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

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, 2009, and ending

G Check all that apply.

 Initial return  Initial Return of a former public charity Final return Amended return Address change

Use the  
IRS label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

D'OLIER FOUNDATION  
ATTN: MR LOUIS MATLACK, TRUSTEE  
35 MENDHAM ROAD  
BERNARDSVILLE, NJ 07924-1603

A Employer identification number

22-6075471

B Telephone number (see the instructions)

610-293-0700

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method.  Cash  Accrual  
► \$ 1,739,674. (Part I, column (d) must be on cash basis)

**Part I Analysis of Revenue and**

**Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	20.	20.	20.	
	4 Dividends and interest from securities	35,643.	35,643.	35,643.	
	5a Gross rents b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	79,912.			
	7 Capital gain net income (from Part IV, line 2)		79,912.		RECEIVED
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	12 Total. Add lines 1 through 11	115,575.	115,575.	35,663.	
	13 Compensation of officers, directors, trustees, etc	6,000.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) b Accounting fees (attach sch) SEE ST 1 c Other prof fees (attach sch) SEE ST 2	1,640. 7,987.	1,640. 7,987.	1,640. 7,987.	1,640. 7,987.
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 3	717.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	61.			
	24 Total operating and administrative expenses. Add lines 13 through 23	16,405.	9,627.	9,627.	9,627.
	25 Contributions, gifts, grants paid PART XV	86,500.			86,500.
	26 Total expenses and disbursements. Add lines 24 and 25 . . .	102,905.	9,627.	9,627.	96,127.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0) c Adjusted net income (if negative, enter -0)	12,670. 105,948. 26,036.			

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only (See instructions.)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
<b>ASSETS</b>	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	6,231.	63,227.	63,227.
	3 Accounts receivable			
	Less. allowance for doubtful accounts			
	4 Pledges receivable			
	Less. allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less. allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,000.	1,283.	1,283.
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) <b>STATEMENT 5</b>	942,628.	899,018.	1,675,164.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment. basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment. basis				
Less. accumulated depreciation (attach schedule)				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)	950,859.	963,528.	1,739,674.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
<b>NET ASSETS/BALANCES</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		<input type="checkbox"/>	
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		<input checked="" type="checkbox"/>	
	27 Capital stock, trust principal, or current funds	1,039,017.	1,039,017.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-88,158.	-75,489.	
	30 Total net assets or fund balances (see the instructions)	950,859.	963,528.	
	31 Total liabilities and net assets/fund balances (see the instructions)	950,859.	963,528.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	950,859.
2 Enter amount from Part I, line 27a	2	12,670.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3 ..	4	963,529.
5 Decreases not included in line 2 (itemize) ► <b>SEE STATEMENT 6</b>	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	963,528.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 7					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss). <span style="border: 1px solid black; padding: 0 10px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>			2	79,912.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8			3	0.	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	98,683.	1,907,823.	0.051725
2007	130,000.	2,510,308.	0.051786
2006	133,500.	2,485,323.	0.053715
2005	131,000.	2,355,584.	0.055613
2004	116,000.	2,425,350.	0.047828

2 Total of line 1, column (d) 2 0.2606673 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.0521334 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 1,507,257.5 Multiply line 4 by line 3 5 78,578.6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,059.7 Add lines 5 and 6 7 79,637.8 Enter qualifying distributions from Part XII, line 4 8 96,127.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1 1,059.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2 0.
3	Add lines 1 and 2	3 1,059.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5 1,059.
6	<b>Credits/Payments.</b>	
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 1,283.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c
d	Backup withholding erroneously withheld	6d
7	Total credits and payments. Add lines 6a through 6d	7 1,283.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 224.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 224.   Refunded	11 0.

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1b	X
----	---

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If 'Yes,' attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see the instructions)

N/A

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Part XIV

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

3	X
4a	X
4b	N/A
5	X
6	X
7	X
8b	X
9	X
10	X

## Part VII-A Statements Regarding Activities Continued

11		X
12		X
13	X	
14	ARTHUR E. SPELISSY & ASSOC 175 STRAFFORD AVE. #210, WAYNE, PA	Telephone no. 610-293-0700 ZIP + 4 19087-3332
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15   N/A ► N/A	

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

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

BAA

Form 990-PF (2009)

## Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here 

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

N/A  Yes  No

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

## Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

## 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MR. WALTER L. EVANS 502 IRVING COURT MOORESTOWN, NJ 08057	TRUSTEE 0	1,250.	0.	0.
MR. LOUIS R. MATLACK 35 MENDHAM ROAD BERNARDSVILLE, NJ 07924-1603	TRUSTEE 0	3,500.	0.	0.
MS. RAMONA THOMAS 160 ANTIETAM ROAD DELRAN, NJ 08075	TRUSTEE 0	1,250.	0.	0.
-----	-----	-----	-----	-----

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

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

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

0

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

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

0

**Part IX-A Summary of Direct Charitable Activities**

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

## Expenses

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

**Amount**

1	N/A	
2		

All other program-related investments. See instructions.

**3** \_\_\_\_\_  
\_\_\_\_\_

**Total.** Add lines 1 through 3

0.

**BAA**

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.		
a Average monthly fair market value of securities	1a	1,483,968.
b Average of monthly cash balances	1b	46,242.
c Fair market value of all other assets (see instructions)	1c	
d <b>Total</b> (add lines 1a, b, and c)	1d	1,530,210.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,530,210.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	22,953.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,507,257.
6 Minimum investment return. Enter 5% of line 5	6	75,363.

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

1 Minimum investment return from Part X, line 6	1	75,363.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,059.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,059.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	74,304.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	74,304.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	74,304.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.	1a	96,127.
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b Program-related investments – total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the.	3b	
a Suitability test (prior IRS approval required)	4	96,127.
b Cash distribution test (attach the required schedule)	5	1,059.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	95,068.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7.				74,304.
2 Undistributed income, if any, as of the end of 2009:			0.	
a Enter amount for 2008 only		0.		
b Total for prior years: 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	16,278.			
c From 2006	14,007.			
d From 2007	6,473.			
e From 2008	4,009.			
f Total of lines 3a through e	40,767.			
4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 96,127.			0.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				74,304.
e Remaining amount distributed out of corpus	21,823.			
5 Excess distributions carryover applied to 2009. (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	62,590.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	62,590.			
10 Analysis of line 9.				
a Excess from 2005	16,278.			
b Excess from 2006	14,007.			
c Excess from 2007	6,473.			
d Excess from 2008	4,009.			
e Excess from 2009	21,823.			

BAA

Form 990-PF (2009)

**Part XIV | Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling				►
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon.				
a	'Assets' alternative test — enter:				
(1)	Value of all assets				
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c	'Support' alternative test — enter:				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

**Part XV | Supplementary Information** (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

**SEE STATEMENT 8**

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

**SEE STATEMENT FOR LINE 2A**

c Any submission deadlines.

**SEE STATEMENT FOR LINE 2A**

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

**SEE STATEMENT FOR LINE 2A**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE STATEMENT 9				
<b>Total</b>			► 3a	<b>86,500.</b>
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	20.	
4 Dividends and interest from securities			14	35,643.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	79,912.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				115,575.	
13 Total. Add line 12, columns (b), (d), and (e)					115,575.

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

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

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

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

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

- (1) Cash
- (2) Other assets

**b Other transactions.**

- (1) Sales of assets to a noncharitable exempt organization .
- (2) Purchases of assets from a noncharitable exempt organization .
- (3) Rental of facilities, equipment, or other assets .
- (4) Reimbursement arrangements .
- (5) Loans or loan guarantees .
- (6) Performance of services or membership or fundraising solicitations .

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

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

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

**b** If 'Yes,' complete the following schedule.

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

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

► Donna R. Matlock  
Signature of officer or trustee

13 May 10 ► Translators  
Date Title

N

Date

**Title**

<b>Paid Pre- parer's Use Only</b>	Preparer's signature	► <i>Dwight J. Beuler, CPA</i>	Date	5/10/10	Check if self employed	<input type="checkbox"/> N/A	Preparer's Identifying number (See Signature in the instrs)
	Firm's name (or yours if self- employed), address, and ZIP code	► BEULER KELLY & IRWIN LTD. 125 STRAFFORD AVE STE 116 WAYNE, PA 19087-3388	EIN	► N/A	Phone no	► (610) 688-3200	

**BAA**

**Form 990-PF (2009)**

2009

**FEDERAL STATEMENTS**  
**D'OLIER FOUNDATION**  
**ATTN: MR LOUIS MATLACK, TRUSTEE**

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**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	<b>(A) EXPENSES PER BOOKS</b>	<b>(B) NET INVESTMENT INCOME</b>	<b>(C) ADJUSTED NET INCOME</b>	<b>(D) CHARITABLE PURPOSES</b>
ACCOUNTING FEES	\$ 1,640.	\$ 1,640.	\$ 1,640.	\$ 1,640.
TOTAL	<u>\$ 1,640.</u>	<u>\$ 1,640.</u>	<u>\$ 1,640.</u>	<u>\$ 1,640.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	<b>(A) EXPENSES PER BOOKS</b>	<b>(B) NET INVESTMENT INCOME</b>	<b>(C) ADJUSTED NET INCOME</b>	<b>(D) CHARITABLE PURPOSES</b>
INVESTMENT ADVISORY FEES	\$ 7,987.	\$ 7,987.	\$ 7,987.	\$ 7,987.
TOTAL	<u>\$ 7,987.</u>	<u>\$ 7,987.</u>	<u>\$ 7,987.</u>	<u>\$ 7,987.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	<b>(A) EXPENSES PER BOOKS</b>	<b>(B) NET INVESTMENT INCOME</b>	<b>(C) ADJUSTED NET INCOME</b>	<b>(D) CHARITABLE PURPOSES</b>
EXCISE TAX	\$ 717.	\$ 0.	\$ 0.	\$ 0.
TOTAL	<u>\$ 717.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	<b>(A) EXPENSES PER BOOKS</b>	<b>(B) NET INVESTMENT INCOME</b>	<b>(C) ADJUSTED NET INCOME</b>	<b>(D) CHARITABLE PURPOSES</b>
DIRECTORS MEETING	\$ 61.	\$ 0.	\$ 0.	\$ 0.
TOTAL	<u>\$ 61.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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**FEDERAL STATEMENTS**  
**D'OLIER FOUNDATION**  
**ATTN: MR LOUIS MATLACK, TRUSTEE**

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**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

<u>CORPORATE STOCKS</u>	VALUATION METHOD	BOOK	FAIR MARKET
		VALUE	VALUE
CORPORATE STOCK - SEE SCHEDULE	COST	\$ 899,018.	\$ 1,675,164.
	TOTAL	\$ 899,018.	\$ 1,675,164.

**STATEMENT 6**  
**FORM 990-PF, PART III, LINE 5**  
**OTHER DECREASES**

ROUNDING	TOTAL
	\$ 1.

**STATEMENT 7**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	501 SHS - BANK OF AMERICA	PURCHASED	10/23/2003	9/02/2009
2	751 SHS - BANK OF AMERICA	PURCHASED	6/19/2002	9/02/2009
3	1,000 SHS - DONALDSON COMPANY INC	PURCHASED	5/28/1997	9/02/2009
4	2,000 SHS - WYETH	PURCHASED	8/08/1988	10/15/2009
5	LITIGATION SETTLEMENTS	PURCHASED	VARIOUS	6/19/2009
6	LITIGATION SETTLEMENTS	PURCHASED	VARIOUS	9/14/2009

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	8,133.		20,876.	-12,743.				\$ -12,743.
2	12,192.		28,857.	-16,665.				-16,665.
3	35,526.		9,134.	26,392.				26,392.
4	100,504.		19,247.	81,257.				81,257.
5	319.		0.	319.				319.
6	1,352.		0.	1,352.				1,352.
								TOTAL \$ 79,912.

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:  
 NAME: MR. LOUIS R. MATLACK  
 CARE OF:  
 STREET ADDRESS: 35 MANDHAM ROAD  
 CITY, STATE, ZIP CODE: BERNARDSVILLE, NJ 07924-1603  
 TELEPHONE: (908) 766-0614  
 FORM AND CONTENT: PROJECT PROPOSAL SHOULD BE SUBMITTED IN TRIPPLICATE AND  
 SHOULD INCLUDE A COVER LETTER AND PROPOSED BUDGET.  
 A SINGLE COPY OF YOUR LATEST AUDITED FINANCIAL STATEMENTS  
 AND YOUR IRS 501(C) (3) DETERMINATION LETTER SHOULD ALSO BE

**STATEMENT 8 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

SUBMISSION DEADLINES: INCLUDED.  
 SEPTEMBER 30  
 RESTRICTIONS ON AWARDS: GRANTS ARE MADE ONLY TO 501(C) (3) ORGANIZATIONS. NO  
 GRANTS ARE MADE TO INDIVIDUALS.

THE MISSION OF THE FOUNDATION IS TO FULFILL THE EXPECTATIONS OF MABEL D'OLIER'S WILL BY MAKING GRANTS TO QUAKER RELATED ORGANIZATIONS PRIMARILY IN THE SOUTH JERSEY AREA OR NON-QUAKER ORGANIZATIONS THAT EFFECTIVELY SUPPORT QUAKER CONCERNS.

**STATEMENT 9**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
MOORESTOWN FRIENDS SCHOOL 110 EAST MAIN ST MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	\$ 15,000.
MOORESTOWN MEETING 118 EAST MAIN ST MOORESTOWN, NJ 08057			EDUCATIONAL GRANT COMMITTEE	1,000.
MT LAUREL MEETING C/O MRSTWN MTG 118 E MAIN ST MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	3,000.
MOORESTOWN MEETING 118 EAST MAIN ST MOORESTOWN, NJ 08057			FEP SUPPORT	1,500.
PHILADELPHIA YEARLY MEETING 1515 CHERRY STREET PHILADELPHIA, PA 19102			PROGRAM SUPPORT FOR CENTER FOR DEEPENING & STRENGTHENING OUR MEETINGS	2,000.
FRIENDS JOURNAL 1216 ARCH STREET, 2A PHILADELPHIA, PA 19107			GENERAL PROGRAM SUPPORT	4,000.
PHILADELPHIA YEARLY MEETING 1515 CHERRY STREET PHILADELPHIA, PA 19102			GENERAL PROGRAM SUPPORT	2,000.

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## FEDERAL STATEMENTS

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D'OLIER FOUNDATION  
ATTN: MR LOUIS MATLACK, TRUSTEE

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STATEMENT 9 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AFSC 1501 CHERRY STREET PHILADELPHIA, PA 19102			MIDEAST PEACE MAKING	\$ 7,000.
CAMP DARK WATERS P.O. BOX 263 MEDFORD, NJ 08055			GENERAL PROGRAM SUPPORT	4,000.
FCNL EDUCATIONAL FUND 245 SECOND ST, NE WASHINGTON, DC 20002			GENERAL PROGRAM SUPPORT	4,000.
FRIENDS COUNCIL ON EDUCATION 1507 CHERRY STREET PHILADELPHIA, PA 19102			GENERAL PROGRAM SUPPORT	4,000.
JOHN WOOLMAN MEMORIAL ASSOC. 99 BRANCH STREET MT. HOLLY, NJ 08060			GENERAL PROGRAM SUPPORT	4,000.
MEDFORD LEAS MEDFORD, NJ 08055			INSIGHT PROGRAM SUPPORT	7,000.
ORCHARD FRIENDS SCHOOL 16 EAST MAIN STREET MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	4,000.
ALICE PAUL INSTITUTE 128 HOOTON ROAD MT. LAUREL, NJ 08054			GENERAL PROGRAM SUPPORT	2,000.
PERKINS CENTER FOR THE ARTS 395 KINGS HIGHWAY MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	1,000.
PLANNED PARENTHOOD 317 BROADWAY CAMDEN, NJ 08103			GENERAL PROGRAM SUPPORT	1,000.
PROVIDENCE HOUSE P.O. BOX 496 WILLINGBORO, NJ 08046			GENERAL PROGRAM SUPPORT	1,000.
NEW JERSEY SEEDS 494 BROAD STREET, #105 NEWARK, NJ 07102			GENERAL PROGRAM SUPPORT	1,000.
TENDER CARE 16 EAST MAIN STREET MOORESTOWN, NJ 08057			GENERAL PROGRAM SUPPORT	1,000.

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## FEDERAL STATEMENTS

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D'OLIER FOUNDATION  
ATTN: MR LOUIS MATLACK, TRUSTEE

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STATEMENT 9 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CADBURY 2150 ROUTE 38 CHERRY HILL, NJ 08002			GENERAL PROGRAM SUPPORT	\$ 7,000.
MT HOLLY MEETING 81 HIGH STREET MOUNT HOLLY, NJ 08060			GENERAL PROGRAM SUPPORT	5,000.
FRIENDS ACADEMY WESTAMPTON 315 BRIDGE STREET WESTAMPTON, NJ 08060			GENERAL PROGRAM SUPPORT	5,000.
			TOTAL	\$ <u>86,500.</u>

D'Olier Foundation  
22-6075471

SHARES / PAR VALUE COMMON STOCKS	SECURITY	AVERAGE UNIT COST	TOTAL COST	MARKET PRICE	MARKET VALUE	PROJECTED ANNUAL INCOME
1,800	AFLAC	33.309	59,956	46.250	83,250	2,016
1,300	Affiliated Computer Services	50.299	65,389	59.690	77,597	0
2,000	American Express	5.833	11,666	40.520	81,040	1,440
600	Ameriprise Financial	4.194	2,517	38.820	23,292	408
300	Autozone	111.631	33,489	158.070	47,421	0
1,500	Bed Bath & Beyond	38.359	57,538	38.610	57,915	0
2,250	Best Buy	16.227	36,510	39.460	88,785	1,260
1,500	Brinker International	23.400	35,100	14.920	22,380	840
800	Cardinal Health	43.574	34,860	32.240	25,792	560
400	CareFusion	34.533	13,813	25.010	10,004	0
1,000	Colgate Palmolive	15.291	15,291	82.150	82,150	2,120
1,000	Danaher	57.507	57,507	75,200	75,200	160
1,000	DeVry	23.010	23,010	56.730	56,730	200
2,000	Donaldson	9.134	18,268	42.540	85,080	960
700	Fiserv	49.154	34,408	48.480	33,936	0
1,200	Illinois Tool Works	24.832	29,798	47.990	57,588	1,488
2,000	J.P. Morgan Chase	21.002	42,005	41.670	83,340	400
1,600	Jones Apparel	35.632	57,012	16.060	25,696	320
1,000	Kimberly-Clark	4.327	4,327	63.710	63,710	2,640
4,000	Leggett & Platt	6.623	26,491	20.400	81,600	4,160
1,800	Lilly Eli	15.859	28,546	35.710	64,278	3,528
900	Lincare Holdings	38.988	35,089	37.135	33,421	0
1,000	Lowes Companies	29.270	29,270	23.390	23,390	360
1,500	McDonald's	11.238	16,857	62.440	93,660	3,300
2,000	PNC Financial Services Group	2.759	5,518	52.790	105,580	800
1,970	Pfizer	17.515	34,505	18.190	35,834	1,418
2,000	Pitney-Bowes	4.941	9,883	22.760	45,520	2,920
2,000	Sara Lee	10.694	21,388	12.180	24,360	880

Arthur E. Spellissy & Associates, Inc.  
December 31, 2009

**D'Olier Foundation**

**22-6075471**

SHARES / PAR VALUE	SECURITY	AVERAGE UNIT COST	TOTAL COST	MARKET PRICE	MARKET VALUE	PROJECTED ANNUAL INCOME
600	Teleflex	48.597	29,158	53.890	32,334	816
2,000	Valspar	14.925	29,849	27.140	54,280	1,280
			899,018		1,675,164	
						34,274