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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE ALICE, DEBRA, DONNA POWELL TRUST
FOUNDATION DATED 4/20/94

Number and street (or P.O. box number if mail is not delivered to street address)

C/O GM HATFIELD 2000 MARKET ST-20TH FLR

Room/suite

City or town, state, and ZIP code

PHILADELPHIA, PA 19103-3222

A Employer identification number

23-2762647

B Telephone number

(215) 299-2174

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 262,279. (Part I, column (d) must be on cash basis)

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)**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)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 241,051.

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)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative

expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements

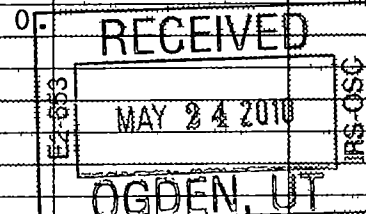
Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



28

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	116,951.	117,229.	117,229.
	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			
	b Investments - corporate stock STMT 5	157,988.	137,286.	145,050.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	274,939.	254,515.	262,279.	
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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	274,939.	254,515.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	274,939.	254,515.		
31 Total liabilities and net assets/fund balances	274,939.	254,515.		

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	274,939.
2 Enter amount from Part I, line 27a	2	<20,424.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	254,515.
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	254,515.

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 SCHEDULE ATTACHED - SHORT AND LONG TERM			
b SALES	P	VARIOUS	VARIOUS
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 241,051.		262,455.	<21,404.>
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			<21,404.>
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	<21,404.>
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	12,440.	265,903.	.046784
2007	15,696.	305,468.	.051383
2006	15,116.	311,014.	.048602
2005	13,710.	298,556.	.045921
2004	10,950.	289,615.	.037809

2 Total of line 1, column (d)	2	.230499
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	.046100
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	214,283.
5 Multiply line 4 by line 3	5	9,878.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	70.
7 Add lines 5 and 6	7	9,948.
8 Enter qualifying distributions from Part XII, line 4 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	8	6,000.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	140.
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	140.
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	140.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	270.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	270.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	130.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 130. Refunded <input type="checkbox"/>	11	0.	

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?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address ► N/A	13	X	
14	The books are in care of ► GERALD M. HATFIELD Telephone no ► 215-299-2174 Located at ► 2000 MARKET ST. - 20TH FLR, PHILADELPHIA, PA ZIP+4 ► 19103-3222			
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.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) 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

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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

5bOrganizations 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

N/A

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A

7b

X

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
ALICE E. POWELL 313 LINDEN DRIVE ELKINS PARK, PA 19027	TRUSTEE 2.00	0.	0.	0.
DEBRA POWELL 169 FOREST TRAIL DRIVE LANSDALE, PA 19446	TRUSTEE 2.00	0.	0.	0.
DONNA ABEL 3520 LEGACY HILLS COURT LONGWOOD, FL 32779	TRUSTEE 2.00	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

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 N/A	
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	129,793.
b	Average of monthly cash balances	1b	87,753.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	217,546.
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	217,546.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,263.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	214,283.
6	Minimum investment return. Enter 5% of line 5	6	10,714.

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	10,714.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	140.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	140.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,574.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,574.
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	10,574.

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	6,000.
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	6,000.
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	6,000.

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

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				10,574.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			2,327.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 6,000.				
a Applied to 2008, but not more than line 2a			2,327.	
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				3,673.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				6,901.
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	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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	(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006		
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))

ALICE E. POWELL

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

NONE

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

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

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

- 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 DISABLED AMERICAN VETERANS 3725 ALEXANDRIA PIKE COLD SPRING, KY 41076	NONE	EXEMPT	CHARITABLE	1,000.
EASTER SEALS 3975 CONSHOHOCKEN AVE PHILADELPHIA, PA 19131	NONE	EXEMPT	CHARITABLE	1,000.
AMERICAN LEGION OF LAS VEGAS 900 KAREN AVE LAS VEGAS, NV	NONE	EXEMPT	CHARITABLE	2,000.
COVENANT HOUSE 417 CALLOWHILL ST PHILA, PA 19123	NONE	EXEMPT	CHARITABLE	1,000.
UKRANIAN EDUCATIONAL AND CULTURAL CENTER 700 CEDAR RD JENKINTOWN, PA	NONE	EXEMPT	CHARITABLE	1,000.
Total			3a	6,000.
b Approved for future payment NONE				
Total			3b	0.

[illegible]

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

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

[illegible]

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

b If "Yes," complete the following schedule

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

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

Sign Here

Signature of officer or trustee

Date _____

▶ Title

Preparer's

Date _____

Check if self-employed	
------------------------	--

Preparer's identifying number

Firm's name (or yours
if self-employed).

FOX ROTHSCHILD LLP
2000 MARKET ST. - 20TH FLR.
PHILADELPHIA, PA 19103-3222

EIN ▶ 23-1404723

Phone no 215-299-2174

Form **990-PF** (2009)

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

SOURCE	AMOUNT
MERRILL LYNCH #22244,22245,22246	4,011.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,011.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH #22244,22245,22246	4,164.	0.	4,164.
TOTAL TO FM 990-PF, PART I, LN 4	4,164.	0.	4,164.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	156.	156.		0.
TO FORM 990-PF, PG 1, LN 18	156.	156.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SMITH BARNEY - CONSULTING AND ADVISORY FEES	681.	681.		0.
FOREIGN SECURITIES ADR FEE	22.	22.		0.
MERRILL LYNCH - CONSULTING AND ADVISORY FEES	336.	336.		0.
TO FORM 990-PF, PG 1, LN 23	1,039.	1,039.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	137,286.	145,050.
TOTAL TO FORM 990-PF, PART II, LINE 10B	137,286.	145,050.

2009 FORM 990PF
RETURN OF PRIVATE FOUNDATION
THE ALICE, DEBRA, DONNA POWELL
TRUST FOUNDATION DATED 4/20/94
23-2762647
PART II BALANCE SHEETS LINE 10(b)

Powell Foundation
Principal Balance On Hand

			Fair Market Value 12/31/2009	Inventory Value
Par Value	Cash and Cash Equivalents			
50,000	Goldman Sachs Bank USA - NY Certificate of Deposit, 3% 2/6/12	\$	50,757.50	\$ 50,000.00
41,000	JPMorgan Chase Bk Certificate of Deposit, 4.65% 12/31/10		42,378.83	41,000.00
	Merrill Lynch		11,715.69	11,715.69
	Total Cash and Cash Equivalents	\$	<u>104,852.02</u>	\$ <u>102,715.69</u>
No. of Shares	Stocks			
83	Plum Creek Timber Co Inc	\$	3,134.08	\$ 2,478.43
	Total Stocks	\$	<u>3,134.08</u>	\$ <u>2,478.43</u>
No. of Shares	Mutual Funds			
160.143	Blackrock Global Allocation Fd Inc	\$	2,876.17	\$ 2,904.99
251	Consumer Discretionary SPDR		7,472.27	6,743.66
137	IShares Dow Jones US Finl Svcs Composite Index Fund		7,358.27	7,311.66
34	IShares IBoxx\$ High Yield Corporate Bond Fund		2,986.56	2,853.55
160	IShares S&P Global Finls Sector Index Fund		7,265.47	7,313 01
142	IShares S&P Global Health Care Sector Index Fund		7,385 42	6,756.06
37	IShares TR Dow Jones US Oil Equip Svcs Index Fund		1,591.74	1,456.54
103	IShares TR S&P Global Consumer Staples		5,830 83	5,509 15
48	IShares TR S&P Global MA Materials		2,986.56	2,577.10

al Balance On Hand (Continued)

PART II BALANCE SHEETS LINE 10(b)

		Fair Market Value 12/31/2009		Inventory Value
No. of Shares	Mutual Funds			
109	IShares TR S&P GSSI Multimedia Networking Index Fund	\$	2,940.82	\$ 2,818.24
31	IShares TR S&P GSSI Semiconductor Index Fund		1,526.13	1,315.91
66	IShares TR S&P GSSI Software Index Fund		3,093.42	2,814.06
29	IShares US Aerospace ETF		1,477.84	1,348.72
120	Market Vectors ETF TR		5,545.20	5,190.55
95	SPDR Barcly Captl 1-3 Mo Bill		4,357.65	4,356.70
92	SPDR DJ Wilshire REIT ETF		4,527.32	4,151.00
58	SPDR S P Biotech		3,111.12	2,996.28
78	SPDR S P Oil Gas Explor		3,214.38	2,950.99
87	Vanguard Consumer Staples ETF		5,715.03	5,604.99
252	Vanguard Emerging Mkts ETF		10,332.00	10,253.55
126	Vanguard Energy ETF		10,504.62	9,904.79
434	Vanguard FTSE All World Ex US		18,926.74	18,533.29
142	Vanguard Industrial ETF		7,324.36	6,841.64
167	Vanguard Information Tech ETF		9,163.29	8,183.67
26	Vanguard Telecomm Srvcs ETF		1,469.26	1,391.21
45	Vanguard Utilities ETF		2,933.10	2,726.08
	Total Mutual Funds	\$	<u>141,915.57</u>	\$ <u>134,807.39</u>
	Total Balance on Hand	\$	<u>249,901.67</u>	\$ <u>240,001.51</u>

Powell Foundation

Gains and Losses on Sales or Other Dispositions of Principal

			Net Gain	Net Loss
01/02/2009 Sale				
0.468 Shares				
PNC Financial Services Group				
Inventory Value	\$	173.15		
Net Proceeds		<u>22.42</u>	\$	150.73
01/02/2009 Sale				
0.8875 Shares				
Wells Fargo & Co New				
Inventory Value	\$	88.16		
Net Proceeds		<u>25.98</u>		62.18
01/06/2009 Sale				
1 Right				
Rights, Telemig Celular				
Participacoes SPON ADR				
Net Proceeds	\$	0.05		
Inventory Value		<u>0.00</u>	\$	0.05
01/23/2009 Sale				
28 Shares				
Nortel Networks Corp				
Inventory Value	\$	702.79		
Net Proceeds		<u>2.13</u>		700.66
01/26/2009 Sale				
50,000 Par				
WesternBank PR Certificate of				
Deposit, 5.05% 1/26/09				
Net Proceeds	\$	50,000.00		
Inventory Value		<u>50,000.00</u>		
02/03/2009 Sale				
26 Shares				
Dell Inc 7701				
Inventory Value	\$	715.54		
Net Proceeds		<u>263.16</u>		452.38
02/04/2009 Sale				
16 Shares				
Dell Inc 7701				
Inventory Value	\$	440.33		
Net Proceeds		<u>155.50</u>		284.83

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
02/04/2009	Sale			
	5 Shares			
	Genentech Inc			
	Net Proceeds	\$ 405.55		
	Inventory Value	<u>92.18</u>	\$ 313.37	
02/05/2009	Sale			
	13 Shares			
	Dell Inc 7701			
	Inventory Value	\$ 357.77		
	Net Proceeds	<u>120.65</u>		\$ 237.12
02/24/2009	Sale			
	10 Shares			
	Texas Instruments Inc			
	Inventory Value	\$ 357.83		
	Net Proceeds	<u>151.99</u>		205.84
02/24/2009	Sale			
	65 Shares			
	Time Warner Inc			
	Inventory Value	\$ 1,129.98		
	Net Proceeds	<u>499.83</u>		630.15
03/11/2009	Sale			
	10 Shares			
	Amazon Com Inc			
	Net Proceeds	\$ 616.12		
	Inventory Value	<u>331.49</u>	284.63	
03/23/2009	Sale			
	278 Shares			
	Ford Motor Company			
	Inventory Value	\$ 1,961.30		
	Net Proceeds	<u>694.71</u>		1,266.59
03/26/2009	Sale			
	15 Shares			
	Genentech Inc			
	Net Proceeds	\$ 1,425.00		
	Inventory Value	<u>276.54</u>	1,148.46	
03/26/2009	Sale			
	60 Shares			
	SLM Corp			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 989.22		
	Net Proceeds	<u>269.38</u>	\$	719.84
04/02/2009	Sale			
	75 Shares			
	Citigroup Inc			
	Inventory Value	\$ 2,395.60		
	Net Proceeds	<u>178.12</u>		2,217.48
04/06/2009	Sale			
	4 Rights			
	Rights, Vivo Participacoes S A			
	Sponsored ADR			
	Net Proceeds	\$ 0.08		
	Inventory Value	<u>0.00</u>	\$	0.08
04/07/2009	Sale			
	1 Right			
	Rights, Telemig Celular			
	Participacoes SPON ADR			
	Net Proceeds	\$ 0.06		
	Inventory Value	<u>0.00</u>		0.06
04/09/2009	Sale			
	95 Shares			
	Mitsubishi UFJ Financial Group Inc			
	ADR			
	Inventory Value	\$ 914.76		
	Net Proceeds	<u>488.66</u>		426.10
04/14/2009	Sale			
	0.16666 Rights			
	Rights, HSBC Holdings PLC			
	Net Proceeds	\$ 1.41		
	Inventory Value	<u>0.00</u>		1.41
04/14/2009	Sale			
	30 Rights			
	Rights, Telecomunicacoes			
	Brasileiras SA			
	Net Proceeds	\$ 0.06		
	Inventory Value	<u>0.00</u>		0.06
05/04/2009	Sale			
	20 Shares			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
Home Depot Inc 7696				
Inventory Value	\$	618.38		
Net Proceeds		<u>524.90</u>	\$	93.48
06/02/2009 Sale				
30 Shares				
Home Depot Inc 7701				
Inventory Value	\$	1,052.07		
Net Proceeds		<u>679.69</u>		372.38
06/08/2009 Sale				
15 Shares				
Boston Scientific Corp				
Inventory Value	\$	226.16		
Net Proceeds		<u>146.75</u>		79.41
06/09/2009 Sale				
2 Shares				
Discovery Communications Inc Ser C				
Net Proceeds	\$	40.99		
Inventory Value		<u>34.71</u>	\$	6.28
06/09/2009 Sale				
3 Shares				
Liberty Global Inc Ser C				
Inventory Value	\$	71.11		
Net Proceeds		<u>41.09</u>		30.02
06/10/2009 Sale				
2 Shares				
Discovery Communications Inc Ser C				
Net Proceeds	\$	41.30		
Inventory Value		<u>34.71</u>		6.59
06/10/2009 Sale				
1 Share				
Liberty Global Inc Ser C				
Inventory Value	\$	23.71		
Net Proceeds		<u>13.43</u>		10.28
06/26/2009 Sale				
5 Shares				
Boston Scientific Corp				

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 75.39		
	Net Proceeds	<u>48.79</u>	\$	26.60
07/14/2009	Sale			
	34 Shares			
	Pfizer Inc 7701			
	Inventory Value	\$ 957.79		
	Net Proceeds	<u>486.19</u>		471.60
07/15/2009	Sale			
	26 Shares			
	Pfizer Inc 7701			
	Inventory Value	\$ 732.43		
	Net Proceeds	<u>369.39</u>		363.04
07/21/2009	Sale			
	30 Shares			
	CIT Group Inc			
	Inventory Value	\$ 993.23		
	Net Proceeds	<u>11.55</u>		981.68
07/30/2009	Sale			
	0.2307 Shares			
	Citigroup Inc			
	Net Proceeds	\$ 0.74		
	Inventory Value	<u>0.00</u>	\$ 0.74	
08/26/2009	Sale			
	0.30985 Shares			
	ABN Amro Hldg NV SPON ADR			
	Net Proceeds	\$ 8.54		
	Inventory Value	<u>0.00</u>	8.54	
09/22/2009	Sale			
	0.75 Shares			
	Vivo Participacoes SA ADR			
	Inventory Value	\$ 18.85		
	Net Proceeds	<u>18.09</u>		0.76
10/07/2009	Sale			
	144 Shares			
	Aegon NV-ADR Amer REG-ADR			
	Inventory Value	\$ 1,948.10		
	Net Proceeds	<u>1,136.37</u>		811.73

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009	Sale			
	25 Shares			
	Akamai Technologies Inc			
	Net Proceeds	\$ 470.74		
	Inventory Value	<u>434.85</u>	\$ 35.89	
10/07/2009	Sale			
	25 Shares			
	Akzo Nobel N.V. ADR-EUR			
	Net Proceeds	\$ 1,492.71		
	Inventory Value	<u>1,182.89</u>	309.82	
10/07/2009	Sale			
	30 Shares			
	Alkermes Inc			
	Inventory Value	\$ 939.10		
	Net Proceeds	<u>262.19</u>		\$ 676.91
10/07/2009	Sale			
	25 Shares			
	Amazon Com Inc			
	Net Proceeds	\$ 2,256.44		
	Inventory Value	<u>828.74</u>	1,427.70	
10/07/2009	Sale			
	25 Shares			
	Amgen Inc 7701			
	Net Proceeds	\$ 1,465.03		
	Inventory Value	<u>1,275.34</u>	189.69	
10/07/2009	Sale			
	5 Shares			
	Anadarko Petroleum Corp			
	Net Proceeds	\$ 298.62		
	Inventory Value	<u>253.58</u>	45.04	
10/07/2009	Sale			
	20 Shares			
	Astrazeneca PLC SPON ADR			
	Inventory Value	\$ 984.80		
	Net Proceeds	<u>877.38</u>		107.42
10/07/2009	Sale			
	58 Shares			
	AT&T Inc			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Net Proceeds	\$ 1,535.96		
	Inventory Value	<u>1,291.49</u>	\$ 244.47	
10/07/2009	Sale			
	25 Shares			
	Autodesk Inc			
	Inventory Value	\$ 988.24		
	Net Proceeds	<u>563.79</u>		\$ 424.45
10/07/2009	Sale			
	48 Shares			
	Bank of America Corp			
	Inventory Value	\$ 2,154.82		
	Net Proceeds	<u>785.84</u>		1,368.98
10/07/2009	Sale			
	20 Shares			
	BB&T Corp			
	Inventory Value	\$ 559.13		
	Net Proceeds	<u>537.24</u>		21.89
10/07/2009	Sale			
	30 Shares			
	Bed Bath & Beyond			
	Inventory Value	\$ 1,112.17		
	Net Proceeds	<u>1,109.37</u>		2.80
10/07/2009	Sale			
	55 Shares			
	Biogen IDEC Inc			
	Inventory Value	\$ 2,803.44		
	Net Proceeds	<u>2,697.69</u>		105.75
10/07/2009	Sale			
	3 Shares			
	Blackrock Inc			
	Net Proceeds	\$ 569.38		
	Inventory Value	<u>368.90</u>	200.48	
10/07/2009	Sale			
	140 Shares			
	Boston Scientific Corp			
	Inventory Value	\$ 2,110.87		
	Net Proceeds	<u>1,404.23</u>		706.64

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009 Sale				
21 Shares				
Brasil Telecom Participaco SA				
Sponsored ADR				
Net Proceeds	\$	1,093.67		
Inventory Value		<u>813.99</u>	\$	279.68
10/07/2009 Sale				
70 Shares				
Bristol Myers Squibb Co				
Inventory Value	\$	1,567.50		
Net Proceeds		<u>1,559.05</u>	\$	8.45
10/07/2009 Sale				
30 Shares				
Broadcom Corp CL A				
Inventory Value	\$	917.72		
Net Proceeds		<u>867.33</u>		50.39
10/07/2009 Sale				
50 Shares				
Cablevision Systems Corp				
Cablevision NY Group CL A				
Net Proceeds	\$	1,132.52		
Inventory Value		<u>636.41</u>	496.11	
10/07/2009 Sale				
35 Shares				
Canon Inc ADR				
Net Proceeds	\$	1,332.16		
Inventory Value		<u>1,008.74</u>	323.42	
10/07/2009 Sale				
15 Shares				
Celgene Corp				
Net Proceeds	\$	814.78		
Inventory Value		<u>725.16</u>	89.62	
10/07/2009 Sale				
100 Shares				
Centrais Eletricas Brasileiras SPON				
ADR				
Net Proceeds	\$	1,522.96		
Inventory Value		<u>748.00</u>	774.96	

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009 Sale				
70 Shares				
Cisco Sys Inc				
Net Proceeds	\$	1,592.47		
Inventory Value		<u>1,399.00</u>	\$	193.47
10/07/2009 Sale				
219 Shares				
Citigroup Inc				
Net Proceeds	\$	996.42		
Inventory Value		<u>439.80</u>		556.62
10/07/2009 Sale				
30 Shares				
Coca-Cola Co				
Net Proceeds	\$	1,618.46		
Inventory Value		<u>1,352.86</u>		265.60
10/07/2009 Sale				
120 Shares				
Comcast Corp CL A				
Inventory Value	\$	2,128.32		
Net Proceeds		<u>1,752.01</u>		\$ 376.31
10/07/2009 Sale				
30 Shares				
Contax Participacoes S A				
Sponsored ADR				
Net Proceeds	\$	62.09		
Inventory Value		<u>0.01</u>		62.08
10/07/2009 Sale				
30 Shares				
Core Laboratories NV - USD				
Net Proceeds	\$	2,979.25		
Inventory Value		<u>532.18</u>		2,447.07
10/07/2009 Sale				
18 Shares				
Covidien Ltd				
Net Proceeds	\$	746.82		
Inventory Value		<u>591.57</u>		155.25
10/07/2009 Sale				
25 Shares				

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Cree Inc			
	Net Proceeds	\$ 868.81		
	Inventory Value	<u>386.01</u>	\$ 482.80	
10/07/2009	Sale			
	30 Shares			
	CVS Caremark Corp			
	Net Proceeds	\$ 1,065.27		
	Inventory Value	<u>861.42</u>	203.85	
10/07/2009	Sale			
	15 Shares			
	Daimler AG			
	Net Proceeds	\$ 718.78		
	Inventory Value	<u>509.57</u>	209.21	
10/07/2009	Sale			
	85 Shares			
	Dell Inc 7696			
	Inventory Value	\$ 1,813.78		
	Net Proceeds	<u>1,282.85</u>		\$ 530.93
10/07/2009	Sale			
	160 Shares			
	Deutsche Telekom AG SP ADR			
	Inventory Value	\$ 2,814.07		
	Net Proceeds	<u>2,118.35</u>		695.72
10/07/2009	Sale			
	4 Shares			
	Discovery Communications Inc Ser A			
	Net Proceeds	\$ 115.87		
	Inventory Value	<u>69.99</u>	45.88	
10/07/2009	Sale			
	50 Shares			
	Disney Walt Co			
	Net Proceeds	\$ 1,354.00		
	Inventory Value	<u>1,254.82</u>	99.18	
10/07/2009	Sale			
	12 Shares			
	Dolby Laboratories Inc Class A			
	Net Proceeds	\$ 458.66		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	<u>370.83</u>	\$ 87.83	
10/07/2009	Sale			
	40 Shares			
	Dow Chemical Co			
	Inventory Value	\$ 1,587.98		
	Net Proceeds	<u>954.00</u>	\$	633.98
10/07/2009	Sale			
	80 Shares			
	Eastman Kodak Co			
	Inventory Value	\$ 1,879.40		
	Net Proceeds	<u>339.99</u>		1,539.41
10/07/2009	Sale			
	35 Shares			
	EBay Inc			
	Inventory Value	\$ 1,083.29		
	Net Proceeds	<u>796.32</u>		286.97
10/07/2009	Sale			
	50 Shares			
	Electronic Arts			
	Inventory Value	\$ 1,982.76		
	Net Proceeds	<u>923.99</u>		1,058.77
10/07/2009	Sale			
	140 Shares			
	Ericsson L M Tel Co CL B ADR			
	Inventory Value	\$ 1,866.56		
	Net Proceeds	<u>1,389.12</u>		477.44
10/07/2009	Sale			
	40 Shares			
	Expedia Inc			
	Inventory Value	\$ 926.58		
	Net Proceeds	<u>907.29</u>		19.29
10/07/2009	Sale			
	85 Shares			
	Fifth Third Bancorp			
	Inventory Value	\$ 1,533.45		
	Net Proceeds	<u>800.69</u>		732.76
10/07/2009	Sale			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	4 Shares			
	First Solar Inc			
	Net Proceeds	\$ 600.62		
	Inventory Value	<u>467.04</u>	\$ 133.58	
10/07/2009	Sale			
	14 Shares			
	Fluor Corp New			
	Net Proceeds	\$ 669.48		
	Inventory Value	<u>638.30</u>	31.18	
10/07/2009	Sale			
	30 Shares			
	Forest Laboratories Inc			
	Inventory Value	\$ 1,152.38		
	Net Proceeds	<u>854.38</u>		\$ 298.00
10/07/2009	Sale			
	66 Shares			
	France Telecom SA SPON ADR			
	Net Proceeds	\$ 1,724.22		
	Inventory Value	<u>1,525.87</u>	198.35	
10/07/2009	Sale			
	15 Shares			
	Freeport McMoran Copper & Gold			
	CL B			
	Net Proceeds	\$ 986.84		
	Inventory Value	<u>534.07</u>	452.77	
10/07/2009	Sale			
	35 Shares			
	FujiFilm Hldgs Corp-JPY			
	Inventory Value	\$ 1,109.18		
	Net Proceeds	<u>993.97</u>		115.21
10/07/2009	Sale			
	70 Shares			
	Gannett Co Inc			
	Inventory Value	\$ 3,247.70		
	Net Proceeds	<u>831.58</u>		2,416.12
10/07/2009	Sale			
	30 Shares			
	General Electric Co			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 474.33		
	Net Proceeds	<u>462.29</u>	\$	12.04
10/07/2009	Sale			
	25 Shares			
	Genzyme Corp			
	Net Proceeds	\$ 1,394.80		
	Inventory Value	<u>549.85</u>	\$ 844.95	
10/07/2009	Sale			
	50 Shares			
	GlaxoSmithKline PLC SP ADR			
	Inventory Value	\$ 2,326.91		
	Net Proceeds	<u>1,943.03</u>		383.88
10/07/2009	Sale			
	2 Shares			
	Google Inc Class A			
	Net Proceeds	\$ 975.87		
	Inventory Value	<u>773.54</u>	202.33	
10/07/2009	Sale			
	10 Shares			
	Hitachi Ltd-ADR			
	Inventory Value	\$ 498.43		
	Net Proceeds	<u>303.79</u>		194.64
10/07/2009	Sale			
	70 Shares			
	Home Depot Inc 7696			
	Inventory Value	\$ 2,164.34		
	Net Proceeds	<u>1,824.99</u>		339.35
10/07/2009	Sale			
	45 Shares			
	Home Depot Inc 7701			
	Inventory Value	\$ 1,578.11		
	Net Proceeds	<u>1,173.21</u>		404.90
10/07/2009	Sale			
	14 Shares			
	HSBC Hldg PLC SP ADR			
	Inventory Value	\$ 1,003.11		
	Net Proceeds	<u>770.68</u>		232.43

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009 Sale				
92 Shares				
Intel Corp 7696				
Net Proceeds	\$	1,757.32		
Inventory Value		<u>1,564.41</u>	\$	192.91
10/07/2009 Sale				
85 Shares				
Intel Corp 7701				
Inventory Value	\$	1,997.02		
Net Proceeds		<u>1,623.61</u>	\$	373.41
10/07/2009 Sale				
50 Shares				
J Sainsbury PLC-GBP SPONS ADR				
Net Proceeds	\$	1,022.47		
Inventory Value		<u>1,019.20</u>		3.27
10/07/2009 Sale				
25 Shares				
Johnson & Johnson 7701				
Net Proceeds	\$	1,492.22		
Inventory Value		<u>1,478.23</u>		13.99
10/07/2009 Sale				
45 Shares				
Juniper Networks Inc				
Net Proceeds	\$	1,169.52		
Inventory Value		<u>736.78</u>		432.74
10/07/2009 Sale				
35 Shares				
Keycorp - New				
Inventory Value	\$	408.74		
Net Proceeds		<u>217.41</u>		191.33
10/07/2009 Sale				
98 Shares				
Koninklijke Ahold NV ADR				
Net Proceeds	\$	1,163.23		
Inventory Value		<u>1,000.61</u>		162.62
10/07/2009 Sale				
40 Shares				
KT Corp Sponsored ADR				

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 877.63		
	Net Proceeds	<u>676.70</u>	\$	200.93
10/07/2009	Sale			
	20 Shares			
	L3 Communications Hldgs Inc			
	Net Proceeds	\$ 1,536.19		
	Inventory Value	<u>663.98</u>	\$ 872.21	
10/07/2009	Sale			
	4 Shares			
	Liberty Global Inc Class A			
	Inventory Value	\$ 100.17		
	Net Proceeds	<u>83.76</u>		16.41
10/07/2009	Sale			
	40 Shares			
	Liberty Media Corp Ser A Liberty			
	Entertainment			
	Net Proceeds	\$ 1,239.01		
	Inventory Value	<u>687.51</u>	551.50	
10/07/2009	Sale			
	12 Shares			
	Liberty Media Hldg Corp Cap Ser A			
	Net Proceeds	\$ 249.56		
	Inventory Value	<u>152.33</u>	97.23	
10/07/2009	Sale			
	95 Shares			
	Liberty Media Hldg Corp Interactive			
	Ser A			
	Inventory Value	\$ 1,764.37		
	Net Proceeds	<u>1,048.94</u>		715.43
10/07/2009	Sale			
	75 Shares			
	Marks & Spencer Group PLC			
	Sponsored ADR			
	Net Proceeds	\$ 833.98		
	Inventory Value	<u>731.05</u>	102.93	
10/07/2009	Sale			
	50 Shares			
	Masco Corp DE			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 928.99		
	Net Proceeds	<u>605.98</u>	\$	323.01
10/07/2009	Sale			
	20 Shares			
	Merck & Co Inc			
	Net Proceeds	\$ 635.21		
	Inventory Value	<u>458.20</u>	\$	177.01
10/07/2009	Sale			
	195 Shares			
	Micron Technology Inc 7696			
	Inventory Value	\$ 2,225.45		
	Net Proceeds	<u>1,462.56</u>		762.89
10/07/2009	Sale			
	65 Shares			
	Microsoft Corp 7696			
	Net Proceeds	\$ 1,628.28		
	Inventory Value	<u>1,528.94</u>		99.34
10/07/2009	Sale			
	45 Shares			
	Microsoft Corp 7701			
	Inventory Value	\$ 1,369.10		
	Net Proceeds	<u>1,127.27</u>		241.83
10/07/2009	Sale			
	185 Shares			
	Mitsubishi UFJ Financial Group Inc			
	ADR			
	Inventory Value	\$ 1,781.36		
	Net Proceeds	<u>927.00</u>		854.36
10/07/2009	Sale			
	30 Shares			
	Mitsui Sumitomo Ins Group Hldgs			
	Inc ADR			
	Inventory Value	\$ 603.67		
	Net Proceeds	<u>391.19</u>		212.48
10/07/2009	Sale			
	190 Shares			
	Mizuho Finl Group Inc-JPY SPONS			
	ADR			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	\$ 2,186.36		
	Net Proceeds	<u>741.30</u>	\$	1,445.06
10/07/2009	Sale			
	160 Shares			
	Motorola Inc			
	Inventory Value	\$ 2,534.08		
	Net Proceeds	<u>1,301.07</u>		1,233.01
10/07/2009	Sale			
	35 Shares			
	NASDAQ OMX Group Inc			
	Inventory Value	\$ 1,247.39		
	Net Proceeds	<u>690.62</u>		556.77
10/07/2009	Sale			
	15 Shares			
	National OilWell Varco Inc			
	Net Proceeds	\$ 613.35		
	Inventory Value	<u>424.73</u>	\$ 188.62	
10/07/2009	Sale			
	100 Shares			
	Nippon Tel & Tel SPON ADR			
	Inventory Value	\$ 2,342.84		
	Net Proceeds	<u>2,258.02</u>		84.82
10/07/2009	Sale			
	65 Shares			
	Nokia Corp Sponsored ADR			
	Inventory Value	\$ 1,036.44		
	Net Proceeds	<u>909.39</u>		127.05
10/07/2009	Sale			
	5 Shares			
	Nucor Corp			
	Net Proceeds	\$ 222.25		
	Inventory Value	<u>197.79</u>	24.46	
10/07/2009	Sale			
	40 Shares			
	Nvidia Corp			
	Inventory Value	\$ 980.03		
	Net Proceeds	<u>555.70</u>		424.33

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009	Sale			
	30 Shares			
	Pall Corp			
	Net Proceeds	\$ 924.97		
	Inventory Value	<u>839.84</u>	\$ 85.13	
10/07/2009	Sale			
	25 Shares			
	Pepsico Inc			
	Net Proceeds	\$ 1,522.46		
	Inventory Value	<u>1,228.66</u>	293.80	
10/07/2009	Sale			
	130 Shares			
	Pfizer Inc 7696			
	Inventory Value	\$ 2,729.45		
	Net Proceeds	<u>2,097.11</u>		\$ 632.34
10/07/2009	Sale			
	6 Shares			
	PNC Financial Services Group			
	Inventory Value	\$ 2,219.86		
	Net Proceeds	<u>266.11</u>		1,953.75
10/07/2009	Sale			
	90 Shares			
	Portugal Telecom SPON ADR			
	Inventory Value	\$ 1,041.30		
	Net Proceeds	<u>944.98</u>		96.32
10/07/2009	Sale			
	25 Shares			
	Procter & Gamble Co			
	Net Proceeds	\$ 1,417.21		
	Inventory Value	<u>714.34</u>	702.87	
10/07/2009	Sale			
	20 Shares			
	Qualcomm Inc			
	Net Proceeds	\$ 827.98		
	Inventory Value	<u>788.64</u>	39.34	
10/07/2009	Sale			
	20 Shares			
	Roche Hldg Ltd SPON ADR			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Net Proceeds	\$ 799.78		
	Inventory Value	<u>739.90</u>	\$ 59.88	
10/07/2009	Sale			
	5 Shares			
	Royal Bk Scotland Group PLC			
	Sponsored ADR-USD			
	Inventory Value	\$ 459.23		
	Net Proceeds	<u>75.29</u>	\$	383.94
10/07/2009	Sale			
	75 Shares			
	Safeway Inc New			
	Inventory Value	\$ 1,635.95		
	Net Proceeds	<u>1,485.10</u>		150.85
10/07/2009	Sale			
	37 Shares			
	Sandisk Corp			
	Net Proceeds	\$ 752.56		
	Inventory Value	<u>434.85</u>	317.71	
10/07/2009	Sale			
	75 Shares			
	Sanofi-Aventis SPONS ADR			
	Inventory Value	\$ 3,160.76		
	Net Proceeds	<u>2,727.68</u>		433.08
10/07/2009	Sale			
	120 Shares			
	Sara Lee Corp			
	Inventory Value	\$ 1,755.27		
	Net Proceeds	<u>1,283.97</u>		471.30
10/07/2009	Sale			
	50 Shares			
	Schering Plough Corp			
	Net Proceeds	\$ 1,415.49		
	Inventory Value	<u>938.69</u>	476.80	
10/07/2009	Sale			
	45 Shares			
	Schwab Charles Corp			
	Net Proceeds	\$ 842.02		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	<u>603.04</u>	\$ 238.98	
10/07/2009	Sale			
	55 Shares			
	Seagate Technology - USD			
	Inventory Value	\$ 993.49		
	Net Proceeds	<u>797.49</u>		\$ 196.00
10/07/2009	Sale			
	15 Shares			
	Sears Holdings Corporation			
	Inventory Value	\$ 1,483.08		
	Net Proceeds	<u>944.08</u>		539.00
10/07/2009	Sale			
	75 Shares			
	Stmicroelectronics N V Shs			
	Inventory Value	\$ 1,308.75		
	Net Proceeds	<u>666.18</u>		642.57
10/07/2009	Sale			
	350 Shares			
	Sumitomo Mitsui Finl Group Inc			
	ADR			
	Inventory Value	\$ 2,465.96		
	Net Proceeds	<u>1,165.47</u>		1,300.49
10/07/2009	Sale			
	12 Shares			
	Supervalu Inc			
	Inventory Value	\$ 330.39		
	Net Proceeds	<u>174.96</u>		155.43
10/07/2009	Sale			
	30 Shares			
	Tele Norte Leste Participacoes			
	Net Proceeds	\$ 549.32		
	Inventory Value	<u>438.30</u>	111.02	
10/07/2009	Sale			
	133 Shares			
	Telecom Italia S.P.A.-ADR			
	Inventory Value	\$ 3,704.66		
	Net Proceeds	<u>2,222.44</u>		1,482.22

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
10/07/2009	Sale 30 Shares Telecomunicacoes Brasileiras SA Telebras			
	Net Proceeds	\$ 464.99		
	Inventory Value	<u>424.15</u>	\$ 40.84	
10/07/2009	Sale 6 Shares Telefonica S A. SPON ADR			
	Net Proceeds	\$ 484.79		
	Inventory Value	<u>256.46</u>	228.33	
10/07/2009	Sale 25 Shares Telefonos de Mexico SP ADR Sponsored ADR			
	Net Proceeds	\$ 420.01		
	Inventory Value	<u>234.08</u>	185.93	
10/07/2009	Sale 25 Shares Telmex Intl S.A.B de CV ADR Ser L			
	Net Proceeds	\$ 337.54		
	Inventory Value	<u>193.92</u>	143.62	
10/07/2009	Sale 50 Shares Texas Instruments Inc 696			
	Net Proceeds	\$ 1,128.00		
	Inventory Value	<u>1,085.91</u>	42.09	
10/07/2009	Sale 55 Shares Texas Instruments Inc			
	Inventory Value	\$ 1,968.09		
	Net Proceeds	<u>1,240.79</u>	\$ 727.30	
10/07/2009	Sale 1 Share Tim Participacoes S A-BRL SPONS ADR			
	Net Proceeds	\$ 25.08		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	<u>18.93</u>	\$ 6.15	
10/07/2009	Sale			
	42 Shares			
	Tokio Marine Hldgs Inc ADR			
	Inventory Value	\$ 1,254.55		
	Net Proceeds	<u>1,126.41</u>		\$ 128.14
10/07/2009	Sale			
	5 Shares			
	Toyota Motor Corp ADR New			
	Net Proceeds	\$ 377.69		
	Inventory Value	<u>331.27</u>	46.42	
10/07/2009	Sale			
	25 Shares			
	Tyco Electronics Ltd 696			
	Net Proceeds	\$ 531.98		
	Inventory Value	<u>475.46</u>	56.52	
10/07/2009	Sale			
	21 Shares			
	Tyco Electronics Ltd			
	Inventory Value	\$ 640.37		
	Net Proceeds	<u>446.87</u>		193.50
10/07/2009	Sale			
	18 Shares			
	Tyco Intl Ltd CHF			
	Inventory Value	\$ 727.02		
	Net Proceeds	<u>602.83</u>		124.19
10/07/2009	Sale			
	60 Shares			
	Unilever NV NY Shs-New			
	Net Proceeds	\$ 1,707.61		
	Inventory Value	<u>1,216.35</u>	491.26	
10/07/2009	Sale			
	60 Shares			
	UnitedHealth Group Inc			
	Net Proceeds	\$ 1,460.31		
	Inventory Value	<u>795.63</u>	664.68	
10/07/2009	Sale			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
50 Shares Valero Energy Corp				
Inventory Value	\$	986.80		
Net Proceeds		<u>936.99</u>	\$	49.81
10/07/2009 Sale				
50 Shares Verizon Communications				
Inventory Value	\$	1,510.65		
Net Proceeds		<u>1,495.99</u>		14.66
10/07/2009 Sale				
15 Shares Vertex Pharmaceuticals Inc				
Net Proceeds	\$	526.04		
Inventory Value		<u>408.47</u>	\$	117.57
10/07/2009 Sale				
6 Shares Vivo Participacoes SA ADR				
Net Proceeds	\$	156.95		
Inventory Value		<u>150.77</u>		6.18
10/07/2009 Sale				
80 Shares Weatherford International Ltd-CHF				
Net Proceeds	\$	1,565.59		
Inventory Value		<u>570.02</u>		995.57
10/07/2009 Sale				
24 Shares Wells Fargo & Co New				
Inventory Value	\$	2,383.96		
Net Proceeds		<u>630.95</u>		1,753.01
10/07/2009 Sale				
45 Shares Wyeth				
Net Proceeds	\$	2,167.61		
Inventory Value		<u>2,049.19</u>		118.42
10/07/2009 Sale				
85 Shares Xerox Corp				
Inventory Value	\$	850.85		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Net Proceeds	<u>623.03</u>	\$	227.82
10/07/2009	Sale			
	45 Shares			
	Yahoo Inc			
	Net Proceeds	\$ 758.80		
	Inventory Value	<u>606.37</u>	\$	152.43
10/09/2009	Sale			
	129 Shares			
	IShares MSCI Australia Index Fund			
	Net Proceeds	\$ 2,885.96		
	Inventory Value	<u>2,774.73</u>		111.23
10/09/2009	Sale			
	222 Shares			
	IShares MSCI Belgium Index Fund			
	Net Proceeds	\$ 2,886.91		
	Inventory Value	<u>2,781.66</u>		105.25
10/09/2009	Sale			
	267 Shares			
	IShares MSCI Singapore Index Fund			
	Net Proceeds	\$ 2,839.80		
	Inventory Value	<u>2,776.64</u>		63.16
11/30/2009	Capital Gain Distribution			
	Plum Creek Timber Co Inc			
	Net Proceeds	\$ 39.06		
	Inventory Value	<u>0.00</u>		39.06
12/02/2009	Sale			
	38 Shares			
	Consumer Discretionary SPDR			
	Net Proceeds	\$ 1,081.83		
	Inventory Value	<u>1,011.55</u>		70.28
12/02/2009	Sale			
	34 Shares			
	IShares Dow Jones US Finl Svcs Composite Index Fund			
	Net Proceeds	\$ 1,822.01		
	Inventory Value	<u>1,814.57</u>		7.44

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
12/02/2009 Sale				
4 Shares				
IShares IBoxx\$ High Yield				
Corporate Bond Fund				
Net Proceeds	\$	340.47		
Inventory Value		<u>333.87</u>	\$ 6.60	
12/02/2009 Sale				
19 Shares				
IShares MSCI Austria Index Fund				
Inventory Value	\$	414.72		
Net Proceeds		<u>404.88</u>	\$ 9.84	
12/02/2009 Sale				
16 Shares				
IShares MSCI France Index Fund				
Inventory Value	\$	411.81		
Net Proceeds		<u>409.91</u>		1.90
12/02/2009 Sale				
9 Shares				
IShares MSCI South Korea Index				
Fund				
Inventory Value	\$	414.45		
Net Proceeds		<u>391.04</u>		23.41
12/02/2009 Sale				
8 Shares				
IShares MSCI Spain Index Fund				
Net Proceeds	\$	405.83		
Inventory Value		<u>386.48</u>	19.35	
12/02/2009 Sale				
27 Shares				
IShares MSCI United Kingdom				
Index Fund				
Net Proceeds	\$	439.01		
Inventory Value		<u>405.24</u>	33.77	
12/02/2009 Sale				
25 Shares				
IShares S&P Global Health Care				
Sector Index Fund				
Net Proceeds	\$	1,269.72		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	<u>1,189.45</u>	\$ 80.27	
12/02/2009	Sale			
	10 Shares			
	IShares TR Dow Jones US Oil			
	Equip Svcs Index Fund			
	Net Proceeds	\$ 408.09		
	Inventory Value	<u>393.66</u>	14.43	
12/02/2009	Sale			
	15 Shares			
	IShares TR S&P Global Consumer			
	Staples			
	Net Proceeds	\$ 844.63		
	Inventory Value	<u>795.45</u>	49.18	
12/02/2009	Sale			
	7 Shares			
	IShares TR S&P Global MA			
	Materials			
	Net Proceeds	\$ 419.43		
	Inventory Value	<u>372.71</u>	46.72	
12/02/2009	Sale			
	16 Shares			
	IShares TR S&P GSSI Multimedia			
	Networking Index Fund			
	Inventory Value	\$ 411.84		
	Net Proceeds	<u>408.47</u>		\$ 3.37
12/02/2009	Sale			
	9 Shares			
	IShares TR S&P GSSI			
	Semiconductor Index Fund			
	Net Proceeds	\$ 384.47		
	Inventory Value	<u>382.04</u>	2.43	
12/02/2009	Sale			
	9 Shares			
	IShares TR S&P GSSI Software			
	Index Fund			
	Net Proceeds	\$ 395.45		
	Inventory Value	<u>381.71</u>	13.74	
12/02/2009	Sale			

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	8 Shares			
	IShares US Aerospace ETF			
	Net Proceeds	\$ 385.51		
	Inventory Value	<u>372.06</u>	\$ 13.45	
12/02/2009	Sale			
	19 Shares			
	Market Vectors ETF TR			
	Net Proceeds	\$ 948.65		
	Inventory Value	<u>813.36</u>	135.29	
12/02/2009	Sale			
	13 Shares			
	Plum Creek Timber Co Inc			
	Net Proceeds	\$ 437.44		
	Inventory Value	<u>385.57</u>	51.87	
12/02/2009	Sale			
	9 Shares			
	SPDR DJ Wilshire REIT ETF			
	Net Proceeds	\$ 403.19		
	Inventory Value	<u>391.28</u>	11.91	
12/02/2009	Sale			
	12 Shares			
	SPDR S P Biotech			
	Inventory Value	\$ 619.92		
	Net Proceeds	<u>595.90</u>		\$ 24.02
12/02/2009	Sale			
	12 Shares			
	Vanguard Consumer Staples ETF			
	Net Proceeds	\$ 803.38		
	Inventory Value	<u>768.17</u>	35.21	
12/02/2009	Sale			
	13 Shares			
	Vanguard Energy ETF			
	Net Proceeds	\$ 1,074.68		
	Inventory Value	<u>1,002.41</u>	72.27	
12/02/2009	Sale			
	39 Shares			
	Vanguard FTSE All World Ex US			
	Net Proceeds	\$ 1,683.20		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
	Inventory Value	<u>1,623.35</u>	\$ 59.85	
12/02/2009	Sale			
	21 Shares			
	Vanguard Industrial ETF			
	Net Proceeds	\$ 1,055.43		
	Inventory Value	<u>1,002.97</u>	52.46	
12/02/2009	Sale			
	25 Shares			
	Vanguard Information Tech ETF			
	Net Proceeds	\$ 1,285.97		
	Inventory Value	<u>1,213.79</u>	72.18	
12/02/2009	Sale			
	3 Shares			
	Vanguard Telecomm Svcs ETF			
	Inventory Value	\$ 159.60		
	Net Proceeds	<u>159.53</u>		\$ 0.07
12/02/2009	Sale			
	6 Shares			
	Vanguard Utilities ETF			
	Net Proceeds	\$ 369.65		
	Inventory Value	<u>360.73</u>	8.92	
12/14/2009	Sale			
	62 Shares			
	ISHares Dow Jones US Finl Svcs			
	Composite Index Fund			
	Inventory Value	\$ 3,308.93		
	Net Proceeds	<u>3,306.97</u>		1.96
12/14/2009	Sale			
	110 Shares			
	ISHares MSCI Austria Index Fund			
	Inventory Value	\$ 2,401.01		
	Net Proceeds	<u>2,266.04</u>		134.97
12/14/2009	Sale			
	93 Shares			
	ISHares MSCI France Index Fund			
	Net Proceeds	\$ 2,404.27		
	Inventory Value	<u>2,393.64</u>	10.63	

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
12/14/2009	Sale			
	52 Shares			
	IShares MSCI South Korea Index Fund			
	Net Proceeds	\$ 2,426.62		
	Inventory Value	<u>2,394.61</u>	\$ 32.01	
12/14/2009	Sale			
	49 Shares			
	IShares MSCI Spain Index Fund			
	Net Proceeds	\$ 2,428.08		
	Inventory Value	<u>2,367.20</u>	60.88	
12/14/2009	Sale			
	158 Shares			
	IShares MSCI United Kingdom Index Fund			
	Net Proceeds	\$ 2,530.00		
	Inventory Value	<u>2,371.43</u>	158.57	
12/14/2009	Sale			
	8 Shares			
	IShares S&P Global Health Care Sector Index Fund			
	Net Proceeds	\$ 409.20		
	Inventory Value	<u>380.62</u>	28.58	
12/14/2009	Sale			
	24 Shares			
	IShares TR Dow Jones US Oil Equip Svcs Index Fund			
	Net Proceeds	\$ 955.36		
	Inventory Value	<u>944.79</u>	10.57	
12/14/2009	Sale			
	25 Shares			
	IShares TR S&P GSSI Semiconductor Index Fund			
	Net Proceeds	\$ 1,165.03		
	Inventory Value	<u>1,061.22</u>	103.81	
12/14/2009	Sale			
	23 Shares			
	IShares US Aerospace ETF			
	Net Proceeds	\$ 1,138.74		

Gains and Losses on Sales or Other Dispositions of Principal (Continued)

			Net Gain	Net Loss
Inventory Value	<u>1,069.68</u>	\$	69.06	
12/14/2009 Sale				
11 Shares				
SPDR S P Biotech				
Inventory Value	\$ 568.26			
Net Proceeds	<u>549.44</u>			\$ 18.82
Total Gains and Losses		\$	<u>23,049.95</u>	<u>\$ 44,453.91</u>
Net Loss				<u><u>\$ 21,403.96</u></u>