIZATI	25,000.
BAYCAT 2415 THIRD STREET, SUITE 230 SAN FRANCISCO, CA 94107	NONE YOUTH POWERED MEDIA PROGRAM	NON-PROFIT ORGANIZATI	35,000.

THE SAM MAZZA FOUNDATION

20-3644356

MISSION GRADUATES 3040 16TH ST. SAN FRANCISCO, CA 94103	NONE YEAR TWO ON SERVING MISSION YOUTH FOR COLLEGE	NON-PROFIT ORGANIZATI	50,000.
DANCE BRIGADE 3316 24TH STREET SAN FRANCISCO, CA 94110	NONE FOR PREMIERE BAY AREA PERFORMANCE	NON-PROFIT ORGANIZATI	5,000.
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	NONE UNRESTRICTED GRANT FOR FEEDING HUNGRY	NON-PROFIT ORGANIZATI	5,000.
BRIGHT STARS OF BETHLEHEM 6957 OLDE CREEK ROAD, SUITE 2300 ROCKFORD, IL 61114	NONE TO SUPPORT MUSIC CLASSROOM IN COLLEGE	NON-PROFIT ORGANIZATI	10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

344,440.

Depreciation and Amortization RENT 1
 (Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

THE SAM MAZZA FOUNDATION

COMMERCIAL PROPERTIES

20-3644356

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	634.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	152,566.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		<input type="checkbox"/>

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		634.	5 YRS.	HY	200DB	127.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	02 / 09	1,162.	27 5 yrs	MM	S/L	37.
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs		S/L	
c	40-year	/	40 yrs.	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	153,364.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
 If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year					
43 Amortization of costs that began before your 2009 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization 990-PF (Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009

Attachment
Sequence No 67

Business or activity to which this form relates

Identifying number

THE SAM MAZZA FOUNDATION

FORM 990-PF PAGE 1

20-3644356

Part I Election To Expense Certain Property Under Section 179 Note. If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	2,423.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	25.

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	103,021.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		<input type="checkbox"/>

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a	3-year property					
b	5-year property					
c	7-year property	2,423.	7 YRS.	HY	200DB	346.
d	10-year property					
e	15-year property					
f	20-year property					
g	25-year property		25 yrs		S/L	
h	Residential rental property	126,427.	27 5 yrs	MM	S/L	2,108.
	/	/	27 5 yrs	MM	S/L	
i	Nonresidential real property	/	39 yrs	MM	S/L	
	/	/		MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a	Class life				S/L	
b	12-year		12 yrs		S/L	
c	40-year	/	40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	107,923.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)
 Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No		24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No						
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
 If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners			
39 Do you treat all use of vehicles by employees as personal use?			
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?			
41 Do you meet the requirements concerning qualified automobile demonstration use?			

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year					
43 Amortization of costs that began before your 2009 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-70	BARCLAYS BANK PLC	4/24/2009	5/14/2009	\$1,085 36	\$953 09	\$132 27
-111	BNP PARIBAS SPONSORED ADR	3/18/2009	4/9/2009	\$2,585 32	\$2,303 46	\$281 86
-395	COMCAST CORPORATION NEW	8/17/2009	9/14/2009	\$6,514 45	\$5,437 41	\$1,077 04
-480	EXPEDITORS INTENATIONAL OF	3/5/2009	5/4/2009	\$17,834 61	\$11,911 34	\$5,923 27
-435	DONALDSON INC	3/2/2009	5/20/2009	\$14,295 21	\$10,139 68	\$4,155 53
-295	DONALDSON INC	3/2/2009	5/22/2009	\$9,383 32	\$6,876 33	\$2,506 99
-55	EOG RES INC	2/10/2009	5/1/2009	\$3,641 07	\$3,671 40	-\$30 33
-125	CHARLES RIVER LABORATORIES	11/7/2008	1/29/2009	\$3,344 50	\$3,503 54	-\$159 04
-10	ALLIANZ AG ADR	10/14/2008	1/15/2009	\$83 05	\$117 09	-\$34 04
-670	HEWLETT PACKARD	5/11/2009	8/14/2009	\$29,478 64	\$23,510 10	\$5,968 54
-490	BANCO SANTANDER CENT HISPANO	10/14/2008	1/20/2009	\$3,414 30	\$7,021 65	-\$3,607 35
-55	BLACKROCK INC	4/17/2009	7/24/2009	\$10,467 63	\$7,518 91	\$2,948 72
-10	EOG RES INC	1/21/2009	5/1/2009	\$662 01	\$635 98	\$26 03
-70000	DELL INC 5 625% 4/15/14	4/2/2009	7/14/2009	\$74,974 90	\$70,661 50	\$4,313 40
-195	GLACIER BANCORP INC NEW	4/7/2009	7/20/2009	\$2,659 09	\$2,930 17	-\$271 08
-85	CHARLES RIVER LABORATORIES	10/15/2008	1/29/2009	\$2,274 26	\$3,728 83	-\$1,454 57
-405	AFLAC INCORPORATED	2/23/2009	6/9/2009	\$13,696 38	\$6,662 78	\$7,033 60
-125	JACOBS ENGR GROUP INC	9/29/2008	1/16/2009	\$5,986 55	\$6,117 96	-\$131 41
-30	INTERNATIONAL BUSINESS MACHINES	10/28/2008	2/20/2009	\$2,645 33	\$2,443 02	\$202 31
-80	DEUTSCHE BANK AG REG SHARES	6/25/2009	10/20/2009	\$6,643 20	\$4,843 57	\$1,799 63
-35	TELUS CORPORATION	2/26/2009	6/26/2009	\$902 52	\$882 06	\$20 46
-15	MICROSOFT CORP	10/14/2008	2/20/2009	\$270 36	\$370 67	-\$100 31
-225	J P MORGAN CHASE & CO	11/21/2008	3/30/2009	\$5,798 55	\$4,712 65	\$1,085 90
-100	COVANCE INC	1/29/2009	6/9/2009	\$4,493 04	\$4,007 82	\$485 22
-170	GLACIER BANCORP INC NEW	3/10/2009	7/20/2009	\$2,318 18	\$2,263 79	\$54 39
-105	UNIT CORPORATION	3/12/2009	7/22/2009	\$3,253 67	\$2,050 93	\$1,202 74
-70	ZIMMER HOLDINGS INC	6/23/2009	11/3/2009	\$3,664 93	\$2,940 09	\$724 84
-4	BLACKROCK INC	4/17/2009	8/28/2009	\$806 02	\$546 83	\$259 19
-55	COCA COLA CO	10/14/2008	2/27/2009	\$2,253 29	\$2,481 96	-\$228 67
-20	GAP INC	12/9/2008	4/24/2009	\$307 99	\$272 76	\$35 23
-120	CHARLES RIVER LABORATORIES	11/19/2008	4/7/2009	\$3,368 09	\$2,779 64	\$588 45
-125	DEVON ENERGY CORP NEW	6/30/2009	11/19/2009	\$8,680 14	\$6,719 33	\$1,960 81
-45	ODYSSEY RE HOLDINGS CORP	5/1/2009	9/21/2009	\$2,908 02	\$1,798 79	\$1,109 23
-275	ZEBRA TECHNOLOGIES CORP CL A	5/21/2009	10/14/2009	\$7,149 24	\$5,776 32	\$1,372 92
-45	BLACKROCK INC	3/30/2009	8/28/2009	\$9,067 67	\$5,730 61	\$3,337 06
-265	CHARLES RIVER LABORATORIES	11/6/2008	4/7/2009	\$7,437 87	\$7,083 66	\$354 21
-215	MOHAWK INDUSTRIES INC	11/20/2008	4/22/2009	\$8,213 99	\$5,644 09	\$2,569 90
-10	DIAGEO PLC	10/14/2008	3/26/2009	\$438 83	\$631 02	-\$192 19
-466	RECKITT BENCKISER GROUP PLC ADR	2/20/2009	8/5/2009	\$4,394 82	\$3,678 83	\$715 99
-115	CHARLES RIVER LABORATORIES	10/21/2008	4/7/2009	\$3,227 76	\$4,661 61	-\$1,433 85
-35	GOLDMAN SACHS GROUP INC	12/16/2008	6/2/2009	\$4,998 79	\$2,587 20	\$2,411 59
-460	STARBUCKS CORP	9/29/2008	3/17/2009	\$5,054 77	\$6,628 46	-\$1,573 69
-145	MEDTRONIC INC	4/16/2009	10/6/2009	\$5,213 05	\$4,596 56	\$616 49
-140	CHARLES RIVER LABORATORIES	10/15/2008	4/7/2009	\$3,929 44	\$6,358 30	-\$2,428 86
-180	AMERICAN EXPRESS CO	10/21/2008	4/14/2009	\$3,346 76	\$4,699 49	-\$1,352 73
-50	BLACKROCK INC	3/30/2009	9/28/2009	\$10,611 52	\$6,367 35	\$4,244 17
-45	ROYAL DUTCH SHELL PLC	10/31/2008	5/1/2009	\$2,097 68	\$2,432 78	-\$335 10
-40	ALCOA INC	10/22/2008	4/24/2009	\$361 59	\$417 07	-\$55 48
-10	COVANCE INC	12/17/2008	6/19/2009	\$492 69	\$424 80	\$67 89
-80	COVANCE INC	12/16/2008	6/19/2009	\$3,941 56	\$3,243 19	\$698 37
-175	CAPITAL ONE FINL CORP	9/2/2008	3/6/2009	\$1,464 51	\$7,855 32	-\$6,390 81
-75	WYETH	6/24/2008	1/1/2009	\$3,768 92	\$3,554 25	\$214 67
-565	GLACIER BANCORP INC NEW	1/12/2009	7/20/2009	\$7,704 53	\$8,475 85	-\$771 32
-285	MOHAWK INDUSTRIES INC	10/9/2008	4/22/2009	\$10,888 31	\$15,033 09	-\$4,144 78
-110	BEST BUY INC	6/23/2008	1/7/2009	\$3,245 99	\$4,595 58	-\$1,349 59
-15	BANK OF NEW YORK MELLON CORP	10/9/2008	4/24/2009	\$405 13	\$379 88	\$25 25
-15	PHILIP MORRIS INTERNATIONAL INC	10/8/2008	4/24/2009	\$562 48	\$654 02	-\$91 54
-357	WEATHERFORD INTERNATIONAL LTD	10/16/2008	5/4/2009	\$6,369 64	\$4,706 87	\$1,662 77
-310	ERICSSON LM TELEFONAKTIEBOLAGET	9/25/2008	4/15/2009	\$2,785 46	\$3,230 42	-\$444 96
-10	HSBC HLDGS PLC	6/23/2008	1/14/2009	\$418 35	\$789 70	-\$371 35
-155	ALLIANZ AG ADR	6/23/2008	1/15/2009	\$1,287 25	\$2,797 44	-\$1,510 19
-310	COMCAST CORPORATION NEW	2/19/2009	9/14/2009	\$5,112 61	\$3,816 47	\$1,296 14
-80	BANCO SANTANDER CENT HISPANO	6/23/2008	1/20/2009	\$557 44	\$1,484 00	-\$926 56
-375	WALT DISNEY CO (HOLDING CO)	4/22/2009	11/24/2009	\$11,331 41	\$7,318 24	\$4,013 17
-46000	3M CO 4 375% 8/15/13	8/20/2008	3/23/2009	\$48,548 86	\$46,150 88	\$2,397 98
-228	ERICSSON LM TELEFONAKTIEBOLAGET	9/25/2008	4/29/2009	\$2,175 47	\$2,375 91	-\$200 44
-120	TOTAL SYS SVCS INC	6/23/2008	1/28/2009	\$1,600 87	\$2,808 96	-\$1,208 09
-65	CHARLES RIVER LABORATORIES	6/23/2008	1/29/2009	\$1,739 14	\$4,189 25	-\$2,450 11
-295	CAPITAL ONE FINL CORP	7/30/2008	3/6/2009	\$2,468 75	\$12,208 31	-\$9,739 56

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-25	CHARLES RIVER LABORATORIES	6/23/2008	2/6/2009	\$672 71	\$1,621 25	-\$948 54
-65	QUEST DIAGNOSTICS INC	6/23/2008	2/10/2009	\$3,291 38	\$3,108 43	\$182 95
-70	APACHE CORP	2/26/2009	10/13/2009	\$6,806 61	\$4,320 34	\$2,486 27
-335	ERICSSON LM TELEFONAKTIEBOLAGET	7/2/2008	2/20/2009	\$2,807 05	\$3,598 00	-\$790 95
-40	INTERNATIONAL BUSINESS MACHINES	10/28/2008	6/19/2009	\$4,225 70	\$3,257 35	\$968 35
-175	WHIRLPOOL CORP	7/3/2008	2/27/2009	\$3,938 02	\$10,966 67	-\$7,028 65
-153	NOKIA CP ADR	2/4/2009	9/29/2009	\$2,251 75	\$1,951 30	\$300 45
-487	RECKITT BENCKISER GROUP PLC ADR	3/2/2009	10/27/2009	\$4,815 57	\$3,696 33	\$1,119 24
-165	ERICSSON LM TELEFONAKTIEBOLAGET	6/24/2008	2/20/2009	\$1,382 57	\$1,842 72	-\$460 15
-105	CREDIT SUISSE GROUP SPONSORED ADR	7/23/2008	3/20/2009	\$3,128 43	\$5,031 34	-\$1,902 91
-17	MARKEL CORP (HOLDING COMPANY)	6/25/2008	2/24/2009	\$4,771 92	\$6,516 57	-\$1,744 65
-3	PRUDENTIAL PLC	6/23/2008	2/24/2009	\$23 22	\$70 10	-\$46 88
-115	AFLAC INCORPORATED	10/8/2008	6/9/2009	\$3,889 10	\$5,578 50	-\$1,689 40
-45000	JOHNSON & JOHNSON	7/16/2008	3/18/2009	\$47,967 30	\$45,886 95	\$2,080 35
-65	WHIRLPOOL CORP	6/24/2008	2/27/2009	\$1,462 69	\$4,249 70	-\$2,787 01
-100	UNIT CORPORATION	11/18/2008	7/22/2009	\$3,098 73	\$2,848 67	\$250 06
-120	WEYERHAEUSER CO	11/21/2008	7/28/2009	\$4,175 52	\$3,679 30	\$496 22
-48	RECKITT BENCKISER GROUP PLC ADR	2/20/2009	10/27/2009	\$474 64	\$378 94	\$95 70
-42	GOLDMAN SACHS GROUP INC	12/16/2008	8/28/2009	\$6,888 41	\$3,104 64	\$3,783 77
-80	PEPSICO INC NC	6/12/2008	2/27/2009	\$3,893 08	\$5,441 85	-\$1,548 77
-40	DUN & BRADSTREET CORPORATION NEW	6/24/2008	3/10/2009	\$2,800 61	\$3,489 79	-\$689 18
-30	DUN & BRADSTREET CORPORATION NEW	6/23/2008	3/10/2009	\$2,100 45	\$2,660 40	-\$559 95
-165	MILLIPORE CORP	6/23/2008	3/10/2009	\$8,851 04	\$11,946 33	-\$3,095 29
-260	GENERAL ELECTRIC CO	6/23/2008	3/12/2009	\$2,497 47	\$7,188 17	-\$4,690 70
-140	DEERE & CO	2/4/2009	10/26/2009	\$6,933 28	\$5,380 20	\$1,553 08
-350	STAPLES INC	2/10/2009	11/2/2009	\$7,638 90	\$5,444 92	\$2,193 98
-145	LINCOLN NATL CORP IND	6/24/2008	3/18/2009	\$1,072 18	\$7,057 15	-\$5,984 97
-315	GROUPE DANONE	6/23/2008	3/19/2009	\$2,890 20	\$4,614 75	-\$1,724 55
-40	MILLIPORE CORP	6/23/2008	3/19/2009	\$2,279 04	\$2,890 00	-\$610 96
-145	CREDIT SUISSE GROUP SPONSORED ADR	6/24/2008	3/20/2009	\$4,320 21	\$6,558 06	-\$2,237 85
-35	UNIT CORPORATION	8/14/2008	5/11/2009	\$1,160 14	\$2,170 77	-\$1,010 63
-85	COVANCE INC	1/29/2009	10/26/2009	\$4,690 80	\$3,406 65	\$1,284 15
-120	CARMAX INC	6/19/2008	3/17/2009	\$1,381 71	\$1,898 18	-\$516 47
-145	MEDTRONIC INC	1/7/2009	10/6/2009	\$5,213 05	\$4,582 01	\$631 04
-50	HARTFORD FINL SVCS GROUP INC	7/23/2008	4/24/2009	\$484 48	\$3,203 77	-\$2,719 29
-60	DIAGEO PLC	6/23/2008	3/26/2009	\$2,633 00	\$4,404 00	-\$1,771 00
-295	J P MORGAN CHASE & CO	6/24/2008	3/30/2009	\$7,602 55	\$11,144 51	-\$3,541 96
-120	AFLAC INCORPORATED	7/24/2008	4/30/2009	\$3,488 80	\$6,586 85	-\$3,098 05
-225	DEVON ENERGY CORP NEW	2/11/2009	11/19/2009	\$15,624 25	\$11,894 63	\$3,729 62
-160	EXPEDITORS INTENATIONAL OF	7/23/2008	5/4/2009	\$5,944 86	\$6,244 19	-\$299 33
-35	CHARLES RIVER LABORATORIES	6/23/2008	4/7/2009	\$982 36	\$2,269 75	-\$1,287 39
-45000	WALT DISNEY CO 4 700% 12/1/12	5/8/2008	2/25/2009	\$46,426 50	\$45,972 45	\$454 05
-42	EOG RES INC	1/21/2009	11/10/2009	\$3,821 40	\$2,671 14	\$1,150 26
-152	ALLIANZ AG ADR	3/25/2008	1/15/2009	\$1,262 33	\$2,852 87	-\$1,590 54
-75	AMERICAN EXPRESS CO	6/23/2008	4/14/2009	\$1,394 48	\$3,054 45	-\$1,659 97
-145	WHIRLPOOL CORP	5/5/2008	2/27/2009	\$3,262 93	\$10,752 21	-\$7,489 28
-30	ERICSSON LM TELEFONAKTIEBOLAGET	6/23/2008	4/15/2009	\$269 56	\$345 60	-\$76 04
-5000	US TREASURY NOTE 4 000%	8/19/2008	6/11/2009	\$4,948 57	\$5,077 36	-\$128 79
-160	EMBARQ CORP	6/24/2008	4/17/2009	\$5,752 44	\$7,424 00	-\$1,671 56
-150	COCA COLA CO	10/14/2008	8/11/2009	\$7,355 51	\$6,768 99	\$586 52
-23000	WALGREEN CO	8/12/2008	6/12/2009	\$24,014 07	\$23,158 70	\$855 37
-33	GOLDMAN SACHS GROUP INC	12/16/2008	10/16/2009	\$6,106 46	\$2,439 36	\$3,667 10
-221	ROWAN COMPANIES INC	10/20/2008	8/24/2009	\$4,942 12	\$4,133 50	\$808 62
-35	AFLAC INCORPORATED	6/23/2008	4/30/2009	\$1,017 57	\$2,277 45	-\$1,259 88
-20	ROYAL DUTCH SHELL PLC	6/23/2008	5/1/2009	\$932 30	\$1,555 80	-\$623 50
-170	COVANCE INC	12/16/2008	10/26/2009	\$9,381 61	\$6,891 78	\$2,489 83
-30	ADIDAS-SALOMON AG SPONSORED ADR	6/23/2008	5/6/2009	\$488 90	\$986 70	-\$497 80
-100	FISERV INC	6/23/2008	5/8/2009	\$3,993 42	\$4,861 99	-\$868 57
-75	AFLAC INCORPORATED	7/24/2008	6/9/2009	\$2,536 37	\$4,116 78	-\$1,580 41
-175	VODAFONE GP PLC ADS NEW	6/5/2008	4/23/2009	\$3,142 70	\$5,409 27	-\$2,266 57
-45	UNIT CORPORATION	6/23/2008	5/11/2009	\$1,491 61	\$3,739 95	-\$2,248 34
-375	STARBUCKS CORP	9/29/2008	8/19/2009	\$7,140 60	\$5,403 64	\$1,736 96
-165	APACHE CORP	11/20/2008	10/13/2009	\$16,044 15	\$11,132 12	\$4,912 03
-80	QUEST DIAGNOSTICS INC	3/10/2008	2/10/2009	\$4,050 94	\$3,704 22	\$346 72
-295	STARBUCKS CORP	10/10/2008	9/15/2009	\$5,835 68	\$3,142 31	\$2,693 37
-5	UNIT CORPORATION	8/15/2008	7/22/2009	\$154 94	\$304 45	-\$149 51
-60	UNIT CORPORATION	8/14/2008	7/22/2009	\$1,859 24	\$3,721 32	-\$1,862 08
-144	HUTCHISON TELECOMM INTL LTD	12/9/2008	11/23/2009	\$437 01	\$675 29	-\$238 28
-60	SCHEIN HENRY INC	6/23/2008	6/9/2009	\$2,707 80	\$3,115 32	-\$407 52

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-210	STARBUCKS CORP	9/29/2008	9/15/2009	\$4,154 22	\$3,026 04	\$1,128 18
-205	J P MORGAN CHASE & CO	4/3/2008	3/30/2009	\$5,283 13	\$9,513 99	-\$4,230 86
-140	ZIMMER HOLDINGS INC	10/29/2008	10/26/2009	\$7,621 45	\$5,780 46	\$1,840 99
-70	CLOROX CO	6/23/2008	6/23/2009	\$3,877 79	\$3,748 50	\$129 29
				<u>\$835,368 71</u>	<u>\$846,142 95</u>	<u>-\$10,774 24</u>
-5000	UNITED STATES TREASURY NOTE 5 750%	5/5/2008	5/7/2009	\$5,321 66	\$5,366 99	-\$45 33
-80	TELUS CORPORATION	6/23/2008	6/26/2009	\$2,062 90	\$3,420 80	-\$1,357 90
-205	STAPLES INC	10/29/2008	11/2/2009	\$4,474 21	\$3,273 56	\$1,200 65
-350	ZEBRA TECHNOLOGIES CORP CL A	10/10/2008	10/14/2009	\$9,099 03	\$6,850 48	\$2,248 55
-330	ABB LTD	8/12/2008	8/17/2009	\$5,849 29	\$8,055 93	-\$2,206 64
-55	ZIMMER HOLDINGS INC	10/28/2008	11/3/2009	\$2,879 59	\$2,183 68	\$695 91
-508	ALLIANZ AG ADR	11/5/2008	11/10/2009	\$6,263 17	\$4,745 28	\$1,517 89
-225	MILLIPORE CORP	3/3/2008	3/10/2009	\$12,069 61	\$15,777 90	-\$3,708 29
-190	CREDIT SUISSE GROUP SPONSORED ADR	3/13/2008	3/20/2009	\$5,660 96	\$9,703 13	-\$4,042 17
-15	IMPERIAL TOBACCO GROUP PLC	6/23/2008	7/2/2009	\$770 16	\$1,117 65	-\$347 49
-85	GDF SUEZ	10/14/2008	10/23/2009	\$3,806 53	\$3,825 04	-\$18 51
-220	TOTAL SYS SVCS INC	1/15/2008	1/28/2009	\$2,934 94	\$4,778 75	-\$1,843 81
-9 55	GDF SUEZ	6/23/2008	7/9/2009	\$328 22	\$689 40	-\$361 18
-35	BLACK & DECKER CORP	4/4/2008	4/24/2009	\$1,305 81	\$2,468 32	-\$1,162 51
-40	ENI S P A	2/15/2008	3/6/2009	\$1,269 64	\$2,634 60	-\$1,364 96
-395	ERICSSON LM TELEFONAKTIEBOLAGET	10/14/2008	11/6/2009	\$4,047 93	\$2,827 05	\$1,220 88
-210	NOKIA CP ADR	6/23/2008	7/16/2009	\$2,817 29	\$5,092 50	-\$2,275 21
-235	ALLIANZ AG ADR	10/14/2008	11/10/2009	\$2,897 33	\$2,751 54	\$145 79
-113	PRUDENTIAL PLC	12/11/2007	1/13/2009	\$1,211 67	\$3,351 44	-\$2,139 77
-135	WEYERHAEUSER CO	6/24/2008	7/28/2009	\$4,697 46	\$7,073 46	-\$2,376 00
-205	CREDIT SUISSE GROUP SPONSORED ADR	2/15/2008	3/20/2009	\$6,107 88	\$10,357 19	-\$4,249 31
-65	TELUS CORPORATION	5/21/2008	6/26/2009	\$1,676 10	\$3,066 67	-\$1,390 57
-105	ZEBRA TECHNOLOGIES CORP CL A	6/23/2008	7/29/2009	\$2,649 13	\$3,717 42	-\$1,068 29
-15000	UNITED STATES TREASURY NOTE 5 750%	5/5/2008	6/16/2009	\$15,870 65	\$16,100 97	-\$230 32
-37	ERICSSON LM TELEFONAKTIEBOLAGET	9/25/2008	11/6/2009	\$379 17	\$385 57	-\$6 40
-100	GENERAL ELECTRIC CO	1/29/2008	3/12/2009	\$960 56	\$3,468 97	-\$2,508 41
-60	FISERV INC	6/23/2008	8/6/2009	\$2,838 60	\$2,895 00	-\$56 40
-75	MILLIPORE CORP	1/25/2008	3/11/2009	\$4,074 44	\$5,015 75	-\$941 31
-74	NESTLE SPON ADR REP REG SHR	6/23/2008	8/11/2009	\$2,996 15	\$3,401 04	-\$404 89
-90	BAE SYS PLC	5/9/2008	7/1/2009	\$1,995 17	\$3,340 60	-\$1,345 43
-70	ZURICH FINANCIAL SERVICES -	9/24/2008	11/17/2009	\$1,605 91	\$1,922 53	-\$316 62
-125	MILLIPORE CORP	1/25/2008	3/19/2009	\$7,122 02	\$8,359 59	-\$1,237 57
-20000	UNITED STATES TREASURY NOTE 5 750%	5/5/2008	6/29/2009	\$21,165 54	\$21,467 96	-\$302 42
-30	FISERV INC	6/23/2008	8/17/2009	\$1,419 58	\$1,447 50	-\$27 92
-50	LABORATORY CORP AMER HLDGS	6/23/2008	8/18/2009	\$3,426 11	\$3,505 00	-\$78 89
-180	MICROSOFT CORP	5/2/2008	6/30/2009	\$4,298 99	\$5,254 22	-\$955 23
-49	E ON AG	5/9/2008	7/9/2009	\$1,598 76	\$3,234 05	-\$1,635 29
-13	GOOGLE INC CL A	2/6/2008	4/9/2009	\$4,841 37	\$6,519 55	-\$1,678 18
-170	CARMAX INC	6/23/2008	8/26/2009	\$2,934 84	\$2,631 26	\$303 58
-65	FISERV INC	5/30/2008	8/6/2009	\$3,075 14	\$3,386 41	-\$311 27
-35	TELUS CORPORATION	2/28/2008	5/5/2009	\$841 17	\$1,655 84	-\$814 67
-80	NOKIA CP ADR	5/9/2008	7/16/2009	\$1,073 25	\$2,314 06	-\$1,240 81
-230	CARMAX INC	6/19/2008	8/26/2009	\$3,970 66	\$3,638 19	\$332 47
-150	IRON MOUNTAIN INCORPORATED NEW	6/23/2008	9/2/2009	\$4,227 97	\$4,485 60	-\$257 63
-10	WELLS FARGO & CO NEW	2/14/2008	4/24/2009	\$210 09	\$297 84	-\$87 75
-8	MARKEL CORP (HOLDING COMPANY)	12/10/2007	2/23/2009	\$2,254 29	\$3,809 76	-\$1,555 47
-67	PRUDENTIAL PLC	12/11/2007	2/24/2009	\$518 56	\$1,987 14	-\$1,468 58
-42	BAE SYS PLC	4/16/2008	7/1/2009	\$931 08	\$1,556 22	-\$625 14
-75	ODYSSEY RE HOLDINGS CORP	6/23/2008	9/8/2009	\$4,684 88	\$2,763 00	\$1,921 88
-40	IMPERIAL TOBACCO GROUP PLC	4/16/2008	7/2/2009	\$2,053 77	\$3,864 39	-\$1,810 62
-23000	CATERPILLAR FINL 4 500% 6/15/09	3/27/2008	6/15/2009	\$23,000 00	\$23,354 66	-\$354 66
-105	ZIMMER HOLDINGS INC	7/2/2008	9/21/2009	\$5,541 73	\$7,170 15	-\$1,628 42
-79 85	TOTAL SYS SVCS INC	11/8/2007	1/28/2009	\$1,065 21	\$2,326 01	-\$1,260 80
-175	CARMAX INC	12/27/2007	3/17/2009	\$2,014 99	\$3,511 66	-\$1,496 67
-320	COMCAST CORPORATION NEW	6/23/2008	9/14/2009	\$5,277 53	\$6,169 60	-\$892 07
-110	AMERICAN EXPRESS CO	1/22/2008	4/14/2009	\$2,045 24	\$4,808 35	-\$2,763 11
-70000	GENERAL ELECTRIC CO	4/16/2008	7/8/2009	\$69,397 02	\$69,204 80	\$192 22
-130	BAE SYS PLC	4/3/2008	6/26/2009	\$2,948 79	\$5,239 52	-\$2,290 73
-360	AMERICAN EXPRESS CO	1/18/2008	4/14/2009	\$6,693 52	\$15,644 99	-\$8,951 47
-265	BANCO SANTANDER CENT HISPANO	10/19/2007	1/20/2009	\$1,846 51	\$5,420 21	-\$3,573 70
-59	BAE SYS PLC	3/25/2008	6/26/2009	\$1,338 29	\$2,264 67	-\$926 38
-60	MOHAWK INDUSTRIES INC	7/11/2008	10/13/2009	\$2,921 97	\$3,574 53	-\$652 56
-110	ZIMMER HOLDINGS INC	7/23/2008	10/26/2009	\$5,988 28	\$7,354 62	-\$1,366 34

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-60	MOHAWK INDUSTRIES INC	12/21/2007	3/27/2009	\$1,936 00	\$4,509 28	-\$2,573 28
-76	BAE SYS PLC	3/25/2008	7/1/2009	\$1,684 81	\$2,917 21	-\$1,232 40
-21000	JOHN DEERE CAPITAL CORP	5/14/2008	8/25/2009	\$23,394 63	\$22,795 29	\$599 34
-79	PRUDENTIAL PLC	10/1/2007	1/13/2009	\$847 09	\$2,490 40	-\$1,643 31
-100	XILINX INC	11/8/2007	2/20/2009	\$1,664 54	\$2,314 07	-\$649 53
-50	E ON AG	6/23/2008	10/5/2009	\$2,025 58	\$3,290 00	-\$1,264 42
-66	TELUS CORPORATION	1/22/2008	5/5/2009	\$1,586 21	\$2,595 32	-\$1,009 11
-180	KAYDON CORP	7/29/2008	11/12/2009	\$6,666 46	\$8,758 02	-\$2,091 56
-80	ADIDAS-SALOMON AG SPONSORED ADR	1/22/2008	5/6/2009	\$1,303 73	\$2,298 98	-\$995 25
-225	BEST BUY INC	9/21/2007	1/7/2009	\$6,639 53	\$10,512 77	-\$3,873 24
-80	HEINEKEN NV ADR	6/23/2008	10/12/2009	\$1,755 99	\$2,043 20	-\$287 21
-65	MOHAWK INDUSTRIES INC	6/23/2008	10/13/2009	\$3,165 47	\$4,404 40	-\$1,238 93
-130	IDEX CORP	1/18/2008	5/12/2009	\$3,250 75	\$3,784 05	-\$533 30
-55	ZIMMER HOLDINGS INC	7/8/2008	11/3/2009	\$2,879 59	\$3,710 94	-\$831 35
-70	PIONEER NAT RES CO	11/29/2007	3/26/2009	\$1,317 15	\$3,088 40	-\$1,771 25
-5	TELUS CORPORATION	1/7/2008	5/5/2009	\$120 17	\$230 08	-\$109 91
-120	ZIMMER HOLDINGS INC	7/2/2008	11/3/2009	\$6,282 74	\$8,194 45	-\$1,911 71
-115	TELUS CORPORATION	1/3/2008	5/5/2009	\$2,763 85	\$5,524 20	-\$2,760 35
-50	MOHAWK INDUSTRIES INC	6/11/2008	10/13/2009	\$2,434 98	\$3,449 06	-\$1,014 08
-345	SUNOCO INC	7/18/2008	11/20/2009	\$8,836 46	\$12,572 11	-\$3,735 65
-55	ZIMMER HOLDINGS INC	6/23/2008	10/26/2009	\$2,994 14	\$3,775 20	-\$781 06
-94	GROUPE DANONE	11/15/2007	3/19/2009	\$862 47	\$1,628 36	-\$765 89
-120	ALLSTATE CORP	1/24/2008	6/2/2009	\$3,169 75	\$6,142 64	-\$2,972 89
-1	E ON AG	5/9/2008	9/18/2009	\$42 36	\$66 00	-\$23 64
-125	STAPLES INC	6/23/2008	11/2/2009	\$2,728 18	\$3,066 00	-\$337 82
-35000	VERIZON COMMUNICATIONS INC	5/12/2008	9/25/2009	\$38,195 15	\$36,487 50	\$1,707 65
-105	SINGAPORE TELECOMMUNICATIONS LTD	6/23/2008	11/6/2009	\$2,200 60	\$2,856 00	-\$655 40
-60	WALGREEN CO	10/5/2007	2/19/2009	\$1,565 56	\$2,363 34	-\$797 78
-60	ODYSSEY RE HOLDINGS CORP	4/24/2008	9/8/2009	\$3,747 90	\$2,141 79	\$1,606 11
-60	TIFFANY & CO NEW	6/23/2008	11/10/2009	\$2,544 05	\$2,671 20	-\$127 15
-40	FRANKLIN RES INC	6/23/2008	11/13/2009	\$4,521 56	\$3,955 60	\$565 96
-225	XILINX INC	12/12/2007	5/6/2009	\$4,621 02	\$5,043 26	-\$422 24
-84	UNILEVER PLC (NEW) ADS	6/23/2008	11/17/2009	\$2,592 31	\$2,416 68	\$175 63
-10	GOOGLE INC CL A	6/23/2008	11/19/2009	\$5,714 88	\$5,474 10	\$240 78
-65	SUNOCO INC	6/24/2008	11/20/2009	\$1,664 84	\$2,482 35	-\$817 51
-60	ODYSSEY RE HOLDINGS CORP	4/24/2008	9/21/2009	\$3,877 36	\$2,141 78	\$1,735 58
-50	XILINX INC	12/6/2007	5/6/2009	\$1,026 89	\$1,118 00	-\$91 11
-40	HUTCHISON TELECOMM INTL LTD	6/23/2008	11/23/2009	\$121 39	\$846 64	-\$725 25
-4	TELUS CORPORATION	1/22/2008	6/26/2009	\$103 14	\$157 29	-\$54 15
-70	WEATHERFORD INTERNATIONAL LTD	11/29/2007	5/4/2009	\$1,248 95	\$2,232 65	-\$983 70
-154	CONSOLIDATED EDISON INC	5/20/2008	10/27/2009	\$6,404 52	\$6,449 93	-\$45 41
-205	WELLS FARGO & CO NEW	11/8/2007	4/16/2009	\$3,961 74	\$6,333 62	-\$2,371 88
-55	SUNOCO INC	6/12/2008	11/20/2009	\$1,408 71	\$2,246 38	-\$837 67
-695	STAPLES INC	10/18/2007	4/9/2009	\$14,648 41	\$15,307 72	-\$659 31
-75	BLACK & DECKER CORP	5/8/2008	11/3/2009	\$4,385 33	\$5,091 94	-\$706 61
-390	XILINX INC	11/8/2007	5/6/2009	\$8,009 77	\$9,024 87	-\$1,015 10
-65 33	TOTAL SYS SVCS INC	7/26/2007	1/28/2009	\$871 53	\$2,230 47	-\$1,358 94
-70	E ON AG	12/27/2007	7/9/2009	\$2,283 94	\$4,807 27	-\$2,523 33
-100	PRUDENTIAL PLC	8/3/2007	2/24/2009	\$773 96	\$2,904 35	-\$2,130 39
-45	E ON AG	3/10/2008	10/5/2009	\$1,823 02	\$2,844 90	-\$1,021 88
-95	FISERV INC	8/7/2007	3/4/2009	\$3,020 82	\$4,517 94	-\$1,497 12
-190	FISERV INC	8/6/2007	3/4/2009	\$6,041 64	\$9,101 74	-\$3,060 10
-255	MEDTRONIC INC	7/27/2007	2/26/2009	\$8,360 10	\$12,989 01	-\$4,628 91
-40	BLACK & DECKER CORP	4/4/2008	11/3/2009	\$2,338 84	\$2,820 94	-\$482 10
-75	BLACK & DECKER CORP	4/3/2008	11/3/2009	\$4,385 33	\$5,270 51	-\$885 18
-310	CISCO SYS INC	12/26/2007	7/27/2009	\$6,740 19	\$8,784 63	-\$2,044 44
-155	KRAFT FOODS INC CLASS A	12/27/2007	8/11/2009	\$4,410 18	\$5,148 20	-\$738 02
-35	E ON AG	2/20/2008	10/5/2009	\$1,417 91	\$2,282 35	-\$864 44
-16	GOOGLE INC CL A	8/16/2007	4/9/2009	\$5,958 60	\$7,785 18	-\$1,826 58
-60	SANOBI-SYNTHELABO SA	8/31/2007	4/24/2009	\$1,603 75	\$2,446 25	-\$842 50
-145	FISERV INC	9/12/2007	5/8/2009	\$5,790 45	\$6,848 09	-\$1,057 64
-220	FRANKLIN RES INC	3/12/2008	11/13/2009	\$24,868 60	\$20,901 80	\$3,966 80
-145	CISCO SYS INC	11/12/2007	7/27/2009	\$3,152 67	\$4,269 39	-\$1,116 72
-275	IRON MOUNTAIN INCORPORATED NEW	4/16/2007	1/2/2009	\$6,692 69	\$7,468 86	-\$776 17
-90	LIBERTY GBL INC SER C	11/9/2007	8/3/2009	\$1,877 69	\$3,120 46	-\$1,242 77
-3000	BANK OF AMERICA CORP 4 875% 1/15/13	8/24/2007	5/19/2009	\$2,866 50	\$2,894 61	-\$28 11
-5	FISERV INC	8/7/2007	5/8/2009	\$199 67	\$237 79	-\$38 12
-25	FISERV INC	8/6/2007	5/8/2009	\$998 35	\$1,197 60	-\$199 25
-75	WALGREEN CO	5/16/2007	2/19/2009	\$1,956 95	\$3,366 57	-\$1,409 62

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-40	UNIT CORPORATION	8/2/2007	5/6/2009	\$1,285 43	\$2,157 79	-\$872 36
-145	LIBERTY GBL INC SER C	10/19/2007	8/3/2009	\$3,025 17	\$5,439 92	-\$2,414 75
-11000	US TREASURY NOTE 4 000%	7/9/2007	4/24/2009	\$10,876 39	\$10,804 92	\$71 47
-65	ZIMMER HOLDINGS INC	1/9/2008	10/26/2009	\$3,538 53	\$4,312 18	-\$773 65
-215	ZIMMER HOLDINGS INC	12/6/2007	9/25/2009	\$11,405 17	\$14,878 93	-\$3,473 76
-105	GDF SUEZ	9/19/2007	7/9/2009	\$3,610 45	\$6,174 10	-\$2,563 65
-390	COMCAST CORPORATION NEW	11/12/2007	9/14/2009	\$6,431.99	\$7,438 12	-\$1,006 13
-79	E ON AG	11/16/2007	9/18/2009	\$3,346 17	\$5,207 42	-\$1,861 25
-325	KRAFT FOODS INC CLASS A	4/24/2007	2/27/2009	\$7,409 04	\$10,861 86	-\$3,452 82
-247	WEATHERFORD INTERNATIONAL LTD	6/21/2007	5/4/2009	\$4,407 01	\$7,024 44	-\$2,617 43
-350	COMCAST CORPORATION NEW	10/29/2007	9/14/2009	\$5,772 30	\$7,261 59	-\$1,489 29
-295	GENERAL ELECTRIC CO	4/26/2007	3/12/2009	\$2,833 66	\$10,520 97	-\$7,687 31
-1	E ON AG	11/16/2007	10/5/2009	\$40 51	\$65 92	-\$25 41
-30	ZIMMER HOLDINGS INC	12/6/2007	10/26/2009	\$1,633 17	\$2,076 13	-\$442 96
-145	MEDTRONIC INC	11/8/2007	10/6/2009	\$5,213 05	\$6,593 85	-\$1,380 80
-7000	US TREASURY NOTE 4 000%	7/9/2007	6/11/2009	\$6,927 99	\$6,875 86	\$52 13
-110	FISERV INC	9/12/2007	8/17/2009	\$5,205 14	\$5,195 10	\$10 04
-62	ZURICH FINANCIAL SERVICES -	12/11/2007	11/17/2009	\$1,422 38	\$1,919 12	-\$496 74
-120	LIBERTY GBL INC SER C	8/16/2007	8/3/2009	\$2,503 59	\$4,443 86	-\$1,940 27
-110	SEI INVESTMENTS COMPANY	6/20/2007	6/11/2009	\$2,013 21	\$3,197 51	-\$1,184 30
-435	BEST BUY INC	1/12/2007	1/7/2009	\$12,836 43	\$21,591 74	-\$8,755 31
-10	WYETH	1/5/2007	1/1/2009	\$502 52	\$517 20	-\$14 68
-65	CLOROX CO	6/27/2007	6/23/2009	\$3,600 81	\$4,019 02	-\$418 21
-15	WEYERHAEUSER CO	4/25/2007	4/24/2009	\$557 68	\$1,159 91	-\$602 23
-154	HUTCHISON TELECOMM INTL LTD	11/15/2007	11/23/2009	\$467 36	\$3,457 28	-\$2,989 92
-20	HSBC HLDGS PLC	1/5/2007	1/14/2009	\$836 71	\$1,822 20	-\$985 49
-85	WYETH	12/20/2006	1/1/2009	\$4,271 44	\$4,352 85	-\$81 41
-90	STAPLES INC	10/18/2007	11/2/2009	\$1,964 29	\$1,982 30	-\$18 01
-205	GENERAL ELECTRIC CO	1/24/2007	2/9/2009	\$2,607 79	\$7,520 24	-\$4,912 45
-385	HUTCHISON TELECOMM INTL LTD	11/2/2007	11/23/2009	\$1,168 40	\$8,600 44	-\$7,432 04
-38 18	TOTAL SYS SVCS INC	1/5/2007	1/28/2009	\$509 32	\$1,398 94	-\$889 62
-140	EMBARQ CORP	1/19/2007	2/13/2009	\$5,110 33	\$7,867 73	-\$2,757 40
-22	AON CORP	1/5/2007	2/5/2009	\$820 28	\$784 30	\$35 98
-205	AFLAC INCORPORATED	3/30/2007	4/30/2009	\$5,960 04	\$9,630 53	-\$3,670 49
-30	CHARLES RIVER LABORATORIES	1/5/2007	2/6/2009	\$807 25	\$1,305 66	-\$498 41
-14000	WAL MART STORES 4 550% 5/1/13	1/23/2007	2/25/2009	\$14,618 36	\$13,428 94	\$1,189 42
-16	AMEREN CORP	12/20/2006	1/23/2009	\$524 56	\$859 20	-\$334 64
-65 33	TOTAL SYS SVCS INC	12/20/2006	1/28/2009	\$871 53	\$2,372 81	-\$1,501 28
-20	EMBARQ CORP	1/5/2007	2/13/2009	\$730 05	\$1,056 60	-\$326 55
-61000	UNITED STATES TREASURY NOTE 5 000%	4/4/2007	5/12/2009	\$65,481 85	\$62,096 05	\$3,385 80
-105	LINEAR TECHNOLOGY CORPORATION	1/11/2007	2/20/2009	\$2,327 80	\$3,396 29	-\$1,068 49
-7	AON CORP	1/5/2007	2/18/2009	\$275 14	\$249 55	\$25 59
-340	LINEAR TECHNOLOGY CORPORATION	1/11/2007	2/24/2009	\$7,471 63	\$10,997 50	-\$3,525 87
-13	NOBLE ENERGY INC	1/5/2007	2/19/2009	\$653 07	\$609.96	\$43 11
-25	LINEAR TECHNOLOGY CORPORATION	1/5/2007	2/24/2009	\$549 38	\$768 00	-\$218 62
-19	ROCHE HOLDINGS AG	7/19/2007	9/8/2009	\$747 48	\$876 06	-\$128 58
-40	EMBARQ CORP	12/20/2006	2/13/2009	\$1,460 09	\$2,067 20	-\$607 11
-3 5	NESTLE SPON ADR REP REG SHR	12/20/2006	2/13/2009	\$112 98	\$124 74	-\$11 76
-355	LINEAR TECHNOLOGY CORPORATION	12/28/2006	2/24/2009	\$7,801 26	\$10,765 02	-\$2,963 76
-49	AMEREN CORP	12/20/2006	2/18/2009	\$1,301 28	\$2,631 30	-\$1,330 02
-120	ROCHE HOLDINGS AG	4/19/2007	6/17/2009	\$3,945 02	\$5,744 85	-\$1,799 83
-10	ANALOG DEVICES INC	12/20/2006	2/20/2009	\$192 34	\$334 30	-\$141 96
-6	MARKEL CORP (HOLDING COMPANY)	12/20/2006	2/23/2009	\$1,690 72	\$2,845 80	-\$1,155 08
-200	ZURICH FINANCIAL SERVICES -	9/13/2007	11/17/2009	\$4,588 32	\$5,854 46	-\$1,266 14
-300	MEDTRONIC INC	7/27/2007	10/6/2009	\$10,785 62	\$15,281 19	-\$4,495 57
-35	NOVARTIS AG SPONSORED	1/5/2007	3/20/2009	\$1,307 74	\$2,069 20	-\$761 46
-16	ROYAL DUTCH SHELL PLC	1/5/2007	3/20/2009	\$723 81	\$1,070 24	-\$346 43
-165	GENERAL ELECTRIC CO	11/22/2006	2/9/2009	\$2,098 95	\$5,916 87	-\$3,817 92
-35	PIONEER NAT RES CO	1/5/2007	3/26/2009	\$658 58	\$1,318 80	-\$660 22
-131	SINGAPORE TELECOMMUNICATIONS LTD	8/10/2007	11/6/2009	\$2,745 51	\$2,924 14	-\$178 63
-10	LINCOLN NATL CORP IND	12/20/2006	3/18/2009	\$73 94	\$653 80	-\$579 86
-60	WEYERHAEUSER CO	4/25/2007	7/28/2009	\$2,087 76	\$4,639 64	-\$2,551 88
-8	GOOGLE INC CL A	8/16/2007	11/19/2009	\$4,571 91	\$3,892 59	\$679 32
-145	WYETH	9/27/2006	1/1/2009	\$7,286 58	\$7,281 90	\$4 68
-185	WYETH	9/25/2006	1/1/2009	\$9,296 67	\$9,272 20	\$24 47
-55	MOHAWK INDUSTRIES INC	12/20/2006	3/27/2009	\$1,774 67	\$4,118 40	-\$2,343 73
-80	WELLS FARGO & CO NEW	1/5/2007	4/16/2009	\$1,546 05	\$2,848 00	-\$1,301 95
-80	UNIT CORPORATION	1/25/2007	5/6/2009	\$2,570 85	\$3,722 19	-\$1,151 34
-218	VODAFONE GP PLC ADS NEW	9/25/2006	1/8/2009	\$4,626 10	\$4,773 63	-\$147 53

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-315	WALGREEN CO	11/2/2006	2/19/2009	\$8,219 18	\$13,286 38	-\$5,067 20
-125	KRAFT FOODS INC CLASS A	4/24/2007	8/11/2009	\$3,556 59	\$4,177 64	-\$621 05
-51	HSBC HLDGS PLC	9/25/2006	1/14/2009	\$2,133 61	\$4,625 19	-\$2,491 58
-30	WYETH	1/5/2007	4/24/2009	\$1,265 96	\$1,551 60	-\$285 64
-370	GENERAL ELECTRIC CO	11/22/2006	3/12/2009	\$3,554 09	\$13,268 12	-\$9,714 03
-20	EMBARQ CORP	12/20/2006	4/17/2009	\$719 06	\$1,033 60	-\$314 54
-32000	WAL MART STORES 4 550% 5/1/13	10/26/2006	2/25/2009	\$33,413 39	\$30,730 56	\$2,682 83
-79 85	TOTAL SYS SVCS INC	9/27/2006	1/28/2009	\$1,065 21	\$2,841 96	-\$1,776 75
-80	NOVARTIS AG SPONSORED	12/20/2006	4/21/2009	\$2,838 30	\$4,655 20	-\$1,816 90
-10	UNIT CORPORATION	1/5/2007	5/6/2009	\$321 36	\$456 80	-\$135 44
-181 47	TOTAL SYS SVCS INC	9/25/2006	1/28/2009	\$2,420 92	\$6,443 84	-\$4,022 92
-235	CHARLES RIVER LABORATORIES	9/25/2006	1/29/2009	\$6,287 67	\$9,888 80	-\$3,601 13
-120	BRISTOL MYERS SQUIBB CO	12/20/2006	4/24/2009	\$2,410 98	\$3,090 00	-\$679 02
-35	GENERAL ELECTRIC CO	12/20/2006	4/24/2009	\$425 23	\$1,338 05	-\$912 82
-20	UNIT CORPORATION	1/5/2007	5/11/2009	\$662 94	\$913 60	-\$250 66
-132	ROCHE HOLDINGS AG	5/2/2007	9/8/2009	\$5,192 99	\$6,220 12	-\$1,027 13
-170	UNILEVER PLC (NEW) ADS	7/10/2007	11/17/2009	\$5,246 35	\$5,721 38	-\$475 03
-21000	BANK OF AMERICA CORP 4 875% 1/15/13	1/11/2007	5/19/2009	\$20,065 50	\$20,602 47	-\$536 97
-35	CHARLES RIVER LABORATORIES	9/27/2006	2/6/2009	\$941 79	\$1,510 25	-\$568 46
-305	CHARLES RIVER LABORATORIES	9/26/2006	2/6/2009	\$8,207 02	\$12,904 55	-\$4,697 53
-80	ZEBRA TECHNOLOGIES CORP CL A	12/20/2006	5/4/2009	\$1,697 43	\$2,801 60	-\$1,104 17
-12 5	NESTLE SPON ADR REP REG SHR	9/27/2006	2/13/2009	\$403 50	\$437 00	-\$33 50
-25	UNIT CORPORATION	12/20/2006	5/6/2009	\$803 39	\$1,264 75	-\$461 36
-435	IRON MOUNTAIN INCORPORATED NEW	4/16/2007	9/2/2009	\$12,261 11	\$11,814 39	\$446 72
-27	DIAGEO PLC	9/25/2006	2/13/2009	\$1,366 65	\$1,938 06	-\$571 41
-88	NESTLE SPON ADR REP REG SHR	9/25/2006	2/13/2009	\$2,840 64	\$3,055 36	-\$214 72
-10	ROCHE HOLDINGS AG	4/19/2007	9/8/2009	\$393 41	\$478 74	-\$85 33
-23	AON CORP	9/28/2006	2/18/2009	\$904 03	\$781 08	\$122 95
-67	ROWAN COMPANIES INC	3/2/2007	7/24/2009	\$1,420 97	\$2,034 68	-\$613 71
-61	AON CORP	9/25/2006	2/18/2009	\$2,397 64	\$2,078 27	\$319 37
-8	MARKEL CORP (HOLDING COMPANY)	9/27/2006	2/23/2009	\$2,254 29	\$3,219 92	-\$965 63
-255	EMBARQ CORP	11/20/2006	4/17/2009	\$9,167 95	\$12,922 84	-\$3,754 89
-70	COCA COLA CO	1/5/2007	6/4/2009	\$3,438 18	\$3,379 60	\$58 58
-35	SCHEIN HENRY INC	1/5/2007	6/9/2009	\$1,579 55	\$1,691 55	-\$112 00
-60	SEI INVESTMENTS COMPANY	1/5/2007	6/11/2009	\$1,098 12	\$1,769 70	-\$671 58
-20	FISERV INC	9/26/2006	3/4/2009	\$635 96	\$960 20	-\$324 24
-85	FISERV INC	9/25/2006	3/4/2009	\$2,702 83	\$4,015 04	-\$1,312 21
-17	ENI S P A	9/25/2006	3/6/2009	\$539 59	\$972 57	-\$432 98
-24000	KRAFT FOODS INC 4 125% 11/12/09	6/1/2007	11/12/2009	\$23,245 92	\$23,245 92	\$0 00
-95	COCA COLA CO	12/20/2006	6/4/2009	\$4,666 10	\$4,632 20	\$33 90
-60	SCHEIN HENRY INC	12/20/2006	6/9/2009	\$2,707 80	\$2,954 40	-\$246 60
-140	LINCOLN NATL CORP IND	9/27/2006	3/18/2009	\$1,035 21	\$8,804 60	-\$7,769 39
-100	SEI INVESTMENTS COMPANY	12/20/2006	6/11/2009	\$1,830 19	\$3,004 00	-\$1,173 81
-185	LINCOLN NATL CORP IND	9/25/2006	3/18/2009	\$1,367 96	\$11,475 55	-\$10,107 59
-57	DIAGEO PLC	9/27/2006	3/20/2009	\$2,402 55	\$4,063 53	-\$1,660 98
-23	NOVARTIS AG SPONSORED	9/27/2006	3/20/2009	\$859 38	\$1,341 13	-\$481 75
-60	ROYAL DUTCH SHELL PLC	9/27/2006	3/20/2009	\$2,714 30	\$3,924 00	-\$1,209 70
-16	DIAGEO PLC	9/25/2006	3/20/2009	\$674 40	\$1,148 48	-\$474 08
-47	ROYAL DUTCH SHELL PLC	9/25/2006	3/20/2009	\$2,126 20	\$3,015 05	-\$888 85
-150	MICROSOFT CORP	1/5/2007	6/30/2009	\$3,582 49	\$4,444 50	-\$862 01
-25	TOTAL FINA SA ADS	12/20/2006	6/16/2009	\$1,362 13	\$1,803 25	-\$441 12
-100	ADIDAS-SALOMON AG SPONSORED ADR	11/9/2006	5/6/2009	\$1,629 67	\$2,440 50	-\$810 83
-26	PIONEER NAT RES CO	9/28/2006	3/26/2009	\$489 23	\$1,016 34	-\$527 11
-23	DIAGEO PLC	9/27/2006	3/26/2009	\$1,009 32	\$1,639 67	-\$630 35
-15	MOHAWK INDUSTRIES INC	9/27/2006	3/27/2009	\$484 00	\$1,131 60	-\$647 60
-15	PIONEER NAT RES CO	9/25/2006	3/26/2009	\$282 25	\$560 85	-\$278 60
-80	MOHAWK INDUSTRIES INC	9/25/2006	3/27/2009	\$2,581 34	\$5,944 00	-\$3,362 66
-66	PIONEER NAT RES CO	9/25/2006	3/27/2009	\$1,226 16	\$2,467 74	-\$1,241 58
-165	WEYERHAEUSER CO	1/26/2007	7/28/2009	\$5,741 34	\$12,361 68	-\$6,620 34
-175	J P MORGAN CHASE & CO	9/27/2006	3/30/2009	\$4,509 99	\$8,163 75	-\$3,653 76
-9 51	GDF SUEZ	1/5/2007	7/9/2009	\$327 05	\$496 92	-\$169 87
-131	PENTAIR INC	4/25/2007	10/29/2009	\$3,988 49	\$4,135 36	-\$146 87
-20	J P MORGAN CHASE & CO	9/25/2006	3/30/2009	\$515 43	\$942 20	-\$426 77
-40	NOKIA CP ADR	1/5/2007	7/16/2009	\$536 63	\$790 40	-\$253 77
-23 86	GDF SUEZ	12/20/2006	7/9/2009	\$820 57	\$1,245 50	-\$424 93
-112	ERICSSON LM TELEFONAKTIEBOLAGET	9/25/2006	4/15/2009	\$1,006 36	\$1,920 80	-\$914 44
-50	CISCO SYS INC	1/5/2007	7/27/2009	\$1,087 13	\$1,416 00	-\$328 87
-102	NOVARTIS AG SPONSORED	9/27/2006	4/21/2009	\$3,618 83	\$5,947 62	-\$2,328 79
-60	ZEBRA TECHNOLOGIES CORP CL A	1/5/2007	7/29/2009	\$1,513 79	\$2,044 20	-\$530 41

units	description	acquisition date	trade date	sales proceeds	federal cost	Gain/Loss
-17	NOVARTIS AG SPONSORED	9/25/2006	4/21/2009	\$603 14	\$983 96	-\$380 82
-15	3M CO	9/27/2006	4/24/2009	\$839 82	\$1,115 40	-\$275 58
-44	VODAFONE GP PLC ADS NEW	9/25/2006	4/23/2009	\$790.17	\$963 49	-\$173 32
-15	BRISTOL MYERS SQUIBB CO	9/25/2006	4/24/2009	\$301.37	\$373 60	-\$72 23
-105	BRISTOL MYERS SQUIBB CO	9/27/2006	4/28/2009	\$2,093 46	\$2,607 02	-\$513 56
-50	PFIZER INC	9/27/2006	4/28/2009	\$667 26	\$1,413 00	-\$745 74
-305	BRISTOL MYERS SQUIBB CO	9/25/2006	4/28/2009	\$6,081 02	\$7,596 57	-\$1,515 55
-490	PFIZER INC	9/25/2006	4/28/2009	\$6,539 12	\$13,862 10	-\$7,322 98
-23	ROYAL DUTCH SHELL PLC	9/25/2006	5/1/2009	\$1,072 15	\$1,475 45	-\$403 30
-145	CISCO SYS INC	12/20/2006	7/27/2009	\$3,152 67	\$3,983 15	-\$830 48
-115	ZEBRA TECHNOLOGIES CORP CL A	9/25/2006	5/4/2009	\$2,440 05	\$4,048 00	-\$1,607 95
-25	ZEBRA TECHNOLOGIES CORP CL A	12/20/2006	7/29/2009	\$630 75	\$875 50	-\$244 75
-205	FISERV INC	9/27/2006	5/8/2009	\$8,186 50	\$9,817 45	-\$1,630 95
-10	LABORATORY CORP AMER HLDGS	1/5/2007	8/18/2009	\$685 22	\$732 30	-\$47 08
-40	IDEX CORP	9/27/2006	5/12/2009	\$1,000 23	\$1,154 80	-\$154 57
-22000	BANK OF AMERICA CORP 4 875% 1/15/13	10/4/2006	5/19/2009	\$21,021 00	\$21,679 02	-\$658 02
-140	PRECISION DRILLING RTS TRF	9/27/2006	5/19/2009	\$50.65	\$370.24	-\$319.59
-180	PRECISION DRILLING RTS TRF	9/25/2006	5/19/2009	\$65.12	\$463.65	-\$398.53
-100	COCA COLA CO	9/27/2006	6/4/2009	\$4,911 68	\$4,481 00	\$430 68
-98	PENTAIR INC	10/31/2006	7/10/2009	\$2,340 52	\$3,221 74	-\$881 22
-80	SCHEIN HENRY INC	9/28/2006	6/9/2009	\$3,610 40	\$3,996 00	-\$385 60
-135	CLOROX CO	9/27/2006	6/23/2009	\$7,478 60	\$8,571 15	-\$1,092 55
-10	CLOROX CO	9/25/2006	6/23/2009	\$553 97	\$637 10	-\$83 13
-10 09	GDF SUEZ	9/27/2006	7/9/2009	\$346 83	\$467 46	-\$120 63
-32	MILCOM INTERNATIONAL CELLULAR S A	9/25/2006	7/10/2009	\$1,825 30	\$1,296 71	\$528 59
-155	NOKIA CP ADR	9/25/2006	7/16/2009	\$2,079 43	\$2,991 50	-\$912 07
-30	PENTAIR INC	1/5/2007	10/29/2009	\$913 39	\$906 00	\$7 39
-35	UDR INC	1/5/2007	10/30/2009	\$508 20	\$1,089 90	-\$581 70
-118	ROWAN COMPANIES INC	9/25/2006	7/24/2009	\$2,502 60	\$3,541 18	-\$1,038 58
-40	PENTAIR INC	12/20/2006	10/29/2009	\$1,217 86	\$1,265 60	-\$47 74
-20	UDR INC	12/20/2006	10/30/2009	\$290 40	\$642 00	-\$351 60
-40	LABORATORY CORP AMER HLDGS	9/27/2006	8/18/2009	\$2,740 89	\$2,670 00	\$70 89
-100	FISERV INC	9/25/2006	8/17/2009	\$4,731 95	\$4,723 57	\$8 38
-73	SINGAPORE TELECOMMUNICATIONS LTD	12/11/2006	11/6/2009	\$1,529 94	\$1,513 02	\$16 92
-84	ROWAN COMPANIES INC	9/25/2006	8/24/2009	\$1,878 45	\$2,520 84	-\$642 39
-45	COMCAST CORPORATION NEW	9/27/2006	9/14/2009	\$742 15	\$1,094 37	-\$352 22
-585	COMCAST CORPORATION NEW	9/26/2006	9/14/2009	\$9,647 98	\$14,129 70	-\$4,481 72
-13 78	GDF SUEZ	9/27/2006	9/18/2009	\$624 07	\$638 54	-\$14 47
-63 22	GDF SUEZ	9/25/2006	9/18/2009	\$2,863 89	\$2,905 13	-\$41 24
-210	ODYSSEY RE HOLDINGS CORP	9/27/2006	9/21/2009	\$13,570 77	\$7,116 90	\$6,453 87
-55	ODYSSEY RE HOLDINGS CORP	9/25/2006	9/21/2009	\$3,554 25	\$1,868 90	\$1,685 35
-53	PENTAIR INC	10/31/2006	10/29/2009	\$1,613 66	\$1,742 37	-\$128 71
-175	NOKIA CP ADR	9/25/2006	9/29/2009	\$2,575 53	\$3,377.50	-\$801 97
-102	HEINEKEN NV ADR	9/25/2006	10/12/2009	\$2,238 89	\$2,340 90	-\$102 01
-70	MOHAWK INDUSTRIES INC	9/25/2006	10/13/2009	\$3,408 97	\$5,201 00	-\$1,792 03
-37	GDF SUEZ	9/25/2006	10/23/2009	\$1,656 96	\$1,700 17	-\$43 21
-0 5	PFIZER INC	9/27/2006	10/26/2009	\$8 60	\$14 13	-\$5 53
-125	UDR INC	9/28/2006	10/30/2009	\$1,815 01	\$3,778 75	-\$1,963 74
-21	UDR INC	9/25/2006	10/30/2009	\$304 92	\$625 80	-\$320 88
-15	UDR INC	9/25/2006	11/2/2009	\$218 29	\$447 00	-\$228 71
-90	TIFFANY & CO NEW	9/27/2006	11/10/2009	\$3,816 08	\$3,033 00	\$783 08
-40	WELLS FARGO & CO NEW	12/25/1941	4/16/2009	\$773 02	\$0 15	\$772 87
-30	COCA COLA CO	12/25/1941	6/4/2009	\$1,473 50	\$0 01	\$1,473 49
				<u>\$1,302,799 24</u>	<u>\$1,645,904 88</u>	<u>-\$343,105 64</u>

Net Gain/Loss

-\$353,879.88

Name	Quantity	Date Acquired	Date Sold	Proceeds	Cost	Realized Gain/Loss	Period
DEERE & CO	25	2/4/2009	12/2/2009	1,352.21	960.75	391.46	Short
HUDSON CITY BANCORP INC.	80	3/30/2009	12/2/2009	1,056.77	901.00	155.77	Short
MEDTRONIC INC	65	4/29/2009	12/2/2009	2,813.12	2,014.03	799.09	Short
PROCTER & GAMBLE	35	2/27/2009	12/2/2009	2,215.09	1,706.43	508.66	Short
NOVANT HEALTH 4.650 11-01-14	70,000	9/11/2009	12/2/2009	69,819.75	69,940.50	(120.75)	Short
ALLIANZ SE ADS	227	3/17/2009	12/3/2009	2,877.35	1,790.14	1,087.21	Short
JP MORGAN 6.000 1-15-18	16,000	2/25/2009	12/8/2009	17,376.32	15,772.00	1,604.32	Short
US TSY NOTE TIIN 1 7/8 7-15-15	110,000	12/19/2008	12/8/2009	130,282.83	116,729.68	13,553.15	Short
VALE OVERSEAS 6 1/4 1-23-17	70,000	12/19/2008	12/8/2009	74,745.37	67,112.50	7,632.87	Short
VERIZON COMM 6.100 4-15-18	11,000	2/25/2009	12/8/2009	12,055.89	11,102.68	953.21	Short
BOEING CAPITAL 5.800 1-15-13	31,000	2/25/2009	12/10/2009	34,239.50	32,486.97	1,752.53	Short
GECC TLGP 3.000 12-09-11	60,000	8/7/2009	12/10/2009	62,343.42	61,442.49	900.93	Short
HUSKY ENERGY INC 5.900 6-15-14	60,000	5/7/2009	12/10/2009	64,200.00	60,912.04	3,287.96	Short
MEDTRONIC INC 4 1/2 3-15-14	60,000	3/18/2009	12/10/2009	64,490.40	60,695.66	3,794.74	Short
MICROSOFT CORP 2.950 6-01-14	60,000	5/12/2009	12/10/2009	61,597.26	60,405.80	1,191.46	Short
SBC COMMUNICATIO 5.100 9-15-14	60,000	12/19/2008	12/10/2009	65,235.60	59,031.60	6,204.00	Short
VIACOM INC 4 1/4 9-15-15	60,000	9/24/2009	12/10/2009	61,452.60	59,889.00	1,563.60	Short
SANGAMON S/D BE 4.000 2-01-15	70,000	6/30/2009	12/14/2009	70,778.40	70,000.00	778.40	Short
CLARK CO TAX BE 3.470 11-01-12	70,000	6/10/2009	12/15/2009	71,057.70	70,000.00	1,057.70	Short
APACHE CORP	140	3/6/2009	12/17/2009	14,024.48	7,672.94	6,351.54	Short
XTO ENERGY INC	635	10/13/2009	12/17/2009	29,874.90	27,672.47	2,202.43	Short
CHECK POINT SOFTWARE TECH LTD	565	5/5/2009	12/21/2009	18,731.46	13,422.99	5,308.47	Short
KAYDON CP	105	2/20/2009	12/28/2009	3,780.87	2,694.91	1,085.96	Short
KAYDON CP	110	8/3/2009	12/28/2009	3,960.91	3,636.64	324.27	Short
KAYDON CP	80	9/21/2009	12/28/2009	2,880.66	2,745.03	135.63	Short
AXA ADS	-	12/4/2009	12/4/2009	168.12	0	168.12	Sale of Foreign Rights
LLOYDS BANKING GROUP PLC	-	12/18/2009	12/18/2009	4,632.62	0	4632.62	Sale of Foreign Rights
				<u>948,043.60</u>	<u>880,738.25</u>	<u>67,305.35</u>	
NOVARTIS AG ADR	28	9/27/2006	12/2/2009	1,568.23	1,632.68	(64.45)	Long
PRUDENTIAL PLC ADR	232	6/23/2008	12/2/2009	4,951.33	5,420.91	(469.58)	Long
PRUDENTIAL PLC ADR	154	10/14/2008	12/2/2009	3,286.66	2,440.23	846.43	Long
AMERICAN EXPRESS CO	75	8/8/2008	12/2/2009	3,075.20	2,745.47	329.73	Long
ANALOG DEVICES INC	80	9/25/2006	12/2/2009	2,428.15	2,350.12	78.03	Long
AT&T INC	62	9/27/2006	12/2/2009	1,702.70	2,054.90	(352.20)	Long
AT&T INC	28	9/27/2006	12/2/2009	768.96	935.20	(166.24)	Long
BANK OF NEW YORK MELLON CORP	45	10/9/2008	12/2/2009	1,221.26	1,139.63	81.63	Long
BRISTOL MYERS SQUIBB CO	25	9/27/2006	12/2/2009	618.48	620.72	(2.24)	Long
BRISTOL MYERS SQUIBB CO	30	12/20/2006	12/2/2009	742.18	772.50	(30.32)	Long
DOW CHEMICAL CO	80	9/25/2006	12/2/2009	2,279.46	3,087.20	(807.74)	Long
EXXON MOBIL CORP	30	10/22/2008	12/2/2009	2,277.24	2,023.28	253.96	Long
MC GRAW HILL COS INC	20	3/25/2008	12/2/2009	613.78	775.68	(161.90)	Long
MICROSOFT CORP	110	10/14/2008	12/2/2009	3,292.43	2,718.27	574.16	Long
NEW YORK COMMUNITY BANCORP INC	60	11/8/2006	12/2/2009	691.18	959.43	(268.25)	Long
PFIZER INC	95	9/27/2006	12/2/2009	1,791.08	2,680.87	(889.79)	Long
SANOFI AVENTIS ADS	85	8/30/2007	12/2/2009	3,390.56	3,436.96	(46.40)	Long
VERIZON COMMUNICATIONS	15	9/25/2006	12/2/2009	490.64	536.77	(46.13)	Long
VERIZON COMMUNICATIONS	60	9/27/2006	12/2/2009	1,962.54	2,164.93	(202.39)	Long
3M COMPANY	25	9/27/2006	12/2/2009	1,964.44	1,859.00	105.44	Long
ALLIANZ SE ADS	12	11/5/2008	12/3/2009	152.11	112.09	40.02	Long
CHUBB CORP 5 3/4 5-15-18	23,000	5/5/2008	12/8/2009	24,991.34	23,043.51	1,947.83	Long
COCA-COLA CO 5.350 11-15-17	40,000	4/9/2008	12/8/2009	43,981.20	41,480.62	2,500.58	Long
COCA-COLA CO 5.350 11-15-17	5,000	5/19/2008	12/8/2009	5,497.65	5,132.34	365.31	Long
JP MORGAN 6.000 1-15-18	22,000	4/17/2008	12/8/2009	23,892.44	22,650.72	1,241.72	Long
JP MORGAN 6.000 1-15-18	22,000	6/9/2008	12/8/2009	23,892.44	22,027.62	1,864.82	Long
MCDONALD'S CORP 5.350 3-01-18	23,000	2/27/2008	12/8/2009	25,035.16	22,978.61	2,056.55	Long

Name	Quantity	Date Acquired	Date Sold	Proceeds	Cost	Realized Gain/Loss	Period
MCDONALD'S CORP 5.350 3-01-18	23,000	6/18/2008	12/8/2009	25,035.16	22,381.53	2,653.63	Long
US TSY BOND 5 3/8 2-15-31	171,000	8/23/2007	12/8/2009	196,154.96	179,232.73	16,922.23	Long
US TSY BOND 5 3/8 2-15-31	21,000	1/29/2008	12/8/2009	24,089.21	23,896.27	192.94	Long
US TSY BOND 5 3/8 2-15-31	6,000	1/31/2008	12/8/2009	6,882.63	6,847.34	35.29	Long
US TSY BOND 5 3/8 2-15-31	19,000	3/6/2008	12/8/2009	21,795.00	21,143.94	651.06	Long
US TSY BOND 5 3/8 2-15-31	3,000	5/22/2008	12/8/2009	3,441.31	3,300.63	140.68	Long
US TSY BOND 5 3/8 2-15-31	10,000	8/11/2008	12/8/2009	11,471.05	10,940.92	530.13	Long
US TSY BOND 6 1/4 8-15-23	28,000	1/31/2008	12/8/2009	34,697.99	33,914.65	783.34	Long
US TSY NOTE 3 1/2 2-15-18	22,000	6/4/2008	12/8/2009	22,533.57	21,333.11	1,200.46	Long
US TSY NOTE 3 1/2 2-15-18	84,000	8/11/2008	12/8/2009	86,037.25	80,935.60	5,101.65	Long
US TSY NOTE 3 1/2 2-15-18	23,000	9/12/2008	12/8/2009	23,557.82	22,691.92	865.90	Long
US TSY NOTE 4 5/8 2-15-17	19,000	12/5/2007	12/8/2009	21,157.45	19,794.89	1,362.56	Long
US TSY NOTE 4 5/8 2-15-17	14,000	2/6/2008	12/8/2009	15,589.70	14,952.65	637.05	Long
US TSY NOTE 4.000 2-15-15	23,000	9/29/2006	12/8/2009	25,073.50	22,014.41	3,059.09	Long
US TSY NOTE 4.000 2-15-15	14,000	12/20/2006	12/8/2009	15,262.13	13,444.92	1,817.21	Long
US TSY NOTE 4.000 2-15-15	7,000	1/5/2007	12/8/2009	7,631.06	6,680.63	950.43	Long
US TSY NOTE 4.000 2-15-15	22,000	7/31/2008	12/8/2009	23,983.34	22,586.43	1,396.91	Long
VERIZON COMM 6.100 4-15-18	9,000	5/12/2008	12/8/2009	9,863.91	9,334.50	529.41	Long
FHLMC 4 1/2 1-15-13	25,000	9/29/2006	12/9/2009	27,268.00	24,455.75	2,812.25	Long
FHLMC 4 1/2 1-15-13	14,000	12/19/2006	12/9/2009	15,270.08	13,752.28	1,517.80	Long
FHLMC 4 1/2 1-15-13	6,000	1/5/2007	12/9/2009	6,544.32	5,872.33	671.99	Long
FNMA 4 5/8 10-15-13	8,000	9/29/2006	12/9/2009	8,824.73	7,850.56	974.17	Long
FNMA 4 5/8 10-15-13	10,000	12/19/2006	12/9/2009	11,030.91	9,871.06	1,159.85	Long
FNMA 4 5/8 10-15-13	4,000	1/5/2007	12/9/2009	4,412.36	3,930.46	481.90	Long
FNMA 6.000 5-15-11	17,000	8/11/2008	12/9/2009	18,305.18	17,538.17	767.01	Long
US TSY NOTE 5 3/4 8-15-10	30,000	5/5/2008	12/9/2009	31,128.42	30,670.52	457.90	Long
US TSY NOTE 5.000 2-15-11	24,000	4/4/2007	12/9/2009	25,313.35	24,139.55	1,173.80	Long
US TSY NOTE 5.000 2-15-11	36,000	8/11/2008	12/9/2009	37,970.03	36,953.58	1,016.45	Long
ASTRAZENECA PLC 5.400 9-15-12	22,000	4/4/2008	12/10/2009	24,296.14	22,661.27	1,634.87	Long
ASTRAZENECA PLC 5.400 9-15-12	22,000	4/23/2008	12/10/2009	24,296.14	22,500.32	1,795.82	Long
BOEING CO 5 1/8 2-15-13	17,000	10/25/2006	12/10/2009	18,443.64	16,800.93	1,642.71	Long
BOEING CO 5 1/8 2-15-13	7,000	1/24/2007	12/10/2009	7,594.44	6,938.96	655.48	Long
EI DUPONT NEMOUR 5.000 7-15-13	45,000	7/29/2008	12/10/2009	49,020.48	44,926.65	4,093.83	Long
GLAXOSMITHKLINE 4.850 5-15-13	46,000	5/6/2008	12/10/2009	49,856.18	45,902.94	3,953.24	Long
HEWLETT-PACKARD 4 1/2 3-01-13	40,000	6/25/2008	12/10/2009	42,944.00	39,335.20	3,608.80	Long
HEWLETT-PACKARD 4 1/2 3-01-13	5,000	6/26/2008	12/10/2009	5,368.00	4,933.95	434.05	Long
HOUSEHOLD FINANCE 6 3/8 10-15-11	22,000	1/30/2007	12/10/2009	23,449.56	22,370.64	1,078.92	Long
HOUSEHOLD FINANCE 6 3/8 10-15-11	2,000	8/24/2007	12/10/2009	2,131.78	2,018.85	112.93	Long
KELLOGG CO SER B 6.600 4-01-11	23,000	10/25/2007	12/10/2009	24,678.54	23,462.84	1,215.70	Long
PEPSI BOTTLING 4 5/8 11-15-12	25,000	6/7/2007	12/10/2009	27,063.25	23,894.50	3,168.75	Long
WELLS FARGO CO 6 3/8 8-01-11	23,000	2/22/2007	12/10/2009	24,596.87	23,412.19	1,184.68	Long
DIAGEO PLC SPON ADR NEW	140	7/18/2008	12/21/2009	9,533.83	10,273.52	(739.69)	Long
3M COMPANY	150	3/8/2007	12/21/2009	12,227.68	11,201.08	1,026.60	Long
KAYDON CP	80	7/29/2008	12/28/2009	2,880.66	3,892.46	(1,011.80)	Long
BROWN FORMAN CORP CL B	90	1/28/2008	12/29/2009	4,887.02	4,638.24	248.78	Long
MARTIN MARIETTA MATERIALS	39	10/12/2007	12/30/2009	3,578.23	5,377.21	(1,798.98)	Long
				<u>1,303,729.70</u>	<u>1,222,783.34</u>	<u>80,946.36</u>	

Net gain/loss

148,251.71

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization THE SAM MAZZA FOUNDATION	Employer identification number 20-3644356
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 14700	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN FRANCISCO, CA 94114	

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

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

THE FOUNDATION

- The books are in the care of ▶ **P.O. BOX 14700 - SAN FRANCISCO, CA 94114**
Telephone No ▶ **650-355-0272** FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	3,600.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	3,600.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)