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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**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 <b>HORTON FAMILY FOUNDATION, INC.</b>		A Employer identification number <b>22-2859557</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>37 OLD FORT ROAD</b>		B Telephone number (see page 10 of the instructions) <b>908-766-0276</b>
	City or town, state, and ZIP code <b>BERNARDSVILLE NJ 07924</b>		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) <b>\$ 519,972</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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)
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	921	921	921	
4	Dividends and interest from securities	9,531	9,531	9,531	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 <b>STMT 1</b>	-69,563			
b	Gross sales price for all assets on line 6a <b>231,732</b>				
7	Capital gain net income (from Part IV, line 2)		54		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11 <b>OGDEN, UT</b>	-59,111	10,506	10,452	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) <b>SEE STMT 2</b>	374		374	
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 3</b>	133	133	133	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) <b>STMT 4</b>	3,329	2,894	3,329	
24	Total operating and administrative expenses. Add lines 13 through 23	3,836	3,027	3,836	0
25	Contributions, gifts, grants paid	44,751			44,751
26	Total expenses and disbursements. Add lines 24 and 25	48,587	3,027	3,836	44,751
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-107,698			
b	Net investment income (if negative, enter -0-)		7,479		
c	Adjusted net income (if negative, enter -0-)			6,616	

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	1 Cash—non-interest-bearing	5,711	7,624	7,624
	2 Savings and temporary cash investments	65,303	13,858	13,858
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) <b>SEE STMT 5</b>	542,520	484,632	498,490
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	613,534	506,114	519,972	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted	613,534	506,114	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 27 through 31.</b>			
	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			
	30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	613,534	506,114	
	31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	613,534	506,114	

**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	613,534
2 Enter amount from Part I, line 27a	2	-107,698
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	278
4 Add lines 1, 2, and 3	4	506,114
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	506,114

**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.)
<b>1a</b>	<b>Schwab</b>			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

  

(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)
<b>a</b> <b>54</b>			<b>54</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>54</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	<b>54</b>
<b>3</b> 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		<b>3</b>	

**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	37,998	529,866	0.071712
2007	40,141	612,351	0.065552
2006	24,261	616,933	0.039325
2005	21,233	598,390	0.035484
2004	34,046	583,953	0.058303

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>0.270376</b>
<b>3</b> 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	<b>3</b>	<b>0.054075</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	<b>462,318</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>25,000</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>75</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>25,075</b>
<b>8</b> 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.	<b>8</b>	<b>44,751</b>

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</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	<b>1</b>	<b>75</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>75</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>75</b>
<b>6</b>	Credits/Payments		
<b>a</b>	2009 estimated tax payments and 2008 overpayment credited to 2009	<b>6a</b>	<b>232</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	<b>300</b>
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>532</b>
<b>8</b>	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	<b>457</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <b>457</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b>		<b>X</b>
<b>1b</b>	<b>X</b>	
<b>1c</b>		<b>X</b>
<b>2</b>		<b>X</b>
<b>3</b>		<b>X</b>
<b>4a</b>		<b>X</b>
<b>4b</b>		
<b>5</b>		<b>X</b>
<b>6</b>	<b>X</b>	
<b>7</b>	<b>X</b>	
<b>8a</b>		
<b>8b</b>		
<b>9</b>		<b>X</b>
<b>10</b>		<b>X</b>

**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		<b>X</b>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13		
14	The books are in care of ► <b>JEAN HORTON</b> <b>37 OLD FORT ROAD</b> Located at ► <b>BERNARDSVILLE, NJ</b>	Telephone no ►  ZIP+4 ► <b>07924</b>		
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		► <input type="checkbox"/>

**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		<b>N/A</b>	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?		<b>N/A</b>	1c	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
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 )		<b>N/A</b>	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 ► 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 )		<b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a	<b>X</b>
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	<b>X</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

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 (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
JEAN HORTON 37 OLD FORT ROAD BERNARDSVILLE NJ 07924	TRUSTEE 2.00	0	0	0

**2** Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).

If none, enter "NONE."

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

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

▶

**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
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See page 24 of the instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>425,242</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>44,116</b>
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>469,358</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>469,358</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	<b>7,040</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>462,318</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>23,116</b>

**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 )

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>23,116</b>
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	<b>75</b>
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI )	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>75</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>23,041</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>23,041</b>
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>23,041</b>

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	<b>44,751</b>
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>44,751</b>
<b>5</b>	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)	<b>5</b>	<b>75</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>44,676</b>

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				<b>23,041</b>
<b>2</b> Undistributed income, if any, as of the end of 2009:				
<b>a</b> Enter amount for 2008 only				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				<b>10,461</b>
<b>e</b> From 2008				<b>11,879</b>
<b>f</b> Total of lines 3a through e	<b>22,340</b>			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <b>44,751</b>				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				<b>23,041</b>
<b>e</b> Remaining amount distributed out of corpus	<b>21,710</b>			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>44,050</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				<b>0</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	<b>44,050</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007				<b>10,461</b>
<b>d</b> Excess from 2008				<b>11,879</b>
<b>e</b> Excess from 2009				<b>21,710</b>

<b>Part XIV</b>	<b>Private Operating Foundations</b> (see page 27 of the instructions and Part VII-A, question 9)
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**1a** 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	<input type="checkbox"/> 4942(j)(3) or	<input type="checkbox"/> 4942(j)(5)
---	---	--	-------------------------------------

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

**b** 85% of line 2a

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

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

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

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

a "Assets" alternative test—enter

**(1) Value of all assets**

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

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

**c** "Support" alternative test—enter

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

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

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

**Part XV**      **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**

## 1 Information Regarding Foundation Managers:

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

**N/A**

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

**N/A**

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

**N/A**

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

**N/A**

**c** Any submission deadlines.

N/A

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

N/A

**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 <b>SEE ATTACHED</b>				<b>44,751</b>
<b>Total</b>			<b>▶ 3a</b>	<b>44,751</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	

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	
				921
				9,531
				-69,563
	0		0	-59,111
				-59,111

[illegible]

## Part XVII

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

**1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of**

**(1) Cash**

**(2) Other assets**

**b Other transactions**

**(1) Sales of assets to a noncharitable exempt organization**

**(2) Purchases of assets from a noncharitable exempt organization**

**(3) Rental of facilities, equipment, or other assets**

#### (4) Reimbursement arrangements

**(5) Loans or loan guarantees**

**(6) Performance of services or membership or fundraising solicitations**

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

**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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Sign Here**

**Paid  
Preparer's  
Use Only**

Preparer's  
signature

GERARD T. WISLA

Date \_\_\_\_\_

06/28/10

Check if  
self-employed ►

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

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

**WISLA & COHEN, LLP**  
**4808 RAINBOW RIDGE CIRCLE**  
**SCHWENKSVILLE, PA 19473**

EIN ▶ 01-0761012

Phone no **610-287-0295**

## Federal Statements

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

Whom Sold	Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
	Date Acquired	Date Sold	Sale Price					
SEE ATTACHED	VARIOUS	VARIOUS	\$ PURCHASE 60,192	\$	59,514	\$	\$	\$ 678
SEE ATTACHED	VARIOUS	VARIOUS	PURCHASE 140,152		183,296			-43,144
AMERICAN FUNDS	VARIOUS	VARIOUS	PURCHASE 31,334		58,485			-27,151
TOTAL			\$ 231,678	\$	301,295	\$ 0	\$ 0	\$ -69,617

**Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL	\$ 374	\$	\$ 374	\$
TOTAL	\$ 374	\$ 0	\$ 374	\$ 0

**Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	\$	\$	\$	\$
TOTAL	\$ 0	\$ 0	\$ 0	\$ 0

**Statement 3 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES ON INVESTMENT INCO	\$ 133	\$ 133	\$ 133	\$
TOTAL	\$ 133	\$ 133	\$ 133	\$ 0

# Realized Gains and Losses

Fiscal Year Ending 12/31/2009

*RegentAtlantic Capital, LLC*

Horton Family Foundation

## Realized Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Blackrock High Yield	11/12/2008	06/19/2009	1,273 723	7,491 68	6,856.64	635 04		635 04
Blackrock High Yield	01/29/2009	06/19/2009	1,141 221	6,712 34	6,143 36	568 98		568 98
			2,414 944	14,204.02	13,000.00	1,204 02		1,204 02
Columbia High Income Fd	03/28/2008	06/19/2009	1,111 111	7,700 02	8,851 82		-1,151 80	-1,151.80
Columbia High Income Fd	04/28/2008	06/19/2009	8 073	55 95	64 31		-8 36	-8.36
Columbia High Income Fd	05/28/2008	06/19/2009	5 426	37 60	43 23		-5 63	-5 63
Columbia High Income Fd	06/26/2008	06/19/2009	6 344	43 96	50 54	-6 58		-6 58
Columbia High Income Fd	06/26/2008	06/19/2009	8 628	59 79	68 74	-8 95		-8 95
Columbia High Income Fd	07/29/2008	06/19/2009	7 948	55 08	63 32	-8 24		-8 24
Columbia High Income Fd	08/27/2008	06/19/2009	6 626	45 92	52 79	-6 87		-6 87
Columbia High Income Fd	09/26/2008	06/19/2009	7 458	51 68	59 42	-7 74		-7 74
Columbia High Income Fd	10/29/2008	06/19/2009	11 228	77 81	89 45	-11 64		-11 64
Columbia High Income Fd	11/25/2008	06/19/2009	9 084	62 95	72 37	-9 42		-9 42
Columbia High Income Fd	12/22/2008	06/19/2009	12 504	86 65	99 61	-12 96		-12.96
Columbia High Income Fd	01/28/2009	06/19/2009	7 272	50 39	57 93	-7 54		-7 54
Columbia High Income Fd	02/25/2009	06/19/2009	10 040	69 58	79 98	-10 40		-10.40
Columbia High Income Fd	03/26/2009	06/19/2009	8 487	58.81	67 61	-8 80		-8 80
Columbia High Income Fd	04/28/2009	06/19/2009	10 326	71 56	82 26	-10 70		-10 70
Columbia High Income Fd	05/27/2009	06/19/2009	9 830	68.12	78 31	-10 19		-10 19
			1,240 385	8,595.87	9,881 69	-120 03	-1,165 79	-1,285.82
DFA 1 Yr Fixed Income	06/06/2006	01/28/2009	2,704 131	27,770 70	27,509.87		260 83	260 83
DFA 1 Yr Fixed Income	06/08/2006	01/28/2009	20 728	212 87	210 87		2 00	2 00
DFA 1 Yr Fixed Income	07/10/2006	01/28/2009	20 204	207 49	205 54		1 95	1 95
DFA 1 Yr Fixed Income	08/08/2006	01/28/2009	20 233	207 79	205.84		1 95	1 95
DFA 1 Yr Fixed Income	09/08/2006	01/28/2009	22 070	226 65	224 52		2.13	2 13
DFA 1 Yr Fixed Income	10/10/2006	01/28/2009	21 530	221.11	219 03		2 08	2 08
DFA 1 Yr Fixed Income	11/08/2006	01/28/2009	22 206	228.05	225 91		2 14	2 14
DFA 1 Yr Fixed Income	12/08/2006	01/28/2009	52 008	534 11	529.09		5.02	5 02
DFA 1 Yr Fixed Income	02/06/2007	01/28/2009	291 585	2,994.49	2,966 37		28 12	28 12
DFA 1 Yr Fixed Income	02/08/2007	01/28/2009	22 879	234.96	232 75		2 21	2 21
DFA 1 Yr Fixed Income	03/08/2007	01/28/2009	25 511	261 99	259 53		2 46	2 46

**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2009

Horton Family Foundation

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
DFA 1 Yr Fixed Income	04/10/2007	01/28/2009	26 866	275 90	273.32		2.58	2 58
DFA 1 Yr Fixed Income	05/08/2007	01/28/2009	28 931	297 11	294 32		2 79	2.79
DFA 1 Yr Fixed Income	06/08/2007	01/28/2009	27 741	284 89	282.22		2.67	2.67
DFA 1 Yr Fixed Income	07/10/2007	01/28/2009	27 210	279 44	276.81		2.63	2 63
DFA 1 Yr Fixed Income	08/08/2007	01/28/2009	29 924	307 31	304 43		2 88	2 88
DFA 1 Yr Fixed Income	09/10/2007	01/28/2009	28 752	295 27	292 50		2 77	2 77
DFA 1 Yr Fixed Income	10/09/2007	01/28/2009	26 251	269 59	267 06		2.53	2 53
DFA 1 Yr Fixed Income	11/08/2007	01/28/2009	28 359	291 24	288.50		2.74	2 74
DFA 1 Yr Fixed Income	12/10/2007	01/28/2009	49 111	504 36	499 62		4.74	4 74
DFA 1 Yr Fixed Income	02/08/2008	01/28/2009	19 750	202 83	200 92	1 91		1 91
DFA 1 Yr Fixed Income	03/10/2008	01/28/2009	15 536	159 55	158 05	1 50		1 50
DFA 1 Yr Fixed Income	04/08/2008	01/28/2009	13 445	138 07	136 78	1 29		1 29
DFA 1 Yr Fixed Income	05/08/2008	01/28/2009	11 322	116 27	115.18	1 09		1 09
DFA 1 Yr Fixed Income	06/10/2008	01/28/2009	11 367	116 73	115 64	1 09		1 09
DFA 1 Yr Fixed Income	07/08/2008	01/28/2009	12 451	127 87	126 67	1 20		1 20
DFA 1 Yr Fixed Income	08/08/2008	01/28/2009	10 308	105 86	104 87	0 99		0 99
DFA 1 Yr Fixed Income	09/09/2008	01/28/2009	11 207	115 09	114 01	1 08		1 08
DFA 1 Yr Fixed Income	10/08/2008	01/28/2009	9 032	92 76	91 89	0 87		0 87
DFA 1 Yr Fixed Income	11/10/2008	01/28/2009	14 380	147 68	146.29	1 39		1 39
DFA 1 Yr Fixed Income	12/09/2008	01/28/2009	16 396	168 38	166.80	1 58		1 58
			3,641 424	37,396 41	37,045 20	13 99	337 22	351 21
DFA Emerging Markets Small Ca	06/06/2006	01/28/2009	518 163	4,854 54	7,284.04		-2,429 50	-2,429 50
DFA Emerging Markets Small Ca	06/08/2006	01/28/2009	6 867	64 34	96 53		-32.19	-32 19
DFA Emerging Markets Small Ca	09/08/2006	01/28/2009	5 162	48 36	72 56		-24.20	-24 20
DFA Emerging Markets Small Ca	12/18/2006	01/28/2009	3.217	30 14	45 22		-15 08	-15.08
DFA Emerging Markets Small Ca	12/18/2006	01/28/2009	6 589	61 73	92 62		-30 89	-30 89
DFA Emerging Markets Small Ca	12/18/2006	01/28/2009	51 827	485 55	728.55		-243 00	-243 00
DFA Emerging Markets Small Ca	06/08/2007	01/28/2009	5 271	49 39	74 10		-24 71	-24 71
DFA Emerging Markets Small Ca	09/10/2007	01/28/2009	1 962	18 38	27.58		-9 20	-9 20
DFA Emerging Markets Small Ca	12/19/2007	01/28/2009	2.180	20 42	30 65		-10 23	-10 23
DFA Emerging Markets Small Ca	12/19/2007	01/28/2009	3 241	30 37	45.56		-15.19	-15.19
DFA Emerging Markets Small Ca	12/19/2007	01/28/2009	35 947	336 78	505 32		-168.54	-168.54
			640 426	6,000 00	9,002.73		-3,002.73	-3,002.73

**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2009

Horton Family Foundation

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
DFA Emerging Markets Small Ca	12/19/2007	10/30/2009	2.332	40.49	32.80		7.69	7.69
DFA Emerging Markets Small Ca	01/11/2008	10/30/2009	228.040	3,959.51	3,207.28		752.23	752.23
			230.372	4,000.00	3,240.08		759.92	759.92
			<u>870.798</u>	<u>10,000.00</u>	<u>12,242.81</u>		<u>-2,242.81</u>	<u>-2,242.81</u>
DFA Int'l Small Co	06/06/2006	06/01/2009	277.415	3,349.28	3,434.84		-85.56	-85.56
DFA Int'l Small Co	06/08/2006	06/01/2009	8.914	107.62	110.37		-2.75	-2.75
DFA Int'l Small Co	09/08/2006	06/01/2009	3.668	44.28	45.42		-1.14	-1.14
DFA Int'l Small Co	12/18/2006	06/01/2009	5.733	69.22	70.98		-1.76	-1.76
DFA Int'l Small Co	12/18/2006	06/01/2009	7.565	91.34	93.67		-2.33	-2.33
DFA Int'l Small Co	12/18/2006	06/01/2009	26.452	319.36	327.52		-8.16	-8.16
DFA Int'l Small Co	03/08/2007	06/01/2009	0.340	4.10	4.21		-0.11	-0.11
DFA Int'l Small Co	06/08/2007	06/01/2009	5.346	64.55	66.19		-1.64	-1.64
DFA Int'l Small Co	09/10/2007	06/01/2009	2.424	29.26	30.01		-0.75	-0.75
DFA Int'l Small Co	12/19/2007	06/01/2009	3.162	38.18	39.15		-0.97	-0.97
DFA Int'l Small Co	12/19/2007	06/01/2009	4.238	51.17	52.47		-1.30	-1.30
DFA Int'l Small Co	12/19/2007	06/01/2009	32.634	393.99	404.06		-10.07	-10.07
DFA Int'l Small Co	03/10/2008	06/01/2009	1.154	13.93	14.29		-0.36	-0.36
DFA Int'l Small Co	06/10/2008	06/01/2009	5.075	61.27	62.84	-1.57		-1.57
DFA Int'l Small Co	09/09/2008	06/01/2009	2.231	26.94	27.62	-0.68		-0.68
DFA Int'l Small Co	11/12/2008	06/01/2009	359.104	4,335.51	4,446.27	-110.76		-110.76
			<u>745.455</u>	<u>9,000.00</u>	<u>9,229.91</u>	<u>-113.01</u>	<u>-116.90</u>	<u>-229.91</u>
DFA Int'l Small Value	06/06/2006	07/07/2009	514.698	6,227.72	8,198.51		-1,970.79	-1,970.79
DFA Int'l Small Value	06/08/2006	07/07/2009	4.028	48.74	64.16		-15.42	-15.42
DFA Int'l Small Value	09/08/2006	07/07/2009	1.756	21.25	27.97		-6.72	-6.72
DFA Int'l Small Value	12/18/2006	07/07/2009	1.786	21.61	28.45		-6.84	-6.84
DFA Int'l Small Value	12/18/2006	07/07/2009	6.113	73.97	97.37		-23.40	-23.40
DFA Int'l Small Value	12/18/2006	07/07/2009	29.609	358.26	471.64		-113.38	-113.38
DFA Int'l Small Value	03/08/2007	07/07/2009	0.101	1.23	1.61		-0.38	-0.38
DFA Int'l Small Value	06/08/2007	07/07/2009	5.381	65.11	85.71		-20.60	-20.60
DFA Int'l Small Value	09/10/2007	07/07/2009	1.511	18.28	24.07		-5.79	-5.79
DFA Int'l Small Value	12/19/2007	07/07/2009	5.128	62.04	81.68		-19.64	-19.64
DFA Int'l Small Value	12/19/2007	07/07/2009	5.128	62.04	81.68		-19.64	-19.64

**Realized Gains and Losses**  
Fiscal Year Ending 12/31/2009

Horton Family Foundation

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
DFA Int'l Small Value	12/19/2007	07/07/2009	41.770	505.41	665.35		-159.94	-159.94
DFA Int'l Small Value	01/25/2008	07/07/2009	44.162	534.34	703.45		-169.11	-169.11
			661.171	8,000.00	10,531.65		-2,531.65	-2,531.65
DFA Int'l Small Value	01/25/2008	10/30/2009	202.549	3,000.00	3,226.13		-226.13	-226.13
			863.720	11,000.00	13,757.78		-2,757.78	-2,757.78
DFA US 9-10 Small Co	06/06/2006	06/01/2009	286.689	2,500.00	4,381.34		-1,881.34	-1,881.34
E I I International Property Instl	12/08/2008	06/01/2009	522.710	7,000.00	5,088.24	1,911.76		1,911.76
iShares MSCI Emerging Mkts Fd	06/06/2006	01/28/2009	156.000	3,700.78	4,743.60		-1,042.82	-1,042.82
JP Morgan Commodity Note 01/30/2009 0.00%	01/22/2007	01/30/2009	9,000.000	7,508.41	9,000.00		-1,491.59	-1,491.59
Lazard Emerging Markets	02/06/2007	06/01/2009	230.975	3,420.21	3,150.05		270.16	270.16
Lazard Emerging Markets	08/27/2007	06/01/2009	2.456	36.37	33.50		2.87	2.87
Lazard Emerging Markets	08/27/2007	06/01/2009	4.210	62.34	57.42		4.92	4.92
Lazard Emerging Markets	12/26/2007	06/01/2009	6.339	93.86	86.45		7.41	7.41
Lazard Emerging Markets	12/26/2007	06/01/2009	16.376	242.49	223.34		19.15	19.15
Lazard Emerging Markets	12/26/2007	06/01/2009	48.919	724.38	667.16		57.22	57.22
Lazard Emerging Markets	08/25/2008	06/01/2009	2.282	33.79	31.12	2.67		2.67
Lazard Emerging Markets	08/25/2008	06/01/2009	9.144	135.40	124.71	10.69		10.69
Lazard Emerging Markets	11/12/2008	06/01/2009	152.026	2,251.16	2,073.34	177.82		177.82
			472.727	7,000.00	6,447.09	191.18	361.73	552.91
RBC Funds Microcap Value Fund	11/08/2007	04/21/2009	306.435	3,000.00	4,782.06		-1,782.06	-1,782.06
RBC Funds Microcap Value Fund	11/08/2007	06/01/2009	19.929	223.20	311.00		-87.80	-87.80
RBC Funds Microcap Value Fund	12/19/2007	06/01/2009	2.490	27.89	38.86		-10.97	-10.97
RBC Funds Microcap Value Fund	12/19/2007	06/01/2009	5.331	59.71	83.19		-23.48	-23.48
RBC Funds Microcap Value Fund	12/19/2007	06/01/2009	39.639	443.96	618.59		-174.63	-174.63
RBC Funds Microcap Value Fund	02/01/2008	06/01/2009	163.666	1,833.06	2,554.09		-721.03	-721.03

**Realized Gains and Losses**

Fiscal Year Ending 12/31/2009

Horton Family Foundation

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
RBC Funds Microcap Value Fund	11/12/2008	06/01/2009	36 802	412.18	574.31	-162.13		-162.13
			267 857	3,000.00	4,180.04	-162.13	-1,017.91	-1,180.04
RBC Funds Microcap Value Fund	11/12/2008	07/07/2009	279 851	3,000.00	4,367.21	-1,367.21		-1,367.21
			854.143	9,000.00	13,329.31	-1,529.34	-2,799.97	-4,329.31
Schwab Fundamental Int'l Index	10/10/2007	09/01/2009	1,735 648	13,000.00	18,639.51		-5,639.51	-5,639.51
Schwab Fundamental US Index	06/15/2007	01/28/2009	1,621 622	9,000.00	17,024.11		-8,024.11	-8,024.11
Schwab Fundamental US Index	06/15/2007	04/21/2009	2,631 579	15,000.00	27,626.83		-12,626.83	-12,626.83
Schwab Fundamental US Index	06/15/2007	09/01/2009	1,338.688	10,000.00	14,053.81		-4,053.81	-4,053.81
			5,591 889	34,000.00	58,704.75		-24,704.75	-24,704.75
T Rowe Price Real Estate Fund	11/12/2008	03/09/2009	463 902	3,000.00	4,578.65	-1,578.65		-1,578.65
T Rowe Price Real Estate Fund	11/12/2008	06/01/2009	475 829	5,000.00	4,696.36	303.64		303.64
T Rowe Price Real Estate Fund	11/12/2008	07/07/2009	1,390 596	12,523.18	13,724.99	-1,201.81		-1,201.81
			2,330 327	20,523.18	23,000.00	-2,476.82		-2,476.82

**Realized Gains and Losses**

Fiscal Year Ending 12/31/2009

Horton Family Foundation

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>
Vanguard Emerging Market Par 0.00	01/28/2009	07/07/2009	190.000	5,915.49	4,318.41	1,597.08		1,597.08
Short Term Gains								
Total Long Gains				60,192.33	59,513.50	678.83		
Total (Sales)				140,151.83	183,296.14		-43,144.31	
Total Gains				200,344.16	242,809.64	678.83	-43,144.31	-42,465.48
						678.83	-43,144.31	-42,465.48

The above individual account statement has been compiled solely by RegentAtlantic Capital, LLC and has not been independently verified. In calculating account performance, RegentAtlantic Capital, LLC has relied upon information provided by the account custodian. You should compare account statements received from RegentAtlantic Capital, LLC to account statements received from the account custodian for accuracy. Please remember to contact RegentAtlantic Capital, LLC if there are any changes in your personal, financial situation or investment objectives for the purpose of reviewing our recommendations and services. A copy of our current written disclosure statement discussing our advisory services and fees continues to remain available for your review upon request.

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
SUPPLIES & OTHER	435		435	
INVESTMENT FEES & CHARGES	2,894	2,894	2,894	
TOTAL	\$ 3,329	\$ 2,894	\$ 3,329	\$ 0

**Federal Statements****Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
CHARLES SCHWAB ACCOUNT	\$ 542,520	\$ 484,632	COST	\$ 498,490
TOTAL	<u>\$ 542,520</u>	<u>\$ 484,632</u>		<u>\$ 498,490</u>

**Statement 6 - Form 990-PF, Part III, Line 3 - Other Increases**

<u>Description</u>	<u>Amount</u>
NON DIVIDEND DISTRIBUTIONS	\$ 278
TOTAL	<u>\$ 278</u>

**Statement 7 - Form 990-PF, Part VII-A, Line 1b - Explanation of Spending for Political Purpose**

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Description

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NJ PAC ANNUAL MEMBERSHIP \$500

Horton Family Foundation  
Supplementary Information  
2009

Grants and Contributions Paid

Name	Purpose	Amount	Name	Purpose	Amount
Basking Ridge Presby Church	Religious	2,500	Friends of the Shelter	Chantable	200
UNICEF	Chantable	180	Friends of the BR Library	Literary	300
C Dillon Library	Literary	100	Run for Ryan	Religious	100
Bernardsville PBA	Public safety	50	Bernardsville Chamber of Commerce	Chantable	100
Basking Ridge Library	Literary	200	FINCA	Chantable	50
Food bank Network	Chantable	50	American Heart	Research	100
Friends of Adult Day Center	Chantable	120	USO	Chantable	50
Memorial Sloan Kettering'	Research	100	Cystic Fibrosis	Research	100
NJ Audubon Society	Environmental	100	Toys for Tots	Chantable	50
Paper Mill Playhouse	Cultural	100	American Cancer	Research	100
Somerset Hills Educational Foundation	Educational	100	WNYC	Cultural	50
CAC of NJ PCI	Educational	100	Alternatives Inc	Chantable	1,000
Homeless Solutions	Chantable	100	Friends of the Shelter	Chantable	50
Food bank Network	Chantable	50	Basking Ridge Presby Church	Religious	100
Basking Ridge Presby Church	Religious	2,500	Basking Ridge Presby Church	Religious	50
Basking Ridge Presby Church	Religious	100	Southeast HS	Educational	100
Womens Center of Greater Danville	Chantable	100	National Wildlife Fed	Environmental	50
Bernardsville Public Library	Literary	1,000	American Lung	Research	50
Caring for Carcinoid Found	Research	100	Basking Ridge Presby Church	Religious	100
Basking Ridge Presby Church	Religious	200	Basking Ridge Presby Church	Religious	100
Branchburg Educational Found	Educational	620	Friends of Taste	Chantable	375
Basking Ridge Presby Church	Religious	1,000	Scherman-Hoffman	Environmental	100
Friends of the Shelter	Chantable	550	NJ Syphony Orch	Cultural	500
UNICEF	Chantable	100	SHEF	Educational	100
Friends of Mathaney	Chantable	100	Paper Mill Playhouse	Cultural	100
Bernardsville Fire Co	Public safety	150	Homeless Solutions	Chantable	200
Bernardsville Public Library	Literary	250	Ronald McDonald	Chantable	105
Basking Ridge Presby Church	Religious	100	Thirteen	Chantable	100
Basking Ridge Presby Church	Religious	100	Sloan Kettering	Research	100
Skidmore College	Educational	200	Tender Loving Care	Chantable	200
Skidmore College	Educational	5,000	Bayhead Chapel	Religious	50
Basking Ridge Presby Church	Religious	2,500	March of Dimes	Research	50
Food bank Network	Chantable	100	Basking Ridge Presby Church	Religious	150
SCEEP	Educational	500	Central Humanitarian Church	Religious	750
PCCI	Educational	500	Friends for A Greener Bernardsville	Environmental	250
MIT	Educational	1,000	Food Bank Network	Chantable	100
Cystic Fibrosis	Research	50	Womens Center of Greater Danbury	Chantable	1,700
UNA of Somerset County	Chantable	1,000	Bayhead Chapel	Religious	500
United Meth Homes	Chantable	100	UNICEF	Chantable	200
Oxfam	Chantable	100	Salvation Army	Chantable	100
American Heart	Research	100	Basking Ridge Presby Church	Religious	100
Seeing Eye	Chantable	100	Basking Ridge Presby Church	Religious	200
Resource Center	Research	100	Heartworks Found	Chantable	100
Save the children	Chantable	300	Drs without Borders	Chantable	200
Habitat for Humanity	Chantable	300	Seeing Eye	Chantable	100
UNA of Somerset County	Chantable	200	National Wildlife Fed	Environmental	100
American Cancer	Research	100	USO	Chantable	100
Basking Ridge Presby Church	Religious	425	Save the Children	Chantable	200
Food bank Network	Chantable	150	Cystic Fibrosis	Research	100
Manasquan First Aid	Public safety	200	Central Asia Inst	Chantable	200
Save Barnegat Bay	Environmental	100	UNA of Somerset County	Chantable	1,500
Drs without Borders	Chantable	250	IMCW	Chantable	2,000
Ronald McDonald camp	Chantable	116	St Jude	Research	200
Friends of Adult Day Center	Chantable	1,750	PCCI	Chantable	500
Habitat for Humanity	Chantable	100	United Way	Research	500
UNICEF	Chantable	200	Partners in School Inovation	Educational	500
Salvation Army	Chantable	100	Sea Girt Fire Co	Public Safety	250
Basking Ridge Presby Church	Religious	2,500	UNICEF	Chantable	160
Basking Ridge Presby Church	Religious	250			
		<u>29,211</u>			<u>44,751</u>

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

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868****Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

<b>Type or print</b>  File by the due date for filing your return. See instructions	Name of Exempt Organization <b>HORTON FAMILY FOUNDATION, INC. (FORMERLY ROKALOR FOUNDATION)</b>	Employer identification number <b>22-2859557</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>37 OLD FORT ROAD</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>BERNARDSVILLE NJ 07924</b>	

**Check type of return to be filed** (file a separate application for each return)

- |   |  |                                    |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)     | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                             | <input type="checkbox"/> Form 8870 |

- The books are in the care of ►

Telephone No ►

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach

a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/10**, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
 ► ☒ calendar year **2009** or  
 ► ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	<b>532</b>
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	<b>232</b>
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	<b>300</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)