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

COPY

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: The Peggy and Jack Baskin Foundation

Number and street (or P O box number if mail is not delivered to street address): P O Box 350 | Room/suite:

City or town, state and ZIP code: Aptos, California 95001

A Employer identification number: 26-0677825

B Telephone number (see page 10 of the instructions): 440-239-8900

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 foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) $ 1,223,315 62

J 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☑ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,440 20	38,440 20		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(48,769 64)			
	b Gross sales price for all assets on line 6a 142,606 59				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	(10,329 44)	38,440 20		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,319 08			
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	700 00			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	498 51			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	12,517 59			
	25 Contributions, gifts, grants paid	60,000 00			60,000 00
	26 **Total expenses and disbursements.** Add lines 24 and 25	72,517 59			60,000 00
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	(82,847 03)			
	b **Net investment income** (if negative, enter -0-)		38,440 20		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	39,527 05	22,542 67	22,542 67
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	190,287 03	172,083 32	177,691 30
	b Investments—corporate stock (attach schedule)	616,373 85	574,155 25	546,998 74
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	474,398 86	469,641 71	478,757 46
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,320,586 79	1,238,422 95	1,225,990 17
Liabilities	17 Accounts payable and accrued expenses	1,991 36	2,674 55	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	1,991 36	2,674 55	
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	1,318,595 43	1,235,748 40	
	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			
	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)	1,318,595 43	1,235,748 40	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,320,586 79	1,238,422 95	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,318,595 43
2 Enter amount from Part I, line 27a	2	(82,847 03)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,235,748 40
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,235,748 40

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 schedule			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	(48,769 64)
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	10,500 00	984,429 74	0 0107
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	0 0107
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 0107
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,083,685 91
5	Multiply line 4 by line 3	5	11,558 67
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	384 40
7	Add lines 5 and 6	7	11,943 08
8	Enter qualifying distributions from Part XII, line 4	8	60,000 00

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _______ (attach copy of 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	384 40
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3	Add lines 1 and 2		3	384 40
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	384 40
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 700 00		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	700 00
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	315 60
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** 315 60	**Refunded**	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		
	*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		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. $ ________ (2) On the 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		
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		
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		
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		
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		
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7		
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) California			
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		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		

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

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

Website address ▶ N/A

14 The books are in care of ▶ CTAC Telephone no ▶ 440-239-8900
Located at ▶ Plaza South Two, 7261 Engle Road, Suite 202, Cleveland, Ohio 44130 ZIP+4 ▶ 44130

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 and exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☐ No			
b	If any answer is "Yes" to 1a(1)—(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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		✓
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		
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		✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		✓

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

5a During the year did the foundation pay or incur any amount to.			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b If any answer is "Yes" to 5a(1)—(5), did **any** of the transactions fail to qualify under the exceptions described Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		✓
Organizations relying on a current notice regarding disaster assistance check here ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d).*			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	6b		✓
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Peggy Downes Baskin P O Box 350, Aptos, California 95001	President			
Bob Ridino P O Box 350, Aptos, California 95001	Treasurer			

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

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

Total number of other employees paid over $50,000

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes·		
a	Average monthly fair market value of securities	1a	1,076,788 32
b	Average of monthly cash balances	1b	23,400 43
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,100,188 74
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	1,100,188 74
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	16,502 83
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,083,685 91
6	**Minimum investment return.** Enter 5% of line 5	6	54,184 30

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	54,184 30
2a	Tax on investment income for 2009 from Part VI, line 5	2a	384 40		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	384 40
3	Distributable amount before adjustments Subtract line 2c from line 1			3	53,799 89
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	53,799 89
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	53,799 89

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	60,000 00
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	60,000 00
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	60,000 00

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				53,799 89
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			38,096 95	
b Total for prior years: 20 ___ ,20 ___ ,20 ___				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4. $ 60,000 00				
a Applied to 2008, but not more than line 2a			38,096 95	
b Applied to undistributed income of prior years (Election required--see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required--see page 26 of the instructions)				
d Applied to 2009 distributable amount				21,903 05
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				0 00
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0 00	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				31,896 84
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 to line 5 of line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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 ⅔ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 27 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))

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

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.

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*				
CEO Women		501(c)(3)	General	10,000 00
Santa Cruz Foundation		501(c)(3)	General	20,000 00
Hartnell College		501(c)(3)	General	10,000 00
Cabrillo College		501(c)(3)	General	10,000 00
Monterey Peninsula College		501(c)(3)	General	10,000 00
Total 3a				60,000 00
b *Approved for future payment*				
Total 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	38,440 20	
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	(48,769 64)	
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)				(10,329 44)	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 (10,329 44)

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

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

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

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)		✓
(2) Other assets	1a(2)		✓
b Other transactions.			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
(3) Rental of facilities, equipment, or other assets	1b(3)		✓
(4) Reimbursement arrangements	1b(4)		✓
(5) Loans or loan guarantees	1b(5)		✓
(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

Signature of officer or trustee: [signature] Date: 9/20/10 Title:

Paid Preparer's Use Only

Preparer's signature [signature]	Date August 10, 2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) 292-76-6706
Firm's name (or yours if self-employed), address, and ZIP code	Charitable Trust Administration Company, 6801 Engle Road, Suite L, Cleveland, Ohio 44130	EIN 34-1817981; Phone no (440) 239-8900

2009 Form 990-PF Supplementary Statements

Form 990-PF Part I, Line 16c, Column a

Date	Description of Other professional fees	Amount
January 23, 2009	Money management fees	237 21
January 23, 2009	Money management fees	700 31
January 23, 2009	Money management fees	256 00
January 23, 2009	Money management fees	644 16
January 23, 2009	Money management fees	196 85
March 27, 2009	Q1 Administration Fee	643 53
April 23, 2009	Money management fees	205 41
April 23, 2009	Money management fees	634 28
April 23, 2009	Money management fees	233 48
April 23, 2009	Money management fees	651 96
April 23, 2009	Money management fees	183 14
June 25, 2009	Q2 Administration Fee	603 35
July 24, 2009	Money management fees	288 71
July 24, 2009	Money management fees	747 09
July 24, 2009	Money management fees	269 86
July 24, 2009	Money management fees	687 48
July 24, 2009	Money management fees	240 41
September 23, 2009	Q3 Administration Fee	686 26
October 23, 2009	Money management fees	304 44
October 23, 2009	Money management fees	383 44
October 23, 2009	Money management fees	863 69
October 23, 2009	Money management fees	632 94
October 23, 2009	Money management fees	283 67
December 7, 2009	Q4 Administration Fee	741 41
Total (Part I, Line 16c, Column a)		**$11,319.08**

Form 990-PF Part I, Line 23, Column a

Date	Description of Other expenses	Amount
Various	Foreign tax	253 37
Various	Miscellaneous expense	245 14
Total (Part I, Line 23, Column a)		**$498.51**

Form 990PF Part II, Line 10a, Columns b and c

Government Bonds	End of year Book Value	End of year FMV
82-FHLMC 6 000% 10/01/38	11,946 48	12,658 72
82-FNMA 5 000% 06/01/35	38,649 45	40,538 95
82-FNMA 6 000% 05/01/38	30,554 96	32,228 61
82-FNMA 6 000% 07/01/38	5,529 84	5,710 02
82-FNMA 6 000% 08/01/38	7,186 35	7,363 87
82-FNMA 6 000% 09/01/38	1,452 60	1,505 42

82-FNMA 6 000% 10/01/38	18,783 41	19,468 77
82-USTN 2 375% 04/15/11	21,839 59	22,425 22
82-USTN 3 000% 07/15/12	22,141 56	21,975 19
82-USTN 4 000% 2/15/15	13,999 08	13,816 53
Total (Form 990PF Part II, Line 10a, Columns b and c)	**$172,083.32**	**$177,691.30**

Form 990PF Part II, Line 10b, Columns b and c

Stocks	End of year Book Value	End of year FMV
79-AIOI Ins	565 23	577 50
79-Alcatel-Lucent	721 51	1,128 80
79-Alpine Electronics	1,094 04	1,025 00
79-Argo Group Intl	1,067 70	874 20
79-Arvinmeritor	1,526 40	1,341 60
79-Bank of Amer	478 82	271 08
79-Biovail Corp	942 40	1,116 80
79-Black & Decker Corp	1,227 37	2,269 05
79-Borg Warner Inc	894 64	996 60
79-Brasil Telecom SA Repstg	1,112 66	1,223 46
79-Brasil Telecom SA Spon	273 82	383 76
79-Braskem SA	1,504 80	1,476 90
79-Briggs & Stratton	1,433 40	1,496 80
79-Chaoda Modern Agriculture Holdings	1,289 80	2,140 00
79-Clariant AG	494 37	690 00
79-Companhia De Saneamento Basico Do	855 76	1,173 60
79-Debenhams	855 00	956 08
79-DR Horton Inc	419 00	543 50
79-Eqstra Holdings	0 00	143 36
79-Fifth Third Bancorp	941 40	877 50
79-First Pac Co	1,580 17	1,436 79
79-Fortune Brands	451 99	864 00
79-Gallagher Arthur J & Co	1,001 59	1,125 50
79-H Lundbeck A/S	1,444 74	1,260 00
79-Hachijuni Bank	641 00	580 05
79-Heidelberger Druckmaschienen	1,436 58	450 00
79-Home Retail Group	796 63	866 59
79-Huhtamaki Oyj	300 46	417 51
79-Huntsman	761 40	1,016 10
79-Idemitsu Kosan Co	780 51	580 04
79-Intl Flavors & Frgrncs	582 87	822 80
79-Italcementi Fabbriche Riunite	844 50	560 00
79-Italcementi Spa	354 07	405 00
79-Italmobiliare Spa	910 52	620 00
79-ITV Plc	1,536 83	1,073 15

79-KB Home	826 11	547 20
79-KeyCorp	469 75	222 00
79-King Pharmaceuticals	1,156 80	1,717 80
79-KingFisher Plc	417 82	739 60
79-LaGardere Sca Euro	967 63	1,222 83
79-Lennar	567 00	383 10
79-Lennar CL B	423 05	393 60
79-Magna Intl Inc	851 08	1,011 60
79-Magyar Telekom Telecommunications	982 40	764 00
79-Makhteshim-Agin Inds Ltd	1,225 52	1,146 84
79-Makita Corp	669 64	1,057 20
79-Marchall & Ilsley Corp	372 11	327 00
79-Masco Corp	1,112 14	1,657 20
79-Micron Technology	1,198 00	2,112 00
79-M-Real Corp	1,478 84	945 00
79-Norske Skogsindustriers	1,055 91	465 00
79-Old Republic Intl Corp	1,441 96	1,204 80
79-Panalpina Welttransport	2,101 24	1,890 00
79-Paperlinx	1,020 00	230 24
79-Pirelli & C STA	978 81	621 50
79-Plute Homes	1,079 52	590 00
79-Premier Foods	2,511 33	1,382 40
79-Promise	1,008 00	266 21
79-Regions Financial	241 50	370 30
79-Sara Lee Corp	1,296 24	1,827 00
79-Seiko Epson Corp	1,067 94	1,205 25
79-SNS Reaal N V	494 74	547 47
79-Sports Direct Intl	1,017 61	725 42
79-SunTrust Banks	337 80	405 80
79-Supervalu Inc	2,124 26	2,033 60
79-Symris AG	384 22	636 00
79-Teijin Ltd	917 87	966 75
79-Telecom Corp	1,214 12	1,258 60
79-Tenet Healthcare	737 10	700 70
79-Tesoro	1,050 63	1,084 00
79-Tim Participacoes SA	1,084 13	1,188 40
79-Tomkins	917 85	1,249 00
79-Unipol Spa CIA	1,048 73	1,014 00
79-Unts Grafton Group	782 10	674 88
79-USG Corp	1,050 70	1,124 00
79-Valeo SA	1,542 99	1,407 76
79-Virtus Invt Partners	0 00	111 30
79-Vivo Participacoes SA	518 52	930 00

79-Weiqiao Textile	1,095 25	670 00
79-Whirlpool	867 90	806 60
79-Willis Group Holdings	1,312 98	1,319 00
79-Wolseley	1,201 01	1,047 28
79-Xerox Corp	418 50	761 40
80-3M Company	2,111 81	2,232 09
80-Abbott Labs	1,519 35	2,645 51
80-Acorda Therapeutics Inc	433 16	428 40
80-Acxiom	172 35	201 45
80-ADC Telecommunications	168 28	86 94
80-Adobe Systems	1,938 22	1,250 52
80-Adtran Inc	167 40	202 95
80-Advance Auto Parts	374 68	485 76
80-Advanced Energy Industries	173 16	196 04
80-Aeropostale Inc	169 90	170 25
80-Aes Corp	1,130 84	918 39
80-Aetna	1,237 14	919 30
80-Affiliated Computers	711 90	835 66
80-Affymetrix	156 42	52 56
80-Aflac Inc	1,672 25	1,202 50
80-Agco Corp	908 10	485 10
80-Airgas	720 14	761 60
80-Alberto Culver	319 88	351 48
80-Alcoa Inc	1,877 20	838 24
80-Allied Worlds Assurn Holdings	656 18	737 12
80-Allos Therapeutics	175 50	177 66
80-Alpha Natural Resources	1,095 14	650 70
80-Amazon com	257 66	672 60
80-Ambac Financial Group	169 94	24 07
80-Amer Electric Power	1,110 75	939 33
80-Amer Express	1,854 25	1,823 40
80-American Capital Ltd	137 20	119 56
80-American Financial Group	751 10	723 55
80-American Intl Group	4,100 24	269 82
80-American Tower	1,086 68	1,209 88
80-Americredit	163 68	304 64
80-Amerisourcebergen	616 65	782 10
80-Amgen	1,494 32	2,036 52
80-Amn Healthcare Services	175 67	99 66
80-Amtrust Financial Services	460 69	330 96
80-Anadarko Petroleum	569 85	936 30
80-Analog Devices	935 04	1,010 56
80-Analogic Corp	197 88	115 53

80-Annaly Capital Management	522 12	659 30
80-AnnTaylor Stores	291 10	272 80
80-Aon Corp	834 72	805 14
80-Apache	1,788 60	1,547 55
80-Apple	3,720 08	5,479 03
80-Applied Materials	441 77	515 78
80-Arch Coal	1,269 25	645 25
80-Archer Daniels Midland	1,571 39	1,158 47
80-Art Technology Group	137 16	162 36
80-Ascent Media Corp	827 84	791 43
80-Ashfod Hospitality Trust Reits	315 51	644 96
80-Atlas Energy	1,079 44	723 36
80-Autodesk	763 44	609 84
80-Automatic Data Processing	197 25	214 10
80-AVX Corp	177 24	177 38
80-Balchem	184 16	268 08
80-Baldor Electric	166 74	168 54
80-Bank of America	7,267 56	3,403 56
80-Bank of New York Mellon	1,561 77	1,090 83
80-Baxter Intl	1,440 50	1,467 00
80-BB&T	267 13	279 07
80-Beckman Coulter	781 68	785 28
80-Berry Petroleum	185 16	116 60
80-Best Buys	149 79	197 30
80-Biomed Realty Trust	780 53	725 88
80-Black Hills	808 45	612 49
80-Blackbaud	169 33	165 41
80-Boeing	1,913 83	1,569 77
80-Boston Scientific	807 53	918 00
80-Boyd Gaming	157 36	66 96
80-Briggs & Stratton	179 10	187 10
80-Bristol Myers Squibb	1,443 78	1,691 75
80-Broadcom Corp	797 60	849 69
80-Brunswick	420 42	330 46
80-Bunge Limited	1,081 80	765 96
80-Burger King	191 59	131 74
80-Burlington NTHN Santa Fe	1,110 10	1,183 44
80-Cal-Maine Food	478 20	511 20
80-Camden PPTY	729 70	805 03
80-Cameron Intl	922 24	919 60
80-Capital One Fincl	174 70	268 38
80-Carlisle	164 80	171 30
80-Carmax	297 93	436 50

80-Carnival Corp	1,256 91	1,014 08
80-Carter's	172 04	288 75
80-Caseys Gen Store	566 05	733 93
80-Caterpillar	1,930 35	1,481 74
80-CBL & Assoc	408 25	203 07
80-Celanese Corp	355 41	353 10
80-Celgene	725 11	723 84
80-Centl European Media Enterprises	480 40	472 20
80-Centurytel Inc	586 01	1,050 09
80-Charles River Laboratories	878 25	505 35
80-Chattem Inc	203 79	279 90
80-Chevron	4,265 60	3,849 50
80-Cincinnati Bell	168 40	138 00
80-Cinn Financail	185 10	131 20
80-Cisco Systems	4,133 03	4,285 26
80-CitiGroup	4,259 11	1,082 37
80-Clear Channel Outdoor	311 40	374 04
80-Clearwater Paper	22 70	109 94
80-CNX Gas	691 53	619 92
80-Coach Inc	229 70	365 30
80-Coca Cola	3,508 61	3,534 00
80-Coho Inc	177 21	153 45
80-Colgate Palmolive	1,640 87	1,725 15
80-Compuware	164 68	166 29
80-Conocophillips	3,780 50	2,553 50
80-Cons Edison Co	796 32	908 60
80-Constellation Brands	482 46	461 97
80-Constellation Energy Group	238 05	316 53
80-Contango Oil & Gas	664 23	376 08
80-Continental Resources Inc	219 10	214 45
80-Contl Airlines Inc	240 51	268 80
80-Cooper Tire & Rubber	175 68	240 60
80-Corn Products Intl	183 65	146 15
80-Corning	1,919 70	1,525 49
80-Corporate Executive Board	223 24	273 84
80-Corrections	707 72	638 30
80-Costar Group	171 80	167 08
80-Costco Wholesale	858 08	946 72
80-CTC Media	322 42	700 30
80-Cullen Frost Bankers	781 10	750 00
80-CVS Caremark	2,256 97	1,771 55
80-Cypress Semiconductor	368 64	168 96
80-Deere & Company	1,282 56	865 44

80-Dell Inc	1,791 79	1,306 76
80-Delta Air Lines	406 51	648 66
80-Denbury Resources	176 80	74 00
80-Devon Energy	2,082 80	1,470 00
80-DG Fastchannel	175 05	251 37
80-Discovery Communications SER C	615 49	928 20
80-Dolby Laboratories	334 50	477 30
80-Dow Chemical	1,798 79	1,353 87
80-Dresser Rand Group	185 64	189 66
80-Du Pont De Nemours	1,905 75	1,380 47
80-Duke Energy	1,079 84	1,187 49
80-Dun & Bradstreet	742 59	759 33
80-Eagle Materials	174 35	130 25
80-Earthlink	172 27	191 13
80-Ebay Inc	1,272 60	988 26
80-Edison Intl	894 00	869 50
80-EMC Corp Mass	1,365 95	1,659 65
80-Emerson Electric	1,850 72	1,533 60
80-Energen	995 68	748 80
80-Entegris	168 24	126 72
80-EQT Corp	1,109 22	834 48
80-Equinix Inc	566 06	849 20
80-Equity One	167 72	113 19
80-Evergreen Solar	174 61	28 69
80-Exelon	2,081 96	1,270 62
80-Extra Space Storage	174 13	127 05
80-Exxon Mobil	11,261 83	9,205 65
80-Facet Biotech	0 00	52 65
80-Fairchild Semiconductor Intl	176 70	149 85
80-Federal Realty Inv	936 84	812 64
80-Ferro Corporation	266 00	230 72
80-FGX Intl Holdings	141 13	215 49
80-Fidelity National Infrmation	377 65	586 00
80-Finish Line	120 40	175 70
80-First Busey	170 96	31 12
80-First Niagara Financial Group	510 13	500 76
80-First Solar	732 73	677 00
80-Ford Motor Co	928 88	910 00
80-Forest City Enterprises	233 25	376 96
80-Forrester Research	162 00	155 70
80-Fortune Brands	215 05	216 00
80-Fossil Inc	639 29	637 64
80-FPL Group	250 00	264 10

80-Freeport-McMoran Cooper & Gold	601 09	1,364 93
80-Frontier Communications	894 22	741 95
80-Fuelcell Energy	175 77	101 52
80-Gamestop Corp	301 20	219 40
80-Gannett Co	270 43	831 60
80-Gap Inc	306 25	523 75
80-Gardner Denver	476 52	808 45
80-Genesco	180 40	219 68
80-Genl Cable	357 12	176 52
80-Genl Dynamics	1,587 39	1,295 23
80-Genl Mills	705 40	849 72
80-Gentex Corp	775 75	821 10
80-Geo Group	166 14	131 28
80-Gilead Sciences	1,693 88	1,471 18
80-Global Payments	459 13	592 46
80-Global Sources Ltd Bermuda	159 61	81 25
80-GMX Resources	173 40	68 70
80-Goldman Sachs Group	1,644 54	1,688 40
80-Google	2,630 34	3,719 88
80-Gorman Rupp Company	169 50	138 20
80-Greenhill & Company	144 72	160 48
80-Greif Inc	199 38	161 94
80-H&R Block	712 98	769 08
80-Halliburton Company	1,849 92	1,414 23
80-Hanesbrands Inc	424 95	409 87
80-Hanover Insurance Group	163 28	177 72
80-Hansen Nat Corp	253 47	268 80
80-Henry Jack & Associates	172 20	161 98
80-Hewlett Parkard	3,328 49	3,708 72
80-Hexcel	226 15	181 72
80-Home Depot	1,811 04	1,909 38
80-Honeywell Intl	2,011 32	1,411 20
80-HRPT Properties Trust	527 72	511 13
80-Idex Corp	543 15	529 55
80-II VI Inc	178 55	159 00
80-Illinois Tool Works	208 62	287 94
80-Intel Corp	3,605 21	3,651 60
80-Intercontinentalexchange Inc	648 62	786 10
80-Interpublic Group	262 00	265 68
80-Intl Business Machine	4,078 86	5,105 10
80-Intl Game Technology	563 05	788 34
80-Inventiv Health	168 48	97 02
80-Investors Bancorp	166 87	120 34

80-Iron MTN	652 86	591 76
80-ITT Educational Services	279 57	479 80
80-Jank in the Box	131 75	98 35
80-Janus Capital Group	183 44	107 60
80-Jefferies Group	170 83	261 03
80-Johnson & Johnson	4,711 44	4,701 93
80-Johnson Controls	114 31	190 68
80-Joy Global Inc	274 56	309 42
80-JP Morgan Chase	3,870 00	3,750 30
80-Kansas City STHN	700 55	665 80
80-Kaydon	174 68	143 04
80-KBR Inc	1,007 64	684 00
80-Kimberly Clark	1,135 56	1,146 78
80-Knot Inc	167 86	140 98
80-Kohls Corp	226 30	269 65
80-Kraft Foods	1,759 02	1,549 26
80-Kroger Company	548 19	451 66
80-Las Vegas Sands	205 44	388 44
80-Lawson Software	173 88	152 95
80-Lilly Eli & Company	1,161 04	821 33
80-Lincare Holdongs	309 12	408 48
80-Liz Claiborne	658 01	332 17
80-Lockheed Martin	1,502 17	1,130 25
80-Loews Corp	924 75	981 45
80-Lowes Companies	1,456 64	1,496 96
80-LTC Properties	183 68	187 25
80-Mack-Cali Realty	774 18	760 54
80-Marathon Oil	1,778 40	1,186 36
80-Marcus	170 64	115 38
80-Marshall & Ilsley Corp	500 76	436 00
80-Max Capital Group	440 72	379 10
80-MC Cormick & Company	840 82	830 99
80-McDonalds	2,105 92	2,372 72
80-MDC Holdings	483 00	403 52
80-Medco Health Solutions	860 42	1,406 02
80-Medtronic	2,118 54	1,935 12
80-Merck & Company	2,925 29	3,288 60
80-Metropcs Communications	691 51	404 39
80-Micros Systems	279 12	310 30
80-Microsoft	5,130 83	5,760 72
80-Middleby	187 47	147 06
80-Molson Coors Brewing	854 56	722 56
80-Monsanto	2,291 08	1,716 75

80-Morgan Stanley	1,782 80	1,184 00
80-Mosaic Co	195 25	298 65
80-Motorola Inc	652 32	1,117 44
80-Mueller Water Products	176 40	109 20
80-Myriad Genetics	161 00	208 72
80-Myriad Pharmaceuticals Inc	0 00	10 06
80-National Financial Partners	181 68	64 72
80-Nationwide Health PPTY	530 85	527 70
80-Natl-Oilwellvarco Inc	637 88	925 89
80-Nektar Therapeutics Systems	175 50	233 00
80-NetFlix com	294 81	385 63
80-New Jersey Resources	540 08	598 40
80-Newalliance Bancshares	241 46	240 20
80-Newmont Mining Corp	377 80	473 10
80-Nii Holdings	866 56	839 50
80-Northwest Bancorp	159 07	146 51
80-Novellus Systems	169 12	186 72
80-NRG Energy	177 89	236 10
80-NTHN Trust	986 25	786 00
80-Nu Skin Enterprises	162 99	241 83
80-Nucor Corp	223 55	233 25
80-NV Energy	729 77	730 42
80-Occidental Petroleum	1,284 82	1,545 65
80-Old Dominon Freight Lines	160 95	153 50
80-Oracle	2,143 57	2,722 83
80-OSI Pharmaceuticals	345 17	279 54
80-Pac Sunwear California	170 80	55 72
80-Packing Corp of America	177 76	184 08
80-Park Electrochemical	157 44	165 84
80-Patterson-Uti Energy	1,182 50	660 05
80-PDL Biopharma	285 16	205 80
80-Pep Boys Manny Moe & Jack	169 32	143 82
80-Pepsico	3,187 76	2,857 60
80-Perkinelmer	280 89	247 08
80-Pfizer	3,475 14	3,547 05
80-Pharmerica	172 50	158 80
80-Pike Elec	168 24	111 36
80-Pinnacle Financial Partners	178 99	99 54
80-Plains Exploration & Production	317 90	138 30
80-PNC Financial Service Group	689 91	844 64
80-Polo Ralph Lauren	463 12	647 84
80-Popular	170 39	33 90
80-Post Properties	191 00	98 00

80-Potlatch	267 59	223 16
80-PPL Corp	160 90	161 55
80-Presidential Life	173 40	91 50
80-Price T Rowe Group	1,032 34	1,118 25
80-Priceline com	369 09	655 23
80-Procter & Gamble	5,899 97	5,214 18
80-Prudential Financial	1,971 06	1,293 76
80-Public Service Enterprse Group	154 94	166 25
80-Qualcomm	2,170 88	2,498 04
80-Quality Systems	148 65	314 00
80-Quanex Bldg	0 00	84 85
80-Raymond James Financial	178 72	190 16
80-RLI Corp	147 09	159 75
80-Rofin-Sinar Technologies	721 75	519 42
80-Rovi Corp	393 14	669 27
80-S&T Bancorp	158 45	85 05
80-Safeway Inc	117 55	106 45
80-SalesForce com	739 70	959 01
80-Sandridge Energy	1,143 32	311 19
80-Schawk	174 35	149 60
80-Schein Henry	707 98	683 80
80-Schlumberger Ltd Netherlands	1,719 80	1,301 80
80-Sealy Corp	162 75	66 36
80-Shenandoah Telecommunnctn	163 79	223 85
80-Ship Fin Intl	682 62	545 20
80-Silicon Image	175 00	90 30
80-Smithfield Foods	182 49	106 33
80-Solera Holdings	156 73	252 07
80-Sonic Corp	157 60	151 05
80-Southern Company	1,253 53	1,199 52
80-Southern Cooper	141 93	296 19
80-Southwest Airlines	786 28	674 37
80-Sovran Self Storage Inc	189 35	178 65
80-Spectra Energy	743 61	1,004 99
80-Sprint Nextel	646 85	559 98
80-St. Jude Medical Inc	1,102 50	1,103 40
80-Staples Inc	122 27	172 13
80-State Street	1,976 25	1,088 50
80-Sun Healthcare Group	363 22	330 12
80-Sunoco Inc	254 50	261 00
80-Sunstone Hotel Investors	445 20	745 92
80-Suntrust Banks Inc	158 72	162 32
80-Supervalu	1,045 08	457 56

80-Sycamore Networks	157 40	83 64
80-Symmetry Medical	180 84	88 66
80-Synovus Financial	512 30	96 35
80-Tanger Factory Outlet Centers	154 88	155 96
80-Target	1,698 64	1,644 58
80-Techne Corp Minn	200 28	205 68
80-Teleflex	428 39	485 01
80-Teradyne	174 58	150 22
80-Terra	450 54	289 71
80-Terremark Worldwide	152 83	198 36
80-Texas Instruments	1,739 11	1,589 66
80-Texas RoadHouse	165 07	190 91
80-Thermo Fisher Scientific	776 38	1,049 18
80-Tidewater	161 82	143 85
80-Tivo Inc	726 17	804 22
80-Tootsie Roll	167 55	191 66
80-Travelers	1,051 33	1,445 94
80-Union Pacific	1,506 00	1,533 60
80-United Parcel Services	2,011 26	1,606 36
80-UnitedHealth Group	1,605 93	1,463 04
80-Univest	183 12	122 71
80-UNTD Nat Foods	168 84	240 66
80-UNTD Technologies	2,055 99	2,082 30
80-US Bancorp Del	2,034 68	1,418 13
80-USG Corp	277 91	154 55
80-Valeant Pharmaceuticals Intl	178 08	445 06
80-Valero Energy	121 10	83 75
80-Validus Holdings	328 58	350 22
80-Valley National Bancorp	444 73	367 38
80-Valmont Industries	176 44	156 90
80-Vanda Pharmaceuticals	313 26	315 00
80-Verizon Communications	3,212 85	2,981 70
80-Visa Inc	827 48	1,136 98
80-Vulcan Materials	355 68	316 02
80-Walgreen	1,313 87	1,285 20
80-Wal-Mart Stores	3,559 63	3,581 15
80-Walt Disney	2,096 20	2,257 50
80-Waste MGMT	1,020 00	1,014 30
80-Watson Wyatt Worldwide	167 22	142 56
80-WebMD Health	146 29	269 43
80-Websense	170 55	157 14
80-Wellpoint Inc	677 96	932 64
80-Wells Fargo & Company	5,947 29	3,346 76

80-Westar Energy	590 91	673 32
80-Western Union	944 23	885 95
80-Weyerhaeuser Co	648 56	949 08
80-Windstream	900 89	879 20
80-World Acceptance	163 35	179 15
80-World Fuel Services	171 06	321 48
80-Worthington Industries	171 90	130 70
80-Wyndham Worldwide	163 04	161 36
80-Yahoo	1,266 32	738 32
80-Yum! Brands	767 05	874 25
80-Zale Corp	163 52	21 76
80-Zenith National	180 55	148 80
80-Zep Inc	179 52	190 52
81-Abbott Labs	2,344 75	2,321 57
81-Amer Express	778 36	891 44
81-Apple Inc	2,228 39	3,582 44
81-Automatic Data Processing	1,014 48	1,027 68
81-Bank of Amer	2,239 23	1,084 32
81-Becton Dickinson & Co	548 16	630 88
81-Caterpillar	1,226 11	1,025 82
81-Chevron	2,550 00	2,309 70
81-Cisco Systems	942 24	933 66
81-Coca Cola	3,283 98	3,078 00
81-Conocophillips	3,346 76	2,400 29
81-Entergy	1,114 90	818 40
81-Exelon	996 12	586 44
81-Exxon Mobil	5,451 36	4,432 35
81-Fluor	694 10	450 40
81-Fomento Economico Mexicano	796 17	861 84
81-Franklin Resources	811 81	842 80
81-Freeport-McMoran Copper & Gold Inc	848 07	802 90
81-Genl Dynamics	1,426 29	1,090 72
81-Halliburton Company	1,537 32	1,474 41
81-HSBC Holdings	1,878 96	1,826 88
81-Intel Corp	1,965 05	1,938 00
81-Intuitive Surgical	1,462 25	1,517 15
81-Johnson & Johnson	3,315 91	3,349 32
81-JP Morgan Chase	1,572 54	1,750 14
81-Lauder Estee	1,010 02	1,063 92
81-McDonalds	2,341 63	2,497 60
81-McGraw Hill Companies	1,489 66	1,340 40
81-Medtronic	763 68	703 68
81-Merck & Company	1,367 03	1,388 52

81-Microchip Technology	586 14	581 00
81-Microsoft	2,555 10	2,743 20
81-Nestle SA	2,656 46	2,622 29
81-Novo Nordisk	1,382 51	1,277 00
81-Occidental Petroleum	1,589 19	1,708 35
81-Peabody Energy	914 95	994 62
81-Pepsico	2,854 25	2,432 00
81-Praxair	1,289 30	1,365 27
81-Procter & Gamble	3,322 44	2,910 24
81-Prudenital Financial	782 40	497 60
81-Qualcomm	1,019 52	1,110 24
81-Royal Dutch Shell	2,019 38	1,983 63
81-Schlumberger LTD	1,259 35	1,106 53
81-Sysco Corp	754 00	726 44
81-Target	1,508 64	1,451 10
81-Texas Instruments	1,455 34	1,433 30
81-Total SA France	1,962 66	1,793 12
81-TransOcean	350 84	579 60
81-UNTD Technologies	1,852 68	1,874 07
81-Walgreen	2,253 13	2,203 20
81-Wal-Mart Stores	1,567 82	1,603 50
83-ABB Ltd	1,737 35	1,298 80
83-Adidas AG	1,344 56	1,524 15
83-Anheuser Busch	691 53	936 54
83-Arm Holdings	1,631 44	2,473 84
83-Atlas Copco	1,526 40	1,681 27
83-AXA ADR	750 51	1,278 72
83-Banco Santander SA	1,894 50	1,479 60
83-BG Group	874 52	1,177 72
83-BHP Billiton	2,162 31	3,063 20
83-BNP Paribas SA	1,195 02	1,523 83
83-Cameco Corp	2,471 40	2,251 90
83-Credit Suisse Group	1,442 68	1,278 16
83-CSL LTD	1,085 49	1,329 51
83-Deutsche Boerse ADR	541 67	948 48
83-Electricite De France	1,480 16	1,834 29
83-Esprit Holdings	1,485 33	1,548 36
83-Fanuc Ltd	1,427 32	1,854 00
83-Fast Retailing Co Ltd	1,216 04	1,538 81
83-Hang Lung Propertes	1,218 01	1,381 24
83-HDFC Bank	1,096 51	1,430 88
83-ICAP Plc	1,433 62	930 49
83-Industrial & Coml BK China	951 03	1,333 76

83-Infosys Technologies	1,103 20	1,658 10
83-Itau UniBanco Mult ADR	1,370 90	1,918 56
83-Jupiter Telecommunication	1,135 05	1,530 65
83-Logitech Intl SA	950 79	1,026 60
83-Manulife Financial	3,257 60	1,613 92
83-Millicom Intl Cellular	1,844 86	1,622 94
83-MTN Group	1,381 95	1,280 88
83-Nestle SA	1,343 80	1,359 70
83-New Oriental Education & Technology Group	1,160 29	1,058 54
83-Novartis AG	1,080 13	1,143 03
83-Novo Nordisk ADR Denmark	740 78	830 05
83-OAO Gazprom Level 1	2,082 42	1,277 55
83-Petrochina Co	903 12	1,070 64
83-Petroleo Brasileiro SA	1,385 88	1,192 00
83-Prudential Plc United Kingdom	2,257 06	1,998 22
83-Rio Tinto	3,575 32	1,938 51
83-Roche Holdings	1,699 20	1,615 57
83-SAP AG	1,847 36	1,731 97
83-Shin Etsu Chem	975 52	1,191 75
83-Smith & Nephew	1,455 50	1,127 50
83-Sociedad Quimica I Minera Chile	1,449 77	1,427 66
83-Sony Finl Holdings	872 70	910 56
83-Suncor Energy Inc	1,386 77	1,235 85
83-Tencent Holdings	1,280 93	2,128 56
83-Tesco Plc United Kingdom	1,447 85	1,368 51
83-Teva Pharmaceuticals	1,173 68	1,404 50
83-Total S A France	895 94	1,024 64
83-Toyota Motor Japan	1,661 14	1,683 20
83-Vale SA-SP	2,055 96	2,061 13
83-Vesta Wind System	1,863 74	1,526 55
83-Wal-Mart De Mexico	1,234 84	1,295 02
Total (Form 990PF Part II, Line 10b, Columns b and c)	**$574,155.25**	**$546,998.74**

Form 990PF Part II, Line 13, Columns b and c

Other Investments	End of year Book Value	End of year FMV
23-Sun Life 572	120,043 00	127,069 37
23-Sun Life 580	80,580 00	84,394 32
23-Sun Life 598	138,530 00	145,656 56
82-Allianz Fixed Income Series C	61,933 46	58,256 01
82-Allianz Fixed Income Series M	68,555 25	63,381 20
Total (Form 990PF Part II, Line 13, Columns b and c)	**$469,641.71**	**$478,757.46**

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
79-Acom Co	4/4/08	1/2/09	40 99	26 70	14 29
79-JD Group	5/27/08	1/14/09	909 87	1,027 29	(117 42)
79-Biovail Corp	4/3/08	1/22/09	648 16	631 20	16 96
80-Affiliated Computers	4/2/08	1/22/09	87 89	101 70	(13 81)
80-Allied Worlds Assurn Holdings	4/2/08	1/22/09	82 31	78 54	3 77
80-Assisted Living Concepts	4/2/08	1/22/09	115 79	174 00	(58 21)
80-Airgas	4/2/08	1/22/09	78 45	91 08	(12 63)
80-Amer Electric Power	4/2/08	1/22/09	97 73	123 42	(25 69)
80-American Financial Group	4/2/08	1/22/09	85 55	103 60	(18 05)
80-Amerisourcebergen	4/2/08	1/22/09	149 83	164 44	(14 61)
80-Aon Corp	4/2/08	1/22/09	125 09	119 24	5 85
80-Analog Devices	4/2/08	1/22/09	19 80	29 22	(9 42)
80-Aes Corp	4/2/08	1/22/09	34 11	65 56	(31 45)
80-Apache	4/2/08	1/22/09	75 15	119 24	(44 09)
80-Archer Daniels Midland	4/2/08	1/22/09	102 48	169 88	(67 40)
80-Black Hills	4/2/08	1/22/09	79 13	105 45	(26 32)
80-H&R Block	4/2/08	1/22/09	167 91	167 76	0 15
80-Bristol Myers Squibb	4/2/08	1/22/09	198 53	193 94	4 59
80-Bunge Limited	4/2/08	1/22/09	44 02	90 15	(46 13)
80-Cameron Intl	4/2/08	1/22/09	22 56	41 92	(19 36)
80-Caplease	4/2/08	1/22/09	39 68	169 68	(130 00)
80-Caterpillar	4/2/08	1/22/09	39 87	77 07	(37 20)
80-Cooper Industries	11/12/08	1/22/09	178 79	165 74	13 05
80-Centurytel Inc	11/12/08	1/22/09	164 21	153 17	11 04
80-Colgate Palmolive	4/2/08	1/22/09	63 74	78 14	(14 40)
80-Cirrus Logic	4/2/08	1/22/09	65 87	181 41	(115 54)
80-Duke Energy	11/12/08	1/22/09	150 49	156 50	(6 01)
80-Equitable Resources	4/2/08	1/22/09	165 74	291 90	(126 16)
80-Edison Intl	10/23/08	1/22/09	33 16	35 76	(2 60)
80-Dun & Bradstreet	4/2/08	1/22/09	74 42	82 56	(8 14)
80-FGX Intl Holdings	4/2/08	1/22/09	38 63	38 49	0 14
80-EMC Corp Mass	4/2/08	1/22/09	146 01	186 92	(40 91)
80-Exelon	4/2/08	1/22/09	54 86	80 08	(25 22)
80-Emerson Electric	4/2/08	1/22/09	33 90	51 41	(17 51)
80-Embarq Corp	10/23/08	1/22/09	71 41	69 31	2 10
80-Freeport-McMoran Cooper & Gold	4/2/08	1/22/09	24 51	96 77	(72 26)
80-Genl Dynamics	4/2/08	1/22/09	54 82	83 55	(28 73)
80-Standard Pacific	4/2/08	1/22/09	59 93	171 31	(111 38)
80-Gilead Sciences	4/2/08	1/22/09	96 79	99 64	(2 85)
80-Halliburton Company	4/2/08	1/22/09	17 83	39 36	(21 53)
80-Home Depot	4/2/08	1/22/09	93 24	109 76	(16 52)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Honeywell Intl	4/2/08	1/22/09	132 59	223 48	(90 89)
80-Intl Game Technology	4/18/08	1/22/09	24 09	73 96	(49 87)
80-Iron MTN	4/2/08	1/22/09	45 59	50 22	(4 63)
80-KBR Inc	4/2/08	1/22/09	32 31	55 98	(23 67)
80-Jank in the Box	4/2/08	1/22/09	43 43	52 70	(9 27)
80-Kraft Foods	4/2/08	1/22/09	28 63	30 86	(2 23)
80-Kimball Intl	4/2/08	1/22/09	123 39	171 52	(48 13)
80-Internap Network Services	4/2/08	1/22/09	101 14	166 22	(65 08)
80-Lowes Companies	4/2/08	1/22/09	84 36	91 04	(6 68)
80-Mack-Cali Realty	4/2/08	1/22/09	22 17	35 19	(13 02)
80-Marathon Oil	4/2/08	1/22/09	85 95	140 40	(54 45)
80-M/I Homes	4/2/08	1/22/09	107 69	164 20	(56 51)
80-McDonalds	4/2/08	1/22/09	119 51	110 84	8 67
80-NV Energy	4/2/08	1/22/09	10 33	12 37	(2 04)
80-New Jersey Resources	4/2/08	1/22/09	152 83	122 96	29 87
80-Molson Coors Brewing	4/2/08	1/22/09	84 53	106 82	(22 29)
80-Odyssey Holdings	4/2/08	1/22/09	51 21	36 80	14 41
80-Odyssey Holdings	4/2/08	1/22/09	204 87	147 20	57 67
80-Odyssey Holdings	10/23/08	1/22/09	51 22	36 72	14 50
80-1 800 Flowers com	4/2/08	1/22/09	75 80	177 01	(101 21)
80-Ramco-Gershenson Properties	4/2/08	1/22/09	45 51	172 00	(126 49)
80-Schering Plough	4/2/08	1/22/09	148 08	157 27	(9 19)
80-Southern Company	4/18/08	1/22/09	35 15	36 49	(1 34)
80-Supervalu	4/2/08	1/22/09	71 99	116 12	(44 13)
80-State Street	4/2/08	1/22/09	36 61	79 05	(42 44)
80-TransOcean	4/2/08	1/22/09	858 86	2,290 99	(1,432 13)
80-Thestreet com	4/2/08	1/22/09	62 66	175 77	(113 11)
80-3M Company	4/2/08	1/22/09	56 53	78 22	(21 69)
80-Travelers	4/18/08	1/22/09	124 25	146 22	(21 97)
80-UNTD Technologies	4/2/08	1/22/09	51 38	68 53	(17 15)
80-Valassis Communications	4/2/08	1/22/09	23 19	174 24	(151 05)
80-Verizon Communications	4/2/08	1/22/09	90 59	108 02	(17 43)
80-Westar Energy	4/18/08	1/22/09	120 41	140 04	(19 63)
80-Windstream	4/18/08	1/22/09	52 74	71 09	(18 35)
80-Waste MGMT	4/2/08	1/22/09	97 13	102 00	(4 87)
81-Natl-OilwellVarco	4/3/08	1/21/09	206 11	522 81	(316 70)
81-Natl-OilwellVarco	6/4/08	1/21/09	91 60	333 23	(241 63)
81-Ameriprise Financial	4/3/08	1/27/09	192 87	515 60	(322 73)
81-Ameriprise Financial	5/9/08	1/27/09	96 44	249 15	(152 71)
83-Adidas AG	4/7/08	1/2/09	300 24	535 36	(235 12)
83-Erste Group Bank	4/7/08	1/2/09	490 49	1,563 75	(1,073 26)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
83-Erste Group Bank	4/22/08	1/2/09	87 20	273 52	(186 32)
83-Erste Group Bank	8/25/08	1/2/09	32 70	86 07	(53 37)
83-Erste Group Bank	11/4/08	1/2/09	65 40	83 99	(18 59)
83-Smith & Nephew	4/7/08	1/2/09	278 10	616 23	(338 13)
83-Woodside Petroleum	4/7/08	1/2/09	608 51	1,310 40	(701 89)
83-Woodside Petroleum	8/25/08	1/2/09	46 81	96 00	(49 19)
79-Kemet Corp	4/3/08	2/4/09	25 61	482 40	(456 79)
79-Tesoro	10/27/08	2/4/09	344 59	210 56	134 03
79-Lear Corp	4/3/08	2/6/09	58 87	1,578 00	(1,519 13)
79-McClatchy Co	4/3/08	2/6/09	94 45	1,482 60	(1,388 15)
79-Imperial Holdongs	5/7/08	2/9/09	265 81	515 00	(249 19)
79-Tesoro	10/27/08	2/11/09	519 19	315 84	203 35
80-Datascope	4/2/08	2/2/09	212 00	159 88	52 12
80-Aetna	4/2/08	2/9/09	98 35	127 98	(29 63)
80-Affiliated Computers	4/2/08	2/9/09	45 46	50 85	(5 39)
80-Amer Electric Power	4/2/08	2/9/09	32 87	41 14	(8 27)
80-Amerisourcebergen	4/2/08	2/9/09	37 98	41 11	(3 13)
80-Analog Devices	4/2/08	2/9/09	42 03	58 44	(16 41)
80-Aes Corp	4/2/08	2/9/09	16 61	32 78	(16 17)
80-Apache	4/2/08	2/9/09	76 32	119 24	(42 92)
80-Archer Daniels Midland	4/2/08	2/9/09	50 95	84 94	(33 99)
80-Boston Scientific	1/22/09	2/9/09	91 29	79 17	12 12
80-H&R Block	4/2/08	2/9/09	21 30	20 97	0 33
80-Bristol Myers Squibb	4/2/08	2/9/09	22 70	21 55	1 15
80-Bunge Limited	4/2/08	2/9/09	42 57	90 15	(47 58)
80-Baxter Intl	4/2/08	2/9/09	59 61	57 62	1 99
80-Centurytel Inc	11/12/08	2/9/09	27 30	25 53	1 77
80-Colgate Palmolive	4/2/08	2/9/09	64 02	78 14	(14 12)
80-Duke Energy	11/12/08	2/9/09	15 33	15 65	(0 32)
80-EQT Corp	4/2/08	2/9/09	73 01	116 76	(43 75)
80-Edison Intl	10/23/08	2/9/09	32 82	35 76	(2 94)
80-Dun & Bradstreet	4/2/08	2/9/09	79 54	82 56	(3 02)
80-EMC Corp Mass	4/2/08	2/9/09	11 32	14 38	(3 06)
80-Exelon	4/2/08	2/9/09	57 55	80 08	(22 53)
80-Emerson Electric	4/2/08	2/9/09	32 45	51 41	(18 96)
80-Embarq Corp	10/23/08	2/9/09	36 09	34 66	1 43
80-Freeport-McMoran Cooper & Gold	4/2/08	2/9/09	27 56	96 77	(69 21)
80-Frontier Communications	4/2/08	2/9/09	41 44	52 45	(11 01)
80-Gilead Sciences	4/2/08	2/9/09	51 96	49 82	2 14
80-Intl Busniess Machine	4/2/08	2/9/09	92 67	114 79	(22 12)
80-MC Cormick & Company	4/2/08	2/9/09	32 85	37 13	(4 28)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Medco Health Solutions	10/23/08	2/9/09	46 85	39 11	7 74
80-NV Energy	4/2/08	2/9/09	33 08	37 11	(4 03)
80-New Jersey Resources	4/2/08	2/9/09	41 38	30 74	10 64
80-Molson Coors Brewing	4/2/08	2/9/09	39 90	53 41	(13 51)
80-NTHN Trust	4/2/08	2/9/09	117 21	131 50	(14 29)
80-Schering Plough	4/2/08	2/9/09	19 31	19 66	(0 35)
80-Solera Holdings	4/2/08	2/9/09	115 69	122 45	(6 76)
80-Supervalu	4/2/08	2/9/09	56 75	87 09	(30 34)
80-Travelers	4/18/08	2/9/09	38 82	48 74	(9 92)
80-Sunrise Senior Living	4/2/08	2/9/09	9 11	176 96	(167 85)
80-Verizon Communications	4/2/08	2/9/09	30 65	36 01	(5 36)
80-Viacom nc	1/22/09	2/9/09	527 70	556 24	(28 54)
80-Westar Energy	4/18/08	2/9/09	20 32	23 34	(3 02)
80-Windstream	4/18/08	2/9/09	26 13	35 55	(9 42)
80-Advanced Medical Optics	4/2/08	2/26/09	198 00	180 99	17 01
80-Advanced Medical Optics	10/23/08	2/26/09	110 00	37 85	72 15
81-Weatherford Intl	4/3/08	2/11/09	245 52	719 10	(473 58)
81-Weatherford Intl	6/4/08	2/11/09	36 83	136 58	(99 75)
81-Weatherford Intl	12/23/08	2/11/09	135 03	105 60	29 43
81-Corning	6/4/08	2/19/09	334 18	794 14	(459 96)
81-Corning	6/24/08	2/19/09	57 62	127 55	(69 93)
81-Corning	12/23/08	2/19/09	276 55	212 88	63 67
83-Focus Media Holdings	4/7/08	2/4/09	346 10	1,825 95	(1,479 85)
83-Focus Media Holdings	4/22/08	2/4/09	29 45	132 07	(102 62)
83-Focus Media Holdings	4/22/08	2/5/09	42 19	198 10	(155 91)
83-Focus Media Holdings	6/11/08	2/5/09	42 19	189 53	(147 34)
83-Focus Media Holdings	7/1/08	2/5/09	91 42	350 61	(259 19)
83-Focus Media Holdings	11/3/08	2/5/09	56 26	132 45	(76 19)
83-BHP Billiton	4/7/08	2/20/09	466 85	814 80	(347 95)
83-Companhia Vale Do Rio Doce	4/7/08	2/23/09	222 91	534 60	(311 69)
83-Denso Corp	4/7/08	2/23/09	1,203 49	2,265 08	(1,061 59)
83-Denso Corp	5/30/08	2/23/09	141 59	276 00	(134 41)
83-Denso Corp	8/25/08	2/23/09	70 79	99 75	(28 96)
83-Denso Corp	9/2/08	2/23/09	141 59	204 29	(62 70)
83-LVMH Moet Hennessy Louis	1/2/09	2/23/09	517 88	582 11	(64 23)
83-LVMH Moet Hennessy Louis	1/2/09	2/23/09	11 77	13 23	(1 46)
83-Nintendo	4/7/08	2/23/09	252 85	469 70	(216 85)
79-Huhtamaki Oyj	4/4/08	3/3/09	293 75	400 62	(106 87)
79-SFCG Co	4/4/08	3/3/09	2 03	1,084 09	(1,082 06)
79-Debenhams	4/3/08	3/4/09	258 41	540 00	(281 59)
79-Idearc Inc	4/3/08	3/17/09	13 99	742 00	(728 01)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
79-Weiqiao Textile	4/3/08	3/17/09	234 89	1,283 80	(1,048 91)
79-Royal Caribbean Cruises LTD Liberia	11/6/08	3/17/09	274 79	560 00	(285 21)
79-Phoenix Companies	6/6/08	3/17/09	42 01	1,549 50	(1,507 49)
79-Conseco	4/3/08	3/18/09	82 57	2,525 00	(2,442 43)
79-Debenhams	4/3/08	3/18/09	182 17	360 00	(177 83)
79-Micron Technology	4/3/08	3/18/09	214 24	359 40	(145 16)
79-Imperial Holdongs	5/7/08	3/18/09	311 36	721 00	(409 64)
79-Huntington Bancshares	7/2/08	3/23/09	278 02	868 00	(589 98)
79-Sun Microsystems	10/22/08	3/23/09	520 71	319 15	201 56
79-Chemtura	4/3/08	3/25/09	5 37	1,524 60	(1,519 23)
80-Genentech	4/2/08	3/26/09	1,235 00	1,045 33	189 67
82-USTN 0 875% 04/15/10	4/3/08	3/26/09	22,160 64	22,695 86	(535 22)
83-Banco Santander SA	4/7/08	3/5/09	22 11	84 20	(62 09)
83-Banco Bilvao Vizcaya Argentaria	4/7/08	3/5/09	6 45	23 09	(16 64)
83-BG Group	10/21/08	3/5/09	65 45	62 97	2 48
83-Cameco Corp	4/7/08	3/5/09	13 21	33 13	(19 92)
83-Arm Holdings	4/7/08	3/5/09	15 75	22 42	(6 67)
83-Keppel Corp	4/7/08	3/5/09	15 32	44 85	(29 53)
83-Koninklijke Philips	4/7/08	3/5/09	14 96	39 40	(24 44)
83-MTN Group	4/7/08	3/5/09	8 19	17 65	(9 46)
83-SAP AG	4/7/08	3/5/09	63 48	98 87	(35 39)
83-Novartis AG	4/7/08	3/5/09	34 74	51 81	(17 07)
83-Petroleo Brasileiro SA	4/7/08	3/5/09	25 18	54 18	(29 00)
83-Smith & Nephew	4/7/08	3/5/09	102 05	205 41	(103 36)
83-Teva Pharmaceuticals	4/7/08	3/5/09	263 51	282 29	(18 78)
83-Toyota Motor Japan	4/7/08	3/5/09	121 38	203 68	(82 30)
83-Wal-Mart De Mexico	4/7/08	3/5/09	18 29	43 95	(25 66)
83-Roche Holdings	4/7/08	3/5/09	52 17	190 00	(137 83)
83-Adidas AG	4/7/08	3/6/09	130 39	301 14	(170 75)
83-Orix Corp	4/7/08	3/6/09	262 09	1,980 75	(1,718 66)
83-Orix Corp	8/25/08	3/6/09	31 45	183 69	(152 24)
83-Orix Corp	9/26/08	3/6/09	31 45	193 68	(162 23)
83-Orix Corp	2/23/09	3/6/09	52 42	62 88	(10 46)
83-Orix Corp	2/23/09	3/9/09	12 20	12 57	(0 37)
79-Sun Microsystems	10/22/08	4/7/09	408 26	265 96	142 30
79-Rights Premier Foods	3/12/09	4/7/09	0 00	0 00	0 00
79-CIBA Specialty Chem Hldgs	4/3/08	4/16/09	430 59	367 20	63 39
79-HMV Group	4/4/08	4/16/09	799 28	1,012 36	(213 08)
79-Next Group	7/23/08	4/16/09	203 54	203 33	0 21
79-Imperial Holdongs	5/7/08	4/22/09	245 68	412 00	(166 32)
79-Sun Microsystems	10/22/08	4/23/09	454 49	265 96	188 53

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-CV Therapeutics	4/2/08	4/17/09	480 00	174 24	305 76
80-Bunge Limited	4/2/08	4/27/09	109 71	180 30	(70 59)
80-CTC Media	11/12/08	4/27/09	148 30	144 06	4 24
80-Cameron Intl	4/2/08	4/27/09	52 81	83 84	(31 03)
80-Corning	4/2/08	4/27/09	163 25	267 30	(104 05)
80-EMC Corp Mass	4/2/08	4/27/09	25 55	28 76	(3 21)
80-Exxon Mobil	4/2/08	4/27/09	129 91	171 12	(41 21)
80-Freeport-McMoran Cooper & Gold	4/2/08	4/27/09	289 09	677 39	(388 30)
80-Gardner Denver	4/18/08	4/27/09	27 18	38 25	(11 07)
80-Gentex Corp	4/2/08	4/27/09	74 63	102 65	(28 02)
80-Halliburton Company	4/2/08	4/27/09	40 27	78 72	(38 45)
80-Home Depot	4/2/08	4/27/09	52 39	54 88	(2 49)
80-Iron MTN	4/2/08	4/27/09	50 85	50 22	0 63
80-Mack-Cali Realty	4/2/08	4/27/09	77 39	105 57	(28 18)
80-Marathon Oil	4/2/08	4/27/09	28 98	46 80	(17 82)
80-Motorola Inc	1/22/09	4/27/09	120 16	95 13	25 03
80-Polo Ralph Lauren	4/2/08	4/27/09	107 33	115 78	(8 45)
80-SalesForce com	4/2/08	4/27/09	160 47	227 60	(67 13)
80-Schering Plough	4/2/08	4/27/09	65 15	58 98	6 17
80-Tyco Intl Ltd Bermuda	1/22/09	4/27/09	114 74	117 05	(2 31)
80-Superior Wells Service	4/2/08	4/27/09	77 35	169 52	(92 17)
80-Target	4/2/08	4/27/09	39 41	49 96	(10 55)
80-United Parcel Services	4/2/08	4/27/09	55 10	72 58	(17 48)
80-Weyerhaeuser Co	1/22/09	4/27/09	106 49	88 44	18 05
81-Emerson Electric	4/3/08	4/2/09	330 46	614 64	(284 18)
81-Amer Express	4/3/08	4/8/09	191 89	571 35	(379 46)
79-XL Capital	11/6/08	5/13/09	432 39	397 63	34 76
79-Health Mgmt Assn	4/3/08	5/27/09	378 03	373 10	4 93
79-Tenet Healthcare	4/3/08	5/27/09	301 60	510 30	(208 70)
83-Credit Suisse Group	4/7/08	5/8/09	116 38	170 61	(54 23)
83-Petroleo Brasileiro SA	4/7/08	5/8/09	336 23	487 62	(151 39)
83-Banco Bilbao Vizcaya Argentaria	4/7/08	5/11/09	1,084 48	2,256 17	(1,171 69)
83-OAO Gazprom Level 1	5/19/08	5/11/09	175 36	547 28	(371 92)
83-ICAP Plc	4/7/08	5/11/09	284 76	642 20	(357 44)
83-Keppel Corp	4/7/08	5/11/09	912 85	1,599 65	(686 80)
83-Keppel Corp	8/25/08	5/11/09	110 91	191 10	(80 19)
83-Keppel Corp	9/3/08	5/11/09	281 53	466 00	(184 47)
83-Keppel Corp	9/18/08	5/11/09	145 03	204 32	(59 29)
83-Keppel Corp	9/30/08	5/11/09	238 87	337 19	(98 32)
83-Banco Bilbao Vizcaya Argentaria	8/25/08	5/12/09	68 28	96 19	(27 91)
83-Banco Bilbao Vizcaya Argentaria	4/27/09	5/12/09	11 36	0 00	11 36

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
83-Keppel Corp	9/30/08	5/12/09	111 46	144 51	(33 05)
83-Keppel Corp	9/30/08	5/12/09	18 51	24 09	(5 58)
79-Brunswick	4/3/08	5/5/09	420 48	1,120 00	(699 52)
79-D R Horton	4/3/08	5/5/09	394 56	479 40	(84 84)
79-Debenhams	4/3/08	5/6/09	328 05	270 00	58 05
79-Trinity Mirror	4/4/08	5/11/09	307 27	1,998 89	(1,691 62)
79-Trinity Mirror	5/27/08	5/11/09	90 38	461 21	(370 83)
79-Gannett	10/27/08	5/13/09	272 79	512 07	(239 28)
79-Dillards	4/3/08	6/1/09	315 59	529 80	(214 21)
79-Imperial Holdongs	6/6/08	6/3/09	599 36	536 00	63 36
79-Office Depot	7/15/08	6/3/09	369 98	592 78	(222 80)
79-Westlake Chemical	5/20/08	6/10/09	1,077 67	856 15	221 52
79-Pioneer	4/4/08	6/16/09	305 58	974 69	(669 11)
79-Yamaha Mtr	3/26/09	6/22/09	485 74	370 56	115 18
79-Biovail Corp	4/3/08	6/30/09	396 52	315 60	80 92
79-Biovail Corp	5/12/08	6/30/09	132 18	118 60	13 58
80-General Motors	7/2/08	6/5/09	41 15	951 19	(910 04)
80-Analog Devices	4/2/08	6/23/09	48 91	58 44	(9 53)
80-Aes Corp	4/2/08	6/23/09	47 94	81 94	(34 00)
80-Bunge Limited	4/2/08	6/23/09	60 67	90 15	(29 48)
80-CTC Media	11/12/08	6/23/09	265 55	171 50	94 05
80-Cameron Intl	4/2/08	6/23/09	56 87	83 84	(26 97)
80-Centurytel Inc	11/12/08	6/23/09	31 85	25 53	6 32
80-Covidien PLC	10/23/08	6/23/09	718 99	925 60	(206 61)
80-Discovery Communications SER C	4/2/08	6/23/09	19 38	17 59	1 79
80-Exxon Mobil	4/2/08	6/23/09	142 88	171 12	(28 24)
80-Exide Technologies	4/2/08	6/23/09	47 70	171 47	(123 77)
80-Embarq Corp	10/23/08	6/23/09	43 46	34 66	8 80
80-Freeport-McMoran Cooper & Gold	4/2/08	6/23/09	101 07	193 54	(92 47)
80-Genl Dynamics	4/2/08	6/23/09	58 39	83 55	(25 16)
80-Halliburton Company	4/2/08	6/23/09	21 55	39 36	(17 81)
80-Intl Busniess Machine	4/2/08	6/23/09	106 56	114 79	(8 23)
80-Intl Game Technology	4/18/08	6/23/09	47 03	110 94	(63 91)
80-Intl Game Technology	10/23/08	6/23/09	47 03	40 22	6 81
80-Iron MTN	4/2/08	6/23/09	28 17	25 11	3 06
80-KBR Inc	4/2/08	6/23/09	55 02	83 97	(28 95)
80-NCI Building Systems	4/2/08	6/23/09	14 48	164 29	(149 81)
80-Motorola Inc	1/22/09	6/23/09	18 84	13 59	5 25
80-Park Electrochemical	4/2/08	6/23/09	21 35	26 24	(4 89)
80-Price T Rowe Group	4/2/08	6/23/09	41 32	49 16	(7 84)
80-Texas Instruments	4/2/08	6/23/09	127 85	171 06	(43 21)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-UNTD Technologies	4/2/08	6/23/09	164 78	205 60	(40 82)
80-Wyndham Worldwide	4/2/08	6/23/09	134 15	244 56	(110 41)
81-Emerson Electric	4/3/08	6/30/09	554 11	870 74	(316 63)
83-Petroleo Brasileiro SA	4/7/08	6/3/09	176 03	216 72	(40 69)
83-MTN Group	4/7/08	6/9/09	278 68	335 35	(56 67)
83-BHP Billiton	4/7/08	6/24/09	168 27	203 70	(35 43)
83-HDFC Bank	4/7/08	6/24/09	418 91	404 32	14 59
83-Infosys Technologies	4/7/08	6/24/09	722 45	748 53	(26 08)
83-Prudential Plc United Kingdom	4/7/08	6/24/09	307 58	616 66	(309 08)
83-Toyota Motor Japan	4/7/08	6/24/09	152 98	203 68	(50 70)
83-E On AG	4/7/08	6/25/09	355 77	625 50	(269 73)
83-Arm Holdings	4/7/08	6/25/09	174 19	179 34	(5 15)
83-Vesta Wind System	4/7/08	6/25/09	329 54	501 90	(172 36)
79-Amer Greetings	4/3/08	7/7/09	351 91	567 90	(215 99)
79-Rights Travis Perkins	5/26/09	7/7/09	126 82	0 00	126 82
79-Cit Group	4/3/08	7/17/09	247 15	1,989 00	(1,741 85)
79-Cit Group	4/25/08	7/17/09	130 85	976 76	(845 91)
79-Unisys	4/3/08	7/20/09	468 40	1,138 80	(670 40)
79-LSI Corp	1/22/09	7/27/09	756 29	477 64	278 65
79-Nine Dragons Papers Holding	9/30/08	7/27/09	927 77	398 70	529 07
79-JD Group	5/27/08	7/30/09	809 49	580 65	228 84
80-Rights Sealy Corp	5/29/09	7/15/09	41 84	0 00	41 84
80-Alberto Culver	4/2/08	7/31/09	50 09	53 54	(3 45)
80-American Financial Group	4/2/08	7/31/09	24 68	25 90	(1 22)
80-Adobe Systems	4/2/08	7/31/09	32 18	57 01	(24 83)
80-Autodesk	4/2/08	7/31/09	156 88	222 67	(65 79)
80-Analog Devices	4/2/08	7/31/09	27 49	29 22	(1 73)
80-Aes Corp	4/2/08	7/31/09	149 27	196 67	(47 40)
80-Bunge Limited	4/2/08	7/31/09	70 39	90 15	(19 76)
80-CTC Media	11/12/08	7/31/09	23 30	13 72	9 58
80-Centurytel Inc	10/23/08	7/31/09	530 72	578 99	(48 27)
80-Cisco Systems	4/2/08	7/31/09	21 79	24 12	(2 33)
80-Deltek Inc	4/2/08	7/31/09	26 84	65 00	(38 16)
80-Deltek Inc	4/2/08	7/31/09	42 95	104 00	(61 05)
80-Deltek Inc	5/28/09	7/31/09	26 85	15 70	11 15
80-Discovery Communications SER C	4/2/08	7/31/09	44 79	35 17	9 62
80-EMC Corp Mass	4/2/08	7/31/09	45 77	43 14	2 63
80-Freeport-McMoran Cooper & Gold	4/2/08	7/31/09	58 20	96 77	(38 57)
80-Gannett Co	2/9/09	7/31/09	57 95	43 46	14 49
80-Gentex Corp	4/2/08	7/31/09	14 61	17 11	(2 50)
80-Intel Corp	4/2/08	7/31/09	38 61	41 74	(3 13)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Intl Game Technology	10/23/08	7/31/09	115 37	80 44	34 93
80-Iron MTN	4/2/08	7/31/09	31 31	25 11	6 20
80-KBR Inc	4/2/08	7/31/09	20 33	27 99	(7 66)
80-Las Vegas Sands	4/18/08	7/31/09	54 59	344 90	(290 31)
80-Las Vegas Sands	7/2/08	7/31/09	10 92	47 00	(36 08)
80-Las Vegas Sands	7/2/08	7/31/09	54 59	234 98	(180 39)
80-Motorola Inc	1/22/09	7/31/09	40 56	27 18	13 38
80-Polo Ralph Lauren	4/2/08	7/31/09	61 44	57 89	3 55
80-Schering Plough	4/2/08	7/31/09	26 26	19 66	6 60
80-SRA Intl	4/2/08	7/31/09	138 31	173 39	(35 08)
80-Texas Instruments	4/2/08	7/31/09	24 14	28 51	(4 37)
80-3M Company	4/2/08	7/31/09	69 75	78 22	(8 47)
80-Vanda Pharmaceuticals	6/23/09	7/31/09	103 03	78 32	24 71
80-Wyndham Worldwide	4/2/08	7/31/09	12 60	20 38	(7 78)
83-BG Group	10/21/08	7/24/09	171 10	125 93	45 17
83-Koninklijke Philips	4/7/08	7/24/09	1,224 81	2,324 59	(1,099 78)
83-Koninklijke Philips	4/22/08	7/24/09	166 07	301 70	(135 63)
83-Koninklijke Philips	8/25/08	7/24/09	103 80	163 35	(59 55)
83-E On AG	4/7/08	7/27/09	1,049 54	1,876 50	(826 96)
83-E On AG	8/25/08	7/27/09	69 97	115 70	(45 73)
83-E On AG	10/15/08	7/27/09	314 86	393 94	(79 08)
83-E On AG	11/4/08	7/27/09	104 96	118 84	(13 88)
83-E On AG	3/5/09	7/27/09	35 38	24.05	11 33
83-OAO Gazprom Level 1	5/19/08	7/27/09	142 44	425 67	(283 23)
83-Nintendo	4/7/08	7/27/09	1,031 58	2,013 00	(981 42)
83-Nintendo	7/15/08	7/27/09	171 93	335 50	(163 57)
83-Nintendo	5/8/09	7/27/09	103 16	103 03	0 13
83-Nobel Biocare	1/2/09	7/27/09	612 55	639 32	(26 77)
83-Nobel Biocare	3/5/09	7/27/09	19 45	15 80	3 65
79-Home Retail Group	6/23/08	8/4/09	201 70	167 71	33 99
79-Lee & Man Paper	8/29/08	8/4/09	385 32	236 72	148 60
79-Seagate Technology	10/30/08	8/4/09	247 21	136 89	110 32
79-Thomson	4/3/08	8/4/09	362 72	2,021 30	(1,658 58)
79-Lee & Man Paper	8/29/08	4/6/09	331 62	189 38	142 24
79-Goodyear Tire & Rubber	10/22/08	8/11/09	894 73	522 80	371 93
79-Goodyear Tire & Rubber	11/6/08	8/11/09	715 78	394 00	321 78
79-Travis Perkins	8/28/08	8/12/09	794 54	719 83	74 71
79-Prosieben Sat 1 Media	6/24/08	8/17/09	778 06	921 12	(143 06)
79-Huhtamaki Oyj	4/4/08	8/19/09	814 44	701 08	113 36
79-Seagate Technology	10/30/08	8/24/09	366 01	205 34	160 67
80-Amgen	4/2/08	8/6/09	62 61	41 51	21 10

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Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Art Technology Group	4/2/08	8/6/09	35 36	34 29	1 07
80-Boston Scientific	1/22/09	8/6/09	10 98	7 92	3 06
80-CTC Media	11/12/08	8/6/09	27 31	13 72	13 59
80-Cisco Systems	4/2/08	8/6/09	22 49	24 12	(1 63)
80-Chevron	4/2/08	8/6/09	211 40	253 92	(42 52)
80-Coca Cola	4/2/08	8/6/09	98 87	122 56	(23 69)
80-Discovery Communications SER C	4/2/08	8/6/09	22 93	17 59	5 34
80-Freeport-McMoran Cooper & Gold	4/2/08	8/6/09	65 15	96 77	(31 62)
80-Gannett Co	2/9/09	8/6/09	55 78	33 80	21 98
80-Gentex Corp	4/2/08	8/6/09	29 99	34 22	(4 23)
80-Intel Corp	4/2/08	8/6/09	19 29	20 87	(1 58)
80-KBR Inc	4/2/08	8/6/09	21 84	27 99	(6 15)
80-Lowes Companies	4/2/08	8/6/09	22 71	22 76	(0 05)
80-Qualcomm	4/2/08	8/6/09	93 79	80 74	13 05
80-Quality Systems	4/2/08	8/6/09	54 28	29 73	24 55
80-Terremark Worldwide	4/2/08	8/6/09	18 56	15 81	2 75
80-Target	4/2/08	8/6/09	42 99	49 96	(6 97)
80-UltraTech	4/2/08	8/6/09	217 80	174 06	43 74
80-Vanda Pharmaceuticals	6/23/09	8/6/09	259 24	190 19	69 05
80-Wyndham Worldwide	4/2/08	8/6/09	70 79	101 90	(31 11)
83-Petroleo Brasileiro SA	4/7/08	8/31/09	213 03	270 90	(57 87)
83-Vesta Wind System	4/7/08	8/31/09	316 19	466 05	(149 86)
79-Eastman Kodak	11/19/08	9/9/09	262 76	401 00	(138 24)
79-Seagate Technology	10/30/08	9/10/09	275 91	136 89	139 02
79-Advantest Corp	2/19/09	9/14/09	765 71	465 17	300 54
79-Lee & Man Paper	8/29/08	9/16/09	777 86	378 75	399 11
79-Ashland Inc	6/9/09	9/23/09	876 88	563 89	312 99
79-Brunswick	4/3/08	9/25/09	932 65	1,440 00	(507 35)
82-Allianz Fixed Income Series C	4/3/08	9/11/09	10,625 50	10,349 00	276 50
82-Allianz Fixed Income Series M	4/3/08	9/11/09	9,408 75	10,586 05	(1,177 30)
79-Dillards	4/3/08	10/1/09	736 76	883 00	(146 24)
79-Tenet Healthcare	4/3/08	10/14/09	416 48	396 90	19 58
79-Tenet Healthcare	4/3/08	10/14/09	416 48	396 90	19 58
79-Sanimia-Sci	4/3/08	10/19/09	1,337 29	1,434 58	(97 29)
80-Amer Express	4/2/08	10/8/09	32 69	43 36	(10 67)
80-Aes Corp	4/2/08	10/8/09	13 96	16 39	(2 43)
80-CTC Media	11/12/08	10/8/09	134 63	61 74	72 89
80-Cameron Intl	4/2/08	10/8/09	71 83	83 84	(12 01)
80-Caterpillar	4/2/08	10/8/09	49 43	77 07	(27 64)
80-Cooper Industries	11/12/08	10/8/09	872 37	662 97	209 40
80-Dell Inc	4/2/08	10/8/09	30 21	39 38	(9 17)

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
80-Discovery Communications SER C	4/2/08	10/8/09	52 85	35 17	17 68
80-EMC Corp Mass	4/2/08	10/8/09	33 55	28 76	4 79
80-Gannett Co	2/9/09	10/8/09	451 42	183 50	267 92
80-Halliburton Company	4/2/08	10/8/09	25 66	39 36	(13 70)
80-Kroger Company	10/23/08	10/8/09	20 94	26 05	(5 11)
80-Motorola Inc	1/22/09	10/8/09	70 19	40 77	29 42
80-Odyssey Holdings	10/23/08	10/8/09	64 84	36 72	28 12
80-Polo Ralph Lauren	4/2/08	10/8/09	73 73	57 89	15 84
80-Rovi Corp	5/5/08	10/8/09	98 57	0 00	98 57
80-Rovi Corp	5/5/08	10/8/09	32 85	0 00	32 85
80-SalesForce com	4/2/08	10/8/09	54 78	56 90	(2 12)
80-Vistaprint N V	4/2/08	10/8/09	243 79	174 55	69 24
80-Vistaprint N V	4/18/08	10/8/09	292 55	201 36	91 19
80-Vistaprint N V	4/18/08	10/8/09	243 79	167 80	75 99
80-Windstream	4/18/08	10/8/09	49 24	59 25	(10 01)
80-Wyndham Worldwide	4/2/08	10/8/09	31 23	40 76	(9 53)
80-Omniture	4/2/08	10/26/09	150 50	170 45	(19 95)
80-Odyssey Holdings	10/23/08	10/27/09	715 00	403 92	311 08
83-ABB Ltd	4/7/08	10/14/09	599 91	783 58	(183 67)
83-Anheuser Busch	7/27/09	10/14/09	385 10	307 35	77 75
83-Banco Santander SA	4/7/08	10/14/09	359 48	463 10	(103 62)
83-Cameco Corp	4/7/08	10/14/09	379 59	430 69	(51 10)
83-Credit Suisse Group	4/7/08	10/14/09	229 71	227 48	2 23
83-Infosys Technologies	4/7/08	10/14/09	194 36	149 71	44 65
83-Millicom Intl Cellular	4/7/08	10/14/09	220 76	299 64	(78 88)
83-Prudential Plc United Kingdom	4/7/08	10/14/09	161 91	224 24	(62 33)
83-Smith & Nephew	4/7/08	10/14/09	218 39	342 35	(123 96)
83-Toyota Motor Japan	4/7/08	10/14/09	631 27	814 72	(183 45)
83-Danone Spon	8/6/08	10/15/09	801 54	995 45	(193 91)
83-Danone Spon	8/25/08	10/15/09	59 82	69 75	(9 93)
83-Danone Spon	9/16/08	10/15/09	119 63	135 89	(16 26)
83-Danone Spon	3/6/09	10/15/09	23 93	18 71	5 22
83-Danone Spon	3/6/09	10/15/09	121 59	93 54	28 05
79-Aiful Corp	4/3/08	11/5/09	108 17	1,020 00	(911 83)
79-Unisys	4/3/08	11/6/09	964 62	1,401 60	(436 98)
79-Clariant AG	4/4/08	11/12/09	962 40	741 56	220 84
79-Health Mgmt Assn	4/3/08	11/16/09	575 99	479 70	96 29
79-Timberland	4/3/08	11/19/09	1,236 57	973 70	262 87
79-Next Group	7/23/08	11/23/09	1,349 55	813 33	536 22
81-TransOcean	4/3/08	11/27/09	766 53	1,210 59	(444 06)
81-TransOcean	12/23/08	11/27/09	85 17	50 12	35 05

Form 990-PF Part IV, Line 1

Description of asset sold	Date acquired	Date sold	Sales price	Cost basis	Gain or (loss)
81-ABB Ltd	4/3/08	11/30/09	704 57	994 56	(289 99)
81-ABB Ltd	9/25/08	11/30/09	133 30	150 05	(16 75)
79-Clariant AG	4/4/08	12/16/09	900 55	659 16	241 39
79-Dillards	4/3/08	12/17/09	184 38	176 60	7 78
79-Dillards	6/6/08	12/17/09	737 53	626 40	111 13
79-Health Mgmt Assn	4/3/08	12/24/09	872 01	639 60	232 41
80-Amer Express	4/2/08	12/31/09	122 66	130 06	(7 40)
80-Amerisourcebergen	4/2/08	12/31/09	210 81	164 44	46 37
80-Atlas Energy	4/2/08	12/31/09	94 74	118 12	(23 38)
80-Ashfod Hospitality Trust Reits	6/23/09	12/31/09	182 51	88 53	93 98
80-Bristol Myers Squibb	4/2/08	12/31/09	207 11	172 39	34 72
80-Brunswick	4/2/08	12/31/09	383 15	501 27	(118 12)
80-Burlington NTHN Santa Fe	4/2/08	12/31/09	295 73	277 53	18 20
80-Corporate Executive Board	4/2/08	12/31/09	91 11	157 36	(66 25)
80-Corporate Executive Board	2/9/09	12/31/09	250 57	204 64	45 93
80-Cameron Intl	4/2/08	12/31/09	126 71	125 76	0 95
80-Caterpillar	4/2/08	12/31/09	174 75	231 20	(56 45)
80-Walt Disney	4/18/08	12/31/09	95 51	89 84	5 67
80-Freeport-McMoran Cooper & Gold	4/2/08	12/31/09	325 31	387 08	(61 77)
80-Forest City Enterprises	4/2/08	12/31/09	25 42	71 30	(45 88)
80-Forest City Enterprises	4/2/08	12/31/09	152 55	427 80	(275 25)
80-Forest City Enterprises	8/6/09	12/31/09	25 42	14 58	10 84
80-Gannett Co	2/9/09	12/31/09	136 61	43 46	93 15

Form **8868**
(Rev April 2008)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ► ☑
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ► ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization The Peggy and Jack Baskin Foundation	**Employer identification number** 26 0677825
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions C/O CTAC, 6801 Engle Road, Suite L	
	City, town or post office, state, and ZIP code For a foreign address, see instructions Cleveland, Ohio 44130	

Check type of return to be filed (file a separate application for each return)·

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☑ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ► CTAC

Telephone No ► (440) 239-8900 FAX No. ► (440) 239-8600

- If the organization does not have an office or place of business in the United States, check this box . ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► ☐ If it is for part of the group, check this box . ► ☐ and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15 , 20 10 , to file the exempt organization return for the organization named above The extension is for the organization's return for·

► ☑ calendar year 20 09 or

► ☐ tax year beginning ______, 20 ___, and ending ______, 20___

2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► ☑

Note Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** You **must** file original and one copy

Type or print	Name of Exempt Organization The Peggy and Jack Baskin Foundation	**Employer identification number** 26 0677825
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions C/O CTAC, Plaza South Two, 7261 Engle Road, Suite 202	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions Cleveland, Ohio 44130	

Check type of return to be filed (File a separate application for each return)

☐ Form 990	☑ Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ► CTAC

Telephone No ► (440) 239-8900 FAX No ► (440) 239-8600

- If the organization does not have an office or place of business in the United States, check this box ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► ☐ If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until November 15, 20 10

5 For calendar year ______, or other tax year beginning ____________, 20___, and ending ____________, 20___

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

Additional time is needed to obtain pertinent data needed to complete the return

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$
c **Balance Due** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► [signature] Title ► Administrator Date ► 8/5/2010