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

OMB No 1545-0052

2009

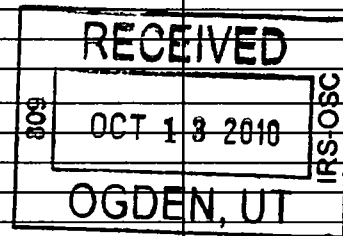
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning , 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 Honey Perkins Family Foundation, Inc		A Employer identification number 20-8042305
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 839-1754
	City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 634,543		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,202	3,202		
	4 Dividends and interest from securities	29,148	29,148		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-32,346			
	b Gross sales price for all assets on line 6a 166,270				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-4,707	-326		
	12 Total. Add lines 1 through 11	-4,703	32,024		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	3,628	3,628		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	370	70		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,899	326		6,558
	24 Total operating and administrative expenses. Add lines 13 through 23	10,897	4,024		6,558
	25 Contributions, gifts, grants paid	26,900			26,900
	26 Total expenses and disbursements. Add lines 24 and 25	37,797	4,024		33,458
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-42,500			
	b Net investment income (if negative, enter -0-)		28,000		
	c Adjusted net income (if negative, enter -0-)				



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

Form 990-PF (2009)

(HTA)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments		26,913	15,531		15,531	
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶						
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶						
	5 Grants receivable						
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)						
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶						
	8 Inventories for sale or use						
	9 Prepaid expenses and deferred charges						
	10 a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)		705,268	637,835		483,376	
	c Investments—corporate bonds (attach schedule)		29,238	73,862		84,664	
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)		41,039	32,730		50,972	
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶)							
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		802,458	759,958		634,543		
Liabilities	17 Accounts payable and accrued expenses						
	18 Grants payable						
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable (attach schedule)						
	22 Other liabilities (describe ▶)						
	23 Total liabilities (add lines 17 through 22)		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. ▶ <input type="checkbox"/>						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg, and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds		802,458	759,958			
30 Total net assets or fund balances (see page 17 of the instructions)		802,458	759,958				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		802,458	759,958				

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	802,458
2 Enter amount from Part I, line 27a	2	-42,500
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	759,958
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	759,958

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 Publicly-traded Securities				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 166,270		169,174	-2,904	
b				
c				
d				
e				
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-2,904
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	21,316	664,666	0.032070
2007	5,629	789,956	0.007126
2006	0	356,475	0.000000
2005			0.000000
2004			0.000000
2 Total of line 1, column (d)			2 0.039196
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.013065
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 522,550
5 Multiply line 4 by line 3			5 6,827
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 280
7 Add lines 5 and 6			7 7,107
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 33,458

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

1 a 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)		1	280
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			
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	280
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	280
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	794	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	794	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	514	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 514 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
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"/> \$ _____		
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
4 a 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?	X	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ☐ _____

14 The books are in care of ☐ c/o Foundation Source Telephone no ☐ (800) 839-1754
 Located at ☐ 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 ☐ 19809-1377

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 <input type="checkbox"/>	1b	N/A
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 <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
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)	3b	N/A
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>	5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)		<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

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

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

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

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



Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

**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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	505,992
b	Average of monthly cash balances	1b	24,516
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	530,508
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	530,508
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	7,958
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	522,550
6	Minimum investment return. Enter 5% of line 5	6	26,128

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

1	Minimum investment return from Part X, line 6	1	26,128
2a	Tax on investment income for 2009 from Part VI, line 5	2a	280
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	280
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	25,848
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	25,848
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	25,848

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	33,458
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
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	33,458
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	280
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,178

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				25,848
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			32,624	
b Total for prior years 20____, 20____, 20____		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 ► \$ 33,458				
a Applied to 2008, but not more than line 2a			32,624	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				834
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				25,014
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN BOYCHOIR SCHOOL	N/A	509(a)(1)	General & Unrestricted	500
19 LAMBERT DR PRINCETON NJ 08540				
ARTS COUNCIL OF PRINCETON	N/A	509(a)(2)	General & Unrestricted	300
102 WITHERSPOON ST PRINCETON NJ 08542				
ATLANTA HUMANE SOCIETY	N/A	509(a)(2)	General & Unrestricted	500
981 HOWELL MILL RD NW ATLANTA GA 30318				
BATTERED WOMENS SHELTER INC	N/A	509(a)(1)	General & Unrestricted	1,000
PO BOX 5382 VALDOSTA GA 31603				
COLLEGIATE SCHOOL	N/A	509(a)(1)	Performing Arts Division	2,500
103 N MOORELAND RD RICHMOND VA 23229				
CULINARY INSTITUTE OF AMERICA	N/A	509(a)(1)	General & Unrestricted	1,000
1946 CAMPUS DR HYDE PARK NY 12538				
DADS GARAGE INC	N/A	509(a)(1)	General & Unrestricted	2,500
280 ELIZABETH ST STE C-101 ATLANTA GA 30307				
DOCTORS WITHOUT BORDERS USA INC	N/A	509(a)(1)	General & Unrestricted	100
333 7TH AVE FL 2 NEW YORK NY 10001				
GENESIS SHELTER INC	N/A	509(a)(1)	General & Unrestricted	1,000
173 BLVD NE ATLANTA GA 30312				
HITOPS INC	N/A	509(a)(1)	General & Unrestricted	1,000
21 WIGGINS ST PRINCETON NJ 08540				
HOMEFRONT INC	N/A	509(a)(1)	General & Unrestricted	100
1880 PRINCETON AVE LAWRENCEVILLE NJ 08648				
JUVENILE DIABETES RESEARCH FDTN INT'L	N/A	509(a)(1)	General & Unrestricted	1,000
1440 K ST N W WASHINGTON DC 20005				
LIVE ARTS INC	N/A	509(a)(2)	General & Unrestricted	1,000
PO BOX 1231 CHARLOTTESVLE VA 22902				
MARINE TOYS FOR TOTS FOUNDATION	N/A	509(a)(1)	General & Unrestricted	800
18251 QUANTICO GATEWAY TRIANGLE VA 22172				
MCCARTER THEATER	N/A	509(a)(1)	General & Unrestricted	600
91 UNIVERSITY PL PRINCETON NJ 08540				
METROPOLITAN OPERA ASSOCIATION INC	N/A	509(a)(1)	General & Unrestricted	1,000
LINCOLN CENTER NEW YORK NY 10023				
Total See Attached Statement			3a	26,900
b <i>Approved for future payment</i>				
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) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,202	
4 Dividends and interest from securities			14	29,148	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-32,346	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>K-1 Pass-Through</u>	525990	-4,381	14	-326	
b _____			14	-326	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		-4,381		-648	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-5,029

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

[illegible]

Form 990-PF, Part I, Line 11 - Other Income

TOTAL:			(a) Expenses per Books	(b) Net Investment Income
				-326
1	ENBRIDGE ENERGY PARTNERS LP K-1 Pass-Through Share of Partnership Income/(Loss)		-978	-327
2	ENTERPRISE PRODUCTS PARTNERS LP K-1 Pass-Through Share of Partnership Income/(Loss)		-1,485	-37
3	ONEOK PARTNERS LP K-1 Pass-Through Share of Partnership Income/(Loss)		-2,244	38
4				
5				
6				
7				
8				
9				
10				

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:					3,628	3,628	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Investment Management Services	3,628	3,628		0			
2								
3								
4								
5								
6								
7								
8								
9								
10								

Form 990-PF, Part I, Line 18 - Taxes

TOTAL:					370	70	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Estimated tax for 2009	300	0		0			
2	Foreign Tax Paid	70	70		0			
3								
4								
5								
6								
7								
8								
9								
10								

Form 990-PF, Part I, Line 23 - Other Expenses

TOTAL:		6,899	326	0	6,558
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Administrative Fees	6,557	0	0	6,558
2	Bank Charge	326	326		0
3	K-1 nondeductible pass-through ENBRIDGE ENERGY PARTNERS LP	8	0		0
4	K-1 nondeductible pass-through ENTERPRISE PRODUCTS PARTNERS LP	3	0		0
5	K-1 nondeductible pass-through ONEOK PARTNERS LP	3	0		0
6					
7					
8					
9					
10					

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:		637,835		483,376
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
1	ALLIANCEBERNSTEIN (ACG)	1,500	9,731	12,376
2	Allied Capital Corporation (ALD)	500	14,374	1,806
3	Altria Group Inc (MO)	250	5,095	4,909
4	AMERICAN CAPITAL LTD (ACAS)	532	16,035	1,299
5	AMERICAN CAPITAL AGENCY CORP. (AGNC)	525	9,998	13,934
6	Anworth Mortgage Asset Corp (ANH)	1,400	7,500	9,800
7	APOLLO INVESTMENT CORP (AINV)	800	15,866	7,632
8	Arbor Realty Trust Inc (ABR)	650	14,311	1,294
9	ASHFORD HOSPITALITY TR REIT (AHT)	1,300	13,867	6,032
10	ASPEN INSURANCE HLDG (AHL)	250	6,664	6,363
11	Bed Bath & Beyond Inc (BBBY)	225	8,276	8,687
12	BOEING CO (BA)	150	10,060	8,120
13	BUCKLE INC (BKE)	250	6,695	7,320
14	CAPITAL ONE CAP II PFD - 7.500% - 06/15/2066 (COF-PB)	575	10,224	13,927
15	CAPITAL TRUST INC (CT)	400	12,154	508
16	CAPLEASE FNDING (LSE)	1,900	18,194	8,322
17	Cardinal Health Inc (CAH)	175	7,372	5,642
18	CAREFUSION CORP (CFN)	87	2,887	2,176
19	Caterpillar Inc (CAT)	175	14,452	9,973
20	CEMEX SA DE CV A ADS (CX)	364	8,726	4,302
21	COGDELL SPENCER INC (CSA)	1,000	17,518	5,660
22	FEDERAL NATL MTG ASSN PFD 8 25% (FNM-PP)	600	15,348	660
23	FELCOR LODGING TR (FCH)	550	10,017	1,980
24	Frontier Communications Corp (FTR)	1,000	7,146	7,810
25	GLIMCHER REALTY TRST (GRT)	850	18,593	2,295
26	Google Inc C1A (GOOG)	10	3,087	6,200
27	Grupo Aeroportuario Del Adr (PAC)	200	5,317	6,252
28	HERSHA HOSPITALITY TRUST (HT)	2,400	27,503	7,536
29	Home Depot Inc (HD)	150	5,890	4,340
30	HRPT PROPERTIES TR-SBI (HRP)	1,500	14,575	9,705
31	HUMANA INC (HUM)	150	10,085	6,584
32	Ingersoll-Rand PLC (IR)	400	6,676	14,296
33	Intersil Corporation (ISIL)	500	6,817	7,670
34	IOWA TELECOM SVCS (IWA)	1,050	12,836	17,598
35	ISHARES IBOX \$ HIGH YIELD CORPORATE BOND FUND (HYG)	150	12,359	13,176
36	ISHARES S&P U S PREFERRED STOCK INDEX FUND (PFF)	400	11,374	14,680
37	KAYNE ANDERSON MLP INV CO (KYN)	700	14,390	17,528
38	KINDER MORGAN MNGMNT (KMR)	253	10,584	13,824
39	Lexington Realty Trust (LXP)	1,121	19,276	6,816
40	Masco Corp (MAS)	600	11,471	8,286
41	MEDICL PROP TRST, IN (MPW)	2,000	14,898	20,000
42	MF GLOBAL (MF)	300	4,176	2,085
43	MFA MTG INVTs INC (MFA)	600	3,449	4,410
44	MUELLER IND INC (MLI)	375	13,088	9,315

Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

		TOTAL:		637,835	483,376
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
45	NCR CP (NCR)	400	4,137	4,452	
46	NUCOR CP (NUE)	125	4,873	5,831	
47	Petroleo Brasileiro (PBR)	100	4,739	4,768	
48	PIMCO CP OPPORTUNITY (PTY)	800	6,306	11,520	
49	Pinnacle West Capital Corp (PNW)	300	10,557	10,974	
50	PROCTER GAMBLE CO (PG)	481	29,361	29,163	
51	RESERVE PRIMARY MMKT FUND CLASS R (RFIXU)	94	94	91	
52	Royal Caribbean Cruise (RCL)	350	7,907	8,848	
53	SUN COMMUNITIES INC (SUI)	500	14,138	9,875	
54	SUNSTONE HOTEL INVESTORS, INC (SHO)	492	12,922	4,369	
55	Teva Pharmaceutical Sp Adr (TEVA)	150	6,488	8,427	
56	US BANCORP DEL NEW (USB)	450	13,693	10,130	
57	WADDELL&REED FIN INC (WDR)	350	9,877	10,689	
58	WELLPOINT INC (WLP)	125	10,252	7,286	
59	Wells Fargo & Co New Perp PFD (WFPCPRL)	10	8,467	9,180	
60	XTO ENERGY INC (XTO)	100	5,070	4,653	

Form 990-PF, Part II, Line 10c - Investments: Corporate Bonds

		TOTAL:		73,862	84,664
	Description/Symbol/CUSIP Number	Shares	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value	
1	Cablevision Systems 8% SR NTS 4/15/12 (12686CAW9)	15,000	14,984	15,862	
2	COUNTRYWIDE CAP V GTD CAP SECS 7.00% 11/01/2036 (CFCPRB)	850	11,262	18,402	
3	ICONIX BRAND GROUP INC 1.87500% 07/01/2012 (451055AB3)	5,000	4,463	4,469	
4	Royal Caribbean Cruises 11.875% 7/15/15 (780153AT9)	10,000	11,775	11,563	
5	SMITHFIELD FOODS INCSR NT CV 4.00000% 06/30/2013 (832248AR9)	6,000	5,580	5,903	
6	TESORO CORP SR NT 9.75000% 06/01/2019 (881609AW1)	15,000	15,670	15,525	
7	Transocean Inc 1.5% 12/15/2037 (893830AW97)	4,000	3,793	3,850	
8	TREX INC SR SUB NT CV 6.000% 07/01/2012 (89531PAA3)	8,000	6,335	9,090	
9					
10					

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:			32,730	50,972
	Asset Description	Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value	
1	ENBRIDGE ENERGY PARTNERS LP (EEP)	9,235	13,423	
2	ENTERPRISE PRODUCTS PARTNERS LP (EPD)	12,312	20,417	
3	ONEOK PARTNERS LP (OKS)	11,183	17,132	
4				
5				
6				
7				
8				
9				
10				

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PRINCETON DAY SCHOOL INC

☐ Person ☒ Business**Street**

PO BOX 75

City

PRINCETON

State

NJ

Zip code

08542

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

500

Name

PRINCETON GIRLCHOIR INC

☐ Person ☒ Business**Street**

P O BOX 145190 NASSAU ST LOWER

City

PRINCETON

State

NJ

Zip code

08542

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

General & Unrestricted

Amount

2,000

Name

PRINCETON GIRLCHOIR INC

☐ Person ☒ Business**Street**

P O BOX 145190 NASSAU ST LOWER

City

PRINCETON

State

NJ

Zip code

08542

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Janet A Westrick Fund for the Princeton Girl Choir

Amount

500

Name

PRINCETON PRO MUSICA

☐ Person ☒ Business**Street**

PO BOX 1313

City

PRINCETON

State

NJ

Zip code

08542

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

General & Unrestricted

Amount

100

Name

READING IS FUNDAMENTAL INC

☐ Person ☒ Business**Street**

1825 CONNECTICUT AVE NW STE 400

City

WASHINGTON

State

DC

Zip code

20009

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

SETI INSTITUTE

☐ Person ☒ Business**Street**

515 N WHISMAN RD

City

MOUNTAIN VIEW

State

CA

Zip code

94043

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

200

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SOUTHERN METHODIST UNIVERSITY

☐ Person ☒ Business**Street**

PO BOX 750261

City

DALLAS

State

TX

Zip code

75275

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

200

Name

ST JUDE CHILDRENS RESEARCH HOSPITAL INC

☐ Person ☒ Business**Street**

332 N LAUDERDALE ST STOP 512

City

MEMPHIS

State

TN

Zip code

38105

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,300

Name

SUSAN G KOMEN BREAST CANCER FOUNDATION

☐ Person ☒ Business**Street**

2 PRINCESS RD STE D

City

LAWRENCEVILLE

State

NJ

Zip code

08648

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

500

Name

SYCAMORE ROUGE INCORPORATED

☐ Person ☒ Business**Street**

21 W OLD ST

City

PETERSBURG

State

VA

Zip code

23803

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

TRUANCY INTERVENTION PROJECT GEORGIA INC

☐ Person ☒ Business**Street**

1201 W PEACHTREE ST STE 4200

City

ATLANTA

State

GA

Zip code

30309

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

500

Name

ULMAN FUND INC

☐ Person ☒ Business**Street**

4725 DORSEY HALL DR

City

ELLCOTT CITY

State

MD

Zip code

21042

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

UNITED WAY OF NORTHEAST GEORGIA INC

☐ Person ☒ Business**Street**

465 HUNTINGTON RD

City

ATHENS

State

GA

Zip code

30606

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Wee Read Program

Amount

800

Name

UNIVERSITY OF VIRGINIA ANNUAL FUND

☐ Person ☒ Business**Street**

PO BOX 400807

City

CHARLOTTESVILLE

State

VA

Zip code

22904

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

VIRGINIA TECH FOUNDATION INC

☐ Person ☒ Business**Street**

902 PRICES FORK RD STE 4500

City

BLACKSBURG

State

VA

Zip code

24061

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

1,000

Name

WESTMINSTER CHOIR COLLEGE OF RIDER UNIVERSITY

☐ Person ☒ Business**Street**

101 WALNUT LN

City

PRINCETON

State

NJ

Zip code

08540

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

300

Name

WOMANSPACE INC

☐ Person ☒ Business**Street**

1212 STUYVESANT AVE

City

TRENTON

State

NJ

Zip code

08618

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

General & Unrestricted

Amount

100

Name☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0