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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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply:

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

Name of foundation

WILLIAMSON I FBO CHARITIES 4947-TUW

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

Room/suite

1525 W W.T. HARRIS BLVD. D1114-044

City or town, state, and ZIP code

CHARLOTTE, NC 28288-1161

A Employer identification number

23-6215020

B Telephone number (see page 10 of the instructions)

(215) 670-4226

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) ▶ \$

1,542,466.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	173.	173.		STMT 1
4 Dividends and interest from securities	53,247.	52,869.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-46,854.			
b Gross sales price for all assets on line 6a	312,273.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	6,566.	53,042.		
13 Compensation of officers, directors, trustees, etc.	17,473.	17,473.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	2,262.	NONE	NONE	2,262.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	543.	543.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 5	15,858.	14,025.		1,833.
24 Total operating and administrative expenses. Add lines 13 through 23	36,136.	32,041.	NONE	4,095.
25 Contributions, gifts, grants paid	136,435.			136,435.
26 Total expenses and disbursements. Add lines 24 and 25	172,571.	32,041.	NONE	140,530.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-166,005.			
b Net investment income (if negative, enter -0-)		21,001.		
c Adjusted net income (if negative, enter -0-)				
Operating and Administrative Expenses				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		NONE		
	2	Savings and temporary cash investments	66,899.	21,697.	21,697.	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ *		* NONE		
		Less: allowance for doubtful accounts ▶		NONE	NONE	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		NONE	NONE	
	b	Investments - corporate stock (attach schedule)		NONE	NONE	
	c	Investments - corporate bonds (attach schedule)		NONE	NONE	
	11	Investments - land, buildings, and equipment basis ▶ NONE				
	Less: accumulated depreciation ▶		NONE			
12	Investments - mortgage loans		NONE			
13	Investments - other (attach schedule)	1,706,662.	1,566,139.	1,520,769.		
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)		NONE	NONE		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,773,561.	1,587,836.	1,542,466.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	1,773,561.	1,587,836.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		NONE		
	30	Total net assets or fund balances (see page 17 of the instructions)	1,773,561.	1,587,836.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,773,561.	1,587,836.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,773,561.
2	Enter amount from Part I, line 27a	2	-166,005.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,607,556.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	19,720.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,587,836.

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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 SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-46,854.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	88,319.	1,698,061.	0.05201167685
2007	95,676.	2,048,989.	0.04669424775
2006	96,287.	1,958,535.	0.04916276707
2005	81,789.	1,913,494.	0.04274327487
2004	81,853.	1,902,118.	0.04303255634
2 Total of line 1, column (d)			2 0.23364452288
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04672890458
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,388,698.
5 Multiply line 4 by line 3			5 64,892.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 210.
7 Add lines 5 and 6			7 65,102.
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 on page 18.			8 140,530.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)	1	210.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3 Add lines 1 and 2	3	210.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	210.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	300.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	300.
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	90.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> NONE Refunded <input type="checkbox"/>	11	90.

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 page 19 of the 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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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 page 19 of the instructions) ▶ _____ STMT 7		
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 on page 27)? 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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> WELLS FARGO BANK, NA Telephone no <input type="checkbox"/> (215) 670-4226			
Located at <input type="checkbox"/> 1525 WEST W.T. HARRIS BLVD., CHARLOTTE, NC		ZIP + 4 <input type="checkbox"/> 28288-5709		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			

Part VII-B	Statements Regarding Activities for Which Form 4720 May Be Required
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File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/>	1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/>	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 <input type="checkbox"/>			
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) <input type="checkbox"/>	2b		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009</i>) <input type="checkbox"/>	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	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)? (see page 22 of the instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		17,473.	-0-	-0-

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

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

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

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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** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,408,569.
b	Average of monthly cash balances	1b	1,277.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,409,846.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,409,846.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	21,148.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,388,698.
6	Minimum investment return. Enter 5% of line 5	6	69,435.

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

1	Minimum investment return from Part X, line 6	1	69,435.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	210.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	210.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	69,225.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	69,225.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	69,225.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	140,530.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	140,530.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	210.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,320.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				69,225.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			22,298.	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>140,530.</u>				
a Applied to 2008, but not more than line 2a			22,298.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				69,225.
e Remaining amount distributed out of corpus	49,007.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	49,007.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	49,007.			
10 Analysis of line 9.				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	49,007.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE STATEMENT 10				
Total ▶ 3a				136,435.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form **990-PF** (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	173.	
4	Dividends and interest from securities			14	53,247.	
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	-46,854.	
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)				6,566.	
13	Total. Add line 12, columns (b), (d), and (e)				13	6,566.

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

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|-------|-----|----|
| 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. | | | |

[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

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


Signature of officer or trustee

WELLS FARGO BANK, N.A.

09/14/2010
Date

Trustee
Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

EIN ▶

Phone no

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				2,039.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				1,234.	
49,500.00		4156.172 DODGE & COX INCOME FD COM PROPERTY TYPE: SECURITIES 49,874.00				09/18/2008 -374.00	02/05/2009
23,000.00		1177.675 EVERGREEN SELECT EQUITY TR STRA PROPERTY TYPE: SECURITIES 28,370.00				02/22/2002 -5,370.00	02/05/2009
4,000.00		435.73 EVERGREEN GROWTH FUND CL I (FD #7 PROPERTY TYPE: SECURITIES 5,094.00				04/25/2003 -1,094.00	02/05/2009
4,000.00		320.256 EVERGREEN SPL VALUES FD CL I PROPERTY TYPE: SECURITIES 5,704.00				04/25/2003 -1,704.00	02/05/2009
25,000.00		2805.836 EVERGREEN DISCIPLINED VAL-IN #7 PROPERTY TYPE: SECURITIES 48,065.00				09/25/2006 -23,065.00	02/05/2009
45,500.00		4482.759 PIMCO FDS PAC INVT MGMT SER TOT PROPERTY TYPE: SECURITIES 46,755.00				09/18/2008 -1,255.00	02/05/2009
40,000.00		4016.065 PIMCO FDS PAC INVT MGMT SER TOT PROPERTY TYPE: SECURITIES 41,888.00				09/18/2008 -1,888.00	03/16/2009
15,000.00		633.981 EVERGREEN SELECT EQUITY TR STRAT PROPERTY TYPE: SECURITIES 15,273.00				02/22/2002 -273.00	08/04/2009
15,000.00		1454.897 EVERGREEN DISCIPLINED VAL-IN #7 PROPERTY TYPE: SECURITIES 23,333.00				06/23/2006 -8,333.00	08/04/2009
9,500.00		397.157 EVERGREEN SELECT EQUITY TR STRAT PROPERTY TYPE: SECURITIES 9,568.00				02/22/2002 -68.00	08/26/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,500.00		707.155 EVERGREEN GROWTH FUND CL I (FD # PROPERTY TYPE: SECURITIES 8,267.00					04/25/2003 233.00	08/26/2009
10,500.00		624.256 EVERGREEN SPL VALUES FD CL I PROPERTY TYPE: SECURITIES 11,118.00					04/25/2003 -618.00	08/26/2009
4,500.00		424.128 EVERGREEN DISCIPLINED VAL-IN #78 PROPERTY TYPE: SECURITIES 6,752.00					06/23/2006 -2,252.00	08/26/2009
15,000.00		1162.791 DODGE & COX INCOME FD COM PROPERTY TYPE: SECURITIES 13,953.00					09/18/2008 1,047.00	09/29/2009
15,000.00		610.501 EVERGREEN SELECT EQUITY TR STRAT PROPERTY TYPE: SECURITIES 14,707.00					02/22/2002 293.00	09/29/2009
5,000.00		388.501 EVERGREEN GROWTH FUND CL I (FD # PROPERTY TYPE: SECURITIES 4,542.00					04/25/2003 458.00	09/29/2009
5,000.00		285.551 EVERGREEN SPL VALUES FD CL I PROPERTY TYPE: SECURITIES 5,086.00					04/25/2003 -86.00	09/29/2009
15,000.00		1372.369 EVERGREEN DISCIPLINED VAL-IN #7 PROPERTY TYPE: SECURITIES 20,778.00					11/26/2007 -5,778.00	09/29/2009
TOTAL GAIN(LOSS)					----- -46,854. =====	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WACHOVIA PT MONEY MARKET	173.	173.
	-----	-----
TOTAL	173.	173.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DODGE & COX INCOME FD COM	9,415.	9,415.
EVERGREEN INTL BOND FUND CL I (FD #460)	295.	295.
EVERGREEN SELECT EQUITY TR STRATEGIC GRO	991.	991.
EVERGREEN GROWTH FUND CL I (FD #703)	19.	19.
EVERGREEN SPL VALUES FD CL I	293.	293.
EVERGREEN DISCIPLINED VAL-IN #786	2,667.	2,667.
ING INTERNATIONAL REAL EST-I #2664	2,944.	2,944.
ISHARES BARCLAYS TIPS BOND FUND	1,970.	1,691.
ISHARES TR MSCI EMERGING MARKETS	1,398.	1,398.
ISHARES MSCI EAFE INDEX FD	4,052.	4,052.
ISHARES MIDCAP INDEX FD	2,043.	2,043.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	8,276.	8,276.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	7,063.	6,969.
PIMCO FOREIGN BOND FUND-INST	1,032.	1,032.
PIMCO EMERG MKTS BD-INST #137	3,112.	3,107.
PIMCO COMMODITY REAL RET STRAT-I#45	3,639.	3,639.
SPDR DOW JONES REIT ETF	4,038.	4,038.
	-----	-----
TOTAL	53,247.	52,869.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	2,262.			2,262.
TOTALS	2,262.	NONE	NONE	2,262.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	483.	483.
FOREIGN TAXES ON NONQUALIFIED	60.	60.
	-----	-----
TOTALS	543.	543.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	14,025.	14,025.	1,833.
OTHER ALLOCABLE EXPENSE-INCOME	1,833.		
	-----	-----	-----
TOTALS	15,858.	14,025.	1,833.
	=====	=====	=====

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

DESCRIPTION -----	AMOUNT -----
BOOK VALUE ADJUSTMENT	19,720.

TOTAL	19,720.
	=====

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

PA

WILLIAMSON I FBO CHARITIES 4947-TUW

23-6215020

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

=====

NAME:

See attached documents.

STATEMENT 8

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

OFFICER NAME:

WELLS FARGO BANK, N.A.

ADDRESS:

1525 WEST W.T. HARRIS BLVD.

CHARLOTTE, NC 28288-5709

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 17,473.

TOTAL COMPENSATION:

17,473.

=====

RECIPIENT NAME:
VARIOUS CHARITIES
SEE ATTACHED SCHEDULE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTIONS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID 136,435.

TOTAL GRANTS PAID: 136,435.
=====

Date	Paid To	Amount
2/23/09	Richmond Soup Society	460.00
2/23/09	Philadelphia Society for Employment	3,206.79
2/23/09	Edith Rudolphy Residence for the Blind	3,206.79
2/23/09	Fiduciary Corporation Female Association	1,925.06
2/23/09	Temple University Hospital	1,281.73
2/23/09	Fuel Saving Society of City & C/O Friends Fiduciary Corp	1,281.73
2/23/09	Southern Home Services TTEES-Union School/Childrens Home	3,850.13
2/23/09	Seamens Church Institute	1,281.73
2/23/09	Episcopal Community Services	1,281.73
2/23/09	The Children's Hospital Fdn	3,206.79
2/23/09	Pennsylvania Prison Society (Phil Soc for Alleviat. Misery)	1,925.06
2/23/09	Moore College of Art (Phil School of Design/Women)	1,925.06
2/23/09	Philadelphia Dispensary	1,925.06
2/23/09	Phila Lying-In Charity	3,206.79
2/23/09	Thomas Scattergood Behavioral Health Foundation	3,850.13
2/23/09	Children's Aid Society of PA Union Temporary Home)	1,281.73
2/23/09	Mercantile Beneficial Association	1,138.21
2/23/09	PA Asylum for Indigent Widows	3,206.79
2/23/09	Youth Services, Inc.	1,281.73
2/23/09	Historical Society of PA	1,281.73
2/23/09	Western Association of Ladies	3,206.79
2/23/09	University of PA	1,281.73
8/24/09	Richmond Soup Society	460.23
8/24/09	Philadelphia Society for Employment	3,206.79
8/24/09	Edith Rudolphy Residence for the Blind	3,206.79

8/24/09	Fiduciary Corporation Female Association	1,925.06
8/24/09	Temple University Hospital	1,281.73
8/24/09	Fuel Saving Society of City & C/O Friends Fiduciary Corp	1,281.73
8/24/09	Southern Home Services TTEES-Union School/Childrens Home	3,850.13
8/24/09	Seamens Church Institute	1,281.73
8/24/09	Episcopal Community Services	1,281.73
8/24/09	The Children's Hospital Fdn	3,206.79
8/24/09	Pennsylvania Prison Society (Phil Soc for Alleviat. Misery)	1,925.06
8/24/09	Moore College of Art (Phil School of Design/Women)	1,925.06
8/24/09	Philadelphia Dispensary	1,925.06
8/24/09	Phila Lying-In Charity	3,206.79
8/24/09	Thomas Scattergood Behavioral Health Foundation	3,850.13
8/24/09	Turning Points for Children	1,281.73
8/24/09	Mercantile Beneficial Association	1,138.21
8/24/09	PA Asylum for Indigent Widows	3,206.79
8/24/09	Youth Services, Inc.	1,281.73
8/24/09	Historical Society of PA	1,281.73
8/24/09	Western Association of Ladies	3,206.79
8/24/09	University of PA	1,281.73
9/23/09	Historical Society of PA	1,281.73
9/29/09	Mercantile Beneficial Association	12,816.20
9/29/09	University of Pennsylvania Office of the Treasurer	1,000.00
9/29/09	University of Pennsylvania Office of the Treasurer	1,076.73
9/29/09	University of Pennsylvania Office of the Treasurer	1,076.73
9/29/09	Thomas Scattergood Behavioral Health Foundation	2,840.56
9/29/09	Richmond Soup Society	4,418.05
9/30/09	PA Asylum for Indigent Widows	1,149.61
9/30/09	Phila Lying-In Charity	1,149.61

9/30/09	Children's Hospital Fdn (for Phila Child Guidance CL)	1,149.61
9/30/09	Philadelphia Society for Employment	1,149.61
9/30/09	Edith Rudolphy Residence for the Blind (PA Indust Home for Bline Women)	1,149.61
9/30/09	Western Association of Ladies	1,149.61
9/30/09	Fiduciary Corporation Female Association	689.76
9/30/09	Philadelphia Dispensary	689.76
9/30/09	Mercantile Beneficial Association	786.85
9/30/09	Mercantile Beneficial Association	689.76
9/30/09	Pennsylvania Prison Society (Phil Soc for Alleviat. Misery)	689.76
9/30/09	Moore College of Art (Phil School of Design/Women)	689.76
9/30/09	Temple University Hospital	459.84
9/30/09	University of Pennsylvania Office of the Treasurer	459.84
9/30/09	Youth Services, Inc.	459.84
9/30/09	Turning Points for Children	459.84
9/30/09	Fuel Saving Society of City	459.84
9/30/09	Historical Society of PA	459.84
9/30/09	Seamens Church Institute	459.84
9/30/09	Episcopal Community Services	459.84
9/30/09	Southern Home Services TTEES-Union School/Childrens Home	459.84
9/30/09	Thomas Scattergood Behavioral Health Foundation	459.84
10/21/09	Edith Rudolphy Residence for the Blind (PA Indust Home for Bline Women)	3,206.79

136,435.31

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust

WILLIAMSON I FBO CHARITIES 4947-TUW

Employer identification number

23-6215020

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

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,039.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-3,517.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	-1,478.

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,234.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-46,610.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	-45,376.

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

Schedule D (Form 1041) 2009

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

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-1,478.
14 Net long-term gain or (loss):			
a Total for year	14a		-45,376.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		-46,854.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2009

Department of the Treasury
Internal Revenue Service

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

2009

Employer identification number

23-6215020

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	-3,517.00
---	-----------

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

Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	1,094.00
PIMCO FOREIGN BOND FUND-INST	
PIMCO FOREIGN BOND FUND-INST	944.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	2,039.00
	=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	304.00
PIMCO FOREIGN BOND FUND-INST	202.00
PIMCO COMMODITY REAL RET STRAT-I#45	728.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	1,234.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	1,234.00
	=====

July 19, 2010

Ms Mary Beth Pedlow
Mercantile Beneficial Association
573 Forest Road
Wayne, Pa. 19087

Re: Distributions from the Isaiah Williamson Trust for 2009

Dear Ms Pedlow

It is my pleasure to inform you that the Advisory Committee of the **Isaiah Williamson Trust** has approved a grant in the amount of \$16,569.23 for 2009 to the Mercantile Beneficial Association in support of the following charitable purpose:

“organized for the purpose of alleviating the condition of such of its indigent members as may be suffering from sickness or want of employment or other causes, and for the promotion of the common welfare of the members thereof. .”

Grant payments have been made according to the Annual Payment Schedule set forth below. The grant funds will be used as described above. These grant funds are to be expended over the period **January 1, 2009** through **December 31, 2009**.

Annual Payment Schedule

The grant funds will be paid as follows, provided your organization is in compliance with the terms and conditions of this letter at the time of the scheduled payment.

AMOUNT	PAYABLE AFTER	CONTINGENT UPON
\$16,569 23	paid in 2009	paid in 2009- need signed agreement

The following terms and conditions apply to your organizations use of the Foundation's grant

I. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with the budget submitted with your grant proposal. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

2. **Separate Fund**

All Foundation grant funds received by your organization must be maintained in a separate fund dedicated to the charitable purposes described in this letter. Such a separate fund may be either (1) a physically separate bank account restricted to the described charitable purposes, or (2) a separate bookkeeping account (limited to the described charitable purposes) maintained as part of your financial records. The Foundation encourages, whenever feasible, the deposit of grant funds in an interest-bearing account.

3. **Reporting**

A written report signed by an appropriate officer of your organization must be furnished to the Foundation to the attention of **Susan C. Hill, Specialist** after the close of each fiscal year in which your organization receives or spends any portion of Foundation grant funds (including income, if any, from such funds) until the grant funds are spent in full or the grant is otherwise terminated. According to our records, the trust fiscal year ends **December 31, 2009**. The report for the fiscal year ending December 31, 2009 is due no later than January 31, 2010. In addition, within three (3) months following the fiscal year-end in which your organization completes its use of all grant funds, a final written report is to be furnished to the Foundation with respect to all expenditures under the grant (including salaries, travel and supplies).

Each written report, including the final written report, must contain two parts, a narrative account and a financial account of what was accomplished by the expenditure of the grant funds during the period covered by the report.

A. **Narrative Account:** The narrative account should provide a detailed description of what was accomplished by the grant, including a description of the progress made toward achieving the goals of the grant and an assurance that the activities under the grant have been conducted in conformity with the terms of the grant.

B. **Financial Account:** The financial account should provide a financial statement reporting, in U S dollars, all expenditures of Foundation grant funds and any income earned on those funds. The financial statement should include only Foundation funds received and expended under this grant during the period covered by the report. It is assumed that the financial statement will be prepared from books and records maintained on a fund-accounting (cash) basis. Only expenditures made in support of the grant purposes should be charged against the grant, and records should be maintained of such expenditures adequate to enable the use of such funds to be checked readily.

If written reports are not submitted to the Foundation on a timely basis, United States law requires that the Foundation withhold further payments, if any, to your organization and to any affiliate organization under this grant or under any other Foundation grant and prohibits the Foundation from awarding any new grants to your organization or any affiliate organization.

4. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and records available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your organization's program, discuss the program with your organization's personnel and review financial and other records and materials connected with the activities financed by this grant.

5. Record Retention [for private foundation grantees only]

If you are classified by the Internal Revenue Service as a private foundation, United States law requires that such accounting records, as well as copies of the reports submitted to the Foundation, be kept by your organization for at least four years after completion of the use of the grant funds

6. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used for any of the following purposes:

A. To carry on propaganda, or otherwise to attempt to influence any legislation (within the meaning of Section 4945(d)(1) of the United States Internal Revenue Code),

B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the United States Internal Revenue Code):

C. To make grants to individuals for travel, study or other similar purposes by such individuals (such as scholarships, fellowships or grants for research), unless such grants satisfy the requirements of Section 4945(g) of the United States Internal Revenue Code.

D. To make any grant to any other organization (other than to public charities or exempt operating foundations) which does not comply with the requirements of Section 4945(d)(4) of the United States Internal Revenue Code: or

E. To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue Code.

If you have further questions regarding activities that are not permitted, please contact the Foundation.

7. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant as specified herein must be returned to the Foundation.

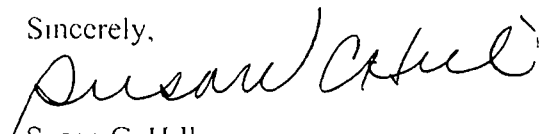
8. **Compliance**

The Foundation reserves the right, in its sole discretion, to discontinue funding if it is not satisfied with the progress of the grant or the content of any written report.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of **Reginald J. Middleton**. In signing this letter, such officer represents to the Foundation that he or she has the authority to sign this letter on the organization's behalf. Payment of any grant funds will commence following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work

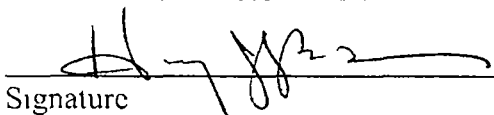
Sincerely,


Susan C. Hill

Specialist

ACCEPTED AND AGREED this 3 day of August, 20 10.

Mercantile Beneficial Association

By: 
Signature

Printed Name: Harry J. J. Bellwood

Title: President

To facilitate receipt of grant funds, please complete the following:

Grant should be made payable to: Mercantile Beneficial ASSN

and mailed to the following address:

Harry J. J. Bellwood
Schubert & Bellwood
1400 Two Penn Ctr ; 15th FIK
Phila Pa 19102

Jul 16, 2010 12:36PM

No. 1540 P. 1

Expenditure Responsibility Report
Isaiah Williamson Charitable Trust

Grantee: Isaiah Williamson Charitable Trust
123 South Broad Street
Philadelphia, PA 19109
TIN# 23-6215020

Date of grants: February 23, 2009
August 24, 2009

Amount of grant: \$6,413.58 (\$3,206.79 plus \$3,206.79)

Purpose of grant: To further the general charitable purposes of the Western Association of Ladies.

I hereby certify that The Western Association of Ladies has redistributed the amounts received from the Isaiah Williamson Charitable Trust in order that such redistribution amounts are "qualifying" distributions under Section §4945(g)(3) and Section §4945(h) as follows:

<u>Grantee</u>	<u>Amount</u>	<u>Date</u>	<u>Addresses</u>
The Western Association of Ladies	\$3,206.79	February 23, 2009	8250 Willow Oaks Fairfax VA, 22031
The Western Association Ladies	\$3,206.79	August 24, 2009	413 Academy St, of DE 19716

By: Marianne M. Bohon
Marianne Bohon, Executive Secretary
The Western Association of Ladies

Date: 7/16/10

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR ██████████ WILLIAMSON ISAI AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS /	ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
PRINCIPAL							
=====							
DEPOSIT ACCOUNTS							

997981006	WACHOVIA PT MONEY MARKET			16,013.51	16,013.51		
TOTAL	DEPOSIT ACCOUNTS			16,013.51	16,013.51		
CLOSED-END FUND - EQUITY							

464287234	ISHARES MSCI EMERGING MARKETS INDEX FD	2,099		74,529.08	87,108.50	74,529.08	74,529.08
464287465	ISHARES MSCI EAFE INDEX FD	2,592		161,775.73	143,285.76	161,775.73	161,775.73
464287499	ISHARES RUSSELL MIDCAP INDEX FD	1,696		132,378.80	139,936.96	132,378.80	132,378.80
78464A607	SPDR SPDR DOW JONES REIT ETF	2,043		100,725.83	100,536.03	100,725.83	100,725.83
TOTAL	CLOSED-END FUND - EQUITY	8,430		469,409.44	470,867.25	469,409.44	469,409.44
CLOSED-END FUND - FIXED TAXABLE							

464287176	ISHARES BARCLAYS TIPS BOND FUND	605		63,331.57	62,859.50	63,331.57	63,331.57
TOTAL	CLOSED-END FUND - FIXED TAXABLE	605		63,331.57	62,859.50	63,331.57	63,331.57
MUTUAL FUNDS - FIXED TAXABLE							

256210105	DODGE & COX INCOME FD	13,014.369		156,172.44	168,666.22	156,172.44	156,172.44
299908830	EVERGREEN INTERNATIONAL BOND FD CL I (FD #460)	2,687.174		30,100.00	30,311.32	30,100.00	30,100.00
693390700	PIMCO TOTAL RETURN FD INST CL	12,594.177		131,357.26	136,017.11	131,357.26	131,357.26
693390841	PIMCO HIGH YIELD FD INST CL	10,598.998		89,300.00	93,271.18	89,300.00	89,300.00
693390882	PIMCO FOREIGN BOND FD U.S. DOLLAR - HEDGED INST CL	3,058.285		30,100.00	30,582.85	30,100.00	30,100.00
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	4,960.246		48,200.00	51,189.74	48,200.00	48,200.00
TOTAL	MUTUAL FUNDS - FIXED TAXABLE	46,913.249		485,229.70	510,038.42	485,229.70	485,229.70

RUN SEP 14 10
AT 2:08 PM

WELLS FARGO BANK, N.A.
INVEST AFC/AFP INTERFACE

PAGE 2
AS OF 05/31/10

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR ██████████ WILLIAMSON ISAI AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS /	ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
MUTUAL FUNDS - OTHER							

44980Q518	ING INTERNATIONAL REAL ESTATE	4,338.716		40,200.00	35,447.31	40,080.29	40,080.29
722005667	PIMCO COMMODITY REALRETURN STRATEGY FD INSTL	7,342.663		69,200.00	60,797.25	69,200.00	69,200.00
TOTAL	MUTUAL FUNDS - OTHER	11,681.379		109,400.00	96,244.56	109,280.29	109,280.29
MUTUAL FUNDS - EQUITY							

299909408	EVERGREEN STRATEGIC GROWTH FD CL I (FD #440)	5,359.898542		128,922.56	139,303.76	115,977.32	115,977.32
300237252	EVERGREEN GROWTH FD CL I (FD #703)	4,025.138702		53,686.23	53,051.33	47,053.87	47,053.87
30023C442	EVERGREEN SPECIAL VALUES FD CL I (FD #737)	2,882.566418		56,650.34	51,597.94	51,338.52	51,338.52
30023D804	EVERGREEN EQUITY TR DISCIPLINED VALUE FD CL I (FD #786)	12,149.769		199,509.33	136,806.40	169,644.38	169,644.38
TOTAL	MUTUAL FUNDS - EQUITY	24,417.372662		438,768.46	380,759.43	384,014.09	384,014.09
PRINCIPAL CASH							
				0.00	0.00		
*****	PRINCIPAL TOTAL	92,047.000662		1,582,152.68	1,536,782.67	1,511,265.09	1,511,265.09
INCOME							
=====							
DEPOSIT ACCOUNTS							

997981006	WACHOVIA PT MONEY MARKET			5,683.67	5,683.67		
TOTAL	DEPOSIT ACCOUNTS			5,683.67	5,683.67		
INCOME CASH							
				0.00	0.00		
*****	INCOME TOTAL			5,683.67	5,683.67	0.00	0.00
ASSET FILE TOTAL							
				92,047.000662	1,542,466.34	1,511,265.09	1,511,265.09

- 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	Employer identification number
	WILLIAMSON I FBO CHARITIES 4947-TUW	23-6215020
	Number, street, and room or suite no. If a P.O. box, see instructions	For IRS use only
	1525 W W.T. HARRIS BLVD. D1114-044	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	CHARLOTTE, NC 28288-1161	

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

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

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 ☒ **WACHOVIA BANK, NA**
Telephone No. ☐ (215) 670-4226 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.

- I request an additional 3-month extension of time until 11/15/2010.
- For calendar year 2009, or other tax year beginning , and ending .
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension AN EXTENSION IS REQUESTED DUE TO MORE TIME TO GATHER PERTINENT FINANCIAL INFORMATION NEEDED TO COMPLETE TAX 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 \$	192.
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 \$	300.
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 \$	—

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 ☒ RAH Title ☐ **Trust Officer** Date ☐ 7/20/10

Form 8868 (Rev. 4-2009)