EXTENSION GRANTED TO AUGUST 16, 2010

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: COOPER FAMILY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address): 906 OLYMPIC BLVD | Room/suite

City or town, state, and ZIP code: EVERETT, WA 98203

A Employer identification number: 26-1525513

B Telephone number: 425-259-1577

C If exemption application is pending, check here ▶ [X]

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 273,965.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	23.	23.		STATEMENT 1
	4 Dividends and interest from securities	7,272.	7,272.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-21,726.			
	b Gross sales price for all assets on line 6a 110,934.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	-14,431.	7,295.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	367.	294.		73.
	b Accounting fees STMT 4	2,210.	1,768.		442.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	3,087.	268.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	1,306.	1,306.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,970.	3,636.		515.
	25 Contributions, gifts, grants paid	12,050.			12,050.
	26 Total expenses and disbursements. Add lines 24 and 25	19,020.	3,636.		12,565.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-33,451.			
	b Net investment income (if negative, enter -0-)		3,659.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,592.	1,667.	1,667.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	323,707.	290,674.	272,298.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	333,299.	292,341.	273,965.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	322,938.	322,938.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,361.	-30,597.	
	30 **Total net assets or fund balances**	333,299.	292,341.	
	31 **Total liabilities and net assets/fund balances**	333,299.	292,341.	

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	333,299.
2	Enter amount from Part I, line 27a	2	-33,451.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	299,848.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	7,507.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	292,341.

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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 STATEMENT A	P	VARIOUS	VARIOUS
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	110,934.		132,660.	-21,726.
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				-21,726.
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 — -21,726.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	10,073.	319,566.	.031521
2007	0.	160,091.	.000000
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	.031521
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	.015761
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	235,348.
5	Multiply line 4 by line 3	5	3,709.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	37.
7	Add lines 5 and 6	7	3,746.
8	Enter qualifying distributions from Part XII, line 4	8	12,565.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 ▶ [X] and enter 1% of Part I, line 27b			1	37.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	37.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	37.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	381.		
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	381.
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	344.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 344. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUE COOPER Telephone no. ▶ 425-308-4245

Located at ▶ 906 OLYMPIC BLVD, EVERETT, WA ZIP+4 ▶ 98203

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS P. COOPER, M.D. 906 OLYMPIC BLVD EVERETT, WA 98203	DIRECTOR 1.00	0.	0.	0.
SUE M. COOPER 906 OLYMPIC BLVD EVERETT, WA 98203	DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. 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 ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	237,076.
b	Average of monthly cash balances	1b	1,856.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	238,932.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	238,932.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,584.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	235,348.
6	**Minimum investment return.** Enter 5% of line 5	6	11,767.

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

1	Minimum investment return from Part X, line 6	1	11,767.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 37.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	37.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,730.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,730.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,730.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	12,565.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	12,565.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	37.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,528.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				11,730.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			796.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 12,565.				
a Applied to 2008, but not more than line 2a			796.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				11,730.
e Remaining amount distributed out of corpus	39.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	39.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	39.			
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 39.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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				
MULTIPLE SCLEROSIS SOCIETY 192 NICKERSON STREET, SUITE 100 SEATTLE, WA		501(C)(3)	CHARITABLE PURPOSE	50.
UNITED WAY OF SNOHOMISH COUNTY 3120 MCDOUGAL, SUITE 200 EVERETT, WA 98201		501(C)(3)	CHARITABLE PURPOSE	12,000.
Total			▶ 3a	12,050.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(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			14	23.	
4 Dividends and interest from securities			14	7,272.	
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	-21,726.	
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)		0.		-14,431.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -14,431.

(See worksheet in line 13 instructions 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).

923621
02-02-10

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

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

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

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

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

b If "Yes," complete the following schedule.

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

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] 6/3/2010 ▶ MD, trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 6-7-10	Check if self-employed ▶ ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code ▶ HELLAM, VARON & CO. INC. P.S. 1750 112TH AVENUE NE, SUITE E200 BELLEVUE, WA 98004		EIN ▶	
		Phone no. (425)453-9192	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CASCADE BANK	23.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN & CO	7,272.	0.	7,272.
TOTAL TO FM 990-PF, PART I, LN 4	7,272.	0.	7,272.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	367.	294.		73.
TO FM 990-PF, PG 1, LN 16A	367.	294.		73.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	2,210.	1,768.		442.
TO FORM 990-PF, PG 1, LN 16B	2,210.	1,768.		442.

FORM 990-PF	TAXES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	2,819.	0.		0.
FOREIGN TAX PAID	268.	268.		0.
TO FORM 990-PF, PG 1, LN 18	3,087.	268.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE LICENSING FEE	80.	80.		0.
INVESTMENT FEE	1,364.	1,364.		0.
MISCELLANEOUS	-138.	-138.		0.
TO FORM 990-PF, PG 1, LN 23	1,306.	1,306.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7

DESCRIPTION	AMOUNT
ADJUST TO TAX BASIS FOR SECURITIES SOLD	7,507.
TOTAL TO FORM 990-PF, PART III, LINE 5	7,507.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	290,674.	272,298.
TOTAL TO FORM 990-PF, PART II, LINE 10B	290,674.	272,298.

FORM 990-PF | PART XV - LINE 1A | STATEMENT 9

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

THOMAS P. COOPER, M.D.
SUE M. COOPER

26-1525513

Capital Gains Report

COOPER FAMILY FOUNDATION

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
01/17/2008	01/06/2009	15	AT&T INC	28 58	37.66	428 67	564 92	-136 25
07/25/2008	01/06/2009	6	APACHE CORP	85 69	109 41	514 11	656.44	-142 33
01/18/2008	01/06/2009	5	APPLE INC	94 15	162 76	470 73	813 82	-343.09
10/24/2008	01/06/2009	10	DOMINION RESOURCES INC/VA	36 59	34.41	365.89	344 10	21.79
06/18/2008	01/06/2009	5	***TOYOTA MOTOR CORP -SPON ADR	65.73	103 40	328.67	517.00	-188 33
05/19/2008	01/12/2009	6	BAXTER INTERNATIONAL INC	53 38	61 50	320 27	369.03	-48 76
04/24/2008	01/12/2009	3	BECTON DICKINSON & CO	70.83	87 02	212 49	261 06	-48 57
04/25/2008	01/12/2009	2	BECTON DICKINSON & CO	70 83	88.05	141.66	176 10	-34 44
01/01/1950	01/12/2009	10	EXXON MOBIL CORP	77 00	7 88	770.00	78 79	691.21
04/18/2008	01/13/2009	6	UNION PACIFIC CORP	43 63	69.11	261 79	414 65	-152 86
01/17/2008	01/14/2009	4	PROCTER & GAMBLE CO	57.79	68 54	231.15	274.16	-43 01
01/18/2008	01/15/2009	6	APPLE INC	82 85	162 76	497 12	976 59	-479.47
02/05/2008	01/15/2009	45	CITIGROUP INC	3 81	27 80	171 43	1,251 04	-1,079 61
02/07/2008	01/15/2009	10	CITIGROUP INC	3 81	26 73	38 10	267.33	-229 23
02/11/2008	01/15/2009	35	CITIGROUP INC	3.81	25.83	133 33	903 91	-770.58
01/17/2008	01/15/2009	15	SUPERVALU INC	16 75	28 06	251.27	420 90	-169.63
01/17/2008	01/21/2009	7	***ALCON INC	83 99	150.49	587.92	1,053 42	-465 50
01/17/2008	01/22/2009	5	MCKESSON CORP	39 81	67 23	199 07	336 17	-137 10
04/22/2008	01/28/2009	30	MACY'S INC	10 03	23.17	300 91	695 22	-394 31
05/23/2008	01/28/2009	5	MACY'S INC	10.03	22.62	50.15	113.09	-62 94
05/23/2008	01/28/2009	10	MACY'S INC	10 03	22.62	100 30	226 17	-125 87
01/17/2008	01/30/2009	15	CONOCOPHILLIPS	48 01	75.13	720 11	1,126 98	-406 87
01/17/2008	01/30/2009	1	GOOGLE INC-CL A	340 54	613.66	340 54	613.66	-273 12
01/17/2008	02/04/2009	15	***BP PLC-SPONS ADR	43 51	65.20	652 65	977 99	-325 34
01/17/2008	02/04/2009	5	GILEAD SCIENCES INC	51 82	47.52	259 11	237 62	21 49
12/23/2008	02/04/2009	20	TEXTRON INC	7.64	12 43	152 78	248 63	-95 85
04/02/2008	02/05/2009	10	ASHLAND INC	6.89	48 30	68.85	482 96	-414 11
12/18/2008	02/05/2009	5	AFLAC INC	23 43	45 95	117 13	229 76	-112 63
01/17/2008	02/05/2009	2	CME GROUP INC	180 66	574 10	361.32	1,148 21	-786 89
01/17/2008	02/05/2009	5	CONOCOPHILLIPS	46 60	75.13	232.99	375 66	-142.67
10/13/2008	02/05/2009	45	***ERICSSON (LM) TEL-SP ADR	8.21	6 83	369 50	307 55	61 95
02/27/2008	02/06/2009	25	CITIGROUP INC	3.93	25.46	98 13	636.55	-538 42
09/22/2008	02/06/2009	35	CITIGROUP INC	3 93	20 01	137 38	700 18	-562.80
01/01/1950	02/06/2009	4	MONSANTO CO	84 14	0.64	336.57	2.55	334.02
01/17/2008	02/11/2009	5	MEDCO HEALTH SOLUTIONS INC	45.88	53.16	229.41	265 82	-36.41
01/17/2008	02/11/2009	25	VERIZON COMMUNICATIONS INC	29.93	40 78	748 21	1,019 46	-271 25
10/22/2008	02/18/2009	25	ACTIVISION BLIZZARD INC	9.53	12 57	238 35	314.32	-75 97
01/17/2008	02/20/2009	5	***TEVA PHARMACEUTICAL-SP ADR	46.15	47 87	230.74	239.34	-8 60
01/17/2008	02/24/2009	50	BANK OF AMERICA CORP	4 53	38 55	226.48	1,927.36	-1,700 88
01/17/2008	02/24/2009	35	JPMORGAN CHASE & CO	20 77	40 60	726 88	1,421 03	-694 15
02/04/2009	02/26/2009	10	CUMMINS INC	20 81	25 50	208 12	255 05	-46 93
01/29/2008	03/03/2009	6	CATERPILLAR INC	22.76	69.10	136 57	414.59	-278 02
01/17/2008	03/04/2009	5	DEERE & CO	26.64	82 20	133.19	410 99	-277.80
01/17/2008	03/11/2009	1	CME GROUP INC	188.99	574 10	188 99	574.10	-385 11
02/09/2009	03/11/2009	15	WELLS FARGO & COMPANY	11 99	19 20	179 83	287.94	-108 11
10/13/2008	03/13/2009	15	***ERICSSON (LM) TEL-SP ADR	8 64	6.83	129 63	102.51	27.12

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Capital Gains Report

COOPER FAMILY FOUNDATION

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/22/2008	03/16/2009	15	J.C. PENNEY CO INC	16.38	47.77	245 74	716.51	-470 77
11/12/2008	03/16/2009	5	J C PENNEY CO INC	16.38	18 55	81 91	92 76	-10 85
01/17/2008	03/17/2009	10	BANK OF AMERICA CORP	6 10	38 55	61 01	385 48	-324 47
01/29/2008	03/17/2009	10	BANK OF AMERICA CORP	6.10	41 80	61 02	418 04	-357 02
01/17/2008	03/18/2009	50	AMERICAN INTERNATIONAL GROUP	1 31	57 23	65.35	2,861 48	-2,796 13
01/22/2008	03/18/2009	5	AMERICAN INTERNATIONAL GROUP	1.31	51 19	6 54	255 96	-249 42
02/11/2008	03/18/2009	10	AMERICAN INTERNATIONAL GROUP	1 31	45 06	13 07	450 63	-437 56
02/22/2008	03/18/2009	5	AMERICAN INTERNATIONAL GROUP	1 31	47.46	6 54	237 32	-230 78
04/21/2008	03/18/2009	10	AMERICAN INTERNATIONAL GROUP	1 31	47 78	13 07	477 81	-464 74
06/17/2008	03/18/2009	10	AMERICAN INTERNATIONAL GROUP	1 31	33 24	13 07	332.43	-319 36
12/17/2008	03/18/2009	55	FIFTH THIRD BANCORP	2.16	7 48	118 72	411 44	-292 72
01/17/2008	03/19/2009	5	JPMORGAN CHASE & CO	27.04	40 60	135 21	203 00	-67 79
01/17/2008	03/19/2009	5	JPMORGAN CHASE & CO	27 04	40 60	135 21	203 00	-67 79
01/17/2008	03/19/2009	7	PHILIP MORRIS INTERNATIONAL	37 79	54 30	264 51	380 08	-115 57
01/29/2008	03/23/2009	5	BANK OF AMERICA CORP	7.37	41 60	36 86	209 02	-172 16
12/30/2008	03/23/2009	25	BANK OF AMERICA CORP	7 37	12 82	184.31	320 44	-136 13
01/17/2008	03/23/2009	18	***ROYAL DUTCH SHELL PLC-ADR	46 66	77 36	839 88	1,392 40	-552 52
04/03/2008	03/23/2009	2	***ROYAL DUTCH SHELL PLC-ADR	46.66	71 00	93 32	142 01	-48 69
01/17/2008	03/24/2009	5	MORGAN STANLEY	24 67	45 81	123 34	229 07	-105 73
05/28/2008	03/25/2009	35	GANNETT CO	2 37	28 96	82.93	1,013 70	-930.77
07/09/2008	03/25/2009	15	GANNETT CO	2 37	19 50	35 54	292 55	-257.01
01/17/2008	03/25/2009	5	HEWLETT-PACKARD CO	30 66	44 27	153 28	221 35	-68 07
09/04/2008	03/25/2009	35	NVIDIA CORP	10 10	11 49	353 51	401 98	-48 47
09/16/2008	03/25/2009	5	NVIDIA CORP	10 10	9 43	50 50	47 15	3 35
01/17/2008	03/26/2009	15	GENENTECH INC	95 00	69.60	1,425 00	1,044 01	380.99
03/18/2008	03/26/2009	5	GENENTECH INC	95 00	77.85	475 00	389 24	85 76
10/09/2008	03/26/2009	10	GENENTECH INC	95 00	80 82	950 00	808 23	141.77
01/21/2009	03/26/2009	5	GENENTECH INC	95.00	82 81	475 00	414 03	60 97
01/17/2008	03/26/2009	20	SUPERVALU INC	15 20	28.06	303 90	561 20	-257 30
01/17/2008	03/31/2009	12	MERCK & CO. INC.	26 79	54.70	321 43	656.40	-334.97
04/08/2008	03/31/2009	8	MERCK & CO INC	26 79	40 98	214 28	327 88	-113 60
09/23/2008	04/02/2009	3	LOCKHEED MARTIN CORP	69 32	108 56	207 97	325.68	-117 71
10/22/2008	04/02/2009	1	LOCKHEED MARTIN CORP	69.32	82.12	69 32	82 12	-12 80
	04/08/2009		TIME WARNER INC			7 17		7.17
	04/08/2009		TIME WARNER CABLE INC			16 55		16 55
01/17/2008	04/08/2009	9	ABBOTT LABORATORIES	43 53	59 88	391.73	538 95	-147.22
12/01/2008	04/08/2009	3	BUNGE LTD	56.03	38.99	168 10	116 97	51 13
01/17/2008	04/08/2009	4	COLGATE-PALMOLIVE CO	60 23	78.07	240 91	312 30	-71 39
11/25/2008	04/09/2009	10	CORNING INC	15 21	8.93	152.10	89 31	62 79
01/17/2008	04/09/2009	5	METLIFE INC	25 94	59 10	129 71	295 50	-165 79
10/10/2008	04/09/2009	25	***NOKIA CORP-SPON ADR	13 65	15.73	341 20	393.17	-51 97
01/17/2008	04/09/2009	20	PFIZER INC	13 43	23.16	268.56	463 24	-194 68
08/28/2008	04/09/2009	10	WYETH	42 30	43 10	422.97	430.99	-8 02
09/02/2008	04/09/2009	5	WYETH	42 30	43 31	211.49	216 55	-5 06
12/01/2008	04/13/2009	4	BUNGE LTD	57 30	38 99	229 18	155.97	73.21
01/17/2008	04/13/2009	5	***DEUTSCHE BANK AG-REGISTERED	51.09	119.48	255 46	597.28	-341.82
01/17/2008	04/14/2009	5	MORGAN STANLEY	24 31	45 82	121.56	229 08	-107 52
11/12/2008	04/14/2009	5	J.C PENNEY CO INC	25 79	18 55	128 96	92 76	36 20
01/17/2008	04/16/2009	6	ABBOTT LABORATORIES	42 50	59 88	255.03	359 31	-104 28

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Capital Gains Report

COOPER FAMILY FOUNDATION

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/17/2008	04/16/2009	4	COLGATE-PALMOLIVE CO	59 11	78 08	236 42	312 31	-75 89
09/22/2008	04/16/2009	1	COLGATE-PALMOLIVE CO	59.11	75 68	59 11	75.68	-16 57
04/25/2008	04/16/2009	30	INGRAM MICRO INC-CL A	13 43	16 02	402 82	480.59	-77 77
12/26/2008	04/16/2009	15	TJX COMPANIES INC	27.10	20 00	406.51	299 99	106 52
01/18/2008	04/17/2009	6	COCA-COLA CO/THE	44.99	61 08	269 94	366 50	-96 56
06/23/2008	04/17/2009	2	***TOYOTA MOTOR CORP -SPON ADR	76 87	98 31	153 75	196 62	-42 87
01/17/2008	04/20/2009	2	***DEUTSCHE BANK AG-REGISTERED	48.39	119 45	96 78	238 91	-142.13
01/17/2008	04/20/2009	1	GOOGLE INC-CL A	380 06	613.66	380 06	613 66	-233.60
10/22/2008	04/20/2009	3	LOCKHEED MARTIN CORP	75 83	82 12	227 48	246 36	-18 88
01/01/1950	04/24/2009	3	MONSANTO CO	82 12	0.64	246 35	1 91	244.44
06/23/2008	04/24/2009	2	***TOYOTA MOTOR CORP -SPON ADR	80 40	98 31	160 80	196 62	-35.82
03/20/2008	04/28/2009	10	AUTOLIV INC	23.53	49 37	235 30	493 73	-258 43
01/17/2008	04/28/2009	10	ALTRIA GROUP INC	16 84	24 02	168 38	240 17	-71 79
01/17/2008	04/28/2009	4	ABBOTT LABORATORIES	43 18	59 88	172 73	239 54	-66 81
03/18/2008	04/28/2009	3	ABBOTT LABORATORIES	43 18	53.11	129 55	159.34	-29 79
01/01/1950	04/28/2009	10	MICROSOFT CORP	20 08	1 84	200 79	18 40	182 39
02/23/2009	04/28/2009	10	MICROSOFT CORP	20 08	17 99	200 79	179 89	20 90
03/19/2009	04/28/2009	10	MICROSOFT CORP	20 08	17 25	200 79	172 47	28 32
02/15/2008	04/28/2009	4	WAL-MART STORES INC	48 75	49 71	195 01	198.84	-3 83
09/23/2008	04/28/2009	4	WAL-MART STORES INC	48 75	59 18	195 00	236 72	-41.72
10/01/2008	04/28/2009	4	WAL-MART STORES INC	48 75	59 77	195 00	239 07	-44.07
04/03/2008	04/29/2009	5	***ROYAL DUTCH SHELL PLC-ADR	46 07	71 01	230 33	355 04	-124.71
04/08/2008	04/29/2009	1	***ROYAL DUTCH SHELL PLC-ADR	46 07	72 58	46 07	72 58	-26 51
12/26/2008	04/29/2009	5	TJX COMPANIES INC	28.20	20 00	140.99	100 00	40.99
01/17/2008	04/30/2009	6	GILEAD SCIENCES INC	45 40	47 52	272 39	285.15	-12.76
04/14/2009	04/30/2009	11	PACCAR INC	35 31	31.20	388 46	343 18	45 28
04/25/2008	05/01/2009	1	BECTON DICKINSON & CO	61 06	88 05	61 06	88 05	-26 99
07/25/2008	05/01/2009	5	BECTON DICKINSON & CO	61 06	85.28	305.27	426 40	-121.13
01/18/2008	05/01/2009	4	COCA-COLA CO/THE	42 34	61 08	169 37	244.33	-74 96
01/17/2008	05/01/2009	6	EOG RESOURCES INC	66 08	86 48	396 49	518.88	-122.39
10/13/2008	05/01/2009	20	***ERICSSON (LM) TEL-SP ADR	8 33	6 83	166 54	136 70	29 84
01/17/2008	05/01/2009	4	HEWLETT-PACKARD CO	35 84	44 27	143 37	177 08	-33 71
03/31/2009	05/01/2009	12	MICROSOFT CORP	20.00	18.45	240.03	221 46	18 57
01/29/2008	05/01/2009	3	PHILIP MORRIS INTERNATIONAL	36 89	52.52	110.67	157 57	-46 90
07/08/2008	05/01/2009	7	PHILIP MORRIS INTERNATIONAL	36 89	52 22	258 24	365 52	-107 28
11/25/2008	05/04/2009	5	MOLSON COORS BREWING CO -B	38.56	44 57	192 79	222.85	-30.06
01/17/2008	05/04/2009	4	***TEVA PHARMACEUTICAL-SP ADR	44.22	47.87	176 89	191.47	-14 58
07/25/2008	05/05/2009	4	BECTON DICKINSON & CO	61 17	85 28	244 70	341 13	-96 43
09/22/2008	05/05/2009	4	COLGATE-PALMOLIVE CO	61 70	75.88	246.82	302 72	-55.90
01/21/2009	05/06/2009	10	HONEYWELL INTERNATIONAL INC	32.84	31 80	328.44	318 05	10.39
01/29/2008	05/07/2009	15	THE WALT DISNEY CO	25 91	28 62	388.68	429.36	-40 68
11/11/2008	05/07/2009	5	EASTMAN CHEMICAL COMPANY	40 42	38 86	202 10	194 29	7 81
10/22/2008	05/07/2009	3	LOCKHEED MARTIN CORP	79 35	82 12	238 04	246 36	-8.32
03/31/2009	05/07/2009	10	MICROSOFT CORP	19 32	18 45	193.18	184 55	8 63
06/18/2008	05/07/2009	35	MOTOROLA INC	6 31	8 67	220.96	303.53	-82 57
04/14/2009	05/07/2009	4	PACCAR INC	32 90	31.20	131 60	124 80	6.80
01/17/2008	05/08/2009	5	MEDCO HEALTH SOLUTIONS INC	45 12	53 16	225 60	265.82	-40.22
01/17/2008	05/08/2009	4	***TEVA PHARMACEUTICAL-SP ADR	44 18	47.87	176 70	191.47	-14.77
01/17/2008	05/11/2009	3	***ALCON INC	95.66	150.49	286 98	451.47	-164 49

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01/18/2008	05/11/2009	4	COCA-COLA CO/THE	42 83	61 08	171 32	244 34	-73 02
11/25/2008	05/11/2009	1	COCA-COLA CO/THE	42 83	45 98	42 83	45 98	-3 15
05/19/2008	05/12/2009	2	BAXTER INTERNATIONAL INC	50 83	61.50	101.66	123 01	-21 35
10/09/2008	05/12/2009	3	BAXTER INTERNATIONAL INC	50 83	60 96	152 49	182 88	-30 39
01/01/1950	05/12/2009	5	PEPSICO INC	49 22	2 56	246.09	12.78	233.31
10/16/2008	05/13/2009	10	THE WALT DISNEY CO	23 67	23 52	236 72	235 17	1.55
12/18/2008	05/13/2009	5	THE WALT DISNEY CO.	23 67	23 40	118.36	117 01	1 35
03/19/2009	05/15/2009	7	***COOPER INDUSTRIES LTD-CL A	33 10	25 37	231 70	177 62	54 08
01/07/2009	05/15/2009	15	HOME DEPOT INC	24 33	24.69	364 89	370 37	-5 48
02/10/2009	05/15/2009	2	HOME DEPOT INC	24 33	22.46	48.65	44.92	3 73
02/20/2009	05/15/2009	20	PRUDENTIAL FINANCIAL INC	39 30	18 13	785 95	362.66	423 29
12/26/2008	05/18/2009	10	TJX COMPANIES INC	27 60	20 00	276 00	200 00	76 00
03/18/2008	05/20/2009	2	ABBOTT LABORATORIES	43 57	53 12	87 13	106 24	-19 11
08/06/2008	05/20/2009	4	ABBOTT LABORATORIES	43 57	58 58	174 27	234 33	-60 06
01/17/2008	05/20/2009	15	ALLSTATE CORP	26 33	50 61	394 90	759 19	-364 29
03/19/2009	05/20/2009	13	***COOPER INDUSTRIES LTD-CL A	34 32	25 37	446-.15	329.87	116 28
08/12/2008	05/20/2009	4	DEVON ENERGY CORPORATION	64 36	92 31	257 46	369.25	-111 79
01/12/2009	05/20/2009	6	JACOBS ENGINEERING GROUP INC	40 40	48 80	242 40	292 83	-50 43
01/17/2008	05/22/2009	14	HARTFORD FINANCIAL SVCS GRP	15 41	83 50	215 74	1,168 96	-953 22
06/06/2008	05/22/2009	6	HARTFORD FINANCIAL SVCS GRP	15 41	72 26	92.46	433 56	-341.10
01/17/2008	05/26/2009	23	CISCO SYSTEMS INC	18 50	24 84	425 58	571 22	-145 64
01/17/2008	05/26/2009	5	METLIFE INC	30 29	59.10	151 44	295 50	-144 06
01/30/2008	05/26/2009	5	METLIFE INC	30 29	58.04	151 45	290 18	-138.73
10/08/2008	05/26/2009	2	METLIFE INC	30 29	26 50	60 58	53 00	7 58
04/22/2008	05/28/2009	12	CARDINAL HEALTH INC	35 08	51.34	421 01	616 12	-195 11
01/01/1950	05/28/2009	4	MONSANTO CO	79 22	0 64	316 88	2 55	314 33
09/16/2008	05/28/2009	25	NVIDIA CORP	10 50	9 43	262 53	235 78	26 75
04/23/2009	05/28/2009	13	NETAPP INC	18 70	18.40	243.06	239 22	3 84
01/01/1950	05/29/2009	2	MONSANTO CO	81.34	0 63	162 68	1 27	161 41
12/18/2008	05/29/2009	20	***SANOFI-AVENTIS ADR	31 68	32 87	633 56	657 47	-23.91
10/22/2008	05/29/2009	15	SCHWAB (CHARLES) CORP	17 50	18 97	262 49	284 51	-22.02
05/19/2008	06/01/2009	15	WESTERN DIGITAL CORP	25.64	35 23	384 67	528 40	-143 73
08/06/2008	06/01/2009	10	WESTERN DIGITAL CORP	25 64	29 02	256 45	290.18	-33 73
08/29/2008	06/01/2009	1	WESTERN DIGITAL CORP	25 64	27 45	25 64	27 45	-1 81
08/29/2008	06/01/2009	6	WESTERN DIGITAL CORP	25 64	27.45	153 87	164.72	-10 85
01/29/2008	06/03/2009	5	FRANKLIN RESOURCES INC	71 25	100 39	356 24	501.93	-145 69
01/17/2008	06/04/2009	9	HEWLETT-PACKARD CO	35 78	44 27	322 06	398 43	-76 37
01/01/1950	06/04/2009	3	MONSANTO CO	82 00	0 64	246.01	1.92	244 09
01/17/2008	06/10/2009	10	ALLSTATE CORP	25 37	50.61	253 72	506.13	-252.41
01/22/2009	06/10/2009	25	LINCOLN NATIONAL CORP	19 00	15 01	475 01	375 15	99.86
07/08/2008	06/12/2009	2	PHILIP MORRIS INTERNATIONAL	43 41	52 22	86.82	104 44	-17.62
10/16/2008	06/12/2009	2	PHILIP MORRIS INTERNATIONAL	43 41	40 93	86 82	81 87	4 95
01/17/2008	06/16/2009	3	CHEVRON CORP	70 16	83 85	210 48	251 54	-41 06
04/02/2009	06/16/2009	25	COMCAST CORP-CL A	13 63	14.30	340 78	357.41	-16 63
01/17/2008	06/18/2009	10	MORGAN STANLEY	27.97	45 82	279.72	458 16	-178 44
01/17/2008	06/18/2009	15	PHILIP MORRIS INTERNATIONAL	42 96	54 30	644 47	814 46	-169 99
06/30/2008	06/19/2009	2	AMGEN INC	52 97	46.92	105.94	93.84	12.10
07/09/2008	06/19/2009	5	AMGEN INC	52 97	51 28	264 86	256 41	8 45
12/09/2008	06/19/2009	4	AMGEN INC	52 97	57 83	211 89	231 33	-19 44

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06/09/2008	06/19/2009	30	TYSON FOODS INC-CL A	12 56	16 14	376 81	484.26	-107 45
01/17/2008	06/23/2009	11	TRAVELERS COS INC/THE	40.75	48 69	448 22	535 61	-87.39
01/17/2008	06/24/2009	10	EMERSON ELECTRIC CO	32 65	49 24	326 50	492.42	-165 92
01/17/2008	06/24/2009	11	HEWLETT-PACKARD CO	37 52	44 27	412 75	486.97	-74 22
03/12/2008	06/24/2009	5	MCDONALD'S CORP	56 70	54.36	283 48	271 82	11.66
01/17/2008	06/25/2009	9	EOG RESOURCES INC	68.50	86 48	616 49	778 32	-161 83
01/01/1950	06/26/2009	4	MONSANTO CO	75 68	0 64	302.73	2 56	300 17
10/08/2008	06/26/2009	8	METLIFE INC	29 82	26 50	238 59	212.00	26.59
10/08/2008	06/26/2009	1	METLIFE INC	29 82	26 50	29 82	26 50	3.32
11/13/2008	06/26/2009	15	***NOKIA CORP-SPON ADR	14 93	12 93	224.00	193 98	30.02
01/17/2008	06/29/2009	15	CISCO SYSTEMS INC	19 03	24.84	285.38	372 54	-87 16
01/17/2008	07/08/2009	1	EOG RESOURCES INC	61 66	86.48	61.66	86.48	-24 82
07/08/2008	07/08/2009	2	EOG RESOURCES INC	61.66	114.30	123 33	228 60	-105 27
07/11/2008	07/08/2009	1	EOG RESOURCES INC	61 66	116.80	61 66	116 80	-55 14
11/19/2008	07/09/2009	20	BRISTOL-MYERS SQUIBB CO	19 43	20 64	388 69	412 88	-24.19
03/19/2009	07/10/2009	3	AMGEN INC	57 55	50.20	172 64	150 60	22 04
04/17/2009	07/10/2009	3	AMGEN INC	57 55	47 29	172 65	141 87	30.78
07/11/2008	07/10/2009	1	EOG RESOURCES INC	62 46	116 80	62 46	116.80	-54 34
01/21/2009	07/10/2009	4	EOG RESOURCES INC	62 46	63 07	249.84	252.29	-2 45
03/31/2009	07/10/2009	1	EOG RESOURCES INC	62 46	56 93	62.46	56 93	5.53
01/01/1950	07/10/2009	8	EXXON MOBIL CORP	65 09	7.88	520 75	63 03	457 72
01/17/2008	07/13/2009	5	CELGENE CORP	46 71	55.48	233.56	277.42	-43 86
05/20/2009	07/13/2009	70	REGIONS FINANCIAL CORP	4 01	4.00	280.72	280.00	0.72
03/26/2009	07/14/2009	13	ELI LILLY & CO	32 85	33.60	426.99	436 75	-9 76
01/17/2008	07/15/2009	7	CHEVRON CORP	64.36	83 85	450 52	586 95	-136 43
01/17/2008	07/16/2009	15	HEWLETT-PACKARD CO	39.00	44 27	585.00	664 05	-79 05
10/03/2008	07/16/2009	4	MCDONALD'S CORP	57 08	61 98	228.31	247.83	-19 52
10/09/2008	07/16/2009	1	MCDONALD'S CORP	57 08	54 60	57.08	54.60	2 48
01/16/2009	07/17/2009	7	CAPITAL ONE FINANCIAL CORP	26 66	24.27	186.64	169.88	16.76
12/18/2008	07/17/2009	5	THE WALT DISNEY CO.	24 49	23 40	122.47	117 01	5.46
02/04/2009	07/17/2009	5	THE WALT DISNEY CO	24 49	18 93	122 47	94.64	27.83
02/04/2009	07/17/2009	8	THE WALT DISNEY CO	24 49	18 93	195 95	151 43	44 52
04/08/2008	07/20/2009	9	***ROYAL DUTCH SHELL PLC-ADR	51.12	72 59	460 04	653 29	-193 25
04/09/2009	07/20/2009	3	***ROYAL DUTCH SHELL PLC-ADR	51.12	43 27	153.35	129 82	23.53
01/01/1950	07/22/2009	6	MONSANTO CO	79 72	0 64	478.34	3 84	474.50
04/16/2009	07/23/2009	10	LIBERTY ENTERTAINMENT-CL A	26 93	23.10	269.34	231 03	38.31
04/16/2009	07/23/2009	6	LIBERTY ENTERTAINMENT-CL A	26.93	23 10	161 60	138 63	22.97
10/16/2008	07/27/2009	4	PHILIP MORRIS INTERNATIONAL	46 63	40 94	186 51	163 76	22.75
01/12/2009	07/31/2009	4	APACHE CORP	83.97	78 22	335.87	312 88	22 99
05/05/2009	07/31/2009	2	APACHE CORP	83 97	79 22	167 93	158 45	9 48
01/06/2009	07/31/2009	9	ARCHER-DANIELS-MIDLAND CO	30 30	28.73	272 72	258 57	14 15
04/22/2008	07/31/2009	7	CARDINAL HEALTH INC	33 16	51 34	232 13	359 41	-127 28
05/23/2008	07/31/2009	6	CARDINAL HEALTH INC	33 16	55.21	198 96	331.27	-132 31
01/17/2008	07/31/2009	15	KROGER CO	21 41	26 36	321 21	395.43	-74 22
02/04/2009	08/03/2009	10	THE WALT DISNEY CO	25 52	18.93	255.18	189 30	65 88
01/12/2009	08/03/2009	25	TYSON FOODS INC-CL A	11 21	8.36	280.18	209 05	71 13
01/17/2008	08/04/2009	22	CISCO SYSTEMS INC	22.35	24 84	491 60	546.39	-54.79
01/17/2008	08/04/2009	3	CISCO SYSTEMS INC	22.35	24 83	67 04	74 50	-7.46
10/09/2008	08/04/2009	7	MCDONALD'S CORP	55 01	54 60	385.04	382 21	2 83

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05/07/2009	08/04/2009	9	TORCHMARK CORP	39 13	33.81	352 14	304 33	47 81
01/14/2009	08/05/2009	10	EMERSON ELECTRIC CO	34 84	33 46	348 42	334.60	13 82
03/05/2009	08/05/2009	2	EMERSON ELECTRIC CO	34.84	25 09	69 68	50 18	19 50
01/17/2008	08/07/2009	5	CELGENE CORP	55.03	55 48	275 14	277.42	-2 28
03/31/2009	08/07/2009	2	EOG RESOURCES INC	75 26	56 93	150 52	113.86	36.66
01/17/2008	08/07/2009	5	FLUOR CORP	58 10	60 27	290 49	301 33	-10 84
01/01/1950	08/07/2009	2	MONSANTO CO	84 08	0 64	168 17	1 28	166 89
01/17/2008	08/07/2009	4	PROCTER & GAMBLE CO	52 18	68 54	208 72	274 16	-65 44
10/03/2008	08/07/2009	6	PROCTER & GAMBLE CO	52 18	71 11	313 08	426 67	-113 59
01/17/2008	08/11/2009	8	CHEVRON CORP	68 28	83 85	546 20	670 80	-124 60
06/22/2009	08/12/2009	25	HARTFORD FINANCIAL SVCS GRP	19 63	11 09	490 64	277 36	213 28
12/03/2008	08/14/2009	5	CARDINAL HEALTH INC	32 64	31 46	163 21	157 28	5 93
02/03/2009	08/14/2009	5	OCCIDENTAL PETROLEUM CORP	70 77	55 25	353 84	276 27	77.57
	08/18/2009		***TAIWAN SEMICONDUCTOR MFG CO			2 58		2 58
01/01/1950	08/18/2009	10	EXXON MOBIL CORP	66 53	7 88	665 30	78 80	586 50
03/20/2008	08/18/2009	2	EXXON MOBIL CORP	66 53	84 53	133 06	169.07	-36 01
03/05/2009	08/20/2009	8	EMERSON ELECTRIC CO	34.72	25 09	277 73	200 72	77.01
12/03/2008	08/24/2009	5	CARDINAL HEALTH INC	35 59	31 46	177.96	157 29	20.67
01/01/1950	08/24/2009	2	MONSANTO CO	84 57	0.64	169 13	1 28	167 85
05/19/2008	08/26/2009	7	NIKE INC -CL B	55 55	67 55	388 87	472 82	-83 95
12/18/2008	08/27/2009	30	***ERICSSON (LM) TEL-SP ADR	9.36	7 92	280 90	237 51	43 39
01/17/2008	08/28/2009	10	HEWLETT-PACKARD CO	44 82	44.27	448 25	442 70	5 55
08/08/2008	09/02/2009	40	GENWORTH FINANCIAL INC-CL A	9 05	15 36	361 98	614 42	-252.44
11/11/2008	09/04/2009	10	EASTMAN CHEMICAL COMPANY	50 16	38 86	501.61	388 58	113 03
01/17/2008	09/04/2009	8	JPMORGAN CHASE & CO	42 39	40 60	339 09	324.80	14 29
03/26/2009	09/04/2009	17	ELI LILLY & CO	32 85	33.60	558 42	571.15	-12 73
09/03/2008	09/04/2009	15	XL CAPITAL LTD -CLASS A	16 39	19 71	245 85	295.65	-49 80
10/09/2008	09/09/2009	8	BAXTER INTERNATIONAL INC	55 97	60.96	447 80	487 68	-39 88
05/05/2009	09/09/2009	9	TIME WARNER CABLE	39 14	33 88	352 22	304 92	47 30
10/03/2008	09/10/2009	3	PROCTER & GAMBLE CO	55 88	71 11	167 63	213.34	-45 71
01/17/2008	09/11/2009	26	ALTRIA GROUP INC	18 14	24.02	471 69	624 46	-152 77
01/18/2008	09/11/2009	3	ALTRIA GROUP INC	18 14	23.31	54 42	69 94	-15 52
01/29/2008	09/11/2009	2	ALTRIA GROUP INC	18.14	23 23	36 28	46 46	-10 18
01/29/2008	09/11/2009	3	ALTRIA GROUP INC	18 14	23 23	54.42	69 70	-15 28
09/25/2008	09/11/2009	21	ALTRIA GROUP INC	18 14	20 21	380 97	424.32	-43.35
07/10/2009	09/11/2009	15	ALTRIA GROUP INC	18 14	16 44	272 12	246.64	25 48
06/20/2008	09/11/2009	1	GOLDMAN SACHS GROUP INC	174 69	185 71	174 69	185.71	-11.02
07/16/2008	09/11/2009	1	GOLDMAN SACHS GROUP INC	174 69	163.86	174 69	163 86	10.83
01/17/2008	09/11/2009	6	JPMORGAN CHASE & CO	42 58	40.60	255 48	243 60	11 88
05/06/2009	09/11/2009	5	NUCOR CORP	46 43	45 01	232 14	225 04	7 10
01/16/2009	09/16/2009	5	CAPITAL ONE FINANCIAL CORP	37 46	24 27	187 29	121 35	65 94
11/25/2008	09/16/2009	5	COCA-COLA CO/THE	52 34	45.99	261.68	229 94	31 74
03/05/2009	09/16/2009	5	EMERSON ELECTRIC CO	40 50	25.09	202 48	125.45	77 03
04/22/2009	09/16/2009	1	EMERSON ELECTRIC CO	40 50	32 35	40 50	32.35	8.15
01/17/2008	09/16/2009	6	MEDCO HEALTH SOLUTIONS INC	55 76	53.16	334.57	318 99	15.58
10/09/2008	09/16/2009	5	MCDONALD'S CORP	55 42	54 60	277 11	273 02	4 09
10/24/2008	09/16/2009	1	MCDONALD'S CORP	55 42	53.02	55.42	53.02	2 40
03/31/2009	09/16/2009	8	MICROSOFT CORP	25 09	18.45	200 70	147 64	53 06
07/25/2008	09/17/2009	6	APACHE CORP	94.37	109 41	566 21	656 44	-90 23

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01/16/2009	09/17/2009	18	CAPITAL ONE FINANCIAL CORP	39.21	24.27	705 73	436 86	268 87
07/27/2009	09/17/2009	13	TEXTRON INC	20.01	11.07	260 14	143.97	116 17
01/18/2008	09/21/2009	3	APPLE INC	182 14	182 76	546 43	488 29	58 14
12/01/2008	09/23/2009	15	NEWS CORP	12.12	7 16	181 84	107 45	74 39
04/30/2009	09/23/2009	3	***TOYOTA MOTOR CORP -SPON ADR	82 34	79 76	247.03	239 29	7.74
05/15/2009	09/30/2009	3	APACHE CORP	92.16	77 86	276 48	233 58	42.90
03/20/2008	09/30/2009	3	EXXON MOBIL CORP	68 66	84 54	205 98	253 61	-47 63
04/02/2009	09/30/2009	7	EXXON MOBIL CORP	68 66	70 55	480.61	493 85	-13 24
01/29/2008	10/01/2009	10	***BP PLC-SPONS ADR	52.16	63 35	521 59	633 53	-111 94
04/17/2009	10/01/2009	4	***BP PLC-SPONS ADR	52.16	40 00	208 63	159 99	48 64
01/20/2009	10/01/2009	15	LIMITED BRANDS INC	16 89	8 23	253.41	123 52	129 89
06/11/2009	10/01/2009	10	WHIRLPOOL CORP	69.07	42 95	690 71	429 50	261 21
01/17/2008	10/05/2009	5	HEWLETT-PACKARD CO	45 58	44 27	227 89	221 35	6 54
04/30/2009	10/06/2009	5	VISA INC - CLASS A SHRS	68 01	67 09	340 04	335.44	4 60
05/06/2009	10/06/2009	2	VISA INC - CLASS A SHRS	68 01	66 90	136 01	133 81	2 20
04/21/2009	10/08/2009	12	LOWE'S COS INC	20 84	19 78	250 05	237.39	12 66
05/05/2009	10/08/2009	2	LOWE'S COS INC	20 84	20.96	41 68	41 92	-0 24
07/23/2009	10/09/2009	9	AMERICAN TOWER CORP-CL A	36.61	33 66	329 52	302.97	26.55
07/21/2009	10/09/2009	11	CROWN CASTLE INTL CORP	31.15	26 59	342 61	292.44	50 17
05/27/2009	10/09/2009	9	CATERPILLAR INC	52 52	35 24	472 64	317 13	155 51
07/14/2009	10/09/2009	4	CATERPILLAR INC	52 52	31 52	210 06	126.08	83 98
01/17/2008	10/09/2009	12	JPMORGAN CHASE & CO	45 26	40 60	543 12	487 20	55 92
05/15/2009	10/12/2009	3	APACHE CORP	100 09	77 86	300.27	233 58	66 69
10/24/2008	10/12/2009	4	MCDONALD'S CORP	56 79	53 02	227 17	212.09	15 08
02/20/2009	10/12/2009	3	MCDONALD'S CORP	56 79	54 63	170 38	163.90	6 48
04/08/2008	10/12/2009	10	MERCK & CO. INC.	32 87	40 99	328 72	409 86	-81 14
06/09/2008	10/12/2009	10	MERCK & CO. INC	32 87	37 04	328 72	370 38	-41 66
06/23/2008	10/12/2009	25	MERCK & CO INC.	32 87	35.77	821 80	894 19	-72 39
07/01/2008	10/12/2009	5	MERCK & CO. INC.	32 87	38 34	164 36	191 68	-27 32
07/01/2008	10/12/2009	5	MERCK & CO INC	32.87	38 34	164 36	191 69	-27 33
01/17/2008	10/13/2009	81	ALLIANCEBERNSTEIN GLOBAL	8.02	10.42	650.00	844.50	-194 50
		047	REAL ESTATE INVT FD II CL I					
01/18/2008	10/13/2009	1	APPLE INC	190.05	162.76	190 05	162 76	27.29
01/17/2008	10/13/2009	15	CBS CORP-CLASS B	12 20	23 27	183 06	348 98	-165 92
07/16/2008	10/13/2009	2	GOLDMAN SACHS GROUP INC	186.46	163.86	372.93	327.72	45 21
01/17/2008	10/13/2009	1	GOOGLE INC-CL A	525 47	613.66	525 47	613.66	-88.19
01/17/2008	10/13/2009	9	GILEAD SCIENCES INC	45.34	47 53	408 03	427.73	-19.70
01/17/2008	10/13/2009	3	JPMORGAN CHASE & CO	45 61	40 60	136 83	121 80	15 03
09/23/2008	10/13/2009	1	JPMORGAN CHASE & CO	45 61	40 50	45.61	40 50	5 11
08/19/2008	10/13/2009	8	KOHLS CORP	59.57	50 08	476.59	400 63	75 96
05/06/2009	10/13/2009	15	***TAIWAN SEMICONDUCTOR-SP ADR	10.17	11.01	152 49	165.16	-12 67
05/28/2009	10/13/2009	15	***TAIWAN SEMICONDUCTOR-SP ADR	10.17	11.02	152.50	165 31	-12 81
06/05/2009	10/13/2009	20	***TAIWAN SEMICONDUCTOR-SP ADR	10 17	10 33	203 33	206.53	-3 20
01/17/2008	10/13/2009	7	***TEVA PHARMACEUTICAL-SP ADR	51 16	47 87	358 12	335.07	23.05
05/15/2009	10/22/2009	2	APACHE CORP	101 27	77 86	202.54	155.73	46 81
04/22/2009	10/22/2009	4	EMERSON ELECTRIC CO	40 00	32.35	159 99	129 42	30 57
01/17/2008	10/22/2009	4	***TEVA PHARMACEUTICAL-SP ADR	50 65	47 87	202 59	191.47	11 12
05/05/2009	10/23/2009	7	FREEPORT-MCMORAN COPPER	82 70	49 31	578.93	345.15	233.78
01/17/2008	10/28/2009	70	BERNSTEIN EMERGING MARKETS	26 41	36 57	1,850 00	2,559 59	-709 59

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Capital Gains Report

COOPER FAMILY FOUNDATION

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
		.000	PORTFOLIO					
01/17/2008	10/28/2009		BERNSTEIN EMERGING MARKETS	26 41	36 57	0 00	27 68	-27 68
		757	PORTFOLIO					
01/17/2008	10/28/2009	68	BERNSTEIN INTERNATIONAL	14 64	22 30	1,000 00	1,516 39	-516 39
		000	PORTFOLIO					
01/17/2008	10/28/2009		BERNSTEIN INTERNATIONAL	14 64	22 29	0 00	6 82	-6 82
		306	PORTFOLIO					
02/03/2009	10/29/2009	5	EOG RESOURCES INC	85 36	67 06	426 78	335 30	91 48
01/17/2008	10/30/2009	10	AT&T INC	26 11	37 66	261 12	376 61	-115 49
01/17/2008	10/30/2009	1	CME GROUP INC	305 01	574 11	305 01	574 11	-269 10
01/17/2008	10/30/2009	7	CELGENE CORP	51.19	55 49	358 30	388 40	-30 10
01/17/2008	10/30/2009	2	MEDCO HEALTH SOLUTIONS INC	56 48	53 17	112 96	106 34	6 62
01/29/2008	10/30/2009	7	MEDCO HEALTH SOLUTIONS INC	56 48	48 09	395 35	336.65	58.70
05/18/2009	10/30/2009	10	US BANCORP	23.96	18 96	239.60	189 58	50 02
10/01/2008	10/30/2009	5	WAL-MART STORES INC	50 05	59 77	250 22	298 85	-48 63
10/22/2008	10/30/2009	3	WAL-MART STORES INC	50 05	52 37	150.14	157 12	-6 98
07/25/2008	11/04/2009	3	APACHE CORP	98 90	109 41	296.71	328 23	-31 52
09/22/2008	11/04/2009	2	APACHE CORP	98 90	120 28	197 80	240 56	-42 76
10/09/2008	11/04/2009	3	APACHE CORP	98 90	79.87	296.70	239 61	57 09
04/17/2009	11/04/2009	10	DU PONT (E.I) DE NEMOURS	32 96	28.37	329 62	283 68	45 94
07/08/2008	11/04/2009	40	SCHERING-PLOUGH CORP	10 50	8.73	420 00	349.21	70 79
04/30/2009	11/04/2009	20	SCHERING-PLOUGH CORP	10 50	9 76	210 00	195 16	14 84
04/28/2009	11/04/2009	3	UNION PACIFIC CORP	59 60	46 99	178.79	140 97	37 82
07/17/2009	11/05/2009	10	ALTERA CORPORATION	20 04	17 30	200.43	173.01	27 42
08/14/2009	11/05/2009	9	ALTERA CORPORATION	20 04	18 82	180 38	169.39	10 99
09/22/2008	11/06/2009	2	COLGATE-PALMOLIVE CO	79 98	75 68	159 96	151 37	8 59
01/06/2009	11/06/2009	4	COLGATE-PALMOLIVE CO	79 98	68 14	319.93	272 58	47 35
01/17/2008	11/10/2009	20	CBS CORP-CLASS B	13 26	23 27	265 26	465 31	-200 05
01/20/2009	11/10/2009	10	LIMITED BRANDS INC	18 61	8 23	186 11	82.35	103 76
06/17/2008	11/10/2009	10	QUALCOMM INC	44.40	49 09	443 98	490.90	-46 92
01/06/2009	11/11/2009	15	***GLAXOSMITHKLINE PLC-SPON AD	41.43	37 06	621 40	555.83	65.57
	11/13/2009		MERCK & CO INC			19 97		19.97
10/08/2008	11/13/2009	9	METLIFE INC	34 27	26.50	308.47	238 50	69.97
10/03/2008	11/13/2009	7	PROCTER & GAMBLE CO	61.69	71 11	431.86	497 79	-65.93
04/17/2009	11/13/2009	3	PROCTER & GAMBLE CO	61.69	51 70	185 09	155 09	30 00
01/17/2008	11/13/2009	5	SCHLUMBERGER LTD	65 54	83 77	327 69	418.83	-91 14
05/18/2009	11/13/2009	10	US BANCORP	23 66	18 96	236.63	189.58	47 05
05/18/2009	11/13/2009	2	US BANCORP	23 66	18 95	47 33	37.91	9 42
02/03/2009	11/16/2009	1	EOG RESOURCES INC	90 69	67 07	90.69	67.07	23 62
03/31/2009	11/16/2009	3	EOG RESOURCES INC	90.69	56 93	272 07	170.79	101 28
09/17/2009	11/18/2009	6	UNITED TECHNOLOGIES CORP	68 53	62 48	411 20	374 88	36 32
08/02/2009	11/24/2009	4	***PETROLEO BRASILEIRO S A.-AD	51 34	45 12	205.37	180.47	24 90
09/23/2009	11/25/2009	5	***PETROLEO BRASILEIRO-SPON AD	46 24	38 86	231 20	194.29	36 91
09/28/2009	11/25/2009	10	***PETROLEO BRASILEIRO-SPON AD	46 24	38 67	462 41	386 68	75 73
09/18/2009	11/25/2009	2	***RIO TINTO PLC-SPON ADR	210 05	179 81	420 11	359.62	60 49
01/17/2008	12/01/2009	5	ALLSTATE CORP	28 53	50 61	142 65	253.07	-110 42
02/20/2009	12/01/2009	13	ALLSTATE CORP	28.53	17 88	370 88	232.39	138 49
02/20/2009	12/01/2009	7	ALLSTATE CORP	28 53	17 88	199 71	125 13	74 58
12/22/2008	12/01/2009	25	VIACOM INC-CLASS B	29 97	17 14	749 24	428 39	320 85

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Capital Gains Report

COOPER FAMILY FOUNDATION

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/28/2009	12/03/2009	3	UNION PACIFIC CORP	64 54	47 00	193.62	140 99	52.63
04/25/2008	12/07/2009	1	COSTCO WHOLESALE CORP	59.28	70.68	59.28	70 68	-11 40
05/30/2008	12/07/2009	5	COSTCO WHOLESALE CORP	59 28	72 47	296 40	362.36	-65.96
01/17/2008	12/07/2009	12	CISCO SYSTEMS INC	24.28	24.84	291 33	298.04	-6 71
07/14/2009	12/09/2009	4	CATERPILLAR INC	56.16	31 52	224 63	126.08	98 55
06/02/2009	12/15/2009	7	***ARCELORMITTAL-NY REGISTERED	42.64	36.36	298.48	254 54	43 94
08/05/2009	12/15/2009	2	***ARCELORMITTAL-NY REGISTERED	42.64	37 85	85 28	75.71	9 57
04/02/2009	12/15/2009	4	***ACE LTD	49 21	41 82	196 85	167 30	29 55
09/15/2009	12/15/2009	8	BLACK & DECKER CORP	62 58	48 06	500 61	384 49	116 12
11/25/2008	12/15/2009	30	CORNING INC	18 89	8 93	566 60	267 96	298 64
11/19/2008	12/15/2009	10	METLIFE INC	36.78	19 61	367 83	196.10	171.73
01/14/2009	12/15/2009	1	METLIFE INC	36.78	27.56	36.78	27 56	9 22
04/17/2009	12/15/2009	6	PROCTER & GAMBLE CO	62.19	51 70	373.11	310 19	62.92
01/17/2008	12/15/2009	18	TIME WARNER INC	30.30	30 70	545 47	552.69	-7 22
	12/16/2009		AOL INC			6 98		6 98
01/17/2008	12/17/2009	1	GOOGLE INC-CL A	594 59	613 66	594.59	613 66	-19.07
04/02/2009	12/18/2009	3	***ACE LTD	48 73	41 83	146 19	125 48	20 71
04/17/2009	12/18/2009	1	***ACE LTD	48 73	45 50	48 73	45 50	3 23
07/14/2009	12/18/2009	2	CATERPILLAR INC	57 97	31 52	115 93	63.04	52 89
07/28/2009	12/18/2009	4	CATERPILLAR INC	57 97	42.80	231 86	171.22	60 64
01/17/2008	12/18/2009	1	HEWLETT-PACKARD CO	50 95	44 27	50 95	44.27	6.68
05/05/2009	12/18/2009	5	LOWE'S COS INC	23 59	20 96	117 94	104 82	13 12
05/15/2009	12/18/2009	15	LOWE'S COS INC	23 59	18.78	353 81	281 63	72.18
05/27/2009	12/18/2009	5	LOWE'S COS INC	23 59	19 73	117.94	98 64	19 30
12/01/2008	12/21/2009	15	NEWS CORP	13 56	7.16	203 35	107 45	95 90
02/03/2009	12/22/2009	2	OCCIDENTAL PETROLEUM CORP	81 52	55.25	163 04	110 51	52 53
06/17/2009	12/22/2009	1	OCCIDENTAL PETROLEUM CORP	81 52	63.69	81 52	63.69	17 83
SUBTOTAL FOR LONG-TERM						110,279.92	132,660.38	-22,380 46
ZERO COST								
01/01/1950	05/28/2009	11	SAFEWAY INC	19 95	0 00	219.45		219.45
01/01/1950	07/20/2009	22	SAFEWAY INC	19 75	0 00	434 51		434.51
SUBTOTAL FOR ZERO COST						653.96	0.00	653.96
TOTAL						110,933.88	132,660.38	-21,726.50

** ACCOUNT TOTALS **

	CURRENT PERIOD - G/L	-21,726 50
LONG TERM		-22,380 46

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COOPER FAMILY FOUNDATION
Portfolio Valuation

As of December 31, 2009
Reporting Currency: US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
CASH									
1,058 CASH		$1 00	$1 00	$1,057 74	$1,057 74	$1	0 13%	0 4%	100 0%
FIXED INCOME									
MUTUAL FUNDS									
2,925 757 BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	SNIDX	$13 33	$13 24	$39,005 05	$38,737 02 $50 86 AI	$1,757	4 03% **	14 2%	99 9%
TOTAL FIXED INCOME				**$39,005 05**	**$38,787 88**	**$1,757**	**4.03%**	**14 2%**	**100%**
EQUITIES									
DOMESTIC									
NON-FINANCIAL									
BUILDING MATERIAL - HEAT/PLUMB/AIR									
30 MASCO CORP	MAS	$9 84	$13 81	$295 34	$414 30	$9	2 17%	0 2%	0 2%
HOME BUILDING									
30 D R HORTON INC	DHI	$8 90	$10 87	$266 86	$326 10	$4	1 38%	0 1%	0 1%
1 NVR INC	NVR	$481 37	$710 71	$481 37	$710 71	$0	0 00%	0.3%	0 3%
30 PULTE GROUP INC	PHM	$10 58	$10 00	$317 36	$300 00	$0	0 00%	0 1%	0 1%
Total				$1,065 59	$1,336 81	$4	0 34%	0.5%	0 6%
MISC BUILDING									
13 QUANTA SERVICES INC	PWR	$23 29	$20 84	$302 73	$270 92	$0	0 00%	0 1%	0 1%
Total				$302 73	$270 92	$0	0 00%	0 1%	0 1%
TOTAL NON-FINANCIAL				$1,663 66	$2,022 03	$14	0 67%	0 7%	0 9%
FINANCIAL									
PROPERTY - CASUALTY INSURANCE									
4 ACE LTD	ACE	$45 50	$50 40	$181 98	$201 60	$0	0 00%	0 1%	0 1%
14 TRAVELERS COS INC/THE	TRV	$47 57	$49 86	$666 00	$698 04	$18	2 65%	0.3%	0 3%
40 XL CAPITAL LTD -CLASS A	XL	$14 19	$18 33	$567.57	$733 20	$16	2 18%	0.3%	0 3%
Total				$1,415.55	$1,632 84	$34	2 11%	0 6%	0 7%
MISC FINANCIAL									
18 AMERIPRISE FINANCIAL INC	AMP	$36 20	$38 82	$651 56	$698 76	$12	1 75%	0 3%	0 3%
4 CME GROUP INC	CME	$401 73	$335 95	$1,606 90	$1,343 80	$18	1 37%	0.5%	0 6%
21 CREDIT SUISSE GROUP-SPON AD	CS	$45 19	$49 16	$949 02	$1,032 36	$2	0 19%	0 4%	0 4%

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COOPER FAMILY FOUNDATION
Portfolio Valuation

As of December 31, 2009
Reporting Currency US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
18 DEUTSCHE BANK AG-REGISTERED	DB	$91 53	$70 91	$1,647 50	$1 276 38	$13	0 98%	0.5%	0 5%
5 FRANKLIN RESOURCES INC	BEN	$100 39	$105 35	$501 94	$526 75	$4	0 84%	0 2%	0 2%
39 GOLDMAN SACHS GROUP INC	GS	$129 51	$168 84	$5,050 81	$6,584 76	$55	0 83%	2 4%	2 8%
35 MORGAN STANLEY	MS	$38 42	$29 60	$1,344 65	$1,036 00	$7	0 68%	0 4%	0 4%
7 VISA INC - CLASS A SHRS	V	$66 91	$87 46	$468 35	$612 22	$4	0.57%	0.2%	0 3%
Total				$12 220 73	$13,111 03	$115	0 87%	4 8%	5 6%
LIFE INSURANCE									
9 METLIFE INC	MET	$27 56	$35 35	$248 07	$318 15	$7	2 09%	0 1%	0 1%
11 PRINCIPAL FINANCIAL GROUP	PFG	$25 62	$24 04	$281 86	$264 44	$6	2 08%	0 1%	0 1%
18 UNUM GROUP	UNM	$14 09	$19 52	$253 65	$351 36	$6	1 69%	0 1%	0 2%
Total				$783 58	$933 95	$18	1 94%	0 3%	0 4%
MULTI-LINE INSURANCE									
35 AETNA INC	AET	$29 17	$31 70	$1,020 79	$1,109 50	$1	0 13%	0 4%	0 5%
Total				$1,020 79	$1,109 50	$1	0 13%	0 4%	0.5%
BANKS - NYC									
7 BANK OF NEW YORK MELLON CORP	BK	$28 52	$27 97	$199 67	$195 79	$3	1 29%	0 1%	0 1%
150 JPMORGAN CHASE & CO	JPM	$36 75	$41 67	$5,512 11	$6,250 50	$30	0 48%	2.3%	2 7%
Total				$5,711 78	$6,446 29	$33	0 50%	2 4%	2 8%
MAJOR REGIONAL BANKS									
84 BANK OF AMERICA CORP	BAC	$15 97	$15 06	$1 341 78	$1,265 04	$3	0 27%	0.5%	0.5%
25 BB&T CORP	BBT	$27 21	$25 37	$680 17	$634 25	$15	2 36%	0.2%	0 3%
43 US BANCORP	USB	$19 49	$22 51	$837 86	$967 93	$9	0 89%	0 4%	0 4%
70 WELLS FARGO & COMPANY	WFC	$23 78	$26 99	$1,664 75	$1,889 30	$14	0 74%	0 7%	0 8%
Total				$4,524 56	$4,756 52	$41	0 86%	1 7%	2 0%
TOTAL FINANCIAL				$25,676 99	$27,990 13	$242	0 86%	10 2%	12 0%
UTILITIES									
TELEPHONE									
120 AT&T INC	T	$30 88	$28 03	$3,705 33	$3 363 60	$202	5 99%	1 2%	1 4%
450 SPRINT NEXTEL CORP	S	$7 07	$3 66	$3,180 77	$1,647 00	$0	0 00%	0 6%	0 7%
35 VODAFONE GROUP PLC-SP ADR	VOD	$18 13	$23 09	$634 39	$808 15	$31	3 88%	0.3%	0 3%
Total				$7,520 49	$5,818 75	$233	4 00%	2 1%	2.5%
ELECTRIC COMPANIES									
65 RRI ENERGY INC	RRI	$8 57	$5 72	$556 95	$371 80	$0	0 00%	0 1%	0 2%

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COOPER FAMILY FOUNDATION
Portfolio Valuation

As of December 31, 2009
Reporting Currency US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
Total				$556 95	$371 80	$0	0 00%	0 1%	0 2%
TOTAL UTILITIES				$8,077 44	$6,190 55	$233	3 76%	2 3%	2 7%
CONSUMER GROWTH									
ENTERTAINMENT									
60 CBS CORP-CLASS B NON VOTING	CBS	$13 11	$14 05	$786 46	$843 00	$12	1 42%	0.3%	0 4%
17 THE WALT DISNEY CO	DIS	$18 17	$32 25	$308 95	$548 25	$6	1 09%	0 2%	0 2%
62 TIME WARNER INC	TWX	$21 89	$29 14	$1,357 26	$1,806 68	$46	2 57%	0 7%	0 8%
Total				$2,452 67	$3,197 93	$64	2 02%	1.2%	1 4%
RADIO - TV BROADCASTING									
20 COMCAST CORP-CL A	CMCSA	$17 62	$16 86	$352 33	$337 20	$8	2 24%	0 1%	0 1%
40 TIME WARNER CABLE	TWC	$35 37	$41 39	$1,414 94	$1 655 60	$0	0 00%	0 6%	0 7%
Total				$1,767 27	$1,992 80	$8	0 38%	0 7%	0 9%
PUBLISHING - NEWSPAPERS									
160 NEWS CORP	NWSA	$7 85	$13 69	$1 256 09	$2 190 40	$19	0 88%	0 8%	0 9%
Total				$1,256 09	$2,190 40	$19	0 88%	0 8%	0 9%
PUBLISHING									
8 GOOGLE INC-CL A	GOOG	$592 18	$619 98	$4,737 43	$4,959 84	$0	0 00%	1 8%	2 1%
Total				$4,737 43	$4,959 84	$0	0 00%	1 8%	2 1%
DRUGS									
18 CELGENE CORP	CELG	$54 80	$55 68	$986 39	$1,002 24	$0	0 00%	0 4%	0 4%
60 GILEAD SCIENCES INC	GILD	$47 36	$43 28	$2 841 65	$2,596 80	$0	0 00%	0 9%	1 1%
74 MERCK & CO INC	MRK	$25 03	$36 54	$1,852 35	$2,703 96	$112	4 16%	1 0%	1 2%
180 PFIZER INC	PFE	$21 98	$18 19	$3,956 56	$3,274 20	$130	3 96%	1 2%	1 4%
31 TEVA PHARMACEUTICAL-SP ADR	TEVA	$45 66	$56 18	$1,415.50	$1 741.58	$19	1 12%	0 6%	0 7%
9 VERTEX PHARMACEUTICALS INC	VRTX	$40 76	$42 85	$366 87	$385 65	$0	0 00%	0 1%	0 2%
Total				$11,419 32	$11,704 43	$262	2 23%	4.3%	5 0%
HOSPITAL SUPPLIES									
9 BAXTER INTERNATIONAL INC	BAX	$55 98	$58 68	$503 82	$528 12	$10	1 98%	0 2%	0 2%
10 MEDCO HEALTH SOLUTIONS INC	MHS	$43 52	$63 91	$435 21	$639 10	$0	0 00%	0.2%	0 3%
Total				$939 03	$1,167 22	$10	0 89%	0 4%	0 5%
MEDICAL PRODUCTS									
21 ALCON INC	ACL	$135 98	$164 35	$2,855 58	$3,451 35	$77	2 22%	1 3%	1 5%
7 COVIDIEN PLC	COV	$46 92	$47 89	$328 47	$335 23	$5	1.50%	0 1%	0 1%
Total				$3,184 05	$3,786 58	$82	2 15%	1 4%	1 6%

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COOPER FAMILY FOUNDATION

Portfolio Valuation

As of December 31, 2009
Reporting Currency· US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
TOTAL CONSUMER GROWTH				$25,755 86	$28,999 20	$445	1 53%	10 6%	12 4%
CONSUMER STAPLES									
BEVERAGES & TOBACCO									
7 ANHEUSER-BUSH INBEV SPN ADR	BUD	$48 14	$52 03	$336 96	$364 21	$0	0 00%	0 1%	0 2%
TOBACCO									
35 ALTRIA GROUP INC	MO	$16 82	$19 63	$588 76	$687 05	$48	6 93%	0.3%	0 3%
Total				$588 76	$687 05	$48	6 93%	0 3%	0 3%
FOODS									
17 BUNGE LTD	BG	$53 67	$63 83	$912 47	$1,085 11	$14	1 32%	0 4%	0.5%
20 DEAN FOODS CO	DF	$19 17	$18 04	$383 34	$360 80	$0	0 00%	0 1%	0 2%
4 GENERAL MILLS INC	GIS	$65 43	$70 81	$261 73	$283 24	$8	2 77%	0 1%	0 1%
25 SMITHFIELD FOODS INC	SFD	$13 27	$15 19	$331 72	$379 75	$0	0 00%	0 1%	0 2%
Total				$1 889 26	$2,108 90	$22	1 05%	0 8%	0 9%
SUGAR REFINERS									
31 ARCHER-DANIELS-MIDLAND CO	ADM	$27 44	$31 31	$850 69	$970 61	$17	1 79%	0 4%	0 4%
Total				$850 69	$970 61	$17	1 79%	0 4%	0 4%
BEVERAGES - SOFT, LITE & HARD									
40 CONSTELLATION BRANDS INC-A	STZ	$15 26	$15 93	$610 26	$637 20	$0	0 00%	0 2%	0 3%
25 PEPSICO INC	PEP	$28 78	$60 80	$719 59	$1,520 00	$45	2 96%	0 6%	0 7%
Total				$1 329 85	$2 157 20	$45	2 09%	0 8%	0 9%
TOTAL CONSUMER STAPLES				$4,995 52	$6,287 97	$132	2 10%	2 3%	2.7%
CONSUMER CYCLICALS									
AUTOS & AUTO PARTS OEMS									
85 FORD MOTOR CO	F	$8 67	$10 00	$737 23	$850 00	$0	0 00%	0 3%	0 4%
24 JOHNSON CONTROLS INC	JCI	$26 75	$27 24	$641 94	$653 76	$12	1 91%	0 2%	0.3%
Total				$1,379 17	$1,503 76	$12	0 83%	0 6%	0 6%
RETAILERS									
3 AMAZON COM INC	AMZN	$76 96	$134 52	$230 89	$403 56	$0	0 00%	0 1%	0 2%
24 COSTCO WHOLESALE CORP	COST	$52 64	$59 17	$1,263 28	$1,420 08	$17	1 22%	0.5%	0 6%
23 HOME DEPOT INC	HD	$21 30	$28 93	$490 01	$665 39	$21	3 11%	0 2%	0 3%
25 J.C. PENNEY CO INC	JCP	$21 94	$26 61	$548 60	$665 25	$20	3 01%	0 2%	0 3%
32 KOHLS CORP	KSS	$44 19	$53 93	$1,414 09	$1,725 76	$0	0 00%	0 6%	0 7%
20 LIMITED BRANDS INC	LTD	$8 24	$19 24	$164 70	$384 80	$12	3 12%	0 1%	0 2%
48 LOWE'S COS INC	LOW	$19 26	$23 39	$924 47	$1,122 72	$17	1 54%	0 4%	0.5%

STMT B

26-1525513

COOPER FAMILY FOUNDATION

Portfolio Valuation

As of December 31, 2009
Reporting Currency· US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
40 MACY'S INC	M	$20 02	$16 76	$800 81	$670 40	$8	1 19%	0 2%	0 3%
110 OFFICE DEPOT INC	ODP	$6 48	$6 45	$712 85	$709 50	$0	0 00%	0.3%	0 3%
50 SUPERVALU INC	SVU	$15 56	$12 71	$777 81	$635 50	$35	5 47%	0.2%	0 3%
30 TARGET CORP	TGT	$41 28	$48 37	$1,238 30	$1,451 10	$20	1 41%	0.5%	0 6%
10 WAL-MART STORES INC	WMT	$50 24	$53 45	$502 35	$534 50	$11	2 04%	0 2%	0 2%
Total				$9,068 16	$10,388 56	$161	1.55%	3.8%	4 4%
TOTAL CONSUMER CYCLICALS				$10,447 33	$11,892 32	$174	1 46%	4 4%	5 1%
INDUSTRIAL RESOURCES									
MISC METALS									
16 FREEPORT-MCMORAN COPPER	FCX	$50 05	$80 29	$800 74	$1,284 64	$10	0 75%	0.5%	0 6%
STEEL									
30 AK STEEL HOLDING CORP	AKS	$19 37	$21 35	$581 14	$640 50	$6	0 94%	0 2%	0 3%
21 ARCELORMITTAL-NY REGISTERED	MT	$37 15	$45 75	$780 19	$960 75	$16	1 64%	0 4%	0 4%
21 STEEL DYNAMICS INC	STLD	$17 00	$17 72	$357 00	$372 12	$6	1 69%	0 1%	0 2%
Total				$1,718 33	$1,973 37	$28	1 42%	0 7%	0 8%
CHEMICALS									
20 AIR PRODUCTS & CHEMICALS INC	APD	$82 97	$81 06	$1,659 47	$1,621 20	$36	2 22%	0 6%	0 7%
50 DU PONT (E I) DE NEMOURS	DD	$26 48	$33 67	$1,323 99	$1 683 50	$82	4 87%	0 6%	0 7%
35 HUNTSMAN CORP	HUN	$10 73	$11 29	$375 48	$395 15	$14	3.54%	0 1%	0 2%
Total				$3,358 94	$3 699 85	$132	3 57%	1 4%	1 6%
MISC INDUSTRIAL COMMODITIES									
12 VALE SA-SP ADR	VALE	$28 82	$29 03	$345 84	$348 36	$6	1 79%	0 1%	0 1%
Total				$345 84	$348 36	$6	1 79%	0 1%	0 1%
TOTAL INDUSTRIAL RESOURCES				$6,223 85	$7,306 22	$176	2 41%	2 7%	3 1%
CAPITAL EQUIPMENT									
ELECTRICAL EQUIPMENT									
19 COOPER INDUSTRIES PLC	CBE	$40 14	$42 64	$762 61	$810 16	$19	2 35%	0 3%	0 3%
90 GENERAL ELECTRIC CO	GE	$16 11	$15 13	$1,450 05	$1,361 70	$36	2 64%	0.5%	0 6%
Total				$2,212 66	$2,171 86	$55	2 53%	0 8%	0 9%
MISC CAPITAL GOODS									
21 DANAHER CORP	DHR	$58 04	$75 20	$1 218 81	$1,579 20	$3	0 21%	0 6%	0 7%
45 ILLINOIS TOOL WORKS	ITW	$41 80	$47 99	$1,881 10	$2,159 55	$56	2 58%	0 8%	0 9%
51 INGERSOLL-RAND PLC	IR	$26 95	$35 74	$1,374.53	$1,822 74	$14	0 78%	0 7%	0 8%
6 SPX CORP	SPW	$48 97	$54 70	$293 82	$328 20	$6	1 83%	0 1%	0 1%

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COOPER FAMILY FOUNDATION

Portfolio Valuation

As of December 31, 2009
Reporting Currency· US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
17 TEXTRON INC	TXT	$11 08	$18 81	$188 29	$319 77	$1	0 43%	0 1%	0 1%
Total				$4,956 55	$6,209 46	$81	1 30%	2 3%	2 7%
DEFENSE									
20 NORTHROP GRUMMAN CORP	NOC	$46 25	$55 85	$925 03	$1,117 00	$34	3 08%	0 4%	0.5%
Total				$925 03	$1,117 00	$34	3 08%	0 4%	0 5%
TOTAL CAPITAL EQUIPMENT				$8,094 24	$9,498 32	$170	1 79%	3.5%	4 1%
TECHNOLOGY									
COMMUNICATION - EQUIP MFRS									
13 BROADCOM CORP-CL A	BRCM	$28 62	$31 45	$372 11	$408 85	$0	0 00%	0 1%	0 2%
55 CISCO SYSTEMS INC	CSCO	$24 84	$23 94	$1,365 99	$1,316 70	$0	0 00%	0.5%	0 6%
40 CORNING INC	GLW	$14 48	$19 31	$579 35	$772 40	$8	1 04%	0.3%	0 3%
80 NOKIA CORP-SPON ADR	NOK	$12 15	$12 85	$972 19	$1,028 00	$44	4 25%	0 4%	0 4%
55 QUALCOMM INC	QCOM	$43 09	$46 26	$2,369 85	$2,544 30	$37	1 47%	0 9%	1 1%
Total				$5 659 49	$6,070 25	$89	1 47%	2 2%	2 6%
SEMICONDUCTORS									
145 INTEL CORP	INTC	$17 76	$20 40	$2 575 49	$2,958 00	$81	2 75%	1 1%	1 3%
20 KLA-TENCOR CORPORATION	KLAC	$34 44	$36 16	$688 83	$723 20	$12	1 66%	0.3%	0 3%
145 MOTOROLA INC	MOT	$6 94	$7 76	$1,006 63	$1,125 20	$0	0 00%	0 4%	0.5%
Total				$4,270 95	$4,806 40	$93	1 94%	1 8%	2.1%
COMPUTERS									
25 APPLE INC	AAPL	$143 50	$210 86	$3,587 40	$5,271 50	$0	0 00%	1 9%	2 3%
95 DELL INC	DELL	$13 27	$14 36	$1,260 85	$1,364 20	$0	0 00%	0.5%	0 6%
70 EMC CORP/MASS	EMC	$15 64	$17 47	$1,094 88	$1 222 90	$0	0 00%	0 4%	0 5%
55 HEWLETT-PACKARD CO	HPQ	$45 88	$51 51	$2,523.57	$2 833 05	$18	0 62%	1 0%	1 2%
Total				$8,466 70	$10 691 65	$18	0 16%	3 9%	4 6%
COMPUTER SERVICES/SOFTWARE									
7 AOL INC	AOL	$20 09	$23 28	$140 66	$162 96	$0	0 00%	0 1%	0 1%
24 MICROSOFT CORP	MSFT	$27 72	$30 49	$665 36	$731 76	$12	1 71%	0.3%	0 3%
55 SYMANTEC CORP	SYMC	$13 52	$17 89	$743 43	$983 95	$0	0 00%	0 4%	0 4%
Total				$1,549 45	$1,878 67	$12	0 66%	0 7%	0 8%
COMPUTER/INSTRUMENTATION									
18 GARMIN LTD	GRMN	$30 10	$30 70	$541 76	$552 60	$14	2 44%	0 2%	0 2%
70 TYCO ELECTRONICS LTD	TEL	$19 04	$24 55	$1,332 86	$1 718 50	$22	1.30%	0 6%	0 7%
18 WESTERN DIGITAL CORP	WDC	$26 47	$44 15	$476 51	$794 70	$0	0 00%	0.3%	0 3%

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COOPER FAMILY FOUNDATION
Portfolio Valuation

As of December 31, 2009
Reporting Currency US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
Total				$2,351 13	$3 065 80	$36	1 17%	1 1%	1 3%
TOTAL TECHNOLOGY				$22,297 72	$26,512 77	$248	0 94%	9 7%	11 4%
AIR FREIGHT									
5 FEDEX CORP	FDX	$68 01	$83 45	$340 04	$417 25	$2	0 53%	0 2%	0 2%
6 UNITED PARCEL SERVICE-CL B	UPS	$58 69	$57 37	$352 13	$344 22	$11	3 14%	0 1%	0 1%
Total				$692 17	$761 47	$13	1 71%	0.3%	0 3%
ENERGY									
OFFSHORE DRILLING									
8 ENSCO PLC- SPON ADR	ESV	$33 19	$39 94	$265 55	$319 52	$1	0 25%	0 1%	0 1%
OIL WELL EQUIPMENT & SERVICES									
25 CAMERON INTERNATIONAL CORP	CAM	$31 18	$41 80	$779 40	$1,045 00	$0	0 00%	0 4%	0 4%
12 NATIONAL - OILWELL INC	NOV	$37 95	$44 09	$455 38	$529 08	$5	0 91%	0 2%	0 2%
45 SCHLUMBERGER LTD	SLB	$75 58	$65 09	$3,401 23	$2,929 05	$38	1 29%	1 1%	1 3%
Total				$4,636 01	$4,503 13	$43	0 95%	1 6%	1 9%
OILS - INTEGRATED INTERNATIONAL									
10 CHEVRON CORP	CVX	$83 85	$76 99	$838.50	$769 90	$27	3 53%	0.3%	0 3%
14 CIMAREX ENERGY CO	XEC	$37 40	$52 97	$523 66	$741 58	$3	0 45%	0.3%	0 3%
13 SUNCOR ENERGY INC	SU	$35 50	$35 31	$461.51	$459 03	$5	1 13%	0 2%	0 2%
Total				$1,823 67	$1,970 51	$36	1 81%	0 7%	0 8%
OILS - INTEGRATED DOMESTIC									
60 CONOCOPHILLIPS	COP	$59 78	$51 07	$3,586 73	$3,064 20	$120	3 92%	1 1%	1 3%
30 DEVON ENERGY CORPORATION	DVN	$65 17	$73 50	$1 955 16	$2,205 00	$19	0 87%	0 8%	0 9%
35 NEXEN INC	NXY	$20 95	$23 93	$733 11	$837 55	$7	0 84%	0.3%	0 4%
26 OCCIDENTAL PETROLEUM CORP	OXY	$67 00	$81 35	$1,741 91	$2,115 10	$34	1 62%	0 8%	0 9%
75 VALERO ENERGY CORP	VLO	$18 60	$16 75	$1,394 72	$1,256 25	$45	3.58%	0.5%	0 5%
Total				$9,411 63	$9 478 10	$226	2 38%	3.5%	4 1%
TOTAL ENERGY				$16,136 86	$16,271 26	$305	1 87%	6 0%	7 0%
MUTUAL FUNDS									
3,585 047 ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	ARIIX	$10 30	$7 90	$36,931 84	$28,321 87	$817	2 89%	10 4%	12 1%
					$171 44 AI				
TOTAL DOMESTIC EQUITIES				$166,993 48	$172,225 55	$2,969	1 73%	63.0%	73 8%

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26-1525513

COOPER FAMILY FOUNDATION
Portfolio Valuation

As of December 31, 2009
Reporting Currency US dollars

Quantity	Ticker/Cusip	Average Unit Cost	Market Price	Total Cost	Market Value	Estimated Annual Income	Yield	% of Portfolio	% of Asset Class
INTERNATIONAL									
INTERNATIONAL EQUITY MUTUAL FUNDS									
3 316 009 BERNSTEIN INTERNATIONAL PORTFOLIO	SCBMFAX	$21 37	$15 13	$70,876 79	$50,171 22	$1,366	2 72% ***	18 4%	21 5%
EMERGING MARKETS									
EMERGING MARKETS MUTUAL FUNDS									
382 297 BERNSTEIN EMERGING MARKETS PORTFOLIO	SCBMFZ	$33 59	$29 07	$12,839 79	$11,113 37	$194	1 74% ***	4 1%	4 8%
TOTAL EQUITIES				**$250,710 06**	**$233,510.14**	**$4,529**	**1 94%**	**85 4%**	**100%**
NET PORTFOLIO VALUE				**$290,772.85**	**$273,355 76**	**$6,287**	**2.23%**	**100 0%**	
Less cash				(1,057.74)	(1,057.74)				
Securities				289,715.11	272,298.02				

STMT B

26-1525513

Statement of Shareholder Receiving a Distribution of Stock

COOPER FAMILY FOUNDATION

Statement of Shareowner
Receiving a Distribution of Stock
of Time Warner Cable Inc
Filed Pursuant to Treasury Regulation Section 1 355-5(b)

1 The undersigned, a shareholder owning common stock of Time Warner Inc as of March 12 2009, the record date, received a distribution on March 27 2009, from Time Warner Inc shares of common stock of Time Warner Cable Inc , a corporation controlled by Time Warner Inc to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies

2 The names and addresses of the corporations involved are

(a) Time Warner Inc
One Time Warner Center
New York, NY 10019

(b) Time Warner Cable Inc
60 Columbus Circle
New York, NY 10023

3 The undersigned surrendered no stock or securities of Time Warner Inc in the distribution

4 The undersigned received 14 shares of common stock of Time Warner Cable Inc in the distribution

5 Time Warner Inc has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Time Warner Cable Inc common stock qualifies as a tax-free distribution under section 355 of the Code.

Shareholder's Signature

Sue M Cooper
Shareholder's Signature

*** ATTACH TO YOUR U S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***

26-1525513

Statement of Shareholder Receiving a Distribution of Stock

COOPER FAMILY FOUNDATION

Statement of Shareowner
Receiving a Distribution of Stock
of AOL Inc
Filed Pursuant to Treasury Regulation Section 1 355-5(b)

1 The undersigned, a shareholder owning common stock of Time Warner Inc as of November 27 2009, the record date, received a distribution on December 09 2009, from Time Warner Inc shares of common stock of AOL Inc , a corporation controlled by Time Warner Inc to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies

2 The names and addresses of the corporations involved are

(a) Time Warner Inc
One Time Warner Center
New York, NY 10019

(b) AOL Inc
770 Broadway
New York, NY 10003

3 The undersigned surrendered no stock or securities of Time Warner Inc in the distribution

4 The undersigned received 7 shares of common stock of AOL Inc in the distribution

5 Time Warner Inc has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of AOL Inc common stock qualifies as a tax-free distribution under section 355 of the Code

Thomas B Cooper
Shareholder's Signature

Sue M Cooper
Shareholder's Signature

*** ATTACH TO YOUR U S FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***