Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: ROOTS AND WINGS

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 816 35TH AVENUE

City or town, state, and ZIP code: SEATTLE, WA 98122

A Employer identification number: 20-3885457

B Telephone number: (206) 725-1961

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 15,263,122.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	68,410.		N/A	
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,114.	12,114.		STATEMENT 1
	4 Dividends and interest from securities	265,519.	265,519.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-73,699.			
	b Gross sales price for all assets on line 6a 4,737,718.				
	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	-2,799.	-2,799.		STATEMENT 3
	12 Total. Add lines 1 through 11	269,545.	274,834.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	4,424.	2,212.		0.
	c Other professional fees STMT 5	57,773.	57,773.		0.
	17 Interest	4,230.	4,230.		0.
	18 Taxes STMT 6	11,308.	5,331.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	606.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	78,341.	69,546.		0.
	25 Contributions, gifts, grants paid	343,702.			343,702.
	26 Total expenses and disbursements. Add lines 24 and 25	422,043.	69,546.		343,702.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-152,498.			
	b Net investment income (if negative, enter -0-)		205,288.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
SEP 1 2010
OGDEN, UT
IRS-OSC

SCANNED SEP 29 2010

917-19

12

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			
	2 Savings and temporary cash investments	6,462,187.	5,667,580.	5,667,580.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	0.	68,410.	203,141.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	7,745,596.	8,597,598.	9,392,401.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	66,675.	3,343.	0.
	16 **Total assets** (to be completed by all filers)	14,274,458.	14,336,931.	15,263,122.
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 11)	1,832.	7,104.	
	23 **Total liabilities** (add lines 17 through 22)	1,832.	7,104.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	14,272,626.	14,329,827.	
	30 **Total net assets or fund balances**	14,272,626.	14,329,827.	
	31 **Total liabilities and net assets/fund balances**	14,274,458.	14,336,931.	

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	14,272,626.
2 Enter amount from Part I, line 27a	2	-152,498.
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	210,000.
4 Add lines 1, 2, and 3	4	14,330,128.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	301.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,329,827.

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	CHARLES SCHWAB	P	VARIOUS	VARIOUS
b	CHARLES SCHWAB	D	12/28/09	12/29/09
c	AETHER REAL ASSETS I, LP	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
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	4,529,392.		4,743,007.	-213,615.
b	204,903.		68,410.	136,493.
c	680.			680.
d	2,743.			2,743.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-213,615.
b				136,493.
c				680.
d				2,743.
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 -73,699.

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	208,104.	13,599,540.	.015302
2007	2,167.	2,957,818.	.000733
2006	0.	303,196.	.000000
2005			
2004			

2	**Total** of line 1, column (d)	2	.016035
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	.005345
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,500,323.
5	Multiply line 4 by line 3	5	72,159.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,053.
7	Add lines 5 and 6	7	74,212.
8	Enter qualifying distributions from Part XII, line 4	8	483,702.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1.			
Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	2,053.
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	2,053.
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	2,053.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 5,700.		
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	5,700.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3,647.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	3,647. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (206) 725-1961

Located at ▶ 816 35TH AVENUE, SEATTLE, WA ZIP+4 ▶ 98122

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

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

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

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

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

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL T. GALGON 3419 S. MOUNT BAKER BLVD SEATTLE, WA 981446147	DIRECTOR 0.00	0.	0.	0.
GRETL DUPRE' GALGON 3419 S. MOUNT BAKER BLVD SEATTLE, WA 981446147	DIRECTOR 0.00	0.	0.	0.

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

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

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

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 GLOBAL PARTNERSHIPS MICROFINANCE FUND 2008, LLC	140,000.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	140,000.

Form **990-PF** (2009)

923561
02-02-10

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	8,458,186.
b	Average of monthly cash balances	1b	5,247,726.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	13,705,912.
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	13,705,912.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	205,589.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,500,323.
6	**Minimum investment return.** Enter 5% of line 5	6	675,016.

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	675,016.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 2,053.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,053.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	672,963.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	672,963.
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	672,963.

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	343,702.
b	Program-related investments - total from Part IX-B	1b	140,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	483,702.
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	2,053.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	481,649.

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				672,963.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			478,554.	
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: ▶ $ 483,702.				
a Applied to 2008, but not more than line 2a			478,554.	
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				5,148.
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				667,815.
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	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
GLOBAL PARTNERSHIPS MICROFINANCE FD 909 NE BOAT ST,#200 SEATTLE, WA 98105	NONE	509(A)(1)	MICROFINANCE FUND TO ASSIST IMPOVERSHED FAMILIES	203,400.
THE BUSH SCHOOL 3400 E. HARRISON ST SEATTLE, WA 98112	NONE	509(A)(1)	GENERAL FUND	12,102.
CANCER CARE ALLIANCE 825 EASTLAKE AVE E, P.O. BOX 19023 SEATTLE, WA 98109	NONE	509(A)(1)	MEDICAL RESEARCH	5,700.
LEAGUE OF EDUCATION VOTERS 2734 WESTLAKE AVE N SEATTLE, WA 98109	NONE	509(A)(1)	PROMOTE QUALITY EDUCATIONAL PROGRAMS	2,500.
FIDELITY CHARITABLE GIFT FUND P.O. BOX 770001 CINCINNATI, OH 45277-0053	NONE	509(A)(1)	GIFTS TO PUBLIC CHARITIES	120,000.
Total			▶ 3a	343,702.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	12,114.	
4 Dividends and interest from securities			14	265,519.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	-2,799.	
8 Gain or (loss) from sales of assets other than inventory			18	-73,699.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		201,135.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 201,135.

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

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

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

923621 02-02-10

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] 9/15/10 ▶ Vice President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 9/13/10	Check if self-employed ▶ ☐	Preparer's identifying number P00477237
Firm's name (or yours if self-employed), address, and ZIP code ▶ ROBERT A. UNDERHILL P.C. 601 UNION STREET, SUITE 3300 SEATTLE, WA 98101		EIN ▶ 75-3053479	Phone no. (206) 357-3033

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
ROOTS AND WINGS	20-3885457

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
ROOTS AND WINGS	20-3885457

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MICHAEL T. GALGON 3419 S. MOUNT BAKER BLVD SEATTLE, WA 981446147	$ 34,205.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	GRETL DUPRE' GALGON 3419 S. MOUNT BAKER BLVD SEATTLE, WA 981446147	$ 34,205.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
ROOTS AND WINGS	20-3885457

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SECURITIES	$ 103,498.	12/28/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SECURITIES	$ 103,498.	12/28/09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

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

SOURCE	AMOUNT
AETHER REAL ASSETS I, LP	10.
GLOBAL PARTNERSHIPS MICROFINANCE FUND	12,075.
IRS	29.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	12,114.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	268,262.	2,743.	265,519.
TOTAL TO FM 990-PF, PART I, LN 4	268,262.	2,743.	265,519.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
AETHER REAL ASSETS I, LP - ORDINARY BUSINESS LOSS	-2,817.	-2,817.	
AETHER REAL ASSETS I, LP - PORTFOLIO INCOME	18.	18.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,799.	-2,799.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	4,424.	2,212.		0.
TO FORM 990-PF, PG 1, LN 16B	4,424.	2,212.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	54,123.	54,123.		0.
AETHER REAL ASSETS I, LP	3,650.	3,650.		0.
TO FORM 990-PF, PG 1, LN 16C	57,773.	57,773.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	5,272.	5,272.		0.
AETHER REAL ASSETS I, LP - FOREIGN TAXES	59.	59.		0.
FEDERAL EXCISE TAXES	5,700.	0.		0.
FEDERAL EXCISE TAXES	1,985.	0.		0.
FEDERAL EXCISE TAXES REFUND	-1,708.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,308.	5,331.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRAVEL	516.	0.		0.
LICENSE	90.	0.		0.
TO FORM 990-PF, PG 1, LN 23	606.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	68,410.	203,141.
TOTAL TO FORM 990-PF, PART II, LINE 10B	68,410.	203,141.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PIMCO TOTAL RETURN FUND	COST	1,229,768.	1,242,329.
VANGUARD INFLATION	COST	386,094.	395,621.
FLAG INTERNATIONAL PARTNERS II, LP	COST	102,500.	89,917.
FLAG PRIVATE EQUITY IV, LP	COST	42,500.	33,842.
OTHER ASSETS	COST	3,824,158.	6,071,815.
UNSETTLED SALES	COST	1,533,290.	0.
AETHER REAL ASSETS I, LP	COST	51,788.	61,089.
DRIPTECH, INC.	COST	50,000.	50,000.
FLAG VENTURE PARTNERS VII, LP	COST	27,500.	21,845.
AURORA OFFSHORE FUND II	COST	1,000,000.	1,075,943.
GLOBAL PARTNERSHIP MICROFINANCE FUND 2008, LLC - PROGRAM RELATED INVESTMENT	COST	350,000.	350,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,597,598.	9,392,401.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDEND RECEIVABLE	66,675.	3,029.	0.
INTEREST RECEIVABLE	0.	29.	0.
REIMBURSEMENT RECEIVABLE	0.	285.	0.
TO FORM 990-PF, PART II, LINE 15	66,675.	3,343.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED FOREIGN TAXES PAID	1,832.	7,104.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,832.	7,104.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 12

NAME OF MANAGER

MICHAEL T. GALGON
GRETL DUPRE' GALGON

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss)

Accounting Method. First In First Out [FIFO]

Long-Term	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
AK STEEL HOLDING CORP AKS	100 0000	11/24/08	12/29/09	$2 177.46	$702.00	$1,475.46
AK STEEL HOLDING CORP AKS	237 0000	11/24/08	12/29/09	$5.160.41	$1 663 74	$3.496 67
Security Subtotal				**$7,337.87**	**$2,365.74**	**$4,972.13**
AMAZON COM INC· AMZN	31.0000	11/24/08	12/29/09	$4.317 02	$1,317.50	$2.999 52
AMAZON COM INC AMZN	100.0000	11/24/08	12/29/09	$13.925 57	$4.250.00	$9,675.57
AMAZON COM INC. AMZN	42 0000	12/26/08	12/29/09	$5.848 86	$2.174.76	$3.674.10
Security Subtotal				**$24,091.45**	**$7,742.26**	**$16,349.19**
APPLE INC. AAPL	64.0000	01/24/06	12/29/09	$13.415 00	$4.896.00 [a]	$8.519.00
APPLE INC. AAPL	41.0000	05/03/06	12/29/09	$8,593 99	$2.918.38 [a]	$5.675.61
APPLE INC· AAPL	11 0000	06/05/06	12/29/09	$2.305 70	$666 93 [a]	$1.638.77
Security Subtotal				**$24,314.69**	**$8,481.31**	**$15,833.38**
AUTOLIV INC. ALV	361.0000	11/24/08	12/29/09	$15 712 91	$6.068 41	$9.644.50
Security Subtotal				**$15,712.91**	**$6,068.41**	**$9,644.50**
CELANESE CORP CE	700 0000	11/24/08	12/29/09	$22.433 87	$6.090.00	$16.343 87
Security Subtotal				**$22,433.87**	**$6,090.00**	**$16,343.87**

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701 000428 797324

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
CONCUR TECHNOLOGIES INC: CNQR	140.0000	06/28/06	12/29/09	$6,004.03	$1,953.87	$4,050.16
Security Subtotal				**$6,004.03**	**$1,953.87**	**$4,050.16**
DEVRY INC DEL: DV	230.0000	02/10/06	12/29/09	$13,160.05	$5,311.70	$7,848.35
Security Subtotal				**$13,160.05**	**$5,311.70**	**$7,848.35**
DG FASTCHANNEL INC. DGIT	557.0000	06/05/06	12/29/09	$15,547.66	$2,918.68 [a]	$12,628.98
Security Subtotal				**$15,547.66**	**$2,918.68**	**$12,628.98**
LIFE TECHNOLOGIES CORP: LIFE	168.0000	11/24/08	12/29/09	$8,836.19	$3,526.32 [a]	$5,309.87
Security Subtotal				**$8,836.19**	**$3,526.32**	**$5,309.87**
MOTOROLA INC: MOT	100.0000	11/24/08	12/29/09	$783.59	$355.00	$428.59
MOTOROLA INC: MOT	100.0000	11/24/08	12/29/09	$783.66	$355.00	$428.66
MOTOROLA INC: MOT	200.0000	11/24/08	12/29/09	$1,567.34	$710.00	$857.34
MOTOROLA INC: MOT	200.0000	11/24/08	12/29/09	$1,567.34	$710.00	$857.34
MOTOROLA INC: MOT	200.0000	11/24/08	12/29/09	$1,567.34	$710.00	$857.34
MOTOROLA INC: MOT	383.0000	11/24/08	12/29/09	$3,001.43	$1,359.65	$1,641.78
MOTOROLA INC: MOT	400.0000	11/24/08	12/29/09	$3,134.89	$1,420.00	$1,714.89

G000004280213

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797325

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
MOTOROLA INC: MOT	800 0000	11/24/08	12/29/09	$6.269.63	$2.840.00	$3.429.63
Security Subtotal				**$18,675.22**	**$8,459.65**	**$10,215.57**
PIMCO TOTAL RETURN FUND INSTITUTIONAL CLASS PTTRX	10.674 4070	11/13/07	04/07/09	$108.000.00	$113.150.60	($5.150 60)
PIMCO TOTAL RETURN FUND INSTITUTIONAL CLASS PTTRX	10 621 9270	11/13/07	04/22 09	$108.000.00	$112.594 30	($4.594 30)
PIMCO TOTAL RETURN FUND INSTITUTIONAL CLASS· PTTRX	10.407 0330	11/13/07	05/12/09	$108.000 00	$110.316.39	($2 316.39)
PIMCO TOTAL RETURN FUND INSTITUTIONAL CLASS: PTTRX	10.387 0190	11/13/07	05/22/09	$108.000.00	$110 104.24	($2.104.24)
Security Subtotal				**$432,000.00**	**$446,165.53**	**($14,165.53)**
PIMCO TOTAL RETURN FUND INSTL CL. PTTRX	10.539.0240	11/13/07	06/08/09	$108.000.00	$111 715 52	($3.715.52)
PIMCO TOTAL RETURN FUND INSTL CL. PTTRX	10 397 0160	11/13/07	06/22/09	$108.000 00	$110 210.21	($2 210 21)
PIMCO TOTAL RETURN FUND INSTL CL PTTRX	10.229 6400	11/13/07	07/08/09	$108.000.00	$108.435.99	($435 99)
PIMCO TOTAL RETURN FUND INSTL CL· PTTRX	10 219 9620	11/13/07	07/22/09	$108.000.00	$108.333 40	($333.40)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701-000428 797326

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
PIMCO TOTAL RETURN FUND INSTL CL: PTTRX	10,114.7000	11/13/07	08/13/09	$108,000.00	$107,217.61	$782.39
PIMCO TOTAL RETURN FUND INSTL CL: PTTRX	10,076.9590	11/13/07	08/24/09	$108,000.00	$106,817.54	$1,182.46
Security Subtotal				**$648,000.00**	**$652,730.27**	**($4,730.27)**
PRICELINE.COM INC NEW: PCLN	58.0000	10/16/08	12/29/09	$13,037.81	$3,456.22	$9,581.59
Security Subtotal				**$13,037.81**	**$3,456.22**	**$9,581.59**
SOURCEFIRE INC NEW: FIRE	77.0000	11/24/08	12/29/09	$2,112.10	$426.58	$1,685.52
SOURCEFIRE INC NEW: FIRE	100.0000	11/24/08	12/29/09	$2,743.29	$554.00	$2,189.29
SOURCEFIRE INC NEW: FIRE	100.0000	11/24/08	12/29/09	$2,743.89	$554.00	$2,189.89
Security Subtotal				**$7,599.28**	**$1,534.58**	**$6,064.70**
SOUTHERN COPPER CORP: PCU	690.0000	10/16/08	12/29/09	$22,740.45	$8,328.30	$14,412.15
Security Subtotal				**$22,740.45**	**$8,328.30**	**$14,412.15**
TERADATA CORP: TDC	174.0000	11/24/08	12/29/09	$5,411.18	$2,173.26 [a]	$3,237.92
Security Subtotal				**$5,411.18**	**$2,173.26**	**$3,237.92**
VANGUARD EMERGING MARKET: VWO	183.5462	11/13/07	11/17/09	$7,545.35	$10,001.26	($2,455.91)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797327

G000004280313

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET. VWO	186.0000	11/30/07	11/17/09	$7,646.22	$10.136.72	($2.490 50)
VANGUARD EMERGING MARKET VWO	6.9076	01/02/08	11/17/09	$283 96	$364.27	($80 31)
VANGUARD EMERGING MARKET VWO	618.0000	02/01/08	11/17/09	$25,405.19	$29.544 17	($4.138.98)
VANGUARD EMERGING MARKET: VWO	20.0000	02/22/08	11/17/09	$822.17	$967.68	($145 51)
VANGUARD EMERGING MARKET· VWO	200.0000	02/22/08	11/17/09	$8.221.75	$9.676 89	($1.455 14)
VANGUARD EMERGING MARKET. VWO	200.0000	02/22/08	11/17/09	$8,221 75	$9.676 89	($1.455.14)
VANGUARD EMERGING MARKET VWO	200 0000	02/22/08	11/17/09	$8.221.75	$9 676 89	($1 455 14)
VANGUARD EMERGING MARKET· VWO	640.0000	03/24/08	11/17/09	$26.309.58	$29.969 91	($3.660 33)
VANGUARD EMERGING MARKET: VWO	18 0000	04/22/08	11/17/09	$739 96	$914.00	($174.04)
VANGUARD EMERGING MARKET VWO	574.0000	04/22/08	11/17/09	$23.596 41	$29 150.66	($5.554 25)
VANGUARD EMERGING MARKET: VWO	274 0000	05/22/08	11/17/09	$11.263 79	$14.315.98	($3.052 19)
VANGUARD EMERGING MARKET VWO	300.0000	05/22/08	11/17/09	$12.332 62	$15.674 43	($3 341 81)
VANGUARD EMERGING MARKET VWO	139 0000	06/20/08	11/17/09	$5,714 11	$6.569.57	($855 46)
VANGUARD EMERGING MARKET VWO	200.0000	06/20/08	11/17/09	$8.221 75	$9 452 63	($1.230.88)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET: VWO	294.0000	06/20/08	11/17/09	$12,085.97	$13,895.37	($1,809.40)
VANGUARD EMERGING MARKET: VWO	84.0000	07/22/08	11/17/09	$3,453.13	$3,743.15	($290.02)
VANGUARD EMERGING MARKET: VWO	89.0000	07/22/08	11/17/09	$3,658.68	$3,966.13	($307.45)
VANGUARD EMERGING MARKET: VWO	100.0000	07/22/08	11/17/09	$4,110.87	$4,456.13	($345.26)
VANGUARD EMERGING MARKET: VWO	400.0000	07/22/08	11/17/09	$16,443.49	$17,824.52	($1,381.03)
VANGUARD EMERGING MARKET: VWO	19.0000	08/22/08	11/17/09	$781.07	$793.11	($12.04)
VANGUARD EMERGING MARKET: VWO	100.0000	08/22/08	11/17/09	$4,110.87	$4,174.24	($63.37)
VANGUARD EMERGING MARKET: VWO	600.0000	08/22/08	11/17/09	$24,665.24	$25,045.47	($380.23)
VANGUARD EMERGING MARKET: VWO	455.0000	09/22/08	11/17/09	$18,704.47	$17,046.88	$1,657.59
VANGUARD EMERGING MARKET: VWO	35.0000	10/14/08	11/17/09	$1,438.81	$1,021.72	$417.09
VANGUARD EMERGING MARKET: VWO	100.0000	10/14/08	11/17/09	$4,110.87	$2,918.49	$1,192.38
VANGUARD EMERGING MARKET: VWO	100.0000	10/14/08	11/17/09	$4,110.87	$2,918.49	$1,192.38
VANGUARD EMERGING MARKET: VWO	100.0000	10/14/08	11/17/09	$4,110.87	$2,918.49	$1,192.38
VANGUARD EMERGING MARKET: VWO	100.0000	10/14/08	11/17/09	$4,110.87	$2,919.18	$1,191.69

G000004280413

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797329

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET. VWO	100 0000	10/14/08	11/17/09	$4,110 87	$2,919 19	$1,191.68
VANGUARD EMERGING MARKET. VWO	200.0000	10/14'08	11/17/09	$8,221 75	$5 834.98	$2,386.77
VANGUARD EMERGING MARKET VWO	400.0000	10/14/08	11/17/09	$16,443.49	$11 669 95	$4,773.54
VANGUARD EMERGING MARKET. VWO	17.5462	10/22/08	11/17/09	$721 30	$403 65	$317 65
VANGUARD EMERGING MARKET VWO	100.0000	10/22/08	11/17/09	$4,110 87	$2,300.52	$1,810 35
VANGUARD EMERGING MARKET. VWO	100.0000	10/22/08	11/17/09	$4,110.87	$2 300 52	$1,810.35
VANGUARD EMERGING MARKET VWO	100.0000	10'22'08	11/17/09	$4,110.87	$2 300 52	$1,810.35
VANGUARD EMERGING MARKET VWO	17.5462	10/22/08	12'29'09	$716.19	$403.65	$312 54
VANGUARD EMERGING MARKET: VWO	17.5462	10/22'08	12'29/09	$716 20	$403.65	$312.55
VANGUARD EMERGING MARKET VWO	17 5462	10/22/08	12/29/09	$716 19	$403 65	$312 54
VANGUARD EMERGING MARKET VWO	17.5462	10/22/08	12/29/09	$716 19	$403.81	$312 38
VANGUARD EMERGING MARKET VWO	32 0000	10/22'08	12/29'09	$1,306 16	$736.51	$569 65
VANGUARD EMERGING MARKET VWO	82.4538	10'22/08	12'29'09	$3,365.56	$1 896 87	$1,468 69
VANGUARD EMERGING MARKET. VWO	82.4538	10/22'08	12/29/09	$3,365.54	$1,896.87	$1,468 67

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1"C' 000428 "97330

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET: VWO	82.4538	10/22/08	12/29/09	$3,365.60	$1,896.87	$1,468.73
VANGUARD EMERGING MARKET: VWO	82.4538	10/22/08	12/29/09	$3,365.56	$1,896.87	$1,468.69
VANGUARD EMERGING MARKET: VWO	82.4538	10/22/08	12/29/09	$3,365.54	$1,897.61	$1,467.93
VANGUARD EMERGING MARKET: VWO	82.4538	10/22/08	12/29/09	$3,365.55	$1,897.61	$1,467.94
VANGUARD EMERGING MARKET: VWO	100.0000	10/22/08	12/29/09	$4,081.73	$2,300.52	$1,781.21
VANGUARD EMERGING MARKET: VWO	117.5462	10/22/08	12/29/09	$4,797.92	$2,705.24	$2,092.68
VANGUARD EMERGING MARKET: VWO	300.0000	10/22/08	12/29/09	$12,245.19	$6,904.27	$5,340.92
VANGUARD EMERGING MARKET: VWO	14.4538	11/07/08	12/29/09	$589.96	$346.67	$243.29
VANGUARD EMERGING MARKET: VWO	14.4538	11/07/08	12/29/09	$589.96	$346.81	$243.15
VANGUARD EMERGING MARKET: VWO	14.4538	11/07/08	12/29/09	$589.97	$346.81	$243.16
VANGUARD EMERGING MARKET: VWO	73.0000	11/07/08	12/29/09	$2,979.68	$1,751.60	$1,228.08
VANGUARD EMERGING MARKET: VWO	85.5462	11/07/08	12/29/09	$3,491.77	$2,051.78	$1,439.99
VANGUARD EMERGING MARKET: VWO	85.5462	11/07/08	12/29/09	$3,491.76	$2,052.64	$1,439.12
VANGUARD EMERGING MARKET: VWO	85.5462	11/07/08	12/29/09	$3,491.76	$2,052.64	$1,439.12

G000004280513

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797331

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET· VWO	100.0000	11/07/08	12/29/09	$4,081.75	$2.399 45	$1,682 30
VANGUARD EMERGING MARKET: VWO	100 0000	11/07/08	12/29/09	$4,081 75	$2.399 45	$1,682.30
VANGUARD EMERGING MARKET VWO	200.0000	11/07/08	12/29/09	$8,163.50	$4.798.90	$3.364.60
VANGUARD EMERGING MARKET VWO	300 0000	11/07/08	12/29/09	$12,245.25	$7.198.36	$5 046.89
VANGUARD EMERGING MARKET: VWO	300.0000	11/07/08	12/29/09	$12,245 25	$7.198.36	$5,046 89
VANGUARD EMERGING MARKET VWO	12.4538	11/24/08	12/29/09	$508 32	$276.92	$231 40
VANGUARD EMERGING MARKET VWO	12.4538	11/24/08	12/29/09	$508 32	$276.92	$231 40
VANGUARD EMERGING MARKET: VWO	12.4538	11/24/08	12/29/09	$508.32	$276.92	$231 40
VANGUARD EMERGING MARKET VWO	43 5462	11/24/08	12/29/09	$1,777.41	$968.29	$809.12
VANGUARD EMERGING MARKET VWO	43 5462	11/24/08	12/29/09	$1.777 40	$968.29	$809 11
VANGUARD EMERGING MARKET VWO	44.0000	11/24/08	12/29/09	$1,795 93	$978.38	$817 55
VANGUARD EMERGING MARKET VWO	56 4538	11/24/08	12/29/09	$2,304 26	$1.255 31	$1 048 95
VANGUARD EMERGING MARKET VWO	87 5462	11/24/08	12/29/09	$3,573 34	$1.946 68	$1,626.66
VANGUARD EMERGING MARKET VWO	87 5462	11/24/08	12/29/09	$3 573 43	$1.946 68	$1,626 75

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EMERGING MARKET: VWO	87.5462	11/24/08	12/29/09	$3,573.38	$1,946.68	$1,626.70
VANGUARD EMERGING MARKET: VWO	100.0000	11/24/08	12/29/09	$4,081.67	$2,223.60	$1,858.07
VANGUARD EMERGING MARKET: VWO	100.0000	11/24/08	12/29/09	$4,081.65	$2,223.60	$1,858.05
VANGUARD EMERGING MARKET: VWO	100.0000	11/24/08	12/29/09	$4,081.65	$2,223.60	$1,858.05
VANGUARD EMERGING MARKET: VWO	187.5462	11/24/08	12/29/09	$7,655.02	$4,170.28	$3,484.74
VANGUARD EMERGING MARKET: VWO	212.4538	11/24/08	12/29/09	$8,671.75	$4,724.12	$3,947.63
Security Subtotal				**$452,275.79**	**$402,456.39**	**$49,819.40**
VANGUARD EUROPE PAC ETF: VEA	200.0000	11/13/07	11/17/09	$7,080.73	$9,980.49	($2,899.76)
VANGUARD EUROPE PAC ETF: VEA	600.0000	11/13/07	11/17/09	$21,239.81	$29,941.46	($8,701.65)
VANGUARD EUROPE PAC ETF: VEA	100.0000	11/30/07	11/17/09	$3,539.86	$5,093.24	($1,553.38)
VANGUARD EUROPE PAC ETF: VEA	100.0000	11/30/07	11/17/09	$3,540.37	$5,093.24	($1,552.87)
VANGUARD EUROPE PAC ETF: VEA	200.0000	11/30/07	11/17/09	$7,080.73	$10,186.49	($3,105.76)
VANGUARD EUROPE PAC ETF: VEA	400.0000	11/30/07	11/17/09	$14,159.87	$20,372.98	($6,213.11)
VANGUARD EUROPE PAC ETF: VEA	34.9990	01/02/08	11/17/09	$1,239.09	$1,688.00	($448.91)

G000004280613

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF. VEA	76.9990	02/01/08	11/17/09	$2,724.94	$3 496.10	($771 16)
VANGUARD EUROPE PAC ETF VEA	100.0000	02/01/08	11/17/09	$3 538.95	$4 540.44	($1 001.49)
VANGUARD EUROPE PAC ETF VEA	100.0000	02/01/08	11/17/09	$3,538 98	$4.540 44	($1.001.46)
VANGUARD EUROPE PAC ETF: VEA	100.0000	02/01/08	11/17/09	$3.538.98	$4.540.44	($1.001.46)
VANGUARD EUROPE PAC ETF· VEA	100.0000	02/01/08	11/17/09	$3,538 98	$4,540 44	($1 001 46)
VANGUARD EUROPE PAC ETF. VEA	200.0000	02/01/08	11/17/09	$7.079 73	$9 080 89	($2.001 16)
VANGUARD EUROPE PAC ETF. VEA	200.0000	02/01/08	11/17/09	$7,077 91	$9.080.89	($2.002 98)
VANGUARD EUROPE PAC ETF VEA	200 0000	02/01/08	11/17/09	$7,077.99	$9.080 89	($2 002 90)
VANGUARD EUROPE PAC ETF VEA	200.0000	02/01/08	11/17/09	$7,077 89	$9 080.89	($2.003 00)
VANGUARD EUROPE PAC ETF VEA	265.0010	02/01/08	11/17/09	$9,382 01	$12.032.22	($2.650 21)
VANGUARD EUROPE PAC ETF. VEA	300.0000	02/01/08	11/17/09	$10.619 60	$13.621 33	($3 001.73)
VANGUARD EUROPE PAC ETF VEA	400 0000	02/01/08	11/17/09	$14 155 91	$18.161 78	($4.005 87)
VANGUARD EUROPE PAC ETF VEA	23 0010	02/22/08	11/17/09	$813 99	$1 001 77	($187 78)
VANGUARD EUROPE PAC ETF VEA	43 9990	02/22/08	11/17/09	$1 557 11	$1.916 31	($359.20)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF: VEA	62.0000	02/22/08	11/17/09	$2,194.10	$2,700.32	($506.22)
VANGUARD EUROPE PAC ETF: VEA	100.0000	02/22/08	11/17/09	$3,538.92	$4,355.36	($816.44)
VANGUARD EUROPE PAC ETF: VEA	295.0000	02/22/08	11/17/09	$10,439.66	$12,848.30	($2,408.64)
VANGUARD EUROPE PAC ETF: VEA	943.9990	02/22/08	11/17/09	$33,406.88	$41,114.50	($7,707.62)
VANGUARD EUROPE PAC ETF: VEA	1,056.0010	02/22/08	11/17/09	$37,371.53	$45,992.59	($8,621.06)
VANGUARD EUROPE PAC ETF: VEA	2.3796	03/19/08	11/17/09	$84.21	$102.42	($18.21)
VANGUARD EUROPE PAC ETF: VEA	67.0000	03/24/08	11/17/09	$2,371.04	$2,888.21	($517.17)
VANGUARD EUROPE PAC ETF: VEA	180.0000	03/24/08	11/17/09	$6,369.96	$7,759.35	($1,389.39)
VANGUARD EUROPE PAC ETF: VEA	968.3786	03/24/08	11/17/09	$34,269.64	$41,744.39	($7,474.75)
VANGUARD EUROPE PAC ETF: VEA	1,331.6214	03/24/08	11/17/09	$47,124.32	$57,402.89	($10,278.57)
VANGUARD EUROPE PAC ETF. VEA	86.0000	04/22/08	11/17/09	$3,043.43	$3,970.94	($927.51)
VANGUARD EUROPE PAC ETF: VEA	2,300.0000	04/22/08	11/17/09	$81,393.96	$106,199.63	($24,805.67)
VANGUARD EUROPE PAC ETF: VEA	9.0000	05/22/08	11/17/09	$318.50	$429.06	($110 56)
VANGUARD EUROPE PAC ETF: VEA	500.0000	05/22/08	11/17/09	$17,694.34	$23,836.94	($6,142.60)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797335

•G000004280713•

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF VEA	1.800.0000	05/22/08	11/17/09	$63.699.62	$85.812 98	($22.113.36)
VANGUARD EUROPE PAC ETF. VEA	600.0000	06/20/08	11/17/09	$21.233 21	$25.982.12	($4.748.91)
VANGUARD EUROPE PAC ETF. VEA	935.0000	06/20/08	11/17/09	$33.088.42	$40.488 80	($7.400.38)
VANGUARD EUROPE PAC ETF VEA	1.000 0000	06/20/08	11/17/09	$35.388.68	$43.303 53	($7 914.85)
VANGUARD EUROPE PAC ETF: VEA	58.0000	07/22/08	11/17/09	$2,052.54	$2 422 28	($369.74)
VANGUARD EUROPE PAC ETF· VEA	100.0000	07/22/08	11/17/09	$3.538.87	$4.174.84	($635 97)
VANGUARD EUROPE PAC ETF: VEA	100.0000	07/22/08	11/17/09	$3.538.87	$4.175 34	($636.47)
VANGUARD EUROPE PAC ETF VEA	100.0000	07/22/08	11/17/09	$3.538 87	$4.175 34	($636.47)
VANGUARD EUROPE PAC ETF. VEA	175.0000	07/22/08	11/17/09	$6.193.02	$7 308.59	($1.115.57)
VANGUARD EUROPE PAC ETF VEA	2.100.0000	07/22/08	11/17/09	$74.316 23	$87.703 14	($13 386 91)
VANGUARD EUROPE PAC ETF: VEA	2.788 0000	08/22/08	11/17/09	$98.663.64	$110.079 19	($11.415 55)
VANGUARD EUROPE PAC ETF. VEA	100.0000	09/22/08	11/17/09	$3 538.87	$3.804.74	($265.87)
VANGUARD EUROPE PAC ETF. VEA	213 6214	09/22/08	11/17/09	$7.559.77	$8 127.74	($567 97)
VANGUARD EUROPE PAC ETF VEA	13 6214	09/22/08	12/29/09	$470 48	$518.26	($47 78)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701 000428 797336

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF: VEA	19.6214	09/22/08	12/29/09	$677.70	$746.86	($69.16)
VANGUARD EUROPE PAC ETF: VEA	44.3786	09/22/08	12/29/09	$1,532.79	$1,689.19	($156.40)
VANGUARD EUROPE PAC ETF. VEA	49.6214	09/22/08	12/29/09	$1,713.88	$1,888.76	($174.88)
VANGUARD EUROPE PAC ETF: VEA	85.6214	09/22/08	12/29/09	$2,957.28	$3,259.04	($301.76)
VANGUARD EUROPE PAC ETF: VEA	86.3786	09/22/08	12/29/09	$2,983.49	$3,286.48	($302.99)
VANGUARD EUROPE PAC ETF: VEA	100.0000	09/22/08	12/29/09	$3,453.89	$3,806.33	($352.44)
VANGUARD EUROPE PAC ETF: VEA	100.0000	09/22/08	12/29/09	$3,453.89	$3,806.34	($352.45)
VANGUARD EUROPE PAC ETF: VEA	114.3786	09/22/08	12/29/09	$3,950.53	$4,353.64	($403.11)
VANGUARD EUROPE PAC ETF: VEA	164.0000	09/22/08	12/29/09	$5,664.44	$6,242.40	($577.96)
VANGUARD EUROPE PAC ETF: VEA	180.3786	09/22/08	12/29/09	$6,230.09	$6,865.83	($635.74)
VANGUARD EUROPE PAC ETF: VEA	186.3786	09/22/08	12/29/09	$6,437.38	$7,091.22	($653.84)
VANGUARD EUROPE PAC ETF: VEA	200.0000	09/22/08	12/29/09	$6,907.95	$7,609.48	($701.53)
VANGUARD EUROPE PAC ETF: VEA	6.3786	10/14/08	12/29/09	$220.24	$194.78	$25.46
VANGUARD EUROPE PAC ETF: VEA	24.0000	10/14/08	12/29/09	$828.46	$732.89	$95.57

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF: VEA	55.6214	10/14/08	12/29/09	$1,921 08	$1.698 51	$222.57
VANGUARD EUROPE PAC ETF VEA	55 6214	10/14/08	12/29/09	$1,921 10	$1.698.51	$222 59
VANGUARD EUROPE PAC ETF· VEA	70.3786	10/14/08	12/29/09	$2,430 77	$2.149.15	$281.62
VANGUARD EUROPE PAC ETF VEA	93 6214	10/14/08	12/29/09	$3,232 61	$2.858 92	$373 69
VANGUARD EUROPE PAC ETF VEA	100.0000	10/14/08	12/29/09	$3 453 85	$3 053.70	$400 15
VANGUARD EUROPE PAC ETF. VEA	100.0000	10/14/08	12/29/09	$3.452 85	$3.053.70	$399 15
VANGUARD EUROPE PAC ETF: VEA	100.0000	10/14/08	12/29/09	$3.452.85	$3 053 70	$399.15
VANGUARD EUROPE PAC ETF VEA	100 0000	10/14/08	12/29/09	$3,452 85	$3 053.70	$399.15
VANGUARD EUROPE PAC ETF. VEA	100.0000	10/14/08	12/29/09	$3.452 91	$3.053.70	$399.21
VANGUARD EUROPE PAC ETF VEA	100.0000	10/14/08	12/29/09	$3 452 85	$3.053 70	$399.15
VANGUARD EUROPE PAC ETF VEA	100.0000	10/14/08	12/29/09	$3.452 85	$3.053 71	$399 14
VANGUARD EUROPE PAC ETF VEA	100.0000	10/14/08	12/29/09	$3.452 89	$3.053 71	$399 18
VANGUARD EUROPE PAC ETF VEA	100 0000	10/14/08	12/29/09	$3.452.85	$3.053 71	$399.14
VANGUARD EUROPE PAC ETF VEA	100 0000	10/14/08	12/29/09	$3.452 85	$3.053 71	$399 14

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701 000428 797328

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF: VEA	100.0000	10/14/08	12/29/09	$3,453.85	$3,053.71	$400.14
VANGUARD EUROPE PAC ETF: VEA	100.0000	10/14/08	12/29/09	$3,452.95	$3,053.71	$399.24
VANGUARD EUROPE PAC ETF: VEA	100.0000	10/14/08	12/29/09	$3,452.85	$3,053.71	$399.14
VANGUARD EUROPE PAC ETF: VEA	100.0000	10/14/08	12/29/09	$3,452.98	$3,053.71	$399.27
VANGUARD EUROPE PAC ETF: VEA	142.0000	10/14/08	12/29/09	$4,903.25	$4,336.26	$566.99
VANGUARD EUROPE PAC ETF. VEA	174.0000	10/14/08	12/29/09	$6,009.70	$5,313.45	$696.25
VANGUARD EUROPE PAC ETF: VEA	196.0000	10/14/08	12/29/09	$6,767.79	$5,985.26	$782.53
VANGUARD EUROPE PAC ETF: VEA	200.0000	10/14/08	12/29/09	$6,905.97	$6,107.41	$798.56
VANGUARD EUROPE PAC ETF: VEA	200.0000	10/14/08	12/29/09	$6,905.71	$6,107.41	$798.30
VANGUARD EUROPE PAC ETF: VEA	200.0000	10/14/08	12/29/09	$6,907.73	$6,107.41	$800.32
VANGUARD EUROPE PAC ETF: VEA	246.3786	10/14/08	12/29/09	$8,504.76	$7,523.68	$981.08
VANGUARD EUROPE PAC ETF: VEA	300.0000	10/14/08	12/29/09	$10,358.56	$9,161.12	$1,197.44
VANGUARD EUROPE PAC ETF: VEA	1,000.0000	10/14/08	12/29/09	$34,519.06	$30,537.05	$3,982.01
VANGUARD EUROPE PAC ETF: VEA	6.0000	10/22/08	12/29/09	$207 11	$159.49	$47.62

G000004280913

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797339

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method. First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF· VEA	5.000 0000	10/22/08	12/29/09	$172.595 28	$132.908.94	$39.686.34
VANGUARD EUROPE PAC ETF. VEA	78.0000	11/07/08	12/29/09	$2.692 49	$2.130 09	$562 40
VANGUARD EUROPE PAC ETF VEA	100 0000	11/07/08	12/29/09	$3,451 91	$2.733.18	$718.73
VANGUARD EUROPE PAC ETF: VEA	160 0000	11/07/08	12/29/09	$5.523.05	$4.371 01	$1,152.04
VANGUARD EUROPE PAC ETF· VEA	279.0000	11/07/08	12/29/09	$9.630 82	$7 624.49	$2,006.33
VANGUARD EUROPE PAC ETF VEA	300.0000	11/07/08	12/29/09	$10.355 72	$8.192 65	$2.163.07
VANGUARD EUROPE PAC ETF. VEA	300.0000	11/07/08	12/29/09	$10,355.72	$8.192.95	$2.162.77
VANGUARD EUROPE PAC ETF: VEA	500.0000	11/07/08	12/29/09	$17,259.53	$13.654 42	$3.605.11
VANGUARD EUROPE PAC ETF: VEA	500.0000	11/07/08	12/29/09	$17,259.53	$13.654 42	$3.605 11
VANGUARD EUROPE PAC ETF· VEA	500.0000	11/07/08	12/29/09	$17.259 53	$13 654 42	$3.605.11
VANGUARD EUROPE PAC ETF VEA	500.0000	11/07/08	12/29/09	$17,259.53	$13 654.42	$3.605 11
VANGUARD EUROPE PAC ETF VEA	500.0000	11/07/08	12/29/09	$17.259.53	$13 663.92	$3.595.61
VANGUARD EUROPE PAC ETF: VEA	500 0000	11/07/08	12/29/09	$17,259.53	$13.665 92	$3.593.61
VANGUARD EUROPE PAC ETF: VEA	640 0000	11/07/08	12/29/09	$22.092 20	$17.484.06	$4.608 14

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701 000426 797340

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD EUROPE PAC ETF: VEA	171.6214	11/24/08	12/29/09	$5,924 17	$4,290.82	$1,633.35
VANGUARD EUROPE PAC ETF: VEA	187.0000	11/24/08	12/29/09	$6,455.06	$4,675.31	$1,779.75
Security Subtotal				**$1,325,528.05**	**$1,425,112.29**	**($99,584.24)**
VANGUARD TOTAL STOCK MKT: VTI	89.7492	11/13/07	11/17/09	$5,003.37	$6,531.45	($1,528.08)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	11/13/07	11/17/09	$5,574.84	$7,277.44	($1,702.60)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	11/13/07	11/17/09	$5,574.80	$7,277.44	($1,702.64)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	11/13/07	11/17/09	$5,574.84	$7,277.44	($1,702.60)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	11/13/07	11/17/09	$5,574 85	$7,277.44	($1,702.59)
VANGUARD TOTAL STOCK MKT: VTI	200.0000	11/13/07	11/17/09	$11,149.69	$14,554.89	($3,405.20)
VANGUARD TOTAL STOCK MKT: VTI	60.0000	11/30/07	11/17/09	$3,344.88	$4,440.90	($1,096.02)
VANGUARD TOTAL STOCK MKT: VTI	210.2508	11/30/07	11/17/09	$11,721.14	$15,561.73	($3,840.59)
VANGUARD TOTAL STOCK MKT: VTI	389.7492	11/30/07	11/17/09	$21,727.76	$28,847.32	($7,119.56)
VANGUARD TOTAL STOCK MKT: VTI	7.0864	12/28/07	11/17/09	$395.05	$520.43	($125.38)
VANGUARD TOTAL STOCK MKT: VTI	2,160.0000	02/01/08	11/17/09	$120,415.79	$147,710.75	($27,294.96)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797341

G000004281013

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD TOTAL STOCK MKT. VTI	2,256.0000	02/22/08	11/17/09	$125,767.61	$149 809.61	($24,042 00)
VANGUARD TOTAL STOCK MKT VTI	2,232.0000	03/24/08	11/17/09	$124,429 65	$149,818.56	($25,388 91)
VANGUARD TOTAL STOCK MKT. VTI	37 4152	04/01/08	11/17/09	$2,085 82	$2 493.58	($407.76)
VANGUARD TOTAL STOCK MKT VTI	1,000.0000	04/22/08	11/17/09	$55,748 05	$68 522 08	($12 774 03)
VANGUARD TOTAL STOCK MKT: VTI	1 192.0000	04/22/08	11/17/09	$66 451 68	$81 678 33	($15 226.65)
VANGUARD TOTAL STOCK MKT· VTI	395 7492	05 22/08	11/17/09	$22,062.27	$27,604 76	($5,542 49)
VANGUARD TOTAL STOCK MKT. VTI	800.0000	05/22/08	11/17/09	$44,598 44	$55 802 53	($11,204.09)
VANGUARD TOTAL STOCK MKT VTI	954.2508	05/22/08	11/17/09	$53,198 58	$66 562 01	($13 363 43)
VANGUARD TOTAL STOCK MKT VTI	200.0000	06/20/08	11/17/09	$11 149.81	$13 354.80	($2,204 99)
VANGUARD TOTAL STOCK MKT. VTI	345 7492	06 20/08	11/17/09	$19,275 19	$23,067 05	($3,811 86)
VANGUARD TOTAL STOCK MKT. VTI	698 2508	06/20/08	11/17/09	$38,926 82	$46 624 99	($7 698 17)
VANGUARD TOTAL STOCK MKT VTI	1,000 0000	06/20/08	11/17/09	$55,749.05	$66,773 99	($11 024 94)
VANGUARD TOTAL STOCK MKT. VTI	71.4139	07/01/08	11/17/09	$3 981 26	$4 578 64	($597 38)
VANGUARD TOTAL STOCK MKT VTI	100.0000	07/22/08	11/17/09	$5,574.91	$6,295 38	($720 47)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD TOTAL STOCK MKT: VTI	300.0000	07/22/08	11/17/09	$16,724.71	$18,886.13	($2,161.42)
VANGUARD TOTAL STOCK MKT: VTI	330.3353	07/22/08	11/17/09	$18,415.87	$20,795.85	($2,379.98)
VANGUARD TOTAL STOCK MKT: VTI	669.6647	07/22/08	11/17/09	$37,333.17	$42,157.91	($4,824.74)
VANGUARD TOTAL STOCK MKT: VTI	981.0000	07/22/08	11/17/09	$54,689.82	$61,757.63	($7,067.81)
VANGUARD TOTAL STOCK MKT: VTI	349.3353	08/22/08	11/17/09	$19,475.11	$22,722.12	($3,247.01)
VANGUARD TOTAL STOCK MKT: VTI	1,957.6647	08/22/08	12/29/09	$111,621.74	$127,334.11	($15,712.37)
VANGUARD TOTAL STOCK MKT: VTI	600.0000	09/22/08	12/29/09	$34,210.68	$37,548.35	($3,337.67)
VANGUARD TOTAL STOCK MKT: VTI	761.0000	09/22/08	12/29/09	$43,390.55	$47,623.81	($4,233.26)
VANGUARD TOTAL STOCK MKT: VTI	107.8570	10/02/08	12/29/09	$6,149.77	$6,141.60	$8.17
VANGUARD TOTAL STOCK MKT: VTI	55.0000	10/14/08	12/29/09	$3,135.98	$2,755.85	$380.13
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/14/08	12/29/09	$5,701.78	$5,009.94	$691.84
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/14/08	12/29/09	$5,701.78	$5,010.64	$691 14
VANGUARD TOTAL STOCK MKT. VTI	100.0000	10/14/08	12/29/09	$5,701.78	$5,010.64	$691.14
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/14/08	12/29/09	$5,701.78	$5,010.64	$691.14

G000004281113

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797343

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/14/08	12/29/09	$5,701.78	$5 010 64	$691.14
VANGUARD TOTAL STOCK MKT VTI	100 0000	10/14/08	12/29/09	$5,701 78	$5.010.64	$691 14
VANGUARD TOTAL STOCK MKT. VTI	100 0000	10/14/08	12/29/09	$5,701.78	$5.010.68	$691.10
VANGUARD TOTAL STOCK MKT. VTI	200 0000	10/14/08	12/29/09	$11,403 56	$10 021 29	$1,382.27
VANGUARD TOTAL STOCK MKT: VTI	300.0000	10/14/08	12/29/09	$17,105.34	$15 029 83	$2.075 51
VANGUARD TOTAL STOCK MKT· VTI	1,000 0000	10/14/08	12/29/09	$57,017.81	$50,099 45	$6,918 36
VANGUARD TOTAL STOCK MKT VTI	1,400 0000	10/14/08	12/29/09	$79,824.93	$70 149.03	$9,675.90
VANGUARD TOTAL STOCK MKT· VTI	80.0000	10/22/08	12/29/09	$4,561 42	$3,684.18	$877 24
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/22/08	12/29/09	$5,701 78	$4 604.22	$1,097 56
VANGUARD TOTAL STOCK MKT· VTI	100 0000	10/22/08	12/29/09	$5,701.78	$4 605.22	$1,096.56
VANGUARD TOTAL STOCK MKT VTI	100 0000	10/22/08	12/29/09	$5,701 78	$4 605 22	$1,096 56
VANGUARD TOTAL STOCK MKT VTI	100.0000	10/22/08	12/29/09	$5,701 78	$4,605 22	$1,096.56
VANGUARD TOTAL STOCK MKT VTI	100 0000	10/22/08	12/29/09	$5 701 78	$4,605.22	$1,096 56
VANGUARD TOTAL STOCK MKT. VTI	100 0000	10/22/08	12/29/09	$5,701.78	$4,605.22	$1,096 56

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report

CG1C1701 000428 797344

2009 Year-End Schwab Gain/Loss Report

Realized Gain or (Loss) (continued)

Accounting Method: First In First Out [FIFO]

Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis	Realized Gain or (Loss)
VANGUARD TOTAL STOCK MKT: VTI	100.0000	10/22/08	12/29/09	$5,701.78	$4,605.22	$1,096.56
VANGUARD TOTAL STOCK MKT: VTI	200.0000	10/22/08	12/29/09	$11,403.56	$9,210.45	$2,193.11
VANGUARD TOTAL STOCK MKT: VTI	500.0000	10/22/08	12/29/09	$28,508.90	$23,026.12	$5,482.78
VANGUARD TOTAL STOCK MKT: VTI	500.0000	10/22/08	12/29/09	$28,508.90	$23,026.16	$5,482.74
VANGUARD TOTAL STOCK MKT: VTI	1,000.0000	10/22/08	12/29/09	$57,017.81	$46,052.25	$10,965.56
VANGUARD TOTAL STOCK MKT: VTI	1,000.0000	10/22/08	12/29/09	$57,017.81	$46,052.25	$10,965.56
VANGUARD TOTAL STOCK MKT: VTI	100.0000	11/07/08	12/29/09	$5,701.78	$4,522.12	$1,179.66
VANGUARD TOTAL STOCK MKT: VTI	200.0000	11/07/08	12/29/09	$11,403.56	$9,044.24	$2,359.32
VANGUARD TOTAL STOCK MKT: VTI	913.4783	11/07/08	12/29/09	$52,084.54	$41,308.60	$10,775.94
Security Subtotal				**$1,671,588.39**	**$1,816,542.23**	**($144,953.84)**
Total Long-Term				**$4,734,294.89**	**$4,811,417.01**	**($77,122.12)**
Total Realized Gain or (Loss)				**$4,734,294.89**	**$4,811,417.01**	**($77,122.12)**

Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions

Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1C1701-000428 797345

G000004281213

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Name of Exempt Organization	Employer identification number
	ROOTS AND WINGS	20-3885457
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 816 35TH AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SEATTLE, WA 98122	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ THE FOUNDATION 816 35TH AVENUE - SEATTLE, WA 98122

Telephone No. ▶ (206) 725-1961 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:

▶ [X] 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	$ 2,157.
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	$ 5,700.
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.