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: [X] 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
CRAWFORD,FLORENCE 1015026515

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 207

City or town, state, and ZIP code
EVANSVILLE, IN 47702

A Employer identification number
32-6089772

B Telephone number (see page 10 of the instructions)
(812) 464-1399

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,581,318.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	1,559,173.			
	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	12,940.	13,649.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,233.			
	b Gross sales price for all assets on line 6a 67,679.				
	7 Capital gain net income (from Part IV, line 2)		7,233.		
	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)				
	12 **Total.** Add lines 1 through 11	1,579,346.	20,882.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	18,064.	16,257.		1,806.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	1,190.	NONE	NONE	1,190.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 2	42.	42.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 3	750.			750.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	20,046.	16,299.	NONE	3,746.
	25 Contributions, gifts, grants paid	44,674.			44,674.
	26 Total expenses and disbursements Add lines 24 and 25	64,720.	16,299.	NONE	48,420.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,514,626.			
	b **Net investment income** (if negative, enter -0-)		4,583.		
	c **Adjusted net income** (if negative, enter -0-)				

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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			
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)			
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)		1,514,414.	1,581,318.
14 Land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,514,414.	1,581,318.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds		1,514,414.	
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)		1,514,414.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)		1,514,414.	

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	
2 Enter amount from Part I, line 27a	2	1,514,626.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 4	3	1.
4 Add lines 1, 2, and 3	4	1,514,627.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	213.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,514,414.

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	7,233.
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 N/A

(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			
2007			
2006			
2005			
2004			

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

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions 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 ▶ ☐ and enter 1% of Part I, line 27b	1	92.
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	92.
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	92.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations-tax withheld at source — 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	NONE
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	92.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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 6			
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)*

		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 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 ▶ N/A

14 The books are in care of ▶ OLD NATIONAL TRUST COMPANY Telephone no ▶ (812)464-1399

Located at ▶ P.O. BOX 207, EVANSVILLE, IN ZIP + 4 ▶ 47702

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.

			Line	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		
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 7		18,064.	-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 NONE	
2	
All other program-related investments See page 24 of the instructions. 3 NONE	
Total. Add lines 1 through 3 ▶	

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	1,549,947.
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	1,549,947.
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	1,549,947.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	23,249.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,526,698.
6	**Minimum investment return.** Enter 5% of line 5	6	76,335.

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	76,335.
2a	Tax on investment income for 2009 from Part VI, line 5	2a: 92.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b:		
c	Add lines 2a and 2b		2c	92.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	76,243.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	76,243.
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	76,243.

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	48,420.
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	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	48,420.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	48,420.

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				76,243.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years: 20____,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: ▶ $ 48,420.				
a	Applied to 2008, but not more than line 2a			NONE	
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				48,420.
e	Remaining amount distributed out of corpus	NONE			
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	NONE			
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			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				27,823.
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	NONE			
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 NONE				

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).)

N/A

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 8				
Total . . . . ▶ **3a**				44,674.
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	12,940.	
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			18	7,233.	
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)				20,173.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 20,173.

(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.

▶ Linda Thompson — 05/14/2010 ▶ TRUSTEE

Signature of officer or trustee OLD NATIONAL TRUST COMPAN — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date 05/14/2010	Check if self-employed ▶ ☐
		Preparer's identifying number (See **Signature** on page 30 of the instructions) P00162244
Firm's name (or yours if self-employed), address, and ZIP code	▶ THOMSON REUTERS (TAX & ACCOUNTING) ONE N. DEARBORN ST., 5TH FL. CHICAGO, IL 60602	EIN ▶ 75-1297386 Phone no. 312-873-6900

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization	Employer identification number
CRAWFORD, FLORENCE 1015026515	32-6089772

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	[ ] 501(c)( ) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[X] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization: CRAWFORD,FLORENCE 1015026515

Employer identification number: 32-6089772

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	FLORENCE E. CRAWFORD ONE MAIN ST EVANSVILLE, IN 47708	$ 1,559,173.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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)	
		45. AFLAC INC PROPERTY TYPE: SECURITIES					07/13/2009	08/06/2009
1,787.00		1,341.00					446.00	
		4. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					07/13/2009	07/22/2009
628.00		566.00					62.00	
		190. AUTODESK INC PROPERTY TYPE: SECURITIES					08/24/2009	09/16/2009
4,537.00		3,966.00					571.00	
		6. BARCLAYS BK IPATH INDL COMMODITY ETN PROPERTY TYPE: SECURITIES					08/24/2009	11/20/2009
222.00		214.00					8.00	
		55. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					07/13/2009	07/22/2009
2,371.00		2,209.00					162.00	
		10.85 DRIEHAUS EMERGING MKTS GROWTH FD # PROPERTY TYPE: SECURITIES					08/25/2009	11/20/2009
310.00		275.00					35.00	
		789.067 EATON VANCE LARGE CAP VALUE CL I PROPERTY TYPE: SECURITIES					06/10/2009	07/13/2009
10,747.00		11,362.00					-615.00	
		9. FRANKLIN RES INC PROPERTY TYPE: SECURITIES					07/13/2009	08/19/2009
829.00		611.00					218.00	
		24. HARRIS CORP PROPERTY TYPE: SECURITIES					07/13/2009	07/22/2009
744.00		659.00					85.00	
		129. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					08/24/2009	11/20/2009
4,706.00		5,421.00					-715.00	
		111. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					08/24/2009	11/20/2009
6,916.00		6,749.00					167.00	

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)	
		1726.656 JP MORGAN US REAL ESTATE SELECT PROPERTY TYPE: SECURITIES					10/01/2009	12/03/2009
20,150.00		15,798.00					4,352.00	
		3. PEPSICO INC PROPERTY TYPE: SECURITIES					08/24/2009	11/20/2009
186.00		172.00					14.00	
		139. SMITH INTL INC PROPERTY TYPE: SECURITIES					08/24/2009	09/16/2009
3,973.00		3,607.00					366.00	
		3. STERICYCLE INC PROPERTY TYPE: SECURITIES					08/24/2009	11/20/2009
162.00		154.00					8.00	
		194. XTO ENERGY INC PROPERTY TYPE: SECURITIES					08/24/2009	12/17/2009
9,141.00		7,339.00					1,802.00	
		1. SUNDRY 4 PIECES JEWELRY PROPERTY TYPE: SECURITIES					09/13/2002	12/10/2009
150.00		1.00					149.00	
		1. SUNDRY MISC SCRAPGOLD PIECES PROPERTY TYPE: SECURITIES					09/22/2003	12/10/2009
110.00		1.00					109.00	
		1. SUNDRY MISC CURRENCY COLLECTION PROPERTY TYPE: SECURITIES					09/22/2003	12/10/2009
10.00		1.00					9.00	

TOTAL GAIN(LOSS)		....					7,233.	
							==========	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,190.			1,190.
TOTALS	1,190.	NONE	NONE	1,190.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	42.	42.
TOTALS	42.	42.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
IRS FEE FOR 1023 APP	750.	750.
TOTALS	750.	750.

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

DESCRIPTION		AMOUNT
ROUNDING		1.
	TOTAL	1.

STATEMENT 4

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

DESCRIPTION		AMOUNT
ACCRUED INTEREST		213.
	TOTAL	213.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
IL

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

OFFICER NAME:
OLD NATIONAL TRUST COMPANY
ADDRESS:
P.O. BOX 207
EVANSVILLE, IN 47702
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 18,064.

TOTAL COMPENSATION: 18,064.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ST JAMES UNITED METHODIST CHURCH
ADDRESS:
504 N VERMILION
DANVILLE, IL 68132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SUPPORT & CAPITAL IMPROVEMENTS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 22,337.

RECIPIENT NAME:
DACC FOUNDATION
ADDRESS:
2000 E MAIN STREET
DANVILLE, IL 61832
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 22,337.

TOTAL GRANTS PAID: 44,674.

OLD NATIONAL TRUST

OLD NATIONAL TRUST COMPANY
Asset Details

Run on 4/20/2010 9:10:03 AM
As of 12/31/2009
Combined Portfolios
Settlement Date Basis

Account: 1015026515
FLORENCE CRAWFORD TRUST

Administrator: KRISTA J GRANGE, CTFA @ 812-462-7269
Investment Officer: DAWN CRAFT @ 812-462-7323
Investment Authority: Sole
Investment Objective: EMPHASIZE INCOME
Lot Select Method: LTHC
Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Income	Yield	Pricin Dat
	CASH									0.00	
AAPL	037833100 APPLE INC	50.000000	210.732	7,755.89	7,755.89	10,537	2,781	0.67		0.00	12/31/200
JJM	06738G407 BARCLAYS BK IPATH INDL COMMODITY ETN	287.000000	40.550	9,010.96	9,010.96	11,638	2,627	0.74		0 00	12/31/200
BDX	075887109 BECTON DICKINSON & CO	57.000000	78.860	3,921.21	3,921.21	4,495	574	0.28	84	1.88	12/31/200
CHD	171340102 CHURCH & DWIGHT INC	181.000000	60.450	10,145.20	10,145.20	10,941	796	0.69	101	0.93	12/31/200
CSCO	17275R102 CISCO SYS INC	348.000000	23.940	7,003.40	7,003.40	8,331	1,328	0.53		0.00	12/31/200
COST	22160K105 COSTCO WHSL CORP NEW	126.000000	59.170	5,866.26	5,866.26	7,455	1,589	0.47	91	1.22	12/31/200
CVD	222816100 COVANCE INC	80.000000	54.570	4,061.80	4,061 80	4,366	304	0.28		0.00	12/31/200
DHR	235851102 DANAHER CORP	141.000000	75.200	8,534.01	8,534.01	10,603	2,069	0.67	23	0.21	12/31/200
DE	244199105 DEERE & CO	127.000000	54.090	5,336.00	5,336.00	6,869	1,533	0.43	142	2.07	12/31/200
DREGX	262028301 DRIEHAUS EMERGING MKTS GROWTH FD #3	754.817000	29.240	17,593.13	17,593.13	22,071	4,478	1.40	59	0.27	12/31/200
EMC	268648102 EMC CORP	473.000000	17.470	8,149.55	8,149.55	8,263	114	0.52		0.00	12/31/200
ECL	278865100 ECOLAB INC	217.000000	44.580	8,778.97	8,778.97	9,674	895	0.61	135	1.39	12/31/200
EMR	291011104	154 000000	42.600	5,213.49	5,213.49	6,560	1,347	0.41	206	3.15	12/31/200

	EMERSON ELEC CO											
XOM	30231G102 EXXON MOBIL CORP	207 000000	68.190	14,070.20	14,070.20	14,115	45	0 89	348	2.46	12/31/200
3128X9AP	3128X9AP5 FED HOME LN MTG 2.875% 08/27/2013-2010	25,000.000000	100.921	25,261.00	25,261.00	25,230	31-	1.60	719	2.85	12/31/200
3128X9DS	3128X9DS6 FED HOME LN MTG 3.5% 09/15/2014-2010	25,000.000000	100.296	25,000.00	25,000.00	25,074	74	1.59	875	3.49	12/31/200
3128X9EB	3128X9EB2 FED HOME LN MTG STEP CPN 3% 09/30/2016-2010	25,000.000000	99.675	25,000.00	25,000.00	24,919	81-	1.58	750	3.01	12/31/200
31331GL8	31331GL80 FED FARM CR BK 3% 09/22/2014	25,000.000000	100.313	25,476.25	25,476.25	25,078	398-	1 59	750	2.99	12/31/200
31331GP6	31331GP60 FED FARM CR BK .6% 12/08/2010	25,000.000000	100.031	25,025.75	25,025.75	25,008	18-	1.58	150	0.60	12/31/200
31331YF2	31331YF21 FED FARM CR BK 4.25% 04/16/2018	25,000.000000	100.281	25,377.25	25,377.25	25,070	307-	1.59	1,063	4.24	12/31/200
3133XTHN	3133XTHN9 FED HOME LN BK 1.25% 10/14/2010	25,000.000000	100.531	25,155.25	25,155.25	25,133	23-	1.59	313	1.24	12/31/200
3133XTUR	3133XTUR5 FED HOME LN BK 1.125% 06/03/2011	25,000.000000	100.313	25,000.00	25,000.00	25,078	78	1.59	281	1.12	12/31/200
3133XTYD	3133XTYD2 FED HOME LN BK 4% 06/16/2015	25,000.000000	104.625	25,000.00	25,000.00	26,156	1,156	1.65	1,000	3.82	12/31/200
3133XUKV	3133XUKV4 FED HOME LN BK 3.75% 09/09/2016	25,000.000000	100.000	25,465.25	25,465.25	25,000	465-	1.58	938	3.75	12/31/200
3133XUXE	3133XUXE8 FED HOME LN BK 1.25% 12/30/2011	25,000.000000	100.000	25,027.78	25,027.78	25,000	28-	1.58	313	1 25	12/31/200
3133XV6K	3133XV6K2 FED HOME LN BK 1.15%	20,000 000000	100.094	19,992.80	19,992.80	20,019	26	1.27	230	1.15	12/31/200

	10/14/2011										
3133XVNU	3133XVNU1 FED HOME LN BK 2.75% 12/12/2014	25,000.000000	99.656	25,201.50	25,201.50	24,914	288-	1 58	688	2.76	12/31/200
3133XVRJ	3133XVRJ2 FED HOME LN BK 3.5% 12/09/2016	25,000.000000	99.438	25,326.25	25,326.25	24,860	467-	1.57	875	3.52	12/31/200
3133XVRK	3133XVRK9 FED HOME LN BK 4.125% 12/13/2019	25,000.000000	97.156	25,132.50	25,132.50	24,289	844-	1.54	1,031	4.25	12/31/200
3136FH2C	3136FH2C8 FED NAT MTG ASSOC STEP CPN 3 5% 07/29/2019-2010	25,000.000000	98.719	25,000.00	25,000.00	24,680	320-	1.56	875	3.55	12/31/200
3136FHBE	3136FHBE4 FED NAT MTG ASSOC 2.5% 02/17/2012-2010	25,000.000000	100.281	25,205.25	25,205.25	25,070	135-	1.58	625	2.49	12/31/200
31398AUJ	31398AUJ9 FED NAT MTG ASSOC 2.875% 12/11/2013	25,000.000000	102.000	25,194.50	25,194.50	25,500	306	1.61	719	2.82	12/31/200
FDIVX	315910802 FIDELITY DIVERSIFIED INTL FD #325	1,374.242000	28.000	33,653.46	33,653.46	38,479	4,825	2.43	478	1.24	12/31/200
FISGX	318941598 FIRST AMERN MID CAP GROWTH OPP CL Y FD #2453	733.923000	34.220	21,350.20	21,350.20	25,115	3,765	1.59		0.00	12/31/200
BEN	354613101 FRANKLIN RES INC	70.000000	105 350	5,591.00	5,591.00	7,375	1,784	0.47	62	0.84	12/31/200
369604BC	369604BC6 GEN ELEC CO 5.25% 12/06/2017	25,000.000000	102.186	25,700.00	25,700.00	25,547	154-	1.62	1,313	5.14	12/31/200
GS	38141G104 GOLDMAN SACHS	23.000000	168.840	3,580.16	3,580.16	3,883	303	0.25	32	0.83	12/31/200
FSMXX	38141W232 GOLDMAN SACHS FS MM FD #474			498,973.88	498,973.88	498,974		31.54	150	0.03	01/01/190
GSMCX	38141W398 GOLDMAN SACHS MID CAP VALUE INSTL FD	1,630.023000	29.170	40,231.14	40,231.14	47,548	7,317	3.01	621	1 31	12/31/200

	#864										
HRS	413875105 HARRIS CORP	181.000000	47.550	5,648.80	5,648.80	8,607	2,958	0.54	159	1 85	12/31/200
HPQ	428236103 HEWLETT PACKARD CO	190.000000	51.510	7,767.20	7,767 20	9,787	2,020	0 62	61	0.62	12/31/200
IBM	459200101 INTL BUSINESS MACHS CORP	82.000000	130.900	9,065.75	9,065.75	10,734	1,668	0.68	180	1.68	12/31/200
JPM	46625H100 JPMORGAN CHASE & CO	232.000000	41.670	8,838.94	8,838.94	9,667	829	0.61	46	0.48	12/31/200
46625HHN	46625HHN3 JPMORGAN CHASE & CO 4.65% 06/01/2014	25,000.000000	105.344	25,000.00	25,000.00	26,336	1,336	1.66	1,163	4.41	12/31/200
JNJ	478160104 JOHNSON & JOHNSON	94 000000	64.410	5,416.28	5,416.28	6,055	638	0 38	184	3.04	12/31/200
MCD	580135101 MCDONALDS CORP	209.000000	62.440	11,839.38	11,839.38	13,050	1,211	0.83	460	3 52	12/31/200
MHS	58405U102 MEDCO HEALTH SOLUTIONS INC	160.000000	63.910	8,283.64	8,283.64	10,226	1,942	0.65		0.00	12/31/200
59018YVV	59018YVV0 MERRILL LYNCH 4.79% 08/04/2010	25,000.000000	102.067	25,675.00	25,675.00	25,517	158-	1.61	1,198	4.69	12/31/200
MET	59156R108 METLIFE INC	186.000000	35.350	6,251.96	6,251.96	6,575	323	0.42	138	2.09	12/31/200
MSFT	594918104 MICROSOFT CORP	466.000000	30.480	11,112.30	11,112.30	14,204	3,091	0.90	242	1.71	12/31/200
NBL	655044105 NOBLE ENERGY INC	143.000000	71.220	8,357.04	8,357.04	10,184	1,827	0.64	103	1.01	12/31/200
NTRS	665859104 NORTHERN TRUST CORP	97.000000	52.400	5,570.33	5,570.33	5,083	488-	0 32	109	2.14	12/31/200
PEP	713448108 PEPSICO INC	157.000000	60.800	8,860.60	8,860.60	9,546	685	0.60	283	2.96	12/31/200
PX	74005P104 PRAXAIR INC	129.000000	80.310	9,562.20	9,562.20	10,360	798	0.65	206	1.99	12/31/200
PG	742718109 PROCTER & GAMBLE CO	135.000000	60.630	7,164.26	7,164.26	8,185	1,021	0.52	238	2.90	12/31/200
PWR	74762E102	305.000000	20.840	6,340.59	6,340.59	6,356	16	0.40		0.00	12/31/200

	QUANTA SVCS INC										
PENNX	780905840 ROYCE PENNSYLVANIA MUT CL I FD #260	2,200.818000	9.450	17,639.18	17,639.18	20,798	3,159	1.32	18	0.08	12/31/200
SPY	78462F103 SPDR S&P 500 ETF TR	83.000000	111.440	9,182.95	9,182.95	9,250	67	0.58	196	2.12	12/31/200
SLB	806857108 SCHLUMBERGER LTD	146.000000	65.090	8,592.39	8,592.39	9,503	911	0 60	123	1.29	12/31/200
XLY	81369Y407 SELECT SECTOR SPDR CONSUMER DISCRETIONARY	114.000000	29.770	2,761.44	2,761.44	3,394	632	0.21	73	2.16	12/31/200
SRCL	858912108 STERICYCLE INC	147.000000	55.170	7,394.75	7,394.75	8,110	715	0.51		0 00	12/31/200
TGT	87612E106 TARGET CORP	146.000000	48.370	6,115.36	6,115.36	7,062	947	0.45	99	1.41	12/31/200
TMO	883556102 THERMO FISHER SCIENTIFIC INC	204.000000	47.690	8,578.91	8,578.91	9,729	1,150	0 62		0 00	12/31/200
912828LH	912828LH1 US TREASURY N/B 1.75% 08/15/2012	25,000.000000	100.648	25,250.00	25,250.00	25,162	88-	1.59	438	1.74	12/31/200
VNQ	922908553 VANGUARD REIT ETF	463.000000	44.740	20,101.83	20,101.83	20,715	613	1.31	1,082	5.22	12/31/200
V	92826C839 VISA INC CL A	99.000000	87.460	6,322.95	6,322.95	8,659	2,336	0.55	50	0.57	12/31/200
WMT	931142103 WALMART STORES INC	88.000000	53.450	4,771.36	4,771.36	4,704	68-	0.30	96	2.04	12/31/200
WAG	931422109 WALGREEN CO	169.000000	36.720	5,118.18	5,118.18	6,206	1,088	0.39	93	1.50	12/31/200
WFC	949746101 WELLS FARGO & CO NEW	167.000000	26.990	4,289.46	4,289.46	4,507	218	0.28	33	0.74	12/31/200
967545S7	967545S70 WICOMICO CNTY MD GO *TAXABLE BAB* 2.2% 12/01/2013	25,000 000000	96.535	25,179.75	25,179.75	24,134	1,046-	1.53	550	2 28	12/31/200

Total Portfolio	1,514,414.02	1,514,414.02	1,581,318	66,904	100.00	23,655	1.50

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