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Form **990-PF**Department of the Treasury
Internal Revenue Service (77)**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

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

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

WALTON R ETAL TRS WALTON FAM FND-AGY

Number and street (or P O box number if mail is not delivered to street address)

BNY Mellon, N A - P O Box 185

Room/suite

City or town, state, and ZIP code

Pittsburgh

PA

15230-0185

A Employer identification number

25-6568399

B Telephone number (see page 10 of the instructions)

(412)234-2332

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 ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end
of year (from Part II, col (c),
line 16) ▶ \$ 4,167,018J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see page 11 of the instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

- 1 Contributions, gifts, grants, etc., received (attach schedule)
- 2 Check ☒ if the foundation is not required to attach Sch B
- 3 Interest on savings and temporary cash investments
- 4 Dividends and interest from securities
- 5 a Gross rents
- b Net rental income or (loss) 0
- 6 a Net gain or (loss) from sale of assets not on line 10
- b Gross sales price for all assets on line 6a 3,541,787
- 7 Capital gain net income (from Part IV, line 2)
- 8 Net short-term capital gain
- 9 Income modifications
- 10 a Gross sales less returns and allowances 0
- b Less Cost of goods sold 0
- c Gross profit or (loss) (attach schedule)
- 11 Other income (attach schedule)
- 12 Total. Add lines 1 through 11

0

139,427

139,358

0

-324,380

576

-184,377

139,358

0

0

0

0

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0

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- 13 Compensation of officers, directors, trustees, etc
- 14 Other employee salaries and wages
- 15 Pension plans, employee benefits
- 16 a Legal fees (attach schedule)
- b Accounting fees (attach schedule)
- c Other professional fees (attach schedule)
- 17 Interest
- 18 Taxes (attach schedule) (see page 14 of the instructions)
- 19 Depreciation (attach schedule) and depletion
- 20 Occupancy
- 21 Travel, conferences, and meetings
- 22 Printing and publications
- 23 Other expenses (attach schedule)
- 24 Total operating and administrative expenses
Add lines 13 through 23
- 25 Contributions, gifts, grants paid
- 26 Total expenses and disbursements. Add lines 24 and 25

0

0

0

0

0

0

0

0

0

0

0

0

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0

0

0

0

- 27 Subtract line 26 from line 12
- a Excess of revenue over expenses and disbursements
- b Net investment income (if negative, enter -0-)
- c Adjusted net income (if negative, enter -0-)

-321,998

121,737

0

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form 990-PF (2009)

P NE 10

RECEIVED
MAY 17 2010SCANNED JUN 01 2010
Revenue

Operating and Administrative Expenses

Form 990-PF (2009) WALTON R ETAL TRS WALTON FAM FND-AGY

25-6568399

Page **2**

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			0	
	2	Savings and temporary cash investments		58,681	231,506	231,506
	3	Accounts receivable ☐ ----- 0				
		Less: allowance for doubtful accounts ☐ ----- 0		0	0	0
	4	Pledges receivable ☐ ----- 0				
		Less: allowance for doubtful accounts ☐ ----- 0		0	0	0
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ☐ ----- 0				
		Less: allowance for doubtful accounts ☐ ----- 0		0	0	0
	8	Inventories for sale or use			0	
	9	Prepaid expenses and deferred charges			0	
	10 a	Investments—U S. and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule)		0	0	0
	c	Investments—corporate bonds (attach schedule)		0	0	0
	11	Investments—land, buildings, and equipment basis ☐ ----- 0				
	Less: accumulated depreciation (attach schedule) ☐ ----- 0		0	0	0	
12	Investments—mortgage loans					
13	Investments—other (attach schedule)		4,531,395	4,036,572	3,935,512	
14	Land, buildings, and equipment basis ☐ ----- 0					
	Less: accumulated depreciation (attach schedule) ☐ ----- 0		0	0	0	
15	Other assets (describe ☐ -----)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		4,590,076	4,268,078	4,167,018	
Liabilities	17	Accounts payable and accrued expenses			0	
	18	Grants payable				
	19	Deferred revenue			0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ☐ -----)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds		4,590,076	4,268,078	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)		4,590,076	4,268,078		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		4,590,076	4,268,078		

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	4,590,076
2	Enter amount from Part I, line 27a	2	-321,998
3	Other increases not included in line 2 (itemize) ☐ -----	3	0
4	Add lines 1, 2, and 3	4	4,268,078
5	Decreases not included in line 2 (itemize) ☐ -----	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,268,078

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 0	0	0	0
b 0	0	0	0
c 0	0	0	0
d 0	0	0	0
e 0	0	0	0

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

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	-324,380
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	175,000	4,621,486	0.037867
2007	282,500	5,351,594	0.052788
2006	206,293	1,568,794	0.131498
2005	30,000	991,731	0.030250
2004	30,000	766,865	0.039120

2 Total of line 1, column (d)	2	0.291523
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	0.058305
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,580,640
5 Multiply line 4 by line 3	5	208,769
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,217
7 Add lines 5 and 6	7	209,986
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8	115,000

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	2,435	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	2,435	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	2,435	
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,800	
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	2,800	
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	365	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	0	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		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 ► BNY Mellon, N A	Telephone no ► (412)234-2332		
Located at ► P O Box 185 Pittsburgh PA		ZIP+4 ► 15230-0185		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 page 20 of the instructions)	2b	N/A
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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BNY Mellon, N.A. P O Box 185 Pittsburgh PA 15230-0185	SEE ATTACHED	15,887	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,519,761
b	Average of monthly cash balances	1b	115,407
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,635,168
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	3,635,168
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	54,528
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,580,640
6	Minimum investment return. Enter 5% of line 5	6	179,032

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	179,032
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,435
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,435
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	176,597
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	176,597
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	176,597

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	115,000
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	115,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	115,000

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				176,597
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	82,634			
d From 2007	19,218			
e From 2008	NONE			
f Total of lines 3a through e	101,852			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 115,000				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				115,000
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	61,597			61,597
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	40,255			
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 page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	40,255			
10 Analysis of line 9:				
a Excess from 2005	0			
b Excess from 2006	21,037			
c Excess from 2007	19,218			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the 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)**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed**b** 85% of line 2a**c** Qualifying distributions from Part XII, line 4 for each year listed**d** Amounts included in line 2c not used directly for active conduct of exempt activities**e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test—enter**(1)** Value of all assets**(2)** Value of assets qualifying under section 4942(j)(3)(B)(i)**b** "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed**c** "Support" alternative test—enter**(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**(2)** Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**(3)** Largest amount of support from an exempt organization**(4)** Gross investment income

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number of the person to whom applications should be addressed

LEN RICHARDS PITTSBURGH PA 15258 (412)234-5892

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

AVAILABLE UPON REQUEST

c Any submission deadlines

AVAILABLE UPON REQUEST

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

AVAILABLE UPON REQUEST

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____		0		0	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
f _____		0		0	0
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	139,427	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-324,380	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>FEDERAL REFUND</u>		0		576	0
b _____		0		0	0
c _____		0		0	0
d _____		0		0	0
e _____		0		0	0
12 Subtotal. Add columns (b), (d), and (e)		0		-184,377	0
13 Total. Add line 12, columns (b), (d), and (e)				13	-184,377

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

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

[illegible]

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

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

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

James M. Walter
Signature of officer or trustee

4/12/2010

Signature of officer or trustee

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

[Signature] CAN

Date _____

4/12/2010

Check if self-employed ☒

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

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

PRICEWATERHOUSECOOPERS LLP
600 Grant Street, Pittsburgh 15219

EIN ► 13-4008324

Phone no 412-355-6000

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improvements	Net Gain or Loss
									Gross Sales	Cost, Other Basis and Expenses	Cost or Other Basis of Sale and Cost of Improvements	Depreciation		
Long Term CG Distributions										3,541,787	3,866,167	0	-324,380	
Short Term CG Distributions										0	0	0	0	
Amount 554														
1	X	HONEYWELL INTL INC	438516106				1/14/2004		12/3/2009	1,986	1,800			
2	X	HONEYWELL INTL INC	438516106				1/14/2004		12/3/2009	397	360			
3	X	HESS CORP	42809H107				1/11/2005		12/3/2009	1,792	805			
4	X	HESS CORP	42809H107				9/30/2004		12/3/2009	1,433	714			
5	X	HESS CORP	42809H107				9/29/2004		12/3/2009	3,583	1,762			
6	X	HEINZ H J CO	423074103				3/2/2006		12/3/2009	363,606	313,530			
7	X	HARTFORD FINL SVCS GROU	416515104				2/13/2004		12/3/2009	495	1,311			
8	X	CISCO SYSTEMS INC	17275R102				4/11/2005		12/3/2009	2,152	1,624			
9	X	3M CO	88579Y101				9/27/2006		12/3/2009	5,438	5,226			
10	X	3M CO	88579Y101				9/26/2006		12/3/2009	2,330	2,239			
11	X	TEXTRON INC	883203101				5/10/2006		12/3/2009	818	1,957			
12	X	TEXTRON INC	883203101				3/23/2006		12/3/2009	409	941			
13	X	TEXTRON INC	883203101				3/21/2006		12/3/2009	409	930			
14	X	TEXTRON INC	883203101				3/21/2006		12/3/2009	409	931			
15	X	TEXTRON INC	883203101				3/20/2006		12/3/2009	409	934			
16	X	TEXTRON INC	883203101				3/17/2006		12/3/2009	409	934			
17	X	TEXTRON INC	883203101				3/17/2006		12/3/2009	409	931			
18	X	TEXAS INSTRUMENTS INC	882508104				9/15/2006		12/3/2009	3,930	4,793			
19	X	TARGET CORP	87612E106				4/27/2006		12/3/2009	1,850	2,138			
20	X	TARGET CORP	87612E106				4/26/2006		12/3/2009	3,237	3,721			
21	X	STATE STREET CORP	857477103				3/8/2005		12/3/2009	424	448			
22	X	STATE STREET CORP	857477103				1/11/2005		12/3/2009	848	962			
23	X	STATE STREET CORP	857477103				6/25/2004		12/3/2009	424	502			
24	X	STATE STREET CORP	857477103				6/24/2004		12/3/2009	1,272	1,502			
25	X	STATE STREET CORP	857477103				6/23/2004		12/3/2009	2,120	2,474			
26	X	SANOFI-AVENTIS ADR	80105N105				8/5/2005		12/3/2009	397	438			
27	X	SANOFI-AVENTIS ADR	80105N105				8/4/2005		12/3/2009	1,190	1,321			
28	X	SANOFI-AVENTIS ADR	80105N105				3/8/2005		12/3/2009	397	419			
29	X	SANOFI-AVENTIS ADR	80105N105				3/7/2005		12/3/2009	159	169			
30	X	SANOFI-AVENTIS ADR	80105N105				3/4/2005		12/3/2009	119	126			
31	X	SANOFI-AVENTIS ADR	80105N105				3/4/2005		12/3/2009	912	973			
32	X	SANOFI-AVENTIS ADR	80105N105				3/3/2005		12/3/2009	397	414			
33	X	SANOFI-AVENTIS ADR	80105N105				3/3/2005		12/3/2009	793	830			
34	X	QUALCOMM INC	747525103				3/8/2005		12/3/2009	895	734			
35	X	QUALCOMM INC	747525103				1/13/2005		12/3/2009	3,132	2,971			
36	X	QUALCOMM INC	747525103				1/11/2005		12/3/2009	895	857			
37	X	QUALCOMM INC	747525103				2/13/2004		12/3/2009	895	578			
38	X	QUALCOMM INC	747525103				12/18/2003		12/3/2009	4,474	2,552			
39	X	PROCTER & GAMBLE CO	742718109				3/8/2005		12/3/2009	1,263	1,071			
40	X	PROCTER & GAMBLE CO	742718109				2/13/2004		12/3/2009	3,158	2,557			
41	X	PROCTER & GAMBLE CO	742718109				10/10/2003		12/3/2009	1,263	955			
42	X	PROCTER & GAMBLE CO	742718109				8/6/2003		12/3/2009	1,263	886			
43	X	PROCTER & GAMBLE CO	742718109				2/4/2002		12/3/2009	2,526	1,650			
44	X	PROCTER & GAMBLE CO	742718109				2/1/2002		12/3/2009	1,263	821			
45	X	PROCTER & GAMBLE CO	742718109				2/1/2002		12/3/2009	2,526	1,646			
46	X	PRAXAIR INC	74005P104				3/8/2005		12/3/2009	1,655	955			
47	X	PRAXAIR INC	74005P104				2/8/2005		12/3/2009	2,482	1,342			
48	X	PRAXAIR INC	74005P104				2/7/2005		12/3/2009	4,964	2,686			
49	X	PRAXAIR INC	74005P104				2/4/2005		12/3/2009	1,655	882			
Securities										3,541,787	3,866,167	0	-324,380	
Other sales										0	0	0	0	

Long Term CG Distributions				Amount		Totals									
Short Term CG Distributions				554		Securities		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
						Other sales		3,541,787		3,866,167		-324,380			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improve-ments			
										Cost	Donated Value				
50	X	PFIZER INC	717081103			3/2/2006		12/3/2009	146,084	204,037		Depreciation			
51	X	PFIZER INC	717081103			3/8/2005		12/3/2009	934	1,348					
52	X	PFIZER INC	717081103			1/1/2005		12/3/2009	1,307	1,831					
53	X	PFIZER INC	717081103			2/13/2004		12/3/2009	1,121	2,239					
54	X	PFIZER INC	717081103			8/6/2003		12/3/2009	747	1,308					
55	X	PFIZER INC	717081103			7/23/2001		12/3/2009	1,046	1,636					
56	X	PFIZER INC	717081103			7/19/2001		12/3/2009	523	813					
57	X	PFIZER INC	717081103			11/10/1998		12/3/2009	3,735	359					
58	X	PEPSICO INC	713448108			2/9/2006		12/3/2009	1,264	1,153					
59	X	PEPSICO INC	713448108			3/8/2005		12/3/2009	1,264	1,078					
60	X	PEPSICO INC	713448108			1/11/2005		12/3/2009	1,264	1,069					
61	X	PEPSICO INC	713448108			2/13/2004		12/3/2009	1,264	1,006					
62	X	PEPSICO INC	713448108			8/11/2000		12/3/2009	5,182	2,549					
63	X	NORTEL NETWORKS CORP	656568508			7/25/2008		1/15/2009	2	0					
64	X	NIKE INC CLASS B	654106103			1/12/2006		12/3/2009	2,582	1,737					
65	X	NIKE INC CLASS B	654106103			10/20/2005		12/3/2009	3,874	2,502					
66	X	NIKE INC CLASS B	654106103			10/19/2005		12/3/2009	2,582	1,626					
67	X	NIKE INC CLASS B	654106103			10/18/2005		12/3/2009	2,582	1,630					
68	X	NEWS CORP INC	65248E203			5/10/2006		12/3/2009	2,527	3,439					
69	X	NEWS CORP INC	65248E203			3/8/2005		12/3/2009	421	536					
70	X	NEWS CORP INC	65248E203			1/11/2005		12/3/2009	842	1,069					
71	X	NEWS CORP INC	65248E203			6/23/2004		12/3/2009	1,685	2,136					
72	X	NEWS CORP INC	65248E203			2/13/2004		12/3/2009	562	782					
73	X	NEWS CORP INC	65248E203			10/30/2003		12/3/2009	562	715					
74	X	NEWS CORP INC	65248E203			10/29/2003		12/3/2009	842	1,071					
75	X	MICROSOFT CORPORATION	594918104			3/8/2005		12/3/2009	1,498	1,270					
76	X	MICROSOFT CORPORATION	594918104			1/11/2005		12/3/2009	2,696	2,408					
77	X	MICROSOFT CORPORATION	594918104			2/13/2004		12/3/2009	3,895	3,472					
78	X	MICROSOFT CORPORATION	594918104			8/6/2003		12/3/2009	1,798	1,564					
79	X	MICROSOFT CORPORATION	594918104			7/18/2003		12/3/2009	90	81					
80	X	MEDTRONIC INC	585055106			3/8/2005		12/3/2009	435	548					
81	X	MEDTRONIC INC	585055106			3/3/2005		12/3/2009	870	1,072					
82	X	MEDTRONIC INC	585055106			1/1/2005		12/3/2009	870	1,021					
83	X	MEDTRONIC INC	585055106			5/3/2004		12/3/2009	3,915	4,612					
84	X	MC DONALD'S CORPORATION	580135101			3/2/2006		12/3/2009	420,144	235,170					
85	X	MACY'S INC	55616P104			3/2/2006		12/3/2009	84,317	188,650					
86	X	MACY'S INC	55616P104			3/2/2006		12/3/2009	29,138	65,193					
87	X	MACY'S INC	55616P104			1/26/2006		12/3/2009	1,578	3,483					
88	X	MACY'S INC	55616P104			1/26/2006		12/3/2009	316	691					
89	X	MACY'S INC	55616P104			1/26/2006		12/3/2009	316	692					
90	X	MACY'S INC	55616P104			1/26/2006		12/3/2009	631	1,389					
91	X	LILLY ELI & CO	532457108			7/6/2005		12/3/2009	1,887	2,777					
92	X	LILLY ELI & CO	532457108			4/26/2005		12/3/2009	1,509	2,349					
93	X	LILLY ELI & CO	532457108			1/11/2005		12/3/2009	377	570					
94	X	LILLY ELI & CO	532457108			3/19/2004		12/3/2009	1,509	2,768					
95	X	LEGG MASON INC	524901105			10/11/2006		12/3/2009	291	891					
96	X	LEGG MASON INC	524901105			10/10/2006		12/3/2009	582	2,103					
97	X	LEGG MASON INC	524901105			9/27/2006		12/3/2009	873	3,008					
98	X	JOHNSON & JOHNSON	478160104			3/2/2006		12/3/2009	207,146	186,409					

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss	
									Amount			Basis and Expenses			
			Long Term CG Distributions	554											-324,380
			Short Term CG Distributions												0
Other sales															
Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)	Donated Value	Expense of Sale and Cost of Improvements	Depreciation	
99		X	JPMORGAN CHASE & CO	46625H100			3/8/2005		12/3/2009	842	741				
100		X	JPMORGAN CHASE & CO	46625H100			1/11/2005		12/3/2009	1,262	1,140				
101		X	JPMORGAN CHASE & CO	46625H100			2/13/2004		12/3/2009	2,104	2,010				
102		X	JPMORGAN CHASE & CO	46625H100			8/6/2003		12/3/2009	842	662				
103		X	JPMORGAN CHASE & CO	46625H100			11/19/2002		12/3/2009	1,262	658				
104		X	JPMORGAN CHASE & CO	46625H100			11/19/2002		12/3/2009	1,262	656				
105		X	JPMORGAN CHASE & CO	46625H100			11/18/2002		12/3/2009	1,262	660				
106		X	JPMORGAN CHASE & CO	46625H100			11/18/2002		12/3/2009	1,262	659				
107		X	HOST HOTELS & RESORTS INC	44107P104			12/22/2009		12/30/2009	3	3				
108		X	HOST HOTELS & RESORTS INC	44107P104			4/10/2006		12/3/2009	669	1,248				
109		X	HONEYWELL INTL INC	438516106			3/8/2005		12/3/2009	397	388				
110		X	HONEYWELL INTL INC	438516106			1/11/2005		12/3/2009	795	682				
111		X	HONEYWELL INTL INC	438516106			2/13/2004		12/3/2009	1,192	1,094				
112		X	HONEYWELL INTL INC	438516106			1/15/2004		12/3/2009	795	725				
113		X	NOBLE CORPORATION	H5833N103			3/8/2005		12/3/2009	804	583				
114		X	NOBLE CORPORATION	H5833N103			1/11/2005		12/3/2009	1,608	967				
115		X	NOBLE CORPORATION	H5833N103			9/28/2004		12/3/2009	6,433	3,665				
116		X	MARVELL TECH GROUP LTD	G5876H105			3/17/2006		12/3/2009	332	544				
117		X	MARVELL TECH GROUP LTD	G5876H105			3/17/2006		12/3/2009	996	1,633				
118		X	MARVELL TECH GROUP LTD	G5876H105			8/31/2005		12/3/2009	996	1,409				
119		X	MARVELL TECH GROUP LTD	G5876H105			8/30/2005		12/3/2009	996	1,403				
120		X	AMDOCS LTD	G02602103			1/11/2005		12/3/2009	564	505				
121		X	AMDOCS LTD	G02602103			1/7/2005		12/3/2009	1,129	1,032				
122		X	AMDOCS LTD	G02602103			1/7/2005		12/3/2009	282	258				
123		X	AMDOCS LTD	G02602103			1/6/2005		12/3/2009	1,693	1,555				
124		X	XTO ENERGY INC	98385X106			3/8/2005		12/3/2009	671	440				
125		X	XTO ENERGY INC	98385X106			1/11/2005		12/3/2009	1,397	669				
126		X	XTO ENERGY INC	98385X106			6/9/2004		12/3/2009	2,095	771				
127		X	XTO ENERGY INC	98385X106			6/8/2004		12/3/2009	4,890	1,807				
128		X	WELLS FARGO & COMPANY	949746101			3/8/2005		12/3/2009	1,096	1,216				
129		X	WELLS FARGO & COMPANY	949746101			1/11/2005		12/3/2009	1,096	1,239				
130		X	WELLS FARGO & COMPANY	949746101			2/13/2004		12/3/2009	1,644					

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss			
		554				3,541,787		3,866,167		-324,380			
				Other sales		0		0		0			
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improvements	Depreciation
										Cost	Donated Value		
148	X	UNITED TECHNOLOGIES CORP	913017109			11/10/2005		12/3/2009	678	526			
149	X	UNITED TECHNOLOGIES CORP	913017109			1/11/2005		12/3/2009	1,356	1,005			
150	X	UNITED TECHNOLOGIES CORP	913017109			8/11/2000		12/3/2009	5,422	2,437			
151	X	US BANCORP	902973304			3/8/2005		12/3/2009	475	596			
152	X	US BANCORP	902973304			1/11/2005		12/3/2009	950	1,217			
153	X	US BANCORP	902973304			2/13/2004		12/3/2009	1,425	1,662			
154	X	US BANCORP	902973304			8/6/2003		12/3/2009	475	469			
155	X	US BANCORP	902973304			4/25/2003		12/3/2009	712	660			
156	X	US BANCORP	902973304			4/24/2003		12/3/2009	237	222			
157	X	US BANCORP	902973304			4/24/2003		12/3/2009	475	445			
158	X	US BANCORP	902973304			4/23/2003		12/3/2009	475	449			
159	X	US BANCORP	902973304			4/23/2003		12/3/2009	475	449			
160	X	US BANCORP	902973304			4/21/2003		12/3/2009	950	866			
161	X	THE TRAVELERS COMPANIES	89417E109			3/8/2005		12/3/2009	1,038	763			
162	X	THE TRAVELERS COMPANIES	89417E109			1/11/2005		12/3/2009	1,038	750			
163	X	THE TRAVELERS COMPANIES	89417E109			6/25/2004		12/3/2009	1,558	1,241			
164	X	THE TRAVELERS COMPANIES	89417E109			6/24/2004		12/3/2009	2,077	1,640			
165	X	THE TRAVELERS COMPANIES	89417E109			6/23/2004		12/3/2009	2,596	2,031			
166	X	3M CO	88579Y101			3/2/2006		12/3/2009	275,928	260,699			
167	X	CISCO SYSTEMS INC	17275R102			3/8/2005		12/3/2009	717	551			
168	X	HARTFORD FINL SVCS GROU	416515104			8/11/2000		12/3/2009	1,237	3,287			
169	X	GOOGLE INC - CL A	38259P508			9/13/2006		12/3/2009	5,297	3,637			
170	X	GOOGLE INC - CL A	38259P508			7/5/2006		12/3/2009	9,417	6,706			
171	X	GOLDMAN SACHS GROUP IN	38141G104			1/11/2005		12/3/2009	1,665	1,044			
172	X	GOLDMAN SACHS GROUP IN	38141G104			2/13/2004		12/3/2009	1,665	1,059			
173	X	GOLDMAN SACHS GROUP IN	38141G104			1/14/2004		12/3/2009	1,665	977			
174	X	GOLDMAN SACHS GROUP IN	38141G104			8/18/2003		12/3/2009	4,995	2,643			
175	X	GENERAL ELECTRIC COMPA	369604103			3/2/2006		12/3/2009	20,063	40,604			
176	X	GENERAL ELECTRIC COMPA	369604103			3/2/2006		12/3/2009	171,957	348,014			
177	X	GENERAL ELECTRIC COMPA	369604103			3/2/2006		12/3/2009	9,465	19,156			
178	X	GENERAL ELECTRIC COMPA	369604103			1/31/2003		12/3/2009	324	462			
179	X	GENERAL ELECTRIC COMPA	369604103			6/15/1984		12/3/2009	2,912	400			
180	X	GENENTECH INC	368710406			7/7/2006		3/25/2009	950	861			
181	X	CONOCOPHILLIPS	20825C104			8/6/2003		12/3/2009	1,034	529			
182	X	CONOCOPHILLIPS	20825C104			5/18/2001		12/3/2009	1,034	671			
183	X	CONOCOPHILLIPS	20825C104			5/17/2001		12/3/2009	1,034	660			
184	X	CONOCOPHILLIPS	20825C104			5/17/2001		12/3/2009	1,034	655			
185	X	CONOCOPHILLIPS	20825C104			5/17/2001		12/3/2009	1,034	661			
186	X	COCA - COLA CO	191216100			2/9/2006		12/3/2009	2,884	2,069			
187	X	COCA - COLA CO	191216100			9/9/2005		12/3/2009	8,075	6,190			
188	X	CISCO SYSTEMS INC	17275R102			3/31/2006		12/3/2009	1,913	1,758			
189	X	CISCO SYSTEMS INC	17275R102			3/31/2006		12/3/2009	478	440			
190	X	CISCO SYSTEMS INC	17275R102			1/11/2005		12/3/2009	956	744			
191	X	CISCO SYSTEMS INC	17275R102			2/13/2004		12/3/2009	1,913	1,925			
192	X	CISCO SYSTEMS INC	17275R102			2/6/2004		12/3/2009	4,304	4,417			
193	X	CISCO SYSTEMS INC	17275R102			2/6/2004		12/3/2009	239	242			
194	X	CATERPILLAR INC	149123101			11/5/2004		12/3/2009	4,759	3,479			
195	X	CATERPILLAR INC	149123101			11/4/2004		12/3/2009	1,190	850			
196	X	CATERPILLAR INC	149123101			11/3/2004		12/3/2009	1,190	842			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals				Expense of Sale and Cost of Improvements	Net Gain or Loss	
									Gross Sales	Cost, Other Basis and Expenses	Cost, Other Basis and Expenses	Net Gain or Loss			
Long Term CG Distributions										3,541,787		3,866,167		-324,380	
Short Term CG Distributions										0		0		0	
Amount										554					
197	X	BANK OF AMERICA CORP	060505104				5/22/2006		2/19/2009	203	2,428				
198	X	BANK OF AMERICA CORP	060505104				5/2/2006		2/19/2009	406	4,953				
199	X	BANK OF AMERICA CORP	060505104				3/8/2005		2/19/2009	41	464				
200	X	BANK OF AMERICA CORP	060505104				1/11/2005		2/19/2009	60	739				
201	X	BANK OF AMERICA CORP	060505104				2/13/2004		2/19/2009	81	992				
202	X	BANK OF AMERICA CORP	060505104				10/29/2003		2/19/2009	244	2,704				
203	X	BNY MELLON SMALL CAP ST	05569M806				3/27/2009		12/3/2009	7	6				
204	X	BNY MELLON SMALL CAP ST	05569M806				12/3/2008		12/3/2009	336	282				
205	X	BNY MELLON SMALL CAP ST	05569M806				12/5/2007		12/3/2009	3,972	5,702				
206	X	BNY MELLON SMALL CAP ST	05569M806				12/6/2006		12/3/2009	3,219	5,178				
207	X	BNY MELLON SMALL CAP ST	05569M806				12/7/2005		12/3/2009	3,616	6,111				
208	X	BNY MELLON SMALL CAP ST	05569M806				2/13/2004		12/3/2009	15,480	26,844				
209	X	BP PLC SPONS ADR	055622104				3/2/2006		12/3/2009	228,054	262,177				
210	X	BP PLC SPONS ADR	055622104				3/2/2006		12/3/2009	23,118	26,577				
211	X	AVON PRODUCTS INC	054303102				4/3/2006		12/3/2009	1,432	1,247				
212	X	AVON PRODUCTS INC	054303102				4/3/2006		12/3/2009	1,432	1,249				
213	X	AVON PRODUCTS INC	054303102				3/31/2006		12/3/2009	2,507	2,183				
214	X	AVON PRODUCTS INC	054303102				3/31/2006		12/3/2009	358	311				
215	X	APPLE INC	037833100				7/24/2006		12/3/2009	3,945	1,227				
216	X	APPLE INC	037833100				7/24/2006		12/3/2009	3,945	1,219				
217	X	APPLE INC	037833100				7/24/2006		12/3/2009	3,945	1,219				
218	X	APPLE INC	037833100				2/9/2006		12/3/2009	7,889	2,741				
219	X	APPLE INC	037833100				1/6/2006		12/3/2009	9,862	3,811				
220	X	AMGEN INC	031162100				3/8/2005		12/3/2009	566	618				
221	X	AMGEN INC	031162100				1/11/2005		12/3/2009	1,132	1,280				
222	X	AMGEN INC	031162100				2/13/2004		12/3/2009	1,132	1,304				
223	X	AMGEN INC	031162100				8/6/2003		12/3/2009	566	665				
224	X	AMGEN INC	031162100				8/11/2000		12/3/2009	3,397	4,136				
225	X	AMERICAN INTERNATIONAL	026874784				3/2/2006		12/3/2009	7,811	337,264				
226	X	AMERICAN INTERNATIONAL	026874784				8/4/2005		12/3/2009	46	1,831				
227	X	AMERICAN INTERNATIONAL	026874784				3/24/2005		12/3/2009	46	1,708				
228	X	AMERICAN INTERNATIONAL	026874784				3/8/2005		12/3/2009	15	670				
229	X	AMERICAN INTERNATIONAL	026874784				1/11/2005		12/3/2009	31	1,342				
230	X	AMERICAN INTERNATIONAL	026874784				3/19/2004		12/3/2009	15	728				
231	X	AMERICAN INTERNATIONAL	026874784				2/13/2004		12/3/2009	28	1,348				
232	X	AMERICAN INTERNATIONAL	026874784				12/19/2003		12/3/2009	107	4,529				
233	X	AMERICAN INTERNATIONAL	026874784				2/13/2004		8/19/2009	15	899				
234	X	ALLERGAN INC	018490102				7/6/2006		12/3/2009	2,362	2,140				
235	X	ABBOTT LABORATORIES	002824100				3/2/2006		12/3/2009	384,637	307,399				
236	X	ABBOTT LABORATORIES	002824100				2/13/2004		12/3/2009	1,631	1,248				
237	X	GENENTECH INC	368710406				7/6/2006		3/25/2009	5,700	5,114				
238	X	FIRSTENERGY CORP	337932107				3/2/2006		12/3/2009	178,082	201,965				
239	X	EXXON MOBIL CORP	30231G102				3/2/2006		12/3/2009	431,464	345,946				
240	X	EXXON MOBIL CORP	30231G102				2/18/2005		12/3/2009	754	598				
241	X	EXXON MOBIL CORP	30231G102				1/11/2005		12/3/2009	3,772	2,504				
242	X	EXXON MOBIL CORP	30231G102				3/19/2004		12/3/2009	2,263	1,258				
243	X	EXXON MOBIL CORP	30231G102				2/13/2004		12/3/2009	5,280	2,943				
244	X	EXXON MOBIL CORP	30231G102				8/6/2003		12/3/2009	1,509	715				
245	X	EXXON MOBIL CORP	30231G102				9/15/2000		12/3/2009	1,509	853				

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals		Net Gain or Loss			
Long Term CG Distributions										Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions										3,541,787		3,866,167		-324,380	
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only)		Expense of Sale and Cost of Improvements	Depreciation		
										Cost	Donated Value				
246	X	EXXON MOBIL CORP	30231G102			9/14/2000		12/3/2009	11,315	6,402					
247	X	EXELON CORP	30161N101			8/6/2003		12/3/2009	999	586					
248	X	EXELON CORP	30161N101			8/6/2001		12/3/2009	2,998	1,727					
249	X	EXELON CORP	30161N101			8/3/2001		12/3/2009	2,998	1,746					
250	X	DANAHER CORP	235851102			3/14/2005		12/3/2009	4,669	3,559					
251	X	DANAHER CORP	235851102			3/11/2005		12/3/2009	359	273					
252	X	DANAHER CORP	235851102			3/11/2005		12/3/2009	718	545					
253	X	CORNING INC	219350105			3/31/2006		12/3/2009	178	270					
254	X	CORNING INC	219350105			3/31/2006		12/3/2009	1,067	1,623					
255	X	CORNING INC	219350105			8/31/2005		12/3/2009	1,600	1,795					
256	X	CORNING INC	219350105			8/31/2005		12/3/2009	178	199					
257	X	CORNING INC	219350105			8/30/2005		12/3/2009	1,778	1,974					
258	X	CONOCOPHILLIPS	20825C104			1/11/2005		12/3/2009	1,034	860					
259	X	CONOCOPHILLIPS	20825C104			9/4/2003		12/3/2009	2,068	1,141					

Line 11 (990-PF) - Other Income

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	2008 FEDERAL REFUND	576		
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		576	0	0

Line 16c (990-PF) - Other Fees

		16,186	16,186	0	0
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNY MELLON FEES	13,887	13,887		
2	MARY ANN GRECHEN	2,000	2,000		
3	TRAVEL EXPENSE	299	299		
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	1,422	1,422		
2	PY EXCISE TAX DUE	5,000			
3					
4					
5					
6					
7					
8					
9					
10					
		6,422	1,422	0	0

Line 23 (990-PF) - Other Expenses

		13	13	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	ADR FEES	13	13		
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	INVESTMENTS - OTHER		4,531,395	4,036,572	3,935,512
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		Totals		3,541,233		0		3,866,167		-324,934		0		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis					
	Kind(s) of Property Sold																
1	HONEYWELL INTL INC	438516106	Acquired	1/14/2004	12/3/2009	1,986	0	1,800	186			0	186			-324,934	
2	HONEYWELL INTL INC	438516106		1/14/2004	12/3/2009	397	0	360	37			0	37				
3	HESS CORP	42809H107		1/11/2005	12/3/2009	1,792	0	805	987			0	987				
4	HESS CORP	42809H107		9/30/2004	12/3/2009	1,433	0	714	719			0	719				
5	HESS CORP	42809H107		9/29/2004	12/3/2009	3,583	0	1,762	1,821			0	1,821				
6	HEINZ H J CO	423074103		3/2/2006	12/3/2009	363,606	0	313,530	50,076			0	50,076				
7	HARTFORD FINL SVCS GROUP INC	416515104		2/13/2004	12/3/2009	495	0	1,311	-816			0	-816				
8	CISCO SYSTEMS INC	17275R102		4/11/2005	12/3/2009	2,152	0	1,624	528			0	528				
9	3M CO	88579Y101		9/27/2006	12/3/2009	5,438	0	5,226	212			0	212				
10	3M CO	88579Y101		9/26/2006	12/3/2009	2,330	0	2,239	91			0	91				
11	TEXTRON INC	883203101		5/10/2006	12/3/2009	818	0	1,957	-1,139			0	-1,139				
12	TEXTRON INC	883203101		3/23/2006	12/3/2009	409	0	941	-532			0	-532				
13	TEXTRON INC	883203101		3/21/2006	12/3/2009	409	0	930	-521			0	-521				
14	TEXTRON INC	883203101		3/21/2006	12/3/2009	409	0	931	-522			0	-522				
15	TEXTRON INC	883203101		3/20/2006	12/3/2009	409	0	934	-525			0	-525				
16	TEXTRON INC	883203101		3/17/2006	12/3/2009	409	0	934	-525			0	-525				
17	TEXTRON INC	883203101		3/17/2006	12/3/2009	409	0	931	-522			0	-522				
18	TEXAS INSTRUMENTS INC	882508104		9/15/2006	12/3/2009	3,930	0	4,793	-863			0	-863				
19	TARGET CORP	87612E106		4/27/2006	12/3/2009	1,850	0	2,138	-288			0	-288				
20	TARGET CORP	87612E106		4/26/2006	12/3/2009	3,237	0	3,721	-484			0	-484				
21	STATE STREET CORP	857477103		3/8/2005	12/3/2009	424	0	448	-24			0	-24				
22	STATE STREET CORP	857477103		1/11/2005	12/3/2009	848	0	962	-114			0	-114				
23	STATE STREET CORP	857477103		6/25/2004	12/3/2009	424	0	502	-78			0	-78				
24	STATE STREET CORP	857477103		6/24/2004	12/3/2009	1,272	0	1,502	-230			0	-230				
25	STATE STREET CORP	857477103		6/23/2004	12/3/2009	2,120	0	2,474	-354			0	-354				
26	SANOFI-AVENTIS ADR	80105N105		8/5/2005	12/3/2009	397	0	438	-41			0	-41				
27	SANOFI-AVENTIS ADR	80105N105		8/4/2005	12/3/2009	1,190	0	1,321	-131			0	-131				
28	SANOFI-AVENTIS ADR	80105N105		3/8/2005	12/3/2009	397	0	419	-22			0	-22				
29	SANOFI-AVENTIS ADR	80105N105		3/7/2005	12/3/2009	159	0	169	-10			0	-10				
30	SANOFI-AVENTIS ADR	80105N105		3/4/2005	12/3/2009	119	0	126	-7			0	-7				
31	SANOFI-AVENTIS ADR	80105N105		3/4/2005	12/3/2009	912	0	973	-61			0	-61				
32	SANOFI-AVENTIS ADR	80105N105		3/3/2005	12/3/2009	397	0	414	-17			0	-17				
33	SANOFI-AVENTIS ADR	80105N105		3/3/2005	12/3/2009	793	0	830	-37			0	-37				
34	QUALCOMM INC	747525103		3/8/2005	12/3/2009	895	0	734	161			0	161				
35	QUALCOMM INC	747525103		1/13/2005	12/3/2009	3,132	0	2,971	161			0	161				
36	QUALCOMM INC	747525103		1/11/2005	12/3/2009	895	0	857	38			0	38				
37	QUALCOMM INC	747525103		2/13/2004	12/3/2009	895	0	578	317			0	317				
38	QUALCOMM INC	747525103		12/18/2003	12/3/2009	4,474	0	2,552	1,922			0	1,922				
39	PROCTER & GAMBLE CO	742718109		3/8/2005	12/3/2009	1,263	0	1,071	192			0	192				
40	PROCTER & GAMBLE CO	742718109		2/13/2004	12/3/2009	3,158	0	2,557	601			0	601				
41	PROCTER & GAMBLE CO	742718109		10/10/2003	12/3/2009	1,263	0	955	308			0	308				
42	PROCTER & GAMBLE CO	742718109		8/6/2003	12/3/2009	1,263	0	866	377			0	377				
43	PROCTER & GAMBLE CO	742718109		2/4/2002	12/3/2009	2,526	0	1,650	876			0	876				
44	PROCTER & GAMBLE CO	742718109		2/1/2002	12/3/2009	1,263	0	821	442			0	442				
45	PROCTER & GAMBLE CO	742718109		2/1/2002	12/3/2009	2,526	0	1,646	880			0	880				
46	PRAXAIR INC	74005P104		3/8/2005	12/3/2009	1,655	0	955	700			0	700				
47	PRAXAIR INC	74005P104		2/8/2005	12/3/2009	2,482	0	1,342	1,140			0	1,140				
48	PRAXAIR INC	74005P104		2/7/2005	12/3/2009	4,964	0	2,686	2,278			0	2,278				
49	PRAXAIR INC	74005P104		2/4/2005	12/3/2009	1,655	0	882	773			0	773				
50	PFIZER INC	717081103		3/2/2006	12/3/2009	146,084	0	204,037	-57,953			0	-57,953				
51	PFIZER INC	717081103		3/8/2005	12/3/2009	934	0	1,348	-414			0	-414				
52	PFIZER INC	717081103		1/11/2005	12/3/2009	1,307	0	1,831	-524			0	-524				
53	PFIZER INC	717081103		2/13/2004	12/3/2009	1,121	0	2,239	-1,118			0	-1,118				
54	PFIZER INC	717081103		8/6/2003	12/3/2009	747	0	1,308	-561			0	-561				
55	PFIZER INC	717081103		7/23/2001	12/3/2009	1,046	0	1,636	-590			0	-590				
56	PFIZER INC	717081103		7/19/2001	12/3/2009	523	0	813	-290			0	-290				
57	PFIZER INC	717081103		11/10/1998	12/3/2009	3,735	0	359	3,376			0	3,376				
58	PEPSICO INC	713448108		2/9/2006	12/3/2009	1,264	0	1,153	111			0	111				
59	PEPSICO INC	713448108		3/8/2005	12/3/2009	1,264	0	1,078	186			0	186				
60	PEPSICO INC	713448108		1/11/2005	12/3/2009	1,264	0	1,069	195			0	195				

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		Totals		3,541,233		0		3,866,167		-324,934		0		0		-324,934	
Short Term CG Distributions		CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses						
Kind(s) of Property Sold	61	PEPSICO INC	713448108		2/13/2004	12/3/2009	1,264	0	1,006	258		0	258						
	62	PEPSICO INC	713448108		8/11/2000	12/3/2009	5,182	0	2,549	2,633		0	2,633						
	63	NORTEL NETWORKS CORP	656588508		7/25/2008	1/15/2009	2	0	0	2			0	2					
	64	NIKE INC CLASS B	654106103		1/12/2006	12/3/2009	2,582	0	1,737	845			0	845					
	65	NIKE INC CLASS B	654106103		10/20/2005	12/3/2009	3,874	0	2,502	1,372			0	1,372					
	66	NIKE INC CLASS B	654106103		10/19/2005	12/3/2009	2,582	0	1,626	956			0	956					
	67	NIKE INC CLASS B	654106103		10/18/2005	12/3/2009	2,582	0	1,630	952			0	952					
	68	NEWS CORP INC	65248E203		5/10/2006	12/3/2009	2,527	0	3,439	-912			0	-912					
	69	NEWS CORP INC	65248E203		3/8/2005	12/3/2009	421	0	536	-115			0	-115					
	70	NEWS CORP INC	65248E203		1/11/2005	12/3/2009	842	0	1,069	-227			0	-227					
	71	NEWS CORP INC	65248E203		6/23/2004	12/3/2009	1,685	0	2,136	-451			0	-451					
	72	NEWS CORP INC	65248E203		2/13/2004	12/3/2009	562	0	782	-220			0	-220					
	73	NEWS CORP INC	65248E203		10/30/2003	12/3/2009	562	0	715	-153			0	-153					
	74	NEWS CORP INC	65248E203		10/29/2003	12/3/2009	842	0	1,071	-229			0	-229					
	75	MICROSOFT CORPORATION	594918104		3/8/2005	12/3/2009	1,498	0	1,270	228			0	228					
	76	MICROSOFT CORPORATION	594918104		1/11/2005	12/3/2009	2,696	0	2,408	288			0	288					
	77	MICROSOFT CORPORATION	594918104		2/13/2004	12/3/2009	3,895	0	3,472	423			0	423					
	78	MICROSOFT CORPORATION	594918104		8/6/2003	12/3/2009	1,798	0	1,564	234			0	234					
	79	MICROSOFT CORPORATION	594918104		7/18/2003	12/3/2009	90	0	81	9			0	9					
	80	MEDTRONIC INC	585055106		3/8/2005	12/3/2009	435	0	548	-113			0	-113					
81	MEDTRONIC INC	585055106		3/3/2005	12/3/2009	870	0	1,072	-202			0	-202						
82	MEDTRONIC INC	585055106		1/11/2005	12/3/2009	870	0	1,021	-151			0	-151						
83	MEDTRONIC INC	585055106		5/3/2004	12/3/2009	3,915	0	4,612	-697			0	-697						
84	MC DONALD'S CORPORATION	580135101		3/2/2006	12/3/2009	420,144	0	235,170	184,974			0	184,974						
85	MACY'S INC	55616P104		3/2/2006	12/3/2009	84,317	0	188,650	-104,333			0	-104,333						
86	MACY'S INC	55616P104		3/2/2006	12/3/2009	29,138	0	65,193	-36,055			0	-36,055						
87	MACY'S INC	55616P104		1/26/2006	12/3/2009	1,578	0	3,483	-1,905			0	-1,905						
88	MACY'S INC	55616P104		1/26/2006	12/3/2009	316	0	691	-375			0	-375						
89	MACY'S INC	55616P104		1/26/2006	12/3/2009	316	0	692	-376			0	-376						
90	MACY'S INC	55616P104		1/26/2006	12/3/2009	631	0	1,389	-758			0	-758						
91	LILLY ELI & CO	532457108		7/6/2005	12/3/2009	1,887	0	2,777	-890			0	-890						
92	LILLY ELI & CO	532457108		4/26/2005	12/3/2009	1,509	0	2,349	-840			0	-840						
93	LILLY ELI & CO	532457108		1/11/2005	12/3/2009	377	0	570	-193			0	-193						
94	LILLY ELI & CO	532457108		3/19/2004	12/3/2009	1,509	0	2,768	-1,259			0	-1,259						
95	LEGG MASON INC	524901105		10/11/2006	12/3/2009	291	0	891	-600			0	-600						
96	LEGG MASON INC	524901105		10/10/2006	12/3/2009	582	0	2,103	-1,521			0	-1,521						
97	LEGG MASON INC	524901105		9/27/2006	12/3/2009	873	0	3,008	-2,135			0	-2,135						
98	JOHNSON & JOHNSON	478160104		3/2/2006	12/3/2009	207,146	0	186,409	20,737			0	20,737						
99	JPMORGAN CHASE & CO	46625H100		3/8/2005	12/3/2009	842	0	741	101			0	101						
100	JPMORGAN CHASE & CO	46625H100		1/11/2005	12/3/2009	1,262	0	1,140	122			0	122						
101	JPMORGAN CHASE & CO	46625H100		2/13/2004	12/3/2009	2,104	0	2,010	94			0	94						
102	JPMORGAN CHASE & CO	46625H100		8/6/2003	12/3/2009	842	0	662	180			0	180						
103	JPMORGAN CHASE & CO	46625H100		11/19/2002	12/3/2009	1,262	0	658	604			0	604						
104	JPMORGAN CHASE & CO	46625H100		11/19/2002	12/3/2009	1,262	0	656	606			0	606						
105	JPMORGAN CHASE & CO	46625H100		11/18/2002	12/3/2009	1,262	0	660	602			0	602						
106	JPMORGAN CHASE & CO	46625H100		11/18/2002	12/3/2009	1,262	0	659	603			0	603						
107	HOST HOTELS & RESORTS INC	44107P104		12/22/2009	12/30/2009	3	0	3	0			0	0						
108	HOST HOTELS & RESORTS INC	44107P104		4/10/2006	12/3/2009	669	0	1,248	-579			0	-579						
109	HONEYWELL INTL INC	438516106		3/8/2005	12/3/2009	397	0	388	9			0	9						
110	HONEYWELL INTL INC	438516106		1/11/2005	12/3/2009	795	0	682	113			0	113						
111	HONEYWELL INTL INC	438516106		2/13/2004	12/3/2009	1,192	0	1,094	98			0	98						
112	HONEYWELL INTL INC	438516106		1/15/2004	12/3/2009	795	0	725	70			0	70						
113	NOBLE CORPORATION	H5833N103		3/8/2005	12/3/2009	804	0	583	221			0	221						
114	NOBLE CORPORATION	H5833N103		1/11/2005	12/3/2009	1,608	0	967	641			0	641						
115	NOBLE CORPORATION	H5833N103		9/28/2004	12/3/2009	6,433	0	3,665	2,768			0	2,768						
116	MARVELL TECH GROUP LTD	G5876H105		3/17/2006	12/3/2009	332	0	544	-212			0	-212						
117	MARVELL TECH GROUP LTD	G5876H105		3/17/2006	12/3/2009	996	0	1,633	-637			0	-637						
118	MARVELL TECH GROUP LTD	G5876H105		8/31/2005	12/3/2009	996	0	1,409	-413			0	-413						
119	MARVELL TECH GROUP LTD	G5876H105		8/30/2005	12/3/2009	996	0	1,403	-407			0	-407						
120	AMDOCS LTD	G02602103		1/11/2005	12/3/2009	564	0	505	59			0	59						

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Amount		Totals		3,541,233		0		3,866,167		-324,934		0		0		Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis							
181	CONOCOPHILLIPS	20825C104		8/6/2003	12/3/2009	1,034	0	529	505			0	505					-324,934	
182	CONOCOPHILLIPS	20825C104		5/18/2001	12/3/2009	1,034	0	671	363			0	363					363	
183	CONOCOPHILLIPS	20825C104		5/17/2001	12/3/2009	1,034	0	660	374			0	374					374	
184	CONOCOPHILLIPS	20825C104		5/17/2001	12/3/2009	1,034	0	655	379			0	379					379	
185	CONOCOPHILLIPS	20825C104		5/17/2001	12/3/2009	1,034	0	661	373			0	373					373	
186	COCA - COLA CO	191216100		2/9/2006	12/3/2009	2,884	0	2,069	815			0	815					815	
187	COCA - COLA CO	191216100		9/9/2005	12/3/2009	8,075	0	6,190	1,885			0	1,885					1,885	
188	CISCO SYSTEMS INC	17275R102		3/31/2006	12/3/2009	1,913	0	1,758	155			0	155					155	
189	CISCO SYSTEMS INC	17275R102		3/31/2006	12/3/2009	478	0	440	38			0	38					38	
190	CISCO SYSTEMS INC	17275R102		1/11/2005	12/3/2009	956	0	744	212			0	212					212	
191	CISCO SYSTEMS INC	17275R102		2/13/2004	12/3/2009	1,913	0	1,925	-12			0	-12					-12	
192	CISCO SYSTEMS INC	17275R102		2/6/2004	12/3/2009	4,304	0	4,417	-113			0	-113					-113	
193	CISCO SYSTEMS INC	17275R102		2/6/2004	12/3/2009	239	0	242	-3			0	-3					-3	
194	CATERPILLAR INC	149123101		11/5/2004	12/3/2009	4,759	0	3,479	1,280			0	1,280					1,280	
195	CATERPILLAR INC	149123101		11/4/2004	12/3/2009	1,190	0	850	340			0	340					340	
196	CATERPILLAR INC	149123101		11/3/2004	12/3/2009	1,190	0	842	348			0	348					348	
197	BANK OF AMERICA CORP	060505104		5/22/2006	2/19/2009	203	0	2,428	-2,225			0	-2,225					-2,225	
198	BANK OF AMERICA CORP	060505104		5/2/2006	2/19/2009	406	0	4,953	-4,547			0	-4,547					-4,547	
199	BANK OF AMERICA CORP	060505104		3/8/2005	2/19/2009	41	0	464	-423			0	-423					-423	
200	BANK OF AMERICA CORP	060505104		1/11/2005	2/19/2009	60	0	739	-679			0	-679					-679	
201	BANK OF AMERICA CORP	060505104		2/13/2004	2/19/2009	81	0	992	-911			0	-911					-911	
202	BANK OF AMERICA CORP	060505104		10/29/2003	2/19/2009	244	0	2,704	-2,460			0	-2,460					-2,460	
203	BNY MELLON SMALL CAP STK FD CL M	05569M806		3/27/2009	12/3/2009	7	0	6	1			0	1					1	
204	BNY MELLON SMALL CAP STK FD CL M	05569M806		12/3/2008	12/3/2009	336	0	282	54			0	54					54	
205	BNY MELLON SMALL CAP STK FD CL M	05569M806		12/5/2007	12/3/2009	3,972	0	5,702	-1,730			0	-1,730					-1,730	
206	BNY MELLON SMALL CAP STK FD CL M	05569M806		12/6/2006	12/3/2009	3,219	0	5,178	-1,959			0	-1,959					-1,959	
207	BNY MELLON SMALL CAP STK FD CL M	05569M806		12/7/2005	12/3/2009	3,616	0	6,111	-2,495			0	-2,495					-2,495	
208	BNY MELLON SMALL CAP STK FD CL M	05569M806		2/13/2004	12/3/2009	15,840	0	26,844	-11,364			0	-11,364					-11,364	
209	BP PLC SPONS ADR	055622104		3/2/2006	12/3/2009	228,054	0	262,177	-34,123			0	-34,123					-34,123	
210	BP PLC SPONS ADR	055622104		3/2/2006	12/3/2009	23,118	0	26,577	-3,459			0	-3,459					-3,459	
211	AVON PRODUCTS INC	054303102		4/3/2006	12/3/2009	1,432	0	1,247	185			0	185					185	
212	AVON PRODUCTS INC	054303102		4/3/2006	12/3/2009	1,432	0	1,249	183			0	183					183	
213	AVON PRODUCTS INC	054303102		3/31/2006	12/3/2009	2,507	0	2,183	324			0	324					324	
214	AVON PRODUCTS INC	054303102		3/31/2006	12/3/2009	358	0	311	47			0	47					47	
215	APPLE INC	037833100		7/24/2006	12/3/2009	3,945	0	1,227	2,718			0	2,718					2,718	
216	APPLE INC	037833100		7/24/2006	12/3/2009	3,945	0	1,219	2,726			0	2,726					2,726	
217	APPLE INC	037833100		7/24/2006	12/3/2009	3,945	0	1,219	2,726			0	2,726					2,726	
218	APPLE INC	037833100		2/9/2006	12/3/2009	7,889	0	2,741	5,148			0	5,148					5,148	
219	APPLE INC	037833100		1/6/2006	12/3/2009	9,862	0	3,811	6,051			0	6,051					6,051	
220	AMGEN INC	031162100		3/8/2005	12/3/2009	566	0	618	-52			0	-52					-52	
221	AMGEN INC	031162100		1/11/2005	12/3/2009	1,132	0	1,280	-148			0	-148					-148	
222	AMGEN INC	031162100		2/13/2004	12/3/2009	1,132	0	1,304	-172			0	-172					-172	
223	AMGEN INC	031162100		8/6/2003	12/3/2009	566	0	665	-99			0	-99					-99	
224	AMGEN INC	031162100		8/11/2000	12/3/2009	3,397	0	4,136	-739			0	-739					-739	
225	AMERICAN INTERNATIONAL GROUP	026874784		3/2/2006	12/3/2009	7,811	0	337,264	-329,453			0	-329,453					-329,453	
226	AMERICAN INTERNATIONAL GROUP	026874784		8/4/2005	12/3/2009	46	0	1,831	-1,785			0	-1,785					-1,785	
227	AMERICAN INTERNATIONAL GROUP	026874784		3/24/2005	12/3/2009	46	0	1,708	-1,662			0	-1,662					-1,662	
228	AMERICAN INTERNATIONAL GROUP	026874784		3/8/2005	12/3/2009	15	0	670	-655			0	-655					-655	
229	AMERICAN INTERNATIONAL GROUP	026874784		1/11/2005	12/3/2009	31	0	1,342	-1,311			0	-1,311					-1,311	
230	AMERICAN INTERNATIONAL GROUP	026874784		3/19/2004	12/3/2009	15	0	728	-713			0	-713					-713	
231	AMERICAN INTERNATIONAL GROUP	026874784		2/13/2004	12/3/2009	28	0	1,348	-1,320			0	-1,320					-1,320	
232	AMERICAN INTERNATIONAL GROUP	026874784		12/19/2003	12/3/2009	107	0	4,529	-4,422			0	-4,422					-4,422	
233	AMERICAN INTERNATIONAL GROUP	026874784		2/13/2004	8/19/2009	15	0	899	-884			0	-884					-884	
234	ALLERGAN INC	018490102		7/6/2006	12/3/2009	2,362	0	2,140	222			0	222					222	
235	ABBOTT LABORATORIES	002824100		3/2/2006	12/3/2009	384,637	0	307,399	77,238			0	77,238					77,238	
236	ABBOTT LABORATORIES	002824100		2/13/2004	12/3/2009	1,631	0	1,248	383			0	383					383	
237	GENENTECH INC	368710406		7/6/2006	3/25/2009	5,700	0	5,114	586			0	586					586	
238	FIRSTENERGY CORP	337932107		3/2/2006	12/3/2009	178,082	0	201,965	-23,883			0	-23,883					-23,883	
239	EXXON MOBIL CORP	30231G102		3/2/2006	12/3/2009	431,464	0	345,946	85,518			0	85,518					85,518	
240	EXXON MOBIL CORP	30231G102		2/18/2005	12/3/2009	754	0	598	156			0	156					156	

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		3,541,233		0		3,866,167		-324,934		0		0		-324,934	
Long Term CG Distributions		554																	
Short Term CG Distributions		0																	
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses						
241	EXXON MOBIL CORP	30231G102		1/11/2005	12/3/2009	3,772	0	2,504	1,268			0	1,268						
242	EXXON MOBIL CORP	30231G102		3/19/2004	12/3/2009	2,263	0	1,258	1,005			0	1,005						
243	EXXON MOBIL CORP	30231G102		2/13/2004	12/3/2009	5,280	0	2,943	2,337			0	2,337						
244	EXXON MOBIL CORP	30231G102		8/6/2003	12/3/2009	1,509	0	715	794			0	794						
245	EXXON MOBIL CORP	30231G102		9/15/2000	12/3/2009	1,509	0	853	656			0	656						
246	EXXON MOBIL CORP	30231G102		9/14/2000	12/3/2009	11,315	0	6,402	4,913			0	4,913						
247	EXELON CORP	30161N101		8/6/2003	12/3/2009	999	0	586	413			0	413						
248	EXELON CORP	30161N101		8/6/2001	12/3/2009	2,998	0	1,727	1,271			0	1,271						
249	EXELON CORP	30161N101		8/3/2001	12/3/2009	2,998	0	1,746	1,252			0	1,252						
250	DANAHER CORP	235851102		3/14/2005	12/3/2009	4,669	0	3,559	1,110			0	1,110						
251	DANAHER CORP	235851102		3/11/2005	12/3/2009	359	0	273	86			0	86						
252	DANAHER CORP	235851102		3/11/2005	12/3/2009	718	0	545	173			0	173						
253	CORNING INC	219350105		3/31/2006	12/3/2009	178	0	270	-92			0	-92						
254	CORNING INC	219350105		3/31/2006	12/3/2009	1,067	0	1,623	-556			0	-556						
255	CORNING INC	219350105		8/31/2005	12/3/2009	1,600	0	1,795	-195			0	-195						
256	CORNING INC	219350105		8/31/2005	12/3/2009	178	0	199	-21			0	-21						
257	CORNING INC	219350105		8/30/2005	12/3/2009	1,778	0	1,974	-196			0	-196						
258	CONOCOPHILLIPS	20825C104		1/11/2005	12/3/2009	1,034	0	860	174			0	174						
259	CONOCOPHILLIPS	20825C104		9/4/2003	12/3/2009	2,068	0	1,141	927			0	927						

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	P O Box	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	BNY Mellon, N A		P O Box 185		Pittsburgh	PA	15230-0185	SEE ATTACHE			15,887
2											
3											
4											
5											
6											
7											
8											
9											
10											

15,887

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	FEDERAL REFUND				576	
2						
3						
4						
5						
6						
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Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	2,800
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	2,800

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

1 NONE

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List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name CARNEGIE MUSEUMS OF PITTSBURGH				☐ Person	☐ Business
Street 4400 FORBES AVENUE					
City PITTSBURGH		State PA	Zip code 15213-4080	Foreign Country	
Relationship NONE		Foundation Status PUBLIC			
Purpose of grant/contribution OPERATIONAL					Amount 70,000

Name THE PITTSBURGH MUSKOKA FOUNDATION				☐ Person	☐ Business
Street ROOM 3902, WILLIAM PENN PLACE					
City PITTSBURGH		State PA	Zip code 15219	Foreign Country	
Relationship NONE		Foundation Status PUBLIC			
Purpose of grant/contribution OPERATIONAL					Amount 5,000

Name TANZANIA CHILDREN'S FUND				☐ Person	☐ Business
Street 45 EXCHANGE STREET					
City PORTLAND		State ME	Zip code 04101	Foreign Country	
Relationship NONE		Foundation Status PUBLIC			
Purpose of grant/contribution OPERATIONAL					Amount 30,000

Name YELLOWSTONE TO YUKON				☐ Person	☐ Business
Street P O BOX 157					
City BOZEMAN		State MT	Zip code 59771-0157	Foreign Country	
Relationship NONE		Foundation Status PUBLIC			
Purpose of grant/contribution OPERATIONAL					Amount 10,000

Name				☐ Person	☐ Business
Street					
City		State	Zip code	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution					Amount 0

Name				☐ Person	☐ Business
Street					
City		State	Zip code	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution					Amount 0

**Attachment to Form 990-PF Part VIII, Column (b) Title and average
hours per week devoted to position**

As Trustee, the Bank of New York Mellon provides administrative services such as acting as investment manager for the named organization. These services require numerous individual bank employees' involvement in the activities of the organization and thus cannot be quantified on an hourly basis. Therefore, the Trustee's fees are not based upon an hourly basis but are calculated based upon factors such as the market value of the account and in accordance with our agreement with the client.

TAX MARKET VALUE DETAIL REPORT FOR PFSO TO MOBIUS

ACCOUNT NO	ACCOUNT NAME	CUSIP ID	ASSET SHORT NAME	SHARES	MARKET VAL	FEDERAL TAX COST
10260502430	WALTON R ETAL T	05569M103	BNY MELLON LARGE CAP STK FD	242,232 20	1,809,474.53	1,751,355 47
10260502430	WALTON R ETAL T	05569M509	BNY MELLON MID CAP STK FD CL	13,938 66	132,974.82	174,684.33
10260502430	WALTON R ETAL T	05569M616	BNY MELLON MONEY MARKET FUND	231,506 33	231,506 33	231,506 33
10260502430	WALTON R ETAL T	05569M830	BNY MELLON BOND FD CL M	46,051 93	593,148.90	602,339.45
10260502430	WALTON R ETAL T	05569M855	BNY MELLON EMERGING MARKETS	20,492 93	208,823 02	262,500.78
10260502430	WALTON R ETAL T	05569M871	BNY MELLON INTERNATIONAL FD	15,817 62	164,977.81	234,462 40
10260502430	WALTON R ETAL T	256206103	DODGE & COX INTL STOCK FUND	5,087 20	162,027 42	162,187 52
10260502430	WALTON R ETAL T	293716106	ENTERPRISE GP HOLDINGS L P	1,000 00	38,970.00	36,596.80
10260502430	WALTON R ETAL T	44107P104	HOST HOTELS & RESORTS INC	1	11 67	10 46
10260502430	WALTON R ETAL T	559080106	MAGELLAN MIDSTREAM PARTNERS	1,000 00	43,330.00	40,840 00
10260502430	WALTON R ETAL T	712223106	DREYFUS MIDCAP INDEX	11,565 14	261,372 32	252,712 91
10260502430	WALTON R ETAL T	726503105	PLAINS ALL AMERICAN PIPELINE	1,000 00	52,850 00	50,736 50
10260502430	WALTON R ETAL T	86271F677	DREYFUS SELECT MANAGERS S/C	5,092 06	84,324.61	80,158.58
10260502430	WALTON R ETAL T	86271F768	DREYFUS PRE STRAT INTER ST-I	13,300 37	161,067 54	161,462.93
10260502430	WALTON R ETAL T	922031737	VANGUARD INFLAT PROTECTED-AD	4,022 69	99,159 51	101,727 27
10260502430	WALTON R ETAL T	922042858	VANGUARD EMERGING MARKETS ET	3,000 00	123,000 00	124,796 40
TOTAL FOR ACCT#10260502430				4,167,018 48	4,268,078.13	