Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

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

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

Name of foundation
SMALLWOOD FOUNDATION
8336608700 / R56929004

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number
23-7000306

B Telephone number
(414) 977-1210

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 8,237,179.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	872.	872.		STATEMENT 1
	4 Dividends and interest from securities	184,568.	184,568.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<530,857.>			
	b Gross sales price for all assets on line 6a 3,427,525.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	10,995.	3,554.		STATEMENT 3
	12 Total Add lines 1 through 11	<334,422.>	188,994.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	48,064.	36,048.		12,016.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	825.	0.		825.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	1,700.	1,400.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	10,446.	0.		10,446.
	24 Total operating and administrative expenses. Add lines 13 through 23	61,035.	37,448.		23,287.
	25 Contributions, gifts, grants paid	377,260.			377,260.
	26 Total expenses and disbursements. Add lines 24 and 25	438,295.	37,448.		400,547.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<772,717.>			
	b Net investment income (if negative, enter -0-)		151,546.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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

14170504 748522 R56929004 2009.03020 SMALLWOOD FOUNDATION 833660 R5692901

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		257,762.	257,762.
	2 Savings and temporary cash investments	802,787.	151,087.	151,087.
	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	581,634.		
	b Investments - corporate stock STMT 8	4,805,732.	3,927,510.	4,225,549.
	c Investments - corporate bonds STMT 9	1,426,561.	2,361,764.	2,413,083.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans	978,940.		
	13 Investments - other STMT 10	0.	1,125,188.	1,189,698.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	8,595,654.	7,823,311.	8,237,179.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	8,595,654.	7,823,311.	
	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**	8,595,654.	7,823,311.	
	31 **Total liabilities and net assets/fund balances**	8,595,654.	7,823,311.	

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	8,595,654.
2 Enter amount from Part I, line 27a	2	<772,717.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	374.
4 Add lines 1, 2, and 3	4	7,823,311.
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	7,823,311.

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	PUBLICLY TRADED SECURITIES	P		
b	CLASS ACTION SETTLEMENT	P		
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	3,420,809.		3,958,382.	<537,573.>
b	6,716.			6,716.
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				<537,573.>
b				6,716.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	<530,857.>
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	448,754.	8,210,670.	.054655
2007	396,637.	9,162,776.	.043288
2006	427,354.	8,643,725.	.049441
2005	422,775.	8,593,486.	.049197
2004	408,103.	8,672,270.	.047058

2 Total of line 1, column (d)	2	.243639
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	.048728
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	7,362,708.
5 Multiply line 4 by line 3	5	358,770.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,515.
7 Add lines 5 and 6	7	360,285.
8 Enter qualifying distributions from Part XII, line 4	8	400,547.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,515.
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	1,515.
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	1,515.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2,689.		
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	2,689.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	1,174.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶	1,174. Refunded ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, N.A. Telephone no ▶817-884-5155
Located at ▶420 THROCKMORTON, FORT WORTH, TX ZIP+4 ▶76102

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? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A | 1b | | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | | X |

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No

If "Yes," list the years ▶ ______, ______, ______, ______

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A | 2b | | |

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ ______, ______, ______, ______

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A | 3b | | |

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		48,064.	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	6,817,258.
b	Average of monthly cash balances	1b	657,572.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,474,830.
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	7,474,830.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	112,122.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,362,708.
6	**Minimum investment return** Enter 5% of line 5	6	368,135.

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	368,135.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,515.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,515.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	366,620.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	366,620.
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	366,620.

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	400,547.
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	400,547.
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	1,515.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	399,032.

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				366,620.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			376,900.	
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 ▶ $ 400,547.				
a Applied to 2008, but not more than line 2a			376,900.	
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				23,647.
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.**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				342,973.
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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter. (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ 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

JPMORGAN CHASE BANK, N.A., 817-884-5155
420 THROCKMORTON, FORT WORTH, TX 76102

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

REQUIREMENTS VARY DEPENDING ON TYPE OF GRANT REQUESTED.

c Any submission deadlines

NONE

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

GRANTS FOR EDUCATIONAL, MEDICAL RESEARCH, SCIENTIFIC, LITERARY AND/OR CULTURAL PURPOSES

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			▶ 3a	377,260.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	872.	
4 Dividends and interest from securities			14	184,568.	
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			14	3,554.	
8 Gain or (loss) from sales of assets other than inventory			18	<530,857.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a EXCISE TAX REFUND			01	7,441.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		<334,422.>	0.

13 Total Add line 12, columns (b), (d), and (e) 13 <334,422.>

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee: Paul Smith Trustee | Date: 7-1-10 | Title: TRUSTEE

Paid Preparer's Use Only

Preparer's signature: Kathryn Wiskow | Date: 5/4/10 | Check if self-employed ☐ | Preparer's identifying number: P00037638

Firm's name (or yours if self-employed), address, and ZIP code: JPMORGAN CHASE BANK, NA - MILWAUKEE
P.O. BOX 3038
MILWAUKEE, WI 53201-3038

EIN 13-4994650

Phone no (414) 977-1210

Form **990-PF** (2009)

923622
02-02-10

14170504 748522 R56929004 2009 03020 SMALLWOOD FOUNDATION 833660 R5692901

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

SOURCE	AMOUNT
MONEY MARKET FUND	872.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	872.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND AND INTEREST INCOME	184,568.	0.	184,568.
TOTAL TO FM 990-PF, PART I, LN 4	184,568.	0.	184,568.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCRETION	3,554.	3,554.	
EXCISE TAX REFUND	7,441.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	10,995.	3,554.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	825.	0.		825.
TO FORM 990-PF, PG 1, LN 16B	825.	0.		825.

FORM 990-PF	TAXES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES PAID - ESTIMATES	300.	0.		0.
FOREIGN TAXES WITHHELD	1,400.	1,400.		0.
TO FORM 990-PF, PG 1, LN 18	1,700.	1,400.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD MEETING EXPENSE	10,349.	0.		10,349.
ADMINISTRATIVE EXPENSE	97.	0.		97.
TO FORM 990-PF, PG 1, LN 23	10,446.	0.		10,446.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7

DESCRIPTION	AMOUNT
RETURN OF CAPITAL	54.
MUTUTAL FUND TIMING DIFFERENCE	318.
ROUNDING	2.
TOTAL TO FORM 990-PF, PART III, LINE 3	374.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - EQUITIES	3,927,510.	4,225,549.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,927,510.	4,225,549.

FORM 990-PF	CORPORATE BONDS	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - FIXED INCOME	2,335,066.	2,387,880.
SEE ATTACHED SCHEDULE - SHORT TERM CASH	26,698.	25,203.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,361,764.	2,413,083.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTTACHED SCHEDULE - OTHER ASSETS	COST	1,125,188.	1,189,698.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,125,188.	1,189,698.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICK PIERSALL P.O. BOX 2050 FT WORTH, TX 76113	TRUSTEE 0.00	0.	0.	0.
SALLY MULLER P.O. BOX 2050 FT WORTH, TX 76113	TRUSTEE 0.00	0.	0.	0.
SUZY STOCKDALE P.O. BOX 2050 FT WORTH, TX 76113	TRUSTEE 0.00	0.	0.	0.
SAUL BAKER P.O. BOX 2050 FT WORTH, TX 76113	TRUSTEE 0.00	0.	0.	0.
HARRY BARTEL P.O. BOX 2050 FT WORTH, TX 76113	TRUSTEE 0.00	0.	0.	0.
JPMORGAN CHASE BANK, N.A. P.O. BOX 3038 MILWAUKEE, WI 53201	AGENT 2.00	48,064.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		48,064.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALL SAINTS HEALTH FOUNDATION 1400 EIGHTH AVENUE FORT WORTH, TX 76104	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
AUSTIN COLLEGE 900 NORTH GRAND AVENUE SHERMAN, TX 75090	NONE PROGRAM SUPPORT	PUBLIC CHARITY	24,000.
BALLET CONCERTO, INC. 3803 CAMP BOWIE BOULEVARD FORT WORTH, TX 761073355	NONE PROGRAM SUPPORT	PUBLIC CHARITY	2,500.
BOYS & GIRLS CLUBS OF GREATER FORT WORTH, INC. 3218 EAST BELKNAP STREET FORT WORTH, TX 76111	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
CASSATA HIGH SCHOOL 1400 HEMPHILL STREET FORT WORTH, TX 76104	NONE PROGRAM SUPPORT	PUBLIC CHARITY	7,500.
CHILD STUDY CENTER 1300 W. LANCASTER FORT WORTH, TX 76102	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
COMMUNITIES IN SCHOOLS FORT WORTH 6707 BRENTWOOD STAIR ROAD, SUITE 510 FORT WORTH, TX 76112	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
DOUGLAS COUNTY PUBLIC LIBRARY P.O. BOX 337 MINDEN, NV 89423	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.

DOUGLAS COUNTY SEARCH AND RESCUE P.O. BOX 1306 MINDEN, NV 89423	NONE PROGRAM SUPPORT	PUBLIC CHARITY	11,500.
DOUGLAS COUNTY SHERIFF'S OFFICE POST OFFICE BOX 218 MINDEN, NV 89423	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
FORT WORTH COUNTRY DAY SCHOOL INC. 4200 COUNTRY DAY LANE FORT WORTH, TX 761094299	NONE PROGRAM SUPPORT	PUBLIC CHARITY	6,000.
FORT WORTH MUSEUM OF SCIENCE AND HISTORY 1501 MONTGOMERY STREET FORT WORTH, TX 76107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	15,000.
FORT WORTH OPERA ASSOCIATION, INC. 1300 GENDY STREET FORT WORTH, TX 76107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
FORT WORTH SYMPHONY ORCHESTRA ASSOCIATION INC. 330 EAST FOURTH STREET FORT WORTH, TX 76102	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
HISTORIC FORT WORTH, INC. 1110 PENN STREET FORT WORTH, TX 76102	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
JUNIOR ACHIEVEMENT OF THE CHISHOLM TRAIL, INC. 6300 RIDGLEA PLACE FORT WORTH, TX 76116	NONE PROGRAM SUPPORT	PUBLIC CHARITY	2,500.
PARTNERSHIP OF COMMUNITY RESOURCES POST OFFICE BOX 651 MINDEN, NV 89423	NONE PROGRAM SUPPORT	PUBLIC CHARITY	4,500.
PRESBYTERIAN NIGHT SHELTER OF TARRANT COUNTY P.O. BOX 2645 FORT WORTH, TX 76113	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.

SPECIAL CAMPS FOR SPECIAL KIDS DBA CAMP JOHN MARC 2824 SWISS AVENUE DALLAS, TX 75204	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
TARRANT COUNTY YOUTH COLLABORATION 6707 BRENTWOOD STAIR RD. FORT WORTH, TX 76112	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
TEXAS WESLEYAN UNIVERSITY 1201 WESLEYAN STREET FORT WORTH, TX 76105-1536	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
UNIVERSITY OF FLORIDA FOUNDATION, INC. P.O. BOX 14425 GAINESVILLE, FL 32604	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
UNIVERSITY OF FLORIDA FOUNDATION, INC. P.O. BOX 14425 GAINESVILLE, FL 32604	NONE PROGRAM SUPPORT	PUBLIC CHARITY	50,000.
UNIVERSITY OF FLORIDA FOUNDATION, INC. P.O. BOX 14425 GAINESVILLE, FL 32604	NONE PROGRAM SUPPORT	PUBLIC CHARITY	15,760.
UNIVERSITY OF FLORIDA FOUNDATION, INC. P.O. BOX 14425 GAINESVILLE, FL 32604	NONE PROGRAM SUPPORT	PUBLIC CHARITY	23,000.
UNIVERSITY OF FLORIDA FOUNDATION, INC. P.O. BOX 14425 GAINESVILLE, FL 32604	NONE PROGRAM SUPPORT	PUBLIC CHARITY	50,000.
UNIVERSITY OF NEVADA, RENO FOUNDATION 102 MERRILL HALL/162 RENO, NV 89557	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
VAN CLIBURN FOUNDATION INC. 2525 RIDGMAR BLVD., SUITE 307 FORT WORTH, TX 76116	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.

WHAT ABOUT REMEMBERING ME CENTER 809 LIPSCOMB STREET FORT WORTH, TX 76104-3121	NONE PROGRAM SUPPORT	PUBLIC CHARITY	5,000.
YWCA OF FORT WORTH AND TARRANT COUNTY 512 WEST 4TH STREET FORT WORTH, TX 761023688	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			377,260.

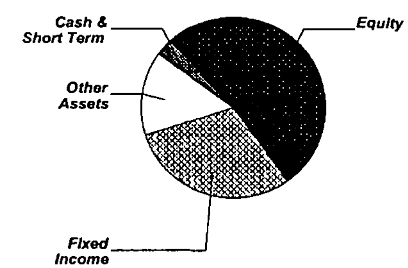
SMALLWOOD FOUNDATION PCIAA ACCT X56929510
For the Period 11/1/09 to 12/31/09

Account Summary

PRINCIPAL

Asset Allocation	Ending Market Value	Estimated Annual Income	Current Allocation
Equity	4,225,548 69	56,050 73	53%
Cash & Short Term	176,289 86	1,850 05	2%
Fixed Income	2,387,880 04	114,667 25	30%
Other Assets	1,189,698 24		15%
Market Value	**$7,979,416.83**		**100%**

Asset Allocation



INCOME

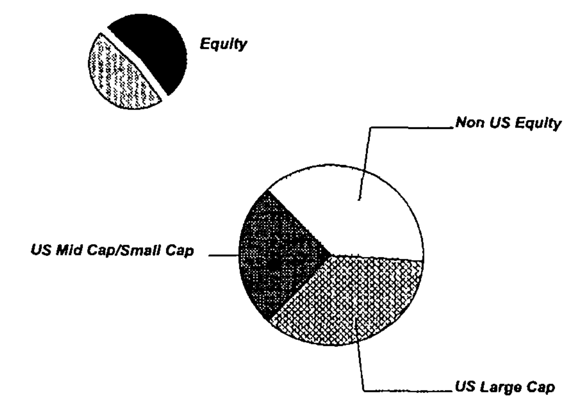
Cash Position	Ending Market Value
Cash Balance	257,761 68
Accruals	18,171 47
Market Value	**$275,933.15**

J.P.Morgan

Equity Summary

Asset Categories	Ending Market Value	Current Allocation
US Large Cap	1,503,872 21	19%
US Mid Cap/Small Cap	1,095,739 19	14%
Non US Equity	1,625,937 29	20%
Total Value	**$4,225,548.69**	**53%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	4,225,548 69
Tax Cost	3,927,509 61
Unrealized Gain/Loss	298,039 06
Estimated Annual Income	56,050 73
Yield	1 33 %

Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
JPMORGAN TR I GROWTH ADVANTAGE FUND SELECT SHARE CLASS FUND 1567 4812A3-71-8 JGAS X	28,419 183	7 27	206,607 46	160,000 00	46,607 46		
FMI FDS INC LARGE CAP FD 302933-20-5 FMIH X	12,152 778	14 14	171,840 28	140,000 00	31,840 28	2,078 12	1 21%
ISHARES RUSSELL 1000 GROWTH INDEX FUND 464287-61-4 IWF	6,000 000	49 85	299,100 00	338,485 20	(39,385 20)	4,764 00	1 59%
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	10,963 892	20 31	222,676 65	261,252 73	(38,576 08)	4,210 13	1 89%
JPMORGAN TR I US LARGE CAP VALUE PLUS SELECT SHARE CLASS FUND 1513 4812A4-65-8 JTVS X	15,810 631	11 73	185,458 70	142,770 00	42,688 70	885 39	0 48%
JPMORGAN US LARGE CAP CORE PLUS FUND SELECT FUND 1002 4812A2-38-9 JLPS X	10,125 215	18 18	184,076 41	180,000 00	4,076 41	1,154 27	0 63%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
US Large Cap							
THORNBURG VALUE FUND FD CL I 885215-63-2 TVIF X	7,413 322	31 58	234,112 71	266,025 46	(31,912 75)	3,780 79	1 61%
Total US Large Cap			**$1,503,872.21**	**$1,488,533.39**	**$15,338.82**	**$16,872.70**	**1.12%**
US Mid Cap/Small Cap							
EAGLE SER MID CAP STK I 269858-84-1 HMCJ X	8,081 494	23 20	187,490 66	142,800 00	44,690 66		
ISHARES RUSSELL 2000 INDEX FUND 464287-65-5 IWM	700 000	62 44	43,708 00	38,655 47	5,052 53	709 10	1 62%
ISHARES S&P MIDCAP 400 INDEX FUND 464287-50-7 IJH	1,739 000	72 41	125,920 99	121,105 53	4,815 46	2,340 69	1 86%
JPMORGAN MARKET EXPANSION INDEX FUND SELECT SHARE CLASS FUND 3708 4812C1-63-7 PGMI X	22,071 097	8 68	191,577 12	142,800 00	48,777 12	2,582 31	1 35%
JPMORGAN MULTI-CAP MARKET NEUTRAL FUND SELECT SHARE CLASS FUND 2023 4812C1-67-8 OGNI X	8,638 975	10 11	87,340 04	96,151 80	(8,811 76)		

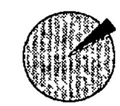
	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Mid Cap/Small Cap							
JPMORGAN SMALL CAP GROWTH FUND SELECT SHARE CLASS FUND 3136 4812C0-57-1 OGGF X	17,783 598	8 71	154,895 14	190,000 00	(35,104 86)		
JPMORGAN SMALL CAP VALUE FUND SELECT SHARE CLASS FUND 3712 4812C1-79-3 PSOP X	2,572 012	15 19	39,068 86	41,884 82	(2,815 96)	614 71	1 57%
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	6,122 839	15 74	96,373 49	97,659 28	(1,285 79)	202 05	0 21%
JPMORGAN US REAL ESTATE FUND SELECT SHARE CLASS FUND 3037 4812C0-61-3 SUIE X	13,870 998	12 21	169,364 89	251,549 57	(82,184 68)	3,897 75	2 30%
Total US Mid Cap/Small Cap			**$1,095,739.19**	**$1,122,606.47**	**($26,867.28)**	**$10,346.61**	**0.94%**
Non US Equity							
ARTIO INTERNATIONAL EQUITY II - I 04315J-83-7 JETI X	34,025 000	11 78	400,814 50	258,249 75	142,564 75	19,700 47	4 92%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	17,052 914	31 20	532,050 92	442,420 00	89,630 91	1,961 08	0 37%

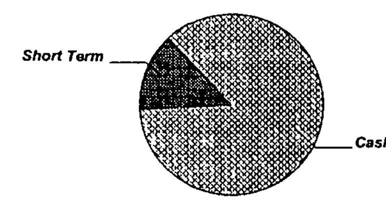
	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
Non US Equity							
JPMORGAN INTERNATIONAL VALUE FUND SELECT SHARE CLASS FUND 1296 4812A0-56-5 JIES X	8,045 977	12 68	102,022 99	70,000 00	32,022 99	2,470 11	2 42%
JPMORGAN INTREPID INTERNATIONAL FUND SELECT SHARE CLASS FUND # 1321 4812A2-21-5 JISI X	12,013 560	15 73	188,973 30	255,700 00	(66,726 70)	3,159 56	1 67%
NUVEEN NWQ VALUE OPPORTUNITIES FUND 67064Y-63-6 NVOR X	13,510 604	29 76	402,075 58	290,000 00	112,075 57	1,540 20	0 38%
Total Non US Equity			**$1,625,937.29**	**$1,316,369.75**	**$309,567.52**	**$28,831.42**	**1.77%**

Cash & Short Term Summary

Asset Categories	Ending Market Value	Current Allocation
Cash	151,086 76	1%
Short Term	25,203 10	1%
Total Value	**$176,289.86**	**2%**

Asset Categories





Market Value/Cost	Current Period Value
Market Value	176,289 86
Tax Cost	177,784 34
Unrealized Gain/Loss	(1,494 48)
Estimated Annual Income	1,850 05
Accrued Interest	290 51
Yield	0 79%

Cash & Short Term Summary CONTINUED

SUMMARY BY MATURITY

Short Term	Market Value
Less than 3 months	5,051 80
3-6 months	20,151 30
Total Value	**$25,203.10**

SUMMARY BY TYPE

Short Term	Market Value	% of Bond Portfolio
Corporate Bonds	25,203 10	100%

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Short Term Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	151,086 76	1 00	151,086 76	151,086 76		181 30 26 50	0 12 % [1]
Short Term							
DUKE ENERGY CORP 7 3/8% D MAR 1 2010 DTD 3/10/2000 264399-DP-8 A- /A3	5,000 00	101 04	5,051 80	5,855 05	(803 25)	368 75 122 91	1 12%
INTERNATIONAL LEASE FINANCE CORP SR NOTES 5% APR 15 2010 DTD 4/11/2005 459745-FP-5 BBB /B1	10,000 00	98 50	9,849 90	10,137 20	(287 30)	500 00 105 55	10 24 %
DAIMLERCHRYSLER NORTH AMERICA HOLDING CORP GTD NOTES 8% JUN 15 2010 DTD 6/8/2000 233835-AK-3 BBB /A3	10,000 00	103 01	10,301 40	10,705 33	(403 93)	800 00 35 55	1 34 %
Total Short Term			**$25,203.10**	**$26,697.58**	**($1,494.48)**	**$1,668.75** **$264.01**	**4.77%**

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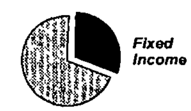
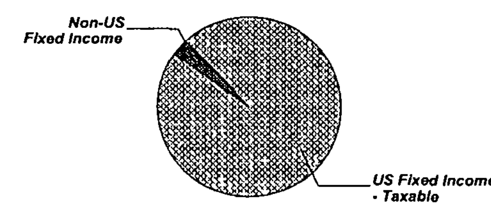
Fixed Income Summary

Asset Categories	Ending Market Value	Current Allocation
US Fixed Income - Taxable	2,322,856 27	29%
Non-US Fixed Income	65,023 77	1%
Total Value	**$2,387,880.04**	**30%**

Market Value/Cost	Current Period Value
Market Value	2,387,880 04
Tax Cost	2,335,066 05
Unrealized Gain/Loss	52,813 99
Estimated Annual Income	114,667 25
Accrued Interest	17,880 96
Yield	3 20%

Asset Categories





Fixed Income Summary CONTINUED

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years[1]	839,532 35	35%
5-10 years[1]	1,014,550 68	43%
10+ years[1]	533,797 01	22%
Total Value	**$2,387,880.04**	**100%**

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Corporate Bonds	567,734 55	24%
Government and Agency Bonds	570,935 90	24%
International Bonds	65,023 77	3%
Mortgage and Asset Backed Bonds	1,032,773 29	43%
Mutual Funds	151,412 53	6%
Total Value	**$2,387,880.04**	**100%**

[1]The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

Note O - Bonds purchased at a discount show accretion

Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	700 000	103 90	72,730 00	65,904 40	6,825 60	2,829 40	3 89%
JPMORGAN INTERNATIONAL CURRENCY INCOME FUND 30-Day Annualized Yield 1 20% 4812A3-29-6	7,319 305	10 75	78,682 53	80,000 00	(1,317 47)	43 91 37 99	0 06%
KEY BANK NA 7% FEB 01 2011 DTD 02/01/2001 49306C-AD-3 BBB /A3	5,000 000	103 85	5,192 40	5,347 90	(155 50)	350 00 145 83	3 35%
POTAST CORP SASKATCHEWAN INC NOTES 7 3/4% MAY 31 2011 DTD 5/21/2001 73755L-AB-3 A- /BAA	5,000 000	108 41	5,420 50	5,367 60	52 90	387 50 33 36	1 71%
BANKAMERICA CORP NOTES 7 1/8% OCT 15 2011 DTD 10/24/96 066050-CM-5 A- /A3	30,000 000	107 43	32,227 80	29,325 60	2,902 20	2,137 50 451 23	2 83%
WACHOVIA CORP SR NOTES 5 30% OCT 15 2011 DTD 10/23/2006 929903-CF-7 AA- /A1	20,000 000	106 15	21,230 40	18,843 00	2,387 40	1,060 00 223 76	1 79%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
CREDIT SUISSE FB USA INC NOTES 6 1/8% NOV 15 2011 DTD 11/6/2001 22541L-AB-9 A+ /AA1	15,000 000	107 84	16,175 70	15,437.55	738 15	918 75 117 39	1 85%
WELLPOINT HEALTH NETWORK NOTES 6 3/8% JAN 15 2012 DTD 1/16/2002 94973H-AC-2 A- /BAA	5,000 000	107 71	5,385 30	5,127 30	258 00	318 75 146 97	2 48%
INTUIT INC 5 40% MAR 15 2012 DTD 3/12/2007 461202-AA-1 BBB /BAA	10,000 000	106 24	10,624 00	10,126 50	497 50	540 00 159 00	2 47%
U S A TREASURY NOTES 4 1/2% APR 30 2012 DTD 4/30/2007 912828-GQ-7 AAA /AAA	90,000 000	107 21	96,489 90	98,528 91	(2,039 01)	4,050 00 693 63	1 34%
SBC COMMUNICATIONS INC NOTES 5 7/8% AUG 15 2012 DTD 8/19/2002 78387G-AK-9 A /A2	15,000 000	109 17	16,375 50	15,994 20	381 30	881 25 332 91	2 25%
VERIZON GLOBAL FUNDING CORP NOTES 7 3/8% SEP 1 2012 DTD 8/26/2002 92344G-AT-3 A /A3	20,000 000	112 72	22,544 40	21,825 00	719 40	1,475 00 491.66	2 42%
GENERAL MILLS INC NOTES 5 650% SEPT 10 2012 DTD 08/29/2007 370334-BE-3 BBB /BAA	10,000 000	108 79	10,878 80	10,238 40	640 40	565 00 174 20	2 26%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
MBNA MASTER CREDIT CARD TRUST SER 2000-E CL A 7 80% OCT 15 2012 DTD 6/1/2000 55262T-FJ-7 AAA /AAA	35,000 000	102 54	35,887 83	38,778 91	(2,891 08)	2,730 00 121 31	0 96%
BOTTLING GROUP LLC 4 5/8% NOV 15 2012 DTD 07/02/2003 10138M-AB-1 A+ /AA2	20,000 000	107 20	21,439 60	19,450 60	1,989 00	925 00 118 18	2 03%
VIRGINIA ELECTRIC POWER 5 1% NOV 30 2012 DTD 12/04/2007 927804-FD-1 A- /BAA	10,000 000	108 00	10,799 90	9,996 60	803 30	510 00 43 91	2 25%
GNMA GTD MTG PASS THRU CTF POOL NBR 449522 6 50% DUE 03/15/2013 36208F-LB-4	4,303 750	107 50	4,626 45	4,340 05	286 40	279 74 23 30	1 07%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 0429718 6 50% DUE 04/01/2013 31379U-K7-5	5,949 640	107 66	6,405 26	6,009 14	396 12	386 72 32 22	0 86%
GOLDMAN SACHS GROUP INC NOTES 5 1/4% APR 1 2013 DTD 3/31/2003 38141G-DB-7 A /A1	25,000 000	105 92	26,479 50	25,348 25	1,131 25	1,312 50 328 12	3 31%
PRINCIPAL LIFE INC FDG MEDIUM TERM NOTE 5 3% APR 24 2013 DTD 04/24/2008 74254P-YE-6 A+ /AA3	15,000 000	105 59	15,838 50	14,773 80	1,064 70	795 00 147 94	3 50%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ALLSTATE LF GLB FN TRST MEDIUM TERM NOTES 5 3/8% APR 30 2013 DTD 04/30/2008 02003M-BQ-6 AA- /A1	5,000 000	106 75	5,337 35	4,934.40	402 95	268 75	3 22%
U S A NOTES 3 5/8% MAY 15 2013 DTD 5/15/2003 912828-BA-7 AAA /AAA	50,000 000	105 88	52,937 50	53,402 34	(464 84)	1,812 50 235 30	1 82%
PRAXAIR INC 3 95% JUN 1 2013 DTD 5/30/2003 74005P-AL-8 A /A2	15,000 000	104 23	15,634 35	14,948 40	685 95	592 50 49 36	2 65%
AMERICAN EXPRESS NOTES 4 7/8% JUL 15 2013 DTD 7/24/2003 025816-AQ-2 BBB /A3	15,000 000	104 34	15,650 70	14,744 10	906 60	731 25 337 18	3 56%
BRISTOL-MYERS SQUIBB NOTES 5 1/4% AUG 15 2013 DTD 2/15/2004 110122-AL-2 A+ /A2	5,000 000	108 38	5,419 20	5,188 10	231 10	262 50 99 16	2 80%
AMERICREDIT AUTOMOBILE RECEIVABLES TRUST 5 21% SER 2006-BG CL A4 SEP 6 2013 DTD 9/26/2006 03062X-AD-8 BBB /BAA	66,920 360	102 69	68,723 82	66,543 94	2,179 88	3,486 55 242.11	2 20%
GNMA GTD MTG PASS THRU CTF POOL NBR 466102 6 50% DUE 11/15/2013 36209A-X7-0	11,258 960	107 50	12,103 16	11,466 53	636 63	731 83 60 97	1 83%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
METLIFE INC NOTES 5% NOV 24 2013 DTD 11/24/2003 59156R-AG-3 A- /A3	10,000 000	105 27	10,527 20	9,997 90	529.30	500 00 51 38	3 54%
OHIO POWER COMPANY 4 85% JAN 15 2014 DTD 7/11/2003 677415-CG-4 BBB /BAA	5,000 000	104 48	5,224 00	4,719 15	504 85	242 50 111 81	3 65%
STAPLES INC 9 3/4% JAN 15 2014 DTD 01/15/2009 855030-AJ-1 BBB /BAA	5,000 000	121 85	6,092 25	6,022 60	69 65	487 50 224 79	3 86%
PACCAR INC NOTES 6 7/8% FEB 15 2014 DTD 02/13/2009 69373U-AA-5 AA- /A1	5,000 000	112 81	5,640 30	5,712 60	(72 30)	343 75 129 86	3 51%
MORGAN STANLEY NOTES 4 3/4% APR 1 2014 DTD 3/30/2004 61748A-AE-6 A- /A3	20,000 000	100 58	20,115 00	20,085 80	29 20	950 00 237 50	4 60%
JEFFRIES GROUP INC 5 7/8% JUN 08 2014 DTD 06/08/2007 472319-AD-4 BBB /BAA	5,000 000	102 69	5,134 65	5,037 50	97 15	293 75 18 76	5 19%
U S A NOTES 4 1/4% AUG 15 2014 DTD 8/15/2004 912828-CT-5 AAA /AAA	50,000 000	107 88	53,941 50	47,484 38	6,457 12	2,125 00 802 60	2 44%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
WELLS FARGO COMPANY NOTES 5% NOV 15 2014 DTD 11/6/2002 949746-CR-0 A+ /A2	15,000 000	102 71	15,406 65	14,310 45	1,096 20	750 00 95 82	4 37%
U S A NOTES 4% FEB 15 2015 DTD 2/15/2005 912828-DM-9 AAA /AAA	50,000 000	106 28	53,140 50	47,964 45	5,176 05	2,000 00 755 40	2 68%
MERCK & CO 4 3/4% MAR 1 2015 DTD 2/17/2005 589331-AK-3 AA- /AA3	5,000 000	107 22	5,361 05	4,874 35	486 70	237 50 79 16	3 22%
EXELON CORP NOTES 4 9% JUN 15 2015 DTD 6/9/2005 30161N-AD-3 BBB /BAA	15,000 000	103 16	15,474 00	13,798 20	1,675 80	735 00 32 65	4 24%
CITIGROUP INC SENIOR NOTES 5 3% JAN 7 2016 DTD 12/8/2005 172967-DE-8 A /A3	30,000 000	97 31	29,191 50	29,911 20	(719 70)	1,590 00 768 48	5 84%
CISCO SYSTEMS NOTES 5 1/2% FEB 22 2016 DTD 2/22/2006 17275R-AC-6 A+ /A1	10,000 000	109 79	10,979 00	9,749 40	1,229 60	550 00 197 08	3 70%
HOME DEPOT INC SR NOTES 5 40% MAR 1 2016 DTD 3/24/2006 437076-AP-7 BBB /BAA	5,000 000	104 69	5,234 30	4,852 60	381 70	270 00 90 00	4 52%

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
U S A BONDS 7 1/4% MAY 15 2016 DTD 5/15/86 912810-DW-5 AAA /AAA	30,000 000	123 79	37,136 70	34,816 41	2,320 29	2,175 00 282 36	3 10%
U S A NOTES 3 1/4% MAY 31 2016 DTD 06/01/2009 912828-KW-9 AAA /AAA	65,000 000	100 41	65,269 10	65,413 87	(144 77)	2,112 50 186 68	3 18%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 256435 6 50% DUE 08/01/2016 31371M-Y8-4	26,686 210	107 51	28,690 08	27,328 35	1,361 73	1,734 60 144 53	3 14%
CAPITAL ONE FINANCIAL CO SUB NOTES 6 15% SEP 1 2016 DTD 8/29/2006 14040H-AN-5 BBB /BAA	15,000 000	100 45	15,067 80	15,517 35	(449 55)	922 50 307 50	6 06%
FANNIE MAE NOTES 5 1/4% SEP 15 2016 DTD 8/17/2006 31359M-W4-1 AAA /AAA	15,000 000	110 47	16,570 35	15,304 83	1,265 52	787 50 231 87	3 48%
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU TR REMIC TR 2001-69 CL-OG 5 50% DUE 12/25/2016 31392A-5C-8	21,701 770	106 19	23,044 78	21,861 14	1,183 64	1,193 59 99 45	2 33%
FREDDIE MAC GOLD PARTIC CTF 6% JAN 01 2017 DTD 01/01/2002 POOL NO P60079 31288M-CQ-0	21,368 470			21,779 16	(21,779 16)	1,282 10 106 84	

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2695 CL 2695-DE 4 00% DUE 01/15/2017 31394L-7F-3	35,000 000	103 76	36,316 15	32,921 87	3,394 28	1,400 00 116 65	1 81%
COMCAST CORP 6 1/2% JAN 15 2017 DTD 7/14/2006 20030N-AP-6 BBB /BAA	10,000 000	110 71	11,070 60	10,801 00	269 60	650 00 299 72	4 70%
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 2003-15 CL CE 4 50% DUE 02/25/2017 31392J-NS-4	16,712 540	102 21	17,081 99	16,357 40	724 59	752 06 62 67	1 06%
O **U S A BOND STRIPPED PRIN PMT** ZERO CPN MAY 15 2017 DTD 05/16/87 912803-AL-7 AAA /NA	55,000 000	76 91	42,300 50	41,696 04 39,047 67	604 46		4 07%
U S A BONDS 8 3/4% MAY 15 2017 DTD 5/15/87 912810-DY-1 AAA /AAA	35,000 000	135 16	47,307 40	48,922 07	(1,614 67)	3,062 50 397 60	3 33%
NORFOLK SOUTHERN CORP NOTES 7 70% MAY 15 2017 DTD 5/19/97 655844-AE-8 BBB /BAA	5,000 000	117 06	5,853 15	5,581 75	271 40	385 00 49 19	4 91%
ERP OPERATING LP 5 3/4% JUN 15 2017 DTD 06/04/2007 26884A-AX-1 BBB /BAA	5,000 000	100 01	5,000 55	4,957 95	42 60	287 50 132 56	5 75%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
LEHMAN BROTHERS HOLDINGS SUB NOTES 6 1/2% JUL 19 2017 DTD 07/19/2007 IN DEFAULT LEHMAN PRICE IS N/A 524908-R3-6 NR /WR	15,000 000	0 03	4 50	14,862 30	(14,857 80)	975 00 438 75	
SUNTRUST BANKS SR NOTES 6% SEP 11 2017 DTD 09/10/2007 867914-AZ-6 BBB /BAA	5,000 000	99 12	4,956 20	4,999 60	(43 40)	300 00 91 66	6 14 %
GENERAL ELEC CAP CORP MEDIUM TERM NOTES 5 5/8% SEP 15 2017 DTD 09/24/2007 36962G-3H-5 AA+ /AA2	35,000 000	103 02	36,058 05	33,928 65	2,129 40	1,968 75 579 67	5 14 %
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 2002-94 CL-HM 4 50% DUE 01/25/2018 31392G-VG-7	30,000 000	104 49	31,346 79	28,837 50	2,509 29	1,350 00 112 50	3 09 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 555350 5 50% DUE 03/01/2018 31385W-5K-1	6,371 000	106 48	6,783 90	6,628 83	155 07	350 40 29 19	2 96 %
MIDAMERICAN ENERGY CO 5 3% MAR 15 2018 DTD 03/25/2008 595620-AH-8 A- /A2	10,000 000	103 05	10,305 30	9,971 80	333 50	530 00 156 05	4 84 %

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US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
JOHN DEERE CAPITAL CORP MEDIUM TERM NOTE 5 35% APR 03 2018 DTD 04/03/2008 24422E-QR-3 A /A2	5,000 000	105 68	5,284 20	4,984 70	299 50	267 50 65 38	4 52%
FHLMC REMIC SER 2594 CL OL 5% APR 15 2018 DTD 04/01/2003 31393P-ZN-7	30,000 000	106 16	31,849 19	29,868 75	1,980 44	1,500 00 124 98	3 45%
ORACLE CORP 5 3/4% APR 15 2018 DTD 04/09/2008 68389X-AC-9 A /A2	5,000 000	108 12	5,405 95	4,997 65	408 30	287 50 60 69	4 56%
FED HOME LN MTG CORP PARTN CTFS GROUP NBR E9-6459 5 00% DUE 05/01/2018 3128H4-E8-8	24,376 090	105 39	25,689 23	25,179 72	509 51	1,218 80 101 55	2 25%
U S A NOTES 3 7/8% MAY 15 2018 DTD 05/15/2008 912828-HZ-6 AAA /AAA	55,000 000	101 54	55,846 45	58,426 76	(2,580 31)	2,131 25 276 70	3 66%
GLAXOSMITHKLINE CAP INC 5 65% MAY 15 2018 DTD 05/13/2008 377372-AD-9 A+ /A1	10,000 000	107 86	10,785 90	9,969 40	816 50	565 00 72 19	4 51%
FED HOME LN MTG CORP PARTN CTFS GROUP NBR E-96715 5 00% DUE 06/01/2018 3128H4-N8-8	23,580 870	105 42	24,858 72	24,369 36	489 36	1,179 04 98 23	2 09%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 2003-81 CL 81-LC 4 50% DUE 09/25/2018 31393T-HN-9	50,000 000	103 80	51,898 44	49,406 25	2,492 19	2,250 00 187 50	3 54%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2751 CL BD 4 00% DUE 10/15/2018 31394R-6N-4	41,539 630	103 03	42,797 74	36,684 72	6,113 02	1,661 58 138 45	2 73%
U S A NOTES 3 3/4% NOV 15 2018 DTD 11/17/2008 912828-JR-2 AAA /AAA	50,000 000	99 99	49,996 00	51,312 50	(1,316 50)	1,875 00 243 40	3 75%
TRANS - CANADA PIPELINES 7 1/8% JAN 15 2019 DTD 01/09/2009 893526-8Y-2 A- /A3	5,000 000	116 92	5,846 10	5,715 15	130 95	356 25 164 27	4 80%
AMGEN INC SR NOTES 5 7% FEB 01 2019 DTD 01/16/2009 031162-AZ-3 A+ /A3	5,000 000	107 24	5,361 75	5,479 90	(118 15)	285 00 118 75	4 71%
CONOCOPHILLIPS NOTES 5 3/4% FEB 01 2019 DTD 02/03/2009 20825C-AR-5 A /A1	5,000 000	109 46	5,472 75	5,455 45	17 30	287 50 119 79	4 47%
CATERPILLAR FINACIAL SE MEDIUM TERM NOTE 7 15% FEB 15 2019 DTD 02/12/2009 14912L-4E-8 A /A2	5,000 000	115 64	5,781 95	5,728 60	53 35	357 50 135 05	4 99%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ANADARKO PETROLEUM CORP NOTES 8 7% MAR 15 2019 DTD 03/05/2009 032511-BC-0 BBB /BAA	5,000 000	124 39	6,219 60	4,944 95	1,274 65	435 00 128 08	5 31%
ATOMS ENERGY CORP 8 1/2% MAR 15 2019 DTD 03/26/2009 049560-AJ-4 BBB /BAA	5,000 000	121 46	6,073 10	4,990 65	1,082 45	425 00 125 13	5 50%
EATON CORP 6 95% MAR 20 2019 DTD 3/16/2009 278058-DH-2 A- /A3	5,000 000	114 00	5,699 95	5,720 45	(20 50)	347 50 97 49	5 03%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 768333 4 50% DUE 04/01/2019 31404G-SW-2	26,940 800	103 98	28,013 04	27,092 34	920 70	1,212 33 101 02	3 02%
BUNGE LIMITED FINANCE CO 8 1/2% JUN 15 2019 DTD 06/09/2009 120568-AT-7 BBB /BAA	5,000 000	113 99	5,699 55	5,122 82	576 73	425 00 18 88	6 50%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 787885 5 50% DUE 07/01/2019 31405F-J6-0	15,477 530	106 61	16,499 98	16,038 60	461 38	851 26 70 93	3 12%
BURLINGTN NORTH SANTA FE 4 7% OCT 01 2019 DTD 09/24/2009 12189T-BC-7 BBB /BAA	5,000 000	99 07	4,953 40	4,991 25	(37 85)	235 00 63 31	4 82%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FANNIE MAE 4 50% DEC 1 2019 DTD 1/1/2005 POOL NO 799278 31405T-6P-2	10,816 240	103 98	11,246 73	10,812 87	433 86	486 73 40 56	3 14%
BLACKROCK INC 5% DEC 10 2019 DTD 12/10/2009 09247X-AE-1 A+ /A1	5,000 000	98 27	4,913 40	4,974 73	(61 33)	250 00 14 58	5 23%
BANK OF NEW YORK MELLON NOTES 4 6% JAN 15 2020 DTD 11/16/2009 06406H-BP-3 AA- /AA2	5,000 000	97 74	4,887 00	4,990 25	(103 25)	230 00 28 75	4 89%
FNMA REMIC TRUST SER 2004-101 CL HB 5% JAN 25 2020 DTD 12/01/2004 31394B-G6-5	20,000 000	105 61	21,122 61	19,850 00	1,272 61	1,000 00 83 32	3 49%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 816405 5 00% DUE 07/01/2005 31406Q-AE-7	19,537 000	105 11	20,534 56	19,414 87	1,119 69	976 85 81 39	3 24%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 745406 6 00% DUE 03/01/2021 31403D-DK-2	13,819 190	107 17	14,809 89	14,002 73	807 16	829 15 69 09	3 61%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2595 CL HG 5 500% DUE 03/15/2023 31393P-EC-4	16,268 620	106 70	17,358 03	16,095 76	1,262 27	894 77 74 55	2 80%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL NATL MTG ASSN GTD REMIC PASS THRU CTF REMIC TR 1993-122 CL-M 6 500% DUE 07/25/2023 31359B-PE-1 NR /NR	20,708 120	109 38	22,650 46	21,381 14	1,269 32	1,346 02 112 15	3 51%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 745633 6 50% DUE 07/01/2024 31403D-LN-7	27,928 510	108 87	30,405 77	29,036 95	1,368 82	1,815 35 151 26	3 88%
FHLMC REMIC SER 3150 CL EQ 5% MAY 15 2026 DTD 05/01/2006 31396R-BY-2	15,000 000	103 47	15,519 76	14,025 00	1,494 76	750 00 62 49	4 50%
FEDERAL HOME LN MTG CORP MULTICLASS GTD PARTN CTFS GTD SER 2031 CL 2031-PG 7 000% DUE 02/15/2028 3133TC-TN-8	30,554 380	111 38	34,030 39	31,432 83	2,597 56	2,138 80 178 22	3 29%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2983 CL TA 4 50% DUE 07/15/2029 31395T-UD-4	15,396 340	103 55	15,943 65	14,742 01	1,201 64	692 83 57 73	1 97%
GNMA POOL NO 781079 7 50% AUG 15 2029 AUG 8/1/1999 36225B-FU-7	7,525 120	112 62	8,474 56	7,876 69	597 87	564 38 47 03	4 58%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2209 CL 2209-TC 8 00% DUE 01/15/2030 3133TN-CF-9	21,084 180	106 32	22,417 60	23,904 18	(1,486 58)	1,686 73 140 54	2 04%

US Fixed Income - Taxable

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 3145 CL KC 5 00% DUE 07/15/2030 31396N-CW-4	35,000 000	104 61	36,613 40	34,650 00	1,963 40	1,750 00 145 81	3 49 %
FANNIE MAE 7% JAN 1 2031 DTD 1/1/2001 POOL NO 566955 31386L-ZU-9	5,460 350	111 40	6,082 72	5,607 96	474 76	382 22 31 85	4 03 %
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 614116 6 50% DUE 12/01/2031 31388T-GZ-0	869 760	108 13	940 43	880 77	59 66	56 53 4 71	4 37 %
FHLMC REMIC SER 2543 CLS YX 6% DEC 15 2032 DTD 12/01/2002 31393H-GW-6	25,000 000	106 15	26,537 53	25,906 25	631 28	1,500 00 125 00	4 86 %
FANNIE MAE 5 5% APR 1 2033 DTD 3/1/2003 POOL NO 254693 31371K-3A-7	9,352 920	105 10	9,830 29	9,293 01	537 28	514 41 42 86	4 17 %
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 2929 CL 2929-PE 5 00% DUE 05/15/2033 31395M-BG-3	45,000 000	102 59	46,163 45	44,493 75	1,669 70	2,250 00 187 47	4 40 %

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 730131 5 00% DUE 08/01/2033 31402J-EC-7	22,279 370	103 04	22,955 99	22,354 21	601 78	1,113 96 92 81	4 20%
FEDERAL NATIONAL MORTGAGE ASSN GTD MTGE PASS THRU CTF 5 1/2% SEP 1 2033 DTD 8/1/2003 POOL NO 254869 31371L-CE-7	32,594 650	105 10	34,258 28	33,032 62	1,225 66	1,792 70 149 38	4 17%
GNMA GTD PASS THRU CTF POOL NBR 605076 5 50% DUE 03/15/2034 36200N-FR-7	13,985 600	105 43	14,744 46	13,804 21	940 25	769 20 64 09	4 31%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 800938 5 50% DUE 10/01/2034 31405V-ZB-6	12,260 050	105 10	12,885 80	12,465 04	420 76	674 30 56 18	4 19%
FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 821503 5 50% DUE 06/01/2035 31406V-U4-6	21,151 030	105 04	22,217 46	21,435 21	782 25	1,163 30 96 93	4 21%
FEDERAL HOME LN MTG CORP MULTICLASS MTG PARTN CTFS GTD SER 3033 CL JD 5 50% DUE 09/15/2035 31396A-CK-8	25,000 000	104 05	26,013 30	25,546 88	466 42	1,375 00 114 57	4 80%

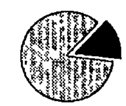
	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
FANNIE MAE WHOLE LOAN SER 2004-W12 CL 1A1 6% JUL 25 2044 DTD 11/1/2004 31394A-6Y-7	44,335 260	104 66	46,399 62	46,247 21	152 41	2,660 11 221 67	5 01%
Total US Fixed Income - Taxable			**$2,322,856.27**	**$2,273,737.07**	**$49,119.20**	**$111,492.25** **$17,254.48**	**3.18%**
Non-US Fixed Income							
DEUTSCHE TELEKOM INT FIN NOTES 5 1/4% JUL 22 2013 DTD 7/22/2003 25156P-AF-0 BBB /BAA	15,000 000	106 15	15,922 65	14,310 60	1,612 05	787 50 347 80	3 40%
VODAFONE GROUP PLC 4 15% JUN 10 2014 DTD 06/10/2009 92857W-AT-7 A- /BAA	10,000 000	102 88	10,287 80	9,993 30	294 50	415 00 24 20	3 45%
BHP BILLITON FINANCE USA 5 1/4% DEC 15 2015 DTD 12/12/2005 055451-AB-4 A+ /A1	10,000 000	108 27	10,826 50	9,565 00	1,261 50	525 00 23 33	3 69%
DIAGEO CAPITAL PLC NOTES 5 3/4% OCT 23 2017 DTD 10/26/2007 25243Y-AM-1 A- /A3	15,000 000	107 62	16,142 70	15,468 60	674 10	862 50 162 91	4 58%

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Non-US Fixed Income							
WESTPAC BANKING CORP NOTES 4 7/8% NOV 19 2019 DTD 11/19/2009 961214-BK-8 AA /AA1	12,000 000	98 70	11,844 12	11,991 48	(147 36)	585 00 68 24	5 04%
Total Non-US Fixed Income			**$65,023.77**	**$61,328.98**	**$3,694.79**	**$3,175.00** **$626.48**	**4.05%**

Other Assets Summary

Asset Categories	Ending Estimated Value	Current Allocation
Structured Investments	1,189,698 24	15%

Asset Categories



Other Assets Detail

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
Structured Investments					
BARC 12M ASIA BSKT BREN 10/27/10 (10%BUFF-2XLEV-10 5% CAP-21%MXPYMT) INITIAL LEVEL-ASIA 10/09/09 100 00 06739J-YR-8 AA- /AA3	100,000 000	103 05	103,050 00	99,000 00	4,050 00
BARC 12M SPX REN 11/17/10 (3XLEV-6 95%CAP-20 85% MXPYMT) INITIAL LEVEL- SPX 10/30/09 1036 19 06739J-R5-4	85,000 000	105 74	89,879 00	84,150 00	5,729 00
BARC 18M ASIA MKT PLS NOTE 03/24/11 (75% CONTIN BARRIER-0%PMT-UNCAPPED) INITIAL LEVEL-ASIA 09/18/09 100 00 06739J-D6-7	50,000 000	101 65	50,825 00	49,375 00	1,450 00

Structured Investments

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
BARCLAYS 13M WTI REN MD 9/14/10 REN CAPPED MPN LKD TO S&P GSCI CRUDE OIL INDEX EXCESS RET, CPN 9%, MAX RET 38% DD 08/07/09, STRIKE 533 6104 06739J-PC-1	93,000 000	107 50	99,975 00	92,070 00	7,905 00
CREDIT SUISSE BREN LKD TO ASIA BASKET MAT 06/23/10 (10%BUFFER-2XLEV-10 37%CAP-20 74% MAXPYMT) INITIAL LEVEL-ASIA BASKET 06/05/09 100 00 22546E-HV-9	50,000 000	114 65	57,325 00	50,000 00	7,325 00
CREDIT SUISSE BREN SPX 6/04/10 10%BUFFER 2XLEV 10%CAP 20%MAXPYMT DD 05/22/09 22546E-JF-2	70,000 000	116 63	81,641 00	70,000 00	11,641 00
DB 12M SPX BREN 11/10/10 (10%BUFF -2XLEV-7 04%CAP-14 08%MXPYMT) INITIAL LEVEL-SPX 10/23/09 1079 60 2515A0-S9-5	60,000 000	102 74	61,642 29	59,400 00	2,242 29
GS 12M EAFE BREN 10/21/10 (10% BUFFER-2XLEV-7 56%CAP 15 12% MAXPYMT) INITIAL LEVEL-10/02/09 SX5E 2760 60 UKX 4988 70 TPX 874 67 38143U-ER-8	100,000 000	105 33	105,331 00	99,000 00	6,331 00

Structured Investments

	Quantity	Price	Estimated Value	Cost	Estimated Gain/Loss
GS 9M EAFE NOTE 08/27/2010 (84 5% CONTIN BARRIER-2% PMT -7% CAP) INITIAL LEVEL- 11/19/09 SX5E 2860 29 UKX 5267 70 TPX 837 71 38143U-FK-2	81,000 000	104 87	84,944 70	80,392 50	4,552 20
GS 9M SPX NOTE 08/19/2010 (85% CONTIN BARRIER-6 6% PMT -AUTO 7% CAP) INITIAL LEVEL-SPX 11/13/09 1,093 48 38143U-FL-0	160,000 000	102 53	164,040 00	158,800 00	5,240 00
HSBC 12M EAFE BREN 10/06/10 (10%BUFFER-2XLEV-7 3%CAP-14 6%MAXPYMT) INITIAL LEVEL-9/18/09 SX5E 2887 24 UKX 5172 89 TPX 939 44 4042K0-ZT-5	100,000 000	100 34	100,340 00	99,000 00	1,340 00
HSBC 18M SPX MKT PLS NOTE 02/17/11 (70% CONTIN BARRIER-1 25%PMT-UNCAPPED) INITIAL LEVEL-SPX 08/13/09 1012 73 4042K0-YQ-2	100,000 000	108 54	108,540 00	99,000 00	9,540 00
MORGAN STANLEY ARN SPX 8/11/11 (90/100/100 -10% BUFFER-11 42% PAYMENT INITIAL LEVEL SPX 7/18/08 1260 68 617482-AJ-3	85,000 000	96 67	82,165 25	85,000 00	(2,834 75)
Total Structured Investments			**$1,189,698.24**	**$1,125,187.50**	**$64,510.74**

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Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization SMALLWOOD FOUNDATION 8336608700 / R56929004	**Employer identification number** 23-7000306
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O. box, see instructions C/O JPMORGAN CHASE BANK, NA; P.O. BOX 3038	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

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

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

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 420 THROCKMORTON - FORT WORTH, TX 76102

Telephone No ▶ 817-884-5155 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 will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for.

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______ , and ending ______ .

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

3a	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	3a	$ 1,515.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 2,689.
c	**Balance Due.** Subtract line 3b from line 3a 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	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 4-2009)

923831 05-26-09

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- 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	Name of Exempt Organization SMALLWOOD FOUNDATION 8336608700 / R56929004		**Employer identification number** 23-7000306
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201		

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

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

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

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 420 THROCKMORTON - FORT WORTH, TX 76102

Telephone No. ▶ 817-884-5155 FAX No ▶

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

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

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

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

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE 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	$ 1,515.
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	$ 2,689.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

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

Signature ▶ [signature] Title ▶ CPA Date ▶ 8/12/10

Form **8868** (Rev 4-2009)

923832
05-26-09