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Return of Private Foundation

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

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation RICHARD A. ZAPPALA FAMILY FOUNDATION		A Employer identification number 23-7876878
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (412) 391-9260
	City or town, state, and ZIP code FOUR GATEWAY CENTER PITTSBURGH, PA 15222		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,645,886. (Part I, column (d) must be on cash basis.)		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			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).)		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	21,015.	21,015.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<22,774.>			
	b Gross sales price for all assets on line 6a	688,194.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	<1,759.>	21,015.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,000.	5,000.		8,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2	2,518.	1,259.	1,259.
	c Other professional fees	STMT 3	12,767.	12,767.	0.
	17 Interest				
	18 Taxes	STMT 4	412.	412.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		1,237.	618.	619.
	22 Printing and publications				
	23 Other expenses	STMT 5	433.	217.	216.
	24 Total operating and administrative expenses. Add lines 13 through 23		30,367.	20,273.	10,094.
	25 Contributions, gifts, grants paid		54,550.		54,550.
26 Total expenses and disbursements. Add lines 24 and 25		84,917.	20,273.	64,644.	
27 Subtract line 26 from line 12		<86,676.>			
28 Excess of revenue over expenses and disbursements			742.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			N/A		

P
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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				
	2	Savings and temporary cash investments		122,400.	362,183.	362,183.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 6		1,498,550.	1,172,091.	1,283,703.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		1,620,950.	1,534,274.	1,645,886.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,620,950.	1,534,274.	
30	Total net assets or fund balances		1,620,950.	1,534,274.		
31	Total liabilities and net assets/fund balances		1,620,950.	1,534,274.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,620,950.
2	Enter amount from Part I, line 27a	2	<86,676.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,534,274.
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	1,534,274.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 326,148.		331,190.	<5,042.>
b 362,046.		379,778.	<17,732.>
c			
d			
e			

(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			<5,042.>
b			<17,732.>
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	<22,774.>
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	95,271.	1,621,832.	.058743
2007	80,451.	2,028,930.	.039652
2006	55,836.	1,831,752.	.030482
2005	70,430.	1,779,883.	.039570
2004	127,212.	1,737,579.	.073212

2 Total of line 1, column (d)	2	.241659
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	.048332
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,322,438.
5 Multiply line 4 by line 3	5	63,916.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7.
7 Add lines 5 and 6	7	63,923.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	64,644.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	7.
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	7.
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	7.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,766.	
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	2,766.	
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	2,759.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 2,759. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>LORI Z. HARDIMAN</u> Telephone no. ► <u>(412) 391-9260</u> Located at ► <u>FOUR GATEWAY CENTER, SUITE 212, PITTSBURGH, PA</u> ZIP+4 ► <u>15222</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here: ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		13,000.	0.	0.

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

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

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

0

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Part 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	1,091,875.
b	Average of monthly cash balances	1b	250,702.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,342,577.
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	1,342,577.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,139.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,322,438.
6	Minimum investment return. Enter 5% of line 5	6	66,122.

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	66,122.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	7.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	66,115.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	66,115.
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	66,115.

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	64,644.
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	64,644.
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	7.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	64,637.

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.

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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				66,115.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			5,498.	
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: ► \$ 64,644.				
a Applied to 2008, but not more than line 2a			5,498.	
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				59,146.
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				6,969.
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				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c

- 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).)

SEE STATEMENT 8

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

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

Recipient	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>				
SEE STATEMENT 9				
Total			► 3a	54,550.
b <i>Approved for future payment</i>				
NONE				
Total			► 3b	0.

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

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

Sign Here

X How 3A
Signature of officer or trustee

Date _____

5.13.2010 Managing Trustee

Preparer's
signature

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

THOMASGAITENS PC
ONE GTWY CTR, STE 2025, 420 FT DUQ BLVD
PITTSBURGH, PA 15222

Date _____

5-11-10

Check if self-employee

Preparer's identifying number

FIN ▶

Phone no. 412-773-7300

Form 990-PF (2009)

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
OTHER INCOME	231.	0.	231.
WACHOVIA SECURITIES	20,784.	0.	20,784.
TOTAL TO FM 990-PF, PART I, LN 4	21,015.	0.	21,015.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,518.	1,259.		1,259.
TO FORM 990-PF, PG 1, LN 16B	2,518.	1,259.		1,259.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	12,767.	12,767.		0.
TO FORM 990-PF, PG 1, LN 16C	12,767.	12,767.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	412.	412.		0.
TO FORM 990-PF, PG 1, LN 18	412.	412.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ANNUAL MEETING	433.	217.		216.	
TO FORM 990-PF, PG 1, LN 23	433.	217.		216.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE STATEMENT 10	1,172,091.		1,283,703.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,172,091.		1,283,703.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 7

 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD A. ZAPPALA 6800 S. EAST HARBOR CIRCLE STUART, FL 34996	TRUSTEE 0.75	0.	0.	0.
NANCY B. ZAPPALA 6800 S. EAST HARBOR CIRCLE STUART, FL 34996	TRUSTEE 0.60	0.	0.	0.
LORI Z. HARDIMAN 105 HAWTHORNE ROAD PITTSBURGH, PA 15238	MANAGING DIRECTOR 2.00	10,000.	0.	0.
THOMAS M. HARDIMAN 105 HAWTHORNE ROAD PITTSBURGH, PA 15238	TRUSTEE 0.25	0.	0.	0.
JORDAN J. ZAPPALA 464 COMMONWEALTH AVENUE #33 BOSTON, MA 02215	CHARITABLE LIAISON 0.75	3,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		13,000.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 8

 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

RICHARD A. ZAPPALA
NANCY B. ZAPPALA

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 9
-------------	--	-------------

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BIG BROTHERS & SISTERS 5989 PENN CIRCLE SOUTH PITTSBURGH, PA 15206	UNRESTRICTED	501(C)(3)	7,000.
LA ROCHE COLLEGE 9000 BABCOCK BLVD PITTSBURGH, PA 15237	UNRESTRICTED	501(C)(3)	10,000.
BOTANIC GARDEN OF WESTERN PA 850 POPLAR STREET PITTSBURGH, PA 15220	UNRESTRICTED	501(C)(3)	4,000.
MENTORING PARTNERSHIP 2934 SMALLMAN STREET 2ND FLOOR PITTSBURGH, PA 15201	UNRESTRICTED	501(C)(3)	600.
ST. EDMUNDS ACADEMY 5705 DARLINGTON ROAD PITTSBURGH, PA 15217	UNRESTRICTED	501(C)(3)	3,000.
MARTIN MEMORIAL FOUNDATION PO BOX 9010 STUART, FL 34996	UNRESTRICTED	501(C)(3)	10,000.
SAILFISH POINT FOUNDATION 2201 SE SAILFISH POINT BLVD STUART, FL 34996	UNRESTRICTED	501(C)(3)	1,000.
PITTSBURGH CULTURAL TRUST 803 LIBERTY AVENUE PITTSBURGH, PA 15222	UNRESTRICTED	501(C)(3)	2,500.

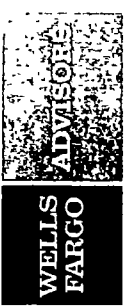
MARTIN COUNTY COUNCIL OF AGING PO BOX 3029 STUART, FL 34995	UNRESTRICTED	501(C)(3)	5,000.
CITRON ENDOWED FUND, UNIVERSITY OF PITTSBURGH 4200 FIFTH AVENUE PITTSBURGH, PA 15219	UNRESTRICTED	501(C)(3)	1,250.
LYRIC THEATRE 59 SW FLAGLER AVENUE STUART, FL 34994	UNRESTRICTED	501(C)(3)	1,000.
CRI-HELP 11027 BURBANK BOULEVARD NORTH HOLLYWOOD, CA 91601	UNRESTRICTED	501(C)(3)	5,000.
SISTER'S PLACE, INC. 418 MITCHELL AVENUE CLAIRTON , PA 15025	UNRESTRICTED	501(C)(3)	2,500.
AMD3 FOUNDATION 5001 BAUM BOULEVARD, SUITE 644 PITTSBURGH, PA 15213	UNRESTRICTED	501(C)(3)	1,000.
UNITED WAY OF MARTIN COUNTY 50 SE KINDRED ST, SUITE 207 STUART, FL 34994	UNRESTRICTED	501(C)(3)	500.
AMERICAN DIABETES ASSOCIATION 1701 N BEAUREGARD ST ALEXANDRIA, VA 22311	UNRESTRICTED	501(C)(3)	200.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			54,550.

RICHARD A. ZAPPALA FAMILY FOUNDATION
ATTACHMENT TO PART II, BALANCE SHEET, LINE 10B

	<u>Shares</u> <u>12/31/2009</u>	<u>Book Value</u> <u>12/31/2009</u>	<u>FMV</u> <u>12/31/2009</u>	<u>Unrealized</u> <u>Gain/(Loss)</u>
Altisource Port Sol	2,400	29,311	50,376 00	21,065
AOL	481	11,628	11,197 68	(430)
American Eagle Outfitters	1,400	19,714	23,772	4,058
American Express Group	1,330	39,034	53,891	14,857
Barrick Gold Corp	1,000	28,839	39,380	10,541
Capital One Financial	500	6,709	19,170	12,461
Charming Shoppes	5,900	22,710	38,173	15,463
Cisco Sys Inc	2,500	45,455	59,850	14,395
Clearwire - Rights	3,000	-	1,200	1,200
Clearwire Corp	3,000	12,408	20,280	7,872
Corning	1,900	28,867	36,689	7,822
Direct TV	1,700	36,573	56,695	20,122
Dish Network	2,200	20,567	45,694	25,127
Domtar	216	13,383	11,969	(1,414)
Dress Barn	1,600	15,853	36,944	21,091
Ebay	3,900	87,370	91,767	4,398
First Marblehead	2,500	71,148	5,325	(65,823)
Gannett	900	26,207	13,365	(12,842)
HSN Inc	1,600	8,158	32,304	24,146
JP Morgan	1,000	36,358	41,670	5,312
Knoll Inc	2,210	15,986	22,829	6,844
Knology Inc	3,200	33,701	34,944	1,243
Liberty Media Starz	225	7,573	10,384	2,811
Merck & Co.	865	12,187	31,607	19,420
Methode Electronics	1,800	9,924	15,624	5,700
Microsoft	1,200	28,410	36,576	8,166
NCR Corp	3,900	67,567	43,407	(24,160)
Nighthawk Radiology	2,600	13,600	11,778	(1,822)
Nokia Corp	1,700	32,301	21,845	(10,456)
PNC Financial	900	33,453	47,511	14,058
Precision Castparts	175	9,117	19,311	10,194
RCN Corp	1,800	16,269	19,530	3,261
Seahawk Drilling	600	15,699	13,524	(2,175)
Sprint Nextel	9,581	115,773	35,066	(80,706)
Time Warner	1,666	54,128	48,547	(5,581)
Time Warner Cable	418	19,087	17,301	(1,786)
Tyco Intl Ltd	600	25,593	21,408	(4,185)
US Bancorp	2,230	36,462	50,197	13,735
Wal-Mart Stores Inc	500	22,394	26,725	4,331
Wells Fargo Company	45	21,992	41,310	19,318
Winn Dixie	800	10,574	8,032	(2,542)
3M Company	200	<u>10,008</u>	<u>16,534</u>	<u>6,526</u>
		\$ 1,172,090	\$ 1,283,703	\$ 111,613

Realized Gain/Loss

As of Date: 2/05/10



Account Number: 8960-6620
Command Account Number: 9076805627
RICHARD & NANCY ZAPPALA &
LORI & THOMAS HARDIMAN COTTEES
RICHARD A ZAPPALA FAMILY
FOUNDATION U/A DTD 02-05-97

Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- * Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- * The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- * Short sales are reportable on Form 1099-B before the position is closed.
- * Implicit redemptions by the issuer of a structured product are reportable on Form 1099-B, but will not appear on the Realized Gain/Loss Statement if that implicit redemption did not result in a closed tax lot at that time.
- * Securities subject to marked to market reporting requirements for those investors are not included here nor is that information available on our systems.
- * Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
- * Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

Realized Gain/Loss Summary		THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term		57,643.52	-62,685.12	-5,041.60
Long term		71,800.06	-89,531.57	-17,731.51
Total - Realized Gain/Loss		\$129,443.58	-\$152,216.69	-\$22,773.11

INFORMATION PROVIDED AS COURTESY ONLY - NOT FURNISHED TO THE IRS

Realized Gain/Loss

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As of Date: 2/05/10

Account Number: 8960-6620
 Command Account Number: 9076805627
 RICHARD & NANCY ZAPPALA &
 LORI & THOMAS HARDIMAN COTTEES
 RICHARD A ZAPPALA FAMILY
 FOUNDATION U/A DTD 02-05-97

Realized Gain/Loss Detail for Year

Short Term	DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	BANK NEW YORK MELLON CORP	300.0000	27.7904	09/29/08	05/06/09	8,858.22	8,352.12	506.10
		120.0000	26.3560	10/06/08	05/06/09	3,543.30	3,164.52	378.78
		100.0000	26.3560	10/06/08	08/07/09	3,018.28	2,637.10	381.18
		500.0000	30.1432	10/16/08	08/07/09	15,091.43	15,079.10	12.33
	CAPITAL ONE FINANCIAL CORP	300.0000	41.5418	06/18/08	06/11/09	7,417.26	12,472.54	-5,055.28
		100.0000	13.4075	02/11/09	06/11/09	2,472.42	1,341.87	1,130.55
		300.0000	13.4075	02/11/09	08/03/09	9,436.43	4,025.58	5,410.85
	CORNING INC	800.0000	17.2140	09/03/08	04/01/09	11,225.45	13,783.20	-2,557.75
	COVENTRY HEALTH CARE INC	600.0000	30.9611	06/23/08	01/22/09	7,742.43	18,585.66	-10,843.23
	DIRECTV CLASS A COMMON	0.3825	21.4960	05/13/09	11/25/09	12.25	8.23	4.02
		550.0000	21.4960	05/13/09	12/11/09	18,144.32	11,830.32	6,314.00
	DOMTAR CORP NEW	0.6667	0.0000	06/11/09	06/11/09	12.00	0.01	11.99
	EXXON MOBIL CORP	155.0000	61.0548	10/10/08	01/22/09	12,085.67	9,465.81	2,619.86
		100.0000	59.6776	10/16/08	01/22/09	7,797.22	5,977.76	1,819.46
	HERMAN MILLER INC	700.0000	11.7722	01/20/09	06/26/09	11,056.98	8,254.54	2,802.44
	HSN INC	1,150.0000	1.6462	12/11/08	10/20/09	19,884.59	1,904.63	17,979.96
		200.0000	5.0786	04/06/09	10/20/09	3,458.19	1,019.72	2,438.47
	KAISER ALUMINUM CORP	250.0000	48.4876	07/08/08	05/05/09	8,036.79	12,126.90	-4,090.11
		200.0000	49.0328	07/22/08	05/05/09	6,429.43	9,809.56	-3,380.13
		150.0000	46.8931	08/07/08	05/05/09	4,822.07	7,036.21	-2,214.14

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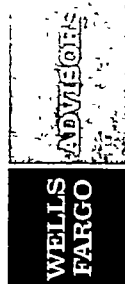
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Realized Gain/Loss

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As of Date: 2/05/10



Account Number: 8960-6620
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Short Term DESCRIPTION	Continued	QUANT TY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
LEGG MASON INC		100.0000	44.6801	08/08/08	05/05/09	3,214.72	4,469.51	-1,254.79
		100.0000	40.7940	10/02/08	05/05/09	3,214.72	4,081.40	-866.68
		230.0000	37.0859	07/07/08	01/28/09	3,916.84	8,533.21	-4,616.37
MONSTER WORLDWIDE INC		25.0000	36.2295	07/10/08	01/28/09	425.75	906.12	-480.37
		100.0000	36.2295	07/10/08	05/05/09	1,966.42	3,624.45	-1,658.03
		200.0000	33.6557	07/11/08	05/05/09	3,932.86	6,734.14	-2,801.28
		200.0000	33.1969	07/21/08	05/05/09	3,932.86	6,642.38	-2,709.52
		300.0000	38.8060	07/25/08	05/05/09	5,899.29	11,646.30	-5,747.01
PENN NATL GAMING INC		700.0000	14.6366	10/02/08	07/30/09	9,546.98	10,259.62	-712.64
		400.0000	14.6366	10/02/08	08/03/09	5,289.78	5,862.64	-572.86
		800.0000	8.3121	02/13/09	08/03/09	10,579.57	6,665.68	3,913.89
PNC FINANCIAL SERVICES GROUP		650.0000	19.1845	10/30/08	10/21/09	18,571.00	12,482.93	6,088.07
SANOFI-AVENTIS ADR		160.0000	52.0345	12/09/08	05/05/09	7,256.19	8,327.92	-1,071.73
		125.0000	46.3397	12/12/08	05/06/09	5,668.90	5,794.34	-125.44
		135.0000	42.9362	12/23/08	05/06/09	6,122.43	5,804.11	318.32
SCHERING PLOUGH CORP		300.0000	38.2221	02/05/08	02/03/09	8,765.65	11,472.63	-2,706.98
TIME WARNER CABLE		500.0000	19.7061	03/07/08	01/21/09	9,248.04	9,857.60	-609.56
		500.0000	19.7061	03/07/08	01/27/09	9,410.09	9,857.59	-447.50
		100.0000	14.2994	03/31/08	01/08/09	1,817.86	1,431.61	386.25
TIME WARNER INC NEW		0.0510	37.7578	10/02/08	03/30/09	2.30	3.44	-1.14
WELLPOINT INC		0.6667	0.0000	04/02/09	04/02/09	12.30	0.01	12.29
		100.0000	46.1378	04/04/08	01/21/09	3,752.09	4,615.27	-863.18

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Realized Gain/Loss

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As of Date: 2/05/10

Account Number: 8960-6620
 Command Account Number: 9076805627
 RICHARD & NANCY ZAPPALA &
 LORI & THOMAS HARDIMAN COTTEES
 RICHARD A ZAPPALA FAMILY
 FOUNDATION U/A DTD 02-05-97

Short Term	Continued								
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS		
WELLS FARGO COMPANY	200.0000	49.0595	06/19/08	01/21/09	7,504.19	9,814.90	-2,310.71		
3M CO	700.0000	25.6875	06/11/08	02/03/09	13,003.06	17,991.75	-4,988.69		
	200.0000	55.3767	12/11/08	07/24/09	13,876.57	11,085.34	2,791.23		
	125.0000	50.7450	02/05/09	07/24/09	8,672.86	6,349.38	2,323.48		
Total - Short Term					\$326,148.05	\$331,189.65	-\$5,041.60		

Long Term									
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS		
AMERICAN EXPRESS COMPANY	200.0000	39.2907	06/26/08	09/16/09	7,126.33	7,864.20	-737.87		
AOL INC	0.2181	28.9304	11/28/07	12/09/09	5.06	6.31	-1.25		
	0.1181	25.3090	01/23/08	12/09/09	2.74	2.99	-0.25		
	0.1181	21.5846	10/02/08	12/09/09	2.74	2.55	0.19		
ARMSTRONG WORLD INDUSTRIES	200.0000	40.5785	11/13/07	10/13/09	7,320.85	8,115.71	-794.86		
	200.0000	31.4140	02/26/08	10/13/09	7,320.85	6,282.81	1,038.04		
	300.0000	31.4140	02/28/08	11/05/09	12,227.98	9,424.21	2,803.77		
	500.0000	25.9540	03/11/08	11/05/09	20,379.98	12,977.02	7,402.96		
CAPITAL ONE FINANCIAL CORP	500.0000	48.7514	11/27/07	05/07/09	13,435.70	24,385.70	-10,950.00		
	100.0000	41.8955	01/09/08	05/07/09	2,687.14	4,192.89	-1,505.75		
	200.0000	41.8955	01/09/08	06/11/09	4,944.83	8,385.76	-3,440.93		
	2,100.0000	4.2210	01/14/08	04/29/09	7,713.73	8,906.10	-1,192.37		
	1,800.0000	4.2210	01/14/08	08/26/09	9,809.02	7,633.80	2,175.22		
	700.0000	4.2210	01/14/08	12/02/09	3,440.90	2,968.70	472.20		
CHARMING SHOPPES INC									

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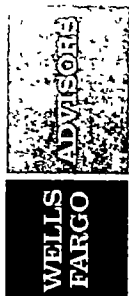
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Realized Gain/Loss

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As of Date: 2/05/10



Account Number: 8960-6620
 Command Account Number: 9076805627
 RICHARD & NANCY ZAPPALA &
 LORI & THOMAS HARDIMAN COTTEES
 RICHARD A ZAPPALA FAMILY
 FOUNDATION U/A DTD 02-05-97

Long Term DESCRIPTION	Continued	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
DANA HOLDING CORP		2,200.0000	5.7248	03/05/08	12/02/09	10,814.26	12,638.56	-1,824.30
		400.0000	5.0603	03/07/08	12/02/09	1,966.23	2,032.12	-65.89
		1,400.0000	6.2476	09/04/08	12/16/09	13,332.69	8,774.64	4,558.05
		700.0000	5.7061	09/18/08	12/16/09	6,666.34	4,008.27	2,658.07
		800.0000	4.8910	09/29/08	12/16/09	7,618.69	3,927.28	3,691.41
DIRECTV GROUP INC/THE		2,250.0000	14.7490	05/12/05	05/13/09	55,336.42	33,636.59	21,699.83
EBAY INC		100.0000	23.6814	08/01/06	01/06/09	1,511.32	2,369.25	-857.93
GENERAL ELECTRIC COMPANY		300.0000	32.6659	07/13/06	09/23/09	5,158.76	9,805.77	-4,647.01
		300.0000	32.5534	07/20/06	09/23/09	5,158.77	9,771.02	-4,612.25
		300.0000	32.5534	07/20/06	11/04/09	4,315.47	9,771.02	-5,455.55
		600.0000	35.6328	02/12/07	11/04/09	8,630.95	21,389.68	-12,758.73
MERCK & CO INC NEW		0.0289	14.3002	03/31/08	11/05/09	0.94	0.42	0.52
		0.0211	13.9659	04/02/08	11/05/09	0.69	0.30	0.39
NOKIA CORP SPONSORED ADR		600.0000	13.5200	06/03/04	06/09/09	9,532.75	8,225.73	1,307.02
NOVEN PHARMACEUTICALSXXX SUBMITTED FOR TENDER INC		2,100.0000	9.6157	03/14/08	08/24/09	34,650.00	20,224.47	14,425.53
		250.0000	10.8019	06/30/08	08/24/09	4,125.00	2,705.48	1,419.52
PFIZER INCORPORATED		1,500.0000	28.4300	10/21/04	01/26/09	23,753.11	43,159.82	-19,406.71
		500.0000	25.3800	12/20/04	01/26/09	7,917.71	12,924.28	-5,006.57
SANOFI-AVENTIS ADR		400.0000	45.2594	06/07/07	02/03/09	11,687.53	18,113.76	-6,426.23
		400.0000	41.3828	06/14/07	02/03/09	11,687.53	16,563.12	-4,875.59
SCHERING PLOUGH CORP CHG		634.9500	13.9651	04/02/08	11/06/09	15,750.00	8,872.97	6,877.03

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As of Date: 2/05/10

Account Number: 8960-6620
Command Account Number: 9076805627
RICHARD & NANCY ZAPPALA &
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RICHARD A ZAPPALA FAMILY
FOUNDATION U/A DTD 02-05-97

Long Term	<i>Continued</i>								
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS		
TERADATA CORP	1,100.0000	18.3397	01/06/06	01/26/09	15,456.56	20,422.07	-4,965.51		
TIME WARNER CABLE	0.1580	50.5275	11/28/07	03/30/09	4.22	8.50	-4.28		
	0.0310	44.2528	01/23/08	03/30/09	2.29	4.03	-1.74		
WAL-MART STORES INC	200.0000	45.8500	10/25/05	03/27/09	10,550.16	9,279.85	1,270.31		
Total - Long Term					\$362,046.24	\$379,777.75	-\$17,731.51		

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