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

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation IDP FOUNDATION INC. <small>Number and street (or P O box number if mail is not delivered to street address)</small> C/O IML GROUP LLC, 321 N CLARK ST. Room/suite 2350 <small>City or town, state, and ZIP code</small> CHICAGO, IL 60654	A Employer identification number 26-2753703
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 20,165,593.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH <small>(Part I, column (d) must be on cash basis)</small>
C If exemption application is pending, check here <input type="checkbox"/>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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	10,000,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	119,809.	119,809.		STATEMENT 1
	4 Dividends and interest from securities	314,353.	314,353.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	110,896.			
	b Gross sales price for all assets on line 6a 2,357,267.				
	7 Capital gain net income (from Part IV, line 2)		110,896.		
	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.	10,545,058.	545,058.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages	33,291.	0.		33,291.
	15 Pension plans, employee benefits	3,041.	0.		2,935.
	16a Legal fees STMT 3	19,996.	0.		19,996.
	b Accounting fees STMT 4	6,645.	3,323.		3,322.
	c Other professional fees STMT 5	56,885.	54,480.		2,405.
	17 Interest				
	18 Taxes STMT 6	1,778.	1,778.		0.
	19 Depreciation and depletion	61.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	72,736.	0.		71,764.
	22 Printing and publications	637.	0.		637.
	23 Other expenses STMT 7	44,904.	383.		20,102.
	24 Total operating and administrative expenses. Add lines 13 through 23	239,974.	59,964.		154,452.
	25 Contributions, gifts, grants paid	797,812.			797,812.
26 Total expenses and disbursements. Add lines 24 and 25	1,037,786.	59,964.		952,264.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	9,507,272.				
b Net investment income (if negative, enter -0-)		485,094.			
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			109.	109.
	2	Savings and temporary cash investments		9,277,700.	6,380,225.	6,380,225.
	3	Accounts receivable ▶	76,424.		76,424.	76,424.
		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		27.	4,109.	4,109.
	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	STMT 8	0.	2,806,065.	2,852,839.
	b	Investments - corporate stock	STMT 9	0.	7,331,416.	8,507,480.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 10	0.	2,186,608.	2,344,039.	
14	Land, buildings, and equipment: basis ▶	429.				
	Less: accumulated depreciation ▶	61.		368.	368.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		9,277,727.	18,785,324.	20,165,593.	
Liabilities	17	Accounts payable and accrued expenses		3,924.	4,143.	
	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 ▶)	STATEMENT 11)	974.	1,080.	
23	Total liabilities (add lines 17 through 22)		4,898.	5,223.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		9,272,829.	18,780,101.		
30	Total net assets or fund balances		9,272,829.	18,780,101.		
31	Total liabilities and net assets/fund balances		9,277,727.	18,785,324.		

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	9,272,829.
2	Enter amount from Part I, line 27a	2	9,507,272.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	18,780,101.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,780,101.

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 PUBLICLY TRADED MARKETABLE SECURITIES		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 2,357,267.		2,246,371.	110,896.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a			110,896.	
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	110,896.	
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	653,084.	4,771,819.	.136863
2007			
2006			
2005			
2004			
2 Total of line 1, column (d)			2 .136863
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 .136863
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 20,651,740.
5 Multiply line 4 by line 3			5 2,826,459.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,851.
7 Add lines 5 and 6			7 2,831,310.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 952,693.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	9,702.
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	9,702.
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	9,702.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	6.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,240.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	6,246.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	290.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,746.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10	X	

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ IRENE PRITZKER Telephone no. ▶ (312)-755-0385 Located at ▶ 321 N CLARK STE 2350, CHICAGO, IL ZIP+4 ▶ 60654		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
IRENE D PRITZKER 321 N CLARK STREET, SUITE 2350 CHICAGO, IL 60654	DIRECTOR/PRESIDENT 40.00	0.	0.	0.
DONNA D SCALI 321 N CLARK STREET, SUITE 2350 CHICAGO, IL 60654	TREASURER 1.00	0.	0.	0.
ARTHUR WINTER 321 N CLARK STREET, SUITE 2350 CHICAGO, IL 60654	SECRETARY 0.25	0.	0.	0.
ANNE SCHUMACHER 321 N CLARK STREET, SUITE 2350 CHICAGO, IL 60654	ASSISTANT SECRETARY 0.25	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
MERRILL LYNCH - 4 WORLD FINANCE CENTER, 250 VESEY STREET, NEW YORK, NY 10080	INVESTMENT ADVISORY SERVICES	54,480.
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 SEE ATTACHMENT C	72,587.
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		
3 All other program-related investments. See instructions.		
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	11,237,028.
b	Average of monthly cash balances	1b	9,729,205.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	20,966,233.
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	20,966,233.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	314,493.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,651,740.
6	Minimum investment return. Enter 5% of line 5	6	1,032,587.

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	1,032,587.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	9,702.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,702.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,022,885.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,022,885.
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	1,022,885.

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	952,264.
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	429.
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	952,693.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	952,693.

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				1,022,885.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
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	585,939.			
f Total of lines 3a through e	585,939.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 952,693.				
a Applied to 2008, but not more than line 2a			0.	
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				952,693.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	70,192.			70,192.
6 Enter the net total of each column as indicated below:	515,747.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	515,747.			
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	515,747.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	515,747.			
e Excess from 2009				

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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).)

NONE

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

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 12				
Total			▶ 3a	797,812.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

IDP FOUNDATION INC.

Employer identification number

26-2753703

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization IDP FOUNDATION INC.	Employer identification number 26-2753703
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	APPOINTMENT TRUST #1 ANP TRUST DATED 33161 <hr/> ONE MELLON CENTER SUITE 3725 <hr/> PITTSBURGH, PA 15258	\$ 10,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization IDP FOUNDATION INC.	Employer identification number 26-2753703
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Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization IDP FOUNDATION INC.	Employer identification number 26-2753703
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

IDP Foundation, Inc.
EIN # 26-2753703
December 31, 2009 and 2010

AMENDMENT STATEMENT

During 2011, management of the IDP Foundation was proactive and consulted with a CPA firm, which specializes in private foundations, to review and possibly amend its 2009 and 2010 990-PF filings. As a result, the Foundation's 2009 and 2010 990-PFs were primarily amended to properly allocate expenses between net investment income and disbursements for charitable purposes; and to include a summary of its direct charitable activities.

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

SOURCE	AMOUNT
INTEREST INCOME	119,809.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	119,809.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	314,353.	0.	314,353.
TOTAL TO FM 990-PF, PART I, LN 4	314,353.	0.	314,353.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WINTER & MELBINGER, LLP	19,996.	0.		19,996.
TO FM 990-PF, PG 1, LN 16A	19,996.	0.		19,996.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SCALI & ASSOCIATES, P.C.	6,645.	3,323.		3,322.
TO FORM 990-PF, PG 1, LN 16B	6,645.	3,323.		3,322.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
E SOLUTIONS COMPUTER SVC	2,405.	0.		2,405.	
MERRILL LYNCH - ADVISORY FEES	54,480.	54,480.		0.	
TO FORM 990-PF, PG 1, LN 16C	56,885.	54,480.		2,405.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,778.	1,778.		0.	
TO FORM 990-PF, PG 1, LN 18	1,778.	1,778.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	383.	383.		0.	
FILING FEES	736.	0.		736.	
INTERNET	7.	0.		7.	
POSTAGE	158.	0.		158.	
TELEPHONE	3,845.	0.		3,845.	
INSURANCE	7,742.	0.		7,742.	
OFFICE EXPENSE	3,608.	0.		3,389.	
DUES AND SUBSCRIPTIONS	3,381.	0.		3,381.	
MISCELLANEOUS	405.	0.		405.	
LOGO	439.	0.		439.	
ACCRUED AMORTIZATION	24,200.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	44,904.	383.		20,102.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT B	X		2,806,065.	2,852,839.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,806,065.	2,852,839.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,806,065.	2,852,839.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT B	7,331,416.	8,507,480.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,331,416.	8,507,480.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHMENT B - ALTERNATIVE INVESTMENTS	COST	518,883.	561,000.
SEE ATTACHMENT B - MUTUAL FUNDS	COST	1,667,725.	1,783,039.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,186,608.	2,344,039.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	974.	1,080.
TOTAL TO FORM 990-PF, PART II, LINE 22	974.	1,080.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
OPPORTUNITY INTERNATIONAL INC. 2122 YORK ROAD SUITE 150 OAK BROOK, IL 60523	EDUCATION	PUBLIC CHARITY	650,312.
AACR FOUNDATION 615 CHESTNUT ST SUITE 1700 PHILADELPHIA, PA 19106	MEDICAL RESEARCH	PUBLIC CHARITY	5,000.
FIELD MUSEUM OF NATURAL HISTORY - AFRICAN TRAINING 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605	EDUCATION	PUBLIC CHARITY	100,000.
FOREIGN POLICY ASSOCIATION INC. 470 PARK AVENUE SOUTH, FRONT 2 NEW YORK, NY 10016	EDUCATION	PUBLIC CHARITY	20,000.
GLOBAL DONOR 28 EAST JACKSON BLVD CHICAGO, IL 60604	EDUCATION	PUBLIC CHARITY	1,000.
FIELD MUSEUM OF NATURAL HISTORY 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605	EDUCATION	PUBLIC CHARITY	2,500.
CLINTON GLOBAL INITIATIVE 2009 1301 AVENUE OF THE AMERICAS, 37TH FLOOR NEW YORK, NY 10019	EDUCATION	PUBLIC CHARITY	19,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			797,812.

IDP Foundation Inc.
EIN # 26-2753703
Part II - Balance Sheet
December 31, 2009

Detail of Line 14

<u>Description of Property</u>	<u>Column (a) Beginning of Year</u>	<u>Column (b) & (c) End of Year</u>
Equipment:		
Cell Phone	-	429
Cell Phone - Accumulated Depreciation	-	(61)
Total of Line 11	-	368

IDP Foundation, Inc.
Attachment B Summary
December 31, 2009

Description of Asset	Attachment B	Cost	Fair Market Value
US Government Obligations	Page 4 of 40	2,806,065	2,836,283
Accrued Interest on US Government Obligations	Page 4 of 40	-	16,556
		2,806,065	\$ 2,852,839
Mutual Funds	Page 4 of 40	1,667,725	1,783,039
Alternative Investments	Page 5 of 40	518,883	561,000
Corporate Stocks	Page 11 of 40	936,253	1,007,650
	Page 18 of 40	921,684	1,094,515
	Page 25 of 40	1,215,905	1,513,063
	Page 32 of 40	2,148,596	2,416,053
	Page 40 of 40	2,108,979	2,476,199
		<u>12,324,090</u>	<u>\$ 13,704,358</u>

GOVERNMENT AND AGENCY SECURITIES ¹										
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Interest	Estimated Current Annual Income	Yield%
Δ U.S. TRSY INFLATION NOTE	03/25/09	120,000	132,649.72	102.9530	134,550.09	1,900.37	602.88	602.88	3,104	2.30
2.375% APR 15 2011 INFL ADJ PRIN	130,690									
CUSIP: 912828F81										
ORIGINAL UNIT/TOTAL COST	108 8782/130,653 93									
Δ U.S. TRSY INFLATION NOTE	08/13/09	175,000	194,656.20	102.9530	196,218.89	1,562.69	879.21	879.21	4,527	2.30
INFL ADJ PRIN	190,590									
ORIGINAL UNIT/TOTAL COST	111 1387/194,492 78									
Subtotal		295,000	327,305.92		330,768.98	3,463.06	1,482.09	1,482.09	7,631	2.30

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Interest	Estimated Current Annual Income	Yield%
Δ U.S. TRSY INFLATION NOTE 3.00% JUL 15 2012 INFL ADJ PRIN 126.239 CUSIP 912828AF7	03/16/09	105,000	129,790.17	107.5160	135,727.55	5,937.38	1,446.60	3,788	2.79	
ORIGINAL UNIT/TOTAL COST: 121.5804/127.659.50										
Δ U.S. TRSY INFLATION NOTE INFL ADJ PRIN 156.296	08/13/09	130,000	163,387.51	107.5160	168,043.63	4,656.12	1,791.03	4,689	2.79	
ORIGINAL UNIT/TOTAL COST: 125.6175/163.302.82										
Subtotal		235,000	293,177.68		303,771.18	10,593.50	3,237.63	8,477	2.79	
Δ U.S. TREASURY NOTE 4.000% FEB 15 2015 CUSIP 912828DM9	09/08/09	45,000	48,132.56	106.2810	47,826.45	(306.11)	675.00	1,800	3.76	
ORIGINAL UNIT/TOTAL COST: 107.3515/48,308.20										
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 107.0703/10,707.03	09/16/09	10,000	10,672.05	106.2810	10,628.10	(43.95)	150.00	400	3.76	
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 108.2109/48,694.92	10/08/09	45,000	48,547.81	106.2810	47,826.45	(721.36)	675.00	1,800	3.76	
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 107.9219/10,792.19	10/20/09	10,000	10,765.07	106.2810	10,628.10	(136.97)	150.00	400	3.76	
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 107.3437/48,304.69	10/29/09	45,000	48,205.62	106.2810	47,826.45	(379.17)	675.00	1,800	3.76	
Δ U.S. TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 109.0937/27,273.44	12/08/09	25,000	27,248.50	106.2810	26,570.25	(678.25)	375.00	1,000	3.76	
Subtotal		180,000	193,571.61		191,305.80	(2,265.81)	2,700.00	7,200	3.76	
FNMA P735580 05%2035 AMORTIZED FACTOR 0.570719610 AMORTIZED VALUE 47,940 CUSIP 31402RFV6	12/30/09	84,000	49,494.77	102.9427	49,351.19	(143.58)	199.92	2,397	4.85	
FNMA P745275 05%2036 AMORTIZED FACTOR 0.655020420 AMORTIZED VALUE 101,528 CUSIP 31403C6L0	03/16/09	155,000	104,240.88	102.8177	104,388.92	148.04	423.15	5,077	4.86	

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
FNMA P745275 05%2036 AMORTIZED VALUE 7,860	05/11/09	12,000	8,105.88	102.8177	8,081.72	(24.16)	32.76	394	4.86
FNMA P745275 05%2036 AMORTIZED VALUE 7,205	07/10/09	11,000	7,420.25	102.8177	7,408.24	(12.01)	30.03	361	4.86
FNMA P745275 05%2036 AMORTIZED VALUE 154,584 Subtotal	08/20/09	236,000	159,246.52	102.8177	158,940.55	(305.97)	644.28	7,730	4.86
FNMA P889579 06%2038 AMORTIZED FACTOR 0.706567190 AMORTIZED VALUE 448,670 CUSIP: 31410KJY1	03/16/09	635,000	465,817.78	106.0781	475,940.78	10,123.00	2,241.55	26,921	5.65
FNMA P889579 06%2038 AMORTIZED VALUE 33,208 Subtotal	05/11/09	47,000	34,910.60	106.0781	35,227.11	316.51	165.91	1,993	5.65
FNMA P95018 05 50%2038 AMORTIZED FACTOR 0.742459310 AMORTIZED VALUE 9,651 CUSIP: 31416BK72	05/12/09	13,000	10,030.51	104.8697	10,121.99	91.48	44.20	531	5.24
FNMA P889982 05 50%2038 AMORTIZED FACTOR 0.727033410 AMORTIZED VALUE 123,595 CUSIP: 31410KXK5	03/16/09	170,000	127,651.16	104.7916	129,517.89	1,866.73	566.10	6,798	5.24
FNMA P889982 05 50%2038 AMORTIZED VALUE 8,724	07/10/09	12,000	9,082.92	104.7916	9,142.43	59.51	39.96	480	5.24
FNMA P889982 05 50%2038 AMORTIZED VALUE 2,181	07/10/09	3,000	2,270.73	104.7916	2,285.60	14.87	9.99	120	5.24
FNMA P889982 05 50%2038 AMORTIZED VALUE 194,844	08/20/09	268,000	202,623.53	104.7916	204,181.14	1,557.61	892.44	10,717	5.24
FNMA P889982 05 50%2038 AMORTIZED VALUE 5,816 Subtotal	09/09/09	8,000	6,067.10	104.7916	6,094.95	27.85	26.64	320	5.24
		461,000	347,695.44		351,222.01	3,526.57	1,535.13	18,435	5.24

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)												
Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Income	Estimated Current Yield%	Quantity	Adjusted/Total Cost Basis	Estimated Market Price
FNMA P995876 06%2038	07/13/09	35,000	32,483.36	106.0781	32,726.79	243.43	154.35	1,852	5.65			
AMORTIZED FACTOR 0.851474380 AMORTIZED VALUE 30,851												
CUSIP: 31416CJY9												
FNMA P995876 06%2038	08/20/09	831,000	772,564.09	106.0781	777,027.60	4,463.51	3,664.71	43,951	5.65			
AMORTIZED VALUE 732,505												
Subtotal												
TOTAL		3,230,000	2,806,065.29		2,836,282.86	30,217.57	16,555.71	132,950	4.69			

MUTUAL FUNDS/CLOSED END FUNDS/UIT												
Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%	Quantity	Total Client Investment	Cumulative Investment Return
FIXED INCOME SHARES	70,152	824,180	30,972	824,180.36	12.1900	855,152.88	30,972.52					
SERIES C F CL INSTL												
SYMBOL: FXICX Initial Purchase: 03/16/09												
Fixed Income 100%												
FIXED INCOME SHARES	96,154	843,544	84,341	843,544.88	9.6500	927,886.10	84,341.22					
SERIES M F CL INSTL												
SYMBOL: FXIMX Initial Purchase 03/16/09												
Fixed Income 100%												
Subtotal (Fixed Income)												
TOTAL		1,115,313	1,667,725.24		1,783,038.98	115,313	115,313.74					

ALTERNATIVE INVESTMENTS Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
- BAC MITTS DJAIG SV=102.583 DJAIG COMM-FR DUE MARCH 4, 2014 ORIGINAL UNIT/TOTAL COST. 10.0000/500,000.00	02/23/09	50,000	10.3776	518,882.85	11.2200	561,000.00	42,117.15		
TOTAL				518,882.85		561,000.00	42,117.15		

EQUITIES	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Current Yield%
	AEGON N.V. NY REG SHS	AEG	06/18/09	904	5.8614	5,298.71	6.4100	5,794.64	495.93		
			08/13/09	356	7.6991	2,740.88	6.4100	2,281.96	(458.92)		
	<i>Subtotal</i>			1,260		8,039.59		8,076.60	37.01		
	ALCATEL LUCENT SPD ADR	ALU	06/18/09	3,846	2.6395	10,151.90	3.3200	12,768.72	2,616.82		
			08/13/09	2,502	3.4799	8,706.71	3.3200	8,306.64	(400.07)		
	<i>Subtotal</i>			6,348		18,858.61		21,075.36	2,216.75		

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
ANGLOGOLD ASHANTI LTD	AU	06/18/09	172	36.9000	6,346.81	40.1800	6,910.96	564.15	22	.31
		07/10/09	83	34.1425	2,833.83	40.1800	3,334.94	501.11	11	.31
		08/13/09	367	37.9573	13,930.33	40.1800	14,746.06	815.73	47	.31
Subtotal			622		23,110.97		24,991.96	1,880.99	80	.31
AXIS CAPITAL HOLDINGS LTD	AXS	10/20/09	366	30.2969	11,088.67	28.4100	10,398.06	(690.61)	308	2.95
BARRICK GOLD CORPORATION	ABX	06/18/09	317	34.1183	10,815.51	39.3800	12,483.46	1,667.95	127	1.01
		08/13/09	554	34.5016	19,113.89	39.3800	21,816.52	2,702.63	222	1.01
		12/17/09	138	38.4820	5,310.52	39.3800	5,434.44	123.92	56	1.01
Subtotal			1,009		35,239.92		39,734.42	4,494.50	405	1.01
BELGACOM SA DE DROIT PUBLIC SHS	BGADY	06/24/09	1,593	6.2391	9,938.89	7.3500	11,708.55	1,769.66	612	5.22
		08/13/09	1,264	7.3500	9,290.40	7.3500	9,290.40		486	5.22
Subtotal			2,857		19,229.29		20,998.95	1,769.66	1,098	5.22
BP PLC SPON ADR	BP	06/18/09	159	47.9723	7,627.60	57.9700	9,217.23	1,589.63	535	5.79
		08/13/09	307	50.5700	15,524.99	57.9700	17,796.79	2,271.80	1,032	5.79
Subtotal			466		23,152.59		27,014.02	3,861.43	1,567	5.79
CAMECO CORP COM	CCJ	06/29/09	193	26.1095	5,039.15	32.1700	6,208.81	1,169.66	44	.70
		08/13/09	194	27.8000	5,393.20	32.1700	6,240.98	847.78	44	.70
Subtotal			387		10,432.35		12,449.79	2,017.44	88	.70
CARREFOUR SA SHS	CRERY	09/24/09	450	9.0399	4,067.96	9.4800	4,266.00	198.04	100	2.34
		09/25/09	157	9.0589	1,422.26	9.4800	1,488.36	66.10	35	2.34
		10/08/09	135	9.0400	1,220.41	9.4800	1,279.80	59.39	30	2.34
		10/09/09	453	9.0377	4,094.08	9.4800	4,294.44	200.36	101	2.34
		10/21/09	636	9.2516	5,884.02	9.4800	6,029.28	145.26	142	2.34
		10/28/09	617	8.7925	5,425.03	9.4800	5,849.16	424.13	137	2.34
Subtotal			2,448		22,113.76		23,207.04	1,093.28	545	2.34
DAI NIPPON PRTG	DNPLY	06/18/09	1,161	12.7667	14,822.14	12.7600	14,814.36	(7.78)	301	2.02
		08/13/09	1,053	14.4000	15,163.20	12.7600	13,436.28	(1,726.92)	273	2.02
Subtotal			2,214		29,985.34		28,250.64	(1,734.70)	574	2.02

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
	DAIWA HOUSE IND LTD ADR	DWAHY	06/18/09	73	101.2500	7,391.25	107.2500	7,829.25	438.00	168	2.14
			08/13/09	75	109.7500	8,231.25	107.2500	8,043.75	(187.50)	173	2.14
	<i>Subtotal</i>			148		15,622.50		15,873.00	250.50	341	2.14
	ELECTROBRAS CENTRAIS ADR	EBR	06/18/09	554	13.7100	7,595.34	21.0900	11,683.86	4,088.52		
			08/13/09	461	15.1109	6,966.17	21.0900	9,722.49	2,756.32		
	<i>Subtotal</i>			1,015		14,561.51		21,406.35	6,844.84		
	EMBRAER EMPRESA BRAS ADR	ERJ	10/28/09	100	22.7007	2,270.07	22.1100	2,211.00	(59.07)		
			10/29/09	115	23.1734	2,664.95	22.1100	2,542.65	(122.30)		
			11/02/09	307	19.8913	6,106.63	22.1100	6,787.77	681.14		
	<i>Subtotal</i>			522		11,041.65		11,541.42	499.77		
	FUJIFILM HLDGS CORP ADR	FUJII	12/02/09	806	27.6799	22,310.00	30.2000	24,341.20	2,031.20	167	.68
	GOLD FIELDS SP ADR NEW	GFI	06/18/09	838	12.1583	10,188.66	13.1100	10,986.18	797.52	110	.99
			08/13/09	894	12.5539	11,223.19	13.1100	11,720.34	497.15	118	.99
	<i>Subtotal</i>			1,732		21,411.85		22,706.52	1,294.67	228	.99
	HACHIJUNI BANK LTD ADR	HACBY	06/18/09	88	56.0000	4,928.00	58.7000	5,165.60	237.60	41	.77
			08/13/09	96	57.6500	5,534.40	58.7000	5,635.20	100.80	44	.77
	<i>Subtotal</i>			184		10,462.40		10,800.80	338.40	85	.77
	IMPALA PLATINUM SPON ADR	IMPUI	06/18/09	251	20.2700	5,087.77	27.3000	6,852.30	1,764.53	89	1.29
			08/13/09	158	26.5100	4,188.58	27.3000	4,313.40	124.82	56	1.29
	<i>Subtotal</i>			409		9,276.35		11,165.70	1,889.35	145	1.29
	IVANHOE MINES LTD	IVN	06/18/09	579	5.5141	3,192.72	14.6100	8,459.19	5,266.47		
			08/13/09	342	8.8999	3,043.77	14.6100	4,996.62	1,952.85		
	<i>Subtotal</i>			921		6,236.49		13,455.81	7,219.32		
	KAO CORP SPD ADR	KCRPY	06/18/09	570	21.8250	12,440.25	23.3600	13,315.20	874.95	323	2.41
			08/13/09	560	23.2000	12,992.00	23.3600	13,081.60	89.60	317	2.41
	<i>Subtotal</i>			1,130		25,432.25		26,396.80	964.55	640	2.41
	KINROSS GOLD CORP	KGC	07/06/09	263	18.1198	4,765.51	18.4000	4,839.20	73.69	27	.54
			08/13/09	800	19.7393	15,791.44	18.4000	14,720.00	(1,071.44)	80	.54
			10/30/09	388	18.2229	7,070.49	18.4000	7,139.20	68.71	39	.54
	<i>Subtotal</i>			1,451		27,627.44		26,698.40	(929.04)	146	.54
	KOREA ELEC POWER SPN ADR	KEP	08/14/09	1,407	12.9493	18,219.67	14.5400	20,457.78	2,238.11		

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
MAGNA INTL INC CL A VTG	MGA	06/18/09	104	37.6064	3,911.07	50.5800	5,260.32	1,349.25		
		08/13/09	222	48.4546	10,756.94	50.5800	11,228.76	471.82		
<i>Subtotal</i>			326		14,668.01		16,489.08	1,821.07		
mitsui sumitomo insur- ADR	MSIGY	06/18/09	549	13.5500	7,438.95	12.7500	6,999.75	(439.20)	126	1.79
		08/27/09	614	13.7641	8,451.16	12.7500	7,828.50	(622.66)	141	1.79
<i>Subtotal</i>			1,163		15,890.11		14,828.25	(1,061.86)	267	1.79
NEWCREST MING LTD SPN ADR	NCMGY	07/31/09	318	24.8822	7,912.54	31.6500	10,064.70	2,152.16	39	.37
		08/13/09	314	25.1000	7,881.40	31.6500	9,938.10	2,056.70	38	.37
<i>Subtotal</i>			632		15,793.94		20,002.80	4,208.86	77	.37
NEXEN INC CANADA COM	NXY	06/18/09	342	22.0885	7,554.27	23.9300	8,184.06	629.79		
		08/13/09	403	21.3791	8,615.78	23.9300	9,643.79	1,028.01		
		10/27/09	211	22.6809	4,785.69	23.9300	5,049.23	263.54		
<i>Subtotal</i>			956		20,955.74		22,877.08	1,921.34		
NINTENDO LTD ADR	NTDOY	06/18/09	221	33.7500	7,458.75	29.8200	6,590.22	(868.53)	277	4.19
		08/13/09	251	33.1286	8,315.30	29.8200	7,484.82	(830.48)	315	4.19
<i>Subtotal</i>			472		15,774.05		14,075.04	(1,699.01)	592	4.19
NIPPON TEL&TEL SPDN ADR	NTT	06/18/09	897	20.1892	18,109.80	19.7400	17,706.78	(403.02)	515	2.90
		08/13/09	795	21.6568	17,217.16	19.7400	15,693.30	(1,523.86)	457	2.90
<i>Subtotal</i>			1,692		35,326.96		33,400.08	(1,926.88)	972	2.90
NOKIA CORP SPON ADR	NOK	06/18/09	506	14.8483	7,513.24	12.8500	6,502.10	(1,011.14)	199	3.05
		08/13/09	671	13.1598	8,830.29	12.8500	8,622.35	(207.94)	264	3.05
		11/18/09	450	13.9210	6,264.45	12.8500	5,782.50	(481.95)	177	3.05
<i>Subtotal</i>			1,627		22,607.98		20,906.95	(1,701.03)	640	3.05
NOVARTIS ADR	NVS	06/18/09	263	41.8113	10,996.38	54.4300	14,315.09	3,318.71	383	2.66
		08/13/09	331	45.0754	14,919.99	54.4300	18,016.33	3,096.34	481	2.66
<i>Subtotal</i>			594		25,916.37		32,331.42	6,415.05	864	2.66
PANASONIC CORP SHS	PC	10/20/09	783	14.4238	11,293.84	14.3500	11,236.05	(57.79)	96	.85
REXAM PLC-NEW NEW ADR	REXMY	10/28/09	241	22.7199	5,475.50	23.7900	5,733.39	257.89	404	7.03
ROHM CO LTD SHS	ROHCY	06/18/09	146	34.6500	5,058.90	33.0100	4,819.46	(239.44)	89	1.82
		08/13/09	153	35.2500	5,393.25	33.0100	5,050.53	(342.72)	93	1.82
<i>Subtotal</i>			299		10,452.15		9,869.99	(582.16)	182	1.82

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
	ROYAL DUTCH SHELL PLC	RDSB	06/18/09	286	52.2600	14,946.36	58.1300	16,625.18	1,678.82	961	5.78
	SPONS ADR B		08/13/09	307	52.4004	16,086.95	58.1300	17,845.91	1,758.96	1,032	5.78
	<i>Subtotal</i>			593		31,033.31		34,471.09	3,437.78	1,993	5.78
	SANOFI AVENTIS SPON ADR	SNY	06/18/09	358	33.5091	11,996.26	39.2700	14,058.66	2,062.40	400	2.84
			07/01/09	54	30.0746	1,624.03	39.2700	2,120.58	496.55	61	2.84
			08/13/09	432	32.7031	14,127.74	39.2700	16,964.64	2,836.90	483	2.84
	<i>Subtotal</i>			844		27,748.03		33,143.88	5,395.85	944	2.84
	SEGA SAMMY HOLDINGS INC ADR	SGAMY	06/18/09	2,013	2.8900	5,817.57	3.0500	6,139.65	322.08	234	3.80
			06/19/09	640	2.9200	1,868.80	3.0500	1,952.00	83.20	75	3.80
			08/13/09	2,376	3.1700	7,531.92	3.0500	7,246.80	(285.12)	276	3.80
	<i>Subtotal</i>			5,029		15,218.29		15,338.45	120.16	585	3.80
	SEKISUI HSE LD SPONS ADR	SKHSY	06/18/09	731	10.0700	7,361.17	9.2200	6,739.82	(621.35)	136	2.01
			08/13/09	945	9.5500	9,024.75	9.2200	8,712.90	(311.85)	176	2.01
	<i>Subtotal</i>			1,676		16,385.92		15,452.72	(933.20)	312	2.01
	SEVEN AND I HOLDINGS CO LTD SHS	SVNDY	06/18/09	307	49.2000	15,104.40	41.4000	12,709.80	(2,394.60)	326	2.55
			08/13/09	344	47.8000	16,443.20	41.4000	14,241.60	(2,201.60)	365	2.55
	<i>Subtotal</i>			651		31,547.60		26,951.40	(4,596.20)	691	2.55
	SHISEIDO LTD SPONSRD ADR	SSDOY	06/18/09	751	16.4500	12,353.95	19.2700	14,471.77	2,117.82	343	2.36
			08/13/09	810	16.5000	13,365.00	19.2700	15,608.70	2,243.70	370	2.36
	<i>Subtotal</i>			1,561		25,718.95		30,080.47	4,361.52	713	2.36
	SIEMENS AG ADR	SI	06/18/09	140	71.0089	9,941.25	91.7000	12,838.00	2,896.75	246	1.91
			08/13/09	113	82.9823	9,377.01	91.7000	10,362.10	985.09	199	1.91
	<i>Subtotal</i>			253		19,318.26		23,200.10	3,881.84	445	1.91
	SK TELECOM ADR	SKM	06/18/09	949	15.4655	14,676.76	16.2600	15,430.74	753.98	559	3.62
			08/13/09	1,019	15.6996	15,997.99	16.2600	16,568.94	570.95	601	3.62
	<i>Subtotal</i>			1,968		30,674.75		31,999.68	1,324.93	1,160	3.62
	SOCIETE GENERAL SPN ADR	SCGLY	06/18/09	462	10.3555	4,784.25	14.0500	6,491.10	1,706.85	133	2.04
			08/13/09	244	14.4455	3,524.71	14.0500	3,428.20	(96.51)	71	2.04
	<i>Subtotal</i>			706		8,308.96		9,919.30	1,610.34	204	2.04

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
SUMITOMO TR & BKG SPDADR	STBIJY	06/18/09	1,141	5.3600	6,115.76	4.9300	5,625.13	(490.63)	68	1.19
		08/13/09	1,164	5.7100	6,646.44	4.9300	5,738.52	(907.92)	69	1.19
<i>Subtotal</i>			2,305		12,762.20		11,363.65	(1,398.55)	137	1.19
TDK CORP AMERN DEP SHR	TDKY	06/19/09	45	46.2002	2,079.01	61.1500	2,751.75	672.74	38	1.37
		08/13/09	131	55.5000	7,270.50	61.1500	8,010.65	740.15	111	1.37
<i>Subtotal</i>			176		9,349.51		10,762.40	1,412.89	149	1.37
TECHNIP SP ADR	TKPPY	06/18/09	86	47.5800	4,091.88	70.8762	6,095.35	2,003.47	106	1.72
TELECOM ITALIA SPA ADR	TIA	06/18/09	1,708	8.9700	15,320.76	11.0000	18,788.00	3,467.24	1,188	6.31
		08/13/09	1,188	10.8863	12,933.04	11.0000	13,068.00	134.96	826	6.31
<i>Subtotal</i>			2,896		28,253.80		31,856.00	3,602.20	2,014	6.31
UBS AG REG	UBS	06/18/09	478	13.3691	6,390.43	15.5100	7,413.78	1,023.35		
		08/13/09	367	16.0580	5,893.29	15.5100	5,692.17	(201.12)		
<i>Subtotal</i>			845		12,283.72		13,105.95	822.23		
UNITED UTILS GROUP ADR	UUGRY	06/18/09	607	16.5000	10,015.50	16.2200	9,845.54	(169.96)	652	6.62
GBP PAR ORDINARY		08/13/09	769	14.9900	11,527.31	16.2200	12,473.18	945.87	826	6.62
<i>Subtotal</i>			1,376		21,542.81		22,318.72	775.91	1,478	6.62
VODAFONE GROU PLC SP ADR	VOD	06/18/09	649	19.7483	12,816.65	23.0900	14,985.41	2,168.76	838	5.59
		08/13/09	553	21.5298	11,906.03	23.0900	12,768.77	862.74	714	5.59
<i>Subtotal</i>			1,202		24,722.68		27,754.18	3,031.50	1,552	5.59
WACOAL HOLDINGS CORP ADR	WACLY	06/18/09	162	62.4800	10,121.76	54.8600	8,887.32	(1,234.44)	192	2.15
		08/13/09	166	62.7500	10,416.50	54.8600	9,106.76	(1,309.74)	197	2.15
<i>Subtotal</i>			328		20,538.26		17,994.08	(2,544.18)	389	2.15
WOLTERS KLUWR NV SPN ADR	WTKWY	06/18/09	599	17.1097	10,248.77	21.8500	13,088.15	2,839.38	405	3.08
		08/13/09	456	19.6000	8,937.60	21.8500	9,963.60	1,026.00	308	3.08
<i>Subtotal</i>			1,055		19,186.37		23,051.75	3,865.38	713	3.08
TOTAL					936,293.15		1,007,649.92	71,356.77	24,096	2.39

EQUITIES <i>Description</i>	<i>Symbol</i>	<i>Acquired</i>	<i>Quantity</i>	<i>Unit Cost Basis</i>	<i>Total Cost Basis</i>	<i>Estimated Market Price</i>	<i>Estimated Market Value</i>	<i>Unrealized Gain/(Loss) Annual</i>	<i>Estimated Current Annual Income</i>	<i>Yield%</i>
ADIDAS AG SPONSORED ADR	ADDYY	09/21/09 10/29/09	207 167	26.2132 24.4613	5,426.15 4,085.04	27.1500 27.1500	5,620.05 4,534.05	193.90 449.01	48 39	.84 .84
<i>Subtotal</i>			374	9,511.19			10,154.10	642.91	87	.84
AMERICA MOVIL SAB DE CV ADR	AMX	06/17/09 08/13/09	255 232	36.2200 45.6181	9,236.10 10,583.42	46.9800 46.9800	11,979.90 10,899.36	2,743.80 315.94	116 106	.96 .96
<i>Subtotal</i>			487	19,819.52			22,879.26	3,059.74	222	.96

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Total	Estimated	Market	Estimated	Market	Value	Unrealized	Estimated	Current
Description	SPON ADR				Cost	Basis									
BAE SYS PLC SPN ADR		BAESY	06/17/09	250	21.8400	5,460.00	23.1800	5,795.00	335.00	238	4.09				
			08/13/09	229	22.0800	5,056.32	23.1800	5,308.22	251.90	218	4.09				
	Subtotal			479		10,516.32		11,103.22	586.90	456	4.09				
BAYER AG SP ADR		BAYRY	06/17/09	180	54.7300	9,851.40	79.8000	14,364.00	4,512.60	248	1.72				
			08/13/09	165	61.1700	10,093.05	79.8000	13,167.00	3,073.95	227	1.72				
	Subtotal			345		19,944.45		27,531.00	7,586.55	475	1.72				
BG GROUP PLC SPON ADR		BRGY	06/17/09	66	85.0200	5,611.32	90.5000	5,973.00	361.68	65	1.08				
			08/13/09	59	84.8900	5,008.51	90.5000	5,339.50	330.99	59	1.08				
			09/25/09	50	87.2362	4,361.81	90.5000	4,525.00	163.19	50	1.08				
	Subtotal			175		14,981.64		15,837.50	855.86	174	1.08				
BHP BILLITON LTD ADR		BHP	06/17/09	248	54.5400	13,525.92	76.5800	18,991.84	5,465.92	407	2.14				
			08/13/09	227	64.7192	14,691.26	76.5800	17,383.66	2,692.40	373	2.14				
	Subtotal			475		28,217.18		36,375.50	8,158.32	780	2.14				
BNP PARIBAS SPONSOR ADR		BNPQY	06/17/09	197	31.0451	6,115.89	40.1600	7,911.52	1,795.63	103	1.28				
			08/13/09	179	38.7850	6,942.52	40.1600	7,188.64	246.12	93	1.28				
	Subtotal			376		13,058.41		15,100.16	2,041.75	196	1.28				
BP PLC SPON ADR		BP	06/17/09	160	48.1300	7,700.80	57.9700	9,275.20	1,574.40	538	5.79				
			08/13/09	146	50.6499	7,394.89	57.9700	8,463.62	1,068.73	491	5.79				
	Subtotal			306		15,095.69		17,738.82	2,643.13	1,029	5.79				
BRITISH AMN TOBACO SPADR		BTI	06/17/09	71	54.1600	3,845.36	64.6600	4,590.86	745.50	195	4.22				
			08/13/09	65	62.6300	4,070.95	64.6600	4,202.90	131.95	178	4.22				
	Subtotal			136		7,916.31		8,793.76	877.45	373	4.22				
BUNZL PLC ADR		BZLFY	06/17/09	218	40.4100	8,809.38	55.0000	11,990.00	3,180.62	362	3.01				
			08/13/09	200	45.6900	9,138.00	55.0000	11,000.00	1,862.00	332	3.01				
	Subtotal			418		17,947.38		22,990.00	5,042.62	694	3.01				
CANADIAN NATL RAILWAY CO		CNI	06/17/09	93	42.1400	3,919.02	54.3600	5,055.48	1,136.46						
			08/13/09	84	49.4500	4,153.80	54.3600	4,566.24	412.44						
	Subtotal			177		8,072.82		9,621.72	1,548.90						
CENOVUS ENERGY INC		CVE	06/17/09	113	24.6515	2,785.63	25.2000	2,847.60	61.97	23	.79				
			08/13/09	103	25.4042	2,616.64	25.2000	2,595.60	(21.04)	21	.79				
	Subtotal			216		5,402.27		5,443.20	40.93	44	.79				

EQITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
CHEUNG KONG HLDG ADR	CHEUY	06/17/09 08/13/09	690 632	11.0800 12.6000	7,645.20 7,963.20	12.8200 12.8200	8,845.80 8,102.24	1,200.60 139.04	196 179	2.20 2.20
<i>Subtotal</i>			1,322		15,608.40		16,948.04	1,339.64	375	2.20
CNOOC LTD ADR	CEO	06/17/09 08/13/09	107 98	123.2757 137.8700	13,190.50 13,511.26	155.4500 155.4500	16,633.15 15,234.10	3,442.65 1,722.84	249 228	1.49 1.49
<i>Subtotal</i>			205		26,701.76		31,867.25	5,165.49	477	1.49
COCA COLA AMATIL SPD ADR	CCLAY	06/17/09 08/13/09	637 584	13.8000 15.6500	8,790.60 9,139.60	20.8400 20.8400	13,275.08 12,170.56	4,484.48 3,030.96	408 374	3.06 3.06
<i>Subtotal</i>			1,221		17,930.20		25,445.64	7,515.44	782	3.06
COCA COLA HELLENIC S ADS	CCH	06/17/09 08/13/09	231 212	17.0426 19.8442	3,936.86 4,206.99	23.0200 23.0200	5,317.62 4,880.24	1,380.76 673.25	82 76	1.53 1.53
<i>Subtotal</i>			443		8,143.85		10,197.86	2,054.01	158	1.53
COMPASS GROUP PLC ADR	CMPGY	06/17/09 08/13/09	1,139 1,719	5.6200 5.3600	6,401.19 9,213.84	7.3000 7.3000	8,314.70 12,548.70	1,913.51 3,334.86	218 329	2.61 2.61
<i>Subtotal</i>			2,858		15,615.03		20,863.40	5,248.37	547	2.61
CRH PLC ADR	CRH	06/17/09 08/13/09	200 184	24.5737 26.3740	4,914.74 4,852.82	27.3300 27.3300	5,466.00 5,028.72	551.26 175.90	185 171	3.38 3.38
<i>Subtotal</i>			384		9,767.56		10,494.72	727.16	356	3.38
CSL LTD SHS	CMXHY	06/17/09 08/13/09	627 575	12.1500 13.8000	7,618.05 7,935.00	14.5100 14.5100	9,097.77 8,343.25	1,479.72 408.25	164 151	1.79 1.79
<i>Subtotal</i>			1,202		15,553.05		17,441.02	1,887.97	315	1.79
DANONE-SPONS ADR	DANOY	06/22/09 08/13/09	309 281	9.6825 10.3700	2,991.92 2,913.97	12.1900 12.1900	3,766.71 3,425.39	774.79 511.42	254 231	6.71 6.71
<i>Subtotal</i>			590		5,905.89		7,192.10	1,286.21	485	6.71
DENSO CP UNSPONSORED ADR	DNZOY	06/17/09 08/13/09	42 38	99.2000 121.5500	4,166.40 4,618.90	120.1200 120.1200	5,045.04 4,564.56	878.64 (54.34)	43 39	.84 .84
<i>Subtotal</i>			80		8,785.30		9,609.60	824.30	82	.84
ENCANA CORP	ECA	06/17/09 08/13/09	113 103	26.1764 26.9756	2,957.94 2,778.49	32.3900 32.3900	3,660.07 3,336.17	702.13 557.68	91 83	2.46 2.46
<i>Subtotal</i>			216		5,736.43		6,996.24	1,259.81	174	2.46

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
ENI S P A SPONSORED ADR	E	06/17/09	221	47.9073	10,587.52	50.6100	11,184.81	597.29	525	4.68
		08/13/09	202	46.4300	9,378.86	50.6100	10,223.22	844.36	480	4.68
Subtotal			423		19,966.38		21,408.03	1,441.65	1,005	4.68
FRESENIUS MEDICAL CARE AG & CO SPON ADR	FMS	11/05/09	111	52.1791	5,791.89	53.0100	5,884.11	92.22	135	2.27
GRUPO TELEVISIA SA ADR	TV	06/17/09	407	16.9200	6,886.44	20.7600	8,449.32	1,562.88	475	5.61
		08/13/09	373	18.3790	6,855.40	20.7600	7,743.48	888.08	435	5.61
Subtotal			780		13,741.84		16,192.80	2,450.96	910	5.61
HUTCHISN WHAMPOA ADR	HUWHY	06/17/09	261	33.1900	8,662.59	34.4000	8,978.40	315.81	281	3.12
		08/13/09	239	37.3500	8,926.65	34.4000	8,221.60	(705.05)	257	3.12
Subtotal			500		17,589.24		17,200.00	(389.24)	538	3.12
IMPERIAL TOB GRP SPS ADR	ITYBY	06/17/09	233	51.5400	12,008.82	63.3800	14,767.54	2,758.72	565	3.82
		08/13/09	214	56.6000	12,112.40	63.3800	13,563.32	1,450.92	519	3.82
Subtotal			447		24,121.22		28,330.86	4,209.64	1,084	3.82
INFOSYS TECH LTD ADR	INFY	06/17/09	183	35.0946	6,422.32	55.2700	10,114.41	3,692.09	84	.82
		08/13/09	319	42.7099	13,624.46	55.2700	17,631.13	4,006.67	146	.82
Subtotal			502		20,046.78		27,745.54	7,698.76	230	.82
INTL POWER PLC SPON ADR	IPRPY	06/17/09	245	39.5100	9,679.95	50.4000	12,348.00	2,668.05	510	4.12
		08/13/09	225	44.7200	10,062.00	50.4000	11,340.00	1,278.00	468	4.12
Subtotal			470		19,741.95		23,688.00	3,946.05	978	4.12
KEPPEL LTD SPONS ADR	KPELY	06/17/09	637	9.0700	5,777.59	11.7600	7,491.12	1,713.53	315	4.19
		08/13/09	585	11.2000	6,552.00	11.7600	6,879.60	327.60	289	4.19
Subtotal			1,222		12,329.59		14,370.72	2,041.13	604	4.19
KOMATSU NEW NEW SPNSDADR	KMTUY	06/17/09	61	64.5000	3,934.50	83.5500	5,096.55	1,162.05	61	1.18
		08/13/09	55	68.7400	3,780.70	83.5500	4,595.25	814.55	55	1.18
Subtotal			116		7,715.20		9,691.80	1,976.60	116	1.18
KONINKLIJKE AHOLD NV ADR	AHONY	08/25/09	647	12.1934	7,889.19	13.2500	8,572.75	683.56	116	1.34
		11/30/09	333	13.5520	4,512.82	13.2500	4,412.25	(100.57)	60	1.34
Subtotal			980		12,402.01		12,985.00	582.99	176	1.34

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
MERCK KGAA		MKGAY	06/17/09	169	32.8305	5,548.36	30.8300	5,210.27	(338.09)	79	1.51
			08/13/09	296	30.4500	9,013.20	30.8300	9,125.68	112.48	139	1.51
	Subtotal			465		14,561.56		14,335.95	(225.61)	218	1.51
NESTLE S A REP RG SH ADR		NSRGY	06/17/09	354	35.9200	12,715.69	48.3500	17,115.90	4,400.21	285	1.66
			08/13/09	325	38.7400	12,590.50	48.3500	15,713.75	3,123.25	262	1.66
	Subtotal			679		25,306.19		32,829.65	7,523.46	547	1.66
NIDEC CORPORATION ADR		NJ	06/17/09	788	15.6398	12,324.24	23.2100	18,289.48	5,965.24	105	.57
			08/13/09	721	18.0800	13,035.68	23.2100	16,734.41	3,698.73	96	.57
	Subtotal			1,509		25,359.92		35,023.89	9,663.97	201	.57
NOKIA CORP SPON ADR		NOK	06/17/09	290	14.6500	4,248.50	12.8500	3,726.50	(522.00)	114	3.05
			08/13/09	265	13.0590	3,460.66	12.8500	3,405.25	(55.41)	105	3.05
	Subtotal			555		7,709.16		7,131.75	(577.41)	219	3.05
NOVARTIS ADR		NVS	10/19/09	130	52.0540	6,767.03	54.4300	7,075.90	308.87	189	2.66
NOVO NORDISK A S ADR		NVO	06/17/09	142	52.6421	7,475.19	63.8500	9,066.70	1,591.51	111	1.22
			08/13/09	130	60.8899	7,915.69	63.8500	8,300.50	384.81	102	1.22
	Subtotal			272		15,390.88		17,367.20	1,976.32	213	1.22
PETROLEUM BRAS VTG SPD ADR		PBR	06/17/09	172	39.8973	6,862.35	47.6800	8,200.96	1,338.61	62	.74
			08/13/09	158	42.7100	6,748.18	47.6800	7,533.44	785.26	57	.74
	Subtotal			330		13,610.53		15,734.40	2,123.87	119	.74
PETROLEUM GEO SVS SP ADR		PGSVY	06/17/09	414	6.4100	2,653.74	11.4500	4,740.30	2,086.56		
			08/13/09	384	7.2600	2,787.84	11.4500	4,396.80	1,608.96		
	Subtotal			798		5,441.58		9,137.10	3,695.52		
PHILIPPINE L D TEL ADR		PHI	06/17/09	169	48.9598	8,274.22	56.6700	9,577.23	1,303.01	437	4.55
			08/13/09	155	53.1800	8,242.90	56.6700	8,783.85	540.95	400	4.55
	Subtotal			324		16,517.12		18,361.08	1,843.96	837	4.55
REED ELSEVIER P L C		RUK	06/17/09	262	30.1437	7,897.65	32.7900	8,590.98	693.33	341	3.96
SPONSORED ADR NEW			08/13/09	239	28.6946	6,858.01	32.7900	7,836.81	978.80	311	3.96
	Subtotal			501		14,755.66		16,427.79	1,672.13	652	3.96
ROCHE HLDG LTD SPN ADR		RHHBY	06/17/09	434	33.0000	14,322.00	42.2000	18,314.80	3,992.80	289	1.57
			08/13/09	397	38.8700	15,431.39	42.2000	16,753.40	1,322.01	264	1.57
	Subtotal			831		29,753.39		35,068.20	5,314.81	553	1.57

EQUITIES (continued) <i>Description</i>	<i>Symbol</i>	<i>Acquired</i>	<i>Quantity</i>	<i>Unit Cost Basis</i>	<i>Total Cost Basis</i>	<i>Estimated Market Price</i>	<i>Estimated Market Value</i>	<i>Unrealized Gain/(Loss)/Annual</i>	<i>Estimated Current Yield%</i>
ROYAL KPN N V SP ADR	KKPNY	06/17/09	473	12.9432	6,122.18	17.0500	8,064.65	1,942.47	339 4.19
		08/13/09	434	15.2700	6,627.18	17.0500	7,399.70	772.52	311 4.19
<i>Subtotal</i>			907		12,749.36		15,464.35	2,714.99	650 4.19
SAP AG SHS	SAP	07/30/09	58	46.3574	2,688.73	46.8100	2,714.98	26.25	65 2.36
		08/13/09	54	47.2900	2,553.66	46.8100	2,527.74	(25.92)	60 2.36
<i>Subtotal</i>			112		5,242.39		5,242.72	.33	125 2.36
SHARP CORP ADR	SHCAY	06/17/09	568	10.8500	6,162.80	12.6700	7,196.56	1,033.76	69 .94
		08/13/09	520	11.4200	5,938.40	12.6700	6,588.40	650.00	63 .94
<i>Subtotal</i>			1,088		12,101.20		13,784.96	1,683.76	132 94
SHIRE PLC-ADR	SHPGY	06/17/09	267	40.6298	10,848.18	58.7000	15,672.90	4,824.72	80 .50
		08/13/09	244	50.4699	12,314.66	58.7000	14,322.80	2,008.14	73 .50
<i>Subtotal</i>			511		23,162.84		29,995.70	6,832.86	153 .50
SMITH-NPHW PLC SPADR NEW	SNN	06/17/09	80	37.3400	2,987.20	51.2500	4,100.00	1,112.80	55 1.32
		08/13/09	74	39.8500	2,948.90	51.2500	3,792.50	843.60	51 1.32
<i>Subtotal</i>			154		5,936.10		7,892.50	1,956.40	106 1.32
SYNGENTA AG ADR	SYT	06/17/09	209	46.9178	9,805.84	56.2700	11,760.43	1,954.59	182 1.54
		08/13/09	191	46.6818	8,916.24	56.2700	10,747.57	1,831.33	167 1.54
<i>Subtotal</i>			400		18,722.08		22,508.00	3,785.92	349 1.54
TAIWAN S MANUFACTURING ADR	TSM	06/17/09	1,024	9.0953	9,313.66	11.4400	11,714.56	2,400.90	372 3.17
		09/02/09	867	10.6495	9,233.20	11.4400	9,918.48	685.28	315 3.17
<i>Subtotal</i>			1,891		18,546.86		21,633.04	3,086.18	687 3.17
TALISMAN ENERGY INC COM	TLM	09/09/09	654	16.8483	11,018.85	18.6400	12,190.56	1,171.71	307 4.12
TELEFONICA SA SPAIN ADR	TEF	06/17/09	89	63.5396	5,655.03	83.5200	7,433.28	1,778.25	280 4.12
		08/13/09	81	74.7900	6,057.99	83.5200	6,765.12	707.13	280 4.12
<i>Subtotal</i>			170		11,713.02		14,198.40	2,485.38	587 4.12
TESCO PLC SPNRD ADR	TSCDY	06/17/09	634	17.2500	10,936.50	20.5700	13,041.38	2,104.88	354 2.70
		08/13/09	580	18.4900	10,724.20	20.5700	11,930.60	1,206.40	324 2.70
<i>Subtotal</i>			1,214		21,660.70		24,971.98	3,311.28	678 2.70
TEVA PHARMACTCL INDS ADR	TEVA	06/17/09	399	48.3100	19,275.69	56.1800	22,415.82	3,140.13	193 .85
		08/13/09	366	51.8192	18,965.86	56.1800	20,561.88	1,596.02	177 .85
<i>Subtotal</i>			765		38,241.55		42,977.70	4,736.15	370 .85

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
TNT N V ADR	TNTTY	06/17/09	181	18.0300	3,263.43	30.8000	5,574.80	2,311.37	36	.63
		08/13/09	166	24.1400	4,007.24	30.8000	5,112.80	1,105.56	33	.63
		11/30/09	162	29.0951	4,713.41	30.8000	4,989.60	276.19	32	.63
Subtotal			509		11,984.08		15,677.20	3,693.12	101	63
TOTAL S.A. SP ADR	TOT	06/17/09	185	53.8048	9,953.89	64.0400	11,847.40	1,893.51	514	4.33
		08/13/09	239	55.1656	13,184.60	64.0400	15,305.56	2,120.96	664	4.33
Subtotal			424		23,138.49		27,152.96	4,014.47	1,178	4.33
TOYOTA MOTOR CORP ADR	TM	06/17/09	59	75.9400	4,480.46	84.1600	4,965.44	484.98	65	1.29
		08/13/09	54	85.9800	4,642.92	84.1600	4,544.64	(98.28)	60	1.29
Subtotal			113		9,123.38		9,510.08	386.70	125	1.29
TRANSCANADA CORP	TRP	06/17/09	265	27.4024	7,261.66	34.3700	9,108.05	1,846.39	379	4.15
		08/13/09	243	28.7600	6,988.68	34.3700	8,351.91	1,363.23	348	4.15
Subtotal			508		14,250.34		17,459.96	3,209.62	727	4.15
TREND MICRO INC. ADR NEW	TMICY	06/17/09	142	32.9700	4,681.74	38.0600	5,404.52	722.78	127	2.33
		08/13/09	130	35.8400	4,659.20	38.0600	4,947.80	288.60	116	2.33
Subtotal			272		9,340.94		10,352.32	1,011.38	243	2.33
VIMPEL COMM SP ADR	VIP	06/17/09	335	10.9100	3,654.85	18.5900	6,227.65	2,572.80	85	1.35
OPEN JT STK CO		08/13/09	308	14.6760	4,520.21	18.5900	5,725.72	1,205.51	78	1.35
Subtotal			643		8,175.06		11,953.37	3,778.31	163	1.35
VODAFONE GROU PLC SP ADR	VOD	06/17/09	621	19.0882	11,853.83	23.0900	14,338.89	2,485.06	802	5.59
		08/13/09	569	21.5298	12,250.51	23.0900	13,138.21	887.70	735	5.59
Subtotal			1,190		24,104.34		27,477.10	3,372.76	1,537	5.59
WPP PLC ADR	WPPGY	06/17/09	164	34.0098	5,577.62	48.6500	7,978.60	2,400.98	206	2.57
		08/13/09	149	39.4600	5,879.54	48.6500	7,248.85	1,369.31	187	2.57
Subtotal			313		11,457.16		15,227.45	3,770.29	393	2.57
TOTAL					921,683.84		1,094,515.00	172,831.16	26,259	2.40

EQUITIES	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Current Yield%
	A N S Y S INC COM	ANSS	06/16/09 08/13/09	456 109	31.5298 36.9499	14,377.63 4,027.54	43.4600 43.4600	19,817.76 4,737.14	5,440.13 709.60		
	<i>Subtotal</i>			565		18,405.17		24,554.90	6,149.73		
	AFFILIATED COMP SVCS A	ACS	06/16/09 08/13/09	455 113	45.4385 45.4984	20,674.56 5,141.33	59.6900 59.6900	27,158.95 6,744.97	6,484.39 1,603.64		
	<i>Subtotal</i>			568		25,815.89		33,903.92	8,088.03		

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Yield%
	AKAMAI TECHNOLOGIES INC	AKAM	06/16/09	1,022	21.7895	22,268.87	25.3400	25,897.48	3,628.61	
			08/13/09	226	18.3319	4,143.01	25.3400	5,726.84	1,583.83	
	<i>Subtotal</i>			1,248		26,411.88		31,624.32	5,212.44	
	AMERICAN TOWER CORP CL A	AMT	06/16/09	726	29.4819	21,403.93	43.2100	31,370.46	9,966.53	
			08/13/09	163	32.3573	5,274.24	43.2100	7,043.23	1,768.99	
	<i>Subtotal</i>			889		26,678.17		38,413.69	11,735.52	
	ASTORIA FINANCIAL CORP	AF	06/16/09	787	8.2095	6,460.88	12.4300	9,782.41	3,321.53	4.18
			08/13/09	202	11.1499	2,252.28	12.4300	2,510.86	258.58	106 4.18
	<i>Subtotal</i>			989		8,713.16		12,293.27	3,580.71	516 4.18
	AUTODESK INC DEL PVS0.01	ADSK	06/16/09	899	21.0700	18,941.93	25.4100	22,843.59	3,901.66	
			08/13/09	243	24.3699	5,921.89	25.4100	6,174.63	252.74	
	<i>Subtotal</i>			1,142		24,863.82		29,018.22	4,154.40	
	BARD C R INC	BCR	06/16/09	296	71.5245	21,171.28	77.9000	23,058.40	1,887.12	202 .87
			08/13/09	77	73.1200	5,630.24	77.9000	5,998.30	368.06	53 .87
	<i>Subtotal</i>			373		26,801.52		29,056.70	2,255.18	255 .87
	BECKMAN COULTER INC COM	BEC	06/16/09	386	55.3076	21,348.77	65.4400	25,259.84	3,911.07	278 1.10
			08/13/09	95	66.5200	6,319.40	65.4400	6,216.80	(102.60)	69 1.10
	<i>Subtotal</i>			481		27,668.17		31,476.64	3,808.47	347 1.10
	BIO RAD LABS CL A	BIO	06/16/09	254	73.9542	18,784.39	96.4600	24,500.84	5,716.45	
			08/13/09	63	83.7600	5,276.88	96.4600	6,076.98	800.10	
	<i>Subtotal</i>			317		24,061.27		30,577.82	6,516.55	
	BORG WARNER INC COM	BWA	06/16/09	637	32.3065	20,579.30	33.2200	21,161.14	581.84	
			08/13/09	129	30.7848	3,971.24	33.2200	4,285.38	314.14	
	<i>Subtotal</i>			766		24,550.54		25,446.52	895.98	
	BOSTON PPTYS INC REIT	BXP	06/16/09	407	47.4989	19,332.09	67.0700	27,297.49	7,965.40	815 2.98
			08/13/09	92	59.9818	5,518.33	67.0700	6,170.44	652.11	184 2.98
	<i>Subtotal</i>			499		24,850.42		33,467.93	8,617.51	999 2.98
	BUCYRUS INTL INC NEW	BUCY	06/16/09	877	27.4519	24,075.32	56.3700	49,436.49	25,361.17	88 .17
			08/13/09	166	33.8422	5,617.81	56.3700	9,357.42	3,739.61	17 .17
	<i>Subtotal</i>			1,043		29,693.13		58,793.91	29,100.78	105 17

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
CEPHALON INC	COM	CEPH	06/16/09 08/13/09	177 48	57.1998 56.2800	10,124.38 2,701.44	62.4200 62.4200	11,048.34 2,996.16	923.96 294.72		
<i>Subtotal</i>				225		12,825.82		14,044.50	1,218.68		
CHESAPEAKE ENERGY OKLA		CHK	06/16/09 08/13/09	721 157	22.5995 24.1973	16,294.31 3,798.98	25.8800 25.8800	18,659.48 4,063.16	2,365.17 264.18	217	1.15
<i>Subtotal</i>				878		20,093.29		22,722.64	2,629.35	265	1.15
COVANCE INC		CVD	06/16/09 08/13/09	461 72	44.5991 55.1400	20,560.19 3,970.08	54.5700 54.5700	25,156.77 3,929.04	4,596.58 (41.04)		
<i>Subtotal</i>				533		24,530.27		29,085.81	4,555.54		
CSX CORP		CSX	06/16/09 08/13/09	685 218	34.5000 44.4084	23,632.51 9,681.05	48.4900 48.4900	33,215.65 10,570.82	9,583.14 889.77	603	1.81
<i>Subtotal</i>				903		33,313.56		43,786.47	10,472.91	795	1.81
D R HORTON INC		DHI	06/16/09 08/13/09	741 222	9.4180 12.8595	6,978.81 2,854.81	10.8700 10.8700	8,054.67 2,413.14	1,075.86 (441.67)	112	1.37
<i>Subtotal</i>				649		8,429.08		7,054.63	(1,374.45)	98	1.37
DARDEN RESTAURANTS INC		DRI	06/16/09 08/13/09	1,612 653	12.9877 33.0760	18,262.70 21,598.63	10.8700 35.0700	17,522.44 22,900.71	(740.26) 1,302.08	244	1.37
<i>Subtotal</i>				775		25,409.58		27,179.25	1,769.67	653	2.85
EASTMAN CHEMICAL CO COM		EMN	06/16/09 08/13/09	286 54	38.1038 54.4800	10,897.69 2,941.92	60.2400 60.2400	17,228.64 3,252.96	6,330.95 311.04	775	2.85
<i>Subtotal</i>				340		13,839.61		20,481.60	6,641.99	504	2.92
EATON VANCE CORP NVT		EV	06/16/09 08/13/09	909 202	27.4103 30.3682	24,916.05 6,134.38	30.4100 30.4100	27,642.69 6,142.82	2,726.64 8.44	582	2.10
<i>Subtotal</i>				1,111		31,050.43		33,785.51	2,735.08	130	2.10
EXPRESS SCRIPTS INC COM		ESRX	06/16/09 08/13/09	433 118	61.9899 67.3672	26,841.63 7,949.34	86.4200 86.4200	37,419.86 10,197.56	10,578.23 2,248.22	712	2.10
<i>Subtotal</i>				551		34,790.97		47,617.42	12,826.45		
GATX CORPORATION		GMT	06/16/09 08/13/09	544 116	23.0981 26.4822	12,565.42 3,071.94	28.7500 28.7500	15,640.00 3,335.00	3,074.58 263.06	610	3.89
<i>Subtotal</i>				660		15,637.36		18,975.00	3,337.64	740	3.89

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
GLOBAL PMTS INC GEORGIA	GPN	06/16/09	465	37.3283	17,357.66	53.8600	25,044.90	7,687.24	38	.14
		08/13/09	115	42.7273	4,913.64	53.8600	6,193.90	1,280.26	10	.14
<i>Subtotal</i>			580		22,271.30		31,238.80	8,967.50	48	.14
HARRIS CORP DEL	HRS	06/16/09	597	29.1689	17,413.89	47.5500	28,387.35	10,973.46	526	1.85
		08/13/09	36	35.5500	1,279.80	47.5500	1,711.80	432.00	32	1.85
<i>Subtotal</i>			633		18,693.69		30,099.15	11,405.46	558	1.85
HARSCO CORPORATION	HSC	06/16/09	557	29.0149	16,161.30	32.2300	17,952.11	1,790.81	457	2.54
		08/13/09	105	30.5748	3,240.93	32.2300	3,416.38	175.45	87	2.54
<i>Subtotal</i>			663		19,402.23		21,368.49	1,966.26	544	2.54
HELIX ENERGY SOLUTIONS	HLX	06/16/09	1,660	11.3495	18,840.17	11.7500	19,505.00	664.83		
		08/13/09	316	12.0299	3,801.45	11.7500	3,713.00	(88.45)		
<i>Subtotal</i>			1,976		22,641.62		23,218.00	576.38		
INTEGRYS ENERGY GROUP INC	TEG	06/16/09	529	28.4148	15,031.43	41.9900	22,212.71	7,181.28	1,439	6.47
		08/13/09	138	34.3720	4,743.34	41.9900	5,794.62	1,051.28	376	6.47
<i>Subtotal</i>			667		19,774.77		28,007.33	8,232.56	1,815	6.47
INTERCONTINENTALEXCHANGE INC	ICE	06/16/09	271	111.3211	30,168.02	112.3000	30,433.30	265.28		
		08/13/09	62	91.5000	5,673.00	112.3000	6,962.60	1,289.60		
<i>Subtotal</i>			333		35,841.02		37,395.90	1,554.88		
INTL GAME TECHNOLOGY	IGT	06/16/09	1,038	15.5386	16,129.07	18.7700	19,483.26	3,354.19	250	1.27
		08/13/09	166	19.3095	3,205.38	18.7700	3,115.82	(89.56)	40	1.27
<i>Subtotal</i>			1,204		19,334.45		22,599.08	3,264.63	290	1.27
INTL RECTIFIER CORP	IRF	06/16/09	901	15.2182	13,711.60	22.1200	19,930.12	6,218.52		
		08/13/09	196	16.9190	3,316.14	22.1200	4,335.52	1,019.38		
<i>Subtotal</i>			1,097		17,027.74		24,265.64	7,237.90		
INTUIT INC COM	INTU	06/16/09	911	27.8781	25,397.04	30.7300	27,995.03	2,597.99		
		08/13/09	238	30.7499	7,318.48	30.7300	7,313.74	(4.74)		
<i>Subtotal</i>			1,149		32,715.52		35,308.77	2,593.25		
ITRON INC	ITRI	06/16/09	300	56.3720	16,911.60	67.5700	20,271.00	3,359.40		
		08/13/09	60	52.9000	3,174.00	67.5700	4,054.20	880.20		
<i>Subtotal</i>			360		20,085.60		24,325.20	4,239.60		

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
JEFFERIES GROUP INC NEW	JEF	06/16/09	1,128	21.3657	24,100.62	23.7300	26,767.44	2,666.82		
		08/13/09	216	23.1991	5,011.01	23.7300	5,125.68	114.67		
<i>Subtotal</i>			1,344		29,111.63		31,893.12	2,781.49		
JOY GLOBAL INC DEL COM	JOYG	06/16/09	557	36.3098	20,224.61	51.5700	28,724.49	8,499.88	390	1.35
		08/13/09	97	42.7600	4,147.72	51.5700	5,002.29	854.57	68	1.35
<i>Subtotal</i>			654		24,372.33		33,726.78	9,354.45	458	1.35
NEWFIELD EXPL CO COM	NFX	06/16/09	755	35.1100	26,508.05	48.2300	36,413.65	9,905.60		
		08/13/09	169	40.0500	6,768.45	48.2300	8,150.87	1,382.42		
<i>Subtotal</i>			924		33,276.50		44,564.52	11,288.02		
PHARM PROD DEV INC	PPDI	06/16/09	619	21.8682	13,536.42	23.4400	14,509.36	972.94	372	2.55
		08/13/09	145	20.3499	2,950.74	23.4400	3,398.80	448.06	87	2.55
<i>Subtotal</i>			764		16,487.16		17,908.16	1,421.00	459	2.55
PIONEER NATURAL RES CO	PXD	06/16/09	664	27.4671	18,238.22	48.1700	31,984.88	13,746.66	54	.16
		08/13/09	150	29.6391	4,445.87	48.1700	7,225.50	2,779.63	12	.16
<i>Subtotal</i>			814		22,684.09		39,210.38	16,526.29	66	.16
PULTE HOMES INC COM	PHM	06/16/09	681	8.6395	5,883.50	10.0000	6,810.00	926.50		
		08/13/09	169	12.7172	2,149.22	10.0000	1,690.00	(459.22)		
		09/09/09	840	12.3187	10,347.71	10.0000	8,400.00	(1,947.71)		
<i>Subtotal</i>			1,690		18,380.43		16,900.00	(1,480.43)		
RAYMOND JAMES FINL INC	RJF	06/16/09	1,011	17.0072	17,194.38	23.7700	24,031.47	6,837.09	445	1.85
		08/13/09	210	22.7400	4,775.40	23.7700	4,991.70	216.30	93	1.85
<i>Subtotal</i>			1,221		21,969.78		29,023.17	7,053.39	538	1.85
REPUBLIC SERVICES INC	RSG	06/16/09	806	22.4081	18,060.93	28.3100	22,817.86	4,756.93	613	2.68
		08/13/09	183	25.3998	4,648.18	28.3100	5,180.73	532.55	140	2.68
<i>Subtotal</i>			989		22,709.11		27,998.59	5,289.48	753	2.68
SBA COMMUNICATIONS CRP A	SBAC	06/16/09	961	23.0190	22,121.26	34.1600	32,827.76	10,706.50		
		08/13/09	219	24.9999	5,474.98	34.1600	7,481.04	2,006.06		
<i>Subtotal</i>			1,180		27,596.24		40,308.80	12,712.56		
SCIENTIFIC GAMES CORP A	SGMS	06/16/09	650	18.0388	11,725.22	14.5500	9,457.50	(2,267.72)		
		08/13/09	167	17.8498	2,980.93	14.5500	2,429.85	(551.08)		
<i>Subtotal</i>			817		14,706.15		11,887.35	(2,818.80)		

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
SNAP ON INC COM	SNA	06/16/09	455	29.8543	13,583.71	42,2600	19,228.30	5,644.59	547	2.83
		08/13/09	89	37.7700	3,361.53	42,2600	3,761.14	399.61	107	2.83
<i>Subtotal</i>			544		16,945.24		22,989.44	6,044.20	654	2.83
SONICWALL INC CALIF COM	SNWL	06/16/09	1,627	5.6537	9,198.57	7.6100	12,381.47	3,182.90	19.29	
		08/13/09	385	7.5598	2,910.56	7.6100	2,929.85	19.29		
<i>Subtotal</i>			2,012		12,109.13		15,311.32	3,202.19		
THE SCOTT'S MIRACLE GRO CO	SMG	06/16/09	454	34.9094	15,848.87	39.3100	17,846.74	1,997.87	227	1.27
		08/13/09	78	39.8400	3,107.52	39.3100	3,066.18	(41.34)	39	1.27
<i>Subtotal</i>			532		18,956.39		20,912.92	1,956.53	266	1.27
TJX COS INC NEW	TJX	06/16/09	621	29.7891	18,499.09	36.5500	22,697.55	4,198.46	299	1.31
		08/13/09	101	35.3173	3,567.05	36.5500	3,691.55	124.50	49	1.31
<i>Subtotal</i>			722		22,066.14		26,389.10	4,322.96	348	1.31
UNITED NAT FOODS INC	UNFI	06/16/09	1,350	25.2088	34,031.88	26.7400	36,099.00	2,067.12		
		08/13/09	354	26.2020	9,275.54	26.7400	9,465.96	190.42		
<i>Subtotal</i>			1,704		43,307.42		45,564.96	2,257.54		
VALSPAR CORP COM	VAL	06/16/09	676	21.8968	14,802.24	27.1400	18,346.64	3,544.40	433	2.35
		08/13/09	162	26.7774	4,337.94	27.1400	4,396.68	58.74	104	2.35
<i>Subtotal</i>			838		19,140.18		22,743.32	3,603.14	537	2.35
WHITING PETROLEUM CORP	WLL	06/16/09	497	41.0490	20,401.40	71.4500	35,510.65	15,109.25		
		08/13/09	105	48.8244	5,126.57	71.4500	7,502.25	2,375.68		
<i>Subtotal</i>			602		25,527.97		43,012.90	17,484.93		
XILINX INC	XLNX	06/16/09	945	20.1282	19,021.15	25.0600	23,681.70	4,660.55	605	2.55
		08/13/09	200	21.8873	4,377.46	25.0600	5,012.00	634.54	128	2.55
<i>Subtotal</i>			1,145		23,398.61		28,693.70	5,295.09	733	2.55
XTO ENERGY INC	XTO	06/16/09	712	41.3994	29,476.44	46.5300	33,129.36	3,652.92	357	1.07
		08/13/09	182	40.7295	7,412.77	46.5300	8,468.46	1,055.69	91	1.07
<i>Subtotal</i>			894		36,889.21		41,597.82	4,708.61	448	1.07

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Quantity						
YUM BRANDS INC	YUM	06/16/09	479	33.8081		16,194.08	34.9700	16,750.63	556.55	403	2.40
		08/13/09	115	34.9773		4,022.39	34.9700	4,021.55	(0.84)	97	2.40
<i>Subtotal</i>			<i>594</i>			<i>20,216.47</i>		<i>20,772.18</i>	<i>555.71</i>	<i>500</i>	<i>2.40</i>
TOTAL						1,215,904.85		1,513,063.37	297,158.52	15,368	1.02

EQUITIES Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Price						
ABBOTT LABS	ABT	06/16/09	356	44.8692	53.9900	15,973.44	19,220.44	3,247.00	570	2.96	
		07/29/09	174	45.6929	53.9900	7,950.58	9,394.26	1,443.68	279	2.96	
		08/13/09	204	43.7495	53.9900	8,924.90	11,013.96	2,089.06	327	2.96	
		09/02/09	260	45.0691	53.9900	11,717.99	14,037.40	2,319.41	416	2.96	
			994			44,566.91	53,666.06	9,099.15	1,592	2.96	
ACCENTURE PLC SHS	ACN	06/16/09	1,206	31.7427	41.5000	38,281.70	50,049.00	11,767.30	905	1.80	
		08/13/09	472	35.9783	41.5000	16,981.76	19,588.00	2,606.24	354	1.80	
Subtotal			1,678			55,263.46	69,637.00	14,373.54	1,259	1.80	

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Annual Income	Yield%
ALLSTATE CORP DEL COM	ALL	06/16/09	695	23.9595	16,651.86	30.0400	20,877.80	4,225.94	556	2.66
		08/13/09	402	29.0396	11,673.92	30.0400	12,076.08	402.16	322	2.66
<i>Subtotal</i>			1,097		28,325.78		32,953.88	4,628.10	878	2.66
AON CORP COM	AON	07/29/09	211	39.6809	8,372.67	38.3400	8,089.74	(282.93)	127	1.56
		07/30/09	113	40.0683	4,527.72	38.3400	4,332.42	(195.30)	68	1.56
		08/13/09	131	41.5090	5,437.68	38.3400	5,022.54	(415.14)	79	1.56
		09/09/09	285	42.6372	12,151.63	38.3400	10,926.90	(1,224.73)	171	1.56
<i>Subtotal</i>			740		30,489.70		28,371.60	(2,118.10)	445	1.56
APACHE CORP	APA	06/16/09	341	80.4299	27,426.60	103.1700	35,180.97	7,754.37	205	.58
		08/13/09	119	88.2000	10,495.80	103.1700	12,277.23	1,781.43	72	.58
		10/16/09	143	102.4932	14,656.53	103.1700	14,753.31	96.78	86	.58
<i>Subtotal</i>			603		52,578.93		62,211.51	9,632.58	363	.58
APOLLO GROUP INC CL A AT&T INC	APOL	09/30/09	251	73.0050	18,324.26	60.5800	15,205.58	(3,118.68)		
	T	06/16/09	1,938	24.2299	46,957.55	28.0300	54,322.14	7,364.59	3,256	5.99
		08/13/09	732	25.4680	18,642.58	28.0300	20,517.96	1,875.38	1,230	5.99
		11/11/09	463	26.4687	12,255.05	28.0300	12,977.89	722.84	778	5.99
<i>Subtotal</i>			3,133		77,855.18		87,817.99	9,962.81	5,264	5.99
BANK NEW YORK MELLON CORP	BK	06/16/09	1,401	28.4795	39,899.78	27.9700	39,185.97	(713.81)	505	1.28
		08/13/09	516	29.0380	14,983.61	27.9700	14,432.52	(551.09)	186	1.28
		10/07/09	352	28.5676	10,055.83	27.9700	9,845.44	(210.39)	127	1.28
<i>Subtotal</i>			2,269		64,939.22		63,463.93	(1,475.29)	818	1.28
BECTON DICKINSON CO CHEVRON CORP	BDX	12/22/09	158	77.8836	12,305.62	78.8600	12,459.88	154.26	234	1.87
	CVX	06/16/09	564	70.1943	39,589.59	76.9900	43,422.36	3,832.77	1,535	3.53
		08/13/09	215	68.3360	14,692.24	76.9900	16,552.85	1,860.61	585	3.53
		10/28/09	161	75.9185	12,222.88	76.9900	12,395.39	172.51	438	3.53
<i>Subtotal</i>			940		66,504.71		72,370.60	5,865.89	2,558	3.53
CHUBB CORP	CB	06/16/09	313	39.7972	12,456.55	49.1800	15,393.34	2,936.79	439	2.84
		06/24/09	196	39.2770	7,698.31	49.1800	9,639.28	1,940.97	275	2.84
		08/13/09	194	48.7874	9,464.76	49.1800	9,540.92	76.16	272	2.84
<i>Subtotal</i>			703		29,619.62		34,573.54	4,953.92	986	2.84

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
CVS CAREMARK CORP		CVS	06/16/09	244	30.0099	7,322.42	32.2100	7,859.24	536.82	75	.94
			08/13/09	260	34.6595	9,011.47	32.2100	8,374.60	(636.87)	80	.94
	Subtotal			504		16,333.89		16,233.84	(100.05)	155	.94
DEVON ENERGY CORP NEW		DVN	06/16/09	187	62.8469	11,752.38	73.5000	13,744.50	1,992.12	120	.87
			08/13/09	128	65.0495	8,326.34	73.5000	9,408.00	1,081.66	82	.87
	Subtotal			315		20,078.72		23,152.50	3,073.78	202	.87
DIAGEO PLC SPSD ADR NEW		DEO	06/16/09	446	55.8991	24,931.00	69.4100	30,956.86	6,025.86	1,010	3.26
			08/13/09	183	61.4196	11,239.79	69.4100	12,702.03	1,462.24	415	3.26
	Subtotal			629		36,170.79		43,658.89	7,488.10	1,425	3.26
DISNEY (WALT) CO COM STK		DIS	06/16/09	609	23.4880	14,304.20	32.2500	19,640.25	5,336.05	214	1.08
			08/13/09	361	26.0198	9,393.18	32.2500	11,642.25	2,249.07	127	1.08
	Subtotal			970		23,697.38		31,282.50	7,585.12	341	1.08
EATON CORP		ETN	06/16/09	175	46.3890	8,118.08	63.6200	11,133.50	3,015.42	350	3.14
			08/13/09	149	54.9985	8,194.78	63.6200	9,479.38	1,284.60	298	3.14
	Subtotal			324		16,312.86		20,612.88	4,300.02	648	3.14
EXXON MOBIL CORP COM		XOM	06/16/09	606	71.8796	43,559.04	68.1900	41,323.14	(2,235.90)	1,019	2.46
			08/13/09	232	68.6459	15,925.87	68.1900	15,820.08	(105.79)	390	2.46
	Subtotal			838		59,484.91		57,143.22	(2,341.69)	1,409	2.46
GENERAL MILLS		GIS	10/15/09	182	65.1507	11,857.43	70.8100	12,887.42	1,029.99	357	2.76
			10/16/09	119	65.4968	7,794.13	70.8100	8,426.39	632.26	234	2.76
	Subtotal			301		19,651.56		21,313.81	1,662.25	591	2.76
GOLDMAN SACHS GROUP INC		GS	06/16/09	309	144.7991	44,742.93	168.8400	52,171.56	7,428.63	433	.82
			08/13/09	150	164.6680	24,700.20	168.8400	25,326.00	625.80	210	.82
	Subtotal			459		69,443.13		77,497.56	8,054.43	643	.82
HASBRO INC COM		HAS	06/16/09	813	24.3482	19,795.09	32.0600	26,064.78	6,269.69	651	2.49
			08/13/09	290	26.7180	7,748.22	32.0600	9,297.40	1,549.18	232	2.49
	Subtotal			1,103		27,543.31		35,362.18	7,818.87	883	2.49
HESS CORP		HES	06/16/09	515	57.9504	29,844.46	60.5000	31,157.50	1,313.04	207	.66
			07/08/09	128	47.3257	6,057.70	60.5000	7,744.00	1,686.30	52	.66
			08/13/09	270	52.8492	14,269.31	60.5000	16,335.00	2,065.69	109	.66
	Subtotal			913		50,171.47		55,236.50	5,065.03	368	.66

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
INTEL CORP		INTC	06/16/09	1,693	15.9094	26,934.78	20.4000	34,537.20	7,602.42	949	2.74
			08/13/09	643	18.8981	12,151.54	20.4000	13,117.20	965.66	361	2.74
	Subtotal			2,336		39,086.32		47,654.40	8,568.08	1,310	2.74
INTEL BUSINESS MACHINES CORP	IBM	IBM	06/16/09	273	108.0795	29,505.73	130.9000	35,735.70	6,229.97	601	1.68
			08/13/09	108	119.5197	12,908.13	130.9000	14,137.20	1,229.07	238	1.68
	Subtotal			381		42,413.86		49,872.90	7,459.04	839	1.68
JOHNSON AND JOHNSON COM		JNJ	06/16/09	472	54.8748	25,900.91	64.4100	30,401.52	4,500.61	926	3.04
			08/13/09	190	60.2480	11,447.12	64.4100	12,237.90	790.78	373	3.04
			10/28/09	197	59.7688	11,774.47	64.4100	12,688.77	914.30	387	3.04
	Subtotal			859		49,122.50		55,328.19	6,205.69	1,686	3.04
JPMORGAN CHASE & CO		JPM	06/16/09	1,346	33.7000	45,360.20	41.6700	56,087.82	10,727.62	270	.48
			08/13/09	482	42.7380	20,599.72	41.6700	20,084.94	(514.78)	97	.48
	Subtotal			1,828		65,959.92		76,172.76	10,212.84	367	.48
KIMBERLY CLARK KROGER CO		KMB	09/30/09	550	58.7179	32,294.85	63.7100	35,040.50	2,745.65	1,321	3.76
		KR	06/16/09	946	21.4497	20,291.42	20.5300	19,421.38	(870.04)	360	1.85
			08/13/09	377	21.1881	7,987.95	20.5300	7,739.81	(248.14)	144	1.85
			12/02/09	584	22.8860	13,365.48	20.5300	11,989.52	(1,375.96)	222	1.85
	Subtotal			1,907		41,644.85		39,150.71	(2,494.14)	726	1.85
LOCKHEED MARTIN CORP		LMT	06/16/09	779	81.9291	63,822.77	75.3500	58,697.65	(5,125.12)	1,964	3.34
			07/22/09	70	77.2274	5,405.92	75.3500	5,274.50	(131.42)	177	3.34
			08/13/09	368	75.2170	27,679.86	75.3500	27,728.80	48.94	928	3.34
			08/26/09	159	74.6147	11,863.74	75.3500	11,980.65	116.91	401	3.34
			11/04/09	120	70.8680	8,504.17	75.3500	9,042.00	537.83	303	3.34
	Subtotal			1,496		117,216.46		112,723.60	(4,552.86)	3,773	3.34
MEDTRONIC INC COM		MDT	06/16/09	474	32.5308	15,419.60	43.9800	20,846.52	5,426.92	389	1.86
			08/13/09	191	36.5694	6,984.77	43.9800	8,400.18	1,415.41	157	1.86
			08/19/09	262	36.9119	9,670.94	43.9800	11,522.76	1,851.82	215	1.86
			09/02/09	312	38.2146	11,922.96	43.9800	13,721.76	1,798.80	256	1.86
	Subtotal			1,239		43,998.27		54,491.22	10,492.95	1,017	1.86

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
MERCK AND CO INC SHS	MRK	06/16/09	64	24.5200	1,569.28	36.5400	2,338.56	769.28	98	4.15
		08/13/09	444	30.4595	13,524.02	36.5400	16,223.76	2,699.74	675	4.15
Subtotal			508		15,093.30		18,562.32	3,469.02	773	4.15
METLIFE INC COM	MET	06/16/09	1,447	29.3902	42,527.76	35.3500	51,151.45	8,623.69	1,071	2.09
		08/13/09	530	36.8870	19,550.11	35.3500	18,735.50	(814.61)	393	2.09
Subtotal			1,977		62,077.87		69,886.95	7,809.08	1,464	2.09
NESTLE S A REP RG SH ADR	NSRGY	06/16/09	554	35.7800	19,822.13	48.3500	26,785.90	6,963.77	446	1.66
		08/13/09	329	38.6700	12,722.43	48.3500	15,907.15	3,184.72	265	1.66
		08/19/09	233	39.9045	9,297.77	48.3500	11,265.55	1,967.78	188	1.66
Subtotal			1,116		41,842.33		53,958.60	12,116.27	899	1.66
NIKE INC CL B	NIKE	09/16/09	405	56.6591	22,946.94	66.0700	26,758.35	3,811.41	438	1.63
NORTHROP GRUMMAN CORP	NOC	06/16/09	843	46.9863	39,609.46	55.8500	47,081.55	7,472.09	1,450	3.07
		07/29/09	113	44.9744	5,082.11	55.8500	6,311.05	1,228.94	195	3.07
		08/13/09	494	47.9061	23,665.66	55.8500	27,589.90	3,924.24	850	3.07
Subtotal			1,450		68,357.23		80,982.50	12,625.27	2,495	3.07
ORACLE CORP \$0.01 DEL	ORCL	06/16/09	1,268	19.7132	24,996.34	24.5300	31,104.04	6,107.70	254	.81
		08/13/09	645	21.9082	14,130.79	24.5300	15,821.85	1,691.06	129	.81
		12/02/09	315	22.6893	7,147.16	24.5300	7,726.95	579.79	63	.81
Subtotal			2,228		46,274.29		54,652.84	8,378.55	446	.81
PEPSICO INC	PEP	06/16/09	233	52.5391	12,241.63	60.8000	14,166.40	1,924.77	420	2.96
		07/01/09	135	56.4605	7,622.17	60.8000	8,208.00	585.83	243	2.96
		08/13/09	142	56.5895	8,035.71	60.8000	8,633.60	597.89	256	2.96
Subtotal			510		27,899.51		31,008.00	3,108.49	919	2.96
PFIZER INC	PFE	06/16/09	1,460	14.1738	20,693.89	18.1900	26,557.40	5,863.51	1,052	3.95
		08/05/09	544	15.7829	8,585.90	18.1900	9,895.36	1,309.46	392	3.95
		08/13/09	831	15.6992	13,046.04	18.1900	15,115.89	2,069.85	599	3.95
		10/07/09	626	16.7014	10,455.08	18.1900	11,386.94	931.86	451	3.95
		11/11/09	762	17.7461	13,522.53	18.1900	13,860.78	338.25	549	3.95
Subtotal			4,223		66,303.44		76,816.37	10,512.93	3,043	3.95

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total		Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Quantity	Cost Basis	Market Price					
PG&E CORP	PCG	06/16/09	438	37	2862	16,331.36	44.6500	19,556.70	3,225.34	736	3.76	
		07/08/09	172	38.0356	6,542.14	44.6500	7,679.80	1,137.66	289	3.76		
		08/13/09	227	39.8973	9,056.69	44.6500	10,135.55	1,078.86	382	3.76		
		10/21/09	295	42.9098	12,658.42	44.6500	13,171.75	513.33	496	3.76		
<i>Subtotal</i>			1,132		44,588.61			50,543.80	5,955.19	1,903	3.76	
PHILIP MORRIS INTL INC	PM	06/16/09	1,315	42	2800	55,598.20	48.1900	63,369.85	7,771.65	3,051	4.81	
		08/13/09	584	46.4979	27,154.83	48.1900	28,142.96	988.13	1,355	4.81		
<i>Subtotal</i>			1,899		82,753.03			91,512.81	8,759.78	4,406	4.81	
PPG INDUSTRIES INC SHS	PPG	06/16/09	834	43.1399	35,978.68	58.5400	48,822.36	12,843.68	1,802	3.68		
		08/13/09	306	55.5184	16,988.66	58.5400	17,913.24	924.58	661	3.68		
<i>Subtotal</i>			1,140		52,967.34			66,735.60	13,768.26	2,463	3.68	
PRUDENTIAL FINANCIAL INC	PRU	06/16/09	195	36.3484	7,087.94	49.7600	9,703.20	2,615.26	137	1.40		
		08/13/09	70	47.7645	3,343.52	49.7600	3,483.20	139.68	49	1.40		
		12/16/09	225	51.6260	11,615.85	49.7600	11,196.00	(419.85)	158	1.40		
<i>Subtotal</i>			490		22,047.31			24,382.40	2,335.09	344	1.40	
PUB SVC ENTERPRISE GRP	PEG	06/16/09	665	31.5575	20,985.80	33.2500	22,111.25	1,125.45	885	4.00		
		08/13/09	254	31.6094	8,028.81	33.2500	8,445.50	416.69	338	4.00		
		10/16/09	456	31.1700	14,213.52	33.2500	15,162.00	948.48	607	4.00		
<i>Subtotal</i>			1,375		43,228.13			45,718.75	2,490.62	1,830	4.00	
SHERWIN WILLIAMS	SHW	06/16/09	312	53	2058	16,600.21	61.6500	19,234.80	2,634.59	444	2.30	
		08/13/09	112	61.4780	6,885.54	61.6500	6,904.80	19.26	160	2.30		
<i>Subtotal</i>			424		23,485.75			26,139.60	2,653.85	604	2.30	
STATE STREET CORP	STT	06/16/09	421	45.1900	19,024.99	43.5400	18,330.34	(694.65)	17	.09		
		08/13/09	249	52.0985	12,972.53	43.5400	10,841.46	(2,131.07)	10	.09		
<i>Subtotal</i>			670		31,997.52			29,171.80	(2,825.72)	27	.09	
TOTAL S.A. SP ADR	TOT	06/16/09	780	54	5913	42,581.29	64.0400	49,951.20	7,369.91	2,167	4.33	
		08/13/09	375	54.6285	20,485.69	64.0400	24,015.00	3,529.31	1,042	4.33		
<i>Subtotal</i>			1,155		63,066.98			73,966.20	10,899.22	3,209	4.33	

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
TRAVELERS COS INC	TRV	06/16/09	333	42.4591	14,138.91	49.8600	16,603.38	2,464.47	440	2.64
		08/13/09	130	47.4595	6,169.74	49.8600	6,481.80	312.06	172	2.64
		11/04/09	246	51.3039	12,620.78	49.8600	12,265.56	(355.22)	325	2.64
<i>Subtotal</i>			709		32,929.43		35,350.74	2,421.31	937	2.64
UNITED TECHS CORP COM	UTX	06/16/09	499	54.8091	27,349.79	69.4100	34,635.59	7,285.80	769	2.21
		08/13/09	200	57.6095	11,521.90	69.4100	13,882.00	2,360.10	308	2.21
<i>Subtotal</i>			699		38,871.69		48,517.59	9,645.90	1,077	2.21
VODAFONE GROU PLC SP ADR	VOD	06/16/09	1,509	18.7291	28,262.36	23.0900	34,842.81	6,580.45	1,949	5.59
		08/13/09	620	21.5385	13,353.87	23.0900	14,315.80	961.93	801	5.59
<i>Subtotal</i>			2,129		41,616.23		49,158.61	7,542.38	2,750	5.59
WELLS FARGO & CO NEW DEL	WFC	06/16/09	1,114	24.6568	27,467.68	26.9900	30,066.86	2,599.18	223	.74
		08/13/09	405	27.6399	11,194.16	26.9900	10,930.95	(263.21)	81	.74
		12/16/09	430	25.8633	11,121.22	26.9900	11,605.70	484.48	86	.74
<i>Subtotal</i>			1,949		49,783.06		52,603.51	2,820.45	390	.74
3M COMPANY	MMM	06/16/09	140	58.3795	8,173.14	82.6700	11,573.80	3,400.66	286	2.46
		07/01/09	78	60.8358	4,745.20	82.6700	6,448.26	1,703.06	160	2.46
		08/13/09	84	72.4895	6,089.12	82.6700	6,944.28	855.16	172	2.46
<i>Subtotal</i>			302		19,007.46		24,966.34	5,958.88	618	2.46
TOTAL					2,148,595.89		2,416,053.41	267,457.52	63,136	2.61

EQUITIES Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
				Cost Basis	Quantity						
ABBOTT LABS	ABT	06/16/09	613	44.8494	27,492.74	53.9900	33,095.87	5,603.13	981	2.96	
			233	43.9272	10,235.06	53.9900	12,579.67	2,344.61	373	2.96	
ACCENTURE PLC SHS	ACN	06/16/09	846		37,727.80		45,675.54	7,947.74	1,354	2.96	
			485	31.7278	15,388.03	41.5000	20,127.50	4,739.47	364	1.80	
		08/13/09	185	36.2100	6,698.85	41.5000	7,677.50	978.65	139	1.80	
Subtotal			670		22,086.88		27,805.00	5,718.12	503	1.80	

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
ADOBE SYS DEL PV\$ 0.001	ADBE	06/16/09	797	28.5394	22,745.98	36.7800	29,313.66	6,567.68		
		07/20/09	255	31.2372	7,965.49	36.7800	9,378.90	1,413.41		
		08/13/09	419	33.1499	13,889.81	36.7800	15,410.82	1,521.01		
<i>Subtotal</i>			1,471		44,601.28		54,103.38	9,502.10		
ALLERGAN INC	AGN	11/02/09	206	56.7450	11,689.47	63.0100	12,980.06	1,290.59	42	.31
		11/04/09	202	58.0742	11,730.99	63.0100	12,728.02	997.03	41	.31
<i>Subtotal</i>			408		23,420.46		25,708.08	2,287.62	83	.31
AMAZON COM INC COM	AMZN	06/16/09	215	81.9499	17,619.24	134.5200	28,921.80	11,302.56		
		07/24/09	56	86.1746	4,825.78	134.5200	7,533.12	2,707.34		
		08/13/09	150	84.5846	12,687.69	134.5200	20,178.00	7,490.31		
<i>Subtotal</i>			421		35,132.71		56,632.92	21,500.21		
AMER EXPRESS COMPANY	AXP	07/20/09	540	28.7917	15,547.52	40.5200	21,880.80	6,333.28	389	1.77
		08/13/09	241	31.7895	7,661.27	40.5200	9,765.32	2,104.05	174	1.77
<i>Subtotal</i>			781		23,208.79		31,646.12	8,437.33	563	1.77
AMGEN INC COM PV \$0.0001	AMGN	06/29/09	289	52.8018	15,259.73	56.5700	16,348.73	1,089.00		
		08/13/09	167	62.3598	10,414.10	56.5700	9,447.19	(966.91)		
<i>Subtotal</i>			456		25,673.83		25,795.92	122.09		
ANALOG DEVICES INC COM	ADI	08/25/09	804	28.2406	22,705.52	31.5800	25,390.32	2,684.80	644	2.53
APPLE INC	AAPL	06/16/09	382	137.3298	52,460.02	210.7320	80,499.62	28,039.60		
		08/13/09	144	167.8599	24,171.83	210.7320	30,345.40	6,173.57		
		10/30/09	31	195.1196	6,048.71	210.7320	6,532.69	483.98		
<i>Subtotal</i>			557		82,680.56		117,377.71	34,697.15		
BAXTER INTERNTL INC	BAX	06/16/09	393	48.0498	18,883.61	58.6800	23,061.24	4,177.63	456	1.97
		08/13/09	149	54.9500	8,187.55	58.6800	8,743.32	555.77	173	1.97
<i>Subtotal</i>			542		27,071.16		31,804.56	4,733.40	629	1.97
BECTON DICKINSON CO	BDX	06/16/09	200	67.2595	13,451.90	78.8600	15,772.00	2,320.10	296	1.87
		08/13/09	76	65.9700	5,013.72	78.8600	5,993.36	979.64	113	1.87
<i>Subtotal</i>			276		18,465.62		21,765.36	3,299.74	409	1.87
BEST BUY CO INC	BBY	07/20/09	424	36.7296	15,573.39	39.4600	16,731.04	1,157.65	238	1.41
		08/13/09	174	36.8145	6,405.74	39.4600	6,866.04	460.30	98	1.41
<i>Subtotal</i>			598		21,979.13		23,597.08	1,617.95	336	1.41

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Current Annual Income	Yield%
BROADCOM CORP CALIF CLA		BRCM	06/16/09	234	25.4599	5,957.62	31.4700	7,363.98	1,406.36		
			08/13/09	243	27.3599	6,648.46	31.4700	7,647.21	998.75		
<i>Subtotal</i>				477		12,606.08		15,011.19	2,405.11		
CANADIAN NATURAL RES LTD		CNQ	06/16/09	445	54.0586	24,056.08	71.9500	32,017.75	7,961.67		
			08/13/09	169	58.6647	9,914.35	71.9500	12,159.55	2,245.20		
<i>Subtotal</i>				614		33,970.43		44,177.30	10,206.87		
CATERPILLAR INC DEL		CAT	07/24/09	389	40.7282	15,843.27	56.9900	22,169.11	6,325.84	654	2.94
			08/13/09	147	47.1595	6,932.45	56.9900	8,377.53	1,445.08	247	2.94
<i>Subtotal</i>				536		22,775.72		30,546.64	7,770.92	901	2.94
CISCO SYSTEMS INC COM		CSCO	06/16/09	1,443	19.1495	27,632.74	23.9400	34,545.42	6,912.68		
			07/30/09	363	22.0777	8,014.24	23.9400	8,690.22	675.98		
			08/13/09	685	21.4982	14,726.27	23.9400	16,398.90	1,672.63		
<i>Subtotal</i>				2,491		50,373.25		59,634.54	9,261.29		
CITRIX SYSTEMS INC COM		CTXS	10/09/09	575	41.7500	24,006.25	41.6100	23,925.75	(80.50)		
			10/23/09	169	39.3769	6,654.71	41.6100	7,032.09	377.38		
<i>Subtotal</i>				744		30,660.96		30,957.84	296.88		
CORNING INC		GLW	12/16/09	1,322	18.7918	24,842.89	19.3100	25,527.82	684.93	265	1.03
CUMMINS INC COM		CMI	06/16/09	225	33.7067	7,584.01	45.8600	10,318.50	2,734.49	158	1.52
			07/21/09	190	40.7022	7,733.42	45.8600	8,713.40	979.98	133	1.52
			08/13/09	279	48.0594	13,408.60	45.8600	12,794.94	(613.66)	196	1.52
<i>Subtotal</i>				694		28,726.03		31,826.84	3,100.81	487	1.52
DANAHER CORP DEL COM		DHR	06/16/09	248	60.8351	15,087.11	75.2000	18,649.60	3,562.49	40	.21
			08/13/09	100	60.0146	6,001.46	75.2000	7,520.00	1,518.54	16	.21
<i>Subtotal</i>				348		21,088.57		26,169.60	5,081.03	56	.21
DIRECTV GROUP HLDNGS CLA		DTV	09/10/09	919	25.1301	23,094.65	33.3500	30,648.65	7,554.00		
			09/21/09	214	26.3819	5,645.73	33.3500	7,136.90	1,491.17		
			10/30/09	240	26.6939	6,406.54	33.3500	8,004.00	1,597.46		
<i>Subtotal</i>				1,373		35,146.92		45,789.55	10,642.63		

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
E M C CORPORATION MASS	EMC	06/16/09	1,671	12.7498	21,305.08	17.4700	29,192.37	7,887.29		
		08/13/09	636	15.3094	9,736.84	17.4700	11,110.92	1,374.08		
		10/30/09	380	16.8731	6,411.78	17.4700	6,638.60	226.82		
<i>Subtotal</i>			2,687		37,453.70		46,941.89	9,488.19		
EBAY INC COM	EBAY	11/12/09	1,550	23.9426	37,111.03	23.5300	36,471.50	(639.53)		301 3.14
EMERSON ELEC CO	EMR	06/16/09	224	33.5693	7,519.53	42.6000	9,542.40	2,022.87		110 3.14
		08/13/09	82	35.9773	2,950.14	42.6000	3,493.20	543.06		374 3.14
		09/10/09	279	39.4967	11,019.58	42.6000	11,885.40	865.82		785 3.14
<i>Subtotal</i>			585		21,489.25		24,921.00	3,431.75		164 .74
FREEPRT-MCMRAN CPR & GLD	FCX	07/20/09	272	56.6733	15,415.14	80.2900	21,838.88	6,423.74		81 .74
		07/22/09	135	58.9870	7,963.25	80.2900	10,839.15	2,875.90		89 .74
		08/13/09	147	65.7872	9,670.73	80.2900	11,802.63	2,131.90		55 .74
		12/04/09	91	80.2791	7,305.40	80.2900	7,306.39	.99		389 .74
<i>Subtotal</i>			645		40,354.52		51,787.05	11,432.53		
GILEAD SCIENCES INC COM	GILD	06/16/09	529	44.1232	23,341.18	43.2700	22,889.83	(451.35)		
		08/13/09	325	45.1899	14,686.72	43.2700	14,062.75	(623.97)		
<i>Subtotal</i>			854		38,027.90		36,952.58	(1,075.32)		
GOOGLE INC CL A	GOOG	06/16/09	73	417.4498	30,473.84	619.9800	45,258.54	14,784.70		
		08/13/09	28	462.6900	12,955.32	619.9800	17,359.44	4,404.12		
		09/18/09	7	495.2414	3,466.69	619.9800	4,339.86	873.17		
		10/29/09	9	548.1322	4,933.19	619.9800	5,579.82	646.63		
<i>Subtotal</i>			117		51,829.04		72,537.66	20,708.62		
HEWLETT PACKARD CO DEL	HPQ	06/16/09	755	36.8498	27,821.67	51.5100	38,890.05	11,068.38		242 .62
		06/29/09	213	38.2735	8,152.26	51.5100	10,971.63	2,819.37		69 .62
		08/13/09	357	44.2894	15,811.35	51.5100	18,389.07	2,577.72		115 .62
		12/16/09	178	51.4775	9,163.01	51.5100	9,168.78	5.77		57 .62
<i>Subtotal</i>			1,503		60,948.29		77,419.53	16,471.24		483 .62
INTEL CORP	INTC	06/16/09	1,590	15.9095	25,296.11	20.4000	32,436.00	7,139.89		891 2.74
		08/13/09	609	18.9781	11,557.72	20.4000	12,423.60	865.88		342 2.74
<i>Subtotal</i>			2,199		36,853.83		44,859.60	8,005.77		1,233 2.74

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit		Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
Description	Symbol				Cost Basis	Total Cost Basis					
INTL BUSINESS MACHINES CORP	IBM	06/16/09	291	108.1160	31,461.77	130.9000	38,091.90	6,630.13	641	1.68	
		08/13/09	162	119.0272	19,282.42	130.9000	21,205.80	1,923.38	357	1.68	
<i>Subtotal</i>			453		50,744.19		59,297.70	8,553.51	998	1.68	
JOHNSON AND JOHNSON COM	JNJ	07/09/09	386	56.4525	21,790.67	64.4100	24,862.26	3,071.59	757	3.04	
		08/13/09	144	60.2895	8,681.69	64.4100	9,275.04	593.35	283	3.04	
		10/28/09	189	59.8216	11,306.30	64.4100	12,173.49	867.19	371	3.04	
<i>Subtotal</i>			719		41,778.66		46,310.79	4,532.13	1,411	3.04	
JOHNSON CONTROLS INC	JCI	07/21/09	226	24.0237	5,429.36	27.2400	6,156.24	726.88	118	1.90	
		07/22/09	429	24.4872	10,505.01	27.2400	11,685.96	1,180.95	224	1.90	
		08/13/09	267	26.1795	6,989.93	27.2400	7,273.08	283.15	139	1.90	
<i>Subtotal</i>			922		22,924.30		25,115.28	2,190.98	481	1.90	
JOY GLOBAL INC DEL COM	JOYG	09/21/09	500	46.8938	23,446.90	51.5700	25,785.00	2,338.10	351	1.35	
JPMORGAN CHASE & CO	JPM	06/16/09	655	33.6392	22,033.68	41.6700	27,293.85	5,260.17	132	.48	
		08/13/09	249	42.7373	10,641.59	41.6700	10,375.83	(265.76)	50	.48	
<i>Subtotal</i>			904		32,675.27		37,669.68	4,994.41	182	.48	
LOWE'S COMPANIES INC	LOW	06/16/09	752	19.1391	14,392.61	23.3900	17,589.28	3,196.67	271	1.53	
		07/20/09	336	20.7436	6,989.88	23.3900	7,859.04	889.16	121	1.53	
		08/13/09	431	23.2280	10,011.27	23.3900	10,081.09	69.82	156	1.53	
<i>Subtotal</i>			1,519		31,373.76		35,529.41	4,155.65	548	1.53	
MEAD JOHNSON NUTRITION CO	MJN	12/18/09	297	41.7069	12,386.95	43.7000	12,978.90	591.95	238	1.83	
MICROSOFT CORP	MSFT	06/16/09	2,127	23.7099	50,430.96	30.4800	64,830.96	14,400.00	1,107	1.70	
		06/17/09	325	23.2523	7,557.00	30.4800	9,906.00	2,349.00	169	1.70	
		07/06/09	364	23.1187	8,415.24	30.4800	11,094.72	2,679.48	190	1.70	
		08/13/09	1,154	23.6594	27,303.06	30.4800	35,173.92	7,870.86	601	1.70	
<i>Subtotal</i>			3,970		93,706.26		121,005.60	27,299.34	2,067	1.70	
NATIONAL-OILWELL VARCO INC	NOV	06/16/09	479	36.8279	17,640.61	44.0900	21,119.11	3,478.50			
		07/21/09	210	36.2063	7,603.34	44.0900	9,258.90	1,655.56			
		08/13/09	294	38.0160	11,176.73	44.0900	12,962.46	1,785.73			
		10/13/09	189	45.6731	8,632.23	44.0900	8,333.01	(299.22)			
<i>Subtotal</i>			1,172		45,052.91		51,673.48	6,220.57			

Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
EQUITIES (continued)									
<i>Descriptor</i>									
OCCIDENTAL PETE CORP CAL	OXY 06/16/09	392	63.9700	25,076.25	81.3500	31,889.20	6,812.95	518	1.62
	08/13/09	152	70.8090	10,762.97	81.3500	12,365.20	1,602.23	201	1.62
<i>Subtotal</i>		544		35,839.22		44,254.40	8,415.18	719	1.62
ORACLE CORP S0.01 DEL	ORCL 06/16/09	1,137	19.8200	22,535.34	24.5300	27,890.61	5,355.27	228	.81
	08/13/09	434	21.9582	9,529.86	24.5300	10,646.02	1,116.16	87	.81
<i>Subtotal</i>		1,571		32,065.20		38,536.63	6,471.43	315	.81
PARKER HANNIFIN CORP	PH 09/11/09	90	50.2098	4,518.89	53.8800	4,849.20	330.31	90	1.85
	09/14/09	293	51.7633	15,166.65	53.8800	15,786.84	620.19	293	1.85
	09/15/09	60	53.0518	3,183.11	53.8800	3,232.80	49.69	60	1.85
<i>Subtotal</i>		443		22,868.65		23,868.84	1,000.19	443	1.85
PEPSICO INC	PEP 06/16/09	523	52.2496	27,326.59	60.8000	31,798.40	4,471.81	942	2.96
	08/13/09	198	56.5573	11,198.35	60.8000	12,038.40	840.05	357	2.96
<i>Subtotal</i>		721		38,524.94		43,836.80	5,311.86	1,299	2.96
PETROLEO BRAS VTG SPD ADR	PBR 06/16/09	376	41.3184	15,535.72	47.6800	17,927.68	2,391.96	134	.74
	08/13/09	142	42.8100	6,079.02	47.6800	6,770.56	691.54	51	.74
<i>Subtotal</i>		518		21,614.74		24,698.24	3,083.50	185	.74
PHILIP MORRIS INTL INC	PM 06/16/09	443	42.4495	18,805.13	48.1900	21,348.17	2,543.04	1,028	4.81
	08/13/09	167	46.3095	7,733.69	48.1900	8,047.73	314.04	388	4.81
	11/02/09	234	48.3461	11,312.99	48.1900	11,276.46	(36.53)	543	4.81
<i>Subtotal</i>		844		37,851.81		40,672.36	2,820.55	1,959	4.81
POTASH CORP SASKATCHEWAN	POT 07/20/09	128	92.6639	11,860.99	108.5000	13,888.00	2,027.01	52	.36
	07/23/09	82	94.5651	7,754.34	108.5000	8,897.00	1,142.66	33	.36
	08/13/09	86	97.7073	8,402.83	108.5000	9,331.00	928.17	35	.36
<i>Subtotal</i>		296		28,018.16		32,116.00	4,097.84	120	.36
PRAXAIR INC	PX 06/16/09	203	71.6285	14,540.59	80.3100	16,302.93	1,762.34	325	1.99
	08/13/09	77	77.7384	5,985.86	80.3100	6,183.87	198.01	124	1.99
<i>Subtotal</i>		280		20,526.45		22,486.80	1,960.35	449	1.99

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Price						
PROCTER & GAMBLE CO	PG	06/16/09	273	50.2600	60.6300	13,720.98	16,551.99	2,831.01	481	2.90	
		06/25/09	199	51.8390	60.6300	10,315.98	12,065.37	1,749.39	351	2.90	
		07/07/09	280	52.2275	60.6300	14,623.70	16,976.40	2,352.70	493	2.90	
		07/08/09	151	52.5639	60.6300	7,937.16	9,155.13	1,217.97	266	2.90	
		08/13/09	344	52.2095	60.6300	17,960.07	20,856.72	2,896.65	606	2.90	
<i>Subtotal</i>			1,247			64,557.89	75,605.61	11,047.72	2,197	2.90	
RANGE RESOURCES CORP DEL	RRC	06/16/09	300	45.6066	49.8500	13,681.98	14,955.00	1,273.02	49	.32	
		08/13/09	113	47.9390	49.8500	5,417.11	5,633.05	215.94	19	.32	
		12/18/09	111	50.6176	49.8500	5,618.56	5,533.35	(85.21)	18	.32	
<i>Subtotal</i>			524			24,717.65	26,121.40	1,403.75	86	.32	
RAYTHEON CO DELAWARE NEW	RTN	11/25/09	481	51.9233	51.5200	24,975.11	24,781.12	(193.99)	597	2.40	
SOUTHWESTERN ENERGY CO	SWN	12/21/09	523	48.5362	48.2000	25,384.48	25,208.60	(175.88)			
ST JUDE MEDICAL INC	STJ	06/16/09	563	37.6998	36.7800	21,224.99	20,707.14	(517.85)			
		08/13/09	213	37.8294	36.7800	8,057.68	7,834.14	(223.54)			
		10/30/09	203	34.4930	36.7800	7,002.08	7,466.34	464.26			
<i>Subtotal</i>			979			36,284.75	36,007.62	(277.13)	247	1.34	
STAPLES INC	SPLS	06/16/09	748	20.3595	24.5900	15,228.91	18,393.32	3,164.41	95	1.34	
		08/13/09	287	22.1498	24.5900	6,357.02	7,057.33	700.31	342	1.34	
<i>Subtotal</i>			1,035			21,585.93	25,450.65	3,864.72	328	1.40	
TARGET CORP COM	TGT	10/09/09	482	49.9000	48.3700	24,051.80	23,314.34	(737.46)	81	1.40	
		11/18/09	119	48.1684	48.3700	5,732.05	5,756.03	23.98	409	1.40	
<i>Subtotal</i>			601			29,783.85	29,070.37	(713.48)	151	.85	
TEVA PHARMAC T L INDS ADR	TEVA	06/29/09	312	48.9314	56.1800	15,266.60	17,528.16	2,261.56	57	.85	
		08/13/09	117	51.7999	56.1800	6,060.59	6,573.06	512.47	208	.85	
<i>Subtotal</i>			429			21,327.19	24,101.22	2,774.03	526	2.57	
TIME WARNER INC SHS	TWX	06/16/09	701	23.2562	29.1400	16,302.60	20,427.14	4,124.54	261	2.57	
		08/13/09	348	26.0116	29.1400	9,052.04	10,140.72	1,088.68	787	2.57	
<i>Subtotal</i>			1,049			25,354.64	30,567.86	5,213.22			

EQUITIES (continued)		Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
UNION PACIFIC CORP		UNP	06/16/09	315	51.8690	16,338.74	63.9000	20,128.50	3,789.76	341	1.69
			07/20/09	127	58.3123	7,405.67	63.9000	8,115.30	709.63	138	1.69
			08/13/09	182	61.0046	11,102.84	63.9000	11,629.80	526.96	197	1.69
Subtotal				624		34,847.25		39,873.60	5,026.35	676	1.69
UNITED PARCEL SVC CL B		UPS	06/16/09	300	48.6790	14,603.70	57.3700	17,211.00	2,607.30	540	3.13
			08/13/09	109	54.4273	5,932.58	57.3700	6,253.33	320.75	197	3.13
Subtotal				409		20,536.28		23,464.33	2,928.05	737	3.13
UNITED TECHS CORP COM		UTX	06/16/09	510	54.5596	27,825.40	69.4100	35,399.10	7,573.70	786	2.21
			07/20/09	69	54.3836	3,752.47	69.4100	4,789.29	1,036.82	107	2.21
			08/13/09	220	57.3890	12,625.58	69.4100	15,270.20	2,644.62	339	2.21
			09/10/09	72	61.8477	4,453.04	69.4100	4,997.52	544.48	111	2.21
Subtotal				871		48,656.49		60,456.11	11,799.62	1,343	2.21
UNITEDHEALTH GROUP INC		UNH	12/16/09	780	32.0355	24,987.69	30.4800	23,774.40	(1,213.29)	24	.09
VISA INC CL A SHRS		V	06/16/09	290	63.0485	18,284.09	87.4600	25,363.40	7,079.31	145	.57
			08/13/09	109	68.4074	7,456.41	87.4600	9,533.14	2,076.73	55	.57
Subtotal				399		25,740.50		34,896.54	9,156.04	200	.57
WAL-MART STORES INC		WMT	06/16/09	243	48.1589	11,702.62	53.4500	12,988.35	1,285.73	265	2.03
			08/13/09	258	51.7879	13,361.30	53.4500	13,790.10	428.80	282	2.03
Subtotal				501		25,063.92		26,778.45	1,714.53	547	2.03
WYNN RESORTS LTD		WYNN	09/24/09	213	69.1805	14,735.45	58.2300	12,402.99	(2,332.46)		
			09/25/09	124	70.9929	8,803.13	58.2300	7,220.52	(1,582.61)		
Subtotal				337		23,538.58		19,623.51	(3,915.07)		
YAHOO INC		YHOO	08/06/09	1,656	14.7805	24,476.67	16.7800	27,787.68	3,311.01		
			08/13/09	661	15.0381	9,940.25	16.7800	11,091.58	1,151.33		
			09/17/09	325	17.5203	5,694.10	16.7800	5,453.50	(240.60)		
Subtotal				2,642		40,111.02		44,332.76	4,221.74		
3M COMPANY		MMM	12/14/09	76	81.9311	6,226.77	82.6700	6,282.92	56.15	156	2.46
			12/14/09	304	81.8690	24,888.18	82.6700	25,131.68	243.50	621	2.46
Subtotal				380		31,114.95		31,414.60	299.65	777	2.46
TOTAL						2,108,978.69		2,476,198.78	367,220.09	29,815	1.20

IDP Foundation, Inc.
EIN # 26-2753703
December 31, 2009

Form 990-PF

Part IX-A Summary of Direct Charitable Activities, Line 1

1. The IDP Foundation, Inc. conceived the IDP Rising Schools Program and developed it jointly with Sinapi Aba Trust, a Ghanaian microfinance organization which is an implementing partner of Opportunity International. The program was piloted in Ghana . The program pilot commenced with plans to target 105 existing, but very deprived privately owned schools in rural and peri rural areas where government schools were either nonexistent, or of such poor quality that members of communities had decided to start their own schools. The object was to test if a combination of financial literacy and school management training could enable the disbursement and successful repayment of microfinance loans which would enable these schools to build capacity to achieve sustainability, improve their infrastructure and increase enrollment to reach even more children. Historically, such poor schools have not been given access to capital in an organized way. Nor have they been embraced by governments and multi-lateral funders. During 2009, the program trained 27 proprietors and 62 schools caterers and dispersed loans to 9 schools. This improved schools for 6,312 students. By the end of 2009 the program began to spark the interest and involvement of U.N. agencies as well as the Ghanaian Government, and we were encouraged to continue the pilot and collect research on the results. The ultimate goal of the IDP Rising Schools Program is to create and refine a global educational model that can be replicated in other developing countries, thus transforming the lives of millions of children through successful public/private partnerships. For more information please visit our website at www.idpfoundation.org and click on the IDP Rising Schools Program.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- 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 IDP Foundation Inc.	Employer identification number 26-2753703
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P.O. box, see instructions c/o IML Group LLC, 321 N. Clark Street, #2350	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Chicago IL 60654	

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

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

• The books are in the care of ▶ Irene Pritzker

Telephone No ▶ (312) 755-0385 FAX No ▶ _____

- 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 Aug 16 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	\$ 6,240.
3b 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	\$ 0.
3c 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	\$ 6,240.

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