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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE HENRY E. BECKER AND PAULINE S.
BECKER CHARITABLE FOUNDATION

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

4700 BAY SHORE ROAD

Room/suite

City or town, state, and ZIP code

SARASOTA, FL 34234

A Employer identification number

20-6297485

B Telephone number

941-355-3448

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 9,471,040. (Part I, column (d) must be on cash basis.)

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)**Part I Analysis of Revenue and Expenses**(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

1,700,000.

N/A

2 Check ☐ if the foundation is not required to attach Sch B3 Interest on savings and temporary
cash investments

2,408.

2,408.

STATEMENT 1

4 Dividends and interest from securities

289,828.

106,358.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-69,299.

b Gross sales price for all
assets on line 6a 327,100.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total. Add lines 1 through 11

1,922,937.

108,766.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

5,160.

0.

5,160.

c Other professional fees

17 Interest

6.

0.

0.

18 Taxes

STMT 4

9,999.

0.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative

expenses. Add lines 13 through 23

15,165.

0.

5,160.

25 Contributions, gifts, grants paid

1,030,600.

1,030,600.

26 Total expenses and disbursements.

Add lines 24 and 25

1,045,765.

0.

1,035,760.

27 Subtract line 26 from line 12.

877,172.

a Excess of revenue over expenses and disbursements

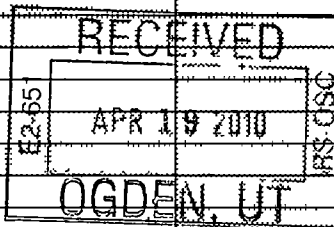
b Net investment income (if negative, enter -0-)

108,766.

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED APR 20 2010



Operating and Administrative Expenses

bo

**THE HENRY E. BECKER AND PAULINE S.
BECKER CHARITABLE FOUNDATION**

20-6297485

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Part II Balance Sheets

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

| | | Beginning of year | End of year | |
|---|---|-------------------|-------------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | 2,609,450. | 2,793,195. | 2,793,195. |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U S and state government obligations STMT 5 | 2,232,137. | 2,325,177. | 2,325,843. |
| | b Investments - corporate stock STMT 6 | 499,144. | 499,144. | 437,680. |
| | c Investments - corporate bonds STMT 7 | 1,403,895. | 1,203,892. | 1,153,927. |
| 11 Investments - land, buildings, and equipment basis ▶ | | | | |
| Less: accumulated depreciation ▶ | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other STMT 8 | 2,003,011. | 2,803,011. | 2,755,668. | |
| 14 Land, buildings, and equipment basis ▶ | | | | |
| Less: accumulated depreciation ▶ | | | | |
| 15 Other assets (describe ▶ STATEMENT 9) | 4,337. | 4,727. | 4,727. | |
| 16 Total assets (to be completed by all filers) | 8,751,974. | 9,629,146. | 9,471,040. | |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| 23 Total liabilities (add lines 17 through 22) | 0. | 0. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | 0. | 0. | |
| 29 Retained earnings, accumulated income, endowment, or other funds | 8,751,974. | 9,629,146. | | |
| 30 Total net assets or fund balances | 8,751,974. | 9,629,146. | | |
| 31 Total liabilities and net assets/fund balances | 8,751,974. | 9,629,146. | | |

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 | 8,751,974. |
| 2 Enter amount from Part I, line 27a | 2 | 877,172. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 9,629,146. |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 9,629,146. |

THE HENRY E. BECKER AND PAULINE S.

Form 990-PF (2009)

BECKER CHARITABLE FOUNDATION

20-6297485

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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 | | | | |
| b SEE ATTACHED STATEMENT | | | | |
| 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 327,100. | | 396,399. | -69,299. | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
| (i) FMV 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 | | | -69,299. | |
| 2 Capital gain net income or (net capital loss) | | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | | 2 -69,299. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): | | { If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 | | 3 N/A |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2008 | 501,050. | 7,186,456. | .069721 |
| 2007 | 1,055,798. | 6,245,107. | .169060 |
| 2006 | 389,000. | 5,228,860. | .074395 |
| 2005 | 474,286. | 3,734,891. | .126988 |
| 2004 | 86,000. | 2,958,785. | .029066 |
| 2 Total of line 1, column (d) | | | 2 .469230 |
| 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 .093846 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | | | 4 8,333,014. |
| 5 Multiply line 4 by line 3 | | | 5 782,020. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 1,088. |
| 7 Add lines 5 and 6 | | | 7 783,108. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 1,035,760. |

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

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

| | | | |
|---|----|--------|--------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions) | | | |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | 1 | 1,088. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 2 | 0. |
| 3 Add lines 1 and 2 | | 3 | 1,088. |
| 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 | 1,088. |
| 6 Credits/Payments | | | |
| a 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 6,400. | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 6,400. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | 3. | |
| 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 | 5,309. | |
| 11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,120. Refunded <input type="checkbox"/> | 11 | 4,189. | |

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 |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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 |
| 1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0. | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. | | 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 instructions) <input checked="" type="checkbox"/> FL | | |
| 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)? 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 |

N/A

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 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? Website address ► N/A | 13 | X | |

14 The books are in care of ► PAULINE S. BECKER Telephone no ► 941-355-3448
Located at ► 4700 BAYSHORE ROAD, SARASOTA, FL ZIP+4 ► 34234

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

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

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

| | Yes | No |
|---|-----|----|
| 1a During the year did the foundation (either directly or indirectly) | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 N/A <input type="checkbox"/> | 1b | |
| 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A | 2b | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) N/A | 3b | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | X |

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---------------------------------------|
| PAULINE S. BECKER 4700 BAYSHORE ROAD SARASOTA, FL 34234 | TRUSTEE 1.00 | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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

0

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| | | | | | | | | |
|------------------|-----|-----|-----|-----|-----|-----|-----|-----|
| (c) Compensation | 100 | 100 | 100 | 100 | 100 | 100 | 100 | 100 |
|------------------|-----|-----|-----|-----|-----|-----|-----|-----|

C

Expenses

Amount

0.

2009.03040 THE HENRY E. BECKER AND PAU 18462 1

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

| | | | |
|----------|--|-----------|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 5,460,739. |
| b | Average of monthly cash balances | 1b | 2,999,174. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 8,459,913. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 8,459,913. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 126,899. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 8,333,014. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 416,651. |

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

| | | | |
|-----------|--|-----------|----------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 416,651. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 1,088. |
| b | Income tax for 2009 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 1,088. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 415,563. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 415,563. |
| 6 | Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 415,563. |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|---|-----------|------------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 1,035,760. |
| b | Program-related investments - total from Part IX-B | 1b | 0. |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 1,035,760. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 1,088. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 1,034,672. |

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

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2008 | (c) 2008 | (d) 2009 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2009 from Part XI, line 7 | | | | 415,563. |
| 2 Undistributed income, if any, as of the end of 2009 | | | | |
| a Enter amount for 2008 only | | | 0. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 | 44,438. | | | |
| b From 2005 | 290,169. | | | |
| c From 2006 | 132,595. | | | |
| d From 2007 | 749,157. | | | |
| e From 2008 | 148,096. | | | |
| f Total of lines 3a through e | 1,364,455. | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,035,760. | | | | |
| a Applied to 2008, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) | 0. | | | |
| d Applied to 2009 distributable amount | | | | 415,563. |
| e Remaining amount distributed out of corpus | 620,197. | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,984,652. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr | | | 0. | |
| f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 | 44,438. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 1,940,214. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2005 | 290,169. | | | |
| b Excess from 2006 | 132,595. | | | |
| c Excess from 2007 | 749,157. | | | |
| d Excess from 2008 | 148,096. | | | |
| e Excess from 2009 | 620,197. | | | |

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

923611 02-02-10

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 |
| N/A | | |
| | | |
| | | |
| | | |
| | | |

| | | | |
|---|---|--|---|
| 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. | | | |
| Sign Here Paid Preparer's Use Only | Signature of officer or trustee <i>Pauline S. Becker</i> | | Date <i>4-9-10</i> |
| | Title TRUSTEE | | |
| Preparer's Use Only | Preparer's signature <i>Caroline Strickland</i> CAROLINE D. STRICKLAND | | Date <i>4/7/10</i> |
| | Firm's name (or yours if self-employed), address, and ZIP code KERKERING, BARBERIO & CO. P.O. BOX 49348 SARASOTA, FL 34230-6348 | | Check if self-employed <input type="checkbox"/> Preparer's identifying number EIN (941) 365-4617 Phone no |

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

THE HENRY E. BECKER AND PAULINE S.
BECKER CHARITABLE FOUNDATION

Employer identification number

20-6297485

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

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

Name of organization

THE HENRY E. BECKER AND PAULINE S.
BECKER CHARITABLE FOUNDATION

Employer identification number

20-6297485

Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|------------|---|--------------------------------|--|
| 1 | PAULINE S. BECKER 4700 BAYSHORE ROAD SARASOTA, FL 34234 | \$ 1,700,000. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

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 | 100,000 SH CIT GROUP INC | P | 02/09/05 | 07/16/09 |
| b | 100,000 SH CITIGROUP FDG INC | P | 08/01/05 | 01/15/09 |
| c | 35,000 SH HILLSBOROUGH CNTY FL SCHED BRD | P | 10/20/04 | 07/01/09 |
| d | 10,000 SH NEW JERSEY ST TPK AUTH | P | 10/20/04 | 01/02/09 |
| e | 10,000 SH NEW SMYRNA BCH FL UTILS | P | 10/20/04 | 08/03/09 |
| f | 20,000 SH NEW YORK ST DORM AUTH | P | 10/20/04 | 10/26/09 |
| g | 20,000 SH RANOCAS VALLEY NJ REGL | P | 10/20/04 | 02/02/09 |
| h | 100,000 SH TENNESSEE VY AUTH ELE | P | 02/09/05 | 03/19/09 |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| (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 32,000. | | 100,000. | -68,000. |
| b 100,000. | | 100,000. | 0. |
| c 35,000. | | 35,000. | 0. |
| d 10,000. | | 11,128. | -1,128. |
| e 10,000. | | 10,171. | -171. |
| f 20,100. | | 20,100. | 0. |
| g 20,000. | | 20,000. | 0. |
| h 100,000. | | 100,000. | 0. |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|------------------------|--------------------------------------|---|--|
| a | | | -68,000. |
| b | | | 0. |
| c | | | 0. |
| d | | | -1,128. |
| e | | | -171. |
| f | | | 0. |
| g | | | 0. |
| h | | | 0. |
| i | | | |
| j | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|--|---|----------|
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } | 2 | -69,299. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A |

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

| SOURCE | AMOUNT |
|--|--------|
| NORTHERN TRUST-NOW ACCOUNT | 2,408. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 2,408. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|---|--------------|----------------------------|----------------------|
| NORTHERN TRUST - ACCRUED INTEREST PAID | 490. | 0. | 490. |
| NORTHERN TRUST - DIVIDENDS & INTEREST | 102,863. | 0. | 102,863. |
| NORTHERN TRUST - MUNI INCOME | 186,475. | 0. | 186,475. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 289,828. | 0. | 289,828. |

FORM 990-PF ACCOUNTING FEES STATEMENT 3

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| ACCOUNTING FEES | 5,160. | 0. | | 5,160. |
| TO FORM 990-PF, PG 1, LN 16B | 5,160. | 0. | | 5,160. |

FORM 990-PF TAXES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FEDERAL EXCISE TAX | 9,999. | 0. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 9,999. | 0. | | 0. |

| | | | |
|-------------|--|-----------|---|
| FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT | 5 |
|-------------|--|-----------|---|

| DESCRIPTION | U.S. GOV'T | OTHER GOV'T | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------|----------------|------------|----------------------|
| MUNICIPAL BONDS | | X | 2,325,177. | 2,325,843. |
| U.S. GOVERNMENT OBLIGATIONS | X | | 0. | 0. |
| TOTAL U.S. GOVERNMENT OBLIGATIONS | | | | |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS | | | 2,325,177. | 2,325,843. |
| TOTAL TO FORM 990-PF, PART II, LINE 10A | | | 2,325,177. | 2,325,843. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 6 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|----------------------|
| CORPORATE STOCK | 499,144. | 437,680. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 499,144. | 437,680. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE BONDS | STATEMENT | 7 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|----------------------|
| CORPORATE BONDS | 1,203,892. | 1,153,927. |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 1,203,892. | 1,153,927. |

| | | | |
|-------------|-------------------|-----------|---|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT | 8 |
|-------------|-------------------|-----------|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|--|---------------------|------------|----------------------|
| MUTUAL FUNDS | COST | 2,803,011. | 2,755,668. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 2,803,011. | 2,755,668. |

| FORM 990-PF | OTHER ASSETS | | STATEMENT | 9 |
|----------------------------------|-------------------------------|---------------------------|----------------------|---|
| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE | |
| INVESTMENT INCOME RECEIVABLE | 4,337. | 4,727. | 4,727. | |
| TO FORM 990-PF, PART II, LINE 15 | 4,337. | 4,727. | 4,727. | |

| FORM 990-PF | GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR | STATEMENT | 10 |
|-------------|--|-----------|----|
|-------------|--|-----------|----|

| RECIPIENT NAME AND ADDRESS | RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT | RECIPIENT STATUS | AMOUNT |
|---|--|---------------------|---------|
| AGAPE FLIGHTS INC. 7990 - 15TH STREET EAST SARASOTA, FL 34243 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| ALL FAITHS FOOD BANK 8171 BLAIKIE COURT SARASOTA, FL 34240 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| ANTIQUE AUTOMOBILE CLUB OF AMERICA P.O. BOX 417 HERSHEY, PA 17033 | NONE NEW SIGN ENDOWMENT | 509(A)(1) | 25,000. |
| BOYS & GIRLS CLUBS OF SARASOTA COUNTY P.O. BOX 4068 SARASOTA, FL 34230 | NONE GENERAL FUND | 509(A)(2) | 50,000. |
| COMMUNITY MOBILE MEALS ON WHEELS 421 N. LIME AVE. SARASOTA, FL 34237 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| FLORIDA SHERIFF'S YOUTH RANCHES P.O. BOX 2000 BOYS RANCH, FL 32064 | NONE GENERAL FUND | 509(A)(1) | 5,000. |

| | | | |
|--|---|-----------|----------|
| FOUNDATION FOR DREAMS, INC. 2620 MANATEE AVENUE WEST, STE D BRADENTON, FL 34205 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| HENRY KESSLER FOUNDATION 300 EXECUTIVE DR., STE 150 WEST ORANGE, NJ 07052 | NONE GENERAL FUND | 509(A)(1) | 10,000. |
| HUMANE SOCIETY OF SARASOTA COUNTY 2331 - 15TH STREET SARASOTA, FL 34237 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| LIGHTHOUSE OF MANASOTA 7319 N. TAMIAMI TRAIL SARASOTA, FL 34230 | NONE GENERAL FUND | 509(A)(1) | 6,000. |
| MOTE MARINE LABORATORY 1600 KEN THOMPSON PARKWAY SARASOTA, FL 34237 | NONE SCHOLARSHIP - LOCAL SCHOOL INTERNS | 509(A)(1) | 245,000. |
| PHILLIPSBURG RAILROAD HISTORIANS/RAILROAD MUSEUM P.O. BOX 5104 PHILLIPSBURG, NJ 08865 | NONE GENERAL FUND | 509(A)(1) | 10,000. |
| RESURRECTION HOUSE 507 KUMQUAT COURT SARASOTA, FL 34230 | NONE HUMANITARIAN | 509(A)(1) | 5,000. |
| RINGLING SCHOOL OF ART AND DESIGN 2700 NORTH TAMIAMI TRAIL SARASOTA, FL 34234 | NONE GENERAL FUND | 509(A)(1) | 550,000. |
| RINGLING SCHOOL OF ART AND DESIGN 2700 NORTH TAMIAMI TRAIL SARASOTA, FL 34234 | NONE SCHOLARSHIP | 509(A)(1) | 25,500. |
| SAFE PLACE & RAPE CRISIS CENTER, INC OF SARASOTA (SPARCC) 2139 MAIN STREET SARASOTA, FL 34237 | NONE GENERAL FUND | 509(A)(1) | 5,000. |

| | | | |
|---|----------------------|-----------|---------|
| SAMARITAN COUNSELING SERVICES 3224 BEE RIDGE RD SARASOTA, FL 34239 | NONE GENERAL FUND | 509(A)(1) | 100. |
| SARASOTA MEMORIAL HEALTHCARE FOUNDATION 1838 WALDEMERE STREET SARASOTA, FL 34239 | NONE GENERAL FUND | 509(A)(1) | 20,000. |
| SAVE THE MANATEE CLUB 500 N MAITLAND AVE MAITLAND, FL 32751 | NONE GENERAL FUND | 509(A)(1) | 1,000. |
| SMITH CENTER FOR THERAPEUTIC RIDING (STRIDE) P.O. BOX 365 NOKOMIS, FL 34274 | NONE GENERAL FUND | 509(A)(2) | 6,000. |
| SOUTHEASTERN GUIDE DOGS 4210 77TH STREET EAST PALMETTO, FL 34221 | NONE GENERAL FUND | 509(A)(1) | 20,000. |
| THE NATURE CONSERVANCY FLORIDA CHAPTER 1718 MAIN STREET #202 SARASOTA, FL 34236 | NONE GENERAL FUND | 509(A)(1) | 10,000. |
| THRONE OF GRACE MINISTERIES, INC. P.O. BOX 669153 MARIETTA, GA 30066 | NONE GENERAL FUND | 509(A)(1) | 5,000. |
| TIDEWELL HOSPICE AND PALLIATIVE CARE 5955 RAND BLVD. SARASOTA, FL 34238 | NONE GENERAL FUND | 509(A)(1) | 6,000. |
| YMCA 1075 S. EUCLID AVE SARASOTA, FL 34237 | NONE GENERAL FUND | 509(A)(1) | 1,000. |

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

1,030,600.

Account Number: NT1-272272
 Account Name: BECKER HEN
 Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
 THE HENRY E AND PAULINE S BECKER FOUNDATION
 FEIN 20-6297485

Northern Trust Securities, Inc.

UNREALIZED GAIN (LOSS) LOT DETAIL - YEAR ENDING 2009

NFS-provided estimated cost basis (including cost basis and short sale proceeds information provided to NFS by customers), realized gain and loss, and holding period information may not reflect all adjustments necessary for tax reporting purposes. Taxpayers should verify such information against their own records when calculating reportable gain or loss resulting from a sale redemption, or exchange. NFS does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information taxpayers may be required to report to federal, state, and other taxing authorities. NFS makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information. Unless otherwise specified, NFS determines cost basis at the time of sale based on the average cost-single category (ACSC) method for open-end mutual funds and based on the first-in, first-out (FIFO) method for all other securities. Customers should consult their tax advisors for further information.

For the specific share identification cost basis method, appropriate instructions must be given before or at the time of the trade. If specific shares were selected manually rather than electronically, if some or all of the tax lots a customer specified do not correspond with NFS records, or if a customer used the specific share identification method before such method could be tracked by NFS systems, then cost basis and gain (loss) information displayed here for such transactions will be based on the first-in, first-out (FIFO) method. Affected customers will need to refer to their trade confirmation for the shares (tax lots) they specified and calculate their gain (loss) accordingly. Additionally, all cost basis and realized and unrealized gain (loss) information based on the first-in, first-out method may need to be re-calculated to remove the effect of any tax lots that were specifically identified and allocated to other sales.

Amortization, accretion and similar adjustments to cost basis have been provided for many fixed income securities (and some bond-like equities), however they are not provided for certain types, such as short-term instruments, Unit Investment Trusts, foreign fixed income securities, or those that are subject to early prepayment of principal (pay downs). Where current year premium or acquisition premium amortization is provided, the prior years' cumulative amortization is reflected in the adjusted cost basis, but we cannot provide a breakdown or the total of such prior amortization amounts.

LIMITATION ON COST BASIS INFORMATION: NFS's cost basis information system has a cumulative lifetime limit on how much activity it can track for each individual security position in an account. For this purpose, each buy, sell, dividend, wash sale disallowed loss, stock split, stock merger, etc. is an event. For some customers, this limit can be reached with approximately 1500 events. Upon reaching the limit, the system no longer displays or tracks cost basis information for the affected position, and such information will usually show as not available or unknown. Once the limit is reached, all cost basis information for the affected position will need to be tracked and updated by you, the investor.

EQUITIES

| Description | Account Type | Date Acquired | Symbol/Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/Proceeds | Unrealized Holding Gain (Loss) Period |
|---|--------------|---------------|--------------|-------------------|---------------|---------------------|---------------------|---------------------------------------|
| CITIGROUP CAP XVI GTO ENHANCED TR PFD SECS-TRUPS% 6.45% DUE 12/31/2066 ISIN #UST7310L2016 | CASH | 11/16/06 | CPRW | \$18.58 | 4,000 | \$74,320.00 | \$100,000.00 | (\$25,680.00) LT |
| GEORGIA PWR CO SR NT SER X 5.70% 01/15/2045 | CASH | 08/01/05 | GAH | \$25.07 | 4,000 | \$100,280.00 | \$101,580.00 | (\$1,300.00) LT |
| JPMCHASE CAPITAL XVI TR PFD SECS 6.35% 05/01/2035 | CASH | 05/19/05 | JPMFRP | \$24.23 | 4,000 | \$96,920.00 | \$100,000.00 | (\$3,080.00) LT |
| MORGAN STANLEY CAP TR V GTO CAP SECS 5.75% 07/15/2033 | CASH | 08/01/05 | MW0 | \$19.65 | 4,000 | \$78,600.00 | \$97,555.20 | (\$19,355.20) LT |
| WELLS FARGO CAP VIII GTO TR PFD SECS TRUPS 5.625% DUE 08/01/2033 | CASH | 08/01/05 | GWJ | \$21.89 | 4,000 | \$87,560.00 | \$99,609.20 | (\$12,049.20) LT |
| Total Equities | | | | | 20,000 | \$437,680.00 | \$499,144.40 | (\$61,464.40) |

Northern Trust Securities, Inc.

Account carried with National Financial Services LLC Member NYSE, SIPC

Account Number: NT1-272272
 Account Name: BECKER HEN
 Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PE
 THE HENRY E AND PAULINE S BECKER
 FEIN 20-6287485

Northern Trust Securities, Inc.

| FIXED INCOME | | | | | | | | | |
|---|--------------|---------------|--------------|-------------------|----------|--------------|---------------------|--------------------------------|--------|
| Description | Account Type | Date Acquired | Symbol/Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/Proceeds | Unrealized Holding Gain (Loss) | Period |
| ATLANTIC BEACH FLA UTILS SYS REV | CASH | 10/20/04 | 04825P921 | \$100.036 | 5,000 | \$5,001.60 | \$5,210.35 | C | |
| UTILS 05 50000% 10/01/2025 SYS REV BDS SER 1996 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| BANK AMER CORP SUB INTNLS BE | CASH | 08/01/05 | 06050XV77 | \$85.931 | 100,000 | \$85,931.00 | \$100,000.00 | | |
| 5.25000% 08/15/2025 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| BANK NEW YORK INC SB CORENOTES | CASH | 11/08/05 | 0640P1EW9 | \$99.155 | 100,000 | \$99,155.00 | \$100,000.00 | | |
| 5.850% 11/16/2020 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| BAY CNTY FLA SCH BRD CTFS PARTN | CASH | 10/20/04 | 072231CD3 | \$98.133 | 20,000 | \$19,626.60 | \$20,553.20 | C | |
| CDPS SER 04 80000% 07/01/2019 | | | | | | | | | |
| 1999 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| BOYNTON BEACH FLA PUB SVC TAX | CASH | 11/16/06 | 103575DA1 | \$96.662 | 100,000 | \$96,662.00 | \$100,000.00 | | |
| REV PUB 04 00000% 11/01/2021 | | | | | | | | | |
| SERVICE TAX REV BDS SER 2006 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| BROWARD CNTY FLA PORT FACS REV | CASH | 01/20/04 | 11506KAP6 | \$96.137 | 20,000 | \$19,227.40 | \$20,031.80 | C | |
| REF 05 00000% 09/01/2027 REV BDS | | | | | | | | | |
| SER 1998 B | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| BROWARD CNTY FLA WTR & SWR UTIL | CASH | 11/04/05 | 115117FL2 | \$100.062 | 100,000 | \$100,062.00 | \$99,995.00 | | |
| REV REF 04 50000% 10/01/2025 BDS | | | | | | | | | |
| SER 2003 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| CATERPILLAR FINL CORP PWNTSBE | CASH | 09/15/05 | 149110K34 | \$99.199 | 100,000 | \$99,199.00 | \$100,000.00 | | |
| 5.00000% 09/15/2015 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| CHICAGO ILL WASTEWATER 05 12500% | CASH | 11/07/08 | 167727SA5 | \$111.383 | 100,000 | \$111,383.00 | \$100,000.00 | | |
| 01/01/2024 TRANSMISSION REV | | | | | | | | | |
| SECOND LIEN REV BDS SER 2008A | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |

Northern Trust Securities, Inc.

Account carried with National Financial Services LLC, Member NYSE, SIPC

Northern Trust Securities, Inc.

Account Number: NT1-272272
 Account Name: BECKER HEN
 Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
 THE HENRY E AND PAULINE S BECKER
 FEIN 20-6297485

| Description | Account Type | Date Acquired | Symbol/Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/Proceeds | Unrealized Holding Gain (Loss) | Period |
|----------------------------------|--------------|---------------|--------------|-------------------|----------|--------------|---------------------|--------------------------------|--------|
| FIXED INCOME | | | | | | | | | |
| CHICAGO ILL WASTEWATER 05/25/00% | CASH | 11/07/08 | 167727SD9 | \$110.632 | 100,000 | \$110,632.00 | \$98,514.00 | \$12,018.00 | LT |
| 01/01/2007 TRANSMISSION REV | | | | | | | \$98,514.00 | | |
| SECOND LIEN REV BIDS SER. 2008A | | | | | | | \$5,768.10 | | |
| Adjusted Cost Basis | | | | | | | | | |
| DELAWARE RIV PORT AUTH PA & NJ | | | | | | | | | |
| DEL RIV 06/0000% 01/15/2010 | | | | | | | | | |
| BRIDGES REV DELAWARE RIVER PORT | | | | | | | | | |
| BRIDGES REV BIDS SER 1972 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| DELAWARE RIV PORT AUTH PA & NJ | | | | | | | | | |
| DEL RIV 06/0000% 01/15/2010 | | | | | | | | | |
| BRIDGES REV DELAWARE RIVER PORT | | | | | | | | | |
| BRIDGES REV BIDS SER 1972 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| FLORIDA GULF COAST UNIV FNG | | | | | | | | | |
| CORP FLA 04/5000% 08/01/2007 | | | | | | | | | |
| CAP MFT REV REV BIDS SER 2003 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| FLORIDA ST BRD ED PUB ED OUTLAY | | | | | | | | | |
| CAP 04/0000% 06/01/2021 OUTLAY | | | | | | | | | |
| REF BIDS SER 2005A | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| GENERAL ELEC CAP CORP MFTN BE | | | | | | | | | |
| 5.00000% 08/25/2015 CALL STEP | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HSBC FIN CORP HSBC FIN 5.35000% | | | | | | | | | |
| 09/15/2020 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HANCOCK JOHN LIFE INS CO SIGMA | | | | | | | | | |
| 1.31715% 02/15/2015 VR | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HARTFORD LIFE GLOBAL FDG TRS | | | | | | | | | |
| 5.20000% 08/15/2015 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| FLORIDA GULF COAST UNIV FNG | | | | | | | | | |
| CORP FLA 04/5000% 08/01/2007 | | | | | | | | | |
| CAP MFT REV REV BIDS SER 2003 | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| FLORIDA ST BRD ED PUB ED OUTLAY | | | | | | | | | |
| CAP 04/0000% 06/01/2021 OUTLAY | | | | | | | | | |
| REF BIDS SER 2005A | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| GENERAL ELEC CAP CORP MFTN BE | | | | | | | | | |
| 5.00000% 08/25/2015 CALL STEP | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HSBC FIN CORP HSBC FIN 5.35000% | | | | | | | | | |
| 09/15/2020 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HANCOCK JOHN LIFE INS CO SIGMA | | | | | | | | | |
| 1.31715% 02/15/2015 VR | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |
| HARTFORD LIFE GLOBAL FDG TRS | | | | | | | | | |
| 5.20000% 08/15/2015 CALL | | | | | | | | | |
| Adjusted Cost Basis | | | | | | | | | |

Account earned with National Financial Services LLC, Member NYSE, SIPC

Account Number: NT1-272272
Account Name: BECKER HEN

Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
THE HENRY E AND PAULINE S BECKER FOUNDATION
FEIN 20-6297485

Northern Trust Securities, Inc.

FIXED INCOME

| Description | Account Type | Date Acquired | Symbol/CUSIP | Price on 12/31/09 | Quantity | Market Value | Cost Basis/Proceeds | Unrealized Holding Gain (Loss) Period |
|--|--------------|---------------|--------------|-------------------|----------|--------------|---------------------|---------------------------------------|
| HARTFORD LIFE GLOBAL FOG TRS 6 00000% 07/15/2014 CALL Adjusted Cost Basis | CASH | 07/13/06 | 41659FLC6 | \$100.095 | 100.000 | \$100.095 00 | \$100.000 00 | |
| JEA FLA ELEC SYS REV ELEC SYS REV BDS 04 12500% 10/01/2023 SER 2005D Adjusted Cost Basis | CASH | 08/01/05 | 46613CHH1 | \$100.063 | 100.000 | \$100.063 00 | \$100.000 00 D | \$95.00 LT |
| JEA FLA WTR & SWR SYS REV REV BDS SER 04 25000% 10/01/2029 2004 B Adjusted Cost Basis | CASH | 02/09/05 | 46613PHB5 | \$95.968 | 100.000 | \$95.968 00 | \$99.050 00 D | \$1,013.00 LT |
| JEA FLA WTR & SWR SYS REV REV BDS SER 04 80000% 10/01/2032 2002 C Adjusted Cost Basis | CASH | 10/20/04 | 46613PU53 | \$99.986 | 15.000 | \$14.957 90 | \$100.000 00 D | (\$4,012.00) LT |
| LAKELAND FLA ELEC & WTR REV ELEC & WTR 05 75000% 10/01/2019 REV BDS SER 1985 Adjusted Cost Basis | CASH | 10/20/04 | 511678LT9 | \$110.355 | 10.000 | \$11.035 50 | \$15.000 00 C D | (\$2.10) LT |
| LASALLE FOG LLC MTN BOOK ENTRY 6 25000% 07/15/2026 CALL Adjusted Cost Basis | CASH | 07/13/06 | 51803XKL2 | \$97.287 | 100.000 | \$97.287 00 | \$10.773 65 C D | \$255.64 LT |
| MAINE HEALTH & HIGHER EDL FACS AUTH 04 87500% 07/01/2023 REV REV BDS SER 1998 B Adjusted Cost Basis | CASH | 10/20/04 | 5604245V1 | \$100.551 | 40.000 | \$40.220 40 | \$100.000 00 D | (\$2,713.00) LT |
| MELBOURNE FLA WTR & SWR REV REF REV BDS 04 50000% 10/01/2025 SER 2004 Adjusted Cost Basis | CASH | 11/04/05 | 565355M60 | \$100.505 | 100.000 | \$100.505 00 | \$39.768 00 C D | \$452.40 LT |
| NAPLES FLA HOSP REV HOSP REF REV BDS 05 00000% 10/01/2019 NAPLES CMINTY HOSP INC SER 1993 Adjusted Cost Basis | CASH | 10/20/04 | 630475CE9 | \$94.601 | 10.000 | \$9.460 10 | \$99.995 00 D | \$510.00 LT |
| YTD Amortized Premium | | | | \$20.93 E | | | \$10.263 60 C D | (\$803.50) LT |

Northern Trust Securities, Inc.

Account carried with National Financial Services LLC. Member NYSE, SIPC

Account Number: NT1-27272
 Account Name: BECKER HEN
 Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
 THE HENRY E AND PAULINE S BECKER FOUNDATION
 FEIN 20-6297485
Northern Trust Securities, Inc.

FIXED INCOME

| Description | Account Type | Date Acquired | Symbol/ Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/ Proceeds | Unrealized Holding Gain (Loss) Period |
|---|--------------|---------------|---------------|-------------------|----------|--------------|----------------------|---------------------------------------|
| NEW JERSEY ST TPK AUTH TPK REV TPK 05 70000% 05/01/2013 IMPT REV BDS PARTIALLY FGIC DUE TO UIT SER FIRST Adjusted Cost Basis YTD Amortized Premium \$19,185.18 E | CASH | 10/20/04 | 846139C99 | \$108.268 | 10,000 | \$10,828.80 | \$11,365.60 C | |
| NEW YORK NY GO BDS SER 2010 E 04 00000% 08/01/2025 Adjusted Cost Basis | CASH | 12/14/09 | 84966HSQ4 | \$97.06 | 100,000 | \$97,060.00 | \$98,738.00 | \$1,678.00 LT |
| NEW YORK ST PWR AUTH REV & GEN PWR REV 06 87500% 01/01/2010 BDS SER A Adjusted Cost Basis YTD Amortized Premium \$5.58 E | CASH | 10/20/04 | 849892FS0 | \$100 | 5,000 | \$5,000.00 | \$5,848.45 C | (\$848.45) LT |
| ORANGE CNTY FLA TOURIST DEV TAX REV 04 75000% 10/01/2024 REF REV BDS SER 1998 A Adjusted Cost Basis YTD Amortized Premium \$5.58 E | CASH | 10/20/04 | 684545KL9 | \$100.024 | 25,000 | \$25,006.00 | \$25,027.75 C | |
| ORANGE CNTY FLA TOURIST DEV TAX REV 04 50000% 10/01/2027 TAX REF REV BDS SER 2007 Adjusted Cost Basis | CASH | 08/08/07 | 684545VZ5 | \$96.554 | 100,000 | \$96,554.00 | \$98,982.00 | \$2,428.00 LT |
| ORLANDO FLA CAP IMPT SPL REV REV BDS SER 04 00000% 10/01/2024 2005 A Adjusted Cost Basis | CASH | 02/09/05 | 68641HDL5 | \$99.209 | 100,000 | \$99,209.00 | \$98,982.00 D | (\$2,227.00) LT |
| PEMBROKE PINES FLA GO BDS SER 2007 04 50000% 09/01/2025 Adjusted Cost Basis | CASH | 08/08/07 | 70643FBZ4 | \$102.806 | 100,000 | \$102,806.00 | \$100,000.00 D | (\$2,806.00) LT |
| PORT ORANGE FLA CMNTY REDEV AGY FOR 04 50000% 04/01/2027 PORT ORANGE TOWER CTR TAX INCREMENT REV REV BDS Adjusted Cost Basis | CASH | 08/08/07 | 735041AQ8 | \$92.825 | 100,000 | \$92,825.00 | \$99,915.00 D | \$7,090.00 LT |
| PROTECTIVE LIFE SEC'D TRS 6 100000% 07/15/2015 CALL Adjusted Cost Basis | CASH | 07/13/06 | 74367COT9 | \$95.63 | 100,000 | \$95,630.00 | \$99,364.00 D | \$3,734.00 LT |
| PRUDENTIAL FINL INC INTERNOTE 4 85000% 02/15/2015 CALL Adjusted Cost Basis | CASH | 02/09/05 | 74432AFV7 | \$92.488 | 100,000 | \$92,488.00 | \$100,000.00 D | (\$7,512.00) LT |

Account Number: NT1-272272
Account Name: BECKER HEN

Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
THE HENRY E AND PAULINE S BECKER FOUNDATION
FEIN 20-6297485

Northern Trust Securities, Inc.

FIXED INCOME

| Description | Account Type | Date Acquired | Symbol/ Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/ Proceeds | Unrealized Holding Gain (Loss) | Period |
|---|--------------|---------------|---------------|-------------------|----------|--------------|----------------------|--------------------------------|--------|
| PRUDENTIAL FINL INC INTERNOTE 5.00000% 07/15/2013 CALL Adjusted Cost Basis | CASH | 07/13/06 | 74432APX2 | \$100.053 | 100,000 | \$100,053.00 | \$100,000.00 | \$53.00 | LT |
| PUBLIC SVC ELEC & GAS CO 8.00000% 06/01/2037 1ST & REF Adjusted Cost Basis | CASH | 10/20/04 | PEG 037 | \$113.569 | 2,000 | \$2,271.38 | \$2,255.00 | \$16.38 | LT |
| YTD Amortized Premium \$2.87 E | | | | | | | \$2,242.02 | \$29.36 | LT |
| PUBLIC SVC ELEC & GAS CO 5.00000% 07/01/2037 1ST & REF Adjusted Cost Basis | CASH | 10/20/04 | PEG 037 | \$79.391 | 2,000 | \$1,587.82 | \$1,550.00 | \$37.82 | LT |
| ST PETERSBURG FLA PUB UTIL. REV PUB 04 00000% 10/01/2021 UTIL REV REV BDS SER 2005 Adjusted Cost Basis | CASH | 11/16/06 | 793323JRE | \$100.458 | 100,000 | \$100,458.00 | \$1,550.00 | (\$62.18) | LT |
| SARASOTA CNTY FLA PUB HOSP DIST HOSP 05 62500% 07/01/2039 REV REV BDS SARASOTA MEM HOSP SER 2009A Adjusted Cost Basis | CASH | 09/01/09 | 803301CD1 | \$101.875 | 190,000 | \$193,562.50 | \$100,000.00 | \$93,562.50 | LT |
| SARASOTA FLA WTR & SWR UTIL REV REV REF 04 50000% 10/01/2018 BDS SER 1993 C Adjusted Cost Basis | CASH | 10/20/04 | 803408GU1 | \$100.189 | 10,000 | \$1,018.90 | \$100,000.00 | \$1,550.00 | LT |
| TALLAHASSEE FLA ENERGY SYS REV REF 04 75000% 10/01/2026 BDS SER 1998 A Adjusted Cost Basis | CASH | 10/20/04 | 874476BFO | \$100.055 | 20,000 | \$2,011.00 | \$10,073.95 | (\$55.05) | LT |
| TAMPA BAY WTR FLA UTIL SYS REV REF & 05 00000% 10/01/2028 IMPT REV BDS SER 2001 A Adjusted Cost Basis | CASH | 10/20/04 | 875128FB1 | \$101.052 | 50,000 | \$5,052.60 | \$19,971.30 | \$39.70 | LT |
| TAMPA FLA SPORTS AUTH REV REF REV BDS 04 50000% 01/01/2027 STADIUM PROJECT SER 2005 Adjusted Cost Basis | CASH | 11/04/05 | 875263PK5 | \$100.451 | 100,000 | \$100,451.00 | \$50,266.00 | \$258.00 | LT |
| | | | | | | | \$99,060.00 | \$1,391.00 | LT |

Northern Trust Securities, Inc.

Account earned with National Financial Services LLC Member NYSE SIPC

Account Number: NT1-272272
Account Name: BECKER, HEN

Statement Date: 01/01/2009 to 12/31/2009

ATTACHMENT TO 2009 990PF
THE HENRY E AND PAULINE S BECKER FOUNDATION
FEIN 20-6297485

Northern Trust Securities, Inc.

FIXED INCOME

| Description | Account Type | Date Acquired | Symbol/ Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/ Proceeds | Unrealized Holding Gain (Loss) | Period |
|---|--------------|---------------|---------------|-------------------|-----------|----------------|----------------------|--------------------------------|--------|
| TAMPA FLA WTR & SWR REV WTR & SWR SYS 04 75000% 10/01/2021 REV REF BDS SER. 2001 A | CASH | 10/20/04 | 875230R23 | \$102.18 | 50,000 | \$51,090.00 | \$50,919.00 C | | |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| TAMPA-HILLSBOROUGH CNTY FLA EXP WY AUTH 04 25000% 07/01/2027 REV REV BDS SER. 2005A | CASH | 11/04/05 | 875301D65 | \$90.829 | 100,000 | \$90,829.00 | \$95,358.00 | \$471.66 | LT |
| Adjusted Cost Basis | | | | | | | | | |
| TAMPA-HILLSBOROUGH CNTY FLA EXP WY AUTH 04 37500% 07/01/2029 REV REV BDS SER. 2005A | CASH | 08/01/05 | 875301D49 | \$91.176 | 100,000 | \$91,176.00 | \$95,358.00 | | |
| Adjusted Cost Basis | | | | | | | | | |
| UNIVERSITY HOUSTON TEX UNIV REV REV 05 50000% 02/15/2023 BDS SER. 2000 | CASH | 10/20/04 | 914301WAO | \$100.572 | 45,000 | \$45,257.40 | \$47,577.60 C | (\$4,529.00) | LT |
| Adjusted Cost Basis | | | | | | | | | |
| YTD Amortized Premium | | | | | | | | | |
| Total Fixed Income | | | | | 3,539,000 | \$3,479,770.00 | \$3,529,068.54 | (\$49,298.54) | |

MUTUAL FUNDS

| Description | Account Type | Date Acquired | Symbol/ Cusip | Price on 12/31/09 | Quantity | Market Value | Cost Basis/ Proceeds | Unrealized Holding Gain (Loss) | Period |
|---|--------------|---------------|---------------|-------------------|-------------|----------------|----------------------|--------------------------------|--------|
| ALLIANCEBER MUNI INC FD NATL PORT CL A | | Various | ALTHX | \$9.64 | 30,959.752 | \$298,452.01 | \$300,000.00 | (\$1,547.99) | ST |
| ALLIANCEBER INTERM DIVERSIFIED MUN CL A | | Various | AIDAX | \$14.40 | 34,411.562 | \$495,526.49 | \$500,000.00 | (\$4,473.51) | ST |
| EATON VANCE AMT FREE MUNI INCOME CL A | | Various | ETMBX | \$8.80 | 109,649.123 | \$964,912.28 | \$1,000,000.00 | (\$35,087.72) | LT |
| FRANKLIN FEDERAL TAX FREE CLASS A | | Various | FRTIX | \$11.77 | 69,164.144 | \$814,061.97 | \$803,011.20 | \$11,050.77 | LT |
| FRANKLIN FLORIDA TAX FREE INCOME CL A | | Various | FRFLX | \$11.41 | 16,013.642 | \$182,715.66 | \$200,000.00 | (\$17,284.34) | LT |
| Total Mutual Funds | | | | | 260,198.723 | \$2,755,668.41 | \$2,803,011.20 | (\$47,342.79) | |