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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No. 1545-0052

Department of the Treasury
Internal Revenue Service

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

2009For calendar year **2009**, or tax year beginning, **2009**, and ending, **20**

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation JOHN CRAIN KUNKEL FOUNDATION		A Employer identification number 23-7026914
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P.O. BOX 658		B Telephone number (see page 10 of the instructions) 717-763-1284
	City or town, state, and ZIP code CAMP HILL, PA 17001		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11800768		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	70	70		
4	Dividends and interest from securities	343441	343441		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	(413515)			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule) (SHEET 11)	20294			
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	(49710)	343511	0	
13	Compensation of officers, directors, trustees, etc.	90000	0		90000
14	Other employee salaries and wages				
15	Pension plans or other benefits	14559	0		14559
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) (SHEET 11)	24000	1200		22800
c	Other professional fees (attach schedule) (SHEET 11)	37107	35252		1855
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy	8556			8556
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) (SHEET 11)	1228			1228
24	Total operating and administrative expenses. Add lines 13 through 23	175450	36452		138998
25	Contributions, gifts, grants paid	532500			532500
26	Total expenses and disbursements. Add lines 24 and 25	707950	36452	0	671498
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	(757660)			
b	Net investment income (if negative, enter -0-)		307059		
c	Adjusted net income (if negative, enter -0-)			0	

7

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					
	2 Savings and temporary cash investments			394095	190478	190478
	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) ▶					
	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 (attach schedule) <i>(SHEET 4)</i>			2848960	2429371	2475408
	b Investments—corporate stock (attach schedule) <i>(SHEET 4)</i>			6520848	6703751	7223692
	c Investments—corporate bonds (attach schedule) <i>(SHEET 4)</i>			2100892	1783535	1867234
	11 Investments—land, buildings, and equipment: basis ▶					
Less: accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule) <i>(SHEET 4)</i>			37900	37900	37900	
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation (attach schedule) ▶			6056	6056	6056	
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item i)			11908751	11151091	11800768	
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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			11908751	11151091	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see page 17 of the instructions)			11908751	11151091	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			11908751	11151091	

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	11908751
2 Enter amount from Part I, line 27a	2	(757660)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	11151091
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11151091

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b (SHEET 5)				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	(413515)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3	(215038)

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.

(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	741180	12770646	0.058037784
2007	725375	14369208	0.050481210
2006	692115	13516032	0.051206967
2005	632027	13069539	0.048358783
2004	648855	12781541	0.050765006
2 Total of line 1, column (d)			2 0.258849749
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 0.051769950
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 10877280
5 Multiply line 4 by line 3			5 563116
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3071
7 Add lines 5 and 6			7 566187
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 671498

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 letter if necessary—see instructions)			
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	1		3071
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		3071
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		3071
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	12876	
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		12876
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		9805
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 9805 Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ PENNSYLVANIA		
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? <i>If "No," attach explanation</i>	✓	
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)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	✓	
14	The books are in care of ► FOUNDATION OFFICES Telephone no. ► 7177631284 Located at ► P.O. BOX 658 CAMP HILL, PA ZIP+4 ► 17001			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here. and enter the amount of tax-exempt interest received or accrued during the year ► 15			

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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"/> Yes <input checked="" type="checkbox"/> No	1b	✓
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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"/> Yes <input checked="" type="checkbox"/> No	1c	✓
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 ► 20____, 20____, 20____, 20____		
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"/> Yes <input checked="" type="checkbox"/> No	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. ► 20____, 20____, 20____, 20____		
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"/> Yes <input checked="" type="checkbox"/> No	3b	✓
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
(SHEET 6)		90000	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				

Total number of other employees paid over \$50,000 ☐

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		

Total number of others receiving over \$50,000 for professional services ▶**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 24 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	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10965092
b	Average of monthly cash balances	1b	33877
c	Fair market value of all other assets (see page 24 of the instructions)	1c	43956
d	Total (add lines 1a, b, and c)	1d	11042924
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	0
3	Subtract line 2 from line 1d	3	11042924
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	165644
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10877280
6	Minimum investment return. Enter 5% of line 5	6	543864

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	543864
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3071
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	3071
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	540793
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	540793
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	540793

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	671498
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	671498
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	3071
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	668427

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				540793
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	21140			
b From 2005	0			
c From 2006	35405			
d From 2007	30063			
e From 2008	110656			
f Total of lines 3a through e	197264			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 671498				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				540793
e Remaining amount distributed out of corpus	130705			
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	327969			
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 page 27 of the instructions		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	21140			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	306829			
10 Analysis of line 9:				
a Excess from 2005	0			
b Excess from 2006	35405			
c Excess from 2007	30063			
d Excess from 2008	110656			
e Excess from 2009	130705			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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	NOT APPLICABLE				
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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% 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).)

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 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:
- (SHEET 7)

- b** The form in which applications should be submitted and information and materials they should include:
- WRITTEN, INCLUDE SPECIFIC REQUESTS

- 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:
- NONE

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> (SHEET 8)				
Total			3a	532500
b <i>Approved for future payment</i> (SHEET 9)				
Total			3b	485000

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	70	
4	Dividends and interest from securities			14	343441	
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	(413515)	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory			16	20294	
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				(49710)	
13	Total. Add line 12, columns (b), (d), and (e)				13	(49710)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

NOT APPLICABLE

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?

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.

b If "Yes," complete the following schedule.

Form **990-PF** (2009)

[illegible]

		John Crain Kunkel Foundation						
		Form 990PF		2009				
		EIN 23-7026914						
			Beginning	Beginning		Ending	Ending	Ending
			Share/Par	Book Value		Share/Par	Book Value	FMV
Page 2, Part II Line 10a								
Investments - U.S.and State Gov. Obligations								
	Fed Farm Credit Bk 5%, 10/09		\$90,000	\$90,430				
	Fed Home Loan Bk 5% 12/09		\$35,000	\$35,788				
	FNMA, 4 75%, 3/10		\$150,000	\$149,865		\$100,000	\$99,794	\$100,906
	Fed Farm Credit Bk 4 75%,5/10		\$80,000	\$79,995				
	U S Treasury, 4 125%, 8/10		\$50,000	\$49,647				
	Fed Home Loan Bk 5 125% 9/10		\$55,000	\$55,197		\$10,000	\$10,036	\$10,328
	Fed Farm Credit Bk 5 25% 9/10		\$50,000	\$50,210				
	FNMA, 2 875% 10/10		\$90,000	\$89,991		\$25,000	\$24,990	\$25,445
	U S Treasury, 4.25%, 1/11		\$275,000	\$276,364		\$370,000	\$377,220	\$383,875
	Fed Farm Credit Bk 2.625% 4/11		\$75,000	\$74,764				
	FNMA 4 0% 8/11		\$105,000	\$105,378				
	U S. Treasury, 4 625%, 8/11		\$300,000	\$307,864		\$265,000	\$270,687	\$281,003
	Fed Home Loan Mtg 5 4% 2/12		\$70,000	\$70,110				
	U S Treasury, 4 625% 2/12		\$230,000	\$249,038		\$310,000	\$335,936	\$332,258
	Fed Home Loan Mtg 2 0% 4/12					\$50,000	\$49,925	\$50,333
	Fed Farm Credit Bk 2 25%, 4/12					\$60,000	\$59,999	\$61,013
	Federal Farm Credit 2.125%, 6/12					\$50,000	\$49,880	\$50,625
	Fed Agricul Mtg Corp 2 1%, 8/12					\$30,000	\$30,000	\$30,385
	U S Treasury, 4 0%, 11/12					\$130,000	\$140,269	\$138,866
	Fed Farm Credit Bk 3 4% 2/13	\$110,000	\$105,454		\$110,000	\$105,454		\$114,675
	U S Treasury Inflation Index Bd 0 625%, 4/13					\$25,568	\$24,374	\$26,000
	Fed Home Loan Bk 4 25% 6/13	\$90,000	\$90,171		\$40,000	\$40,076		\$42,800
	FNMA 4 375% 7/13					\$60,000	\$64,947	\$64,331
	U S Treasury, 4 25% 8/13	\$80,000	\$89,318		\$80,000	\$89,318		\$86,325
	Fed Home Loan Bk 3 625% 10/13	\$40,000	\$39,886		\$40,000	\$39,886		\$41,900
	Fed Farm Credit Bank 3.875% 10/13					\$45,000	\$47,649	\$47,560
	U S Treasury, 4 25%, 11/13	\$120,000	\$117,853		\$155,000	\$161,803		\$167,448
	Fed Home Loan Mtg 5 375% 1/14	\$45,000	\$44,940					
	FNMA, 5 25%, 3/14	\$75,000	\$74,782		\$75,000	\$74,782		\$75,656
	FNMA 3%, 9/14					\$45,000	\$44,878	\$45,576
	Fed Farm Credit Bank 3% 9/14					\$45,000	\$44,941	\$45,141
	U S Treasury, 4 5%, 11/15	\$115,000	\$113,926		\$20,000	\$20,306		\$21,658
	U.S Treasury, 3 25%, 5/16				\$10,000	\$9,952		\$10,041
	U S Treasury, 5 125%, 5/16	\$125,000	\$131,246		\$80,000	\$86,992		\$89,225
	U S Treasury, 4 875%, 8/16	\$95,000	\$96,602					
	U S Treas. Infl Indx,2 375%,1/17	\$107,428	\$108,490		\$80,395	\$81,085		\$86,833
	U S. Treas. Infl Bd 1 375%,7/18	\$45,210	\$44,291		\$45,111	\$44,192		\$45,202
	Fed Home Loan Bk 5.375% 8/18	\$60,000	\$61,625					
	U.S Treasury, 4 % 8/18	\$45,000	\$45,735					

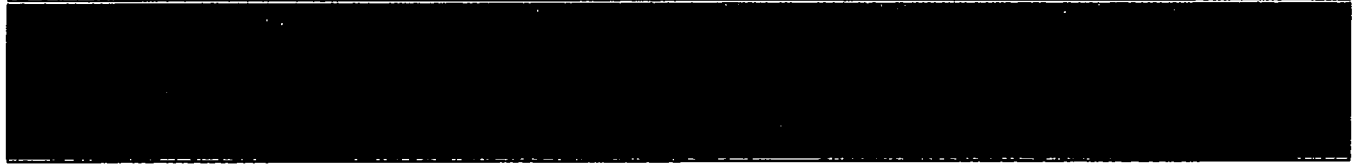
Page 2, Part II Line 10b						
Investments - Corporate Stock						
BNY Mellon Small Cap Stock Fund		\$393,963		\$408,963		\$257,863
BNY Mellon Emerging Markets Fund				\$170,000		\$215,221
BNY Mellon Mid Cap Stock Fund		\$720,757		\$795,757		\$736,549
BNY Mellon International Fund		\$792,844		\$623,608		\$591,105
Dreyfus Newton Intl Equity Fund				\$110,000		\$140,668
Dreyfus Premier Emerging Markets Fund		\$306,229		\$306,229		\$316,902
Strategic Intl Stock Fund				\$50,000		\$55,297
Individual Security Holdings						
Security						
Abbott Laboratories	820	\$35,968				
Accenture LTD	1190	\$43,755	1270	\$46,228		\$52,705
Adobe Systems	1080	\$39,769				
Aetna Inc	1280	\$52,938				
Alliance Data Sys Corp	770	\$46,931	830	\$49,474		\$53,610
Amerprise Financial			960	\$19,074		\$37,267
Amgen Inc	620	\$36,724	1230	\$66,844		\$69,581
AOL Inc			121	\$1,960		\$2,817
Apache	920	\$64,955	1000	\$71,693		\$103,170
Apple Inc	590	\$102,045	790	\$131,687		\$166,478
AT&T Corp	3110	\$116,175	3360	\$122,574		\$94,181
AutoLiv Inc			1160	\$32,864		\$50,298
Bank of America	4297	\$174,245	6730	\$87,000		\$101,354
BlackRock			190	\$28,697		\$44,118
Chubb Corp	1690	\$88,813	1030	\$52,755		\$50,655
CIGNA			1020	\$25,206		\$35,975
Cisco Systems	5640	\$109,943	5420	\$104,037		\$129,755
Coach Inc	1300	\$26,548				
Coca Cola	1970	\$45,145	2130	\$47,886		\$45,156
Colgate-Palmolive Co	690	\$53,234				
Companhia Vale Dorio	2080	\$30,444				
ConocoPhillips	1800	\$61,563	1490	\$41,858		\$76,094
Cummins Inc.			1110	\$37,912		\$50,905
CVS Caremark	3280	\$124,757	3540	\$132,880		\$114,023
Danaher Corp.	450	\$24,600	470	\$25,851		\$35,344
Darden Restaurants	930	\$33,720				
Dupont E I			840	\$22,541		\$28,283
EMC Corp			4530	\$66,386		\$79,139
Emerson Electric	770	\$34,438				
Ensco Intl	840	\$46,997				
Estee Lauder Co	1200	\$60,603				
Exelon Corp	1340	\$40,754	1250	\$38,893		\$61,088
Exxon Mobil	2140	\$84,550	2310	\$96,495		\$157,519
FedEx Corp	530	\$33,721	580	\$36,718		\$48,401
Fifth Third Bancorp	2200	\$28,584				
First Horizon Natl	2600	\$29,738	3030	\$32,570		\$40,596
Franklin Res			390	\$20,442		\$41,087
Gap Inc	2960	\$59,021				
General Electric	4956	\$177,110	5326	\$182,207		\$80,582
Goldman Sachs	121	\$9,828				
Google Inc			220	\$98,881		\$136,396
Halliburton	1327	\$39,512	1427	\$41,864		\$42,938
Hess Corp	814	\$24,768	1514	\$66,139		\$91,597
Hewlett Packard			2190	\$97,217		\$112,807
Home Depot	1310	\$25,065	3800	\$93,144		\$109,934

Honeywell	1330	\$48,036	1430	\$51,476	\$56,056
Hospira	1140	\$45,555	1230	\$48,614	\$62,730
Human Genome Sci			1500	\$42,573	\$45,870
Intel Corp	1290	\$31,783			
Intl Business Machines	890	\$94,788	580	\$61,338	\$75,922
J P Morgan Chase	1752	\$38,907	2962	\$70,933	\$123,427
Johnson & Johnson	1010	\$64,853			
Juniper Networks	1210	\$22,129	1120	\$17,706	\$29,870
Kbr Inc	2368	\$40,996	1628	\$26,765	\$30,932
Keycorp New	3090	\$36,002			
Laboratory Corp	460	\$34,582			
Limited Brands			3090	\$55,441	\$59,452
McAfee	840	\$30,675			
McDonalds Corp	1180	\$67,279			
McKesson			770	\$39,527	\$48,125
Medtronic	1050	\$54,040	1130	\$56,714	\$49,697
Merck			2971	\$75,236	\$108,560
Microsoft	2577	\$69,466	2767	\$73,384	\$84,338
Molson Coors	560	\$25,461			
Morgan Stanley			1910	\$51,862	\$56,536
Mosaic Co	290	\$39,439			
News Corp	5750	\$108,254	6210	\$113,418	\$98,863
Nokia Corp	1520	\$42,559			
Norfolk Southern			1140	\$56,645	\$59,759
Novartis AG	1380	\$74,950			
Occidental Petroleum			630	\$35,531	\$51,250
Omnicom Gp	1190	\$61,724	1270	\$64,327	\$49,721
Oracle Corp	3170	\$54,182	3410	\$58,872	\$83,647
Parker Hannifin	750	\$29,239	810	\$32,055	\$43,643
Pepsico	1368	\$67,916	1468	\$73,056	\$89,254
Pfizer	4312	\$151,037	8162	\$207,441	\$148,467
Philip Morris Intl	1590	\$72,081	1730	\$77,841	\$83,369
PNC Financial Services	150	\$9,385			
Praxair Inc.	810	\$36,285	580	\$27,050	\$46,580
Proctor & Gamble	1090	\$45,313	1180	\$49,989	\$71,543
Qualcomm	1770	\$55,845			
Raytheon Co	610	\$31,652	660	\$33,983	\$34,003
Ross Stores	1030	\$33,994			
Schering Plough	3450	\$84,995			
Schwab Charles Corp	1540	\$23,441	1670	\$25,860	\$31,429
Sempra Energy	1530	\$93,767	1660	\$99,776	\$92,927
St Jude Medical	1120	\$45,358			
Target			2040	\$83,039	\$98,675
Textron Inc	1130	\$52,315	2510	\$75,992	\$47,213
Thermo Fisher Sci	1420	\$67,656	1640	\$73,858	\$78,212
Time Warner	3720	\$35,267	1340	\$26,999	\$39,048
TYCO International	1050	\$44,013	2280	\$69,216	\$81,350
Unilever			1490	\$45,934	\$47,531
US Bancorp	800	\$25,855			
Vale SA			2250	\$33,814	\$65,318
Vertex Pharmaceuticals	860	\$22,302	1590	\$42,926	\$68,132
VISA			440	\$19,976	\$38,482
Wal Mart Stores	1960	\$93,365			
Wells Fargo	2580	\$64,616	1980	\$49,301	\$53,440
Whirlpool			550	\$35,973	\$44,363
Xto Energy	1762	\$28,737	1902	\$34,776	\$88,500
Totals		\$6,520,848		\$6,703,751	\$7,223,692

Page 2, Part II Line 10c									
Investments - Corporate Bonds									
BritishSkyBroadcst 6 875% 2/09		\$35,000	\$35,843						
CntrywdHornLnTrnch 6 25% 4/09		\$5,000	\$4,837						
CntrywdHmLnTrnch 5.625% 7/09		\$15,000	\$14,729						
VodafoneGrp 7 75% 2/10		\$45,000	\$47,338		\$45,000	\$47,338		\$45,344	
Axa Finl 7.75% 8/10		\$40,000	\$42,697		\$40,000	\$42,697		\$41,512	
BearStearns 4.50% 10/10		\$20,000	\$19,501						
CaterpillarFinSrvCp 5.05% 12/10		\$35,000	\$35,075						
Johnson Controls 5 25% 1/11		\$35,000	\$34,815		\$35,000	\$34,815		\$36,729	
MackCali Realty 7 75% 2/11		\$30,000	\$32,424		\$30,000	\$32,424		\$31,560	
Erp Operating 6.95% 3/11		\$30,000	\$31,251						
MorganStanDW 6 75% 4/11		\$45,000	\$47,385						
Aetna 5 75% 6/11		\$35,000	\$35,755		\$35,000	\$35,755		\$36,705	
IntlLeaseFinan 5 75% 6/11		\$50,000	\$50,657						
Wells Fargo 6 375% 8/11		\$35,000	\$35,822		\$35,000	\$35,822		\$37,287	
Devon Fin 6 875% 9/11		\$35,000	\$36,637						
Time Warner 5 5% 11/11		\$50,000	\$50,110		\$35,000	\$35,001		\$37,159	
GenElecCap 5 875% 2/12		\$40,000	\$42,191		\$25,000	\$26,369		\$26,784	
Deere John Cap 7% 3/12		\$45,000	\$48,265		\$30,000	\$32,084		\$33,280	
Intuit 5 4% 3/12		\$35,000	\$34,686		\$35,000	\$34,686		\$37,184	
Progress Energy 6.85% 4/12		\$30,000	\$31,710		\$30,000	\$31,710		\$32,565	
SimonPropertyGp 5 75% 5/12		\$35,000	\$35,607		\$35,000	\$35,607		\$36,767	
Xerox Corp 5 5% 5/12		\$40,000	\$39,900						
Cnh Equip Trust 4 29% 6/12		\$10,347	\$10,374						
Nissan AutoLease 5.1% 7/12		\$45,000	\$44,814						
SBC Commun 5.875% 8/12		\$40,000	\$41,071						
JPMorganChase 5 375% 10/12		\$35,000	\$35,135		\$20,000	\$20,075		\$21,643	
EmersonElectric 4 625% 10/12		\$20,000	\$18,994		\$20,000	\$18,994		\$21,330	
HouseholdFinCorp 6.375% 11/12		\$60,000	\$61,702		\$60,000	\$61,702		\$65,342	
Vulcan Materials 5 6% 11/12		\$40,000	\$40,780		\$40,000	\$40,780		\$42,542	
United Parcel Svc 4 5% 1/13		\$20,000	\$19,915						
Hydro - Quebec 8% 2/13		\$25,000	\$28,590						
MerrillLynch 5.45% 2/13		\$50,000	\$49,935						
Cit Group 5.4% 3/13		\$30,000	\$29,632						
Diageo Finance 5 5% 4/13		\$35,000	\$35,151		\$35,000	\$35,151		\$37,700	
Wal Mart 4.55% 5/13		\$30,000	\$29,068		\$30,000	\$29,068		\$31,964	
HarleyDavidson Trust 5 21% 6/13		\$40,000	\$40,581		\$40,000	\$40,581		\$41,563	
Nyse Euronext 4 8% 6/13		\$35,000	\$34,916		\$35,000	\$34,916		\$36,720	
Goldman Sachs 4.75% 7/13		\$45,000	\$43,432		\$25,000	\$24,026		\$26,156	
Crh America 5.3% 10/13		\$40,000	\$38,988		\$40,000	\$38,988		\$41,687	
DaimlerChrysNA 6 5% 11/13		\$25,000	\$26,396		\$25,000	\$26,396		\$27,406	
General Dynamics 5 25% 2/14		\$20,000	\$19,906		\$20,000	\$19,906		\$21,759	
CaterpillarFinSrvCp 6.125% 2/14					\$35,000	\$34,502		\$39,114	
Rogers Wireless 6 375%, 3/14					\$35,000	\$36,908		\$38,752	
MorganStanGlobal 4.75%, 4/14					\$35,000	\$34,949		\$35,201	
Cit Equipment 5.05% 4/14		\$20,000	\$19,893		\$11,148	\$11,088		\$11,299	
Citigroup 5% 9/14		\$40,000	\$39,184		\$40,000	\$39,184		\$38,561	
News America 5 3% 12/14		\$30,000	\$29,749		\$30,000	\$29,749		\$32,427	
Telefonica Emisiones 4 949%, 1/15					\$15,000	\$15,000		\$16,034	
California ST 5 45%, 4/15					\$30,000	\$30,185		\$30,175	
Prudential Fin 4.75% 9/15					\$15,000	\$14,965		\$15,210	
Johnson Controls 5 5% 1/16		\$5,000	\$4,765						
Cisco Systems 5.5% 2/16		\$50,000	\$51,874		\$35,000	\$36,312		\$38,426	

Comcast Corp 5.9% 3/16	\$40,000	\$40,644		\$30,000	\$30,408	\$32,308
California ST 5 95%, 4/16				\$20,000	\$20,101	\$20,174
MetLife 6 75% 6/16				\$30,000	\$30,000	\$33,595
Bank of Amer 5 75% 8/16	\$65,000	\$66,241		\$55,000	\$56,016	\$55,359
Barclays Bank 5%, 9/16				\$40,000	\$39,948	\$40,872
Nova Scotia Province 5 125% 1/17	\$45,000	\$47,856		\$45,000	\$47,856	\$47,916
PNC Funding 5.625% 2/17	\$20,000	\$20,260				
Astrazeneca 5.9% 9/17	\$40,000	\$37,846		\$30,000	\$28,385	\$33,335
McDonald's 5.8% 10/17	\$30,000	\$30,421		\$20,000	\$20,281	\$22,103
Coca Cola 5 35% 11/17	\$35,000	\$35,499		\$25,000	\$24,963	\$26,931
Citigroup 6.125% 11/17	\$25,000	\$24,893		\$25,000	\$24,893	\$25,200
Prudential Fin 6% 12/17	\$20,000	\$19,746				
Oracle Corp 5.75% 4/18	\$55,000	\$54,974		\$40,000	\$39,981	\$43,248
Glaxosmithkline 5 65% 5/18	\$40,000	\$37,169		\$30,000	\$27,877	\$32,358
Xto Energy 5.5% 6/18	\$15,000	\$14,931		\$15,000	\$14,931	\$16,000
Pepsico 7.9% 11/18	\$15,000	\$16,086				
VerizonComm 8 75% 11/18	\$40,000	\$42,569		\$30,000	\$31,927	\$37,471
Amgen Inc 5 7%, 2/19				\$20,000	\$19,955	\$21,447
ATT 5 8%, 2/19				\$30,000	\$30,162	\$31,979
United Technologies 6 125% 2/19	\$10,000	\$9,984		\$10,000	\$9,984	\$11,051
Time Warner 8.75% 2/19	\$20,000	\$19,693				
Private Exp.Funding 4.375%, 3/19				\$100,000	\$99,797	\$99,750
Pfizer 6 2%, 3/19				\$25,000	\$24,975	\$27,791
TimeWarnerCable 8 25%, 4/19				\$30,000	\$33,414	\$35,733
Ontario (Province of) 4%, 10/19				\$30,000	\$29,948	\$28,726
	Totals		\$2,100,892		\$1,783,535	\$1,867,234
Page 2, Part II Line 13						
Investments - Other						
Real Estate			\$37,900		\$37,900	\$37,900

Page 3, Part IV												
Capital Gains and Losses for Tax on Investment Income												
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)
		How	Date	Date	Gross	Deprec.	Cost or	Gain or	FMV	Adjusted	Excess of	
		Acquired	Acquired	Sold	Sales	Allowed	Other Basis	Loss	as of	basis as of	FMV over	Gain or
Kind of Property	Description	P or D	Date	Date	Price				12/31/1969	12/31/1969	Adj. Basis	Loss
Securities												
	See Attached Schedules											
	Short Term				1769161		1984199	(215038)				(215038)
	Long Term				2567061		2747055	(179994)				-179994
	Enco Int'l Trade/Settlement Timing				22332		46997	(24665)				
Securities	Capital Gains Distributions	P	Various	Various	6182		0	6182				6182
								(413515)				-413515



Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
10.00	ABBOTT LABORATORIES	002824100	08/20/08	05/01/09	414.31	586.80	-172.49
10.00	ABBOTT LABORATORIES	002824100	10/16/08	05/01/09	414.31	530.23	-115.92
10.00	ADOBE SYS INC COM	00724F101	10/16/08	02/23/09	171.27	269.96	-98.69
10.00	ADOBE SYS INC COM	00724F101	08/20/08	02/23/09	171.27	439.40	-268.13
430.00	ADOBE SYS INC COM	00724F101	03/26/08	02/23/09	7,364.79	15,864.94	-8,500.15
620.00	ADOBE SYS INC COM	00724F101	03/26/08	02/23/09	10,618.99	22,780.04	-12,161.05
10.00	ADOBE SYS INC COM	00724F101	07/21/08	02/23/09	171.27	414.60	-243.33
420.00	AETNA INC	00817Y108	07/24/08	06/15/09	9,502.89	16,823.81	-7,320.92
321.00	AETNA INC	00817Y108	07/24/08	06/15/09	7,267.67	12,858.20	-5,590.53
10.00	AETNA INC	00817Y108	08/20/08	06/15/09	226.26	420.40	-194.14
59.00	AETNA INC	00817Y108	07/23/08	06/15/09	1,334.93	2,400.99	-1,066.06
80.00	AETNA INC	00817Y108	08/11/08	06/15/09	1,810.07	3,493.21	-1,683.14
30.00	AETNA INC	00817Y108	06/01/09	06/15/09	679.22	824.04	-144.82
40.00	AETNA INC	00817Y108	05/06/09	06/15/09	905.63	951.20	-45.57
280.00	AETNA INC	00817Y108	08/11/08	03/05/09	5,419.68	12,226.23	-6,806.55
100.00	AETNA INC	00817Y108	08/08/08	03/05/09	1,935.60	4,419.50	-2,483.90
10.00	AETNA INC	00817Y108	10/16/08	06/15/09	226.41	295.64	-69.23
0.82	AOL INC	00184X105	05/06/09	12/29/09	18.88	15.25	3.63
10,000.00	ASTRAZENECA PLC	046353AB4	11/07/08	07/21/09	10,882.40	9,493.16	1,389.24
10,000.00	AT&T INC 5.8% 2/	00206RAR3	01/30/09	07/21/09	10,697.30	10,054.00	643.30
50.00	BANK AMER CORP	060505104	10/16/08	02/06/09	306.53	1,154.65	-848.12
20.00	BANK AMER CORP	060505104	08/20/08	02/06/09	122.61	571.00	-448.39
474.00	BANK AMER CORP	060505104	10/14/08	02/06/09	2,905.94	12,323.76	-9,417.82
40.00	BANK AMER CORP	060505104	07/21/08	02/06/09	245.23	1,221.20	-975.97
514.00	BANK AMER CORP	060505104	10/15/08	02/06/09	3,151.16	13,205.69	-10,054.53
52.00	BANK AMER CORP	060505104	10/14/08	02/06/09	318.79	1,347.06	-1,028.27
1,060.00	BEST BUY INC COM	086516101	03/17/09	09/11/09	41,883.45	33,464.09	8,419.36
40.00	BEST BUY INC COM	086516101	06/01/09	09/11/09	1,580.51	1,500.32	80.19
50.00	BEST BUY INC COM	086516101	05/06/09	09/11/09	1,975.63	1,975.00	0.63
2,095.56	BNY MELLON INTL FD CL	05569M871	08/20/08	04/29/09	16,387.27	25,000.00	-8,612.73
1,970.06	BNY MELLON INTL FD CL	05569M871	07/18/08	04/29/09	15,405.86	25,000.00	-9,594.14
45,000.00	BP CAPITAL MARKETS 3	05565QBL1	05/01/09	07/16/09	45,822.60	45,000.00	822.60
1,150.00	BROADCOM CORP CL A	111320107	02/23/09	11/03/09	29,735.47	18,454.28	11,281.19
50.00	BROADCOM CORP CL A	111320107	06/01/09	11/03/09	1,292.85	1,323.50	-30.65
40.00	BROADCOM CORP CL A	111320107	05/06/09	11/03/09	1,034.28	972.00	62.28
35,000.00	CATERPILLAR FIN SERV	14912L4C2	01/29/09	04/14/09	35,319.90	36,982.05	-1,662.15
40.00	CISCO SYS INC	17275R102	08/20/08	02/23/09	589.68	971.60	-381.92



Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
20.00	CISCO SYS INC	17275R102	07/21/08	02/23/09	294.84	443.00	-148.16
550.00	CISCO SYS INC	17275R102	07/23/08	02/23/09	8,108.11	12,108.75	-4,000.64
1,626.39	CNH EQUIP TR	12613XCR0	03/05/08	01/15/09	1,626.39	1,630.59	-4.20
8,720.57	CNH EQUIP TR	12613XCR0	03/05/08	02/17/09	8,720.57	8,743.06	-22.49
660.00	COACH INC	189754104	10/21/08	01/21/09	9,315.65	13,837.69	-4,522.04
120.00	COACH INC	189754104	10/21/08	01/23/09	1,722.93	2,513.76	-790.83
120.00	COACH INC	189754104	10/22/08	01/23/09	1,722.93	2,343.05	-620.12
400.00	COACH INC	189754104	10/22/08	01/23/09	5,743.09	7,853.44	-2,110.35
30.00	COLGATE PALMOLIVE CC	194162103	06/01/09	09/02/09	2,149.94	2,071.44	78.50
30.00	COLGATE PALMOLIVE CC	194162103	05/06/09	09/02/09	2,149.94	1,833.00	316.94
10.00	COLGATE PALMOLIVE CC	194162103	10/16/08	09/02/09	716.65	612.54	104.11
20.00	CONOCOPHILLIPS	20825C104	08/20/08	03/17/09	746.05	1,599.40	-853.35
10.00	CONOCOPHILLIPS	20825C104	07/21/08	03/17/09	373.02	846.46	-473.44
20.00	CONOCOPHILLIPS	20825C104	10/16/08	03/17/09	746.57	964.96	-218.39
10.00	DARDEN RESTAURANTS I	237194105	07/21/08	05/22/09	327.77	315.30	12.47
10.00	DARDEN RESTAURANTS I	237194105	10/16/08	05/22/09	327.77	204.13	123.64
10.00	DARDEN RESTAURANTS I	237194105	08/20/08	05/22/09	327.77	332.60	-4.83
50.00	DARDEN RESTAURANTS I	237194105	05/06/09	05/21/09	1,682.81	1,898.10	-215.29
20.00	EMERSON ELECTRIC CO	291011104	10/16/08	03/17/09	529.29	658.88	-129.59
20.00	ESTEE LAUDER COMPANI	518439104	10/16/08	03/04/09	429.04	752.79	-323.75
120.00	ESTEE LAUDER COMPANI	518439104	08/15/08	03/03/09	2,549.35	6,166.20	-3,616.85
80.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/03/09	1,699.57	4,101.20	-2,401.63
32.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/03/09	679.83	1,617.89	-938.06
250.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/03/09	5,311.15	12,695.70	-7,384.55
44.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/03/09	921.97	2,224.61	-1,302.64
50.00	ESTEE LAUDER COMPANI	518439104	08/20/08	03/03/09	1,062.23	2,535.00	-1,472.77
530.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/04/09	11,369.45	26,758.85	-15,389.40
10.00	ESTEE LAUDER COMPANI	518439104	08/15/08	03/03/09	212.45	515.29	-302.84
64.00	ESTEE LAUDER COMPANI	518439104	08/14/08	03/04/09	1,372.91	3,235.79	-1,862.88
10.00	EXELON CORP	30161N101	10/16/08	04/14/09	466.74	494.79	-28.05
10.00	EXELON CORP	30161N101	08/20/08	04/14/09	466.74	732.80	-266.06
30,000.00	FED FARM CREDIT BANK	31331GNQ8	02/19/09	07/21/09	30,480.90	29,999.40	481.50
105,000.00	FED NATL MTG ASSN 4	31398ATD4	09/29/08	04/24/09	106,071.00	105,378.00	693.00
60,000.00	FEDERAL HM LN BK 5.3	3133X0PFO	09/26/08	02/23/09	65,367.60	61,625.16	3,742.44
50,000.00	FEDERAL HOME LN BKS	3133XRFL9	07/01/08	04/30/09	53,153.50	50,095.00	3,058.50
1,020.00	FIFTH THIRD BANCORP	316773100	10/14/08	01/26/09	2,864.55	13,173.30	-10,308.75
960.00	FIFTH THIRD BANCORP	316773100	10/15/08	01/26/09	2,696.05	12,566.50	-9,870.45



Detail of Sales Information

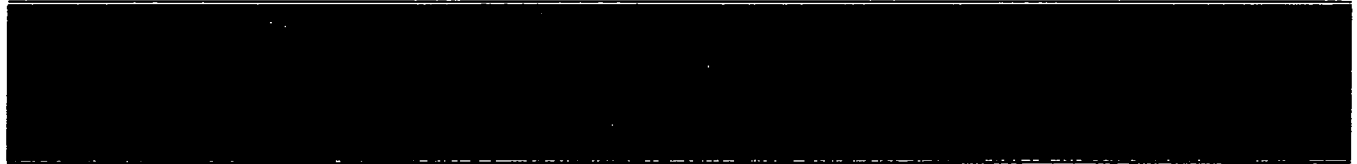
Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
190.00	FIFTH THIRD BANCORP	316773100	10/15/08	01/26/09	533.59	2,475.70	-1,942.11
30.00	FIFTH THIRD BANCORP	316773100	10/16/08	01/26/09	84.25	368.52	-284.27
0.43	FIRST HORIZON NATL CO	320517105	05/06/09	10/29/09	5.40	5.68	-0.28
0.35	FIRST HORIZON NATL CO	320517105	05/06/09	08/27/09	4.77	4.69	0.08
0.60	FIRST HORIZON NATL CO	320517105	05/06/09	05/22/09	6.75	8.17	-1.42
0.76	FIRST HORIZON NATL CO	320517105	10/15/08	02/25/09	7.35	8.68	-1.33
20.00	GAP INC	364760108	07/21/08	02/05/09	218.75	329.20	-110.45
20.00	GAP INC	364760108	08/20/08	02/05/09	218.75	379.00	-160.25
30.00	GAP INC	364760108	10/16/08	02/05/09	328.12	390.73	-62.61
20.00	GILEAD SCIENCES INC	375558103	05/06/09	12/02/09	930.35	878.60	51.75
187.00	GILEAD SCIENCES INC	375558103	01/21/09	12/02/09	8,698.79	9,115.09	-416.30
663.00	GILEAD SCIENCES INC	375558103	01/21/09	12/01/09	30,723.23	32,317.14	-1,593.91
40.00	GILEAD SCIENCES INC	375558103	06/01/09	12/02/09	1,860.70	1,713.20	147.50
10,000.00	GLAXOSMITHKLINE CAP	377372AD9	11/13/08	07/21/09	10,761.70	9,329.04	1,432.66
15,000.00	HYDRO-QUEBEC	448814EK5	04/29/09	06/24/09	17,201.25	17,475.30	-274.05
1,257.00	INTEL CORPORATION	458140100	03/10/09	06/05/09	19,907.35	17,268.54	2,638.81
20.00	INTEL CORPORATION	458140100	08/20/08	06/05/09	316.74	475.20	-158.46
553.00	INTEL CORPORATION	458140100	03/10/09	06/05/09	8,755.92	7,597.06	1,158.86
120.00	INTEL CORPORATION	458140100	06/01/09	06/05/09	1,900.46	1,976.11	-75.65
40.00	INTEL CORPORATION	458140100	07/21/08	06/05/09	633.49	883.60	-250.11
20.00	INTEL CORPORATION	458140100	10/16/08	06/05/09	316.74	301.50	15.24
120.00	INTEL CORPORATION	458140100	05/06/09	06/05/09	1,900.46	1,939.20	-38.74
30.00	INTERNATIONAL BUSINES	459200101	06/01/09	08/21/09	3,591.18	3,248.34	342.84
10.00	JOHNSON & JOHNSON CO	478160104	10/16/08	01/21/09	558.44	619.28	-60.84
470.00	JOHNSON & JOHNSON CO	478160104	02/05/08	01/21/09	26,246.86	29,754.71	-3,507.85
5,000.00	JOHNSON CTLS INC	478366AR8	07/23/08	07/01/09	4,576.25	4,764.55	-188.30
250.00	JUNIPER NETWORKS INC	48203R104	10/29/08	06/08/09	5,863.20	4,656.80	1,206.40
120.00	JUNIPER NETWORKS INC	48203R104	10/28/08	06/08/09	2,814.34	2,136.79	677.55
460.00	JUNIPER NETWORKS INC	48203R104	10/29/08	06/05/09	11,074.68	8,568.51	2,506.17
80.00	JUNIPER NETWORKS INC	48203R104	06/01/09	06/05/09	1,926.03	2,026.16	-100.13
80.00	JUNIPER NETWORKS INC	48203R104	05/06/09	06/05/09	1,926.03	1,845.23	80.80
13.00	KBR INC	48242W106	06/01/09	09/03/09	282.80	249.47	33.33
19.00	KBR INC	48242W106	06/01/09	09/03/09	412.15	364.61	47.54
15.00	KBR INC	48242W106	06/01/09	09/02/09	325.34	287.85	37.49
20.00	KBR INC	48242W106	06/01/09	09/02/09	433.70	383.80	49.90
23.00	KBR INC	48242W106	06/01/09	09/02/09	498.43	441.37	57.06
380.00	KEYCORP NEW COM	493267108	10/14/08	05/22/09	1,992.33	4,441.67	-2,449.34

Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
150.00	KEYCORP NEW COM	493267108	10/14/08	05/21/09	811.05	1,753.29	-942.24
460.00	KEYCORP NEW COM	493267108	10/14/08	05/22/09	2,432.14	5,376.75	-2,944.61
530.00	KEYCORP NEW COM	493267108	10/14/08	05/21/09	2,848.95	6,194.96	-3,346.01
120.00	KEYCORP NEW COM	493267108	05/06/09	05/26/09	621.56	926.39	-304.83
50.00	KEYCORP NEW COM	493267108	10/16/08	05/26/09	258.98	500.29	-241.31
860.00	KEYCORP NEW COM	493267108	10/15/08	05/26/09	4,454.51	10,034.31	-5,579.80
660.00	KEYCORP NEW COM	493267108	10/15/08	05/22/09	3,460.35	7,700.75	-4,240.40
60.00	LABORATORY CORP AME	50540R409	04/23/08	01/21/09	3,460.23	4,620.50	-1,160.27
10.00	LABORATORY CORP AME	50540R409	08/20/08	01/21/09	576.71	731.10	-154.39
4.00	LABORATORY CORP AME	50540R409	04/23/08	01/21/09	230.68	307.44	-76.76
130.00	LABORATORY CORP AME	50540R409	04/23/08	01/21/09	7,497.17	9,972.05	-2,474.88
256.00	LABORATORY CORP AME	50540R409	04/24/08	01/21/09	14,763.66	18,951.14	-4,187.48
167.00	LORILLARD INC	544147101	01/21/09	10/06/09	12,588.16	10,250.51	2,337.65
20.00	LORILLARD INC	544147101	06/01/09	10/05/09	1,500.94	1,384.56	116.38
30.00	LORILLARD INC	544147101	05/06/09	10/05/09	2,251.40	1,929.60	321.80
31.00	LORILLARD INC	544147101	01/21/09	10/06/09	2,335.02	1,902.79	432.23
64.00	LORILLARD INC	544147101	01/21/09	10/05/09	4,802.99	3,928.34	874.65
358.00	LORILLARD INC	544147101	01/21/09	10/05/09	26,843.15	21,974.15	4,869.00
30.00	MC DONALDS CORPORAT	580135101	05/06/09	05/07/09	1,596.15	1,613.39	-17.24
20.00	MC DONALDS CORPORAT	580135101	10/16/08	05/07/09	1,064.10	1,059.70	4.40
550.00	MC DONALDS CORPORAT	580135101	04/02/08	03/17/09	29,260.44	31,391.31	-2,130.87
40.00	MC DONALDS CORPORAT	580135101	04/01/08	03/17/09	2,128.03	2,279.15	-151.12
20.00	MC DONALDS CORPORAT	580135101	07/21/08	03/17/09	1,064.02	1,210.98	-146.96
20.00	MCAFEE INC	579064106	05/06/09	07/29/09	892.76	794.40	98.36
10.00	MCAFEE INC	579064106	10/16/08	07/30/09	432.36	276.41	155.95
10.00	MCAFEE INC	579064106	08/20/08	07/29/09	446.38	382.70	63.68
30.00	MCAFEE INC	579064106	06/01/09	07/29/09	1,339.14	1,172.04	167.10
0.09	MERCK & CO INC	58933Y105	06/01/09	12/08/09	3.33	2.51	0.82
360.00	MOLSON COORS BREWIN	60871R209	10/06/08	03/13/09	11,313.77	16,299.47	-4,985.70
130.00	MOLSON COORS BREWIN	60871R209	10/06/08	03/13/09	4,085.53	5,906.68	-1,821.15
70.00	MOLSON COORS BREWIN	60871R209	10/03/08	03/13/09	2,199.90	3,255.07	-1,055.17
270.00	MOSAIC CO	61945A107	06/10/08	04/14/09	11,937.69	38,060.71	-26,123.02
10.00	MOSAIC CO	61945A107	08/20/08	04/14/09	442.14	1,057.60	-615.46
10.00	MOSAIC CO	61945A107	10/16/08	04/14/09	442.14	320.64	121.50
304.00	NATIONAL-OILWELL INC	637071101	12/30/08	04/24/09	9,345.42	7,264.26	2,081.16
56.00	NATIONAL-OILWELL INC	637071101	12/29/08	04/24/09	1,721.52	1,332.54	388.98
180.00	NATIONAL-OILWELL INC	637071101	12/29/08	04/24/09	5,533.47	4,299.28	1,234.19



Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
450.00	NATIONAL-OILWELL INC	637071101	12/30/08	04/23/09	13,181.60	10,753.02	2,428.58
550.00	NOKIA CORP ADR-A SHS	654902204	07/28/08	07/16/09	7,334.72	15,485.47	-8,150.75
190.00	NOKIA CORP ADR-A SHS	654902204	07/28/08	07/16/09	2,533.81	5,357.89	-2,824.08
20.00	NOKIA CORP ADR-A SHS	654902204	10/16/08	07/16/09	266.72	315.38	-48.66
10.00	NOKIA CORP ADR-A SHS	654902204	08/20/08	07/16/09	133.36	250.80	-117.44
50.00	NOKIA CORP ADR-A SHS	654902204	06/01/09	07/16/09	666.79	811.40	-144.61
750.00	NOKIA CORP ADR-A SHS	654902204	07/28/08	07/16/09	9,992.07	21,149.55	-11,157.48
70.00	NOKIA CORP ADR-A SHS	654902204	05/06/09	07/16/09	933.51	1,065.39	-131.88
50.00	NORTHERN TRUST CORP	665859104	02/04/09	05/21/09	2,562.41	3,022.55	-460.14
120.00	NORTHERN TRUST CORP	665859104	01/21/09	05/21/09	6,149.78	6,412.47	-262.69
47.00	NORTHERN TRUST CORP	665859104	01/21/09	05/21/09	2,415.41	2,511.55	-96.14
20.00	NORTHERN TRUST CORP	665859104	05/06/09	05/21/09	1,024.96	1,107.66	-82.70
120.00	NORTHERN TRUST CORP	665859104	01/21/09	05/21/09	6,123.74	6,412.46	-288.72
30.00	NORTHERN TRUST CORP	665859104	02/04/09	05/21/09	1,537.45	1,815.60	-278.15
143.00	NORTHERN TRUST CORP	665859104	01/21/09	05/22/09	7,453.48	7,641.52	-188.04
190.00	NOVARTIS AG SPNSRD AI	66987V109	09/24/08	04/27/09	6,988.72	10,358.69	-3,369.97
80.00	NOVARTIS AG SPNSRD AI	66987V109	09/24/08	04/27/09	2,942.62	4,358.96	-1,416.34
176.00	NOVARTIS AG SPNSRD AI	66987V109	10/07/08	04/27/09	6,473.77	9,506.92	-3,033.15
155.00	NOVARTIS AG SPNSRD AI	66987V109	10/07/08	04/27/09	5,704.30	8,372.57	-2,668.27
20.00	NOVARTIS AG SPNSRD AI	66987V109	10/16/08	04/27/09	727.31	959.37	-232.06
209.00	NOVARTIS AG SPNSRD AI	66987V109	10/07/08	04/27/09	7,600.36	11,289.47	-3,689.11
10.00	NOVARTIS AG SPNSRD AI	66987V109	09/24/08	04/24/09	368.58	545.19	-176.61
390.00	NOVARTIS AG SPNSRD AI	66987V109	09/24/08	04/24/09	14,361.89	21,262.57	-6,900.68
105.00	NOVARTIS AG SPNSRD AI	66987V109	09/25/08	04/24/09	3,870.13	5,809.85	-1,939.72
45.00	NOVARTIS AG SPNSRD AI	66987V109	09/25/08	04/24/09	1,658.63	2,486.75	-828.12
5,000.00	PEPSICO INC 7.9% 1	713448BJ6	11/04/08	04/30/09	6,043.65	5,462.20	581.45
10,000.00	PEPSICO INC 7.9% 1	713448BJ6	11/03/08	04/30/09	12,087.30	10,624.20	1,463.10
150.00	PNC FINANCIAL SERVICE	693475105	02/29/08	02/04/09	4,402.74	9,385.35	-4,982.61
10.00	PRAXAIR INC	74005P104	10/16/08	03/10/09	575.11	616.75	-41.64
5,000.00	PRUDENTIAL FINANCIAL	74432QBC8	07/10/08	07/06/09	4,556.50	4,843.05	-286.55
70.00	QUALCOMM INC	747525103	06/01/09	08/21/09	3,284.67	3,114.83	169.84
70.00	QUALCOMM INC	747525103	05/06/09	08/21/09	3,284.67	3,053.39	231.28
10.00	QUALCOMM INC	747525103	11/11/08	08/21/09	469.24	354.25	114.99
1,030.00	QUALCOMM INC	747525103	11/10/08	08/21/09	48,331.50	36,440.27	11,891.23
10.00	QUALCOMM INC	747525103	10/16/08	08/21/09	469.24	370.15	99.09
10.00	ROSS STORES INC	778296103	10/16/08	06/26/09	384.97	280.31	104.66
10.00	ROSS STORES INC	778296103	07/21/08	06/25/09	389.52	388.30	1.22



Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
10.00	ROSS STORES INC	778296103	08/20/08	06/25/09	389.52	385.30	4.22
40.00	ROSS STORES INC	778296103	05/06/09	06/25/09	1,558.08	1,507.20	50.88
40.00	ROSS STORES INC	778296103	06/01/09	06/25/09	1,558.08	1,585.92	-27.84
150.00	SCHERING-PLOUGH CORP	806605101	05/06/09	11/03/09	1,575.00	1,463.56	111.44
130.00	SCHERING-PLOUGH CORP	806605101	06/01/09	11/03/09	1,365.00	1,345.18	19.82
10.00	ST JUDE MEDICAL INC	790849103	10/16/08	10/07/09	330.34	357.66	-27.32
19.00	ST JUDE MEDICAL INC	790849103	06/01/09	10/07/09	627.11	759.58	-132.47
40.00	ST JUDE MEDICAL INC	790849103	05/06/09	10/07/09	1,321.35	1,373.60	-52.25
21.00	ST JUDE MEDICAL INC	790849103	06/01/09	10/07/09	693.71	839.54	-145.83
20.00	ST JUDE MEDICAL INC	790849103	07/21/08	06/19/09	802.92	936.79	-133.87
10.00	ST JUDE MEDICAL INC	790849103	08/20/08	06/19/09	401.46	466.80	-65.34
30.00	STATE ST CORP COM	857477103	06/01/09	12/11/09	1,203.13	1,394.89	-191.76
470.00	STATE ST CORP COM	857477103	05/21/09	12/11/09	18,570.68	20,233.12	-1,662.44
590.00	STATE ST CORP COM	857477103	05/21/09	12/11/09	23,661.58	25,399.03	-1,737.45
241.00	TAIWAN SEMICONDUCTO	874039100	03/03/09	11/04/09	2,320.67	1,850.04	470.63
80.40	TAIWAN SEMICONDUCTO	874039100	05/06/09	11/03/09	759.33	880.79	-121.46
79.65	TAIWAN SEMICONDUCTO	874039100	06/01/09	11/03/09	752.24	915.41	-163.17
198.35	TAIWAN SEMICONDUCTO	874039100	03/03/09	11/03/09	1,873.29	1,522.63	350.66
132.00	TAIWAN SEMICONDUCTO	874039100	03/03/09	11/03/09	1,249.51	1,013.30	236.21
924.60	TAIWAN SEMICONDUCTO	874039100	03/03/09	11/03/09	8,732.25	7,236.26	1,495.99
504.00	TAIWAN SEMICONDUCTO	874039100	03/03/09	11/04/09	4,854.35	3,868.97	985.38
0.75	TAIWAN SEMICONDUCTO	874039100	06/01/09	09/09/09	8.20	8.59	-0.39
20,000.00	TIME WARNER CABLE INC	88732JAP3	11/13/08	05/27/09	22,651.80	19,693.00	2,958.80
0.25	TIME WARNER CABLE INC	88732J207	12/04/08	04/22/09	6.97	7.09	-0.12
311.00	TIME WARNER CABLE INC	88732J207	12/04/08	06/01/09	9,499.22	8,733.03	766.19
10.00	TIME WARNER CABLE INC	88732J207	05/06/09	06/01/09	305.44	335.10	-29.66
10,000.00	U S TREASURY NOTE 3	912828KW9	07/06/09	09/29/09	10,241.37	10,074.26	167.11
10,000.00	U S TREASURY NOTE 3	912828KW9	06/24/09	09/29/09	10,241.37	9,951.61	289.76
10,000.00	U S TREASURY NOTE 3	912828KW9	07/01/09	09/29/09	10,241.37	10,014.88	226.49
30,000.00	UNITED STATES TREAS N	912828ES5	12/11/08	07/29/09	31,462.40	32,214.94	-752.54
40,000.00	UNITED STATES TREAS N	912828ES5	01/28/09	07/29/09	41,949.87	42,775.13	-825.26
10,000.00	UNITED STATES TREAS N	912828ES5	12/11/08	07/21/09	10,525.75	10,738.32	-212.57
20,000.00	UNITED STATES TREAS N	912828ES5	01/06/09	07/21/09	21,051.50	21,491.47	-439.97
5,000.00	UNITED STATES TREAS N	912828ES5	01/13/09	07/21/09	5,262.87	5,370.72	-107.85
35,000.00	UNITED STATES TREAS N	912828FF2	07/29/09	09/18/09	39,685.21	38,954.05	731.16
20,000.00	UNITED STATES TREAS N	912828FF2	06/05/08	01/13/09	24,267.11	21,776.57	2,490.54
15,000.00	UNITED STATES TREAS N	912828FF2	06/05/08	04/22/09	17,566.35	16,332.42	1,233.93



Detail of Sales Information

Schedule D Detail of Short Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
5,000.00	UNITED STATES TREAS N	912828FS4	02/19/09	04/30/09	5,403.11	5,438.88	-35.77
5,000.00	UNITED STATES TREAS N	912828FS4	06/06/08	04/30/09	5,403.11	5,276.56	126.55
30,000.00	UNITED STATES TREAS N	912828FS4	08/29/08	04/30/09	32,418.65	31,715.73	702.92
15,000.00	UNITED STATES TREAS N	912828FS4	11/14/08	04/30/09	16,209.32	16,365.28	-155.96
65,000.00	UNITED STATES TREAS N	912828GK0	12/11/08	04/30/09	70,971.66	72,241.62	-1,269.96
25,000.00	UNITED STATES TREAS N	912828GK0	02/17/09	04/30/09	27,296.79	27,543.05	-246.26
5,000.00	UNITED STATES TREAS N	912828GK0	01/26/09	04/30/09	5,459.36	5,513.49	-54.13
35,000.00	UNITED STATES TREAS N	912828JH4	08/29/08	01/30/09	38,483.45	35,571.63	2,911.82
10,000.00	UNITED STATES TREAS N	912828JH4	08/29/08	02/17/09	11,144.10	10,163.32	980.78
10.00	US BANCORP DEL	902973304	10/16/08	01/21/09	126.71	292.40	-165.69
570.00	US BANCORP DEL	902973304	02/29/08	01/21/09	7,222.60	18,497.13	-11,274.53
10.00	US BANCORP DEL	902973304	08/20/08	01/21/09	126.71	296.50	-169.79
10.00	US BANCORP DEL	902973304	07/21/08	01/21/09	126.71	280.50	-153.79
200.00	US BANCORP DEL	902973304	02/29/08	01/21/09	2,534.25	6,488.50	-3,954.25
10,000.00	VERIZON COMMUNICATI	92343VAQ7	12/11/08	10/26/09	12,443.70	10,642.30	1,801.40
80.00	WAL MART STORES INC	931142103	05/06/09	05/07/09	3,995.18	3,940.79	54.39
20.00	WAL MART STORES INC	931142103	10/16/08	05/07/09	998.79	1,048.62	-49.83
20.00	WAL MART STORES INC	931142103	08/20/08	05/07/09	998.79	1,166.40	-167.61
20.00	WAL MART STORES INC	931142103	06/01/09	06/01/09	993.64	1,010.37	-16.73
30.00	WELLS FARGO & CO NEW	949746101	07/21/08	01/21/09	423.28	843.86	-420.58
30.00	WELLS FARGO & CO NEW	949746101	08/20/08	01/21/09	423.28	838.50	-415.22
178.00	WYETH (WYE)	983024100	01/21/09	07/08/09	8,050.25	6,902.39	1,147.86
50.00	WYETH (WYE)	983024100	05/06/09	07/07/09	2,257.39	2,157.50	99.89
250.00	WYETH (WYE)	983024100	01/21/09	07/07/09	11,286.96	9,694.38	1,592.58
449.00	WYETH (WYE)	983024100	01/21/09	07/07/09	20,263.30	17,411.10	2,852.20
173.00	WYETH (WYE)	983024100	01/21/09	07/07/09	7,801.96	6,708.51	1,093.45
40.00	WYETH (WYE)	983024100	06/01/09	07/07/09	1,805.91	1,793.92	11.99
Totals:					1,769,161.23	1,984,199.15	-215,037.92
Short-Term Totals:					\$1,769,161.23	\$1,984,199.15	\$-215,037.92

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
800.00	ABBOTT LABORATORIES	002824100	12/19/03	05/01/09	33,144.75	34,850.82	-1,706.07
30.00	APPLE COMPUTER INC CC	037833100	07/08/08	09/04/09	5,028.80	5,308.82	-280.02

Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
82.65	BANK AMER CORP	060505104	04/03/01	02/06/09	506.70	3,517.80	-3,011.10
566.02	BANK AMER CORP	060505104	02/21/03	02/06/09	3,470.08	16,242.51	-12,772.43
1,060.00	BANK AMER CORP	060505104	05/02/06	01/26/09	7,053.20	52,506.57	-45,453.37
80.14	BANK AMER CORP	060505104	06/07/05	02/06/09	491.31	3,456.00	-2,964.69
82.65	BANK AMER CORP	060505104	02/13/01	02/06/09	506.70	3,946.80	-3,440.10
790.00	BANK AMER CORP	060505104	02/06/07	01/26/09	5,256.63	42,019.07	-36,762.44
45.08	BANK AMER CORP	060505104	06/18/02	02/06/09	276.37	2,055.60	-1,779.23
70.13	BANK AMER CORP	060505104	10/23/02	02/06/09	429.94	2,689.40	-2,259.46
299.82	BANK AMER CORP	060505104	05/22/06	02/06/09	1,838.10	14,558.17	-12,720.07
10.52	BANK AMER CORP	060505104	02/01/01	02/06/09	64.49	504.42	-439.93
40.18	BANK AMER CORP	060505104	05/22/06	01/26/09	267.36	1,951.21	-1,683.85
19.82	BANK AMER CORP	060505104	10/22/03	01/26/09	131.88	973.59	-841.71
10,000.00	BANK AMER CORP	060505CL6	05/02/07	10/15/09	9,904.80	10,224.60	-319.80
15,000.00	BEAR STEARNS COS INC	073902CE6	05/03/07	04/30/09	15,208.80	14,856.47	352.33
5,000.00	BEAR STEARNS COS INC	073902CE6	06/13/07	04/30/09	5,069.60	4,915.84	153.76
957.93	BNY MELLON INTL FD CL	05569M871	01/17/95	04/29/09	7,491.01	11,188.78	-3,697.77
5,621.34	BNY MELLON INTL FD CL	05569M871	01/18/94	04/29/09	43,958.87	65,654.75	-21,695.88
2,045.51	BNY MELLON INTL FD CL	05569M871	04/20/01	04/29/09	15,995.88	25,752.92	-9,757.04
1,376.10	BNY MELLON INTL FD CL	05569M871	04/17/95	04/29/09	10,761.10	16,639.31	-5,878.21
5,000.00	BRITISH SKY BROADCAST	111013AB4	10/11/07	02/23/09	5,000.00	5,107.55	-107.55
25,000.00	BRITISH SKY BROADCAST	111013AB4	05/15/07	02/23/09	25,000.00	25,608.00	-608.00
5,000.00	BRITISH SKY BROADCAST	111013AB4	08/23/07	02/23/09	5,000.00	5,127.50	-127.50
35,000.00	CATERPILLAR FINL SVCS	14912L2W0	08/24/07	01/29/09	36,204.70	35,075.25	1,129.45
740.00	CHUBB CORPORATION CO	171232101	02/06/07	01/21/09	31,234.26	39,260.48	-8,026.22
15,000.00	CISCO SYS INC	17275RAC6	01/04/08	04/30/09	15,875.25	15,562.35	312.90
10,000.00	CIT GROUP INC NEW	125581AX6	05/03/07	05/29/09	6,900.00	9,917.00	-3,017.00
10,000.00	CIT GROUP INC NEW	125581AX6	05/03/07	05/07/09	6,850.00	9,917.00	-3,067.00
5,000.00	CIT GROUP INC NEW	125581AX6	05/03/07	05/29/09	3,500.00	4,958.50	-1,458.50
5,000.00	CIT GROUP INC NEW	125581AX6	06/11/07	05/29/09	3,500.00	4,839.40	-1,339.40
1,365.81	CITEC 2006-VT2 A4 5 05'	125565AD3	09/11/07	09/20/09	1,365.81	1,358.50	7.31
710.97	CITEC 2006-VT2 A4 5.05'	125565AD3	09/11/07	06/20/09	710.97	707.17	3.80
1,112.27	CITEC 2006-VT2 A4 5 05'	125565AD3	09/11/07	11/20/09	1,112.27	1,106.32	5.95
1,773.63	CITEC 2006-VT2 A4 5 05'	125565AD3	09/11/07	08/20/09	1,773.63	1,764.14	9.49
1,021.51	CITEC 2006-VT2 A4 5.05'	125565AD3	09/11/07	12/20/09	1,021.51	1,016.04	5.47
1,170.23	CITEC 2006-VT2 A4 5 05'	125565AD3	09/11/07	10/20/09	1,170.23	1,163.97	6.26
1,697.78	CITEC 2006-VT2 A4 5 05'	125565AD3	09/11/07	07/20/09	1,697.78	1,688.69	9.09
10,000.00	COCA COLA CO	191216AK6	03/13/08	04/30/09	10,532.60	10,536.50	-3.90

Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
119.00	COLGATE PALMOLIVE CC	194162103	08/08/08	09/01/09	8,539.72	9,219.38	-679.66
67.00	COLGATE PALMOLIVE CC	194162103	08/07/08	09/01/09	4,826.79	5,088.18	-261.39
36.00	COLGATE PALMOLIVE CC	194162103	08/08/08	08/31/09	2,612.43	2,794.31	-181.88
72.00	COLGATE PALMOLIVE CC	194162103	08/08/08	08/31/09	5,228.51	5,588.62	-360.11
110.00	COLGATE PALMOLIVE CC	194162103	08/08/08	08/31/09	7,982.42	8,522.12	-539.70
20.00	COLGATE PALMOLIVE CC	194162103	08/08/08	09/01/09	1,440.83	1,549.48	-108.65
114.00	COLGATE PALMOLIVE CC	194162103	08/08/08	08/28/09	8,292.33	8,896.47	-604.14
107.00	COLGATE PALMOLIVE CC	194162103	08/08/08	08/28/09	7,783.15	8,305.31	-522.16
20.00	COLGATE PALMOLIVE CC	194162103	08/07/08	09/02/09	1,433.30	1,518.86	-85.56
15.00	COLGATE PALMOLIVE CC	194162103	08/07/08	09/02/09	1,074.97	1,139.15	-64.18
10,000.00	COMCAST CORP NEW	20030NAL5	05/03/07	04/30/09	9,944.70	10,236.50	-291.80
60.00	CONOCOPHILLIPS	20825C104	12/19/03	03/17/09	2,239.70	1,902.45	337.25
220.00	CONOCOPHILLIPS	20825C104	02/06/07	03/17/09	8,206.53	14,640.49	-6,433.96
80.00	CONOCOPHILLIPS	20825C104	05/04/05	03/17/09	2,986.26	4,153.20	-1,166.94
10.00	CONOCOPHILLIPS	20825C104	02/06/07	03/17/09	373.28	665.48	-292.20
15,000.00	COUNTRYWIDE HOME LN	22237LMY5	08/08/07	07/15/09	15,000.00	15,000.00	0.00
5,000.00	COUNTRYWIDE HOME LN	22237LHE5	08/14/07	04/15/09	5,000.00	5,000.00	0.00
100.00	DARDEN RESTAURANTS I	237194105	05/08/08	05/22/09	3,277.74	3,664.31	-386.57
70.00	DARDEN RESTAURANTS I	237194105	05/08/08	05/22/09	2,294.42	2,554.38	-259.96
190.00	DARDEN RESTAURANTS I	237194105	05/08/08	05/22/09	6,227.70	6,903.92	-676.22
110.00	DARDEN RESTAURANTS I	237194105	05/08/08	05/22/09	3,605.51	3,988.94	-383.43
430.00	DARDEN RESTAURANTS I	237194105	05/08/08	05/21/09	14,472.18	15,756.53	-1,284.35
15,000.00	DEERE JOHN CAP CORP	244217BG9	05/04/07	04/30/09	16,203.75	16,180.95	22.80
5,000.00	DEVON FING CORP U L C	25179SAC4	08/29/07	05/20/09	5,381.60	5,292.10	89.50
10,000.00	DEVON FING CORP U L C	25179SAC4	06/11/07	05/20/09	10,763.20	10,425.80	337.40
15,000.00	DEVON FING CORP U L C	25179SAC4	06/11/07	05/26/09	16,157.25	15,638.70	518.55
5,000.00	DEVON FING CORP U L C	25179SAC4	10/01/07	05/20/09	5,381.60	5,280.50	101.10
361.00	EMERSON ELECTRIC COM	291011104	02/06/07	03/17/09	9,553.59	16,259.08	-6,705.49
389.00	EMERSON ELECTRIC COM	291011104	02/06/07	03/16/09	10,524.65	17,520.17	-6,995.52
10,000.00	ERP OPER LTD PARTNERS	26884AAM5	08/28/07	01/26/09	10,000.00	10,442.70	-442.70
20,000.00	ERP OPER LTD PARTNERS	26884AAM5	06/15/07	01/26/09	20,000.00	20,808.80	-808.80
160.00	EXELON CORP	30161N101	02/01/01	04/14/09	7,467.79	4,837.20	2,630.59
10.00	EXELON CORP	30161N101	02/06/07	04/14/09	466.74	630.23	-163.49
30,000.00	FED NATL MTG ASSN 2.5	31398ATZ5	09/10/08	09/30/09	30,729.54	30,015.48	714.06
35,000.00	FED NATL MTG ASSN 2.5	31398ATZ5	09/10/08	09/30/09	35,851.13	34,985.65	865.48
10,000.00	FED NATL MTGE ASSN 4	31359M5Z2	09/20/07	04/30/09	10,329.06	10,073.60	255.46
15,000.00	FED NATL MTGE ASSN 4	31359M5Z2	05/01/07	04/30/09	15,493.59	14,969.04	524.55

Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
25,000.00	FED NATL MTGE ASSN 4	31359M5Z2	08/27/07	04/30/09	25,822.65	25,028.78	793.87
20,000.00	FEDERAL FARM CR BKS C	31331XBQ4	10/16/07	02/19/09	20,554.00	20,185.96	368.04
70,000.00	FEDERAL FARM CR BKS C	31331XBQ4	05/01/07	02/19/09	71,939.00	70,243.81	1,695.19
10,000.00	FEDERAL FARM CR BKS C	31331XE40	09/11/07	08/13/09	10,498.00	10,233.48	264.52
40,000.00	FEDERAL FARM CR BKS C	31331XE40	06/07/07	08/18/09	41,952.00	39,976.40	1,975.60
30,000.00	FEDERAL FARM CR BKS C	31331XWL2	05/01/07	06/15/09	31,110.00	29,957.70	1,152.30
20,000.00	FEDERAL FARM CR BKS C	31331XWL2	10/16/07	06/15/09	20,740.00	20,079.74	660.26
30,000.00	FEDERAL FARM CR BKS C	31331XWL2	05/01/07	08/13/09	30,936.00	29,957.70	978.30
40,000.00	FEDERAL FARM CR BKS C	31331YG46	04/15/08	09/24/09	41,164.44	39,874.00	1,290.44
35,000.00	FEDERAL FARM CR BKS C	31331YG46	04/15/08	07/21/09	36,015.00	34,889.75	1,125.25
5,000.00	FEDERAL HOME LN BKS	3133XGYT5	11/28/07	08/13/09	5,076.18	5,112.64	-36.46
30,000.00	FEDERAL HOME LN BKS	3133XGYT5	11/28/07	08/05/09	30,472.80	30,675.84	-203.04
45,000.00	FEDERAL HOME LN MTG	3128X5WT1	05/01/07	01/09/09	45,000.00	44,939.70	60.30
5,000.00	FEDERAL HOME LN MTG	3128X5ZC5	06/11/07	02/02/09	5,000.00	5,000.00	0.00
5,000.00	FEDERAL HOME LN MTG	3128X5ZC5	06/13/07	02/02/09	5,000.00	5,000.00	0.00
50,000.00	FEDERAL HOME LN MTG	3128X5ZC5	05/01/07	02/02/09	50,000.00	50,176.00	-176.00
10,000.00	FEDERAL HOME LN MTG	3128X5ZC5	08/29/07	02/02/09	10,000.00	10,032.10	-32.10
45,000.00	FEDERAL HOME LOAN BK	3133XGLE2	08/06/07	09/24/09	47,029.23	45,161.01	1,868.22
190.00	GAP INC	364760108	11/21/07	02/05/09	2,078.11	3,799.16	-1,721.05
596.00	GAP INC	364760108	11/20/07	02/05/09	6,518.72	11,947.12	-5,428.40
634.00	GAP INC	364760108	11/20/07	02/04/09	7,028.93	12,708.84	-5,679.91
160.00	GAP INC	364760108	11/20/07	02/04/09	1,758.45	3,207.28	-1,448.83
1,310.00	GAP INC	364760108	11/20/07	01/21/09	14,859.25	26,259.61	-11,400.36
15,000.00	GENERAL ELEC CAP CORP	36962GXS8	02/26/08	10/05/09	16,075.20	15,821.55	253.65
40.00	GOLDMAN SACHS GROUP	38141G104	04/03/01	03/10/09	3,349.87	3,302.80	47.07
20.00	GOLDMAN SACHS GROUP	38141G104	06/18/02	03/10/09	1,674.94	1,520.40	154.54
41.00	GOLDMAN SACHS GROUP	38141G104	09/25/03	03/10/09	3,433.62	3,534.22	-100.60
20.00	GOLDMAN SACHS GROUP	38141G104	10/23/02	03/10/09	1,674.94	1,470.20	204.74
20,000.00	GOLDMAN SACHS GROUP	38141GDK7	05/02/07	10/05/09	20,980.00	19,616.25	1,363.75
25,000.00	HYDRO-QUEBEC DEB SEF	448814ED1	09/17/07	04/29/09	28,743.75	28,590.50	153.25
980.00	INTEL CORPORATION	458140100	05/16/08	06/05/09	15,520.45	24,391.91	-8,871.46
230.00	INTEL CORPORATION	458140100	05/15/08	06/05/09	3,642.55	5,730.47	-2,087.92
350.00	INTERNATIONAL BUSINES	459200101	01/23/08	08/21/09	41,897.11	37,194.50	4,702.61
10.00	INTERNATIONAL BUSINES	459200101	08/20/08	08/21/09	1,197.06	1,233.10	-36.04
10.00	INTERNATIONAL BUSINES	459200101	07/21/08	08/21/09	1,197.06	1,287.00	-89.94
5,000.00	INTERNATIONAL LEASE F	45974VA24	08/23/07	09/10/09	4,425.00	5,030.30	-605.30
10,000.00	INTERNATIONAL LEASE F	45974VA24	08/13/07	09/10/09	8,850.00	9,998.70	-1,148.70



Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
5,000.00	INTERNATIONAL LEASE F	45974VA24	08/23/07	09/03/09	4,400.00	5,030.30	-630.30
5,000.00	INTERNATIONAL LEASE F	45974VA24	05/03/07	09/03/09	4,400.00	5,099.60	-699.60
20,000.00	INTERNATIONAL LEASE F	45974VA24	05/03/07	08/05/09	15,950.00	20,398.40	-4,448.40
5,000.00	INTERNATIONAL LEASE F	45974VA24	05/03/07	08/19/09	4,225.00	5,099.60	-874.60
530.00	JOHNSON & JOHNSON CO	478160104	11/09/07	01/21/09	29,597.52	34,478.72	-4,881.20
10,000.00	JPMORGAN CHASE & CO	46625HGT1	09/28/07	10/05/09	10,824.40	10,037.70	786.70
5,000.00	JPMORGAN CHASE & CO	46625HGT1	10/12/07	10/05/09	5,412.20	5,022.05	390.15
20.00	KBR INC	48242W106	02/06/07	09/04/09	431.70	375.86	55.84
492.00	KBR INC	48242W106	02/06/07	09/04/09	10,667.08	9,246.07	1,421.01
41.00	KBR INC	48242W106	02/06/07	09/03/09	889.38	770.51	118.87
257.00	KBR INC	48242W106	02/06/07	09/03/09	5,550.16	4,829.76	720.40
10.00	KBR INC	48242W106	08/20/08	09/02/09	216.71	225.20	-8.49
10.00	KBR INC	48242W106	07/21/08	09/02/09	216.71	313.30	-96.59
550.00	MC DONALDS CORPORAT	580135101	04/01/08	05/07/09	29,262.71	31,338.28	-2,075.57
450.00	MCAFEES INC	579064106	05/31/07	07/30/09	19,456.01	16,485.08	2,970.93
10.00	MCAFEES INC	579064106	07/21/08	07/30/09	432.36	328.10	104.26
210.00	MCAFEES INC	579064106	06/01/07	07/30/09	9,079.47	7,701.58	1,377.89
150.00	MCAFEES INC	579064106	06/01/07	07/29/09	6,695.69	5,501.13	1,194.56
10,000.00	MCDONALDS CORP MEDI	58013MEB6	10/19/07	04/30/09	10,796.70	10,140.50	656.20
50,000.00	MERRILL LYNCH & CO IN	59018YM40	01/29/08	07/21/09	50,340.00	49,935.00	405.00
10,000.00	MORGAN STANLEY DEAN	617446GM5	10/12/07	09/23/09	10,639.40	10,476.50	162.90
25,000.00	MORGAN STANLEY DEAN	617446GM5	05/02/07	09/23/09	26,598.50	26,363.00	235.50
10,000.00	MORGAN STANLEY DEAN	617446GM5	05/02/07	07/21/09	10,625.60	10,545.20	80.40
8,627.34	NALT 2006-A A4 5 1%	65480AAD1	09/11/07	06/15/09	8,627.34	8,591.62	35.72
3,392.19	NALT 2006-A A4 5 1%	65480AAD1	09/11/07	10/15/09	3,392.19	3,378.14	14.05
10,645.12	NALT 2006-A A4 5 1%	65480AAD1	09/11/07	09/15/09	10,645.12	10,601.04	44.08
11,052.07	NALT 2006-A A4 5.1%	65480AAD1	09/11/07	08/15/09	11,052.07	11,006.31	45.76
11,283.28	NALT 2006-A A4 5 1%	65480AAD1	09/11/07	07/15/09	11,283.28	11,236.56	46.72
15,000.00	ORACLE CORP	68389XAC9	04/02/08	04/30/09	15,977.70	14,992.95	984.75
20,000.00	PNC FDG CORP	693476BB8	05/03/07	10/06/09	20,113.60	20,260.00	-146.40
10.00	PRAXAIR INC	74005P104	02/08/05	03/10/09	575.11	447.44	127.67
250.00	PRAXAIR INC	74005P104	02/07/05	03/10/09	14,377.67	11,192.35	3,185.32
5,000.00	PRUDENTIAL FINANCIAL	74432QBC8	11/28/07	07/06/09	4,556.50	4,967.80	-411.30
10,000.00	PRUDENTIAL FINANCIAL	74432QBC8	11/28/07	07/01/09	9,235.30	9,935.60	-700.30
480.00	QUALCOMM INC	747525103	12/19/03	09/03/09	21,542.04	12,197.18	9,344.86
220.00	QUALCOMM INC	747525103	12/19/03	08/21/09	10,323.23	5,590.38	4,732.85
20.00	QUALCOMM INC	747525103	07/21/08	08/21/09	938.48	892.60	45.88

Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
545.00	ROSS STORES INC	778296103	04/16/08	06/26/09	20,980.70	17,938.84	3,041.86
159.00	ROSS STORES INC	778296103	04/16/08	06/26/09	6,135.57	5,233.53	902.04
26.00	ROSS STORES INC	778296103	04/16/08	06/25/09	1,012.78	855.80	156.98
240.00	ROSS STORES INC	778296103	04/17/08	06/25/09	9,348.77	7,922.09	1,426.68
30.00	ROSS STORES INC	778296103	04/17/08	06/25/09	1,168.56	990.26	178.30
5,000.00	SBC COMMUNICATIONS I	78387GAK9	10/15/07	01/30/09	5,238.65	5,113.95	124.70
5,000.00	SBC COMMUNICATIONS I	78387GAK9	08/30/07	01/30/09	5,238.65	5,100.35	138.30
30,000.00	SBC COMMUNICATIONS I	78387GAK9	05/02/07	01/30/09	31,431.90	30,856.50	575.40
40.00	SCHERING-PLOUGH CORP	806605101	10/16/08	11/03/09	420.00	230.25	189.75
20.00	SCHERING-PLOUGH CORP	806605101	08/20/08	11/03/09	210.00	175.58	34.42
30.00	SCHERING-PLOUGH CORP	806605101	07/21/08	11/03/09	315.00	242.06	72.94
3,360.00	SCHERING-PLOUGH CORP	806605101	02/06/07	11/03/09	35,280.00	35,330.49	-50.49
190.00	ST JUDE MEDICAL INC	790849103	11/06/07	06/19/09	7,636.83	7,688.03	-51.20
260.00	ST JUDE MEDICAL INC	790849103	11/06/07	06/19/09	10,450.41	10,495.89	-45.48
120.00	ST JUDE MEDICAL INC	790849103	11/06/07	06/19/09	4,817.54	4,855.59	-38.05
180.00	ST JUDE MEDICAL INC	790849103	11/06/07	10/07/09	5,941.00	7,235.39	-1,294.39
330.00	ST JUDE MEDICAL INC	790849103	11/06/07	10/07/09	10,891.83	13,321.70	-2,429.87
460.00	THERMO ELECTRON COR	883556102	02/06/07	01/21/09	16,538.38	22,698.98	-6,160.60
240.00	THERMO ELECTRON COR	883556102	02/06/07	03/05/09	8,195.23	11,842.94	-3,647.71
15,000.00	TIME WARNER INC NEW	887317AB1	05/07/07	04/30/09	15,323.55	15,109.35	214.20
21,044.20	TSY INFL IX N/B	912828GD6	05/01/07	04/30/09	22,103.73	21,341.69	762.04
5,297.35	TSY INFL IX N/B	912828GD6	05/01/07	07/21/09	5,564.27	5,371.86	192.41
20,000.00	UNITED PARCEL SVC INC	911312AG1	01/10/08	04/30/09	21,148.00	19,915.00	1,233.00
15,000.00	UNITED STATES TREAS N	912828BR0	05/01/07	05/20/09	16,497.02	14,777.62	1,719.40
40,000.00	UNITED STATES TREAS N	912828BR0	05/01/07	05/01/09	44,143.62	39,407.00	4,736.62
10,000.00	UNITED STATES TREAS N	912828ED8	07/13/07	04/30/09	10,450.75	9,870.95	579.80
40,000.00	UNITED STATES TREAS N	912828ED8	08/23/07	04/30/09	41,802.99	39,881.25	1,921.74
15,000.00	UNITED STATES TREAS N	912828EN6	05/01/07	06/22/09	16,177.67	14,859.96	1,317.71
85,000.00	UNITED STATES TREAS N	912828EN6	05/01/07	02/23/09	96,806.69	84,206.45	12,600.24
10,000.00	UNITED STATES TREAS N	912828FF2	05/01/07	05/27/09	11,315.19	10,350.78	964.41
20,000.00	UNITED STATES TREAS N	912828FF2	05/01/07	05/26/09	22,615.55	20,701.57	1,913.98
30,000.00	UNITED STATES TREAS N	912828FF2	05/01/07	04/22/09	35,132.69	31,052.34	4,080.35
10,000.00	UNITED STATES TREAS N	912828FQ8	08/23/07	06/03/09	11,106.60	10,166.41	940.19
20,000.00	UNITED STATES TREAS N	912828FQ8	08/23/07	03/17/09	23,006.95	20,332.81	2,674.14
60,000.00	UNITED STATES TREAS N	912828FQ8	05/01/07	02/17/09	70,096.63	61,019.53	9,077.10
5,000.00	UNITED STATES TREAS N	912828FQ8	08/23/07	07/21/09	5,583.96	5,083.20	500.76
540.00	WAL MART STORES INC	931142103	11/20/07	06/10/09	27,048.44	24,424.58	2,623.86



Detail of Sales Information

Schedule D Detail of Long Term Capital Gains and Losses

Shares	Security Name	CUSIP	Date Acquired	Date Sold	Sales Price	Cost/Basis	Gain (Loss)
220.00	WAL MART STORES INC	931142103	11/20/07	06/01/09	10,930.02	9,950.75	979.27
140.00	WAL MART STORES INC	931142103	11/20/07	05/28/09	6,922.09	6,332.30	589.79
180.00	WAL MART STORES INC	931142103	06/07/05	05/28/09	8,899.83	8,658.00	241.83
60.00	WAL MART STORES INC	931142103	04/11/05	05/28/09	2,966.61	2,914.25	52.36
10.00	WAL MART STORES INC	931142103	02/06/07	05/07/09	499.40	487.20	12.20
220.00	WAL MART STORES INC	931142103	04/11/05	05/07/09	10,986.74	10,685.60	301.14
210.00	WAL MART STORES INC	931142103	04/13/05	05/07/09	10,487.34	10,258.42	228.92
240.00	WAL MART STORES INC	931142103	10/19/01	05/07/09	11,985.53	12,488.25	-502.72
100.00	WAL MART STORES INC	931142103	04/03/01	05/07/09	4,993.97	4,951.00	42.97
20.00	WELLS FARGO & CO NEW	949746101	04/28/05	01/21/09	282.19	596.88	-314.69
20.00	WELLS FARGO & CO NEW	949746101	05/04/05	01/21/09	282.19	606.30	-324.11
640.00	WELLS FARGO & CO NEW	949746101	03/06/01	01/21/09	9,029.97	16,050.34	-7,020.37
5,000.00	XEROX CORP	984121BS1	05/14/07	03/20/09	4,367.90	4,980.65	-612.75
5,000.00	XEROX CORP	984121BS1	09/10/07	01/26/09	4,619.65	4,996.75	-377.10
5,000.00	XEROX CORP	984121BS1	05/14/07	03/09/09	4,325.00	4,980.65	-655.65
5,000.00	XEROX CORP	984121BS1	05/15/07	01/26/09	4,619.65	4,990.30	-370.65
5,000.00	XEROX CORP	984121BS1	05/14/07	02/18/09	4,654.10	4,980.65	-326.55
10,000.00	XEROX CORP	984121BS1	05/15/07	02/09/09	9,370.60	9,980.60	-610.00
5,000.00	XEROX CORP	984121BS1	05/15/07	01/28/09	4,649.75	4,990.30	-340.55

Totals: 2,567,061.21 2,747,055.58 -179,994.37

Long-Term Totals: \$2,567,061.21 \$2,747,055.58 \$-179,994.37

		John Crain Kunkel Foundation				
		Form 990PF		2009		
		EIN 23-7026914				
Page 6, Part VIII, Item 1, List of Officers, Directors, Trustees, Foundations Managers and Compensation						
	Title and				Contributions	
	Time Devoted				to Employee	Expense
<u>Name and Address</u>	<u>To Position</u>	<u>Compensation</u>		<u>Benefit Plans</u>		<u>Account</u>
Nancy W. Bergert	Trustee		15000		0	0
1010 Brentwater Road	6					
Camp Hill, PA 17011						
Elizabeth K. Davis	Trustee		7500		0	0
829 Meadow Lane	6					
Camp Hill, PA 17011						
Deborah L. Facini	Trustee		7500		0	0
1208 Kings Circle	6					
Mechanicsburg, PA 17050						
John C. Kunkel, II	Trustee		7500		0	0
493 Cristwell Drive	6					
Boiling Springs, PA 17077						
Paul A. Kunkel	Trustee		7500		0	0
616 Southridge Drive	6					
Mechanicsburg, PA 17055						
John K. Stark	Trustee		15000		0	0
245 North 27th St.	6					
Camp Hill, PA 17011						
Jay W. Stark	Trustee		15000		0	0
501 Indiana Avenue	6					
Lemoyne, PA 17043						
William T. Wright II	Trustee		15000		0	0
216 Lamp Post Lane	6					
Camp Hill, PA 17011						
Totals			90000		0	0

		John Crain Kunkel Foundation		
		Form 990PF	2009	
		EIN 23-7026914		
<u>Page 10, Part XV, Line 2a</u>				
<u>Name, Address and Phone for Applications</u>				
Paul A. Kunkel, MD				
2120 Market Street				
Camp Hill, PA 17011				
717-763-1284				

			John Crain Kunkel Foundation	
			Form 990PF	2009
			EIN 23-7026914	
	Page 11, Part XV, Item 3			
	<u>Grants and Contributions Paid During the Year</u>			
		Relationship to Substantial	Purpose of	
		Contributor And	Grant or	
	<u>Recipient Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Contribution</u>	<u>Amount</u>
1	National Civil War Museum	None	General Purpose Fund	\$100,000
	Harrisburg, PA	Public		
2	United Way	None	General Purpose Fund	\$15,000
	Harrisburg, PA	Public		
3	Homeland Center	None	Building Fund	\$100,000
	Harrisburg, PA	Public		
4	YWCA	None	General Purpose Fund	\$10,000
	Harrisburg, PA	Public		
5	Stop the Violence	None	General Purpose Fund	\$10,000
	Harrisburg, PA	Public		
6	Central PA College	None	General Purpose Fund	\$10,000
	Enola, PA	Public		
7	Joshua House	None	General Purpose Fund	\$7,500
	Harrisburg, PA	Public		
8	WITF	None	General Purpose Fund	\$50,000
	Hershey, PA	Public		
9	Ned Smith Center	None	Building Project	\$35,000
	Harrisburg, PA	Public		
10	HACC Foundation	None	General Purpose Fund	\$15,000
	Harrisburg, PA	Public		
11	Keystone Services	None	General Purpose Fund	\$25,000
	Harrisburg, PA	Public		
12	Harrisburg Academy	None	General Purpose Fund	\$50,000
	Lemoyne, PA	Public		
13	World Surgical Fund	None	General Purpose Fund	\$10,000
	Harrisburg, PA	Public		
14	Cultural Enrichment Fund	None	General Purpose Fund	\$10,000
	Harrisburg, PA	Public		
15	Newport Public Library	None	General Purpose Fund	\$5,000
	Newport, PA	Public		
16	Fredricksen Library	None	General Purpose Fund	\$5,000
	Harrisburg, PA	Public		
17	Whitaker Center	None	General Purpose Fund	\$50,000
	Harrisburg, PA	Public		
18	Vickie's Angel Walk	None	General Purpose Fund	\$5,000
	Harrisburg, PA	Public		
19	Planned Parenthood	None	General Purpose Fund	\$15,000
	Harrisburg, PA	Public		
20	Big Brothers Big Sisters	None	General Purpose Fund	\$5,000
	Harrisburg, PA	Public		
			Total	\$532,500

		John Crain Kunkel Foundation	
		Form 990PF	
		EIN 23-7026914	2009
Page 11, Part XV, Item 3b			
Grants and Contributions Approved for Future Payment			
	Relationship to Substantial Contributor And Foundation	Purpose of Grant or Contribution	
Recipient Name and Address	Status of Recipient		Amount
Whitaker Center Harrisburg, PA	None Public	General Purposes	<u>\$100,000</u>
Harrisburg Academy Harrisburg, PA	None Public	General Purposes	<u>\$50,000</u>
Homeland Center Harrisburg, PA	None Public	Building Fund	<u>\$300,000</u>
Ned Smith Center Harrisburg, PA	None Public	Building Fund	<u>\$35,000</u>
		Total	<u>\$485,000</u>