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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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning , 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 changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

DARREN AND TERRY JACKSON FOUNDATION, INC

A Employer identification number

20-5941634

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

290 WOODLAWN AVENUE

(651) 698-0198

City or town, state, and ZIP code

ST. PAUL, MN 55105

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,576,371.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)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 ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	5,181.	5,181.		ATCH 1
4 Dividends and interest from securities	49,377.	49,377.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	17,807.			
b Gross sales price for all assets on line 6a 1,662,004.				
7 Capital gain net income (from Part IV, line 2)		17,807.		
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	72,365.	72,365.		
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	2,950.	1,475.	0.	1,475.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	1,322.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	27,310.	27,310.		
24 Total operating and administrative expenses. Add lines 13 through 23	31,582.	28,785.	0.	1,475.
25 Contributions, gifts, grants paid	472,500.			472,500.
26 Total expenses and disbursements. Add lines 24 and 25	504,082.	28,785.	0.	473,975.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-431,717.			
b Net investment income (if negative, enter -0-)		43,580.		
c Adjusted net income (if negative, enter -0-)			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	324,722.	266,362.	266,362.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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)	1,472,881.	1,099,524.	1,310,009.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,797,603.	1,365,886.	1,576,371.	
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 ▶ ☐			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	27 Capital stock, trust principal, or current funds	1,797,603.	1,365,886.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances (see page 17 of the instructions)	1,797,603.	1,365,886.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,797,603.	1,365,886.		

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	1,797,603.
2 Enter amount from Part I, line 27a	2	-431,717.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,365,886.
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	1,365,886.

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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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	17,807.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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	398,379.	1,125,502.	0.353957
2007	175,500.	448,928.	0.390931
2006		1,937.	
2005			
2004			
2 Total of line 1, column (d)			2 0.744888
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 0.248296
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,614,124.
5 Multiply line 4 by line 3			5 400,781.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 436.
7 Add lines 5 and 6			7 401,217.
8 Enter qualifying distributions from Part XII, line 4			8 473,975.

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	436.
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	436.
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	436.
6 Credits/Payments:		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	429.
b Exempt foreign organizations-tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	1,200.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	1,629.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,193.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 1,193. 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?		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)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► WI,		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

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 ▶ DARREN JACKSON Telephone no. ▶ 651-698-0198			
Located at ▶ 290 WOODLAWN AVENUE ST PAUL, MN ZIP + 4 ▶ 55105				
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)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ Yes ☒ No
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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

5b

6b

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 6		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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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	

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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	1,362,397.
b	Average of monthly cash balances	1b	276,308.
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	1,638,705.
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	1,638,705.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	24,581.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,614,124.
6	Minimum investment return. Enter 5% of line 5	6	80,706.

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	80,706.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	436.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	436.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	80,270.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	80,270.
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	80,270.

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	473,975.
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	473,975.
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	436.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	473,539.

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				80,270.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007 156,304.				
e From 2008 342,546.				
f Total of lines 3a through e	498,850.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 473,975.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				80,270.
e Remaining amount distributed out of corpus	393,705.			
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:	892,555.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	892,555.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 156,304.				
d Excess from 2008 342,546.				
e Excess from 2009 393,705.				

Form 990-PF (2009)

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

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)

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

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

DARREN AND TERRY JACKSON

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:

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 <i>Paid during the year</i> ATTACHMENT 7				
Total. ► 3a				472,500.
b <i>Approved for future payment</i>				
Total. ► 3b				

Form **990-PF** (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments			14	5,181.
4 Dividends and interest from securities			14	49,377.
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	17,807.
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)				72,365.
13 Total. Add line 12, columns (b), (d), and (e)				72,365.

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

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

[illegible]

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.			

[illegible]

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

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

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

'SCHECHTER DOKKEN KANTER CPA'S

100 WASHINGTON AVE SO #1600

MINNEAPOLIS, MN

55401-2192

41-1680240

Phone no 612-332-5500

Form 990-PF (2009)

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)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					791.	
67,219.		BAXTER INTL INC. 49,883.					VAR 17,336.	01/28/2009
1,566,424.		VARIOUS ST SALES - SEE ATTACHED 1,542,523.					VAR 23,901.	VAR
27,570.		ARTISAN INTL FUND 51,791.					VAR -24,221.	01/20/2009
TOTAL GAIN(LOSS)							<u>17,807.</u>	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY #044690	109.	109.
MORGAN STANLEY #044691	5,072.	5,072.
TOTAL	5,181.	5,181.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	1,480.	1,480.
MORGAN STANLEY #044690	2.	2.
MORGAN STANLEY #044691	47,895.	47,895.
TOTAL	49,377.	49,377.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	2,950.	1,475.		1,475.
TOTALS	2,950.	1,475.	0.	1,475.

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	650.
FOREIGN TAXES PAID	672.
TOTALS	<u>1,322.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SMITH BARNEY ACCOUNT FEES	24,815.	24,815.
CHARLES SCHWAB FEES	75.	75.
MISCELLANEOUS	2,420.	2,420.
TOTALS	<u>27,310.</u>	<u>27,310.</u>

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DARREN R JACKSON 290 WOODLAWN AVENUE ST. PAUL, MN 55105	PRESIDENT	0.	0.	0.
THERESA A JACKSON 290 WOODLAWN AVENUE ST. PAUL, MN 55105	TREASURER	0.	0.	0.
RYAN D JACKSON 290 WOODLAWN AVENUE ST. PAUL, MN 55105	DIRECTOR	0.	0.	0.
GRAND TOTALS		0.	0.	0.

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

ATTACHMENT 7

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JESUIT PARTNERSHIP 3400 W WISCONSIN AVENUE MILWAUKEE, WI 53208-3841	NONE	GENERAL OPERATING	2,000.
CRISTO REY TWIN CITIES 2924 4TH AVENUE SOUTH MINNEAPOLIS, MN 55408-4194	NONE	GENERAL OPERATING	135,000.
CATHOLIC CENTRAL HIGH SCHOOL 360 DIVISION AVENUE SOUTH GRAND RAPIDS, MI 49503-4539	NONE	GENERAL OPERATING	2,500
FAMILIES MOVING FORWARD 1808 EMERSON AVENUE NORTH MINNEAPOLIS, MN 55411	NONE	GENERAL OPERATING	10,000
JDRF AAP 3959 ELECTRIC ROAD, #222 ROANOKE, VA 24018	NONE	GENERAL OPERATING	13,000.
CRETIN DERHAM HALL 550 SOUTH ALBERT STREET ST. PAUL, MN 55116-1699	NONE	GENERAL OPERATING	7,500.

ATTACHMENT 7
PAGE 21

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S FOUNDATION 2910 CENTRE POINTE DRIVE ROSEVILLE, MN 55113	NONE	GENERAL OPERATING	100,000
LOS AMIGOS P.O. BOX 717 WEST FARGO, ND 58078	NONE	GENERAL OPERATING	25,000
HIGHLAND CATHOLIC SCHOOL 2017 BOHLAND AVE ST PAUL, MN 55116	NONE	GENERAL OPERATING	15,000.
SECOND HARVEST HEARTLAND 1140 GERVAIS AVENUE ST. PAUL, MN 55418-1808	NONE	GENERAL OPERATING	250
SAN LUCAS TOLIMAN 1400 6TH ST. N NEW ULM, MN 56073-2099	NONE	GENERAL OPERATING	300.
AFS-USA ONE WHITEHALL STREET 2ND FLOOR NEW YORK, NY 10004	NONE	GENERAL OPERATING	750.

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

ATTACHMENT 7 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CATHOLIC RELIEF SERVICES P.O. BOX 17152 BALTIMORE, MD 21297-1152	NONE	GENERAL OPERATING	500.
MARQUETTE UNIVERSITY P.O. BOX 1881 MILWAUKEE, WI 53201-1881	NONE	GENERAL OPERATING	135,000
CATHOLIC SERVICES APPEAL 328 KELLOGG BLVD WEST ST. PAUL, MN 55102-1997	NONE	GENERAL OPERATING	5,000
JESUIT RETREAT HOUSE 8243 DEMONTREVILLE TRAIL LAKE ELMO, MN 55042-9546	NONE	GENERAL OPERATING	500
CATHOLIC SECONDARY SCHOOLS 360 DIVISION AVENUE S. GRAND RAPIDS, MI 49503-4539	NONE	GENERAL OPERATING	5,000
GIRL SCOUTS MN WL RIVER VALLEY 5601 BROOKLYN BOULEVARD MINNEAPOLIS, MN 55429	NONE	GENERAL OPERATING	100.

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

ATTACHMENT 7 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

YMCA METROPOLITAN MINNEAPOLIS
30 S 9TH STREET
MINNEAPOLIS, MN 55402

NONE

GENERAL OPERATING

100

UNITED WAY OF MINNEAPOLIS
404 SOUTH 8TH STREET
MINNEAPOLIS, MN 55404

15,000

TOTAL CONTRIBUTIONS PAID

472,500

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

DARREN AND TERRY JACKSON FOUNDATION, INC

Employer identification number

20-5941634

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	-320.
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	-320.

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	17,336.
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	791.
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	18,127.

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

Schedule D (Form 1041) 2009

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		-320.
14	Net long-term gain or (loss):			
a	Total for year	14a		18,127.
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		17,807.

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:	16	()
a	The loss on line 15, column (3) or		
b	\$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	

Schedule D (Form 1041) 2009

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2009

► See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

Employer identification number

DARREN AND TERRY JACKSON FOUNDATION, INC

20-5941634

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

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-320.
---	-------

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

Schedule D-1 (Form 1041) 2009

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 17,336.

Schedule D-1 (Form 1041) 2009

Darren & Terry Jackson Foundation
-290 WOODLAWN AVE
SAINT PAUL MN 55105-1237

Home:
Mobile:
Business: (651) 698-0198
✉ darren.jackson@advance-
auto.com

TIER: RESERVED SELECT

ACCT 390-44691-578 Personal
Portfolio
Sweep Fund BDPS

Realized Gain and Loss for Year 2009

Security Name	Quantity	Date Acquired	Date Sold	Total Cost	Adjusted Cost	Proceeds	G/(L) Amount	Holding Period
Short-Term Gain/Loss								
ABBOTT LABORATORIES	53 000	7/29/09	12/23/09	2,409.84	2,409.84	2,866.70	456.86	Short
	4.000	9/2/09	12/23/09	180.40	180.40	216.35	35.95	Short
Sub-Totals	57.000			2,590.24	2,590.24	3,083.05	492.81	
ABN AMRO CAP V 5.90% PRF	30.000	2/23/09	8/12/09	105.30	105.30	378.00	272.70	Short
ABN AMRO CAP VI 6.2500	14.000	2/23/09	6/29/09	49.00	49.00	173.46	124.46	Short
ABN AMRO CAP VII 6.0800% SER	98 000	2/23/09	8/12/09	352.80	352.80	1,259.26	906.46	Short
	28 000	6/29/09	8/12/09	316.40	316.40	359.79	43.39	Short
Sub-Totals	126.000			669.20	669.20	1,619.05	949.85	
ACCENTURE PLC IRELAND CL A	43.000	1/28/09	12/21/09	1,427.57	1,427.57	1,754.39	326.82	Short
	16.000	2/18/09	12/21/09	497.34	497.34	652.78	155.44	Short
	34.000	1/28/09	12/23/09	1,128.42	1,128.42	1,396.39	267.97	Short
	48.000	1/28/09	12/23/09	1,593.57	1,593.57	1,971.30	377.73	Short
	55.000	2/18/09	12/23/09	1,709.62	1,709.62	2,258.87	549.25	Short
Sub-Totals	196.000			6,356.52	6,356.52	8,033.73	1,677.21	
ADMIRAL GROUP PLC,CARDIFF	152.000	1/28/09	4/16/09	2,067.20	2,067.20	1,957.46	(109.74)	Short
	33.000	7/8/09	8/25/09	468.28	468.28	561.22	92.94	Short
	161.000	7/8/09	11/9/09	2,284.66	2,284.66	2,808.73	524.07	Short
Sub-Totals	346.000			4,820.14	4,820.14	5,327.41	507.27	
ADOBE SYSTEMS	412.000	1/28/09	2/4/09	8,564.16	8,564.16	8,234.96	(329.20)	Short
ADVANTEST CORP NEW	10.000	7/28/09	8/18/09	201.70	201.70	248.06	46.36	Short
	28 000	7/28/09	9/3/09	564.75	564.75	692.04	127.29	Short
	92.000	7/28/09	10/29/09	1,855.61	1,855.61	2,104.57	248.96	Short
	16 000	8/10/09	10/29/09	372.09	372.09	366.01	(6.08)	Short
	22.000	10/9/09	10/29/09	576.97	576.97	503.27	(73.70)	Short
	16.000	10/9/09	10/29/09	420.28	420.28	366.01	(54.27)	Short
Sub-Totals	184.000			3,991.40	3,991.40	4,279.96	288.56	
ADVNC D INFO SV PUB LTD SP ADR	974.000	9/8/09	12/29/09	2,687.36	2,687.36	2,429.96	(257.40)	Short
AFFILIATED COMPUTER SVC A	38.000	1/28/09	12/21/09	1,706.89	1,706.89	2,254.86	547.97	Short
	5.000	5/22/09	12/21/09	222.05	222.05	296.69	74.64	Short
Sub-Totals	43.000			1,928.94	1,928.94	2,551.55	622.61	
AIR LIQUIDE ADR	36.000	1/28/09	10/14/09	556.20	556.20	841.69	285.49	Short
ALABAMA PWR CO 5 7/8 3-15-46	21.000	2/10/09	12/8/09	495.89	495.89	529.12	33.23	Short
ALLSTATE CORP	93.000	1/28/09	9/9/09	2,714.44	2,714.44	2,664.07	(50.37)	Short
	22.000	5/8/09	12/21/09	546.74	546.74	643.94	97.20	Short
	23.000	6/2/09	12/21/09	608.81	608.81	673.22	64.41	Short
	62.000	1/28/09	12/23/09	1,809.63	1,809.63	1,855.61	45.98	Short
	10.000	5/8/09	12/23/09	248.52	248.52	299.29	50.77	Short
	56.000	6/15/09	12/23/09	1,372.54	1,372.54	1,676.03	303.49	Short
Sub-Totals	266.000			7,300.68	7,300.68	7,812.16	511.48	
ALSTOM-REGROUPEMENT-ORDSHR	59.000	1/28/09	5/5/09	3,115.20	3,115.20	3,731.65	616.45	Short
AMAZON COM INC	66.000	1/28/09	5/27/09	3,341.58	3,341.58	5,223.26	1,881.68	Short
	3.000	1/28/09	10/27/09	151.89	151.89	368.45	216.56	Short
	34.000	1/28/09	12/21/09	1,721.42	1,721.42	4,504.29	2,782.87	Short
	18.000	1/28/09	12/23/09	911.34	911.34	2,481.77	1,570.43	Short
Sub-Totals	121.000			6,126.23	6,126.23	12,577.77	6,451.54	
AMEREN CORP (HLDG CO)	19.000	1/28/09	2/18/09	656.98	656.98	503.06	(153.92)	Short
ANADARKO PETE	58.000	1/28/09	9/22/09	2,253.76	2,253.76	3,696.24	1,442.48	Short
ANGLO AMERICAN PLC ADR NEW	331.000	1/28/09	2/24/09	3,367.66	3,367.66	2,497.87	(869.79)	Short

	92.000	9/23/09	12/23/09	1,571.52	1,571.52	1,950.34	378.82	Short
	10.000	11/25/09	12/23/09	223.86	223.86	211.99	(11.87)	Short
	9.000	12/21/09	12/23/09	191.62	191.62	190.80	(0.82)	Short
Sub-Totals	442.000			5,354.66	5,354.66	4,851.00	(503.66)	
ANNALY CAPITAL MNGMT INC	42.000	2/9/09	12/23/09	636.30	636.30	781.68	145.38	Short
	41.000	5/22/09	12/23/09	575.64	575.64	763.07	187.43	Short
	53.000	8/19/09	12/23/09	899.98	899.98	986.41	86.43	Short
Sub-Totals	136.000			2,111.92	2,111.92	2,531.16	419.24	
AON CORP	41.000	9/9/09	12/23/09	1,744.25	1,744.25	1,587.88	(156.37)	Short
APACHE CORP	20.000	3/4/09	12/21/09	1,125.41	1,125.41	2,047.74	922.33	Short
	10.000	1/28/09	12/23/09	775.66	775.66	1,044.77	269.11	Short
	23.000	3/4/09	12/23/09	1,294.22	1,294.22	2,402.97	1,108.75	Short
	24.000	10/16/09	12/23/09	2,463.00	2,463.00	2,507.45	44.45	Short
Sub-Totals	77.000			5,658.29	5,658.29	8,002.93	2,344.64	
APPLE INC	43.000	1/28/09	9/22/09	4,043.12	4,043.12	7,923.40	3,880.28	Short
	15.000	1/28/09	12/23/09	1,410.39	1,410.39	3,027.67	1,617.28	Short
Sub-Totals	58.000			5,453.51	5,453.51	10,951.07	5,497.56	
ARCELORMITTAL SALUXEMBOURG NEW	30.000	5/7/09	9/2/09	822.00	822.00	1,016.69	194.69	Short
ASBC CAP I 7 5/8 6-15-32	15.000	1/28/09	11/10/09	287.13	287.13	289.44	2.31	Short
AT&T INC	320.000	1/28/09	10/23/09	8,198.40	8,198.40	8,203.88	5.48	Short
	92.000	1/28/09	12/23/09	2,356.89	2,356.89	2,566.87	209.98	Short
	72.000	11/11/09	12/23/09	1,900.00	1,900.00	2,008.86	108.86	Short
Sub-Totals	484.000			12,455.29	12,455.29	12,779.61	324.32	
AT&T INC 6.375% 6 3/8 2-15-56	13.000	1/28/09	2/4/09	329.70	329.90	324.67	(5.23)	Short
BAC CAP TR X 6 1/4 3-29-55	11.000	1/28/09	5/20/09	157.28	157.28	174.80	17.52	Short
BAC CAPITAL TRUST 6 7/8 8-02-55	48.000	1/28/09	5/20/09	779.52	779.52	845.24	65.72	Short
BAE SYS PLC SPON ADR	55.000	1/28/09	10/9/09	1,269.40	1,269.40	1,111.33	(158.07)	Short
BANCO SANTANDER BRASIL SA ADS	109.000	12/4/09	12/23/09	1,492.22	1,492.22	1,476.09	(16.13)	Short
BANK OF AMER 6.625 SERIES	15.000	1/28/09	3/4/09	171.00	171.00	94.49	(76.51)	Short
BANK OF AMER 8.625 NON-CUM 8	82.000	1/28/09	3/4/09	1,210.32	1,210.32	532.99	(677.33)	Short
BANK OF AMERICA	15.000	1/28/09	3/4/09	177.75	177.75	100.49	(77.26)	Short
BANK OF AMERICA 8.20% SER H	81.000	1/28/09	3/4/09	1,223.10	1,223.10	554.84	(668.26)	Short
BANK SARASIN & CIE-REG B	0.000	1/28/09	9/23/09	0.00	0.00	37.33	37.33	Cash in Lieu
BANK YOKOHAMA LTD JPN ADR	143.000	1/28/09	3/3/09	7,784.92	7,784.92	5,860.26	(1,924.66)	Short
BARCLAYS BANK PLC 8.125% ADR	39.000	1/28/09	12/21/09	579.15	579.15	947.28	368.13	Short
BARRICK GOLD CORP	19.000	4/7/09	12/14/09	562.97	562.97	759.08	196.11	Short
BAXTER INTL INC	500.000	10/10/08	1/28/09	28,000.00E	28,000.00	28,973.84	973.84	Short
BAYER AG SPON ADR	109.000	1/28/09	5/5/09	6,203.19	6,203.19	5,520.70	(682.49)	Short
BB&T CAPITAL TR 8.950 9-15-63	15.000	1/28/09	12/16/09	367.99	367.99	394.52	26.53	Short
BECTON DICKINSON & CO	26.000	1/28/09	12/23/09	1,821.77	1,821.77	2,059.40	237.63	Short
BG GROUP PLC	19.000	1/28/09	8/11/09	1,331.71	1,331.71	1,572.25	240.54	Short
	8.000	1/28/09	10/28/09	560.72	560.72	725.18	164.46	Short
Sub-Totals	27.000			1,892.43	1,892.43	2,297.43	405.00	
BILFINGER BERGER AG UNSPON ADR	0.000	11/9/09	11/9/09	0.00A	0.00	258.68	258.68	Sale of Foreign Rights
BRANDYWINE REALTY TR SBI NEW	232.000	1/28/09	9/22/09	1,644.41	1,644.41	2,652.27	1,007.86	Short
BROADRIDGE FIN SOLU.LLC	33.000	1/28/09	12/21/09	453.68	453.68	742.48	288.80	Short
CABLEVISION SYSTEMS CORP	17.000	1/28/09	12/21/09	286.04	286.04	447.26	161.22	Short

	34.000	5/22/09	12/21/09	657.90	657.90	894.51	236.61	Short
Sub-Totals	51.000			943.94	943.94	1,341.77	397.83	
CANADIAN NATL RAILWAY CO	36.000	6/16/09	12/21/09	1,539.40	1,539.40	1,932.43	393.03	Short
	42.000	6/16/09	12/23/09	1,795.96	1,795.96	2,276.34	480.38	Short
Sub-Totals	78.000			3,335.36	3,335.36	4,208.77	873.41	
CATERPILLAR INC	256.000	1/28/09	8/3/09	8,450.05	8,450.05	11,455.85	3,005.80	Short
CBS CORP 6.75% 6 3/4 3-27-56	21.000	1/28/09	12/21/09	304.53	304.53	444.85	140.32	Short
	21.000	3/11/09	12/21/09	216.17	216.17	444.84	228.67	Short
Sub-Totals	42.000			520.70	520.70	889.69	368.99	
CELGENE CORP	37.000	11/23/09	12/23/09	2,046.96	2,046.96	2,104.87	57.91	Short
CHEVRON CORP	178.000	1/28/09	4/15/09	12,968.37	12,968.37	11,735.94	(1,232.43)	Short
CHINA MOBILE LTD	64.000	6/10/09	12/1/09	3,366.58	3,366.58	3,046.33	(320.25)	Short
	7.000	7/1/09	12/1/09	355.59	355.59	333.19	(22.40)	Short
Sub-Totals	71.000			3,722.17	3,722.17	3,379.52	(342.65)	
CHUBB CORP	41.000	1/28/09	4/1/09	1,784.24	1,784.24	1,722.57	(61.67)	Short
	42.000	6/24/09	12/23/09	1,652.63	1,652.63	2,041.98	389.35	Short
	30.000	8/5/09	12/23/09	1,427.09	1,427.09	1,458.56	31.47	Short
Sub-Totals	113.000			4,863.96	4,863.96	5,223.11	359.15	
CISCO SYS INC	495.000	1/28/09	8/21/09	8,394.41	8,394.41	10,915.70	2,521.29	Short
CITIGROUP CAP IX 6.000 2-14-33	15.000	1/28/09	6/4/09	165.79	165.79	208.37	42.58	Short
	3.000	3/27/09	6/4/09	23.20	23.20	41.67	18.47	Short
Sub-Totals	18.000			188.99	188.99	250.04	61.05	
CITIGROUP CAP VII 7 1/8 7-31-31	13.000	1/28/09	6/4/09	156.96	156.96	207.86	50.90	Short
	2.000	3/27/09	6/4/09	18.62	18.62	31.98	13.36	Short
Sub-Totals	15.000			175.58	175.58	239.84	64.26	
CITIGROUP CAP X 6.100 9-30-33	15.000	1/28/09	6/4/09	168.84	168.84	208.88	40.04	Short
	4.000	3/27/09	6/4/09	31.77	31.77	55.70	23.93	Short
Sub-Totals	19.000			200.61	200.61	264.58	63.97	
CITIGROUP CAP XI 6.000 9-27-34	14.000	1/28/09	6/4/09	156.41	156.41	192.24	35.83	Short
	4.000	3/27/09	6/4/09	31.15	31.15	54.93	23.78	Short
	26.000	5/13/09	6/4/09	318.20	318.20	357.02	38.82	Short
Sub-Totals	44.000			505.76	505.76	604.19	98.43	
CITIGROUP CAP XIV 6 7/8 6-30-66	14.000	1/28/09	5/13/09	159.15	159.15	259.28	100.13	Short
	2.000	3/27/09	5/13/09	17.08	17.08	37.04	19.96	Short
Sub-Totals	16.000			176.23	176.23	296.32	120.09	
CITIGROUP CAPITAL 6.350 3-15-67	15.000	1/28/09	6/4/09	160.92	160.92	230.15	69.23	Short
	3.000	3/27/09	6/4/09	23.04	23.04	46.03	22.99	Short
Sub-Totals	18.000			183.96	183.96	276.18	92.22	
CITIGROUP INC 8.500% SER F	18.000	1/28/09	2/27/09	181.54	181.54	116.09	(65.45)	Short
CITIGROUP VIII 6.950 9-15-31	13.000	1/28/09	6/4/09	158.84	158.84	209.93	51.09	Short
	4.000	3/27/09	6/4/09	35.41	35.41	64.60	29.19	Short
Sub-Totals	17.000			194.25	194.25	274.53	80.28	
CLOROX CO DE	5.000	11/9/09	12/23/09	303.58	303.58	308.44	4.86	Short
	24.000	11/18/09	12/23/09	1,442.52	1,442.52	1,480.52	38.00	Short
Sub-Totals	29.000			1,746.10	1,746.10	1,788.96	42.86	
COLGATE PALMOLIVE CO	27.000	1/28/09	12/21/09	1,707.10	1,707.10	2,253.36	546.26	Short
	25.000	1/28/09	12/23/09	1,580.65	1,580.65	2,081.94	501.29	Short
Sub-Totals	52.000			3,287.75	3,287.75	4,335.30	1,047.55	
COMP DE BEB AMBEV SP ADR	20.000	1/28/09	5/12/09	823.00	823.00	1,184.05	361.05	Short
	32.000	1/28/09	6/2/09	1,316.80	1,316.80	2,141.70	824.90	Short
	5.000	3/3/09	6/2/09	186.76	186.76	334.64	147.88	Short
								Sale of Foreign Rights
	0.000	6/22/09	6/22/09	0.00A	0.00	1.80	1.80	Short
	10.000	3/3/09	10/27/09	373.53	373.53	925.75	552.22	Short
	4.000	3/3/09	11/10/09	149.41	149.41	401.00	251.59	Short
	25.000	4/3/09	11/10/09	1,310.03	1,310.03	2,506.23	1,196.20	Short
Sub-Totals	96.000			4,159.53	4,159.53	7,495.17	3,335.64	
COMPANIA VALE ADR	205.000	1/28/09	3/3/09	2,638.35	2,638.35	2,217.83	(420.52)	Short

CONS EDISON INC (HLDG CO)	12.000	1/28/09	11/6/09	491.71	491.71	499.52	7.81	Short
	6.000	1/28/09	12/21/09	245.86	245.86	274.97	29.11	Short
	28.000	1/28/09	12/23/09	1,147.33	1,147.33	1,278.72	131.39	Short
Sub-Totals	46.000			1,884.90	1,884.90	2,053.21	168.31	
COSTCO WHOLESALE CORP NEW	23.000	1/28/09	12/21/09	1,104.37	1,104.37	1,363.63	259.26	Short
	37.000	1/28/09	12/23/09	1,776.59	1,776.59	2,218.46	441.87	Short
Sub-Totals	60.000			2,880.96	2,880.96	3,582.09	701.13	
COVIDIEN PLC NEW	13.000	1/28/09	12/21/09	490.59	490.59	605.15	114.56	Short
	13.000	5/22/09	12/21/09	459.29	459.29	605.14	145.85	Short
	12.000	1/28/09	12/23/09	452.86	452.86	578.98	126.12	Short
Sub-Totals	38.000			1,402.74	1,402.74	1,789.27	386.53	
CREDICORP LTD	10.000	1/28/09	8/27/09	441.00	441.00	709.33	268.33	Short
	39.000	1/28/09	9/24/09	1,719.90	1,719.90	2,941.26	1,221.36	Short
Sub-Totals	49.000			2,160.90	2,160.90	3,650.59	1,489.69	
CREDIT SUISSE GU 7.9%	39.000	10/29/09	12/21/09	976.95	976.95	991.74	14.79	Short
CRH PLC ADR	0.000	3/30/09	3/30/09	0.00A	0.00	175.82	175.82	Sale of Foreign Rights
	105.000	1/28/09	7/2/09	2,643.90	2,643.90	2,304.43	(339.47)	Short
Sub-Totals	105.000			2,643.90	2,643.90	2,480.25	(163.65)	
CVS CAREMARK CORP	54.000	1/28/09	5/13/09	1,515.15	1,515.15	1,717.08	201.93	Short
	91.000	1/28/09	12/2/09	2,553.32	2,553.32	2,802.67	249.35	Short
Sub-Totals	145.000			4,068.47	4,068.47	4,519.75	451.28	
DENSO CORP LTD ADR	5.000	3/5/09	5/5/09	380.46	380.46	519.52	139.06	Short
	23.000	3/5/09	5/20/09	1,750.11	1,750.11	2,174.45	424.34	Short
Sub-Totals	28.000			2,130.57	2,130.57	2,693.97	563.40	
8.05 DEUTSCHE BK CONT CAP TR V	59.000	1/28/09	3/4/09	1,015.78	1,015.78	598.84	(416.94)	Short
DEUTSCHE BOERSE AG - REG SHS	32.000	1/28/09	7/9/09	1,780.80	1,780.80	2,258.24	477.44	Short
1ADS DEUTSCHE TELEKOM AG 1 ORD	320.000	1/28/09	5/5/09	4,258.40	4,258.40	3,572.32	(686.08)	Short
	130.000	3/2/09	5/5/09	1,517.15	1,517.15	1,451.26	(65.89)	Short
Sub-Totals	450.000			5,775.55	5,775.55	5,023.58	(751.97)	
DIAGEO PLC SPON ADR NEW	37.000	1/28/09	12/23/09	1,997.33	1,997.33	2,541.46	544.13	Short
DOMINION RES INC (NEW)	217.000	1/28/09	10/15/09	7,702.81	7,702.81	7,457.57	(245.24)	Short
INC DREAMWORKS ANIMATION SKG	33.000	1/28/09	12/23/09	719.33	719.33	1,319.63	600.30	Short
E.ON AG	87.000	1/28/09	2/3/09	2,997.15	2,997.15	2,894.43	(102.72)	Short
EAST JAPAN RY CO ADR	64.000	1/28/09	6/12/09	764.80	764.80	607.22	(157.58)	Short
	207.000	1/28/09	7/31/09	2,473.65	2,473.65	1,947.14	(526.51)	Short
	70.000	2/25/09	7/31/09	667.30	667.30	658.45	(8.85)	Short
Sub-Totals	341.000			3,905.75	3,905.75	3,212.81	(692.94)	
EATON CORPORATION	48.000	1/28/09	10/21/09	2,227.78	2,227.78	3,095.21	867.43	Short
ECOLAB INC	42.000	1/28/09	12/21/09	1,479.74	1,479.74	1,889.53	409.79	Short
	46.000	1/28/09	12/23/09	1,620.67	1,620.67	2,067.64	446.97	Short
Sub-Totals	88.000			3,100.41	3,100.41	3,957.17	856.76	
ADR EFG EURO BANK ERGASIAS UNSP	124.000	4/16/09	8/18/09	495.05	495.05	785.30	290.25	Short
	0.000	4/16/09	8/21/09	0.00	0.00	2.48	2.48	Cash in Lieu
	122.000	4/16/09	8/26/09	476.34	476.34	934.10	457.76	Short
	194.000	4/16/09	9/2/09	757.45	757.45	1,317.53	560.08	Short
	144.000	4/16/09	10/15/09	562.23	562.23	1,279.93	717.70	Short
	85.000	4/16/09	12/7/09	331.87	331.87	553.15	221.28	Short
	79.000	6/9/09	12/7/09	438.58	438.58	514.10	75.52	Short
	219.000	6/23/09	12/7/09	1,061.78	1,061.78	1,425.17	363.39	Short
Sub-Totals	967.000			4,123.30	4,123.30	6,811.76	2,688.46	
ELISA COMM OYJ A .5EUR ORD	177.000	1/28/09	2/17/09	3,017.85	3,017.85	2,444.21	(573.64)	Short
EMC CORP MASS	99.000	10/6/09	12/23/09	1,727.24	1,727.24	1,738.39	11.15	Short
EMERSON ELECTRIC CO	35.000	1/28/09	12/21/09	1,223.53	1,223.53	1,480.46	256.93	Short

		53.000	1/28/09	12/23/09	1,852.77	1,852.77	2,266.75	413.98	Short
	Sub-Totals	88.000			3,076.30	3,076.30	3,747.21	670.91	
	ENDURANCE SPCLTY HLDGS LTD	43.000	5/7/09	12/23/09	1,102.20	1,102.20	1,609.88	507.68	Short
		7.000	8/20/09	12/23/09	237.40	237.40	262.07	24.67	Short
	Sub-Totals	50.000			1,339.60	1,339.60	1,871.95	532.35	
	ENTERGY CORP NEW	11.000	1/28/09	12/23/09	879.78	879.78	911.43	31.65	Short
		8.000	5/22/09	12/23/09	584.24	584.24	662.86	78.62	Short
	Sub-Totals	19.000			1,464.02	1,464.02	1,574.29	110.27	
	ENTERGY MISS INC 7 1/4 12-01-32	15.000	3/11/09	7/29/09	350.84	350.84	376.75	25.91	Short
		1.000	5/1/09	7/29/09	24.53	24.56	25.12	0.56	Short
		8.000	5/1/09	7/29/09	196.27	196.46	200.93	4.47	Short
	Sub-Totals	24.000			571.64	571.86	602.80	30.94	
	EXELON CORP	150.000	1/28/09	5/27/09	8,546.70	8,546.70	7,117.13	(1,429.57)	Short
	EXPEDITORS INTL WASH INC	285.000	1/28/09	10/9/09	8,564.25	8,564.25	9,536.28	972.03	Short
	EXXON MOBIL CORP	50.000	1/28/09	12/23/09	3,914.90	3,914.90	3,416.41	(498.49)	Short
ADR	FAMILYMART CO LTD UNSPONS	28.000	9/15/09	12/4/09	865.46	865.46	907.99	42.53	Short
	FPL GROUP INC	51.000	1/28/09	8/19/09	2,624.05	2,624.05	2,895.27	271.22	Short
		41.000	1/28/09	9/16/09	2,109.53	2,109.53	2,255.18	145.65	Short
	Sub-Totals	92.000			4,733.58	4,733.58	5,150.45	416.87	
	FREEPORT MCMORAN CP&GLD	30.000	10/6/09	12/23/09	2,100.77	2,100.77	2,414.33	313.56	Short
AG&CO	FRESENIUS MEDICAL CARE	28.000	1/28/09	10/14/09	1,280.38	1,280.38	1,392.12	111.74	Short
	GABELLI SMALL CAP GRW AAA	1,758.087	7/11/08	1/27/09	49,999.99E	49,999.99	34,189.89	(15,810.10)	Short
	DIVIDEND REINVESTMENT	6.289	11/26/08	1/27/09	123.07E	123.07	122.32	(0.75)	Short
	DIVIDEND REINVESTMENT	122.356	11/26/08	1/27/09	2,394.51E	2,394.51	2,379.48	(15.03)	Short
	Sub-Totals	1,886.732			52,517.57	52,517.57	36,691.69	(15,825.88)	
	GDF SUEZ-SPON ADR	24.000	1/28/09	10/14/09	1,014.48	1,014.48	1,068.11	53.63	Short
		53.000	1/28/09	10/16/09	2,240.31	2,240.31	2,362.29	121.98	Short
		34.000	5/5/09	10/16/09	1,270.28	1,270.28	1,515.43	245.15	Short
	Sub-Totals	111.000			4,525.07	4,525.07	4,945.83	420.76	
33	GEORGIA POWER CO 6.000 10-15-	29.000	1/28/09	4/23/09	723.53	723.53	727.06	3.53	Short
	GLAXOSMITHKLINE PLC ADS	23.000	1/28/09	10/27/09	828.87	828.87	940.10	111.23	Short
		38.000	1/28/09	12/23/09	1,369.44	1,369.44	1,601.65	232.21	Short
	Sub-Totals	61.000			2,198.31	2,198.31	2,541.75	343.44	
	GOLD FIELDS LTD. SP. ADR	27.000	1/28/09	12/23/09	261.58	261.58	361.52	99.94	Short
		72.000	10/27/09	12/23/09	976.74	976.74	964.05	(12.69)	Short
	Sub-Totals	99.000			1,238.32	1,238.32	1,325.57	87.25	
	GOLDMAN SACHS GRP INC	21.000	1/28/09	5/13/09	1,802.98	1,802.98	2,760.76	957.78	Short
		15.000	1/28/09	10/16/09	1,287.85	1,287.85	2,790.09	1,502.24	Short
		1.000	1/28/09	12/23/09	85.86	85.86	163.64	77.78	Short
		25.000	3/11/09	12/23/09	2,258.55	2,258.55	4,090.89	1,832.34	Short
	Sub-Totals	62.000			5,435.24	5,435.24	9,805.38	4,370.14	
	GOOGLE INC-CL A	6.000	2/5/09	9/22/09	2,062.03	2,062.03	3,008.02	945.99	Short
		3.000	2/5/09	12/21/09	1,031.01	1,031.01	1,794.01	763.00	Short
		3.000	2/5/09	12/23/09	1,031.01	1,031.01	1,829.14	798.13	Short
	Sub-Totals	12.000			4,124.05	4,124.05	6,631.17	2,507.12	
	GREAT PLAINS ENERGY INC	38.000	1/28/09	12/21/09	748.45	748.45	768.34	19.89	Short
	H J HEINZ CO	6.000	11/17/09	12/23/09	254.14	254.14	257.63	3.49	Short
		31.000	12/2/09	12/23/09	1,345.65	1,345.65	1,331.10	(14.55)	Short
	Sub-Totals	37.000			1,599.79	1,599.79	1,588.73	(11.06)	
	HASBRO INC	11.000	5/22/09	12/23/09	251.57	251.57	351.00	99.43	Short
		65.000	6/10/09	12/23/09	1,690.99	1,690.99	2,074.09	383.10	Short
		33.000	12/2/09	12/23/09	1,006.17	1,006.17	1,053.00	46.83	Short
	Sub-Totals	109.000			2,948.73	2,948.73	3,478.09	529.36	
	HCP INCORPORATED	26.000	1/28/09	12/21/09	654.26	654.26	805.45	151.19	Short
		15.000	5/22/09	12/21/09	325.80	325.80	464.69	138.89	Short
	Sub-Totals	41.000			980.06	980.06	1,270.14	290.08	

HENRY SCHEIN INC	60.000	1/28/09	6/17/09	2,329.20	2,329.20	2,672.63	343.43	Short
HESS CORPORATION	55.000	1/28/09	12/23/09	3,289.36	3,289.36	3,258.11	(31.25)	Short
HEWLETT PACKARD	61.000	1/28/09	6/24/09	2,262.49	2,262.49	2,287.86	25.37	Short
	94.000	1/28/09	7/1/09	3,486.46	3,486.46	3,665.70	179.24	Short
	60.000	1/28/09	12/21/09	2,224.96	2,224.96	3,127.72	902.76	Short
	43.000	1/28/09	12/23/09	1,594.56	1,594.56	2,246.26	651.70	Short
Sub-Totals	258.000			9,568.47	9,568.47	11,327.54	1,759.07	
HONDA MOTOR COMPANY LTD								
ADR	27.000	8/6/09	12/23/09	880.14	880.14	914.47	34.33	Short
	18.000	10/13/09	12/23/09	561.12	561.12	609.64	48.52	Short
Sub-Totals	45.000			1,441.26	1,441.26	1,524.11	82.85	
HSBC HOLDINGS PLC 8.125%	23.000	1/28/09	2/25/09	498.98	498.98	407.87	(91.11)	Short
HUTCHISON TELECOM INTL LTD	580.000	1/28/09	12/2/09	2,317.22	2,317.22	1,753.40	(563.82)	Short
	217.000	5/22/09	12/2/09	635.68	635.68	656.02	20.34	Short
Sub-Totals	797.000			2,952.90	2,952.90	2,409.42	(543.48)	
HUTCHISON TELECOMMUNICATIONS	580.000	5/12/09	6/2/09	943.23	943.23	1,072.97	129.74	Short
INFINEON TECHNOLOGIES AG	241.000	7/10/09	9/28/09	899.03	899.03	1,232.60	333.57	Short
	440.000	7/10/09	10/1/09	1,641.38	1,641.38	2,464.16	822.78	Short
	155.000	8/17/09	10/1/09	716.30	716.30	868.06	151.76	Short
	300.000	8/18/09	10/1/09	922.06	922.06	1,680.11	758.05	Short
Sub-Totals	1,136.000			4,178.77	4,178.77	6,244.93	2,066.16	
ING GROEP NV 06.375%	46.000	1/28/09	8/31/09	562.30	562.30	586.48	24.18	Short
	39.000	1/28/09	9/24/09	476.74	476.74	573.61	96.87	Short
Sub-Totals	85.000			1,039.04	1,039.04	1,160.09	121.05	
ING GROEP NV 6.2000% SER	29.000	1/28/09	8/31/09	339.59	339.59	380.47	40.88	Short
ING GROEP NV 7.2% SER	25.000	1/28/09	8/24/09	349.00	349.00	400.23	51.23	Short
ING GROEP NV 7.375%	61.000	1/28/09	9/23/09	858.67	858.67	1,036.43	177.76	Short
ING GROEP NV 8.50%	43.000	4/7/09	9/23/09	487.40	487.40	820.69	333.29	Short
ING GROUP NV 7.0500% SER PFD	51.000	1/28/09	8/12/09	672.14	672.14	1,022.51	350.37	Short
INTEGRYS ENERGY GROUP INC	50.000	1/28/09	12/21/09	2,094.60	2,094.60	2,133.44	38.84	Short
INTEL CORP	94.000	1/28/09	4/8/09	1,322.52	1,322.52	1,460.86	138.34	Short
	188.000	1/28/09	5/6/09	2,645.05	2,645.05	3,025.74	380.69	Short
	136.000	1/28/09	12/23/09	1,913.44	1,913.44	2,729.71	816.27	Short
				5,881.01	5,881.01	7,216.31	1,335.30	
Sub-Totals	418.000							
INTERCONTINENTALEXCHANGE, INC	18.000	8/3/09	12/21/09	1,718.12	1,718.12	1,941.61	223.49	Short
	21.000	8/3/09	12/23/09	2,004.48	2,004.48	2,288.10	283.62	Short
Sub-Totals	39.000			3,722.60	3,722.60	4,229.71	507.11	
INTESA SANPAOLO S.P.A. ADR	105.000	1/28/09	5/18/09	2,115.75	2,115.75	2,119.47	3.72	Short
INTL BUSINESS MACHINES CORP	15.000	1/28/09	2/25/09	1,402.50	1,402.50	1,246.20	(156.30)	Short
	20.000	1/28/09	3/4/09	1,870.00	1,870.00	1,768.58	(101.42)	Short
	13.000	5/18/09	12/21/09	1,344.78	1,344.78	1,674.35	329.57	Short
	25.000	1/28/09	12/23/09	2,337.50	2,337.50	3,246.41	908.91	Short
	16.000	5/18/09	12/23/09	1,655.11	1,655.11	2,077.70	422.59	Short
Sub-Totals	89.000			8,609.89	8,609.89	10,013.24	1,403.35	
ISHARES BARCLAYS AGG.BD FD	2,000.000	7/11/08	1/28/09	202,120.00E	202,120.00	204,945.05	2,825.05	Short
ISHARES BARCLAYS 1-3 YR TSY	121.000	1/28/09	12/23/09	10,205.14	10,205.14	10,085.27	(119.87)	Short
ISHARES IBOX \$ H/Y CORP BND	54.000	1/28/09	9/22/09	4,079.70	4,079.70	4,627.68	547.98	Short
	9.000	1/28/09	12/21/09	679.95	679.95	790.36	110.41	Short
	32.000	10/7/09	12/21/09	2,704.64	2,704.64	2,810.16	105.52	Short
	216.000	1/28/09	12/23/09	16,318.80	16,318.80	19,070.68	2,751.88	Short
Sub-Totals	311.000			23,783.09	23,783.09	27,298.88	3,515.79	
ISHARES MSCI EAFE FUND	1,000.000	7/11/08	1/28/09	65,690.00E	65,690.00	40,891.37	(24,798.63)	Short
ISHARES MSCI JAPAN INDEX FUND	598.000	1/28/09	3/5/09	5,382.00	5,382.00	4,236.74	(1,145.26)	Short

	1,343.000	1/28/09	7/28/09	12,087.00	12,087.00	12,944.30	857.30	Short
	436.000	12/4/09	12/23/09	4,336.33	4,336.33	4,295.57	(40.76)	Short
Sub-Totals	2,377.000			21,805.33	21,805.33	21,476.81	(328.72)	
ISHARES RUSSELL MIDCAP INDX								
FD	41.000	7/11/08	1/28/09	3,741.25E	3,741.25	2,408.24	(1,333.01)	Short
	36.000	7/11/08	1/28/09	3,285.00E	3,285.00	2,114.56	(1,170.44)	Short
	98.000	7/11/08	1/28/09	8,942.50E	8,942.50	5,756.29	(3,186.21)	Short
	125.000	7/11/08	1/28/09	11,406.25E	11,406.25	7,342.21	(4,064.04)	Short
Sub-Totals	300.000			27,375.00	27,375.00	17,621.30	(9,753.70)	
ISHARES RUSSELL 1000 GR INDEX								
	1,000.000	7/11/08	1/28/09	53,490.00E	53,490.00	36,784.79	(16,705.21)	Short
ISHARES RUSSELL 2000 INDEX FD								
	400.000	7/11/08	1/28/09	26,496.00E	26,496.00	18,747.25	(7,748.75)	Short
IVANHOE MINES LTD								
	471.000	1/28/09	9/22/09	1,378.52	1,378.52	5,779.96	4,401.44	Short
	53.000	1/28/09	12/21/09	155.12	155.12	758.94	603.82	Short
Sub-Totals	524.000			1,533.64	1,533.64	6,538.90	5,005.26	
JARDINE MATHESON HLDGS LTD								
ADR	49.000	1/28/09	4/27/09	1,006.95	1,006.95	987.29	(19.66)	Short
	87.000	1/28/09	10/12/09	1,787.85	1,787.85	2,647.90	860.05	Short
	15.000	1/28/09	10/28/09	308.25	308.25	457.18	148.93	Short
Sub-Totals	151.000			3,103.05	3,103.05	4,092.37	989.32	
JOHNSON & JOHNSON								
	40.000	1/28/09	12/23/09	2,326.72	2,326.72	2,583.93	257.21	Short
	7.000	4/22/09	12/23/09	362.26	362.26	452.19	89.93	Short
	38.000	10/28/09	12/23/09	2,274.06	2,274.06	2,454.73	180.67	Short
Sub-Totals	85.000			4,963.04	4,963.04	5,490.85	527.81	
JPMORGAN XIX-S 6 5/8 9-29-36								
	29.000	1/28/09	12/11/09	614.09	614.09	712.31	98.22	Short
JUNIPER NETWORKS								
	96.000	5/27/09	12/23/09	2,348.31	2,348.31	2,532.51	184.20	Short
K PLUS S AG SHS								
	31.000	1/28/09	8/24/09	1,593.40	1,593.40	1,762.79	169.39	Short
	60.000	1/28/09	9/23/09	3,084.00	3,084.00	3,324.65	240.65	Short
	4.000	6/19/09	9/23/09	234.93	234.93	221.64	(13.29)	Short
Sub-Totals	95.000			4,912.33	4,912.33	5,309.08	396.75	
KAO CORP SPONS ADR								
	16.000	1/28/09	7/29/09	4,417.60	4,417.60	3,524.05	(893.55)	Short
KIRIN BREWERY CO LTD SPONS								
ADR	54.000	7/14/09	10/13/09	829.16	829.16	817.55	(11.61)	Short
KONAMI CORP								
	175.000	1/28/09	2/3/09	3,734.43	3,734.43	3,302.07	(432.36)	Short
KONINKLIJKE AHOLD ADR								
	195.000	1/28/09	4/17/09	2,379.00	2,379.00	2,100.15	(278.85)	Short
	107.000	1/28/09	5/5/09	1,305.40	1,305.40	1,173.76	(131.64)	Short
	177.000	3/4/09	5/5/09	1,871.56	1,871.56	1,941.63	70.07	Short
Sub-Totals	479.000			5,555.96	5,555.96	5,215.54	(340.42)	
KROGER CO								
	334.000	1/28/09	9/17/09	8,279.29	8,279.29	6,924.17	(1,355.12)	Short
	96.000	1/28/09	12/23/09	2,379.65	2,379.65	1,988.20	(391.45)	Short
Sub-Totals	430.000			10,658.94	10,658.94	8,912.37	(1,746.57)	
LOCKHEED MARTIN CORP								
	20.000	1/28/09	4/22/09	1,640.80	1,640.80	1,501.27	(139.53)	Short
	19.000	1/28/09	12/2/09	1,558.76	1,558.76	1,487.91	(70.85)	Short
	77.000	1/28/09	12/23/09	6,317.08	6,317.08	5,827.21	(489.87)	Short
Sub-Totals	116.000			9,516.64	9,516.64	8,816.39	(700.25)	
LOWES COMPANIES INC								
	43.000	1/28/09	12/21/09	861.22	861.22	1,024.23	163.01	Short
	90.000	1/28/09	12/23/09	1,802.56	1,802.56	2,107.92	305.36	Short
Sub-Totals	133.000			2,663.78	2,663.78	3,132.15	468.37	
MACY'S INC								
	164.000	8/12/09	12/22/09	2,615.26	2,615.26	2,858.34	243.08	Short
MATTEL INC								
	28.000	1/28/09	12/21/09	426.66	426.66	559.98	133.32	Short
	11.000	5/22/09	12/21/09	155.32	155.32	219.99	64.67	Short
Sub-Totals	39.000			581.98	581.98	779.97	197.99	
MC DONALDS CORP								
	35.000	1/28/09	12/23/09	2,049.53	2,049.53	2,218.24	168.71	Short
MCDERMOTT INTERNATIONAL INC								
	52.000	1/28/09	12/21/09	586.98	586.98	1,216.76	629.78	Short
MEDCO HEALTH SOLUTIONS INC								
	187.000	1/28/09	3/2/09	8,414.61	8,414.61	7,153.99	(1,260.62)	Short
MEDTRONIC INC								
	8.000	8/19/09	12/23/09	296.01	296.01	350.95	54.94	Short
	61.000	9/2/09	12/23/09	2,330.97	2,330.97	2,676.01	345.04	Short
Sub-Totals	69.000			2,626.98	2,626.98	3,026.96	399.98	

MERCK & CO	80.000	1/28/09	7/29/09	2,287.87	2,287.87	2,389.03	101.16	Short
	91.000	1/28/09	10/28/09	2,602.45	2,602.45	2,930.25	327.80	Short
Sub-Totals	171.000			4,890.32	4,890.32	5,319.28	428.96	
MERCK & CO INC NEW COM	79.000	1/28/09	11/11/09	2,259.27	2,259.27	2,635.59	376.32	Short
	72.000	1/28/09	12/16/09	2,059.08	2,059.08	2,719.38	660.30	Short
Sub-Totals	151.000			4,318.35	4,318.35	5,354.97	1,036.62	
METLIFE INCORPORATED	121.000	1/28/09	12/23/09	3,877.41	3,877.41	4,294.52	417.11	Short
METROPOLITAN WEST TOT RET								
BD M	15,839.493	7/11/08	1/28/09	150,000.00E	150,000.00	142,713.83	(7,286.17)	Short
DIVIDEND REINVESTMENT	43.746	7/31/08	1/28/09	409.90E	409.90	394.15	(15.75)	Short
DIVIDEND REINVESTMENT	78.382	8/29/08	1/28/09	736.78E	736.78	706.22	(30.56)	Short
DIVIDEND REINVESTMENT	73.722	9/30/08	1/28/09	678.98E	678.98	664.24	(14.74)	Short
DIVIDEND REINVESTMENT	77.831	10/31/08	1/28/09	691.92E	691.92	701.26	9.34	Short
DIVIDEND REINVESTMENT	81.806	11/28/08	1/28/09	730.53E	730.53	737.07	6.54	Short
DIVIDEND REINVESTMENT	54.833	12/12/08	1/28/09	480.34E	480.34	494.05	13.71	Short
DIVIDEND REINVESTMENT	255.977	12/12/08	1/28/09	2,242.36E	2,242.36	2,306.35	63.99	Short
DIVIDEND REINVESTMENT	80.952	12/31/08	1/28/09	729.38E	729.38	729.38	0.00	Short
Sub-Totals	16,586.742			156,700.19	156,700.19	149,446.55	(7,253.64)	
MFA FINANCIAL INC	210.000	9/3/09	12/23/09	1,613.37	1,613.37	1,581.67	(31.70)	Short
MICROSOFT CORP	69.000	9/16/09	12/21/09	1,730.38	1,730.38	2,122.03	391.65	Short
	20.000	10/7/09	12/21/09	500.77	500.77	615.08	114.31	Short
	71.000	10/7/09	12/23/09	1,777.72	1,777.72	2,194.56	416.84	Short
Sub-Totals	160.000			4,008.87	4,008.87	4,931.67	922.80	
MILlicom Intl Cellular SA								
NEW	3.000	1/28/09	6/8/09	127.51	127.51	171.20	43.69	Short
	20.000	1/28/09	7/15/09	850.08	850.08	1,154.53	304.45	Short
	16.000	1/28/09	7/24/09	680.06	680.06	1,164.56	484.50	Short
	18.000	1/28/09	11/19/09	765.07	765.07	1,322.62	557.55	Short
	7.000	1/28/09	11/19/09	297.53	297.53	514.35	216.82	Short
	16.000	1/28/09	12/2/09	680.06	680.06	1,233.07	553.01	Short
	14.000	1/28/09	12/21/09	595.06	595.06	1,031.77	436.71	Short
Sub-Totals	94.000			3,995.37	3,995.37	6,592.10	2,596.73	
MITSUBISHI CORP SPONS ADR								
NEW	25.000	1/28/09	4/27/09	725.00	725.00	795.89	70.89	Short
	19.000	1/28/09	9/3/09	551.00	551.00	749.40	198.40	Short
	2.000	6/2/09	12/23/09	80.89	80.89	95.90	15.01	Short
	12.000	10/14/09	12/23/09	520.24	520.24	575.38	55.14	Short
	17.000	12/4/09	12/23/09	825.84	825.84	815.13	(10.71)	Short
Sub-Totals	75.000			2,702.97	2,702.97	3,031.70	328.73	
MITSUBISHI UFJ FINCL GRP ADS	455.000	7/2/09	9/30/09	2,849.98	2,849.98	2,441.92	(408.06)	Short
	149.000	9/8/09	9/30/09	879.62	879.62	799.66	(79.96)	Short
Sub-Totals	604.000			3,729.60	3,729.60	3,241.58	(488.02)	
MITSUI FUDOSAN CO LTD ADR	21.000	2/4/09	6/11/09	904.95	904.95	1,096.46	191.51	Short
	48.000	2/4/09	6/22/09	2,068.46	2,068.46	2,466.48	398.02	Short
Sub-Totals	69.000			2,973.41	2,973.41	3,562.94	589.53	
MONSANTO CO/NEW	22.000	1/28/09	12/23/09	1,760.13	1,760.13	1,805.93	45.80	Short
NESTLE SPON ADR REP REG SHR	48.000	1/28/09	3/4/09	1,688.16	1,688.16	1,440.33	(247.83)	Short
	45.000	1/28/09	4/8/09	1,582.65	1,582.65	1,555.24	(27.41)	Short
	29.000	1/28/09	10/9/09	1,019.93	1,019.93	1,208.38	188.45	Short
	68.000	1/28/09	11/11/09	2,391.56	2,391.56	3,230.19	838.63	Short
	7.000	6/5/09	12/21/09	250.46	250.46	337.95	87.49	Short
	7.000	7/8/09	12/21/09	264.60	264.60	337.95	73.35	Short
	15.000	1/28/09	12/23/09	527.55	527.55	734.23	206.68	Short
	27.000	1/28/09	12/23/09	949.59	949.59	1,321.61	372.02	Short
	16.000	6/5/09	12/23/09	572.48	572.48	783.18	210.70	Short
	43.000	8/19/09	12/23/09	1,727.80	1,727.80	2,104.79	376.99	Short
Sub-Totals	305.000			10,974.78	10,974.78	13,053.85	2,079.07	
NEWCREST MINING LTD SPONS								
ADR	43.000	1/28/09	12/23/09	909.45	909.45	1,332.13	422.68	Short
NIKE INC B	41.000	1/28/09	4/29/09	1,938.23	1,938.23	2,238.25	300.02	Short
	101.000	1/28/09	6/10/09	4,774.72	4,774.72	5,773.80	999.08	Short
	48.000	1/28/09	12/21/09	2,174.60	2,174.60	2,988.54	813.94	Short
	33.000	1/28/09	12/23/09	1,560.04	1,560.04	2,144.61	584.57	Short
	21.000	9/16/09	12/23/09	1,184.94	1,184.94	1,364.75	179.81	Short
Sub-Totals	242.000			11,632.53	11,632.53	14,509.95	2,877.42	
NINTENDO CO LTD ADR NEW	144.000	3/4/09	5/5/09	5,012.12	5,012.12	4,953.47	(58.65)	Short

PIONEER NATURAL RESOURCES

CO	77.000	1/28/09	4/2/09	1,223.53	1,223.53	1,353.94	130.41	Short
PNC FINL SVCS GP	108.000	1/28/09	6/2/09	3,890.65	3,890.65	4,494.08	603.43	Short
PPG INDUSTRIES INC	13.000	1/28/09	12/21/09	524.99	524.99	759.44	234.45	Short
	57.000	1/28/09	12/23/09	2,301.88	2,301.88	3,374.88	1,073.00	Short
Sub-Totals	70.000			2,826.87	2,826.87	4,134.32	1,307.45	
PRAXAIR INC	9.000	1/28/09	9/22/09	567.79	567.79	734.20	166.41	Short
	24.000	1/28/09	10/5/09	1,514.11	1,514.11	1,909.98	395.87	Short
	23.000	1/28/09	12/23/09	1,451.02	1,451.02	1,828.22	377.20	Short
Sub-Totals	56.000			3,532.92	3,532.92	4,472.40	939.48	
PROCTER & GAMBLE	80.000	1/28/09	4/1/09	4,582.88	4,582.88	3,724.41	(858.47)	Short
	146.000	1/28/09	6/15/09	8,363.76	8,363.76	7,500.75	(863.01)	Short
Sub-Totals	226.000			12,946.64	12,946.64	11,225.16	(1,721.48)	
PROGRESS ENERGY INC	25.000	5/22/09	12/21/09	867.50	867.50	1,038.97	171.47	Short
	28.000	1/28/09	12/23/09	1,107.90	1,107.90	1,147.97	40.07	Short
	6.000	5/22/09	12/23/09	208.20	208.20	245.99	37.79	Short
Sub-Totals	59.000			2,183.60	2,183.60	2,432.93	249.33	
PRUDENTIAL FINANCIAL INC	144.000	1/28/09	4/15/09	4,738.68	4,738.68	3,746.35	(992.33)	Short
PRUDENTIAL FINL 9.000 6-15-38	1.000	1/28/09	12/21/09	20.93	20.93	26.00	5.07	Short
	39.000	2/20/09	12/21/09	543.43	543.43	1,013.97	470.54	Short
Sub-Totals	40.000			564.36	564.36	1,039.97	475.61	
PRUDENTIAL PLC ADR	205.000	1/28/09	4/30/09	2,076.16	2,076.16	2,421.98	345.82	Short
PUBLIC SERVICE ENTERPRISE GP	74.000	1/28/09	12/23/09	2,441.26	2,441.26	2,448.74	7.48	Short
PUBLIC STORAGE SER-M 6.625	15.000	1/28/09	4/23/09	298.95	298.95	284.84	(14.11)	Short
QBE INS GROUP LTD	32.000	1/28/09	12/23/09	529.60	529.60	687.98	158.38	Short
	33.000	6/16/09	12/23/09	510.18	510.18	709.48	199.30	Short
Sub-Totals	65.000			1,039.78	1,039.78	1,397.46	357.68	
QUALCOMM INC	36.000	1/28/09	12/21/09	1,325.45	1,325.45	1,640.47	315.02	Short
	50.000	1/28/09	12/23/09	1,840.90	1,840.90	2,297.94	457.04	Short
Sub-Totals	86.000			3,166.35	3,166.35	3,938.41	772.06	
QUEST DIAGNOSTICS INC	39.000	10/7/09	12/23/09	2,075.19	2,075.19	2,395.31	320.12	Short
RANGE RESOURCES CORP	8.000	1/28/09	12/23/09	294.40	294.40	418.07	123.67	Short
	8.000	9/23/09	12/23/09	409.81	409.81	418.07	8.26	Short
	15.000	12/16/09	12/23/09	737.37	737.37	783.87	46.50	Short
Sub-Totals	31.000			1,441.58	1,441.58	1,620.01	178.43	
ROCHE HOLDINGS ADR	51.000	4/17/09	10/16/09	1,672.80	1,672.80	2,056.65	383.85	Short
	43.000	4/17/09	12/23/09	1,410.40	1,410.40	1,839.06	428.66	Short
	24.000	7/8/09	12/23/09	826.05	826.05	1,026.45	200.40	Short
Sub-Totals	118.000			3,909.25	3,909.25	4,922.16	1,012.91	
ROCKWELL COLLINS INC	16.000	1/28/09	12/21/09	633.28	633.28	905.57	272.29	Short
ROHM CO LTD UNSPONS ADR	52.000	1/28/09	6/16/09	1,466.40	1,466.40	1,680.35	213.95	Short
	32.000	1/28/09	8/18/09	902.40	902.40	1,039.47	137.07	Short
	77.000	1/28/09	9/9/09	2,171.40	2,171.40	2,531.26	359.86	Short
Sub-Totals	161.000			4,540.20	4,540.20	5,251.08	710.88	
ROWAN COMPANIES INC	48.000	1/28/09	7/27/09	666.53	666.53	1,047.13	380.60	Short
	121.000	1/28/09	8/24/09	1,680.20	1,680.20	2,704.86	1,024.66	Short
Sub-Totals	169.000			2,346.73	2,346.73	3,751.99	1,405.26	
ROYAL BK SCOT GRP PLC								
ADS5.75%	17.000	2/23/09	6/9/09	56.27	56.27	188.82	132.55	Short
	1.000	5/20/09	6/9/09	10.64	10.64	11.11	0.47	Short
Sub-Totals	18.000			66.91	66.91	199.93	133.02	
ROYAL BK SCOTLAND GRP PLC								
6.60	34.000	2/23/09	8/12/09	116.96	116.96	448.77	331.81	Short
ROYAL BK SCOTLAND GRP 6.125%	16.000	2/23/09	6/25/09	54.40	54.40	157.04	102.64	Short
	1.000	5/20/09	6/25/09	11.00	11.00	9.81	(1.19)	Short
Sub-Totals	17.000			65.40	65.40	166.85	101.45	
ROYAL BK SCOTLAND SER Q								
6.75%	30.000	2/23/09	8/12/09	106.20	106.20	414.05	307.85	Short
	3.000	5/20/09	8/12/09	36.15	36.15	41.41	5.26	Short

	Sub-Totals	33.000			142.35	142.35	455.46	313.11	
	ROYAL BK SCOTLAND 6.25 SER P	37.000	2/23/09	8/12/09	120.99	120.99	468.49	347.50	Short
		4.000	5/20/09	8/12/09	44.36	44.36	50.65	6.29	Short
	Sub-Totals	41.000			165.35	165.35	519.14	353.79	
M	ROYAL BK SCOTLND GP 6.40 PFD	31.000	2/23/09	6/9/09	103.85	103.85	373.22	269.37	Short
		3.000	5/20/09	6/9/09	34.88	34.88	36.12	1.24	Short
	Sub-Totals	34.000			138.73	138.73	409.34	270.61	
T	ROYAL BK SCOTLND GP 7.25 SER-	27.000	2/23/09	6/9/09	110.43	110.43	372.04	261.61	Short
		2.000	5/20/09	6/9/09	26.28	26.28	27.56	1.28	Short
	Sub-Totals	29.000			136.71	136.71	399.60	262.89	
N	ROYAL BK SCOTLND 6.3500% SER	40.000	2/23/09	8/12/09	130.40	130.40	516.49	386.09	Short
	ROYAL CARIBBEAN CRUISES LTD	159.000	1/28/09	2/11/09	1,414.46	1,414.46	1,093.08	(321.38)	Short
	ROYAL DUTCH SHELL PLC CL B	19.000	1/28/09	9/1/09	933.28	933.28	1,013.72	80.44	Short
		46.000	1/28/09	9/30/09	2,259.52	2,259.52	2,595.21	335.69	Short
		25.000	6/10/09	9/30/09	1,419.16	1,419.16	1,410.44	(8.72)	Short
		32.000	7/1/09	9/30/09	1,644.26	1,644.26	1,805.36	161.10	Short
		20.000	8/21/09	9/30/09	1,083.85	1,083.85	1,128.35	44.50	Short
	Sub-Totals	142.000			7,340.07	7,340.07	7,953.08	613.01	
	SANTANDER FIN 10.50% SER 10	0.000	1/28/09	9/29/09	0.00	0.00	28.48	28.48	Cash in Lieu
		82.000	1/28/09	10/2/09	1,989.50	1,989.50	2,256.10	266.60	Short
		99.000	1/28/09	10/2/09	2,322.00	2,322.00	2,723.83	401.83	Short
		13.000	9/30/09	10/2/09	352.30	352.30	357.67	5.37	Short
	Sub-Totals	194.000			4,663.80	4,663.80	5,366.08	702.28	
	SANTNDR US PRESN	115.000	1/28/09	9/29/09	0.00A	0.00	373.75	373.75	Short ADJ 10/16/09
	SANTNDR US PRSN	129.000	1/28/09	9/29/09	0.00A	0.00	419.25	419.25	Short ADJ 10/16/09
	SAP AG	9.000	7/29/09	12/2/09	402.84	402.84	413.82	10.98	Short
		69.000	7/29/09	12/7/09	3,088.48	3,088.48	3,137.40	48.92	Short
		9.000	10/27/09	12/7/09	459.68	459.68	409.23	(50.45)	Short
	Sub-Totals	87.000			3,951.00	3,951.00	3,960.45	9.45	
	SEVEN & I HLDGS CO LTD ADR	50.000	1/28/09	8/25/09	2,825.00	2,825.00	2,428.60	(396.40)	Short
		21.000	4/22/09	8/25/09	918.46	918.46	1,020.01	101.55	Short
		24.000	4/22/09	9/4/09	1,049.66	1,049.66	1,084.51	34.85	Short
		31.000	6/12/09	9/4/09	1,488.11	1,488.11	1,400.82	(87.29)	Short
	Sub-Totals	126.000			6,281.23	6,281.23	5,933.94	(347.29)	
OHIO	SHERWIN WILLIAMS COMPANY	26.000	1/28/09	5/20/09	1,286.48	1,286.48	1,464.10	177.62	Short
		23.000	1/28/09	12/23/09	1,138.04	1,138.04	1,410.70	272.66	Short
	Sub-Totals	49.000			2,424.52	2,424.52	2,874.80	450.28	
	SHIN ETSU CHEM CO LTD ADR	4.000	2/5/09	3/31/09	200.60	200.60	194.03	(6.57)	Short
		41.000	2/5/09	4/27/09	2,056.13	2,056.13	2,019.93	(36.20)	Short
		13.000	2/25/09	4/27/09	569.81	569.81	640.47	70.66	Short
	Sub-Totals	58.000			2,826.54	2,826.54	2,854.43	27.89	
	SMITH & NEPHEW PLC ADR	25.000	1/28/09	9/11/09	899.25	899.25	1,200.55	301.30	Short
	SMUCKER JM CO COM NEW	83.000	1/28/09	5/22/09	3,729.19	3,729.19	3,291.70	(437.49)	Short
		30.000	7/15/09	9/30/09	1,485.12	1,485.12	1,587.37	102.25	Short
	Sub-Totals	113.000			5,214.31	5,214.31	4,879.07	(335.24)	
	SPDR GOLD TR GOLD SHS	7.000	10/14/09	12/21/09	730.15	730.15	756.40	26.25	Short
		1.000	2/9/09	12/23/09	88.04	88.04	107.29	19.25	Short
		11.000	5/22/09	12/23/09	1,035.87	1,035.87	1,180.16	144.29	Short
		5.000	10/14/09	12/23/09	521.53	521.53	536.43	14.90	Short
	Sub-Totals	24.000			2,375.59	2,375.59	2,580.28	204.69	
	SSGA INTL STK SELECTION INST	4,029.009	7/11/08	1/27/09	49,999.60E	49,999.60	29,245.49	(20,754.11)	Short
	DIVIDEND REINVESTMENT	80.780	10/17/08	1/27/09	653.50E	653.50	586.36	(67.14)	Short
	DIVIDEND REINVESTMENT	30.547	12/19/08	1/27/09	237.96E	237.96	221.74	(16.22)	Short
	Sub-Totals	4,140.336			50,891.06	50,891.06	30,053.59	(20,837.47)	
	STANDARD CHARTER PLC USD.50	68.000	1/28/09	3/31/09	873.80	873.80	838.76	(35.04)	Short
		70.000	1/28/09	6/12/09	899.50	899.50	1,369.41	469.91	Short

	147.000	1/28/09	6/16/09	1,888.95	1,888.95	2,744.40	855.45	Short
	34.000	1/28/09	11/4/09	436.90	436.90	870.79	433.89	Short
Sub-Totals	319.000			4,099.15	4,099.15	5,823.36	1,724.21	
STATE STREET CORP	63.000	1/28/09	11/4/09	1,600.10	1,600.10	2,650.56	1,050.46	Short
	36.000	1/28/09	12/23/09	914.34	914.34	1,589.71	675.37	Short
Sub-Totals	99.000			2,514.44	2,514.44	4,240.27	1,725.83	
STATOILHYDRO ASA SPONSORED ADR	86.000	1/28/09	2/18/09	1,590.55	1,590.55	1,431.78	(158.77)	Short
	73.000	1/28/09	5/19/09	1,350.12	1,350.12	1,558.92	208.80	Short
	132.000	1/28/09	6/24/09	2,441.31	2,441.31	2,524.30	82.99	Short
Sub-Totals	291.000			5,381.98	5,381.98	5,515.00	133.02	
SUBSEA 7 INC	222.000	1/28/09	6/15/09	1,332.00	1,332.00	2,446.44	1,114.44	Short
SUMITOMO MITSUI FINL GRP ADR	668.000	5/13/09	7/6/09	2,668.99	2,668.99	2,659.71	(9.28)	Short
	260.000	5/13/09	11/27/09	1,038.83	1,038.83	800.91	(237.92)	Short
	201.000	5/29/09	11/27/09	758.86	758.86	619.16	(139.70)	Short
	172.000	6/29/09	11/27/09	718.53	718.53	529.83	(188.70)	Short
	93.000	9/30/09	11/27/09	321.39	321.39	286.48	(34.91)	Short
Sub-Totals	1,394.000			5,506.60	5,506.60	4,896.09	(610.51)	
T ROWE PRICE GROUP INC	85.000	1/28/09	9/22/09	2,767.41	2,767.41	3,994.89	1,227.48	Short
	29.000	1/28/09	12/21/09	944.17	944.17	1,541.12	596.95	Short
	39.000	1/28/09	12/23/09	1,269.75	1,269.75	2,090.73	820.98	Short
Sub-Totals	153.000			4,981.33	4,981.33	7,626.74	2,645.41	
TAKEDA PHARMACEUTICAL CO LTD	53.000	1/28/09	8/31/09	1,277.30	1,277.30	1,073.90	(203.40)	Short
	45.000	1/28/09	9/10/09	1,084.50	1,084.50	915.62	(168.88)	Short
	88.000	1/28/09	10/21/09	2,120.80	2,120.80	1,775.77	(345.03)	Short
	52.000	3/24/09	10/21/09	966.67	966.67	1,049.32	82.65	Short
Sub-Totals	238.000			5,449.27	5,449.27	4,814.61	(634.66)	
TEL & DATA SYSTEMS SPECIAL	30.000	1/28/09	12/23/09	867.24	867.24	903.58	36.34	Short
	18.000	5/22/09	12/23/09	496.44	496.44	542.14	45.70	Short
Sub-Totals	48.000			1,363.68	1,363.68	1,445.72	82.04	
TELE NORTE LESTE PART SA ADR	6.000	1/28/09	4/15/09	76.90	76.90	89.70	12.80	Short
	103.000	1/28/09	9/2/09	1,320.05	1,320.05	1,538.33	218.28	Short
	72.000	1/28/09	12/2/09	922.75	922.75	1,623.10	700.35	Short
Sub-Totals	181.000			2,319.70	2,319.70	3,251.13	931.43	
TELSTRA CP LTD GDR	239.000	1/28/09	3/3/09	3,040.08	3,040.08	2,625.23	(414.85)	Short
	244.000	1/28/09	5/5/09	3,103.68	3,103.68	2,908.40	(195.28)	Short
Sub-Totals	483.000			6,143.76	6,143.76	5,533.63	(610.13)	
TESCO PLC SPONSORED ADR	217.000	1/28/09	5/5/09	3,385.20	3,385.20	3,298.31	(86.89)	Short
THALES SA EUR 3 ORD	34.000	1/28/09	7/2/09	1,543.60	1,543.60	1,435.13	(108.47)	Short
	29.000	1/28/09	12/23/09	1,316.60	1,316.60	1,455.76	139.16	Short
Sub-Totals	63.000			2,860.20	2,860.20	2,890.89	30.69	
THERMO FISHER SCIENTIFIC INC	228.000	1/28/09	4/30/09	8,469.29	8,469.29	8,102.25	(367.04)	Short
TIME WARNER CABLE INC NEW	19.000	1/28/09	12/21/09	686.57	686.57	811.84	125.27	Short
TOSHIBA CORP UNSPONS ADR	43.000	7/23/09	8/31/09	1,053.52	1,053.52	1,320.14	266.62	Short
TRANSOCEAN LTD	30.000	9/18/09	12/23/09	2,580.79	2,580.79	2,519.63	(61.16)	Short
TRAVELERS COMPANIES INC COM	35.000	11/4/09	12/23/09	1,791.74	1,791.74	1,720.20	(71.54)	Short
UDR INC COM	77.000	1/28/09	10/28/09	959.27	959.27	1,138.28	179.01	Short
	40.000	1/28/09	12/23/09	498.32	498.32	663.26	164.94	Short
	64.000	5/7/09	12/23/09	682.06	682.06	1,061.22	379.16	Short
Sub-Totals	181.000			2,139.65	2,139.65	2,862.76	723.11	
ULTRA PETROLEUM CORP	52.000	1/28/09	9/22/09	1,889.16	1,889.16	2,730.44	841.28	Short
UNITED TECHNOLOGIES CORP	42.000	1/28/09	12/21/09	2,117.47	2,117.47	2,924.38	806.91	Short
	45.000	1/28/09	12/23/09	2,268.72	2,268.72	3,126.96	858.24	Short
	29.000	1/28/09	12/23/09	1,462.06	1,462.06	2,015.15	553.09	Short
Sub-Totals	116.000			5,848.25	5,848.25	8,066.49	2,218.24	
US BANCORP 7.875%	27.000	1/28/09	10/6/09	669.60	669.60	737.08	67.48	Short
VALE S.A. SP	19.000	1/28/09	6/15/09	244.53	244.53	313.87	69.34	Short
	53.000	1/28/09	9/2/09	682.11	682.11	900.48	218.37	Short

	44.000	1/28/09	10/16/09	566.28	566.28	1,026.91	460.63	Short
	116.000	1/28/09	12/4/09	1,492.92	1,492.92	2,811.30	1,318.38	Short
Sub-Totals	232.000			2,985.84	2,985.84	5,052.56	2,066.72	
VANGUARD REIT ETF	462.000	1/28/09	9/22/09	15,277.23	15,277.23	20,420.89	5,143.66	Short
	32.000	1/28/09	12/21/09	1,058.16	1,058.16	1,433.05	374.89	Short
	187.000	10/7/09	12/21/09	7,520.21	7,520.21	8,374.39	854.18	Short
	2.000	10/8/09	12/21/09	82.37	82.37	89.57	7.20	Short
	14.000	10/19/09	12/21/09	582.96	582.96	626.95	43.99	Short
	453.000	1/28/09	12/23/09	14,979.62	14,979.62	20,779.48	5,799.86	Short
Sub-Totals	1,150.000			39,500.55	39,500.55	51,724.33	12,223.78	
VERWALTUNGS-UND PRIVAT-BANK AG	28.000	2/2/09	12/28/09	2,881.81	2,881.81	2,656.96	(224.85)	Short
VIACOM INC 6.850 12-15-55	28.000	1/28/09	12/21/09	533.22	534.17	664.58	130.41	Short
VISA INC CL A	27.000	3/4/09	12/23/09	1,487.13	1,487.13	2,340.29	853.16	Short
VODAFONE GP PLC ADS NEW	475.000	1/28/09	4/15/09	9,195.24	9,195.24	8,587.77	(607.47)	Short
	436.000	1/28/09	5/5/09	8,440.26	8,440.26	8,402.20	(38.06)	Short
	86.000	3/3/09	5/5/09	1,420.45	1,420.45	1,657.31	236.86	Short
	14.000	3/23/09	5/5/09	244.57	244.57	269.80	25.23	Short
Sub-Totals	1,011.000			19,300.52	19,300.52	18,917.08	(383.44)	
VORNADO RLTY LP 7 7/8 10-01-39	28.000	10/7/09	12/21/09	692.94	694.31	667.09	(27.22)	Short
VORNADO RLTY TST 6.6250% SR I	20.000	1/28/09	10/7/09	313.80	313.80	422.98	109.18	Short
H VORNADO RLTY TST 6.7500% SER	38.000	1/28/09	10/8/09	616.74	616.74	822.67	205.93	Short
W W GRAINGER INC	26.000	1/28/09	2/18/09	1,938.09	1,938.09	1,857.04	(81.05)	Short
	25.000	1/28/09	3/4/09	1,863.55	1,863.55	1,596.50	(267.05)	Short
Sub-Totals	51.000			3,801.64	3,801.64	3,453.54	(348.10)	
WALT DISNEY CO HLDG CO	99.000	1/28/09	9/16/09	2,204.57	2,204.57	2,791.25	586.68	Short
	54.000	1/28/09	12/23/09	1,202.49	1,202.49	1,740.91	538.42	Short
Sub-Totals	153.000			3,407.06	3,407.06	4,532.16	1,125.10	
LTD WEATHERFORD INTERNATIONAL	203.000	1/28/09	5/1/09	2,411.23	2,411.23	3,415.65	1,004.42	Short
WELLS FARGO & CO NEW	101.000	5/8/09	12/23/09	2,649.13	2,649.13	2,702.89	53.76	Short
WESTERN UN CO	221.000	6/10/09	7/30/09	3,882.75	3,882.75	4,052.37	169.62	Short
WYETH	51.000	1/28/09	7/8/09	2,214.85	2,214.85	2,298.36	83.51	Short
	64.000	1/28/09	8/5/09	2,779.42	2,779.42	2,986.27	206.85	Short
	110.000	1/28/09	9/2/09	4,777.12	4,777.12	5,235.38	458.26	Short
	92.000	1/28/09	10/7/09	3,995.41	3,995.41	4,484.28	488.87	Short
Sub-Totals	317.000			13,766.80	13,766.80	15,004.29	1,237.49	
XCEL ENERGY INC	13.000	1/28/09	12/21/09	241.90	241.90	283.91	42.01	Short
	22.000	5/22/09	12/21/09	377.08	377.08	480.47	103.39	Short
Sub-Totals	35.000			618.98	618.98	764.38	145.40	
XTO ENERGY INC	223.000	1/28/09	11/20/09	8,435.64	8,435.64	9,159.86	724.22	Short
ZIMMER HLDGS INC	13.000	1/28/09	12/21/09	559.52	559.52	766.33	206.81	Short
ZIONS CAP TR B 8.000 9-01-32	11.000	3/3/09	4/28/09	175.84	175.84	154.54	(21.30)	Short
ZURICH FINANCIAL SVC	19.000	1/28/09	9/4/09	365.37	365.37	408.52	43.15	Short
	62.000	1/28/09	10/20/09	1,192.26	1,192.26	1,531.77	339.51	Short
Sub-Totals	81.000			1,557.63	1,557.63	1,940.29	382.66	
3M COMPANY	34.000	1/28/09	7/29/09	1,872.65	1,872.65	2,358.77	486.12	Short
	18.000	7/1/09	12/23/09	1,093.54	1,093.54	1,477.40	383.86	Short
Sub-Totals	52.000			2,966.19	2,966.19	3,836.17	869.98	

Short Term Total

1,542,520.69 1,542,523.43 1,566,423.74 23,900.31

Long-Term Gain/Loss

BAXTER INTL INC

670.000	10/17/05	1/28/09	25,031.20E	25,031.20	38,824.94	13,793.74	Long
100.000	8/17/07	1/28/09	5,071.00E	5,071.00	5,794.77	723.77	Long
100.000	8/17/07	1/28/09	5,072.00E	5,072.00	5,794.77	722.77	Long
190.000	8/17/07	1/28/09	9,636.80E	9,636.80	11,010.06	1,373.26	Long

	100.000	8/17/07	1/28/09	5,072.00E	5,072.00	5,794.77	722.77	Long
Sub-Totals	1,160.000			49,883.00	49,883.00	67,219.31	17,336.31	
Long Term Total				49,883.00	49,883.00	67,219.31	17,336.31	
GRAND TOTAL				1,592,403.69	1,592,406.43	1,633,643.05	41,236.62	

A - Information for this transaction reflects your requested adjustments to existing Morgan Stanley Smith Barney LLC trade history.

E - This transaction was executed elsewhere and the securities were later transferred to your Morgan Stanley Smith Barney LLC account. The trade history for this transaction was provided to Morgan Stanley Smith Barney LLC by your prior financial institution.

Disclaimer:

The gain and loss information is provided for informational purposes only, is not a substitute 1099 form (or any other appropriate tax form), and should not be used for tax preparation. Unrealized gain and loss values are estimates and should be independently verified. We recommend that you contact your tax advisor to determine the appropriate use of this information. Past performance does not guarantee future returns.

Gain and loss information is calculated based upon uniform standards and does not account for each individual client's particular circumstances such as the existence of hedging transactions or constructive sales. Although we make every effort to adjust the cost basis for securities' capital changes, we do not adjust the cost basis for all events. Contact your Financial Advisor for guidance on particular questions.

For accounts with Choice Select pricing, the commissions paid on your eligible equity and option purchases and sales are applied to the Total Cost on a monthly basis.

With respect to estimated gains and losses for listed equity options, we have taken into account option premiums paid or received and, in respect to multiple purchases and/or sales, calculated cost using an average unit price for all like positions.

We are not responsible for any gain and loss information provided by you or another financial institution; you are responsible for ensuring the accuracy of such information. Whether provided by you, another financial institution or MSSB, it is your responsibility to ensure the accuracy of all of the Estimated Gain and Loss information.

For clients wishing to make versus purchase sales that information needs to be conveyed at the time of the sale. Unless you tell us otherwise, we use first in first out (FIFO) accounting.

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**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **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 File by the due date for filing your return. See instructions.	Name of Exempt Organization DARREN AND TERRY JACKSON FOUNDATION, INC	Employer identification number 20-5941634
	Number, street, and room or suite no. If a P.O. box, see instructions. 290 WOODLAWN AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST. PAUL, MN 55105	

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
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ► **DARREN JACKSON**

Telephone No. ► **651 698-0198**

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 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 2009 or
- ☐ tax year beginning _____, _____, and ending _____, _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,200.
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	\$	1,200.

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)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization DARREN AND TERRY JACKSON FOUNDATION, INC	Employer identification number 20-5941634
	Number, street, and room or suite no. If a P O box, see instructions 290 WOODLAWN AVENUE	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ST. PAUL, MN 55105	

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

☐ Form 990	☒ Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **DARREN JACKSON**
Telephone No. **651 698-0198** 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 is for.

- I request an additional 3-month extension of time until **11/15/2010**.
- For calendar year **2009**, or other tax year beginning _____, and ending _____.
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY FOR A COMPLETE AND ACCURATE FILING.**

8a 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.	8a	\$	1,200.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance Due. Subtract line 8b from line 8a. 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	8c	\$	1,200.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Jan R. W. CPA** Title **CPA** Date **8/12/10**

SCHECHTER DOKKEN KANTER CPA'S
100 WASHINGTON AVE SO #1600
MINNEAPOLIS, MN 55401-2192

Form 8868 (Rev. 4-2009)