Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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: HERBERT G. FELDMAN CHARITABLE FOUNDATION . PNC BANK NA

A Employer identification number: 25-1832024

Number and street (or P O box number if mail is not delivered to street address): P O BOX 94651 | Room/suite

B Telephone number (see page 10 of the instructions): (216) 257-4731

City or town, state, and ZIP code: CLEVELAND, OH 44101-4651

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,396,228.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	93,848.	93,848.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-171,493.			
	b Gross sales price for all assets on line 6a 2,264,288.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	7,277.	4,461.		
	12 **Total.** Add lines 1 through 11	-70,368.	98,309.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	31,503.	12,601.		18,902.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 1	4,281.	NONE	NONE	4,281.
	b Accounting fees (attach schedule) STMT 2	850.	NONE	NONE	850.
	c Other professional fees (attach schedule) STMT 3	28,871.	17,323.		11,549.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,050.	1,050.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	1,361.			1,361.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	67,916.	30,974.	NONE	36,943.
	25 Contributions, gifts, grants paid	150,000.			150,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	217,916.	30,974.	NONE	186,943.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-288,284.			
	b **Net investment income** (if negative, enter -0-)		67,335.		
	c **Adjusted net income** (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2009)

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	537,490.	68,619.	68,619.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,400,291.	1,361,176.	1,560,697.
	c Investments - corporate bonds (attach schedule)	1,093,314.	651,347.	693,968.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	358,530.	1,019,592.	1,072,944.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,389,625.	3,100,734.	3,396,228.
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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	3,389,625.	3,100,734.	
	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)	3,389,625.	3,100,734.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,389,625.	3,100,734.	

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	3,389,625.
2	Enter amount from Part I, line 27a	2	-288,284.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	483.
4	Add lines 1, 2, and 3	4	3,101,824.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,090.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,100,734.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) 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	-171,493.
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	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	217,194.	3,925,926.	0.05532299896
2007	229,966.	4,537,928.	0.05067643206
2006	226,911.	4,240,735.	0.05350746981
2005	226,544.	4,166,507.	0.05437264356
2004	225,181.	4,233,937.	0.05318477814

2 **Total** of line 1, column (d)	2	0.26706432253
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	0.05341286451
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,126,161.
5 Multiply line 4 by line 3	5	166,977.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	673.
7 Add lines 5 and 6	7	167,650.
8 Enter qualifying distributions from Part XII, line 4	8	186,943.

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.

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 ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	673.
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	673.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	673.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 620.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	620.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	53.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 8			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PNC BANK NA Telephone no ▶ (216)257-4731

Located at ▶ PO BOX 94651, CLEVELAND, OH ZIP + 4 ▶ 44101-4651

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?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)			2b	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*			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

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	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?		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
SEE STATEMENT 9		31,503.	-0-	-0-

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

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

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	3,173,768.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,173,768.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,173,768.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	47,607.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,126,161.
6	**Minimum investment return.** Enter 5% of line 5	6	156,308.

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	156,308.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	673.		
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	673.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	155,635.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	155,635.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	155,635.

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	186,943.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	186,943.
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	673.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	186,270.

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				155,635.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			107,886.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2009.				
a From 2004 . . . . . . NONE				
b From 2005 . . . . . . NONE				
c From 2006 . . . . . . NONE				
d From 2007 . . . . . . NONE				
e From 2008 . . . . . . NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 186,943.				
a Applied to 2008, but not more than line 2a			107,886.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				79,057.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				76,578.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005 . . . NONE				
b Excess from 2006 . . . NONE				
c Excess from 2007 . . . NONE				
d Excess from 2008 . . . NONE				
e Excess from 2009 . . . NONE				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total . . . . ▶ **3a**				150,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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					
4 Dividends and interest from securities			14	93,848.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	4,461.	
8 Gain or (loss) from sales of assets other than inventory			18	-171,493.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b PR YR TAX REFUND				2,816.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-70,368.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -70,368.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

Sign Here

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

David Rothbart 4/24/10 Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Margaret Urban	Date 4/20/10	Check if self-employed ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: PNC BANK, N.A. P O BOX 94651 CLEVELAND, OH 44101-4561		EIN ▶ 22-1146430	
		Phone no	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,641.	
		600. STATE STR CORP COM PROPERTY TYPE: SECURITIES					12/13/2007	01/21/2009
9,545.00		46,490.00					-36,945.00	
		300. STATE STR CORP COM PROPERTY TYPE: SECURITIES					08/27/2008	01/21/2009
4,772.00		19,573.00					-14,801.00	
		200000. FNMA 3.25% 2/1 PROPERTY TYPE: SECURITIES					07/30/2004	02/15/2009
200,000.00		200,000.00						
		300. AMGEN INC CO COM PROPERTY TYPE: SECURITIES					11/17/2000	02/18/2009
17,248.00		19,575.00					-2,327.00	
		200. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					10/10/2002	02/18/2009
16,873.00		12,272.00					4,601.00	
		250. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					10/21/2004	02/18/2009
5,380.00		9,413.00					-4,033.00	
		300. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					05/15/2003	02/18/2009
5,178.00		3,900.00					1,278.00	
		450. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					05/09/2005	02/18/2009
20,745.00		14,490.00					6,255.00	
		400. VARIAN MED SYS INC PROPERTY TYPE: SECURITIES					08/27/2008	02/18/2009
14,319.00		24,892.00					-10,573.00	
		200. WAL-MART STORES INC COM PROPERTY TYPE: SECURITIES					08/27/2008	02/18/2009
9,918.00		11,836.00					-1,918.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50000. US BANCORP INC 5.3% 4/28					06/01/2006	04/28/2009
		PROPERTY TYPE: SECURITIES						
50,000.00		49,838.00					162.00	
		300. ENERGEN CORP COM					10/30/2008	04/30/2009
		PROPERTY TYPE: SECURITIES						
10,643.00		9,735.00					908.00	
		800. ENERGEN CORP COM					04/27/2007	04/30/2009
		PROPERTY TYPE: SECURITIES						
28,381.00		49,185.00					-20,804.00	
		700. ORACLE CORPORATION					05/15/2003	04/30/2009
		PROPERTY TYPE: SECURITIES						
13,440.00		8,612.00					4,828.00	
		500. PROCTER & GAMBLE CO COM					07/10/2002	04/30/2009
		PROPERTY TYPE: SECURITIES						
24,690.00		22,105.00					2,585.00	
		400. UNION PACIFIC CORP COM					05/31/2006	04/30/2009
		PROPERTY TYPE: SECURITIES						
19,862.00		18,518.00					1,344.00	
		250. WAL-MART STORES INC COM					05/27/2008	04/30/2009
		PROPERTY TYPE: SECURITIES						
12,565.00		14,647.00					-2,082.00	
		200000. U S TREASURY NOTE 4.125% 8/1					08/25/2005	05/14/2009
		PROPERTY TYPE: SECURITIES						
208,929.00		200,781.00					8,148.00	
		300. FRANKLIN RESOURCES INC COM					04/27/2007	07/17/2009
		PROPERTY TYPE: SECURITIES						
20,996.00		39,426.00					-18,430.00	
		300. CALL ON BEN 7/18/2009 @ 70					04/14/2009	07/17/2009
		PROPERTY TYPE: SECURITIES						
1,077.00							1,077.00	
		250. ABBOTT LABS COM					10/30/2008	07/30/2009
		PROPERTY TYPE: SECURITIES						
11,437.00		13,518.00					-2,081.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
4,575.00		5,448.00					-873.00	
		300. AMGEN INC CO COM PROPERTY TYPE: SECURITIES					05/17/2002	07/30/2009
18,978.00		15,021.00					3,957.00	
		70. CVS CORPORATION (DEL) COM PROPERTY TYPE: SECURITIES					11/21/2005	07/30/2009
2,391.00		2,128.00					263.00	
		300. CELGENE CORP COM PROPERTY TYPE: SECURITIES					08/27/2008	07/30/2009
17,359.00		21,195.00					-3,836.00	
		100. CELGENE CORP COM PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
5,786.00		5,316.00					470.00	
		400. EQT CORP PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
15,314.00		13,468.00					1,846.00	
		400. EXELON CORP COM PROPERTY TYPE: SECURITIES					10/30/2008	07/30/2009
20,783.00		21,307.00					-524.00	
		300. EXELON CORP COM PROPERTY TYPE: SECURITIES					04/08/2008	07/30/2009
15,587.00		24,831.00					-9,244.00	
		100. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					08/30/1998	07/30/2009
7,106.00		3,391.00					3,715.00	
		50. FRANKLIN RESOURCES INC COM PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
4,396.00		3,021.00					1,375.00	
		600. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
25,812.00		21,395.00					4,417.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		450. JACOBS ENGR GROUP INC COM PROPERTY TYPE: SECURITIES					11/27/2006	07/30/2009
18,077.00		18,664.00					-587.00	
		600. KBR INC PROPERTY TYPE: SECURITIES					10/16/2007	07/30/2009
12,258.00		25,401.00					-13,143.00	
		300. KBR INC PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
6,129.00		4,169.00					1,960.00	
		700. MARATHON OIL CORP COM PROPERTY TYPE: SECURITIES					10/14/2005	07/30/2009
22,455.00		20,874.00					1,581.00	
		400. METLIFE INC COM PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
13,475.00		10,909.00					2,566.00	
		75. NIKE INC COM CLASS B PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
4,230.00		4,017.00					213.00	
		1400. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					04/18/2005	07/30/2009
18,244.00		20,524.00					-2,280.00	
		100. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
1,303.00		1,407.00					-104.00	
		550. NOVARTIS AG SPONSORED ADR PROPERTY TYPE: SECURITIES					11/27/2006	07/30/2009
24,547.00		32,482.00					-7,935.00	
		500. OMNICOM GROUP INC COM PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
16,820.00		16,009.00					811.00	
		200. PEPSICO INC COM PROPERTY TYPE: SECURITIES					07/28/2004	07/30/2009
11,410.00		10,184.00					1,226.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					08/27/2008	07/30/2009
3,504.00		4,877.00					-1,373.00	
		1000. QUANTA SVCS INC PROPERTY TYPE: SECURITIES					05/27/2008	07/30/2009
23,363.00		29,510.00					-6,147.00	
		1000. SELECT SECTOR SPDR FUND MATERIALS PROPERTY TYPE: SECURITIES					10/30/2008	07/30/2009
28,961.00		25,288.00					3,673.00	
		500. SELECT SECTOR SPDR FUND MATERIALS PROPERTY TYPE: SECURITIES					02/18/2009	07/30/2009
14,480.00		12,344.00					2,136.00	
		600. SECTOR SPDR TR SBI INT-INDS PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
14,383.00		13,133.00					1,250.00	
		400. TARGET CORP PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
17,580.00		16,575.00					1,005.00	
		200000. U S TREASURY NOTE 3.5% 11/1 PROPERTY TYPE: SECURITIES					12/15/2004	07/30/2009
201,898.00		200,219.00					1,679.00	
		450. WAL-MART STORES INC COM PROPERTY TYPE: SECURITIES					05/27/2008	07/30/2009
22,591.00		25,299.00					-2,708.00	
		750. INVESCO LTD PROPERTY TYPE: SECURITIES					08/27/2008	07/30/2009
14,783.00		19,027.00					-4,244.00	
		750. INVESCO LTD PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
14,783.00		11,167.00					3,616.00	
		150. NABORS INDUSTRIES LTD SHS PROPERTY TYPE: SECURITIES					04/30/2009	07/30/2009
2,535.00		2,286.00					249.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		650. FOSTER WHEELER AG PROPERTY TYPE: SECURITIES					11/27/2006	07/30/2009
14,679.00		17,015.00					-2,336.00	
		1120.522 HARBOR FUND INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					10/22/2004	07/31/2009
53,964.00		53,679.00					285.00	
		1729.407 ROYCE TOTAL RETURN FD #267 PROPERTY TYPE: SECURITIES					04/27/2007	07/31/2009
16,741.00		25,370.00					-8,629.00	
		3795.584 VANGUARD INTERNATIONAL VALUE PROPERTY TYPE: SECURITIES					11/27/2006	07/31/2009
106,618.00		163,019.00					-56,401.00	
		100. NIKE INC COM CLASS B PROPERTY TYPE: SECURITIES					02/18/2009	09/01/2009
5,450.00		4,387.00					1,063.00	
		175. NIKE INC COM CLASS B PROPERTY TYPE: SECURITIES					04/30/2009	09/01/2009
9,537.00		9,372.00					165.00	
		100000. GENERAL ELEC CAP 4.625% 9/1 PROPERTY TYPE: SECURITIES					09/02/2003	09/15/2009
100,000.00		101,126.00					-1,126.00	
		700. AT & T INC PROPERTY TYPE: SECURITIES					10/30/2008	10/09/2009
17,934.00		18,977.00					-1,043.00	
		250. AMGEN INC CO COM PROPERTY TYPE: SECURITIES					07/10/2002	10/09/2009
14,873.00		8,483.00					6,390.00	
		100. AUTOZONE INC COM PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
14,508.00		15,759.00					-1,251.00	
		100. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
6,855.00		6,775.00					80.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		300. CVS CORPORATION (DEL) COM PROPERTY TYPE: SECURITIES					11/21/2005	10/09/2009
10,872.00		9,120.00					1,752.00	
		200. CELGENE CORP COM PROPERTY TYPE: SECURITIES					02/18/2009	10/09/2009
10,987.00		10,633.00					354.00	
		1000. CISCO SYS INC COM PROPERTY TYPE: SECURITIES					11/27/2006	10/09/2009
23,898.00		26,800.00					-2,902.00	
		100. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					05/27/2008	10/09/2009
5,033.00		9,052.00					-4,019.00	
		800. CORNING INC COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
12,473.00		12,373.00					100.00	
		400. DEERE & CO COM PROPERTY TYPE: SECURITIES					11/27/2006	10/09/2009
17,124.00		19,182.00					-2,058.00	
		100. DEERE & CO COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
4,281.00		4,184.00					97.00	
		50. DOLLAR TREE STORES INC PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
2,433.00		2,342.00					91.00	
		100. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					02/18/2009	10/09/2009
4,519.00		4,984.00					-465.00	
		250. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
11,298.00		12,251.00					-953.00	
		750. HUDSON CITY BANCORP COM PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
9,721.00		10,582.00					-861.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		700. INTEL CORP COM PROPERTY TYPE: SECURITIES					08/27/2008	10/09/2009
14,113.00		16,344.00					-2,231.00	
		200. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					10/21/2004	10/09/2009
9,060.00		7,530.00					1,530.00	
		100. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
7,489.00		7,524.00					-35.00	
		150. MARATHON OIL CORP COM PROPERTY TYPE: SECURITIES					10/14/2005	10/09/2009
4,836.00		4,473.00					363.00	
		300. MCDONALD'S CORP COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
16,929.00		16,142.00					787.00	
		200. MCGRAW - HILL COMPANIES INC PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
5,416.00		6,353.00					-937.00	
		500. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					03/14/2001	10/09/2009
12,735.00		13,641.00					-906.00	
		100. OCCIDENTAL PETROLEUM CORP COM PROPERTY TYPE: SECURITIES					10/16/2007	10/09/2009
7,919.00		7,052.00					867.00	
		650. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					05/09/2005	10/09/2009
13,436.00		7,657.00					5,779.00	
		500. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					05/27/2008	10/09/2009
19,809.00		33,511.00					-13,702.00	
		250. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
9,905.00		6,635.00					3,270.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200. PEPSICO INC COM PROPERTY TYPE: SECURITIES					09/02/2003	10/09/2009
12,104.00		9,586.00					2,518.00	
		200. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
16,396.00		15,200.00					1,196.00	
		300. STAPLES INC COM PROPERTY TYPE: SECURITIES					02/18/2009	10/09/2009
6,906.00		4,644.00					2,262.00	
		900. STAPLES INC COM PROPERTY TYPE: SECURITIES					08/27/2008	10/09/2009
20,717.00		21,750.00					-1,033.00	
		500. STAPLES INC COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
11,510.00		10,344.00					1,166.00	
		100. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					05/09/2005	10/09/2009
5,148.00		3,220.00					1,928.00	
		384. THE TRAVELERS COS INC PROPERTY TYPE: SECURITIES					01/21/2009	10/09/2009
18,682.00		15,079.00					3,603.00	
		350. URS CORP NEW PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
14,854.00		17,841.00					-2,987.00	
		200. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					02/18/2009	10/09/2009
5,794.00		5,600.00					194.00	
		300. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					04/30/2009	10/09/2009
8,691.00		9,143.00					-452.00	
		250. WAL-MART STORES INC COM PROPERTY TYPE: SECURITIES					04/08/2008	10/09/2009
12,445.00		13,610.00					-1,165.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. ACE LIMITED PROPERTY TYPE: SECURITIES					10/30/2008	10/09/2009
2,701.00		2,853.00					-152.00	
		450. ACE LIMITED PROPERTY TYPE: SECURITIES					05/27/2008	10/09/2009
24,308.00		26,752.00					-2,444.00	
		200. TRANSOCEAN LTD ORD SHS PROPERTY TYPE: SECURITIES					07/30/2009	10/09/2009
18,027.00		15,890.00					2,137.00	
		750. DISCOVERY COMMUNICATIONS NEW PROPERTY TYPE: SECURITIES					10/09/2009	11/20/2009
22,994.00		22,755.00					239.00	
		550. MEAD JOHNSON NUTRITION CO-A PROPERTY TYPE: SECURITIES					10/09/2009	11/20/2009
24,157.00		24,595.00					-438.00	
		300. STATE STR CORP COM PROPERTY TYPE: SECURITIES					07/30/2009	11/20/2009
12,509.00		14,838.00					-2,329.00	
		550. XTO ENERGY INC PROPERTY TYPE: SECURITIES					07/30/2009	11/20/2009
22,577.00		22,929.00					-352.00	
		375. AECOM TECHNOLOGY CORP PROPERTY TYPE: SECURITIES					07/30/2009	12/01/2009
9,512.00		11,403.00					-1,891.00	
		300. FPL GROUP INC COM PROPERTY TYPE: SECURITIES					04/30/2009	12/01/2009
15,802.00		16,128.00					-326.00	
		450. OWENS ILLINOIS COM NEW PROPERTY TYPE: SECURITIES					07/30/2009	12/07/2009
14,391.00		14,840.00					-449.00	
		300. ITT INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					07/30/2009	12/21/2009
15,083.00		14,762.00					321.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-171,493.	

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	4,281.			4,281.
TOTALS	4,281.	NONE	NONE	4,281.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PNC BANK, NA	850.			850.
TOTALS	850.	NONE	NONE	850.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES		28,871.	17,323.	11,549.
	TOTALS	28,871.	17,323.	11,549.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	427.	427.
FOREIGN TAXES ON QUALIFIED FOR	620.	620.
FOREIGN TAXES ON NONQUALIFIED	3.	3.
TOTALS	1,050.	1,050.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MISC FOUNDATION EXPENSES		1,361.	1,361.
	TOTALS	1,361.	1,361.

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

DESCRIPTION		AMOUNT
POSTED CURR YR FOR PR YR		482.
ROUNDING ADJUSTMENT		1.
	TOTAL	483.

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

DESCRIPTION		AMOUNT
POSTED SUBSEQ YR FOR CURR YR		1,049.
BASIS ADJUSTMENT		41.
	TOTAL	1,090.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
PA

STATEMENT 8

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
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OFFICER NAME:
MARY M. ZIELINSKI
ADDRESS:
149 LINNVIEW AVE
PITTSBURGH, PA 15210
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 10,501.

OFFICER NAME:
DAVID ROTHBART
ADDRESS:
5864 PHILIPS AVENUE
PITTSBURGH, PA 15217
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 10,501.

OFFICER NAME:
CLARA VERBIN
ADDRESS:
145 NORLAWN
LANCASTER, PA 17601
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 10,501.

TOTAL COMPENSATION: 31,503.
==============

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
AMOUNT OF GRANT PAID .... 150,000.

TOTAL GRANTS PAID: 150,000.

HERBERT G FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YIVO INSTITUTE FOR JEWISH RESEARCH 15 WEST 16TH STREET NEW YORK, NY 10011	N/A PUBLIC	GENERAL SUPPORT	$15,000.00
EQUAL JUSTICE FOUNDATION GEORGE WASHINGTON UNIV LAW SCHOOL 2000 H STREET NW WASHINGTON DC 20052	N/A PUBLIC	GENERAL SUPPORT	$350 00
LINESVILLE PRESBYTERIAN CHURCH P O BOX 235, 202 WEST ERIE STREET LINESVILLE PA 16424	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
NORTH SHENANGO VOLUNTEER FIRE DEPT 2887 STREET HIGHWAY 285 ESPYVILLE PA 16424	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
CENTRAL PA FOOD BANK 3908 COREY RD HARRISBURG PA 17109	N/A PUBLIC	GENERAL SUPPORT	$250 00
THE FOUNDATION FOR ENHANCING COMMUNITIES 200 NORTH THIRD STREET HARRISBURG PA 17108-0678	N/A PUBLIC	DANIEL'S DEN PLAYGROUND	$500.00

HERBERT G FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOLY REDEEMER HEALTH SYSTEM DEVELOPMENT DEPARTMENT 521 MOREDON RD HUNTINGDON VALLEY PA 19006	N/A PUBLIC	DRUEDLING CENTER/ PROJECT RAINBOW	$500.00
HABITAT FOR HUMANITY OF MONTGOMERY COUNTY 848 CHERRY STREET NORRISTOWN PA 18401	N/A PUBLIC	MONTGOMERY COUNTY PROJECT	$1,000.00
HOSPICE OF LANCASTER COUNTY 685 GOOD DRIVE P O BOX 4125 LANCASTER PA 17604-4125	N/A PUBLIC	GENERAL SUPPORT	$1,500 00
JEWISH FAMILY & CHILDREN'S SERVICE OF PITTSBURGH 5743 BARTLETT STREET PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$500 00
NATIONAL MULTIPLE SCLEROSIS SOCIETY 1501 REEDSDALE STREET PITTSBURGH PA 15233	N/A PUBLIC	GENERAL SUPPORT	$200 00
PHILABUNDANCE 3516 SOUTH GALLOWAY STREET P O BOX 3755 PHILADELPHIA PA 19148	N/A PUBLIC	GENERAL SUPPORT	$250.00

HERBERT G. FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE PITTSBURGH PROJECT 2801 NORTH CHARLES STREET PITTSBURGH PA 15214-3110	N/A PUBLIC	GENERAL SUPPORT	$1,000 00
SQUIRREL HILL FOOD PANTRY 5842 FORWARD AVENUE PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$500 00
WATER AID AMERICA 232 MADISON AVE - SUITE 1202 NEW YORK NY 10016	N/A PUBLIC	GENERAL SUPPORT	$1,000.00
OPERATION HOMEFRONT 8930 FOURWINDS DRIVE - SUITE 340 SAN ANTONIO TX 78239	N/A PUBLIC	GENERAL SUPPORT	$1,000.00
CYSTIC FIBROSIS FOUNDATION WESTERN PENNSYLVANIA CHAPTER 810 RIVER AVENUE - SUITE 100 PITTSBURGH PA 15212	N/A PUBLIC	GENERAL SUPPORT	$3,000 00
THE BIRMINGHAM FOUNDATION BRASHEAR CENTER 2005 SARAH STREET - FLOOR 2 PITTSBURGH PA 15203	N/A PUBLIC	SUPPORT OF CCAA AND ROOSEVELT ELEM SWIM TEAM	$8,000.00

HERBERT G. FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EXQUISITE PERFORMANCE ENSEMBLE C/O JOSHUA DEEMER 2531 BROWNSVILLE RD - APT 1 PITTSBURGH PA 15210	N/A PUBLIC	GENERAL SUPPORT	$4,000.00
DOLLAR ENERGY FUND 15 TERMINAL WAY PITTSBURGH PA 15219	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
GATEWAY TO THE ARTS 6101 PENN AVE - SUITE 301 PITTSBURGH PA 15206	N/A PUBLIC	GENERAL SUPPORT	$500.00
HOMELESS CHILDREN'S EDUCATION FUND 2100 SMALLMAN STREET - 2ND FLOOR PITTSBURGH PA 15222	N/A PUBLIC	PROGRAM SUPPORT	$500.00
AARON'S ACRES 102 WHITE OAK DRIVE LANCASTER PA 17601	N/A PUBLIC	GENERAL SUPPORT	$2,000.00
THE GEORGE WASHINGTON UNIVERSITY 2150 PENNSYLVANIA AVE. NW 4-417 WASHINGTON DC 20037	N/A PUBLIC	RESTART DC PROGRAM AND DEFIBRILLATOR PURCHASE	$2,000.00
SQUIRREL HILL FOOD PANTRY 5842 FORWARD AVENUE PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$2,000.00

HERBERT G. FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WELLNESS COMMUNITY-PHILADELPHIA CHAMOUNIX DRIVE PHILADELPHIA PA 19131	N/A PUBLIC	GENERAL SUPPORT	$3,000 00
HOPE INTERNATIONAL 227 GRANITE RUN DR., STE 250 LANCASTER PA 17601	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
THE SMILE TRAIN 41 MADISON AVENUE, 28TH FLOOR NEW YORK NY 10010	N/A PUBLIC	GENERAL SUPPORT	$2,000.00
AGENCY FOR JEWISH LEARNING 2740 BEECHWOOD BLVD PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$10,000.00
KOLLEL JEWISH LEARNING CENTER 5808 BEACON STREET P O BOX 81036 PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$300.00
CYSTIC FIBROSIS FOUNDATION WESTERN PENNSYLVANIA CHAPTER 810 RIVER AVE - SUITE 100 PITTSBURGH PA 15212	N/A PUBLIC	GREAT STRIDES WALK CAMPAIGN	$3,000.00

HERBERT G. FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN CANCER SOCIETY ROUTE 422 AND SIPE AVENUE HERSHEY PA 17033	N/A PUBLIC	MILLION DOLLAR MORGAN WALK	$5,000.00
EARL BAUM CENTER OF THE BLIND INC 4539 OCCIDENTAL ROAD SANTA ROSA CA 95401	N/A PUBLIC	SUPPORT FOR PROGRAMS AND ACTIVITIES	$3,200.00
JEWISH COMMUNITY CENTER 5738 FORBES AVENUE PITTSBURGH, PA 15217	N/A PUBLIC	SUPPORT FOR PROGRAMS AND ACTIVITIES	$18,000 00
ST PAUL OF THE CROSS MONASTERY 148 MONASTERY AVENUE PITTSBURGH, PA 15203	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
UNITED JEWISH FEDERATION OF PITTSBURGH 234 MCKEE PLACE PITTSBURGH PA 15213	N/A PUBLIC	GENERAL SUPPORT	$6,100.00
GOMBIN JEWISH HISTORICAL AND GENEALOGICAL SOCIETY C/O MS MINDY PROSPERI 320 COUNTY ROUTE 105 HIGHLAND MILLS, NY 10930	N/A PUBLIC	GENERAL SUPPORT	$100 00

HERBERT G FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEBREW FREE LOAN ASSOCIATION 4315 MURRAY AVENUE PITTSBURGH PA 15217	N/A PUBLIC	GENERAL SUPPORT	$1,500.00
NATIONAL YIDDISH BOOK CENTER 1021 WEST STREET AMHERST MA 01002-3375	N/A PUBLIC	ENDOWMENT FUND	$5,000 00
UNIVERSITY OF PITTSBURGH SCHOOL OF DENTAL MEDICINE 3501 TERENCE STREET PITTSBURGH PA 15261	N/A PUBLIC	GENERAL SUPPORT	$2,000.00
FEMALE HEBREW BENEVOLENT SOCIETY 2125 DELANCEY PLACE PHILADELPHIA PA 19103-6411	N/A PUBLIC	GENERAL SUPPORT	$250 00
CROHN'S & COLITIS FOUNDATION 300 PENN CENTER BLVD PITTSBURGH PA 15235	N/A PUBLIC	IN SUPPORT OF NICOLE MOORE AND THE HALF MILE MARATHON	$5,000.00
GREATER PITTSBURGH COMMUNITY FOOD BANK 1 NORTH LINDEN STREET DUQUESNE PA 15110	N/A PUBLIC	GENERAL SUPPORT	$2,000.00

HERBERT G. FELDMAN CHARITABLE FOUNDATION 25-1832024
FORM 990-PF
TAX YEAR ENDING 12/31/2009

PART XV - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WESTERN PA HUMANE SOCIETY 1101 WESTERN AVENUE PITTSBURGH PA 15233-2084	N/A PUBLIC	GENERAL SUPPORT	$1,000.00
JEWISH RESIDENTIAL SERVICES INC 4905 5TH AVENUE - SUITE 3 PITTSBURGH PA 15213-2941	N/A PUBLIC	GENERAL SUPPORT	$5,000.00
WOMENS CENTER AND SHELTER OF GREATER PITTSBURGH P O BOX 9024 PITTSBURGH PA 15224	N/A PUBLIC	GENERAL SUPPORT	$2,000 00
AMERICAN DIABETES ASSOCIATION 300 PENN CENTER BLVD - STE 602 PITTSBURGH PA 15235	N/A PUBLIC	CAMP CRESTFIELD	$5,000 00
TOTAL GRANTS AND CONTRIBUTIONS PAID			$150,000.00

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PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
	PRINCIPAL CASH	16,989.23-	16,989.23-			
	INCOME CASH	16,989.23	16,989.23			
CASH EQUIVALENTS						
CASH EQUIVALENTS - TAXABLE						
PROPRIETARY MM FDS-TAXABLE						
68,619.10	ALLEGIANT MONEY MARKET FUND I SHARES CUSIP: 99ARMONY7	68,619.10 1.00	68,619.10 1.000	0.00	3	0.10 %
TOTAL CASH EQUIVALENTS		68,619.10	68,619.10	0.00	3	0.10 %
FIXED INCOME SECURITIES						
TAXABLE FIXED INCOME SECS						
CORPORATE						
100,000 00	DU PONT E I DE NEMOURS & CO DTD 04-30-04 4.125% DUE 04-30-10 CUSIP: 263534BM0 MOODY'S RATING: A2 S&P RATING: A	99,066 00 99.07	101,343.00 101.343	2,277.00	699	4.07 %
200,000 00	GENERAL ELEC CAP CORP MED TERM NTS DTD 5/13/09 5.90% DUE 5/13/14 CUSIP: 36962G4C5 MOODY'S RATING: AA2 S&P RATING: AA+	202,506.00 101.25	216,214.00 108.107	13,708.00	1,573	5.46 %
50,000.00	GOLDMAN SACHS GROUP INC DTD 10/14/03 5.25% DUE 10/15/13 CUSIP: 38141GDQ4 MOODY'S RATING· A1 S&P RATING· A	49,968.00 99.94	53,100.50 106.201	3,132.50	554	4.94 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
100,000.00	GOLDMAN SACHS GROUP INC SR NT DTD 10/18/07 5.45% DUE 11/01/12 CUSIP· 38144LAC4 MOODY'S RATING: A1 S&P RATING: A	100,354.00 100.35	107,518.00 107.518	7,164.00	908	5.07 %
100,000.00	LOWES COMPANIES INC DTD 10-06-05 5.00% DUE 10-15-15 CUSIP. 548661CH8 MOODY'S RATING: A1 S&P RATING: A+	96,423.00 96.42	108,289.00 108.289	11,866.00	1,056	4 62 %
100,000.00	METLIFE INC DTD 11-27-01 6.125% DUE 12-01-11 CUSIP: 59156RAC2 MOODY'S RATING: A3 S&P RATING: A-	103,030.00 103.03	107,503.00 107.503	4,473.00	510	5.70 %
TOTAL CORPORATE		651,347.00	693,967.50	42,620.50	5,301	5.06 %
TOTAL TAXABLE FIXED INCOME SECS		651,347.00	693,967.50	42,620.50	5,301	5.06 %
TOTAL FIXED INCOME SECURITIES		651,347.00	693,967.50	42,620.50	5,301	5.06 %
EQUITIES						
ENERGY						
ENERGY EQUIPMENT & SERVICES						
300.00	NOBLE CORPORATION COM CUSIP: H5833N103	10,254.98 34.18	12,210.00 40.700	1,955.02	0	0.00 %
400 00	SCHLUMBERGER LTD COM CUSIP. 806857108	20,467.36 51.17	26,036.00 65.090	5,568.64	84	1.29 %
TOTAL ENERGY EQUIPMENT & SERVICES		30,722.34	38,246.00	7,523.66	84	0.88 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
OIL AND GAS						
150.00	APACHE CORP COM CUSIP: 037411105	14,887.10 99.25	15,475.50 103.170	588.40	0	0.58 %
500.00	CONOCOPHILLIPS COM CUSIP· 20825C104	30,777.23 61.55	25,535.00 51.070	5,242.23-	0	3.92 %
500.00	EXXON MOBIL CORP COM CUSIP: 30231G102	22,213.79 44.43	34,095.00 68.190	11,881.21	0	2 46 %
550.00	MARATHON OIL CORP COM CUSIP: 565849106	16,401.00 29.82	17,171.00 31.220	770.00	0	3.07 %
400.00	OCCIDENTAL PETE CORP COM CUSIP: 674599105	22,374.46 55.94	32,540.00 81.350	10,165.54	132	1.62 %
1,155 00	WILLIAMS COS INC DEL COM CUSIP: 969457100	22,958.63 19.88	24,347.40 21.080	1,388.77	0	2 09 %
TOTAL OIL AND GAS		129,612.21	149,163.90	19,551.69	132	2.34 %
TOTAL ENERGY		160,334.55	187,409.90	27,075.35	216	2.04 %
MATERIALS						
CHEMICALS						
600.00	CELANESE CORP DEL COM SER A CUSIP: 150870103	15,060.96 25.10	19,260.00 32.100	4,199.04	0	0.50 %
200 00	LUBRIZOL CORP COM CUSIP: 549271104	14,268 44 71.34	14,590.00 72.950	321.56	0	1.70 %
TOTAL CHEMICALS		29,329 40	33,850.00	4,520.60	0	1.02 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
METALS & MINING						
300.00	FREEPORT-MCMORAN COPPER & GOLD INC CL B CUSIP: 35671D857	17,715.00 59.05	24,087 00 80 290	6,372 00	0	0.75 %
PAPER & FOREST PRODUCTS						
450.00	INTERNATIONAL PAPER CO COM CUSIP: 460146103	10,365.29 23.03	12,051.00 26.780	1,685.71	0	0.37 %
TOTAL MATERIALS		57,409.69	69,988.00	12,578.31	0	0.81 %
INDUSTRIALS						
AEROSPACE & DEFENSE						
350.00	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	20,586 70 58.82	24,293.50 69.410	3,706.80	0	2 22 %
ELECTRICAL EQUIPMENT						
361.00	COOPER INDS PLC NEW IRELAND COMMON CUSIP: G24140108	15,318.71 42.43	15,393.04 42 640	74.33	0	2.35 %
460.00	ROCKWELL AUTOMATION INC COM NEW (N/C FROM ROCKWELL INTL CORP COM) CUSIP: 773903109	19,200.19 41.74	21,610.80 46.980	2,410.61	0	2.47 %
TOTAL ELECTRICAL EQUIPMENT		34,518.90	37,003.84	2,484.94	0	2.42 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
INDUSTRIAL CONGLOMERATES						
300.00	3M COMPANY COM CUSIP: 88579Y101	22,343.00 74.48	24,801.00 82.670	2,458.00	0	2.47 %
TRADING COMPANIES,DISTRIBUTORS						
150.00	GRAINGER W W INC COM CUSIP: 384802104	13,640.78 90.94	14,524.50 96.830	883.72	0	1.90 %
AIR FREIGHT & LOGISTICS						
55.00	FEDEX CORP COM CUSIP: 31428X106	4,694.55 85.36	4,589.75 83.450	104.80-	6	0.53 %
ROAD & RAIL						
250.00	CSX CORP COM CUSIP: 126408103	10,190.60 40.76	12,122.50 48.490	1,931.90	0	1.81 %
600.00	UNION PAC CORP CO COM CUSIP: 907818108	27,469.50 45.78	38,340 00 63.900	10,870 50	162	1 69 %
TOTAL ROAD & RAIL		37,660.10	50,462 50	12,802.40	162	1.72 %
TOTAL INDUSTRIALS		133,444.03	155,675.09	22,231.06	168	2.06 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
CONSUMER DISCRETIONARY						
AUTO COMPONENTS						
800.00	JOHNSON CTLS INC COM CUSIP: 478366107	20,287 14 25.36	21,792.00 27.240	1,504.86	104	1.91 %
TEXTILES,APPAREL,LUXURY GOODS						
450.00	COACH INC COM CUSIP: 189754104	13,533.92 30.08	16,438.50 36.530	2,904.58	0	0.82 %
MEDIA						
580.00	SCRIPPS NETWORKS INTERAC-CL A COM CUSIP: 811065101	23,281.95 40.14	24,070.00 41.500	788.05	0	0.72 %
500 00	VIACOM INC NEW CL B CUSIP: 92553P201	12,676.50 25.35	14,865.00 29.730	2,188.50	0	0 00 %
TOTAL MEDIA		35,958.45	38,935 00	2,976.55	0	0.45 %
MULTILINE RETAIL						
300.00	DOLLAR TREE STORES INC CUSIP: 256746108	14,054.22 46.85	14,490.00 48.300	435.78	0	0.00 %
300.00	KOHLS CORP COM CUSIP. 500255104	14,946.00 49.82	16,179.00 53.930	1,233.00	0	0.00 %
TOTAL MULTILINE RETAIL		29,000.22	30,669.00	1,668.78	0	0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
SPECIALTY RETAIL						
700.00	HOME DEPOT INC COM CUSIP. 437076102	16,952.90 24 22	20,251.00 28.930	3,298.10	0	3 11 %
350.00	ROSS STORES INC COM CUSIP: 778296103	15,752.50 45.01	14,948.50 42.710	804.00-	0	1 03 %
TOTAL SPECIALTY RETAIL		32,705.40	35,199.50	2,494.10	0	2.23 %
TOTAL CONSUMER DISCRETIONARY		131,485 13	143,034.00	11,548.87	104	1.05 %
CONSUMER STAPLES						
FOOD & STAPLES RETAILING						
1,300 00	CVS/CAREMARK CORP CUSIP: 126650100	36,961.56 28.43	41,873.00 32.210	4,911.44	0	0.95 %
250.00	WAL MART STORES INC COM CUSIP. 931142103	13,610.00 54.44	13,362.50 53.450	247.50-	68	2.04 %
TOTAL FOOD & STAPLES RETAILING		50,571.56	55,235.50	4,663.94	68	1 21 %
BEVERAGES						
700.00	PEPSICO INC COM CUSIP: 713448108	31,458.00 44.94	42,560.00 60.800	11,102 00	315	2.96 %
FOOD PRODUCTS						
605.00	GENERAL MILLS INC COM CUSIP: 370334104	38,898.84 64.30	42,840.05 70.810	3,941.21	0	2.77 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
HOUSEHOLD PRODUCTS						
300.00	PROCTER & GAMBLE CO COM CUSIP: 742718109	13,263.00 44.21	18,189.00 60.630	4,926.00	0	2.90 %
TOTAL CONSUMER STAPLES		134,191.40	158,824.55	24,633.15	383	2.29 %
HEALTH CARE						
HEALTH CARE EQUIPMENT,SUPPLIES						
400.00	BAXTER INTL INC COM CUSIP: 071813109	21,461.85 53.65	23,472.00 58.680	2,010.15	116	1.98 %
200.00	ST JUDE MEDICAL INC COM CUSIP: 790849103	7,547.40 37.74	7,356.00 36.780	191.40-	0	0.00 %
TOTAL HEALTH CARE EQUIPMENT,SUPPLIES		29,009.25	30,828 00	1,818.75	116	1.51 %
HEALTH CARE PROVIDERS,SERVICES						
200.00	MCKESSON CORP COM (N/C FROM MCKESSON HBOC INC) CUSIP: 58155Q103	10,275.70 51.38	12,500.00 62.500	2,224 30	24	0 77 %
300.00	MEDCO HEALTH SOLUTIONS INC COM CUSIP: 58405U102	15,516.38 51.72	19,173.00 63.910	3,656.62	0	0.00 %
TOTAL HEALTH CARE PROVIDERS,SERVICES		25,792.08	31,673.00	5,880.92	24	0.30 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
BIOTECHNOLOGY						
250.00	AMGEN INC COM CUSIP. 031162100	8,482.50 33.93	14,142.50 56.570	5,660.00	0	0.00 %
PHARMACEUTICALS						
150.00	ABBOTT LABS COM CUSIP. 002824100	6,867 50 45.78	8,098.50 53.990	1,231.00	0	2.96 %
600.00	JOHNSON & JOHNSON COM CUSIP: 478160104	37,159.25 61.93	38,646.00 64.410	1,486.75	0	3.04 %
350.00	NOVARTIS AG SPONSORED ADR SEDOL 2620105 US CUSIP: 66987V109	20,636.00 58.96	19,050.50 54.430	1,585.50-	0	2.67 %
1,190.00	PFIZER INC COM CUSIP: 717081103	21,219.03 17.83	21,646 10 18.190	427.07	0	3.96 %
600.00	TEVA PHARMA INDS ADR 1 ADR REPRESENTS 10 SHS CUSIP: 881624209	19,320.00 32.20	33,708.00 56.180	14,388.00	0	0.86 %
TOTAL PHARMACEUTICALS		105,201.78	121,149.10	15,947.32	0	2.53 %
TOTAL HEALTH CARE		168,485.61	197,792.60	29,306.99	140	1.84 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
FINANCIALS						
COMMERCIAL BANKS						
300.00	WELLS FARGO & CO NEW COM CUSIP. 949746101	7,493.19 24.98	8,097.00 26.990	603.81	0	0 74 %
DIVERSIFIED FINANCIAL SERVICES						
1,050.00	JPMORGAN CHASE & CO COM CUSIP: 46625H100	36,482.50 34.75	43,753.50 41.670	7,271.00	0	0.48 %
CONSUMER FINANCE						
305.00	AMERICAN EXPRESS CO COM CUSIP: 025816109	12,486.58 40.94	12,358.60 40.520	127.98-	0	1.78 %
CAPITAL MARKETS						
150 00	FRANKLIN RES INC COM CUSIP: 354613101	15,838.41 105.59	15,802.50 105.350	35.91-	0	0.84 %
250.00	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	44,602.84 178.41	42,210.00 168.840	2,392.84-	0	0.83 %
150.00	PRICE T ROWE GROUP INC COM CUSIP. 74144T108	7,064.78 47.10	7,987.50 53.250	922.72	0	1.88 %
TOTAL CAPITAL MARKETS		67,506.03	66,000.00	1,506.03-	0	0.96 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
INSURANCE						
300 00	ACE LIMITED CUSIP· H0023R105	16,598.33 55.33	15,120.00 50.400	1,478 33-	93	2.46 %
300 00	CHUBB CORP COM CUSIP· 171232101	13,904.33 46.35	14,754 00 49 180	849.67	105	2.85 %
400.00	METLIFE INC COM CUSIP. 59156R108	15,306.92 38.27	14,140.00 35.350	1,166.92-	0	2 09 %
TOTAL INSURANCE		45,809.58	44,014.00	1,795.58-	198	2 47 %
FINANCIALS - MISC						
150.00	MASTERCARD INC COM CUSIP: 57636Q104	29,841.75 198 95	38,397.00 255.980	8,555.25	0	0 23 %
TOTAL FINANCIALS		199,619.63	212,620.10	13,000.47	198	1.08 %
INFORMATION TECHNOLOGY						
INTERNET SOFTWARE & SERVICES						
600.00	EBAY INC COM CUSIP: 278642103	14,728 98 24.55	14,118.00 23.530	610.98-	0	0 00 %
25.00	GOOGLE INC CL A CUSIP: 38259P508	12,923.75 516.95	15,499.50 619.980	2,575.75	0	0.00 %
TOTAL INTERNET SOFTWARE & SERVICES		27,652.73	29,617.50	1,964.77	0	0.00 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
SOFTWARE						
1,400.00	MICROSOFT CORP COM CUSIP: 594918104	33,505.04 23.93	42,672.00 30.480	9,166.96	0	1.71 %
1,950.00	ORACLE CORP COM CUSIP: 68389X105	22,971.00 11.78	47,833.50 24.530	24,862.50	0	0.82 %
TOTAL SOFTWARE		56,476.04	90,505.50	34,029.46	0	1 24 %
COMMUNICATIONS EQUIPMENT						
1,000.00	CISCO SYS INC COM CUSIP: 17275R102	26,800.00 26.80	23,940.00 23.940	2,860.00-	0	0.00 %
1,000.00	QUALCOMM INC COM CUSIP: 747525103	45,660.46 45.66	46,260.00 46.260	599.54	0	1.47 %
TOTAL COMMUNICATIONS EQUIPMENT		72,460.46	70,200.00	2,260.46-	0	0.97 %
COMPUTERS & PERIPHERALS						
300 00	APPLE INC CUSIP: 037833100	53,135.19 177.12	63,219.60 210.732	10,084.41	0	0.00 %
1,000.00	E M C CORP MASS COM CUSIP: 268648102	18,143.00 18.14	17,470.00 17.470	673.00-	0	0.00 %
250.00	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	30,579.80 122.32	32,725.00 130.900	2,145.20	0	1.68 %
TOTAL COMPUTERS & PERIPHERALS		101,857.99	113,414.60	11,556.61	0	0.48 %

FELDMAN THE, HERBERT G CHAR FDN
ACCOUNT NO 46P13196004

ASSET STATEMENT

AS OF 12/31/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
ELECTRONIC EQUP & INSTRUMENTS						
400.00	DOLBY LABORATORIES INC - CL A COM CUSIP: 25659T107	15,825.66 39.56	19,092.00 47.730	3,266.34	0	0 00 %
SEMICONDUCTORS & EQUIPMENT						
300 00	BROADCOM CORP CL A CUSIP: 111320107	8,519.19 28.40	9,441 00 31.470	921.81	0	0.00 %
700.00	INTEL CORP COM CUSIP: 458140100	13,375.40 19.11	14,280.00 20.400	904.60	0	2.75 %
TOTAL SEMICONDUCTORS & EQUIPMENT		21,894.59	23,721.00	1,826.41	0	1.65 %
TOTAL INFORMATION TECHNOLOGY		296,167.47	346,550.60	50,383.13	0	0.79 %
TELECOMMUNICATION SERVICES						
DIVERSIFIED TELECOMM SERVICES						
800.00	AT & T INC COM CUSIP: 00206R102	20,457.68 25.57	22,424.00 28.030	1,966.32	0	5.99 %
WIRELESS TELECOMM SERVICES						
400.00	AMERICAN TOWER CORP CL A CUSIP· 029912201	14,658 92 36.65	17,284.00 43.210	2,625 08	0	0.00 %
TOTAL TELECOMMUNICATION SERVICES		35,116.60	39,708.00	4,591 40	0	3.38 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
UTILITIES						
ELECTRIC UTILITIES						
695.00	AMERICAN ELECTRIC POWER CO INC COM CUSIP. 025537101	23,052.13 33.17	24,179.05 34.790	1,126.92	0	4.71 %
MULTI-UTILITIES & UNREG.POWER						
500.00	WISCONSIN ENERGY CORP COM CUSIP: 976657106	21,870.05 43.74	24,915.00 49.830	3,044.95	0	2.71 %
TOTAL UTILITIES		44,922.18	49,094.05	4,171.87	0	3.70 %
TOTAL EQUITIES		1,361,176.29	1,560,696.89	199,520.60	1,209	1.58 %
MUTUAL FUNDS						
LARGE CAP						
LC - GROWTH						
1,826.595	T ROWE PRICE MID-CAP GROWTH FUND #64 CUSIP: 779556109	75,000.00 41.06	86,745.00 47.490	11,745.00	0	0.00 %
LC - VALUE						
4,220.597	T ROWE PRICE MID-CAP VALUE FUND FD#115 CUSIP: 77957Y106	75,000.00 17.77	87,450.77 20.720	12,450.77	0	1.01 %
TOTAL LARGE CAP		150,000.00	174,195.77	24,195.77	0	0.51 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
SMALL CAP						
SC - GROWTH						
716.204	T ROWE PRICE NEW HORIZONS FUND CUSIP: 779562107	16,000.00 22.34	18,320.50 25.580	2,320 50	0	0 05 %
SC - VALUE						
3,420.689	ASTON TAMRO SM CAP I CUSIP: 00078H141	64,980.73 19.00	56,988.68 16.660	7,992.05-	0	0 08 %
1,678.909	ROYCE TOTAL RETURN FD #267 CUSIP: 780905881	24,629.60 14.67	18,149.01 10.810	6,480.59-	0	1.26 %
TOTAL SC - VALUE		89,610.33	75,137.69	14,472.64-	0	0.37 %
TOTAL SMALL CAP		105,610.33	93,458.19	12,152.14-	0	0.31 %
DEVELOPED INTL MF'S & ETF'S						
IM - GROWTH						
4,477 658	HARBOR FD INTERNATIONAL GRW FD #17 INSTITUTIONAL CLASS CUSIP. 411511801	47,381.42 10 58	49,567.67 11.070	2,186.25	0	0.95 %
3,854.802	MASTERS SELECT FDS INTL FD CUSIP: 576417208	47,890.56 12.42	50,305.17 13.050	2,414.61	0	0.00 %
TOTAL IM - GROWTH		95,271.98	99,872.84	4,600.86	0	0.47 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST / COST PER UNIT	MARKET VALUE / MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
IM - CORE						
1,877.119	HARBOR INTERNATIONAL FUND FD#11 INSTITUTIONAL CLASS CUSIP: 411511306	84,400.50 44.96	102,997.52 54.870	18,597 02	0	1.28 %
IM - VALUE						
3,109.033	DODGE & COX INTERNATIONAL STK FD CUSIP: 256206103	93,400 20 30.04	99,022.70 31.850	5,622.50	0	1.37 %
TOTAL DEVELOPED INTL MF'S & ETF'S		273,072.68	301,893.06	28,820.38	0	1.04 %
EMERGING MARKETS MF'S						
EM - CORE						
1,809.986	HARDING LOEVNER FDS INC EMERGING MKTS CUSIP: 412295305	71,000.00 39.23	77,811.30 42.990	6,811.30	0	0 29 %
TAXABLE FUNDS						
INTERMEDIATE-TERM BOND						
11,011.475	DODGE & COX INCOME FD #147 CUSIP: 256210105	140,000.00 12.71	142,708.72 12.960	2,708.72	0	5.22 %
1,355.00	ISHARES IBOXX $ INVESTMENT GRADE CORP BOND FD CUSIP: 464287242	139,909.19 103.25	141,123.25 104.150	1,214.06	590	5.50 %
13,125.352	PIMCO TOTAL RETURN INSTL FUND #35 CUSIP: 693390700	140,000.00 10.67	141,753.80 10.800	1,753.80	425	5.63 %
TOTAL INTERMEDIATE-TERM BOND		419,909.19	425,585.77	5,676.58	1,015	5.45 %
TOTAL TAXABLE FUNDS		419,909.19	425,585.77	5,676.58	1,015	5.45 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	FED TAX COST COST PER UNIT	MARKET VALUE MARKET PRICE	UNREALIZED GAIN/LOSS (FED TO MKT)	ACCRUED INCOME	INCOME YIELD AT MARKET
TOTAL MUTUAL FUNDS		1,019,592.20	1,072,944 09	53,351.89	1,015	2.59 %
TOTAL ASSETS		3,100,734.59	3,396,227.58	295,492.99	7,528	2.58 %