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

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type See Specific Instructions.	Name of foundation The Rock Foundation		A Employer identification number 20-8164535
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (804) 775-1023
	c/o McGuireWoods LLP P. O. Box 397		C If exemption application is pending, check here <input type="checkbox"/>
	City or town, state, and ZIP code Richmond, VA 23218		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,444,569. (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 <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		44,985.	44,985.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,770.			
b Gross sales price for all assets on line 6a		19,453.			
7 Capital gain net income (from Part IV, line 2)			2,770		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		47,755.	47,755.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 2		2,950.	0.		2,950.
b Accounting fees					
c Other professional fees Stmt 3		13,811.	13,811.		0.
17 Interest					
18 Taxes Stmt 4		1,745.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		25.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		18,531.	13,811.		2,950.
25 Contributions, gifts, grants paid		76,500.			76,500.
26 Total expenses and disbursements. Add lines 24 and 25		95,031.	13,811.		79,450.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<47,276.>			
b Net investment income (if negative, enter -0-)			33,944.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	77,493.	46,870.	46,870.
	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			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment, basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 7	1,687,120.	1,670,294.	1,397,699.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,764,613.	1,717,164.	1,444,569.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,764,613.	1,717,164.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	1,764,613.	1,717,164.		
31 Total liabilities and net assets/fund balances	1,764,613.	1,717,164.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,764,613.
2 Enter amount from Part I, line 27a	2	<47,276.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,717,337.
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	173.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,717,164.

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 95 shs Genentech Inc (Tender Offer)	P		
b Capital Gains Dividends			
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 19,000.		16,683.	2,317.
b 453.			453.
c			
d			
e			

(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			2,317.
b			453.
c			
d			
e			

2 Capital gain net income or (net capital loss) <div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-left: 10px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>	2	2,770.
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	99,526.	1,560,575.	.063775
2007	100,000.	1,253,430.	.079781
2006			
2005			
2004			

2 Total of line 1, column (d)	2	.143556
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	.071778
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,293,454.
5 Multiply line 4 by line 3	5	92,842.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	339.
7 Add lines 5 and 6	7	93,181.
8 Enter qualifying distributions from Part XII, line 4	8	79,450.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	679.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	679.
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	679.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	856.	
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	856.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	177.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 177. Refunded <input type="checkbox"/>	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?		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.		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 type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

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

Website address ► None

14 The books are in care of ► Rita Smith c/o US Trust Telephone no. ► (804) 788-2143
 Located at ► 1111 E. Main St, 12th Fl, Richmond, VA ZIP+4 ► 23219

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

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

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

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

Form 990-PF (2009)

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
Rita M. Smith c/o US Trust/Bank of America 1111 E. Richmond, VA 23219	President/Treasurer 1.00	0.	0.	0.
M. Anne Greggs 5616 Hardrock Place Richmond, VA 23230	Vice Pres/Director 1.00	0.	0.	0.
John B. O'Grady c/o McGuireWoods LLP 901 E. Cary St Richmond, VA 23219	Secretary/Director 1.00	0.	0.	0.

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

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

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

0

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 The Rock Foundation makes grants to qualifying charitable organizations and does not carry on charitable activities directly.	0.
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

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	1,217,269.
b	Average of monthly cash balances	1b	95,882.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,313,151.
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	1,313,151.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,697.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,293,454.
6	Minimum investment return. Enter 5% of line 5	6	64,673.

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	64,673.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	679.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	679.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	63,994.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	63,994.
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	63,994.

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	79,450.
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	79,450.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,450.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				63,994.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	86,687.			
e From 2008	22,353.			
f Total of lines 3a through e	109,040.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	79,450.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				63,994.
e Remaining amount distributed out of corpus	15,456.			
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	124,496.			
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	124,496.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	86,687.			
d Excess from 2008	22,353.			
e Excess from 2009	15,456.			

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 8				
Total			3a	76,500.
b Approved for future payment				
None				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion 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						
4 Dividends and interest from securities				14	45,438.	
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	2,317.	
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.		47,755.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 47,755.	

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

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

[illegible]

Part XVII

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

- | | | 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 | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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

Sign Here	Signature of officer or trustee <i>(Signature) M. Smith</i>		Date 5-10-10		Title PRESIDENT / TREASURER	
	Preparer's signature <i>(Signature) B. V. J.</i>		Date 4/4/10		Check if self-employed <input type="checkbox"/>	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code McGuireWoods LLP P. O. Box 397 Richmond, VA 23218-0397		EIN <input type="checkbox"/>		Preparer's identifying number (804) 775-1000	

Form **990-PF** (2009)

Form 990-PF	Grants and Contributions Paid During the Year	Statement	8
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Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Commonwealth Catholic Charities PO Box 6565 Richmond, VA 232600565	None Charitable Support	Public	35,000.
Faison School for Autism 1325 Palmyra Ave Richmond, VA 23227	None School	Educational	5,000.
FETCH a Cure 5609 Patterson Ave, #D Richmond, VA 23226	None Charitable Support	Public	2,000.
Longwood University 201 High Street Farmville, VA 23909	None School	Educational	10,000.
Massey Cancer Center PO Box 980037 Richmond, VA 232980037	None Charitable Support	Public	2,500.
Maymont Foundation 1700 Hampton Street Richmond, VA 23220	None Charitable Support	Public	10,000.
Woodrow Wilson Presidential Library Fdn PO Box 24 Staunton, VA 24402	None Charitable Support	Public	2,000.
Richmond Symphony 612 E Grace St, Suite 401 Richmond, VA 23219	None Charitable Support	Public	1,500.

<u>The Rock Foundation</u>			20-8164535
Rose Group for Cross-Cultural Understanding 616 E St NW Cb 909 Washington, DC 20004	None Charitable Support	Public	1,500.
Visual Arts Center of Richmond 1812 W Main St Richmond, VA 23220-4520	None Charitable Support	Public	1,500.
Virginia Museum of Fine Arts 200 N Boulevard Richmond, VA 23220	None Charitable Support	Public	1,500.
Richmond Animal League 11401 International Dr Richmond, VA 23226	None Charitable Support	Public	2,000.
Lewis Ginter Botanical Garden 1800 Lakeside Ave Richmond, VA 23228	None Charitable Support	Public	2,000.
Total to Form 990-PF, Part XV, line 3a			<u>76,500.</u>

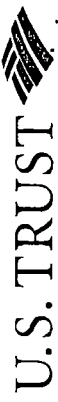
Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	6
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<u>Description</u>	<u>Amount</u>
Timing diff year end mutual fund income	173.
Total to Form 990-PF, Part III, line 5	173.

Form 990-PF	Other Investments	Statement	7
Description	Valuation Method	Book Value	Fair Market Value
See schedule attached	COST	1,670,294.	1,397,699.
Total to Form 990-PF, Part II, line 13		1,670,294.	1,397,699.

2053146-0001

Settlement Date



Bank of America Private Wealth Management

Portfolio Detail

Account: 40-05-500-1301838 IM THE ROCK FOUNDATION
Dec 01 2009 through Dec 31 2009

Units	Description	CUSIP Sector (2)	Market Value (1) Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
7,747.150	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	\$7,747.15	\$0.85	\$7,747.15	1,000	\$0.00	\$11.62	0.2%
39,122.390	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	39,122.39	5.18	39,122.39	1,000	0.00	58.68	0.2
	Total Cash Equivalents		\$46,869.54	\$6.03	\$46,869.54		\$0.00	\$70.30	0.1%
	Total Cash/Currency		\$46,869.54	\$6.03	\$46,869.54		\$0.00	\$70.30	0.1%

Equities									
(2) Industry Sector Codes									
FIN = Financials IFT = Information Technology TEL = Telecommunication Services HEA = Health Care MAT = Materials UTL = Utilities IND = Industrials OEQ = Other Equities									
U.S. Large Cap									
250.000	ABBOTT LABS Ticker: ABT	002824100 HEA	\$13,497.50 53.990	\$0.00	\$13,370.53 53.482		\$126.97	\$400.00	3.0%
430.000	ALTRIA GROUP INC Ticker: MO	022095103 CNS	8,440.90 19.630	146.20	8,434.34 19.615		6.56	584.80	6.9
1,200.000	AT&T INC Ticker: T	002068102 TEL	33,636.00 28.030	0.00	41,856.39 34.880		-8,220.39	2,016.00	6.0
200.000	CHEVRON CORP Ticker: CVX	166764100 ENR	15,398.00 76.990	0.00	14,249.50 71.248		1,148.50	544.00	3.5
1,000.000	CISCO SYS INC Ticker: CSCO	172758102 IFT	23,940.00 23.940	0.00	27,057.48 27.057		-3,117.48	0.00	0.0
250.000	COCA COLA CO Ticker: KO	191216100 CNS	14,250.00 57.000	0.00	14,606.88 58.428		-356.88	410.00	2.9
150.000	DEERE & CO Ticker: DE	244199105 IND	8,113.50 54.090	42.00	12,980.63 86.538		-4,867.13	168.00	2.1

(1) Market Value in the Portfolio Detail section does not include Accrued Income

55631104100

Settlement Date



Portfolio Detail

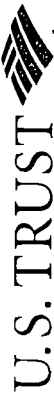
Dec 01, 2009 through Dec 31, 2009

IM THE ROCK FOUNDATION

Account: 40-05-500-1301326

Units	Description	CUSIP	Sector (2)	Market Value (1)	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)										
U.S. Large Cap (cont)										
450 000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106	CND	14,512.50 32,250	157.50	16,233.56 36,075		-1,721.06	157.50	1.1
400 000	EXXON MOBIL CORP Ticker: XOM	302316102	ENR	27,276.00 68,190	0.00	30,252.00 75,630		-2,976.00	672.00	2.5
250 000	FPL GROUP INC Ticker: FPL	302571104	UTL	13,205.00 52,820	0.00	16,909.38 67,638		-3,704.38	472.50	3.6
600 000	GENERAL ELEC CO Ticker: GE	369604103	IND	9,078.00 15,130	60.00	21,702.00 36,170		-12,624.00	240.00	2.6
250 000	HEWLETT PACKARD CO Ticker: HPQ	428236103	IFT	12,877.50 51,510	20.00	12,108.88 48,436		768.62	80.00	0.6
800 000	INTEL CORP Ticker: INTC	458140100	IFT	16,320.00 20,400	0.00	16,581.00 20,726		-261.00	448.00	2.7
100 000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101	IFT	13,090.00 130,900	0.00	11,325.75 113,258		1,764.25	220.00	1.7
300 000	J P MORGAN CHASE & CO Ticker: JPM	46625H100	FIN	12,501.00 41,670	0.00	15,659.25 52,198		-3,158.25	60.00	0.5
300 000	JOHNSON & JOHNSON Ticker: JNJ	478160104	HEA	19,323.00 64,410	0.00	18,497.25 61,658		825.75	588.00	3.0
200 000	KIMBERLY CLARK CORP Ticker: KMB	494368103	CNS	12,742.00 63,710	120.00	13,099.50 65,498		-357.50	480.00	3.8
200 000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105	HEA	7,308.00 36,540	76.00	8,791.00 43,955		-1,483.00	304.00	4.2
1,600 000	MICROSOFT CORP Ticker: MSFT	594918104	IFT	48,768.00 30,480	0.00	46,824.00 29,265		1,944.00	832.00	1.7
100 000	MONSANTO CO NEW COM Ticker: MON	61166W101	MAT	8,175.00 81,750	0.00	11,792.75 117,928		-3,617.75	106.00	1.3
700 000	NEWS CORP CLA Ticker: NWSA	65248E104	CND	9,583.00 13,690	0.00	12,941.25 18,488		-3,358.25	84.00	0.9

Settlement Date



Bank of America Private Wealth Management

Portfolio Detail

Dec 01, 2009 through Dec 31, 2009

Account: 40-05-500-1301886 IM THE ROCK FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value (1) Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap (cont)									
320 000	PEPSICO INC Ticker: PEP	713448108 CNS	19,456.00 60.800	144.00	20,213.60 63.168		-757.60	576.00	3.0
1,600 000	PFIZER INC Ticker: PFE	717081103 HEA	29,104.00 18.190	0.00	40,220.00 25.138		-11,116.00	1,152.00	4.0
430 000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	20,721.70 48.130	249.40	19,376.77 45.062		1,344.93	997.60	4.8
150 000	PRAXAIR INC Ticker: PX	74005P104 MAT	12,046.50 80.310	0.00	12,274.13 81.828		-227.63	240.00	2.0
500 000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	30,315.00 60.630	0.00	31,922.50 63.845		-1,607.50	880.00	2.9
150 000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	808857108 ENR	9,763.50 65.090	31.50	13,274.63 88.498		-3,511.13	126.00	1.3
150 000	STATE STR CORP Ticker: STT	857477103 FIN	6,531.00 43.540	1.50	11,958.64 79.724		-5,427.64	6.00	0.1
450 000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	11,727.00 26.060	0.00	13,966.88 31.038		-2,239.88	216.00	1.8
250 000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	17,352.50 69.410	0.00	17,277.38 69.110		75.12	385.00	2.2
525 000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	11,817.75 22.510	26.25	17,872.31 34.042		-6,054.56	105.00	0.9
175 000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	5,797.75 33.130	0.00	6,161.73 35.210		-363.98	332.50	5.7
400 000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	21,380.00 53.450	109.00	21,683.00 54.208		-303.00	436.00	2.0
600 000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	20,286.00 33.810	0.00	22,524.00 37.540		-2,238.00	696.00	3.4
1,000 000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	26,990.00 26.990	0.00	35,432.50 35.433		-8,442.50	200.00	0.7
350 000	YUM BRANDS INC Ticker: YUM	988498101 CND	12,239.50 34.970	0.00	12,252.63 35.008		-13.13	294.00	2.4

55641105100

Settlement Date

Account: 40-05-500-1301886 IM THE ROCK FOUNDATION

Dec 01, 2009 through Dec 31, 2009

Portfolio Detail

Units	Description	CUSIP Sector (2)	Market Value(1) Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
Total U.S. Large Cap			\$597,563.10	\$1,183.35	\$681,684.02	-\$84,120.92	\$15,508.90	2.6%
U.S. Mid Cap								
9,872.395	COLUMBIA MID CAP INDEX FUND CLASS Z SHARES Ticker: NMPAX	19765J608 OEQ	\$91,220.93 9.240	\$0.00	\$124,150.83 12.576	-\$32,929.90	\$1,016.86	1.1%
200.000	HARTFORD FINL SVCS GROUP INC Ticker: HIG	416515104 FIN	4,652.00 23.260	10.00	14,819.50 74.098	-10,167.50	40.00	0.9
200.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409 HEA	14,968.00 74.840	0.00	15,669.50 78.348	-701.50	0.00	0.0
Total U.S. Mid Cap			\$110,840.93	\$10.00	\$154,639.83	-\$43,798.90	\$1,056.86	1.0%
U.S. Small Cap								
3,569.093	COLUMBIA SMALL CAP INDEX FUND CLASS Z SHARES Ticker: NMSCX	19765J814 OEQ	\$49,646.08 13.910	\$0.00	\$80,069.20 22.434	-\$30,423.12	\$410.45	0.8%
Total U.S. Small Cap			\$49,646.08	\$0.00	\$80,069.20	-\$30,423.12	\$410.45	0.8%
International Developed								
6,545.000	COLUMBIA INTERNATIONAL VALUE FUND CLASS Z SHARES Ticker: EMIEX	19765H586 OEQ	\$92,873.55 14.190	\$0.00	\$174,555.15 26.670	-\$81,681.60	\$1,544.62	1.7%
4,237.101	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker: NMOAX	19765H636 OEQ	45,252.24 10.680	0.00	66,936.43 15.798	-21,684.19	1,262.66	2.8
1,150.000	ISHARES MSCI EAFE INDEX FUND Ticker: EFA	464287465 OEQ	63,572.00 55.280	0.00	69,680.13 60.591	-6,108.13	1,657.15	2.6
24.000	NORTEL NETWORKS CORP NEW COM CANADA Ticker: NRTLQ	656568508 IFT	0.55 0.023	0.00	27.84 1.160	-27.29	0.00	0.0

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 40-05-500-1301886 IM THE ROCK FOUNDATION

Dec 01, 2009 through Dec 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)	Accrued Income	Average Unit Cost	Tax Cost/ Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								

International Developed (cont)

Total International Developed	\$201,698.34	\$0.00	\$311,199.55	-\$109,501.21	\$4,464.43	2.2%
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Emerging Markets

2,500,000	VANGUARD INTL EQUITY INDEX FDS VANGUARD EMERGING MKTS ETF Ticker: VWO	922042858 -OEQ	\$102,500.00 41,000	\$0.00	\$106,374.63 42,550	-\$3,874.63	\$1,362.50	1.3%
Total Emerging Markets	\$102,500.00	\$0.00	\$106,374.63	-\$3,874.63	\$1,362.50	1.3%		

Total Equities

Total Equities	\$1,062,248.45	\$1,193.35	\$1,333,967.23	-\$271,718.78	\$22,803.14	2.1%
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Fixed Income

Investment Grade Taxable

35,570,055	COLUMBIA INTERMEDIATE BOND FUND CLASSZ SHARES	19765N468	\$312,660.78 8,790	\$1,274.19	\$307,992.18 8,659	\$4,668.60	\$15,828.67	5.1%
Total Investment Grade Taxable	\$312,660.78	\$1,274.19	\$307,992.18	\$4,668.60	\$15,828.67	5.1%		

Total Fixed Income

Total Fixed Income	\$312,660.78	\$1,274.19	\$307,992.18	\$4,668.60	\$15,828.67	5.1%
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Real Estate

Public REITs

1,284,017	COLUMBIA REAL ESTATE EQUITY FUND CLASSZ SHARES	19765P547	\$12,955.73 10,090	\$0.00	\$14,082.36 10,967	-\$1,126.63	\$484.07	3.7%
Total Public REITs	\$12,955.73	\$0.00	\$14,082.36	-\$1,126.63	\$484.07	3.7%		

Total Real Estate

Total Real Estate	\$12,955.73	\$0.00	\$14,082.36	-\$1,126.63	\$484.07	3.7%
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55651106100

Settlement Date



Portfolio Detail

Account: ~~40-05-500-1301888~~ IM THE ROCK FOUNDATION

Dec 01, 2009 through Dec 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets									
Commodities									
1,187 716	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	\$9,834.29 8 280	\$0.00	\$14,252.59 12,000		-\$4,418.30	\$589.11	6.0%
	Total Commodities		\$9,834.29	\$0.00	\$14,252.59		-\$4,418.30	\$589.11	6.0%
Total Tangible Assets									
			\$9,834.29	\$0.00	\$14,252.59		-\$4,418.30	\$589.11	6.0%
Total Portfolio									
			\$1,444,568.79	\$2,473.57	\$1,717,163.90		-\$272,595.11	\$39,775.29	2.8%
Accrued Income									
			\$2,473.57						
Total									
			\$1,447,042.36						

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Bank of America-Agent	45,438.	453.	44,985.
Total to Fm 990-PF, Part I, ln 4	45,438.	453.	44,985.

Form 990-PF

Legal Fees

Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
McGuireWoods LLP	2,950.	0.		2,950.
To Fm 990-PF, Pg 1, ln 16a	2,950.	0.		2,950.

Form 990-PF	Other Professional Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Bank of America-Agency Fees	13,661.	13,661.			0.
Bank of America-Tax Preparation Fees	150.	150.			0.
To Form 990-PF, Pg 1, ln 16c	13,811.	13,811.			0.

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
2008 federal excise tax	889.	0.		0.	
2009 estimated excise tax	856.	0.		0.	
To Form 990-PF, Pg 1, ln 18	1,745.	0.		0.	

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes ⁽¹⁾	
State Corp Comm-Annual registration fee	25.	0.		0.	
To Form 990-PF, Pg 1, ln 23	25.	0.		0.	