



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2009Department 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 , 2009, 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.

Laura J. Niles Foundation, Inc.
c/o FCSN 88 Field Point Road
Greenwich, CT 06836-2508

A Employer identification number

22-3188304

B Telephone number (see the instructions)

203-661-1000

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

► \$ 20,862,425.

(Part I, column (d) must be on cash basis)

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 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 (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a 4,189,045.**7** Capital gain net income (from Part IV, line 2)**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/(loss) (att sch)**11** Other income (attach schedule)**12** Total. Add lines 1 through 11**13** Compensation of officers, directors, trustees, etc.**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule) See St 1**b** Accounting fees (attach sch)**c** Other prof fees (attach sch) See St 2**17** Interest**18** Taxes (attach schedule)**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)**24** Total operating and administrative expenses. Add lines 13 through 23**25** Contributions, gifts, grants paid Part XV**26** Total expenses and disbursements. Add lines 24 and 25**27** Subtract line 26 from line 12:**a** Excess of revenue over expenses and disbursements**b** Net investment income (if negative, enter -0-)**c** Adjusted net income (if negative, enter -0-)

SCANNED MAY 12 2010

REVENUE

ADMINISTRATIVE EXPENSES

RECEIVED
MAY 11 2010
IRS-OSC
See Statement 4

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		644,285.	1,246,510.	1,246,510.
	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 the instructions)				
	7	Other notes and loans receivable (attach sch)				
		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) Statement 5		1,496,749.	1,368,011.	1,448,953.
	b	Investments — corporate stock (attach schedule) Statement 6		14,627,439.	14,312,599.	15,397,373.
	c	Investments — corporate bonds (attach schedule) Statement 7		4,446,209.	2,626,543.	2,769,589.
	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	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)		21,214,682.	19,553,663.	20,862,425.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		21,214,682.	19,553,663.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see the instructions)		21,214,682.	19,553,663.	
31	Total liabilities and net assets/fund balances (see the instructions)		21,214,682.	19,553,663.		

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	21,214,682.
2	Enter amount from Part I, line 27a	2	-1,661,019.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	19,553,663.
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	19,553,663.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Increases per Schedule A-2 (Exhibit 8)		P	Various	Various
b Decreases per Schedule B-1 (Exhibit 9)		P	Various	Various
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 1,630,085.		1,576,595.	53,490.
b 2,558,960.		3,411,269.	-852,309.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			53,490.
b			-852,309.
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-798,819.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	0.

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 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 (column (b) divided by column (c))
2008	1,238,336.	22,368,664.	0.055360
2007	1,539,200.	25,344,550.	0.060731
2006	1,387,512.	24,199,691.	0.057336
2005	1,487,779.	23,930,699.	0.062170
2004	1,838,513.	23,728,072.	0.077483

2 Total of line 1, column (d)	2	0.313080
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.062616
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	18,635,911.
5 Multiply line 4 by line 3	5	1,166,906.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,675.
7 Add lines 5 and 6	7	1,171,581.
8 Enter qualifying distributions from Part XII, line 4	8	1,318,016.

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,675.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,675.
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	4,675.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	6,723.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,723.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,048.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ 2,048. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CT		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Form 990-PF (2009)

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.ljniles.org</u>	13	X	
14	The books are in care of <u>Fogarty Cohen Selby & Nemiroff</u> Telephone no <u>203-661-1000</u> Located at <u>88 Field Point Road Greenwich CT</u> ZIP + 4 <u>06830</u>			
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	N/A		N/A
			15	

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

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

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

BAA

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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 instructions)
- (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

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ 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)?

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?

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?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
Geoffrey M. Parkinson c/o FCSN 88 Field Point Road Greenwich, CT 06830	Pres/Directo 18.00	65,000.	0.	0.
Leland C. Selby c/o FCSN 88 Field Point Road Greenwich, CT 06830	Sec/Director 15.00	65,000.	0.	0.
James R. Lamb c/o FCSN 88 Field Point Road Greenwich, CT 06830	Treas/Direct 10.00	40,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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

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 – (see 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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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.

BAA

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	17,815,827.
b Average of monthly cash balances	1b	1,103,880.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c).	1d	18,919,707.
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	18,919,707.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	283,796.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,635,911.
6 Minimum investment return. Enter 5% of line 5	6	931,796.

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	931,796.
2a Tax on investment income for 2009 from Part VI, line 5	2a	4,675.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	4,675.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	927,121.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	927,121.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	927,121.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	1,318,016.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3 Amounts set aside for specific charitable projects that satisfy the.		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,318,016.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	4,675.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,313,341.

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

BAA

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				927,121.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	681,632.			
b From 2005	311,266.			
c From 2006	199,973.			
d From 2007	312,553.			
e From 2008	132,195.			
f Total of lines 3a through e	1,637,619.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 1,318,016.				
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				927,121.
e Remaining amount distributed out of corpus	390,895.			
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	2,028,514.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	681,632.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,346,882.			
10 Analysis of line 9.				
a Excess from 2005	311,266.			
b Excess from 2006	199,973.			
c Excess from 2007	312,553.			
d Excess from 2008	132,195.			
e Excess from 2009	390,895.			

BAA

Form 990-PF (2009)

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
<i>a Paid during the year</i> See attached Schedule B-3 (Exhibit 11)				1,148,500.
Total			3a	1,148,500.
<i>b Approved for future payment</i> See attached - Installment Payment Schedule (Exhibit 12)				137,500.
Total			3b	137,500.

2009

Federal Supporting Detail

Page 1

Client NILESL

Laura J. Niles Foundation, Inc.

22-3188304

4/28/10

07 37PM

Other Income Producing Activities
Dividends/interest from securities.

TIPS income per Schedule A-1 (Exhibit 1)	\$	7,630.
Dividends per Schedule A-3 (Exhibit 2)		336,422.
Interest per Schedule A-4 (Exhibit 3)		263,725.
Other Income per Schedule A-5 (Exhibit 4)		922.
Total	\$	<u>608,699.</u>

Operating & Administrative Exp. (990-PF)
Travel, conferences, etc.

Leland C. Selby	\$	961.
James R. Lamb		1,289.
Total	\$	<u>2,250.</u>

Client NILESL

Laura J. Niles Foundation, Inc.

22-3188304

4/28/10

07 22PM

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Farrell Fritz	\$ 27,701.	\$ 27,701.		
FCS&N	4,428.	4,428.		
Total	<u>\$ 32,129.</u>	<u>\$ 32,129.</u>		<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank of New York - Affiliated Fund Adj	\$ 1,521.	\$ 1,521.		
Bank of New York - Inv Advisory fee	81,998.	81,998.		
FCS&N - Administrative fee	8,000.			\$ 8,000.
Total	<u>\$ 91,519.</u>	<u>\$ 83,519.</u>		<u>\$ 8,000.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2008 4th quarter	\$ 1,999.			
2008 balance due	336.			
2009 1st quarter estimate	3,337.			
2009 2nd quarter estimate	732.			
2009 3rd quarter estimate	2,257.			
2009 4th quarter estiamte	1,922.			
Total	<u>\$ 10,583.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Earthlink and domain name renewal	\$ 200.			\$ 200.
FCS&N - tax computer fee	45.	\$ 45.		
Federal Express	96.			96.
Hagendoorn & Emond Insurance, D&O Ins.	11,435.			11,435.

Client NILESL

Laura J. Niles Foundation, Inc.

22-3188304

4/28/10

07 22PM

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Kroll Associates	\$ 782.			
Paul Dycke, Inc. - Appraisal update	275.			
Secretary of State - annual report	50.			
The Chronical of Philanthropy	72.			\$ 72.
Total	\$ 12,955.	\$ 45.		\$ 11,803.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

	Valuation Method	Book Value	Fair Market Value
U.S. Government Obligations			
US and State obligations (Exhibit 5)	Cost	\$ 1,368,011.	\$ 1,448,953.
		\$ 1,368,011.	\$ 1,448,953.
Total		\$ 1,368,011.	\$ 1,448,953.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

	Valuation Method	Book Value	Fair Market Value
Corporate Stocks			
Corporate Stocks (Exhibit 6)	Cost	\$ 14,312,599.	\$ 15,397,373.
Total		\$ 14,312,599.	\$ 15,397,373.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

	Valuation Method	Book Value	Fair Market Value
Corporate Bonds			
Corporate Bonds (Exhibit 7)	Cost	\$ 2,626,543.	\$ 2,769,589.
Total		\$ 2,626,543.	\$ 2,769,589.

Client NILESL

Laura J. Niles Foundation, Inc.

22-3188304

4/28/10

07 22PM

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name:

Ashley C. Garan

Care Of:

Fogarty Cohen Selby & Nemiroff LLC

Street Address:

88 Field Point Road

City, State, Zip Code:

Greenwich, CT 06830

Telephone:

203-629-7314

Form and Content:

An application together with any information which, in the determination of the applicant, will assist the directors in understanding the purposes and goals of the organization and in particular the program for which funding is being requested. An application can be requested by sending an email to: agaran@fcsn.com.

Submission Deadlines:

None

Restrictions on Awards:

Mission Statement and Guidelines attached as Exhibit 10.

Schedule A-1

ADDITIONAL INVENTORY RECEIVED

		<u>Inventory Value</u>
04/29/09	\$556.50 Treasury Inflation IX 2.0%	\$556.50
05/28/09	\$941.50 Treasury Inflation IX 2.0%	941.50
06/26/09	\$934.50 Treasury Inflation IX 2.0%	934.50
07/29/09	\$1,081.50 Treasury Inflation IX 2.0%	1,081.50
08/27/09	\$3,171.00 Treasury Inflation IX 2.0%	3,171.00
09/28/09	\$479.50- Treasury Inflation IX 2.0%	479.50-
10/28/09	\$805.00 Treasury Inflation IX 2.0%	805.00
11/25/09	\$259.00 Treasury Inflation IX 2.0%	259.00
12/29/09	\$360.50 Treasury Inflation IX 2.0%	<u>360.50</u>
TOTAL SCHEDULE A-1		\$7,630.00 =====

Schedule A-3

DIVIDENDS RECEIVED

Abbott Laboratories

02/17/09	Dividend Rec'd on	2,600	Shs.	\$936.00	
05/15/09	Dividend Rec'd on	2,600	Shs.	1,040.00	
08/17/09	Dividend Rec'd on	2,600	Shs.	1,450.00	
11/16/09	Dividend Rec'd on	3,625	Shs.	<u>1,450.00</u>	\$4,876.00

Accenture Ltd, Class A

11/16/09	Dividend Rec'd on	6,900	Shs.		5,175.00
----------	-------------------	-------	------	--	----------

Aflac Inc

03/02/09	Dividend Rec'd on	2,575	Shs.	\$721.00	
06/01/09	Dividend Rec'd on	2,575	Shs.	721.00	
09/01/09	Dividend Rec'd on	2,575	Shs.	721.00	
12/01/09	Dividend Rec'd on	2,575	Shs.	<u>721.00</u>	2,884.00

American Express Company

02/10/09	Dividend Rec'd on	3,000	Shs.	\$540.00	
05/08/09	Dividend Rec'd on	3,000	Shs.	540.00	
08/10/09	Dividend Rec'd on	4,350	Shs.	783.00	
11/10/09	Dividend Rec'd on	4,350	Shs.	<u>783.00</u>	2,646.00

Apache Corp.

02/23/09	Dividend Rec'd on	1,875	Shs.	\$281.25	
05/22/09	Dividend Rec'd on	1,875	Shs.	<u>281.25</u>	562.50

AT&T Inc

02/02/09	Dividend Rec'd on	7,775	Shs.	\$3,187.75	
05/01/09	Dividend Rec'd on	7,775	Shs.	3,187.75	
08/03/09	Dividend Rec'd on	7,775	Shs.	3,187.75	
11/02/09	Dividend Rec'd on	7,775	Shs.	<u>3,187.75</u>	12,751.00

Avon Products Inc.

03/02/09	Dividend Rec'd on	6,250	Shs.	\$1,312.50	
06/01/09	Dividend Rec'd on	6,250	Shs.	1,312.50	
09/01/09	Dividend Rec'd on	6,250	Shs.	1,312.50	
12/01/09	Dividend Rec'd on	6,250	Shs.	<u>1,312.50</u>	5,250.00

Schedule A-3 (Cont'd)

Bank America Corporation

03/27/09	Dividend Rec'd on	6,550	Shs.		\$65.50
----------	-------------------	-------	------	--	---------

BNY Hamilton Small Cap Growth Fund

08/17/09	Dividend Rec'd				102.35
----------	----------------	--	--	--	--------

BNY Mellon Mid Cap Stock Fund

04/13/09	Dividend Rec'd on	42,752.443	Shs.	\$174.93	
05/18/09	Dividend Rec'd on	42,752.443	Shs.	192.74	
06/15/09	Dividend Rec'd on	42,752.443	Shs.	206.36	
06/15/09	Dividend Rec'd on	42,752.443	Shs.	100.13	
07/13/09	Dividend Rec'd on	42,752.443	Shs.	206.12	
08/17/09	Dividend Rec'd on	42,752.443	Shs.	212.59	
09/14/09	Dividend Rec'd on	18,548.277	Shs.	233.90	
10/13/09	Dividend Rec'd on	42,752.443	Shs.	237.41	
11/09/09	Dividend Rec'd on	42,752.443	Shs.	249.71	
12/10/09	Dividend Rec'd on	42,752.443	Shs.	2,650.65	
12/14/09	Dividend Rec'd on	42,752.443	Shs.	<u>241.06</u>	4,705.60

Caterpillar, Inc.

08/20/09	Dividend Rec'd on	2,650	Shs.	\$1,113.00	
11/20/09	Dividend Rec'd on	2,650	Shs.	<u>1,113.00</u>	2,226.00

Chevron Texaco Corporation

06/10/09	Dividend Rec'd on	2,100	Shs.	\$1,365.00	
09/10/09	Dividend Rec'd on	2,100	Shs.	1,428.00	
12/10/09	Dividend Rec'd on	2,100	Shs.	<u>1,428.00</u>	4,221.00

Cisco Systems, Inc.

08/24/09	Dividend Rec'd on	13,250	Shs.		6,875.00
----------	-------------------	--------	------	--	----------

Coca Cola Company

03/26/09	Dividend Rec'd on	5,275	Shs.		369.25
----------	-------------------	-------	------	--	--------

Colgate Palmolive Company

02/13/09	Dividend Rec'd on	2,800	Shs.	\$1,120.00	
05/15/09	Dividend Rec'd on	2,800	Shs.	1,232.00	
08/14/09	Dividend Rec'd on	2,800	Shs.	1,232.00	
11/13/09	Dividend Rec'd on	2,800	Shs.	<u>1,232.00</u>	4,816.00

Schedule A-3 (Cont'd)

Comcast Corporation New Class A

01/28/09	Dividend Rec'd on	8,000	Shs.	\$500.00	
04/29/09	Dividend Rec'd on	8,000	Shs.	540.00	
07/29/09	Dividend Rec'd on	8,000	Shs.	540.00	
10/28/09	Dividend Rec'd on	8,000	Shs.	<u>540.00</u>	\$2,120.00

Companhia Vale Do Rio Doce

05/08/09	Dividend Rec'd on	6,000	Shs.		1,439.06
----------	-------------------	-------	------	--	----------

ConocoPhillips

03/02/09	Dividend Rec'd on	4,075	Shs.	\$1,915.25	
06/01/09	Dividend Rec'd on	4,075	Shs.	1,915.25	
09/01/09	Dividend Rec'd on	4,075	Shs.	1,915.25	
12/01/09	Dividend Rec'd on	4,075	Shs.	<u>2,037.50</u>	7,783.25

CVS Caremark Corp

02/03/09	Dividend Rec'd on	8,225	Shs.	\$627.16	
05/04/09	Dividend Rec'd on	8,225	Shs.	627.16	
08/03/09	Dividend Rec'd on	8,225	Shs.	627.16	
11/03/09	Dividend Rec'd on	8,225	Shs.	<u>627.16</u>	2,508.64

Duke Energy Hldg Corp

03/16/09	Dividend Rec'd on	8,875	Shs.	\$2,041.25	
06/16/09	Dividend Rec'd on	8,875	Shs.	2,041.25	
09/16/09	Dividend Rec'd on	8,875	Shs.	2,130.00	
12/16/09	Dividend Rec'd on	8,875	Shs.	<u>2,130.00</u>	8,342.50

Eaton Corp

02/27/09	Dividend Rec'd on	1,250	Shs.	\$625.00	
05/22/09	Dividend Rec'd on	2,000	Shs.	1,000.00	
08/21/09	Dividend Rec'd on	2,000	Shs.	1,000.00	
11/27/09	Dividend Rec'd on	2,000	Shs.	<u>1,000.00</u>	3,625.00

E. I. DuPont De Nemours

03/13/09	Dividend Rec'd on	3,600	Shs.	\$1,476.00	
06/12/09	Dividend Rec'd on	3,600	Shs.	1,476.00	
09/11/09	Dividend Rec'd on	3,600	Shs.	1,476.00	
12/14/09	Dividend Rec'd on	3,600	Shs.	<u>1,476.00</u>	5,904.00

Schedule A-3 (Cont'd)

Emerson Electric Company

03/10/09	Dividend Rec'd on	3,475	Shs.	\$1,146.75	
06/10/09	Dividend Rec'd on	5,125	Shs.	1,691.25	
09/10/09	Dividend Rec'd on	5,125	Shs.	1,691.25	
12/10/09	Dividend Rec'd on	5,125	Shs.	<u>1,716.88</u>	\$6,246.13

Exxon Mobil Corporation

03/10/09	Dividend Rec'd on	4,600	Shs.	\$1,840.00	
06/10/09	Dividend Rec'd on	6,000	Shs.	2,520.00	
09/10/09	Dividend Rec'd on	6,000	Shs.	2,520.00	
12/10/09	Dividend Rec'd on	6,000	Shs.	<u>2,520.00</u>	9,400.00

Exelon Corp

03/10/09	Dividend Rec'd on	3,275	Shs.	\$1,719.38	
06/10/09	Dividend Rec'd on	3,275	Shs.	1,719.38	
09/10/09	Dividend Rec'd on	3,275	Shs.	1,719.38	
12/10/09	Dividend Rec'd on	3,275	Shs.	<u>1,719.38</u>	6,877.52

General Electric

01/26/09	Dividend Rec'd on	12,300	Shs.	\$3,813.00	
04/27/09	Dividend Rec'd on	12,300	Shs.	3,813.00	
07/27/09	Dividend Rec'd on	12,300	Shs.	1,230.00	
10/26/09	Dividend Rec'd on	12,300	Shs.	<u>1,230.00</u>	10,086.00

Goldman Sachs Group Inc.

03/26/09	Dividend Rec'd on	875	Shs.	\$408.33	
06/25/09	Dividend Rec'd on	875	Shs.	306.25	
09/24/09	Dividend Rec'd on	875	Shs.	306.25	
12/30/09	Dividend Rec'd on	875	Shs.	<u>306.25</u>	1,327.08

Hewlett Packard Company

07/01/09	Dividend Rec'd on	5,100	Shs.	\$408.00	
10/07/09	Dividend Rec'd on	5,100	Shs.	<u>408.00</u>	816.00

Home Depot, Inc.

03/26/09	Dividend Rec'd on	3,250	Shs.	\$731.25	
06/25/09	Dividend Rec'd on	6,100	Shs.	1,372.50	
09/17/09	Dividend Rec'd on	6,100	Shs.	1,372.50	
12/17/09	Dividend Rec'd on	6,100	Shs.	<u>1,372.50</u>	4,848.75

Schedule A-3 (Cont'd)

Honeywell International, Inc.

03/10/09	Dividend Rec'd on	2,750	Shs.	\$831.88	
06/10/09	Dividend Rec'd on	3,675	Shs.	1,111.69	
09/10/09	Dividend Rec'd on	3,675	Shs.	1,111.69	
12/10/09	Dividend Rec'd on	3,675	Shs.	<u>1,111.69</u>	\$4,166.95

Intel Corporation

03/02/09	Dividend Rec'd on	11,400	Shs.	\$1,596.00	
06/01/09	Dividend Rec'd on	14,875	Shs.	2,082.50	
09/01/09	Dividend Rec'd on	14,875	Shs.	2,082.50	
12/01/09	Dividend Rec'd on	14,875	Shs.	<u>2,082.50</u>	7,843.50

International Business Machines

03/10/09	Dividend Rec'd on	2,100	Shs.	\$1,050.00	
06/10/09	Dividend Rec'd on	2,100	Shs.	1,155.00	
09/10/09	Dividend Rec'd on	2,100	Shs.	1,155.00	
12/10/09	Dividend Rec'd on	2,100	Shs.	<u>1,155.00</u>	4,515.00

Ishares Trust MSCI EAFE Index Fund

01/05/09	Dividend Rec'd on	16,800	Shs.	\$9,090.73	
07/01/09	Dividend Rec'd on	16,800	Shs.	15,879.16	
12/31/09	Dividend Rec'd on	16,800	Shs.	<u>8,328.35</u>	33,298.24

Ishares Russell 1000 Growth Index Fund

01/02/09	Dividend Rec'd on	16,650	Shs.	\$2,744.00	
04/02/09	Dividend Rec'd on	16,650	Shs.	2,590.14	
07/09/09	Dividend Rec'd on	16,650	Shs.	3,025.02	
09/30/09	Dividend Rec'd on	16,650	Shs.	2,590.29	
12/31/09	Dividend Rec'd on	10,675	Shs.	<u>2,119.33</u>	13,068.78

Johnson & Johnson

03/10/09	Dividend Rec'd on	3,400	Shs.	\$1,564.00	
06/09/09	Dividend Rec'd on	3,400	Shs.	1,666.00	
09/08/09	Dividend Rec'd on	3,400	Shs.	1,666.00	
12/08/09	Dividend Rec'd on	3,400	Shs.	<u>1,666.00</u>	6,562.00

Johnson Controls

01/05/09	Dividend Rec'd on	3,300	Shs.	\$429.00	
04/02/09	Dividend Rec'd on	3,300	Shs.	429.00	

Schedule A-3 (Cont'd)

Johnson Controls

(Cont'd)

07/02/09	Dividend Rec'd on	4,775	Shs.	\$620.75	
10/02/09	Dividend Rec'd on	4,775	Shs.	<u>620.75</u>	\$2,099.50

JPMorgan Chase & Co

02/02/09	Dividend Rec'd on	7,575	Shs.	\$2,878.50	
04/30/09	Dividend Rec'd on	7,575	Shs.	378.75	
07/31/09	Dividend Rec'd on	7,575	Shs.	378.75	
11/02/09	Dividend Rec'd on	7,575	Shs.	<u>378.75</u>	4,014.75

Kraft Foods Inc CL A

07/14/09	Dividend Rec'd on	4,725	Shs.	\$1,370.25	
10/14/09	Dividend Rec'd on	4,725	Shs.	<u>1,370.25</u>	2,740.50

McDonald's Corporation

03/16/09	Dividend Rec'd on	2,725	Shs.	\$1,362.50	
06/22/09	Dividend Rec'd on	2,725	Shs.	1,362.50	
09/15/09	Dividend Rec'd on	2,725	Shs.	1,362.50	
12/15/09	Dividend Rec'd on	2,725	Shs.	<u>1,498.75</u>	5,586.25

Mastercard-Inc-Class A

08/10/09	Dividend Rec'd on	650	Shs.	\$97.50	
11/10/09	Dividend Rec'd on	650	Shs.	<u>97.50</u>	195.00

Medtronic, Inc.

01/23/09	Dividend Rec'd on	2,175	Shs.	\$407.81	
04/24/09	Dividend Rec'd on	2,175	Shs.	407.81	
07/31/09	Dividend Rec'd on	2,725	Shs.	558.63	
10/30/09	Dividend Rec'd on	2,725	Shs.	<u>558.63</u>	1,932.88

Microsoft Corporation

03/12/09	Dividend Rec'd on	6,450	Shs.	\$838.50	
06/18/09	Dividend Rec'd on	6,450	Shs.	838.50	
09/10/09	Dividend Rec'd on	6,450	Shs.	838.50	
12/10/09	Dividend Rec'd on	6,450	Shs.	<u>838.50</u>	3,354.00

Midcap SPDR Tr Unit Series 1

01/30/09	Dividend Rec'd on	3,100	Shs.	\$1,721.40	
04/30/09	Dividend Rec'd on	3,100	Shs.	1,044.76	

Schedule A-3 (Cont'd)

Midcap SPDR Tr Unit Series 1
(Cont'd)

07/31/09	Dividend Rec'd on	3,100	Shs.	\$1,221.15	
10/30/09	Dividend Rec'd on	3,100	Shs.	<u>1,205.06</u>	\$5,192.37

Monsanto Co

07/24/09	Dividend Rec'd on	1,275	Shs.	\$337.88	
10/30/09	Dividend Rec'd on	1,275	Shs.	<u>337.88</u>	675.76

Merck & Co Inc

01/02/09	Dividend Rec'd on	4,700	Shs.	\$1,786.00	
04/01/09	Dividend Rec'd on	4,700	Shs.	1,786.00	
07/01/09	Dividend Rec'd on	4,700	Shs.	1,786.00	
10/01/09	Dividend Rec'd on	4,700	Shs.	<u>1,786.00</u>	7,144.00

News Corp. Cl B

04/15/09	Dividend Rec'd on	10,250	Shs.		615.00
----------	-------------------	--------	------	--	--------

Novartis AG Sponsored ADR

04/07/09	Dividend Rec'd on	1,925	Shs.	\$3,300.19	
04/07/09	Dividend Rec'd on	1,925	Shs.		
	foreign tax withheld			495.03-	
04/09/09	Dividend Rec'd on	1,925	Shs.		
	ADR fee			<u>6.74-</u>	2,798.42

Omnicom Group, Inc.

01/05/09	Dividend Rec'd on	3,550	Shs.	\$532.50	
04/03/09	Dividend Rec'd on	3,550	Shs.	532.50	
07/06/09	Dividend Rec'd on	3,550	Shs.	532.50	
10/02/09	Dividend Rec'd on	3,550	Shs.	<u>532.50</u>	2,130.00

Oracle Corporation

05/08/09	Dividend Rec'd on	10,175	Shs.	\$508.75	
08/13/09	Dividend Rec'd on	10,175	Shs.	508.75	
11/04/09	Dividend Rec'd on	10,175	Shs.	<u>508.75</u>	1,526.25

Occidental Petroleum Corp

07/15/09	Dividend Rec'd on	1,875	Shs.	\$618.75	
10/15/09	Dividend Rec'd on	1,875	Shs.	<u>618.75</u>	1,237.50

Schedule A-3 (Cont'd)

Pepsico, Inc.

01/02/09	Dividend Rec'd on	4,800	Shs.	\$2,040.00	
03/31/09	Dividend Rec'd on	4,800	Shs.	2,040.00	
06/30/09	Dividend Rec'd on	4,800	Shs.	2,160.00	
09/30/09	Dividend Rec'd on	4,800	Shs.	<u>2,160.00</u>	\$8,400.00

Pfizer, Inc.

03/03/09	Dividend Rec'd on	6,100	Shs.	\$1,952.00	
06/02/09	Dividend Rec'd on	6,100	Shs.	976.00	
09/02/09	Dividend Rec'd on	6,100	Shs.	976.00	
12/01/09	Dividend Rec'd on	6,100	Shs.	<u>976.00</u>	4,880.00

Plum Creek Timber Co

03/06/09	Dividend Rec'd on	2,850	Shs.	\$1,197.00	
05/29/09	Dividend Rec'd on	2,850	Shs.	1,197.00	
08/31/09	Dividend Rec'd on	2,850	Shs.	1,197.00	
11/30/09	Dividend Rec'd on	2,850	Shs.	<u>1,197.00</u>	4,788.00

Praxair Inc.

03/16/09	Dividend Rec'd on	1,500	Shs.	\$600.00	
06/15/09	Dividend Rec'd on	1,500	Shs.	600.00	
09/15/09	Dividend Rec'd on	1,500	Shs.	600.00	
12/15/09	Dividend Rec'd on	1,500	Shs.	<u>600.00</u>	2,400.00

Procter & Gamble Company

02/17/09	Dividend Rec'd on	4,350	Shs.	\$1,740.00	
05/15/09	Dividend Rec'd on	4,350	Shs.	1,914.00	
08/17/09	Dividend Rec'd on	4,350	Shs.	1,914.00	
11/16/09	Dividend Rec'd on	4,350	Shs.	<u>1,914.00</u>	7,482.00

Philip Morris Intl Inc

01/09/09	Dividend Rec'd on	3,350	Shs.	\$1,809.00	
04/09/09	Dividend Rec'd on	3,350	Shs.	1,809.00	
07/10/09	Dividend Rec'd on	3,350	Shs.	1,809.00	
10/09/09	Dividend Rec'd on	3,350	Shs.	<u>1,943.00</u>	7,370.00

Qualcomm Inc

01/07/09	Dividend Rec'd on	3,200	Shs.	\$512.00	
03/27/09	Dividend Rec'd on	3,200	Shs.	512.00	
06/26/09	Dividend Rec'd on	4,750	Shs.	807.50	
09/25/09	Dividend Rec'd on	4,750	Shs.	807.50	

Schedule A-3 (Cont'd)

Qualcomm Inc
(Cont'd)

12/23/09	Dividend Rec'd on	4,750	Shs.	<u>\$807.50</u>	\$3,446.50
----------	-------------------	-------	------	-----------------	------------

Schlumberger Limited

01/12/09	Dividend Rec'd on	2,400	Shs.	\$504.00	
04/06/09	Dividend Rec'd on	2,400	Shs.	504.00	
07/10/09	Dividend Rec'd on	2,400	Shs.	504.00	
10/02/09	Dividend Rec'd on	2,400	Shs.	<u>504.00</u>	2,016.00

Schering-Plough Corp

02/27/09	Dividend Rec'd on	4,975	Shs.	\$323.38	
05/26/09	Dividend Rec'd on	4,975	Shs.	323.38	
08/31/09	Dividend Rec'd on	4,975	Shs.	323.38	
11/30/09	Dividend Rec'd on	4,975	Shs.	<u>323.38</u>	1,293.52

Staples Inc

04/16/09	Dividend Rec'd on	7,200	Shs.	\$594.00	
07/16/09	Dividend Rec'd on	7,200	Shs.	594.00	
10/15/09	Dividend Rec'd on	7,200	Shs.	<u>594.00</u>	1,782.00

Teva Pharmaceutical Inds APR

03/20/09	Dividend Rec'd on	4,600	Shs.	\$643.95	
03/20/09	Dividend Rec'd on	4,600	Shs.	128.79-	
06/04/09	Dividend Rec'd on	4,600	Shs.	691.50	
06/04/09	Dividend Rec'd on	4,600	Shs.		
	foreign tax withheld			138.30-	
08/27/09	Dividend Rec'd on	4,600	Shs.		
	foreign tax withheld			143.53-	
08/27/09	Dividend Rec'd on	4,600	Shs.	717.63	
12/04/09	Dividend Rec'd on	4,600	Shs.	721.23	
12/04/09	Dividend Rec'd on	4,600	Shs.		
	foreign tax withheld			<u>144.25-</u>	2,219.44

Textron Inc

01/02/09	Dividend Rec'd on	3,700	Shs.	\$851.00	
04/01/09	Dividend Rec'd on	3,700	Shs.	74.00	
07/01/09	Dividend Rec'd on	3,700	Shs.	74.00	
10/01/09	Dividend Rec'd on	3,700	Shs.	<u>74.00</u>	1,073.00

Schedule A-3 (Cont'd)

TJX Companies Inc.

03/05/09	Dividend Rec'd on	3,575	Shs.	\$393.25	
06/04/09	Dividend Rec'd on	3,575	Shs.	429.00	
09/03/09	Dividend Rec'd on	3,575	Shs.	429.00	
12/03/09	Dividend Rec'd on	3,575	Shs.	<u>429.00</u>	\$1,680.25

Tyco International, Ltd.

02/03/09	Dividend Rec'd on	2,575	Shs.	\$515.00	
05/28/09	Dividend Rec'd on	2,575	Shs.	515.00	
06/02/09	Dividend Rec'd on	2,575	Shs.		
	rate change per DTD			515.00-	
06/02/09	Dividend Rec'd on	2,575	Shs.	530.97	
08/26/09	Dividend Rec'd on	2,575	Shs.	553.63	
09/03/09	Dividend Rec'd on	2,575	Shs.		
	reversal of dividend			553.63-	
09/03/09	Dividend Rec'd on	2,575	Shs.	552.60	
11/24/09	Dividend Rec'd on	2,575	Shs.	<u>582.47</u>	2,181.04

Union Pac Corp

07/01/09	Dividend Rec'd on	2,325	Shs.	\$627.75	
10/01/09	Dividend Rec'd on	2,325	Shs.	<u>627.75</u>	1,255.50

United Technologies Corporation

03/10/09	Dividend Rec'd on	3,350	Shs.	\$1,289.75	
06/10/09	Dividend Rec'd on	3,350	Shs.	1,289.75	
09/10/09	Dividend Rec'd on	3,350	Shs.	1,289.75	
12/10/09	Dividend Rec'd on	3,350	Shs.	<u>1,289.75</u>	5,159.00

Verizon Communications

02/02/09	Dividend Rec'd on	5,225	Shs.	\$2,403.50	
05/01/09	Dividend Rec'd on	5,225	Shs.	2,403.50	
08/03/09	Dividend Rec'd on	5,225	Shs.	2,403.50	
08/17/09	Dividend Rec'd on	5,225	Shs.	6,937.50	
11/02/09	Dividend Rec'd on	5,225	Shs.	<u>2,481.88</u>	16,629.88

Vale SA-Sp ADR

05/12/09	Dividend Rec'd on	6,000	Shs.		
	ADR Fee			\$90.00-	
11/06/09	Dividend Rec'd on	6,000	Shs.	1,677.68	
11/06/09	Dividend Rec'd on	6,000	Shs.		
	foreign tax withheld			90.00-	
11/06/09	Dividend Rec'd on	6,000	Shs.	<u>251.65-</u>	1,246.03

Schedule A-3 (Cont'd)

<u>Vanguard Small-cap Etf</u>					
12/31/09	Dividend Rec'd on	3,700	Shs.		\$2,356.90
 <u>Wal Mart Stores, Inc.</u>					
01/02/09	Dividend Rec'd on	5,925	Shs.	\$1,407.19	
04/06/09	Dividend Rec'd on	5,925	Shs.	1,614.56	
06/01/09	Dividend Rec'd on	5,925	Shs.	1,614.56	
08/17/09	Dividend Rec'd on	5,925	Shs.	5,937.50	
09/08/09	Dividend Rec'd on	5,925	Shs.	<u>1,614.56</u>	12,188.37
 <u>Wells Fargo & Co.</u>					
03/02/09	Dividend Rec'd on	4,650	Shs.	\$1,581.00	
06/01/09	Dividend Rec'd on	4,650	Shs.	232.50	
09/01/09	Dividend Rec'd on	4,650	Shs.	232.50	
12/01/09	Dividend Rec'd on	4,650	Shs.	<u>232.50</u>	2,278.50
 <u>Williams Co.</u>					
03/30/09	Dividend Rec'd on	6,100	Shs.	\$671.00	
06/29/09	Dividend Rec'd on	6,100	Shs.	671.00	
09/14/09	Dividend Rec'd on	6,100	Shs.	671.00	
12/28/09	Dividend Rec'd on	6,100	Shs.	<u>671.00</u>	2,684.00
 <u>Xto Energy Inc.</u>					
01/15/09	Dividend Rec'd on	4,175	Shs.	\$501.00	
04/15/09	Dividend Rec'd on	4,175	Shs.	521.88	
07/15/09	Dividend Rec'd on	4,175	Shs.	521.88	
10/15/09	Dividend Rec'd on	4,175	Shs.	<u>521.88</u>	<u>2,066.64</u>
TOTAL SCHEDULE A-3					\$336,422.35 =====

Schedule A-4
INTEREST RECEIVED

Abbot Labs

5.875% Due 05/15/16

05/15/09	Interest Rec'd on	\$375,000.00	\$11,015.63	
11/16/09	Interest Rec'd on	\$375,000.00	<u>11,015.63</u>	\$22,031.26

American Express Cr Corp

5% Due 12/02/10

06/02/09	Interest Rec'd on	\$250,000.00	\$6,250.00	
12/02/09	Interest Rec'd on	\$250,000.00	<u>6,250.00</u>	12,500.00

Anheuser Busch Companies, Inc.

03/02/09	Interest Rec'd on	\$250,000.00	\$6,250.00	
09/01/09	Interest Rec'd on	\$250,000.00	<u>6,250.00</u>	12,500.00

Bank America Corporation

5.125% Due 11/15/14

05/15/09	Interest Rec'd on	\$250,000.00	\$6,406.25	
08/24/09	Interest Rec'd on	\$250,000.00	<u>3,523.44</u>	9,929.69

Cisco Systems Inc

5.5% Due 02/22/16

02/23/09	Interest Rec'd on	\$250,000.00		6,875.00
----------	-------------------	--------------	--	----------

Citigroup, Inc.

6.5% Due 01/18/11

01/20/09	Interest Rec'd on	\$250,000.00	\$8,125.00	
07/20/09	Interest Rec'd on	\$250,000.00	8,125.00	
08/24/09	Interest Rec'd on	\$250,000.00	<u>1,625.00</u>	17,875.00

Coca Cola Company

5.75% Due 03/15/11

03/16/09	Interest Rec'd on	\$250,000.00	\$7,187.50	
09/15/09	Interest Rec'd on	\$250,000.00	<u>7,187.50</u>	14,375.00

Federal Home Loan Mortgage

50% Due 06/12/13

04/30/09	Interest Rec'd on	\$250,000.00		6,250.00
----------	-------------------	--------------	--	----------

Schedule A-4 (Cont'd)

Federal Home Loan Mortgage

4.5% Due 06/12/13

06/12/09	Interest Rec'd on	\$250,000.00		\$5,625.00
----------	-------------------	--------------	--	------------

Federal National Mortgage
Association

6.25% Due 02/01/11

02/02/09	Interest Rec'd on	\$500,000.00	\$15,625.00	
08/03/09	Interest Rec'd on	\$500,000.00	<u>15,625.00</u>	31,250.00

Federated Government Obligation
Fund (No. 395)

01/02/09	Interest Rec'd		\$483.37	
02/02/09	Interest Rec'd		388.59	
03/02/09	Interest Rec'd		307.81	
04/01/09	Interest Rec'd		216.94	
05/01/09	Interest Rec'd		66.15	
06/01/09	Interest Rec'd		5.79	
07/01/09	Interest Rec'd		.81	
09/02/09	Interest Rec'd		.89	
10/01/09	Interest Rec'd		37.43	
11/02/09	Interest Rec'd		28.49	
12/01/09	Interest Rec'd		<u>21.64</u>	1,557.91

General Electric Company

5% Due 02/01/13

02/02/09	Interest Rec'd on	\$250,000.00	\$6,250.00	
08/03/09	Interest Rec'd on	\$12,300.00	<u>6,250.00</u>	12,500.00

Goldman Sachs Group, Inc.

6.65% Due 05/15/09

05/15/09	Interest Rec'd on	\$250,000.00		8,312.50
----------	-------------------	--------------	--	----------

Goldman Sachs Group, Inc.

5.7% Due 09/01/12

03/02/09	Interest Rec'd on	\$250,000.00	\$7,125.00	
09/01/09	Interest Rec'd on	\$250,000.00	<u>7,125.00</u>	14,250.00

Home Depot Inc.

5.2% Due 03/01/11

02/10/09	Interest Rec'd on	\$250,000.00		5,741.67
----------	-------------------	--------------	--	----------

Schedule A-4 (Cont'd)

J. P. Morgan & Company

6% Due 01/15/09

01/15/09	Interest Rec'd on	\$500,000.00		\$15,000.00
----------	-------------------	--------------	--	-------------

Merrill Lynch & Company

5.3% Due 09/30/15

03/30/09	Interest Rec'd on	\$250,000.00	\$6,625.00	
09/30/09	Interest Rec'd on	\$250,000.00	<u>6,625.00</u>	13,250.00

SLM Corporation M/T/N

5.375% Due 01/15/13

01/15/09	Interest Rec'd on	\$300,000.00	\$8,062.50	
05/26/09	Interest Rec'd on	\$300,000.00	<u>5,867.71</u>	13,930.21

Treasury Inflation IX 2.0%

04/21/09	Interest Rec'd			
	Paid accrued interest on			
	purchase of treasury inflation		\$1,981.37-	
07/16/09	Interest Rec'd on	\$373,569.00	<u>3,765.23</u>	1,783.86

U.S. Treasury Notes

5.125% Due 05/15/16

05/15/09	Interest Rec'd on	\$250,000.00	\$6,406.25	
11/16/09	Interest Rec'd on	\$250,000.00	<u>6,406.25</u>	12,812.50

U.S. Treasury Notes Series B 2011

5% Due 02/15/11

02/17/09	Interest Rec'd on	\$250,000.00	\$6,250.00	
08/17/09	Interest Rec'd on	\$250,000.00	<u>6,250.00</u>	12,500.00

Verizon Communications, Inc.

5.55% Due 02/15/16

02/17/09	Interest Rec'd on	\$250,000.00		6,937.50
----------	-------------------	--------------	--	----------

Wal-Mart Stores Inc.

4.75% Due 08/15/10

02/17/09	Interest Rec'd on	\$250,000.00		<u>5,937.50</u>
----------	-------------------	--------------	--	-----------------

TOTAL SCHEDULE A-4

\$263,724.60
=====

Schedule A-5

OTHER INCOME RECEIVED

BNY Mellon Small Cap Stk Fd Cl M

04/13/09	Income Rec'd on	18,548.277 Units	\$81.47	
05/18/09	Income Rec'd on	18,548.277 Units	91.59	
07/13/09	Income Rec'd on	18,548.277 Units	99.58	
09/14/09	Income Rec'd on	18,548.277 Units	111.15	
10/13/09	Income Rec'd		<u>104.99</u>	\$488.78

Dreyfus PR Lrg Cap Val FD Cl I

04/13/09	Income Rec'd on	90,022.507 Units	\$241.27	
05/18/09	Income Rec'd		<u>192.05</u>	<u>433.32</u>

TOTAL SCHEDULE A-5

\$922.10
=====

Laura J Niles Foundation, Inc.

E I N 22-3188304

Attachment to 2009 990PF

Part II Balance Sheet

		<u>Book Value</u>	<u>Fair Market Value</u>
Line 10a	U S and state government Obligations		
	\$500,000 Federal National Mortgage Association, 6 25%, due 02/01/11	\$ 508,635 00	\$ 525,285 00
	\$250,000 U S Treasury Notes 5 125%, due 05/15/16	\$ 248,359 37	\$ 278,827 50
	\$250,000 U S Treasury Notes Series B 2011 5%, due 02/15/11	\$ 248,757 50	\$ 262,002 50
	381,199 Treasury Inflation Index dtd 1/31/2006 2%, due 01/15/2026	\$ 362,259 28	\$ 382,838 16
		\$ 1,368,011 15	\$ 1,448,953 16

Laura J Niles Foundation, Inc.
E I N 22-3188304
Attachment to 2009 990PF

Part II Balance Sheet - Continued

Line 10b	Corporate Stock			<u>Book Value</u>	<u>Fair Market Value</u>
	3,625	shs	Abbott Laboratories	\$ 145,547 50	\$ 195,713 75
	6,900	shs	Accenture Limited Class A	\$ 157,824 34	\$ 286,350 00
	2,000	shs	Adobe Sys Inc	\$ 83,502 20	\$ 73,560 00
	2,575	shs	Aflac Inc	\$ 135,588 69	\$ 119,093 75
	4,350	shs	American Express Company	\$ 150,674 88	\$ 176,262 00
	1,675	shs	Apple Computer Inc	\$ 171,373 04	\$ 410,927 40
	7,775	shs	AT&T Inc	\$ 285,496 99	\$ 217,933 25
	6,250	shs	Avon Products Inc	\$ 160,447 49	\$ 196,875 00
	42,752 443	shs	BNY Mellon Mid Cap Stock Fund	\$ 525,000 00	\$ 407,858 31
	2,650 000	shs	Caterpillar Inc	\$ 88,876 76	\$ 151,023 50
	500	shs	Cayman III LLC	\$ 500,000 00	\$ 393,345 00
	2,100	shs	Chevron Corporation	\$ 135,097 44	\$ 161,679 00
	13,250	shs	Cisco Sys, Inc	\$ 267,617 00	\$ 317,205 00
	2,800	shs	Colgate Palmolive Company	\$ 148,711 35	\$ 230,020 00
	8,000	shs	Comcast Corporation New Class A	\$ 166,076 78	\$ 134,880 00
	4,075	shs	ConocoPhillips	\$ 169,784 41	\$ 208,110 25
	8,225	shs	CVS Caremark Corp	\$ 295,727 72	\$ 264,927 25
	8,875	shs	Duke Energy Hldg Corp	\$ 165,296 88	\$ 152,738 75
	2,000	shs	Eaton Corp	\$ 147,809 79	\$ 127,240 00
	3,600	shs	E I DuPont DeNemours	\$ 159,792 50	\$ 121,212 00
	5,125	shs	Emerson Electric Company	\$ 223,639.28	\$ 218,325 00
	3,275	shs	Exelon Corp	\$ 208,339 75	\$ 160,049 25
	4,600	shs	Exxon Mobil Corporation	\$ 274,432 90	\$ 388,683 00
	2,087	shs	Freeport-McMoran Copper & Gold, Inc Class B	\$ 46,005 23	\$ 167,565 23
	12,300	shs	General Electric	\$ 503,231 89	\$ 186,099 00
	875	shs	Goldman Sachs Group Inc	\$ 99,468 65	\$ 147,735 00
	5100	shs	Hewlett Packard Co	\$ 178,438 80	\$ 262,701 00
	6,100	shs	Home Depot, Inc	\$ 184,118.97	\$ 176,473 00
	3,675	shs.	Honeywell International, Inc	\$ 125,346 79	\$ 144,060 00
	14,875	shs	Intel Corporation	\$ 258,614 34	\$ 303,450 00
	2,100	shs	International Business Machines, Inc	\$ 192,125 96	\$ 274,890 00
	16,800	shs	Ishares TR MSCI EAFE Index Fund	\$ 904,861 03	\$ 928,704 00

16,650	shs	Ishares Russell 1000 Growth Index Fund	\$	549,272 86	\$	532,148 75
6,800	shs	Ishares S&P GSCI Commodity Index Fund	\$	174,488 00	\$	216,376 00
3,400	shs	Johnson & Johnson	\$	123,039 39	\$	218,994 00
2,575	shs	Johnson Controls	\$	142,457 33	\$	130,071 00
7,575	shs	JPMorgan Chase & Co	\$	339,011 55	\$	315,650 25
67	shs	Karting International, Inc	\$	-	\$	-
4,825	shs	Kraft Foods Inc Cl A	\$	106,754 29	\$	128,425 50
650	shs	Mastercard Inc	\$	105,585 33	\$	166,387 00
2,725	shs	McDonalds Corp	\$	155,752 52	\$	170,149 00
2,725	shs	Medtronic Inc	\$	129,102 04	\$	119,845 50
6,450	shs	Microsoft Corporation	\$	166,290 48	\$	196,596 00
3,100	shs	Midcap SPDR Tr Unit Series 1	\$	338,283 00	\$	408,394 00
7,569	shs	Merck & Co Inc	\$	274,386 07	\$	276,571 26
1,275	shs	Monsanto Co	\$	101,459 39	\$	104,231 25
1,925	shs	Novartis AG Sponsored ADR	\$	95,130 49	\$	104,777 75
1,875	shs	Occidental Petroleum Corp	\$	105,561 60	\$	152,531 25
3,550	shs	Omincom Group Inc	\$	158,288 59	\$	138,982 50
10,175	shs	Oracle Corporation	\$	218,388 38	\$	249,592 75
4,800	shs	Pepsico, Inc	\$	240,138 00	\$	291,840 00
6,100	shs	Pfizer, Inc	\$	234,998 33	\$	110,959 00
3,350	shs	Philip Morris International Inc	\$	163,790 63	\$	161,436 50
2,850	shs	Plum Creek Timber Co	\$	109,812 21	\$	107,616 00
1,500	shs	Praxair Inc	\$	96,902 26	\$	120,465 00
4,350	shs	Procter & Gamble Company	\$	185,507 07	\$	263,740 50
4,750	shs	Qualcomm Inc	\$	198,642 86	\$	219,735 00
2,400	shs	Schlumberger Limited	\$	156,417 12	\$	156,216 00
7,200	shs	Staples Inc	\$	184,356 48	\$	177,048 00
150	shs	Sunstates Corporation	\$	-	\$	0 02
4,600	shs.	Teva Pharmaceutical Inds APR	\$	180,688 00	\$	258,428 00
3,700	shs	Textron Inc	\$	165,482 50	\$	69,597 00
4,125	shs	Thermo Fisher Scientific Inc	\$	217,358 83	\$	196,721 25
3,575	shs	TJX Companies Inc	\$	100,837 52	\$	130,666.25
2,575	shs	Tyco International, LTD	\$	92,929 03	\$	91,876 00
2,325	shs	Union Pac Corp	\$	110,854 60	\$	148,567 50
3,350	shs	United Technologies Corporation	\$	150,963 18	\$	232,523 50
3,700	shs	Vanguard Small-Cap Vipers	\$	205,486 16	\$	212,195 00
6,000	shs	Vale SA	\$	72,357 60	\$	174,180 00

5,225	shs	Verizon Communications	\$	202,075 54	\$	173,104 25
5,925	shs	Wal Mart Stores Inc	\$	312,027 46	\$	316,691 25
4,650	shs	Wells Fargo Co	\$	117,861 23	\$	125,503 50
6,100	shs	Williams Company Inc	\$	123,033 95	\$	128,588 00
4,175	shs	XTO Energy Inc	\$	<u>147,958 24</u>	\$	<u>194,262 75</u>
			\$	14,312,599 46	\$	15,397,372 72

Laura J Niles Foundation, Inc
E I N 22-3188304
Attachment to 2009 990PF

Part II Balance Sheet - Continued

		<u>Book Value</u>	<u>Fair Market Value</u>
Line 10c	Corporate Bonds		
	\$375,000 Abbot Laboratones	\$ 383,593 75	\$ 413,621 25
	\$250,000 American Express Cr Corporation, 5%, due 12/02/10	\$ 246,255 00	\$ 258,057.50
	\$250,000 Anheuser Busch Companies, Inc	\$ 238,270 00	\$ 243,892 50
	\$250,000 Cisco Systems Inc , 5 5%, due 2/22/16	\$ 250,622 50	\$ 274,475 00
	\$250,000 Coca Cola Company, 5 75%, due 03/15/11	\$ 264,330 00	\$ 265,035 00
	\$250,000 General Electric Company, 5%, due 02/01/13	\$ 245,152 50	\$ 264,490 00
	\$250,000 Goldman Sachs Group, Inc , 5 7%, due 09/01/12	\$ 252,582 50	\$ 268,915 00
	\$250,000 Merrill Lynch & Company, 5 3%, due 09/30/15	\$ 246,662 50	\$ 254,567 50
	\$250,000 Verizon Communications, Inc , 5 55% due 2/15/16	\$ 250,701 75	\$ 269,500 00
	\$250,000 Wal-Mart Stores Inc , 4 75%, due 08/15/10	<u>\$ 248,372 50</u>	<u>\$ 257,035 00</u>
		\$2,626,543 00	\$2,769,588 75

Schedule A-2

INCREASE ON SALE OR REDEMPTION OF ASSETS

	<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Bonds, Notes, etc.</u>			
Bank America Corporation 5.125% Due 11/15/14 08/24/09 \$250,000.00	\$249,595.00	\$246,927.50	\$2,667.50
Federal Home Loan Mortgage 50% Due 06/12/13 04/30/09 \$250,000.00	250,000.00	244,412.50	5,587.50
Federal Home Loan Mortgage 4.5% Due 06/12/13 06/12/09 \$250,000.00	250,000.00	246,585.00	3,415.00
Home Depot Inc. 5.2% Due 03/01/11 02/10/09 \$250,000.00	251,647.50	248,532.50	3,115.00
J. P. Morgan & Company 6% Due 01/15/09 01/15/09 \$500,000.00	500,000.00	493,840.00	6,160.00
<u>Stock and Common Funds</u>			
Apple Computer Inc. 11/27/09 125 Shs.	25,598.09	10,985.45	14,612.64
BNY Mellon Mid Cap Stock Fund 03/30/09 42,752.443 Shs. Received capital gain distribution - Increase recognized on receipt	329.19	.00	329.19

Schedule A-2 (Cont'd)

			<u>Proceeds</u>	<u>Inventory Value</u>	<u>Increase</u>
<u>Stock and Common Funds (Cont'd)</u>					
BNY Mellon Small Cap Stk Fd Cl M					
03/30/09	18,543.156	Units			
Received capital gain distribution - Increase recognized on receipt			\$35.23	\$.00	\$35.23
Coca Cola Company					
04/27/09	5,275	Shs.	80,161.59	70,864.87	9,296.72
Exxon Mobil Corporation					
11/27/09	300	Shs.	22,715.41	14,443.84	8,271.57
Merck & Co Inc					
12/09/09	0.0825	Shs.	<u>3.02</u>	<u>2.99</u>	<u>.03</u>
TOTAL SCHEDULE A-2			\$1,630,085.03 =====	\$1,576,594.65 =====	\$53,490.38 =====

Schedule B-1

DECREASE ON SALE OR REDEMPTION OF ASSETS

		<u>Inventory Value</u>	<u>Proceeds</u>	<u>Decrease</u>
<u>Bonds, Notes, etc.</u>				
Citigroup, Inc.				
6.5% Due 01/18/11				
08/24/09	\$250,000.00	\$261,475.00	\$258,287.50	\$3,187.50
Goldman Sachs Group, Inc.				
6.65% Due 05/15/09				
05/15/09	\$250,000.00	260,710.00	250,000.00	10,710.00
SLM Corporation M/T/N				
5.375% Due 01/15/13				
05/26/09	\$300,000.00	308,181.00	216,150.00	92,031.00
<u>Stock and Common Funds</u>				
Apache Corp.				
04/27/09	1,875 Shs.	140,629.83	123,878.87	16,750.96
Bank America Corporation				
04/22/09	6,550 Shs.	188,450.48	70,607.18	117,843.30
BNY Mellon Small Cap Stk Fd Cl M				
09/29/09	18,548.277 Units	219,409.49	169,902.22	49,507.27
Dell, Inc.				
04/27/09	3,650 Shs.	85,374.96	38,725.50	46,649.46
Dreyfus PR Lrg Cap Val FD Cl I				
04/23/09	90,022.507 Units	871,712.12	525,731.44	345,980.68

Schedule B-1 (Cont'd)

			<u>Inventory Value</u>	<u>Proceeds</u>	<u>Decrease</u>
<u>Stock and Common Funds (Cont'd)</u>					
<u>Estee Lauder Companies Class A</u>					
04/27/09	2,300	Shs.	\$94,768.24	\$63,317.37	\$31,450.87
<u>Ishares Russell 1000 Growth Index Fund</u>					
11/27/09	14,300	Shs.	735,794.09	700,338.78	35,455.31
<u>News Corp. Cl B</u>					
04/27/09	10,250	Shs.	185,191.93	89,783.59	95,408.34
<u>Schering-Plough Corp</u>					
11/05/09	4,975	Shs.	<u>59,572.34</u>	<u>52,237.50</u>	<u>7,334.84</u>
TOTAL SCHEDULE B-1			\$3,411,269.48 =====	\$2,558,959.95 =====	\$852,309.53 =====

THE LAURA J. NILES FOUNDATION

Mission and Guidelines

The mission of the Laura J. Niles Foundation is to encourage and support efforts to improve the lives of both people and animals. The Foundation seeks to benefit animals, primarily dogs, through research, training, and adoption, especially where people and animals benefit simultaneously. Additionally, the Foundation strives to nurture and assist individuals in leading responsible and productive lives by enabling them to help themselves.

PRIMARY PROGRAM INTERESTS

The Board is currently highlighting the following areas:

- Animals - The Foundation is seeking ways to benefit animals, particularly dogs, and is especially interested in efforts that help animals and people simultaneously. The Foundation is targeting areas that include specific medical research, animal adoption, search & rescue, assistance dogs, and similar fields of interest.
- Education - Included in this interest area are primary, secondary and higher education, and also special education.
- Economic Self-Sufficiency - This program area includes but is not limited to: the encouragement and support of entrepreneurialism, mentoring, and job training initiatives.
- Disadvantaged Individuals - Interests include assisting the underprivileged and individuals with disabilities.

While this list is not exhaustive, requests that have little to do with these areas are only occasionally considered.

GUIDING PRINCIPALS AND CONSIDERATIONS

- The goal of the Foundation's Board is to pursue a deliberate and proactive course of "strategic philanthropy".
- The Foundation favors programs addressing long-term solutions to the causes of problems, as distinguished from programs that simply treat the symptoms.
- The Foundation puts added emphasis on programs and organizations that address the intersection of its various interests.
- The Foundation encourages pilot initiatives that test new program models.
- The Foundation has a particular interest in organizations that promote collaborative efforts among groups and organizations.
- Qualities sought by the Foundation in its grantee organizations are: effective and dynamic personnel; passionate leadership; a bias against bureaucracy; prudent managements & governance practices; and commitment to results and overall assessment of program impact.

Approved on May 4, 2004.

Schedule B-3

DISTRIBUTIONS

	<u>Inventory Value</u>	<u>Distribution Value</u>
AKC Canine Health Foundation PO Box 37941 Raleigh, NC 27626		
09/29/09 Cash		
genetic background angiogenic phenotype in cancer	\$25,000.00	\$25,000.00
Total Distributions		
AKC Canine Health Foundation PO Box 37941 Raleigh, NC 27626	\$25,000.00 =====	\$25,000.00 =====
ALS Association, CT Chapter 4 Oxford Road, Unit D4 Milford, CT 06460		
11/25/09 Cash		
memorial Eva Fossum	\$2,000.00	\$2,000.00
Total Distributions		
ALS Association, CT Chapter 4 Oxford Road, Unit D4 Milford, CT 06460	\$2,000.00 =====	\$2,000.00 =====
American Friends of Oxford 198 Madison Avenue, 13th Floor New York, NY 10016		
12/16/09 Cash		
kellogg college	\$5,000.00	\$5,000.00
Total Distributions		
American Friends of Oxford 198 Madison Avenue, 13th Floor New York, NY 10016	\$5,000.00 =====	\$5,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
American Wildlands PO Box 6669 Bozeman, MT 59771		
12/16/09 Cash		
general purposes	\$7,500.00	\$7,500.00
Total Distributions		
American Wildlands PO Box 6669 Bozeman, MT 59771	\$7,500.00 =====	\$7,500.00 =====
Animal Medical Center Elmer & Mamdouha Bobst Hospital 510 East 62nd Street New York, NY 10021		
03/12/09 Cash		
guide dog foundation community funds	\$10,000.00	\$10,000.00
Total Distributions		
Animal Medical Center Elmer & Mamdouha Bobst Hospital 510 East 62nd Street New York, NY 10021	\$10,000.00 =====	\$10,000.00 =====
Art Education for the Blind 589 Broadway, 4th Floor New York, NY		
11/25/09 Cash		
general (1 of 2)	\$7,500.00	\$7,500.00
Total Distributions		
Art Education for the Blind 589 Broadway, 4th Floor New York, NY	\$7,500.00 =====	\$7,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Assistance Dogs of the West PO Box 31027 Santa Fe, NM 87594		
10/28/09 Cash operations	\$10,000.00	\$10,000.00
Total Distributions Assistance Dogs of the West PO Box 31027 Santa Fe, NM 87594	\$10,000.00 =====	\$10,000.00 =====
 Bangor Humane Society 693 Mount Hope Avenue Bangor, ME 04400		
10/28/09 Cash general	\$5,000.00	\$5,000.00
Total Distributions Bangor Humane Society 693 Mount Hope Avenue Bangor, ME 04400	\$5,000.00 =====	\$5,000.00 =====
 Best Friends Animal Society 5001 Angel Canyon Road Kanab, UT 84741		
03/12/09 Cash detection & response team	\$10,000.00	\$10,000.00
Total Distributions Best Friends Animal Society 5001 Angel Canyon Road Kanab, UT 84741	\$10,000.00 =====	\$10,000.00 =====
 BGCN Lifecamp, Inc. PO Box 351 Gladstone, NJ 07934		
03/12/09 Cash 2008 projects	\$25,000.00	\$25,000.00

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
BGCN Lifecamp, Inc. PO Box 351 Gladstone, NJ 07934 (Cont'd)		
12/16/09 Cash capital improvements	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
BGCN Lifecamp, Inc. PO Box 351 Gladstone, NJ 07934	<u>\$50,000.00</u> =====	<u>\$50,000.00</u> =====
 Bide-A-Wee 410 East 38th Street New York, Ny 10014		
12/16/09 Cash veterinary medical assistance	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Bide-A-Wee 410 East 38th Street New York, Ny 10014	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
 Bishop Sheen Ecumenical Housing 935 East Avenue, Suite 300 Rochester, NY 14607		
10/28/09 Cash emergency home repair	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Bishop Sheen Ecumenical Housing 935 East Avenue, Suite 300 Rochester, NY 14607	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Campaign for Delbarton Delbarton School Mendham Road Morristown, NJ 07960 <u>12/16/09</u> Cash endowment	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Campaign for Delbarton Delbarton School Mendham Road Morristown, NJ 07960	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Cardinal Shehan Center 1494 Main Street Bridgeport, CT 06604 <u>03/12/09</u> Cash tutoring program	<u>\$4,000.00</u>	<u>\$4,000.00</u>
Total Distributions Cardinal Shehan Center 1494 Main Street Bridgeport, CT 06604	<u>\$4,000.00</u> =====	<u>\$4,000.00</u> =====
Career Wardrobe 1211 Chestnut Street, Suite 205 Philadelphia, PA 19107 <u>11/25/09</u> Cash gateway to success educational program	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Career Wardrobe 1211 Chestnut Street, Suite 205 Philadelphia, PA 19107	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Caregiver Volunteers of Central Jersey 253 Chestnut Street Toms River, NJ 08753		
09/29/09 Cash		
pet therapy program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Caregiver Volunteers of Central Jersey 253 Chestnut Street Toms River, NJ 08753	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Children's Specialized Hospital 150 New Providence Road Mountainside, NJ 07092		
10/28/09 Cash		
long term care renovations	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Children's Specialized Hospital 150 New Providence Road Mountainside, NJ 07092	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Children's Village Echo Hills Dobbs Ferry, NY 10522		
10/28/09 Cash		
assistance dog training prgm	<u>\$50,000.00</u>	<u>\$50,000.00</u>
Total Distributions		
Children's Village Echo Hills Dobbs Ferry, NY 10522	<u>\$50,000.00</u> =====	<u>\$50,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Chrysalis Center, Inc. 278 Farmington Avenue Hartford, CT 06105		
10/28/09 Cash		
freshplace	\$5,000.00	\$5,000.00
Total Distributions Chrysalis Center, Inc. 278 Farmington Avenue Hartford, CT 06105	\$5,000.00 =====	\$5,000.00 =====
Community Foodbank of New Jersey 31 Evans Terminal Hillside, NJ 07205		
12/16/09 Cash		
general purposes	\$2,500.00	\$2,500.00
Total Distributions Community Foodbank of New Jersey 31 Evans Terminal Hillside, NJ 07205	\$2,500.00 =====	\$2,500.00 =====
Community Medical Center Foundation 99 Route 37 West Toms River, NJ 08755		
10/28/09 Cash		
pet therapy	\$2,500.00	\$2,500.00
Total Distributions Community Medical Center Foundation 99 Route 37 West Toms River, NJ 08755	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Community Preparatory School 126 Summer Street Providence, RI 02907		
<u>12/16/09</u> Cash		
testprep & summerprep	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions		
Community Preparatory School 126 Summer Street Providence, RI 02907	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
 ConnectiKids 814 Asylum Avenue Hartford, CT 06105		
<u>12/16/09</u> Cash		
tutoring/mentoring program	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
ConnectiKids 814 Asylum Avenue Hartford, CT 06105	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 Craig School 15 Tower Hill Road Mountain Lakes, NJ 07046		
<u>12/16/09</u> Cash		
general operations	<u>\$7,500.00</u>	<u>\$7,500.00</u>
Total Distributions		
Craig School 15 Tower Hill Road Mountain Lakes, NJ 07046	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Delaware Valley Golden Retriever Rescue 60 Vera Cruz Road Reinholds, PA 17569		
08/03/09 Cash		
additional fencing at golden gateway	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Delaware Valley Golden Retriever Rescue 60 Vera Cruz Road Reinholds, PA 17569	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
East Coast Assistance Dogs, Inc. PO Box 831 Torrington, CT 06790		
06/02/09 Cash		
CT teen volunteer program	<u>\$40,000.00</u>	<u>\$40,000.00</u>
Total Distributions		
East Coast Assistance Dogs, Inc. PO Box 831 Torrington, CT 06790	<u>\$40,000.00</u> =====	<u>\$40,000.00</u> =====
Ebony Horsewomen 337 Vine Street Hartford, CT 06112		
05/07/09 Cash		
equine assisted growth learning & therapy	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Ebony Horsewomen 337 Vine Street Hartford, CT 06112	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Eva's Village 393 Main Street Patterson, NJ 07501		
08/03/09 Cash		
support services to homeless and addicted women	\$5,000.00	\$5,000.00
Total Distributions		
Eva's Village 393 Main Street Patterson, NJ 07501	\$5,000.00 =====	\$5,000.00 =====
Family Reentry 9 Mott Avenue Suite 104 Norwalk, CT 06850		
11/25/09 Cash		
champions mentoring program	\$10,000.00	\$10,000.00
Total Distributions		
Family Reentry 9 Mott Avenue Suite 104 Norwalk, CT 06850	\$10,000.00 =====	\$10,000.00 =====
Fauna & Flora International 1720 N Street NW Washington, DC 20036		
04/07/09 Cash		
great apes in Africa	\$20,000.00	\$20,000.00
Total Distributions		
Fauna & Flora International 1720 N Street NW Washington, DC 20036	\$20,000.00 =====	\$20,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Food Bank Network of Somerset County PO Box 149 Bound Brook, NJ 08805		
<u>12/16/09 Cash</u> food pantry	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Food Bank Network of Somerset County PO Box 149 Bound Brook, NJ 08805	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 Food Bank of Lower Fairfield County 461 Glenbrook Road Stamford, CT 06906		
<u>12/16/09 Cash</u> general purposes	<u>\$12,500.00</u>	<u>\$12,500.00</u>
Total Distributions Food Bank of Lower Fairfield County 461 Glenbrook Road Stamford, CT 06906	<u>\$12,500.00</u> =====	<u>\$12,500.00</u> =====
 Food Project PO Box 705 Lincoln, MA 01773		
<u>12/16/09 Cash</u> academic year program	<u>\$15,000.00</u>	<u>\$15,000.00</u>
Total Distributions Food Project PO Box 705 Lincoln, MA 01773	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Freedom Guide Dogs for the Blind 1210 Hardscrabble Road Cassville, NY 13318		
<u>03/12/09</u> Cash		
guide dogs for handicapped blind people	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Freedom Guide Dogs for the Blind 1210 Hardscrabble Road Cassville, NY 13318	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
 Friends in Need PO Box 1571 West Jordan, UT 84086		
<u>08/03/09</u> Cash		
canine shelter building fund	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Friends in Need PO Box 1571 West Jordan, UT 84086	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
 Friends of Green Chimneys 400 Doansburg Road Box 719 Brewster, NY 10509		
<u>05/07/09</u> Cash		
dog training & farm improvements	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
Friends of Green Chimneys 400 Doansburg Road Box 719 Brewster, NY 10509	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Friendship Works f/k/a Match-up Interfaith Volunteers 105 Chauncey Street Boston, MA 02111		
06/02/09 Cash		
pet pals	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Friendship Works f/k/a Match-up Interfaith Volunteers 105 Chauncey Street Boston, MA 02111	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Giving Alternative Learners Uplifting Opportunities 95 Franklin Street #4 New York, NY 10013		
10/28/09 Cash		
therapeutic riding for low income special needs kids	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Giving Alternative Learners Uplifting Opportunities 95 Franklin Street #4 New York, NY 10013	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Greenwich Leadership Forum 31 Jones Park Drive Riverside, CT 06878		
11/25/09 Cash		
general	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Greenwich Leadership Forum 31 Jones Park Drive Riverside, CT 06878	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Guide Dog Foundation for the Blind, Inc. 371 Jericho Turnpike Smithtown, NY 11787		
06/02/09 Cash		
guide dogs and capable canines	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions		
Guide Dog Foundation for the Blind, Inc. 371 Jericho Turnpike Smithtown, NY 11787	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
 Guiding Eyes for the Blind, Inc. 611 Granite Springs Road Yorktown Heights, NY 10598		
11/25/09 Cash		
general purposes	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
Guiding Eyes for the Blind, Inc. 611 Granite Springs Road Yorktown Heights, NY 10598	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
 Horace Mann School 4440 Tibbett Avenue Riverdale, NY 10471		
05/07/09 Cash		
2009-2010 programs	<u>\$40,000.00</u>	<u>\$40,000.00</u>
Total Distributions		
Horace Mann School 4440 Tibbett Avenue Riverdale, NY 10471	<u>\$40,000.00</u> =====	<u>\$40,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Horizons Student Enrichment Program New Canaan Country School PO Box 997 New Canaan, CT 06840		
12/16/09 Cash 9th grade tutoring program	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions Horizons Student Enrichment Program New Canaan Country School PO Box 997 New Canaan, CT 06840	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
Intermountain Therapy Animals PO Box 17201 Salt Lake City, UT 84117		
04/07/09 Cash READ program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions Intermountain Therapy Animals PO Box 17201 Salt Lake City, UT 84117	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
Johns Hopkins University Center for Talented Youth McAuley Hall 5801 Smith Ave, Suite 400 Baltimore, MD 21209-3652		
06/02/09 Cash 2009 summer scholarships	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions Johns Hopkins University Center for Talented Youth McAuley Hall 5801 Smith Ave, Suite 400 Baltimore, MD 21209-3652	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Keystone Conservation P.O. Box 6733 Bozeman, MT 59771		
12/16/09 Cash		
general purposes	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Keystone Conservation P.O. Box 6733 Bozeman, MT 59771	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Ladder Up 233 S Wacker Drive, Suite 9100 Chicago. IL 60606		
09/29/09 Cash		
tax assistance program & life- improving financial tools	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Ladder Up 233 S Wacker Drive, Suite 9100 Chicago. IL 60606	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Learning Through an Expanded Arts 441 West End Avenue Suite 2G New York, NY 10024		
09/29/09 Cash		
ALLL program	<u>\$15,000.00</u>	<u>\$15,000.00</u>
Total Distributions		
Learning Through an Expanded Arts 441 West End Avenue Suite 2G New York, NY 10024	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Lollypop Farm Humane Society of Rochester County 99 Victor Road Fairport, NY 11450		
05/07/09 Cash behavior and enrichment prgm	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Lollypop Farm Humane Society of Rochester County 99 Victor Road Fairport, NY 11450	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Market Street Mission 9 Market Street Morristown, NJ 07960		
12/16/09 Cash meals and food	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions Market Street Mission 9 Market Street Morristown, NJ 07960	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
Marshall Legacy Institute 2425 Wilson Boulevard #313 Arlington, VA 22201		
06/02/09 Cash MDD and general	\$75,000.00	\$75,000.00
11/25/09 Cash MDD CT yankee	<u>3,000.00</u>	<u>3,000.00</u>
Total Distributions Marshall Legacy Institute 2425 Wilson Boulevard #313 Arlington, VA 22201	<u>\$78,000.00</u> =====	<u>\$78,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Middlebury College Middlebury, VT 05750 <u>12/16/09 Cash</u> endowment fund	<u>\$7,500.00</u>	<u>\$7,500.00</u>
Total Distributions Middlebury College Middlebury, VT 05750	<u>\$7,500.00</u> =====	<u>\$7,500.00</u> =====
 Midland School/Foundation PO Box 5026 North Branch, NJ 08876 <u>05/07/09 Cash</u> helping hands program	 <u>\$2,500.00</u>	 <u>\$2,500.00</u>
Total Distributions Midland School/Foundation PO Box 5026 North Branch, NJ 08876	 <u>\$2,500.00</u> =====	 <u>\$2,500.00</u> =====
 Morris Animal Foundation 10200 East Girard Avenue B430 Denver, CO 80231 <u>07/22/09 Cash</u> improving the health of working guide dogs	 <u>\$50,000.00</u>	 <u>\$50,000.00</u>
Total Distributions Morris Animal Foundation 10200 East Girard Avenue B430 Denver, CO 80231	 <u>\$50,000.00</u> =====	 <u>\$50,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
National Braille Press 88 Saint Stephens Street Boston, MA 02115		
12/16/09 Cash braille technology manual	\$5,000.00	\$5,000.00
Total Distributions National Braille Press 88 Saint Stephens Street Boston, MA 02115	\$5,000.00 =====	\$5,000.00 =====
National Disaster Seach Dog Foundation 205 North Signal Street Suite R Ojai, CA 93023		
03/12/09 Cash canine-firefighter search team	\$25,000.00	\$25,000.00
10/28/09 Cash disaster search teams in service to America	25,000.00	25,000.00
Total Distributions National Disaster Seach Dog Foundation 205 North Signal Street Suite R Ojai, CA 93023	\$50,000.00 =====	\$50,000.00 =====
NEADS 305 Redemption Rock Trail South Priceton, MA 01541		
05/07/09 Cash Laura Niles early learning center	\$20,000.00	\$20,000.00
Total Distributions NEADS 305 Redemption Rock Trail South Priceton, MA 01541	\$20,000.00 =====	\$20,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Neighbor to Neighbor 248 E Putnam Avenue Greenwich, CT 06830		
12/16/09 Cash		
general purposes	<u>\$2,500.00</u>	<u>\$2,500.00</u>
Total Distributions		
Neighbor to Neighbor 248 E Putnam Avenue Greenwich, CT 06830	<u>\$2,500.00</u> =====	<u>\$2,500.00</u> =====
 New Covenant House of Hospitality 90 Fairfield Avenue Stamford. CT 06904		
12/16/09 Cash		
general purposes	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
New Covenant House of Hospitality 90 Fairfield Avenue Stamford. CT 06904	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
 New Life of New York City, Inc. 87 Columbia Street #13G New York, NY 10002		
11/25/09 Cash		
general	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
New Life of New York City, Inc. 87 Columbia Street #13G New York, NY 10002	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
New York Botanical Gardens 200th Street & Kazimiroff Road Bronx, NY		
<u>10/28/09</u> Cash		
professional development (1 of 2)	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
New York Botanical Gardens 200th Street & Kazimiroff Road Bronx, NY	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
 Newark Museum 49 Washington Street Newark, NJ		
<u>10/28/09</u> Cash		
museum explorers & mini zoo (1 of 2)	<u>\$25,000.00</u>	<u>\$25,000.00</u>
Total Distributions		
Newark Museum 49 Washington Street Newark, NJ	<u>\$25,000.00</u> =====	<u>\$25,000.00</u> =====
 North Shore Animal League 16 Lewt Street Port Washington, NY 11050		
<u>11/25/09</u> Cash		
mobile van unit	<u>\$60,000.00</u>	<u>\$60,000.00</u>
Total Distributions		
North Shore Animal League 16 Lewt Street Port Washington, NY 11050	<u>\$60,000.00</u> =====	<u>\$60,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
North Star Foundation 20 Deerfield Lane Storrs, CT 06268 <u>07/22/09</u> Cash assistance dogs to children with disabilities	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions North Star Foundation 20 Deerfield Lane Storrs, CT 06268	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Opening Word Program 1434 Straight Path Wyandanch, NY 11798 <u>08/03/09</u> Cash preparing women for the 21st century	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Opening Word Program 1434 Straight Path Wyandanch, NY 11798	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Pegasus Therapeutic Riding 45 Church Street #205 Stamford, CT <u>02/11/09</u> Cash financial aid, barn education horse & pony care	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions Pegasus Therapeutic Riding 45 Church Street #205 Stamford, CT	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Pivot Ministries 485 Jane Street Bridgeport, CT 06608 <u>12/16/09</u> Cash general purposes	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Pivot Ministries 485 Jane Street Bridgeport, CT 06608	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
 Puppies Behind Bars 10 East 40th Street 19th Floor New York, NY 10016 <u>10/28/09</u> Cash various programs (1 of 2)	 <u>\$30,000.00</u>	 <u>\$30,000.00</u>
Total Distributions Puppies Behind Bars 10 East 40th Street 19th Floor New York, NY 10016	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
 SPCA of Westchester 590 North State Road Briarcliff Manor, NY 10510 <u>10/28/09</u> Cash golden outreach pet therapy	 <u>\$15,000.00</u>	 <u>\$15,000.00</u>
Total Distributions SPCA of Westchester 590 North State Road Briarcliff Manor, NY 10510	<u>\$15,000.00</u> =====	<u>\$15,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
SPCA of Erie County 203 Ensminger Road Tonwanda, NY 14150		
07/22/09 Cash		
teaching love and compassion	<u>\$30,000.00</u>	<u>\$30,000.00</u>
Total Distributions		
SPCA of Erie County 203 Ensminger Road Tonwanda, NY 14150	<u>\$30,000.00</u> =====	<u>\$30,000.00</u> =====
Special Equestrians 2800 Street Road PO Box 1001 Warrington, PA		
06/02/09 Cash		
operating support	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
Special Equestrians 2800 Street Road PO Box 1001 Warrington, PA	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
St. Benedict's Preparatory School 520 Dr Martin Luther King Boulevard Newark, NJ 07102-1314		
12/16/09 Cash		
general purposes	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions		
St. Benedict's Preparatory School 520 Dr Martin Luther King Boulevard Newark, NJ 07102-1314	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
St. John's Church PO Box 200147 Newark, NJ 07102-0303		
12/16/09 Cash to feed the homeless	\$2,500.00	\$2,500.00
Total Distributions St. John's Church PO Box 200147 Newark, NJ 07102-0303	\$2,500.00 =====	\$2,500.00 =====
St. Mary's Foundation for Children 29-01 216 Street Bayside, NY 11360		
06/23/09 Cash animals helping kids	\$2,500.00	\$2,500.00
Total Distributions St. Mary's Foundation for Children 29-01 216 Street Bayside, NY 11360	\$2,500.00 =====	\$2,500.00 =====
Starfish Food Pantry PO Box 2822 Plainfield, NJ 07062		
12/16/09 Cash general purposes	\$2,500.00	\$2,500.00
Total Distributions Starfish Food Pantry PO Box 2822 Plainfield, NJ 07062	\$2,500.00 =====	\$2,500.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
Summit Speech School 705 Central Avenue New Providence, NJ 07974		
12/16/09 Cash parent/infant program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions Summit Speech School 705 Central Avenue New Providence, NJ 07974	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====
 Toledo Animal Shelter 640 Wyman Street Toledo, OH 43609		
08/03/09 Cash	<u>\$2,000.00</u>	<u>\$2,000.00</u>
Total Distributions Toledo Animal Shelter 640 Wyman Street Toledo, OH 43609	<u>\$2,000.00</u> =====	<u>\$2,000.00</u> =====
 Trail Blazers Camps, Inc. 250 W. 57th Street #2202 New York, NY 10019		
11/25/09 Cash summer experiential adventure program	<u>\$10,000.00</u>	<u>\$10,000.00</u>
Total Distributions Trail Blazers Camps, Inc. 250 W. 57th Street #2202 New York, NY 10019	<u>\$10,000.00</u> =====	<u>\$10,000.00</u> =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
University of Richmond 28 Westhampton Way Richmond, VA 23173 Norwalk, CT 06850		
12/16/09 Cash		
general purposes	\$10,000.00	\$10,000.00
Total Distributions		
University of Richmond 28 Westhampton Way Richmond, VA 23173 Norwalk, CT 06850	\$10,000.00 =====	\$10,000.00 =====
Whole Kids Outreach 62143 Highway 21 Ellington, MO 63638		
11/25/09 Cash		
riding program	\$5,000.00	\$5,000.00
Total Distributions		
Whole Kids Outreach 62143 Highway 21 Ellington, MO 63638	\$5,000.00 =====	\$5,000.00 =====
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460		
03/20/09 Cash		
online teacher training program (2 of 2)	\$50,000.00	\$50,000.00
Total Distributions		
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460	\$50,000.00 =====	\$50,000.00 =====

Schedule B-3 (Cont'd)

	<u>Inventory Value</u>	<u>Distribution Value</u>
YMCA of Norwalk 370 West Avenue Norwalk, CT 06850 <u>11/25/09 Cash</u> c project	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions YMCA of Norwalk 370 West Avenue Norwalk, CT 06850	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
Young Life PO Box 462 Old Greenwich, CT 06867 <u>11/25/09 Cash</u> general	<u>\$5,000.00</u>	<u>\$5,000.00</u>
Total Distributions Young Life PO Box 462 Old Greenwich, CT 06867	<u>\$5,000.00</u> =====	<u>\$5,000.00</u> =====
TOTAL SCHEDULE B-3	<u>\$1,148,500.00</u> =====	<u>\$1,148,500.00</u> =====

LAURA J. NILES FOUNDATION, INC.

INSTALLMENT PAYMENT SCHEDULE

<u>Date</u>	<u>Organization</u>	<u>Scheduled Payment</u>	<u>Original Grant</u>	
Jul-10	Morris Animal Foundation Improving the Health of Working Guide Dogs	\$50,000	\$150,000	(3 of 3)
Oct-10	New York Botanical Garden Professional Development Program for Teachers	\$25,000	\$50,000	(2 of 2)
Oct-10	Newark Museum Museum Explorers & Mini Zoo	\$25,000	\$50,000	(2 of 2)
Oct-10	Puppies Behind Bars In-Prison Team Training, Professional Development, Service Dog Manual & Salaries	\$30,000	\$60,000	(2 of 2)
Nov-10	Art Education for the Blind General Purposes	\$7,500	\$15,000	(2 of 2)
TOTAL SCHEDULED GRANTS 2010		\$137,500		
TOTAL SCHEDULED GRANTS		\$137,500		