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 , and ending

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

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

Name of foundation
E.G. & KLARA M SMITH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3333 PENN AVENUE, PO BOX 2657

City or town, state, and ZIP code
WEST LAWN, PA 19609

A Employer identification number
23-2494804

B Telephone number
610-670-1000

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 946,432.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(*Part I, column (d) must be on cash basis.*)

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).)

		(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	150,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22,892.	22,892.		STATEMENT 1
	4 Dividends and interest from securities	1,854.	1,854.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-29,666.			
	b Gross sales price for all assets on line 6a 90,595.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income				
	12 Total. Add lines 1 through 11	145,080.	24,746.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 3	10,000.	10,000.		0.
	17 Interest				
	18 Taxes STMT 4	1.	1.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	2,749.	2,749.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	12,750.	12,750.		0.
	25 Contributions, gifts, grants paid	131,651.			131,651.
	26 Total expenses and disbursements. Add lines 24 and 25	144,401.	12,750.		131,651.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	679.			
	b Net investment income (if negative, enter -0-)		11,996.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	481,078.	589,559.	589,559.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 7	15,006.	0.	0.
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 8	293,842.	243,842.	247,106.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	167,362.	125,097.	109,536.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ ACCRUED INCOME)	0.	231.	231.
	16 Total assets (to be completed by all filers)	957,288.	958,729.	946,432.
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	957,288.	958,729.	
	30 Total net assets or fund balances	957,288.	958,729.	
	31 Total liabilities and net assets/fund balances	957,288.	958,729.	

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	957,288.
2	Enter amount from Part I, line 27a	2	679.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	762.
4	Add lines 1, 2, and 3	4	958,729.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	958,729.

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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				
b	SEE ATTACHED STATEMENTS			
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	90,595.		120,261.	-29,666.

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				-29,666.

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	-29,666.
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) If (loss), enter -0- in Part I, line 8		3	N/A

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 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	252,911.	364,534.	.693793
2007	220,700.	509,098.	.433512
2006	162,356.	441,540.	.367704
2005	90,243.	381,117.	.236786
2004	114,122.	370,737.	.307825

2 Total of line 1, column (d)	2	2.039620
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	.407924
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	785,128.
5 Multiply line 4 by line 3	5	320,273.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	120.
7 Add lines 5 and 6	7	320,393.
8 Enter qualifying distributions from Part XII, line 4	8	131,651.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 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	240.
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	0.
3	Add lines 1 and 2			3	240.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	240.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a			
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	250.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	250.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	10.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0.	Refunded ▶		11	10.

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 instructions for definition)? *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.*	1b		X
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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? N/A	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 instructions) ▶ PA			
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*	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)? *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)*

		Line	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 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 ▶ JULIE A. FRY Telephone no ▶610-376-4248

Located at ▶1644 EAST THISTLE DRIVE, WYOMISSING, PA ZIP+4 ▶19610

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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.

			Line	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)?	N/A	1b		
	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 instructions)	N/A	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)*	N/A	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

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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)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **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? N/A **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.

(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 10		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 RAISES REVENUES FOR CHARITABLE ORGANIZATIONS AND DISTRIBUTES THESE FUNDS TO RELIGOUS, EDUCATIONAL AND MEDICAL ORGANIZATIONS	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	346,111.
b	Average of monthly cash balances		1b	450,973.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	797,084.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	797,084.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	11,956.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	785,128.
6	**Minimum investment return.** Enter 5% of line 5		6	39,256.

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

1	Minimum investment return from Part X, line 6		1	39,256.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 240.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	240.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	39,016.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	39,016.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	39,016.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	131,651.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	131,651.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	131,651.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				39,016.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004 95,766.				
b From 2005 71,421.				
c From 2006 140,609.				
d From 2007 195,587.				
e From 2008 235,192.				
f Total of lines 3a through e	738,575.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 131,651.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				39,016.
e Remaining amount distributed out of corpus	92,635.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	831,210.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	95,766.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	735,444.			
10 Analysis of line 9				
a Excess from 2005 71,421.				
b Excess from 2006 140,609.				
c Excess from 2007 195,587.				
d Excess from 2008 235,192.				
e Excess from 2009 92,635.				

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

1 a 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
2 a 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 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))

NONE

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

NONE

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

Check here ▶ [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 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				
CONTRIBUTIONS TO CHARITIES (SEE ATTACHED)				13,481.
CONTRIBUTIONS TO CHURCHES (SEE ATTACHED)				118,170.
Total			▶ 3a	131,651.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			09	22,892.	
4 Dividends and interest from securities			14	1,854.	
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	-29,666.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		-4,920.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -4,920.

(See worksheet in line 13 instructions 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)

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
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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.

Edmund G. Smith 11/10/10 Treas.

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature JOHN J. LIPTOCK CPA	Date 11/10/10	Check if self-employed ☐	Preparer's identifying number 208-42-0829
Firm's name (or yours if self-employed), address, and ZIP code HERBEIN + COMPANY, INC. 2763 CENTURY BOULEVARD READING, PA 19610		EIN 23-2415973	Phone no (610) 378-1175

Form 990-PF (2009)

923622 02-02-10

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
E.G. & KLARA M SMITH FOUNDATION	23-2494804

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: E.G. & KLARA M SMITH FOUNDATION

Employer identification number: 23-2494804

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TERRE HILL CONCRETE PO BOX 10 TERRE HILL, PA 17581	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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	ABERDEEN ASIA PACIFIC INCOME FD INC	P	VARIOUS	09/24/09
b	ALPINE TOTAL DYNAMIC DIVIDEND FUND SBI	P	VARIOUS	09/24/09
c	BLACKROCK DEBT STRATEGIES FUND	P	VARIOUS	02/10/09
d	BLACKROCK LIMITED DURATION INCOME TR	P	VARIOUS	09/24/09
e	CALAMOS CONV & HIGH INCOME FD	P	VARIOUS	09/24/09
f	EATON VANCE ENHANCED EQUITY INCOME FUND II	P	VARIOUS	09/24/09
g	ING CLARION GLOBAL REAL ESTATE INCOME FUND	P	VARIOUS	09/24/09
h	PIMCO FLOATING RATE INCOME FD	P	VARIOUS	09/24/09
i	THE ZWEIG TOTAL RETURN FUND INCORPORATED	P	VARIOUS	09/24/09
j	WESTERN ASSET GLOBAL HIGH INCOME FD INC	P	VARIOUS	09/24/09
k	ABERDEEN ASIA PACIFIC INCOME FD INC	P	VARIOUS	09/24/09
l	ALPINE TOTAL DYNAMIC DIVIDEND FUND SBI	P	VARIOUS	09/24/09
m	BLACKROCK DEBT STRATEGIES FUND	P	01/03/05	09/24/09
n	CALAMOS CONV & HIGH INCOME FD	P	VARIOUS	09/24/09
o	EATON VANCE ENHANCED EQUITY INCOME FUND II	P	VARIOUS	09/24/09

	(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	321.		362.	-41.
b	427.		534.	-107.
c	1,404.		1,920.	-516.
d	12,423.		11,443.	980.
e	221.		290.	-69.
f	331.		403.	-72.
g	117.		169.	-52.
h	250.		270.	-20.
i	257.		354.	-97.
j	311.		332.	-21.
k	3,067.		2,995.	72.
l	1,436.		2,768.	-1,332.
m	10,029.		19,756.	-9,727.
n	1,728.		1,925.	-197.
o	1,991.		2,589.	-598.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				-41.
b				-107.
c				-516.
d				980.
e				-69.
f				-72.
g				-52.
h				-20.
i				-97.
j				-21.
k				72.
l				-1,332.
m				-9,727.
n				-197.
o				-598.

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	
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). If (loss), enter "-0-" in Part I, line 8	3	

923591
04-24-09

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	GENL MOTORS ACCEPT CORP STEP UP SMARTNOTES	P	03/09/04	09/24/09
b	WESTERN ASSET GLOBAL HIGH INCOME FD INC	P	VARIOUS	09/24/09
c	ING CLARION GLOBAL REAL ESTATE INCOME FUND	P	VARIOUS	09/24/09
d	PIMCO FLOATING RATE INCOME FD	P	VARIOUS	09/24/09
e	THE ZWEIG TOTAL RETURN FUND INC	P	VARIOUS	09/24/09
f	US TREASURY NOTE DTD 04/15/2004	P	04/15/04	04/15/09
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	34,486.		50,000.	-15,514.
b	2,245.		2,398.	-153.
c	783.		1,910.	-1,127.
d	1,720.		2,402.	-682.
e	2,048.		2,435.	-387.
f	15,000.		15,006.	-6.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				-15,514.
b				-153.
c				-1,127.
d				-682.
e				-387.
f				-6.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	-29,666.
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
NATIONAL PENN INVESTORS TRUST	3,386.
WACHOVIA SECURITIES	19,506.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	22,892.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NATIONAL PENN INVESTORS TRUST	10.	0.	10.
WACHOVIA SECURITIES	1,844.	0.	1,844.
TOTAL TO FM 990-PF, PART I, LN 4	1,854.	0.	1,854.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	10,000.	10,000.		0.
TO FORM 990-PF, PG 1, LN 16C	10,000.	10,000.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	1.	1.		0.
TO FORM 990-PF, PG 1, LN 18	1.	1.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	2,749.	2,749.		0.
TO FORM 990-PF, PG 1, LN 23	2,749.	2,749.		0.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON MARKET VALUE OF INVESTMENTS	762.
TOTAL TO FORM 990-PF, PART III, LINE 3	762.

FORM 990-PF — U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS — STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT BONDS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF — CORPORATE BONDS — STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	243,842.	247,106.
TOTAL TO FORM 990-PF, PART II, LINE 10C	243,842.	247,106.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATE OF DEPOSIT	COST	75,000.	77,185.
ANNUITIES	COST	50,000.	32,228.
CLOSED END MUTUAL FUNDS	COST	97.	123.
TOTAL TO FORM 990-PF, PART II, LINE 13		125,097.	109,536.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JANIS L. WELLER 112 SEDONA DRIVE WYOMISSING, PA 19610	CHAIRMAN 1.00	0.	0.	0.
EDWIN G. SMITH 535 GRINGS HILL ROAD SINKING SPRING, PA 19608	PRESIDENT 1.00	0.	0.	0.
JULIE A. FRY 1644 EAST THISTLE DRIVE WYOMISSING, PA 19610	SECRETARY/TREASURER 1.00	0.	0.	0.
JOHN GLASS 155 HAWTHORNE COURT WYOMISSING, PA 19610	VICE PRESIDENT 1.00	0.	0.	0.
JEFFREY A. SMITH PO BOX 8 TERRE HILL, PA 17581	VICE PRESIDENT 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

E.G. AND KLARA SMITH FOUNDATION
ID# 23-2494804
FORM 990-PF - ATTACHMENT FOR 2009 CALENDAR YEAR
SCHEDULE OF CONTRIBUTIONS PAID
PART 1 LINE 25 AND PART XV

RECIPIENT'S NAME	C/O	ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF CONTRIBUTION	AMOUNT
BAPTIST CHILDREN'S SERVICES		P O BOX 851, VALLEY FORGE, PA 19482-0851	PUBLIC CHARITY	RELIGIOUS	500 00
BETHANY BAPTIST CHURCH	PASTOR MANUEL PEREZ	750 NORTH 2ND STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	356 00
BETHANY E C CHURCH		38 COVERED BRIDGE ROAD, OLEY, PA 19547	PUBLIC CHARITY	RELIGIOUS	102 00
CALVARY UNITED CHURCH OF CHRIST		1231 ROUTE 100, BARTO, PA 19540	PUBLIC CHARITY	RELIGIOUS	241 00
CENTRAL PARK U M CHURCH		138 SOUTH 6TH STREET, READING, PA 19602	PUBLIC CHARITY	RELIGIOUS	480 00
CHRIST MERTZ LUTHERAN CHURCH		16 FLEETWOOD ROAD, FLEETWOOD, PA 19522	PUBLIC CHARITY	RELIGIOUS	495 00
CHRIST YOCUM'S LUTHERAN CHURCH		840 PHILADELPHIA AVENUE, READING, PA 19607	PUBLIC CHARITY	RELIGIOUS	100 00
CHURCH EXTENSION MINISTRIES		PO BOX 753, WHITEHALL, PA 18052	PUBLIC CHARITY	RELIGIOUS	750 00
CHURCH OF GOD SPRING VALLEY	MARTIN SCHMITTBERGER	P O BOX 14143, READING, PA 19612-4143	PUBLIC CHARITY	RELIGIOUS	203 00
CITY LIGHT MINISTRY		246 NORTH NINTH STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	25,166 00
COLEBROOKDALE CHAPEL		2108 FARMINGTON AVENUE, BOYERTOWN, PA 19512	PUBLIC CHARITY	RELIGIOUS	470.00
EMMANUEL FELLOWSHIP CHURCH		1024 CREST ROAD, LEESPORT, PA 19533-9258	PUBLIC CHARITY	RELIGIOUS	199 00
EPHIPHANY LUTHERAN CHURCH		631 NORTH TEMPLE BLVD, TEMPLE, PA 19560	PUBLIC CHARITY	RELIGIOUS	235 00
EPLER'S U C C		1151 WEST LEESPORT RD, LEESPORT, PA 19533	PUBLIC CHARITY	RELIGIOUS	534 00
FAITH EVANGELICAL CONGREGATIONAL CHURCH		400 NORTH TEMPLE BOULEVARD, TEMPLE, PA 19560-1732	PUBLIC CHARITY	RELIGIOUS	139 00
FAITH LUTHERAN CHURCH		210 NORTH 25TH STREET, READING, PA 19606	PUBLIC CHARITY	RELIGIOUS	409 00
FREEDOM LUTHERAN CHURCH		P O BOX 247, ROYERSFORD, PA 19468	PUBLIC CHARITY	RELIGIOUS	100 00
FRIEDENS EVANGELICAL LUTHERAN CHURCH		1076 MEMORIAL HWY, OLEY, PA 19547	PUBLIC CHARITY	RELIGIOUS	212 00
FULL GOSPEL CHURCH OF LIVING WATER		1526 SWAMP PIKE, GILBERTSVILLE, PA 19525	PUBLIC CHARITY	RELIGIOUS	246 00
GLAD TIDINGS ASSEMBLY OF GOD		1110 SNYDER ROAD, WEST LAWN, PA 19609	PUBLIC CHARITY	RELIGIOUS	59,579 00
GLORY TO GOD MINISTRIES INTERNATIONAL	RANDY BRODHAGEN	P O BOX 4167, PALM SPRINGS, CA 92263	PUBLIC CHARITY	RELIGIOUS	2,500 00
GRACE ASSEMBLY CHURCH		1271 WEST BRIDGE ST, SPRING CITY, PA 19475	PUBLIC CHARITY	RELIGIOUS	196 00
GRACE BIBLE FELLOWSHIP	RALPH REED, TREASURER	1128 HAMPDEN BLVD, READING, PA 19604	PUBLIC CHARITY	RELIGIOUS	394 00
HOLY ROSARY RC CHURCH		237 FRANKLIN STREET, READING, PA 19602	PUBLIC CHARITY	RELIGIOUS	451 00
HOLY SPIRIT LUTHERAN CHURCH		421 WINDSOR STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	193 00
INTERNATIONAL MISSIONS		P O BOX 14866, READING, PA 19612	PUBLIC CHARITY	RELIGIOUS	286 00
KINGDOM HALL OF JEHOVAH'S		460 EAST CEDARVILLE ROAD, POTTSTOWN, PA 19464	PUBLIC CHARITY	RELIGIOUS	110 00
MISSIONARY SISTERS OF THE SACRED HEART		2811 MOYERS LANE, READING, PA 19605	PUBLIC CHARITY	RELIGIOUS	190 00
NEW HOPE BAPTIST CHURCH		621 CHURCH STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	232 00
NEW LIFE BIBLE FELLOWSHIP CHURCH		2960 W PHILADELPHIA AVENUE, OLEY, PA 19547	PUBLIC CHARITY	RELIGIOUS	100 00
OPEN BIBLE BAPTIST CHURCH		10 PARK LANE, READING, PA 19606	PUBLIC CHARITY	RELIGIOUS	196 00
REHOBETH SEVENTH-DAY ADVENTIST CHURCH	KELLY STRICKLAND	2301 READING AVE, APT W26, READING, PA 19609	PUBLIC CHARITY	RELIGIOUS	155 00
SCHWARZWALD LUTHERAN CHURCH		250 CHURCH LANE, READING, PA 19606	PUBLIC CHARITY	RELIGIOUS	120 00
SPANISH PENTECOSTAL CHURCH		BOX 1413, READING, PA 19603	PUBLIC CHARITY	RELIGIOUS	296 00
SPRING VALLEY CHURCH OF GOD	MARTIN SCHMITTBERGER	P O BOX 14143, READING, PA 19612-4143	PUBLIC CHARITY	RELIGIOUS	15,000 00
ST ANDREWS UNITED METHODIST	D WERKHEISER, TREASURER	68 KNOLL CIRCLE, BOYERTOWN, PA 19512	PUBLIC CHARITY	RELIGIOUS	217 00
ST JOHN'S EVANGELICAL CHURCH	CHARLES TOTHERO, TREASURER	P O BOX 5, MOHNTON, PA 19540	PUBLIC CHARITY	RELIGIOUS	730 00
ST. LUKE'S E. C CHURCH		315 WEST BROAD STREET, SHILLINGTON, PA 19607	PUBLIC CHARITY	RELIGIOUS	417 00
ST JOHN'S UCC OF READING		149 S 9TH STREET, READING, PA 19602	PUBLIC CHARITY	RELIGIOUS	397 00
ST MARY'S R C. CHURCH		250 SOUTH 12TH STREET, READING, PA 19602	PUBLIC CHARITY	RELIGIOUS	1,599 00
ST MATTHEW UNITED METHODIST CHURCH		501 SOUTH 18TH STREET, READING, PA 19606	PUBLIC CHARITY	RELIGIOUS	279 00
ST MICHAEL'S UKRANIAN CATHOLIC CHURCH		425 WEST WALNUT STREET, POTTSTOWN, PA 19464	PUBLIC CHARITY	RELIGIOUS	241 00
ST. PAUL'S LUTHERAN CHURCH		P O BOX 199, OLEY, PA 19547	PUBLIC CHARITY	RELIGIOUS	304 00
ST. PETER'S R C. CHURCH		322 SOUTH 5TH STREET, READING, PA 19602	PUBLIC CHARITY	RELIGIOUS	1,172 00
TRINITY EVANGELICAL CHURCH	ROBERT MOCK	202 WILLOW ROAD, BOYERTOWN, PA 19512	PUBLIC CHARITY	RELIGIOUS	678 00
TRINITY LUTHERAN CHURCH		527 WASHINGTON STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	173 00
WASHINGTON PRESBYTERIAN CHURCH	TONI BROOKS	744 GORDON STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	380 00
WESLEY UNITED METHODIST CHURCH		101 WEST WINDSOR STREET, READING, PA 19601	PUBLIC CHARITY	RELIGIOUS	548 00
ZION SPIES LUTHERAN CHURCH		310 SPIES CHURCH ROAD, READING, PA 19606	PUBLIC CHARITY	RELIGIOUS	100 00
				TOTAL RELIGIOUS	118,170 00

E G AND KLARA SMITH FOUNDATION
ID# 23-2494804
FORM 990-PF - ATTACHMENT FOR 2009 CALENDAR YEAR
SCHEDULE OF CONTRIBUTIONS PAID
PART 1 LINE 25 AND PART XV

RECIPIENT'S NAME	C/O	ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF CONTRIBUTION	AMOUNT
BERKS COUNTY LEARNING DISABILITIES ASSOCIATION		P O BOX 6894, WYOMISSING, PA 19610	PUBLIC CHARITY	EDUCATION	1,000 00
BERKS WOMEN IN CRISIS		645 PENN STREET, 2ND FLOOR, READING, PA 19601	PUBLIC CHARITY	EDUCATION	1,169 00
BLACKTOP BASKETBALL LEAGUE		P O BOX 7321, READING, PA 19603	PUBLIC CHARITY	EDUCATION	1,500 00
CARON TREATMENT CENTERS		P O BOX 150, GALEN HALL RD, WERNERSVILLE, PA 19565-0150	PUBLIC CHARITY	EDUCATION	1,000 00
CRIME ALERT BERKS COUNTY		P O BOX 6787, WYOMISSING, PA 19610	PUBLIC CHARITY	EDUCATION	2,000 00
MAKE-A-WISH FOUNDATION		101 NORTH CENTRE ST, SUITE 308, POTTSVILLE, PA 19701	PUBLIC CHARITY	EDUCATION	500 00
OLIVET BOYS & GIRLS CLUB		1161 PERSHING BLVD, READING, PA 19611	PUBLIC CHARITY	EDUCATION	2,500 00
READING/BERKS CO. COUNCIL OF CAMPFIRE USA	ADAHI COUNCIL	172 HARTZ STORE RD , MOHNTON, PA 19540	PUBLIC CHARITY	EDUCATION	312 00
OPPORTUNITY HOUSE		430 NORTH SECOND STREET, READING, PA 19601	PUBLIC CHARITY	EDUCATION	2,000 00
SALVATION ARMY		P O BOX 1099, READING, PA 19603-1099	PUBLIC CHARITY	EDUCATION	500 00
ST JOSEPH MEDICAL CENTER FOUNDATION		P O BOX 316, READING, PA 19603-0316	PUBLIC CHARITY	EDUCATION	1,000 00
				TOTAL EDUCATION	13,481 00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

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

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization E.G. & KLARA M SMITH FOUNDATION	Employer identification number 23-2494804
	Number, street, and room or suite no. If a P.O. box, see instructions. 3333 PENN AVENUE, PO BOX 2657	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WEST LAWN, PA 19609	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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

- The books are in the care of ▶ JULIE A. FRY 1644 EAST THISTLE DRIVE - WYOMISSING, PA 19610

Telephone No. ▶ 610-376-4248 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______ .

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

7 State in detail why you need the extension
AN ADDITIONAL EXTENSION OF TIME IS REQUIRED AS NOT ALL INFORMATION HAS BEEN RECEIVED IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 250.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 250.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

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

Signature ▶ Title ▶ CPA Date ▶

923832
05-26-09