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Form **990**

**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047

**2009**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

**A For the 2009 calendar year, or tax year beginning** \_\_\_\_\_, **and ending** \_\_\_\_\_

<b>B</b> Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C</b> Name of organization: <b>TELCORDIA TECHNOLOGIES</b>	<b>D</b> Employer identification number: <b>22-3369143</b>
		Doing Business As	<b>E</b> Telephone number: <b>(412)234-4645</b>
		Number and street (or P O box if mail is not delivered to street address): <b>C/O THE BANK OF NEW YORK MELLON, P.O. BOX 185</b>	Room/suite
		City or town, state or country, and ZIP + 4: <b>PITTSBURGH PA 15230-0185</b>	
<b>F</b> Name and address of principal officer		<b>G</b> Gross receipts \$: <b>25,762,244</b>	
<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c) ( <b>9</b> ) ◀ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>J</b> Website: ▶ <b>N/A</b>		<b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>K</b> Form of organization: <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation: <b>1994</b>	
		<b>M</b> State of legal domicile: <b>DE</b>	

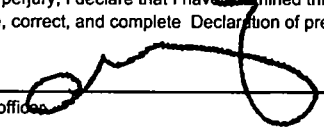
**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: <u>PROVISION OF BENEFITS TO ELIGIBLE MEMBERS</u>		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	<b>0</b>
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	<b>0</b>
	<b>5</b> Total number of employees (Part V, line 2a)	<b>5</b>	<b>0</b>
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	<b>0</b>
	<b>7a</b> Total gross unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	<b>1,369,203</b>
<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>	<b>1,363,204</b>	
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	<b>9</b> Program service revenue (Part VIII, line 2g)	0	0
	<b>10</b> Investment income (Part VIII, column (A), lines 8, 9, and 10)	1,628,799	1,369,203
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6a, 8c, 9c, 10c, and 11e)	-260,708	-146,475
	<b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,368,091	1,222,728
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0	0
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	9,160,978	10,353,370
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	5,148	5,000
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11)	0	0
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25)	0	0
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	386,650	738,540
<b>18</b> Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	9,552,776	11,096,910	
<b>19</b> Revenue less expenses. Subtract line 18 from line 12	-8,184,685	-9,874,182	
<b>Net Assets or Fund Balances</b>	<b>20</b> Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	<b>21</b> Total liabilities (Part X, line 26)	25,422,027	15,547,845
	<b>22</b> Net assets or fund balances Subtract line 21 from line 20	0	0

**Part II Signature Block**

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 officer) is based on all information of which preparer has any knowledge.

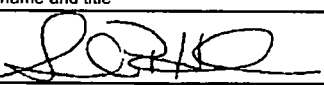
**Sign Here**

Signature of officer:  Date: **8/26/10**

**MICHAEL STAGIS** VICE PRESIDENT

Type or print name and title

**Paid Preparer's Use Only**

Preparer's signature:  Date: **8/26/2010** Check if self-employed:  Preparer's identifying number (see instructions): **P00965923**

Firm's name (or yours if self-employed), address, and ZIP + 4: **PRICEWATERHOUSECOOPERS LLP** EIN: **13-4008324**

**600 GRANT STREET, PITTSBURGH, PA 15219** Phone no: **(412) 355-6000**

May the IRS discuss this return with the preparer shown above? (see instructions)  Yes  No

ENVELOPE DATE SEP 17 2010  
POSTMARK DATE  
SCANNED OCT 12 2010

*Handwritten initials: MS*

**Part III Statement of Program Service Accomplishments**

1 Briefly describe the organization's mission:

NONE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes  No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes  No

If "Yes," describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 0 including grants of \$ 0 ) (Revenue \$ 0 )

4b (Code: ) (Expenses \$ 0 including grants of \$ 0 ) (Revenue \$ 0 )

4c (Code: ) (Expenses \$ 0 including grants of \$ 0 ) (Revenue \$ 0 )

4d Other program services. (Describe in Schedule O.)

(Expenses \$ 0 including grants of \$ 0 ) (Revenue \$ 0 )

4e Total program service expenses 0

**Part IV Checklist of Required Schedules**

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		X
2	Is the organization required to complete Schedule B, Schedule of Contributors?		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	<b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		
5	<b>Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.</b> Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11	Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>		X
	• Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		
	• Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		
	• Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		
	• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		
	• Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		
	• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X</i>		
12	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i>	Yes	No
			X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i>		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
<b>21</b> Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II . . . . .</i>		X
<b>22</b> Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III . . . . .</i>		X
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J . . . . .</i>		X
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25 . . . . .</i>		X
<b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
<b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
<b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
<b>25a</b> <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		
<b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I . . . . .</i>		
<b>26</b> Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II . . . . .</i>		X
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III . . . . .</i>		X
<b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions).		
<b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		X
<b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		X
<b>c</b> An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV . . . . .</i>		X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M . . . . .</i>		X
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M . . . . .</i>		X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I . . . . .</i>		X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II . . . . .</i>		X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I . . . . .</i>		X
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1 . . . . .</i>	X	
<b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>	X	
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2 . . . . .</i>		
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI . . . . .</i>		X
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O. . . . .	X	

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable . . . . .	0	
<b>1b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable . . . . .	0	
<b>1c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . . . .	X	
<b>2a</b>	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return . . . . .	0	
<b>2b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? . . . . . <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to <i>e-file</i> this return. (see instructions)		
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? . . . . .	X	
<b>3b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O . . . . .	X	
<b>4a</b>	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . . . .		X
<b>4b</b>	If "Yes," enter the name of the foreign country. ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .		X
<b>5b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? . . . . .		X
<b>5c</b>	If "Yes" to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction? . . . . .		
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible? . . . . .		X
<b>6b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .		
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
<b>7a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? . . . . .		
<b>7b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .		
<b>7c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .		
<b>7d</b>	If "Yes," indicate the number of Forms 8282 filed during the year . . . . .		
<b>7e</b>	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .		
<b>7f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .		
<b>7g</b>	For all contributions of qualified intellectual property, did the organization file Form 8899 as required? . . . . .		
<b>7h</b>	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required? . . . . .		
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? . . . . .		
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>		
<b>9a</b>	Did the organization make any taxable distributions under section 4966? . . . . .		
<b>9b</b>	Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .		
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter:		
<b>10a</b>	Initiation fees and capital contributions included on Part VIII, line 12 . . . . .		
<b>10b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities . . . . .		
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter:		
<b>11a</b>	Gross income from members or shareholders . . . . .		
<b>11b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) . . . . .		
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041? . . . . .		
<b>12b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year . . . . .		

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

**Section A. Governing Body and Management**

		Yes	No
1a	Enter the number of voting members of the governing body . . . . .		
1a			0
b	Enter the number of voting members that are independent . . . . .		
1b			0
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? . . . . .		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? . . . . .		X
5	Did the organization become aware during the year of a material diversion of the organization's assets? . . . . .		X
6	Does the organization have members or stockholders? . . . . .		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? . . . . .		X
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons? . . . . .		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body? . . . . .	X	
8a			
b	Each committee with authority to act on behalf of the governing body? . . . . .	X	
8b			
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .		X
9a			

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Does the organization have local chapters, branches, or affiliates? . . . . .		X
10b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? . . . . .		
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form? . . . . .		X
11A	Describe in Schedule O the process, if any, used by the organization to review this Form 990. . . . .		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .		X
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .		
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done . . . . .		
13	Does the organization have a written whistleblower policy? . . . . .		X
14	Does the organization have a written document retention and destruction policy? . . . . .		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official. . . . .		X
15b	Other officers or key employees of the organization . . . . .		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.) . . . . .		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .		X
16b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .		

**Section C. Disclosure**

- 17 List the states with which a copy of this Form 990 is required to be filed . . . . .
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.  
 Own website     Another's website     Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:   ▶ THE BANK OF NEW YORK MELLON (412) 236-4645  
P.O. BOX 185, PITTSBURGH, PA 15230-0185





Part VIII Statement of Revenue		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a Federated campaigns . . . . .	1a 0				
	b Membership dues . . . . .	1b 0				
	c Fundraising events . . . . .	1c 0				
	d Related organizations . . . . .	1d 0				
	e Government grants (contributions) . . . . .	1e 0				
	f All other contributions, gifts, grants, and similar amounts not included above . . . . .	1f 0				
	g Noncash contributions included in lines 1a-1f: \$ . . . . .	0				
	h Total. Add lines 1a-1f . . . . .	0				
	Program Service Revenue	2a . . . . .	Business Code			
b . . . . .			0			
c . . . . .			0			
d . . . . .			0			
e . . . . .			0			
f All other program service revenue . . . . .			0			
g Total. Add lines 2a-2f . . . . .			0			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) . . . . .		883,925	883,925		
	4 Income from investment of tax-exempt bond proceeds . . . . .		0			
	5 Royalties . . . . .		0			
	6a Gross Rents . . . . .	(i) Real				
		(ii) Personal				
		b Less: rental expenses . . . . .				
		c Rental income or (loss) . . . . .	0	0		
	d Net rental income or (loss) . . . . .		0			
	7a Gross amount from sales of assets other than inventory . . . . .	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses . . . . .	25,024,794	0		
		c Gain or (loss) . . . . .	24,539,516	0		
	d Net gain or (loss) . . . . .	485,278	0			
	8a Gross income from fundraising events (not including \$ 0 of contributions reported on line 1c). See Part IV, line 18 . . . . .	a	0			
	b Less: direct expenses . . . . .	b	0			
c Net income or (loss) from fundraising events . . . . .		0				
9a Gross income from gaming activities. See Part IV, line 19 . . . . .	a	0				
b Less: direct expenses . . . . .	b	0				
c Net income or (loss) from gaming activities . . . . .		0				
10a Gross sales of inventory, less returns and allowances . . . . .	a	0				
b Less: cost of goods sold . . . . .	b	0				
c Net income or (loss) from sales of inventory . . . . .		0				
Miscellaneous Revenue		Business Code				
11a UNREALIZED GAIN/LOSS . . . . .	900099	-146,475			-146,475	
b . . . . .		0				
c . . . . .		0				
d All other revenue . . . . .		0				
e Total. Add lines 11a-11d . . . . .		-146,475				
12 Total revenue. See instructions . . . . .		1,222,728	0	1,369,203	-146,475	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21 . . . . .	0			
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22 . . . . .	0			
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16 . . . . .	0			
4 Benefits paid to or for members . . . . .	10,353,370			
5 Compensation of current officers, directors, trustees, and key employees . . . . .	5,000			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0			
7 Other salaries and wages . . . . .	0			
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions) . . . . .	0			
9 Other employee benefits . . . . .	0			
10 Payroll taxes . . . . .	0			
11 Fees for services (non-employees)				
a Management . . . . .	0			
b Legal . . . . .	0			
c Accounting . . . . .	0			
d Lobbying . . . . .	0			
e Professional fundraising services. See Part IV, line 17 . . . . .	0			
f Investment management fees . . . . .	0			
g Other . . . . .	0			
12 Advertising and promotion . . . . .	0			
13 Office expenses . . . . .	0			
14 Information technology . . . . .	0			
15 Royalties . . . . .	0			
16 Occupancy . . . . .	0			
17 Travel . . . . .	0			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .	0			
19 Conferences, conventions, and meetings . . . . .	0			
20 Interest . . . . .	0			
21 Payments to affiliates . . . . .	0			
22 Depreciation, depletion, and amortization . . . . .	0	0	0	0
23 Insurance . . . . .	0			
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a ACCOUNTING/AUDIT FEES . . . . .	35,372			
b ACTUARIAL FEES . . . . .	48,750			
c CONSULTING FEES . . . . .	3,062			
d ADMINISTRATION FEES . . . . .	181,356			
e UBTI TAX EXPENSE . . . . .	470,000			
f All other expenses . . . . .	0			
<b>25 Total functional expenses. Add lines 1 through 24f</b>	<b>11,096,910</b>	<b>0</b>	<b>0</b>	<b>0</b>
26 <b>Joint costs.</b> Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation . . . . .				

**Part X Balance Sheet**

		(A) Beginning of year		(B) End of year		
<b>Assets</b>	1	Cash—non-interest-bearing . . . . .		1		
	2	Savings and temporary cash investments . . . . .	466,295	2	356,147	
	3	Pledges and grants receivable, net . . . . .	0	3	0	
	4	Accounts receivable, net . . . . .	512	4	143,909	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .	0	5	0	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L . . . . .	0	6	0	
	7	Notes and loans receivable, net . . . . .	0	7	0	
	8	Inventories for sale or use . . . . .		8		
	9	Prepaid expenses and deferred charges . . . . .		9		
	10a	Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D . . . . .	10a	0		
	b	Less accumulated depreciation . . . . .	10b	0	10c	0
	11	Investments—publicly traded securities . . . . .	24,955,220	11	15,047,789	
	12	Investments—other securities. See Part IV, line 11 . . . . .	0	12	0	
	13	Investments—program-related. See Part IV, line 11 . . . . .	0	13	0	
	14	Intangible assets . . . . .		14		
	15	Other assets. See Part IV, line 11 . . . . .	0	15	0	
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	25,422,027	16	15,547,845		
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .		17		
	18	Grants payable . . . . .		18		
	19	Deferred revenue . . . . .		19		
	20	Tax-exempt bond liabilities . . . . .	0	20	0	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .		21		
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .	0	22	0	
	23	Secured mortgages and notes payable to unrelated third parties . . . . .	0	23	0	
	24	Unsecured notes and loans payable to unrelated third parties . . . . .	0	24	0	
	25	Other liabilities. Complete Part X of Schedule D . . . . .	0	25	0	
	26	<b>Total liabilities.</b> Add lines 17 through 25 . . . . .	0	26	0	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>					
	27	Unrestricted net assets . . . . .		27		
	28	Temporarily restricted net assets . . . . .		28		
	29	Permanently restricted net assets . . . . .		29		
	<b>Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.</b>					
	30	Capital stock or trust principal, or current funds . . . . .	25,422,027	30	15,547,845	
	31	Paid-in or capital surplus, or land, building, or equipment fund . . . . .		31		
	32	Retained earnings, endowment, accumulated income, or other funds . . . . .		32		
	33	<b>Total net assets or fund balances . . . . .</b>	25,422,027	33	15,547,845	
	34	<b>Total liabilities and net assets/fund balances . . . . .</b>	25,422,027	34	15,547,845	

**Part XI Financial Statements and Reporting**

**1** Accounting method used to prepare the Form 990:  Cash  Accrual  Other \_\_\_\_\_  
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O

**2a** Were the organization's financial statements compiled or reviewed by an independent accountant? . . . . .

**b** Were the organization's financial statements audited by an independent accountant? . . . . .

**c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? . . . . .  
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.

**d** If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both: . . . . .  
 Separate basis  Consolidated basis  Both consolidated and separate basis

**3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? . . . . .

**b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
<b>2a</b>		X
<b>2b</b>		X
<b>2c</b>		
<b>3a</b>		X
<b>3b</b>		

**SCHEDULE O  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

OMB No 1545-0047

**2009**

**Open to Public  
Inspection**

Name of the organization

TELCORDIA TECHNOLOGIES

Employer identification number

22-3369143

FORM 990 PART VI SECTION A LINE 1 A AND B. THE BANK OF NEW YORK MELLON SERVES AS DIRECTED TRUSTEE OF THIS TRUST. THE PLAN SPONSOR IS TELCORDIA TECHNOLOGIES. THE TRUST IS ADMINISTERED BY THE EMPLOYEE BENEFIT INVESTMENT COMMITTEE IN ACCORDANCE WITH THE TERMS OF THE TRUST AGREEMENT. AS SUCH, THE VEBA DOES NOT HAVE A GOVERNING BODY THAT EXERCISES DISCRETION.

FORM 990 PART VI SECTION A & B LINE 8 AND 15 DO NOT APPLY AS THIS ORGANIZATION IS A VOLUNTARY EMPLOYEE BENEFITS ASSOCIATION (501(C)(9) TRUST). ADDITIONALLY, THE ORGANIZATION DOES NOT HAVE ANY EMPLOYEES THEREFORE NO PROCESSES RELATED TO EMPLOYEE COMPENSATION.

FORM 990 PART VI SECTION B LINE 12-14 THIS TRUST IS A VEBA AND IS SUBJECT TO THE SAME POLICIES AS THE CORPORATE SPONSOR

FORM 990 PART VI SECTION C LINE 19. AS A 501(C)(9) ORGANIZATION, THE TRUST IS NOT REQUIRED TO MAKE THE DOCUMENTS REFERENCED IN QUESTION 19 AVAILABLE TO THE GENERAL PUBLIC

FORM 990 PART VII SECTION A LINE 1A COLUMN(B) AVERAGE HOURS PER WEEK DEVOTED TO POSITION AS TRUSTEE, THE BANK OF NEW YORK MELLON PROVIDES ADMINISTRATIVE SERVICES SUCH AS ACTING AS INVESTMENT MANAGER FOR THE NAMED ORGANIZATION. THESE SERVICES REQUIRE NUMEROUS INDIVIDUAL BANK EMPLOYEES' INVOLVEMENT IN THE ACTIVITIES OF THE ORGANIZATION AND THUS CAN NOT BE QUANTIFIED ON AN HOURLY BASIS, BUT ARE CALCULATED BASED UPON FACTORS SUCH AS THE MARKET VALUE OF THE ACCOUNT AND IN ACCORDANCE WITH THE BANK OF NEW YORK MELLON'S AGREEMENT WITH THE CLIENT.

FORM 990 PART VI SECTION B LINE 11A NO REVIEW WAS NOR WILL BE CONDUCTED.

**SCHEDULE R  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Related Organizations and Unrelated Partnerships**

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.  
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2009**

**Open to Public  
Inspection**

Name of the organization

TELCORDIA TECHNOLOGIES

Employer identification number

22-3369143

**Part I Identification of Disregarded Entities** (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
.....			0	0	
.....			0	0	
.....			0	0	
.....			0	0	
.....			0	0	
.....			0	0	
.....			0	0	
.....			0	0	

**Part II Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity
.....					
.....					
.....					
.....					
.....					
.....					
.....					
.....					

**Part III Identification of Related Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?
							Yes	No		
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	
.....					0	0			0	

**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
TELCORDIA TECHNOLOGIES				C Corp	0	0	%
.....					0	0	%
.....					0	0	%
.....					0	0	%
.....					0	0	%
.....					0	0	%
.....					0	0	%
.....					0	0	%

**Part V Transactions With Related Organizations** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, or 36.)

**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

		Yes	No
<b>1</b>	During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
<b>a</b>	Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity . . . . .		X
<b>b</b>	Gift, grant, or capital contribution to other organization(s) . . . . .		X
<b>c</b>	Gift, grant, or capital contribution from other organization(s) . . . . .		X
<b>d</b>	Loans or loan guarantees to or for other organization(s) . . . . .		X
<b>e</b>	Loans or loan guarantees by other organization(s) . . . . .		X
<b>f</b>	Sale of assets to other organization(s) . . . . .		X
<b>g</b>	Purchase of assets from other organization(s) . . . . .		X
<b>h</b>	Exchange of assets . . . . .		X
<b>i</b>	Lease of facilities, equipment, or other assets to other organization(s) . . . . .		X
<b>j</b>	Lease of facilities, equipment, or other assets from other organization(s) . . . . .		X
<b>k</b>	Performance of services or membership or fundraising solicitations for other organization(s) . . . . .		X
<b>l</b>	Performance of services or membership or fundraising solicitations by other organization(s) . . . . .		X
<b>m</b>	Sharing of facilities, equipment, mailing lists, or other assets . . . . .		X
<b>n</b>	Sharing of paid employees . . . . .		X
<b>o</b>	Reimbursement paid to other organization for expenses . . . . .		X
<b>p</b>	Reimbursement paid by other organization for expenses . . . . .		X
<b>q</b>	Other transfer of cash or property to other organization(s) . . . . .		X
<b>r</b>	Other transfer of cash or property from other organization(s) . . . . .		X

	(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved
<b>2</b>	If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.		
<b>(1)</b>			0
<b>(2)</b>			0
<b>(3)</b>			0
<b>(4)</b>			0
<b>(5)</b>			0
<b>(6)</b>			0





THE BANK OF NEW YORK MELLON.

TROBEL BEWG75361700 ANNUAL REVISED 165655  
 BEW G753617  
 TELECORDIA TECH WELFARE BENFT  
 VEBA COMBINED

2009-12-31 CYCLE A 00 17 43 RUN DATE 20-MAR-10  
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TRANSACTION REPORT  
 FOR THE PERIOD 01 JANUARY 2009 THROUGH 31 DECEMBER 2009

TRAN CODE	EFFECTIVE/ CONTRACTUAL SETTLEMENT DATE	SECURITY DESCRIPTION (LOCAL CURR/SETTLE CURR)	SHARES PAR VALUE	TRADE DATE BASE AMOUNT	INVESTMENT BASE COST	REALIZED GAIN/LOSS IN BASE CURRENCY
<b>SALES (* INDICATES PENDING SETTLEMENT)</b>						
<b>CASH &amp; CASH EQUIVALENTS</b>						
<b>U.S. DOLLAR</b>						
S	23-FEB-09	BSDT-LATE MONEY DEPOSIT ACCT 0.550% 12/31/2049 DD 06/26/97 WELFARE BENEFITS TR. CUSIP: 996087094 PRICE: 1.000000	16.950-	16.95	16.95-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD. 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	11-MAR-09	BSDT-LATE MONEY DEPOSIT ACCT 0.550% 12/31/2049 DD 06/26/97 WELFARE BENEFITS TR. CUSIP: 996087094 PRICE: 1.000000	140,736.980-	140,736.98	140,736.98-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD. 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	15-MAY-09	BSDT-LATE MONEY DEPOSIT ACCT 0.550% 12/31/2049 DD 06/26/97 WELFARE BENEFITS TR. CUSIP: 996087094 PRICE: 1.000000	254.100-	254.10	254.10-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD. 05/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	07-JUL-09	BSDT-LATE MONEY DEPOSIT ACCT 0.550% 12/31/2049 DD 06/26/97 WELFARE BENEFITS TR. CUSIP: 996087094 PRICE: 1.000000	50,112.220-	50,112.22	50,112.22-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD. 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	05-JAN-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	48,377.890-	48,377.89	48,377.89-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD. 01/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	





THE BANK OF NEW YORK MELLON.

TRDBEL BEWG79361700 ANNUAL REVISED 165655  
 BEW\_G753617  
 TELECORDIA TECH WELFARE BENEFIT  
 VEBA COMBINED

TRANSACTION REPORT  
 FOR THE PERIOD 01 JANUARY 2009 THROUGH 31 DECEMBER 2009

2009-12-31 CYCLE A 00.17.43 RUN DATE: 20-MAR-10  
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TRAN CODE	EFFECTIVE/ CONTRACTUAL/ SETTLEMENT DATE	SECURITY DESCRIPTION (LOCAL CURR/SETTLE CURR)	SHARES PAR VALUE	TRADE DATE BASE AMOUNT	INVESTMENT BASE COST	REALIZED GAIN/LOSS IN BASE CURRENCY
S	21-JAN-09	DF TEMPORARY INVESTMENT FUND	275,414.340-	275,414.34	275,414.34-	
	21-JAN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	26-JAN-09	DF TEMPORARY INVESTMENT FUND	59,739.180-	59,739.18	59,739.18-	
	26-JAN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	27-JAN-09	DF TEMPORARY INVESTMENT FUND	19,855.150-	19,855.15	19,855.15-	
	27-JAN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	29-JAN-09	DF TEMPORARY INVESTMENT FUND	42,079.600-	42,079.60	42,079.60-	
	29-JAN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	30-JAN-09	DF TEMPORARY INVESTMENT FUND	120,745.880-	120,745.88	120,745.88-	
	30-JAN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	04-FEB-09	DF TEMPORARY INVESTMENT FUND	46,510.770-	46,510.77	46,510.77-	
	04-FEB-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				

POST PERIOD: 01/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON

POST PERIOD: 01/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON

POST PERIOD 01/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON

POST PERIOD: 01/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON

POST PERIOD: 01/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON

POST PERIOD: 02/09  
 BROKER: NON-BROKER/ \*TRADE\*, BOSTON



THE BANK OF NEW YORK MELLON.

TROBEL BEWG75361700 ANNUAL REVISED 165655

BEW G753617  
TELECORDIA TECH WELFARE BENFT  
VEBA COMBINED

TRANSACTION REPORT  
FOR THE PERIOD 01 JANUARY 2009 THROUGH 31 DECEMBER 2009

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TRAN CODE	EFFECTIVE/ CONTRACTUAL SETTLEMENT DATE	SECURITY DESCRIPTION (LOCAL_CURR/SETTLE_CURR)	SHARES PAR VALUE	TRADE DATE BASE AMOUNT	INVESTMENT BASE COST	REALIZED GAIN/LOSS IN BASE CURRENCY
S	05-FEB-09 05-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	79,828.450-	79,828.45	79,828.45-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	09-FEB-09 09-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	28,168.710-	28,168.71	28,168.71-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	10-FEB-09 10-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	181,561.410-	181,561.41	181,561.41-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	12-FEB-09 12-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	799.110-	799.11	799.11-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	13-FEB-09 13-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	33,953.270-	33,953.27	33,953.27-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	17-FEB-09 17-FEB-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	36,746.710-	36,746.71	36,746.71-	
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON



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S	18-FEB-09	DF TEMPORARY INVESTMENT FUND	253,959.860-	253,959.86	253,959.86-	
	18-FEB-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	25-FEB-09	DF TEMPORARY INVESTMENT FUND	246,324.920-	246,324.92	246,324.92-	
	25-FEB-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 02/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	03-MAR-09	DF TEMPORARY INVESTMENT FUND	10,767.450-	10,767.45	10,767.45-	
	03-MAR-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	04-MAR-09	DF TEMPORARY INVESTMENT FUND	30,015.700-	30,015.70	30,015.70-	
	04-MAR-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	05-MAR-09	DF TEMPORARY INVESTMENT FUND	66,774.760-	66,774.76	66,774.76-	
	05-MAR-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	06-MAR-09	DF TEMPORARY INVESTMENT FUND	34,509.930-	34,509.93	34,509.93-	
	06-MAR-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	FEEES: COMMISSION	0.00 0.00	POST PERIOD: 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	





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S	26-MAR-09 26-MAR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	15,944.270-	15,944.27	15,944.27-	
S	01-APR-09 01-APR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	286,464.310-	286,464.31	286,464.31-	POST PERIOD: 03/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	02-APR-09 02-APR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	2,127.570-	2,127.57	2,127.57-	POST PERIOD: 04/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	08-APR-09 08-APR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	269,935.300-	269,935.30	269,935.30-	POST PERIOD: 04/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	13-APR-09 13-APR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	34,935.300-	34,935.30	34,935.30-	POST PERIOD: 04/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	14-APR-09 14-APR-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	170,000.000-	170,000.00	170,000.00-	POST PERIOD 04/09 BROKER: NON-BROKER/ *TRADE*, BOSTON





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S	05-MAY-09	DF TEMPORARY INVESTMENT FUND	193,486 480-	193,486 48	193,486 48-	
	05-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	06-MAY-09	DF TEMPORARY INVESTMENT FUND	23,037.700-	23,037.70	23,037.70-	
	06-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	08-MAY-09	DF TEMPORARY INVESTMENT FUND	38,000.070-	38,000.07	38,000.07-	
	08-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	11-MAY-09	DF TEMPORARY INVESTMENT FUND	1,245.000-	1,245.00	1,245 00-	
	11-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	12-MAY-09	DF TEMPORARY INVESTMENT FUND	45,915.030-	45,915.03	45,915 03-	
	12-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	15-MAY-09	DF TEMPORARY INVESTMENT FUND	218,422 460-	218,422 46	218,422 46-	
	15-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				

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S	18-MAY-09	DF TEMPORARY INVESTMENT FUND	26,107 780-	26,107 78	26,107 78-	
	18-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	19-MAY-09	DF TEMPORARY INVESTMENT FUND	232,994.480-	232,994 48	232,994.48-	
	19-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	21-MAY-09	DF TEMPORARY INVESTMENT FUND	37,932.710-	37,932.71	37,932.71-	
	21-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	22-MAY-09	DF TEMPORARY INVESTMENT FUND	51,514.330-	51,514 33	51,514.33-	
	22-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	27-MAY-09	DF TEMPORARY INVESTMENT FUND	37,412 660-	37,412.66	37,412 66-	
	27-MAY-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	02-JUN-09	DF TEMPORARY INVESTMENT FUND	163,981.270-	163,981 27	163,981 27-	
	02-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				

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S	03-JUN-09	DF TEMPORARY INVESTMENT FUND	258,694.720-	258,694.72	258,694.72-	
	03-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	04-JUN-09	DF TEMPORARY INVESTMENT FUND	52,129.410-	52,129.41	52,129.41-	
	04-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	11-JUN-09	DF TEMPORARY INVESTMENT FUND	40,773.720-	40,773.72	40,773.72-	
	11-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	15-JUN-09	DF TEMPORARY INVESTMENT FUND	312,441.350-	312,441.35	312,441.35-	
	15-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	19-JUN-09	DF TEMPORARY INVESTMENT FUND	48,439.020-	48,439.02	48,439.02-	
	19-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	22-JUN-09	DF TEMPORARY INVESTMENT FUND	29,178.940-	29,178.94	29,178.94-	
	22-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				

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S	24-JUN-09	DF TEMPORARY INVESTMENT FUND	28,414 300-	28,414 30	28,414 30-	
	24-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	25-JUN-09	DF TEMPORARY INVESTMENT FUND	190.600-	190 60	190.60-	
	25-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	29-JUN-09	DF TEMPORARY INVESTMENT FUND	92,154 430-	92,154.43	92,154.43-	
	29-JUN-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	01-JUL-09	DF TEMPORARY INVESTMENT FUND	34,851.420-	34,851.42	34,851 42-	
	01-JUL-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	07-JUL-09	DF TEMPORARY INVESTMENT FUND	13,962.260-	13,962.26	13,962.26-	
	07-JUL-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	08-JUL-09	DF TEMPORARY INVESTMENT FUND	23,332.810-	23,332.81	23,332.81-	
	08-JUL-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				

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S	09-JUL-09 09-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	91,316.040-	91,316.04	91,316.04-	
S	13-JUL-09 13-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	33,502.270-	33,502.27	33,502.27-	POST PERIOD 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	14-JUL-09 14-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	287,642.460-	287,642.46	287,642.46-	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	16-JUL-09 16-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	237,419.860-	237,419.86	237,419.86-	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	20-JUL-09 20-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	231.850-	231.85	231.85-	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	21-JUL-09 21-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	36,397.540-	36,397.54	36,397.54-	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON



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S	24-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	102,195.590-	102,195.59	102,195.59-	
			FEES COMMISSION	0.00 0.00	POST PERIOD 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	27-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	30,092.860-	30,092.86	30,092.86-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	30-JUL-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	334,975.060-	334,975.06	334,975.06-	
			FEES COMMISSION	0.00 0.00	POST PERIOD: 07/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	03-AUG-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	16,857.560-	16,857.56	16,857.56-	
			FEES: COMMISSION:	0.00 0.00	POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	07-AUG-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000	118,478.080-	118,478.08	118,478.08-	
			FEES: COMMISSION	0.00 0.00	POST PERIOD 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	10-AUG-09	DF TEMPORARY INVESTMENT FUND VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	297,679.020-	297,679.02	297,679.02-	
			FEES: COMMISSION	0.00 0.00	POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	



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S	12-AUG-09	DF TEMPORARY INVESTMENT FUND	28,273.840-	28,273.84	28,273.84-	
	12-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	13-AUG-09	DF TEMPORARY INVESTMENT FUND	5,075.780-	5,075.78	5,075.78-	
	13-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	18-AUG-09	DF TEMPORARY INVESTMENT FUND	277,352.430-	277,352.43	277,352.43-	
	18-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	20-AUG-09	DF TEMPORARY INVESTMENT FUND	92,598.320-	92,598.32	92,598.32-	
	20-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	21-AUG-09	DF TEMPORARY INVESTMENT FUND	3,651.840-	3,651.84	3,651.84-	
	21-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON
S	25-AUG-09	DF TEMPORARY INVESTMENT FUND	69,798.880-	69,798.88	69,798.88-	
	25-AUG-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000				
			FEES: COMMISSION:	0.00 0.00		POST PERIOD: 08/09 BROKER: NON-BROKER/ *TRADE*, BOSTON



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S	27-AUG-09	DF TEMPORARY INVESTMENT FUND	293,364.210	293,364.21	293,364.21-	
	27-AUG-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	01-SEP-09	DF TEMPORARY INVESTMENT FUND	11,079.760	11,079.76	11,079.76-	
	01-SEP-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	08-SEP-09	DF TEMPORARY INVESTMENT FUND	373,546.670	373,546.67	373,546.67-	
	08-SEP-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	11-SEP-09	DF TEMPORARY INVESTMENT FUND	31,492.040	31,492.04	31,492.04-	
	11-SEP-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	14-SEP-09	DF TEMPORARY INVESTMENT FUND	13,076.210	13,076.21	13,076.21-	
	14-SEP-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				
S	16-SEP-09	DF TEMPORARY INVESTMENT FUND	181,191.840	181,191.84	181,191.84-	
	16-SEP-09	VAR RT 12/31/2049 DD 11/01/01				
		WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE: 1.000000				

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S 18-SEP-09	DF TEMPORARY INVESTMENT FUND	28,156.070-	28,156.07	28,156.07-	
18-SEP-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 09/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S 21-SEP-09	DF TEMPORARY INVESTMENT FUND	30,855.580-	30,855.58	30,855.58-	
21-SEP-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 09/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S 23-SEP-09	DF TEMPORARY INVESTMENT FUND	278,934.060-	278,934.06	278,934.06-	
23-SEP-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 09/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S 28-SEP-09	DF TEMPORARY INVESTMENT FUND	140,754.540-	140,754.54	140,754.54-	
28-SEP-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 09/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S 01-OCT-09	DF TEMPORARY INVESTMENT FUND	170,269.720-	170,269.72	170,269.72-	
01-OCT-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S 02-OCT-09	DF TEMPORARY INVESTMENT FUND	11,372.000-	11,372.00	11,372.00-	
02-OCT-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR CUSIP: 996115937 PRICE: 1.000000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	





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S	23-OCT-09	DF TEMPORARY INVESTMENT FUND	42,607.990-	42,607.99	42,607.99-	
	23-OCT-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	26-OCT-09	DF TEMPORARY INVESTMENT FUND	28,019.590-	28,019.59	28,019.59-	
	26-OCT-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	28-OCT-09	DF TEMPORARY INVESTMENT FUND	21,286.390-	21,286.39	21,286.39-	
	28-OCT-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	03-NOV-09	DF TEMPORARY INVESTMENT FUND	260,191.690-	260,191.69	260,191.69-	
	03-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 10/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	05-NOV-09	DF TEMPORARY INVESTMENT FUND	35,634.440-	35,634.44	35,634.44-	
	05-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 11/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	
S	09-NOV-09	DF TEMPORARY INVESTMENT FUND	103,637.020-	103,637.02	103,637.02-	
	09-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR. CUSIP: 996115937 PRICE: 1.000000		0 00 0 00	POST PERIOD: 11/09 BROKER: NON-BROKER/ *TRADE*, BOSTON	



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S	12-NOV-09	DF TEMPORARY INVESTMENT FUND	71,826 840-	71,826 84	71,826 84-	
	12-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1 000000				
S	13-NOV-09	DF TEMPORARY INVESTMENT FUND	47,056.700-	47,056.70	47,056.70-	
	13-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1.000000				
S	18-NOV-09	DF TEMPORARY INVESTMENT FUND	439,838 970-	439,838.97	439,838.97-	
	18-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1.000000				
S	20-NOV-09	DF TEMPORARY INVESTMENT FUND	217,205.900-	217,205 90	217,205 90-	
	20-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1 000000				
S	24-NOV-09	DF TEMPORARY INVESTMENT FUND	84,609 130-	84,609 13	84,609.13-	
	24-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1.000000				
S	30-NOV-09	DF TEMPORARY INVESTMENT FUND	102,608.020-	102,608 02	102,608.02-	
	30-NOV-09	VAR RT 12/31/2049 DD 11/01/01 WELFARE BENEFITS TR.				
		CUSIP: 996115937				
		PRICE 1 000000				

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S 02-DEC-09	DF TEMPORARY INVESTMENT FUND	44,709 500-	44,709.50	44,709.50-	
02-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				
S 03-DEC-09	DF TEMPORARY INVESTMENT FUND	49,412.980-	49,412.98	49,412.98-	
03-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				
S 07-DEC-09	DF TEMPORARY INVESTMENT FUND	35,780 660-	35,780.66	35,780 66-	
07-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				
S 11-DEC-09	DF TEMPORARY INVESTMENT FUND	64,462.090-	64,462.09	64,462.09-	
11-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				
S 14-DEC-09	DF TEMPORARY INVESTMENT FUND	286,040 740-	286,040 74	286,040 74-	
14-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				
S 16-DEC-09	DF TEMPORARY INVESTMENT FUND	400,070 440-	400,070 44	400,070 44-	
16-DEC-09	VAR RT 12/31/2049 DD 11/01/01				
	WELFARE BENEFITS TR				
	CUSIP: 996115937				
	PRICE: 1.000000				

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S	20-FEB-09	DF TEMPORARY INVESTMENT FD LEH	7,020 770-	7,020 77	7,020 77-	
	20-FEB-09	0.000% 12/31/2049 DD 07/07795 WELFARE BENEFITS TR.				
		CUSIP: 999239801				
		PRICE 1.000000				
		FEE: COMMISSION.				
						POST PERIOD 02/09 BROKER: NON-BROKER TRADE, BOSTON
<b>TOTAL CASH &amp; CASH EQUIVALENTS</b>						
		TRADED - SETTLED CURRENT PERIOD		13,897,210.38	13,897,210.38-	0.00
		U.S. DOLLAR				
		TRADED - PENDING SETTLEMENT		0.00	0.00	0.00
		U.S. DOLLAR				
		SETTLED - TRADED PRIOR PERIOD		0.00	0.00	0.00
		U.S. DOLLAR				
<b>FIXED INCOME SECURITIES</b>						
		U.S. DOLLAR				
S	13-JAN-09	VANGUARD BD INDEX FD INC	23,016.154-	235,685.42	226,018 63-	9,666 79
	14-JAN-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.240000				
		FEE: COMMISSION.				
						POST PERIOD 01/09 BROKER: NON-BROKER TRADE, BOSTON
S	15-JAN-09	VANGUARD BD INDEX FD INC	12,839.816-	131,608.11	126,086.99-	5,521 12
	16-JAN-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10 250000				
		FEE: COMMISSION.				
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S 21-JAN-09	VANGUARD BD INDEX FD INC	27,161.040-	275,141.34	266,721.41-	8,419.93
22-JAN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.130000	FEES: COMMISSION	0.00 0.00	POST PERIOD: 01/09 BROKER: NON-BROKER TRADE, BOSTON	
S 26-JAN-09	VANGUARD BD INDEX FD INC	11,923.223-	120,543.78	117,086.05-	3,457.73
27-JAN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.110000	FEES: COMMISSION:	0.00 0.00	POST PERIOD: 01/09 BROKER: NON-BROKER TRADE, BOSTON	
S 27-JAN-09	VANGUARD BD INDEX FD INC	13,832.407-	140,398.83	135,834.24-	4,564.69
28-JAN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.150000	FEES: COMMISSION:	0.00 0.00	POST PERIOD: 01/09 BROKER: NON-BROKER TRADE, BOSTON	
S 30-JAN-09	VANGUARD BD INDEX FD INC	16,169.362-	162,825.48	158,783.13-	4,042.35
02-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.070000	FEES: COMMISSION:	0.00 0.00	POST PERIOD: 01/09 BROKER: NON-BROKER TRADE, BOSTON	
S 05-FEB-09	VANGUARD BD INDEX FD INC	13,418.637-	134,891.49	131,771.02-	3,220.47
06-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.060000	FEES: COMMISSION:	0.00 0.00	POST PERIOD: 02/09 BROKER: NON-BROKER TRADE, BOSTON	
S 10-FEB-09	VANGUARD BD INDEX FD INC	20,765.358-	209,730.12	203,915.82-	5,814.30
11-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.100000	FEES: COMMISSION:	0.00 0.00	POST PERIOD: 02/09 BROKER: NON-BROKER TRADE, BOSTON	



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S	18-FEB-09	VANGUARD BD INDEX FD INC	32,223 658-	325,458.95	316,436 32-	9,022.63
	19-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.100000	FEES COMMISSION	0 00 0 00	POST PERIOD: 02/09 BROKER: NON-BROKER TRADE, BOSTON	
S	19-FEB-09	VANGUARD BD INDEX FD INC	10,049.288-	101,095.82	98,683.99-	2,411.83
	20-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.060000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 02/09 BROKER: NON-BROKER TRADE, BOSTON	
S	25-FEB-09	VANGUARD BD INDEX FD INC	19,036 327-	190,553 63	186,936.73-	3,616.90
	26-FEB-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 010000	FEES: COMMISSION:	0 00 0 00	POST PERIOD 02/09 BROKER: NON-BROKER TRADE, BOSTON	
S	10-MAR-09	VANGUARD BD INDEX FD INC	19,368 397-	182,909.23	190,197.66-	2,711 57
	11-MAR-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 9.960000	FEES: COMMISSION:	0 00 0 00	POST PERIOD. 03/09 BROKER: NON-BROKER TRADE, BOSTON	
S	13-MAR-09	VANGUARD BD INDEX FD INC	32,391 578-	323,915.78	318,085.30-	5,830.48
	16-MAR-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.000000	FEES COMMISSION:	0 00 0 00	POST PERIOD 03/09 BROKER NON-BROKER TRADE, BOSTON	
S	20-MAR-09	VANGUARD BD INDEX FD INC	12,629 250-	127,302.84	124,019 23-	3,283 61
	23-MAR-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.080000	FEES COMMISSION:	0 00 0 00	POST PERIOD: 03/09 BROKER NON-BROKER TRADE, BOSTON	



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S	24-MAR-09 25-MAR-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.060000	15,705 121-	157,993.52	154,224 29-	3,769.23
			FEEES COMMISSION.	0 00 0 00	POST PERIOD: 03/09 BROKER: NON-BROKER TRADE, BOSTON	
S	08-APR-09 09-APR-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.090000	31,926.783-	322,141.24	313,521.01-	8,620.23
			FEEES COMMISSION.	0 00 0 00	POST PERIOD: 04/09 BROKER: NON-BROKER TRADE, BOSTON	
S	14-APR-09 15-APR-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 130000	20,230.533-	204,935.30	198,663.83-	6,271.47
			FEEES COMMISSION.	0 00 0 00	POST PERIOD: 04/09 BROKER: NON-BROKER TRADE, BOSTON	
S	16-APR-09 17-APR-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.120000	21,675.981-	219,360 93	212,858 13-	6,502 80
			FEEES COMMISSION.	0 00 0 00	POST PERIOD: 04/09 BROKER: NON-BROKER TRADE, BOSTON	
S	21-APR-09 22-APR-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 110000	35,202.238-	355,894 63	345,685 98-	10,208 65
			FEEES COMMISSION.	0 00 0 00	POST PERIOD 04/09 BROKER: NON-BROKER TRADE, BOSTON	
S	15-JUN-09 16-JUN-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 090000	24,464.062-	246,842 39	240,237.09-	6,605 30
			FEEES COMMISSION.	0 00 0 00	POST PERIOD: 06/09 BROKER: NON-BROKER TRADE, BOSTON	



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S	16-JUN-09	VANGUARD BD INDEX FD INC	20,138 483-	203,801 45	197,759 90-	6,041 55
	17-JUN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.120000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 06/09 BROKER: NON-BROKER TRADE, BOSTON	
S	22-JUN-09	VANGUARD BD INDEX FD INC	10,220 237-	103,326.60	100,382.73-	2,963.87
	23-JUN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.110000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 06/09 BROKER: NON-BROKER TRADE, BOSTON	
S	29-JUN-09	VANGUARD BD INDEX FD INC	11,862.410-	120,759 33	116,488.87-	4,270 46
	30-JUN-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 180000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 06/09 BROKER: NON-BROKER TRADE, BOSTON	
S	09-JUL-09	VANGUARD BD INDEX FD INC	15,364.855-	157,182 47	150,882 88-	6,299.59
	10-JUL-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 230000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 07/09 BROKER: NON-BROKER TRADE, BOSTON	
S	14-JUL-09	VANGUARD BD INDEX FD INC	15,282.208-	156,184.17	150,071.28-	6,112.89
	15-JUL-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.220000	FEES: COMMISSION:	0 00 0 00	POST PERIOD 07/09 BROKER: NON-BROKER TRADE, BOSTON	
S	30-JUL-09	VANGUARD BD INDEX FD INC	39,870 434-	407,874.54	391,527 66-	16,346.88
	31-JUL-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10 230000	FEES: COMMISSION:	0 00 0 00	POST PERIOD: 07/09 BROKER: NON-BROKER TRADE, BOSTON	



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S	10-AUG-09	VANGUARD BD INDEX FD INC	17,963.617-	183,408.53	176,402.72-	7,005.81
	11-AUG-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE 10.210000				
S	18-AUG-09	VANGUARD BD INDEX FD INC	30,165.248-	310,702.05	296,222.74-	14,479.31
	19-AUG-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.300000				
S	25-AUG-09	VANGUARD BD INDEX FD INC	16,074.447-	166,049.04	157,851.07-	8,197.97
	26-AUG-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.330000				
S	27-AUG-09	VANGUARD BD INDEX FD INC	28,426.765-	293,364.21	279,150.83-	14,213.38
	28-AUG-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.320000				
S	08-SEP-09	VANGUARD BD INDEX FD INC	19,940.568-	206,384.88	195,816.38-	10,568.50
	09-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE 10.350000				
S	11-SEP-09	VANGUARD BD INDEX FD INC	10,220.805-	106,296.37	100,368.31-	5,928.06
	14-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.400000				

POST PERIOD 08/09  
BROKER: NON-BROKER TRADE, BOSTON

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S	14-SEP-09	VANGUARD BD INDEX FD INC	11,511.338-	119,372.58	113,041.34-	6,331.24
	15-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.370000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 09/09 BROKER: NON-BROKER TRADE, BOSTON	
S	16-SEP-09	VANGUARD BD INDEX FD INC	17,472.694-	181,191.84	171,581.85-	9,609.99
	17-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.370000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 09/09 BROKER: NON-BROKER TRADE, BOSTON	
S	23-SEP-09	VANGUARD BD INDEX FD INC	32,494.780-	337,945.71	319,098.74-	18,846.97
	24-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.400000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 09/09 BROKER: NON-BROKER TRADE, BOSTON	
S	28-SEP-09	VANGUARD BD INDEX FD INC	13,482.238-	140,754.54	132,395.56-	8,358.98
	29-SEP-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.440000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 09/09 BROKER: NON-BROKER TRADE, BOSTON	
S	07-OCT-09	VANGUARD BD INDEX FD INC	24,601.783-	258,072.70	241,589.51-	16,483.19
	08-OCT-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.490000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 09/09 BROKER: NON-BROKER TRADE, BOSTON	
S	09-OCT-09	VANGUARD BD INDEX FD INC	9,754.650-	101,643.45	95,790.66-	5,852.79
	13-OCT-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.420000	FEEES COMMISSION	0.00 0.00	POST PERIOD: 10/09 BROKER: NON-BROKER TRADE, BOSTON	



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S	19-OCT-09	VANGUARD BD INDEX FD INC	27,331.921-	285,071.94	268,399.46-	16,672.48
	20-OCT-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.430000				
S	20-OCT-09	VANGUARD BD INDEX FD INC	23,672.855-	247,381.33	232,487.44-	14,913.89
	21-OCT-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.450000				
S	26-OCT-09	VANGUARD BD INDEX FD INC	10,437.357-	108,235.39	102,494.85-	5,740.54
	27-OCT-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.370000				
S	30-OCT-09	VANGUARD BD INDEX FD INC	13,412.535-	140,160.89	131,711.09-	8,449.80
	02-NOV-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.450000				
S	09-NOV-09	VANGUARD BD INDEX FD INC	17,943.310-	187,328.16	176,203.30-	11,124.86
	10-NOV-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.440000				
S	13-NOV-09	VANGUARD BD INDEX FD INC	12,736.836-	133,354.67	125,075.73-	8,278.94
	16-NOV-09	TOTAL BD MKT PORTFOLIO INSTL S				
		VANGUARD-BOND INDEX				
		CUSIP: 921937504				
		PRICE: 10.470000				

POST PERIOD: 10/09  
 BROKER: NON-BROKER TRADE, BOSTON

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S	18-NOV-09 19-NOV-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.490000	47,237.072-	495,516.89	463,868.05-	31,648.84
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 11/09 BROKER: NON-BROKER TRADE, BOSTON	
S	20-NOV-09 23-NOV-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.500000	20,688.276-	217,205.90	203,139.23-	14,066.67
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 11/09 BROKER: NON-BROKER TRADE, BOSTON	
S	30-NOV-09 01-DEC-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.560000	17,728.897-	187,217.15	174,097.77-	13,119.38
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 11/09 BROKER: NON-BROKER TRADE, BOSTON	
S	07-DEC-09 08-DEC-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.490000	12,864.348-	134,947.01	126,327.90-	8,619.11
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 11/09 BROKER: NON-BROKER TRADE, BOSTON	
S	14-DEC-09 15-DEC-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.460000	33,564.802-	351,087.83	329,606.36-	21,481.47
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 12/09 BROKER: NON-BROKER TRADE, BOSTON	
S	16-DEC-09 17-DEC-09	VANGUARD BD INDEX FD INC TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE: 10.440000	38,320.923-	400,070.44	376,311.46-	23,758.98
			FEEES: COMMISSION:	0.00 0.00	POST PERIOD: 12/09 BROKER: NON-BROKER TRADE, BOSTON	



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S	28-DEC-09	VANGUARD BD INDEX FD INC	35,025.091-	362,509.69	343,946.39-	18,563.30
	29-DEC-09	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE 10.350000		0.00		
S	31-DEC-09	VANGUARD BD INDEX FD INC	13,898.874-	143,853.35	136,486.94-	7,366.41
	04-JAN-10	TOTAL BD MKT PORTFOLIO INSTL S VANGUARD-BOND INDEX CUSIP: 921937504 PRICE 10.350000		0.00		

TOTAL  
FIXED INCOME SECURITIES  
TRADED - SETTLED CURRENT PERIOD  
U.S. DOLLAR

TRADED - PENDING SETTLEMENT  
U.S. DOLLAR

SETTLED - TRADED PRIOR PERIOD  
U.S. DOLLAR

10,983,730.78  
143,853.35  
0.00

10,505,818.91-  
136,486.94-  
0.00

477,911.87  
7,366.41  
0.00



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TOTAL SALES						
TRADED - U.S. DOLLAR		SETTLED CURRENT PERIOD		24,880,941.16	24,403,029.29	477,911.87
TRADED - U.S. DOLLAR		PENDING SETTLEMENT		143,853.35	136,486.94	7,366.41
SETTLED - U.S. DOLLAR		TRADED PRIOR PERIOD		0.00	0.00	



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INVESTMENT SUMMARY

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<u>INVESTMENT DISTRIBUTION</u>	<u>COST</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
CASH EQUIVALENTS	356,146 65	356,146.65	0.00
FIXED INCOME SECURITIES	14,424,076.10	15,047,789.21	623,713.11
TOTAL INVESTMENTS	14,780,222.75	15,403,935.86	623,713.11

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

174-735  
 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, 8069, 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.

Type or print  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>TELCORDIA TECHNOLOGIES</b>	Employer identification number <b>22-3369143</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>C/O THE BANK OF NEW YORK MELLON, P.O. BOX 185</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>PITTSBURGH PA 15230-0185</b>	

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

- |  |   |                                    |
|--|---|------------------------------------|
| <input checked="" 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 type="checkbox"/> Form 990-PF         | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

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Telephone No. ▶ (412) 236-4645 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 8/15/2010, 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

3 a 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 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	\$
c Balance Due. 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	\$ 0

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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b> <small>File by the extended due date for filing the return. See instructions</small>	Name of Exempt Organization <b>TELCORDIA TECHNOLOGIES</b>		Employer identification number <b>22-3369143</b>
	Number, street, and room or suite no. If a P O. box, see instructions <b>C/O THE BANK OF NEW YORK MELLON, P O BOX 185</b>		For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>PITTSBURGH PA 15230-0185</b>		

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

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of  **THE BANK OF NEW YORK MELLON**  
Telephone No  **(412) 236-4645** 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 is for.

4 I request an additional 3-month extension of time until 11/15/2010

5 For calendar year 2009, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return.

<b>8 a</b> 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	<b>8a</b>	\$	
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	<b>8b</b>	\$	
<b>c Balance Due.</b> Subtract line 8b from line 8a 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.	<b>8c</b>	\$	0

**Signature and Verification**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *[Handwritten Signature]* Title Manager Date 8/11/10

