Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: THE PATRICK J. MARTIN FAMILY FOUNDATION

A Employer identification number: 20-6758585

Number and street (or P O box number if mail is not delivered to street address): 1401 WHITE HAWK RANCH — Room/suite

B Telephone number: (303) 661-0990

City or town, state, and ZIP code: BOULDER, CO 80303

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 ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 4,444,160.

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

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	23,261.	19,404.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-130,216.			
	b Gross sales price for all assets on line 6a 1,087,740.				
	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	17.	17.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	-106,938.	19,421.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	300.	300.		0.
	c Other professional fees STMT 4	14,090.	14,090.		0.
	17 Interest				
	18 Taxes STMT 5	63.	63.		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	14,453.	14,453.		0.
	25 Contributions, gifts, grants paid	374,355.			374,355.
	26 **Total expenses and disbursements.** Add lines 24 and 25	388,808.	14,453.		374,355.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-495,746.			
	b **Net investment income** (if negative, enter -0-)		4,968.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	302,743.	144,943.	144,943.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	1,517,146.	1,184,332.	1,313,303.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	2,750,000.	2,750,000.	2,985,914.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	4,569,889.	4,079,275.	4,444,160.
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,038,537.	5,038,537.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-468,648.	-959,262.	
	30 **Total net assets or fund balances**	4,569,889.	4,079,275.	
	31 **Total liabilities and net assets/fund balances**	4,569,889.	4,079,275.	

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	4,569,889.
2	Enter amount from Part I, line 27a	2	-495,746.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	15,132.
4	Add lines 1, 2, and 3	4	4,089,275.
5	Decreases not included in line 2 (itemize) ▶ 2008 CHECKS CLEARED IN 2009	5	10,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,079,275.

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	1,087,740.		1,217,956.	-130,216.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-130,216.

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 — -130,216.

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	137,998.	5,111,457.	.026998
2007	250,761.	5,803,834.	.043206
2006	3,322.	5,034,494.	.000660
2005	0.	2,462,500.	.000000
2004			

2	Total of line 1, column (d)	2	.070864
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	.017716
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,042,322.
5	Multiply line 4 by line 3	5	71,614.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	50.
7	Add lines 5 and 6	7	71,664.
8	Enter qualifying distributions from Part XII, line 4	8	374,355.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	50.
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	50.
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	50.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,229.		
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	2,229.
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	2,179.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 2,179. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ MR. PATRICK J. MARTIN Telephone no. ▶ (970) 926-0756

Located at ▶ 1401 WHITE HAWK RANCH DRIVE, BOULDER, CO ZIP+4 ▶ 80303

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

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

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
PATRICK MARTIN 1401 WHITE HAWK RANCH BOULDER, CO 80303	TRUSTEE 5.00	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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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions. 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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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	1,173,789.
b	Average of monthly cash balances	1b	163,561.
c	Fair market value of all other assets	1c	2,766,530.
d	**Total** (add lines 1a, b, and c)	1d	4,103,880.
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	4,103,880.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,558.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,042,322.
6	**Minimum investment return.** Enter 5% of line 5	6	202,116.

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	202,116.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 50.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	50.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,066.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	202,066.
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	202,066.

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	374,355.
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	374,355.
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	50.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	374,305.

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.

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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				202,066.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			160,254.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 374,355.				
a Applied to 2008, but not more than line 2a			160,254.	
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				202,066.
e Remaining amount distributed out of corpus	12,035.			
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	12,035.			
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	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	12,035.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 12,035.				

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02-02-10

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

PATRICK J. MARTIN, TRUSTEE, 970-926-0756
1401 WHITE HAWK RANCH, BOULDER, CO 80303

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

SEE ATTACHED

c Any submission deadlines:

NONE

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

SCHOLARSHIPS ARE LIMITED EDUCATIONAL SCHOLARSHIPS TO ATTEND EITHER IONA COLLEGE OR GEORGE WASHINGTON UNIVERSITY.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 9				
Total			▶ 3a	374,355.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	23,261.	
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			18	17.	
8 Gain or (loss) from sales of assets other than inventory			18	-130,216.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-106,938.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -106,938.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 11/1/10 — Title President

Paid Preparer's Use Only

Preparer's signature: Leonard P Callo	Date 10/27/10	Check if self-employed ☐ — Preparer's identifying number P00644749
Firm's name (or yours if self-employed), address, and ZIP code: WILMINGTON FAMILY OFFICE, INC. 4 HIGH RIDGE PARK, STE 103 STAMFORD, CT 06905-1300		EIN 20-4677514 — Phone no. (203) 399-0600

923622
02-02-10

FORM 990-PF — DIVIDENDS AND INTEREST FROM SECURITIES — STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
EAGLE CAPITAL	12,135.	0.	12,135.
JP MORGAN	362.	0.	362.
NEUBERGER BERMAN	11,751.	0.	11,751.
NEUBERGER BERMAN - ACCRUED INTEREST	-987.	0.	-987.
TOTAL TO FM 990-PF, PART I, LN 4	23,261.	0.	23,261.

FORM 990-PF — OTHER INCOME — STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NEUBERGER BERMAN	17.	17.	
TOTAL TO FORM 990-PF, PART I, LINE 11	17.	17.	

FORM 990-PF — ACCOUNTING FEES — STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WILMINGTON FAMILY OFFICE	300.	300.		0.
TO FORM 990-PF, PG 1, LN 16B	300.	300.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NEUBERGER BERMAN	7,199.	7,199.		0.
EAGLE CAPITAL	6,833.	6,833.		0.
JPMORGAN CHASE	58.	58.		0.
TO FORM 990-PF, PG 1, LN 16C	14,090.	14,090.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES-NEUBERGER BERMAN	63.	63.		0.
TO FORM 990-PF, PG 1, LN 18	63.	63.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
2009 OUTSTANDING CHECKS	12,000.
DIVIDEND TIMING	3,132.
TOTAL TO FORM 990-PF, PART III, LINE 3	15,132.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NEUBERGER BERMAN ACCOUNT	520,267.	587,763.
EAGLE CAPITAL ACCOUNT	664,065.	725,540.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,184,332.	1,313,303.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INSTITUTIONAL DIVERSIFIED ARB.	COST	1,400,000.	1,618,746.
INSTITUTIONAL INVESTMENT FUND	COST	1,350,000.	1,367,168.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,750,000.	2,985,914.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
IONA COLLEGE	NONE GENERAL OPERATING SUPPORT	501(C)(3)	100,000.
IONA COLLEGE	NONE GENERAL OPERATING SUPPORT	501(C)(3)	200,000.
IONA COLLEGE	NONE GENERAL OPERATING SUPPORT	501(C)(3)	6,855.
GEORGE WASHINGTON UNIVERSITY - JIBRAEL MALIK (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
GEORGE WASHINGTON UNIVERSITY - LAUREN PICCIOLI (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
IONA COLLEGE - STACEY MANGROO (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.

IONA COLLEGE - MARCIA CORREA (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
IONA COLLEGE - CHIMUKA CHEEPA (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	7,500.
IONA COLLEGE - ERIN MORGAN (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
IONA COLLEGE - NOUSIN HAQUE (FALL SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
VAIL VALLEY FOUNDATION	NONE GENERAL OPERATING SUPPORT	501(C)(3)	500.
IONA COLLEGE - CHIMUKA CHEEPA (SPRING SEMESTER)	NONE SCHOLARSHIP	N/A	7,500.
GEORGE WASHINGTON UNIVERSITY - JIBRAEL MALIK (SPRING SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
IONA COLLEGE - MARCIA CORREA (SPRING SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
IONA COLLEGE - ERIN MORGAN (SPRING SEMESTER)	NONE SCHOLARSHIP	N/A	5,000.
THE CHILDREN'S HOSPITAL FOUNDATION	NONE GENERAL OPERATING SUPPORT	501(C)(3)	2,000.

IONA COLLEGE	NONE GENERAL OPERATING SUPPORT	501(C)(3)	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			374,355.

CONTINUATION FOR 990-PF, PART IV

THE PATRICK J. MARTIN FAMILY FOUNDATION 20-6758585 PAGE 1 OF 1

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	EAGLE CAPITAL (SEE ATTACHED)	P	VARIOUS	VARIOUS
b	EAGLE CAPITAL (SEE ATTACHED)	P	VARIOUS	VARIOUS
c	NEUBERGER BERMAN (SEE ATTACHED)	P	VARIOUS	VARIOUS
d	NEUBERGER BERMAN (SEE ATTACHED)	P	VARIOUS	VARIOUS
e	NEUBERGER BERMAN (SEE ATTACHED)	P	VARIOUS	VARIOUS
f	TREASURY BILL SOLD (SEE ATTACHED)	P	12/31/09	01/12/09
g	TREASURY BILL SOLD (SEE ATTACHED)	P	12/31/09	01/13/09
h	TREASURY BILL SOLD (SEE ATTACHED)	P	03/27/09	04/08/09
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	24,091.		32,874.	-8,783.
b	201,529.		269,511.	-67,982.
c	132,677.		156,864.	-24,187.
d	26,041.		25,068.	973.
e	278,640.		308,918.	-30,278.
f	50,000.		50,000.	0.
g	225,000.		225,000.	0.
h	149,762.		149,721.	41.
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			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-8,783.
b				-67,982.
c				-24,187.
d				973.
e				-30,278.
f				0.
g				0.
h				41.
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	-130,216.
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

Acct #: 55001.   Phone #:

5/4/2010 Foundation Cash NonTaxable Domestic CO IA Fee=Y DISC/CMN=N FI Acct=N Capital Appreciation IPO=Y DOB=

Capital Gains

PATRICK J MARTIN FAMILY FDN PARTICK J MARTIN TTEE
100 TIMBER SPRINGS DRIVE
EDWARDS CO 81632-6299

Capital Gains Summary From 01/01/2009 To 12/31/2009

Description	Totals
Short Term Gain/Loss	-23,214 53
Long Term Gain/Loss	-30,278.32
Total Short Sale Gain/Loss	0 00
Discount Income	40.49
Total Capital Gains/Losses	-53,492.85
Adjusted Basis	915,571 36
Proceeds	862,119.00
Total Curr Gain/Loss	0.00

EQUITIES

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
04/21/2008	01/12/2009	100 00	0 00	ABT	ABBOTT LABORATORIE S	50 549	50 740	5,054 86	5,073 98	ST	19 12	0 00	5,054.86	0 00	0 00
02/07/2008	01/12/2009	650 00	0 00	EFX	EQUIFAX INC	33 967	27 030	22,078 81	17,569 47	ST	-4,509 34	0 00	22,078 81	0 00	0 00
10/10/2008	01/12/2009	400 00	0 00	GE	GENERAL ELECTRIC CO	19 292	16 130	7,716 84	6,452 00	ST	-1,264 84	0 00	7,716 84	0.00	0 00
04/04/2008	01/12/2009	500 00	0 00	OMC	OMNICOM GROUP INC	45 156	27 323	22,578 17	13,661 47	ST	-8,916 70	0 00	22,578 17	0 00	0 00
05/07/2008	01/12/2009	100 00	0 00	XTO	XTO ENERGY INC	64 238	36 187	6,423 79	3,618 64	ST	-2,805 15	0 00	6,423 79	0 00	0 00
09/09/2008	01/28/2009	125 00	0 00	PX	PRAXAIR INC	83 018	63 424	10,377 29	7,927 93	ST	-2,449 36	0 00	10,377 29	0 00	0 00
04/21/2008	02/09/2009	50 00	0 00	ABT	ABBOTT LABORATORIE S	50 549	57 022	2,527 43	2,851 08	ST	323 65	0 00	2,527 43	0 00	0 00
09/09/2008	02/09/2009	50 00	0 00	PX	PRAXAIR INC	83 018	69 994	4,150 91	3,499 70	ST	-651 21	0 00	4,150 91	0 00	0 00
04/08/2008	03/19/2009	200 00	0 00	ORCL	ORACLE CORP	20 028	17 549	4,005 63	3,509 74	ST	-495 89	0 00	4,005 63	0 00	0 00

08/20/2008	03/2!	200 00	0 00	FTI	FMC TECHNOLOGIES INC	52 279	32 110	10,455 80	6,422 00	ST	-4,033 80	0 00	10,455 80	0	0 00
09/03/2008	03/25/2009	100 00	0 00	FTI	FMC TECHNOLOGIES INC	49 069	32 110	4,906 92	3,211 00	ST	-1,695 92	0 00	4,906 92	0 00	0 00
08/20/2008	04/01/2009	175 00	0 00	ABB	***ABB LTD SPONSORED ADR	23 269	14 061	4,072 09	2,460 63	ST	-1,611 46	0 00	4,072 09	0 00	0 00
07/28/2008	04/01/2009	250 00	0 00	ABB	***ABB LTD SPONSORED ADR	26 325	14 061	6,581 31	3,515 19	ST	-3,066 12	0 00	6,581 31	0.00	0 00
09/19/2008	04/01/2009	100 00	0 00	ABB	***ABB LTD SPONSORED ADR	21 305	14 061	2,130 54	1,406 07	ST	-724 47	0 00	2,130 54	0 00	0 00
05/18/2009	08/05/2009	275 00	0 00	MDT	MEDTRONIC INC	33 451	36 000	9,199 05	9,899 74	ST	700 69	0 00	9,199 05	0 00	0 00
04/06/2009	08/20/2009	75 00	0 00	RRC	RANGE RESOURCES CORP	43 369	49 696	3,252 70	3,727 08	ST	474 38	0 00	3,252 70	0 00	0 00
06/05/2009	09/16/2009	25 00	0 00	ESRX	EXPRESS SCRIPTS INC COMMON	62 124	77 089	1,553 11	1,927 18	ST	374 07	0 00	1,553 11	0 00	0 00
06/09/2009	09/16/2009	50 00	0 00	MD	MEDNAX INC	40 109	51 709	2,005 47	2,585 37	ST	579 90	0 00	2,005 47	0 00	0 00
10/10/2008	09/17/2009	200 00	0 00	GE	GENERAL ELECTRIC CO	19 292	17 220	3,858 42	3,443 95	ST	-414 47	0 00	3,858 42	0 00	0 00
03/26/2009	09/21/2009	50 00	0 00	NSRGY	***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	34 172	42 676	1,708 60	2,133 76	ST	425 16	0 00	1,708 60	0 00	0 00
05/14/2009	09/21/2009	50 00	0 00	NSC	NORFOLK SOUTHERN CORP	34 754	45 882	1,737 71	2,294 05	ST	556 34	0 00	1,737 71	0 00	0 00
03/26/2009	10/21/2009	50 00	0 00	NSRGY	***NESTLE SA-SPONSORED ADR REPSTG REGD ORD (SF 10 PAR)	34 172	45 507	1,708 60	2,275 27	ST	566 67	0 00	1,708 60	0 00	0 00
09/24/2009	10/29/2009	100 00	0 00	MON	MONSANTO CO	76 511	70 258	7,651 07	7,025 65	ST	-625 42	0 00	7,651 07	0 00	0 00
05/14/2009	11/09/2009	175 00	0 00	NSC	NORFOLK SOUTHERN CORP	34 754	52 042	6,081 99	9,107 02	ST	3,025 03	0 00	6,081 99	0 00	0 00
05/18/2009	11/20/2009	75 00	0 00	BID	SOTHEBYS HOLDINGS INC-CL A LTD VTG	10 483	19 525	786 19	1,464 33	ST	678 14	0 00	786 19	0 00	0 00

08/11/2009	11/2(	75 00	0 00	VAR	VARIAN MEDICAL SYSTEMS INC	36 096	45 657	2,707 18	3,424 19	ST	717 01	0 00	2,707 18	0	0 00
06/05/2009	12/02/2009	25 00	0 00	ESRX	EXPRESS SCRIPTS INC COMMON	62 124	87 617	1,553 11	2,190 36	ST	637 25	0 00	1,553 11	0 00	0 00
ST - TERM TOTAL:		4,225 00						156,863.59	132,676.85	ST	-24,186.74	0.00	156,863.59	0 00	0.00
03/22/2006	01/07/2009	100 00	0 00	PEP	PEPSICO INC	59 680	54 327	5,968 00	5,432.63	LT	0 00	-535 37	5,968 00	0.00	0 00
01/07/2008	01/12/2009	50 00	0 00	LUX	***LUXOTTICA GROUP SPA SPONSORED ADR	29 320	17 130	1,465 98	856 49	LT	0 00	-609 49	1,465 98	0 00	0 00
07/13/2006	01/12/2009	550 00	0 00	LUX	***LUXOTTICA GROUP SPA SPONSORED ADR	25 668	17 130	14,117 24	9,421 45	LT	0 00	-4,695 79	14,117 24	0 00	0 00
02/02/2007	01/12/2009	250 00	0 00	ITT	ITT INDUSTRIES INC	59 915	47 465	14,978 78	11,866 21	LT	0 00	-3,112 57	14,978 78	0 00	0 00
02/01/2007	01/12/2009	50 00	0 00	ITT	ITT INDUSTRIES INC	60 245	47 465	3,012 23	2,373 24	LT	0 00	-638 99	3,012 23	0 00	0 00
03/22/2006	01/12/2009	100 00	0 00	MSFT	MICROSOFT CORP	27 008	19 605	2,700 80	1,960 50	LT	0 00	-740 30	2,700 80	0 00	0 00
04/03/2006	01/12/2009	200 00	0 00	MSFT	MICROSOFT CORP	27 609	19 605	5,521 84	3,920 99	LT	0 00	-1,600 85	5,521 84	0 00	0 00
05/17/2007	01/12/2009	50 00	0 00	PG	PROCTER & GAMBLE CO	63 083	59 860	3,154 13	2,992 98	LT	0 00	-161 15	3,154 13	0 00	0 00
05/01/2007	01/12/2009	50 00	0 00	PG	PROCTER & GAMBLE CO	62 875	59 860	3,143 77	2,992 99	LT	0 00	-150 78	3,143 77	0 00	0 00
03/22/2006	01/13/2009	200 00	0 00	TIF	TIFFANY & CO NEW	38 740	22 467	7,748 00	4,493,33	LT	0 00	-3,254 67	7,748 00	0 00	0 00
10/25/2007	01/29/2009	150 00	0 00	ZMH	ZIMMER HOLDINGS INC	67 709	37 204	10,156 37	5,580 62	LT	0 00	-4,575 75	10,156 37	0 00	0 00
10/12/2006	02/09/2009	200 00	0 00	ABT	ABBOTT LABORATORIE S	46 608	57 022	9,321 54	11,404 31	LT	0 00	2,082 77	9,321 54	0 00	0 00
05/19/2006	02/25/2009	100 00	0 00	TIF	TIFFANY & CO NEW	32 696	19 301	3,269 64	1,930 13	LT	0 00	-1,339 51	3,269 64	0 00	0 00
07/13/2006	02/25/2009	50 00	0 00	TIF	TIFFANY & CO NEW	31 710	19 301	1,585 52	965 06	LT	0 00	-620 46	1,585 52	0 00	0 00
03/22/2006	03/19/2009	500 00	0 00	ORCL	ORACLE CORP	13 846	17 549	6,923 05	8,774 35	LT	0 00	1,851 30	6,923 05	0 00	0 00
12/14/2007	03/20/2009	50 00	0 00	IBM	INTERNATION AL BUSINESS MACHINES CORP	105 766	93 814	5,288 29	4,690 65	LT	0 00	-597 64	5,288 29	0 00	0 00
07/18/2006	04/01/2009	25 00	0 00	ABB	***ABB LTD SPONSORED ADR	11 390	14 061	284 75	351 52	LT	0 00	66 77	284 75	0.00	0 00

10/18/2007	04/03	275 00	0 00	CVS	CVS CORP	40 046	29 342	11,012 62	8,068 94	LT	0 00	-2,943 68	11,012 62	0.0	0 00
10/18/2007	04/09/2009	100 00	0 00	CVS	CVS CORP	40 046	29 923	4,004 59	2,992 23	LT	0 00	-1,012 36	4,004 59	0 00	0 00
10/18/2007	04/21/2009	100 00	0 00	CVS	CVS CORP	40 046	30 057	4,004 59	3,005 65	LT	0 00	-998 94	4,004 59	0 00	0 00
05/01/2007	05/05/2009	50 00	0 00	PG	PROCTER & GAMBLE CO	62 875	49 892	3,143 76	2,494 51	LT	0 00	-649 25	3,143 76	0 00	0 00
02/05/2007	05/11/2009	200 00	0 00	OXY	OCCIDENTAL PETE CORP	47 044	63 011	9,408 74	12,601 95	LT	0 00	3,193 21	9,408 74	0 00	0 00
10/18/2007	05/20/2009	75 00	0 00	CVS	CVS CORP	40 046	30 477	3,003 44	2,285 71	LT	0 00	-717 73	3,003 44	0 00	0 00
03/22/2006	05/22/2009	25 00	0 00	PG	PROCTER & GAMBLE CO	59 320	53 389	1,483 00	1,334 70	LT	0 00	-148 30	1,483 00	0 00	0 00
05/01/2007	05/22/2009	50 00	0 00	PG	PROCTER & GAMBLE CO	62 875	53 389	3,143 77	2,669 39	LT	0 00	-474 38	3,143 77	0 00	0 00
02/15/2008	05/28/2009	300 00	0 00	XTO	XTO ENERGY INC	55 028	42 353	16,508 31	12,705 57	LT	0 00	-3,802 74	16,508 31	0 00	0 00
05/07/2008	05/28/2009	50 00	0 00	XTO	XTO ENERGY INC	64 238	42 353	3,211 89	2,117 60	LT	0 00	-1,094 29	3,211 89	0 00	0 00
03/22/2006	06/01/2009	100 00	0 00	APA	APACHE CORP	64 562	86 220	6,456 18	8,621 74	LT	0 00	2,165 56	6,456 18	0,00	0 00
11/29/2007	06/01/2009	100 00	0 00	CVS	CVS CORP	40 073	30 489	4,007 35	3,048 84	LT	0 00	-958 51	4,007 35	0 00	0 00
03/22/2006	06/08/2009	600 00	0 00	MSFT	MICROSOFT CORP	27 008	22 176	16,204 80	13,305 24	LT	0 00	-2,899 56	16,204 80	0 00	0 00
05/10/2006	06/08/2009	50 00	0 00	MSFT	MICROSOFT CORP	23 679	22 176	1,183 93	1,108 77	LT	0 00	-75 16	1,183 93	0 00	0 00
05/18/2006	06/08/2009	100 00	0 00	ROP	ROPER INDUSTRIES INC NEW	46.090	47 188	4,609 00	4,718 69	LT	0 00	109 69	4,609 00	0 00	0 00
03/22/2006	06/08/2009	150 00	0 00	ROP	ROPER INDUSTRIES INC NEW	45 326	47 188	6,798 84	7,078 04	LT	0 00	279 20	6,798 84	0 00	0 00
03/22/2006	06/25/2009	150 00	0 00	ORCL	ORACLE CORP	13 846	21 394	2,076 91	3,208 98	LT	0 00	1,132 07	2,076 91	0 00	0 00
03/22/2006	07/22/2009	25 00	0 00	PG	PROCTER & GAMBLE CO	59 320	55 184	1,483 00	1,379 56	LT	0 00	-103 44	1,483 00	0 00	0 00
05/10/2006	07/29/2009	175 00	0 00	MSFT	MICROSOFT CORP	23 679	23 528	4,143 75	4,117 27	LT	0 00	-26 48	4,143 75	0 00	0 00
05/10/2006	07/30/2009	175 00	0 00	MSFT	MICROSOFT CORP	23 679	23 910	4,143 76	4,184 11	LT	0 00	40 35	4,143 76	0 00	0 00
03/22/2006	08/05/2009	100 00	0 00	SLB	***SCHLUMBERGER LTD	61 060	53 930	6,106 00	5,392 87	LT	0 00	-713 13	6,106 00	0 00	0 00
10/18/2007	08/05/2009	50 00	0 00	CVS	CVS CORP	40 046	34 470	2,002 30	1,723 45	LT	0 00	-278 85	2,002 30	0 00	0 00
11/29/2007	08/05/2009	25 00	0 00	CVS	CVS CORP	40 073	34 470	1,001 84	861 73	LT	0 00	-140 11	1,001 84	0 00	0 00
03/22/2006	08/05/2009	200 00	0 00	PEP	PEPSICO INC	59 680	58,696	11,936 00	11,738 99	LT	0 00	-197 01	11,936 00	0 00	0 00
03/22/2006	08/05/2009	150 00	0 00	PG	PROCTER & GAMBLE CO	59 320	53 927	8,898 00	8,088 90	LT	0 00	-809 10	8,898 00	0 00	0 00
07/18/2006	08/24/2009	275 00	0 00	ABB	***ABB LTD SPONSORED ADR	11 390	19 372	3,132 22	5,327 20	LT	0 00	2,194 98	3,132 22	0 00	0 00
07/13/2007	08/24/2009	450 00	0 00	HOLX	HOLOGIC INC	29 044	15 992	13,069 71	7,196 26	LT	0 00	-5,873 45	13,069 71	0 00	0 00

07/18/2006	09/09	75 00	0 00	ABB	***ABB LTD SPONSORED ADR	11 390	20 138	854.24	1,510 32	LT	0 00	656 08	854.24	0 (	0 00
03/22/2006	09/14/2009	25 00	0 00	ROP	ROPER INDUSTRIES INC NEW	45 326	50 784	1,133 14	1,269 56	LT	0 00	136 42	1,133 14	0 00	0 00
01/25/2008	09/15/2009	100 00	0 00	DHR	DANAHER CORP	74 752	67 868	7,475 17	6,786 61	LT	0 00	-688 56	7,475 17	0 00	0 00
06/07/2007	09/15/2009	75 00	0 00	DHR	DANAHER CORP	72 078	67 868	5,405 83	5,089 95	LT	0 00	-315 88	5,405 83	0 00	0 00
09/03/2008	09/15/2009	25 00	0 00	FTI	FMC TECHNOLOGIE S INC	49 069	53.274	1,226 73	1,331 81	LT	0 00	105 08	1,226 73	0 00	0 00
02/05/2007	09/17/2009	25 00	0 00	OXY	OCCIDENTAL PETE CORP	47 044	79 075	1,176 09	1,976 83	LT	0 00	800 74	1,176 09	0 00	0 00
03/22/2006	09/21/2009	50 00	0 00	SLB	***SCHLUMBE RGER LTD	61 060	60 379	3,053 00	3,018 86	LT	0 00	-34 14	3,053 00	0 00	0 00
09/09/2008	09/21/2009	25 00	0 00	PX	PRAXAIR INC	83 018	80 607	2,075 46	2,015 12	LT	0 00	-60 34	2,075 46	0 00	0 00
08/23/2007	09/23/2009	50 00	0 00	FISV	FISERV INC	47 796	49 173	2,389 81	2,458 58	LT	0 00	68 77	2,389 81	0 00	0 00
07/18/2006	10/12/2009	50 00	0 00	ABB	***ABB LTD SPONSORED ADR	11,390	21 151	569 50	1,057 52	LT	0 00	488 02	569 50	0 00	0 00
11/01/2006	10/29/2009	50 00	0 00	FTI	FMC TECHNOLOGIE S INC	28 215	55 476	1,410 76	2,773 71	LT	0 00	1,362 95	1,410 76	0 00	0 00
11/09/2007	11/05/2009	300 00	0 00	CSCO	CISCO SYSTEMS INC	28 793	23 868	8,637 78	7,160 27	LT	0 00	-1,477 51	8,637 78	0 00	0 00
03/22/2006	11/05/2009	300 00	0 00	CSCO	CISCO SYSTEMS INC	21 417	23 868	6,425 01	7,160 27	LT	0 00	735 26	6,425 01	0 00	0 00
03/22/2006	12/07/2009	75 00	0 00	BDX	BECTON DICKINSON & CO	63 845	77 981	4,788 37	5,848 43	LT	0 00	1,060 06	4,788 37	0 00	0 00
06/07/2007	12/07/2009	100 00	0 00	BDX	BECTON DICKINSON & CO	74 793	77 981	7,479 28	7,797 90	LT	0 00	318 62	7,479 28	0 00	0 00
LT-TERM TOTAL		8,100.00						308,918.40	278,640.08	LT	0.00	-30,278.32	308,918.40	0.00	0.00
SECTION TOTAL		12,325.00						465,781.99	411,316 93		-24,186 74	-30,278.32	465,781.99	0.00	0.00

FIXED INCOME

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
04/21/2009	08/06/2009	10,000 00	0 00	126650BM1	CVS CAREMARK CORP NT 1 75594%09/1 0/2010 126650BM1	98.583	100 800	9,858 29	10,080 00	ST	221 71	0 00	9,858 29	0 00	0 00

04/22/2009	12/07	15,310 65	15,000 00	912828KM1	UNITED STATES TREASURY NOTE 5 YR INFLATION INDEXED NOTES 1 25000% 4/15/2014 912828KM1 AO_15	99 344	104 246	15,210 20	15,960 70	ST	750 50	0 00	14,936 75	0.(	0 00
ST - TERM TOTAL		25,310 65						25,068.49	26,040.70	ST	972.21	0.00	24,795.04	0.00	0 00
SECTION TOTAL		25,310.65						25,068.49	26,040.70		972.21	0.00	24,795.04	0 00	0 00

TREASURY BILL SOLD PRIOR TO MATURITY

Purchase Date	Close Date	No. of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
12/31/2008	01/12/2009	50,000 00	0 00	31315LAQ1	FEDERAL AGRICULTURE MTG CORP DISC NOTE 0 00000% 1/15/2009 31315LAQ1	100 000	99 999	49,999 82	49,999 72		0 00	0.00	49,999 82	-0.10	0.00
12/31/2008	01/13/2009	225,000 00	0 00	31315LAQ1	FEDERAL AGRICULTURE MTG CORP DISC NOTE 0 00000% 1/15/2009 31315LAQ1	100 000	100 000	224,999 19	225,000 00		0 00	0 00	224,999 19	0 81	0 00
03/27/2009	04/08/2009	150,000 00	0 00	912795S36	UNITED STATES TREASURY BILLS 0 00000% 09/24/2009 912795S36	99 815	99 841	149,721 87	149,761 65		0 00	0 00	149,721 87	39 78	0 00
SECTION TOTAL		425,000 00						424,720.88	424,761.37		0 00	0.00	424,720.88	40.49	0.00

Eagle Capital Management, LLC

REALIZED GAINS AND LOSSES

Patrick J. Martin Family Foundation

State Street A/C#368175171

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
03-27-06	02-02-09	700	Altera Corporation	14,762.65	10,949.12		-3,813.53
03-23-06	02-02-09	133	E.W. Scripps Co. Cl A	1,254.75	211.47		-1,043.28
07-02-08	02-02-09	1,000	E W. Scripps Co. Cl A	8,760 00	1,589 98	-7,170.02	
03-30-06	02-02-09	400	Comcast Corp Special Cl A	7,066.64	5,556.00		-1,510.64
03-28-06	02-02-09	300	Discovery Communications Cl A	4,250.02	4,344.00		93.98
12-05-07	02-02-09	100	SLM Corp	3,711.32	1,169.99		-2,541.33
11-20-07	02-02-09	200	SLM Corp	7,354.12	2,339.99		-5,014.13
12-19-07	02-02-09	800	SLM Corp	18,711.52	9,359.94		-9,351.58
12-27-07	02-02-09	300	SLM Corp	5,895 00	3,509.98		-2,385 02
03-28-06	02-02-09	300	Discovery Communications Cl C	3,816.00	4,304.98		488.98
03-27-06	02-02-09	300	Liberty Media Corp Entertainment Class A	4,347.76	5,486.96		1,139.20
03-24-06	02-02-09	200	Coca Cola Co	8,545 82	8,401.29		-144 53
03-27-06	02-02-09	400	Wal-Mart Stores Inc	19,225 96	18,543.89		-682.07
03-27-07	02-02-09	100	General Electric Company	3,579.23	1,156 99		-2,422 24
05-25-06	02-02-09	300	General Electric Company	10,257.51	3,470 98		-6,786.53
03-22-06	02-02-09	400	Waste Management Inc	13,704.00	12,091.93		-1,612.07
04-04-06	02-02-09	400	Willis Group Holdings PLC	13,956.00	9,817 94		-4,138.06
05-25-06	03-20-09	1,100	General Electric Company	37,610.87	10,407 04		-27,203.83
06-12-08	03-20-09	300	General Electric Company	8,860.02	2,838.28	-6,021.74	
03-23-06	05-26-09	400	Scripps Networks Inter-Cl A	16,601.79	11,102.39		-5,499.40
02-08-08	06-29-09	200	American Express	8,846 80	4,799 13		-4,047.67
06-17-08	06-29-09	100	American Express	4,343 65	2,399.57		-1,944.08
03-28-06	06-30-09	300	Costco Wholesale Corp	16,458.00	13,724 14		-2,733.86
09-02-08	07-22-09	100	Peabody Energy Corp	5,543.29	3,202 61	-2,340 68	
07-26-06	07-22-09	200	Peabody Energy Corp	8,664.40	6,405.21		-2,259.19
04-27-06	08-05-09	400	Dresser-Rand Group Inc	9,800 00	12,155.68		2,355 68
03-28-06	08-05-09	200	Praxair Inc	11,088.00	15,565.59		4,477 59
04-27-06	09-21-09	200	Dresser-Rand Group Inc	4,900.00	6,404 25		1,504.25
02-05-09	10-21-09	800	News Corp Ltd Class A	5,310 24	10,310.93	5,000 69	
03-27-06	11-20-09	0	DirecTV	2 00	5.15		3.15
03-21-06	11-23-09	100	Newfield Exploration Co	3,689.45	4,266 28		576 83
03-28-06	12-02-09	350	Discovery Communications Cl A	4,958.35	11,332.33		6,373 98

This report is provided for informational purposes only and is based on the highest cost method of accounting Wash sale rules may apply to purchases and sales We advise seeking professional assistance in all tax matters

Eagle Capital Management, LLC

REALIZED GAINS AND LOSSES

Patrick J. Martin Family Foundation

State Street A/C#368175171

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
03-27-06	12-10-09	100	Altera Corporation	2,108.95	2,246.48		137.53
10-06-09	12-22-09	200	Verısk Analytics Inc Cl A	4,400.00	6,149 26	1,749 26	
TOTAL GAINS						6,749.95	17,151.17
TOTAL LOSSES						-15,532.44	-85,133 04
[illegible]				302,384.11	225,619.75	-8,782.49	-67,981.87

TOTAL REALIZED GAIN/LOSS -76,764.36

Thıs report ıs provided for ınformatıonal purposes only and is based on the highest cost method of accounting Wash sale rules may apply to purchases and sales We advıse seeking professıonal assıstance ın all tax matters