Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE DAVIS HILL FOUNDATION, INC.

A Employer identification number: 20-5927078

Number and street (or P O box number if mail is not delivered to street address): C/O ERICA JONG, 205 EAST 68TH STREET

Room/suite: T3G

B Telephone number (see page 10 of the instructions): ( ) -

City or town, state, and ZIP code: NEW YORK, NY 10021

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)* ▶ $ 564,833.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)	148,250.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	21.	21.		ATCH 1
	4 Dividends and interest from securities	13,412.	13,412.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-4,611.			
	b Gross sales price for all assets on line 6a 69,973.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	157,072.	13,433.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	3,400.	1,700.	0.	1,700.
	c Other professional fees (attach schedule) *	2,500.	1,250.		1,250.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	219.	219.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	2,122.	1,182.		100.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	8,241.	4,351.	0.	3,050.
	25 Contributions, gifts, grants paid	30,302.			30,302.
	26 Total expenses and disbursements Add lines 24 and 25	38,543.	4,351.	0.	33,352.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	118,529.			
	b **Net investment income** (if negative, enter -0-)		9,082.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

RECEIVED
AUG 0 9 2010
OGDEN, UT
IRS-OSC
338

SCANNED AUG 19 2010

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. * ATCH 4 JSA ** ATCH 5

Form **990-PF** (2009)

9E1410 1 000
27404L M580 7/12/2010 2:18:04 PM V 09-6.4

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	460.	6,465.	6,465.
2	Savings and temporary cash investments	5,044.	19,873.	19,873.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)	328,680.	338,673.	270,290.
c	Investments - corporate bonds (attach schedule)	178,063.	265,765.	268,205.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	512,247.	630,776.	564,833.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	512,247.	630,776.	
30	**Total net assets or fund balances** (see page 17 of the instructions)	512,247.	630,776.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	512,247.	630,776.	

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	512,247.
2	Enter amount from Part I, line 27a	2	118,529.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	630,776.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	630,776.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-4,611.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	7,743.	448,177.	0.017277
2007	26,949.	459,677.	0.058626
2006	0.	0.	0.000000
2005			
2004			

2	Total of line 1, column (d)	2	0.075903
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.025301
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	425,389.
5	Multiply line 4 by line 3	5	10,763.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	91.
7	Add lines 5 and 6	7	10,854.
8	Enter qualifying distributions from Part XII, line 4	8	33,352.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	91.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	91.
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	91.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations-tax withheld at source — 6b 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 0.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	91.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

JSA
9E1440 1 000

27404L M580 V 09-6.4

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

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

Website address ▶ N/A

14 The books are in care of ▶ COHEN & SCHAEFFER, PC Telephone no ▶ 212-972-6490

Located at ▶ 420 LEXINGTON AVE., SUITE 2450 NEW YORK, NY ZIP + 4 ▶ 10170

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

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

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

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

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		0.	0.	0.

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

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

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

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

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

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

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	417,896.
b	Average of monthly cash balances	1b	13,971.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	431,867.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	431,867.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	6,478.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	425,389.
6	**Minimum investment return.** Enter 5% of line 5	6	21,269.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	21,269.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	91.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	91.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	21,178.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	21,178.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	21,178.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	33,352.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	33,352.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	91.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	33,261.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				21,178.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			10,087.	
b Total for prior years 20 07 ,20 06 ,20 05		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				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 33,352.				
a Applied to 2008, but not more than line 2a			10,087.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				21,178.
e Remaining amount distributed out of corpus	2,087.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,087.			
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	2,087.			
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 2,087.				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 9				
Total . . . . . ▶ **3a**				30,302.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
1 Program service revenue					
a CONTRIBUTIONS RECEIVED				148,250.	
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	21.	
4 Dividends and interest from securities			14	13,412.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-4,611.	
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)				157,072.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 157,072.

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

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

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

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

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?

			Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

ERICA JONES 16 July 10 Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date 7-15-10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00360624
Firm's name (or yours if self-employed), address, and ZIP code	COHEN & SCHAEFFER, PC 420 LEXINGTON AVENUE NEW YORK, NY 10170		EIN ▶ 13-3707711 Phone no 212-972-6490

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
THE DAVIS HILL FOUNDATION, INC.	20-5927078

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 THE DAVIS HILL FOUNDATION, INC.

Employer identification number 20-5927078

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EDA MANN 25 CENTRAL PARK WEST, APT. 12Q NEW YORK, NY 10023	$ 143,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	ERICA JONG 150 EAST 69TH STREET STE 27G NEW YORK, NY 10021	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SANFORD C. BERNSTEIN		21.	21.
	TOTAL	21.	21.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SANFORD C. BERNSTEIN	13,412.	13,412.
TOTAL	13,412.	13,412.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PROFEESIONAL FEES		3,400.	1,700.		1,700.
	TOTALS	3,400.	1,700.	0.	1,700.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CONSULTING EXPENSE	2,500.	1,250.	1,250.
TOTALS	2,500.	1,250.	1,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	219.	219.
TOTALS	219.	219.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	961.	961.	
NYS FILING FEE	100.	100.	100.
MISCELLANEOUS	944.	121.	
OTHER	117.		
TOTALS	2,122.	1,182.	100.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 7

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
EDA MANN 25 CENTRAL PARK WEST, APT. 12Q NEW YORK, NY 10023	09/04/2009	143,000.
TOTAL CONTRIBUTION AMOUNTS		143,000.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ERICA JONG 205 EAST 68TH ST., SUITE T3G NEW YORK, NY 10021	PRESIDENT/DIRECTOR	0.	0.	0.
KENNETH DAVID BURROWS 150 EAST 69TH STREET, APT. 27G NEW YORK, NY 10021	SECRETARY/DIRECTOR	0.	0.	0.
MOLLY JONG-FAST 49 EAST 86TH STREET, APT 11BC NEW YORK, NY 10028	VICE PRESIDENT/DIRECTOR	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITY MEALS ON-WHEELS 355 LEXINGTON AVENUE NEW YORK, NY 10017-6603	NONE 501(C)(3)	DELIVERY OF NUTRITIOUS MEALS TO NEW YORK'S HOMEBOUND ELDERLY ON WEEKENDS, HOLIDAYS AND IN TIMES OF EMERGENCY	575
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10021	NONE 501(C)(3)	TO CONTRIBUTE TO THE BARNARD FUND	2,000
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE 501(C)(3)	TO CONTRIBUTE TO THE MET FAMILY CIRCLE FUND	3,202
SALZBURG GLOBAL SEMINAR 1 828 L STREET, NW ELEVENTH FLOOR WASHINGTON, DC 20036	NONE 501(C)(3)	CONTRIBUTED TO THE GENERAL FUND	1,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE 501(C)(3)	CONTRIBUTION	25
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027	NONE 501(C)(3)	TO CONRTIBUTE TO THE FELLOWSHIP FUND	10,000

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

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SALON DE VIRTUOSI 160 E 88TH STREET, #7F NEW YORK, NY 10128	NONE 501(C)(3)	CONTIBUTION TO SCHOLARSHIP	1,000
BERL KATZNELSON FOUNDATION	NONE	CONTRIBUTION	1,000
THE NORMAN MAILER WRITERS COLONY 5430 OAKDALE AVENUE WOODLAND HILLS, CA 91364	NONE 501(C)(3)	CONTRIBUTION FOR FELLOWSHIPS	1,000
THE DALTON SCHOOL 108 EAST 89TH STREET NEW YORK, NY 10128	NONE 501(C)(3)	TO CONTRIBUTE TO THE ANNUAL FUND	7,000
WOODHULL INSTITUTE 1551 KELLUM PLACE MINEOLA, NY 11501	NONE 501(C)(3)	TO HELP WOMEN ATTAIN PROFESSIONAL SKILLS	2,500
PLANNED PARENTHOOD 434 WEST 33RD STREET NEW YORK, NY 10001	NONE 501(C)(3)	TO PROVIDE SUPPORT FOR WOMEN'S HEALTH, SAFETY, AND FREEDOOM OF CHOICE	1,000
		TOTAL CONTRIBUTIONS PAID	30,302

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
THE DAVIS HILL FOUNDATION, INC.	20-5927078

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

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

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

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

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

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

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-4,611.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-4,611.

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

Part III Summary of Parts I and II **Caution:** *Read the instructions **before** completing this part*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			
14 Net long-term gain or (loss):				
a Total for year	14a			-4,611.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			-4,611.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE DAVIS HILL FOUNDATION, INC.	20-5927078

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

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a	SANFORD BERNSTEIN-SEE STATEMENT ATTACHED	VAR	VAR	69,973.	74,584.	-4,611.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -4,611.

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
12/29/2006	01/15/2009	12	APPLE INC	82 85	85 05	994 24	1,020 57	-26 33
12/29/2006	01/20/2009	7	FRANKLIN RESOURCES INC	51 26	110 73	358 82	775 08	-416 26
12/29/2006	01/20/2009	1	FRANKLIN RESOURCES INC	51 26	110 72	51 26	110 72	-59 46
12/29/2006	01/23/2009	8	***ALCON INC	82 08	111 98	656 63	895 86	-239 23
12/29/2006	01/30/2009	2	GOOGLE INC-CL A	340 54	461 05	681 08	922 10	-241 02
01/12/2009	02/02/2009	10	AFLAC INC	23 15	42 60	231 54	425 97	-194 43
08/10/2007	02/05/2009	2	CME GROUP INC	180 66	595 57	361 33	1,191 14	-829 81
08/23/2007	02/05/2009	1	CME GROUP INC	180 66	552 50	180 66	552 50	-371 84
12/29/2006	02/06/2009	4	GILEAD SCIENCES INC	52 57	32 58	210 30	130 33	79 97
12/29/2006	02/11/2009	3	APPLE INC	97 48	85 05	292 45	255 14	37 31
11/16/2007	02/11/2009	9	MEDCO HEALTH SOLUTIONS INC	45 88	48 04	412 93	432 32	-19 39
12/29/2006	02/11/2009	2	PROCTER & GAMBLE CO	51 02	64 42	102 05	128 84	-26 79
11/16/2007	02/11/2009	4	PROCTER & GAMBLE CO	51 02	72 70	204 09	290 80	-86 71
10/28/2008	02/17/2009	25	ACTIVISION BLIZZARD INC	9 53	10 89	238 15	272 17	-34 02
12/18/2008	02/17/2009	35	ACTIVISION BLIZZARD INC	9 53	9 44	333 42	330 33	3 09
01/25/2008	02/19/2009	2	CME GROUP INC	182 20	636 87	364 40	1,273 74	-909 34
02/04/2009	02/26/2009	15	CUMMINS INC	20 81	25 51	312 18	382 58	-70 40
01/12/2009	03/03/2009	10	CATERPILLAR INC	22 76	42 45	227 62	424 53	-196 91
11/12/2007	03/04/2009	5	DEERE & CO	26 64	73 34	133 19	366 70	-233 51
12/29/2006	03/17/2009	5	GENENTECH INC	93 80	81 38	469 01	406 91	62 10
07/05/2007	03/17/2009	8	GENENTECH INC	93 80	76 61	750 43	612 91	137 52
05/06/2008	03/17/2009	6	GENENTECH INC	93 80	68 47	562 82	410 84	151 98
10/08/2008	03/17/2009	8	GENENTECH INC	93 80	76 87	750 43	614 99	135 44
12/29/2006	03/19/2009	5	MONSANTO CO	82 60	52 38	413 02	261 88	151 14
06/19/2007	03/25/2009	6	ABBOTT LABORATORIES	45 30	54 58	271 83	327 46	-55 63
08/23/2007	03/25/2009	4	ABBOTT LABORATORIES	45 30	52 20	181 22	208 80	-27 58
12/29/2006	03/25/2009	5	GILEAD SCIENCES INC	43 46	32 58	217 32	162 92	54 40
04/30/2007	03/25/2009	5	PEPSICO INC	52 13	66 37	260 63	331 83	-71 20
06/26/2007	03/25/2009	5	***TEVA PHARMACEUTICAL-SP ADR	45 18	40 88	225 92	204 39	21 53
10/08/2008	03/26/2009	3	GENENTECH INC	95 00	76 88	285 00	230 63	54 37
11/05/2008	03/26/2009	5	GENENTECH INC	95 00	83 40	475 00	416 99	58 01
12/02/2008	03/26/2009	5	GENENTECH INC	95 00	73 01	475 00	365 07	109 93
02/04/2009	03/26/2009	5	GENENTECH INC	95 00	82 75	475 00	413 77	61 23
07/09/2007	04/08/2009	1	COLGATE-PALMOLIVE CO	60 23	66 16	60 23	66 16	-5 93
11/13/2007	04/08/2009	5	COLGATE-PALMOLIVE CO	60 23	76 75	301 13	383 75	-82 62
11/16/2007	04/09/2009	2	PROCTER & GAMBLE CO	49 04	72 70	98 08	145 41	-47 33
09/22/2008	04/09/2009	4	PROCTER & GAMBLE CO	49 04	69 71	196 15	278 86	-82 71
08/23/2007	04/16/2009	1	ABBOTT LABORATORIES	42 50	52 20	42 50	52 20	-9 70
11/12/2007	04/16/2009	10	ABBOTT LABORATORIES	42 50	55 07	425 05	550 72	-125 67
11/13/2007	04/16/2009	6	COLGATE-PALMOLIVE CO	59 11	76 75	354 64	460 50	-105 86
09/22/2008	04/16/2009	8	PROCTER & GAMBLE CO	49 80	69 72	398 38	557 73	-159 35
12/29/2006	04/20/2009	1	GOOGLE INC-CL A	380 06	461 05	380 06	461 05	-80 99
09/24/2008	04/21/2009	3	LOCKHEED MARTIN CORP	76 07	108 38	228 21	325 13	-96 92
10/16/2008	04/21/2009	3	LOCKHEED MARTIN CORP	76 07	88 34	228 22	265 02	-36 80
01/29/2008	04/28/2009	10	MICROSOFT CORP	20 08	32 72	200 79	327 18	-126 39
02/19/2009	04/28/2009	20	MICROSOFT CORP	20 08	18 24	401 58	364 75	36 83

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/15/2008	04/28/2009	12	WAL-MART STORES INC	48 75	49 71	585 01	596 52	-11 51
04/24/2008	04/28/2009	7	WAL-MART STORES INC	48 75	57 28	341 25	400 99	-59 74
09/22/2008	04/28/2009	1	WAL-MART STORES INC	48 75	59 30	48 75	59 30	-10 55
04/18/2008	05/01/2009	6	BECTON DICKINSON & CO	61 06	83 94	366 34	503 62	-137 28
07/03/2008	05/01/2009	5	BECTON DICKINSON & CO	61 06	82 68	305 27	413 42	-108 15
08/25/2008	05/01/2009	1	BECTON DICKINSON & CO	61 06	87 97	61 05	87 97	-26 92
01/16/2008	05/01/2009	7	COCA-COLA CO/THE	42 34	62 91	296 39	440 39	-144 00
10/18/2007	05/01/2009	4	EOG RESOURCES INC	66 08	82 04	264 32	328 16	-63 84
12/18/2007	05/01/2009	1	EOG RESOURCES INC	66 08	87 74	66 08	87 74	-21 66
12/29/2006	05/01/2009	10	HEWLETT-PACKARD CO	35 84	41 34	358 43	413 40	-54 97
02/19/2009	05/01/2009	10	MICROSOFT CORP	20 00	18 24	200 03	182 38	17 65
07/08/2008	05/01/2009	11	PHILIP MORRIS INTERNATIONAL	36 89	52 22	405 80	574 39	-168 59
08/25/2008	05/01/2009	4	PHILIP MORRIS INTERNATIONAL	36 89	55 11	147 57	220 44	-72 87
12/29/2006	05/04/2009	5	GILEAD SCIENCES INC	44 74	32 58	223 70	162 92	60 78
08/25/2008	05/05/2009	5	BECTON DICKINSON & CO	61 17	87 98	305 87	439 90	-134 03
11/13/2007	05/05/2009	2	COLGATE-PALMOLIVE CO	61 70	76 75	123 41	153 51	-30 10
09/22/2008	05/05/2009	3	COLGATE-PALMOLIVE CO	61 70	75 68	185 11	227 04	-41 93
12/02/2008	05/05/2009	10	MOLSON COORS BREWING CO -B	42 08	42 88	420 76	428 76	-8 00
11/12/2007	05/06/2009	5	ABBOTT LABORATORIES	42 68	55 07	213 42	275 36	-61 94
03/05/2008	05/06/2009	5	ABBOTT LABORATORIES	42 68	52 76	213 43	263 82	-50 39
10/30/2008	05/06/2009	6	GENERAL MILLS INC	51 89	67 83	311 36	406 96	-95 60
03/06/2009	05/06/2009	2	GENERAL MILLS INC	51 89	50 13	103 79	100 27	3 52
01/21/2009	05/06/2009	10	HONEYWELL INTERNATIONAL INC	32 84	31 80	328 44	318 05	10 39
03/19/2009	05/07/2009	3	LOCKHEED MARTIN CORP	79 35	67 35	238 04	202 05	35 99
02/19/2009	05/07/2009	5	MICROSOFT CORP	19 32	18 24	96 59	91 19	5 40
03/06/2009	05/07/2009	10	MICROSOFT CORP	19 32	15 32	193 19	153 22	39 97
06/26/2007	05/07/2009	5	***TEVA PHARMACEUTICAL-SP ADR	44 34	40 88	221 70	204 39	17 31
02/21/2008	05/07/2009	5	***TEVA PHARMACEUTICAL-SP ADR	44 34	48 09	221 71	240 47	-18 76
01/16/2008	05/08/2009	1	COCA-COLA CO/THE	42 81	62 92	42 81	62 92	-20 11
06/18/2008	05/08/2009	4	COCA-COLA CO/THE	42 81	53 72	171 24	214 87	-43 63
04/30/2007	05/08/2009	2	PEPSICO INC	49 45	66 37	98 90	132 74	-33 84
06/19/2007	05/08/2009	3	PEPSICO INC	49 45	65 93	148 35	197 80	-49 45
09/22/2008	05/08/2009	3	PROCTER & GAMBLE CO	51 57	69 72	154 70	209 15	-54 45
11/13/2008	05/08/2009	2	PROCTER & GAMBLE CO	51 57	62 90	103 14	125 81	-22 67
12/29/2006	05/11/2009	4	***ALCON INC	95 66	111 98	382 64	447 94	-65 30
11/19/2007	05/11/2009	1	***ALCON INC	95 66	140 59	95 66	140 59	-44 93
04/23/2009	05/11/2009	10	PACCAR INC	32 71	32 60	327 13	326 02	1 11
05/01/2008	05/12/2009	8	BAXTER INTERNATIONAL INC	50 83	62 57	406 64	500 60	-93 96
10/16/2008	05/14/2009	10	THE WALT DISNEY CO	23 75	23 52	237 51	235 17	2 34
12/02/2008	05/14/2009	10	THE WALT DISNEY CO	23 75	20 55	237 52	205 48	32 04
01/12/2009	05/19/2009	8	JACOBS ENGINEERING GROUP INC	40 00	48 81	320 03	390 45	-70 42
03/05/2008	05/20/2009	5	ABBOTT LABORATORIES	43 57	52 76	217 83	263 82	-45 99
12/29/2006	05/26/2009	20	CISCO SYSTEMS INC	18 50	27 50	370 07	550 02	-179 95
10/28/2008	05/26/2009	15	SCHWAB (CHARLES) CORP	17 43	16 17	261 43	242 60	18 83
04/02/2009	05/26/2009	5	SCHWAB (CHARLES) CORP	17 43	15 75	87 15	78 77	8 38
12/29/2006	05/28/2009	6	MONSANTO CO	79 22	52 38	475 31	314 26	161 05
12/29/2006	05/28/2009	5	MCDONALD'S CORP	57 83	44 45	289 13	222 25	66 88
04/23/2009	05/28/2009	20	NETAPP INC	18 70	18 40	373 95	368 03	5 92
12/29/2006	05/29/2009	3	MONSANTO CO	81 34	52 38	244 02	157 13	86 89

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/02/2009	05/29/2009	10	SCHWAB (CHARLES) CORP	17 50	15 76	174 99	157 56	17 43
12/29/2006	06/03/2009	402 000	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12 41	13 15	5,000 00	5,286 30	-286 30
12/29/2006	06/03/2009	901	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12 41	13 14	0 00	11 84	-11 84
12/29/2006	06/04/2009	7	FRANKLIN RESOURCES INC	72 69	110 73	508 85	775 09	-266 24
12/29/2006	06/04/2009	10	HEWLETT-PACKARD CO	35 78	41 34	357 84	413 40	-55 56
12/29/2006	06/04/2009	4	MONSANTO CO	82 00	52 38	328 02	209 52	118 50
05/14/2007	06/10/2009	4	CELGENE CORP	43 12	64 66	172 46	258 65	-86 19
07/31/2007	06/10/2009	5	CELGENE CORP	43 12	61 64	215 59	308 18	-92 59
08/09/2007	06/10/2009	1	CELGENE CORP	43 12	60 71	43 12	60 71	-17 59
12/29/2006	06/10/2009	1	GOOGLE INC-CL A	429 18	461 05	429 18	461 05	-31 87
08/25/2008	06/12/2009	1	PHILIP MORRIS INTERNATIONAL	43 41	55 12	43 41	55 12	-11 71
02/11/2009	06/12/2009	4	PHILIP MORRIS INTERNATIONAL	43 41	36 22	173 64	144 90	28 74
12/29/2006	06/17/2009	15	CISCO SYSTEMS INC	19 35	27 50	290 20	412 52	-122 32
12/29/2006	06/24/2009	10	HEWLETT-PACKARD CO	37 52	41 34	375 23	413 40	-38 17
12/18/2007	06/25/2009	4	EOG RESOURCES INC	68 50	87 75	273 99	351 00	-77 01
01/18/2008	06/25/2009	8	EOG RESOURCES INC	68 50	84 87	547 99	678 98	-130 99
12/29/2006	06/26/2009	2	MONSANTO CO	75 68	52 38	151 36	104 76	46 60
10/22/2007	06/26/2009	2	MONSANTO CO	75 68	86 42	151 37	172 84	-21 47
12/29/2006	06/29/2009	10	CISCO SYSTEMS INC	19 03	27 50	190 25	275 01	-84 76
05/24/2007	07/01/2009	1	EMERSON ELECTRIC CO	33 20	47 16	33 21	47 16	-13 95
11/06/2007	07/01/2009	7	EMERSON ELECTRIC CO	33 20	54 05	232 41	378 36	-145 95
11/13/2008	07/01/2009	2	EMERSON ELECTRIC CO	33 20	32 05	66 40	64 10	2 30
01/18/2008	07/09/2009	4	EOG RESOURCES INC	62 44	84 87	249 75	339 49	-89 74
07/28/2008	07/09/2009	1	EOG RESOURCES INC	62 44	104 31	62 44	104 31	-41 87
07/28/2008	07/13/2009	3	EOG RESOURCES INC	62 84	104 32	188 52	312 95	-124 43
01/12/2009	07/13/2009	4	EOG RESOURCES INC	62 84	64 47	251 36	257 88	-6 52
12/29/2006	07/16/2009	20	HEWLETT-PACKARD CO	39 13	41 34	782 64	826 80	-44 16
03/14/2008	07/16/2009	5	MCDONALD'S CORP	57 08	54 65	285 39	273 27	12 12
10/03/2008	07/16/2009	6	MCDONALD'S CORP	57 08	61 96	342 47	371 74	-29 27
01/12/2009	07/17/2009	5	APACHE CORP	75 84	78 22	379 18	391 10	-11 92
12/17/2008	07/17/2009	20	THE WALT DISNEY CO	24 49	23 51	489 88	470 20	19 68
10/22/2007	07/22/2009	3	MONSANTO CO	79 72	86 43	239 17	259 28	-20 11
11/16/2007	07/22/2009	5	MONSANTO CO	79 72	93 84	398 61	469 20	-70 59
04/23/2009	07/23/2009	15	LIBERTY ENTERTAINMENT-CL A	26 93	23 57	404 01	353 57	50 44
02/11/2009	07/27/2009	5	PHILIP MORRIS INTERNATIONAL	46 63	36 23	233 14	181 14	52 00
12/29/2006	07/31/2009	5	GILEAD SCIENCES INC	49 01	32 58	245 07	162 92	82 15
12/17/2008	08/03/2009	10	THE WALT DISNEY CO	25 52	23 51	255 18	235 10	20 08
02/17/2009	08/03/2009	5	THE WALT DISNEY CO	25 52	17 87	127 59	89 36	38 23
12/29/2006	08/04/2009	15	CISCO SYSTEMS INC	22 35	27 50	335 18	412 53	-77 35
03/27/2007	08/04/2009	10	CISCO SYSTEMS INC	22 35	26 00	223 45	260 02	-36 57
04/30/2007	08/04/2009	5	CISCO SYSTEMS INC	22 35	27 01	111 73	135 05	-23 32
04/30/2007	08/04/2009	5	CISCO SYSTEMS INC	22 35	27 01	111 73	135 04	-23 31
01/12/2009	08/04/2009	3	EOG RESOURCES INC	76 15	64 47	228 46	193 41	35 05
10/03/2008	08/04/2009	8	MCDONALD'S CORP	55 01	61 96	440 05	495 66	-55 61
11/13/2008	08/06/2009	5	EMERSON ELECTRIC CO	34 79	32 05	173 95	160 26	13 69
01/21/2009	08/06/2009	15	EMERSON ELECTRIC CO	34 79	32 61	521 85	489 20	32 65
03/10/2009	08/07/2009	4	APACHE CORP	87 29	54 35	349 15	217 42	131 73

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
	08/18/2009		***TAIWAN SEMICONDUCTOR MFG CO			3 10		3 10
01/12/2009	08/20/2009	3	EOG RESOURCES INC	73 59	64 48	220 77	193 43	27 34
07/28/2008	08/24/2009	5	MONSANTO CO	84 57	115 04	422 83	575 21	-152 38
05/01/2008	08/27/2009	8	NIKE INC -CL B	56 01	67 69	448 06	541 51	-93 45
05/24/2007	08/28/2009	15	HEWLETT-PACKARD CO	44 82	45 41	672 37	681 15	-8 78
09/24/2008	09/02/2009	10	JPMORGAN CHASE & CO	41 26	41 09	412 58	410 93	1 65
05/14/2009	09/02/2009	15	TIME WARNER CABLE	35 82	31 36	537 28	470 46	66 82
05/01/2008	09/10/2009	1	BAXTER INTERNATIONAL INC	55 65	62 58	55 64	62 58	-6 94
06/27/2008	09/10/2009	5	BAXTER INTERNATIONAL INC	55 65	62 60	278 24	312 99	-34 75
07/03/2008	09/10/2009	4	BAXTER INTERNATIONAL INC	55 65	64 28	222 59	257 14	-34 55
02/04/2009	09/10/2009	1	BAXTER INTERNATIONAL INC	55 65	59 65	55 65	59 65	-4 00
11/13/2008	09/10/2009	5	PROCTER & GAMBLE CO	55 88	62 91	279 38	314 54	-35 16
09/26/2008	09/11/2009	10	JPMORGAN CHASE & CO	42 58	40 50	425 80	405 00	20 80
05/14/2009	09/11/2009	10	NUCOR CORP	46 43	39 29	464 28	392 88	71.40
05/14/2009	09/15/2009	10	FREEPORT-MCMORAN COPPER	71 07	46 01	710 66	460 06	250 60
07/01/2009	09/15/2009	1	FREEPORT-MCMORAN COPPER	71 07	51 94	71 07	51 94	19 13
11/16/2007	09/15/2009	10	MEDCO HEALTH SOLUTIONS INC	55 64	48 04	556 40	480 36	76 04
06/19/2007	09/15/2009	3	PEPSICO INC	58 14	65 94	174 43	197 81	-23 38
10/30/2007	09/15/2009	2	PEPSICO INC	58 14	73 89	116 29	147 79	-31 50
06/18/2008	09/16/2009	5	COCA-COLA CO/THE	52 34	53 72	261 67	268 59	-6 92
07/03/2008	09/16/2009	5	COCA-COLA CO/THE	52 34	51 69	261 68	258 45	3 23
01/21/2009	09/16/2009	10	EMERSON ELECTRIC CO	40 50	32 61	404 96	326 14	78 82
03/19/2009	09/16/2009	5	EMERSON ELECTRIC CO	40 50	27 82	202 48	139 08	63 40
12/05/2007	09/16/2009	5	FLUOR CORP	55 78	73 93	278 89	369 67	-90 78
10/03/2008	09/16/2009	1	MCDONALD'S CORP	55 42	61 96	55 42	61 96	-6 54
12/02/2008	09/16/2009	7	MCDONALD'S CORP	55 42	57 11	387 95	399 77	-11 82
03/06/2009	09/16/2009	10	MICROSOFT CORP	25 09	15 32	250 87	153 22	97 65
12/29/2006	09/21/2009	3	APPLE INC	182 14	85 05	546 43	255 14	291 29
04/30/2009	09/23/2009	5	***TOYOTA MOTOR CORP -SPON ADR	82 34	79 76	411 72	398 81	12 91
03/10/2009	09/30/2009	3	APACHE CORP	92 16	54 36	276 48	163 08	113 40
05/24/2007	10/05/2009	5	HEWLETT-PACKARD CO	45 58	45 41	227 89	227 05	0 84
04/30/2009	10/06/2009	7	VISA INC - CLASS A SHRS	68 01	67 09	476 05	469 61	6 44
04/30/2009	10/07/2009	10	UNION PACIFIC CORP	58 44	49 81	584 37	498 06	86 31
05/22/2009	10/07/2009	2	UNION PACIFIC CORP	58 44	46 41	116 87	92 83	24 04
04/22/2009	10/08/2009	15	LOWE'S COS INC	20 84	20 80	312 56	311 99	0 57
05/14/2009	10/08/2009	10	LOWE'S COS INC	20 84	19 02	208 38	190 22	18 16
12/02/2008	10/12/2009	3	MCDONALD'S CORP	56 79	57 11	170 38	171 34	-0 96
02/04/2009	10/12/2009	5	MCDONALD'S CORP	56 79	58 73	283 96	293 64	-9 68
03/19/2009	10/13/2009	3	APACHE CORP	97 39	67 56	292 17	202 68	89 49
05/14/2009	10/13/2009	1	APACHE CORP	97 39	78 34	97 39	78 34	19 05
02/21/2008	10/14/2009	10	***TEVA PHARMACEUTICAL-SP ADR	50 84	48 09	508 45	480 94	27 51
12/29/2006	10/15/2009	10	GILEAD SCIENCES INC	46 56	32 58	465 59	325 84	139 75
07/31/2009	10/19/2009	20	ALTERA CORPORATION	21 64	18 90	432 77	377 98	54 79
12/29/2006	10/19/2009	1	GOOGLE INC-CL A	551 19	461 05	551 19	461 05	90 14
09/15/2009	10/20/2009	7	UNITED TECHNOLOGIES CORP	65 02	61 46	455 14	430 21	24 93
09/21/2009	10/20/2009	1	UNITED TECHNOLOGIES CORP	65 02	62 45	65 02	62 45	2 57
05/14/2009	10/22/2009	2	APACHE CORP	101 27	78 34	202 54	156 69	45 85
08/09/2007	10/22/2009	10	CELGENE CORP	56 64	60 71	566 38	607 13	-40 75
03/19/2009	10/22/2009	5	EMERSON ELECTRIC CO	40 00	27 82	199 99	139 08	60 91

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/16/2007	10/22/2009	5	MEDCO HEALTH SOLUTIONS INC	57 08	48 04	285 38	240 19	45 19
03/26/2008	10/22/2009	6	MEDCO HEALTH SOLUTIONS INC	57 08	42 80	342 46	256 80	85 66
07/01/2009	10/23/2009	13	FREEPORT-MCMORAN COPPER	82 70	51 95	1,075 15	675 29	399 86
09/22/2008	10/23/2009	5	WAL-MART STORES INC	50 37	59 31	251 85	296 54	-44 69
01/12/2009	10/23/2009	1	WAL-MART STORES INC	50 37	51 73	50 37	51 73	-1 36
02/04/2009	10/30/2009	5	BAXTER INTERNATIONAL INC	53 93	59 65	269 66	298 26	-28 60
04/02/2009	10/30/2009	1	BAXTER INTERNATIONAL INC	53 93	51 30	53 93	51 30	2 63
05/22/2009	11/04/2009	4	UNION PACIFIC CORP	59 60	46 41	238 38	185 66	52 72
09/22/2008	11/06/2009	5	COLGATE-PALMOLIVE CO	79 98	75 68	399 91	378 42	21 49
02/19/2009	11/06/2009	3	COLGATE-PALMOLIVE CO	79 98	61 10	239 94	183 31	56 63
09/23/2009	11/06/2009	10	***PETROLEO BRASILEIRO-SPON AD	42 57	38 86	425 72	388 57	37 15
09/02/2009	11/09/2009	20	ALTERA CORPORATION	20 07	18 58	401 39	371 70	29 69
05/15/2009	11/11/2009	40	***TAIWAN SEMICONDUCTOR-SP ADR	10 24	10 17	409 61	406 97	2 64
05/22/2009	11/11/2009	20	***TAIWAN SEMICONDUCTOR-SP ADR	10 24	10 49	204 80	209 81	-5 01
04/30/2007	11/13/2009	5	CISCO SYSTEMS INC	23 56	27 01	117 81	135 05	-17 24
11/06/2007	11/13/2009	15	CISCO SYSTEMS INC	23 56	33 76	353 42	506 43	-153 01
09/21/2009	11/19/2009	7	UNITED TECHNOLOGIES CORP	67 73	62 45	474 14	437 15	36 99
09/02/2009	11/23/2009	25	BANK OF AMERICA CORP	16 29	16 30	407 35	407 42	-0 07
05/29/2009	11/24/2009	5	***PETROLEO BRASILEIRO S A -AD	51 34	44 11	256 71	220 57	36 14
09/21/2009	11/24/2009	3	***RIO TINTO PLC-SPON ADR	210 09	172 97	630 26	518 91	111 35
09/23/2009	11/25/2009	10	***PETROLEO BRASILEIRO-SPON AD	46 24	38 86	462 41	388 58	73 83
05/22/2009	12/03/2009	4	UNION PACIFIC CORP	64 54	46 41	258 16	185 66	72 50
05/14/2009	12/08/2009	15	LOWE'S COS INC	22 66	19 02	339 86	285 33	54 53
05/29/2009	12/18/2009	10	***ARCELORMITTAL-NY REGISTERED	43 02	32 92	430 15	329 23	100 92
01/25/2008	12/18/2009	1	CME GROUP INC	321 45	636 87	321 45	636 87	-315 42
08/25/2008	12/18/2009	5	KOHLS CORP	53 09	48 67	265 43	243 36	22 07
05/18/2009	12/18/2009	15	LOWE'S COS INC	23 59	19 49	353 81	292 39	61 42
05/22/2009	12/24/2009	3	AMAZON COM INC	138 44	75 59	415 31	226 77	188 54
SUBTOTAL FOR LONG-TERM						69,973 30	74,584 41	-4,611 11
TOTAL						69,973 30	74,584 41	-4,611 11

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L -4,611 11

LONG TERM -4,611 11

Quantity		Total Cost	Market Value
CASH			
19,873	CASH	$19,872 88	$19,872 88
FIXED INCOME			
MUTUAL FUNDS			
10,462	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$137,581 86	$138 523 45
2,544	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$33 500 00	$33 678 06
147	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$1,683 08	$1 944 51
7,078	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$93,000 00	$93 707 77
20,231		$265,764 94	$267,853 78
			$351 61 AI
TOTAL FIXED INCOME		$265,764 94	$268,205.39
EQUITIES			
DOMESTIC			
NON-FINANCIAL			
MISC BUILDING			
20	QUANTA SERVICES INC	$430 14	$416 80
20	QUANTA SERVICES INC	$477 47	$416 80
15	QUANTA SERVICES INC	$288 01	$312 60
55		$1 195 62	$1,146 20
FINANCIAL			
MISC FINANCIAL			
1	CME GROUP INC	$487 41	$335 95
2	CME GROUP INC	$790 62	$671 90
2	CME GROUP INC	$548 85	$671 90
5		$1,826 88	$1,679 75

Quantity		Total Cost	Market Value
10	CREDIT SUISSE GROUP-SPON AD	$393 42	$491 60
5	CREDIT SUISSE GROUP-SPON AD	$213 46	$245 80
15	CREDIT SUISSE GROUP-SPON AD	$721 76	$737 40
30		$1 328 64	$1 474 80
1	FRANKLIN RESOURCES INC	$110 73	$105 35
6	FRANKLIN RESOURCES INC	$721 22	$632 10
2	FRANKLIN RESOURCES INC	$196 67	$210 70
5	FRANKLIN RESOURCES INC	$527 60	$526 75
2	FRANKLIN RESOURCES INC	$219 66	$210 70
16		$1 775 88	$1 685 60
5	GOLDMAN SACHS GROUP INC	$476 25	$844 20
6	GOLDMAN SACHS GROUP INC	$384 48	$1 013 04
6	GOLDMAN SACHS GROUP INC	$513 01	$1 013 04
6	GOLDMAN SACHS GROUP INC	$768 58	$1,013 04
7	GOLDMAN SACHS GROUP INC	$919 96	$1 181 88
5	GOLDMAN SACHS GROUP INC	$870 62	$844 20
35		$3,932 90	$5 909 40
6	VISA INC - CLASS A SHRS	$402 77	$524 76
4	VISA INC - CLASS A SHRS	$274 23	$349 84
10		$677 00	$874 60
	Total	$9,541 30	$11,624 15
LIFE INSURANCE			
15	PRINCIPAL FINANCIAL GROUP	$438 95	$360 60
10	PRINCIPAL FINANCIAL GROUP	$287 40	$240 40
25		$726 35	$601 00
BANKS - NYC			
15	BANK OF NEW YORK MELLON CORP	$419 39	$419 55
20	JPMORGAN CHASE & CO	$810 00	$833 40
10	JPMORGAN CHASE & CO	$387 93	$416 70
25	JPMORGAN CHASE & CO	$698 05	$1,041 75

Quantity		Total Cost	Market Value
20	JPMORGAN CHASE & CO	$644 80	$833 40
30	JPMORGAN CHASE & CO	$1,051 73	$1,250 10
10	JPMORGAN CHASE & CO	$331 90	$416 70
10	JPMORGAN CHASE & CO	$330 86	$416 70
5	JPMORGAN CHASE & CO	$225 72	$208 35
5	JPMORGAN CHASE & CO	$205 65	$208 35
135		$4 686 64	$5,625 45
	Total	$5 106 03	$6 045 00
	MAJOR REGIONAL BANKS		
15	BANK OF AMERICA CORP	$264 32	$225 90
15	BANK OF AMERICA CORP	$242 48	$225 90
25	BANK OF AMERICA CORP	$389 80	$376 50
55		$896 60	$828 30
	TOTAL FINANCIAL	$16 270 28	$19 098 45
	CONSUMER GROWTH		
	ENTERTAINMENT		
10	THE WALT DISNEY CO	$178 74	$322 50
10	THE WALT DISNEY CO	$178 10	$322 50
20		$356 84	$645 00
	RADIO - TV BROADCASTING		
25	COMCAST CORP-CL A	$440 26	$421 50
25	COMCAST CORP-CL A	$430 65	$421 50
50		$870 91	$843 00
	PUBLISHING		
5	GOOGLE INC-CL A	$2,305 26	$3 099 90
1	GOOGLE INC-CL A	$514 43	$619 98
2	GOOGLE INC-CL A	$1,160 03	$1 239 96
1	GOOGLE INC-CL A	$490 64	$619 98
1	GOOGLE INC-CL A	$398 68	$619 98
1	GOOGLE INC-CL A	$314 14	$619 98

THE DAVIS HILL FOUNDATION, INC. (038-44306)

Portfolio Valuation

As of December 31, 2009

Reporting Currency US dollars

Quantity		Total Cost	Market Value
11		$5 183 18	$6 819 78
	DRUGS		
10	CELGENE CORP	$625 35	$556 80
10	CELGENE CORP	$655 35	$556 80
5	CELGENE CORP	$241 51	$278 40
25		$1 522 21	$1 392 00
36	GILEAD SCIENCES INC	$1 173 06	$1 558 08
10	GILEAD SCIENCES INC	$431 55	$432 80
5	GILEAD SCIENCES INC	$269 53	$216 40
10	GILEAD SCIENCES INC	$399 42	$432 80
9	GILEAD SCIENCES INC	$403 03	$389 52
5	GILEAD SCIENCES INC	$222 63	$216 40
5	GILEAD SCIENCES INC	$213 27	$216 40
80		$3,112 49	$3,462 40
15	TEVA PHARMACEUTICAL-SP ADR	$721 41	$842 70
10	TEVA PHARMACEUTICAL-SP ADR	$461 71	$561 80
15	TEVA PHARMACEUTICAL-SP ADR	$689 61	$842 70
5	TEVA PHARMACEUTICAL-SP ADR	$231 07	$280 90
45		$2 103 80	$2,528 10
10	VERTEX PHARMACEUTICALS INC	$407 05	$428 50
5	VERTEX PHARMACEUTICALS INC	$211 69	$214 25
15		$618 74	$642 75
	Total	$7,357 24	$8 025 25
	HOSPITAL SUPPLIES		
5	BAXTER INTERNATIONAL INC	$256 51	$293 40
15	BAXTER INTERNATIONAL INC	$878 57	$880 20
20		$1,135 08	$1 173 60
14	MEDCO HEALTH SOLUTIONS INC	$599 21	$894 74
	Total	$1 734 29	$2 068 34
	MEDICAL PRODUCTS		

Quantity	Total Cost	Market Value
2 ALCON INC	$281 20	$328 70
2 ALCON INC	$280 18	$328 70
4 ALCON INC	$450 72	$657 40
8 ALCON INC	$1 050 59	$1 314 80
2 ALCON INC	$258 76	$328 70
2 ALCON INC	$280 53	$328 70
2 ALCON INC	$280 74	$328 70
2 ALCON INC	$292 62	$328 70
6 ALCON INC	$984 46	$986 10
30	$4,159 80	$4 930 50
10 COVIDIEN PLC	$476 31	$478 90
5 COVIDIEN PLC	$237 00	$239 45
15	$713 31	$718 35
Total	$4 873 11	$5,648 85
TOTAL CONSUMER GROWTH	$20 375 57	$24,050 22
CONSUMER STAPLES		
BEVERAGES & TOBACCO		
10 ANHEUSER-BUSH INBEV SPN ADR	$481 37	$520 30
FOODS		
4 GENERAL MILLS INC	$200 54	$283 24
BEVERAGES - SOFT LITE & HARD		
5 PEPSICO INC	$369 49	$304 00
4 PEPSICO INC	$277 94	$243 20
6 PEPSICO INC	$323 45	$364 80
5 PEPSICO INC	$260 58	$304 00
10 PEPSICO INC	$463 50	$608 00
5 PEPSICO INC	$284 54	$304 00
35	$1,979 50	$2 128 00
TOTAL CONSUMER STAPLES	$2,661 41	$2 931 54
CONSUMER CYCLICALS		

THE DAVIS HILL FOUNDATION, INC. (038-44306)

Portfolio Valuation

As of December 31, 2009
Reporting Currency US dollars

Quantity		Total Cost	Market Value
	AUTOS & AUTO PARTS OEMS		
20	JOHNSON CONTROLS INC	$521 28	$544 80
15	JOHNSON CONTROLS INC	$407 93	$408 60
10	JOHNSON CONTROLS INC	$265 77	$272 40
10	JOHNSON CONTROLS INC	$267 91	$272 40
55		$1 462 89	$1 498 20
	RETAILERS		
2	AMAZON COM INC	$151 18	$269 04
3	COSTCO WHOLESALE CORP	$205 41	$177 51
12	COSTCO WHOLESALE CORP	$885 80	$710 04
16	COSTCO WHOLESALE CORP	$861 03	$946 72
9	COSTCO WHOLESALE CORP	$353 54	$532 53
40		$2 305 78	$2 366 80
15	KOHLS CORP	$730 09	$808 95
20	KOHLS CORP	$728 96	$1 078 60
10	KOHLS CORP	$421 72	$539 30
45		$1,880 77	$2,426 85
10	LOWE'S COS INC	$194 93	$233 90
10	TARGET CORP	$402 32	$483 70
15	TARGET CORP	$617 16	$725 55
5	TARGET CORP	$204 23	$241 85
5	TARGET CORP	$245 94	$241 85
5	TARGET CORP	$254 60	$241 85
5	TARGET CORP	$243 30	$241 85
45		$1 967 55	$2 176 65
9	WAL-MART STORES INC	$465 58	$481 05
5	WAL-MART STORES INC	$234 43	$267 25
14		$700 01	$748 30
	Total	$7 200 22	$8,221 54

Quantity		Total Cost	Market Value
TOTAL CONSUMER CYCLICALS		$8 663 11	$9 719 74
INDUSTRIAL RESOURCES			
MISC METALS			
6	FREEPORT-MCMORAN COPPER	$311 68	$481 74
5	FREEPORT-MCMORAN COPPER	$326 57	$401 45
11	FREEPORT-MCMORAN COPPER	$726 97	$883 19
22		$1 365 22	$1,766 38
STEEL			
10	ARCELORMITTAL-NY REGISTERED	$317 53	$457 50
20	ARCELORMITTAL-NY REGISTERED	$721 12	$915 00
30		$1,038 65	$1 372 50
CHEMICALS			
1	AIR PRODUCTS & CHEMICALS INC	$87 85	$81 06
7	AIR PRODUCTS & CHEMICALS INC	$676 48	$567 42
6	AIR PRODUCTS & CHEMICALS INC	$385 53	$486 36
3	AIR PRODUCTS & CHEMICALS INC	$249 39	$243 18
3	AIR PRODUCTS & CHEMICALS INC	$234 18	$243 18
3	AIR PRODUCTS & CHEMICALS INC	$255 00	$243 18
23		$1 888 43	$1 864 38
MISC INDUSTRIAL COMMODITIES			
20	VALE SA-SP ADR	$590 85	$580 60
10	VALE SA-SP ADR	$288 85	$290 30
30		$879 70	$870 90
TOTAL INDUSTRIAL RESOURCES		$5 172 00	$5 874 16
CAPITAL EQUIPMENT			
ELECTRICAL EQUIPMENT			
20	COOPER INDUSTRIES PLC-CL A	$790 18	$852 80
5	COOPER INDUSTRIES PLC-CL A	$201 74	$213 20
5	COOPER INDUSTRIES PLC-CL A	$208 17	$213 20
30		$1,200 09	$1,279 20

Reporting Currency: US dollars

Quantity		Total Cost	Market Value
	MISC CAPITAL GOODS		
9	DANAHER CORP	$449 67	$676 80
6	DANAHER CORP	$356 32	$451 20
5	DANAHER CORP	$302 43	$376 00
5	DANAHER CORP	$310 26	$376 00
5	DANAHER CORP	$332 84	$376 00
30		$1,751 52	$2 256 00
10	ILLINOIS TOOL WORKS	$327 91	$479 90
10	ILLINOIS TOOL WORKS	$365 96	$479 90
15	ILLINOIS TOOL WORKS	$620 26	$719 85
5	ILLINOIS TOOL WORKS	$219 21	$239 95
10	ILLINOIS TOOL WORKS	$491 40	$479 90
5	ILLINOIS TOOL WORKS	$243 06	$239 95
5	ILLINOIS TOOL WORKS	$254 69	$239 95
60		$2 522 49	$2 879 40
15	INGERSOLL-RAND PLC	$524 72	$536 10
	Total	$4 798 73	$5,671 50
TOTAL CAPITAL EQUIPMENT		$5,998 82	$6,950 70
TECHNOLOGY			
	COMMUNICATION - EQUIP MFRS		
20	BROADCOM CORP-CL A	$572 48	$629 00
5	CISCO SYSTEMS INC	$168 82	$119 70
25	CISCO SYSTEMS INC	$734 39	$598 50
15	CISCO SYSTEMS INC	$277 70	$359 10
15	CISCO SYSTEMS INC	$278 33	$359 10
10	CISCO SYSTEMS INC	$233 89	$239 40
15	CISCO SYSTEMS INC	$340 80	$359 10
85		$2 033 93	$2 034 90
10	QUALCOMM INC	$466 08	$462 60

Quantity		Total Cost	Market Value
15	QUALCOMM INC	$679 71	$693 90
5	QUALCOMM INC	$272 10	$231 30
5	QUALCOMM INC	$269 91	$231 30
10	QUALCOMM INC	$434 27	$462 60
25	QUALCOMM INC	$820 60	$1 156 50
5	QUALCOMM INC	$174 38	$231 30
5	QUALCOMM INC	$189 12	$231 30
5	QUALCOMM INC	$201 99	$231 30
85		$3,508 16	$3,932 10
	Total	$6 114 57	$6 596 00
	SEMICONDUCTORS		
25	INTEL CORP	$468 24	$510 00
15	INTEL CORP	$228 83	$306 00
60	INTEL CORP	$927 66	$1 224 00
35	INTEL CORP	$653 02	$714 00
35	INTEL CORP	$678 48	$714 00
15	INTEL CORP	$292 58	$306 00
15	INTEL CORP	$290 96	$306 00
200		$3,539 77	$4 080 00
15	KLA-TENCOR CORPORATION	$529 79	$542 40
10	KLA-TENCOR CORPORATION	$355 01	$361 60
10	KLA-TENCOR CORPORATION	$361 39	$361 60
35		$1 246 19	$1 265 60
	Total	$4 785 96	$5 345 60
	COMPUTERS		
5	APPLE INC	$425 25	$1,054 30
4	APPLE INC	$736 82	$843 44
8	APPLE INC	$1,000 87	$1 686 88
5	APPLE INC	$764 48	$1,054 30
10	APPLE INC	$913 44	$2,108 60

Quantity	Total Cost	Market Value
32	$3 840 86	$6 747 52
40 EMC CORP/MASS	$605 96	$698 80
30 EMC CORP/MASS	$453 54	$524 10
15 EMC CORP/MASS	$265 37	$262 05
15 EMC CORP/MASS	$254 48	$262 05
15 EMC CORP/MASS	$266 61	$262 05
115	$1,845 96	$2 009 05
10 HEWLETT-PACKARD CO	$480 80	$515 10
10 HEWLETT-PACKARD CO	$437 55	$515 10
10 HEWLETT-PACKARD CO	$484 39	$515 10
10 HEWLETT-PACKARD CO	$480 41	$515 10
15 HEWLETT-PACKARD CO	$645 36	$772 65
15 HEWLETT-PACKARD CO	$605 09	$772 65
5 HEWLETT-PACKARD CO	$228 08	$257 55
75	$3 361 68	$3,863 25
Total	$9 048 50	$12 619 82
COMPUTER SERVICES/SOFTWARE		
20 MICROSOFT CORP	$571 14	$609 80
15 MICROSOFT CORP	$435 37	$457 35
10 MICROSOFT CORP	$299 61	$304 90
45	$1 306 12	$1,372 05
TOTAL TECHNOLOGY	$21,255 15	$25 933 47
AIR FREIGHT		
6 FEDEX CORP	$405 91	$500 70
3 FEDEX CORP	$242 60	$250 35
9	$648 51	$751 05
8 UNITED PARCEL SERVICE-CL B	$474 05	$458 96
4 UNITED PARCEL SERVICE-CL B	$232 89	$229 48
12	$706 94	$688 44
Total	$1 355 45	$1 439 49

Quantity		Total Cost	Market Value
ENERGY			
OIL WELL EQUIPMENT & SERVICES			
8	CAMERON INTERNATIONAL CORP	$392 85	$334 40
12	CAMERON INTERNATIONAL CORP	$245 55	$501 60
15	CAMERON INTERNATIONAL CORP	$345 24	$627 00
35		$983 64	$1 463 00
10	NATIONAL - OILWELL INC	$357 22	$440 90
15	SCHLUMBERGER LTD	$950 35	$976 35
5	SCHLUMBERGER LTD	$432 58	$325 45
5	SCHLUMBERGER LTD	$484 63	$325 45
5	SCHLUMBERGER LTD	$528 91	$325 45
10	SCHLUMBERGER LTD	$917 03	$650 90
20	SCHLUMBERGER LTD	$899 62	$1 301 80
5	SCHLUMBERGER LTD	$195 75	$325 45
65		$4 408 87	$4 230 85
	Total	$5,749 73	$6 134 75
OILS - INTEGRATED INTERNATIONAL			
15	SUNCOR ENERGY INC	$560 92	$529 65
10	SUNCOR ENERGY INC	$388 95	$353 10
5	SUNCOR ENERGY INC	$189 62	$176 55
10	SUNCOR ENERGY INC	$359 07	$353 10
40		$1 498 56	$1 412 40
OILS - INTEGRATED DOMESTIC			
12	OCCIDENTAL PETROLEUM CORP	$794 48	$976 20
9	OCCIDENTAL PETROLEUM CORP	$635 33	$732 15
3	OCCIDENTAL PETROLEUM CORP	$215 44	$244 05
6	OCCIDENTAL PETROLEUM CORP	$474 33	$488 10
30		$2,119 58	$2,440 50
TOTAL ENERGY		$9,367 87	$9,987 65
MUTUAL FUNDS			

Quantity		Total Cost	Market Value
6 379	ALLIANCE BERNSTEIN VALUE FUND	$92 300 00	$52 688 19
1 527	ALLIANCE BERNSTEIN VALUE FUND	$21 150 00	$12 613 65
777	ALLIANCE BERNSTEIN VALUE FUND	$9 890 15	$6 417 33
1 599	ALLIANCE BERNSTEIN VALUE FUND	$11 500 00	$13 211 41
579	ALLIANCE BERNSTEIN VALUE FUND	$3 600 00	$4 780 71
10,861		$138 440 15	$89 711 28
			$107 96 AI
TOTAL DOMESTIC EQUITIES		$230,755 43	$196,950 86

INTERNATIONAL

INTERNATIONAL EQUITY MUTUAL FUNDS

Quantity		Total Cost	Market Value
2 542	BERNSTEIN INTERNATIONAL PORTFOLIO	$65,900 00	$38 467 09
193	BERNSTEIN INTERNATIONAL PORTFOLIO	$5,450 00	$2 919 92
376	BERNSTEIN INTERNATIONAL PORTFOLIO	$9 505 61	$5,693 57
824	BERNSTEIN INTERNATIONAL PORTFOLIO	$10 500 00	$12,469 78
112	BERNSTEIN INTERNATIONAL PORTFOLIO	$1 400 00	$1,693 20
4 048		$92,755 61	$61,243 56

EMERGING MARKETS

EMERGING MARKETS MUTUAL FUNDS

Quantity		Total Cost	Market Value
275	BERNSTEIN EMERGING MARKETS PORTFOLIO	$10 644 55	$7 990 15
91	BERNSTEIN EMERGING MARKETS PORTFOLIO	$3,745 88	$2 658 51
47	BERNSTEIN EMERGING MARKETS PORTFOLIO	$690 50	$1 363 64

Quantity		Total Cost	Market Value
3	BERNSTEIN EMERGING MARKETS PORTFOLIO	$80 99	$83 55
416		$15,161 92	$12 095 85
TOTAL EQUITIES		$338,672.96	$270,290.28
NET PORTFOLIO VALUE		$624,310.78	$558,368.55

AI = Accrued Income (interest and dividends)

Total portfolio cost includes the reinvestment of interest dividends and capital gains distributions as well as sale proceeds and therefore is not equivalent to the capital you have invested in this account

The above quantity rounds your fund shares to the nearest whole share For the fractional shares held see your monthly brokerage statement

** Fixed income fund yields are calculated using the 30 day S E C yield Municipal yields may include a portion of taxable income Estimated annual income for the fixed income portfolios is based on the monthly income dividends and does not include capital gains distributions Therefore yield will differ from estimated annual income

*** International and Emerging Market Fund yields are estimated based on the current dividends of the foreign stocks in the fund net of estimated fund expenses The actual fund dividend can vary significantly due to gains and losses on foreign currency transactions The S E C yield calculation is not available

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SANFORD BERNSTEIN-SEE STATEMENT ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
69,973.		74,584.					-4,611.	
TOTAL GAIN(LOSS)							-4,611.	

STATE OF NEW YORK
County of New York,

THE ANNUAL RETURN OF THE DAVIS HILL FOUNDATION for the 2009 year ended DECEMBER 31 is available at its principal office located at 205 E 68TH STREET SUITE 3G New York NY 10065 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is ERICA JONG
1528668 jy28

Rachael Margolies, being duly sworn, says that she is the PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW JOURNAL**, a Daily Newspaper; that the Advertisement here to annexed has been published in the said **NEW YORK LAW JOURNAL** one time on the 28th day of July, 2010.

TO WIT: July 28th, 2010

SWORN TO BEFORE ME, this 28th day of July, 2010.

Jennifer Hannafey
Notary Public, State of New York
No. 01ha6128042
Qualified in Richmond County
Commission Expires June 06, 2013

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 From 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**
File by the due date for filing your return See instructions	THE DAVIS HILL FOUNDATION, INC.	20-5927078
	Number, street, and room or suite no If a P O box, see instructions C/O ERICA JONG, 205 EAST 68TH STREET	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10021	

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 ▶ COHEN & SCHAEFFER, PC

Telephone No ▶ 212 972-6490 FAX No ▶ 212 687-2705

- 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 08/15 , 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	$ 91.
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	$ 0.
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	$ 91.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

JSA
9F8054 2 000

27404L M580 5/11/2010 10:01:57 AM V 09-6.1