Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

THE MCSWEENEY FOUNDATION, INC.
C/O EDGAR S K MERRELL 3RD
7624 NORTH STATE STREET
LOWVILLE, NY 13367-0151

A Employer identification number
26-3313677

B Telephone number (see the instructions)

C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 224,019.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

	Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	200,478.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	80.	80.	80.	
	4 Dividends and interest from securities	2,663.	2,663.	2,663.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	19,248.			
	b Gross sales price for all assets on line 6a 186,607.				
	7 Capital gain net income (from Part IV, line 2)		19,248.		
	8 Net short-term capital gain			19,228.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	42.	42.	42.	
	12 **Total.** Add lines 1 through 11	222,511.	22,033.	22,013.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	2,730.			
	c Other prof fees (attach sch) SEE ST 3	737.	737.	737.	
	17 Interest	87.	87.	87.	
	18 Taxes (attach schedule)(see instr) SEE STM 4	6.	6.	6.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	58.	58.	58.	
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,618.	888.	888.	
	25 Contributions, gifts, grants paid				
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,618.	888.	888.	0.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	218,893.			
	b **Net investment income** (if negative, enter -0-)		21,145.		
	C **Adjusted net income** (if negative, enter -0-)			21,125.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing		48,247.	48,247.
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule) STATEMENT 6		12,950.	12,743.
	b	Investments – corporate stock (attach schedule) STATEMENT 7		75,048.	79,812.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) STATEMENT 8		82,648.	83,217.
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	0.	218,893.	224,019.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		218,893.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see the instructions)	0.	218,893.	
	31	**Total liabilities and net assets/fund balances** (see the instructions)	0.	218,893.	

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	0.
2	Enter amount from Part I, line 27a	2	218,893.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	218,893.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	218,893.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ATTACHED SCHEDULE 1	P	VARIOUS	VARIOUS
b	LT CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
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	186,587.		167,359.	19,228.
b	20.			20.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				19,228.
b				20.
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	19,248.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	3	19,228.

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) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008			
2007			
2006			
2005			
2004			

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

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instr.)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b			1	423.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	423.
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	423.
6	Credits/Payments:				
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	**6a**			
b	Exempt foreign organizations – tax withheld at source	**6b**			
c	Tax paid with application for extension of time to file (Form 8868)	**6c**			
d	Backup withholding erroneously withheld	**6d**			
7	Total credits and payments Add lines 6a through 6d			7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►			9	423.
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 ►		**Refunded** ►	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► RINEHARD FITZGERALD & DEPIETRO Telephone no. ► (315) 724-2145

Located at ► 291 GENESEE ST. UTICA NY ZIP + 4 ► 13501

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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
1 a	During the year did the foundation (either directly or indirectly):				
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? SEE STATEMENT 10	☒ Yes ☐ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions.)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870.

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

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

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

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

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MARY J MCSWEENEY 7688 SHARP STREET LOWVILLE, NY 13367	PRESIDENT 0	0.	0.	0.
L. MICHAEL FITZGERALD 291 GENESEE STREET UTICA, NY 13501	TREASURER 0	0.	0.	0.
W. PETER NORTZ 7455 SOUTH STATE STREET LOWVILEE, NY 13367	VICE PRESIDE 0	0.	0.	0.
EDGAR S. K. MERRELL 3RD 7624 NORTH STATE STREET LOWVILLE, NY 13367	SECRETARY 0	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a Average monthly fair market value of securities	1a	166,100.
b Average of monthly cash balances	1b	22,289.
c Fair market value of all other assets (see instructions)	1c	
d **Total** (add lines 1a, b, and c)	1d	188,389.
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	188,389.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	2,826.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	185,563.
6 **Minimum investment return.** Enter 5% of line 5	6	9,278.

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	9,278.
2a Tax on investment income for 2009 from Part VI, line 5	2a	423.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b			
c Add lines 2a and 2b			2c	423.
3 Distributable amount before adjustments Subtract line 2c from line 1			3	8,855.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	8,855.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	8,855.

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

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				8,855.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $				
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				0.
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).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				8,855.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

MARY J MCSWEENEY

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 N/A

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Total			► 3a	
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	80.	
4 Dividends and interest from securities			14	2,663.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	42.	
8 Gain or (loss) from sales of assets other than inventory			18	19,248.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue.					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				22,033.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 22,033.

(See worksheet in the instructions for line 13 to verify calculations.)

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

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

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

SIGN HERE

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

► Signature of officer or trustee

Date 4/30/10

► Trustee / Treas.
Title

Paid Preparer's Use Only

Preparer's signature ► DAVID WOJNAS David Wojnas

Date 4/30/10

Check if self-employed ► ☐

Preparer's Identifying number (See **Signature** in the instrs) N/A

Firm's name (or yours if self-employed), address, and ZIP code ►
RINEHARD, FITZGERALD, DEPIETRO & WOJNAS, CPAS
291 GENESEE STREET
UTICA, NY 13501

EIN ► 16-1163912

Phone no. ► (315) 724-2145

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 THE MCSWEENEY FOUNDATION, INC.
C/O EDGAR S K MERRELL 3RD

Employer identification number 26-3313677

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)/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 their 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)

Schedule B (Form 990, 990-EZ, or 990-PF) (2009) Page 1 of 1 of Part I

Name of organization	Employer identification number
THE MCSWEENEY FOUNDATION, INC.	26-3313677

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MARY MCSWEENEY 7688 SHARP STREET LOUVILLE, NY 13367	$ 200,478.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2009) Page 1 of 1 of Part II

Name of organization	Employer identification number
THE MCSWEENEY FOUNDATION, INC.	26-3313677

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
1	MARKETABLE SECURITIES	$ 149,478.	6/30/09

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

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

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

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

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

Name of organization
THE MCSWEENEY FOUNDATION, INC.

Employer identification number
26-3313677

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 cols **(a)** through **(e)** and the following line entry.)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once – see instructions) ▶ $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e)
Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(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

(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

(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

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	$ 42.	$ 42.	$ 42.
TOTAL	$ 42.	$ 42.	$ 42.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RINEHARD, FITZGERALD, DEPIETRO & WOJNAS	$ 2,730.			
TOTAL	$ 2,730.	$ 0.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	$ 737.	$ 737.	$ 737.	
TOTAL	$ 737.	$ 737.	$ 737.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	$ 6.	$ 6.	$ 6.	
TOTAL	$ 6.	$ 6.	$ 6.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	$ 58.	$ 58.	$ 58.	
TOTAL	$ 58.	$ 58.	$ 58.	$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE 2	COST	$ 12,950.	$ 12,743.
		$ 12,950.	$ 12,743.
	TOTAL	$ 12,950.	$ 12,743.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE 2	COST	$ 75,048.	$ 79,812.
	TOTAL	$ 75,048.	$ 79,812.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER SECURITIES	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE 2	COST	$ 82,648.	$ 83,217.
	TOTAL	$ 82,648.	$ 83,217.

Ref: 00000358 00008471

MorganStanley
SmithBarney

Reserved Client
Financial Management Account
December 1 - December 31, 2009

The McSweeney Foundation, Inc
26-3313677
Schedule 2

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
23,212.44	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 23,197.47		.07 %	**$ 16.24**
Total money fund		$ 23,197.47 Ⓔ	**$ 0.00**	**.07 %**	**$ 16.24**

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Incom (annualized)
17	TRANSOCEAN LTD SWITZERLAND NEW	RIG	10/06/09	$ 1,452.31	$ 85.43	$ 82.80	$ 1,407.60	($ 44.71) ST		
101	ALCOA INC	AA	10/06/09	1,381.48	13.678	16.12	1,628.12	246.64 ST	.744	12.12
41	ASTRAZENECA PLC SPON ADR	AZN	10/06/09	1,815.48	44.28	46.94	1,924.54	109.06 ST	4.452	85.69
39	BP PLC SPONS ADR	BP	10/06/09	2,042.43	52.37	57.97	2,260.83	218.40 ST	5 796	131.04
35	BALCHEM CORP	BCPC	11/09/09	1,049.51	29.986	33.51	1,172.85	123.34 ST		
8			11/11/09	246.00	30.75	33.51	268.08	22.08 ST		
7			11/16/09	217.44	31.063	33.51	234 57	17.13 ST		
50				1,512.95	30.259		1,675.50	162.55	.328	5.50
16	C R BARD INC NEW JERSEY	BCR	12/11/09	1,335.47	83.466	77.90	1,246 40	(89.07) ST	.872	10.88
81	CENTURYTEL INC	CTL	10/06/09	2,708 64	33.44	36.21	2,933.01	224.37 ST	7.732	226.80
31	CHEVRON CORP	CVX	6/30/09	2,073.28	66 88	76.99	2,386.69	313.41 ST	3 532	84.32
25	CHURCH & DWIGHT CO INC	CHD	11/09/09	1,463.75	58 55	60.45	1,511.25	47.50 ST		
10			12/02/09	601.01	60.101	60.45	604.50	3.49 ST		
35				2,064.76	58.993		2,115 75	50.99	.926	19.60
41	CISCO SYS INC	CSCO	10/06/09	950.38	23.18	23.94	981.54	31.16 ST		
43	CONOCOPHILLIPS	COP	10/06/09	2,071.74	48.18	51.07	2,196.01	124.27 ST	3.916	86.00
99	CONSTELLATION BRANDS INC CL A	STZ	10/06/09	1,602.81	16.19	15.93	1,577.07	(25.74) ST		
25			10/09/09	409.52	16.38	15.93	398.25	(11.27) ST		
124				2,012.33	16.228		1,975 32	(37.01)		
51	DOMINION RESOURCES INC VA NEW	D	10/06/09	1,731.44	33.949	38.92	1,984.92	253.48 ST	4.496	89.25
99	GENERAL ELECTRIC CO	GE	10/06/09	1,590.93	16.07	15.13	1,497.87	(93.06) ST		
65			11/30/09	1,031.94	15.876	15.13	983.45	(48.49) ST		
164				2,622.87	15.993		2,481.32	(141.55)	2.643	65.60
4	GOOGLE INC CLASS A	GOOG	10/06/09	1,979.44	494.86	619.98	2,479.92	500.48 ST		
44	HEWLETT PACKARD CO	HPQ	10/06/09	2,059.20	46.80	51.51	2,266.44	207.24 ST	.621	14.08
40	HONEYWELL INTL INC	HON	10/06/09	1,466.80	36.67	39.20	1,568.00	101.20 ST	3.086	48.40
40	HUMANA INC	HUM	10/06/09	1,500.40	37.51	43.89	1,755.60	255.20 ST		
8			12/16/09	353.79	44.223	43.89	351.12	(2.67) ST		
48				1,854.19	38.629		2,106.72	252.53		
14	ITT EDUCATIONAL SERVICES INC	ESI	10/15/09	1,549.37	110.669	95.96	1,343.44	(205.93) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
20	INTL BUSINESS MACHINES CORP	IBM	10/06/09	**$ 2,416.00**	$ 120 80	$ 130.90	**$ 2,618 00**	**$ 202.00** ST	1.68%	$ 44.00
83	INTUIT INC	INTU	10/06/09	**2,335.62**	28.14	30 73	**2,550 59**	**214.97** ST		
14	L 3 COMMUNICATIONS HLDGS INC	LLL	10/06/09	1,102.08	78.72	86 95	1,217.30	115.22 ST		
9			11/30/09	699.39	77.71	86.95	782.55	83.16 ST		
23				**1,801.47**	**78.325**		**1,999.85**	**198.38**	1.61	32.20
46	MARATHON OIL CORP	MRO	10/06/09	**1,458 20**	31.70	31.22	**1,436.12**	**(22.08)** ST	3.074	44.16
45	MCCORMICK & CO INC NON-VOTING	MKC	11/02/09	**1,584.77**	35.217	36.13	**1,625 85**	**41.08** ST	2.878	46.80
25	MCDONALDS CORP	MCD	11/16/09	**1,602.59**	64.103	62.44	**1,561.00**	**(41.59)** ST	3.523	55.00
46	MEDTRONIC INC	MDT	10/06/09	**1,660.60**	36.10	43.98	**2,023.08**	**362.48** ST	1.864	37.72
41	NATIONAL OILWELL VARCO INC	NOV	10/06/09	**1,766.28**	43.08	44.09	**1,807.69**	**41.41** ST		
71	OPEN TEXT CORP Exchange rate. .9521995 Shares traded in: Canadian dollars	OTEX	10/06/09	**2,663 92**	37.52	40.65	**2,886.15**	**222.23** ST		
56	ORACLE CORP	ORCL	10/06/09	**1,141.84**	20.39	24.53	**1,373.68**	**231.84** ST	.815	11.20
169	PDL BIOPHARMA INC	PDLI	10/06/09	**1,338.04**	7.917	6.86	**1,159.34**	**(178.70)** ST	14.577	169.00
118	PFIZER INC	PFE	10/06/09	**1,981.21**	16.789	18.19	**2,146.42**	**165.21** ST	3 958	84.96
30	QUEST DIAGNOSTICS INC	DGX	11/05/09	**1,720.33**	57.344	60.38	**1,811 40**	**91.07** ST	.662	12.00
28	RAYTHEON COMPANY NEW	RTN	10/06/09	1,298.36	46.37	51.52	1,442.56	144.20 ST		
9			11/11/09	439.62	48.846	51.52	463.68	24.06 ST		
5			11/18/09	251.79	50.357	51 52	257.60	5.81 ST		
42				**1,989.77**	**47.375**		**2,163 84**	**174 07**	2 406	52.08
39	ROYAL DUTCH SHELL PLC ADR CL A	RDSA	10/06/09	**2,225.34**	57.06	60.11	**2,344 29**	**118.95** ST	3.684	86.39
59	SANOFI-AVENTIS SPONS ADR	SNY	10/06/09	2,176.51	36.89	39.27	2,316.93	140.42 ST		
9			10/09/09	340.45	37.827	39.27	353 43	12 98 ST		
68				**2,516.96**	**37.014**		**2,670.36**	**153.40**	2.844	75.96
25	SASOL LTD SPONS ADR	SSL	10/06/09	955 25	38.21	39.94	998.50	43.25 ST		
9			10/09/09	354.05	39.338	39.94	359.46	5.41 ST		
34				**1,309.30**	**38 509**		**1,357.96**	**48.66**	2.716	36 89
39	TEVA PHARMACEUTICAL INDS	TEVA	10/06/09	1,990.56	51.04	56.18	2,191 02	200.46 ST		
6	LTD ADR		10/09/09	308.94	51.489	56.18	337.08	28.14 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
7	TEVA PHARMACEUTICAL INDS	TEVA	11/06/09	$ 363 14	$ 51 877	$ 56 18	$ 393 26	$ 30 12 ST		
3	LTD ADR		11/09/09	159.02	53.006	56.18	168.54	9.52 ST		
5			12/22/09	278.57	55.713	56.18	280.90	2.33 ST		
3			12/31/09	169.15	56.383	56.18	168 54	(61) ST		
63				**3,269 38**	**51.895**		**3,539.34**	**269.96**	**.398**	**14.09**
95	VALERO ENERGY CORP-NEW	VLO	12/09/09	1,542 44	16 236	16.75	1,591.25	48.81 ST		
13			12/11/09	218.89	16.838	16.75	217.75	(1.14) ST		
108				**1,761.33**	**16.309**		**1,809.00**	**47.67**	**3 582**	**64.80**
65	VODAFONE GROUP PLC SPONS	VOD	10/06/09	1,448.85	22.29	23.09	1,500 85	52.00 ST		
35	ADR NEW		12/02/09	837.97	23.941	23.09	808.15	(29.82) ST		
100				**2,286 82**	**22.868**		**2,309 00**	**22.18**	**5.591**	**129.10**
31	WAL-MART STORES INC	WMT	10/06/09	**1,533.57**	49 47	53.45	**1,656.85**	**123.38** ST	**2.039**	**33.79**
Total common stocks and options				$ 75,047.90 (C)			**$ 79,811.98** (D)	$ 4,764 08 ST	**2.39**	**$ 1,909.42**

Exchange traded & closed end funds

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain closed-end funds. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Because the research report contains more complete information regarding the analyst's opinions, analysis, and rating, you should read the entire research report and not infer its contents from the rating. CIRA closed-end fund recommendations include an investment rating and a risk rating. The Investment Rating code (1,2, 3) is based upon CIRA's expectation of the security's performance relative to its peer group of closed-end funds. The Risk Rating (L, M, H or S) represents the fund's expected risk, taking into account the quality and liquidity of the underlying securities, financial leverage and foreign currency exposure. Please refer to the end of this statement for a guide describing CIRA ratings.

Closed end investment companies are grouped below by portfolio designations. Gain/Loss is provided to assist in tax preparation. It is not intended to calculate investment returns or performance

Consulting Group Research (CGR) conducts on-going research on a wide variety of exchange-traded funds for certain investment advisory programs. Your individual exchange-traded fund holdings in your brokerage account may or may not be covered by CGR. Please contact your Financial Advisor for further information regarding whether your exchange-traded fund holdings are covered by CGR.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
68	POWERSHARES DB AGRICULTURE FD	DBA	10/06/09	$ 1,702.72	$ 25.04	$ 26.44	$ 1,797.92	$ 95.20 ST		
6	Equity portfolio		10/13/09	156.97	26.16	26 44	158 64	1.67 ST		
	K-1 Net Inc/(Loss)		12/31/09	42 00				(42.00) ST		
74				1,901 69	**25 131**		**1,956.56**	54 87		
20	UTS SPDR TRUST SER 1	SPY	10/06/09	2,099.80	104.99	111.44	2,228.80	129.00 ST		
15	Equity portfolio		10/06/09	1,575.45	105.03	111.44	1,671.60	96.15 ST		
35				**3,675.25**	**105.007**		**3,900.40**	**225.15**	**2.118**	**82.64**

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
16	SPDR GOLD TR GOLD SHS	GLD	10/06/09	$ 1,627.84	$ 101.74	$ 107.31	$ 1,716.96	$ 89.12 ST		
2	Equity portfolio		11/09/09	217.03	108.516	107.31	214.62	(2.41) ST		
18				**1,844.87**	**102.493**		**1,931.58**	**86.71**		
230	WISDOM TREE DREYFUS CHINESE YUAN FD Equity portfolio	CYB	10/23/09	**5,828.02**	25.339	25.209	**5,798.07**	**(29.95)** ST	**1.884**	**109.25**
215	BLACKROCK INCOME TR INC Taxable bond portfolio	BKT	10/14/09	**1,378.13**	6.409	6 36	**1,367 40**	**(10.73)** ST	**4.528**	**61.92**
155	BLACKROCK CREDIT ALLOCATION INCOME TRUST II Taxable bond portfolio	PSY	10/14/09	**1,391 28**	8.976	9.38	**1,453.90**	**62.62** ST	**9.594**	**139.50**
220	ELLSWORTH FUND LTD	ECF	10/14/09	1,385.98	6.299	6 55	1,441.00	55.02 ST		
3	Taxable bond portfolio		10/22/09	18 33	6.11	6.55	19.65	1.32 ST p		
223				**1,404 31**	**6.297**		**1,460.65**	**56.34**	**6.015**	**87.86**
95	EVERGREEN MULTI-SECTOR INCOME FUND Taxable bond portfolio	ERC	10/14/09	1,342.35	14.13	14.18	1,347.10	4.75 ST		
712	Reinvestments to date			10.29	14.452	14.18	10.10	(19) ST		
95 712				**1,352.64**	**14.132**		**1,357.20**	**4 56**	**9 167**	**124.43**
215	HIGHLAND CREDIT STRATEGIES FUND *Taxable bond portfolio*	HCF	10/14/09	1,364.39	6.346	6.31	1,356.65	(7.74) ST		
3.6007	Reinvestments to date			22.67	6.295	6.31	22.72	.05 ST		
218.6007				**1,387.06**	**6.345**		**1,379.37**	**(7.69)**	**9.984**	**137.72**
20	ISHARES IBOXX $ INVESTOP INVESTMENT GRADE CORP FD FD Taxable bond portfolio	LQD	10/14/09	**2,087.60**	104.38	104.15	**2,083.00**	**(4.60)** ST	**5.496**	**114.50**
20	ISHARES BARCLAYS INTERMEDIATE CR BD FD Taxable bond portfolio	CIU	10/14/09	**2,044.40**	102 22	102.71	**2,054.20**	**9.80** ST	**4.728**	**97.14**
20	ISHARES BARCLAYS 1-3 YR CD BD FD Taxable bond portfolio	CSJ	10/14/09	**2,078.40**	103 92	103.96	**2,079 20**	**.80** ST	**3 726**	**77.48**
190	NUVEEN MULTI-STRATEGY INCOME & GROWTH FUND 2 Taxable bond portfolio	JQC	10/23/09	**1,406.00**	7.40	7.69	**1,461.10**	**55.10** ST	**9.102**	**133 00**

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
145	WESTERN ASSET/CLAYMORE INFLATION PROTECTED LINKED OPPORTUNIRIES & INCM FD Taxable bond portfolio	WIW	10/14/09	$ 1,726.94	$ 11.909	$ 12 04	$ 1,745 80	$ 18.86 ST		
.463	Reinvestments to date			5.80	12.526	12.04	5.57	(23) ST		
145.463				**1,732.74**	**11.912**		**1,751.37**	18.63	3.986	69.82
100	WESTERN ASSET VAR RATE STRATEGIC FD INC Taxable bond portfolio	GFY	10/14/09	**1,363.85**	13.638	14 14	**1,414 00**	50.15 ST	4.752	67.20
200	BLACKROCK INSD MUN TERM TR INC Municipal bond portfolio	BMT	10/14/09	**2,069.60**	10.348	10.45	**2,090 00**	20.40 ST	3 492	73.00
110	BLACKROCK MUNIYIELD INVESTMENT FUND Municipal bond portfolio	MYF	10/14/09	**1,385.56**	12.596	12.68	**1,394 80**	9.24 ST	6.198	86.46
105	BLACKROCK MUNIYIELD MICH INSD FUND INC Municipal bond portfolio	MIY	10/14/09	**1,368 68**	13.035	12 98	**1,362 90**	(5.78) ST	6 933	94 50
110	BLACKROCK MUNIYIELD MICH INSD FUND II INC Municipal bond portfolio	MYM	10/14/09	**1,339.79**	12.179	11.88	**1,306.80**	(32.99) ST	6.717	87.78
115	BLACKROCK MUNIYIELD N Y INSD FD INC Municipal bond portfolio	MYN	10/14/09	**1,365.34**	11.872	11 80	**1,357.00**	(8.34) ST	5.593	75.90
110	BLACKROCK MUNI N Y INTER DURATION FD INC Municipal bond portfolio	MNE	10/14/09	**1,350.20**	12.274	12.25	**1,347 50**	(2.70) ST	5.436	73.26
107	NUVEEN PREM INCM MUN FD 2 INC Municipal bond portfolio	NPM	10/14/09	**1,387.34**	12.983	13.33	**1,426.31**	38.97 ST	6 571	93 73
105	NUVEEN NEW YORK DIVIDEND ADVANTAGE MUNICIPAL FUND Municipal bond portfolio	NAN	10/14/09	**1,368.15**	13 03	12.94	**1,358.70**	(9.45) ST	6.074	82.53
105	NUVEEN NEW YORK DIVIDEND ADVANTAGE MUNICIPAL FUND 2 Municipal bond portfolio	NXK	10/14/09	**1,371 93**	13.066	12.92	**1,356.60**	(15.33) ST	6.176	83.79
105	NUVEEN PA INVT QUALITY MUN FD Municipal bond portfolio	NQP	10/14/09	**1,351.61**	12.872	13.15	**1,380.75**	29.14 ST	6.387	88.20
105	NUVEEN MICH QUALITY INCOME MUN FD INC Municipal bond portfolio	NUM	10/14/09	**1,360.59**	12.958	12.75	**1,338.75**	(21.84) ST	6.211	83.16

Exchange traded & closed end funds *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
105	NUVEEN NEW YORK QUALITY INCOME MUNICIPAL FUND INC Municipal bond portfolio	NUN	10/14/09	$ 1,382.33	$ 13.165	$ 13.30	$ 1,396 50	$ 14 17 ST	5.684%	$ 79.38
105	NUVEEN INSD NEW YORK PREM INCOME MUN FUND INC Municipal bond portfolio	NNF	10/14/09	1,384.27	13.183	13.39	1,405.95	21 68 ST	5.377	75.60
Total closed end fund equity allocation							$ 13,586 61			
Total closed end fund taxable bond allocation							$ 17,861.39			
Total closed end fund municipal bond allocation							$ 18,522.56			
Total exchange traded funds and closed end funds				$ 49,361.63 Ⓕ			$ 49,970.56 Ⓖ	$ 608.93 ST	4.76	
								$ 0.00 LT		$ 2,379.75

Mutual funds

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1 00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Certain mutual funds may not be transferable to other broker-dealers. For further information, please refer to the fund's Prospectus or call your Financial Advisor. Consulting Group Research (CGR) conducts on-going research on a wide variety of mutual funds for certain investment advisory programs. Your individual mutual fund holdings in your brokerage account may or may not be covered by CGR Please contact your Financial Advisor for further information regarding whether your mutual fund holdings are covered by CGR.

Yield is the current distribution annualized, divided by the fund's net asset value at the end of the statement period. Distributions may consist of income, capital gains or the return of capital. Distributions and current dividend for funds are based upon information provided by an outside vendor and are not verified by us. ***"Tax-Based Cost vs. Current Value"*** *is being provided for information purposes only.* ***"Cash Distributions (since inception)"*** *when shown, may reflect distributions on positions no longer held in the account, and may not reflect all distributions received in cash due to but not limited to the following. investments made prior to 1/1/89, asset transfers, recent activity and certain adjustments made in your account* ***"Total Purchases vs. Current Value"*** *is provided to assist you in comparing your* ***"Total purchases"*** *excluding reinvested distributions, with the current value of the fund's shares in your account.* ***"Fund Value Increase/Decrease"*** *reflects the difference between your total purchases and the current value of the fund's shares, plus cash distributions since inception.*

Number of shares	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Net Value Increase/ Decrease	Yield	Anticipated Income (annualized)
325.256	BLACKROCK INFLATION PROTECTED BOND PORT CL I	BPRIX	10/16/09	$ 3,490 00	$ 10 73	$ 10.81	$ 3,516 02	$ 26.02 ST		1.276%	$ 44.88
	Cash distributions (since inception)								19.66		
	Total Purchases vs. Current Value			3,490 00			3,516 02		26.02		
	Fund Value Increase/Decrease								45.68		

MorganStanley
SmithBarney

Reserved Client
Financial Management Account
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THE MCSWEENEY FOUNDATION, INC **Account number 696-70190-16 069**

Mutual funds *continued*

Number of shares	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Net Value Increase/ Decrease	Yield	Anticipated Income (annualized)
595.784	PIMCO TOTAL RETURN FUND CL P	PTTPX	10/14/09	$ 6,500.00	$ 10.91	$ 10 80	$ 6,434.47	($ 65.53) ST			
595.784	**Total Purchases**			6,500.00	10.91	10.80	6,434.47	(65.53)			
9.075	Reinvestments to date			99.16	10.926	10.80	98 01	(1.15) ST			
604.859	**Tax-based Cost vs. Current Value**			6,599.16	10.91		6,532.48	(66.68)		5 537	361.70
	Total Purchases vs. Current Value			6,500.00			6,532 48		32 48		
	Fund Value Increase/Decrease								32.48		
Total mutual funds (Tax based)				$ 10,089.16 Ⓗ			$ 10,048.50 Ⓘ	($ 40.66) ST		4.04	
								$ 0.00 LT			$ 406.58
Total Fund Value Increase/Decrease									$ 78.16		

Bonds

Unrealized gains & losses have been adjusted to account for the accretion of OID (original issue discount), the amortization of premium, and/or the accretion of market discount.

Call features shown indicate the next regularly scheduled call date and price. Your holdings may be subject to other redemption features including sinking funds or extraordinary calls.

The research rating for Moody's Investors Service and Standard & Poor's may be shown for certain fixed income securities. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Your Financial Advisor will be pleased to provide you with further information or assistance in interpreting research ratings

Government & government sponsored entity (GSE) bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted	Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
3,000	FEDERAL NATL MTG ASSN MED TERM NOTES BOOK/ENTRY DD 2/16/2007 INT: 05.550% MATY: 02/16/2017 Next call on 02/16/10 @ 100.000	10/14/09 31359M5G4	$ 3,050.79 **$ 3,049.59**	$ 101.693 $ 101.653	100.594 **$ 62.44**	**$ 3,017.82**	($ 32.97) ST **($ 31.77)** ST	5.517 **$ 166.50**	**$ 0 00** **($ 31.77)**

Government & government sponsored entity (GSE) bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
10,000	FEDERAL NATL MTG ASSN	10/14/09	$ 9,900.00	$ 99.00	97.25	$ 9,725.00	($ 175.00)	ST	2.056	$ 0.00
	MED TERM NTS BOOK/ENTRY STEP	3136FJGS4	$ 9,900.00	$ 99.00	$ 38.33		($ 175.00)	ST	$ 200.00	($ 175.00)
	DTD 10/22/2009 INT: 02.000% MATY: 10/22/2019 Next call on 10/22/10 @ 100.000									
Total government & government sponsored entity (GSE) bonds			$ 12,950.79		$ 100.77	$ 12,742.82 Ⓑ	($ 206.77)	ST	2.87	$ 0.00
13,000			$ 12,949.59 Ⓐ				$ 0.00	LT	$ 366.50	($ 206.77)
Total portfolio value			$ 170,645 75			$ 175,771 33	$ 5,125 58	ST	2.88	$ 0.00
							$		$ 5,078.49	($ 206.77)

	Cost	FMV
Investments - US and state government obligations	12,949.59 Ⓐ	12,742 82 Ⓑ
Investments - Corporate stocks	75,047.90 Ⓒ	79,811.98 Ⓓ
Investments - other :		
Money funds	23,197.47 Ⓔ	23,197.47
Exchange traded & closed End funds	49,361.63 Ⓕ	49,970.56 Ⓖ
Mutual Funds	10,089.16 Ⓗ	10,048 50 Ⓘ
Total Investments - other	82,648 26	83,216 53
	170,645.75	175,771 33

THE MCSWEENEY FOUNDATION, INC - Schedule 1
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26-3313677

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000150	3,000	FEDERAL FARM CREDIT BANK CONS BDS BOOK/ENTRY DTD 12/01/08 DUE 12/01/2015 RATE 5.350	10/14/09	12/01/09	$ 3,000 00	$ 3,016.88 $ 3,000.00	($ 16 88) $ 0.00	$ 0 00 $ 0.00
125000160	38	FIRSTENERGY CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	10/06/09	10/28/09	1,645 77	1,747 62 1,747.62	(101.85) (101.85)	0.00 0.00
125000170	31	GANNETT CO INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	10/28/09	326.97	392 46 392 46	(65 49) (65 49)	0.00 0.00
125000180	30	GANNETT CO INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	10/28/09	316 42	379 80 379 80	(63.38) (63.38)	0 00 0 00
125000190	33	GULFMARK OFFSHORE INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	12/08/09	860 95	1,075.47 1,075 47	(214.52) (214.52)	0 00 0.00
125000210	235	ISHARES MSCI JAPAN INDEX FUND MorganStanley SmithBarney LLC acted as your agent in this transaction	10/06/09	11/19/09	2,170.78	2,290 78 2,290 78	(120 00) (120 00)	0.00 0.00
125000230	26	MBIA CAPITAL/CLAYMORE MANAGED DURATION INV GRADE MUNI FD MorganStanley SmithBarney LLC acted as your agent	10/14/09	12/17/09	341.63	335 01 335.01	6 62 6 62	0 00 0 00
125000240	23	MBIA CAPITAL/CLAYMORE MANAGED DURATION INV GRADE MUNI FD MorganStanley SmithBarney LLC acted as your agent	10/14/09	12/18/09	302 45	296 36 296 36	6.09 6 09	0.00 0.00
125000250	28	MBIA CAPITAL/CLAYMORE MANAGED DURATION INV GRADE MUNI FD MorganStanley SmithBarney LLC acted as your agent	10/14/09	12/21/09	368 58	360.78 360.78	7.80 7 80	0 00 0.00

THE MCSWEENEY FOUNDATION, INC
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26-3313677

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000260	28	MBIA CAPITAL/CLAYMORE MANAGED DURATION INV GRADE MUNI FD MorganStanley SmithBarney LLC acted as your agent	10/14/09	12/22/09	$ 369 59	$ 360.78 **$ 360.78**	$ 8.81 **$ 8.81**	$ 0.00 $ 0 00
125000270	.6596	MBIA CAPITAL/CLAYMORE MANAGED DURATION INV GRADE MUNI FD LIQUIDATION OF FRACTIONAL SHS	12/04/09	12/23/09	8.68	8.66 **8.66**	.02 **.02**	0.00 0 00
125000280	10	NATIONAL OILWELL VARCO INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	10/20/09	478.48	430.80 **430.80**	47.68 **47.68**	0.00 0 00
125000290	.1451	NUVEEN PREM INCM MUN FD 2 INC MERGER 10/15/09 670970102000	10/14/09	10/15/09	1.92	1.88 **1.88**	.04 **.04**	0.00 0.00
125000310	102	OLIN CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	12/22/09	1,761.85	1,714.37 **1,714.37**	47.48 **47.48**	0 00 0.00
125000340	28	UNITED STATES STEEL CORP NEW MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	10/27/09	1,084.39	1,187.20 **1,187.20**	(102 81) **(102.81)**	0.00 0.00
125000350	27	UNUM GROUP MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	11/04/09	518.93	572.67 **572.67**	(53.74) **(53 74)**	0.00 0.00
125000360	27	UNUM GROUP MorganStanley SmithBarney LLC acted as your agent in this transaction	10/06/09	11/04/09	518.93	572.67 **572.67**	(53.74) **(53 74)**	0.00 0.00

Corrected Copy as of 03/11/10
Ref. 00001367 00015590

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SmithBarney

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Financial Management Account
2009 Year End Summary

THE MCSWEENEY FOUNDATION, INC
Account Number 696-70190-16 069

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Details of Short Term Gain (Loss) 2009 ~continued

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	200	ALTRIA GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	$ 3,564.44	$ $ 3,300	$ $ 264.44	$ 0.00 $ 0.00
125000020	305.7782	AQUA AMERICA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/05/09	5,155.74	5,409.22	(253.48)	0.00 0.00
	694.2218		6/30/09		11,705.32	12,280.78	(575.46)	0.00 0.00
125000030	1,500	BOEING CO MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/05/09	78,375.23	63,975	14,400 23	0.00 0.00
125000040	200	CHEVRON CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/05/09	13,897.96	13,376	521.96	0.00 0.00
125000050	69	CHEVRON CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	4,845.05	4,614.72	230.33	0.00 0.00
125000060	400	COMMUNITY BK SYSTEMS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	7,095.01	5,972	1,123 01	0.00 0.00
125000200	300	HOLLY CORP-NEW MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	7,511.80	5,313	2,198.80	0.00 0.00
125000220	100	KRAFT FOODS INC CLASS A MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	2,618.12	2,558	60 12	0.00 0.00

2009 YEAR END SUMMARY

THE MCSWEENEY FOUNDATION, INC
Account Number 696-70190-16 069

26-3313677

Details of Short Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000300	100	OCCIDENTAL PETROLEUM CORP-DEL MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	~~10/06/09~~	$ 7,712.80	$ $ 6,613	$ $ 1,099.80	$ 0.00 $ 0.00
125000320	200	PHILIP MORRIS INTL INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	9,958.28	8,678	1,280.28	0 00 0 00
125000330	500	UGI CORP NEW MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	12,383.18	12,975	(591.82)	0.00 0.00
125000370	100	VIACOM INC NEW CLASS B MorganStanley SmithBarney LLC acted as your agent in this transaction.	6/30/09	10/06/09	2,835.12	2,340	495.12	0 00 0 00
	.50647	Ellsworth Fund - Cash in Lieu	10/14/09	12/2/09	3.12	-	3.12	
Totals					186,587.44	167,358.75	19,228.69	

STATEMENT 9
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
SEE ATTACHED SCHEDULE B	

Federal Statements
The McSweeney Foundation, Inc.
C/O Edgar S K Merrell 3rd
26-3313677

STATEMENT 10
FORM 990-PF. PART VII-B. LINE 1a (4)

Accounting fees of $ 2,730 were paid to Rinehard. Fitzgerald. DePietro & Wojnas PC of which Treasurer L. Michael Fitzgerald is part owner, see Part VII of Form 990-PF