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 , 20

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

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

Name of foundation
ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT CORPORATION 23-89662

A Employer identification number
26-3373791

Number and street (or P O box number if mail is not delivered to street address) / Room/suite
P.O. BOX 803878

B Telephone number (see page 10 of the instructions)
(312) 630-6000

City or town, state, and ZIP code
CHICAGO, IL 60680

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,356,186.

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

Postmark Missing

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [ ] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	130,070.	130,070.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-273,193.			
b	Gross sales price for all assets on line 6a 1,868,144.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	-7,280.			STMT 2
12	**Total.** Add lines 1 through 11	-150,403.	130,070.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	30,000.			30,000.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits	2,926.	NONE	NONE	2,926.
16a	Legal fees (attach schedule) STMT 3	5,086.	NONE	NONE	5,086.
b	Accounting fees (attach schedule) STMT 4	1,000.	500.	NONE	500.
c	Other professional fees (attach schedule) STMT 5	21,769.	21,769.		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	2,824.	995.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	6,775.	NONE	NONE	6,775.
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 7	5,421.			5,421.
24	**Total operating and administrative expenses.** Add lines 13 through 23	75,801.	23,264.	NONE	50,708.
25	Contributions, gifts, grants paid	270,000.			270,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	345,801.	23,264.	NONE	320,708.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-496,204.			
b	**Net investment income** (if negative, enter -0-)		106,806.		
c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
JUN 2 2 2010
IRS-OSC
OGDEN, UT

SCANNED JUN 2 5 2010

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	214,310.	290,026.	290,026.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 8	1,989,204.	1,747,746.	2,005,758.
	c	Investments - corporate bonds (attach schedule) STMT 9	2,013,441.	1,585,211.	1,605,920.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 10	262,532.	318,078.	404,482.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ STMT 11)		50,000.	50,000.
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,479,487.	3,991,061.	4,356,186.
Liabilities	17	Accounts payable and accrued expenses		1,588.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		1,588.	
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. ▶ X			
	27	Capital stock, trust principal, or current funds	4,479,487.	3,989,473.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	4,479,487.	3,989,473.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,479,487.	3,991,061.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,479,487.
2	Enter amount from Part I, line 27a	2	-496,204.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	6,284.
4	Add lines 1, 2, and 3	4	3,989,567.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	94.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,989,473.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 -273,193.

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	40,000.	3,944,319.	0.01014116759
2007	178,436.	5,029,144.	0.03548039189
2006	9,838.	1,397,080.	0.00704183010
2005	NONE	NONE	NONE
2004			

2	**Total** of line 1, column (d)	2	0.05266338958
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.01316584740
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,941,182.
5	Multiply line 4 by line 3	5	51,889.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,068.
7	Add lines 5 and 6	7	52,957.
8	Enter qualifying distributions from Part XII, line 4	8	370,708.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,068.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,068.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,068.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,350.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 3,500.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	4,850.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	3,782.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,068. **Refunded** ▶	11	2,714.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of 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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 14			
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 on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		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 ▶ WWW.ADAMSLEGACYFOUNDATION.ORG

14 The books are in care of ▶ BLAIR CARTY Telephone no ▶ (562)431-0011

Located at ▶ P.O. BOX 1957, LOS ALAMITOS, CA ZIP + 4 ▶ 90720

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	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)? (see page 22 of the instructions)	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		30,000.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over $50,000 for professional services ▶ NONE

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

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

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 LOAN TO WILDLING MUSEUM	50,000.
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	50,000.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,001,200.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,001,200.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,001,200.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	60,018.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,941,182.
6	**Minimum investment return.** Enter 5% of line 5	6	197,059.

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

1	Minimum investment return from Part X, line 6			1	197,059.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,068.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,068.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	195,991.
4	Recoveries of amounts treated as qualifying distributions			4	6,284.
5	Add lines 3 and 4			5	202,275.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	202,275.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	320,708.
b	Program-related investments - total from Part IX-B	1b	50,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	370,708.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,068.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	369,640.

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				202,275.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			146,789.	
b	Total for prior years 20 07 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2009.				
a	From 2004 NONE				
b	From 2005 NONE				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 NONE				
f	Total of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 370,708.				
a	Applied to 2008, but not more than line 2a			146,789.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				202,275.
e	Remaining amount distributed out of corpus	21,644.			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	21,644.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	21,644.			
10	Analysis of line 9:				
a	Excess from 2005 NONE				
b	Excess from 2006 NONE				
c	Excess from 2007 NONE				
d	Excess from 2008 NONE				
e	Excess from 2009 21,644.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

PETER D. ADAMS

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.

N/A

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 21				
Total . . . . ▶ **3a**				270,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	130,070.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-273,193.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b DEFERRED INCOME			14	-7,280.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-150,403.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -150,403.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 5/26/10 Title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature	[signature]	Date 5/20/10	Check if self-employed ☐ / Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	THE NORTHERN TRUST COMPANY P.O. BOX 803878 CHICAGO, IL 60680		EIN 36-3190871 Phone no. 312-630-6000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,675.	
		85. EXELON CORP PROPERTY TYPE: SECURITIES					05/25/2007	01/14/2009
4,384.00		4,697.00					-313.00	
		100. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					05/05/2008	01/14/2009
4,527.00		13,303.00					-8,776.00	
		235. CATERPILLAR INC PROPERTY TYPE: SECURITIES					05/28/2008	01/27/2009
7,712.00		19,479.00					-11,767.00	
		3823.13 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					12/19/2008	02/04/2009
40,984.00		38,291.00					2,693.00	
		1287.61 MFB NORTHN FDS MULTI-MANAGER EME PROPERTY TYPE: SECURITIES					11/19/2008	02/04/2009
14,550.00		12,876.00					1,674.00	
		2313.08 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					10/05/2007	02/04/2009
13,971.00		18,597.00					-4,626.00	
		19891.33 MFB NORTHN SHORT INTERMEDIATE U PROPERTY TYPE: SECURITIES					02/15/2007	02/04/2009
208,859.00		198,515.00					10,344.00	
		21353.81 MFB NORTHERN FDS FIXED INCOME F PROPERTY TYPE: SECURITIES					10/16/2006	02/04/2009
207,132.00		208,200.00					-1,068.00	
		52. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES					05/11/2006	02/10/2009
2,988.00		1,872.00					1,116.00	
		93. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES					05/11/2006	02/10/2009
5,344.00		3,348.00					1,996.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		166. WATERS CORP PROPERTY TYPE: SECURITIES					10/05/2007	02/10/2009
6,609.00		9,597.00					-2,988.00	
		44. WATERS CORP PROPERTY TYPE: SECURITIES					03/12/2007	02/11/2009
1,716.00		2,530.00					-814.00	
		3408.31 MFO CREDIT SUISSE COMMODITY-RETU PROPERTY TYPE: SECURITIES					12/11/2007	02/20/2009
22,972.00		37,527.00					-14,555.00	
		4338.39 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					11/19/2008	03/13/2009
40,911.00		43,384.00					-2,473.00	
		11244.17 MFB NORTHN SHORT INTERMEDIATE U PROPERTY TYPE: SECURITIES					02/15/2007	03/13/2009
118,626.00		112,217.00					6,409.00	
		270. AFLAC INC PROPERTY TYPE: SECURITIES					10/19/2007	03/16/2009
4,270.00		15,416.00					-11,146.00	
		185. ROCKWELL COLLINS INC COM PROPERTY TYPE: SECURITIES					06/08/2007	03/16/2009
5,762.00		12,714.00					-6,952.00	
		100. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/11/2007	03/20/2009
5,146.00		6,204.00					-1,058.00	
		12513.16 MFB NORTHN MULTI-MANAGER INTL E PROPERTY TYPE: SECURITIES					02/15/2007	03/23/2009
81,210.00		150,033.00					-68,823.00	
		120. PEPSICO INC PROPERTY TYPE: SECURITIES					03/31/2006	04/02/2009
6,374.00		6,955.00					-581.00	
		250. #REORG/COVIDEN LTD PLAN OF REORG TO PROPERTY TYPE: SECURITIES					09/30/2008	04/02/2009
8,302.00		13,319.00					-5,017.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10. ALTERA CORP COM PROPERTY TYPE: SECURITIES					03/20/2009	04/09/2009
178.00		175.00					3.00	
		10. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					10/05/2007	04/09/2009
691.00		924.00					-233.00	
		55. EXELON CORP PROPERTY TYPE: SECURITIES					03/31/2006	04/09/2009
2,652.00		2,910.00					-258.00	
		10. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					10/05/2007	04/09/2009
700.00		913.00					-213.00	
		30. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					07/11/2007	04/09/2009
1,023.00		1,053.00					-30.00	
		30. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					07/26/2006	04/09/2009
1,546.00		1,812.00					-266.00	
		1171.97 MFB NORTHN FDS MULTI-MANAGER GLO PROPERTY TYPE: SECURITIES					11/19/2008	04/09/2009
13,419.00		11,720.00					1,699.00	
		845.2 MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES					10/05/2007	04/09/2009
5,147.00		10,328.00					-5,181.00	
		2159.96 MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES					10/05/2007	04/09/2009
14,731.00		26,174.00					-11,443.00	
		1762.1 MFB NORTHN SHORT INTERMEDIATE US PROPERTY TYPE: SECURITIES					02/15/2007	04/09/2009
18,643.00		17,586.00					1,057.00	
		1953.35 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					10/16/2006	04/09/2009
19,065.00		19,045.00					20.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		35. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					03/13/2009	04/09/2009
3,020.00		3,198.00					-178.00	
		210. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					04/03/2008	04/16/2009
8,942.00		11,278.00					-2,336.00	
		135. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					02/15/2007	04/16/2009
8,865.00		9,671.00					-806.00	
		330. ACCENTURE LTD BERMUDA CL A PROPERTY TYPE: SECURITIES					10/05/2007	04/16/2009
9,034.00		11,575.00					-2,541.00	
		70. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					02/15/2007	05/14/2009
4,746.00		5,015.00					-269.00	
		70. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/26/2006	05/14/2009
4,873.00		4,698.00					175.00	
		185. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					03/31/2006	05/14/2009
9,448.00		10,687.00					-1,239.00	
		719.58 MFB NORTHN FDS MULTI-MANAGER GLOB PROPERTY TYPE: SECURITIES					11/19/2008	05/21/2009
8,808.00		7,196.00					1,612.00	
		11608.7 MFB NORTHN MULTI-MANAGER INTL EQ PROPERTY TYPE: SECURITIES					02/15/2007	05/21/2009
86,833.00		139,188.00					-52,355.00	
		11.91 MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES					10/05/2007	05/21/2009
76.00		146.00					-70.00	
		16.26 MFB NORTHN MULTI-MANAGER MID CAP F PROPERTY TYPE: SECURITIES					02/15/2007	05/21/2009
114.00		185.00					-71.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		30.55 MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					10/05/2007	05/21/2009
191.00		246.00					-55.00	
		21.59 MFB NORTHN SHORT INTERMEDIATE US G PROPERTY TYPE: SECURITIES					02/15/2007	05/21/2009
228.00		215.00					13.00	
		38.33 MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					10/16/2006	05/21/2009
378.00		374.00					4.00	
		25. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					04/09/2009	05/27/2009
1,680.00		1,682.00					-2.00	
		290. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES					05/25/2007	05/27/2009
19,492.00		20,791.00					-1,299.00	
		90. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					05/05/2008	05/27/2009
9,399.00		10,983.00					-1,584.00	
		45. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					04/09/2009	05/27/2009
982.00		1,043.00					-61.00	
		365. MICROCHIP TECHNOLOGY INC PROPERTY TYPE: SECURITIES					05/25/2007	05/27/2009
7,964.00		13,125.00					-5,161.00	
		535. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES					05/15/2008	05/27/2009
9,256.00		12,026.00					-2,770.00	
		945. MFB NORTHN FDS MULTI-MANAGER EMERGI PROPERTY TYPE: SECURITIES					05/21/2009	06/22/2009
14,449.00		12,898.00					1,551.00	
		20. MFB NORTHN MULTI-MANAGER INTL EQTY F PROPERTY TYPE: SECURITIES					02/15/2007	06/22/2009
148.00		240.00					-92.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5. MFB NRTHN MULTIMGR SMALL"FOR NMMSX FD PROPERTY TYPE: SECURITIES					10/05/2007	06/22/2009
32.00		61.00					-29.00	
		10. MFB NORTHN MULTI-MANAGER MID CAP FD PROPERTY TYPE: SECURITIES					02/15/2007	06/22/2009
71.00		114.00					-43.00	
		20070. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					10/05/2007	06/22/2009
127,043.00		161,363.00					-34,320.00	
		30. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					10/16/2006	06/22/2009
296.00		293.00					3.00	
		190. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					03/31/2006	08/13/2009
9,889.00		10,975.00					-1,086.00	
		879. MFC ISHARES TR BARCLAYS TIPS BD FD PROPERTY TYPE: SECURITIES					03/23/2009	08/18/2009
88,632.00		84,791.00					3,841.00	
		235. MFO CREDIT SUISSE COMMODITY-RETURN PROPERTY TYPE: SECURITIES					02/15/2007	08/19/2009
1,960.00		2,585.00					-625.00	
		85. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					11/19/2008	08/19/2009
1,261.00		850.00					411.00	
		95. MFB NORTHN FDS MULTI-MANAGER EMERGIN PROPERTY TYPE: SECURITIES					04/09/2009	08/19/2009
1,672.00		1,273.00					399.00	
		90. MFB NRTHN MULTIMGR SMALL"FOR NMMSX F PROPERTY TYPE: SECURITIES					10/05/2007	08/19/2009
666.00		1,100.00					-434.00	
		160. MFB NORTHN MULTI-MANAGER MID CAP FD PROPERTY TYPE: SECURITIES					02/15/2007	08/19/2009
1,299.00		1,824.00					-525.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		365. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					03/31/2006	08/19/2009
2,391.00		2,935.00					-544.00	
		560. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					10/16/2006	08/19/2009
5,622.00		5,460.00					162.00	
		250. PIMCO COMMODITY REALRETURN STRATEGY PROPERTY TYPE: SECURITIES					06/22/2009	08/19/2009
1,898.00		1,756.00					142.00	
		80. EXELON CORP PROPERTY TYPE: SECURITIES					10/06/2008	09/03/2009
3,881.00		4,534.00					-653.00	
		165. EXELON CORP PROPERTY TYPE: SECURITIES					03/31/2006	09/03/2009
8,005.00		8,729.00					-724.00	
		50. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES					05/28/2008	09/03/2009
6,013.00		13,420.00					-7,407.00	
		335. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					09/30/2008	09/03/2009
11,370.00		12,495.00					-1,125.00	
		120. ACCENTURE PLC SHS CL A NEW PROPERTY TYPE: SECURITIES					07/26/2006	09/03/2009
4,073.00		3,511.00					562.00	
		20. MC DONALDS CORP. COMMON STOCK, NO PA PROPERTY TYPE: SECURITIES					04/09/2009	09/10/2009
1,099.00		1,136.00					-37.00	
		300. MC DONALDS CORP. COMMON STOCK, NO P PROPERTY TYPE: SECURITIES					07/26/2006	09/10/2009
16,486.00		10,457.00					6,029.00	
		25. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					07/26/2006	09/30/2009
4,648.00		1,601.00					3,047.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		235. CISCO SYS INC PROPERTY TYPE: SECURITIES					10/05/2007	09/30/2009
5,571.00		6,151.00					-580.00	
		80. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					10/05/2007	09/30/2009
5,503.00		5,395.00					108.00	
		30. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					04/02/2009	09/30/2009
5,548.00		3,423.00					2,125.00	
		90. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					06/08/2006	09/30/2009
4,274.00		2,705.00					1,569.00	
		45. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					08/07/2008	09/30/2009
5,384.00		5,811.00					-427.00	
		165. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					01/31/2008	09/30/2009
7,274.00		7,816.00					-542.00	
		90. WAL MART STORES INC PROPERTY TYPE: SECURITIES					09/04/2008	09/30/2009
4,418.00		5,447.00					-1,029.00	
		200. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					03/31/2006	09/30/2009
5,647.00		6,386.00					-739.00	
		1480. MFB NORTHN FDS MULTI-MANAGER GLOBA PROPERTY TYPE: SECURITIES					11/19/2008	10/02/2009
23,192.00		14,800.00					8,392.00	
		4960. MFB NRTHN MULTIMGR SMALL"FOR NMMSX PROPERTY TYPE: SECURITIES					05/23/2008	10/02/2009
38,093.00		48,126.00					-10,033.00	
		13870. MFB NORTHN MULTI-MANAGER MID CAP PROPERTY TYPE: SECURITIES					05/23/2008	10/02/2009
118,034.00		152,039.00					-34,005.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		460. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					01/04/2008	10/23/2009
13,227.00		19,154.00					-5,927.00	
		325. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES					04/09/2009	11/09/2009
10,646.00		9,265.00					1,381.00	
		355. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					10/06/2008	11/09/2009
9,798.00		11,820.00					-2,022.00	
		10. ABB LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					10/23/2009	11/24/2009
190.00		215.00					-25.00	
		60. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
3,251.00		2,549.00					702.00	
		100. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/04/2008	11/24/2009
3,585.00		4,044.00					-459.00	
		45. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES					12/14/2007	11/24/2009
3,687.00		4,604.00					-917.00	
		80. ALTERA CORP COM PROPERTY TYPE: SECURITIES					03/20/2009	11/24/2009
1,679.00		1,400.00					279.00	
		40. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	11/24/2009
5,303.00		3,145.00					2,158.00	
		60. BAXTER INTL INC PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
3,308.00		3,108.00					200.00	
		35. BHP LTD SPONSORED ADR PROPERTY TYPE: SECURITIES					05/14/2009	11/24/2009
2,589.00		1,744.00					845.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		55. CVS CORP COM STK PROPERTY TYPE: SECURITIES					08/13/2009	11/24/2009
1,748.00		1,917.00					-169.00	
		55. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					02/15/2007	11/24/2009
4,334.00		3,940.00					394.00	
		15. CISCO SYS INC PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
355.00		327.00					28.00	
		40. COSTCO WHSL CORP NEW PROPERTY TYPE: SECURITIES					01/17/2008	11/24/2009
2,421.00		2,598.00					-177.00	
		75. CUMMINS ENGINE INC PROPERTY TYPE: SECURITIES					09/03/2009	11/24/2009
3,446.00		3,412.00					34.00	
		60. DANAHER CORP PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
4,298.00		3,885.00					413.00	
		85. WALT DISNEY CO PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
2,561.00		2,773.00					-212.00	
		85. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
3,583.00		3,916.00					-333.00	
		5. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
379.00		305.00					74.00	
		45. FPL GROUP INC PROPERTY TYPE: SECURITIES					07/28/2008	11/24/2009
2,336.00		2,875.00					-539.00	
		110. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
1,774.00		3,911.00					-2,137.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10. GOOGLE INC CL A PROPERTY TYPE: SECURITIES					05/27/2009	11/24/2009
5,806.00		4,088.00					1,718.00	
		5. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					06/08/2006	11/24/2009
250.00		150.00					100.00	
		60. ITT INDS INC PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
3,118.00		3,542.00					-424.00	
		15. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					01/31/2008	11/24/2009
636.00		711.00					-75.00	
		50. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
1,801.00		3,075.00					-1,274.00	
		65. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
4,097.00		3,845.00					252.00	
		125. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES					09/10/2009	11/24/2009
3,381.00		3,328.00					53.00	
		70. KELLOGG CO PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
3,772.00		3,668.00					104.00	
		35. KOHLS CORP PROPERTY TYPE: SECURITIES					04/09/2009	11/24/2009
1,888.00		1,438.00					450.00	
		80. MEDCO HEALTH SOLUTIONS INC PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
5,017.00		2,622.00					2,395.00	
		165. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					12/14/2007	11/24/2009
4,923.00		5,881.00					-958.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		30. MOSAIC CO COM PROPERTY TYPE: SECURITIES					05/27/2009	11/24/2009
1,619.00		1,691.00					-72.00	
		55. NATIONAL-OILWELL INC PROPERTY TYPE: SECURITIES					05/05/2008	11/24/2009
2,402.00		2,608.00					-206.00	
		25. NOBLE ENERGY INC COM PROPERTY TYPE: SECURITIES					04/16/2009	11/24/2009
1,632.00		1,482.00					150.00	
		65. MFB NORTHN FDS MULTI-MANAGER GLOBAL PROPERTY TYPE: SECURITIES					11/19/2008	11/24/2009
1,077.00		650.00					427.00	
		150. MFB NORTHN FDS MULTI-MANAGER EMERGI PROPERTY TYPE: SECURITIES					11/19/2008	11/24/2009
3,120.00		1,500.00					1,620.00	
		655. MFB NORTHN MULTI-MANAGER INTL EQTY PROPERTY TYPE: SECURITIES					02/15/2007	11/24/2009
5,882.00		7,853.00					-1,971.00	
		45. MFB NRTHN MULTIMGR SMALL"FOR NMMSX F PROPERTY TYPE: SECURITIES					05/23/2008	11/24/2009
352.00		419.00					-67.00	
		45. MFB NORTHN MULTI-MANAGER MID CAP FD PROPERTY TYPE: SECURITIES					07/26/2006	11/24/2009
404.00		441.00					-37.00	
		600. MFB NORTHN HI YIELD FXD INC FD PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
4,110.00		4,824.00					-714.00	
		430. MFB NORTHN SHORT INTERMEDIATE US GO PROPERTY TYPE: SECURITIES					02/15/2007	11/24/2009
4,610.00		4,291.00					319.00	
		550. MFB NORTHERN FDS FIXED INCOME FD PROPERTY TYPE: SECURITIES					10/16/2006	11/24/2009
5,649.00		5,363.00					286.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		75. PG&E CORP PROPERTY TYPE: SECURITIES					05/31/2007	11/24/2009
3,187.00		3,722.00					-535.00	
		75. PEPSICO INC PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
4,672.00		4,340.00					332.00	
		60. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
3,751.00		3,466.00					285.00	
		55. QUALCOMM INC PROPERTY TYPE: SECURITIES					09/03/2009	11/24/2009
2,511.00		2,464.00					47.00	
		40. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
2,599.00		2,800.00					-201.00	
		175. SCHWAB CHARLES CORP COMMON STOCK NE PROPERTY TYPE: SECURITIES					09/04/2008	11/24/2009
3,148.00		4,153.00					-1,005.00	
		35. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					01/17/2008	11/24/2009
1,879.00		1,833.00					46.00	
		180. SPECTRA ENERGY CORP COM STK PROPERTY TYPE: SECURITIES					08/13/2008	11/24/2009
3,479.00		4,676.00					-1,197.00	
		55. SUNCOR ENERGY INC NEW COM STK PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
2,019.00		2,519.00					-500.00	
		80. TJX COS INC NEW PROPERTY TYPE: SECURITIES					05/05/2008	11/24/2009
3,102.00		2,516.00					586.00	
		75. TEVA PHARMACEUTICALS INDS LTD ADR PROPERTY TYPE: SECURITIES					04/09/2009	11/24/2009
3,974.00		3,387.00					587.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		125. US BANCORP PROPERTY TYPE: SECURITIES					05/05/2008	11/24/2009
2,962.00		4,323.00					-1,361.00	
		30. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					10/05/2007	11/24/2009
2,039.00		1,854.00					185.00	
		15. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
478.00		610.00					-132.00	
		5. WAL MART STORES INC PROPERTY TYPE: SECURITIES					09/04/2008	11/24/2009
274.00		303.00					-29.00	
		5. WELLS FARGO & CO NEW PROPERTY TYPE: SECURITIES					03/31/2006	11/24/2009
138.00		160.00					-22.00	
		35. COVIDIEN PLC PROPERTY TYPE: SECURITIES					09/30/2008	11/24/2009
1,633.00		1,865.00					-232.00	
		20. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					07/11/2007	11/24/2009
1,702.00		1,743.00					-41.00	
		100. MFO CREDIT SUISSE COMMODITY-RETURN PROPERTY TYPE: SECURITIES					02/15/2007	11/25/2009
903.00		1,100.00					-197.00	
		125. PIMCO COMMODITY REALRETURN STRATEGY PROPERTY TYPE: SECURITIES					10/06/2009	11/25/2009
1,069.00		950.00					119.00	
		70. AMAZON COM INC PROPERTY TYPE: SECURITIES					05/27/2009	12/08/2009
9,408.00		5,503.00					3,905.00	
		30. BAXTER INTL INC PROPERTY TYPE: SECURITIES					04/09/2009	12/08/2009
1,658.00		1,498.00					160.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		280. BAXTER INTL INC PROPERTY TYPE: SECURITIES					03/12/2007	12/08/2009
15,476.00		13,661.00					1,815.00	
		20. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					04/09/2009	12/08/2009
680.00		886.00					-206.00	
		245. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					07/11/2007	12/08/2009
8,331.00		15,069.00					-6,738.00	
		10. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					04/09/2009	12/15/2009
624.00		446.00					178.00	
		215. SCHLUMBERGER LTD ISIN #AN8068571086 PROPERTY TYPE: SECURITIES					03/31/2006	12/15/2009
13,414.00		13,577.00					-163.00	
TOTAL GAIN(LOSS)		....					-273,193.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		130,070.	130,070.
	TOTAL	130,070.	130,070.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		-7,280.
	TOTALS	-7,280.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DE INCORPORATION	5,086.			5,086.
TOTALS	5,086.	NONE	NONE	5,086.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	1,000.	500.		500.
TOTALS	1,000.	500.	NONE	500.

ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT 26-3373791

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY	21,769.	21,769.
TOTALS	21,769.	21,769.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2008 EXCISE TAX	479.	
ESTIMATED EXCISE TAX	1,350.	
FOREIGN TAXES	995.	995.
TOTALS	2,824.	995.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
CA SEC OF STATE	25.	25.
DE SEC OF STATE	25.	25.
MISC. FOUNDATION	3,317.	3,317.
WORKMANS COMP.	1,068.	1,068.
PAYROLL PROCESSING	986.	986.
TOTALS	5,421.	5,421.

ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT 26-3373791

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	1,747,746.	2,005,758.
TOTALS	1,747,746.	2,005,758.

ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT 26-3373791

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	1,585,211.	1,605,920.
TOTALS	1,585,211.	1,605,920.

ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT 26-3373791

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	318,078.	404,482.
TOTALS		318,078.	404,482.

ADAMS LEGACY FOUNDATION, A DELAWARE NONPROFIT 26-3373791

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NOTE DUE: WILDLING MUSEUM	50,000.	50,000.
TOTALS	50,000.	50,000.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RECOVERIES OF QUALIFYING DISTRIBUTIONS	6,284.
TOTAL	6,284.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		94.
	TOTAL	94.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
DE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
PETER D. ADAMS
ADDRESS:
P.O. BOX 1957
LOS ALAMITOS, CA 90720
TITLE:
PRESIDENT & TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
REBECCA B. ADAMS
ADDRESS:
P.O. BOX 1957
LOS ALAMITOS, CA 90720
TITLE:
VICE PRESIDENT & SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
BLAIR CARTY
ADDRESS:
P.O. BOX 1957
LOS ALAMITOS, CA 90720
TITLE:
EXECUTIVE DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 30,000.

OFFICER NAME:
RICK SNOWDON
ADDRESS:
P.O. BOX 1957
LOS ALAMITOS, CA 90720
TITLE:
GRANT MAKING COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MARLEE SNOWDON
ADDRESS:
P.O. BOX 1957
LOS ALAMITOS, CA 90720
TITLE:
GRANT MAKING COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 30,000.

RECIPIENT NAME:
CALIFORNIA RANGELAND
TRUST
ADDRESS:
SACRAMENTO, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EASEMENT FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MIND INSTITUTE
ADDRESS:
SANTA ANA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MATH/ALGEBRA READINESS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
SANTA BARBARA MUSEUM
OF NATURAL HISTORY
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
OUTDOOR EXPLORATION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
AMERICAN FARMLAND
TRUST
ADDRESS:
WASHINGTON, DC

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUSTAINABLE STEWARDSHIP INITIATIVE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LAND TRUST FOR SANTA
BARBARA COUNTY
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RANCHO EL JABALI
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
FOUNDATION FOR SANTA
BARBARA CITY COLLEGE
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
NURSING & EMT TRAINING EQUIPMENT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
NATURE CONSERVANCY
CALIFORNIA PROGRAM
ADDRESS:
LOS ANGELES, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CLARA RIVER PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
RECORDING FOR THE
BLIND & DYSLEXIC
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ADOPT-A-SCHOOL & SCHOLARSHIP FUND SANTA YNEZ
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
BEXLEY EDUCATION
FOUNDATION
ADDRESS:
BEXLEY, OH

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 70,000.

RECIPIENT NAME:
PLANNED PARENTHOOD
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
RELIGIOUS COALITION FOR
REPRODUCTIVE CHOICE
ADDRESS:
WASHINGTON, DC

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
YOUNG LIFE OF
SANTA BARBARA
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
ST. THOMAS EPISCOPAL
CHURCH
ADDRESS:
TERRACE PARK, OH

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
AMERICAN FRIENDS OF THE
EPISCOPAL DIOCESE OF JERUSALEM
ADDRESS:
DARIEN, CT

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SOCIAL VENTURE PARTNERS
ADDRESS:
SANTA BARBARA, CA

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 6,000.

TOTAL GRANTS PAID: 270,000.

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108							
155 000	76 58	0 00	11,869 90	7,721 53	4,148 37	0 00	4,148 37
Total USD		0 00	11,869 90	7,721 53	4,148 37	0 00	4,148 37
Total Australia		0 00	11,869 90	7,721 53	4,148 37	0 00	4,148 37
Canada - USD							
SUNCOR ENERGY INC NEW COM STK CUSIP 867224107							
270 000	35 31	0 00	9,533 70	9,472 72	60 98	0 00	60 98
Total USD		0 00	9,533 70	9,472 72	60 98	0 00	60 98
Total Canada		0 00	9,533 70	9,472 72	60 98	0 00	60 98
Ireland - USD							
COVIDIEN PLC USD0 20 CUSIP G2554F105							
195 000	47 89	0 00	9,338 55	10,388 84	-1,050 29	0 00	-1,050 29
Total USD		0 00	9,338 55	10,388 84	-1,050 29	0 00	-1,050 29
Total Ireland		0 00	9,338 55	10,388 84	-1,050 29	0 00	-1,050 29
Israel - USD							
ADR TEVA PHARMACEUTICAL INDS CUSIP 881624209							
380 000	56 18	0 00	21,348 40	16,187 68	5,160 72	0 00	5,160 72
Total USD		0 00	21,348 40	16,187 68	5,160 72	0 00	5,160 72
Total Israel		0 00	21,348 40	16,187 68	5,160 72	0 00	5,160 72
Switzerland - USD							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
445 000	19 10	0 00	8,499 50	9,549 07	-1,049 57	0 00	-1,049 57
TRANSOCEAN LTD CUSIP H8817H100							
115 000	82 80	0 00	9,522 00	9,089 14	432 86	0 00	432 86
Total USD		0 00	18,021 50	18,638 21	-616 71	0 00	-616 71
Total Switzerland		0 00	18,021 50	18,638 21	-616 71	0 00	-616 71
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
310 000	53 99	0 00	16,736 90	13,215 51	3,521 39	0 00	3,521 39
ADOBE SYS INC COM CUSIP 00724F101							
510 000	36 78	0 00	18,757 80	18,961 54	-203 74	0 00	-203 74
AIR PROD & CHEM INC COM CUSIP 009158106							
225 000	81 06	101 25	18,238 50	20,226 66	-1,988 16	0 00	-1,988 16
ALTERA CORP COM CUSIP 021441100							
410 000	22 63	0 00	9,278 30	7,173 32	2,104 98	0 00	2,104 98
AMAZON COM INC COM CUSIP 023135106							
135 000	134 52	0 00	18,160 20	10,324 04	7,836 16	0 00	7,836 16
APPLE INC CUSIP 037833100							
150 000	210 86	0 00	31,629 00	14,400 89	17,228 11	0 00	17,228 11

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
BAXTER INTL INC COM CUSIP 071813109							
0 000	58 68	89 90	0 00	0 00	0 00	0 00	0 00
CHEVRON CORP COM CUSIP 166764100							
280 000	76 99	0 00	21,557 20	19,599 33	1,957 87	0 00	1,957 87
CISCO SYSTEMS INC CUSIP 17275R102							
1,270 000	23 94	0 00	30,403 80	25,632 54	4,771 26	0 00	4,771 26
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
200 000	59 17	0 00	11,834 00	12,625 92	-791 92	0 00	-791 92
CUMMINS INC CUSIP 231021106							
345 000	45 86	0 00	15,821 70	15,693 12	128 58	0 00	128 58
CVS CAREMARK CORP COM STK CUSIP 126650100							
250 000	32 21	0 00	8,052 50	8,712 80	-660 30	0 00	-660 30
DANAHER CORP COM CUSIP 235851102							
305 000	75 20	12 20	22,936 00	18,084 01	4 851 99	0 00	4,851 99
EMERSON ELECTRIC CO COM CUSIP 291011104							
425 000	42 60	0 00	18,105 00	18,955 12	-850 12	0 00	-850 12
EXXON MOBIL CORP COM CUSIP 30231G102							
445 000	68 19	0 00	30,344 55	0 00	30,344 55	0 00	30,344 55

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
F P L GROUP INC COM CUSIP 302571104							
240 000	52 82	0 00	12,676 80	14,993 75	-2,316 95	0 00	-2,316 95
FEDEX CORP COM CUSIP 31428X106							
105 000	83 45	11 55	8,762 25	9,445 29	-683 04	0 00	-683 04
GENERAL ELECTRIC CO CUSIP 369604103							
590 000	15 13	59 00	8,926 70	18,608 00	-9,681 30	0 00	-9,681 30
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
155 000	168 84	0 00	26,170 20	16,059 39	10,110 81	0 00	10,110 81
GOOGLE INC CL A CL A CUSIP 38259P508							
38 000	619 98	0 00	23,559 24	14,986 59	8,572 65	0 00	8,572 65
HEWLETT PACKARD CO COM CUSIP 428236103							
485 000	51 51	38 80	24,982 35	15,628 89	9,353 46	0 00	9,353 46
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
230 000	130 90	0 00	30,107 00	28,328 32	1,778 68	0 00	1,778 68
ITT CORP INC COM CUSIP 450911102							
310 000	49 74	78 62	15,419 40	15,775 23	-355 83	0 00	-355 83
JOHNSON & JOHNSON COM CUSIP 478160104							
305 000	64 41	0 00	19,645 05	18 043 80	1,601 25	0 00	1,601 25

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
JOHNSON CTL INC COM CUSIP 478366107							
570 000	27 24	74 10	15,526 80	15,175 57	351 23	0 00	351 23
JPMORGAN CHASE & CO COM CUSIP 46625H100							
900 000	41 67	0 00	37,503 00	34,925 02	2,577 98	0 00	2,577 98
KELLOGG CO COM CUSIP 487836108							
380 000	53 20	0 00	20,216 00	18,532 11	1,683 89	0 00	1,683 89
KOHLS CORP COM CUSIP 500255104							
180 000	53 93	0 00	9,707 40	6,763 00	2,944 40	0 00	2,944 40
MCKESSON CORP CUSIP 58155Q103							
285 000	62 50	0 00	17,812 50	17,425 30	387 20	0 00	387 20
MEDCO HEALTH SOLUTIONS INC COM CUSIP 58405U102							
415 000	63 91	0 00	26,522 65	11,879 56	14,643 09	0 00	14,643 09
MICROSOFT CORP COM CUSIP 594918104							
835 000	30 49	0 00	25,459 15	23,068 35	2,390 80	0 00	2,390 80
MOSAIC CO COM CUSIP 61945A107							
175 000	59 73	0 00	10,452 75	9,861 97	590 78	0 00	590 78
NATIONAL OILWELL VARCO COM STK CUSIP 637071101							
270 000	44 09	0 00	11,904 30	10,427 83	1,476 47	0 00	1,476 47

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equity Securities							
Common stock							
United States - USD							
NIKE INC CL B CUSIP 654106103							
150 000	66 07	0 00	9,910 50	9,572 97	337 53	0 00	337 53
NOBLE ENERGY INC COM CUSIP 655044105							
130 000	71 22	0 00	9,258 60	7,705 76	1,552 84	0 00	1,552 84
PEPSICO INC COM CUSIP 713448108							
355 000	60 80	159 75	21,584 00	20,540 30	1,043 70	0 00	1,043 70
PG& E CORP COM CUSIP 69331C108							
370 000	44 65	155 40	16,520 50	16,021 85	498 65	0 00	498 65
PROCTER & GAMBLE CO COM CUSIP 742718109							
255 000	60 63	0 00	15,460 65	14,175 34	1,285 31	0 00	1,285 31
QUALCOMM INC COM CUSIP 747525103							
280 000	46 26	0 00	12,952 80	12,544 50	408 30	0 00	408 30
SCHLUMBERGER LTD COM STK CUSIP 806857108							
0 000	65 09	47 25	0 00	0 00	0 00	0 00	0 00
SCHWAB CHARLES CORP COM NEW CUSIP 808513105							
825 000	18 82	0 00	15,526 50	17,802 35	-2,275 85	0 00	-2,275 85
SIGMA-ALDRICH CORP COM CUSIP 826552101							
225 000	50 53	0 00	11,369 25	11,783 66	-414 41	0 00	-414 41

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
915 000	20 51	0 00	18,766 65	21,576 95	-2,810 30	0 00	-2,810 30
TJX COS INC COM NEW CUSIP 872540109							
405 000	36 55	0 00	14,802 75	12,610 03	2,192 72	0 00	2,192 72
TRAVELERS COS INC COM STK CUSIP 89417E109							
355 000	49 86	0 00	17,700 30	18,993 14	-1,292 84	0 00	-1,292 84
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
170 000	69 41	0 00	11,799 70	9,740 30	2,059 40	0 00	2,059 40
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
445 000	30 48	0 00	13,563 60	13,894 15	-330 55	0 00	-330 55
US BANCORP CUSIP 902973304							
630 000	22 51	31 50	14,181 30	20,771 88	-6,590 58	0 00	-6,590 58
VERIZON COMMUNICATIONS COM CUSIP 92343V104							
420 000	33 13	0 00	13,914 60	13,765 91	148 69	0 00	148 69
WAL-MART STORES INC COM CUSIP 931142103							
495 000	53 45	134 88	26,457 75	28,947 53	-2,489 78	0 00	-2,489 78
WALT DISNEY CO CUSIP 254687106							
435 000	32 25	152 25	14,028 75	12,115 61	1,913 14	0 00	1,913 14

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
670 000	26 99	0 00	18,083 30	17,808 25	275 05	0 00	275 05
Total USD		1,146 45	893,090 49	783,903 25	109,187 24	0 00	109,187 24
Total United States		1,146 45	893,090 49	783,903 25	109,187 24	0 00	109,187 24
Total Common Stock **20,818 000**		**1,146.45**	**963,202.54**	**846,312.23**	**116,890.31**	**0 00**	**116,890.31**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
17,724 180	20 37	0 00	361,041 54	249,814 68	111,226 86	0 00	111,226 86
Total USD		0 00	361,041 54	249,814 68	111,226 86	0 00	111,226 86
Total Emerging Markets Region		0 00	361,041 54	249,814 68	111,226 86	0 00	111,226 86
International Region - USD							
MFB NORTHN MULTI-MANAGER INTL EQTY FD CUSIP 665162558							
66,363 310	8 93	0 00	592,624 35	569,978 12	22,646 23	0 00	22,646 23
Total USD		0 00	592,624 35	569,978 12	22,646 23	0 00	22,646 23
Total International Region		0 00	592,624 35	569,978 12	22,646 23	0 00	22,646 23
United States - USD							
MFB NORTHN MULTI-MANAGER MID CAP FD CUSIP 665162574							
4,820 950	9 38	0 00	45,220 51	37,691 59	7,528 92	0 00	7,528 92

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Equity funds							
United States - USD							
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
5,286 840	8 26	0 00	43,669 29	43,949 31	-280 02	0 00	-280 02
Total USD		0 00	88,889 80	81,640 90	7,248 90	0 00	7,248 90
Total United States		0 00	88,889 80	81,640 90	7,248 90	0 00	7,248 90
Total Equity Funds **94,195.280**		**0.00**	**1,042,555 69**	**901,433.70**	**141,121 99**	**0.00**	**141,121 99**
Total Equity Securities **115,013.280**		**1,146.45**	**2,005,758.23**	**1,747,745.93**	**258,012.30**	**0.00**	**258,012.30**
Fixed Income Securities							
Corporate/government							
United States - USD							
MFB NORTHERN FUNDS FIXED INCOME FD CUSIP 665162806							
65,101 960 Issue Date 25 Aug 08	10 14	0 00	660,133 87	633,413 45	26,720 42	0 00	26,720 42
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
60,765 670 Issue Date 25 Aug 08	6 97	0 00	423,536 72	416,146 56	7,390 16	0 00	7,390 16
MFB NORTHN SHORT INTERMEDIATE US GOVT CUSIP 665162756							
50,703 820 Issue Date 25 Aug 08	10 30	0 00	522,249 34	508,532 42	13,716 92	0 00	13,716 92

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
Total USD		0 00	1,605,919 93	1,558,092 43	47,827 50	0 00	47,827 50
Total United States		0 00	1,605,919 93	1,558,092 43	47,827 50	0 00	47,827 50
Total Corporate/Government							
176,571.450		**0.00**	**1,605,919.93**	**1,558,092.43**	**47,827.50**	**0 00**	**47,827.50**
Total Fixed Income Securities							
176,571.450		**0.00**	**1,605,919.93**	**1,558,092 43**	**47,827.50**	**0.00**	**47,827.50**
Real Estate							
Real estate funds							
Global Region - USD							
MFB NORTHN FDS MULTI-MANAGER GLOBAL REALESTATE FD CUSIP 665162475							
7,941 090	16 57	0 00	131,583 86	80 791 07	50,792 79	0 00	50,792 79
Total USD		0 00	131,583 86	80,791 07	50,792 79	0 00	50,792 79
Total Global Region		0 00	131,583 86	80,791 07	50,792 79	0 00	50,792 79
Total Real Estate Funds							
7,941.090		**0 00**	**131,583.86**	**80,791.07**	**50,792.79**	**0 00**	**50,792 79**
Total Real Estate							
7,941.090		**0.00**	**131,583 86**	**80,791.07**	**50,792.79**	**0.00**	**50,792 79**

Commodities

Commodities

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Commodities							
Commodities							
United States - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
426 000	107 31	0 00	45,714 06	38,870 50	6,843 56	0 00	6,843 56
MFO CREDIT SUISSE COMMODITY-RETURN PLUS STRATEGY FD COM CL CUSIP 22544R305							
12,822 460	8 59	0 00	110,144 93	107,337 48	2,807 45	0 00	2,807 45
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
14,135 110	8 28	0 00	117,038 71	91,079 14	25,959 57	0 00	25,959 57
Total USD		0 00	272,897 70	237,287 12	35,610 58	0 00	35,610 58
Total United States		0 00	272,897 70	237,287 12	35,610 58	0 00	35,610 58
Total Commodities **27,383.570**		**0.00**	**272,897 70**	**237,287.12**	**35,610.58**	**0 00**	**35,610.58**
Total Commodities **27,383.570**		**0 00**	**272,897 70**	**237,287.12**	**35,610.58**	**0.00**	**35,610.58**
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	2 26	287 861 17	287,861 17	0 00	0 00	0 00
Total short term - all currencies		2 26	287,861 17	287,861 17	0 00	0 00	0 00
Total short term - all countries		2 26	287,861 17	287,861 17	0 00	0 00	0 00

Asset Detail

31 DEC 09

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Cash and Short Term Investments							
Total Short Term							
287,861 170		2.26	287,861 17	287,861.17	0 00	0.00	0.00
Total Cash and Short Term Investments							
287,861.170		2.26	287,861 17	287,861.17	0 00	0 00	0.00
Total							
614,770 560		1,148.71	4,304,020.89	3,911,777.72	392,243.17	0 00	392,243.17