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

**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 **20**

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>RUDOLPH WILLIAMS CHARITABLE TRUST</b>		A Employer identification number <b>22-6422164</b>
	Number and street (or P O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) <b>(908) 598-3582</b>
	1525 W W.T. HARRIS BLVD. D1114-044 City or town, state, and ZIP code <b>CHARLOTTE, NC 28288-1161</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

H Check type of organization:  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, col. (c), line 16) ▶ \$ **356,232.**

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	11,448	10,948		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-16,686			
b	Gross sales price for all assets on line 6a	35,761			
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	664			STMT 2
12	<b>Total.</b> Add lines 1 through 11	-4,574	10,948		
13	Compensation of officers, directors, trustees, etc.	5,367	5,367		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	2,000	NONE	NONE	2,000
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	109	109		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	7,476	5,476	NONE	2,000
25	Contributions, gifts, grants paid	10,000			10,000
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	17,476	5,476	NONE	12,000
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-22,050			
b	Net investment income (if negative, enter -0-)		5,472		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing . . . . .	NONE	NONE	
	2	Savings and temporary cash investments . . . . .	16,874.	6,420.	6,420.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ * Less: allowance for doubtful accounts ▶	NONE	NONE	NONE
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U.S. and state government obligations (attach schedule)	NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule)	NONE	NONE	NONE
	c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11	Investments - land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule)	NONE	NONE	
	12	Investments - mortgage loans . . . . .	NONE	NONE	
	13	Investments - other (attach schedule)	369,873.	367,455.	349,812.
	14	Land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule)			
15	Other assets (describe ▶ )	NONE	NONE	NONE	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	386,747.	373,875.	356,232.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	386,106.	373,875.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	641.	NONE		
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	386,747.	373,875.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	386,747.	373,875.		

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) . . . . .	386,747.
2	Enter amount from Part I, line 27a . . . . .	-22,050.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5 . . . . .	9,180.
4	Add lines 1, 2, and 3 . . . . .	373,877.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6 . . . . .	2.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	373,875.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a SEE PART IV DETAIL</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b> . . . . .		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b> -16,686.
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>		{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . . }		<b>3</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . .  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	20,928.	370,733.	0.05645032948
2007	27,442.	444,405.	0.06174998031
2006	14,250.	428,550.	0.03325166258
2005	22,564.	411,746.	0.05480077524
2004	22,690.	402,782.	0.05633320258
<b>2 Total of line 1, column (d)</b> . . . . .			<b>2</b> 0.26258595019
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years</b> . . . . .			<b>3</b> 0.05251719004
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5</b> . . . . .			<b>4</b> 307,665.
<b>5 Multiply line 4 by line 3</b> . . . . .			<b>5</b> 16,158.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b> . . . . .			<b>6</b> 55.
<b>7 Add lines 5 and 6</b> . . . . .			<b>7</b> 16,213.
<b>8 Enter qualifying distributions from Part XII, line 4</b> . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			<b>8</b> 12,000.

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and refunded amount.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL, political expenditures, reimbursement, unreported activities, changes in governing instruments, unrelated business income, liquidation, 508(e) requirements, assets, states reported to, claiming status, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of WACHOVIA BANK Telephone no. (908) 598-3582
Located at 190 RIVER ROAD 2ND FLOOR, SUMMIT, NJ ZIP + 4 07901-1444
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

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years Yes No X
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
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
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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 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?  Yes  No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		5,367.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000  NONE

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services . . . . . **NONE**

**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 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions.	
3 NONE	
<b>Total. Add lines 1 through 3 . . . . .</b>	



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	312,235.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	115.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	312,350.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	312,350.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	4,685.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	307,665.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	15,383.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	15,383.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	109.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	109.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	15,274.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	15,274.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	15,274.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	12,000.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	12,000.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	12,000.

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				15,274.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			NONE	
b Total for prior years. 20 <u>07</u> , 20 <u>  </u> , 20 <u>  </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	3,022.			
e From 2008 . . . . .	2,535.			
f Total of lines 3a through e . . . . .	5,557.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ <u>12,000.</u>				
a Applied to 2008, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .				12,000.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	3,274.			3,274.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	2,283.			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	2,283.			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	2,283.			
e Excess from 2009 . . . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 4942(j)(3) or 4942(j)(5)

Table with 5 main columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2a Adjusted net income, 2b 85% of line 2a, 2c Qualifying distributions from Part XII, 2d Amounts included in line 2c not used directly for active conduct of exempt activities, 2e Qualifying distributions made directly for active conduct of exempt activities, 3 Complete 3a, b, or c for the alternative test relied upon, 3a 'Assets' alternative test, 3b 'Endowment' alternative test, 3c 'Support' alternative test.

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

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a Paid during the year</b></p> <p>SEE STATEMENT 9</p>				
<b>Total</b> . . . . . ▶ <b>3a</b>				10,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE

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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. The table is currently empty.

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 [X] No
b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. The table is currently empty.

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

Signature area containing: Signature of officer or trustee (with handwritten signature), Date (04/26/2010), Title (Trustee), Preparer's signature, Firm's name (WACHOVIA BANK), EIN, and Phone no.

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					455.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					279.	
3,057.00		260.571 DODGE & COX INCOME FD COM PROPERTY TYPE: SECURITIES 3,291.00					02/13/2007 -234.00	02/25/2009
1,884.00		152.314 ARTIO TOTAL RETURN BOND FD CL I PROPERTY TYPE: SECURITIES 1,881.00					12/01/2008 3.00	02/25/2009
1,395.00		139.404 PIMCO FDS PAC INVT MGMT SER TOTA PROPERTY TYPE: SECURITIES 1,439.00					11/25/2008 -44.00	02/25/2009
881.00		136.563 PIMCO FDS PAC INVT MGMT SER HIGH PROPERTY TYPE: SECURITIES 1,224.00					07/07/2008 -343.00	02/25/2009
320.00		35.154 PIMCO FOREIGN BOND FUND-INST PROPERTY TYPE: SECURITIES 356.00					02/13/2007 -36.00	02/25/2009
1,056.00		129.237 PIMCO EMERGING MARKETS BOND FD I PROPERTY TYPE: SECURITIES 1,420.00					02/13/2007 -364.00	02/25/2009
679.00		109.513 PIONEER HIGH YIELD FD-Y PROPERTY TYPE: SECURITIES 1,079.00					07/07/2008 -400.00	02/25/2009
48.00		4.734 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 134.00					02/25/2008 -86.00	02/25/2009
402.00		39.391 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 1,155.00					11/26/2007 -753.00	02/25/2009
1,210.00		118.612 ARTIO INTERNATIONAL EQUITY II-I PROPERTY TYPE: SECURITIES 1,869.00					02/25/2008 -659.00	05/26/2009

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,473.00		137.758 DODGE & COX INTERNATIONAL STOCK PROPERTY TYPE: SECURITIES 6,218.00				02/13/2007	05/26/2009	
							-2,745.00	
942.00		59.444 GOLDMAN SACHS GROWTH OPPORTUNITI PROPERTY TYPE: SECURITIES 767.00				11/25/2008	05/26/2009	
							175.00	
254.00		18.095 JANUS MID CAP VALUE FUND CL I PROPERTY TYPE: SECURITIES 223.00				11/25/2008	05/26/2009	
							31.00	
2,515.00		184.004 MORGAN STANLEY INSTITUTIONAL FUN PROPERTY TYPE: SECURITIES 3,873.00				07/07/2008	05/26/2009	
							-1,358.00	
717.00		100.694 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 1,714.00				08/25/2008	05/26/2009	
							-997.00	
1,080.00		107.742 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 3,008.00				02/13/2007	05/26/2009	
							-1,928.00	
517.00		56.684 ROYCE VALUE PLUS FUND-INV PROPERTY TYPE: SECURITIES 415.00				11/25/2008	05/26/2009	
							102.00	
395.00		26.973 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 683.00				07/07/2008	05/26/2009	
							-288.00	
2,871.00		195.844 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 4,672.00				02/25/2008	05/26/2009	
							-1,801.00	
435.00		37.319 ARTIO INTERNATIONAL EQUITY II-I PROPERTY TYPE: SECURITIES 581.00				02/13/2007	08/25/2009	
							-146.00	
1,220.00		40.715 DODGE & COX INTERNATIONAL STOCK F PROPERTY TYPE: SECURITIES 1,838.00				02/13/2007	08/25/2009	
							-618.00	



**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
634.00		78.892	GOLDEN SMALL CORE VALUE FD INS CL PROPERTY TYPE: SECURITIES	979.00		02/13/2007	08/25/2009	-345.00
157.00		17.794	GOLDEN LARGE CORE VALUE FD INS PROPERTY TYPE: SECURITIES	208.00		02/13/2007	08/25/2009	-51.00
436.00		24.303	GOLDMAN SACHS GROWTH OPPORTUNITI PROPERTY TYPE: SECURITIES	314.00		11/25/2008	08/25/2009	122.00
598.00		59.644	GOLDMAN SACHS LARGE CAP VALUE FU PROPERTY TYPE: SECURITIES	746.00		07/07/2008	08/25/2009	-148.00
217.00		11.803	PERKINS MID CAP VALUE FD CL I PROPERTY TYPE: SECURITIES	170.00		11/25/2008	08/25/2009	47.00
2,261.00		128.045	MORGAN STANLEY INSTITUTIONAL FUN PROPERTY TYPE: SECURITIES	2,695.00		07/07/2008	08/25/2009	-434.00
210.00		25.769	PIONEER HIGH YIELD FD-Y PROPERTY TYPE: SECURITIES	254.00		07/07/2008	08/25/2009	-44.00
2,331.00		197.053	ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES	5,502.00		02/13/2007	08/25/2009	-3,171.00
378.00		36.196	ROYCE VALUE PLUS FUND-INV PROPERTY TYPE: SECURITIES	265.00		11/25/2008	08/25/2009	113.00
645.00		37.91	SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES	895.00		02/13/2007	08/25/2009	-250.00
771.00		101.722	WELLS FARGO ADVANTAGE ENDEAVOR S PROPERTY TYPE: SECURITIES	1,071.00		02/13/2007	08/25/2009	-300.00

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
84.00		4.305 GOLDMAN SACHS GROWTH OPPORTUNITIE PROPERTY TYPE: SECURITIES 56.00				11/25/2008	11/25/2009 28.00	
10.00		.526 MORGAN STANLEY INSTITUTIONAL FUND I PROPERTY TYPE: SECURITIES 11.00				07/07/2008	11/25/2009 -1.00	
62.00		6.912 PIONEER HIGH YIELD FD-Y PROPERTY TYPE: SECURITIES 68.00				07/07/2008	11/25/2009 -6.00	
345.00		26.794 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 705.00				02/13/2007	11/25/2009 -360.00	
384.00		20.096 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 474.00				02/13/2007	11/25/2009 -90.00	
153.00		18.406 WELLS FARGO ADVANTAGE ENDEAVOR SE PROPERTY TYPE: SECURITIES 194.00				02/13/2007	11/25/2009 -41.00	
TOTAL GAIN(LOSS) .....							----- -16,686. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
 =====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ARTIO TOTAL RETURN BOND FD-I	873.	873.
ARTIO INTERNATIONAL EQUITY II-I	918.	918.
DODGE & COX INTERNATIONAL STOCK FD	295.	295.
DODGE & COX INCOME FD COM	1,460.	1,460.
EVERGREEN INTL BOND FUND CL I (FD #460)	65.	65.
EVERGREEN INST MONEY MARKET FUND CL I (F	58.	58.
GOLDEN LARGE CORE VALUE FD INS	230.	230.
GOLDMAN SACHS LARGE CAP VALUE FUND INST	264.	264.
JANUS MID CAP VALUE FUND CL I	94.	86.
PERKINS MID CAP VALUE FD CL I	38.	38.
ARTIO TOTAL RETURN BOND FD CL I	123.	123.
MORGAN STANLEY INSTITUTIONAL FUND INC -	473.	473.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	1,463.	1,463.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	840.	827.
PIMCO FOREIGN BOND FUND-INST	240.	240.
PIMCO EMERGING MARKETS BOND FD INS CL	825.	823.
PIMCO COMMODITY REALRETURN STRATEGY FD I	828.	828.
PIONEER HIGH YIELD FD-Y	705.	705.
ROWE T PRICE REAL ESTATE FD COM	1,146.	669.
SSGA EMERGING MARKETS FUND CL S	442.	442.
WELLS FARGO ADVANTAGE ENDEAVOR SELECT FD	68.	68.
	-----	-----
TOTAL	11,448.	10,948.
	=====	=====

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
US TREASURY REFUND	664.
TOTALS	----- 664. =====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,000.			2,000.
TOTALS	2,000.	NONE	NONE	2,000.

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	70.	70.
FOREIGN TAXES ON NONQUALIFIED	39.	39.
TOTALS	109.	109.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
BOOK VALUE ADJUSTMENT	9,180.
TOTAL	9,180.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
ROUNDING	2.
	-----
TOTAL	2.
	=====



990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.  
=====

NJ does not required 990-PF if contributions are less than \$10,000.00

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

WACHOVIA BANK

ADDRESS:

1525 WEST WT HARRIS BLVD  
CHARLOTTE, NC 28288-1114

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 5,367.

TOTAL COMPENSATION: 5,367.

=====

=====

RECIPIENT NAME:  
THE SEEING EYE, INC  
ADDRESS:  
P O BOX 375 WASHINGTON VALLEY RD  
MORRISTOWN, NJ 07963-0375  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
CONCORDIA LEARNING CENTER AT  
ST. JOSEPH'S SCHOOL FOR T  
ADDRESS:  
761 SUMMIT AVE  
JERSEY CITY, NJ 07307-3831  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC CHARITY  
AMOUNT OF GRANT PAID ..... 5,000.

TOTAL GRANTS PAID: ..... 10,000.  
=====

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No. 1545-0092

**2009**

Name of estate or trust

**RUDOLPH WILLIAMS CHARITABLE TRUST**

Employer identification number

**22-6422164**

**Note:** Form 5227 filers need to complete only Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			455.

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	-2,895.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	-2,440.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			279.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	-14,525.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	-14,246.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		-2,440.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-14,246.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14 . . . . .	<b>15</b>		-16,686.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( 3,000 )
-----------	---	-----------	-----------

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . .	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .	<b>30</b>		
<b>31</b>	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>		
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>		
<b>33</b>	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>		
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>		

**SCHEDULE D-1  
(Form 1041)**

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2009**

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

**RUDOLPH WILLIAMS CHARITABLE TRUST**

Employer identification number

**22-6422164**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 152.314 ARTIO TOTAL RETURN BOND FD CL I	12/01/2008	02/25/2009	1,884.00	1,881.00	3.00
139.404 PIMCO FDS PAC INV MGMT SER TOTAL RETURN FD IN	11/25/2008	02/25/2009	1,395.00	1,439.00	-44.00
136.563 PIMCO FDS PAC INV MGMT SER HIGH YLD FD INSTL	07/07/2008	02/25/2009	881.00	1,224.00	-343.00
109.513 PIONEER HIGH YIELD FD-Y	07/07/2008	02/25/2009	679.00	1,079.00	-400.00
4.734 SSGA EMERGING MARKETS FUND CL S	02/25/2008	02/25/2009	48.00	134.00	-86.00
59.444 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTIT	11/25/2008	05/26/2009	942.00	767.00	175.00
18.095 JANUS MID CAP VALUE FUND CL I	11/25/2008	05/26/2009	254.00	223.00	31.00
184.004 MORGAN STANLEY INSTITUTIONAL FUND INC - IN	07/07/2008	05/26/2009	2,515.00	3,873.00	-1,358.00
100.694 PIMCO COMMODITY REALRETURN STRATEGY FD I	08/25/2008	05/26/2009	717.00	1,714.00	-997.00
56.684 ROYCE VALUE PLUS FUND-INV	11/25/2008	05/26/2009	517.00	415.00	102.00
26.973 SSGA EMERGING MARKETS FUND CL S	07/07/2008	05/26/2009	395.00	683.00	-288.00
24.303 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTIT	11/25/2008	08/25/2009	436.00	314.00	122.00
11.803 PERKINS MID CAP VALUE FD CL I	11/25/2008	08/25/2009	217.00	170.00	47.00
36.196 ROYCE VALUE PLUS FUND-INV	11/25/2008	08/25/2009	378.00	265.00	113.00
4.305 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTIT	11/25/2008	11/25/2009	84.00	56.00	28.00
<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .					-2,895.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D-1 (Form 1041) 2009

JSA  
9F1221 4 000

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

RUDOLPH WILLIAMS CHARITABLE TRUST

22-6422164

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 260.571 DODGE & COX INCOME FD COM	02/13/2007	02/25/2009	3,057.00	3,291.00	-234.00
35.154 PIMCO FOREIGN BOND FUND-INST	02/13/2007	02/25/2009	320.00	356.00	-36.00
129.237 PIMCO EMERGING MARKETS BOND FD INS CL	02/13/2007	02/25/2009	1,056.00	1,420.00	-364.00
39.391 SSGA EMERGING MARKETS FUND CL S	11/26/2007	02/25/2009	402.00	1,155.00	-753.00
118.612 ARTIO INTERNATIONAL EQUITY II-I	02/25/2008	05/26/2009	1,210.00	1,869.00	-659.00
137.758 DODGE & COX INTERNATIONAL STOCK FD	02/13/2007	05/26/2009	3,473.00	6,218.00	-2,745.00
107.742 ROWE T PRICE REAL ESTATE FD COM	02/13/2007	05/26/2009	1,080.00	3,008.00	-1,928.00
195.844 SSGA EMERGING MARKETS FUND CL S	02/25/2008	05/26/2009	2,871.00	4,672.00	-1,801.00
37.319 ARTIO INTERNATIONAL EQUITY II-I	02/13/2007	08/25/2009	435.00	581.00	-146.00
40.715 DODGE & COX INTERNATIONAL STOCK FD	02/13/2007	08/25/2009	1,220.00	1,838.00	-618.00
78.892 GOLDEN SMALL CORE VALUE FD INS CL	02/13/2007	08/25/2009	634.00	979.00	-345.00
17.794 GOLDEN LARGE CORE VALUE FD INS	02/13/2007	08/25/2009	157.00	208.00	-51.00
59.644 GOLDMAN SACHS LARGE CAP VALUE FUND INSTIT	07/07/2008	08/25/2009	598.00	746.00	-148.00
128.045 MORGAN STANLEY INSTITUTIONAL FUND INC - IN	07/07/2008	08/25/2009	2,261.00	2,695.00	-434.00
25.769 PIONEER HIGH YIELD FD-Y	07/07/2008	08/25/2009	210.00	254.00	-44.00
197.053 ROWE T PRICE REAL ESTATE FD COM	02/13/2007	08/25/2009	2,331.00	5,502.00	-3,171.00
37.91 SSGA EMERGING MARKETS FUND CL S	02/13/2007	08/25/2009	645.00	895.00	-250.00
101.722 WELLS FARGO ADVANTAGE ENDEAVOR SELECT F	02/13/2007	08/25/2009	771.00	1,071.00	-300.00
.526 MORGAN STANLEY INSTITUTIONAL FUND INC - IN	07/07/2008	11/25/2009	10.00	11.00	-1.00
6.912 PIONEER HIGH YIELD FD-Y	07/07/2008	11/25/2009	62.00	68.00	-6.00
26.794 ROWE T PRICE REAL ESTATE FD COM	02/13/2007	11/25/2009	345.00	705.00	-360.00
20.096 SSGA EMERGING MARKETS FUND CL S	02/13/2007	11/25/2009	384.00	474.00	-90.00
18.406 WELLS FARGO ADVANTAGE ENDEAVOR SELECT F	02/13/2007	11/25/2009	153.00	194.00	-41.00
<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .					-14,525.00

Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS  
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SHORT-TERM CAPITAL GAIN DIVIDENDS  
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PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	248.00
PIMCO FOREIGN BOND FUND-INST	
PIMCO FOREIGN BOND FUND-INST	207.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	-----	455.00
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LONG-TERM CAPITAL GAIN DIVIDENDS  
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15% RATE CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	69.00
PIMCO FOREIGN BOND FUND-INST	44.00
PIMCO COMMODITY REALRETURN STRATEGY FD I	166.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	-----	279.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	-----	279.00
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DETAIL LIST  
TICKLER 05/03/10 SEQUENCE 800 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR ██████████ WILLIAMS FDN AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	PRINCIPAL =====					
	TEMPORARY INVESTMENTS					
300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)		3,832.04	3,832.04		
TOTAL	TEMPORARY INVESTMENTS		3,832.04	3,832.04		
	MUTUAL FUNDS - FIXED TAXABLE					
04315J209	ARTIO TOTAL RETURN BOND FD-I	2,054.325	25,700.01	27,507.41	25,697.46	25,697.46
256210105	DODGE & COX INCOME FD	2,399.314	30,128.75	31,095.11	29,940.33	29,940.33
299908830	EVERGREEN INTERNATIONAL BOND FD CL I (FD #460)	588.37	6,256.21	6,636.81	6,254.11	6,254.11
693390700	PIMCO TOTAL RETURN FD INST CL	2,852.28	29,646.87	30,804.62	29,646.82	29,646.82
693390841	PIMCO HIGH YIELD FD INSTL CL	1,211.315	10,725.75	10,659.57	10,718.81	10,718.81
693390882	PIMCO FOREIGN BOND FD U.S. DOLLAR - HEDGED INST CL	672.304	6,741.94	6,723.04	6,739.23	6,739.23
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	1,339.426	14,554.62	13,822.88	14,548.18	14,548.18
72369B406	PIONEER HIGH YIELD FD CL Y	1,178.629	11,121.60	10,749.10	11,067.34	11,067.34
TOTAL	MUTUAL FUNDS - FIXED TAXABLE	12,295.963	134,875.75	137,998.54	134,612.28	134,612.28
	MUTUAL FUNDS - OTHER					
722005667	PIMCO COMMODITY REALRETURN STRATEGY FD INSTL	1,675.036	18,005.62	13,869.30	17,385.22	17,385.22
779919109	T ROWE PRICE REAL ESTATE FD	1,904.141	34,020.91	26,334.27	28,913.43	28,913.43
TOTAL	MUTUAL FUNDS - OTHER	3,579.177	52,026.53	40,203.57	46,298.65	46,298.65

DETAIL LIST  
TICKLER 05/03/10 SEQUENCE 800 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR ██████████ WILLIAMS FDN AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	MUTUAL FUNDS - EQUITY					
34984T857	GOLDEN SMALL CORE VALUE FD INS CL	1,113.847	12,641.86	9,166.96	12,469.77	12,469.77
34984T881	GOLDEN LARGE CORE VALUE FD INS	1,842.037	20,974.64	17,296.73	20,893.25	20,893.25
38142Y401	GOLDMAN SACHS GROWTH OPPORTUNITIES FD INS CL	626.584	8,060.05	12,926.43	8,055.96	8,055.96
38142Y773	GOLDMAN SACHS LARGE CAP VALUE FD CL I	1,963.811	23,640.52	20,953.86	23,610.94	23,610.94
47103C241	PERKINS MID CAP VALUE FD CL I	630.666	9,129.95	12,487.19	9,129.02	9,129.02
780905212	ROYCE VALUE PLUS FUND-INV	819.548	6,139.32	9,269.09	6,138.92	6,138.92
949915565	WELLS FARGO ADVANTAGE ENDEAVOR SELECT FD CL I	2,530.976	24,310.94	21,336.13	24,004.62	24,004.62
TOTAL	MUTUAL FUNDS - EQUITY	9,527.469	104,897.28	103,436.39	104,302.48	104,302.48
	MUTUAL FUNDS - INTERNATIONAL EQUITY					
04315J837	ARTIO INTERNATIONAL EQUITY II-I	1,548.886	22,672.05	18,245.88	22,443.58	22,443.58
256206103	DODGE & COX INTERNATIONAL STOCK FD	599.468	22,210.74	19,093.06	20,726.10	20,726.10
61744J317	MORGAN STANLEY INSTITUTIONAL FUND INC - INTERNATIONAL REAL ESTATE CL I (FD #1)	733.361	12,920.87	13,053.83	11,762.79	11,762.79
784924425	SSGA EMERGING MARKETS FUND CL S	923.179	17,851.83	17,780.43	15,753.38	15,753.38
TOTAL	MUTUAL FUNDS - INTERNATIONAL EQUITY	3,804.894	75,655.49	68,173.20	70,685.85	70,685.85
	PRINCIPAL CASH		0.00	0.00		
*****	PRINCIPAL TOTAL	29,207.503	371,287.09	353,643.74	355,899.26	355,899.26
	INCOME					
	=====					

DETAIL LIST  
TICKLER 05/03/10 SEQUENCE 800 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR ██████████ WILLIAMS FDN AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG.	FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	TEMPORARY INVESTMENTS						
300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)		2,587.93	2,587.93	2,587.93		
TOTAL	TEMPORARY INVESTMENTS		2,587.93	2,587.93	2,587.93		
	INCOME CASH		0.00	0.00			
*****	INCOME TOTAL		2,587.93	2,587.93	2,587.93	0.00	0.00
	ASSET FILE TOTAL	29,207.503	373,875.02	356,231.67	355,899.26		355,899.26