Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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 JOHN B & EDITH M DOWNS MEMORIAL TU/W	**A Employer identification number** 22-6638233
	Number and street (or P O box number if mail is not delivered to street address) / Room/suite P O BOX 1802	**B** Telephone number (see page 10 of the instructions) ( ) -
	City or town, state, and ZIP code PROVIDENCE, RI 02901-1802	**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 ▶ [ ]

H Check type of organization: [X] 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)* ▶ $ 1,645,790.

J Accounting method: [X] 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	48,708.	48,532.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-80,407.			
	b Gross sales price for all assets on line 6a 542,581.				
	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)	318.			STMT 4
	12 **Total.** Add lines 1 through 11	-31,381.	48,532.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	8,399.	5,040.		3,360.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	790.	40.	NONE	750.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	402.	402.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 7	3.			3.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	9,594.	5,482.	NONE	4,113.
	25 Contributions, gifts, grants paid	64,280.			64,280.
	26 Total expenses and disbursements Add lines 24 and 25	73,874.	5,482.	NONE	68,393.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-105,255.			
	b **Net investment income** (if negative, enter -0-)		43,050.		
	c **Adjusted net income** (if negative, enter -0-)				

POSTMARK DATE APR 0 3 2010

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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	46,136.	23,378.	23,378.
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) ▶ *		* NONE	
	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)	149,265.	149,265.	161,396.
b	Investments - corporate stock (attach schedule)	1,311,590.	1,228,387.	1,380,949.
c	Investments - corporate bonds (attach schedule)	74,472.	74,471.	80,067.
11	Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12	Investments - mortgage loans	NONE	NONE	
13	Investments - other (attach schedule) STMT 8	NONE	NONE	NONE
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	NONE	NONE	NONE
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,581,463.	1,475,501.	1,645,790.
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	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	1,581,463.	1,475,501.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
30	**Total net assets or fund balances** (see page 17 of the instructions)	1,581,463.	1,475,501.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,581,463.	1,475,501.	

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	1,581,463.
2	Enter amount from Part I, line 27a	2	-105,255.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,136.
4	Add lines 1, 2, and 3	4	1,477,344.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	1,843.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,475,501.

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)
1a	SEE PART IV DETAIL			
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) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) ..... { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } | 2 | -80,407.

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 pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 .... | 3 |

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	92,692.	1,654,303.	0.05603084804
2007	92,268.	1,902,659.	0.04849423885
2006	89,021.	1,776,669.	0.05010556271
2005	95,773.	1,710,806.	0.05598121587
2004	72,928.	1,688,126.	0.04320056678

2	**Total** of line 1, column (d)	2	0.25381243225
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05076248645
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,457,010.
5	Multiply line 4 by line 3	5	73,961.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	431.
7	Add lines 5 and 6	7	74,392.
8	Enter qualifying distributions from Part XII, line 4	8	68,393.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	861.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	861.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	861.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 488.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	488.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	373.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of 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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 11			
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* STMT 12	8b		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ PRIVATE BANK, TAX SERVICES Telephone no ▶ (401)278-6880

Located at ▶ P O BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02903

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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
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		
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			
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)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		8,399.	-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	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	1,443,413.
b	Average of monthly cash balances	1b	35,785.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	1,479,198.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,479,198.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	22,188.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,457,010.
6	**Minimum investment return.** Enter 5% of line 5	6	72,851.

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.)

1	Minimum investment return from Part X, line 6			1	72,851.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	861.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	861.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	71,990.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	71,990.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	71,990.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	68,393.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	68,393.
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 page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	68,393.

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				71,990.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			15,729.	
b Total for prior years 20 07 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004 ... NONE				
b From 2005 ... NONE				
c From 2006 ... NONE				
d From 2007 ... NONE				
e From 2008 ... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 68,393.				
a Applied to 2008, but not more than line 2a			15,729.	
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				52,664.
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).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
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				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				19,326.
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	NONE			
10 Analysis of line 9:				
a Excess from 2005 ... NONE				
b Excess from 2006 ... NONE				
c Excess from 2007 ... NONE				
d Excess from 2008 ... NONE				
e Excess from 2009 ... NONE				

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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [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
a *Paid during the year*				
SEE STATEMENT 20				
Total . . . . ▶ **3a**				64,280.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	48,708.	
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	-80,407.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	318.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-31,381.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -31,381.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

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 (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	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

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

Sign Here

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

Austin Wentworth | 04/13/2010 | SVP Tax

Signature of officer or trustee AUSTIN WENTWORTH | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		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 COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,348.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,414.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-696	
		125. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES					10/10/2008	01/13/2009
3,344.00		3,590.00					-246.00	
		5. COCA COLA CO COM PROPERTY TYPE: SECURITIES					08/05/2004	01/13/2009
220.00		222.00					-2.00	
		35. COCA COLA CO COM PROPERTY TYPE: SECURITIES					09/28/2005	01/13/2009
1,541.00		1,500.00					41.00	
		135. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES					05/09/2005	01/13/2009
3,302.00		4,064.00					-762.00	
		75. NOBLE CORP COM PROPERTY TYPE: SECURITIES					05/02/2008	01/13/2009
1,681.00		4,260.00					-2,579.00	
		40. NOBLE CORP COM PROPERTY TYPE: SECURITIES					04/01/2008	01/13/2009
896.00		2,015.00					-1,119.00	
		90. NOBLE CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	01/13/2009
2,017.00		4,209.00					-2,192.00	
		90. BEST BUY INCORPORATED PROPERTY TYPE: SECURITIES					05/15/2008	01/27/2009
2,585.00		4,052.00					-1,467.00	

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)	
		20. BEST BUY INCORPORATED PROPERTY TYPE: SECURITIES					05/02/2008	01/27/2009
574.00		893.00					-319.00	
		55. COCA COLA CO COM PROPERTY TYPE: SECURITIES					09/28/2005	01/27/2009
2,386.00		2,358.00					28.00	
		5. COCA COLA CO COM PROPERTY TYPE: SECURITIES					10/27/2005	01/27/2009
217.00		212.00					5.00	
		65. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES					05/09/2005	01/27/2009
3,370.00		3,654.00					-284.00	
		30. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES					01/16/2003	01/27/2009
1,555.00		1,312.00					243.00	
		25. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES					07/03/2008	01/27/2009
1,050.00		2,525.00					-1,475.00	
		50. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES					01/25/2006	01/27/2009
2,100.00		3,004.00					-904.00	
		65. HEINZ H J CO PROPERTY TYPE: SECURITIES					09/30/2008	02/13/2009
2,245.00		3,249.00					-1,004.00	
		10. RIO TINTO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES					08/12/2005	02/13/2009
1,143.00		1,499.00					-356.00	
		55. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/28/2007	02/13/2009
1,631.00		2,319.00					-688.00	
		210. INVESCO LTD COM PROPERTY TYPE: SECURITIES					05/15/2008	02/13/2009
2,806.00		5,900.00					-3,094.00	

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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)	
		90. INVESCO LTD COM PROPERTY TYPE: SECURITIES					09/05/2008	02/13/2009
1,203.00		2,170.00					-967.00	
		65. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					05/21/2007	02/27/2009
1,638.00		3,538.00					-1,900.00	
		130. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					09/30/2008	02/27/2009
1,248.00		2,412.00					-1,164.00	
		120. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					12/29/2005	02/27/2009
1,152.00		2,225.00					-1,073.00	
		185. NOKIA CORPORATION SPONSORED ADR PROPERTY TYPE: SECURITIES					01/25/2006	02/27/2009
1,777.00		3,420.00					-1,643.00	
		55. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					07/03/2008	03/04/2009
2,365.00		6,382.00					-4,017.00	
		10. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/25/2008	03/04/2009
430.00		726.00					-296.00	
		55. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					05/21/2007	03/04/2009
1,261.00		2,993.00					-1,732.00	
		40. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					05/21/2007	03/06/2009
1,842.00		2,357.00					-515.00	
		15. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/25/2008	03/06/2009
581.00		1,089.00					-508.00	
		25. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/19/2008	03/06/2009
969.00		1,745.00					-776.00	

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)	
		65. HOME DEPOT INC PROPERTY TYPE: SECURITIES					09/05/2008	03/06/2009
1,143.00		1,833.00					-690.00	
		60. HOME DEPOT INC PROPERTY TYPE: SECURITIES					12/18/2008	03/06/2009
1,055.00		1,488.00					-433.00	
		160. HOME DEPOT INC PROPERTY TYPE: SECURITIES					07/03/2008	03/06/2009
2,813.00		3,604.00					-791.00	
		20. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					09/05/2008	03/11/2009
1,106.00		1,933.00					-827.00	
		25. GENENTECH INC PROPERTY TYPE: SECURITIES					10/20/2006	03/11/2009
2,320.00		2,080.00					240.00	
		50. GENENTECH INC PROPERTY TYPE: SECURITIES					12/21/2007	03/11/2009
4,641.00		3,436.00					1,205.00	
		25. HEINZ H J CO PROPERTY TYPE: SECURITIES					09/30/2008	03/18/2009
845.00		1,249.00					-404.00	
		20. HEINZ H J CO PROPERTY TYPE: SECURITIES					10/10/2008	03/18/2009
676.00		815.00					-139.00	
		85. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					05/21/2007	03/18/2009
2,248.00		4,626.00					-2,378.00	
		60. SCHLUMBERGER LIMITED PROPERTY TYPE: SECURITIES					02/09/2006	03/18/2009
2,507.00		3,570.00					-1,063.00	
		25. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/13/2009	03/20/2009
1,723.00		1,944.00					-221.00	

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)	
		65. EXXON MOBIL CORPORATION					11/30/2005	03/20/2009
		PROPERTY TYPE: SECURITIES						
4,480.00		3,800.00					680.00	
		90. AGCO CORP					09/05/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
1,713.00		4,706.00					-2,993.00	
		55. AGCO CORP					09/18/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
1,047.00		2,730.00					-1,683.00	
		70. AGCO CORP					12/18/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
1,332.00		1,660.00					-328.00	
		2120.891 COLUMBIA SHORT TERM BOND FUND C					05/21/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
20,000.00		20,912.00					-912.00	
		20. DISNEY WALT CO					08/15/2007	03/25/2009
		PROPERTY TYPE: SECURITIES						
360.00		650.00					-290.00	
		60. DISNEY WALT CO					04/01/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
1,081.00		1,914.00					-833.00	
		85. HEINZ H J CO					10/10/2008	03/25/2009
		PROPERTY TYPE: SECURITIES						
2,904.00		3,465.00					-561.00	
		2001.669 AGGREGATE BOND CTF					01/17/2003	03/31/2009
		PROPERTY TYPE: SECURITIES						
30,000.00		32,555.00					-2,555.00	
		5579.346 GOVERNMENT CREDIT CTF					10/11/2002	03/31/2009
		PROPERTY TYPE: SECURITIES						
38,860.00		43,303.00					-4,443.00	
		3035.279 GOVERNMENT CREDIT CTF					12/13/2002	03/31/2009
		PROPERTY TYPE: SECURITIES						
21,140.00		23,541.00					-2,401.00	

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)	
		70. BEST BUY INCORPORATED PROPERTY TYPE: SECURITIES					05/02/2008	04/03/2009
2,805.00		3,124.00					-319.00	
		50. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					09/05/2008	04/08/2009
3,166.00		4,833.00					-1,667.00	
		30. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					09/30/2008	04/08/2009
1,900.00		2,818.00					-918.00	
		115. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					06/15/2006	04/08/2009
1,955.00		2,295.00					-340.00	
		15. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					02/17/2006	04/08/2009
255.00		299.00					-44.00	
		30. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					02/14/2005	04/08/2009
510.00		539.00					-29.00	
		90. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					01/16/2003	04/08/2009
1,530.00		1,353.00					177.00	
		45. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					12/09/2003	04/08/2009
3,081.00		1,699.00					1,382.00	
		5. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	04/08/2009
342.00		176.00					166.00	
		30. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					05/25/2008	04/08/2009
285.00		1,271.00					-986.00	
		100. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					08/05/2004	04/08/2009
950.00		6,347.00					-5,397.00	

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)	
		20. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					08/30/2004	04/08/2009
190.00		847.00					-657.00	
		5. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					09/30/2008	04/08/2009
48.00		174.00					-126.00	
		270. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					10/03/2008	04/08/2009
2,566.00		8,534.00					-5,968.00	
		165. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					10/10/2008	04/08/2009
1,568.00		3,010.00					-1,442.00	
		60. PEPSICO INCORPORATED PROPERTY TYPE: SECURITIES					01/16/2003	04/08/2009
3,123.00		2,624.00					499.00	
		70. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/16/2008	04/17/2009
1,712.00		1,712.00						
		30. APACHE CORPORATION PROPERTY TYPE: SECURITIES					01/27/2009	04/17/2009
2,077.00		2,077.00						
		260. CISCO SYSTEMS INCORPORATED PROPERTY TYPE: SECURITIES					01/16/2003	04/17/2009
4,675.00		3,908.00					767.00	
		791.735 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES					08/05/2004	04/17/2009
6,658.00		11,478.00					-4,820.00	
		262.619 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES					09/07/2005	04/17/2009
3,926.00		5,961.00					-2,035.00	
		293.933 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES					08/05/2004	04/17/2009
4,394.00		4,926.00					-532.00	

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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)	
		30. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	04/17/2009
2,023.00		1,055.00					968.00	
		50. HEWLETT PACKARD COMPANY PROPERTY TYPE: SECURITIES					05/21/2007	04/17/2009
1,817.00		2,269.00					-452.00	
		30. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	04/17/2009
3,040.00		2,494.00					546.00	
		60. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					05/21/2007	04/17/2009
2,025.00		3,154.00					-1,129.00	
		30. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					09/05/2008	04/17/2009
1,592.00		2,123.00					-531.00	
		80. MICROSOFT CORPORATION PROPERTY TYPE: SECURITIES					09/05/2007	04/17/2009
1,538.00		2,286.00					-748.00	
		30. OCCIDENTAL PETROLEUM CORPORATION PROPERTY TYPE: SECURITIES					01/13/2009	04/17/2009
1,783.00		1,690.00					93.00	
		40. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES					01/13/2009	04/17/2009
1,513.00		1,513.00						
		5. PRAXAIR INCORPORATED PROPERTY TYPE: SECURITIES					09/05/2008	04/17/2009
344.00		415.00					-71.00	
		15. PRAXAIR INCORPORATED PROPERTY TYPE: SECURITIES					01/25/2006	04/17/2009
1,032.00		779.00					253.00	
		80. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES					09/05/2007	04/17/2009
1,420.00		2,816.00					-1,396.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property: Gross sale price less expenses of sale	Kind of Property: Depreciation allowed/ allowable	Description	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired	Gain or (loss)	Date sold
1,428.00		30. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES	1,811.00					07/03/2008	-383.00	04/17/2009
1,514.00		30. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES	1,712.00					05/15/2008	-198.00	04/17/2009
2,379.00		30. AMAZON COM INC PROPERTY TYPE: SECURITIES	2,530.00					09/05/2007	-151.00	05/01/2009
1,903.00		45. COCA COLA CO COM PROPERTY TYPE: SECURITIES	1,907.00					10/27/2005	-4.00	05/01/2009
423.00		10. COCA COLA CO COM PROPERTY TYPE: SECURITIES	418.00					02/17/2006	5.00	05/01/2009
2,410.00		30. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES	2,878.00					05/21/2007	-468.00	05/01/2009
4,259.00		80. NIKE INC CL B PROPERTY TYPE: SECURITIES	4,722.00					09/05/2008	-463.00	05/01/2009
1,578.00		55. SOUTHERN CO PROPERTY TYPE: SECURITIES	2,167.00					09/18/2008	-589.00	05/01/2009
541.00		10. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES	708.00					09/05/2008	-167.00	05/11/2009
2,165.00		40. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES	2,756.00					09/30/2008	-591.00	05/11/2009
3,464.00		70. AMGEN INC PROPERTY TYPE: SECURITIES	4,122.00					09/30/2008	-658.00	05/19/2009

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)	
		15. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					05/21/2007	05/19/2009
1,239.00		1,439.00					-200.00	
		5. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					05/15/2008	05/19/2009
413.00		459.00					-46.00	
		20. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					05/21/2007	05/19/2009
1,497.00		2,329.00					-832.00	
		50. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	05/19/2009
3,543.00		1,758.00					1,785.00	
		10. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	05/19/2009
1,056.00		831.00					225.00	
		30. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES					10/10/2008	05/19/2009
2,401.00		2,593.00					-192.00	
		10. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					05/21/2007	05/19/2009
255.00		544.00					-289.00	
		50. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					09/28/2007	05/19/2009
1,273.00		2,593.00					-1,320.00	
		20. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					10/20/2006	05/19/2009
1,804.00		894.00					910.00	
		20. PRAXAIR INCORPORATED PROPERTY TYPE: SECURITIES					01/25/2006	05/19/2009
1,463.00		1,039.00					424.00	
		40. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					01/27/2009	05/19/2009
1,142.00		1,313.00					-171.00	

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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)	
		40. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					06/28/2005	05/19/2009
1,142.00		1,150.00					-8.00	
		30. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					05/21/2007	06/09/2009
2,207.00		3,493.00					-1,286.00	
		70. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	06/09/2009
5,122.00		2,462.00					2,660.00	
		50. METLIFE INC PROPERTY TYPE: SECURITIES					05/01/2009	06/09/2009
1,648.00		1,365.00					283.00	
		215. METLIFE INC PROPERTY TYPE: SECURITIES					11/25/2008	06/09/2009
7,085.00		4,986.00					2,099.00	
		80. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/28/2007	06/09/2009
2,354.00		3,374.00					-1,020.00	
		70. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					06/28/2005	06/09/2009
1,946.00		2,012.00					-66.00	
		90. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					10/20/2006	06/19/2009
1,867.00		3,160.00					-1,293.00	
		20. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					12/18/2008	06/19/2009
415.00		376.00					39.00	
		30. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					05/21/2007	06/19/2009
2,333.00		3,493.00					-1,160.00	
		55. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					01/13/2009	06/19/2009
2,458.00		2,311.00					147.00	

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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)	
		25. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					12/18/2008	06/19/2009
1,117.00		946.00					171.00	
		205. NEWS CORP CL A PROPERTY TYPE: SECURITIES					12/21/2007	06/19/2009
1,945.00		4,257.00					-2,312.00	
		65. NEWS CORP CL A PROPERTY TYPE: SECURITIES					01/16/2008	06/19/2009
617.00		1,261.00					-644.00	
		30. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					03/04/2009	06/19/2009
1,428.00		1,318.00					110.00	
		50. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					03/11/2009	06/19/2009
2,381.00		2,154.00					227.00	
		25. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					05/21/2007	06/26/2009
1,928.00		2,911.00					-983.00	
		40. NEWS CORP CL A PROPERTY TYPE: SECURITIES					01/16/2008	06/26/2009
361.00		776.00					-415.00	
		215. NEWS CORP CL A PROPERTY TYPE: SECURITIES					05/15/2008	06/26/2009
1,939.00		4,109.00					-2,170.00	
		100. STAPLES INCORPORATED PROPERTY TYPE: SECURITIES					09/05/2008	06/26/2009
2,052.00		2,398.00					-346.00	
		85. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					03/17/2006	07/31/2009
1,129.00		2,952.00					-1,823.00	
		155. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					10/27/2005	07/31/2009
2,058.00		5,201.00					-3,143.00	

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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)	
		35. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					02/17/2006	07/31/2009
465.00		1,174.00					-709.00	
		55. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					02/09/2006	07/31/2009
730.00		1,811.00					-1,081.00	
		50. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					05/15/2008	07/31/2009
2,497.00		2,854.00					-357.00	
		55. AMAZON COM INC PROPERTY TYPE: SECURITIES					08/06/2007	08/07/2009
4,704.00		4,285.00					419.00	
		20. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	08/07/2009
1,397.00		703.00					694.00	
		40. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					02/09/2006	08/07/2009
589.00		1,317.00					-728.00	
		155. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					07/03/2008	08/07/2009
2,284.00		4,130.00					-1,846.00	
		55. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					09/18/2008	08/07/2009
810.00		1,297.00					-487.00	
		240. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					05/19/2009	08/07/2009
4,650.00		3,932.00					718.00	
		100. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					06/09/2009	08/07/2009
1,937.00		1,431.00					506.00	
		75. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					05/21/2007	08/07/2009
1,744.00		2,603.00					-859.00	

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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)	
		115. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					08/12/2005	08/07/2009
2,674.00		2,674.00						
		10. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					02/17/2006	08/07/2009
233.00		233.00						
		30. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					05/15/2008	08/07/2009
1,482.00		1,712.00					-230.00	
		40. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					07/03/2008	08/07/2009
1,976.00		2,250.00					-274.00	
		150. CIGNA CORPORATION PROPERTY TYPE: SECURITIES					03/11/2009	08/26/2009
4,471.00		2,293.00					2,178.00	
		40. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					08/06/2007	08/26/2009
2,877.00		2,073.00					804.00	
		45. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					06/08/2008	08/26/2009
2,077.00		2,461.00					-384.00	
		25. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					07/03/2008	08/26/2009
1,154.00		1,288.00					-134.00	
		20. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					03/18/2009	08/26/2009
923.00		922.00					1.00	
		10. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					05/15/2008	08/26/2009
1,650.00		1,861.00					-211.00	
		10. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					09/30/2008	08/26/2009
606.00		689.00					-83.00	

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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)	
		40. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/03/2008	08/26/2009
2,424.00		2,607.00					-183.00	
		25. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					09/28/2007	08/26/2009
815.00		1,297.00					-482.00	
		90. MERCK & CO INC COM PROPERTY TYPE: SECURITIES					01/31/2008	08/26/2009
2,935.00		4,139.00					-1,204.00	
		45. STATE STREET CORP PROPERTY TYPE: SECURITIES					06/19/2007	08/26/2009
2,389.00		3,125.00					-736.00	
		15. STATE STREET CORP PROPERTY TYPE: SECURITIES					05/21/2007	08/26/2009
796.00		1,033.00					-237.00	
		100. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					12/18/2008	09/03/2009
2,235.00		1,881.00					354.00	
		100. AVON PRODUCTS INC PROPERTY TYPE: SECURITIES					05/02/2008	09/03/2009
2,969.00		3,906.00					-937.00	
		25. AVON PRODUCTS INC PROPERTY TYPE: SECURITIES					01/31/2008	09/03/2009
742.00		872.00					-130.00	
		35. EXELON CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	09/03/2009
1,697.00		2,781.00					-1,084.00	
		15. EXELON CORP COM PROPERTY TYPE: SECURITIES					11/18/2004	09/03/2009
727.00		622.00					105.00	
		50. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					05/21/2007	09/03/2009
3,609.00		2,467.00					1,142.00	

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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)	
		50. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	09/03/2009
3,403.00		1,758.00					1,645.00	
		50. UNITED PARCEL SERVICE CL B PROPERTY TYPE: SECURITIES					04/08/2009	09/03/2009
2,637.00		2,592.00					45.00	
		55. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/28/2007	09/03/2009
1,654.00		2,319.00					-665.00	
		50. APACHE CORPORATION PROPERTY TYPE: SECURITIES					09/03/2009	10/09/2009
4,987.00		4,133.00					854.00	
		90. CORNING INC PROPERTY TYPE: SECURITIES					04/03/2009	10/09/2009
1,408.00		1,418.00					-10.00	
		85. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	10/09/2009
1,330.00		1,265.00					65.00	
		45. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					05/15/2008	10/09/2009
3,395.00		4,128.00					-733.00	
		30. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					05/21/2007	10/09/2009
2,381.00		1,480.00					901.00	
		75. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					01/16/2003	10/09/2009
5,179.00		2,638.00					2,541.00	
		15. HESS CORP COM PROPERTY TYPE: SECURITIES					07/03/2008	10/09/2009
861.00		1,771.00					-910.00	
		80. HESS CORP COM PROPERTY TYPE: SECURITIES					05/21/2007	10/09/2009
4,591.00		4,873.00					-282.00	

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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)	
		30. HESS CORP COM PROPERTY TYPE: SECURITIES					04/08/2009	10/09/2009
1,722.00		1,706.00					16.00	
		50. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					05/21/2007	10/09/2009
2,288.00		2,628.00					-340.00	
		60. LIFE TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					05/11/2009	10/09/2009
2,841.00		2,171.00					670.00	
		25. POTASH CORP SASK INC PROPERTY TYPE: SECURITIES					01/16/2008	10/09/2009
2,252.00		3,394.00					-1,142.00	
		15. POTASH CORP SASK INC PROPERTY TYPE: SECURITIES					12/18/2008	10/09/2009
1,351.00		1,138.00					213.00	
		45. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES					01/16/2008	10/09/2009
2,033.00		1,211.00					822.00	
		30. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES					11/13/2007	10/09/2009
1,355.00		744.00					611.00	
		75. TJX COMPANIES INCORPORATED NEW PROPERTY TYPE: SECURITIES					06/26/2009	10/09/2009
2,839.00		2,358.00					481.00	
		90. TJX COMPANIES INCORPORATED NEW PROPERTY TYPE: SECURITIES					06/19/2009	10/09/2009
3,407.00		2,783.00					624.00	
		125. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					07/03/2008	10/09/2009
6,242.00		7,031.00					-789.00	
		60. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					06/09/2009	10/09/2009
2,996.00		3,040.00					-44.00	

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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)	
		30. WAL-MART STORES INCORPORATED PROPERTY TYPE: SECURITIES					10/10/2008	10/09/2009
1,498.00		1,475.00					23.00	
		70. ADOBE SYS INC PROPERTY TYPE: SECURITIES					02/09/2008	10/16/2009
2,504.00		2,778.00					-274.00	
		15. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/16/2008	10/16/2009
537.00		568.00					-31.00	
		90. ADOBE SYS INC PROPERTY TYPE: SECURITIES					02/07/2008	10/16/2009
3,220.00		2,929.00					291.00	
		175. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	10/16/2009
2,682.00		2,605.00					77.00	
		5. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	10/16/2009
610.00		416.00					194.00	
		45. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					02/09/2006	10/16/2009
5,492.00		3,614.00					1,878.00	
		75. CIGNA CORPORATION PROPERTY TYPE: SECURITIES					03/11/2009	10/21/2009
2,161.00		1,146.00					1,015.00	
		115. CIGNA CORPORATION PROPERTY TYPE: SECURITIES					03/06/2009	10/21/2009
3,314.00		1,487.00					1,827.00	
		75. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES					01/27/2009	10/21/2009
1,418.00		1,480.00					-62.00	
		45. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					09/18/2008	10/21/2009
707.00		1,061.00					-354.00	

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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)	
		55. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					03/25/2009	10/21/2009
864.00		563.00					301.00	
		75. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/03/2008	10/21/2009
4,562.00		4,888.00					-326.00	
		20. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	11/17/2009
338.00		298.00					40.00	
		90. CORNING INC PROPERTY TYPE: SECURITIES					05/01/2009	11/17/2009
1,520.00		1,287.00					233.00	
		220. CORNING INC PROPERTY TYPE: SECURITIES					02/27/2009	11/17/2009
3,717.00		2,353.00					1,364.00	
		30. HESS CORP COM PROPERTY TYPE: SECURITIES					04/08/2009	11/17/2009
1,748.00		1,706.00					42.00	
		40. HESS CORP COM PROPERTY TYPE: SECURITIES					11/25/2008	11/17/2009
2,331.00		1,907.00					424.00	
		40. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/03/2008	11/17/2009
2,486.00		2,607.00					-121.00	
		70. VALE S A ADR PROPERTY TYPE: SECURITIES					06/09/2009	11/17/2009
2,015.00		1,387.00					628.00	
		30. VALE S A ADR PROPERTY TYPE: SECURITIES					05/19/2009	11/17/2009
863.00		586.00					277.00	
		100. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					06/28/2005	11/17/2009
3,290.00		2,874.00					416.00	

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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)	
		125. COMCAST CORP PROPERTY TYPE: SECURITIES					10/03/2008	12/18/2009
2,148.00		2,384.00					-236.00	
		50. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					05/19/2009	12/18/2009
4,676.00		3,615.00					1,061.00	
		25. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					03/20/2009	12/18/2009
2,338.00		1,598.00					740.00	
		50. PRAXAIR INCORPORATED PROPERTY TYPE: SECURITIES					01/25/2006	12/18/2009
4,012.00		2,597.00					1,415.00	
		85. STATE STREET CORP PROPERTY TYPE: SECURITIES					05/21/2007	12/18/2009
3,521.00		5,852.00					-2,331.00	
		75. STATE STREET CORP PROPERTY TYPE: SECURITIES					11/25/2008	12/18/2009
3,107.00		2,797.00					310.00	
		90. VALE S A ADR PROPERTY TYPE: SECURITIES					05/19/2009	12/18/2009
2,478.00		1,759.00					719.00	
		140. NABORS INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					06/09/2009	12/18/2009
3,071.00		2,603.00					468.00	
		10. NABORS INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					09/03/2009	12/18/2009
219.00		171.00					48.00	

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)	
TOTAL GAIN(LOSS)							-80,407.	

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	998.	998.
ABBOTT LABORATORIES	217.	217.
APACHE CORPORATION	68.	68.
AVON PRODUCTS INC	303.	303.
BEST BUY INCORPORATED	25.	25.
BURLINGTON NORTHERN SANTA FE CORP	80.	80.
CIGNA CORPORATION	5.	5.
CELANESE CORP DEL SER A COM	9.	9.
CHEVRONTEXACO CORP COM	136.	136.
COCA COLA CO COM	23.	23.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,634.	1,634.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	1,344.	1,344.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	301.	301.
COLUMBIA STRATEGIC INCOME FUND CLASS Z S	3,027.	3,009.
COLUMBIA INTERNATIONAL STOCK FUND CLASS	1,123.	1,123.
COLUMBIA INCOME FUND CLASS Z SHARES	3,265.	3,265.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	213.	213.
COLUMBIA MID CAP GROWTH FUND CLASS Z SHA	15.	15.
COLUMBIA CONSERVATIVE HIGH YIELD FUND CL	2,499.	2,499.
COMCAST CORP	86.	86.
AGGREGATE BOND CTF	3,291.	3,291.
CORNING INC	85.	85.
CREDIT SUISSE FIRST BOSTON USA INC GLOBA	3,844.	3,844.
DISNEY WALT CO	95.	95.
DOVER CORPORATION	20.	20.
DUN & BRADSTREET CORP DEL NEW COM	63.	63.
EOG RESOURCES INC	47.	47.
ENTERGY CORP NEW COM	158.	
EXELON CORP COM	310.	310.
EXXON MOBIL CORPORATION	338.	338.
FPL GROUP INC COM	203.	203.
FEDERAL HOME LN MTG CORP MTN CALL 1/30/0	3,750.	3,750.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL NATL MTG ASSN UNSECD SUB NT	3,844.	3,844.
FLOWSERVE CORP	16.	16.
GENERAL ELEC CO	526.	526.
GOLDMAN SACHS GROUP INC	148.	148.
HARTFORD FINANCIAL SVCS GRP	230.	230.
HEINZ H J CO	116.	116.
HESS CORP COM	66.	66.
HEWLETT PACKARD COMPANY	110.	110.
INTERNATIONAL BUSINESS MACHS	374.	374.
ISHARES MSCI EMERGING MKTS INDEX FUND	1,286.	1,286.
J P MORGAN CHASE & CO COM	270.	270.
JOHNSON & JOHNSON	274.	274.
KIMBERLY CLARK CORP COM	476.	476.
LOCKHEED MARTIN CORPORATION	153.	153.
LOWES COMPANIES INCORPORATED	102.	102.
MCKESSON HBOC INC	48.	48.
MERCK & CO INC COM	357.	357.
MICROSOFT CORPORATION	403.	403.
MOLSON COORS BREWING CO CL B	59.	59.
FEDERATED MM OB II PRIME VALUATION #859	402.	402.
MONSANTO CO NEW COM	62.	62.
NEWS CORP CL A	32.	32.
NIKE INC CL B	40.	40.
NORDSTROM INCORPORATED	117.	117.
OCCIDENTAL PETROLEUM CORPORATION	214.	214.
PNC BK CORP	74.	74.
PACKAGING CORP OF AMERICA	67.	67.
PARKER HANNIFIN CORPORATION	60.	60.
PEPSICO INCORPORATED	91.	91.
PFIZER INC	278.	278.
PHILIP MORRIS INTL INC COM	593.	593.
PIMCO COMMODITY REALRETURN STRATEGY FUND	3,519.	3,519.
POLO RALPH LAUREN CORPORATION	2.	2.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
POTASH CORP SASK INC	12.	12.
PRAXAIR INCORPORATED	96.	96.
PRINCIPAL FINL GROUP INC COM	115.	115.
PRUDENTIAL FINL INC COM	49.	49.
SCHLUMBERGER LIMITED	41.	41.
SEMPRA ENERGY	62.	62.
SOUTHERN CO	47.	47.
STAPLES INCORPORATED	98.	98.
STATE STREET CORP	59.	59.
TJX COMPANIES INCORPORATED NEW	20.	20.
TEVA PHARMACEUTICAL INDS LTD ADR	12.	12.
TEXAS INSTRS INC	229.	229.
US BANCORP DEL COM NEW	240.	240.
UNITED PARCEL SERVICE CL B	126.	126.
UNITED TECHNOLOGIES CORP	458.	458.
VALE S A ADR	53.	53.
VERIZON COMMUNICATIONS	175.	175.
WAL-MART STORES INCORPORATED	289.	289.
WASTE MANAGEMENT INC	151.	151.
WELLS FARGO COMPANY	36.	36.
YUM BRANDS INC COM	125.	125.
GOVERNMENT CREDIT CTF	4,089.	4,089.
AXIS CAPITAL HOLDINGS LTD COM	108.	108.
TYCO INTL LTD NEW F COM	34.	34.
TOTAL	48,708.	48,532.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		318.
	TOTALS	318.

STATEMENT 4

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT & ACCOUNTING FEES (ALLOC	40.	40.		
TAX PREPARATION FEE (NON-ALLOC	750.			750.
TOTALS	790.	40.	NONE	750.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	12.	12.
FOREIGN TAXES ON QUALIFIED FOR	336.	336.
FOREIGN TAXES ON NONQUALIFIED	54.	54.
TOTALS	402.	402.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	3.	3.
TOTALS	3.	3.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
SCHEDULE ATTACHED	C
TOTALS	

JOHN B.& EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

DESCRIPTION		AMOUNT
CTF ADJ		1,136.
	TOTAL	1,136.

STATEMENT 9

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

DESCRIPTION		AMOUNT
TYE INCOME ADJ		1,675.
SECURITIES ADJ		167.
ROUNDING		1.
	TOTAL	1,843.

STATEMENT 10

JOHN B.& EDITH M DOWNS MEMORIAL TU/W 22-6638233

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=======================================

NJ

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

NO FILING REQUIREMENT FOR THE STATE OF NEW JERSEY

STATEMENT 12

JOHN B.& EDITH M DOWNS MEMORIAL TU/W 22-6638233

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

OFFICER NAME:
BANK OF AMERICA, NA
ADDRESS:
P O BOX 1802
PROVIDENCE, RI 02901
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 8,399.

TOTAL COMPENSATION: 8,399.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
HARVARD MANAGEMENT COMPANY
ADDRESS:
124 MT AUBURN ST SUITE 430
CAMBRIDGE, MA 02138-5762
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS NAMED ORGANIZATION
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
ALUMNI ASSN SUNY ENVIRONMENTAL
ADDRESS:
SCIENCE & FORESTRY INC
SYRACUSE, NY 13212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS ALUMNI ASSN SUNY ENVIRONM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
UNITED METHODIST HOMES OF N J
ADDRESS:
P O BOX 0667
NEPTUNE, NJ 07754-0667
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS UNITED METHODIST HOMES OF
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
MASONIC HOME OF NJ
ADDRESS:
902 JACKSONVILLE RD
BURLINGTON, NJ 08016-3896
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS MASONIC HOME OF NJ
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
AMERICAN RED CROSS JERSEY COAST
% CATHI VALANZOLA
ADDRESS:
175 SUNSET AV
TOMS RIVER, NJ 08755
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS AMERICAN RED CROSS JERSEY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
ST JOSEPH R C CHURCH
C/O REV SEAN FLYNN
ADDRESS:
PO BOX 387 685 HOOPER AVE
TOMS RIVER, NJ 08753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS ST JOSEPH R C CHURCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CHRIST EPISCOPAL CHURCH
% RECTORS WARDENS & VESTRYMEN
ADDRESS:
415 WASHINGTON ST
TOMS RIVER, NJ 08753-6742
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS CHRIST EPISCOPAL CHURCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
AMERICA'S KESWICK
ADDRESS:
ATTN: WILLIAM E BIBIK
WHITING, NJ 08759
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS AMERICA'S KESWICK
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
ATTN: ROBT W DIXON CAPT
UNION, NJ 07083
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS THE SALVATION ARMY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B.& EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
LAKEHURST UNITED METHODIST CHURC
% PASTOR
ADDRESS:
204 ELM ST
LAKEHURST, NJ 08733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS LAKEHURST UNITED METHODIS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
LAKEHURST PRESBYTERIAN CHURCH
ADDRESS:
ATTN: TREASURER
LAKEHURST, NJ 08733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS LAKEHURST PRESBYTERIAN CH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
OCEAN COUNTY COLLEGE FOUNDATION
% KATHIE E WHITTOM
ADDRESS:
PO BOX 2001
TOMS RIVER, NJ 08754-2001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS OCEAN COUNTY COLLEGE FOUN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
THOMAS E DAWID DIRECTOR OF FINANCIAL
ADDRESS:
PRESBYTERIAN HOMES OF NEW JERSEY
PRINCETON, NJ 08543-2184
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS THOMAS E DAWID DIRECTOR O
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
COMM MEDICAL CENTER FOUNDATION
% RICHARD PALLAMARY DIR DEVELOP
ADDRESS:
99 HIGHWAY 37 WEST
TOMS RIVER, NJ 08755
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS COMM MEDICAL CENTER FOUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
KIMBALL MEDICAL CENTER FDN
ADDRESS:
ATTN: JOHN F MARCY
LAKEWOOD, NJ 08701
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS KIMBALL MEDICAL CENTER FD
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B.& EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
BORO OF LAKEHURST HISTORICAL SOC
% JANET E HELLER TREASURER
ADDRESS:
505 OAK ST
LAKEHURST, NJ 08733-2825
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS BORO OF LAKEHURST HISTORI
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
LAKEHURST FIRST AID SQUAD INC
ADDRESS:
P O BOX 71
LAKEHURST, NJ 08733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS LAKEHURST FIRST AID SQUAD
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
URSINUS COLLEGE
ADDRESS:
P O BOX 1000
COLLEGEVILLE, PA 19426-1000
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS URSINUS COLLEGE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
FRIENDS HOSPITAL
ADDRESS:
ATTN: LYN TAYLOR
PHILADELPHIA, NJ 19124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS FRIENDS HOSPITAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

RECIPIENT NAME:
FRANKLIN & MARSHALL COLLEGE
% ELIZABETH KRAPP
ADDRESS:
P O BOX 3003
LANCASTER, PA 17604-3003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORTS FRANKLIN & MARSHALL COLLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,214.

TOTAL GRANTS PAID: 64,280.
==============

STATEMENT 20

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: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-29,329.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	1,348.
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-27,981.

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)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,414.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-53,144.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	-696.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-52,426.

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

Part III **Summary of Parts I and II**
Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-27,981.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-52,426.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-80,407.

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**

16 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 . . . 16 (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.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	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)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	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)					31	
32	Add lines 30 and 31					32	
33	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)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
JOHN B & EDITH M DOWNS MEMORIAL TU/W	22-6638233

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)
1a 125. CVS CAREMARK CORP COM	10/10/2008	01/13/2009	3,344.00	3,590.00	-246.00
75. NOBLE CORP COM	05/02/2008	01/13/2009	1,681.00	4,260.00	-2,579.00
40. NOBLE CORP COM	04/01/2008	01/13/2009	896.00	2,015.00	-1,119.00
90. NOBLE CORP COM	02/12/2008	01/13/2009	2,017.00	4,209.00	-2,192.00
90. BEST BUY INCORPORATED	05/15/2008	01/27/2009	2,585.00	4,052.00	-1,467.00
20. BEST BUY INCORPORATED	05/02/2008	01/27/2009	574.00	893.00	-319.00
25. SCHLUMBERGER LIMITED	07/03/2008	01/27/2009	1,050.00	2,525.00	-1,475.00
65. HEINZ H J CO	09/30/2008	02/13/2009	2,245.00	3,249.00	-1,004.00
210. INVESCO LTD COM	05/15/2008	02/13/2009	2,806.00	5,900.00	-3,094.00
90. INVESCO LTD COM	09/05/2008	02/13/2009	1,203.00	2,170.00	-967.00
130. NOKIA CORPORATION SPONSORED ADR	09/30/2008	02/27/2009	1,248.00	2,412.00	-1,164.00
55. DEVON ENERGY CORPORATION	07/03/2008	03/04/2009	2,365.00	6,382.00	-4,017.00
10. DEVON ENERGY CORPORATION	11/25/2008	03/04/2009	430.00	726.00	-296.00
15. DEVON ENERGY CORPORATION	11/25/2008	03/06/2009	581.00	1,089.00	-508.00
25. DEVON ENERGY CORPORATION	11/19/2008	03/06/2009	969.00	1,745.00	-776.00
65. HOME DEPOT INC	09/05/2008	03/06/2009	1,143.00	1,833.00	-690.00
60. HOME DEPOT INC	12/18/2008	03/06/2009	1,055.00	1,488.00	-433.00
160. HOME DEPOT INC	07/03/2008	03/06/2009	2,813.00	3,604.00	-791.00
20. BURLINGTON NORTHERN SANTA FE CORP	09/05/2008	03/11/2009	1,106.00	1,933.00	-827.00
25. HEINZ H J CO	09/30/2008	03/18/2009	845.00	1,249.00	-404.00
20. HEINZ H J CO	10/10/2008	03/18/2009	676.00	815.00	-139.00
25. EXXON MOBIL CORPORATION	01/13/2009	03/20/2009	1,723.00	1,944.00	-221.00
90. AGCO CORP	09/05/2008	03/25/2009	1,713.00	4,706.00	-2,993.00
55. AGCO CORP	09/18/2008	03/25/2009	1,047.00	2,730.00	-1,683.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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)
1a 70. AGCO CORP	12/18/2008	03/25/2009	1,332.00	1,660.00	-328.00
2120.891 COLUMBIA SHORT TERM BOND FUND CLASS Z SHAR	05/21/2008	03/25/2009	20,000.00	20,912.00	-912.00
60. DISNEY WALT CO	04/01/2008	03/25/2009	1,081.00	1,914.00	-833.00
85. HEINZ H J CO	10/10/2008	03/25/2009	2,904.00	3,465.00	-561.00
70. BEST BUY INCORPORATED	05/02/2008	04/03/2009	2,805.00	3,124.00	-319.00
50. BURLINGTON NORTHERN SANTA FE CORP	09/05/2008	04/08/2009	3,166.00	4,833.00	-1,667.00
30. BURLINGTON NORTHERN SANTA FE CORP	09/30/2008	04/08/2009	1,900.00	2,818.00	-918.00
30. HARTFORD FINANCIAL SVCS GRP	05/25/2008	04/08/2009	285.00	1,271.00	-986.00
5. HARTFORD FINANCIAL SVCS GRP	09/30/2008	04/08/2009	48.00	174.00	-126.00
270. HARTFORD FINANCIAL SVCS GRP	10/03/2008	04/08/2009	2,566.00	8,534.00	-5,968.00
165. HARTFORD FINANCIAL SVCS GRP	10/10/2008	04/08/2009	1,568.00	3,010.00	-1,442.00
30. APACHE CORPORATION	01/27/2009	04/17/2009	2,077.00	2,077.00	
30. JOHNSON & JOHNSON	09/05/2008	04/17/2009	1,592.00	2,123.00	-531.00
30. OCCIDENTAL PETROLEUM CORPORATION	01/13/2009	04/17/2009	1,783.00	1,690.00	93.00
40. PHILIP MORRIS INTL INC COM	01/13/2009	04/17/2009	1,513.00	1,513.00	
5. PRAXAIR INCORPORATED	09/05/2008	04/17/2009	344.00	415.00	-71.00
30. UNITED TECHNOLOGIES CORP	07/03/2008	04/17/2009	1,428.00	1,811.00	-383.00
30. WAL-MART STORES INCORPORATED	05/15/2008	04/17/2009	1,514.00	1,712.00	-198.00
80. NIKE INC CL B	09/05/2008	05/01/2009	4,259.00	4,722.00	-463.00
55. SOUTHERN CO	09/18/2008	05/01/2009	1,578.00	2,167.00	-589.00
10. JOHNSON & JOHNSON	09/05/2008	05/11/2009	541.00	708.00	-167.00
40. JOHNSON & JOHNSON	09/30/2008	05/11/2009	2,165.00	2,756.00	-591.00
70. AMGEN INC	09/30/2008	05/19/2009	3,464.00	4,122.00	-658.00
30. LOCKHEED MARTIN CORPORATION	10/10/2008	05/19/2009	2,401.00	2,593.00	-192.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

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

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SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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)
1a 40. WASTE MANAGEMENT INC	01/27/2009	05/19/2009	1,142.00	1,313.00	-171.00
50. METLIFE INC	05/01/2009	06/09/2009	1,648.00	1,365.00	283.00
215. METLIFE INC	11/25/2008	06/09/2009	7,085.00	4,986.00	2,099.00
20. AUTODESK INC (DEL)	12/18/2008	06/19/2009	415.00	376.00	39.00
55. MCKESSON HBOC INC	01/13/2009	06/19/2009	2,458.00	2,311.00	147.00
25. MCKESSON HBOC INC	12/18/2008	06/19/2009	1,117.00	946.00	171.00
30. TEVA PHARMACEUTICAL INDS LTD ADR	03/04/2009	06/19/2009	1,428.00	1,318.00	110.00
50. TEVA PHARMACEUTICAL INDS LTD ADR	03/11/2009	06/19/2009	2,381.00	2,154.00	227.00
100. STAPLES INCORPORATED	09/05/2008	06/26/2009	2,052.00	2,398.00	-346.00
55. GENERAL ELEC CO	09/18/2008	08/07/2009	810.00	1,297.00	-487.00
240. HARTFORD FINANCIAL SVCS GRP	05/19/2009	08/07/2009	4,650.00	3,932.00	718.00
100. HARTFORD FINANCIAL SVCS GRP	06/09/2009	08/07/2009	1,937.00	1,431.00	506.00
150. CIGNA CORPORATION	03/11/2009	08/26/2009	4,471.00	2,293.00	2,178.00
20. GILEAD SCIENCES INC	03/18/2009	08/26/2009	923.00	922.00	1.00
10. JOHNSON & JOHNSON	09/30/2008	08/26/2009	606.00	689.00	-83.00
100. AUTODESK INC (DEL)	12/18/2008	09/03/2009	2,235.00	1,881.00	354.00
50. UNITED PARCEL SERVICE CL B	04/08/2009	09/03/2009	2,637.00	2,592.00	45.00
50. APACHE CORPORATION	09/03/2009	10/09/2009	4,987.00	4,133.00	854.00
90. CORNING INC	04/03/2009	10/09/2009	1,408.00	1,418.00	-10.00
85. CORNING INC	04/08/2009	10/09/2009	1,330.00	1,265.00	65.00
30. HESS CORP COM	04/08/2009	10/09/2009	1,722.00	1,706.00	16.00
60. LIFE TECHNOLOGIES CORP COM	05/11/2009	10/09/2009	2,841.00	2,171.00	670.00
15. POTASH CORP SASK INC	12/18/2008	10/09/2009	1,351.00	1,138.00	213.00
75. TJX COMPANIES INCORPORATED NEW	06/26/2009	10/09/2009	2,839.00	2,358.00	481.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

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

Schedule D-1 (Form 1041) 2009

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SCHEDULE D-1 (Form 1041)
Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust	Employer identification number
JOHN B & EDITH M DOWNS MEMORIAL TU/W	22-6638233

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)
1a 90. TJX COMPANIES INCORPORATED NEW	06/19/2009	10/09/2009	3,407.00	2,783.00	624.00
60. WAL-MART STORES INCORPORATED	06/09/2009	10/09/2009	2,996.00	3,040.00	-44.00
30. WAL-MART STORES INCORPORATED	10/10/2008	10/09/2009	1,498.00	1,475.00	23.00
175. CORNING INC	04/08/2009	10/16/2009	2,682.00	2,605.00	77.00
75. CIGNA CORPORATION	03/11/2009	10/21/2009	2,161.00	1,146.00	1,015.00
115. CIGNA CORPORATION	03/06/2009	10/21/2009	3,314.00	1,487.00	1,827.00
75. DEAN FOODS CO NEW COM	01/27/2009	10/21/2009	1,418.00	1,480.00	-62.00
55. GENERAL ELEC CO	03/25/2009	10/21/2009	864.00	563.00	301.00
20. CORNING INC	04/08/2009	11/17/2009	338.00	298.00	40.00
90. CORNING INC	05/01/2009	11/17/2009	1,520.00	1,287.00	233.00
220. CORNING INC	02/27/2009	11/17/2009	3,717.00	2,353.00	1,364.00
30. HESS CORP COM	04/08/2009	11/17/2009	1,748.00	1,706.00	42.00
40. HESS CORP COM	11/25/2008	11/17/2009	2,331.00	1,907.00	424.00
70. VALE S A ADR	06/09/2009	11/17/2009	2,015.00	1,387.00	628.00
30. VALE S A ADR	05/19/2009	11/17/2009	863.00	586.00	277.00
50. EOG RESOURCES INC	05/19/2009	12/18/2009	4,676.00	3,615.00	1,061.00
25. EOG RESOURCES INC	03/20/2009	12/18/2009	2,338.00	1,598.00	740.00
90. VALE S A ADR	05/19/2009	12/18/2009	2,478.00	1,759.00	719.00
140. NABORS INDUSTRIES INC COM	06/09/2009	12/18/2009	3,071.00	2,603.00	468.00
10. NABORS INDUSTRIES INC COM	09/03/2009	12/18/2009	219.00	171.00	48.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -29,329.00

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

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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 5. COCA COLA CO COM	08/05/2004	01/13/2009	220.00	222.00	-2.00
35. COCA COLA CO COM	09/28/2005	01/13/2009	1,541.00	1,500.00	41.00
135. WELLS FARGO COMPANY	05/09/2005	01/13/2009	3,302.00	4,064.00	-762.00
55. COCA COLA CO COM	09/28/2005	01/27/2009	2,386.00	2,358.00	28.00
5. COCA COLA CO COM	10/27/2005	01/27/2009	217.00	212.00	5.00
65. PEPSICO INCORPORATED	05/09/2005	01/27/2009	3,370.00	3,654.00	-284.00
30. PEPSICO INCORPORATED	01/16/2003	01/27/2009	1,555.00	1,312.00	243.00
50. SCHLUMBERGER LIMITED	01/25/2006	01/27/2009	2,100.00	3,004.00	-904.00
10. RIO TINTO PLC SPONSORED ADR	08/12/2005	02/13/2009	1,143.00	1,499.00	-356.00
55. VERIZON COMMUNICATIONS	11/28/2007	02/13/2009	1,631.00	2,319.00	-688.00
65. MERCK & CO INC COM	05/21/2007	02/27/2009	1,638.00	3,538.00	-1,900.00
120. NOKIA CORPORATION SPONSORED ADR	12/29/2005	02/27/2009	1,152.00	2,225.00	-1,073.00
185. NOKIA CORPORATION SPONSORED ADR	01/25/2006	02/27/2009	1,777.00	3,420.00	-1,643.00
55. MERCK & CO INC COM	05/21/2007	03/04/2009	1,261.00	2,993.00	-1,732.00
40. ABBOTT LABORATORIES	05/21/2007	03/06/2009	1,842.00	2,357.00	-515.00
25. GENENTECH INC	10/20/2006	03/11/2009	2,320.00	2,080.00	240.00
50. GENENTECH INC	12/21/2007	03/11/2009	4,641.00	3,436.00	1,205.00
85. MERCK & CO INC COM	05/21/2007	03/18/2009	2,248.00	4,626.00	-2,378.00
60. SCHLUMBERGER LIMITED	02/09/2006	03/18/2009	2,507.00	3,570.00	-1,063.00
65. EXXON MOBIL CORPORATION	11/30/2005	03/20/2009	4,480.00	3,800.00	680.00
20. DISNEY WALT CO	08/15/2007	03/25/2009	360.00	650.00	-290.00
2001.669 AGGREGATE BOND CTF	01/17/2003	03/31/2009	30,000.00	32,555.00	-2,555.00
5579.346 GOVERNMENT CREDIT CTF	10/11/2002	03/31/2009	38,860.00	43,303.00	-4,443.00
3035.279 GOVERNMENT CREDIT CTF	12/13/2002	03/31/2009	21,140.00	23,541.00	-2,401.00
115. CISCO SYSTEMS INCORPORATED	06/15/2006	04/08/2009	1,955.00	2,295.00	-340.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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

JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number

22-6638233

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 15. CISCO SYSTEMS INCORPORATED	02/17/2006	04/08/2009	255.00	299.00	-44.00
30. CISCO SYSTEMS INCORPORATED	02/14/2005	04/08/2009	510.00	539.00	-29.00
90. CISCO SYSTEMS INCORPORATED	01/16/2003	04/08/2009	1,530.00	1,353.00	177.00
45. EXXON MOBIL CORPORATION	12/09/2003	04/08/2009	3,081.00	1,699.00	1,382.00
5. EXXON MOBIL CORPORATION	01/16/2003	04/08/2009	342.00	176.00	166.00
100. HARTFORD FINANCIAL SVCS GRP	08/05/2004	04/08/2009	950.00	6,347.00	-5,397.00
20. HARTFORD FINANCIAL SVCS GRP	08/30/2004	04/08/2009	190.00	847.00	-657.00
60. PEPSICO INCORPORATED	01/16/2003	04/08/2009	3,123.00	2,624.00	499.00
70. ADOBE SYS INC	01/16/2008	04/17/2009	1,712.00	1,712.00	
260. CISCO SYSTEMS INCORPORATED	01/16/2003	04/17/2009	4,675.00	3,908.00	767.00
791.735 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	08/05/2004	04/17/2009	6,658.00	11,478.00	-4,820.00
262.619 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	09/07/2005	04/17/2009	3,926.00	5,961.00	-2,035.00
293.933 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	08/05/2004	04/17/2009	4,394.00	4,926.00	-532.00
30. EXXON MOBIL CORPORATION	01/16/2003	04/17/2009	2,023.00	1,055.00	968.00
50. HEWLETT PACKARD COMPANY	05/21/2007	04/17/2009	1,817.00	2,269.00	-452.00
30. INTERNATIONAL BUSINESS MACHS	03/17/2006	04/17/2009	3,040.00	2,494.00	546.00
60. J P MORGAN CHASE & CO COM	05/21/2007	04/17/2009	2,025.00	3,154.00	-1,129.00
80. MICROSOFT CORPORATION	09/05/2007	04/17/2009	1,538.00	2,286.00	-748.00
15. PRAXAIR INCORPORATED	01/25/2006	04/17/2009	1,032.00	779.00	253.00
80. TEXAS INSTRS INC	09/05/2007	04/17/2009	1,420.00	2,816.00	-1,396.00
30. AMAZON COM INC	09/05/2007	05/01/2009	2,379.00	2,530.00	-151.00
45. COCA COLA CO COM	10/27/2005	05/01/2009	1,903.00	1,907.00	-4.00
10. COCA COLA CO COM	02/17/2006	05/01/2009	423.00	418.00	5.00
30. DUN & BRADSTREET CORP DEL NEW COM	05/21/2007	05/01/2009	2,410.00	2,878.00	-468.00
15. DUN & BRADSTREET CORP DEL NEW COM	05/21/2007	05/19/2009	1,239.00	1,439.00	-200.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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 5. DUN & BRADSTREET CORP DEL NEW COM	05/15/2008	05/19/2009	413.00	459.00	-46.00
20. ENTERGY CORP NEW COM	05/21/2007	05/19/2009	1,497.00	2,329.00	-832.00
50. EXXON MOBIL CORPORATION	01/16/2003	05/19/2009	3,543.00	1,758.00	1,785.00
10. INTERNATIONAL BUSINESS MACHS	03/17/2006	05/19/2009	1,056.00	831.00	225.00
10. MERCK & CO INC COM	05/21/2007	05/19/2009	255.00	544.00	-289.00
50. MERCK & CO INC COM	09/28/2007	05/19/2009	1,273.00	2,593.00	-1,320.00
20. MONSANTO CO NEW COM	10/20/2006	05/19/2009	1,804.00	894.00	910.00
20. PRAXAIR INCORPORATED	01/25/2006	05/19/2009	1,463.00	1,039.00	424.00
40. WASTE MANAGEMENT INC	06/28/2005	05/19/2009	1,142.00	1,150.00	-8.00
30. ENTERGY CORP NEW COM	05/21/2007	06/09/2009	2,207.00	3,493.00	-1,286.00
70. EXXON MOBIL CORPORATION	01/16/2003	06/09/2009	5,122.00	2,462.00	2,660.00
80. VERIZON COMMUNICATIONS	11/28/2007	06/09/2009	2,354.00	3,374.00	-1,020.00
70. WASTE MANAGEMENT INC	06/28/2005	06/09/2009	1,946.00	2,012.00	-66.00
90. AUTODESK INC (DEL)	10/20/2006	06/19/2009	1,867.00	3,160.00	-1,293.00
30. ENTERGY CORP NEW COM	05/21/2007	06/19/2009	2,333.00	3,493.00	-1,160.00
205. NEWS CORP CL A	12/21/2007	06/19/2009	1,945.00	4,257.00	-2,312.00
65. NEWS CORP CL A	01/16/2008	06/19/2009	617.00	1,261.00	-644.00
25. ENTERGY CORP NEW COM	05/21/2007	06/26/2009	1,928.00	2,911.00	-983.00
40. NEWS CORP CL A	01/16/2008	06/26/2009	361.00	776.00	-415.00
215. NEWS CORP CL A	05/15/2008	06/26/2009	1,939.00	4,109.00	-2,170.00
85. GENERAL ELEC CO	03/17/2006	07/31/2009	1,129.00	2,952.00	-1,823.00
155. GENERAL ELEC CO	10/27/2005	07/31/2009	2,058.00	5,201.00	-3,143.00
35. GENERAL ELEC CO	02/17/2006	07/31/2009	465.00	1,174.00	-709.00
55. GENERAL ELEC CO	02/09/2006	07/31/2009	730.00	1,811.00	-1,081.00
50. WAL-MART STORES INCORPORATED	05/15/2008	07/31/2009	2,497.00	2,854.00	-357.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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 55. AMAZON COM INC	08/06/2007	08/07/2009	4,704.00	4,285.00	419.00
20. EXXON MOBIL CORPORATION	01/16/2003	08/07/2009	1,397.00	703.00	694.00
40. GENERAL ELEC CO	02/09/2006	08/07/2009	589.00	1,317.00	-728.00
155. GENERAL ELEC CO	07/03/2008	08/07/2009	2,284.00	4,130.00	-1,846.00
75. US BANCORP DEL COM NEW	05/21/2007	08/07/2009	1,744.00	2,603.00	-859.00
115. US BANCORP DEL COM NEW	08/12/2005	08/07/2009	2,674.00	2,674.00	
10. US BANCORP DEL COM NEW	02/17/2006	08/07/2009	233.00	233.00	
30. WAL-MART STORES INCORPORATED	05/15/2008	08/07/2009	1,482.00	1,712.00	-230.00
40. WAL-MART STORES INCORPORATED	07/03/2008	08/07/2009	1,976.00	2,250.00	-274.00
40. EXPRESS SCRIPTS INC CL A	08/06/2007	08/26/2009	2,877.00	2,073.00	804.00
45. GILEAD SCIENCES INC	06/08/2008	08/26/2009	2,077.00	2,461.00	-384.00
25. GILEAD SCIENCES INC	07/03/2008	08/26/2009	1,154.00	1,288.00	-134.00
10. GOLDMAN SACHS GROUP INC	05/15/2008	08/26/2009	1,650.00	1,861.00	-211.00
40. JOHNSON & JOHNSON	07/03/2008	08/26/2009	2,424.00	2,607.00	-183.00
25. MERCK & CO INC COM	09/28/2007	08/26/2009	815.00	1,297.00	-482.00
90. MERCK & CO INC COM	01/31/2008	08/26/2009	2,935.00	4,139.00	-1,204.00
45. STATE STREET CORP	06/19/2007	08/26/2009	2,389.00	3,125.00	-736.00
15. STATE STREET CORP	05/21/2007	08/26/2009	796.00	1,033.00	-237.00
100. AVON PRODUCTS INC	05/02/2008	09/03/2009	2,969.00	3,906.00	-937.00
25. AVON PRODUCTS INC	01/31/2008	09/03/2009	742.00	872.00	-130.00
35. EXELON CORP COM	02/12/2008	09/03/2009	1,697.00	2,781.00	-1,084.00
15. EXELON CORP COM	11/18/2004	09/03/2009	727.00	622.00	105.00
50. EXPRESS SCRIPTS INC CL A	05/21/2007	09/03/2009	3,609.00	2,467.00	1,142.00
50. EXXON MOBIL CORPORATION	01/16/2003	09/03/2009	3,403.00	1,758.00	1,645.00
55. VERIZON COMMUNICATIONS	11/28/2007	09/03/2009	1,654.00	2,319.00	-665.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOHN B & EDITH M DOWNS MEMORIAL TU/W

Employer identification number: 22-6638233

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 45. DUN & BRADSTREET CORP DEL NEW COM	05/15/2008	10/09/2009	3,395.00	4,128.00	-733.00
30. EXPRESS SCRIPTS INC CL A	05/21/2007	10/09/2009	2,381.00	1,480.00	901.00
75. EXXON MOBIL CORPORATION	01/16/2003	10/09/2009	5,179.00	2,638.00	2,541.00
15. HESS CORP COM	07/03/2008	10/09/2009	861.00	1,771.00	-910.00
80. HESS CORP COM	05/21/2007	10/09/2009	4,591.00	4,873.00	-282.00
50. J P MORGAN CHASE & CO COM	05/21/2007	10/09/2009	2,288.00	2,628.00	-340.00
25. POTASH CORP SASK INC	01/16/2008	10/09/2009	2,252.00	3,394.00	-1,142.00
45. SOUTHWESTERN ENERGY CO	01/16/2008	10/09/2009	2,033.00	1,211.00	822.00
30. SOUTHWESTERN ENERGY CO	11/13/2007	10/09/2009	1,355.00	744.00	611.00
125. WAL-MART STORES INCORPORATED	07/03/2008	10/09/2009	6,242.00	7,031.00	-789.00
70. ADOBE SYS INC	02/09/2008	10/16/2009	2,504.00	2,778.00	-274.00
15. ADOBE SYS INC	01/16/2008	10/16/2009	537.00	568.00	-31.00
90. ADOBE SYS INC	02/07/2008	10/16/2009	3,220.00	2,929.00	291.00
5. INTERNATIONAL BUSINESS MACHS	03/17/2006	10/16/2009	610.00	416.00	194.00
45. INTERNATIONAL BUSINESS MACHS	02/09/2006	10/16/2009	5,492.00	3,614.00	1,878.00
45. GENERAL ELEC CO	09/18/2008	10/21/2009	707.00	1,061.00	-354.00
75. JOHNSON & JOHNSON	07/03/2008	10/21/2009	4,562.00	4,888.00	-326.00
40. JOHNSON & JOHNSON	07/03/2008	11/17/2009	2,486.00	2,607.00	-121.00
100. WASTE MANAGEMENT INC	06/28/2005	11/17/2009	3,290.00	2,874.00	416.00
125. COMCAST CORP	10/03/2008	12/18/2009	2,148.00	2,384.00	-236.00
50. PRAXAIR INCORPORATED	01/25/2006	12/18/2009	4,012.00	2,597.00	1,415.00
85. STATE STREET CORP	05/21/2007	12/18/2009	3,521.00	5,852.00	-2,331.00
75. STATE STREET CORP	11/25/2008	12/18/2009	3,107.00	2,797.00	310.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -53,144.00

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

BRISTOL MYERS SQUIBB CO COM	12.00	
PIMCO COMMODITY REALRETURN STRATEGY FUND	833.00	
TENENT HEALTHCARE CORP	197.00	
TYCO INTERNATIONAL LTD	287.00	
CLASS ACTIONS SETTLEMENT FOR AIG INC (SEC) (2	86.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,414.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,414.00

JOHN B & EDITH M DOWNS MEMORIAL TU/W 22-6638233

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	1,348.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		1,348.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-696.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-696.00

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
2,697.330	FEDERATED MM OB II PRIME VALUATION #859 INST SHARES (Income Investment)	60934N567	$2,697.33	$0.17	$2,697.33 1.000	$0.00	$1.59	0.1%
20,680.920	FEDERATED MM OB II PRIME VALUATION #859 INST SHARES	60934N567	20,680.92	2.13	20,680.92 1.000	0.00	12 20	0.1
	Total Cash Equivalents		**$23,378.25**	**$2.30**	**$23,378.25**	**$0.00**	**$13.79**	**0.1%**
Total Cash/Currency			**$23,378.25**	**$2.30**	**$23,378.25**	**$0.00**	**$13.79**	**0.1%**
Equities								

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
155.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$8,368.45 53.990	$0.00	$7,788.71 50.250	$579.74	$248.00	3.0%
175.000	ADOBE SYS INC Ticker: ADBE	00724F101 IFT	6,436.50 36.780	0.00	4,627.65 26.444	1,808.85	0 00	0.0
110.000	AMGEN INC Ticker: AMGN	031162100 HEA	6,222.70 56.570	0.00	5,620.11 51.092	602.59	0 00	0 0
150.000	APACHE CORP Ticker: APA	037411105 ENR	15,475 50 103.170	0.00	10,138.33 67.589	5,337.17	90.00	0.6
50.000	APPLE INC Ticker: AAPL	037833100 IFT	10,536.60 210.732	0.00	9,882.18 197 644	654.42	0 00	0.0
705.000	AT&T INC Ticker: T	00206R102 TEL	19,761.15 28.030	0.00	17,624.79 25.000	2,136.36	1,184 40	6 0
290.000	AVON PRODS INC Ticker: AVP	054303102 CNS	9,135.00 31.500	0.00	8,489.65 29.275	645.35	243.60	2.7
300.000	CHEVRON CORP Ticker. CVX	166764100 ENR	23,097.00 76.990	0.00	22,337.17 74.457	759.83	816.00	3.5

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Bank of America

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
425.000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	10,174.50 23.940	0.00	10,029.32 23 598	145.18	0.00	0.0
260.000	COMCAST CORP NEW CL A COM Ticker: CMCS A	20030N101 CND	4,383.60 16.860	0.00	4,629.05 17.804	-245.45	98 28	2.2
100.000	DIRECTV CL A COM Ticker: DTV	25490A101 CND	3,335.00 33.350	0.00	3,309.91 33.099	25.09	0.00	0.0
260.000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND	8,385.00 32.250	91.00	7,438.09 28.608	946.91	91 00	1.1
900.000	EMC CORP Ticker. EMC	268648102 IFT	15,723.00 17.470	0.00	9,760.80 10.845	5,962.20	0.00	0.0
50.000	EOG RES INC Ticker: EOG	26875P101 ENR	4,865.00 97.300	0.00	2,794.53 55.891	2,070.47	29.00	0.6
110.000	EXELON CORP Ticker: EXC	30161N101 UTL	5,375.70 48.870	0.00	4,561.70 41 470	814 00	231.00	4.3
130.000	FPL GROUP INC Ticker: FPL	302571104 UTL	6,866.60 52.820	0.00	7,104.22 54.648	-237.62	245 70	3.6
300.000	GENERAL ELEC CO Ticker: GE	369604103 IND	4,539.00 15.130	30.00	2,811.76 9.373	1,727.24	120.00	2.6
85.000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA	3,677.95 43.270	0.00	3,841.93 45 199	-163.98	0.00	0.0
90.000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104 FIN	15,195 60 168.840	0.00	13,466.57 149.629	1,729.03	126.00	0.8
320.000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT	16,483.20 51.510	25.60	8,779.49 27.436	7,703 71	102.40	0.6
125.000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	16,362.50 130 900	0.00	9,788.78 78.310	6,573.72	275.00	1.7
410.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	17,084.70 41.670	0.00	19,206.21 46.844	-2,121.51	82.00	0.5
200.000	KIMBERLY CLARK CORP Ticker: KMB	494368103 CNS	12,742.00 63.710	120.00	11,723.77 58.619	1,018.23	480.00	3.8

Settlement Date

Bank of America

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
75.000	LOCKHEED MARTIN CORP Ticker: LMT	539830109 IND	5,651.25 75.350	0.00	5,504.41 73.392	146.84	189.00	3.3
385.000	LOWES COS INC Ticker: LOW	548661107 CND	9,005.15 23.390	0.00	5,096.44 13.238	3,908.71	138.60	1.5
130.000	MCKESSON CORP Ticker: MCK	58155Q103 HEA	8,125.00 62.500	15.60	6,223.96 47.877	1,901.04	62 40	0.8
75.000	MEDCO HLTH SOLUTIONS INC Ticker: MHS	58405U102 HEA	4,793.25 63.910	0.00	4,202.90 56.039	590.35	0.00	0.0
795.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	24,231.60 30.480	0.00	20,037.77 25.205	4,193.83	413.40	1.7
50.000	MONSANTO CO NEW COM Ticker. MON	61166W101 MAT	4,087.50 81.750	0.00	2,234.37 44.687	1,853.13	53.00	1.3
160.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	13,016.00 81.350	52.80	7,879.46 49.247	5,136.54	211.20	1.6
225.000	PEPSICO INC Ticker: PEP	713448108 CNS	13,680.00 60.800	101.25	13,724.41 60.997	-44 41	405.00	3.0
1,160.000	PFIZER INC Ticker: PFE	717081103 HEA	21,100.40 18.190	0.00	18,492.32 15.942	2,608.08	835.20	4.0
380.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	18,312.20 48.190	220.40	15,329.06 40.340	2,983.14	881.60	4.8
170.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	8,974.30 52.790	0.00	6,689.30 39.349	2,285.00	68 00	0.8
170.000	PRUDENTIAL FINL INC Ticker: PRU	744320102 FIN	8,459.20 49.760	0.00	8,498.16 49.989	-38.96	119.00	1.4
160.000	SEMPRA ENERGY Ticker: SRE	816851109 UTL	8,956.80 55.980	62.40	7,870.27 49.189	1,086.53	249.60	2.8
140.000	SOUTHWESTERN ENERGY CO Ticker: SWN	845467109 ENR	6,748.00 48.200	0.00	3,472.25 24.802	3,275.75	0 00	0 0
405 000	STAPLES INC Ticker. SPLS	855030102 CND	9,958.95 24.590	33.41	8,709 21 21.504	1,249.74	133.65	1.3

Bank of America

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
515.000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	13,420.90 26.060	0.00	14,469.84 28 097	-1,048.94	247.20	1.8
175 000	THERMO FISHER SCIENTIFIC CORP Ticker: TMO	883556102 HEA	8,345.75 47.690	0.00	9,555.29 54.602	-1,209.54	0.00	0.0
60.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	3,442.20 57.370	0.00	3,110.12 51.835	332.08	108 00	3.1
325.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	22,558.25 69.410	0.00	13,353.88 41.089	9,204.37	500.50	2.2
465.000	US BANCORP DEL COM NEW Ticker. USB	902973304 FIN	10,467.15 22.510	23.25	11,471.41 24.670	-1,004.26	93.00	0.9
500.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	13,495.00 26.990	0.00	13,667.72 27.335	-172.72	100.00	0.7
160.000	YUM BRANDS INC Ticker: YUM	988498101 CND	5,595.20 34 970	0.00	2,994.00 18 713	2,601.20	134.40	2.4
	Total U.S. Large Cap		**$486,650.30**	**$775.71**	**$408,341.27**	**$78,309.03**	**$9,405.13**	**1.9%**
U.S. Mid Cap								
150.000	AMPHENOL CORP NEW CL A Ticker: APH	032095101 IFT	$6,927.00 46.180	$2.25	$6,114.95 40.766	$812.05	$9.00	0.1%
90 000	APOLLO GROUP INC CL A Ticker: APOL	037604105 CND	5,452.20 60.580	0.00	5,555.08 61.723	-102.88	0.00	0.0
190.000	AXIS CAP HLDGS LTD BERMUDA Ticker: AXS	G0692U109 FIN	5,397.90 28.410	39.90	4,675.55 24.608	722.35	159.60	3.0
225.000	CELANESE CORP DEL SER A COM Ticker: CE	150870103 MAT	7,222.50 32.100	0.00	5,682.91 25 257	1,539.59	36.00	0.5

Bank of America

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap (cont)								
1,615.375	COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES Ticker: CLSP X	19765P232 OEQ	33,131.34 20.510	0.00	27,073.68 16.760	6,057.66	14.54	0.0
2,898.393	COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker: NAMA X	19765J830 OEQ	32,114.19 11.080	0.00	41,771.55 14.412	-9,657.36	289.84	0 9
330 000	DEAN FOODS CO NEW COM Ticker: DF	242370104 CNS	5,953.20 18.040	0.00	5,877.54 17.811	75.66	0.00	0.0
325.000	DISCOVER FINL SVCS Ticker: DFS	254709108 FIN	4,780.75 14.710	6.50	4,807.92 14.794	-27.17	26 00	0.5
75.000	DOVER CORP Ticker: DOV	260003108 IND	3,120.75 41.610	0.00	3,032.84 40.438	87.91	78.00	2.5
55.000	FLOWSERVE CORP Ticker: FLS	34354P105 IND	5,199.15 94.530	14.85	4,686.53 85.210	512.62	59.40	1.1
125.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409 HEA	9,355.00 74.840	0.00	9,735.84 77.887	-380.84	0.00	0.0
185.000	MOLSON COORS BREWING CO CL B COM Ticker: TAP	60871R209 CNS	8,354.60 45.160	0.00	8,699.45 47.024	-344.85	177.60	2.1
525.000	MYLAN INC Ticker: MYL	628530107 HEA	9,675.75 18.430	0.00	8,073.57 15.378	1,602.18	0.00	0.0
255.000	NABORS INDS INC ISIN BMG6359F1032 BERMUDA Ticker: NBR	G6359F103 ENR	5,581.95 21.890	0.00	4,133.86 16.211	1,448.09	0.00	0.0
100.000	NAVISTAR INTL CORP NEW Ticker: NAV	63934E108 IND	3,865 00 38.650	0.00	4,120.00 41.200	-255.00	0.00	0 0
310.000	NORDSTROM INC Ticker: JWN	655664100 CND	11,649.80 37.580	0.00	8,126.08 26.213	3,523.72	198.40	1.7
175.000	PACKAGING CORP AMER Ticker: PKG	695156109 MAT	4,026.75 23.010	26.25	2,274 06 12.995	1,752.69	105 00	2.6

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap (cont)								
120.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	6,465.60 53.880	0.00	5,538.19 46.152	927.41	120.00	1.9
40.000	POLO RALPH LAUREN CORP CL A Ticker: RL	731572103 CND	3,239.20 80.980	4.00	2,841.40 71.035	397.80	16.00	0.5
230.000	PRINCIPAL FINL GROUP INC Ticker: PFG	74251V102 FIN	5,529.20 24.040	0.00	5,985.73 26.025	-456.53	115.00	2.1
	Total U.S. Mid Cap		**$177,041.83**	**$93.75**	**$168,806.73**	**$8,235.10**	**$1,404.38**	**0.8%**
U.S. Small Cap								
6,691.735	COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHARES Ticker: PSCPX	19765J723 OEQ	$63,437.65 9.480	$0.00	$59,152.24 8.840	$4,285.41	$0.00	0.0%
988.429	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZX	19765N567 OEQ	37,372.50 37.810	0.00	31,496.85 31.866	5,875.65	213.50	0.6
	Total U.S. Small Cap		**$100,810.15**	**$0.00**	**$90,649.09**	**$10,161.06**	**$213.50**	**0.2%**
International Developed								
2,818.575	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACINX	197199813 OEQ	$96,564.38 34.260	$0.00	$66,349.25 23.540	$30,215.13	$1,496.66	1.6%
2,731.270	COLUMBIA INTERNATIONAL STOCK FUND CLASS Z SHARES Ticker: CMISX	19765L736 OEQ	31,054.54 11.370	0.00	35,397.26 12.960	-4,342.72	1,032.42	3.3
125.000	NOBLE CORP ISIN CH0033347318 SWITZERLAND Ticker: NE	H5833N103 ENR	5,087.50 40.700	0.00	5,195.45 41.564	-107.95	20.00	0.4
25.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM Ticker: RTP	767204100 MAT	5,384.75 215.390	0.00	5,097.33 203.893	287.42	136.00	2.5

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed (cont)								
250.000	TYCO INTL LTD NEW F COM SWITZERLAND Ticker. TYC	H89128104 IND	8,920.00 35.680	0.00	8,295.76 33.183	624.24	200.00	2.2
	Total International Developed		**$147,011.17**	**$0.00**	**$120,335.05**	**$26,676.12**	**$2,885.08**	**2.0%**
Emerging Markets								
1,930.000	ISHARES MSCI EMERGING MKTS INDEX FUND Ticker: EEM	464287234 OEQ	$80,095.00 41.500	$0.00	$54,696.20 28.340	$25,398.80	$46.32	0.1%
	Total Emerging Markets		**$80,095.00**	**$0.00**	**$54,696.20**	**$25,398.80**	**$46.32**	**0.1%**
Total Equities			**$991,608.45**	**$869.46**	**$842,828.34**	**$148,780.11**	**$13,954.41**	**1.4%**
Fixed Income								
Investment Grade Taxable								
75,000.000	*2014* FEDERAL NATL MTG ASSN UNSECD SUB NT DTD 11/06/03 5 125% DUE 01/02/14 Moody's: AAA S&P: AAA	31359MTP8	$79,622.25 106.163	$1,911.19	$74,355.45 99.141	$5,266.80	$3,843.75	4.8% 3.4
75,000.000	CREDIT SUISSE FIRST BOSTON USA INC GLOBAL SR NT DTD 01/09/04 5.125% DUE 01/15/14 Moody's: AA1 S&P: A+	22541LAM5	80,067.00 106.756	1,772.39	74,471.25 99.295	5,595.75	3,843.75	4.8 3.2
75,000.000	FEDERAL HOME LN MTG CORP MTN CALL 1/30/07 @100 DTD 01/30/04 5.000% DUE 01/30/14 Moody's: AAA S&P: AAA	3128X2TM7	81,773.25 109.031	1,572.92	74,910.00 99.880	6,863.25	3,750.00	4.6 2.5
4,085.889	AGGREGATE BOND CTF ORIGINAL COST 67,999 38	202671913	63,957 24 15.653	52.14	67,598.34 16.544	-3,641.10	2,717.12	4.2

Bank of America

Portfolio Detail

Account: 51-11-622-8536038 JOHN B & EDITH M DOWNS MEM TU/W

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
5,516.550	COLUMBIA INCOME FUND CLASS Z SHARES	19765N518	51,855.57 9 400	265.06	55,000.00 9 970	-3,144.43	3,056.17	5.9
2,950.103	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765H362	29,147.02 9 880	81.64	29,088.02 9 860	59.00	1,132.84	3.9
9,965.368	COLUMBIA STRATEGIC INCOME FUND CLASS Z SHARES	19765L694	57,599.83 5.780	0.00	60,000.00 6.021	-2,400.17	3,029.47	5.3
10,129.534	GOVERNMENT CREDIT CTF ORIGINAL COST 76,944.00	993361880	75,555.18 7.459	61.75	79,359.51 7.834	-3,804.33	3,211.06	4.3
	Total Investment Grade Taxable		**$519,577.34**	**$5,717.09**	**$514,782.57**	**$4,794.77**	**$24,584.16**	**4.7%**
Global High Yield Taxable								
4,654.308	COLUMBIA CONSERVATIVE HIGH YIELD FUND CLASS Z SHARES	19765P323	$34,814 22 7.480	$246.77	$39,809.98 8.553	-$4,995.76	$2,499.36	7.2%
	Total Global High Yield Taxable		**$34,814.22**	**$246.77**	**$39,809.98**	**-$4,995.76**	**$2,499.36**	**7.2%**
Total Fixed Income			**$554,391.56**	**$5,963.86**	**$554,592.55**	**-$200.99**	**$27,083.52**	**4.9%**
Tangible Assets								
Commodities								
8,402.955	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	$69,576.47 8.280	$0.00	$54,703.24 6.510	$14,873.23	$4,167.87	6.0%
	Total Commodities		**$69,576.47**	**$0.00**	**$54,703.24**	**$14,873.23**	**$4,167.87**	**6.0%**
Total Tangible Assets			**$69,576.47**	**$0.00**	**$54,703.24**	**$14,873.23**	**$4,167.87**	**6.0%**
Total Portfolio			**$1,638,954.73**	**$6,835.62**	**$1,475,502.38**	**$163,452.35**	**$45,219.59**	**2.8%**
Accrued Income			$6,835.62					
Total			**$1,645,790.35**					