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 Weston Wabash Foundation
c/o: Old National Trust Company
PO Box 1447
Terre Haute, IN 47808

A Employer identification number 31-6023751

B Telephone number (see the instructions) 812-462-7000

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, column (c), line 16) ► $ 5,112,994.

J Accounting method: ☐ Cash [X] 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)
1 Contributions, gifts, grants, etc, received (att sch)				
2 Ck ► [X] if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	131,940.	131,940.	131,940.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-210,027.			
b Gross sales price for all assets on line 6a 2,233,933.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
12 **Total.** Add lines 1 through 11	-78,087.	131,940.	131,940.	
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 1	2,700.	2,700.		
c Other prof fees (attach sch) See St 2	11,867.	11,867.		
17 Interest				
18 Taxes (attach schedule)(see instr) See Stm 3	-4,267.	-4,267.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 4	200.	200.		
24 **Total operating and administrative expenses.** Add lines 13 through 23	10,500.	10,500.		
25 Contributions, gifts, grants paid Part XV	244,500.			244,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	255,000.	10,500.	0.	244,500.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-333,087.			
b **Net investment income** (if negative, enter -0-)		121,440.		
c **Adjusted net income** (if negative, enter -0-)			131,940.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	135,230.	144,226.	144,226.
	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)	2,474,702.	2,308,311.	2,308,311.
	b Investments — corporate stock (attach schedule)	1,985,305.	2,634,893.	2,634,893.
	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)			
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► See Statement 5)	31,264.	25,564.	25,564.
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	4,626,501.	5,112,994.	5,112,994.
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 ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	4,626,501.	5,112,994.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	4,626,501.	5,112,994.	
	31 Total liabilities and net assets/fund balances (see the instructions)	4,626,501.	5,112,994.	

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	4,626,501.
2	Enter amount from Part I, line 27a	2	-333,087.
3	Other increases not included in line 2 (itemize) ► See Statement 6	3	819,580.
4	Add lines 1, 2, and 3	4	5,112,994.
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	5,112,994.

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	P	Various	Various
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,233,933.		2,443,960.	-210,027.
b				
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				-210,027.
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** -210,027.

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** 0.

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 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	295,107.	5,339,921.	0.055264
2007	290,000.	5,794,223.	0.050050
2006	384,053.	6,028,329.	0.063708
2005	144,000.	4,813,164.	0.029918
2004	68,529.	1,258,753.	0.054442

2	**Total** of line 1, column (d)	2	0.253382
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	0.050676
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,753,545.
5	Multiply line 4 by line 3	5	240,891.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,214.
7	Add lines 5 and 6	7	242,105.
8	Enter qualifying distributions from Part XII, line 4	8	244,500.

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 ► [X] and enter 1% of Part I, line 27b	1	1,214.
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	1,214.
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	1,214.
6	Credits/Payments:		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009 — 6a: 1,396.		
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	1,396.
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	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	182.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 182. **Refunded** ►	11	0.

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
4 a	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	
8 a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► IN OH			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A | Statements Regarding Activities *Continued*

		Line	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 ► Old National Trust Company Telephone no. ► 812-462-7000

Located at ► P.O. Box 1447 Terre Haute IN ZIP + 4 ► 47807

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.

			Line	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?	☐ 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	N/A	
	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? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ No			
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
See Statement 7		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 Not applicable	
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	4,411,921.
b	Average of monthly cash balances	1b	414,013.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,825,934.
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	4,825,934.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	72,389.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,753,545.
6	***Minimum investment return.*** Enter 5% of line 5	6	237,677.

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	237,677.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 1,214.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,214.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	236,463.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	236,463.
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	236,463.

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	244,500.
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	244,500.
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	1,214.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	243,286.

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				236,463.
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 12,818.				
d From 2007 7,342.				
e From 2008 30,897.				
f Total of lines 3a through e	51,057.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 244,500.				
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				236,463.
e Remaining amount distributed out of corpus	8,037.			
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	59,094.			
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				0.
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	59,094.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006 12,818.				
c Excess from 2007 7,342.				
d Excess from 2008 30,897.				
e Excess from 2009 8,037.				

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))

None

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

None

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 8				
Total			► **3a**	244,500.
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 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	131,940.	
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					-210,027.
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)				131,940.	-210,027.
13 Total. Add line 12, columns (b), (d), and (e)				13	-78,087.

(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] 4/19/2010 ► President/Treasurer

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only			
Preparer's signature ►	O. Earl Elliott, CPA	Date 4/4/2010	Check if self-employed ► ☐ Preparer's Identifying number (See Signature in the instrs) P00426686
Firm's name (or yours if self-employed), address, and ZIP code ►	SACKRIDER & COMPANY, INC. 1925 Wabash Avenue Terre Haute, IN 47807-3326		EIN ► 35-1327464 Phone no ► (812) 232-9492

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	$ 2,700.	$ 2,700.		
Total	$ 2,700.	$ 2,700.	$ 0.	$ 0.

Statement 2
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
Trust fees	$ 11,867.	$ 11,867.		
Total	$ 11,867.	$ 11,867.	$ 0.	$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax on investment income	$ -4,267.	$ -4,267.		
Total	$ -4,267.	$ -4,267.	$ 0.	$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative expenses	$ 200.	$ 200.		
Total	$ 200.	$ 200.	$ 0.	$ 0.

Statement 5
Form 990-PF, Part II, Line 15
Other Assets

		Book Value	Fair Market Value
Investment income receivable		$ 25,564.	$ 25,564.
	Total	$ 25,564.	$ 25,564.

Statement 6
Form 990-PF, Part III, Line 3
Other Increases

Unrealized gain on investments		$ 819,580.
	Total	$ 819,580.

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Ward M. Hubbard 7300 S. Carlisle St Terre Haute, IN 47802	Pres/Treas/Trus 0	$ 0.	$ 0.	$ 0.
Nicholas C. Hollenkamp 5025 Rolling Woods Trail Dayton, OH 45429	Sec./Trustee 0	0.	0.	0.
Ruel F. Burns, Jr. 3655 Woodstock Court Ft. Myers, FL 33908	Trustee 0	0.	0.	0.
Curtis W. Stephens 200 E Curry Dr. Terre Haute, IN 47802	VP/Trustee 0	0.	0.	0.
Edward T. Turner, Jr. 108 E. Curry Drive Terre Haute, IN 47802	Trustee 0	0.	0.	0.
	Total	$ 0.	$ 0.	$ 0.

Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
Independent Colleges - IN 101 West Ohio St, Suite 440 Indianapolis, IN 46204	None		Scholarships	$ 5,500.
ISU Foundation Terre Haute, IN 47809	None		For operating support	5,000.
Ivy Tech State College Fdtn 7999 S. US Hwy 41 Terre Haute, IN 47802	None		For operating support	2,500.
Rose Hulman Instit. Tech. 5500 Wabash Ave. Terre Haute, IN 47803	None		For operating support	2,500.
St Mary of the Woods College St Mary of the Woods, IN 47876	None		For operating support	4,000.
Wab. Valley Community Fdt 2901 Ohio Blvd, Suite 153 Terre Haute, IN 47803	None		For operating endowment fund	5,000.
Junior Achievement of Wabash 35 Southland Shopping Ctr Terre Haute, IN 47802	None		For operating support	5,000.
Rose Hulman Inst. of Technolog 5500 Wabash Avenue Terre Haute, IN 47803	None		Scholarship Fund	4,000.
University of Dayton Fdtn Dayton, OH 45469	None		Scholarship Fund	5,000.
Indiana State University Fdtn Terre Haute, IN 47809	None		Scholarship Fund	2,000.
Sheldon Swope Art Museum 25 S. 7th Street Terre Haute, IN 47807	None		For operating support	2,000.
United Way of the Wab Val 2901 Ohio Blvd Terre Haute, IN 47803	None		For operating support	25,000.
Union Hospital Foundation 1606 N. 7th Street Terre Haute, IN 47804	None		For operating support	10,000.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
Girl Scouts of Central Indiana 1100 Girl Scout Lane Terre Haute, IN 47807	None		For pool renovations at camp Kna Wa Kwa	$ 2,000.
Terre Haute Symphony 25 N. 6th Street Terre Haute, IN 47807	None		For operating support	1,500.
Vigo County Education Fdtn. 686 Wabash Avenue Terre Haute, IN 47807	None		For operating support	3,000.
Gibault, Inc. 6301 S. US Hwy 41 Terre Haute, IN 47802	None		For operating support	1,500.
Terre Haute Boys & Girls Club 220 N. 3rd Street Terre Haute, IN 47807	None		For operating support	3,000.
Boy Scouts of America 501 S 25th Street Terre Haute, IN 47803	None		For operating support	2,000.
Vigo County Historical Society 1411 S. 6th Street Terre Haute, IN 47802	None		For building fund	2,000.
Children's Science & Tech Muse 523 Wabash Ave. Terre Haute, IN 47807	None		For building fund	10,000.
Humane Society of Terre Haute 1811 S. Fruitridge Ave. Terre Haute, IN 47803	None		For operating support	2,000.
Hospice of the Wabash Valley 601 South 1st Street Terre Haute, IN 47802	None		For operating support	3,000.
Anne Hubbard Classic Scholar-Rose Hulman Terre Haute, IN	None		Scholarship	2,000.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
Union Hospital Foundation 1606 N. 7th Street Terre Haute, IN 47804	None		For building fund	$ 125,000.
Crayons to Classrooms Campaign Dayton, OH 45423	None		For operating support	10,000.
			Total	$ 244,500.

THE WESTON WABASH FOUNDATION
31-6023751

OLD NATIONAL TRUST

OLD NATIONAL TRUST COMPANY
Gain/Loss With Pending Trades Report

Run on 1/13/2010 10:44:12 AM
Start Date: 01/01/2009
End Date: 12/31/2009

Account: 1091008439
WESTON WABASH FOUNDATION AGT

Administrator: JULIE SCHLOSSER 812-462-7459

Description	Sold	Acquired	Proceeds	Cost	Gain/Loss
** SHORT TERM CAPITAL GAIN (LOSS)					
100000 UNITS OF GE MONEY BK, SALT LAKE CITY UT CTF DEP 2.4% 01/02/2009	01/02/2009	09/29/2008	100,000.00	100,000.00	0.00
100000 UNITS OF APPLE BK FOR SVGS, MANHASSET NY CTF DEP 2.4% 01/08/2009	01/08/2009	09/29/2008	100,000.00	100,000.00	0.00
100000 UNITS OF NY COML BK, ISLANDIA NY CTF DEP 2.4% 01/08/2009	01/08/2009	09/29/2008	100,000.00	100,000.00	0.00
100000 UNITS OF GREAT SOUTHERN BK REEDS SPRINGS MO CTF DEP 2.4% 01/09/2009	01/09/2009	10/01/2008	100,000.00	100,000.00	0.00
100000 UNITS OF BK AMER, CHARLOTTE NC CTF DEP 2.4% 01/15/2009	01/15/2009	10/06/2008	100,000.00	100,000.00	0.00
50000 UNITS OF BRANCH BKG & TR WINSTON SALEM NC CTF DEP 2.45% 01/22/2009	01/22/2009	10/02/2008	50,000.00	50,000.00	0.00
37 SHARES OF BURLINGTON NORTHN SANTA FE CORP	03/20/2009	05/13/2008	2,030.92	3,909.05	1,878.13-
74 SHARES OF BURLINGTON NORTHN SANTA FE CORP	03/20/2009	10/08/2008	4,061.84	6,198.98	2,137.14-
58 SHARES OF INTL GAME TECH	03/20/2009	05/13/2008	523.32	2,079.88	1,556.56-
189 SHARES OF INTL GAME TECH	03/20/2009	10/08/2008	1,705.30	2,776.41	1,071.11-
26 SHARES OF STRYKER CORP	04/15/2009	05/13/2008	934.60	1,663.22	728.62-
114 SHARES OF STRYKER CORP	04/15/2009	10/08/2008	4,097.85	6,458.10	2,360 25-
2088 SHARES OF SELECT SECTOR SPDR TECH	05/27/2009	03/20/2009	36,539.06	31,424.40	5,114.66
311.000 SHARES OF HARRIS STRATEX NETWORKS INC	06/04/2009	05/28/2009	1,775.98	1,668.83	107.15
.763 SHARES OF HARRIS STRATEX NETWORKS INC	06/04/2009	05/28/2009	4.29	4.09	0.20
5110.803 SHARES OF EATON VANCE LARGE CAP VALUE CL I FD #223	07/06/2009	03/05/2009	68,893.62	55,350.00	13,543.62
65 SHARES OF CONOCOPHILLIPS	07/22/2009	10/08/2008	2,801.87	4,087.20	1,285.33-
128 SHARES OF AFLAC INC	08/06/2009	10/08/2008	5,081.62	6,333 44	1,251 82-
127 SHARES OF AUTODESK INC	09/18/2009	10/08/2008	2,975.37	3,695.69	720.32-
96 SHARES OF SMITH INTL INC	09/18/2009	10/08/2008	2,700.83	4,366.08	1,665.25-
90 SHARES OF EMC CORP	11/09/2009	09/18/2009	1,516.46	1,535.37	18.91-
125 SHARES OF MEDCO HEALTH SOLUTIONS INC	11/09/2009	05/18/2009	7,527.30	5,571.88	1,955.42
78 SHARES OF NORTHERN TRUST CORP	11/09/2009	04/15/2009	3,900.67	4,818.20	917.53-
58 SHARES OF QUANTA SVCS INC	11/09/2009	07/22/2009	1,240.58	1,267.74	27.16-

THE WESTON WABASH FOUNDATION
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58 SHARES OF SCHLUMBERGER LTD	11/09/2009	09/18/2009	3,760.62	3,601.48	159.14
25 SHARES OF SELECT SECTOR SPDR CONSUMER DISCRETIONARY	11/09/2009	03/20/2009	708.73	464.25	244.48
36 SHARES OF VISA INC CL A	11/09/2009	05/27/2009	2,918.80	2,447.38	471.42
50000 UNITS OF FED HOME LN MTG STEP CPN 2% 05/19/2014-2009	11/19/2009	04/27/2009	50,000.00	50,000.00	0.00
2297.002 SHARES OF JP MORGAN US REAL ESTATE SELECT SHS FD #3037	12/02/2009	03/05/2009	27,035.71	13,024.00	14,011.71
196 SHARES OF XTO ENERGY INC	12/16/2009	03/04/2009	9,373.38	6,275.69	3,097.69
** TOTAL SHORT TERM CAPITAL GAIN (LOSS)			792,108.72	769,021.36	23,087.36
** LONG TERM CAPITAL GAIN (LOSS)					
200 SHARES OF PROCTER & GAMBLE CO	03/04/2009	10/15/2007	9,556.17	14,350.00	4,793.83-
63 SHARES OF PROCTER & GAMBLE CO	03/04/2009	01/28/2008	3,010.19	4,123.98	1,113.79-
400 SHARES OF BURLINGTON NORTHN SANTA FE CORP	03/20/2009	06/05/2007	21,955.88	36,933.00	14,977.12-
41 SHARES OF BURLINGTON NORTHN SANTA FE CORP	03/20/2009	01/28/2008	2,250.47	3,375.53	1,125 06-
478 SHARES OF INTL GAME TECH	03/20/2009	10/15/2007	4,312.87	20,969.86	16,656.99-
559 SHARES OF INTL GAME TECH	03/20/2009	11/16/2007	5,043.72	23,292.36	18,248.64-
106 SHARES OF INTL GAME TECH	03/20/2009	01/28/2008	956.41	4,229.40	3,272.99-
100000 UNITS OF BEAR STEARNS COS 3.25% 03/25/2009	03/25/2009	11/28/2006	100,000.00	96,169.00	3,831.00
50000 UNITS OF FED NAT MTG ASSOC 6% 11/28/2022-2009	04/13/2009	11/15/2007	50,000.00	50,000.00	0.00
125000 UNITS OF FED NAT MTG ASSOC 4.875% 04/15/2009	04/15/2009	10/05/2006	125,000.00	125,105.00	105.00-
114 SHARES OF GOLDMAN SACHS	04/15/2009	03/17/2006	13,530.17	17,161.56	3,631.39-
13 SHARES OF GOLDMAN SACHS	04/15/2009	10/15/2007	1,542.92	3,033.55	1,490 63-
21 SHARES OF GOLDMAN SACHS	04/15/2009	01/28/2008	2,492.40	4,080.09	1,587.69-
485 SHARES OF STRYKER CORP	04/15/2009	06/05/2007	17,433.85	32,641.52	15,207.67-
141 SHARES OF STRYKER CORP	04/15/2009	10/15/2007	5,068.39	10,393.11	5,324.72-
64 SHARES OF STRYKER CORP	04/15/2009	01/28/2008	2,300.55	4,227.84	1,927.29-
25000 UNITS OF FED HOME LN BK 5.79% 04/27/2009	04/27/2009	05/02/2001	25,000.00	24,859.33	140.67
329 SHARES OF AFLAC INC	05/18/2009	07/24/2006	11,347.90	14,810.82	3,462 92-
31 SHARES OF AFLAC INC	05/18/2009	03/07/2007	1,069.26	1,443.98	374.72-
72 SHARES OF AFLAC INC	05/18/2009	01/28/2008	2,483.43	4,428.00	1,944.57-
43 SHARES OF AFLAC INC	05/18/2009	05/13/2008	1,483.16	2,885.73	1,402.57-
330.000 SHARES OF JPMORGAN CHASE & CO	05/18/2009	06/05/2007	11,819.81	16,998.30	5,178 49-
75000 UNITS OF CATERPILLAR FINL SVCS CORP 4.5% 06/15/2009	06/15/2009	07/19/2005	75,000.00	75,476.25	476.25-
4 SHARES OF APPLE INC	07/22/2009	06/05/2007	628.35	490.20	138.15

24 SHARES OF APPLE INC	07/22/2009	01/28/2008	3,770.12	3,144.72	625.40
22 SHARES OF APPLE INC	07/22/2009	05/13/2008	3,455.94	4,206.62	750 68-
275 SHARES OF CONOCOPHILLIPS	07/22/2009	04/24/2006	11,854.06	19,890.75	8,036.69-
156 SHARES OF CONOCOPHILLIPS	07/22/2009	06/05/2007	6,724.49	12,394.20	5,669 71-
44 SHARES OF CONOCOPHILLIPS	07/22/2009	01/28/2008	1,896.65	3,326.40	1,429.75-
40 SHARES OF CONOCOPHILLIPS	07/22/2009	05/13/2008	1,724.23	3,546.00	1,821 77-
103 SHARES OF HARRIS CORP	07/22/2009	10/15/2007	3,191.23	6,259.31	3,068.08-
89 SHARES OF HARRIS CORP	07/22/2009	01/28/2008	2,757.48	4,287.13	1,529.65-
61 SHARES OF HARRIS CORP	07/22/2009	05/13/2008	1,889.95	3,538.61	1,648.66-
346 SHARES OF AFLAC INC	08/06/2009	07/24/2006	13,736.26	15,576.13	1,839.87-
50 SHARES OF FRANKLIN RES INC	08/19/2009	03/07/2007	4,623.63	5,766.00	1,142.37-
25 SHARES OF FRANKLIN RES INC	08/19/2009	06/05/2007	2,311.81	3,365.75	1,053 94-
23 SHARES OF FRANKLIN RES INC	08/19/2009	05/13/2008	2,126.87	2,354.74	227.87-
781 SHARES OF AUTODESK INC	09/18/2009	10/15/2007	18,297.35	39,502.98	21,205.63-
79 SHARES OF AUTODESK INC	09/18/2009	01/28/2008	1,850.82	3,214.51	1,363.69-
72 SHARES OF AUTODESK INC	09/18/2009	05/13/2008	1,686.82	2,868.48	1,181 66-
574 SHARES OF SMITH INTL INC	09/18/2009	03/17/2006	16,148.73	21,312.62	5,163.89-
58 SHARES OF SMITH INTL INC	09/18/2009	01/28/2008	1,631.76	3,573.96	1,942 20-
52 SHARES OF SMITH INTL INC	09/18/2009	05/13/2008	1,462.95	4,169.88	2,706.93-
260 SHARES OF JP MORGAN US REAL ESTATE SELECT SHS FD #3037	11/09/2009	07/09/2008	2,909.40	4,074.20	1,164 80-
382 SHARES OF GOLDMAN SACHS MID CAP VALUE INSTL FD #864	11/09/2009	10/15/2007	10,890.82	16,112.76	5,221.94-
1915 SHARES OF FIDELITY DIVERSIFIED INTL FD #325	11/09/2009	10/15/2007	54,232.80	84,508.93	30,276 13-
24 SHARES OF APPLE INC	11/09/2009	06/05/2007	4,783.31	2,941.20	1,842.11
26 SHARES OF BECTON DICKINSON & CO	11/09/2009	10/29/2008	1,840.49	1,732.12	108.37
72 SHARES OF CHURCH & DWIGHT INC	11/09/2009	05/13/2008	4,173.01	3,911.76	261.25
156 SHARES OF CISCO SYS INC	11/09/2009	10/15/2007	3,687.94	5,148.00	1,460 06-
27 SHARES OF COSTCO WHSL CORP NEW	11/09/2009	12/19/2007	1,618.88	1,833.84	214.96-
30 SHARES OF COSTCO WHSL CORP NEW	11/09/2009	05/13/2008	1,798.75	2,212.20	413.45-
34 SHARES OF COVANCE INC	11/09/2009	01/28/2008	1,826.09	2,941.34	1,115.25-
63 SHARES OF DANAHER CORP	11/09/2009	10/15/2007	4,559.82	5,174.82	615.00-
5 SHARES OF DEERE & CO	11/09/2009	01/28/2008	242.74	423.35	180.61-
48 SHARES OF DEERE & CO	11/09/2009	05/13/2008	2,330.34	4,342.08	2,011.74-
93 SHARES OF ECOLAB INC	11/09/2009	01/07/2008	4,231.39	4,795.07	563.68-

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23 SHARES OF EMERSON ELEC CO	11/09/2009	01/28/2008	955.17	1,182.66	227.49-
51 SHARES OF EMERSON ELEC CO	11/09/2009	05/13/2008	2,117.97	2,902.41	784.44-
93 SHARES OF EXXON MOBIL CORP	11/09/2009	10/15/2007	6,768.36	8,774.55	2,006.19-
32 SHARES OF FRANKLIN RES INC	11/09/2009	03/17/2006	3,579.11	3,260.80	318.31
2 SHARES OF FRANKLIN RES INC	11/09/2009	05/13/2008	223.69	204.76	18.93
5 SHARES OF GOLDMAN SACHS	11/09/2009	05/13/2008	875.67	957.55	81.88-
76 SHARES OF HARRIS CORP	11/09/2009	03/17/2006	3,422.95	3,482.08	59.13-
5 SHARES OF HARRIS CORP	11/09/2009	01/28/2008	225.19	240.85	15.66-
84 SHARES OF HEWLETT PACKARD CO	11/09/2009	11/16/2007	4,170.49	4,187.20	16.71-
17 SHARES OF INTL BUSINESS MACHS CORP	11/09/2009	10/15/2007	2,114.74	2,006.51	108.23
20 SHARES OF INTL BUSINESS MACHS CORP	11/09/2009	05/13/2008	2,487.94	2,519.40	31.46-
9 SHARES OF JACOBS ENGR GROUP INC	11/09/2009	01/28/2008	401.57	684.36	282.79-
48 SHARES OF JACOBS ENGR GROUP INC	11/09/2009	05/13/2008	2,141.70	4,398.24	2,256.54-
100 SHARES OF JOHNSON & JOHNSON	11/09/2009	05/13/2008	6,023.84	6,682.00	658.16-
112 SHARES OF JPMORGAN CHASE & CO	11/09/2009	06/05/2007	4,883.07	5,769.12	886.05-
95 SHARES OF MCDONALDS CORP	11/09/2009	10/15/2007	5,916.44	5,449.20	467.24
9 SHARES OF METLIFE INC	11/09/2009	03/17/2006	308.15	457.47	149.32-
63 SHARES OF METLIFE INC	11/09/2009	01/28/2008	2,157.06	3,520.44	1,363.38-
35 SHARES OF METLIFE INC	11/09/2009	05/13/2008	1,198.37	2,164.40	966.03-
216 SHARES OF MICROSOFT CORP	11/09/2009	01/07/2008	6,179.95	7,481.96	1,302.01-
24 SHARES OF NOBLE ENERGY INC	11/09/2009	01/28/2008	1,644.44	1,697 76	53 32-
46 SHARES OF NOBLE ENERGY INC	11/09/2009	05/13/2008	3,151.83	4,448.66	1,296.83-
71 SHARES OF PEPSICO INC	11/09/2009	10/15/2007	4,372.77	5,098.51	725 74-
23 SHARES OF PRAXAIR INC	11/09/2009	10/15/2007	1,895.84	1,934.99	39.15-
35 SHARES OF PRAXAIR INC	11/09/2009	05/13/2008	2,884.97	3,321.15	436 18-
18 SHARES OF PROCTER & GAMBLE CO	11/09/2009	05/13/2008	1,102.47	1,182.06	79.59-
48 SHARES OF PROCTER & GAMBLE CO	11/09/2009	10/08/2008	2,939.92	3,251 52	311.60-
63 SHARES OF STERICYCLE INC	11/09/2009	01/28/2008	3,430.88	3,556.35	125.47-
3 SHARES OF STERICYCLE INC	11/09/2009	10/08/2008	163.38	159.03	4.35
66 SHARES OF TARGET CORP	11/09/2009	06/05/2007	3,286.71	4,200.90	914.19-
16 SHARES OF THERMO FISHER SCIENTIFIC INC	11/09/2009	02/21/2008	718.86	913.08	194.22-
75 SHARES OF THERMO FISHER SCIENTIFIC INC	11/09/2009	05/13/2008	3,369.66	4,317.00	947.34-
75 SHARES OF WALGREEN CO	11/09/2009	06/05/2007	2,961.67	3,408.75	447.08-
104 SHARES OF	11/09/2009	10/29/2008	2,855.76	3,517.89	662.13-

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WELLS FARGO & CO NEW					
57 SHARES OF XTO ENERGY INC	11/09/2009	01/28/2008	2,518.76	2,896.74	377 98-
38 SHARES OF XTO ENERGY INC	11/09/2009	05/13/2008	1,679.18	2,425.16	745.98-
100000 UNITS OF FED HOME LN MTG 5.125% 07/15/2012	11/17/2009	12/21/2006	109,922.00	101,614.00	8,308.00
100000 UNITS OF FED HOME LN BK 4.125% 08/13/2010	11/17/2009	04/20/2005	102,736.00	99,735.00	3,001.00
25000 UNITS OF FED HOME LN MTG 5.625% 03/15/2011	11/18/2009	03/23/2001	26,532.00	25,103.50	1,428.50
25000 UNITS OF TN VAL AUTH 5.625% 01/18/2011	11/18/2009	02/25/2002	26,376.25	25,268.50	1,107.75
75000 UNITS OF JPMORGAN CHASE & CO 4.5% 01/15/2012	11/18/2009	07/19/2005	79,012.50	74,583.00	4,429.50
100000 UNITS OF JOHNSON CTLS INC 5.25% 01/15/2011	11/18/2009	11/29/2006	103,750.00	99,946.00	3,804.00
25000 UNITS OF VERIZON NJ INC 5.875% 01/17/2012	11/18/2009	05/21/2004	26,900.00	25,717.75	1,182.25
522 SHARES OF JACOBS ENGR GROUP INC	11/19/2009	06/05/2007	19,240.53	31,027.68	11,787.15-
44 SHARES OF JACOBS ENGR GROUP INC	11/19/2009	01/28/2008	1,621.80	3,345.76	1,723.96-
83 SHARES OF JACOBS ENGR GROUP INC	11/19/2009	10/08/2008	3,059.32	3,238.66	179.34-
158 SHARES OF JOHNSON & JOHNSON	11/19/2009	09/08/2006	9,737.59	10,040.77	303 18-
160 SHARES OF JOHNSON & JOHNSON	11/19/2009	10/15/2007	9,860.85	10,545.60	684.75-
279 SHARES OF JOHNSON & JOHNSON	11/19/2009	05/13/2008	17,194.86	18,642.78	1,447 92-
5592.776 SHARES OF JP MORGAN US REAL ESTATE SELECT SHS FD #3037	12/02/2009	07/09/2008	65,826.98	87,638.80	21,811.82-
1000 SHARES OF JP MORGAN US REAL ESTATE SELECT SHS FD #3037	12/02/2009	10/08/2008	11,770.00	13,000.00	1,230.00-
686 SHARES OF XTO ENERGY INC	12/16/2009	06/05/2007	32,806.83	33,532.45	725.62-
13 SHARES OF XTO ENERGY INC	12/16/2009	01/28/2008	621.70	660.66	38 96-
124 SHARES OF XTO ENERGY INC	12/16/2009	10/08/2008	5,930.10	4,713.24	1,216.86
** TOTAL LONG TERM CAPITAL GAIN (LOSS)			1,441,580.67	1,674,938.53	233,357.86-

SUMMARY

Description			Amount
** SUMMARY OF CAPITAL GAINS AND LOSSES **			
TOTAL SHORT TERM CAPITAL GAIN (LOSS)	792,108.72	769,021.36	23,087.36
TOTAL PENDING SHORT TERM CAPITAL GAIN (LOSS)			0.00
TOTAL SHORT TERM CAPITAL GAINS DIVIDENDS			0.00
NET SHORT TERM CAPITAL GAIN (LOSS)			23,087.36
TOTAL LONG TERM CAPITAL GAIN (LOSS)	1,441,580.67	1,674,938.53	233,357 86-
TOTAL PENDING LONG TERM CAPITAL GAIN (LOSS)			0.00
TOTAL LONG TERM CAPITAL GAINS DIVIDENDS			0.00
TOTAL 28% RATE CAPITAL GAINS DIVIDENDS			0.00
TOTAL SEC 1250 CAPITAL GAINS DIVIDENDS			
CLASS ACTION LAWSUIT PROCEEDS	243.68	-0-	243.68
	2,233,932.27	2,443,959.89	(210,026.62)