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 ,

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: Cole Foundation
Number and street (or P O box number if mail is not delivered to street address): PO Box 878 Room/suite:
City or town: Wellsboro State: PA ZIP code: 16901

A Employer identification number: 25-6339152
B Telephone number (see the instructions): (570) 723-1470
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, column (c), line 16) ► $ 1,681,183.
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 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 (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	40,527.	40,527.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) Capital gain dividends	694.	694.		
	12 **Total.** Add lines 1 through 11	41,221.	41,221.		
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	1,377.			1,377.
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) L-16c Stmt	5,189.	5,189.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	-2,814.	-2,814.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	68.	12.		56.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,820.	2,387.		1,433.
	25 Contributions, gifts, grants paid	168,000.			168,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	171,820.	2,387.		169,433.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-130,599.			
	b **Net investment income** (if negative, enter -0-)		38,834.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	23,214.	20,545.	25,342.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule) L-10a Stmt			
	b Investments — corporate stock (attach schedule) L-10b Stmt	1,696,225.	903,955.	1,237,049.
	c Investments — corporate bonds (attach schedule) L-10c Stmt	436,988.	384,229.	394,131.
	11 Investments — land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans L-12 Stmt			
	13 Investments — other (attach schedule) L-13 Stmt		20,007.	24,661.
	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 instructions Also, see page 1, item I)	2,156,427.	1,328,736.	1,681,183.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & 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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,156,427.	1,328,736.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	2,156,427.	1,328,736.	
	31 Total liabilities and net assets/fund balances (see the instructions)	2,156,427.	1,328,736.	

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	2,156,427.
2	Enter amount from Part I, line 27a	2	-130,599.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,025,828.
5	Decreases not included in line 2 (itemize) ► Capital losses	5	697,092.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,328,736.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Attached Mellon Short Term	P	Various	Various
b	See Attached Mellon Long Term	P	Various	Various
c	Adjustment for stocks closed in Prior Year	P	Various	Various
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	758,055.		878,928.	-120,873.
b	910,169.		1,475,885.	-565,716.
c	0.		10,503.	-10,503.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-120,873.
b				-565,716.
c				-10,503.
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** -697,092.

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 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 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 (column (b) divided by column (c))
2008	106,625.	2,188,633.	0.048718
2007	128,800.	2,546,054.	0.050588
2006	226,145.	2,380,584.	0.094996
2005	124,406.	2,371,128.	0.052467
2004	118,257.	2,301,650.	0.051379

2	**Total** of line 1, column (d)	2	0.298148
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	0.059630
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,560,953.
5	Multiply line 4 by line 3	5	93,080.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	388.
7	Add lines 5 and 6	7	93,468.
8	Enter qualifying distributions from Part XII, line 4	8	169,433.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instr.)			
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	388.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	388.
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	388.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 1,500.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	1,500.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	1,112.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 1,112. **Refunded** ►		11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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 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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► PA - Pennsylvania			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► Thomas M. Owlett Telephone no ► (570) 723-1451

Located at ► ONE CHARLES STREET, WELLSBORO, PA ZIP + 4 ► 16901-0878

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.

			Line	Yes	No
1 a	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 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 ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions.)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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 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 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 (No)

If 'Yes' to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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 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
THOMAS M. OWLETT PO BOX 878 WELLSBORO PA 16901	TRUSTEE 0.10	0.	0.	0.
BRUCE F. EILENBERGER 996 ROYAL MARCO WAY MARCO FL 34145	TRUSTEE 1.00	0.	0.	0.
VICKI L. EILENBERGER 996 ROYAL MARCO WAY MARCO FL 34145	TRUSTEE 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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				
0				
0				
0				
0				

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 instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		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 N/A	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	None

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	1,526,002.
b	Average of monthly cash balances	1b	58,722.
c	Fair market value of all other assets (see instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	1,584,724.
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	
3	Subtract line 2 from line 1d	3	1,584,724.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	23,771.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,560,953.
6	**Minimum investment return.** Enter 5% of line 5	6	78,048.

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	78,048.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	388.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	388.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	77,660.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	77,660.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	77,660.

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	169,433.
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	169,433.
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 instructions)	5	388.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	169,045.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					77,660.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2009					
a From 2004	0.				
b From 2005	0.				
c From 2006	129,472.				
d From 2007	7,271.				
e From 2008	0.				
f **Total** of lines 3a through e		136,743.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 169,433.					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required — see instructions)					
c Treated as distributions out of corpus (Election required — see instructions)					
d Applied to 2009 distributable amount					77,660.
e Remaining amount distributed out of corpus		91,773.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		228,516.			
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					
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 instructions				0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		228,516.			
10 Analysis of line 9					
a Excess from 2005	0.				
b Excess from 2006	129,472.				
c Excess from 2007	7,271.				
d Excess from 2008	0.				
e Excess from 2009	91,773.				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

	Tax year	Prior 3 years			
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	**(e) Total**
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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ► [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 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				
Sports World Ministries 1919 S Post Rd Indianapolis IN 46239	N/A	501(c)(3)	Further programs relating to the area of youth	50,000.
Lancaster County Bible Church 313 West Liberty St Lancaster PA 17603	N/A	501(c)(3)	Further the programs to help the children	100,000.
Lancaster County Day School 725 Hamilton Road Lancaster PA 17603-249	N/A	501(c)(3)	Further the programs to help the children	5,000.
Revival & Missions International 250 Town Creek Road Aiken SC 29803	N/A	501(c)(3)	Further the programs to help children	8,000.
John Hopkins Kimmel Cancer 401 N. Broadway Baltimore MD 21231	N/A	501(c)(3)	Futher the programs helping children	5,000.
Total			► **3a**	168,000.
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
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	40,527.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				40,527.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 40,527.

(See worksheet in the instructions for line 13 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 the instructions)
N/A	

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

▶ Thomas M Coles 05/14/10 ▶ Trustee

Signature of officer or trustee Date Title

Paid Preparer's Use Only			
Preparer's signature ▶ Michael B Allen	Date 05/18/10	Check if self-employed ▶ ☐	Preparer's Identifying number (See **Signature** in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ▶ OWLETT & LEWIS, P.C.		EIN ▶	
1 CHARLES ST, P.O. BOX 878			
WELLSBORO PA 16901		Phone no ▶ (570) 723-1472	

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Foreign Tax	445.	445.		
Exise Tax	-3,259.	-3,259.		
Total	-2,814.	-2,814.		

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Miscellaneous	12.	12.		
Copies & Postage	56.			56.
Total	68.	12.		56.

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Owlett & Lewis, PC	Legal	1,377.			1,377.
Total		1,377.			1,377.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Mellon	Investment Mgt	5,189.	5,189.		
Total		5,189.	5,189.		

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
Mellon - Stock - See attached	540,780.	714,981.
Mellon - Mutual Funds - See attached	363,175.	522,068.
Total	903,955.	1,237,049.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	Fair Market Value
Mellon - See attached	384,229.	394,131.
Total	384,229.	394,131.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
Mellon - See attached	20,007.	24,661.
Total	20,007.	24,661.

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
Ordinary Dividends	29,717.
Interest	5,340.
US Gov't Interest	5,443.
Partnership Interest iShares K-1	27.
Total	40,527.

ATTACHMENTS
COLE FOUNDATION - Form 990-PF
EIN· 25-6339152

PART X - Minimum Investment Return

Line 1(a) - Average Monthly Fair Market Value of Securities

Month	Beginning Balance	Ending Balance	Average	Avg. Monthly Security Value
January	1,680,165	1,572,962	1,626,563	1,626,563
February	1,572,962	1,464,852	1,518,907	1,572,735
March	1,464,852	1,233,741	1,349,297	1,498,256
April	1,233,741	1,333,212	1,283,477	1,444,561
May	1,333,212	1,410,355	1,371,784	1,430,005
June	1,410,355	1,487,869	1,449,112	1,433,190
July	1,487,869	1,576,661	1,532,265	1,447,343
August	1,576,661	1,611,136	1,593,899	1,465,663
September	1,611,136	1,673,396	1,642,266	1,485,285
October	1,673,396	1,646,594	1,659,995	1,502,756
November	1,646,594	1,633,239	1,639,916	1,515,225
December	1,633,239	1,655,841	1,644,540	1,526,002

Line 1(b) - Average of Monthly Cash Balances

Month	Beginning Balance	Ending Balance	Average	Avg Monthly Cash Value
January	121,975	21,840	71,907	71,907
February	21,840	23,239	22,540	47,224
March	23,239	124,381	73,810	56,086
April	124,381	114,047	119,214	71,868
May	114,047	116,908	115,477	80,590
June	116,908	37,943	77,425	80,062
July	37,943	46,380	42,161	74,648
August	46,380	44,816	45,598	71,017
September	44,816	43,033	43,924	68,006
October	43,033	43,634	43,334	65,539
November	43,634	14,784	29,209	62,236
December	14,784	25,342	20,063	58,722

[redacted]

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THE COLE FOUNDATION
% EDWARD H OWLETT ESQ
ONE CHARLES STREET
WELLSBORO PA 16901

Package ID. 28121D 03X8370A9992Q

BNY MELLON
WEALTH MANAGEMENT

Statement of account
December 1, 2009 - December 31, 2009

The Cole Foundation Bruce F
Eilenberger & Vicki L Eilenberger
Founder Trustees Edward H Owlett Esq
Trustee BNY Mellon, N.A. Agent Under
Inv Adv DTD 6-1-94 / TR DTD 12-19-89
Account number 10172868BN0

Portfolio manager Karen Ziegler
717 295 3212

In the event of interrupted electric or phone service to the office where your BNY Mellon relationship is handled, please call the BNY Mellon Client Communications Status Line at 1-888-MELLON3 and follow the prompt for Wealth Management. Thank you.

Please review your statement promptly and contact your portfolio manager with any questions.

You should be aware that in early 2009, representatives of the Internal Revenue Service articulated the position that the rules regarding the reporting of foreign bank and financial accounts apply to certain hedge funds, private equity investments and real estate investment trusts, among other products. You should consult your tax advisor to determine whether you may be affected by these reporting requirements.

Contents

Account summary
December 1, 2009 - December 31, 2009

The Cole Foundation Bruce F
Eilenberger & Vicki L Eilenberger
Founder Trustees Edward H Owlett Esq
Trustee BNY Mellon, N.A. Agent Under
Inv Adv DTD 6-1-94 / TR DTD 12-19-89
Account number 10172868BN0

Account activity

Market value

Market value as of December 1, 2009:	$ 1,648,023.26
Income	8,854.35
Additions	476.53
Withdrawals	-644.94
Change in investment value	24,473.31
Market value as of December 31, 2009:	**$ 1,681,182.51**
Accrued income as of December 31, 2009:	**3,066.32**
Total market value plus accrued income	**$ 1,684,248.83**

Cash and money market activity

Cash/money market balance as of December 1, 2009:			$ 14,784.45
Income	8,854.35		
Receipts	2,785.81	Disbursements	-644.94
Sales/Maturities	12,418.96	Purchases	-12,856.76
Cash/money market balance as of December 31, 2009:			**$ 25,341.87**

Income summary

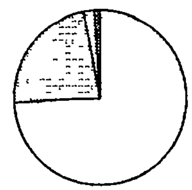
	This period	Year to date
Interest tax exempt	$ 0.00	$ 0.00
Interest taxable	1,095.56	10,840.27
Dividends	7,758.79	26,469.67
Other asset income	0.00	0.00
Total income	**$ 8,854.35**	**$ 37,309.94**

	Short term	Long term
Year to date realized net gain/loss	$-118,564.03	$-565,548.67

(For annual tax preparation please refer to your annual tax letter)

Account profile

Asset allocation



74%	Equities
23%	Fixed income
2%	Cash and cash equivalents
1%	Other assets

Asset summary

	Market value
Cash and cash equivalents	$ 25,341.87
(Includes income cash of $ 2,794.91)	
Fixed income	394,130.88
Equities	1,237,049.26
Other assets	24,660.50
Total assets	**$ 1,681,182.51**

Bond maturities

Less than 1 year	1 to 5 years	5 to 10 years	over 10 years	
$ 0.00	$ 125,000.00	$ 100,000.00	$ 0.00	**Par value**
0.0%	55.6%	44.4%	0.0%	**% of par value**

Estimated annual income **$ 36,761.04**

Asset detail

Cash and cash equivalents

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
20,544.57	BNY Mellon Money Market Fund CL M (Principal Holding)	$ 1.0000	$ 20,544.57	$ 20,544.57		$ 6.16	0.0%	1.2%
	Principal Cash		2,002.39					
	Income Cash		2,794.91					
Total cash and cash equivalents			**$ 25,341.87**	**$ 20,544.57**	**$ 0.00**	**$ 6.16**		**1.2%**

Fixed income

Taxable

Individual holdings

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
75,000	Federal Home Loan Bank Global Bonds DTD 5/20/2002 5.75% 5/15/2012 Moody's: AAA S&P: AAA	$ 109.8440	$ 82,383.00	$ 78,073.28	$ 4,309.72	$ 4,312.50	5.2%	4.9%
25,000	Federal National Mortgage Assn DTD 5/15/2009 2.5% 5/15/2014 Moody's: AAA S&P: AAA	99.8130	24,953.25	24,034.60	918.65	625.00	2.5	1.5
25,000	Merrill Lynch & Co DTD 7/19/2004 5.45% 7/15/2014 Moody's: A2 S&P: A	104.5010	26,125.25	25,645.00	480.25	1,362.50	5.2	1.6
50,000	Tennessee Valley Authority DTD 6/21/2005 4.375% 6/15/2015 Moody's: AAA S&P: AAA	104.9420	52,471.00	51,757.25	713.75	2,187.50	4.2	3.1
50,000	General Elec Cap Corp DTD 9/24/2007 5.625% 9/15/2017 Moody's: AA2 S&P: AA+	103.0230	51,511.50	50,503.50	1,008.00	2,812.50	5.5	3.1
Total taxable individual holdings			$ 237,444.00	$ 230,013.63	$ 7,430.37	$ 11,300.00		14.2%

Taxable funds

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
7,031.485	BNY Mellon Intermediate Bond Fund Class M Shares	$ 12.7600	$ 89,721.75	$ 88,260.89	$ 1,460.86	$ 3,564.96	4.0%	5.4%
Total taxable taxable funds			$ 89,721.75	$ 88,260.89	$ 1,460.86	$ 3,564.96		5.4%

Other fixed income

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
5,199.156	BNY Mellon Bond Fund Class M Shares	$ 12.8800	$ 66,965.13	$ 65,954.77	$ 1,010.36	$ 2,849.14	4.3%	4.0%
Total taxable other fixed income			$ 66,965.13	$ 65,954.77	$ 1,010.36	$ 2,849.14		4.0%
Total taxable fixed income			**$ 394,130.88**	**$ 384,229.29**	**$ 9,901.59**	**$ 17,714.10**		**23.5%**
Total fixed income			**$ 394,130.88**	**$ 384,229.29**	**$ 9,901.59**	**$ 17,714.10**		**23.5%**

Equities

U.S. common stocks

Energy

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
150	Apache Corp (APA)	$ 103.1700	$ 15,475.50	$ 10,211.98	$ 5,263.52	$ 90.00	0.6%	0.9%
220	Conocophillips (COP)	51.0700	11,235.40	8,773.58	2,461.82	440.00	3.9	0.7
340	Exxon Mobil Corp (XOM)	68.1900	23,184.60	23,901.96	-717.36	571.20	2.5	1.4
210	Halliburton Co (HAL)	30.0900	6,318.90	3,683.38	2,635.52	75.60	1.2	0.4
220	Hess Corporation (HES)	60.5000	13,310.00	13,974.38	-664.38	88.00	0.7	0.8
90	Occidental Petroleum Corp (OXY)	81.3500	7,321.50	4,997.41	2,324.09	118.80	1.6	0.4
281	Xto Energy Inc (XTO)	46.5300	13,074.93	9,420.60	3,654.33	140.50	1.1	0.8
Total energy			$ 89,920.83	$ 74,963.29	$ 14,957.54	$ 1,524.10		5.4%

Materials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
120	DU Pont (E I) De Nemours And (DD) Company	$ 33.6700	$ 4,040.40	$ 3,199.97	$ 840.43	$ 196.80	4.9%	0.2%
90	Praxair Inc (PX)	80.3100	7,227.90	6,183.89	1,044.01	144.00	2.0	0.4
Total materials			$ 11,268.30	$ 9,383.86	$ 1,884.44	$ 340.80		0.7%

Industrials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
340	Tyco International LTD (TYC)	$ 35.6800	$ 12,131.20	$ 6,976.52	$ 5,154.68	$ 272.00	2.2%	0.7%
160	Cummins Inc (CMI)	45.8600	7,337.60	5,458.57	1,879.03	112.00	1.5	0.4
70	Danaher Corp (DHR)	75.2000	5,264.00	3,899.69	1,364.31	11.20	0.2	0.3
90	Fedex Corp (FDX)	83.4500	7,510.50	4,175.10	3,335.40	39.60	0.5	0.5
790	General Electric Company (GE)	15.1300	11,952.70	8,571.43	3,381.27	316.00	2.6	0.7
210	Honeywell Intl Inc (HON)	39.2000	8,232.00	6,243.28	1,988.72	254.10	3.1	0.5
240	Kbr Inc (KBR)	19.0000	4,560.00	3,785.05	774.95	48.00	1.1	0.3
170	Norfolk Southern Corporation (NSC)	52.4200	8,911.40	8,446.02	465.38	231.20	2.6	0.5
120	Parker Hannifin Corp (PH)	53.8800	6,465.60	4,252.79	2,212.81	120.00	1.9	0.4
100	Raytheon Co (RTN)	51.5200	5,152.00	3,949.36	1,202.64	124.00	2.4	0.3
370	Textron Inc (TXT)	18.8100	6,959.70	4,432.23	2,527.47	29.60	0.4	0.4
Total industrials			$ 84,476.70	$ 60,190.04	$ 24,286.66	$ 1,557.70		5.0%

Consumer discretionary

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
170	Autoliv Inc (ALV)	$ 43.3600	$ 7,371.20	$ 4,773.63	$ 2,597.57	$ 0.00	0.0%	0.4%
560	Home Depot Inc (HD)	28.9300	16,200.80	14,614.03	1,586.77	504.00	3.1	1.0
460	Limited Brands Inc (LTD)	19.2400	8,850.40	8,243.74	606.66	276.00	3.1	0.5
920	News Corp Inc (NWS) Cls B	15.9200	14,646.40	7,295.51	7,350.89	110.40	0.8	0.9
190	Omnicom Group Inc (OMC)	39.1500	7,438.50	4,660.70	2,777.80	114.00	1.5	0.4

Consumer discretionary
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
300	Target Corp (TGT)	48.3700	14,511.00	12,195.44	2,315 56	204.00	1.4	0.9
193	Time Warner Inc (TWX)	29.1400	5,624.02	3,514.44	2,109.58	144.75	2.6	0.3
80	Whirlpool Corp (WHR)	80.6600	6,452.80	5,230 65	1,222 15	137.60	2.1	0.4
Total consumer discretionary			$ 81,095.12	$ 60,528.14	$ 20,566.98	$ 1,490.75		4.8%

Consumer staples

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
520	Cvs Caremark Corporation (CVS)	$ 32.2100	$ 16,749.20	$ 14,651.83	$ 2,097.37	$ 158.60	1.0%	1.0%
310	Coca Cola Enterprises Inc (CCE)	21.2000	6,572.00	4,061.37	2,510.63	99.20	1.5	0.4
220	Pepsico Inc (PEP)	60.8000	13,376.00	11,556.60	1,819.40	396.00	3.0	0.8
260	Philip Morris International Inc (PM)	48.1900	12,529.40	9,893.45	2,635.95	603.20	4.8	0.8
180	The Procter & Gamble Company (PG)	60.6300	10,913.40	8,616.58	2,296.82	316.80	2.9	0.7
220	Unilever PLC (UL) Spnsrd ADR New	31.9000	7,018.00	6,781.05	236 95	221.10	3.2	0.4
Total consumer staples			$ 67,158.00	$ 55,560.88	$ 11,597.12	$ 1,794.90		4.0%

Healthcare

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
180	Amgen Inc (AMGN)	$ 56.5700	$ 10,182.60	$ 9,002.38	$ 1,180.22	$ 0.00	0.0%	0.6%
150	Cigna Corp (CI)	35.2700	5,290.50	3,703.93	1,586.57	6.00	0.1	0.3
180	Hospira Inc (HSP)	51.0000	9,180.00	5,403.58	3,776.42	0.00	0.0	0.6
210	Human Genome Sciences Inc (HGSI)	30.5800	6,421.80	5,950 60	471.20	0.00	0.0	0.4
110	McKesson Corporation (MCK)	62.5000	6,875 00	4,909.70	1,965.30	52.80	0.8	0.4
170	Medtronic Inc (MDT)	43.9800	7,476.60	4,850.08	2,626.52	139.40	1.9	0.5
436	Merck & Co Inc (MRK)	36.5400	15,931.44	10,765.62	5,165.82	662.72	4.2	1.0
1,210	Pfizer Inc (PFE)	18.1900	22,009.90	17,512.29	4,497.61	871.20	4.0	1.3
240	Thermo Fisher Scientific Inc. (TMO)	47.6900	11,445.60	9,650.05	1,795.55	0.00	0.0	0.7

Healthcare
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
240	Vertex Pharmaceuticals Inc (VRTX)	42.8500	10,284.00	7,039.85	3,244.15	0.00	0.0	0.6
Total healthcare			$ 105,097.44	$ 78,788.08	$ 26,309.36	$ 1,732.12		6.3%

Financials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
140	Ameriprise Financial Inc (AMP)	$ 38.8200	$ 5,434.80	$ 2,976.78	$ 2,458.02	$ 95.20	1.8%	0.3%
1,000	Bank Of America Corporation (BAC)	15.0600	15,060.00	12,932.69	2,127.31	40.00	0.3	0.9
30	Blackrock Inc (BLK)	232.2000	6,966.00	4,510.14	2,455.86	93.60	1.3	0.4
150	Chubb Corp (CB)	49.1800	7,377.00	6,167.98	1,209.02	210.00	2.9	0.4
445	First Horizon National Corp (FHN)	13.3980	5,962.11	4,601.05	1,361.06	0.00	0.0	0.4
60	Franklin Res Inc (BEN)	105.3500	6,321.00	3,280.80	3,040.20	52.80	0.8	0.4
440	JP Morgan Chase & Co (JPM)	41.6700	18,334.80	12,350.58	5,984.22	88.00	0.5	1.1
280	Morgan Stanley (MS)	29.6000	8,288.00	7,548.35	739.65	56.00	0.7	0.5
250	Schwab Charles Corp New (SCHW)	18.8200	4,705.00	3,947.47	757.53	60.00	1.3	0.3
290	Wells Fargo & Company (WFC)	26.9900	7,827.10	4,622.57	3,204.53	58.00	0.7	0.5
Total financials			$ 86,275.81	$ 62,938.41	$ 23,337.40	$ 753.60		5.2%

Information technology

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
190	Accenture PLC (ACN)	$ 41.5000	$ 7,885.00	$ 6,005.88	$ 1,879.12	$ 142.50	1.8%	0.5%
17	Aol Inc (AOL)	23.2800	395.76	249.06	146.70	0.00	0.0	0.0
120	Alliance Data Sys Corp (ADS)	64.5900	7,750.80	4,280.39	3,470.41	0.00	0.0	0.5
120	Apple Inc (AAPL)	210.7320	25,287.84	13,985.25	11,302.59	0.00	0.0	1.5
800	Cisco Systems Inc (CSCO)	23.9400	19,152.00	13,639.92	5,512.08	0.00	0.0	1.1
670	E M C Corp Mass (EMC)	17.4700	11,704.90	9,795.25	1,909.65	0.00	0.0	0.7
30	Google Inc (GOOG)	619.9800	18,599.40	13,493.58	5,105.82	0.00	0.0	1.1
320	Hewlett Packard Co (HPQ)	51.5100	16,483.20	14,207.16	2,276.04	102.40	0.6	1.0

Information technology
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
80	International Business Machines (IBM) Corporation	130.9000	10,472.00	7,863.19	2,608.81	176.00	1.7	0.6
160	Juniper Networks Inc (JNPR)	26.6700	4,267.20	2,590.38	1,676.82	0.00	0.0	0.3
410	Microsoft Corporation (MSFT)	30.4800	12,496.80	7,494.76	5,002.04	213.20	1.7	0.8
500	Oracle Corp (ORCL)	24.5300	12,265.00	9,194.95	3,070.05	100.00	0.8	0.7
70	Visa Inc-Class A Shrs (V)	87.4600	6,122.20	3,785.59	2,336.61	35.00	0.6	0.4
Total information technology			$ 152,882.10	$ 106,585.36	$ 46,296.74	$ 769.10		9.1%

Telcommunications services

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
500	At & T Inc (T)	$ 28.0300	$ 14,015.00	$ 12,929.90	$ 1,085.10	$ 840.00	6.0%	0.8%
Total telcommunications services			$ 14,015.00	$ 12,929.90	$ 1,085.10	$ 840.00		0.8%

Utilities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
180	Exelon Corp (EXC)	$ 48.8700	$ 8,796.60	$ 8,119.80	$ 676.80	$ 378.00	4.3%	0.5%
250	Sempra Energy (SRE)	55.9800	13,995.00	10,792.25	3,202.75	390.00	2.8	0.8
Total utilities			$ 22,791.60	$ 18,912.05	$ 3,879.55	$ 768.00		1.4%
Total U.S. common stocks			**$ 714,980.90**	**$ 540,780.01**	**$ 174,200.89**	**$ 11,571.07**		**42.6%**

Mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
13,410.557	BNY Mellon Mid Cap Stock Fund (MPMCX) Class M Shares	$ 9.5400	$ 127,936.71	$ 97,692.31	$ 30,244.40	$ 831.45	0.7%	7.6%
Total mid cap			**$ 127,936.71**	**$ 97,692.31**	**$ 30,244.40**	**$ 831.45**		**7.6%**

Small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
4,017.44	Dreyfus Select Managers Small Cap (DMVIX) Value Fund	$ 16.5600	$ 66,528.81	$ 47,121.91	$ 19,406.90	$ 0.00	0.0%	4.0%
Total small cap			**$ 66,528.81**	**$ 47,121.91**	**$ 19,406.90**	**$ 0.00**		**4.0%**

International-developed

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
18,732.122	Dreyfus Diversified International (DFPIX) Fund	$ 9.6800	$ 181,326.94	$ 131,499.50	$ 49,827.44	$ 4,964.01	2.7%	10.8%
330	Vale SA (VALE)	29.0300	9,579.90	4,860.86	4,719.04	74.25	0.8	0.6
Total international-developed			**$ 190,906.84**	**$ 136,360.36**	**$ 54,546.48**	**$ 5,038.26**		**11.4%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
11,594.232	Dreyfus Premier Emerging Markets (DRPEX) Fund Class R	$ 11.7900	$ 136,696.00	$ 82,000.00	$ 54,696.00	$ 1,600.00	1.2%	8.2%
Total emerging markets			**$ 136,696.00**	**$ 82,000.00**	**$ 54,696.00**	**$ 1,600.00**		**8.2%**
Total equities			**$ 1,237,049.26**	**$ 903,954.59**	**$ 333,094.67**	**$ 19,040.78**		**73.8%**

Other assets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
775	Ishares S&P Gsci Commodity-Indexed Trust	$ 31.8200	$ 24,660.50	$ 20,007.32	$ 4,653.18	$ 0.00	0.0%	1.5%
Total other assets			**$ 24,660.50**	**$ 20,007.32**	**$ 4,653.18**	**$ 0.00**		**1.5%**
Total assets			**$ 1,681,182.51**	**$ 1,328,735.77**	**$ 347,649.44**	**$ 36,761.04**		**100.0%**

Activity summary

Description	Principal cash	Income cash
Beginning balances	**$ 14,729.25**	**$ 55.20**
Sales and maturities	$12,418.96	
Purchases	-12,856.76	
Interest income		1,095.56
Dividend income		7,758.79
Other additions	2,570 10	-58.22
Transfers within account	5,685.41	-5,685.41
Fees		-371.01
Ending balances	**$ 22,546.96**	**$ 2,794.91**

Activity detail

Date	Transaction description	Principal cash	Income cash
12/01/2009	**Beginning balances**	**$ 14,729.25**	**$ 55.20**

Date	Transaction type	Shares	Transaction description	Principal cash	Income cash	Realized gain (or loss)
12/01/2009	Income		Earned On BNY Mellon Money Market Fund CL M Interest From 11/1/09 To 11/30/09		$ 1.81	
12/01/2009	Income	240	Earned On Conocophillips		120.00	
12/01/2009	Income	160	Earned On Cummins Inc		28.00	
12/01/2009	Income	1,300	Earned On Pfizer Inc		208.00	
12/01/2009	Income	70	Earned On Visa Inc-Class A Shrs		8.75	
12/01/2009	Income	320	Earned On Wells Fargo & Company		16.00	
12/01/2009	Income	7,031.485	Earned On BNY Mellon Intermediate Bond FD CL M		337.51	
12/01/2009	Income	5,199.156	Earned On BNY Mellon Bond FD CL M		259.96	
12/04/2009	Sale	95	Gilead Sciences Inc @ 46.3897	4,402.28		279.29
12/04/2009	Income	120	Earned On Parker Hannifin Corp		30.00	
12/07/2009	Sale	35	Gilead Sciences Inc @ 46.5677	1,628.12		109.12
12/08/2009	Purchase	30	Human Genome Sciences Inc @ 26.75	-802.50		
12/08/2009	Purchase	90	Human Genome Sciences Inc @ 28.2940	-2,550.96		
12/08/2009	Purchase	90	Human Genome Sciences Inc @ 28.8071	-2,597.14		
12/09/2009	Sale	0.02	Merck & Co Inc @ 36.50 Cash In Lieu Of Fractions	0.73		0.19
12/09/2009	Income	193	Earned On Time Warner Inc		36.19	

continued

Date	Transaction type	Shares	Transaction description	Principal cash	Income cash	Realized gain (or loss)
12/10/2009	Income	310	Earned On,Coca Cola Enterprises Inc		24.80	
12/10/2009	Income	200	Earned On Exelon Corp		105.00	
12/10/2009	Income	370	Earned On Exxon Mobil Corp		155.40	
12/10/2009	Income	210	Earned On Honeywell Intl Inc		63.53	
12/10/2009	Income	90	Earned On International Business Machines Corp		49.50	
12/10/2009	Income	410	Earned On Microsoft Corporation		53.30	
12/10/2009	Income	40	Earned On Norfolk Southern Corp		13.60	
12/10/2009	Income	300	Earned On Target Corp		51.00	
12/10/2009	Income	13,410.557	Earned On BNY Mellon Mid Cap Stk FD CL M		831.45	
12/11/2009	Receipt	17.5455	Aol Inc Received Shares As A Result Of A Spin-Off			
12/11/2009	Income	460	Earned On Limited Brands Inc		69.00	
12/11/2009	Adjustment		Spin Off Book Value Of Time Warner Inc Adjusted By $-257.05 Old: $3,771.49 /New $3,514.44			
12/11/2009	Adjustment		Spin Off Time Warner Inc			
12/14/2009	Income	130	Earned On DU Pont (E I) De Nemours		53.30	
12/14/2009	Receipt		Client Credit BNY Mellon Mid Cap Stk FD CL M Received From BNY Mellon Wealth MANAGE05569M509		76.92	
12/14/2009	Receipt		Client Credit BNY Mellon Money Market Fund CL M Received From BNY Mellon Wealth MANAGE05569M616		4.07	
12/14/2009	Receipt		Client Credit BNY Mellon Intermediate Bond FD CL M Received From BNY Mellon Wealth MANAGE05569M814		29.86	

continued

Date	Transaction type	Shares	Transaction description	Principal cash	Income cash	Realized gain (or loss)
12/14/2009	Receipt		Client Credit BNY Mellon Bond FD CL M Received From BNY Mellon Wealth MANAGE05569M830		22.33	
12/14/2009	Receipt		Client Credit Dreyfus Diversified Intl-I Received From BNY Mellon Wealth MANAGE261986632		26.79	
12/14/2009	Receipt		Client Credit Dreyfus Premier Emerg Mkts FD CL R Received From BNY Mellon Wealth MANAGE26201H500		82.76	
12/14/2009	Receipt		Client Credit Dreyfus Select Managers S/C VI-I Received From BNY Mellon Wealth MANAGE86271F677		31.20	
12/15/2009	Income	50,000	Earned On Tennessee Valley Aut 4.375% 6/15/15		1,093.75	
12/15/2009	Income	90	Earned On Praxair Inc		36.00	
12/15/2009	Income	80	Earned On Whirlpool Corp		34.40	
12/16/2009	Sale	90	State Street Corp @ 40.1544	3,609.40		-265.03
12/16/2009	Sale	70	State Street Corp @ 39.5621	2,765.85		-247.59
12/16/2009	Purchase	60	Unilever PLC ADR @ 30.6186	-1,840.12		
12/16/2009	Purchase	20	Unilever PLC ADR @ 30.6440	-613.88		
12/17/2009	Purchase	140	Unilever PLC ADR @ 30.8575	-4,327.05		
12/17/2009	Income	560	Earned On Home Depot Inc		126.00	
12/17/2009	Income	7,031.485	Earned On BNY Mellon Intermediate Bond FD CL M		337.51	
12/17/2009	Income	5,199.156	Earned On BNY Mellon Bond FD CL M		265.16	
12/17/2009	Fee		Market Value Fee Collected Compensation Prorated From 11/01/09 To 11/30/09 On $1,651,787.86 As Of 11/30/09		-644.94	
12/18/2009	Income	11,594.232	Earned On Dreyfus Premier Emerg Mkts FD CL R		1,600.00	

continued

Date	Transaction type	Shares	Transaction description	Principal cash	Income cash	Realized gain (or loss)
12/21/2009	Income	30	Earned On Blackrock Inc		23.40	
12/23/2009	Income	210	Earned On Halliburton Co		18.90	
12/24/2009	Income	1,000	Earned On Bank Of America Corp		10 00	
12/28/2009	Receipt		Affil Mutual Fund Adj Affiliated Client Credit Adj. Dec Ytd		-58.22	
12/28/2009	Withdrawal		Transfer To Principal Net Income		-5,745.41	
12/28/2009	Receipt		Transfer From Income Net Income	5,745.41		
12/30/2009	Sale	0.5455	Aol Inc @ 23.0614 Cash In Lieu Of Fractions	12.58		4.59
12/30/2009	Withdrawal		Transfer To Income	-60.00		
12/30/2009	Receipt		Transfer From Principal		60.00	
12/31/2009	Dividend Reinvestment	7.474	Dreyfus Select Managers S/C VI-I @ 16.74	-125.11		
12/31/2009	Income	60	Earned On Franklin Res Inc		180.00	
12/31/2009	Income	18,732.122	Earned On Dreyfus Diversified Intl-I		2,613.13	
12/31/2009	Receipt		Class Action Proceeds United Health Class Action Cusip: Various Class Period: 1/20/05 - 5/17/06	260.82		
12/31/2009	Capital Gains Dist	18,732.122	Dreyfus Diversified Intl-I On 18732.1220 Shares	2,184.17		2,184.17
12/31/2009	Capital Gains Dist	4,009.966	Dreyfus Select Managers S/C VI-I On 4009.9660 Shares	125.11		125.11
Ending balances				**$ 22,546.96**	**$ 2,794.91**	

Important information about your account

BNY Mellon may, where appropriate, invest your account in one or more registered investment companies, including mutual funds ("Funds"), for which affiliates may provide investment advice and other services relating to these investments. Funds may be subject to fees and charges as described in the Fund's prospectus. Affiliates are compensated for these services and transactions in accordance with applicable law.

Securities, including shares of these Funds:
- Are not insured by and are not obligations of the FDIC or any other government agency;
- Are not deposits or obligations of and are not endorsed or guaranteed by any bank;
- Are subject to investment risk, including the possible loss of the principal amount invested; and
- May fluctuate in value, so that when they are sold they may be worth more or less than when they were purchased.

Services by affiliates may also include the underwriting or participating in the syndication of securities purchased for your account.

Estimated yield and income information is based on past performance. Past performance is no guarantee of future results.

Market prices and income accruals are from sources we believe to be reliable but are not guaranteed. Limited partnerships and illiquid securities are priced in accordance with our current pricing policies and procedures.

Information contained in this statement should not be used for tax preparation purposes, please refer to your annual tax letter.

For accounts where BNY Mellon exercises investment discretion: In selecting brokers to execute securities transactions, BNY Mellon ("Firm") may select a broker that, in addition to trade execution services, provides research and other services ("Soft Dollar Products and Services") to the Firm or to its affiliates. The commissions charged may be higher or lower than commissions charged by another broker. However, we will use brokers providing Soft Dollar Products and Services only when we determine that commissions charged are reasonable in relation to the value of the brokerage and other services to be provided. In general, expenses for Soft Dollar Products and Services are allocated against all commissions generated from transactions across all client accounts, even if all products or services are not used in the management of each client account, including yours. In addition, we may allocate expenses between Soft Dollar Products and Services and non-research functions. The Firm addresses this possible conflict of interest by making a good faith determination based upon actual use and other appropriate factors.

Fees for Class Action Claims: BNY Mellon may charge additional expenses with respect to the processing of claims relating to any class action, litigation, arbitration, bankruptcy, settlement or other legal proceeding involving any securities held in the account. Such expenses are assessed in the amount of 2% of the proceeds received by BNY Mellon and deducted from the amount of the claim proceeds credited to the account.

For IRA Accounts only, federal regulation requires that we report the December 31 fair market value to the Internal Revenue Service.

Forms 1099 for 2009

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

The proceeds from each of the sales shown below in Box 2 are reported to the Internal Revenue Service on Forms 1099-B In addition, we report security description, cusip #, and units We do not report your net gains and losses to the Internal Revenue Service An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital

A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost Please review these carefully when preparing your return

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
US BANCORP DEL	902973304	130	02/29/08	01/21/09	$1,647 26	$4,218 64	$-2,571 38
US BANCORP DEL	902973304	50	02/29/08	01/21/09	$633 56	$1,622 13	$-988 57
COACH INC	189754104	140	10/21/08	01/21/09	$1,976 05	$2,935 27	$-959 22
LABORATORY CORP AMER HLDGS	50540R409	59	04/24/08	01/21/09	$3,402 57	$4,367 65	$-965 08
LABORATORY CORP AMER HLDGS	50540R409	30	04/23/08	01/21/09	$1,730 12	$2,301 24	$-571 12
LABORATORY CORP AMER HLDGS	50540R409	10	04/23/08	01/21/09	$576 71	$770 08	$-193 37
LABORATORY CORP AMER HLDGS	50540R409	1	04/23/08	01/21/09	$57 67	$76 86	$-19 19
JOHNSON & JOHNSON COM	478160104	100	02/05/08	01/21/09	$5,584 44	$6,330 79	$-746 35
COACH INC	189754104	80	10/22/08	01/23/09	$1,148 62	$1,570 69	$-422 07
COACH INC	189754104	30	10/22/08	01/23/09	$430 73	$585 76	$-155 03
COACH INC	189754104	30	10/21/08	01/23/09	$430 73	$628 44	$-197 71
NORTEL NETWORKS CORP NEW	656568508	63	07/25/08	01/23/09	$1 58	$0 00	$1 58
FIFTH THIRD BANCORP	316773100	50	10/15/08	01/26/09	$140 42	$651 50	$-511 08
FIFTH THIRD BANCORP	316773100	230	10/14/08	01/26/09	$645 93	$2,970 45	$-2,324 52

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
FIFTH THIRD BANCORP	316773100	210	10/15/08	01/26/09	$589 76	$2,748 92	$-2,159 16
PNC FINANCIAL SERVICES GROUP INC	693475105	40	02/29/08	02/04/09	$1,174 06	$2,502 76	$-1,328 70
BANK AMER CORP	060505104	12	10/14/08	02/06/09	$73 57	$310 86	$-237 29
BANK AMER CORP	060505104	105	10/14/08	02/06/09	$643 72	$2,729 95	$-2,086 23
BANK AMER CORP	060505104	113	10/15/08	02/06/09	$692 76	$2,903 20	$-2,210 44
ADOBE SYS INC COM	00724F101	140	03/26/08	02/23/09	$2,397 84	$5,143 88	$-2,746 04
ADOBE SYS INC COM	00724F101	100	03/26/08	02/23/09	$1,712 74	$3,689 52	$-1,976 78
CISCO SYS INC	17275R102	140	07/23/08	02/23/09	$2,063 88	$3,082 23	$-1,018 35
FIRST HORIZON NATL CORP	320517105	0 65	10/15/08	02/25/09	$6 32	$7 46	$-1 14
ROSS STORES INC	778296103	10	04/17/08	03/02/09	$300 10	$330 09	$-29 99
NATIONAL-OILWELL INC	637071101	10	12/30/08	03/02/09	$244 30	$238 96	$5 34
DARDEN RESTAURANTS INC COM	237194105	10	05/08/08	03/02/09	$257 60	$366 43	$-108 83
ALLIANCE DATA SYS CORP	018581108	20	07/23/08	03/02/09	$558 40	$1,261 74	$-703 34
PARKER HANNIFIN CORP	701094104	10	12/24/08	03/02/09	$317 70	$393 70	$-76 00
RAYTHEON CO	755111507	10	10/07/08	03/02/09	$385 90	$519 98	$-134 08
AMGEN INC	031162100	10	10/29/08	03/02/09	$479 49	$601 40	$-121 91
FRANKLIN RES INC COM	354613101	10	01/21/09	03/02/09	$431 90	$511 19	$-79 29
GILEAD SCIENCES INC	375558103	10	01/21/09	03/02/09	$440 80	$487 44	$-46 64
FEDEX CORPORATION	31428X106	10	10/31/08	03/02/09	$412 40	$654 49	$-242 09
NORTHERN TRUST CORP	665859104	10	02/04/09	03/02/09	$543 60	$605 20	$-61 60
COLGATE PALMOLIVE CO COM	194162103	20	08/08/08	03/02/09	$1,180 79	$1,560 79	$-380 00
LORILLARD INC	544147101	10	01/21/09	03/02/09	$564 99	$613 80	$-48 81
APPLE COMPUTER INC COM	037833100	10	07/08/08	03/02/09	$895 99	$1,769 61	$-873 62
MCKESSON CORPORATION	58155Q103	10	02/04/09	03/02/09	$406 60	$455 70	$-49 10
MOLSON COORS BREWING CO	60871R209	10	10/03/08	03/02/09	$358 30	$465 01	$-106 71
CISCO SYS INC	17275R102	60	07/23/08	03/02/09	$871 79	$1,320 95	$-449 16
TIME WARNER INC NEW	887317105	60	12/04/08	03/02/09	$444 00	$568 82	$-124 82

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
KEYCORP NEW COM	493267108	50	10/14/08	03/02/09	$333 00	$584 43	$-251 43
JUNIPER NETWORKS INC	48203R104	30	10/29/08	03/02/09	$412 80	$558 82	$-146 02
FIRST HORIZON NATL CORP	320517105	40	10/15/08	03/02/09	$340 40	$455 78	$-115 38
MC DONALDS CORPORATION COMMON	580135101	30	04/02/08	03/02/09	$1,557 89	$1,712 25	$-154 36
QUALCOMM INC	747525103	30	11/10/08	03/02/09	$995 47	$1,061 37	$-65 90
SCHWAB CHARLES CORP NEW	808513105	30	11/20/08	03/02/09	$366 98	$456 64	$-89 66
NOKIA CORP ADR-A SHS	654902204	20	07/28/08	03/02/09	$177 20	$563 99	$-386 79
NOVARTIS AG SPNSRD ADR	66987V109	20	09/25/08	03/02/09	$700 99	$1,106 64	$-405 65
INTEL CORPORATION	458140100	20	05/15/08	03/02/09	$252 00	$498 30	$-246 30
HOME DEPOT INC USD 0 05	437076102	20	11/20/08	03/02/09	$403 60	$383 96	$19 64
AETNA INC	00817Y108	20	08/08/08	03/02/09	$425 20	$883 90	$-458 70
TYCO INT'L LTD W/I	G9143X208	20	08/11/08	03/02/09	$386 80	$906 17	$-519 37
HESS CORP	42809H107	20	01/23/09	03/02/09	$1,053 79	$1,103 06	$-49 27
BROADCOM CORP CL A	111320107	20	02/23/09	03/02/09	$316 40	$320 94	$-4 54
WYETH (WYE)	983024100	20	01/21/09	03/02/09	$810 39	$775 55	$34 84
AMERIPRISE FINL INC	03076C106	20	01/21/09	03/02/09	$305 60	$383 36	$-77 76
LORILLARD INC	544147101	130	01/21/09	03/03/09	$7,253 93	$7,979 44	$-725 51
RAYTHEON CO	755111507	130	10/07/08	03/03/09	$4,777 47	$6,759 73	$-1,982 26
APPLE COMPUTER INC COM	037833100	100	07/08/08	03/03/09	$8,909 95	$17,696 07	$-8,786 12
APPLE COMPUTER INC COM	037833100	20	07/28/08	03/03/09	$1,781 99	$3,195 88	$-1,413 89
NORTHERN TRUST CORP	665859104	100	01/21/09	03/03/09	$5,397 96	$5,343 72	$54 24
NORTHERN TRUST CORP	665859104	10	02/04/09	03/03/09	$539 80	$604 51	$-64 71
MOLSON COORS BREWING CO	60871R209	80	10/06/08	03/03/09	$2,860 78	$3,622 10	$-761 32
MOLSON COORS BREWING CO	60871R209	40	10/06/08	03/03/09	$1,430 39	$1,817 44	$-387 05
FEDEX CORPORATION	31428X106	80	10/31/08	03/03/09	$3,216 87	$5,235 88	$-2,019 01
FEDEX CORPORATION	31428X106	30	11/20/08	03/03/09	$1,206 32	$1,773 65	$-567 33
MCKESSON CORPORATION	58155Q103	80	02/04/09	03/03/09	$3,175 42	$3,645 56	$-470 14

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
FRANKLIN RES INC COM	354613101	70	01/21/09	03/03/09	$3,054 78	$3,578 36	$-523 58
VISA INC	92826C839	90	01/27/09	03/03/09	$4,897 77	$3,949 01	$948 76
MOSAIC CO	61945A107	60	06/10/08	03/03/09	$2,415 58	$8,457 94	$-6,042 36
TAIWAN SEMICONDUCTOR ADR	874039100	230	03/03/09	03/03/09	$1,800 89	$1,774 43	$26 46
TAIWAN SEMICONDUCTOR ADR	874039100	190	03/03/09	03/03/09	$1,487 69	$1,494 45	$-6 76
ESTEE LAUDER COMPANIES INC CL A	518439104	10	08/14/08	03/03/09	$212 45	$512 65	$-300 20
ESTEE LAUDER COMPANIES INC CL A	518439104	60	08/14/08	03/03/09	$1,274 68	$3,046 97	$-1,772 29
ESTEE LAUDER COMPANIES INC CL A	518439104	30	08/15/08	03/03/09	$637 34	$1,541 55	$-904 21
ESTEE LAUDER COMPANIES INC CL A	518439104	13	08/14/08	03/03/09	$276 18	$657 27	$-381 09
ESTEE LAUDER COMPANIES INC CL A	518439104	9	08/14/08	03/03/09	$188 59	$455 03	$-266 44
BNY MELLON EMERGING MKTS FD CL M SHS	05569M855	4850 77	12/22/08	03/03/09	$23,817 27	$27,988 95	$-4,171 68
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	3924 65	09/23/08	03/03/09	$42,660 94	$75,000 00	$-32,339 06
MELLON-NEWTON INTERNATIONAL EQUITY	26203E604	137 36	12/15/08	03/03/09	$1,493 10	$1,840 66	$-347 56
DREYFUS PREM LT TRM HI YLD-R	261980759	3149 61	09/23/08	03/03/09	$16,409 45	$20,000 00	$-3,590 55
CISCO SYS INC	17275R102	440	07/18/08	03/03/09	$6,366 76	$9,524 81	$-3,158 05
TIME WARNER INC NEW	887317105	770	12/04/08	03/03/09	$5,543 97	$7,299 83	$-1,755 86
FIRST HORIZON NATL CORP	320517105	71 29	10/14/08	03/03/09	$615 49	$787 21	$-171 72
FIRST HORIZON NATL CORP	320517105	315 77	10/15/08	03/03/09	$2,726 22	$3,598 13	$-871 91
FIRST HORIZON NATL CORP	320517105	161 94	10/14/08	03/03/09	$1,398 12	$1,781 42	$-383 30
KEYCORP NEW COM	493267108	300	10/14/08	03/03/09	$1,909 13	$3,506 58	$-1,597 45
KEYCORP NEW COM	493267108	340	10/15/08	03/03/09	$2,163 68	$3,967 05	$-1,803 37
J P MORGAN CHASE & CO	46625H100	100	02/06/09	03/03/09	$2,077 99	$2,733 85	$-655 86
J P MORGAN CHASE & CO	46625H100	110	03/03/09	03/03/09	$2,285 79	$2,382 60	$-96 81
KBR INC	48242W106	210	12/12/08	03/03/09	$2,473 79	$3,125 41	$-651 62
JUNIPER NETWORKS INC	48203R104	110	10/28/08	03/03/09	$1,471 79	$1,958 73	$-486 94
JUNIPER NETWORKS INC	48203R104	130	10/29/08	03/03/09	$1,739 39	$2,421 53	$-682 14
JUNIPER NETWORKS INC	48203R104	170	02/23/09	03/03/09	$2,274 59	$2,513 13	$-238 54

Short term gains and losses

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Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
QUALCOMM INC	747525103	210	11/10/08	03/03/09	$7,058 06	$7,429 57	$-371 51
SCHWAB CHARLES CORP NEW	808513105	320	11/20/08	03/03/09	$3,875 18	$4,870 82	$-995 64
NOKIA CORP ADR-A SHS	654902204	130	07/28/08	03/03/09	$1,198 59	$3,660 20	$-2,461 61
NOKIA CORP ADR-A SHS	654902204	190	07/28/08	03/03/09	$1,751 79	$5,357 88	$-3,606 09
NOVARTIS AG SPNSRD ADR	66987V109	140	09/24/08	03/03/09	$4,765 57	$7,632 72	$-2,867 15
NOVARTIS AG SPNSRD ADR	66987V109	10	09/24/08	03/03/09	$340 40	$544 87	$-204 47
NOVARTIS AG SPNSRD ADR	66987V109	9	09/25/08	03/03/09	$306 36	$497 35	$-190 99
NOVARTIS AG SPNSRD ADR	66987V109	1	09/25/08	03/03/09	$34 04	$55 33	$-21 29
NOVARTIS AG SPNSRD ADR	66987V109	130	10/07/08	03/03/09	$4,425 17	$7,022 16	$-2,596 99
HOME DEPOT INC USD 0 05	437076102	260	11/20/08	03/03/09	$4,906 17	$4,991 48	$-85 31
HOME DEPOT INC USD 0 05	437076102	10	11/21/08	03/03/09	$188 70	$175 20	$13 50
AETNA INC	00817Y108	13	07/23/08	03/03/09	$260 26	$529 03	$-268 77
AETNA INC	00817Y108	167	07/24/08	03/03/09	$3,343 32	$6,689 47	$-3,346 15
AETNA INC	00817Y108	4	08/08/08	03/03/09	$80 08	$176 78	$-96 70
AETNA INC	00817Y108	86	08/11/08	03/03/09	$1,721 71	$3,755 20	$-2,033 49
INTEL CORPORATION	458140100	40	05/15/08	03/03/09	$494 40	$996 61	$-502 21
INTEL CORPORATION	458140100	230	05/16/08	03/03/09	$2,842 78	$5,724 63	$-2,881 85
HESS CORP	42809H107	60	01/23/09	03/03/09	$3,100 84	$3,309 17	$-208 33
MC DONALDS CORPORATION COMMON	580135101	140	04/01/08	03/03/09	$7,354 16	$7,977 02	$-622 86
MC DONALDS CORPORATION COMMON	580135101	100	04/02/08	03/03/09	$5,252 97	$5,707 51	$-454 54
BROADCOM CORP CL A	111320107	240	02/23/09	03/03/09	$3,825 58	$3,851 33	$-25 75
WYETH (WYE)	983024100	220	01/21/09	03/03/09	$8,901 15	$8,531 05	$370 10
TYCO INT'L LTD W/I	G9143X208	60	08/11/08	03/03/09	$1,151 99	$2,718 50	$-1,566 51
ROSS STORES INC	778296103	170	04/16/08	03/03/09	$4,909 84	$5,595 60	$-685 76
ROSS STORES INC	778296103	50	04/17/08	03/03/09	$1,444 07	$1,650 43	$-206 36
NATIONAL-OILWELL INC	637071101	40	12/29/08	03/03/09	$976 79	$955 40	$21 39
NATIONAL-OILWELL INC	637071101	12	12/29/08	03/03/09	$293 04	$285 54	$7 50

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
NATIONAL-OILWELL INC	637071101	158	12/30/08	03/03/09	$3,858 34	$3,775 50	$82 84
DARDEN RESTAURANTS INC COM	237194105	30	05/08/08	03/03/09	$757 50	$1,087 89	$-330 39
DARDEN RESTAURANTS INC COM	237194105	50	05/08/08	03/03/09	$1,262 49	$1,816 82	$-554 33
DARDEN RESTAURANTS INC COM	237194105	10	05/08/08	03/03/09	$252 50	$364 91	$-112 41
DARDEN RESTAURANTS INC COM	237194105	110	05/08/08	03/03/09	$2,777 48	$4,030 74	$-1,253 26
AMERIPRISE FINL INC	03076C106	180	01/21/09	03/03/09	$2,615 39	$3,450 20	$-834 81
GILEAD SCIENCES INC	375558103	180	01/21/09	03/03/09	$8,147 65	$8,773 88	$-626 23
VERTEX PHARMACEUTICALS INC	92532F100	40	10/30/08	03/03/09	$1,128 43	$981 01	$147 42
VERTEX PHARMACEUTICALS INC	92532F100	80	10/31/08	03/03/09	$2,256 87	$2,074 37	$182 50
VERTEX PHARMACEUTICALS INC	92532F100	40	11/03/08	03/03/09	$1,128 43	$1,091 30	$37 13
VERTEX PHARMACEUTICALS INC	92532F100	20	03/02/09	03/03/09	$564 22	$541 20	$23 02
ALLIANCE DATA SYS CORP	018581108	13	05/28/08	03/03/09	$348 66	$777 05	$-428 39
ALLIANCE DATA SYS CORP	018581108	50	05/28/08	03/03/09	$1,340 99	$2,967 90	$-1,626 91
ALLIANCE DATA SYS CORP	018581108	47	05/29/08	03/03/09	$1,260 53	$2,854 51	$-1,593 98
ALLIANCE DATA SYS CORP	018581108	50	07/23/08	03/03/09	$1,340 99	$3,154 34	$-1,813 35
AMGEN INC	031162100	70	10/28/08	03/03/09	$3,367 11	$4,082 75	$-715 64
AMGEN INC	031162100	60	10/29/08	03/03/09	$2,886 10	$3,608 39	$-722 29
PARKER HANNIFIN CORP	701094104	140	12/23/08	03/03/09	$4,356 77	$5,447 67	$-1,090 90
PARKER HANNIFIN CORP	701094104	20	12/24/08	03/03/09	$622 40	$787 41	$-165 01
COLGATE PALMOLIVE CO COM	194162103	19	08/07/08	03/03/09	$1,092 92	$1,442 92	$-350 00
COLGATE PALMOLIVE CO COM	194162103	5	08/07/08	03/03/09	$287 61	$379 72	$-92 11
COLGATE PALMOLIVE CO COM	194162103	7	08/08/08	03/03/09	$402 66	$546 27	$-143 61
COLGATE PALMOLIVE CO COM	194162103	59	08/08/08	03/03/09	$3,393 81	$4,570 95	$-1,177 14
COLGATE PALMOLIVE CO COM	194162103	50	08/08/08	03/03/09	$2,876 11	$3,880 99	$-1,004 88
ESTEE LAUDER COMPANIES INC CL A	518439104	120	08/14/08	03/04/09	$2,574 21	$6,058 61	$-3,484 40
ESTEE LAUDER COMPANIES INC CL A	518439104	8	08/14/08	03/04/09	$171 61	$404 48	$-232 87
MOSAIC CO	61945A107	50	03/26/09	04/14/09	$2,210 68	$2,376 00	$-165 32

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
EXELON CORP	30161N101	30	03/26/09	04/14/09	$1,400 21	$1,353 30	$46 91
PEOPLES DREYFUS S&P MIDCAP INDEX FD	712223106	6192 96	03/25/09	04/15/09	$102,121 91	$95,000 00	$7,121 91
ISHARES TR S & P SMALL CAP 600	464287804	1290	03/25/09	04/15/09	$51,216 04	$48,036 70	$3,179 34
TIME WARNER INC	887317303	0 33	03/26/09	04/21/09	$7 40	$6 51	$0 89
TIME WARNER CABLE INC	88732J207	0 55	03/26/09	04/22/09	$15 16	$14 08	$1 08
NATIONAL-OILWELL INC	637071101	80	03/26/09	04/23/09	$2,343 40	$2,676 79	$-333 39
NATIONAL-OILWELL INC	637071101	90	03/26/09	04/24/09	$2,766 74	$3,011 39	$-244 65
NOVARTIS AG SPNSRD ADR	66987V109	30	03/26/09	04/24/09	$1,105 75	$1,153 80	$-48 05
NOVARTIS AG SPNSRD ADR	66987V109	70	03/26/09	04/24/09	$2,577 77	$2,692 19	$-114 42
NOVARTIS AG SPNSRD ADR	66987V109	75	03/26/09	04/27/09	$2,758 71	$2,884 49	$-125 78
NOVARTIS AG SPNSRD ADR	66987V109	26	03/26/09	04/27/09	$956 86	$999 96	$-43 10
NOVARTIS AG SPNSRD ADR	66987V109	39	03/26/09	04/27/09	$1,418 25	$1,499 94	$-81 69
ABBOTT LABORATORIES	002824100	140	03/26/09	05/01/09	$5,800 33	$6,375 57	$-575 24
MC DONALDS CORPORATION COMMON	580135101	100	03/26/09	05/07/09	$5,320 49	$5,530 99	$-210 50
WAL MART STORES INC	931142103	150	03/26/09	05/07/09	$7,490 96	$7,872 99	$-382 03
NORTHERN TRUST CORP	665859104	20	03/26/09	05/21/09	$1,020 62	$1,253 18	$-232 56
NORTHERN TRUST CORP	665859104	7	03/26/09	05/21/09	$359 74	$438 61	$-78 87
NORTHERN TRUST CORP	665859104	40	03/26/09	05/21/09	$2,049 93	$2,506 36	$-456 43
KEYCORP NEW COM	493267108	90	03/26/09	05/21/09	$483 79	$772 19	$-288 40
KEYCORP NEW COM	493267108	30	03/26/09	05/21/09	$162 21	$257 40	$-95 19
DARDEN RESTAURANTS INC COM	237194105	80	03/26/09	05/21/09	$2,692 50	$2,978 39	$-285 89
NORTHERN TRUST CORP	665859104	23	03/26/09	05/22/09	$1,198 81	$1,441 15	$-242 34
KEYCORP NEW COM	493267108	170	03/26/09	05/22/09	$891 31	$1,458 59	$-567 28
KEYCORP NEW COM	493267108	70	03/26/09	05/22/09	$370 11	$600 59	$-230 48
DARDEN RESTAURANTS INC COM	237194105	80	03/26/09	05/22/09	$2,622 19	$2,978 39	$-356 20
FIRST HORIZON NATL CORP	320517105	0 03	10/14/08	05/22/09	$0 30	$0 29	$0 01
KEYCORP NEW COM	493267108	170	03/26/09	05/26/09	$880 55	$1,458 58	$-578 03

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
WAL MART STORES INC	931142103	60	03/26/09	05/28/09	$2,966 61	$3,149 19	$-182 58
WAL MART STORES INC	931142103	40	03/26/09	06/01/09	$1,987 28	$2,099 46	$-112 18
TIME WARNER CABLE INC	88732J207	53	03/26/09	06/01/09	$1,618 84	$1,359 49	$259 35
INTEL CORPORATION	458140100	451	03/26/09	06/05/09	$7,142 58	$7,031 09	$111 49
JUNIPER NETWORKS INC	48203R104	100	03/26/09	06/05/09	$2,407 54	$1 618 99	$788 55
INTEL CORPORATION	458140100	89	03/26/09	06/05/09	$1,409 18	$1,387 51	$21 67
JUNIPER NETWORKS INC	48203R104	60	03/26/09	06/08/09	$1,407 16	$971 40	$435 76
WAL MART STORES INC	931142103	90	03/26/09	06/10/09	$4,508 07	$4,723 80	$-215 73
AETNA INC	00817Y108	88	03/26/09	06/15/09	$1,991 08	$2,141 03	$-149 95
AETNA INC	00817Y108	62	03/26/09	06/15/09	$1,403 72	$1,508 46	$-104 74
ST JUDE MEDICAL INC	790849103	20	03/26/09	06/19/09	$802 92	$743 40	$59 52
ST JUDE MEDICAL INC	790849103	70	03/26/09	06/19/09	$2,813 57	$2,601 89	$211 68
ROSS STORES INC	778296103	20	03/26/09	06/25/09	$779 02	$727 62	$51 40
ROSS STORES INC	778296103	43	03/26/09	06/25/09	$1,674 99	$1,564 39	$110 60
ROSS STORES INC	778296103	26	03/26/09	06/26/09	$1,003 30	$945 91	$57 39
ROSS STORES INC	778296103	91	03/26/09	06/26/09	$3,503 20	$3,310 68	$192 52
WYETH (WYE)	983024100	71	03/26/09	07/07/09	$3,204 22	$3,072 16	$132 06
WYETH (WYE)	983024100	27	03/26/09	07/07/09	$1,217 65	$1,168 29	$49 36
WYETH (WYE)	983024100	54	03/26/09	07/07/09	$2,437 99	$2,336 57	$101 42
WYETH (WYE)	983024100	28	03/26/09	07/08/09	$1,266 33	$1,211 56	$54 77
NOKIA CORP ADR-A SHS	654902204	120	03/26/09	07/16/09	$1,598 73	$1,466 39	$132 34
NOKIA CORP ADR-A SHS	654902204	140	03/26/09	07/16/09	$1,867 02	$1,710 78	$156 24
MCAFEE INC	579064106	30	03/26/09	07/29/09	$1,339 14	$1,008 90	$330 24
MCAFEE INC	579064106	110	03/26/09	07/30/09	$4,755 92	$3,699 29	$1,056 63
INTERNATIONAL BUSINESS MACHINES CORI	459200101	70	03/26/09	08/21/09	$8,379 42	$6,880 29	$1,499 13
QUALCOMM INC	747525103	230	03/26/09	08/21/09	$10,792 47	$9,055 08	$1,737 39
FIRST HORIZON NATL CORP	320517105	0 28	10/14/08	08/27/09	$3 74	$2 90	$0 84

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
COLGATE PALMOLIVE CO COM	194162103	36	03/26/09	08/28/09	$2,618 63	$2,124 00	$494 63
COLGATE PALMOLIVE CO COM	194162103	12	03/26/09	08/31/09	$871 42	$708 00	$163 42
COLGATE PALMOLIVE CO COM	194162103	23	03/26/09	08/31/09	$1,669 05	$1,357 00	$312 05
COLGATE PALMOLIVE CO COM	194162103	14	03/26/09	09/01/09	$1,008 58	$826 00	$182 58
COLGATE PALMOLIVE CO COM	194162103	19	03/26/09	09/01/09	$1,363 48	$1,121 00	$242 48
COLGATE PALMOLIVE CO COM	194162103	16	03/26/09	09/02/09	$1,146 64	$943 99	$202 65
KBR INC	48242W106	10	03/26/09	09/02/09	$216 70	$151 09	$65 61
KBR INC	48242W106	4	03/26/09	09/02/09	$86 74	$60 43	$26 31
KBR INC	48242W106	3	03/26/09	09/02/09	$65 07	$45 33	$19 74
KBR INC	48242W106	10	03/26/09	09/03/09	$216 92	$151 08	$65 84
KBR INC	48242W106	3	03/26/09	09/03/09	$65 26	$45 33	$19 93
KBR INC	48242W106	59	03/26/09	09/03/09	$1,274 16	$891 40	$382 76
QUALCOMM INC	747525103	80	03/26/09	09/03/09	$3,590 34	$3,149 59	$440 75
KBR INC	48242W106	111	03/26/09	09/04/09	$2,406 60	$1,677 04	$729 56
TAIWAN SEMICONDUCTOR ADR	874039100	0 7	03/26/09	09/09/09	$7 68	$6 34	$1 34
BEST BUY INC COM	086516101	180	03/26/09	09/11/09	$7,112 29	$6,844 82	$267 47
LORILLARD INC	544147101	19	03/26/09	10/05/09	$1,425 89	$1,207 26	$218 63
LORILLARD INC	544147101	58	03/26/09	10/05/09	$4,348 89	$3,685 32	$663 57
LORILLARD INC	544147101	5	03/26/09	10/06/09	$376 62	$317 70	$58 92
LORILLARD INC	544147101	28	03/26/09	10/06/09	$2,110 59	$1,779 12	$331 47
ST JUDE MEDICAL INC	790849103	88	03/26/09	10/07/09	$2,904 49	$3,270 95	$-366 46
ST JUDE MEDICAL INC	790849103	12	03/26/09	10/07/09	$396 41	$446 04	$-49 63
SCHERING-PLOUGH CORP COM	806605101	600	03/26/09	11/03/09	$6,300 00	$6,109 08	$190 92
TAIWAN SEMICONDUCTOR ADR	874039100	202	03/26/09	11/03/09	$1,907 76	$1,831 05	$76 71
TAIWAN SEMICONDUCTOR ADR	874039100	21	03/26/09	11/03/09	$198 78	$190 36	$8 42
BROADCOM CORP CL A	111320107	200	03/26/09	11/03/09	$5,179 43	$4,143 04	$1,036 39
TAIWAN SEMICONDUCTOR ADR	874039100	80	03/26/09	11/04/09	$770 53	$725 17	$45 36

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
TAIWAN SEMICONDUCTOR ADR	874039100	38	03/26/09	11/04/09	$365 91	$344 45	$21 46
XTO ENERGY INC	98385X106	20	03/26/09	11/11/09	$892 46	$671 80	$220 66
MERCK & CO INC	58933Y105	40	03/26/09	11/11/09	$1,339 65	$1,085 86	$253 79
HOSPIRA INC	441060100	20	03/26/09	11/11/09	$962 82	$600 40	$362 42
AMERIPRISE FINL INC	03076C106	10	03/26/09	11/11/09	$395 82	$212 63	$183 19
HESS CORP	42809H107	20	03/26/09	11/11/09	$1,172 21	$1,270 40	$-98 19
PHILIP MORRIS INTERNATIONAL	718172109	20	03/26/09	11/11/09	$994 17	$761 03	$233 14
TYCO INTERNATIONAL LTD	H89128104	30	03/26/09	11/11/09	$1,048 82	$615 58	$433 24
TIME WARNER INC	887317303	20	03/26/09	11/11/09	$636 02	$390 83	$245 19
VALE SA-SP ADR	91912E105	30	03/26/09	11/11/09	$854 13	$441 90	$412 23
ACCENTURE PLC IRELAND SHS CL A	G1151C101	10	03/26/09	11/11/09	$392 29	$316 10	$76 19
DREYFUS SELECT MANAGERS S/C VL-I	86271F677	256 25	04/20/09	11/11/09	$4,000 00	$3,003 20	$996 80
DREYFUS DIVERSIFIED INTL-I	261986632	1210 9	03/25/09	11/11/09	$12,000 00	$8,500 50	$3,499 50
BNY MELLON MID CAP STK FD CL M	05569M509	641 03	07/30/09	11/11/09	$6,000 00	$5,307 69	$692 31
J P MORGAN CHASE & CO	46625H100	30	03/26/09	11/11/09	$1,342 17	$842 09	$500 08
BANK AMER CORP	060505104	60	05/07/09	11/11/09	$987 02	$812 74	$174 28
CVS CORP	126650100	50	03/26/09	11/11/09	$1,505 52	$1,408 83	$96 69
DANAHER CORP COMMON	235851102	10	03/26/09	11/11/09	$726 71	$557 10	$169 61
CISCO SYS INC	17275R102	70	03/26/09	11/11/09	$1,676 47	$1,193 49	$482 98
EMC CORP(MASS) USD 0 01	268648102	40	07/29/09	11/11/09	$689 24	$613 74	$75 50
AMGEN INC	031162100	20	03/26/09	11/11/09	$1,089 80	$1,011 46	$78 34
APACHE CORPORATION COM	037411105	10	03/26/09	11/11/09	$1,010 93	$680 80	$330 13
ALLIANCE DATA SYS CORP	018581108	10	03/26/09	11/11/09	$609 92	$356 70	$253 22
GENERAL ELECTRIC CO	369604103	60	03/26/09	11/11/09	$947 99	$650 99	$297 00
AUTOLIV INC COM	052800109	20	06/10/09	11/11/09	$795 78	$628 25	$167 53
CIGNA CORP COM	125509109	10	06/19/09	11/11/09	$309 31	$249 56	$59 75
HOME DEPOT INC USD 0 05	437076102	40	08/28/09	11/11/09	$1,089 23	$1,108 87	$-19 64

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
MICROSOFT CORP COM	594918104	30	03/26/09	11/11/09	$874 78	$548 40	$326 38
COCA COLA ENTERPRISES INC COM	191219104	30	03/26/09	11/11/09	$605 71	$393 04	$212 67
CONOCOPHILLIPS	20825C104	20	03/26/09	11/11/09	$1,076 40	$797 60	$278 80
CHUBB CORPORATION COM	171232101	10	03/26/09	11/11/09	$509 09	$411 20	$97 89
E I DU PONT DE NEMOURS & CO COMM	263534109	10	04/14/09	11/11/09	$341 79	$268 08	$73 71
EXELON CORP	30161N101	20	03/26/09	11/11/09	$947 01	$902 20	$44 81
CUMMINS ENGINE INC	231021106	4	05/01/09	11/11/09	$189 78	$136 73	$53 05
CUMMINS ENGINE INC	231021106	16	05/01/09	11/11/09	$759 10	$546 20	$212 90
EXXON MOBIL CORP	30231G102	30	03/26/09	11/11/09	$2,194 17	$2,109 00	$85 17
HALLIBURTON COMPANY COM	406216101	20	03/26/09	11/11/09	$635 99	$350 80	$285 19
GILEAD SCIENCES INC	375558103	20	03/26/09	11/11/09	$947 41	$868 00	$79 41
ORACLE CORPORATION	68389X105	50	03/26/09	11/11/09	$1,094 55	$919 50	$175 05
HEWLETT PACKARD COMPANY	428236103	10	09/04/09	11/11/09	$499 21	$447 54	$51 67
HONEYWELL INTL INC	438516106	20	03/26/09	11/11/09	$780 38	$594 60	$185 78
PFIZER INC COM	717081103	6	07/08/09	11/11/09	$106 62	$88 55	$18 07
PFIZER INC COM	717081103	23	07/08/09	11/11/09	$408 71	$339 10	$69 61
PFIZER INC COM	717081103	61	07/08/09	11/11/09	$1,083 97	$898 60	$185 37
INTERNATIONAL BUSINESS MACHINES CORF	459200101	10	03/26/09	11/11/09	$1,268 32	$982 90	$285 42
JUNIPER NETWORKS INC	48203R104	20	03/26/09	11/11/09	$508 84	$323 80	$185 04
LIMITED INC	532716107	30	10/06/09	11/11/09	$566 45	$542 42	$24 03
MCKESSON CORPORATION	58155Q103	10	10/07/09	11/11/09	$643 80	$591 24	$52 56
MEDTRONIC INC	585055106	10	03/26/09	11/11/09	$398 29	$285 30	$112 99
MORGAN STANLEY DEAN WITTER & CO	617446448	20	05/21/09	11/11/09	$683 62	$563 03	$120 59
OMNICOM GROUP INC COM	681919106	10	03/26/09	11/11/09	$367 71	$245 30	$122 41
NORFOLK SOUTHERN CORP	655844108	10	11/04/09	11/11/09	$522 39	$498 48	$23 91
OCCIDENTAL PETROLEUM CORPORATION C	674599105	10	04/23/09	11/11/09	$839 02	$555 33	$283 69
PARKER HANNIFIN CORP	701094104	10	03/26/09	11/11/09	$565 57	$354 40	$211 17

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
NEWS CORP	65248E203	70	03/26/09	11/11/09	$1,034 21	$555 09	$479 12
PEPSICO INC	713448108	10	03/26/09	11/11/09	$625 88	$525 30	$100 58
FIRST HORIZON NATL CORP	320517105	29 69	03/26/09	11/11/09	$374 72	$306 97	$67 75
VERTEX PHARMACEUTICALS INC	92532F100	10	03/26/09	11/11/09	$414 63	$293 33	$121 30
PROCTER & GAMBLE CO COM	742718109	10	03/26/09	11/11/09	$620 18	$478 70	$141 48
STATE ST CORP COM	857477103	10	05/21/09	11/11/09	$433 67	$430 49	$3 18
RAYTHEON CO	755111507	10	03/26/09	11/11/09	$488 29	$394 94	$93 35
AT&T INC	00206R102	40	03/26/09	11/11/09	$1,059 62	$1,034 39	$25 23
SCHWAB CHARLES CORP NEW	808513105	20	03/26/09	11/11/09	$360 00	$315 80	$44 20
SEMPRA ENERGY	816851109	20	03/26/09	11/11/09	$1,058 09	$863 38	$194 71
THERMO ELECTRON CORP	883556102	20	11/06/09	11/11/09	$899 39	$897 29	$2 10
TARGET CORP	87612E106	20	06/01/09	11/11/09	$1,016 40	$831 37	$185 03
TEXTRON INCORPORATED COMMON	883203101	20	09/02/09	11/11/09	$416 43	$351 23	$65 20
WELLS FARGO & CO NEW	949746101	30	03/26/09	11/11/09	$869 38	$478 20	$391 18
WHIRLPOOL CORPORATION COM	963320106	10	08/28/09	11/11/09	$755 03	$659 31	$95 72
GILEAD SCIENCES INC	375558103	95	03/26/09	12/01/09	$4,402 28	$4,122 99	$279 29
GILEAD SCIENCES INC	375558103	35	03/26/09	12/02/09	$1,628 12	$1,519 00	$109 12
MERCK & CO INC	58933Y105	0 02	03/26/09	12/08/09	$0 73	$0 54	$0 19
STATE ST CORP COM	857477103	90	05/21/09	12/11/09	$3,609 40	$3,874 43	$-265 03
STATE ST CORP COM	857477103	70	05/21/09	12/11/09	$2,765 85	$3,013 44	$-247 59
AOL INC	00184X105	0 55	03/26/09	12/29/09	$12 58	$7 99	$4 59
Total short term gain/loss: Report on Form 1040, Schedule D, line 1, Column d, e and f					$758,054 60	$878,927 88	$-120,873 28

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
THERMO ELECTRON CORP	883556102	100	01/30/07	01/21/09	$3,595 30	$4,742 04	$-1,146 74
CHUBB CORPORATION COM	171232101	170	01/30/07	01/21/09	$7,175 44	$8,952 90	$-1,777 46
WELLS FARGO & CO NEW	949746101	120	07/11/05	01/21/09	$1,693 12	$3,696 00	$-2,002 88
GAP INC	364760108	300	11/20/07	01/21/09	$3,402 88	$6,013 65	$-2,610 77
JOHNSON & JOHNSON COM	478160104	130	11/09/07	01/21/09	$7,259 77	$8,457 05	$-1,197 28
WELLS FARGO & CO NEW	949746101	50	11/18/99	01/21/09	$705 47	$1,197 38	$-491 91
BANK AMER CORP	060505104	230	05/02/06	01/26/09	$1,530 41	$11,392 94	$-9,862 53
BANK AMER CORP	060505104	10	05/22/06	01/26/09	$66 54	$485 57	$-419 03
BANK AMER CORP	060505104	190	01/30/07	01/26/09	$1,264 25	$9,877 15	$-8,612 90
GAP INC	364760108	40	11/20/07	02/04/09	$439 62	$801 82	$-362 20
GAP INC	364760108	141	11/20/07	02/04/09	$1,563 21	$2,826 42	$-1,263 21
GAP INC	364760108	139	11/20/07	02/05/09	$1,520 31	$2,786 32	$-1,266 01
GAP INC	364760108	50	11/21/07	02/05/09	$546 87	$999 78	$-452 91
BANK AMER CORP	060505104	80	05/22/06	02/06/09	$490 45	$3,884 56	$-3,394 11
BANK AMER CORP	060505104	84 75	07/11/05	02/06/09	$519 57	$3,995 72	$-3,476 15
BANK AMER CORP	060505104	140 25	10/29/03	02/06/09	$859 82	$6,494 03	$-5,634 21
CONOCOPHILLIPS	20825C104	40	01/30/07	03/02/09	$1,431 59	$2,617 40	$-1,185 81
COCA COLA ENTERPRISES INC COM	191219104	30	06/20/07	03/02/09	$328 55	$702 90	$-374 35
WAL MART STORES INC	931142103	30	04/11/05	03/02/09	$1,457 99	$1,457 13	$0 86
XTO ENERGY INC	98385X106	30	07/11/05	03/02/09	$888 03	$876 00	$12 03
HONEYWELL INTL INC	438516106	20	01/14/04	03/02/09	$511 39	$719 84	$-208 45
SEMPRA ENERGY	816851109	30	02/27/07	03/02/09	$1,225 79	$1,852 14	$-626 35
PHILIP MORRIS INTERNATIONAL	718172109	30	01/30/07	03/02/09	$992 40	$1,377 50	$-385 10
HALLIBURTON COMPANY COM	406216101	20	01/30/07	03/02/09	$300 80	$586 82	$-286 02
EXELON CORP	30161N101	10	01/30/07	03/02/09	$467 90	$594 10	$-126 20

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
EXELON CORP	30161N101	20	08/03/01	03/02/09	$935 79	$582 09	$353 70
PEPSICO INC	713448108	20	07/11/05	03/02/09	$951 59	$1,074 40	$-122 81
ACCENTURE LTD CLASS A	G1150G111	20	02/27/08	03/02/09	$566 59	$734 19	$-167 60
TEXTRON INCORPORATED COMMON	883203101	20	03/23/06	03/02/09	$100 80	$940 78	$-839 98
HOSPIRA INC	441060100	20	06/01/07	03/02/09	$446 20	$813 48	$-367 28
ST JUDE MEDICAL INC	790849103	20	11/06/07	03/02/09	$642 19	$809 27	$-167 08
OMNICOM GROUP INC COM	681919106	20	01/30/07	03/02/09	$462 80	$1,045 66	$-582 86
PROCTER & GAMBLE CO COM	742718109	20	12/12/96	03/02/09	$949 99	$526 97	$423 02
MEDTRONIC INC	585055106	20	06/02/97	03/02/09	$565 59	$371 75	$193 84
MCAFEE INC	579064106	20	06/01/07	03/02/09	$538 40	$733 48	$-195 08
THERMO ELECTRON CORP	883556102	20	01/30/07	03/02/09	$697 19	$948 41	$-251 22
INTERNATIONAL BUSINESS MACHINES CORF	459200101	10	01/23/08	03/02/09	$903 99	$1,062 70	$-158 71
CHUBB CORPORATION COM	171232101	10	01/30/07	03/02/09	$389 30	$526 64	$-137 34
PRAXAIR INC	74005P104	10	07/11/05	03/02/09	$539 70	$482 20	$57 50
APACHE CORPORATION COM	037411105	10	01/30/07	03/02/09	$539 30	$729 32	$-190 02
ABBOTT LABORATORIES	002824100	10	12/19/03	03/02/09	$464 90	$435 64	$29 26
DANAHER CORP COMMON	235851102	10	03/11/05	03/02/09	$496 00	$544 95	$-48 95
GOLDMAN SACHS GROUP INC	38141G104	10	08/18/03	03/02/09	$866 49	$881 08	$-14 59
EMERSON ELECTRIC COMPANY	291011104	10	01/30/07	03/02/09	$253 50	$441 30	$-187 80
J P MORGAN CHASE & CO	46625H100	30	07/11/05	03/02/09	$646 50	$1,052 40	$-405 90
WELLS FARGO & CO NEW	949746101	30	11/18/99	03/02/09	$321 00	$718 43	$-397 43
EXXON MOBIL CORP	30231G102	40	09/14/00	03/02/09	$2,639 18	$1,707 15	$932 03
AT&T INC	00206R102	60	01/30/07	03/02/09	$1,396 79	$2,225 75	$-828 96
KBR INC	48242W106	40	01/30/07	03/02/09	$467 60	$737 91	$-270 31
MICROSOFT CORP COM	594918104	50	05/06/96	03/02/09	$797 99	$347 65	$450 34

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
CVS CORP	126650100	50	10/30/07	03/02/09	$1,243 49	$2,072 30	$-828 81
ORACLE CORPORATION	68389X105	60	01/30/07	03/02/09	$936 15	$1,030 06	$-93 91
PFIZER INC COM	717081103	80	07/11/05	03/02/09	$945 59	$2,160 80	$-1,215 21
SCHERING-PLOUGH CORP COM	806605101	70	01/30/07	03/02/09	$1,178 79	$1,743 86	$-565 07
CISCO SYS INC	17275R102	20	03/31/06	03/02/09	$290 60	$439 62	$-149 02
GENERAL ELECTRIC CO	369604103	70	08/30/94	03/02/09	$534 09	$581 35	$-47 26
GENERAL ELECTRIC CO	369604103	20	03/31/06	03/02/09	$152 60	$698 61	$-546 01
NEWS CORP	65248E203	100	11/06/07	03/02/09	$604 18	$2,244 95	$-1,640 77
BNY MELLON INTL FD CL M SHSS	05569M871	251 57	04/05/05	03/02/09	$1,589 92	$3,959 63	$-2,369 71
BNY MELLON INTL FD CL M SHSS	05569M871	539 57	03/03/06	03/02/09	$3,410 08	$8,892 18	$-5,482 10
COMPANHIA VALE DO RIO DOCE	204412209	40	05/10/06	03/02/09	$479 00	$576 41	$-97 41
INTERNATIONAL BUSINESS MACHINES CORF	459200101	190	01/23/08	03/03/09	$16,756 00	$20,191 30	$-3,435 30
ABBOTT LABORATORIES	002824100	170	12/19/03	03/03/09	$7,823 35	$7,405 79	$417 56
MCAFEE INC	579064106	100	05/31/07	03/03/09	$2,799 40	$3,663 35	$-863 95
MCAFEE INC	579064106	70	06/01/07	03/03/09	$1,959 58	$2,567 20	$-607 62
PRAXAIR INC	74005P104	30	02/04/05	03/03/09	$1,664 65	$1,323 25	$341 40
PRAXAIR INC	74005P104	90	02/07/05	03/03/09	$4,993 94	$4,029 25	$964 69
PRAXAIR INC	74005P104	50	02/08/05	03/03/09	$2,774 41	$2,237 18	$537 23
EMERSON ELECTRIC COMPANY	291011104	160	01/30/07	03/03/09	$4,060 78	$7,060 82	$-3,000 04
DANAHER CORP COMMON	235851102	10	03/11/05	03/03/09	$498 52	$544 95	$-46 43
DANAHER CORP COMMON	235851102	80	07/11/05	03/03/09	$3,988 19	$4,240 80	$-252 61
GOLDMAN SACHS GROUP INC	38141G104	20	08/18/03	03/03/09	$1,635 39	$1,762 17	$-126 78
BNY MELLON EMERGING MKTS FD CL M SHS	05569M855	2662 41	03/10/04	03/03/09	$13,072 43	$50,000 00	$-36,927 57
BNY MELLON EMERGING MKTS FD CL M SHS	05569M855	299 46	12/31/04	03/03/09	$1,470 35	$6,150 93	$-4,680 58
BNY MELLON EMERGING MKTS FD CL M SHS	05569M855	1473 25	12/22/06	03/03/09	$7,233 65	$30,437 37	$-23,203 72

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
BNY MELLON EMERGING MKTS FD CL M SHS	05569M855	1469 73	12/21/07	03/03/09	$7,216 37	$29,556 17	$-22,339 80
BNY MELLON INTL FD CL M SHSS	05569M871	6993 01	03/10/04	03/03/09	$43,986 02	$100,000 00	$-56,013 98
BNY MELLON INTL FD CL M SHSS	05569M871	701 42	04/05/05	03/03/09	$4,411 93	$11,040 37	$-6,628 44
BNY MELLON INTL FD CL M SHSS	05569M871	453 96	05/23/05	03/03/09	$2,855 41	$7,000 00	$-4,144 59
BNY MELLON INTL FD CL M SHSS	05569M871	6125 08	07/11/05	03/03/09	$38,526 74	$95,000 00	$-56,473 26
BNY MELLON INTL FD CL M SHSS	05569M871	1023 19	01/07/08	03/03/09	$6,435 86	$15,000 00	$-8,564 14
BNY MELLON MID CAP STK FD CL M	05569M509	492 61	08/07/07	03/03/09	$2,896 55	$7,000 00	$-4,103 45
BNY MELLON MID CAP STK FD CL M	05569M509	5450 58	11/24/04	03/03/09	$32,049 42	$75,000 00	$-42,950 58
BNY MELLON MID CAP STK FD CL M	05569M509	1882 53	04/05/05	03/03/09	$11,069 28	$25,000 00	$-13,930 72
BNY MELLON MID CAP STK FD CL M	05569M509	3658 33	07/11/05	03/03/09	$21,510 99	$53,228 73	$-31,717 74
BNY MELLON MID CAP STK FD CL M	05569M509	346 5	02/09/06	03/03/09	$2,037 42	$5,000 00	$-2,962 58
BNY MELLON MID CAP STK FD CL M	05569M509	1068 38	06/23/06	03/03/09	$6,282 08	$15,000 00	$-8,717 92
BNY MELLON MID CAP STK FD CL M	05569M509	1048 95	04/23/07	03/03/09	$6,167 83	$15,000 00	$-8,832 17
BNY MELLON MID CAP STK FD CL M	05569M509	1278 77	01/07/08	03/03/09	$7,519 17	$15,000 00	$-7,480 83
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	2620 85	11/24/04	03/03/09	$15,567 86	$45,000 00	$-29,432 14
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	366 75	05/23/05	03/03/09	$2,178 50	$6,000 00	$-3,821 50
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	1616 84	07/11/05	03/03/09	$9,604 03	$28,327 07	$-18,723 04
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	618 05	03/03/06	03/03/09	$3,671 22	$10,000 00	$-6,328 78
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	661 38	06/23/06	03/03/09	$3,928 60	$10,000 00	$-6,071 40
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	657 46	04/23/07	03/03/09	$3,905 31	$10,000 00	$-6,094 69
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	338 07	08/07/07	03/03/09	$2,008 14	$5,000 00	$-2,991 86
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	833 33	01/07/08	03/03/09	$4,949 98	$10,000 00	$-5,050 02
NEWS CORP	65248E203	120	10/29/03	03/03/09	$732 00	$2,141 99	$-1,409 99
NEWS CORP	65248E203	260	06/23/04	03/03/09	$1,585 99	$4,628 86	$-3,042 87
NEWS CORP	65248E203	350	07/11/05	03/03/09	$2,134 99	$5,992 00	$-3,857 01

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
NEWS CORP	65248E203	370	05/10/06	03/03/09	$2,256 99	$7,070 04	$-4,813 05
NEWS CORP	65248E203	100	11/06/07	03/03/09	$610 00	$2,244 95	$-1,634 95
CISCO SYS INC	17275R102	120	04/11/05	03/03/09	$1,736 39	$2,165 34	$-428 95
CISCO SYS INC	17275R102	400	08/19/98	03/03/09	$5,787 97	$2,533 33	$3,254 64
CISCO SYS INC	17275R102	30	07/11/05	03/03/09	$434 10	$583 20	$-149 10
CISCO SYS INC	17275R102	60	03/31/06	03/03/09	$868 19	$1,318 87	$-450 68
GENERAL ELECTRIC CO	369604103	580	09/28/94	03/03/09	$4,059 98	$4,717 35	$-657 37
GENERAL ELECTRIC CO	369604103	450	08/30/94	03/03/09	$3,149 98	$3,737 25	$-587 27
PFIZER INC COM	717081103	350	09/28/94	03/03/09	$4,154 48	$2,028 54	$2,125 94
PFIZER INC COM	717081103	324	03/05/99	03/03/09	$3,845 86	$7,900 89	$-4,055 03
PFIZER INC COM	717081103	230	07/11/05	03/03/09	$2,730 08	$6,212 30	$-3,482 22
PROCTER & GAMBLE CO COM	742718109	230	12/12/96	03/03/09	$10,795 77	$6,060 11	$4,735 66
EXXON MOBIL CORP	30231G102	360	09/14/00	03/03/09	$23,225 53	$15,364 33	$7,861 20
EXXON MOBIL CORP	30231G102	40	09/15/00	03/03/09	$2,580 61	$1,705 20	$875 41
EXXON MOBIL CORP	30231G102	50	03/19/04	03/03/09	$3,225 77	$2,097 06	$1,128 71
SCHERING-PLOUGH CORP COM	806605101	560	01/30/07	03/03/09	$9,307 15	$13,950 89	$-4,643 74
SCHERING-PLOUGH CORP COM	806605101	160	01/30/07	03/03/09	$2,659 18	$3,981 60	$-1,322 42
CVS CORP	126650100	50	04/24/07	03/03/09	$1,238 50	$1,836 50	$-598 00
CVS CORP	126650100	140	04/24/07	03/03/09	$3,467 79	$5,093 91	$-1,626 12
CVS CORP	126650100	320	04/25/07	03/03/09	$7,926 39	$11,705 02	$-3,778 63
CVS CORP	126650100	180	10/30/07	03/03/09	$4,458 59	$7,460 30	$-3,001 71
ORACLE CORPORATION	68389X105	660	01/30/07	03/03/09	$9,959 21	$11,330 61	$-1,371 40
AT&T INC	00206R102	340	01/30/07	03/03/09	$7,660 16	$12,612 61	$-4,952 45
AT&T INC	00206R102	310	01/30/07	03/03/09	$6,984 26	$11,459 15	$-4,474 89
J P MORGAN CHASE & CO	46625H100	120	11/18/02	03/03/09	$2,493 59	$2,635 60	$-142 01

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
J P MORGAN CHASE & CO	46625H100	100	11/19/02	03/03/09	$2,077 99	$2,185 81	$-107 82
J P MORGAN CHASE & CO	46625H100	110	11/19/02	03/03/09	$2,285 79	$2,411 30	$-125 51
J P MORGAN CHASE & CO	46625H100	37	07/11/05	03/03/09	$768 86	$1,297 96	$-529 10
MICROSOFT CORP COM	594918104	134	05/06/96	03/03/09	$2,142 65	$931 72	$1,210 93
MICROSOFT CORP COM	594918104	400	11/15/95	03/03/09	$6,395 96	$2,331 25	$4,064 71
COCA COLA ENTERPRISES INC COM	191219104	240	06/15/07	03/03/09	$2,519 99	$5,530 78	$-3,010 79
COCA COLA ENTERPRISES INC COM	191219104	10	06/18/07	03/03/09	$105 00	$230 18	$-125 18
COCA COLA ENTERPRISES INC COM	191219104	160	06/20/07	03/03/09	$1,679 99	$3,748 82	$-2,068 83
KBR INC	48242W106	285	01/30/07	03/03/09	$3,357 28	$5,257 57	$-1,900 29
COMPANHIA VALE DO RIO DOCE	204412209	440	05/10/06	03/03/09	$5,398 77	$6,340 45	$-941 68
WAL MART STORES INC	931142103	30	08/15/96	03/03/09	$1,421 39	$405 90	$1,015 49
WAL MART STORES INC	931142103	80	09/19/96	03/03/09	$3,790 38	$1,072 52	$2,717 86
WAL MART STORES INC	931142103	20	09/19/96	03/03/09	$947 59	$267 80	$679 79
WAL MART STORES INC	931142103	70	04/11/05	03/03/09	$3,316 58	$3,399 96	$-83 38
WAL MART STORES INC	931142103	210	11/20/07	03/03/09	$9,949 74	$9,498 45	$451 29
WELLS FARGO & CO NEW	949746101	340	11/18/99	03/03/09	$3,631 18	$8,142 22	$-4,511 04
WELLS FARGO & CO NEW	949746101	40	03/23/00	03/03/09	$427 20	$837 45	$-410 25
CONOCOPHILLIPS	20825C104	20	05/17/01	03/03/09	$708 87	$660 57	$48 30
CONOCOPHILLIPS	20825C104	60	05/17/01	03/03/09	$2,126 62	$1,965 77	$160 85
CONOCOPHILLIPS	20825C104	20	05/17/01	03/03/09	$708 87	$659 77	$49 10
CONOCOPHILLIPS	20825C104	120	09/04/03	03/03/09	$4,253 23	$3,422 51	$830 72
CONOCOPHILLIPS	20825C104	130	07/11/05	03/03/09	$4,607 67	$7,819 50	$-3,211 83
CONOCOPHILLIPS	20825C104	20	01/30/07	03/03/09	$708 87	$1,308 70	$-599 83
QUALCOMM INC	747525103	160	12/18/03	03/03/09	$5,377 57	$4,065 03	$1,312 54
XTO ENERGY INC	98385X106	165 83	06/08/04	03/03/09	$4,974 87	$2,567 97	$2,406 90

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
XTO ENERGY INC	98385X106	82 5	07/11/05	03/03/09	$2,474 99	$2,409 00	$65 99
XTO ENERGY INC	98385X106	115 67	06/09/04	03/03/09	$3,470 08	$1,784 24	$1,685 84
SEMPRA ENERGY	816851109	8	02/26/07	03/03/09	$309 93	$491 40	$-181 47
SEMPRA ENERGY	816851109	10	02/26/07	03/03/09	$387 41	$614 05	$-226 64
SEMPRA ENERGY	816851109	40	02/26/07	03/03/09	$1,549 66	$2,457 36	$-907 70
SEMPRA ENERGY	816851109	262	02/27/07	03/03/09	$10,150 24	$16,175 36	$-6,025 12
PHILIP MORRIS INTERNATIONAL	718172109	330	01/30/07	03/03/09	$10,734 84	$15,152 53	$-4,417 69
PEPSICO INC	713448108	187	04/05/99	03/03/09	$9,028 31	$5,148 46	$3,879 85
PEPSICO INC	713448108	100	07/11/05	03/03/09	$4,827 97	$5,372 00	$-544 03
EXELON CORP	30161N101	60	08/03/01	03/03/09	$2,693 44	$1,746 26	$947 18
EXELON CORP	30161N101	220	08/06/01	03/03/09	$9,875 94	$6,330 95	$3,544 99
HONEYWELL INTL INC	438516106	130	01/14/04	03/03/09	$3,217 48	$4,678 96	$-1,461 48
HONEYWELL INTL INC	438516106	150	07/11/05	03/03/09	$3,712 48	$5,364 00	$-1,651 52
HALLIBURTON COMPANY COM	406216101	279	01/30/07	03/03/09	$4,182 19	$8,186 14	$-4,003 95
OMNICOM GROUP INC COM	681919106	250	01/30/07	03/03/09	$5,728 72	$13,070 78	$-7,342 06
ACCENTURE LTD CLASS A	G1150G111	250	02/27/08	03/03/09	$6,885 46	$9,177 38	$-2,291 92
HESS CORP	42809H107	1	09/30/04	03/03/09	$51 68	$29 69	$21 99
HESS CORP	42809H107	180	09/29/04	03/03/09	$9,302 53	$5,284 83	$4,017 70
HOSPIRA INC	441060100	40	03/07/07	03/03/09	$896 80	$1,595 56	$-698 76
HOSPIRA INC	441060100	100	03/08/07	03/03/09	$2,241 99	$4,009 32	$-1,767 33
HOSPIRA INC	441060100	20	03/09/07	03/03/09	$448 40	$801 60	$-353 20
HOSPIRA INC	441060100	40	05/31/07	03/03/09	$896 80	$1,582 47	$-685 67
HOSPIRA INC	441060100	40	06/01/07	03/03/09	$896 80	$1,626 95	$-730 15
TEXTRON INCORPORATED COMMON	883203101	60	03/17/06	03/03/09	$263 65	$2,793 45	$-2,529 80
TEXTRON INCORPORATED COMMON	883203101	60	03/17/06	03/03/09	$263 65	$2,802 32	$-2,538 67

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
TEXTRON INCORPORATED COMMON	883203101	20	03/20/06	03/03/09	$87 88	$933 93	$-846 05
TEXTRON INCORPORATED COMMON	883203101	40	03/21/06	03/03/09	$175 77	$1,861 74	$-1,685 97
TEXTRON INCORPORATED COMMON	883203101	60	03/21/06	03/03/09	$263 65	$2,791 07	$-2,527 42
ST JUDE MEDICAL INC	790849103	50	11/06/07	03/03/09	$1,610 36	$2,023 16	$-412 80
ST JUDE MEDICAL INC	790849103	140	11/06/07	03/03/09	$4,509 01	$5,651 63	$-1,142 62
ST JUDE MEDICAL INC	790849103	40	11/06/07	03/03/09	$1,288 29	$1,607 86	$-319 57
MEDTRONIC INC	585055106	220	06/02/97	03/03/09	$5,917 97	$4,089 25	$1,828 72
TYCO INT'L LTD W/I	G9143X208	100	02/05/08	03/03/09	$1,919 99	$4,038 65	$-2,118 66
TYCO INT'L LTD W/I	G9143X208	60	02/06/08	03/03/09	$1,151 99	$2,464 07	$-1,312 08
THERMO ELECTRON CORP	883556102	70	01/30/07	03/03/09	$2,426 89	$3,319 43	$-892 54
THERMO ELECTRON CORP	883556102	130	03/07/07	03/03/09	$4,507 07	$5,899 14	$-1,392 07
CHUBB CORPORATION COM	171232101	90	01/30/07	03/03/09	$3,257 08	$4,739 77	$-1,482 69
CHUBB CORPORATION COM	171232101	40	11/21/07	03/03/09	$1,447 59	$2,082 70	$-635 11
CHUBB CORPORATION COM	171232101	70	11/21/07	03/03/09	$2,533 29	$3,647 64	$-1,114 35
APACHE CORPORATION COM	037411105	20	01/30/07	03/03/09	$1,066 12	$1,458 64	$-392 52
APACHE CORPORATION COM	037411105	170	01/30/07	03/03/09	$9,062 04	$12,356 59	$-3,294 55
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	1334 86	01/07/08	03/25/09	$16,498 85	$16,739 11	$-240 26
BNY MELLON BOND FD CL M	05569M830	1095 57	08/16/02	03/25/09	$13,694 63	$14,045 23	$-350 60
BNY MELLON BOND FD CL M	05569M830	1927 53	08/28/03	03/25/09	$24,094 13	$25,000 00	$-905 87
BNY MELLON BOND FD CL M	05569M830	1136 9	08/20/01	03/25/09	$14,211 25	$14,916 17	$-704 92
BNY MELLON INTERMEDIATE BOND FD CL M	05569M814	2305 92	11/12/03	03/25/09	$28,501 15	$30,000 00	$-1,498 85
CITIGROUP INC	172967CN9	25000	07/28/05	07/29/09	$25,000 00	$24,823 50	$176 50
GENERAL ELEC CAP CORP MEDIUM	36962GR48	50000	07/28/05	09/01/09	$50,000 00	$50,000 00	$0 00
JOHNSON & JOHNSON NOTES	478160AK0	20000	08/30/99	09/01/09	$20,000 00	$19,747 60	$252 40
FIRST HORIZON NATL CORP	320517105	0 44	10/14/08	10/29/09	$5 51	$4 59	$0 92

Long term gains and losses

This category includes all assets held more than 12 months

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
FIRST HORIZON NATL CORP	320517105	0 31	10/14/08	11/11/09	$3 91	$3 22	$0 69
Total long term gain/loss. Report on Form 1040, Schedule D, line 8 Column d, e, and f					$910,168 95	$1,475,884 74	$-565,715 79

COLE FOUNDATION

P.O. Box 878
One Charles Street
Wellsboro, PA 16901
(570) 723-1451

Upon receiving a request for an application for a Cole Foundation grant, this application will be mailed to the Applicant. Upon return of this application, it will be reviewed and acted upon by the Administrative Committee of the Foundation. The Administrative Committee typically meets in February and November of each year.

Instructions:

(1) All questions must be completed, if applicable.
(2) Application form must be returned to the above address.
(3) A copy of the Applicant's IRS Determination Letter, including Applicant's charitable status must be attached.
(4) If space provided is not sufficient, attach schedules.

APPLICATION FOR CHARITABLE FUNDS

TO: The ADMINISTRATIVE COMMITTEE of the COLE FOUNDATION

Date of Application: ______________________________

Application is hereby made to the COLE FOUNDATION for funds based upon the following information which the Applicant hereby represents is true and correct tot he best of its knowledge an information:

1. Legal or Official Name of Applicant: ______________________________

______________________________("Applicant")

2. Complete Address of Applicant: ______________________________

____

3. Applicant's Telephone Number: (____) ______________________________

4. Officers of Applicant:

Name and Position	Address	Telephone

5. IRS Identification Number for Charitable or Non-Profit Organizations:

___________________________ (Attach a copy of the IRS Determination Letter approving Applicant as a Section 501(c)(3) Charity).

6. Name and Address of Board of Directors of Applicant:

Name	Address

7. Concise Statement of Character or Purpose of Applicant, including any mission statement or goals of the Applicant. Summarize programs or services offered and number of individuals benefited by the programs and services of the Applicant:

____

____

____

____

____

____

8. Number of Years Applicant has been in existence: ________________________

9. Summarize your request for a Grant:

____

____

____

____

____

10. Grant Amount Requested: $____

11. Details of Grant:
    (a) Is this a Matching Grant? Yes ____ No ____
    (b) If this is a Matching Grant, Explain:

____

____

    (c) Has Applicant explored other sources of Money and if so, with whom and what amount?

____

____

    (d) Attach a detailed explanation, including budget, of the purpose for this Grant.
    (e) If a Grant is made, Applicant is required to report its result to the Foundation after project is completed.
    (f) How long is the Project expected to take? ________________________
    (g) Attach copies of Applicant's financial statements and IRS Form 990 for the three (3) fiscal years prior to the date hereof.

12. Has Applicant ever received monies from this Foundation? Yes ___ No ___
If Yes, complete the following:

Date Received	Purpose	Amount

13. Applicant's financial information:

(a) Gross Value of Applicant: ______________________________

(b) Annual Gross Income of Applicant: ________________________

(c) Total Debt of Applicant: ______________________________

(d) Name of Applicant's Accountant: _________________________

(e) Major Source of Income of Applicant: _____________________

(f) Number of Employees of Applicant: _______________________

Applicant will be notified of the action taken by the Administrative Committee. If a grant is awarded, you will be notified of the amount and the terms of your grant. The Administrative Committee reserves the right to determine how and in what manner the funds will be disbursed. Prior to any disbursement, the Foundation may require written evidence of completion of or substantial progress of the project, such as an invoice or an on-site inspection of the project. A final written report upon completion of the project may be required.

If the project is not completed or is terminated, notify the Foundation immediately. If an Applicant ceases to exist, and it possesses property purchased with Foundation money, the Foundation would expect to participate in the disposition of such property.

Applicant hereby agrees that it will furnish any and all information required by the Cole Foundation in connection with the aforesaid Grant and, if applicable, will allow representatives of the Cole Foundation to visit the premises involved with the Grant for inspection at any reasonable time.

Respectfully submitted,

____

(Type Legal/Official Name of Applicant)

By: _________________________________

(Signature and Title of Authorized Representative)

____

Attest