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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label
Otherwise,
print
or type.
See Specific
Instructions.HUTTON FOUNDATION
26 WEST ANAPAMU, 4TH FLOOR
SANTA BARBARA, CA 93101

A Employer identification number

33-0779894

B Telephone number (see the instructions)

805-957-4740

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 77,681,828.

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss) 1,012,128.

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 3,730,433.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 2

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instr) SEE STM 3

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

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid. PART XV

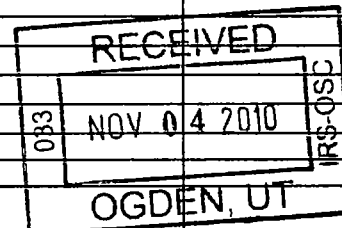
26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)



ADMINISTRATIVE EXPENSES

SCANNED NOV 08 2010

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Part II Balance Sheets

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

Beginning of year

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	52,572.	135,307.	135,307.
	2 Savings and temporary cash investments	232,967.	168,034.	168,034.
	3 Accounts receivable ▶ 139,043.			
	Less: allowance for doubtful accounts ▶	67,528.	139,043.	139,043.
	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) ▶ 50,000.	STATEMENT 5		
	Less: allowance for doubtful accounts ▶	50,000.	50,000.	50,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	17,890.	28,013.	28,013.
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 6	33,412,661.	33,823,517.	34,825,788.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis ▶ 26,003,078.			
L I A B I L I T I E S	Less: accumulated depreciation (attach schedule) SEE STMT 7 ▶ 2,215,547.	23,371,993.	23,787,531.	35,051,953.
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 8	1,160,196.	1,112,796.	4,777,891.
	14 Land, buildings, and equipment, basis ▶ 156,763.			
	Less: accumulated depreciation (attach schedule) SEE STMT 9 ▶ 92,558.	69,129.	64,205.	64,205.
	15 Other assets (describe ▶ SEE STATEMENT 10)	3,135,365.	2,441,594.	2,441,594.
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	61,570,301.	61,750,040.	77,681,828.
	17 Accounts payable and accrued expenses	255,521.	202,037.	
	18 Grants payable			
	19 Deferred revenue			
N E T A S S E T S O R F U N D B A L A N C E S	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ SEE STATEMENT 11)	14,064.	64,964.	
	23 Total liabilities (add lines 17 through 22)	269,585.	267,001.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	61,300,716.	61,483,039.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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)	61,300,716.	61,483,039.	
	31 Total liabilities and net assets/fund balances (see the instructions)	61,570,301.	61,750,040.	

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	61,300,716.
2 Enter amount from Part I, line 27a	2	-2,380,607.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	3,535,599.
4 Add lines 1, 2, and 3	4	62,455,708.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	972,669.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	61,483,039.

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)
1 a SEE STATEMENT 14				
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) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-1,679,974.
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	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 </div>		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	3,148,194.	47,798,258.	0.065864
2007	3,187,247.	56,841,003.	0.056073
2006	3,052,958.	54,608,373.	0.055906
2005	3,249,747.	51,081,071.	0.063619
2004	2,864,967.	46,425,459.	0.061711

2 Total of line 1, column (d)	2	0.303173
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	0.060635
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	34,534,478.
5 Multiply line 4 by line 3	5	2,093,998.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,101.
7 Add lines 5 and 6	7	2,112,099.
8 Enter qualifying distributions from Part XII, line 4	8	2,476,861.

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 <input type="checkbox"/> 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. <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	18,101.
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	18,101.
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	18,101.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	37,865.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	42,865.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	24,764.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	24,764.	Refunded

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) DE CA		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	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? Website address <u>WWW.HUTTONFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>ARLENE R. CRAIG</u> Telephone no <u>805-957-4740</u> Located at <u>26 W ANAPAMU, 4TH FLR SANTA BARBARA CA</u> ZIP + 4 <u>93101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> N/A and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> N/A			

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

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

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

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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

6b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**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
THOMAS C. PARKER 26 WEST ANAPAMU, 4TH FLOOR SANTA BARBARA, CA 93101	PRESIDENT 30.00	149,760.	22,464.	0.
ARLENE R. CRAIG 26 WEST ANAPAMU, 4TH FLOOR SANTA BARBARA, CA 93101	VP/TREAS/SEC 15.00	0.	0.	0.
SUSAN PARKER 26 WEST ANAPAMU, 4TH FLOOR SANTA BARBARA, CA 93101	EVP/ASSIST S 5.00	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
PAMELA J. HAMLIN 26 WEST ANAPAMU, 4TH SANTA BARBARA, CA 93101	EXEC DIRECTOR 40	99,263.	14,889.	0.

Total number of other employees paid over \$50,000

0

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

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

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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	5,394,694.
b Average of monthly cash balances	1b	217,160.
c Fair market value of all other assets (see instructions)	1c	29,448,530.
d Total (add lines 1a, b, and c)	1d	35,060,384.
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	35,060,384.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	525,906.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,534,478.
6 Minimum investment return. Enter 5% of line 5	6	1,726,724.

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

1 Minimum investment return from Part X, line 6		1	1,726,724.
2a Tax on investment income for 2009 from Part VI, line 5.	2a	18,101.	
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	18,101.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	1,708,623.
4 Recoveries of amounts treated as qualifying distributions		4	735,424.
5 Add lines 3 and 4		5	2,444,047.
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	2,444,047.

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	2,476,861.
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	2,476,861.
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	18,101.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,458,760.

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.

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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				2,444,047.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	355,181.			
f Total of lines 3a through e	355,181.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 2,476,861.				
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				2,444,047.
e Remaining amount distributed out of corpus	32,814.			
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	387,995.			
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	387,995.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	355,181.			
e Excess from 2009	32,814.			

N/A

- Form 990-PF (2009)

Part X **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
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED	NONE	503-C	GENERAL PURPOSE	1,927,930.
Total			3a	1,927,930.
<i>b Approved for future payment</i>				
Total			3b	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATIONIdentifying number
33-0779894

Business or activity to which this form relates

FORM 990/990-PF**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	33,867.

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B – Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

Section C – Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions	22	33,867.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - 705 MCCLELLAND**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	918.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	918.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - 26 ANAPAMU**Part I Election To Expense Certain Property Under Section 179***Note: If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	34,943.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	34,943.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2009Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Attachment
Sequence No **67**

Name(s) shown on return

Identifying number

HUTTON FOUNDATION**33-0779894**

Business or activity to which this form relates

RENTAL ACTIVITY - 1330 STATE STREET**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-.	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	54,974.

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations — see instructions	22	54,974.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - 5624 HOLLISTER**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses . . .	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12 ▶	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	41,112.

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B – Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C – Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations — see instructions	22	41,112.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A – Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?				Yes		No		24b If 'Yes,' is the evidence written?				Yes		No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost							
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)								25							
26 Property used more than 50% in a qualified business use:															
27 Property used 50% or less in a qualified business use															
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1										28					
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1												29			

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?						
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions)					
43 Amortization of costs that began before your 2009 tax year				43	1,479.
44 Total. Add amounts in column (f). See the instructions for where to report.				44	1,479.

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - CARRILLO STREET**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	25,214.

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	25,214.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

BAA For Paperwork Reduction Act Notice, see separate instructions.

FD120812L 07/07/09

Form 4562 (2009)

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545 0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - SALINAS STREET**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	25,327.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	25,327.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2009Attachment
Sequence No **67**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

HUTTON FOUNDATIONIdentifying number
33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - EAST JONES STREET**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	38,097.

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	38,097.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

BAA For Paperwork Reduction Act Notice, see separate instructions.

FDI20812L 07/07/09

Form **4562** (2009)

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - 5638 HOLLISTER**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	67,537.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	67,537.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

HUTTON FOUNDATION

Identifying number

33-0779894

Business or activity to which this form relates

RENTAL ACTIVITY - 6842 PHELPS**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	9,015.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	9,015.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Form **4562****Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2009Department of the Treasury
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Attachment
Sequence No. **67**

Name(s) shown on return

Identifying number

HUTTON FOUNDATION**33-0779894**

Business or activity to which this form relates

RENTAL ACTIVITY - 1528 CHAPALA**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	\$250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	\$800,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	116,333.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	116,333.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

HUTTON FOUNDATION
33-0779894
YEAR ENDED DECEMBER 31, 2009

INDEX OF SUPPORTING SCHEDULES

FORM 990-PF, PART I, LINE 11-OTHER INCOME
FORM 990-PF-PART 1, LINE 16b-ACCOUNTING FEES
FORM 990-PF-PART 1, LINE 18-TAXES
FORM 990-PF-PART 1, LINE 23-OTHER EXPENSES
FORM 990-PF-PART II, LINE 7-OTHER NOTES AND LOAN RECEIVABLES
FORM 990-PF-PART II, LINE 10b-INVESTMENTS-CORPORATE STOCKS
FORM 990-PF, PART II, LINE 11-LAND, BUILDING, AND EQUIPMENT INVESTMENTS
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FORM 990-PF, PART IV, LINE 1-CAPITAL GAINS AND LOSSES FOR TAX ON
INVESTMENT INCOME
FORM 990-PF, PART XV, LINE 2a-d-APPLICATION SUBMISSION INFORMATION
FEDERAL WORKSHEETS-RENTAL INCOME WORKSHEETS
CAPITAL GAIN DETAIL-SMITH BARNEY ACCOUNTS
STATEMENT: 2009 FEDERAL BOOK DEPRECIATION SCHEDULE
STATEMENT: PART XV-#3 A GRANTS & CONTRIBUTIONS PAID DURING YEAR OR
APPROVED FOR FUTURE PAYMENTS
PROGRAM RELATED INVESTMENT PRELIMINARY APPLICATION
COMMON GRANT APPLICATION
HUTTON FOUNDATION MARKETING GRANT GUIDELINES & PROCEDURES
HUTTON FOUNDATION MEDIA GRANT GUIDELINES & PROCEDURES
HUTTON FOUNDATION ENDOWMENT GRANT GUIDELINES & PROCEDURES
HUTTON FOUNDATION ANNUAL REPORT

HUTTON FOUNDATION

33-0779894

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 303,826.	\$ 303,826.	
TOTAL	\$ 303,826.	\$ 303,826.	0.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 24,666.	\$ 3,200.		\$ 21,466.
TOTAL	\$ 24,666.	\$ 3,200.	\$ 0.	\$ 21,466.

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
LICENSES & FEES	\$ 2,365.			\$ 2,365.
PAYROLL TAXES	23,402.			23,402.
PROPERTY TAXES	22.			22.
TOTAL	\$ 25,789.	\$ 0.	\$ 0.	\$ 25,789.

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
AMORTIZATION	\$ 1,479.	\$ 1,479.		N/A
BANK CHARGES	227.			\$ 227.
COMPUTER EXPENSE	5,057.			5,057.
DUES	1,745.			1,745.
INSURANCE	69,338.			69,338.
INVESTMENT FEES & TAXES	47,147.	47,147.		
MISC ADMINISTRATIVE EXPENSES	6,500.			6,500.
OFFICE EXPENSE	11,407.			11,407.
OFFICE REPAIRS & MAINTENANCE	10,634.			10,634.
RENTAL EXPENSES	488,481.	488,481.		
TELEPHONE	11,994.			11,994.

HUTTON FOUNDATION

33-0779894

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WORKERS COMPENSATION	\$ 3,415.			\$ 3,415.
TOTAL	\$ 657,424.	\$ 537,107.	\$ 0.	\$ 120,317.

STATEMENT 5
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

OTHER NOTES AND LOANS	BOOK VALUE	FAIR MARKET VALUE	DOUBTFUL ACCOUNTS ALLOWANCE
MENTAL HEALTH ASSOC OF SBC	\$ 50,000.	\$ 50,000.	\$ 0.
TOTAL	\$ 50,000.	\$ 50,000.	
ALLOWANCE FOR DOUBTFUL ACCOUNTS			\$ 0.
NET OTHER NOTES/LOANS REC. - BOOK VALUE			\$ 50,000.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SMITH BARNEY	MKT VAL	\$ 3,747,106.	\$ 3,747,106.
STOCK OF BETTY L. HUTTON TITLE HLDG CO	MKT VAL	27,576,338.	28,578,609.
COMMONFUND	MKT VAL	1,446,289.	1,446,289.
STOCK OF BANK OF SANTA BARBARA	MKT VAL	1,053,784.	1,053,784.
TOTAL		\$ 33,823,517.	\$ 34,825,788.

STATEMENT 7
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	\$ 14,889,109.	\$ 1,815,570.	\$ 13,073,539.	\$ 21,303,689.
IMPROVEMENTS	1,818,308.	399,977.	1,418,331.	757,258.
LAND	9,295,661.		9,295,661.	12,991,006.
TOTAL	\$ 26,003,078.	\$ 2,215,547.	\$ 23,787,531.	\$ 35,051,953.

HUTTON FOUNDATION

33-0779894

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

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
RIVER SPRINGS, LP	MKT VAL	\$ 1,112,796.	\$ 4,777,891.
	TOTAL	<u>\$ 1,112,796.</u>	<u>\$ 4,777,891.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
AUTO./TRANSPORTATION EQUIP.	\$ 48,104.	\$ 15,310.	\$ 32,794.	\$ 32,794.
FURNITURE AND FIXTURES	108,659.	77,248.	31,411.	31,411.
TOTAL	<u>\$ 156,763.</u>	<u>\$ 92,558.</u>	<u>\$ 64,205.</u>	<u>\$ 64,205.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
CONSTRUCTION IN PROGRESS	\$ 43,131.	\$ 43,131.
FINE ARTS	54,125.	54,125.
NET INTANGIBLE ASSETS	9,367.	9,367.
NOTE RECEIVABLES-PROG RELATED INVESTMENT	2,334,971.	2,334,971.
TOTAL	<u>\$ 2,441,594.</u>	<u>\$ 2,441,594.</u>

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

SECURITY DEPOSITS	\$ 14,064.
DEFERRED TAXES PAYABLE	50,900.
TOTAL	<u>\$ 64,964.</u>

STATEMENT 12
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

BOOK/TAX DIFFERENCE-INTEREST INCOME	\$ 519.
FAIR MARKET INTEREST DISCOUNT INCOME	91,749.
FAIR MARKET RENT DISCOUNT INCOME	811,920.

HUTTON FOUNDATION

33-0779894

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAINS & LOSSES

TOTAL \$ 2,631,411.
\$ 3,535,599.

STATEMENT 13
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

CURRENT YEAR'S FEDERAL TAX PROVISION
FAIR MARKET INTEREST DISCOUNT DONATIONS
FAIR MARKET RENT DISCOUNT DONATIONS

\$ 69,000.
91,749.
811,920.
TOTAL \$ 972,669.

STATEMENT 14
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	PARTNERSHIP FLOW-THROUGH-KKR FIN HLDG	PURCHASED	VARIOUS	VARIOUS
2	PARTNERSHIP FLOW-THROUGH-KINDER MORGAN	PURCHASED	VARIOUS	VARIOUS
3	PARTNERSHIP FLOW-THROUGH-COMMON FUND	PURCHASED	VARIOUS	VARIOUS
4	BARCLAYS WEALTH	PURCHASED	VARIOUS	VARIOUS
5	SMITH BARNEY-13717-19-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS
6	SMITH BARNEY-13717-19-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS
7	SMITH BARNEY-13719-17-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS
8	SMITH BARNEY-13719-17-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS
9	SMITH BARNEY-71482-10-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS
10	SMITH BARNEY--71482-10-DETAIL ATTACHED	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	0.		3,061.	-3,061.				\$ -3,061.
2	0.		3.	-3.				-3.
3	0.		11,828.	-11,828.				-11,828.
4	1,412.		4.	1,408.				1,408.
5	426,313.		661,578.	-235,265.				-235,265.
6	867,440.		1413964.	-546,524.				-546,524.
7	541,331.		524,920.	16,411.				16,411.
8	25,020.		24,000.	1,020.				1,020.
9	461,996.		538,671.	-76,675.				-76,675.
10	1406921.		2232378.	-825,457.				-825,457.
							TOTAL	\$ -1679974.

HUTTON FOUNDATION

33-0779894

STATEMENT 15
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

HUTTON FOUNDATION

CARE OF:

STREET ADDRESS:

26 WEST ANAPAMU, 4TH FLOOR

CITY, STATE, ZIP CODE:

SANTA BARBARA, CA 93101

TELEPHONE:

805-957-4740

FORM AND CONTENT:

ORGANIZATIONS SEEKING GRANTS SHOULD SUBMIT THE INFORMATION
AS REQUIRED ON THE COPY OF THE APPLICATION FORMS (GRANT
APPLICATION COVER SHEET) OR (PROGRAM RELATED INVESTMENT
PRELIMINARY APPLICATION) ATTACHED TO THIS RETURN.

SUBMISSION DEADLINES:

GRANTS-2/1 AND 9/1; PRI'S-ACCEPTED YEAR-ROUND

RESTRICTIONS ON AWARDS:

GRANTS ARE LIMITED TO 501 (C) (3)/509(A) PUBLIC CHARITIES
IN CALIFORNIA (SPECIAL CONSIDERATION TO ORANGE, RIVERSIDE,
AND SANTA BARBARA COUNTIES) IN THE AREAS OF EDUCATION;
HEALTH & HUMAN SERVICES; CIVIC & COMMUNITY DEVELOPMENT;
WOMEN'S SERVICES; AND YOUTH & FAMILY SERVICES.

RENTAL INCOME WORKSHEET

5624 HOLLISTER

GROSS RENTAL INCOME	\$	163,538.
EXPENSES		
AMORTIZATION		1,479.
DEPRECIATION		41,112.
GARDENING		1,780.
INSURANCE		3,388.
MANAGEMENT FEES		4,906.
REPAIRS		915.
TAXES		548.
UTILITIES		2,861.
LIFE SAFETY		1,903.
SECURITY		1,750.
TOTAL EXPENSES	\$	60,642.
NET RENTAL INCOME OR LOSS	\$	<u>102,896.</u>

CARRILLO STREET

GROSS RENTAL INCOME	\$	236,288.
EXPENSES		
DEPRECIATION		25,214.
GARDENING		1,560.
INSURANCE		3,400.
MANAGEMENT FEES		7,089.
REPAIRS		5,929.
TAXES		6,142.
UTILITIES		4,589.
TOTAL EXPENSES	\$	53,923.
NET RENTAL INCOME OR LOSS	\$	<u>182,365.</u>

SALINAS STREET

GROSS RENTAL INCOME	\$	171,718.
EXPENSES		
ADVERTISING		1,833.
CLEANING AND MAINTENANCE		225.
DEPRECIATION		25,327.
GARDENING		3,550.
INSURANCE		2,883.
MANAGEMENT FEES		4,890.
REPAIRS		5,401.
TAXES		5,209.
UTILITIES		16,058.
LIFE SAFETY		1,424.
HVAC		2,268.
REFUSE REMOVAL		2,444.
LOCK/KEY/SIGNAGE		33.
TOTAL EXPENSES	\$	71,545.
NET RENTAL INCOME OR LOSS	\$	<u>100,173.</u>

EAST JONES STREET

GROSS RENTAL INCOME	\$	74,390.
EXPENSES		
CLEANING AND MAINTENANCE		4,597.
DEPRECIATION		38,097.
GARDENING		2,568.
INSURANCE		1,867.

HUTTON FOUNDATION

33-0779894

RENTAL INCOME WORKSHEET (CONTINUED)

REPAIRS	571.
TAXES	53.
UTILITIES	4,084.
REFUSE REMOVAL	293.
HVAC	939.
OFFICE EXPENSE	-147.
TOTAL EXPENSES	\$ 52,922.
NET RENTAL INCOME OR LOSS	\$ 21,468.

5638 HOLLISTER

GROSS RENTAL INCOME	\$ 649,223.
EXPENSES	
CLEANING AND MAINTENANCE	10,224.
DEPRECIATION	67,537.
GARDENING	2,894.
INSURANCE	8,312.
LEGAL AND PROFESSIONAL FEES	-210.
MANAGEMENT FEES	18,866.
REPAIRS	47,122.
TAXES	6,812.
UTILITIES	67,004.
LIFE SAFETY	412.
HVAC	13,694.
ELEVATOR REPAIR & MAINT	3,354.
REFUSE REMOVAL	3,732.
LOCK/KEY/SIGNAGE	1,015.
WELL WATER EXPENSE	-383.
INTERIOR REPAIRS	8,986.
TOTAL EXPENSES	\$ 259,371.
NET RENTAL INCOME OR LOSS	\$ 389,852.

6842 PHELPS

GROSS RENTAL INCOME	\$ 27,000.
EXPENSES	
DEPRECIATION	9,015.
INSURANCE	1,039.
TAXES	240.
TOTAL EXPENSES	\$ 10,294.
NET RENTAL INCOME OR LOSS	\$ 16,706.

1528 CHAPALA

GROSS RENTAL INCOME	\$ 348,032.
EXPENSES	
CLEANING AND MAINTENANCE	10,500.
DEPRECIATION	116,333.
GARDENING	2,482.
INSURANCE	6,315.
MANAGEMENT FEES	10,653.
PEST CONTROL	65.
REPAIRS	9,337.
TAXES	81.
UTILITIES	37,453.
HVAC	7,218.
ELEVATOR REPAIR & MAINT	2,753.
REFUSE REMOVAL	3,173.

RENTAL INCOME WORKSHEET (CONTINUED)

LOCK/KEY/SIGNAGE	370.
LIFE SAFETY	7,276.
TOTAL EXPENSES	<u>\$ 214,009.</u>

NET RENTAL INCOME OR LOSS	<u>\$ 134,023.</u>
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705 MCCLELLAND

GROSS RENTAL INCOME	\$ 13,308.
EXPENSES	
DEPRECIATION	918.
INSURANCE	867.
TAXES	52.
TOTAL EXPENSES	<u>\$ 1,837.</u>

NET RENTAL INCOME OR LOSS	<u>\$ 11,471.</u>
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26 ANAPAMU

GROSS RENTAL INCOME	\$ 120,253.
EXPENSES	
CLEANING AND MAINTENANCE	2,703.
DEPRECIATION	34,943.
GARDENING	876.
INSURANCE	2,374.
MANAGEMENT FEES	3,438.
REPAIRS	3,784.
TAXES	7,171.
UTILITIES	10,720.
HVAC	888.
LIFE SAFETY	2,753.
ELEVATOR REPAIR & MAINT	1,173.
REFUSE REMOVAL	1,081.
LOCK/KEY/SIGNAGE	149.
TOTAL EXPENSES	<u>\$ 72,053.</u>

NET RENTAL INCOME OR LOSS	<u>\$ 48,200.</u>
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1330 STATE STREET

GROSS RENTAL INCOME	\$ 111,808.
EXPENSES	
CLEANING AND MAINTENANCE	4,953.
DEPRECIATION	54,974.
GARDENING	5,304.
INSURANCE	3,489.
MANAGEMENT FEES	3,369.
REPAIRS	6,401.
TAXES	-5,276.
UTILITIES	19,430.
LOCK/KEY/SIGNAGE	286.
REFUSE REMOVAL	3,257.
LIFE SAFETY	3,867.
HVAC	1,694.
ELEVATOR REPAIR & MAINT	3,075.
INTERNET EXPENSE	2,011.
TOTAL EXPENSES	<u>\$ 106,834.</u>

NET RENTAL INCOME OR LOSS	<u>\$ 4,974.</u>
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MorganStanley
SmithBarney

Reserved
Client Statement
2009 Year End Summary

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Ref: 00000190 00024433

HUTTON FOUNDATION

Account Number 418-13717-19 523

2009 YEAR END SUMMARY

Details of Short Term Gain (Loss) 2009

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

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000040	225	ALCOA INC	11/13/08	01/29/09	\$ 1,869.35	\$ 2,283.44	(\$ 414.09)	
125000050	900	ALCOA INC	11/13/08	02/06/09	7,609.18	9,133.74	(1,524.56)	
125000060	1,100	ALCOA INC	11/13/08	02/17/09	7,511.96	11,163.46	(3,651.50)	
125000100	925	ANNALY CAPITAL MANAGEMENT INC	06/27/08	01/16/09	13,641.36	14,286.72	(645.36)	
	170		06/30/08		2,507.06	2,664.50	(157.44)	
	780		07/08/08		11,502.98	11,923.32	(420.34)	
125000120	91	BANK OF AMERICA CORP	12/10/08	01/28/09	657.20	1,494.99	(837.79)	
125000130	1,209	BANK OF AMERICA CORP	12/10/08	02/03/09	6,420.96	19,862.06	(13,441.10)	

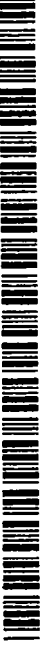
Ref: 00000190 00024434

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000140	50	BECTON DICKINSON & CO MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/22/09	10/20/09	\$ 3,408.41	\$ 3,303.54		\$ 102.87
125000230	85	CARDINAL HEALTH INC	02/19/09	08/25/09	2,938.14	3,077.81	(139.67)	
	125	Morgan Stanley Sml	02/20/09		4,320.79	4,503.71	(182.92)	
	200	th Barney LLC acted as yo	02/25/09		6,913.26	6,967.98	(54.72)	
	250	ur agent in this transa	03/03/09		8,641.58	7,736.95		904.63
	135		03/10/09		4,666.44	4,216.85		449.59
125000240	65	CARDINAL HEALTH INC Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	03/10/09	08/27/09	2,208.19	2,030.33		177.86
125000250	150	CATERPILLAR INC	11/13/08	05/27/09	5,295.50	5,276.52		18.98
125000260	.0175	CENTURYTEL INC	02/20/09	07/01/09	.54	.44		.10
	.009	MERGER 07/01/09 29078E105000	02/23/09		.28	.22		.06
	.0211		03/02/09		.65	.52		.13
	.0108		03/04/09		.33	.27		.06
	.0151		03/05/09		.47	.37		.10
	.0072		03/12/09		.22	.18		.04
	.0193		03/13/09		.60	.47		.13
125000270	175	CENTURYTEL INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	02/20/09	10/20/09	5,906.77	4,396.28		1,510.49
125000380	350	DOW CHEMICAL CO	01/12/09	03/02/09	2,481.66	5,513.62	(3,031.96)	
125000390	200	ENCANA CORP-CAD	08/25/08	03/30/09	7,942.05	14,233.86	(6,291.81)	
125000430	525	GENERAL ELECTRIC CO	09/17/08	04/14/09	6,437.75	12,275.92	(5,838.17)	
125000440	125	GENERAL ELECTRIC CO	09/17/08	04/16/09	1,476.82	2,922.84	(1,446.02)	
	500		09/18/08		5,907.30	11,425.45	(5,518.15)	
125000450	150	GENERAL ELECTRIC CO	09/18/08	04/20/09	1,709.13	3,427.64	(1,718.51)	
	450		09/22/08		5,127.39	12,082.73	(6,955.34)	
125000460	100	GENERAL ELECTRIC CO	09/22/08	04/23/09	1,168.21	2,685.05	(1,516.84)	
	650		09/24/08		7,593.36	15,636.08	(8,042.72)	
125000500	25	GOLDMAN SACHS GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/06/09	10/20/09	4,669.87	4,673.57	(3.70)	



Ref: 00000190 00024435

HUTTON FOUNDATION
Account Number 418-13717-19 523

Details of Short Term Gain (Loss) 2009 - continued

2009 YEAR END SUMMARY

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000530	766	HARRIS STRATEX NETWORKS INC CL A RECORD 05/13/09 PAY 05/27/09 FROM: 413875105000	05/27/09	05/27/09	\$ 3.75	\$ 4.09	(\$.34)	
125000540	120	HARRIS STRATEX NETWORKS INC CL A Morgan Stanley Smi th Barney LLC acted as yo	05/27/09	06/11/09	794.59	641.38		153.21
125000550	73	HARRIS STRATEX NETWORKS INC CL A Morgan Stanley Smi th Barney LLC acted as yo	05/27/09	06/12/09	458.66	390.17		68.49
125000560	25	HARTFORD FINL SVCS GROUP INC	05/14/08	02/25/09	174.63	1,748.79	(1,574.16)	
125000570	225	HARTFORD FINL SVCS GROUP INC	05/14/08	03/04/09	1,010.45	15,739.06	(14,728.61)	
	250		05/21/08		1,122.72	17,370.30	(16,247.58)	
	250		05/29/08		1,122.72	17,747.85	(16,624.93)	
	250		06/05/08		1,122.71	18,069.35	(16,946.64)	
125000580	10	HOME DEPOT INC	01/16/08	01/16/09	229.32	259.37	(30.05)	
125000600	1,050	HOST HOTELS & RESORTS INC	02/07/08	01/12/09	7,091.03	17,899.14	(10,808.11)	
	275		02/20/08		1,857.17	4,531.81	(2,674.64)	
125000610	725	HOST HOTELS & RESORTS INC	02/20/08	01/20/09	4,332.14	11,947.49	(7,615.35)	
	410		03/03/08		2,449.90	6,796.04	(4,346.14)	
125000620	265	HOST HOTELS & RESORTS INC	03/03/08	01/21/09	1,525.89	4,392.56	(2,866.67)	
125000630	410	HOST HOTELS & RESORTS INC	03/03/08	01/27/09	2,402.91	6,796.04	(4,393.13)	
125000640	65	HOST HOTELS & RESORTS INC	03/03/08	01/28/09	395.20	1,077.42	(682.22)	
	395		03/10/08		2,401.82	6,388.77	(3,987.15)	
	505		03/11/08		3,070.44	8,442.29	(5,371.85)	
125000690	50	INTL BUSINESS MACHINES CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	04/02/09	10/20/09	6,089.34	4,959.23		1,130.11
125000710	75	JOHNSON & JOHNSON MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/04/09	10/20/09	4,568.24	3,995.73		572.51



Ref: 00000190 00024436

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Short Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000770	430	LINCOLN NATIONAL CORP -IND-	08/19/08	04/24/09	\$ 4,296.49	\$ 20,621.08	(\$ 16,324.59)	
	120		08/20/08		1,199.02	5,732.09	(4,533.07)	
	25		08/19/08		249.80	1,376.89	(1,127.09)	
125000780	300	LINCOLN NATIONAL CORP -IND-	08/19/08	04/27/09	2,998.21	16,522.65	(13,524.44)	
125000790	275	LINCOLN NATIONAL CORP -IND-	08/19/08	05/05/09	3,368.58	15,145.76	(11,777.18)	
	550		10/01/08		6,737.16	22,611.38	(15,874.22)	
	290		12/10/08		3,552.32	4,869.88	(1,317.56)	
	865		12/11/08		10,595.72	14,993.39	(4,397.67)	
125000800	220	LINCOLN NATIONAL CORP -IND-	12/11/08	05/06/09	3,192.67	3,813.35	(620.68)	
	250		01/13/09		3,628.03	4,889.40	(1,261.37)	
125000850	75	MCGRAW HILL COS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/28/09	10/20/09	2,287.55	2,518.68	(231.13)	
125000860	90	METLIFE INC	04/23/09	10/20/09	3,348.95	2,514.03		834.92
	200	MorganStanley SmithBarney LLC acted as your agent in this transaction.	04/24/09		7,442.11	5,748.10		1,694.01
	60		05/04/09		2,232.63	1,644.87		587.76
125000870	525	MICROSOFT CORP	10/21/08	10/20/09	13,697.94	12,771.83		926.11
	25	MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/22/08		652.28	531.70		120.58
	350		10/28/08		9,131.97	7,644.98		1,486.99
125000880	200	NORFOLK SOUTHERN CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/19/09	10/20/09	9,835.78	6,365.14		3,470.64
125000890	50	NORFOLK SOUTHERN CORP	03/19/09	11/11/09	2,595.88	1,591.29		1,004.59
	150	MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/24/09		7,787.65	4,979.84		2,807.81
	65		03/27/08		3,374.65	2,266.86		1,107.79
	110		03/30/08		5,710.94	3,678.33		2,032.61
125000900	140	NORFOLK SOUTHERN CORP	03/30/08	11/12/09	7,291.82	4,681.52		2,610.30
	150	MorganStanley SmithBarney LLC acted as your agent in this transaction.	04/03/09		7,812.67	5,610.48		2,202.19
125000950	225	PNC FINANCIAL SERVICES GROUP	01/05/09	03/04/09	5,179.69	10,827.43	(5,647.74)	
	175		01/09/09		4,028.65	8,349.06	(4,320.41)	



Ref: 00000190 00024437

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000960	25	PNC FINANCIAL SERVICES GROUP	01/09/09	03/11/09	\$ 630.29	\$ 1,192.72	(\$ 562.43)	
	300		01/20/09		7,563.49	7,620.75	(57.26)	
	125		01/27/09		3,151.46	3,886.95	(735.49)	
125000970	250	PNC FINANCIAL SERVICES GROUP	01/27/09	03/13/09	6,752.69	7,773.90	(1,021.21)	
125000980	50	PNC FINANCIAL SERVICES GROUP	01/27/09	10/07/09	2,281.90	1,554.78		727.12
	175	Morgan Stanley Smith Barney LLC	02/11/09		7,986.65	5,591.27		2,395.38
	330	acted as your agent in this transaction.	02/17/09		15,060.55	8,508.21		6,554.34
125000990	120	PNC FINANCIAL SERVICES GROUP	02/17/09	10/08/09	5,431.78	3,093.17		2,338.61
	260	Morgan Stanley Smith Barney LLC	02/23/09		11,768.86	6,458.32		5,310.54
	75	acted as your agent in this transaction.	02/24/09		3,394.86	1,843.37		1,551.49
125001060	375	SUPERVALU INC Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	02/09/09	11/20/09	5,610.98	7,363.57	(1,752.59)	
125001070	75	SUPERVALU INC	02/09/09	11/23/09	1,127.60	1,472.72	(345.12)	
	240	Morgan Stanley Smith Barney LLC	02/18/09		3,608.31	4,246.68	(638.37)	
	175	acted as your agent in this transaction.	02/19/09		2,631.06	3,121.53	(490.47)	
	180		02/24/09		2,706.23	3,174.91	(468.68)	
	105		02/25/09		1,578.63	1,873.26	(294.63)	
125001080	145	SUPERVALU INC	02/25/09	11/27/09	2,098.90	2,586.89	(487.99)	
	165	Morgan Stanley Smith Barney LLC	03/04/09		2,388.41	2,666.50	(278.09)	
	40	acted as your agent in this transaction.	03/05/09		579.01	613.60	(34.59)	
125001090	210	SUPERVALU INC	03/05/09	11/30/09	2,937.51	3,221.43	(283.92)	
	325	Morgan Stanley Smith Barney LLC	08/17/09		4,546.14	4,728.91	(182.77)	
		acted as your agent in this transaction.						
125001190	225	WELLS FARGO & CO NEW	07/17/08	03/12/09	2,851.93	5,926.05	(3,074.12)	
	550		07/18/08		6,971.37	15,204.31	(8,232.94)	
	605		07/21/08		7,668.51	17,158.65	(9,490.14)	
Total					\$ 428,313.47	\$ 661,578.57	(\$ 280,118.24)	\$ 44,853.14



Ref: 00000190 00024438

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009

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

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	100	AT&T INC	01/20/05	02/06/09	\$ 2,605.25	\$ 2,332.17		\$ 273.08
125000020	75	AT&T INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	01/20/05	10/20/09	1,947.08	1,749.13		197.95
125000030	600	ALCOA INC	09/14/07	01/20/09	5,258.79	21,182.34	(15,923.55)	
	500		09/20/07		4,382.32	18,690.45	(14,308.13)	
	375		09/25/07		3,286.74	13,811.25	(10,524.51)	
125000040	175	ALCOA INC	09/25/07	01/29/09	1,453.95	6,445.25	(4,991.30)	
	450		09/28/07		3,738.72	17,671.77	(13,933.05)	
125000070	250	ALLSTATE CORP	03/09/06	10/20/09	7,888.27	13,632.58	(5,744.31)	
	100	MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/13/06		3,155.31	5,457.37	(2,302.06)	
125000080	257	ALTRIA GROUP INC	11/19/02	01/16/09	4,263.86	2,281.33		1,982.53
	39		05/05/03		647.05	280.44		366.61
	48		05/08/03		796.36	345.64		450.72
	48		05/09/03		796.36	351.18		445.18
	59		05/21/03		978.86	520.52		458.34
	176		07/22/03		2,920.00	1,662.81		1,257.19
	220		11/28/03		3,650.00	2,647.39		1,002.61
	203		04/25/07		3,367.96	4,338.90	(970.94)	
125000090	97	ALTRIA GROUP INC	04/25/07	10/20/09	1,809.38	2,073.27	(263.89)	
	3	MorganStanley SmithBarney LLC acted as your agent in this transaction.	04/10/08		55.96	64.97	(9.01)	
125000110	270	ANNALY CAPITAL MANAGEMENT INC	07/08/08	10/20/09	4,731.36	4,127.30		604.06
	530	MorganStanley SmithBarney LLC acted as your agent in this transaction.	07/16/08		9,287.47	7,558.39		1,729.08
125000120	8	BANK OF AMERICA CORP	09/11/03	01/28/09	57.78	304.36	(246.58)	
	22		09/12/03		158.89	831.72	(672.83)	
	12		09/15/03		86.67	459.52	(372.85)	
	28		09/16/03		202.22	1,079.53	(877.31)	



Ref: 00000180 00024439

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
	563.1308		04/07/05		\$ 4,067.02	\$ 26,269.17	(\$ 22,202.15)	
	560.628		04/08/05		4,048.94	26,152.43	(22,103.49)	
	2,502.8		04/12/05		18.08	116.75	(98.67)	
	212.7384		06/03/05		1,536.43	9,923.91	(8,387.48)	
125000150	100	BLACK & DECKER CORPORATION	07/11/07	05/12/09	3,224.86	8,906.09	(5,681.23)	
	150		07/12/07		4,837.28	14,138.31	(9,301.03)	
	160		07/27/07		5,159.77	13,608.26	(8,448.49)	
	40		07/30/07		1,289.94	3,359.14	(2,069.20)	
	80		08/03/07		2,579.89	7,048.31	(4,468.42)	
125000160	40	BLACK & DECKER CORPORATION	08/03/07	05/13/09	1,250.44	3,524.15	(2,273.71)	
	130		08/06/07		4,063.92	11,275.12	(7,211.20)	
	20		08/13/07		625.22	1,765.71	(1,140.49)	
125000170	105	BLACK & DECKER CORPORATION	08/13/07	05/14/09	3,262.12	9,270.00	(6,007.88)	
	75		08/14/07		2,330.08	6,634.67	(4,304.59)	
125000180	250	BOEING CO	08/08/08	10/20/09	12,907.19	16,232.73	(3,325.54)	
	150	MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/08/08		7,744.31	10,236.17	(2,491.86)	
125000190	100	BOEING CO	08/08/08	10/27/09	4,784.96	6,824.11	(2,039.15)	
	250	MorganStanley SmithBarney LLC	08/12/08		11,962.39	16,510.45	(4,548.06)	
	250	acted as your agent in this transaction.	08/14/08		11,962.39	16,285.88	(4,323.49)	
125000200	650	CBS CORP NEW CLASS B	05/31/06	03/04/09	2,410.51	16,733.67	(14,323.16)	
125000210	600	CBS CORP NEW CLASS B	08/07/06	03/11/09	2,244.29	16,002.84	(13,758.55)	
	320		08/26/06		1,196.95	8,472.42	(7,275.47)	
125000220	280	CBS CORP NEW CLASS B	06/26/06	03/12/09	1,108.93	7,413.36	(6,304.43)	
	650		06/30/06		2,574.31	17,652.57	(15,078.26)	
125000250	50	CATERPILLAR INC	11/28/07	05/27/09	1,765.16	3,554.71	(1,789.55)	
	250		12/04/07		8,825.82	17,945.60	(9,119.78)	
	250		12/06/07		8,825.82	18,420.25	(9,594.43)	
	250		12/11/07		8,825.82	18,982.65	(10,156.83)	
125000280	75	CHEVRON CORP	08/30/04	03/30/09	4,980.82	3,523.78	1,457.04	
125000290	25	CHEVRON CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/30/04	10/20/09	1,918.90	1,174.59	744.31	



Ref 00000190 00024440

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000300	150	CONOCOPHILLIPS MorganStanley SmithBarney LLC acted as your agent in this transaction.	02/23/06	10/20/09	\$ 7,893.09	\$ 9,216.90	(\$ 1,323.81)	
125000310	150	DIAMOND OFFSHORE DRILLING INC	12/19/07	10/20/09	15,788.81	19,360.40	(3,571.79)	
75		MorganStanley SmithBarney LLC acted as your agent in this transaction.	12/26/07		7,894.30	11,114.78	(3,220.48)	
125000320	65	R R DONNELLEY & SONS CO	01/25/06	10/20/09	1,436.75	2,066.09	(629.34)	
230		MorganStanley SmithBarney LLC acted as your agent in this transaction.	01/26/06		5,083.88	7,436.68	(2,352.80)	
5			01/27/06		110.52	163.35	(52.83)	
100			03/29/06		2,210.38	3,262.22	(1,051.84)	
125000330	1,025	DOW CHEMICAL CO	08/25/04	02/02/09	11,293.89	42,888.46	(31,594.57)	
125000340	120	DOW CHEMICAL CO	08/25/04	02/11/09	1,204.35	5,021.09	(3,816.74)	
125000350	5	DOW CHEMICAL CO	08/25/04	02/12/09	48.86	209.21	(160.35)	
245			02/05/07		2,394.17	10,144.47	(7,750.30)	
125000360	380	DOW CHEMICAL CO	02/05/07	02/17/09	3,375.94	15,734.28	(12,358.34)	
420			02/06/07		3,731.30	17,508.58	(13,777.28)	
125000370	155	DOW CHEMICAL CO	02/06/07	02/23/09	1,157.35	6,461.50	(5,304.15)	
400			02/14/07		2,986.70	17,146.36	(14,159.66)	
190			03/08/07		1,418.68	8,114.10	(6,695.42)	
5			03/13/07		37.33	214.72	(177.39)	
125000380	190	DOW CHEMICAL CO	03/13/07	03/02/09	1,347.19	8,159.20	(6,812.01)	
15			03/14/07		106.36	645.00	(538.64)	
400			03/22/07		2,836.18	18,210.48	(15,374.30)	
125000400	10	ENCANA CORP-CAD	08/25/08	10/20/09	615.70	711.89	(95.99)	
40		MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/26/08		2,462.80	2,919.25	(456.45)	
175			08/02/08		10,774.77	12,371.64	(1,596.87)	
125000410	25	ENCANA CORP-CAD	09/02/08	11/11/09	1,450.79	1,767.38	(316.59)	
250		MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/08/08		14,507.93	17,037.15	(2,529.22)	
180			09/15/08		10,445.71	11,716.04	(1,270.33)	
125000420	70	ENCANA CORP-CAD	09/15/08	11/12/09	4,004.85	4,556.24	(551.39)	
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000470	100	GLAXOSMITHKLINE PLC SP ADR	06/30/04	01/13/09	3,756.13	4,146.42	(390.29)	



Ref: 00000190 00024441

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000480	200	GLAXOSMITHKLINE PLC SP ADR	06/30/04	02/06/09	\$ 7,413.06	\$ 8,292.84	(\$ 879.78)	
	50		05/30/07		1,853.26	2,623.54	(770.28)	
125000490	325	GLAXOSMITHKLINE PLC SP ADR	05/30/07	10/20/09	13,634.04	17,053.01	(3,418.97)	
		Morgan Stanley Smith Barney LLC acted as your agent in this transaction.						
125000510	500	HALLIBURTON CO HOLDINGS CO	01/07/08	07/27/09	11,464.95	18,444.45	(6,979.50)	
	245	Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	01/11/08		5,617.83	8,833.33	(3,215.50)	
125000520	205	HALLIBURTON CO HOLDINGS CO	01/11/08	07/28/09	4,540.65	7,391.15	(2,850.50)	
	600	Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	01/23/08		13,289.72	18,443.82	(5,154.10)	
	550	Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	01/25/08		12,182.24	18,490.89	(6,308.65)	
125000580	50	HOME DEPOT INC	12/03/07	01/16/08	1,146.59	1,446.19	(299.60)	
	650		12/18/07		14,905.65	16,822.52	(1,916.87)	
	215		01/15/08		4,930.33	5,457.45	(527.12)	
125000590	350	HOME DEPOT INC	01/16/08	10/20/09	9,485.45	9,078.06		407.39
		Morgan Stanley Smith Barney LLC acted as your agent in this transaction.						
125000650	875	INTEL CORP	01/31/08	02/18/09	12,936.61	20,499.57	(7,562.96)	
125000660	75	INTEL CORP	01/31/08	02/20/09	963.25	1,576.89	(613.64)	
	525		02/04/08		6,742.74	11,207.86	(4,465.12)	
125000670	550	INTEL CORP	02/04/08	02/25/09	7,022.36	11,741.56	(4,719.20)	
125000680	625	INTEL CORP	02/04/08	02/26/09	8,176.45	13,342.69	(5,166.24)	
125000700	510	JPMORGAN CHASE & CO	03/31/04	07/06/09	16,361.24	21,427.55	(5,066.31)	
	525	Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	06/30/04		16,842.46	20,264.12	(3,421.66)	
	50		07/19/04		1,604.04	1,799.50	(195.46)	
	225		06/03/05		7,218.20	7,974.00	(755.80)	
125000720	45	KIMBERLY CLARK CORP	07/24/03	03/30/09	2,081.78	2,218.79	(137.01)	
	55		08/04/03		2,544.39	2,613.92	(69.53)	
125000730	37	KIMBERLY CLARK CORP	08/04/03	10/20/09	2,215.22	1,758.45		456.77
	63	Morgan Stanley Smith Barney LLC acted as your agent in this transaction.	08/25/03		3,771.87	3,101.86		870.01

2009 YEAR END SUMMARY

Ref: 00000190 00024442

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000740	236	KRAFT FOODS INC CLASS A	04/24/07	01/16/09	\$ 6,714.40	\$ 7,870.48	(\$ 1,156.08)	
	89		05/02/07		2,532.12	2,983.24	(451.12)	
125000750	550	LINCOLN NATIONAL CORP -IND-	06/30/04	01/16/09	10,033.26	25,953.60	(15,920.34)	
125000760	410	LINCOLN NATIONAL CORP -IND-	06/30/04	04/23/09	4,087.30	19,347.22	(15,259.92)	
125000770	140	LINCOLN NATIONAL CORP -IND-	06/30/04	04/24/09	1,398.86	6,808.37	(5,207.51)	
	50		07/19/04		499.59	2,166.88	(1,667.29)	
125000810	220	MARATHON OIL CORP	04/22/05	03/30/09	5,531.14	5,251.31		279.83
	80		04/27/05		2,011.32	1,887.34		123.98
125000820	325	MARATHON OIL CORP	04/27/05	10/20/09	11,248.81	7,667.32		3,581.29
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000830	550	MATTEL INC DE	11/28/05	01/16/09	8,475.51	9,235.77	(760.26)	
	355		11/29/05		5,470.55	5,961.66	(491.11)	
	570		12/01/05		8,783.71	9,275.78	(492.07)	
125000840	425	MATTEL INC DE	12/01/05	10/20/09	8,589.79	8,916.15		1,873.64
	250	MorganStanley SmithBarney LLC acted as your agent in this transaction.	12/06/05		5,052.82	4,115.00		937.82
125000910	325	OCCIDENTAL PETROLEUM CORP-DEL	06/30/04	03/19/09	19,286.50	7,865.62		11,420.88
125000920	150	OCCIDENTAL PETROLEUM CORP-DEL	06/30/04	03/24/09	8,822.92	3,630.29		5,192.63
125000930	100	OCCIDENTAL PETROLEUM CORP-DEL	06/30/04	03/27/09	5,842.85	2,420.19		3,422.66
125000940	150	OCCIDENTAL PETROLEUM CORP-DEL	06/30/04	04/03/09	8,958.74	3,630.29		5,328.45
125001000	750	PFIZER INC	10/26/04	01/12/09	12,983.32	20,881.58	(7,898.26)	
125001010	600	PFIZER INC	10/26/04	01/16/09	10,458.48	16,705.26	(6,246.78)	
125001020	500	PFIZER INC	10/26/04	10/20/09	8,985.51	13,921.05	(4,935.54)	
	25	MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/19/05		449.28	642.75	(193.47)	
125001030	175	REYNOLDS AMERICAN INC	06/30/04	03/30/09	6,342.05	5,912.26		429.79
125001040	150	REYNOLDS AMERICAN INC	06/30/04	10/20/09	7,496.11	5,067.66		2,428.45
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						



Ref: 00000190 00024443

HUTTON FOUNDATION
Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125001050	200 25	ROYAL DUTCH SHELL PLC ADR CL A MorganStanley SmithBarney LLC acted as your agent	09/25/07 10/01/07	10/20/09	\$ 12,483.97 1,560.50	\$ 16,723.40 2,083.82	(\$ 4,239.43) (523.32)	
125001100	200 75	3M COMPANY MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/08 06/04/08	10/20/09	15,247.71 5,717.89	15,484.28 5,782.62	(236.57) (64.73)	
125001110	100 20 55	TOTAL S.A SPONS ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	12/13/07 12/24/07 12/26/07	10/20/09	6,343.85 1,268.77 3,489.11	8,315.74 1,618.31 4,495.09	(1,971.89) (349.54) (1,005.98)	
125001120	50	TRAVELERS COMPANIES INC	06/30/04	03/30/09	1,967.07	2,021.39	(54.32)	
125001130	250	TRAVELERS COMPANIES INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/30/04	10/20/09	12,155.06	10,106.97		2,048.09
125001140	125	V F CORP	06/30/04	03/30/08	7,074.35	6,087.50		986.85
125001150	200	V F CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/30/04	10/20/09	15,617.59	9,740.00		5,877.59
125001160	10 90	VERIZON COMMUNICATIONS MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/24/03 10/07/03	10/20/09	288.11 2,593.01	315.78 2,880.33	(27.67) (287.32)	
125001170	150	WASTE MGMT INC DEL	01/23/08	03/23/09	3,860.21	4,302.24	(442.03)	
125001180	100	WASTE MGMT INC DEL MorganStanley SmithBarney LLC acted as your agent in this transaction.	01/23/08	10/20/09	3,110.17	2,868.16		242.01
125001200	65 35	WHIRLPOOL CORP	12/04/07 12/05/07	04/02/09	2,184.47 1,176.25	5,277.67 2,895.90	(3,093.20) (1,719.65)	
125001210	100 105 95	WHIRLPOOL CORP	12/05/07 12/13/07 12/14/07	04/07/09	3,208.46 3,368.88 3,048.03	8,274.00 8,743.33 7,788.69	(5,065.54) (5,374.45) (4,740.66)	
125001220	100	WHIRLPOOL CORP	12/18/07	04/15/09	3,496.67	8,028.52	(4,531.85)	



MorganStanley
SmithBarney

Reserved
Client Statement
2009 Year End Summary

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Ref: 00000190 00024444

HUTTON FOUNDATION

Account Number 418-13717-19 523

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125001230	100	WHIRLPOOL CORP	12/18/07	04/16/09	\$ 3,547.31	\$ 8,028.52	(\$ 4,481.21)	
125001240	50	WHIRLPOOL CORP	12/18/07	04/23/09	1,822.97	4,014.26	(2,191.29)	
	120		01/02/08		4,375.12	9,576.36	(5,201.24)	
	80		01/03/08		2,916.75	6,376.25	(3,459.50)	
125001250	209	WINDSTREAM CORP	06/30/04	10/20/09	2,096.74	1,852.47		244.27
	300	MorganStanley SmithBarney LLC	08/04/06		3,009.67	3,898.08	(888.41)	
	891	acted as your agent	08/14/06		8,938.72	11,447.04	(2,508.32)	
		In this transaction.						
125001260	175	WYETH	11/08/07	01/16/09	6,759.34	8,064.70	(1,305.36)	
125001270	55	WYETH	11/08/07	02/17/09	2,367.78	2,534.62	(166.84)	
125001280	45	WYETH	11/08/07	02/18/09	1,935.19	2,073.78	(138.59)	
	305		11/13/07		13,116.30	14,110.74	(994.44)	
125001290	145	WYETH	11/13/07	02/19/09	6,203.82	6,708.38	(504.56)	
	55		11/19/07		2,353.17	2,555.05	(201.88)	
125001300	175	WYETH	11/19/07	02/23/09	7,374.38	8,129.69	(755.31)	
125001310	170	WYETH	11/19/07	02/25/09	7,111.52	7,897.42	(785.90)	
125001320	650	XEROX CORP	06/23/08	10/20/09	5,018.65	8,883.36	(3,864.71)	
		MorganStanley SmithBarney LLC						
		acted as your agent						
		In this transaction.						
Total					\$ 867,440.36	\$ 1,413,964.60	(\$ 603,245.34)	\$ 56,721.10

Ref: 00000190 00024450

HUTTON FOUNDATION

Account Number 418-13719-17 523

Details of Short Term Gain (Loss) 2009

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

For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	3,800	ALCOA INC	03/18/09	03/19/09	\$ 23,418.18	\$ 19,950.00	\$ 3,468.18	\$ 0.00
						\$ 19,950.00	\$ 3,468.18	\$ 0.00
125000020	2,000	AMERICAN ELECTRIC POWER CO INC	04/01/09	04/08/09	52,495.59	49,000.00	3,495.59	0.00
						49,000.00	3,495.59	0.00
125000030	1,000	ARCHER DANIELS MIDLAND 6.25% MAND CONV EQUITY UNITS 6.2500% DUE 06/01/2011	05/28/08	01/28/09	36,298.25	50,000.00	(13,700.75)	0.00
						50,000.00	(13,700.75)	0.00
125000040	200	BANK NEW YORK MELLON CORP	05/11/09	05/15/09	5,438.37	5,750.00	(311.63)	0.00
						5,750.00	(311.63)	0.00
125000050	200	CHANGYOU COM LTD-USD	04/01/09	04/02/09	4,296.00	3,200.00	1,096.00	0.00
						3,200.00	1,096.00	0.00
125000060	8,600	CHIMERA INVESTMENT CORP	04/15/09	04/24/09	29,279.20	25,800.00	3,479.20	0.00
						25,800.00	3,479.20	0.00
125000070	4,300	COGDELL SPENCER INC	05/27/09	07/27/09	18,554.15	14,884.45	3,669.70	0.00
						14,884.45	3,669.70	0.00
125000080	25,000	D R HORTON INC CONV SENIOR UNSCRD NTS DTD 5/13/2009 DUE 05/15/2014 RATE 2.000 YTM - 1.874	05/07/09	09/09/09	29,750.00	25,000.00	4,750.00	0.00
						25,000.00	4,750.00	4,750.00
125000090	300	DIGITALGLOBE INC	05/13/09	05/19/09	5,331.45	5,700.00	(368.55)	0.00
						5,700.00	(368.55)	0.00
125000100	3,000	DOW CHEMICAL CO	05/06/09	05/08/09	50,728.44	45,000.00	5,728.44	0.00
						45,000.00	5,728.44	0.00
125000110	2,300	EQUITY ONE INC	04/09/09	04/24/09	34,012.27	32,890.00	1,122.27	0.00
						32,890.00	1,122.27	0.00
125000120	200	EQUITY ONE INC	04/09/09	04/28/09	2,753.92	2,860.00	(106.08)	0.00
						2,860.00	(106.08)	0.00
125000130	100	HCP INC (NEW)	05/05/09	05/08/09	2,158.20	2,125.00	33.20	0.00
						2,125.00	33.20	0.00
125000140	500	HUMAN GENOME SCIENCES INC CGMI AND/OR ITS AFFILIATES	07/28/09	07/29/09	7,425.86	7,000.00	425.86	0.00
						7,000.00	425.86	0.00



Ref: 00000190 00024451

HUTTON FOUNDATION

Account Number 418-13719-17 523

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000150	500	JOHNSON CONTROLS INC CONV EQUITY UNITS 11.5000% DUE 03/31/2012	03/10/09	03/19/09	\$ 30,132.36	\$ 25,000.00 \$ 25,000.00	\$ 5,132.36 \$ 5,132.36	\$ 0.00 \$ 0.00
125000160	1,100	KIMCO REALTY CORPORATION	04/03/09	04/03/09	9,842.77	7,810.00 7,810.00	2,032.77 2,032.77	0.00 0.00
125000170	400	KINDER MORGAN ENERGY PARTNRS LP	12/17/08	01/06/09	19,094.17	17,847.00	1,247.17	0.00 0.00
125000180	1,700	MEAD JOHNSON NUTRITION CO CL A	02/10/09	02/12/09	45,408.39	40,800.00 40,800.00	4,608.39 4,608.39	0.00 0.00
125000200	1,000	NEWMONT MINING CORP	01/28/09	01/29/09	38,585.71	37,000.00 37,000.00	1,585.71 1,585.71	0.00 0.00
125000210	200	NORTHEAST UTILITIES	03/16/09	04/03/09	4,108.41	4,040.00 4,040.00	68.41 68.41	0.00 0.00
125000220	800	PRINCIPAL FINANCIAL GROUP INC	05/11/09	05/19/09	16,856.00	15,800.00 15,800.00	1,056.00 1,056.00	0.00 0.00
125000230	600	SENIOR HOUSING PPTYS TR SBI	09/10/09	11/06/09	10,984.97	11,684.00 11,684.00	(679.03) (679.03)	0.00 0.00
125000240	300	7 DAYS GROUP HLDGS LTD ADR	11/19/09	12/02/09	3,796.59	3,300.00 3,300.00	496.59 496.59	0.00 0.00
125000250	5,000	U S AIRWAYS GROUP INC	09/23/09	10/01/09	21,051.75	24,300.00 24,300.00	(3,248.25) (3,248.25)	0.00 0.00
125000260	5,000	U S AIRWAYS GROUP INC	09/23/09	10/27/09	15,996.28	24,300.00 24,300.00	(8,303.72) (8,303.72)	0.00 0.00
125000270	1,000	VENTAS INC	04/07/09	04/08/09	23,533.12	23,900.00 23,900.00	(366.88) (366.88)	0.00 0.00
Total					\$ 541,331.40	524,920.45	16,410.95	\$ 0.00

HUTTON FOUNDATION

Account Number 418-13719-17 523

Details of Long Term Gain (Loss) 2009

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

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
425000190	24,000	NATIONAL RETAIL PROPERTIES CONV SR NOTES BOOK/ENTRY DTD 03/04/2008 DUE 06/15/2028 RATE 5.125	02/27/08	09/23/09	\$ 25,020.00	\$ 24,000.00 \$ 24,000.00	\$ 1,020.00 \$ 1,020.00	\$ 0.00 \$ 1,020.00
Total					\$ 25,020.00	\$ 24,000.00 \$ 24,000.00	\$ 1,020.00 \$ 1,020.00	\$ 0.00 \$ 1,020.00

2009 YEAR END SUMMARY

Ref: 00000190 00024507

HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Short Term Gain (Loss) 2009

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

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000050	6,000	HENDERSON LAND DEVELOPMENT CO-HKD MorganStanley SmithBarney LLC acted as your agent	02/10/09	10/21/09	\$ 43,906.87	\$ 21,800.00		\$ 22,306.87
125000150	277	ANGLO AMERICAN PLC ADR MorganStanley SmithBarney LLC acted as principal in this transaction.	10/27/08	10/20/09	5,170.02	2,834.76		2,335.26 ^c
125000230	341	BURLINGTON NORTHERN SANTA FE	06/05/08	04/09/09	22,570.20	38,658.10	(16,087.90) ^c	
125000240	264	BURLINGTON NORTHERN SANTA FE	06/05/08	05/27/09	18,288.94	29,928.85	(11,659.91) ^c	
125000260	77	CME GROUP INC CLASS A	02/17/09	05/27/09	23,629.92	14,131.10		9,498.82
125000270	42	CME GROUP INC CLASS A MorganStanley SmithBarney LLC acted as principal	02/17/09	10/20/09	13,308.61	7,707.87		5,600.74
125000310	1,036	CARNIVAL CORP (PAIRED STOCK)	09/04/08	04/09/09	26,210.53	39,420.44	(13,209.91) ^c	
125000320	539	CARNIVAL CORP (PAIRED STOCK)	09/04/08	05/27/09	13,895.71	20,509.28	(6,613.57) ^c	
125000340	263	CHINA LIFE INSURANCE CO LTD-SPONSORED ADR	03/25/09	05/27/09	14,362.45	13,105.55		1,256.90
125000350	140	CHINA LIFE INSURANCE CO LTD-SPONSORED ADR MorganStanley SmithBarney LLC acted as your agent	03/25/09	10/20/09	9,850.35	6,976.34		2,874.01
125000360	1,054	CHINA UNICOM HONG KONG LTD SPONSORED ADR	03/30/09	05/27/09	13,080.43	11,448.23		1,634.20
125000370	534	CHINA UNICOM HONG KONG LTD SPONSORED ADR MorganStanley SmithBarney LLC acted as your agent	03/30/09	10/20/09	7,620.30	5,799.13		1,821.17
125000380	714	WALT DISNEY CO	11/19/08	05/27/09	17,528.67	14,768.92		2,759.75 ^c

2 0 0 9 Y E A R E N D S U M M A R Y



Ref: 00000190 00024508

HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Short Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000390	284	WALT DISNEY CO MorganStanley SmithBarney LLC acted as your agent in this transaction.	11/19/08	10/20/09	\$ 8,304.37	\$ 5,874.47		\$ 2,429.90 ^c
125000490	220	GENZYME CORP MorganStanley SmithBarney LLC acted as principal in this transaction.	04/27/09	10/20/09	12,141.72	12,033.12		108.60
125000500	504	HUANENG POWER INTL SP ADR	10/17/08	05/27/09	12,973.22	12,776.76		196.46 ^c
125000570	900	LAS VEGAS SANDS CORP	08/14/08	03/12/09	1,323.44	50,182.85	(48,859.41) ^c	
125000620	542	MARKET VECTORS ETF TR GAMING ETF MorganStanley SmithBarney LLC acted as your agent	03/13/09	10/20/09	14,242.20	8,173.36 ^R		8,068.84
125000700	823	PHILIP MORRIS INTL INC	10/28/08	04/15/09	23,181.73	24,759.05	(1,577.32) ^c	
125000710	152 254	PHILIP MORRIS INTL INC	10/28/08 11/11/08	05/27/09	6,327.72 10,573.94	6,040.73 10,371.40		286.99 ^c 202.54 ^c
125000720	413	PHILIP MORRIS INTL INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	11/11/08	10/20/09	21,488.16	16,863.74		4,624.42 ^c
125000750	70	RIO TINTO PLC-GBP SALE OF RTS ON 70,0000 SHS	07/10/09	07/10/09	1,598.27	.01		1,598.28
125000770	.6668	TIME WARNER INC REV/SPLT 03/27/09 887317105000	09/02/08	03/27/09	14.62	25.13	(10.51) ^c	
125000780	730	TIME WARNER INC	09/02/08	04/22/09	16,236.97	27,530.54	(11,293.57) ^c	
125000800	.6902	TIME WARNER CABLE INC CASH IN LIEU OF .6902 RECORD 03/12/09 PAY 03/27/09 FROM: 887317105000 (SPINOFF)	09/02/08	03/30/09	18.89	34.16	(15.27) ^c	
125000810	875	TIME WARNER CABLE INC	09/02/08	05/13/09	27,352.67	43,315.62	(15,962.95) ^c	
125000820	405	UNION PACIFIC CORP	06/11/08	04/22/09	18,881.42	30,474.11	(11,592.69) ^c	
125000850	767	VISA INC COM CL A	07/22/08	02/24/09	41,880.87	54,116.17	(12,235.30) ^c	



MorganStanley
SmithBarney

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HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000860	260	VORNADO REALTY TR SBI MorganStanley SmithBarney LLC acted as your agent in this transaction.	03/25/09	10/20/09	\$ 16,052.76	\$ 9,213.13		\$ 6,839.63
Total					\$ 461,985.97	\$ 638,670.92	(\$ 149,118.31)	\$ 72,443.36

*Based on information supplied by Client or other financial institution, not verified by us.

Details of Long Term Gain (Loss) 2009

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

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	3,375	LONDON STOCK EXCHANGE GROUP PL-GBP	07/26/06	04/22/09	\$ 32,416.71	\$ 70,503.75	(\$ 38,087.04) ^c	
125000020	895 954	LONDON STOCK EXCHANGE GROUP PL-GBP MorganStanley SmithBarney LLC acted as principal	07/26/06 03/28/07	10/20/09	13,603.65 14,500.42	18,696.55 24,037.27	(5,092.80) ^c (9,536.85) ^c	
125000030	60,000	BEIJING CAPITAL INTL AIRPORT	12/20/06	02/24/09	24,593.86	39,450.00	(14,856.14) ^c	
125000040	20,000 18,000 8,000 22,000 26,000 8,000 12,000	BEIJING CAPITAL INTL AIRPORT	12/20/06 03/13/07 03/16/07 03/28/07 04/03/07 05/09/07 05/23/07	05/27/09	15,398.60 13,859.64 6,159.84 16,939.56 20,019.48 6,159.84 9,239.78	13,150.00 17,679.60 7,676.80 22,096.80 26,494.00 8,353.60 13,603.20	(3,819.96) ^c (1,516.96) ^c (5,157.24) ^c (6,474.52) ^c (2,193.76) ^c (4,363.42) ^c	2,249.60 ^c
125000060	6,000	HONG KONG EXCHANGES AND CLEARI-HKD	08/30/06	02/10/09	51,989.90	41,400.00		10,589.90 ^c
125000070	4,000	HONG KONG EXCHANGES AND CLEARI-HKD	08/30/06	04/15/09	46,598.80	27,600.00		18,998.80 ^c
125000080	1,500 1,700	HONG KONG EXCHANGES AND CLEARI-HKD	10/04/06 05/17/07	05/27/09	22,574.42 25,584.34	10,921.50 19,547.62		11,652.92 ^c 6,036.72 ^c



2 0 0 9 Y E A R E N D S U M M A R Y

MorganStanley
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HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Long Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000220	1,095	BROOKFIELD ASSET MGMT INC VOTING SHS CL A MorganStanley SmithBarney LLC acted as your agent	07/12/07	10/20/09	\$ 25,344.10	\$ 43,475.08	(\$ 18,130.98) c	
125000250	218	BURLINGTON NORTHERN SANTA FE MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/05/08	10/20/09	18,616.89	24,713.97	(6,097.08) c	
125000280	783	CNOOC LTD SPONS ADR	07/25/06	02/27/09	68,550.16	65,708.86		2,841.30 c
125000290	142	CNOOC LTD SPONS ADR	07/25/06	05/27/09	18,182.51	11,918.55		6,264.96 c
125000300	51	CNOOC LTD SPONS ADR MorganStanley SmithBarney LLC acted as your agent in this transaction.	07/25/06	10/20/09	8,133.27	4,279.89		3,853.38 c
125000330	472	CARNIVAL CORP (PAIRED STOCK) MorganStanley SmithBarney LLC acted as your agent	09/04/08	10/20/09	15,863.89	17,959.89	(2,096.00) c	
125000400	2,448	EL PASO CORP	07/25/06	04/22/09	17,258.93	36,690.70	(19,431.77) c	
125000410	1,087	EL PASO CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	07/25/06	10/20/09	12,098.64	16,291.99	(4,193.35) c	
125000420	916	ENCANA CORP-CAD	11/26/07	02/10/09	41,552.54	62,731.08	(21,178.54) c	
125000430	443	ENCANA CORP-CAD	11/26/07	04/22/09	19,647.20	30,338.29	(10,691.09) c	
125000440	207	ENCANA CORP-CAD	11/26/07	05/27/09	11,221.80	14,176.13	(2,954.33) c	
125000450	281	ENCANA CORP-CAD MorganStanley SmithBarney LLC acted as your agent in this transaction.	11/26/07	10/20/09	17,295.52	19,243.92	(1,948.40) c	
125000460	945	GAZPROM OAO SPONS ADR	08/24/07	04/09/09	16,631.57	39,041.73	(22,410.16) c	
	395		08/29/07		6,951.82	16,076.50	(9,124.68) c	
125000470	1,243	GAZPROM OAO SPONS ADR	08/29/07	04/22/09	20,440.36	50,590.10	(30,149.74) c	
125000480	498	GAZPROM OAO SPONS ADR MorganStanley SmithBarney LLC acted as principal in this transaction.	08/29/07	10/20/09	13,370.95	20,268.80	(6,897.85) c	

2 0 0 9 Y E A R E N D S U M M A R Y



Ref: 00000190 00024512

HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Long Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000510	763	ICICI BANK LTD-SPONS ADR- INR	07/11/07	05/27/09	\$ 22,905.59	\$ 38,310.04	(\$ 15,404.45) c	
125000520	220	ICICI BANK LTD-SPONS ADR- INR	07/11/07	10/20/09	8,986.94	11,046.15	(2,059.21) c	
		MorganStanley SmithBarney LLC acted as your agent						
125000530	982	IMPERIAL OIL LTD NEW	07/25/06	04/09/09	36,345.04	35,671.62		673.42 c
125000540	483	IMPERIAL OIL LTD NEW	07/25/06	04/22/09	16,894.76	17,545.20	(650.44) c	
125000550	404	IMPERIAL OIL LTD NEW	07/25/06	05/27/09	15,990.51	14,675.49		1,315.02 c
125000560	413	IMPERIAL OIL LTD NEW	07/25/06	10/20/09	17,302.39	15,002.42		2,299.97 c
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000570	1,360 700	LAS VEGAS SANDS CORP	07/30/07 08/24/07	03/12/09	1,999.87 1,029.34	113,794.12 70,117.68	(111,794.25) c (69,088.34) c	
125000580	818	LEGG MASON INC	07/25/06	05/27/09	15,656.60	71,812.22	(56,155.62) c	
125000590	119 254	LEGG MASON INC	07/25/06 11/20/07	10/20/09	3,877.01 8,275.31	10,447.01 17,952.42	(6,570.00) c (9,677.11) c	
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000600	1,492	LEUCADIA NATIONAL CORP	07/25/06	04/09/09	27,036.88	40,396.97	(13,360.09) c	
125000610	734	LEUCADIA NATIONAL CORP	07/25/06	10/20/09	17,961.39	19,873.58	(1,912.19) c	
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000630	91	MASTERCARD INC	07/22/08	10/20/09	20,534.53	24,835.29	(4,300.76) c	
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						
125000640	1,657 290 294	NYSE EURONEXT	07/25/06 08/21/06 05/15/07	02/10/09	36,338.47 6,359.78 6,447.50	101,959.12 16,823.61 23,820.74	(65,620.65) c (10,463.83) c (17,373.24) c	
125000650	503	NYSE EURONEXT	05/15/07	05/27/09	14,330.70	40,754.54	(26,423.84) c	
125000660	373	NYSE EURONEXT	05/15/07	10/20/09	10,858.05	30,221.56	(19,363.51) c	
		MorganStanley SmithBarney LLC acted as your agent in this transaction.						



MorganStanley
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HUTTON FOUNDATION

Account Number 418-71482-10 526

Details of Long Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000670	2,717	NASDAQ OMX GROUP INC	07/25/06	02/10/09	\$ 61,113.67	\$ 75,517.00	(\$ 14,403.33) c	
125000680	666	NASDAQ OMX GROUP INC	07/25/06	05/27/09	13,806.22	18,510.98	(4,704.76) c	
125000690	417	NASDAQ OMX GROUP INC MorganStanley SmithBarney LLC acted as principal in this transaction.	07/25/06	10/20/09	8,348.45	11,590.21	(3,241.76) c	
125000730	3,257	RRI ENERGY INC MorganStanley SmithBarney LLC acted as your agent in this transaction	07/25/06	10/20/09	21,952.59	40,851.48	(18,898.89) c	
125000740	11,639	RELIANT ENERGY INC	07/25/06	02/10/09	64,115.40	145,984.16	(81,868.76) c	
125000760	41	RIO TINTO PLC-GBP MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/01/08	10/20/09	7,986.59	16,223.09	(8,236.50) c	
125000790	748	TIME WARNER INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/02/08	10/20/09	23,464.60	28,209.37	(4,744.77) c	
125000830	344	UNION PACIFIC CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/11/08	10/20/09	22,019.66	25,884.19	(3,864.53) c	
125000840	871	UNION PACIFIC CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/11/08	10/30/09	49,026.54	65,538.15	(16,511.61) c	
Total					\$ 1,406,920.89	\$ 2,232,377.97	(\$ 889,079.58)	\$ 73,622.30

c Based on information supplied by Client or other financial institution, not verified by us

R The basis for this tax lot has been adjusted due to a reclassification of income

2 0 0 9 Y E A R E N D S U M M A R Y



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FORM 990/990-PF																
AUTO / TRANSPORT EQUIPMENT																
155	2005 VOLVO	1/01/08		48,104							48,104	13,635	S/L	5		1,675
TOTAL AUTO / TRANSPORT EQUIP																
				48,104		0	0	0	0	0	48,104	13,635				1,675
BUILDINGS																
101	BLDG-4TH FLR-ANAPAMU	8/31/05		623,255							623,255	54,534	S/L	40		15,581
TOTAL BUILDINGS																
				623,255		0	0	0	0	0	623,255	54,534				15,581
FURNITURE AND FIXTURES																
2	FILE CABINETS	7/01/98		1,223							1,223	1,224	S/L	12		0
7	DESK	7/01/98		4,515							4,515	4,324	S/L	12		188
8	FILE CABINETS	7/01/98		813							813	782	S/L	12		34
9	8 CONFERENCE CHAIRS	7/01/98		2,439							2,439	2,284	S/L	12		152
10	SOFA, CHAIR & TABLE	7/01/98		7,472							7,472	6,541	S/L	12		623
11	BED CHEST	7/01/98		1,508							1,508	1,386	S/L	12		126
12	DESK	7/20/98		2,667							2,667	2,313	S/L	12		222
13	4 CONFERENCE CHAIRS	7/20/98		1,220							1,220	1,062	S/L	12		102
14	1 CONFERENCE EASEL	7/20/98		1,373							1,373	1,190	S/L	12		114
15	2 DISPLAY CABINETS	8/17/98		2,694							2,694	2,319	S/L	12		224
16	2 SIDE CHAIRS	10/22/98		610							610	518	S/L	12		51
17	CREENZA WITH HUTCH	10/22/98		4,294							4,294	3,640	S/L	12		358
18	GLASS TOPS	10/22/98		339							339	285	S/L	12		28
23	DELL COMPUTER	7/02/01		2,307							2,307	1,440	S/L	12		192

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110	4TH FLOOR-ENTRY	9/01/05		2,005							2,005	557	S/L	12		167
111	4TH FLOOR-WINDOW	9/01/05		5,840							5,840	1,623	S/L	12		487
112	4TH FLOOR-YAMASA	9/01/05		953							953	263	S/L	12		79
133	4TH FLOOR-ADD'L DECK	7/26/06		12,995							12,995	785	S/L	40		325
134	TI-4TH FLR-THRESHOLD	4/12/06		1,575							1,575	108	S/L	40		39
135	TI-4TH FLR-SHOWER	6/01/06		1,261							1,261	271	S/L	12		105
TOTAL IMPROVEMENTS																
	LAND			307,946		0	0	0	0	0	307,946	34,119				10,309
102	LAND-4TH FLR-ANAPAMU	8/31/05		267,109							267,109					0
TOTAL LAND																
MACHINERY AND EQUIPMENT																
4	IBM SE 12	7/01/98		268							268	265	S/L	12		3
5	GRANT SOFTWARE	7/01/98		7,413							7,413	7,415	S/L	12		0
6	HP350 FAX	7/01/98		593							593	589	S/L	12		4
33	PM MONITOR	7/05/04		432							432	162	S/L	12		36
34	SB DELL FIRE SERVER	7/27/04		5,454							5,454	2,008	S/L	12		454
42	NORSTAR PHONE SYSTEM	9/01/05		6,469							6,469	1,797	S/L	12		539
144	PRINTER-EXTRA	2/23/06		1,179							1,179	278	S/L	12		98
145	PRINTER-PJH	4/03/06		1,005							1,005	231	S/L	12		84
146	DELL COMPUTER-JD	1/10/07		1,246							1,246	208	S/L	12		104
147	PRINTER	9/04/07		389							389	43	S/L	12		32
156	LO COMPUTER & MONITOR	10/15/08		2,796							2,796	58	S/L	12		233
158	JD PRINTER	11/01/08		612							612	9	S/L	12		51

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159	PH COMPUTER	7/31/08		1,063							1,063	37	S/L	12		88
169	COMPUTER-LAP TOP	4/14/09		1,171							1,171		S/L	12		73
170	MESSAGE MACHINE	7/27/09		1,878							1,878		S/L	12		65
TOTAL MACHINERY AND EQUIPME																
				31,968		0	0	0	0	0	31,968	13,100				1,864
TOTAL DEPRECIATION																
				1,355,072		0	0	0	0	0	1,355,072	173,232				33,867
RENTAL ACTIVITY - 5624 HOLLISTER																
AMORTIZATION																
113	LC-5624 HOLLISTER	5/01/06		14,790							14,790	3,944	S/L	10		1,479
TOTAL AMORTIZATION																
				14,790		0	0	0	0	0	14,790	3,944				1,479
BUILDINGS																
84	BLDG-5624 HOLLISTER	6/16/05		1,644,462							1,644,462	143,892	S/L	40		41,112
TOTAL BUILDINGS																
				1,644,462		0	0	0	0	0	1,644,462	143,892				41,112
LAND																
85	LAND-5624 HOLLISTER	6/16/05		1,096,308							1,096,308					0
TOTAL LAND																
				1,096,308		0	0	0	0	0	1,096,308	0				0
TOTAL DEPRECIATION																
				2,740,770		0	0	0	0	0	2,740,770	143,892				41,112

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35	OFFICE BLDG-HOLLISTER	2/01/04		2,321,000							2,321,000	290,126	S/L	40		58,025
	TOTAL BUILDINGS			2,321,000		0	0	0	0	0	2,321,000	290,126				58,025
	IMPROVEMENTS															
37	TENANT IMPROVE-HOLLISTER	3/01/04		43,227							43,227	17,410	S/L	12		3,602
38	TENANT IMPROVE-HOLLISTER	3/01/04		22,062							22,062	2,667	S/L	40		552
114	LANDSCAPE IMP-HOLLISTER	3/22/06		5,405							5,405	1,238	S/L	12		450
152	NEW ROOF	12/13/08		196,328							196,328	409	S/L	40		4,908
167	WATER METERS	12/30/09		19,537							19,537		S/L	40		0
	TOTAL IMPROVEMENTS			286,559		0	0	0	0	0	286,559	21,724				9,512
	LAND															
36	LAND-HOLLISTER	2/01/04		1,632,208							1,632,208					0
	TOTAL LAND			1,632,208		0	0	0	0	0	1,632,208	0				0
	TOTAL DEPRECIATION			4,239,767		0	0	0	0	0	4,239,767	311,850				67,537
	RENTAL ACTIVITY - 6842 PHELPS															
39	OFFICE BLDG-6842 PHELPS	8/13/04		360,592							360,592	39,816	S/L	40		9,015
40	LAND-6842 PHELPS	8/13/04		240,395							240,395					0
168	WATER METERS	12/30/09		44,548							44,548		S/L	40		0
	TOTAL			645,535		0	0	0	0	0	645,535	39,816				9,015

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TOTAL DEPRECIATION																
				645,535		0	0	0	0	0	645,535	39,816				9,015
RENTAL ACTIVITY - 1528 CHAPALA																
BUILDINGS																
44	OFFICE BLDG-1528 CHAPALA	7/15/05		3,874,889							3,874,889	339,052	S/L	40		96,872
TOTAL BUILDINGS																
				3,874,889		0	0	0	0	0	3,874,889	339,052				96,872
IMPROVEMENTS																
45	ELECTRICAL IMPROVEMENTS	10/01/05		1,929							1,929	156	S/L	40		48
46	HVAC IMPROVEMENTS	11/01/05		13,030							13,030	1,032	S/L	40		326
47	SLAB	11/08/05		468							468	38	S/L	40		12
48	BLDG SIGN	12/01/05		6,390							6,390	1,642	S/L	12		533
49	ELEVATOR ADA	12/01/05		3,239							3,239	250	S/L	40		81
50	BLDG PAINT	12/31/05		16,000							16,000	3,999	S/L	12		1,333
51	PARKING LOT IMPROVEMENTS	12/31/05		775							775	57	S/L	40		19
52	ELECTRONIC DOOR	12/31/05		2,088							2,088	522	S/L	12		174
54	CONF/TRAIN ROOMS	10/01/05		18,134							18,134	4,911	S/L	12		1,511
55	TI'S-ALL COMMON	11/01/05		86,142							86,142	6,819	S/L	40		2,154
56	TI-S-ALL COMMON	11/01/05		36,918							36,918	9,744	S/L	12		3,077
57	CARPET-CONFERENCE	11/01/05		10,787							10,787	2,847	S/L	12		899
58	SUITE 204-CARPET	11/01/05		5,984							5,984	1,580	S/L	12		499
59	SUITE 206-CARPET	11/01/05		1,564							1,564	412	S/L	12		130
60	SUITE 302 & 303-CARPET	11/01/05		6,312							6,312	1,666	S/L	12		526
61	SUITE 307-CARPET	11/01/05		442							442	117	S/L	12		37

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62	SUITE 308-CARPET	11/01/05		2,194							2,194		S/L	12	579	183
63	SUITE 203-TI'S	11/01/05		4,775							4,775		S/L	12	1,260	398
64	SUITE 204-TI'S	11/01/05		19,102							19,102		S/L	40	1,514	478
65	SUITE 205-TI'S	11/01/05		1,000							1,000		S/L	12	263	83
66	SUITE 205-TI'S	11/01/05		4,001							4,001		S/L	40	317	100
67	SUITE 206-TI'S	11/01/05		946							946		S/L	12	250	79
68	SUITE 206-TI'S	11/01/05		3,786							3,786		S/L	40	301	95
69	CARPET-COMMON ALL	12/01/05		4,394							4,394		S/L	12	1,129	366
70	SUITE 205-CARPET	12/01/05		2,972							2,972		S/L	12	765	248
71	PAINTING-COMMON ALL	12/01/05		4,886							4,886		S/L	12	1,255	407
72	SUITE 302-TI'S	12/01/05		5,035							5,035		S/L	12	1,295	420
73	SUITE 304-TI'S	12/01/05		20,139							20,139		S/L	40	1,551	503
74	SUITE 304-TI'S	12/01/05		11,570							11,570		S/L	12	2,972	964
75	SUITE 304-TI'S	12/01/05		26,997							26,997		S/L	40	2,081	675
76	SUITE 307-TI'S	12/01/05		899							899		S/L	12	231	75
77	SUITE 307-TI'S	12/01/05		3,596							3,596		S/L	40	277	90
78	SUITE 308-TI'S	12/01/05		669							669		S/L	12	173	56
79	SUITE 308-TI'S	12/01/05		2,677							2,677		S/L	40	206	67
80	DISHWASHER	12/31/05		356							356		S/L	12	90	30
81	MINI BLINDS	12/31/05		403							403		S/L	12	102	34
115	2 CAFE TBLS, 8 CHAIRS	7/02/98		832							832		S/L	12	727	69
116	2 CONFERENCE TABLES	7/20/98		3,664							3,664		S/L	12	3,180	305
117	ELECTRONIC ENTRY	2/01/06		1,694							1,694		S/L	12	411	141
118	EXTERIOR PAINT	2/01/06		985							985		S/L	12	239	82
119	ROOF DECK	3/01/06		1,900							1,900		S/L	12	448	158
120	ELEVATOR ADA UPGRADE	4/01/06		10,526							10,526		S/L	40	723	263
121	CONFERENCE TABLE	12/31/05		2,455							2,455		S/L	12	2,455	0

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122	ART	1/11/06		1,448							1,448					0
123	FURNITURE & FIX-COMMON	3/01/06		1,015							1,015	240	S/L	12		85
124	BLDG SIGNS-COMMON	3/01/06		812							812	192	S/L	12		68
125	REFURBISH STORAGE	3/01/06		1,240							1,240	292	S/L	12		103
126	WINDOW TINTING	3/01/06		1,347							1,347	318	S/L	12		112
127	WINDOW BLINDS	3/15/06		2,127							2,127	502	S/L	12		177
128	LOBBY WALL SCULPTURE	4/01/06		7,004							7,004					0
149	FIRE ALARM SYSTEM	12/31/07		11,501							11,501	958	S/L	12		958
150	PAINTING-ROCKFACE	6/24/08		500							500					0
151	SILK PLANTS & CONTAINERS	9/04/08		2,765							2,765	77	S/L	12		230
TOTAL IMPROVEMENTS				382,414		0	0	0	0	0	382,414	63,165				19,461
LAND																
53	LAND-1528 CHAPALA	7/15/05		2,601,341							2,601,341					0
TOTAL LAND				2,601,341		0	0	0	0	0	2,601,341	0				0
TOTAL DEPRECIATION				6,858,644		0	0	0	0	0	6,858,644	402,217				116,333
RENTAL ACTIVITY - 705 MCCLELLAND																
BUILDINGS																
82	BLDG-MCCLELLAND	12/31/02		36,702							36,702	5,507	S/L	40		918
TOTAL BUILDINGS				36,702		0	0	0	0	0	36,702	5,507				918

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LAND																
83	LAND-MCCLELLAND	12/31/02		54,261							54,261					0
TOTAL LAND																
				54,261		0	0	0	0	0	54,261	0				0
TOTAL DEPRECIATION																
				90,963		0	0	0	0	0	90,963	5,507				918
RENTAL ACTIVITY - 26 ANAPAMU																
BUILDINGS																
86	BLDG-26 ANAPAMU-1ST FLOOR	3/31/05		665,155							665,155	69,288	S/L	40		16,629
95	BLDG-2ND FLOOR ANAPAMU	3/31/05		665,155							665,155	69,288	S/L	40		16,629
TOTAL BUILDINGS																
				1,330,310		0	0	0	0	0	1,330,310	138,576				33,258
IMPROVEMENTS																
88	BLDG IMPROVE-1ST FLOOR	3/31/05		13,227							13,227	1,241	S/L	40		331
89	BLDG IMPROVE-1ST FLOOR	10/01/05		401							401	107	S/L	12		33
90	TI-1ST FLR-PAINTING	10/01/05		250							250	68	S/L	12		21
91	TI-1ST FLR	10/01/05		938							938	254	S/L	12		78
92	TI-1ST FLR-YAMASA	10/01/05		1,351							1,351	367	S/L	12		113
93	TI-1ST FLR-PAINTING	10/01/05		1,925							1,925	520	S/L	12		160
94	TI-1ST FLR-TI	10/01/05		12,858							12,858	1,044	S/L	40		321
96	BLDG IMPROVE-2ND FLR	3/31/05		16,506							16,506	1,547	S/L	40		413
97	BLDG IMPROVE-2ND FLOOR	10/01/05		501							501	42	S/L	40		13
99	TI-2ND FLOOR-BLDG	4/01/05		288							288	90	S/L	12		24

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100	TI-2ND FLOOR-YAMASA	4/01/05		1,686							1,686	527	S/L	12		141
129	TI-1ST FLOOR-BLDG DIR	3/22/06		449							449	102	S/L	12		37
130	DESK-1ST FLOOR	12/31/05		11							11	11	S/L	12		0
131	EXEC U DESK-1ST FLOOR	12/31/05		3,494							3,494	3,494	S/L	12		0
132	EXEC U DESK-1ST FLOOR	12/31/05		3,796							3,796	3,796	S/L	12		0
TOTAL IMPROVEMENTS																
				57,681		0	0	0	0	0	57,681	13,210				1,685
LAND																
87	LAND-26 ANAPAMU-1ST FLOOR	3/31/05		285,066							285,066					0
98	LAND-2ND FLOOR ANAPAMU	3/31/05		285,066							285,066					0
TOTAL LAND																
				570,132		0	0	0	0	0	570,132	0				0
TOTAL DEPRECIATION																
				1,958,123		0	0	0	0	0	1,958,123	151,786				34,943

RENTAL ACTIVITY - 1330 STATE STREET

BUILDINGS

153	BLDG-1330 STATE STREET	10/29/08		1,807,803							1,807,803	7,533	S/L	40		45,195
TOTAL BUILDINGS																
				1,807,803		0	0	0	0	0	1,807,803	7,533				45,195
FURNITURE AND FIXTURES																
163	CONFERENCE RM FURNITURE	7/01/09		15,331							15,331		S/L	12		639
165	WINDOW BLINDS	7/01/09		6,893							6,893		S/L	12		287
TOTAL FURNITURE AND FIXTURE																
				22,224		0	0	0	0	0	22,224	0				926

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IMPROVEMENTS																
160	PARK LOT IMPROVE-STATE ST	6/22/09		8,125							8,125		S/L	12		339
161	BLDG IMPROVE-STATE STREET	7/01/09		359,635							359,635		S/L	40		4,495
162	BLDG IMPROVE-STATE STREET	7/01/09		75,489							75,489		S/L	12		3,145
	TOTAL IMPROVEMENTS			443,249		0	0	0	0	0	443,249	0				7,979
LAND																
154	LAND-1330 STATE STREET	10/29/08		1,205,202							1,205,202					0
	TOTAL LAND			1,205,202		0	0	0	0	0	1,205,202	0				0
MACHINERY AND EQUIPMENT																
164	STERO & VIDEO EQUIPMENT	7/01/09		6,713							6,713		S/L	12		280
166	DATA & PHONE LINES	7/01/09		14,265							14,265		S/L	12		594
	TOTAL MACHINERY AND EQUIPME			20,978		0	0	0	0	0	20,978	0				874
	TOTAL DEPRECIATION			3,499,456		0	0	0	0	0	3,499,456	7,533				54,974
	GRAND TOTAL AMORTIZATION			14,790		0	0	0	0	0	14,790	3,944				1,479
	GRAND TOTAL DEPRECIATION			25,853,433		0	0	0	0	0	25,853,433	1,860,766				447,337

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545 1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	HUTTON FOUNDATION	33-0779894
	Number, street, and room or suite number. If a P.O. box, see instructions	
	26 WEST ANAPAMU, 4TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SANTA BARBARA, CA 93101	

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

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

- The books are in the care of ► ARLENE R. CRAIG

Telephone No ► 805-957-4740FAX No ► 626-859-0216

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 09 or
 - ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 42,865.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 42,865.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 0.

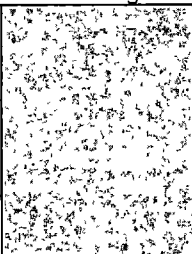
Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II: Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization		Employer identification number
	HUTTON FOUNDATION		33-0779894
	Number, street, and room or suite number. If a P.O. box, see instructions		For IRS use only
	YVONNE R. O'NEILL, CPA P.O. BOX 2594		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	MISSION VIEJO, CA 92690-2594		

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of **ARLENE R. CRAIG**
Telephone No. **805-957-4740** FAX No. **626-859-0216**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 2010
- 5 For calendar year 2009, or other tax year beginning , 20 , and ending , 20
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$ 18,101.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$ 42,865.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Yvonne O'Neill, CPA Title VP/TREAS/SEC

Date 8-11-10

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**FAXED**

STATEMENT PARTY XV-#3 A GRANTS CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Adventures in Caring Foundation 1528 Chapala Street, Suite 202 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,400
Alpha Resource Center of Santa Barbara 4501 Cathedral Oak's Road Santa Barbara, CA 93110	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,800
Alzheimer's Association of Santa Barbara 1528 Chapala, Suite 204 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,500
American Red Cross, Santa Barbara County Chapter 2707 State Street Santa Barbara, CA 93105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
Angels Foster Care of Santa Barbara 3905 State Street, #7-115 Santa Barbara, CA 93105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
Animals as Natural Therapy 721 Van Wyck Road Bellingham, WA 98226	NONE	PUBLIC CHARITY	GENERAL PURPOSE	13,000
Anti-Defamation League 1528 Chapala, Suite 301 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,000
Assistance League of Orange Thrift Shop Renovation Campaign 124 South Orange Street Orange, CA 92666	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Association of Small Foundations 1720 N Street NW Washington, DC 20036	NONE	PUBLIC CHARITY	GENERAL PURPOSE	750
Autism Speaks, Inc 1060 State Road, 2nd Floor Princeton, NJ 08540	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
Brain Injury Association of Santa Barbara 625 Chapala Street Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
California Lutheran University 60 West Olsen Road, #1300 Thousand Oaks, CA 91360	NONE	PUBLIC CHARITY	GENERAL PURPOSE	100,000
Camerata Pacifica P O Box 30116 Santa Barbara, CA 93130	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500
Caregivers Volunteers Assisting The Elderly 1765 Goodyear Drive Ventura, CA 93003	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,200

HUI ION FOUNDATION
FORM 990-PF
12/31/08

STATEMENT PARTY XV-#3 A GRANTS CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS	RECIPIENT NAME AND ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
	Carpinteria Education Foundation, Inc. 5201 8th Street, Suite 310 Carpinteria, CA 93013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
	Carpinteria Unified School District Main Family Resource Center 1400 Linden Avenue Carpinteria, CA 93013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	111,020
	Casa Esperanza 816 Cacique Street Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,500
	Cesar Chavez Charter School 1102 E Yamonahli Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
	Channel Islands YMCA 55 Hitchcock Way, Suite 101 Santa Barbara, CA 93105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
	Chapman University One University Drive Orange, CA 92866	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
	Child Abuse Listening & Mediation (C.A.L.M.) P O Box 90754 Santa Barbara, CA 93190-0754	NONE	PUBLIC CHARITY	GENERAL PURPOSE	17,600
	Child Abuse Prevention Center 6235 Rivercrest Drive, Suite A Riverside, CA 92507	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,600
	Community Action Commission of Santa Barbara 5638 Hollister Avenue, Suite 230 Goleta, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	131,593
	Community Environmental Council 26 W Anapamu Street, 2nd Floor Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	8,200
	Conflict Solutions Center 1528 Chapala, Suite 205 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
	Council on Alcoholism and Drug Abuse 232 East Canon Perdido Street Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
	Denver Scholarship Foundation 303 East 17th Ave, Suite 200 Denver, CO 80203	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
	Direct Relief International 27 South La Patera Lane Santa Barbara, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
	Discovery Science Center 2500 N Main Street Santa Ana, CA 92715	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500

HUTTON FOUNDATION
FORM 990-PF
12/31/08

STATEMENT OF GRANTS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS
RECIPIENT NAME AND ADDRESS RELATIONSHIP STATUS PURPOSE AMOUNT

Domestic Violence Solutions P O Box 1536 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000
Dream Foundation 1528 Chapala, Suite 304 Santa Barbara, CA 93101-7011	NONE	PUBLIC CHARITY	GENERAL PURPOSE	18,100
Easy Lift Transportation 53 Cass Place, Suite D Goleta, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
Endowment for Youth Committee P O Box 41229, 1136 E Montecito Street Santa Barbara, CA 93140-1229	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
Family Service Agency 123 W Gutierrez St Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	11,800
Family Therapy Institute of Santa Barbara 111 East Arrellaga Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
Food From the Heart P O Box 3908 Santa Barbara, CA 93130	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Foothill Elementary 401 North Fairview Ave Goleta, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Foundation for Santa Barbara City College 721 Cliff Drive Santa Barbara, CA 93109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Friendship Adult Day Care Center 89 Eucalyptus Lane Santa Barbara, CA 93108	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
Fund for Santa Barbara 26 West Anapamu Street, Suite 100 Santa Barbara, CA 93101-2192	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,700
Future Leaders of America, Inc 2140 Eastman Avenue, Unit 104 Ventura, CA 93003	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
Garden Court, Inc. 1116 De La Vina Street Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
Girls Inc. of Greater Santa Barbara P O Box 236 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500
Habitat for Humanity of Southern SB County P O Box 176 Goleta, CA 93116	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000

HUTTON FOUNDATION
FORM 990-PF
12/31/08

STATEMENT OF GRANTS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS				
RECIPIENT NAME AND ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Harding School Foundation 1625 Robbins Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Just Communities 1528 Chapala Street, Suite 308 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	9,100
The Leukemia & Lymphoma Society 9150 Chesapeake Dr., Suite 100 San Diego, CA 92123	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Long Term Care Ombudsman Services of Santa Barbara County 5638 Hollister, Suite 130 Santa Barbara, Ca 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,500
Maasar Foundation P O Box 1413 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Mental Health Association in Santa Barbara County 617 Garden Street Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
New Directions Foundation, Inc. P O Box 299 Santa Barbara, CA 93102-0299	NONE	PUBLIC CHARITY	GENERAL PURPOSE	750
Nonprofit Support Center 5638 Hollister Ave, Suite 200 Santa Barbara, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	72,648
Opera Santa Barbara 1330 State Street, Suite 209 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	58,850
Orange County Council, Boy Scouts of America 1211 East Dyer Road Santa Ana, CA 92705	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Parks & Recreation Community Foundation P O Box 91742 Santa Barbara, CA 93190	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Passkeys Foundation P O Box 4137 Mission Viejo, CA 92690	NONE	PUBLIC CHARITY	GENERAL PURPOSE	23,000
Path Point 315 W Haley Street, Suite 102 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
Patricia Henley Foundation 1330 State Street, Suite 205 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	47,000
Project Cuddle, Inc. 2973 Harbor Blvd #326 Costa Mesa, CA 92626	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000

HUTTON FOUNDATION
FORM 990-PF
12/31/08

STATEMENT OF GRANTS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS
PARTY XV-#3 A GRANTS CONTRIBUTIONS

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Recording for the Blind & Dyslexic 5638 Hollister, Suite 210 Santa Barbara, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	24,000
RISB Foundation 2415 De La Vina Street Santa Barbara, CA 93105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
Santa Barbara Bowl Foundation 1122 North Milpas Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
Santa Barbara Center for the Performing Arts, Inc 1330 State Street, Suite 101 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	183,533
Santa Barbara Chamber Orchestra P O Box 90903 Santa Barbara, CA 93190	NONE	PUBLIC CHARITY	GENERAL PURPOSE	41,700
Santa Barbara Channels 414 E Carrillo Street Santa Barbara, AR 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	33,334
Santa Barbara Choral Society P O Box 3324 Santa Barbara, CA 93130-3324	NONE	PUBLIC CHARITY	GENERAL PURPOSE	31,250
Santa Barbara Cottage Hospital P O Box 689 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,800
Santa Barbara Cottage Hospital Foundation P O Box 689 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	50,000
Santa Barbara County Schools 4400 Cathedral Oaks Road Santa Barbara, CA 93160-6307	NONE	PUBLIC CHARITY	GENERAL PURPOSE	30,108
Santa Barbara Courthouse Legacy Foundation 1100 Anacapa Street, East Wing Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,500
Santa Barbara Dance Alliance P O Box 22256 Santa Barbara, CA 93121	NONE	PUBLIC CHARITY	GENERAL PURPOSE	29,100
Santa Barbara Dance Institute 918 East Haley St Ste B Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,500
Santa Barbara Foresters 4299 Carpinteria Avenue, Suite 201 Carpinteria, CA 93013	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,500

HUTTON FOUNDATION
FORM 990-PF
12/31/08

STATEMENT OF GRANTS CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS				
RECIPIENT NAME AND ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
Santa Barbara Foundation 15 East Carrillo St Santa Barbara, CA 93101-1873	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,400
Santa Barbara Historical Museum 136 East De La Guerra St Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
Santa Barbara International Film Festival 1528 Chapala, Suite 203 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,400
Santa Barbara Mariachi Festival, Inc. 402 East Gutierrez Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Santa Barbara Maritime Museum 113 Harbor Way, Suite 190 Santa Barbara, CA 93109	NONE	PUBLIC CHARITY	GENERAL PURPOSE	34,600
Santa Barbara Museum of Natural History 2559 Puesta del Sol Road Santa Barbara, CA 93105	NONE	PUBLIC CHARITY	GENERAL PURPOSE	50,400
Santa Barbara Neighborhood Clinics 970 Embarcadero Del Mar Santa Barbara, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	17,000
Santa Barbara Partners in Education 4400 Cathedral Oaks Road P O Box 6307 Santa Barbara, CA 93160-6307	NONE	PUBLIC CHARITY	GENERAL PURPOSE	25,000
Santa Barbara Police Activities League P O Box 91121 Santa Barbara, CA 93190	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Santa Barbara Education Foundation 1330 State Street, Suite 203 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	21,040
Santa Barbara Rape Crisis Center 433 East Canon Perdido St Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
Santa Barbara Rescue Mission 535 E. Yanonali St Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000
Santa Barbara Symphony Orchestra Association 1330 State Street, Suite 102 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	145,650
Santa Barbara Zoological Gardens 500 Ninos Drive Santa Barbara, CA 93103-3798	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,750
Santa Maria Valley Discovery Museum 705 South McClelland Santa Maria, CA 93458	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,054
Santa Ynez Valley People Helping People PO Box 1478 Solvang, CA 93464	NONE	PUBLIC CHARITY	GENERAL PURPOSE	20,000

HUTTON FOUNDATION
FORM 990-PF
12/31/08

STATEMENT OF GRANTS CONTRIBUTIONS PAID DURING YEAR OR APPROVED FOR FUTURE PAYMENTS
RECIPIENT NAME AND ADDRESS RELATIONSHIP STATUS PURPOSE AMOUNT

Scholarship Foundation of Santa Barbara P O Box 3620 Santa Barbara CA 93130	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
St Joseph Hospital Foundation P O Box 5600 1100 Stewart Drive Orange, CA 92613-5600	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
Storyteller Children's Center, Inc. 2115 State Street Santa Barbara, CA 93105-3555	NONE	PUBLIC CHARITY	GENERAL PURPOSE	40,000
Taller of San Jose 801 North Broadway Santa Ana, CA 92701-3423q	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Teddy Bear Cancer Foundation 133 E De La Guerra, #163 Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
Transition House 425 E Cota Street Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	5,000
UCSB Foundation, The University of California at Santa Barbara Santa Barbara, CA 93106	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,500
United Boys & Girls Clubs of Santa Barbara County P O Box 1485 Santa Barbara, CA 93102	NONE	PUBLIC CHARITY	GENERAL PURPOSE	19,000
United Way of Santa Barbara 320 E Gutierrez Street Santa Barbara, CA 93101-1736	NONE	PUBLIC CHARITY	GENERAL PURPOSE	11,200
Visiting Nurse & Hospice Care of Santa Barbara 222 East Canon Perdido Santa Barbara, CA 93101	NONE	PUBLIC CHARITY	GENERAL PURPOSE	55,000
WISEPlace 1411 N Broadway Santa Ana, CA 92706	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
Women's Economic Ventures 333 South Salinas Street Santa Barbara, CA 93103	NONE	PUBLIC CHARITY	GENERAL PURPOSE	26,000
The Wooden Floor 1810 North Main Street Santa Ana, CA 92706-2727	NONE	PUBLIC CHARITY	GENERAL PURPOSE	10,000
XXI Century Kids 1st Foundation 7127 Hollister Avenue, Suite 1 Goleta, CA 93117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000

TOTAL TO FORM 990 PF, PART XV, LINE 3A

1,927,930

HUTTON FOUNDATION



PROGRAM RELATED INVESTMENT (PRI) APPLICATION

ORGANIZATION INFORMATION

Organization Name _____ Date _____

Address _____ Telephone _____

_____ Fax _____

Tax Identification No. _____ Date of Incorporation _____

Executive Director/President _____

Other Contact (Name & Title) _____

Organization Mission Statement:

REQUIRED ATTACHMENTS

Please Provide

- Proof of 501 (c)(3) Tax Exempt Status
- List of Organization Officers & Governing Board
- Current Audited Financial Statements
- Form 990
- Current Annual Budget

Endowment Fund? ☐ Yes ☐ No

PROJECT INFORMATION

Summary of Proposed Project _____

Requested Amount _____ Funds Needed (Date). _____

Total Project Budget _____ Project Timetable _____ to _____

Type of PRI Requested ☐ *Purchase of Real Estate* ☐ *Construction or renovation of facilities*
☐ *Other (please specify)*

Available Collateral ☐ *1st Trust Deed* ☐ *2nd Trust Deed* ☐ *Other (please specify)*

Program Area (indicate on program area which best describes the project from among the following)

- | | | |
|--|--|---|
| <input type="checkbox"/> <i>Arts & Culture</i> | <input type="checkbox"/> <i>Child, Youth & Family Services</i> | <input type="checkbox"/> <i>Civic & Community Service</i> |
| <input type="checkbox"/> <i>Education (K-12)</i> | <input type="checkbox"/> <i>Higher Education (college, graduate & adult)</i> | <input type="checkbox"/> <i>Health & Human Services</i> |
| <input type="checkbox"/> <i>Women's Services</i> | <input type="checkbox"/> <i>Other (please specify)</i> | |

The 2008 Foundation Roundtable of Santa Barbara County Common Grant Application (CGA)

The Common Grant Application is designed as a labor-saving device for organizations seeking grants from multiple funders located in **Santa Barbara County**, and was developed by The Foundation Roundtable, a local regional association of grantmakers. The purpose of The Foundation Roundtable is to advance and support philanthropy. This common application format is one way of addressing our mission.

The Foundation Roundtable's Common Grant Application form is available from selected funders, on the Nonprofit Support Center's (NSC) website www.nscsb.org, or on CD from the NSC office. Training on proposal preparation and this specific application is offered by the Nonprofit Support Center in Santa Barbara: 681-1040 and in Santa Maria: 928-2503.

ALERT:

Participating funders may have additional instructions for the application.
Funder profiles/contact information is updated annually on the Nonprofit Support Center website:
www.nscsb.org/commongrant.html

YOU SHOULD RESEARCH INDIVIDUAL FUNDER REQUIREMENTS.

Participating Funders List -DO NOT SUBMIT THIS PAGE with the Common Grant Application-

Andrew H. Burnett Foundation

James S. Bower Foundation www.bowerfoundation.org

Crawford Idema Family Foundation

Fund for Santa Barbara, www.fundforsantabarbara.org

Goleta Valley Land Trust

Hutton Foundation, www.huttonfoundation.org

Ann Jackson Family Foundation

Karuna Foundation, www.karunafoundation.org

The Levy Family Foundation

Wendy P. McCaw Foundation

McCune Foundation, www.mccunefoundation.org

Samuel B. & Margaret C. Mosher Foundation

Outhwaite Foundation, www.outhwaitefoundation.org

Ridley-Tree Foundation

Santa Barbara Foundation, www.sbfoundation.org

Santa Barbara Rotary Club, www.sbrotary.com

Santa Ynez Chumash Foundation,
www.santaynezchumash.org

The Towbes Foundation,
towbesfoundation@towbes.com

The Valley Foundation, syvf@verizon.net

United Way of Santa Barbara County,
www.unitedwaysb.org

Wharton Foundation

Zannon Family Foundation, zannon@cox.net

La versión en Español está disponible de parte de "Fund for Santa Barbara", 962-9164. No todas las fundaciones aceptan esta versión. Por favor, llama antes de aplicar. The Spanish language version is available from the Fund for Santa Barbara, 962-9164. Please call the funder to confirm, before you apply in Spanish.

Application Instructions & Checklist

Ensure that you have a copy of the **most recent version** of the Common Grant Application by checking the version posted on the Nonprofit Support Center's website- www.nscsb.org. Please make sure all of the following information is submitted in the order listed and in each funder's requested format.

Strategies for Successful Grant-Seeking:

- Research the funding interests of each funder before applying, and obtain a copy of its annual report and/or guidelines.
- Familiarize yourself with the funder's application process, including timetable and preferred method of initial contact. It is important to note that some funders accept proposals only after an initial phone call, query letter or pre-application form.
- Follow the attached application format and any specific instructions from the funder, as outlined on their individual instructions.
- The Foundation Roundtable does not accept applications. All proposals should be sent to the individual funders to which you are applying. Application workshops may be required or encouraged. It is never a good idea to send out a mass mailing of proposals.

☐ **Current year's Common Grant Application (Available from www.nscsb.org)**

☐ **Coversheet**

☐ **This Checklist - Common Grant Application materials**

☐ **Proposal Narrative provided in the requested format (up to 4 pages)**

☐ **Board of Directors/Governing Body List**

☐ **Program/Capital Request Budget**

☐ **Organization Financial Summary**

☐ **Organization Balance Sheet**

☐ **A Copy of Your IRS Final Determination 501(c)(3) Letter**

If your organization does not have 501(c)(3) status, check with the funders to see if they are willing to fund your organization directly or willing to fund your organization through a fiscal sponsor. Additional information may be required to do so.

☐ **Additional Items as Required by this Funder, with a checklist, (only when requested)**
Participating funders may require additional information or have specific submission instructions.

☐ **I researched and, when appropriate, contacted the funder directly.**

Cover Sheet- (One Page Maximum)

Funder you are applying to: _____

Legal Name of Applicant Organization: _____

Contact Person & Title: _____

Phone: _____

Fax: _____

Contact Person's Email: _____

Program Name/Capital Request: _____

Funds will pay for: _____

Full Mailing Address: _____

Location(s) if different from above: _____

Executive Director: _____

Email: _____

Fax: _____

Phone: _____

Website: _____

Tax-exempt Status: {Most funders require 501(c)(3) status. Check this requirement before applying}

☐ 501(c)(3) Granted ☐ Other: _____

Type of Request: Check with individual funders to determine the types of accepted grant requests.

Note: Check all that apply.

☐ General Support

☐ Program Support

☐ Seed Funding

☐ Research

☐ Capital

☐ Endowment

☐ Multi-Year

☐ Collaborative

This Grant Request: \$ _____ Of Total Budget: \$ _____

Funds will be used from: _____ (date) To: _____ (date)

Total Organizational Budget -Current Year: \$ _____ Agency fiscal year begins: _____

Summarize the organization's mission statement (two to three sentences):

Summarize your grant request (two to three sentences):

Proposal Authorization: We certify that the information in this application is to the best of our knowledge true and accurate and is submitted with our Board of Directors'/Governing Body's full knowledge and endorsement:

Name of Authorized Board/Governing Body Representative

Title

Signature

Date

Name of Lead Staff Member (or 2nd Representative)

Title

Signature

Date

Proposal Narrative

Directions and Formatting Instructions:

Limit your Proposal Narrative to four (4) pages maximum, with no less than 0.8" margins, 12 point font or larger. Fill in each section using the specific questions below as boldface headings with your responses in normal text.

Background (One page or less)

1. Your organization's history and accomplishments.
2. Your current programs and activities. Include the constituency you serve, with specific demographic information. How are they actively involved in your organization and/or how do they benefit from your organization's work?
3. Your organization's relationships – both formal and informal – with other organizations working to meet the same need. In what way does your work differ from that of other organizations?

Funding Request

1. Describe your program or the capital items requested, including:
 - Whether the request is new, ongoing or for expansion
 - What needs does this request address
 - Target audience, including specific demographic information
 - General timeline for the main objectives of your request

For general support requests:

 - Tell us *how* the funds will be used
 - Why *are you* seeking general support at this time?
2. In a short paragraph, tell us your organization's or program's goals and specific outcomes for the grant period (i.e. behavior or attitudes changed, numbers served, capital projects completed, etc.). What activities and strategies will be used to achieve your stated outcomes? Please indicate a timeline for the main objectives of your proposal.
3. How do you plan to evaluate the effectiveness or impact of the grant?
4. Summarize the skills and relevant experience of key staff/volunteers essential to your organization's or the program's success. If your organization is collaborating with other organizations, note which ones and in what ways.
5. If full funding is not available through this request, how will you proceed? Please explain.
6. Is there any other pertinent information you feel we should know?

Board of Directors/Governing Body

[illegible]

2008 Foundation Roundtable
Common Grant Application

Applicant name: _____

Program or Capital Budget

Note: This form is not required for general support grant requests.

Organization Name: _____

Program Name/Capital Request: _____

Budget dates for grant period: _____

Typically, total program income equals pending income+ secured income.

NOTE: _____

INCOME

Possible categories: Government grants, foundation grants, individuals, business support, events, fees for service, etc.

Source	Total Program (\$)	Pending (\$)	Secured (\$)	Notes
TOTAL INCOME	\$0.00	\$0.00	\$0.00	

List the In-Kind (non-cash) contributions:

EXPENSES

Possible categories: Salaries, professional fees, rent and utilities, travel, publicity/outreach, events, capital items, etc

Item	Total Program (\$)	This Request (\$)	Notes
TOTAL EXPENSES	\$0.00	\$0.00	

Organization Financial Summary

Note: Check with each funder to see if this form is required.

Organization Name: _____

Fiscal Year Dates _____

INCOME

Possible categories: Government grants, foundation grants, individuals, business support, events, fees for service, etc

Source	Prior Year's Actual (\$) [] (date)	Projected Annual Budget (\$)	YTD Actual (\$) [] (date)
TOTAL INCOME	\$0.00	\$0.00	\$0.00

List the In-Kind (non-cash) contributions:

EXPENSES

Possible categories. Salaries, professional fees, rent and utilities, travel, publicity/outreach, events, etc.

Item	Prior Year's Actual (\$) (date)	Annual Budget (\$)	YTD Actual (\$) (date)
TOTAL EXPENSE	\$0.00	\$0.00	\$0.00
NET PROFIT OR LOSS			

Total Capital Expenses	\$	\$	\$
------------------------	----	----	----

i.e., computers, vehicles, building improvements, etc.

Explanatory notes:

Applicant name: _____

Organization Balance Sheet Summary

Note: Check with each funder to see if this form is required.

ASSETS	MOST CURRENT (\$) (date)	PRIOR YEAR CLOSE (\$) (date)
Current Assets		
Cash and Equivalents		
Accounts Receivable		
Prepaid Expenses		
Inventory		
Grants/Pledges Receivable		
Other		
Fixed Assets (Net)		
Property		
Buildings		
Equipment		
Investments		
Endowments		
Other		
TOTAL ASSETS	\$0.00	\$0.00
LIABILITIES		
Current Liabilities		
Accounts Payable		
Accrued Expenses		
Long Term Debt (Current Portion)		
Short Term Debt		
Other		
Long Term Debt (over a year)		
Loan		
Other		\$0.00
TOTAL LIABILITIES	\$0.00	\$0.00
Net Assets		
Unrestricted		\$0.00
Temporarily Restricted		00.00
Permanently Restricted		\$0.00
TOTAL LIABILITIES AND NET ASSETS	\$0.00	\$0.00

HUTTON FOUNDATION/COX COMMUNICATIONS MARKETING GRANT

PURPOSE OF GRANT

To provide marketing communications tools necessary for nonprofit organizations to increase awareness of the unique programs and services they offer to the community in order to reach potential volunteers, donors, board members and funders

ELEMENTS PROVIDED

- ⌚ Professionally produced 5 – 6 minute video
- ⌚ Broadcast of video during half-hour program aired on Cox Communications Community Channel 8
- ⌚ **OPTIONAL** Production of a 10 minute PowerPoint presentation.

APPLICATION GUIDELINES & PROCEDURES

- ⌚ Please provide Agency Name, Address, Phone, Fax and E-Mail
List of All Agency Staff
List of Board Members
Itemized Annual Budget (including current Advertising/Marketing Expense)
- ⌚ No more than two (2) page description of product, service, anniversary or special event to be featured in marketing package
- ⌚ Applications received year round
- ⌚ Grant awarded four times each year – January, April, July and October
- ⌚ Applications will be held 12 months from date of receipt
- ⌚ Send application information to.

Hutton Foundation
26 West Anapamu Street, 4th Floor
Santa Barbara, CA 93101

*For additional information or questions, contact Pam Hamlin, Executive Director,
Hutton Foundation at 805-957-4740*

**HUTTON FOUNDATION/SANTA BARBARA INDEPENDENT
MEDIA GRANT**

PURPOSE OF GRANT

To provide marketing communications tools necessary for nonprofit organizations to increase awareness of the unique programs and services they offer to the community in order to reach potential volunteers, donors, board members and funders.

ELEMENTS PROVIDED

- ⌚ Professionally produced 4-page, tabloid size newspaper insert dedicated exclusively to a single nonprofit organization.

APPLICATION GUIDELINES & PROCEDURES

- ⌚ Please provide:
 - Agency Name, Address, Phone, Fax and E-Mail
 - Proof of 501(c)(3) Nonprofit Status
 - List of All Agency Staff
 - List of Board Members
 - Itemized Annual Budget (including current Advertising/Marketing Expense)
- ⌚ No more than two (2) page description of product, service, anniversary or special event to be featured in insert.
- ⌚ Applications received year round.
- ⌚ Grant awarded approximately six times each year – insertion dates established by the Santa Barbara Independent
- ⌚ Applications will be held 12 months from date of receipt.
- ⌚ Send application information to.

Hutton Foundation
26 West Anapamu Street, 4th Floor
Santa Barbara, CA 93101

*For additional information or questions, contact Pam Hamlin, Executive Director,
Hutton Foundation at 805-957-4740*

HUTTON FOUNDATION ENDOWMENT GRANT PROGRAM

The Hutton Foundation Endowment Grant Program provides an opportunity for local Santa Barbara-based nonprofit organizations to secure endowment funding. This opportunity is available only one time per agency and is to be used to establish a new endowment.

The Endowment Program has been designed to produce a concise result. Hutton Foundation has developed the attached documentation, which provides step-by-step instructions and sample policies for establishing an endowment. Once an agency has completed the application process, they will have created a viable endowment fund and valid endowment policy.

In providing these sample documents, the Hutton Foundation is not recommending or requiring particular policies and is not providing legal or investment advice to applicants. Each applicant must adopt the policies that best suit its situation, and should seek the advice of its own legal, financial and accounting advisers. For more information about endowments, investment policies and related issues, or for referrals to qualified advisers applicants should contact the Nonprofit Support Center of Santa Barbara County (805-681-1040, on the web at www.nscsb.org)

GRANT STRUCTURE

Hutton Foundation will commit four (4) \$25,000 grants to endowment in calendar year 2004. The committed funds must be matched 3:1 within 24 months of Hutton Foundation's commitment. Once successfully matched, Hutton Foundation will award the committed \$25,000.

Applications for the Hutton Foundation Endowment Grant program are due December 1, 2004.

We believe our initial commitment to the recipient agency's newly established endowment fund will act as a catalyst to other potential donors, both individuals and other private foundations.

APPLICATION EVALUATION CRITERIA

- ⊕ Organization must be an independent 501(c)(3) located in Santa Barbara County
- ⊕ Organization must have been in existence five or more years
- ⊕ Organization must have operated in the "black" for last four consecutive years
- ⊕ Funds raised must be from new sources, not existing reserves, pledges or proceeds directed by the organization's Board of Directors
- ⊕ Must complete fundraising by December 31, 2006
- ⊕ Must be available for a site visit or interview, if requested

APPLICATION PROCEDURES/GRANT PROPOSAL

- ⊕ Include organization name, address, phone and contact name for persons responsible for proposal

- ☺ Proof of adopted endowment policy, established committees and viable endowment account (Sample documents and instructions enclosed in this packet)
- ☺ A narrative description of the mission of the organization and a brief overview of the agency's programs and population served
- ☺ A narrative summary of why the organization is seeking endowment funds, including how the funds will be used by the organizations
- ☺ A narrative plan for how the new funds will be raised
- ☺ A copy of the organization's IRS Letter of Determination showing 501(c)(3) status
- ☺ Copies of the organization's last 5 years financial statements and Form 990
- ☺ A copy of the current operating budget for calendar or fiscal year We want to see a complete 12-month budget showing year-to-date actual figures
- ☺ A list of Board of Directors, number of years service with your organization and their affiliation

AWARD EVALUATION CRITERIA

In determining the award for the matching funds, the following elements shall be given consideration

- ☺ The ability, capacity and leadership of the organization to meet the stated objectives
- ☺ The financial viability of the organization
- ☺ The content and reasonability of the proposal outlining how \$75,000 in new funds will be raised by December 31, 2006

Please submit **three** copies of the proposal to: (only one copy of the financial statements and Form 990 is required)

The Endowment Grant Committee
Hutton Foundation
26 West Anapamu Street, 4th Floor
Santa Barbara, CA 93101

Any questions should be directed to Pam Hamlin, (805) 957-4740.

All proposals must be received no later than 4:30 p.m. on December 1st. If the 1st falls on a Saturday or Sunday, applications are due the Friday before the 1st. Any proposal received after this date will not be accepted. Hutton Foundation is not liable for any costs incurred in the preparation and presentation of proposals. Hutton Foundation reserves the right to reject any or all proposals, waive informalities and/or irregularities, and to award the matching funds in the best interest of the Foundation.

TIMETABLE

Endowment Grant Proposals Due	December 1 st
Committee Review	
Site Visits & Interviews	
Committee Recommendations	
Award Announcements	December 31 st



Hutton Foundation 2007 Annual Report

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President's Letter

Dear Friends,

I was searching through some of my files recently and came across notes from meetings I had in 1995 with various local foundation leaders. I wanted to become familiar with local community needs and how foundations were supporting and helping to meet those needs. It was actually from those meetings that I wrote the first Hutton Foundation business plan. It had become clear to me that in addition to programmatic and operational support one of the primary issues to be addressed in the Santa Barbara area was "The need for stable affordable nonprofit facilities." In addition, the idea to develop a loan program to help nonprofits purchase buildings was also born from those early discussions.



Twelve years after implementing those ideas Hutton Foundation has made a significant impact in the communities we serve. The Foundation has made more than 40 loans and now owns 10 buildings effecting 35 nonprofit organizations.

In order to further maximize these efforts the Foundation is embarking on a new program using the lessons we have learned, and with a little leverage, continuing down the path to help nonprofits with their facility needs. Hutton Foundation is currently in the process of partnering with public agencies, especially public schools, where lower enrollment is resulting in closure of a number of school properties.

As a partner in this project, Hutton Foundation will master lease a vacant former elementary school property, owned by a local school district, and coordinate nonprofit service providers (as tenants) to create an early childhood education center and family resource center. Approximately a dozen nonprofit organizations whose focus is early childhood education and family support will work collaboratively in one large facility providing local underserved families and children with access to a wide array of programs, all with a common goal—to make certain that children are ready to enter kindergarten with all the skills necessary for success.

This partnership has now expanded to include a number of other foundations as partners offering their grant dollars and more important their programmatic expertise to ensure the model will be a success.

So, over the last 12 years, I have come to realize, sometimes, even as a funder, knowledge, experience, partnership and collaboration can be just as, or even more, valuable than a single monetary grant.

With warm regards,

Thomas C. Parker
PRESIDENT

Cover Photo Wilderness Youth Project

Our History

Harold and Betty Hutton, entrepreneurs, adventurers and business partners, began their business as a small refining operation in Long Beach in the early 1950's and by the middle of the 70's became a leading exporter of oil and natural gas from South East Asia.

In 1975, while living and working in Indonesia, Harold Hutton passed away suddenly. After his death, Betty decided to close the company's oil operations in South East Asia and return to her roots in Orange, California. And it was there, following a short retirement, she established Hutton Companies, a commercial real estate development corporation.

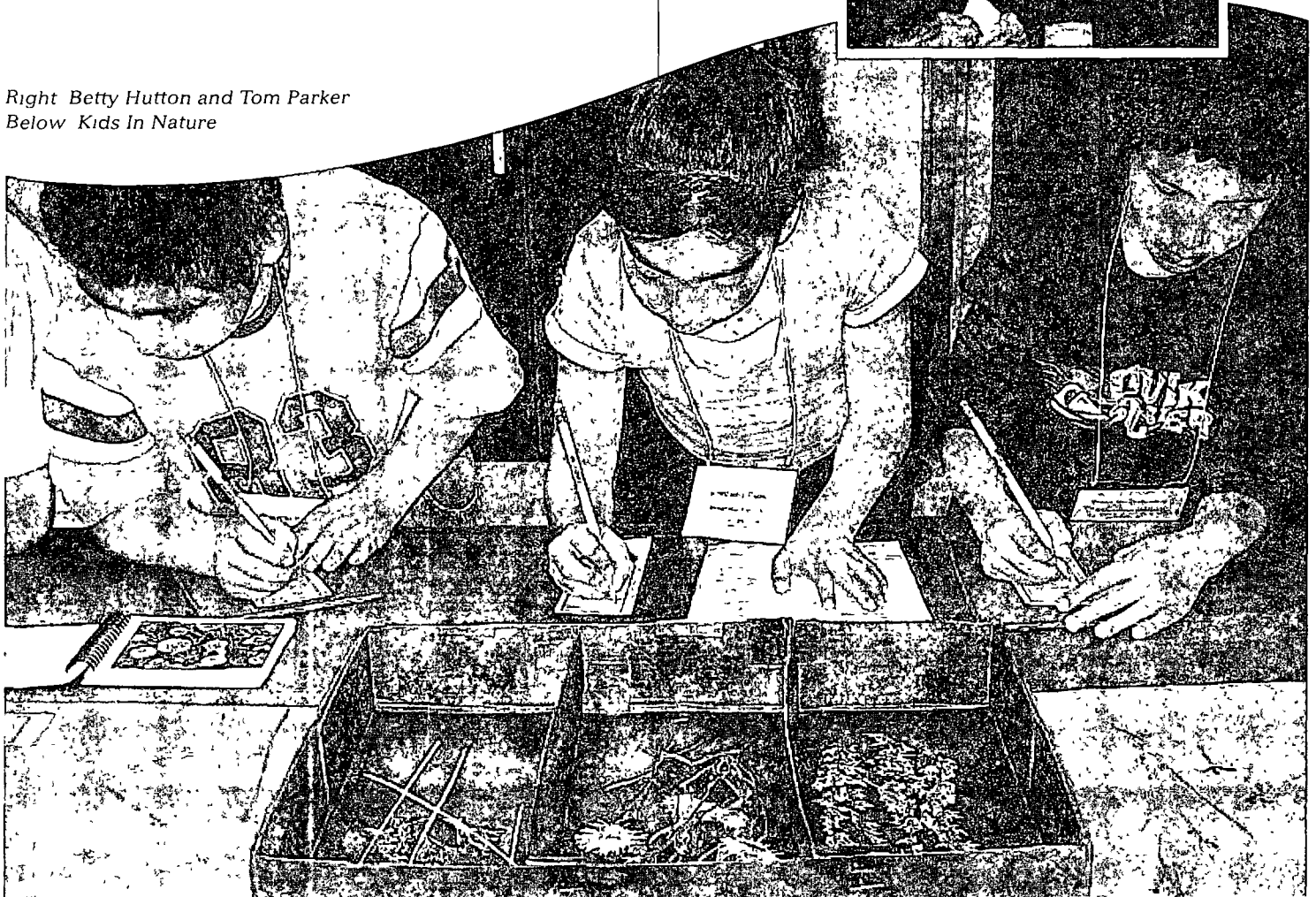
In the early 80's Tom Parker was named President of Hutton Companies. It was from this point that the organization became more of a family operation. Betty

watched the business grow knowing that much of the revenue would eventually fund the Hutton Foundation, a dream of both Betty and Tom.

Betty Hutton passed away in September of 1995. Today, Tom Parker continues the vision they initiated as Hutton Foundation strives to make a difference in the communities it serves.



Right Betty Hutton and Tom Parker
Below Kids In Nature



Our Mission



Hutton Foundation strives to provide organizational sustainability to community-based nonprofit organizations throughout Santa Barbara County and to assist agencies in achieving their highest level of performance and delivery of services resulting in stronger, more efficient communities for all.



*Top Santa Maria Philharmonic
Right Santa Barbara
Zoological Gardens*

Board, Officers & Committees

HUTTON FOUNDATION BOARD OF DIRECTORS

Thomas C. Parker
Sam Tyler
Charles O. Slosser

FOUNDATION OFFICERS

Thomas C. Parker	PRESIDENT
Susan Parker	EXECUTIVE VICE PRESIDENT/ASSISTANT SECRETARY
Arlene R. Craig	VICE PRESIDENT/TREASURER/SECRETARY

AUDIT COMMITTEE

Tory Bagdasarian
Kent Englert
Charles O. Slosser

FINANCE COMMITTEE

Thomas C. Parker
Sam Tyler
Charles O. Slosser

ORANGE COUNTY GRANT SELECTION COMMITTEE

Arlene R. Craig
Susan Parker
Janet Peters
Doug Williams

SANTA BARBARA COUNTY GRANT SELECTION COMMITTEE

Tamara Jensen
Cliff Lambert
Ernesto Paredes
Susan Parker
Anne Towbes
Sandra Tyler

*Right Girls, Inc. of Carpinteria
Below Friendship Center of Santa
Ynez Valley*



Staff



*Above Santa Maria Philharmonic
Bottom Left Council on Alcoholism and
Drug Abuse*

THOMAS C. PARKER PRESIDENT

Tom became president of Hutton Companies in 1985. It had always been a dream of both Tom and Betty Hutton to create a private foundation with the Company's assets. Upon Betty's death in 1995, the Foundation was funded and soon started a number of innovative programs. Tom is responsible for the Foundation's fiscal and operational management. He received both his BA and MBA from California Lutheran University.



PAMELA J. HAMLIN EXECUTIVE DIRECTOR

pjh@huttonfoundation.org

Before joining Hutton Foundation in May 1996, Pam, an Ohio native and BGSU graduate, spent more than 15 years as an executive in the marketing, advertising and public relations industry. Shifting from the for-profit to the non-profit sector was like switching from selling her soul to feeding her soul. Her current duties include identification, facilitation and evaluation of special initiatives, nonprofit facilities coordination and management, funding administration and Board support.

JOELLE DOHRMAN PROGRAM ASSOCIATE

joelle@huttonfoundation.org

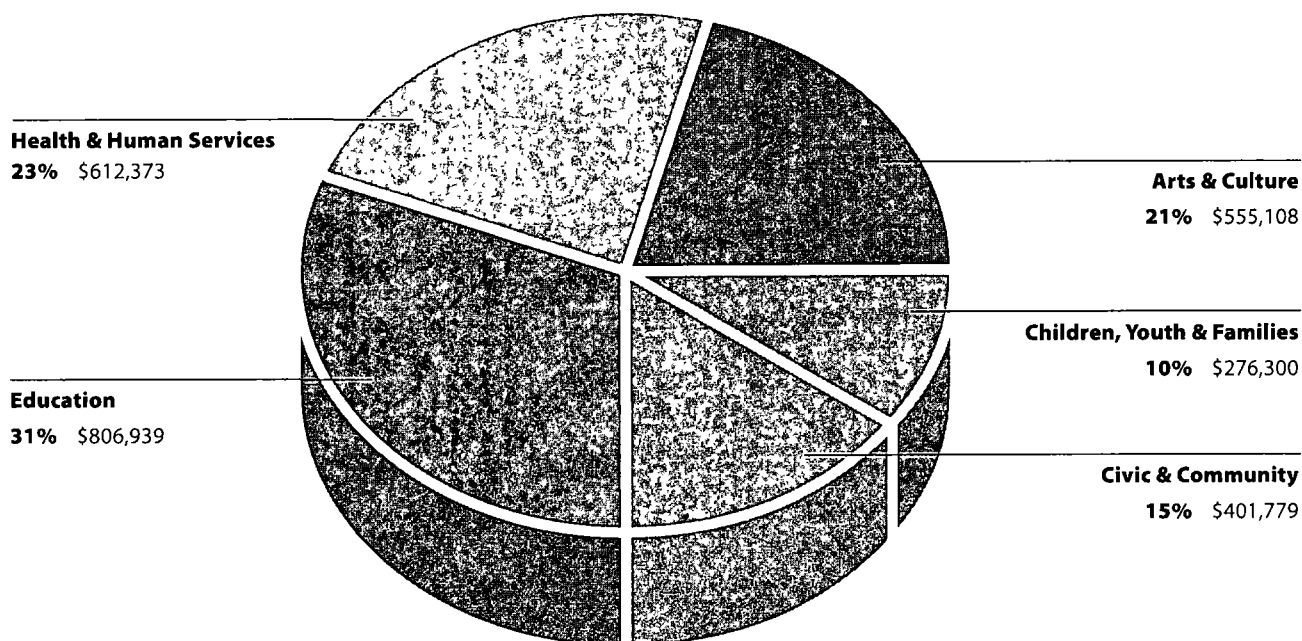
A UC Berkeley graduate and Foundation staff member since May 2005, Joelle is your first point of contact with the Foundation and will field and direct all inquiries. She also acts as every applicant's advocate by facilitating our various grant programs. It is her job to coach and assist local area nonprofits with their requests to the Foundation assuring their appropriateness and accuracy.

Audited Financial Highlights

	2007	2006
Total Assets:	\$95,724,969	\$90,914,394
Total Liabilities:	\$992,587	\$188,812
Net Assets: Unrestricted:	\$94,732,382	\$90,725,582
Administration Expenses:	\$572,998	\$499,386
Total Grants, Donations & PRIs:	\$3,319,166	\$2,630,971
TOTAL DISTRIBUTIONS: Grants, Donations, PRIs and Value Discounted Interest & Rents	\$4,415,097	\$3,727,052

2007 Distributions by Program Area

TOTAL: \$2,652,499 (cash basis)



2007 Grants, Donations & PRIs

ARTS & CULTURE

The Arts Fund

General Operating Support, Teen Arts Mentorship Program

Arts Outreach

General Operating Support, In-School Art and Music Workshops

Children's Creative Project

Soweto Choir Performances for Elementary Children, Dancing Drum World Music Program, Spirit of Uganda Performances

Community Arts Music Association of Santa Barbara, Inc.

CAMA in Our Schools Program

Ganna Walska Lotusland

4th Grade Outreach Program

Goleta Valley Historical Society

Pioneer Days Program

Guadalupe Cultural Arts & Education Center

Viva El Arte De Santa Barbara Program

Lobero Theatre Foundation

Youth & Community Outreach Programs

Long Beach Museum of Art

Transitional Art Program for Homeless Youth

PCPA Foundation

Theaterfest Education & Outreach Programs

St. Joseph Ballet Company

Spring Forward Event, Scholarship Fund/Luncheon

Santa Barbara Courthouse Legacy Foundation

Development Program

Santa Barbara Cultural Development Foundation

Santa Barbara Dance Institute

Santa Barbara Dance Alliance

Marketing & Community Outreach

Santa Barbara Historical Society

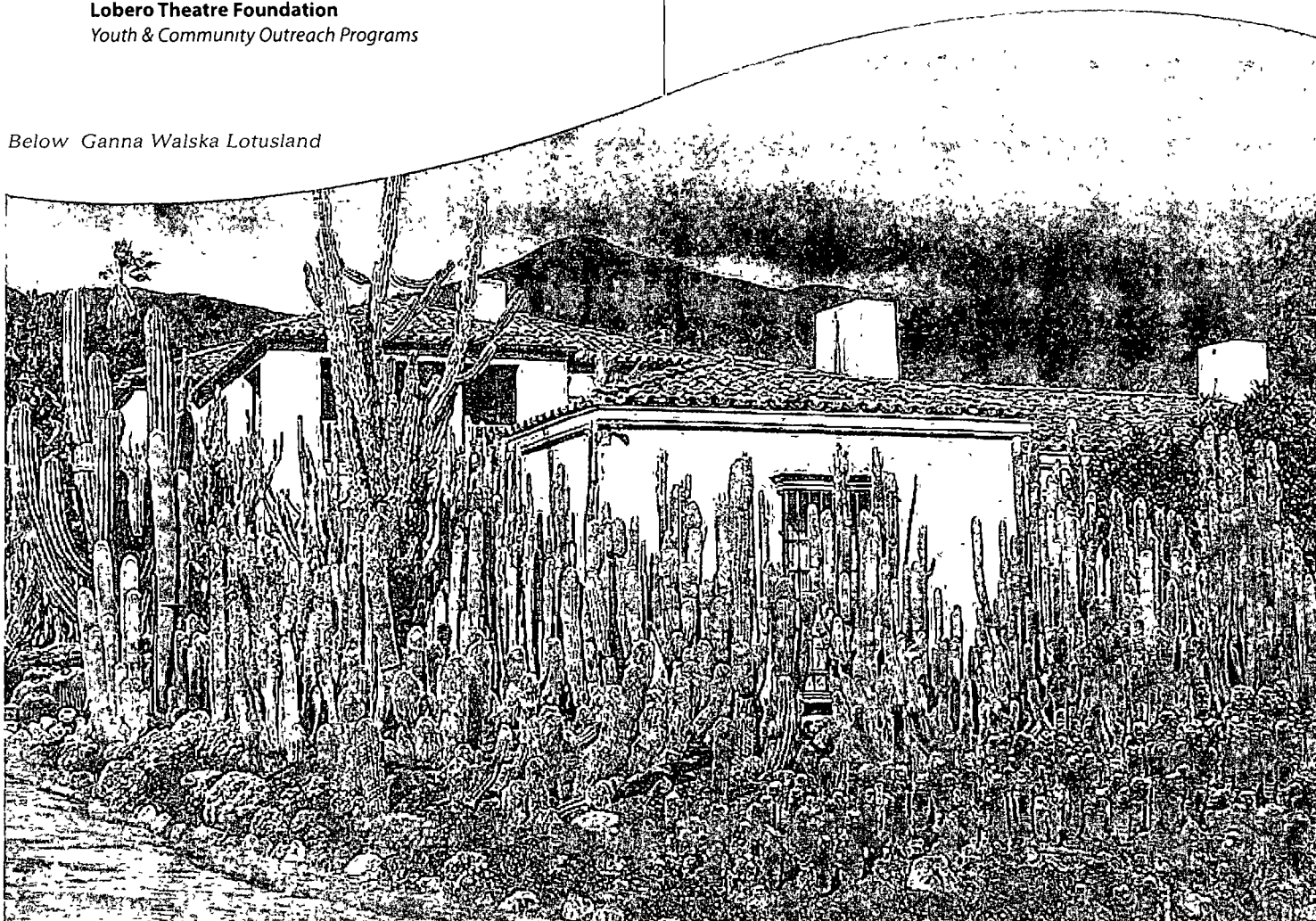
Diamond Jubilee Celebration

Santa Barbara International Film Festival

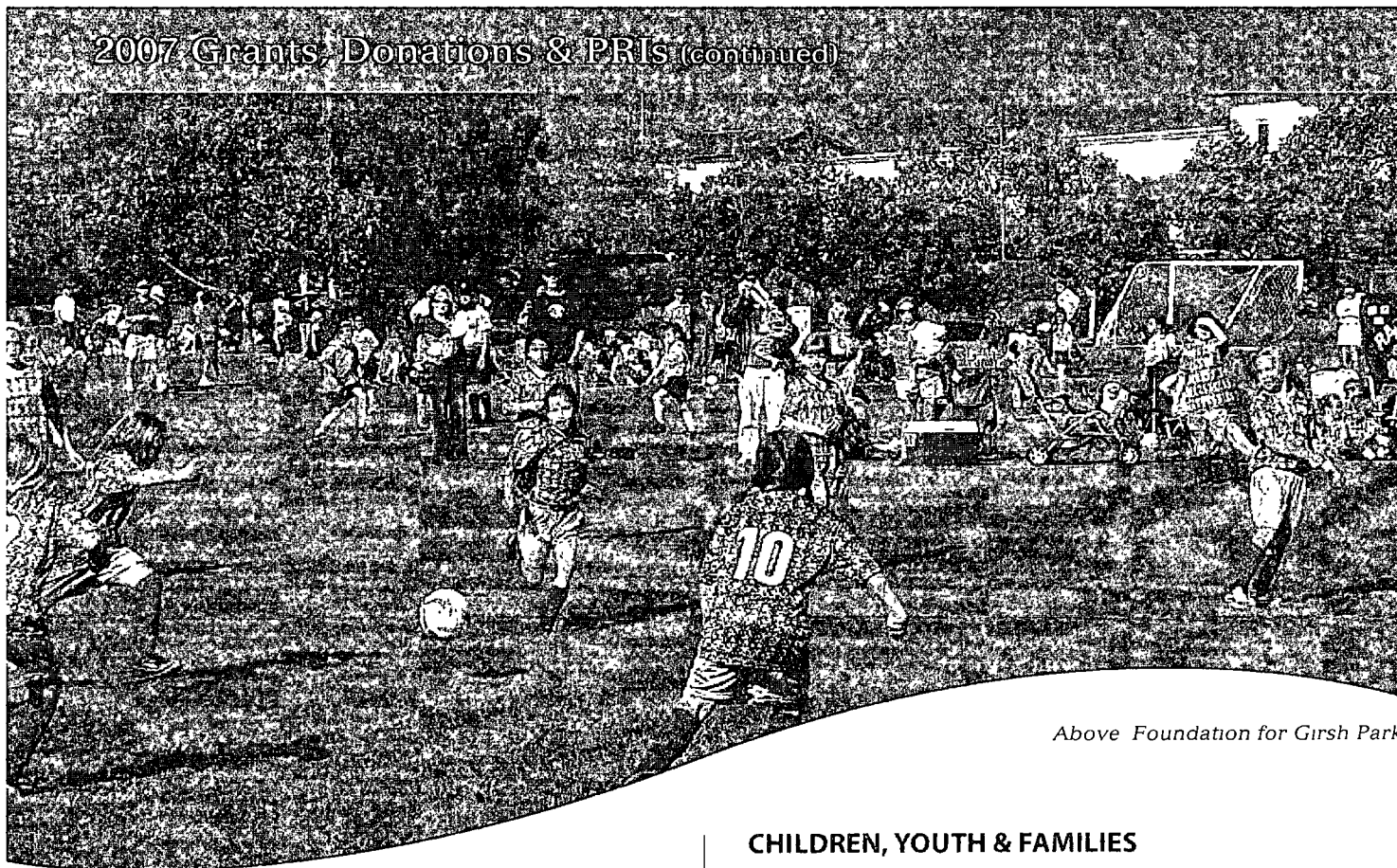
General Operating Support

(continued)

Below Ganna Walska Lotusland



2007 Grants, Donations & PRIs (continued)



Above Foundation for Girsh Park

Santa Barbara Maritime

*Passport to the Caribbean, General Operating Support
Marilyn S. Tennity Surfing Exhibit*

Santa Barbara Museum of Natural History Foundation

*2007 Mission Creek Gala Benefiting School Programs, Quasars to
Sea Stars/TEEN Program, Luria Hall Capital Campaign*

Santa Barbara Trust for Historic Preservation

PRi for Property Purchase

Santa Barbara Zoological Gardens

2007 Zoofari Ball, The Zoo Campaign—Celebrating 40 years

Southern California Children's Choral Association

Student Scholarship Fund Program

State Street Ballet

Marketing & Audience Development Programs

Wildling Museum

Director of Development Staff Position

TOTAL ARTS & CULTURE: \$555,108

CHILDREN, YOUTH & FAMILIES

Boys & Girls Club of Santa Barbara

*Murder Mystery Dinner '07, Extension of Club Hours
& Expansion of Youth Outreach Programs*

Channel Islands YMCA

*2007 Reaching for Stars, Media Grant-Bringing our
Community Together Through Art, Noah's Anchorage
General Operating Support*

Child Abuse Listening & Mediation (C.A.L.M.)

*2007 Celebrity Author's Luncheon, Staff Salaries for Great
Beginnings Program*

Council on Alcoholism Drug Abuse

2007 Summit for Danny

Court Appointed Special Advocates (CASA)

Media Grant—General Awareness

Endowment for Youth Committee

*Sponsor of Black History Month, 2007 Women to Women
Luncheon, Putting it Back Program*

Family Service Agency

2007 Children's Festival, Family Resource Centers

The First Tee

Youth Golf Programs

Foundation for Girsh Park

Soccer Field Synthetic Turf Project

(continued)

2007 Grants, Donations & PRIs (continued)

Future Leaders of America, Inc
General Operating & Capacity Building

Girls Inc. of Carpinteria
Math & Science Connections Program

Interscholastic Sailing Association
High School Sailing Programs

Maasai Foundation
Simba Project Student Scholarships

Page Youth Center
General Operating Support, Youth Scholarships, Positive Coaching Alliance Program

Parks & Recreation Community Foundation
Youth Concert Collaborative, All for One Youth & Mentoring

Santa Barbara Foresters
Hugs for Cubs Program

Santa Barbara Police Activities League
2007 Putting Kids First Program, Marketing Grant—General Awareness

Storyteller Children's Center, Inc
2007 Snow A Go-Go, Marketing Grant—Expansion Campaign, New Storyteller Site and Childhood Education Fund

Teddy Bear Cancer Foundation
Funeral Fund, General Operating Support

Transition House
2007 Casablanca No Ball, Family Homeless Shelter

United Boys & Girls Clubs of Santa Barbara County
Stand Up for Kids Program, 25th Anniversary Kids Auction

Unity Shoppe, Inc.
2007 Unity Telethon

WISEPlace
Home for the Holiday 2007

TOTAL CHILDREN, YOUTH & FAMILIES: \$276,300

(continued)

Below Boys & Girls Club of Santa Barbara



2007 Grants, Donations & PRIs (continued)



Above Conflict Solutions Center

CIVIC & COMMUNITY

Anti-Defamation League

2007 Distinguished Community Service Awards, General Operating Support

Association of Small Foundations

Innovation Fund, General Operating Support

Coastal Housing Coalition

Workforce Housing Forum, Voices for Housing Program

Community Environmental Council

Watershed Restoration Programs, Staff Salaries for Donor Program

Conflict Solutions Center

General Operating Support, City at Peace

Dog Adoption & Welfare Group

Media Grant—General Awareness

Easy Lift Transportation

Dial-A-Ride Service Program

Environmental Defense Center

Website Upgrade

Friends of the Santa Maria Public Library

Library Shop Project

Fund for Santa Barbara

Media Grant—25th Anniversary, 2007 Bread & Roses

Growing Solutions Restoration Education

Media Grant—Community Awareness

Housing Trust Fund of Santa Barbara County

Workforce Housing Program

Junior League of Santa Barbara

2007 Gala Fundraiser

Legal Aid Foundation of Santa Barbara

Housing Advocacy Project

Lummi Island Community Land Trust

General Operating Support

New Directions for People with Disabilities

Holiday Happiness Program

New Directions Foundation, Inc.

Santa Barbara Chamber of Commerce Annual Dinner

Nonprofit Support Center

Sharon Kayser Scholarship Fund, General Operating Support, Marketing Grant—General Awareness, Conference Room AV Equipment, Spring '07 Art Show, 2007 Biz Buzz, Media Grant—Biz Buzz 2007

Nuclear Age Peace Foundation

Student Table Sponsor at 2007 Gala Event

(continued)

2007 Grants, Donations & PRIs (continued)

Painted Cave Volunteer Fire Department Inc.
Purchase of a Quick Response Vehicle

Parks & Recreation Community Foundation
2007 90+ Birthday Celebration

People for Leisure and Youth
Mobile Stage Project

Peoples' Self-Help Housing Corporation
Supportive Housing Program

Restore Hetch Hetchy
General Operating Support

Santa Barbara Channelkeeper
Channel Champions Research Boat Acquisition Campaign

Santa Barbara Channels
Transition to Greatness Campaign, Santa Barbara Matters Program

Santa Barbara Foundation
Katherine Harvey Fellows Program, UCLA/Weingart Study, 2007 Women's Fund, Celebration of Life

Santa Barbara Wildlife Care Network, Inc.
2007 Wildlife Sanctuary Awards, General Operating Support, Capital Campaign

Trust for Public Land
Santa Barbara County Land Conservation Projects

United Way of Santa Barbara
Power of Partnership Initiative Match Challenge

TOTAL CIVIC & COMMUNITY: \$401,779

EDUCATION

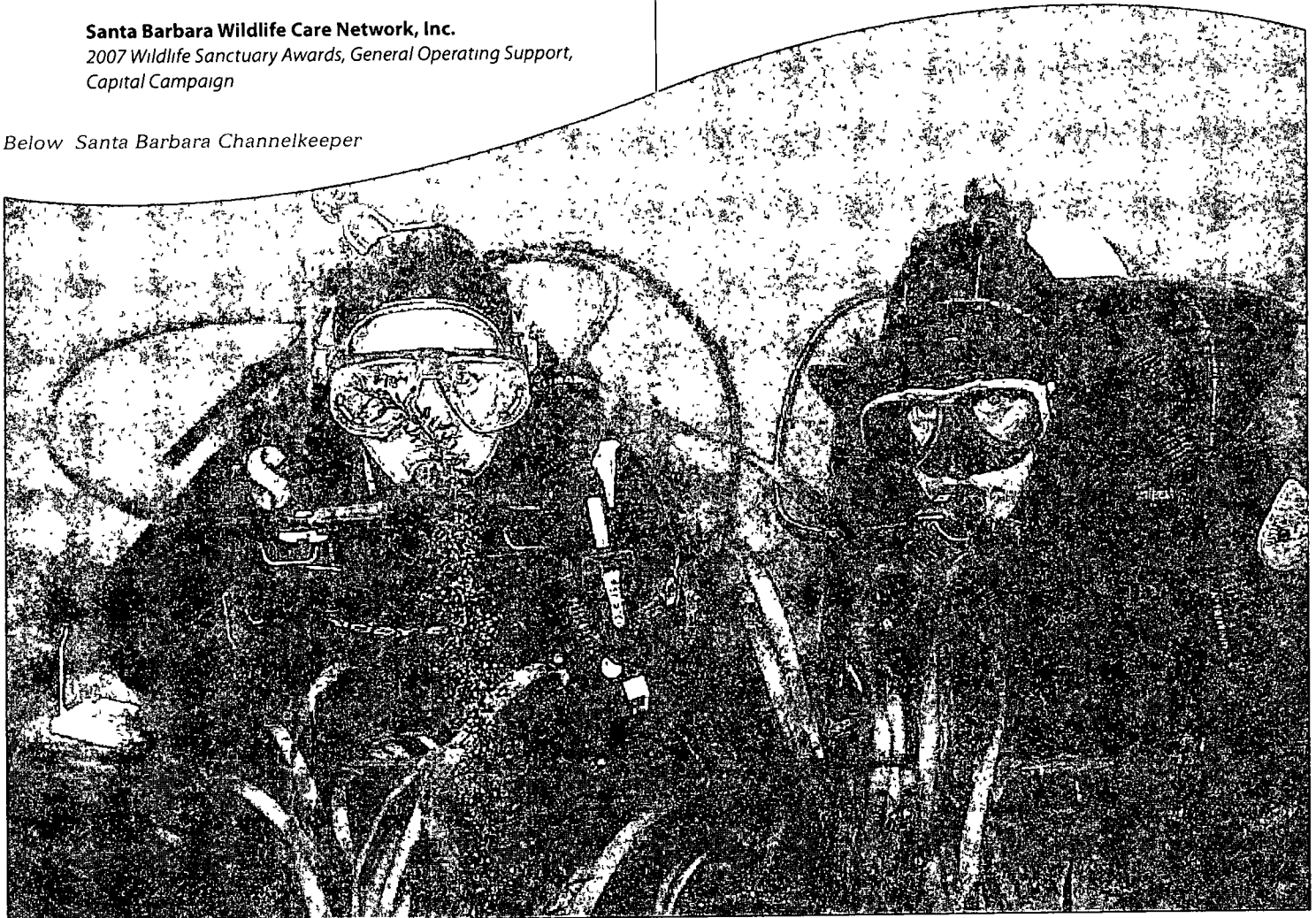
American Dream Foundation
High School Voucher Program

California Lutheran University
Women's Softball Field & Stadium

Carpinteria Education Foundation, Inc.
Animal/Veterinary Sciences Curriculum, Deterring Youth Violence & Gang Involvement

(continued)

Below Santa Barbara Channelkeeper



2007 Grants, Donations & PRIs (continued)



Above Just Communities

Cesar Chavez Charter School
Art Program

Chapman University
The Betty Hutton Williams Endowed Professorship in
International Economic Law and International Research
Endowed Fund

Discovery Science Center
Education Fund

Fielding Graduate University
Building Successful Nonprofits a strategic Planning Program

Foundation for Santa Barbara City College
Gateway to Success Program, 2007 President's Circle, 2007 Turf 2
Surf Program, Athletic Programs

Friends of VADA at Santa High School
General Program Support

Just Communities
Institute for Equality in Education Program

Laguna Blanca School
Emmons Art Center

**Los Alamos School District Educational
Foundation Corporation**
Computer Lab Equipment

Monte Vista Elementary School PTA
2007 Jog-A-Thon

Orange County High School of the Arts
Film & Television Program

Passkeys Foundation
2007 Laws of Life Essay Program, Ethics Academy

Pepperdine University
Student Internships

Regents of the University of California
Adapted Recreation Program, 2007-08 Kids in Nature Program

Santa Barbara High School
Athletic Program Support

Santa Barbara High School Theater Foundation
Theater Seating

Santa Barbara Partners in Education
Computers for Families Program Endowment, Marketing Grant—
State of Business & Education Partnerships Breakfast

Santa Barbara Education Foundation
Franklin School Playground Equipment, General Operating
Support for Harding School, HIPPY Program

Santa Barbara School District
Cleveland Elementary School Crescendo! Program

Scholarship Foundation of Santa Barbara
Community Leaders Luncheon, General Scholarship Fund

(continued)

2007 Grants, Donations & PRIs (continued)

The UCSB Foundation

2007 Caesar Uysaka Memorial Student Scholarships

Westmont College

Summer ThinkCamps

Women's Economic Ventures

Advanced Program Development

TOTAL EDUCATION: \$806,939

HEALTH & HUMAN SERVICE

Adventures in Caring Foundation

General Operating Support

AIDS Housing Santa Barbara

Media Grant—End of Life Program Expansion, General Operating Support for Sarah House

Alliance for Pharmaceutical Access, Inc.

General Operating Support

Alzheimer's Association of Santa Barbara

Family Services Program, General Operating Support

American Cancer Society

In Memory of Frederick Stanley Fleet

American Red Cross, Santa Barbara County Chapter

North Santa Barbara County Capacity Building Campaign

Arthritis Foundation, Inc.

Life Improvement Series

Brain Injury Association of Santa Barbara

General Operating Support

Breast Cancer Resource Center of Santa Barbara

2007 Day of Play, 2007 Secret Garden Event

Casa Esperanza

Bringing Our Community Home Program

Casa Serena

Marketing Grant—"Picture" of Casa Serena

Community Kitchen of Santa Barbara

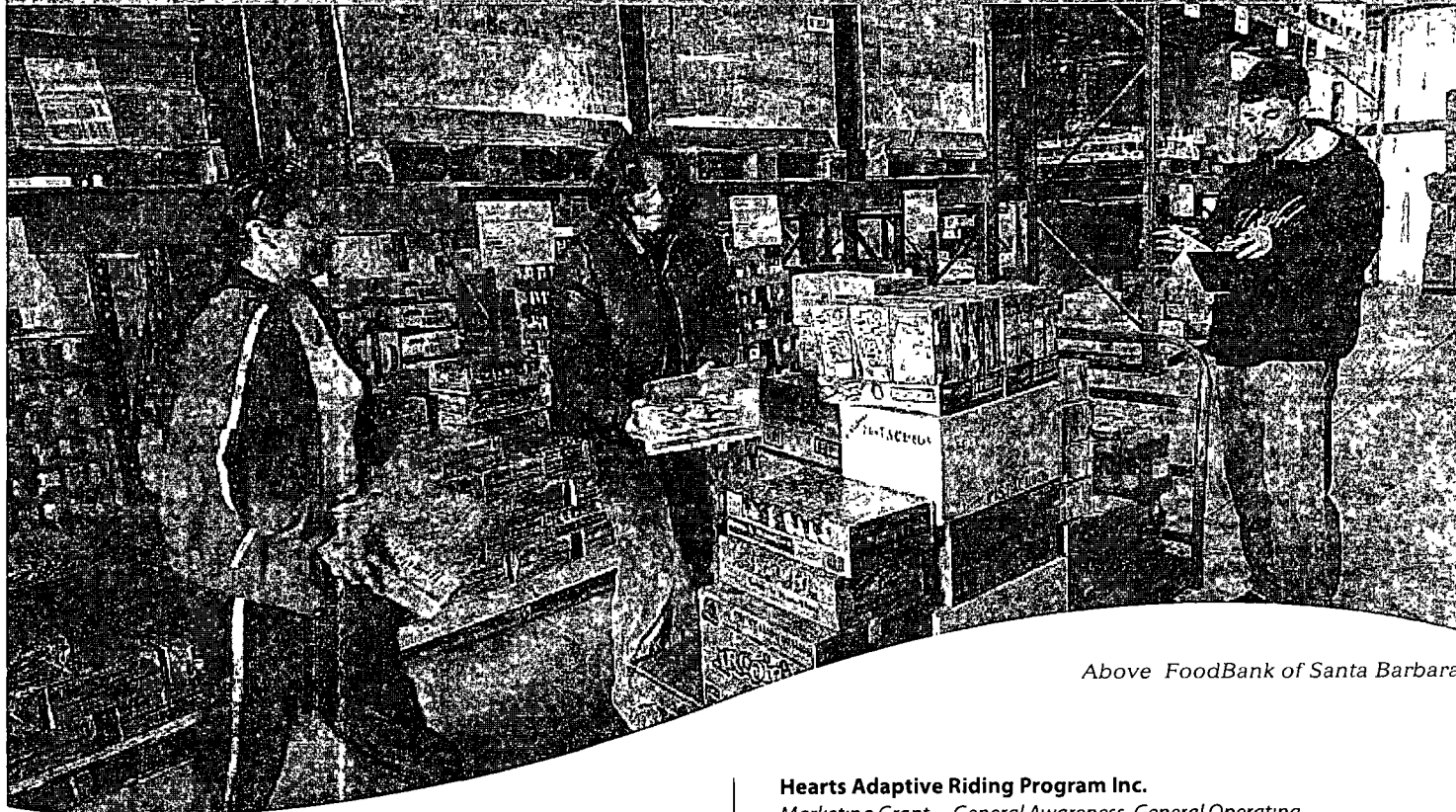
After School Programs Support

(continued)

*Below Goleta Valley Cottage
Hospital Foundation*



2007 Grants, Donations & PRIs (continued)



Above FoodBank of Santa Barbara

Community Partners in Caring

Volunteer Caregiver Program

Council on Alcoholism and Drug Abuse

General Operating Support

Domestic Violence Solutions

Operating Support for Residential Programs

Dream Foundation

General Operating Support

Family Therapy Institute of Santa Barbara

Academy of Healing Arts for Teens (AHA!)

FoodBank of Santa Barbara County

Media Grant—Facility Expansion, North County Storage & Distribution Facility

Friendship Adult Day Care Center

Adventuresome Aging Program

Goleta Valley Cottage Hospital Foundation

Critical Needs Programs

Good Hearted People, Inc.

General Operating Support

Good Samaritan Shelter, Inc.

Christmas Wishes Program, Charlene's Closet Program, Santa Barbara County Re-Entry Program

Hearts Adaptive Riding Program Inc.

Marketing Grant—General Awareness, General Operating Support, Media Grant—General Awareness

Hillside House, Inc.

Website Development

Hospital Hospitality House of Santa Barbara County

General Operating Support

Inland Agency

Guardian Angel Campaign, Women's Health Initiative Program

The Leukemia & Lymphoma Society

General Operating Support

Mental Health Association in Santa Barbara County

Fellowship Club, Garden Street Campus Capital Campaign

National Multiple Sclerosis Society

Channel Islands Chapter

Escalera Annual Benefit, Better Living Program

PathPoint

Health Choices Program

Planned Parenthood of Santa Barbara, Ventura & SLO Counties

2007 Annual Dinner, General Operating, Building Healthy Communities

Project Angels Bearing Gifts

Media Grant—General Awareness

(continued)

2007 Grants, Donations & PRIs (continued)

Rehabilitation Institute at Santa Barbara

Campaign for Independence, General Operating Support

Santa Barbara Cottage Hospital Foundation

Cottage Hospital Replacement Project

Santa Barbara Neighborhood Clinics

Care for Every Child Program

Santa Barbara Rape Crisis Center

*Community Education Program for Young Adults,
Chocolate de Vine Sponsor*

Santa Maria Valley FISH

Meals on Wheels Program

Santa Ynez Valley Senior Citizens Foundation

Lunch & Meals on Wheels Program

Santa Ynez Valley Therapeutic Riding Academy

Student Scholarships

St. Joseph Hospital Foundation

New Cancer Center

Surgical Eye Expeditions, Inc.

Santa Barbara Vision Care Program

Valley Haven

General Operating Support

Visiting Nurse & Hospice Care of Santa Barbara

2007 Charity Regatta, Serenity House Capital Campaign

Visiting Nurse Association of the Inland Counties

*In Memory of Ken Beaujean, Orange County Care Connections
Outreach Program*

Working Wardrobes for a New Start

General Operating Support

TOTAL HEALTH & HUMAN SERVICES: \$612,373

GRAND TOTAL: \$2,652,499



*Right Buellton Senior Center
Below Santa Ynez Valley Therapeutic
Riding Academy*



HUTTON FOUNDATION OWNED & MANAGED COMMERCIAL PROPERTIES FOR NONPROFIT USE

26 West Anapamu Street, Santa Barbara, CA

Current Nonprofit Tenants:

- Community Environmental Council
- June G. Outhwaite Charitable Trust
- Easter Seals Tri Counties, California

Community Cornerstone Center for Nonprofits 120 East Jones Street, Santa Maria, CA

Current Nonprofit Tenants

- Conflict Solutions Center
- Court Appointed Special Advocates (CASA)
- Family Service Agency
- Fund for Santa Barbara
- Nonprofit Support Center
- Santa Barbara Foundation
- Santa Maria Philharmonic Society

705 South McClelland Street, Santa Maria, CA

Current Nonprofit Tenant

- Santa Maria Valley Children's Discovery Museum

327-335 South Salinas Street, Santa Barbara, CA

Current Nonprofit Tenants

- Camerata Pacifica
- LifeChronicles Inc.
- Santa Barbara Maritime Museum
- Women's Economic Ventures

302 West Carrillo Street, Santa Barbara, CA

Current Nonprofit Tenant

- Goodwill Industries of Santa Barbara & Ventura Counties

1528 Chapala, Santa Barbara, CA

Current Nonprofit Tenants

- Adventures In Caring Foundation
- Alzheimer's Association
- Anti-Defamation League
- Caregiver Coalition of Santa Barbara
- Coast Caregiver Resource Center
- Conflict Solutions Center
- Dream Foundation (aka Dalmation Dreams)
- Just Communities
- Santa Barbara International Film Festival
- Speak Out California

5624 Hollister Road, Goleta, CA

Current Nonprofit Tenants:

- Alpha Resource Center of Santa Barbara

5638 Hollister Road, Goleta, CA

Current Nonprofit Tenants

- Community Action Commission (CAC)
- Community Kitchen of Santa Barbara
- Hispanic Chamber of Commerce
- KCLU Radio (Local NPR Affiliate)
- Long Term Care Ombudsman Services of Santa Barbara County
- Nonprofit Support Center
- Recording for the Blind & Dyslexic
- United Boys & Girls Club of Santa Barbara County

6842 Phelps Road, Goleta, CA

Current Nonprofit Tenant

- Isla Vista Youth Project, Inc

6235 Rivercrest, Riverside, CA

Current Nonprofit Tenants:

- Carolyn E Wylie Center
- Child Abuse Prevention Center
- Visiting Nurse Association



Braille Institute

Hutton Foundation Funding Programs



MARKETING GRANT PROGRAM

HUTTON FOUNDATION AND COX COMMUNICATIONS

continue to partner in support of our Marketing Grant Program. The goal of this unique program is to provide recipient agencies with valuable broadcast media exposure in the form of a professionally produced 6-8 minute feature video having a wide variety of uses. Cox Communications' production staff work with grantees to produce high quality videos that essentially "tell the story" of an agency and its programs. Board member recruitment, volunteer training and donor orientation are just a few marketing needs the video might fulfill.

Marketing Grants are available to Santa Barbara based agencies only. Application guidelines can be found on our website at www.huttonfoundation.org.

Congratulations to our 2007 Marketing Grant recipients:

- Dog Adoption & Welfare Group (DAWG)
- FlamecOle Dance Theatre
- Glendon Association
- Santa Barbara Partners in Education
- Santa Barbara Police Activities League
- Storyteller Children's Center

MEDIA GRANT PROGRAM

THE HUTTON FOUNDATION/SANTA BARBARA

INDEPENDENT Media grant program continues to provide community based organizations an opportunity for targeted, timely community outreach. Grant recipients work closely with the Santa Barbara Independent production staff to develop a quality, four-page insert distributed (one time only) through their weekly circulation. In addition, overruns of the insert can be ordered for use by the featured nonprofit.

This program is available to Santa Barbara based agencies only. Application guidelines can be found on our website at www.huttonfoundation.org.

Congratulations to our 2007 Media Grant recipients:

- Channel Islands YMCA
- Court Appointed Special Advocates (CASA)
- Dog Adoption & Welfare Group (DAWG)
- The Fund for Santa Barbara
- Glendon Association
- Growing Solutions Restoration Education Institute
- Santa Barbara Athletic Roundtable
- Hearts Adaptive Riding Program
- The Nonprofit Support Center
- Project Angels Bearing Gifts
- The Rhythmic Arts Project
- Santa Barbara Channelkeeper

(continued)

*Top Left Art from Scrap
Below Santa Barbara Symphony*



Hutton Foundation Funding Programs (continued)

ENDOWMENT GRANT PROGRAM

HUTTON FOUNDATION'S ENDOWMENT GRANT PROGRAM continues to be a valuable tool for local area nonprofit agencies. The program provides the "hands-on" tools necessary, including a sample endowment policy, to establish an endowment fund as well as matching funding.

Hutton Foundation believes endowments are one of the first steps to longevity and sustainability to the programs and services delivered by nonprofit agencies. Our current program awards \$25,000 grants to qualifying applicants. The recipient agency must match our \$25,000 award 3:1 resulting in an initial \$100,000 endowment.

While the monetary awards of our program are beneficial, we have come to realize that the tools provided in our application package might actually prove more valuable. Many more agencies have requested our endowment application package since the program's inception in 2000 than we have funded.

Right Wilderness Youth Project
Below Aids Housing Santa Barbara/
Sarah House



Please visit our website at www.huttonfoundation.org for more information about applying for a Hutton Foundation Endowment Grant.

PROGRAM RELATED INVESTMENTS (PRIs)

HUTTON FOUNDATION'S PRI PROGRAM continues to provide critical loan funding to nonprofit agencies located throughout Santa Barbara County wishing to purchase property, refinance an existing mortgage or make improvements to an agency-owned facility.

Since its inception in 1997, more than \$7,250,000 in loans have been awarded to 28 Santa Barbara County-based nonprofits organizations.

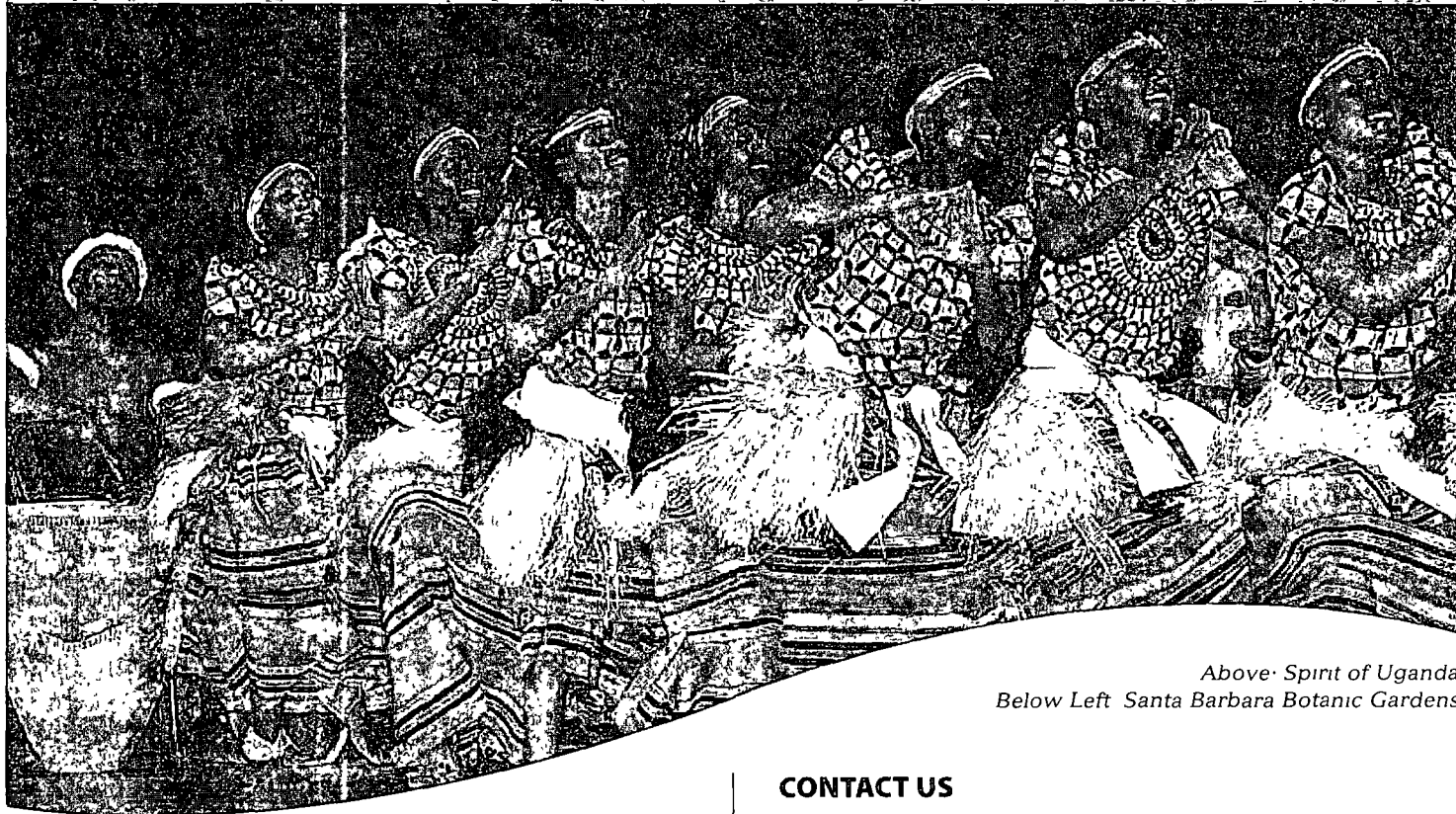
In 2007, Hutton Foundation partnered with three other local area private foundations to provide a \$1 million loan for purchase of historic property located within the footprint of Santa Barbara original Presidio.

This program is available to Santa Barbara based agencies only. Application guidelines can be found on our website at www.huttonfoundation.org.

Congratulations to the following 2007 PRI recipient:

- Santa Barbara Trust for Historic Preservation

Funding Guidelines, Application Procedures & Contact Us



Above: Spirit of Uganda
Below Left: Santa Barbara Botanic Gardens

HUTTON FOUNDATION offers a variety of funding programs including our Standard Grant, Program Related Investment, Marketing Grant, Media Grant and Endowment Grant. All of our programs are noncompetitive. Multi-year Capital and Endowment grant campaign requests are evaluated on an individual basis.

For further information, guidelines and application procedures, please visit the Hutton Foundation website at: www.huttonfoundation.org



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