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Form **990-PF**

**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 change

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

The Soo Foundation, Inc  
10810 Reservoir Road  
Ada, OH 45810

A Employer identification number  
34-1481699

B Telephone number (see the instructions)

C If exemption application is pending, check here

D 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)  
\$ 3,025,496.

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

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

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions)) |  | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| 1  | Contributions, gifts, grants, etc, received (att sch)  |                                    |                           |                         |   |
| 2  | Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B                 |                                    |                           |                         |   |
| 3  | Interest on savings and temporary cash investments   | 39.                                | 39.                       | 39.                     |   |
| 4  | Dividends and interest from securities   | 93,938.                            | 93,938.                   | 93,938.                 |   |
| 5a   | Gross rents  |                                    |                           |                         |   |
| b  | Net rental income or (loss)  |                                    | Statement 1               |                         |   |
| 6a   | Net gain/(loss) from sale of assets not on line 10   | 114,513.                           |                           |                         |   |
| b  | Gross sales price for all assets on line 6a  | 23,987,402.                        |                           |                         |   |
| 7  | Capital gain net income (from Part IV, line 2)   |                                    | 114,513.                  |                         |   |
| 8  | Net short-term capital gain  |                                    |                           | 114,513.                |   |
| 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)<br>See Statement 2  | 4.                                 | 4.                        | 4.                      |   |
| 12   | <b>Total.</b> Add lines 1 through 11   | 208,494.                           | 208,494.                  | 208,494.                |   |
| 13   | Compensation of officers, directors, trustees, etc   | 6,825.                             | 6,825.                    |                         |   |
| 14   | Other employee salaries and wages  |                                    |                           |                         |   |
| 15   | Pension plans, employee benefits   |                                    |                           |                         |   |
| 16a  | Legal fees (attach schedule)   |                                    |                           |                         |   |
| b  | Accounting fees (attach sch) See St 3  | 3,500.                             |                           |                         |   |
| c  | Other prof fees (attach sch)   |                                    |                           |                         |   |
| 17   | Interest   |                                    |                           |                         |   |
| 18   | Rates (attach schedule) See Stmt 4   | 1,200.                             |                           |                         |   |
| 19   | Depreciation (attach sch) and depletion  |                                    |                           |                         |   |
| 20   | Occupancy  |                                    |                           |                         |   |
| 21   | Travel, conferences, and meetings  | 1,220.                             |                           |                         |   |
| 22   | Printing and publications  |                                    |                           |                         |   |
| 23   | Other expenses (attach schedule)<br>See Statement 5  | 1,632.                             | 907.                      |                         |   |
| 24   | <b>Total operating and administrative expenses.</b> Add lines 13 through 23                  | 14,377.                            | 7,732.                    |                         |   |
| 25   | Contributions, gifts, grants paid Part XV  | 32,149.                            |                           |                         | 32,149.   |
| 26   | <b>Total expenses and disbursements.</b> Add lines 24 and 25                                 | 46,526.                            | 7,732.                    | 0.                      | 32,149.   |
| 27   | Subtract line 26 from line 12:<br><b>a Excess of revenue over expenses and disbursements</b> | 161,968.                           |                           |                         |   |
|  | <b>b Net investment income</b> (if negative, enter -0-)                                      |                                    | 200,762.                  |                         |   |
|  | <b>c Adjusted net income</b> (if negative, enter -0-)  |                                    |                           | 208,494.                |   |

SCANNED MAY 20 2010

REVENUE

ADMINISTRATIVE AND OPERATING EXPENSES

RECEIVED  
MAY 17 2010  
ODDEN UT

180

| Part II Balance Sheets |   | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)          |                |                       |            |
|------------------------|---|---|----------------|-----------------------|------------|
|                        |   | Beginning of year   | End of year    |                       |            |
|                        |   | (a) Book Value  | (b) Book Value | (c) Fair Market Value |            |
| ASSETS                 | 1   | Cash – non-interest-bearing   | 2,002,598.     | 205,335.              | 205,335.   |
|                        | 2   | Savings and temporary cash investments  |                |                       |            |
|                        | 3   | Accounts receivable   |                |                       |            |
|                        |   | Less allowance for doubtful accounts  |                |                       |            |
|                        | 4   | Pledges receivable  |                |                       |            |
|                        |   | Less allowance for doubtful accounts  |                |                       |            |
|                        | 5   | Grants receivable   |                |                       |            |
|                        | 6   | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) |                |                       |            |
|                        | 7   | Other notes and loans receivable (attach sch)   |                |                       |            |
|                        |   | Less allowance for doubtful accounts  |                |                       |            |
|                        | 8   | Inventories for sale or use   |                |                       |            |
|                        | 9   | Prepaid expenses and deferred charges   |                |                       |            |
|                        | 10a   | Investments – U S and state government obligations (attach schedule)  |                |                       |            |
|                        |   | b Investments – corporate stock (attach schedule)   | 364,776.       | 2,448,960.            | 2,820,161. |
|                        |   | c Investments – corporate bonds (attach schedule)   | 130,561.       |                       |            |
|                        | 11  | Investments – land, buildings, and equipment basis  |                |                       |            |
|                        | Less accumulated depreciation (attach schedule)   |   |                |                       |            |
| 12                     | Investments – mortgage loans  |   |                |                       |            |
| 13                     | Investments – other (attach schedule)   |   |                |                       |            |
| 14                     | Land, buildings, and equipment basis  |   |                |                       |            |
|                        | Less accumulated depreciation (attach schedule)   |   |                |                       |            |
| 15                     | Other assets (describe )  |   |                |                       |            |
| 16                     | <b>Total assets</b> (to be completed by all filers – see instructions Also, see page 1, item I)                             | 2,497,935.  | 2,654,295.     | 3,025,496.            |            |
| LIABILITIES            | 17  | Accounts payable and accrued expenses   |                |                       |            |
|                        | 18  | Grants payable  |                |                       |            |
|                        | 19  | Deferred revenue  |                |                       |            |
|                        | 20  | Loans from officers, directors, trustees, & other disqualified persons  |                |                       |            |
|                        | 21  | Mortgages and other notes payable (attach schedule)   |                |                       |            |
|                        | 22  | Other liabilities (describe )   |                |                       |            |
|                        | 23  | <b>Total liabilities</b> (add lines 17 through 22)  | 0.             | 0.                    |            |
| FUNDS ASSETS           | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/> |   |                |                       |            |
|                        | 24  | Unrestricted  |                |                       |            |
|                        | 25  | Temporarily restricted  |                |                       |            |
|                        | 26  | Permanently restricted  |                |                       |            |
|                        | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" 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  | 2,497,935.     | 2,654,295.            |            |
|                        | 30  | <b>Total net assets or fund balances</b> (see the instructions)   | 2,497,935.     | 2,654,295.            |            |
| 31                     | <b>Total liabilities and net assets/fund balances</b> (see the instructions)  | 2,497,935.  | 2,654,295.     |                       |            |

Part III Analysis of Changes in Net Assets or Fund Balances

|   |  |   |            |
|---|--|---|------------|
| 1 | Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 2,497,935. |
| 2 | Enter amount from Part I, line 27a   | 2 | 161,968.   |
| 3 | Other increases not included in line 2 (itemize)   | 3 |            |
| 4 | Add lines 1, 2, and 3  | 4 | 2,659,903. |
| 5 | Decreases not included in line 2 (itemize) <u>See Statement 6</u>  | 5 | 5,608.     |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  | 6 | 2,654,295. |

**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<br>P — Purchase<br>D — Donation | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|--|--|---|-------------------------------------|
| 1 a*   |  |   |                                     |
| b  |  |   |                                     |
| c  |  |   |                                     |
| d  |  |   |                                     |
| e  |  |   |                                     |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(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 |                                      |   | (l) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---|--------------------------------------|---|---|
| (i) Fair Market Value<br>as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |   |
| a   |                                      |   |   |
| b   |                                      |   |   |
| c   |                                      |   |   |
| d   |                                      |   |   |
| e   |                                      |   |   |

|  |   |          |
|--|---|----------|
| 2 Capital gain net income or (net capital loss) <span style="float:right">[ If gain, also enter in Part I, line 7<br/>If (loss), enter -0- in Part I, line 7 ]</span>  | 2 | 114,513. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 <span style="float:right">]</span> | 3 | 114,513. |

**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<br>Calendar year (or tax year<br>beginning in)  | (b) Adjusted qualifying distributions | (c) Net value of<br>noncharitable-use assets | (d) Distribution ratio<br>(column (b) divided by column (c)) |
| 2008  | 315,738.                              | 2,977,115.                                   | 0.106055   |
| 2007  | 95,900.                               | 3,666,836.                                   | 0.026153   |
| 2006  | 334,318.                              | 3,117,372.                                   | 0.107244   |
| 2005  | 280,896.                              | 2,971,630.                                   | 0.094526   |
| 2004  | 427,723.                              | 2,899,662.                                   | 0.147508   |

|  |   |            |
|--|---|------------|
| 2 Total of line 1, column (d)  | 2 | 0.481486   |
| 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 | 0.096297   |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5   | 4 | 2,583,858. |
| 5 Multiply line 4 by line 3  | 5 | 248,818.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)   | 6 | 2,008.     |
| 7 Add lines 5 and 6  | 7 | 250,826.   |
| 8 Enter qualifying distributions from Part XII, line 4   | 8 | 32,149.    |

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.<br>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 type="checkbox"/> and enter 1% of Part I, line 27b  |    | 1      | 4,015. |
| 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      | 4,015. |
| 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      | 4,015. |
| 6 Credits/Payments   |    |        |        |
| a 2009 estimated tax prmts and 2008 overpayment credited to 2009   | 6a | 2,763. |        |
| b Exempt foreign organizations – tax withheld at source  | 6b |        |        |
| c Tax paid with application for extension of time to file (Form 8868)  | 6c |        |        |
| d Backup withholding erroneously withheld  | 6d |        |        |
| 7 Total credits and payments Add lines 6a through 6d   |    | 7      | 2,763. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input 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      | 1,252. |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid   |    | 10     |        |
| 11 Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded   |    | 11     |        |

**Part VII-A Statements Regarding Activities**

|   | Yes | No  |
|---|-----|-----|
| 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?  |     | X   |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?<br><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<br>(1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.   |     |     |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.  |     |     |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br><i>If 'Yes,' attach a detailed description of the activities</i>   | 2   | X   |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>  | 3   | X   |
| 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?   | 4a  | X   |
| b If 'Yes,' has it filed a tax return on Form 990-T for this year?  | 4b  | N/A |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If 'Yes,' attach the statement required by General Instruction T</i>   | 5   | X   |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?                 | 6   | X   |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>  | 7   | X   |
| 8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)<br>OH  |     |     |
| b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation.</i>   | 8b  | X   |
| 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>   | 9   | X   |
| 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>   | 10  | 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?<br>Website address <span style="float:right">▶ N/A</span>   | 13 | X   |                                |
| 14 The books are in care of ▶ <u>Susan Hunsaker</u> Telephone no ▶ <u>419-649-5845</u><br>Located at ▶ <u>10810 Resevoir Road Ada OH</u> ZIP + 4 ▶ <u>45810</u>  |    |     |                                |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <span style="float:right">▶ 15</span> |    | N/A | ▶ <input type="checkbox"/> 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  |
|--|-----|-----|
| <b>1a</b> 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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| (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)? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>   |     |     |
| (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) <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| <b>b</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 <span style="float:right">▶ <input type="checkbox"/></span>   | 1b  | N/A |
| <b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?   | 1c  | X   |
| <b>2</b> 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))   |     |     |
| <b>a</b> 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? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span><br>If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__  |     |     |
| <b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)  | 2b  | N/A |
| <b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here<br>▶ 20__ , 20__ , 20__ , 20__  |     |     |
| <b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <span style="float:right"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>  |     |     |
| <b>b</b> If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) | 3b  | N/A |
| <b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | 4a  | X   |
| <b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?   | 4b  | X   |

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

If 'Yes' to 6b, file Form 8870

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

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

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

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

| (a) Name and address | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|--|---|---|---------------------------------------|
| See Statement 7      |  | 6,825.                                    | 0.  | 0.                                    |
| -----                |  |   |   |                                       |
| -----                |  |   |   |                                       |
| -----                |  |   |   |                                       |
| -----                |  |   |   |                                       |

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

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

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

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

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

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

**Total** number of others receiving over \$50,000 for professional services ▶ 0

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

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

|       | Expenses |
|-------|----------|
| 1 N/A |          |
| ----- |          |
| 2     |          |
| ----- |          |
| 3     |          |
| ----- |          |
| 4     |          |
| ----- |          |

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

|  | Amount |
|--|--------|
| 1 N/A  |        |
| -----  |        |
| 2  |        |
| -----  |        |
| All other program-related investments See instructions |        |
| 3  |        |
| -----  |        |

**Total.** Add lines 1 through 3 ▶ 0.

BAA

**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  | 1 a | 2,623,206. |
| b | Average of monthly cash balances   | 1 b |            |
| c | Fair market value of all other assets (see instructions)   | 1 c |            |
| d | <b>Total</b> (add lines 1a, b, and c)  | 1 d | 2,623,206. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)  | 1 e | 0.         |
| 2 | Acquisition indebtedness applicable to line 1 assets   | 2   | 0.         |
| 3 | Subtract line 2 from line 1d   | 3   | 2,623,206. |
| 4 | Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)   | 4   | 39,348.    |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5   | 2,583,858. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5   | 6   | 129,193.   |

**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   | 129,193. |
| 2a | Tax on investment income for 2009 from Part VI, line 5  | 2 a | 4,015.   |
| b  | Income tax for 2009 (This does not include the tax from Part VI)  | 2 b |          |
| c  | Add lines 2a and 2b   | 2 c | 4,015.   |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1                                    | 3   | 125,178. |
| 4  | Recoveries of amounts treated as qualifying distributions   | 4   |          |
| 5  | Add lines 3 and 4   | 5   | 125,178. |
| 6  | Deduction from distributable amount (see instructions)  | 6   |          |
| 7  | <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7   | 125,178. |

**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  | 1 a | 32,149. |
| b | Program-related investments – total from Part IX-B  | 1 b |         |
| 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)  | 3 a |         |
| b | Cash distribution test (attach the required schedule)   | 3 b |         |
| 4 | <b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                                     | 4   | 32,149. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) | 5   |         |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | 6   | 32,149. |

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

**Part XIII Undistributed Income** (see instructions)

|   | (a)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|---|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2009 from Part XI, line 7   |               |                            |             | 125,178.    |
| <b>2</b> Undistributed income, if any, as of the end of 2009:   |               |                            |             |             |
| <b>a</b> Enter amount for 2008 only   |               |                            | 0.          |             |
| <b>b</b> Total for prior years: 20 __, 20 __, 20 __   |               | 0.                         |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2009  |               |                            |             |             |
| <b>a</b> From 2004  | 288,410.      |                            |             |             |
| <b>b</b> From 2005  | 135,322.      |                            |             |             |
| <b>c</b> From 2006  | 182,573.      |                            |             |             |
| <b>d</b> From 2007  |               |                            |             |             |
| <b>e</b> From 2008  | 167,756.      |                            |             |             |
| <b>f</b> Total of lines 3a through e  | 774,061.      |                            |             |             |
| <b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 32,149.   |               |                            |             |             |
| <b>a</b> Applied to 2008, but not more than line 2a   |               |                            | 0.          |             |
| <b>b</b> Applied to undistributed income of prior years (Election required – see instructions)  |               | 0.                         |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required – see instructions)  | 0.            |                            |             |             |
| <b>d</b> Applied to 2009 distributable amount   |               |                            |             | 32,149.     |
| <b>e</b> Remaining amount distributed out of corpus   | 0.            |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))   | 93,029.       |                            |             | 93,029.     |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 681,032.      |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b  |               | 0.                         |             |             |
| <b>c</b> 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.                         |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions  |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions  |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  |               |                            |             | 0.          |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  | 0.            |                            |             |             |
| <b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  | 195,381.      |                            |             |             |
| <b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  | 485,651.      |                            |             |             |
| <b>10</b> Analysis of line 9:   |               |                            |             |             |
| <b>a</b> Excess from 2005   | 135,322.      |                            |             |             |
| <b>b</b> Excess from 2006   | 182,573.      |                            |             |             |
| <b>c</b> Excess from 2007   |               |                            |             |             |
| <b>d</b> Excess from 2008   | 167,756.      |                            |             |             |
| <b>e</b> Excess from 2009   |               |                            |             |             |

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

N/A

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

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

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
See Statement 8

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest  
None

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

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

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

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

c Any submission deadlines

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

**Part XV. Supplementary Information** (continued)

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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount       |
|--|--|--------------------------------------|-------------------------------------|--------------|
| a Paid during the year<br>See Statement 9        |  |                                      |                                     |              |
| <b>Total</b>                                     |  |                                      |                                     | ▶ 3a 32,149. |
| b Approved for future payment                    |  |                                      |                                     |              |
| <b>Total</b>                                     |  |                                      |                                     | ▶ 3b         |





**Statement 1**  
**Form 990-PF, Part I, Line 6a**  
**Net Gain (Loss) from Noninventory Sales Per Books**  
**Assets Not Included in Part IV**

|                      |                                 |             |                 |
|----------------------|---------------------------------|-------------|-----------------|
| Description:         | See attached Fidelity Statement |             |                 |
| Date Acquired:       | Various                         |             |                 |
| How Acquired:        | Purchase                        |             |                 |
| Date Sold:           | Various                         |             |                 |
| To Whom Sold:        |                                 |             |                 |
| Gross Sales Price:   | 23,987,402.                     |             |                 |
| Cost or Other Basis: | 23,872,889.                     |             |                 |
| Basis Method:        | Cost                            |             |                 |
|                      |                                 | Gain (Loss) | 114,513.        |
|                      |                                 | Total \$    | <u>114,513.</u> |

**Statement 2**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

|                         | (a)<br>Revenue<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| Other Investment Income | \$ 4.                       | \$ 4.                           | \$ 4.                         |
| Total                   | <u>\$ 4.</u>                | <u>\$ 4.</u>                    | <u>\$ 4.</u>                  |

**Statement 3**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

|                 | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|-----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| Tax Preparation | \$ 3,500.                    |                                 |                               |                               |
| Total           | <u>\$ 3,500.</u>             | <u>\$ 0.</u>                    | <u>\$ 0.</u>                  | <u>\$ 0.</u>                  |

**Statement 4**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

|                     | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|---------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| 2009 Estimate 990PF | \$ 1,200.                    |                                 |                               |                               |
| Total               | <u>\$ 1,200.</u>             | <u>\$ 0.</u>                    | <u>\$ 0.</u>                  | <u>\$ 0.</u>                  |

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**Statement 5**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

|                                  | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|----------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| Dues                             | \$ 500.                      |                                 |                               |                               |
| State Fees                       | 225.                         |                                 |                               |                               |
| Transaction Fees/Margin Interest | 907.                         | \$ 907.                         |                               |                               |
| Total                            | <u>\$ 1,632.</u>             | <u>\$ 907.</u>                  | <u>\$ 0.</u>                  | <u>\$ 0.</u>                  |

**Statement 6**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

|                             |                  |
|-----------------------------|------------------|
| Investment Basis Adjustment | \$ 5,608.        |
| Total                       | <u>\$ 5,608.</u> |

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

| Name and Address   | Title and<br>Average Hours<br>Per Week Devoted | Compen-<br>sation | Contri-<br>bution to<br>EBP & DC | Expense<br>Account/<br>Other |
|--|--|-------------------|----------------------------------|------------------------------|
| Dixie L. B. Soo MD<br>One Friday Lane<br>Chapel Hill, NC 27514 | Vice President<br>0                            | \$ 0.             | \$ 0.                            | \$ 0.                        |
| Kenneth A. Soo<br>1523 Hermitage Court<br>Durham, NC 27707     | Trustee<br>0                                   |                   | 0.                               | 0.                           |
| Michael L. Soo<br>4506 Valley Forge Rd.<br>Durham, NC 27705    | Trustee<br>0                                   |                   | 0.                               | 0.                           |
| Liang Yee Soo MD<br>One Friday Lane<br>Chapel Hill, NC 27514   | President<br>0                                 |                   | 0.                               | 0.                           |
| Jeffery D. Soo<br>3438 Lochnora Parkway<br>Durham, NC 27705    | Trustee<br>0                                   |                   | 0.                               | 0.                           |
| Susan Hunsaker<br>10810 Reservoir Road<br>Ada, OH 45810        | Secy/Treasurer<br>10.00                        | 6,825.            | 0.                               | 0.                           |

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

| <u>Name and Address</u>   | <u>Title and<br/>Average Hours<br/>Per Week Devoted</u> | <u>Compen-<br/>sation</u> | <u>Contri-<br/>bution to<br/>EBP &amp; DC</u> | <u>Expense<br/>Account/<br/>Other</u> |
|---|---|---------------------------|---|---------------------------------------|
| Catherine Soo Nerantzis<br>14920 Clavel Street<br>Rockville, MD 20853 | Trustee<br>0  | \$ 0.                     | \$ 0.   | \$ 0.                                 |
|   |   | Total \$ 6,825.           | \$ 0.   | \$ 0.                                 |

**Statement 8**  
**Form 990-PF, Part XV, Line 1a**  
**Foundation Managers - 2% or More Contributors**

Dixie L. B. Soo MD  
Liang Yee Soo MD

**Statement 9**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

| <u>Name and Address</u>  | <u>Donee<br/>Relationship</u> | <u>Found-<br/>ation<br/>Status</u> | <u>Purpose of<br/>Grant</u> | <u>Amount</u> |
|--|-------------------------------|------------------------------------|-----------------------------|---------------|
| Ackland Art Museum<br>Campus Box 3400<br>Chapel Hill, NC 27599                 | None                          | Public                             | General                     | \$ 500.       |
| Buddist Compassion Relief<br>1100 S. Valley Center Ave.<br>San Dimas, CA 91773 | None                          | Public                             | Memorial                    | 1,500.        |
| Food Bank of Central &<br>Eastern NC<br>3808 Tarheel Dr.<br>Raleigh, NC 27609  | None                          | Public                             | General                     | 300.          |
| Friends of Chapel Hill<br>Library<br>100 Library Dr.<br>Chapel Hill, NC 27514  | None                          | Public                             | General                     | 300.          |
| Medical Foundation of NC<br>880 Airport Highway<br>Chapel Hill, NC 27514       | None                          | Public                             | Scholarships                | 2,000.        |
| Metropolitan Opera of New<br>York<br>Lincoln Center<br>New York, NY 10023      | None                          | Public                             | General                     | 10,000.       |

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Statement 9 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

| <u>Name and Address</u>   | <u>Donee Relationship</u> | <u>Found-<br/>ation<br/>Status</u> | <u>Purpose of<br/>Grant</u> | <u>Amount</u> |
|---|---------------------------|------------------------------------|-----------------------------|---------------|
| South Poverty Law Center<br>400 Washington Ave.<br>Montgomery, Al 36104                             | None                      | Public                             | General                     | \$ 100.       |
| Metropolitan Museum of Art<br>1000 Fifth Avenue<br>New York, NY 10028                               | None                      | Public                             | Scholarships                | 100.          |
| WCPE Radio<br>P.O. Box 828<br>Wake Forest, NC 27588   | None                      | Public                             | General                     | 250.          |
| Yeshe Nyingpo, Inc.<br>19 West 16th St.<br>New York, NY 10011                                       | None                      | Public                             | General                     | 13,000.       |
| Yin Shun Foundation<br>67 Lawrence Road<br>Lafayette, NJ 07848                                      | None                      | Public                             | KSF Memorial                | 1,000.        |
| Alzhemier's Association<br>225 N Michigan Ave.<br>Chicago, IL 60601                                 | None                      | Public                             | General                     | 200.          |
| South Orange County Rescue<br>Squad<br>P.O. Box 128<br>Carroboro, NC 27510                          | None                      | Public                             | General                     | 100.          |
| Durham Rescue Mission<br>507 Knox Street<br>Durham, NC 27701  | None                      | Public                             | General                     | 250.          |
| North Carolina Botanical<br>Garden Fnd.<br>UNC Chapel Hill, PO Box<br>6100<br>Chapel Hill, NC 27599 | None                      | Public                             | General                     | 220.          |
| Phi Beta Kappa Society<br>1006 New Hampshire Ave NW<br>Washington, DC 20009                         | None                      | Public                             | General                     | 79.           |
| The Nature Conervancy<br>Suite 290, 4705 University<br>Drive<br>Durnam, NC 27707                    | None                      | Public                             | General                     | 100.          |
| CARE<br>151 Ellis St NE<br>Atlanta, GA 30303  | None                      | Public                             | General                     | 200.          |

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Statement 9 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

| <u>Name and Address</u>  | <u>Donee Relationship</u> | <u>Found-<br/>ation<br/>Status</u> | <u>Purpose of<br/>Grant</u> | <u>Amount</u>  |
|--|---------------------------|------------------------------------|-----------------------------|----------------|
| Leukemia & Lymphoma Society<br>PO Box 4072<br>Pittsfield, MA 01202   | None                      | Public                             | General                     | \$ 200.        |
| See Saw Studio<br>326 W. Geer Street<br>Durham, NC 27701             | None                      | Public                             | General                     | 1,250.         |
| UNC Radio<br>P.O. Box 8880<br>Chapel Hill, NC 27515                  | None                      | Public                             | General                     | 200.           |
| UNC TV<br>10 TW Alexander Drive<br>Research Triangle Pk, NC<br>27709 | None                      | Public                             | General                     | 300.           |
| Total \$   |                           |                                    |                             | <u>32,149.</u> |

**The Soo Foundation Inc.**  
**#34-1481699**  
**Investments - Corporate Stock at 12-31-09**

| Qty         | Security Description                | Cost Basis  | Market Value |
|-------------|-------------------------------------|-------------|--------------|
| 216.000     | GOOGLE INC CL A                     | \$129,615   | \$133,916    |
| 120.000     | GOOGLE INC CL A                     | \$71,518    | \$74,398     |
| 1,149.000   | ISHARES INC MSCI BRAZIL INDEX FUND  | \$58,810    | \$85,727     |
| 42.322      | FIDELITY CAPITAL & INCOME           | \$296       | \$365        |
| 75,601.754  | FIDELITY CAPITAL & INCOME           | \$529,623   | \$651,687    |
| 9,541.620   | GOLDMAN SACHS BRIC FD CL A          | \$135,491   | \$137,781    |
| 2,470.279   | JANUS OVERSEAS FUND CLASS J         | \$88,424    | \$104,987    |
| 15,301.024  | OBERWEIS CHINA OPPORTUNITIES FUND   | \$202,590   | \$264,249    |
| 106,985.657 | PIONEER GLOBAL HIGH YIELD CL A      | \$901,484   | \$1,030,272  |
| 5,182.040   | RYDEX HEALTH CARE INVESTOR CLASS    | \$75,088    | \$77,420     |
| 2,144.969   | RYDEX CONSUMER PRODUCTS INVESTOR CL | \$75,782    | \$75,310     |
| 8,335.607   | RYDEX S&P 500 FD CL H               | \$180,238   | \$184,051    |
|             |                                     | \$2,448,960 | \$2,820,161  |

**The Soo Foundation Inc.**  
**#34-1481699**  
**2009 Realized Gain/Loss Summary**

|                                     |                      |                      |                        |                      |
|-------------------------------------|----------------------|----------------------|------------------------|----------------------|
|                                     | <b>Realized Gain</b> | <b>Realized Loss</b> | <b>Disallowed Loss</b> | <b>Net Gain/Loss</b> |
| Short-Term<br>Realized<br>Gain/Loss | \$438,667 68         | (\$545,006 08)       | \$220,851 00           | \$114,512 60         |

| Qty        | Security Description                      | CUSIP     | Date Acquired | Date Sold          | Proceeds     | Cost Basis   | Gain/Loss    |
|------------|---|-----------|---------------|--------------------|--------------|--------------|--------------|
| 2,516 019  | DREYFUS GREATER CHINA CL A                | 261986509 | Various       | 10/1/2009          | \$97,218 97  | \$98,158 52  | -\$939 55    |
| 3,734 000  | ISHARES TR MSCI EMERGING MKTS INDEX FD    | 464287234 | 5/5/2009      | 6/4/2009           | \$124,335 61 | \$114,815 19 | \$9,520 42   |
| 5,740 000  | ISHARES TR MSCI EMERGING MKTS INDEX FD    | 464287234 | 5/5/2009      | 6/9/2009           | \$189,648 61 | \$176,496 84 | \$13,151 77  |
| 2,178 000  | ISHARES TR MSCI EMERGING MKTS INDEX FD    | 464287234 | 5/28/2009     | 6/9/2009           | \$71,960 75  | \$70,627 83  | \$1,332 92   |
| 12,883 000 | ISHARES TR MSCI EMERGING MKTS INDEX FD    | 464287234 | 5/28/2009     | 6/19/2009          | \$411,380 30 | \$417,767 86 | -\$6,387 56  |
|            |   |           |               | Total for Security |              |              | \$17,617 55  |
| 3,628 853  | ALPINE INTERNATIONALREAL ESTATE EQUITY Y  | 20940409  | Various       | 12/15/2009         | \$84,226 97  | \$80,705 69  | \$3,521 28   |
| 3,628 853  | ALPINE INTERNATIONALREAL ESTATE EQUITY Y  | 20940409  | 10/12/2009    | 12/18/2009         | \$82,593 98  | \$80,719 31  | \$1,874 67   |
|            |   |           |               | Total for Security |              |              | \$5,395 95   |
| 1,035 000  | ISHARES INC MSCI BRAZIL INDEX FUND        | 464286400 | 5/28/2009     | 6/4/2009           | \$57,107 32  | \$55,909 99  | \$1,197 33   |
| 1,958 000  | ISHARES INC MSCI BRAZIL INDEX FUND        | 464286400 | 5/28/2009     | 6/9/2009           | \$109,647 36 | \$105,769 81 | \$3,877 55   |
| 4,621 000  | ISHARES INC MSCI BRAZIL INDEX FUND        | 464286400 | 5/28/2009     | 6/19/2009          | \$247,738 20 | \$249,623 23 | -\$1,885 03  |
|            |   |           |               | Wash Sale          | \$0 00       | -\$937 82    | \$937 82     |
| 1,150 000  | ISHARES INC MSCI BRAZIL INDEX FUND        | 464286400 | 6/1/2009      | 6/24/2009          | \$58,530 32  | \$58,861 26  | -\$330 94    |
|            |   |           |               | Total for Security |              |              | \$3,796 73   |
| 64 024     | FIDELITY CAPITAL & INCOME FUND            | 316062108 | 6/4/2009      | 9/28/2009          | \$525 00     | \$448 17     | \$76 83      |
| 59 036     | FIDELITY CAPITAL & INCOME FUND            | 316062108 | 6/4/2009      | 10/21/2009         | \$490 00     | \$413 25     | \$76 75      |
| 1 863      | FIDELITY CAPITAL & INCOME FUND            | 316062108 | 6/4/2009      | 10/22/2009         | \$15 50      | \$13 04      | \$2 46       |
| 133 172    | FIDELITY CAPITAL & INCOME FUND            | 316062108 | 6/4/2009      | 11/11/2009         | \$1,100 00   | \$932 20     | \$167 80     |
| 26 442     | FIDELITY CAPITAL & INCOME FUND            | 316062108 | 6/4/2009      | 11/16/2009         | \$220 00     | \$185 09     | \$34 91      |
|            |   |           |               | Total for Security |              |              | \$358 75     |
| 42,041 808 | FIDELITY GNMA FUND                        | 31617K105 | 1/15/2009     | 5/4/2009           | \$475,492 85 | \$471,709 09 | \$3,783 76   |
| 2,759 000  | SPDR GOLD TR GOLD SHS                     | 78463V107 | 3/24/2009     | 4/3/2009           | \$241,834 10 | \$252,553 62 | -\$10,719 52 |
| 7,776 323  | GOLDMAN SACHS EMERGMKTS DEBT FUND CL A    | 38143H803 | 7/20/2009     | 10/26/2009         | \$90,749 69  | \$82,662 31  | \$8,087 38   |
| 3,888 161  | GOLDMAN SACHS EMERGMKTS DEBT FUND CL A    | 38143H803 | 7/20/2009     | 10/28/2009         | \$44,791 61  | \$41,331 15  | \$3,460 46   |
| 3,888 161  | GOLDMAN SACHS EMERGMKTS DEBT FUND CL A    | 38143H803 | 7/20/2009     | 12/21/2009         | \$45,569 25  | \$41,331 16  | \$4,238 09   |
|            |   |           |               | Total for Security |              |              | \$15,785 93  |
| 248 000    | ISHARES TR IBOXX \$ HIGH YIELD CORP BD FD | 464288513 | 12/17/2008    | 3/9/2009           | \$15,445 98  | \$16,820 29  | -\$1,374 31  |
| 1,677 000  | ISHARES TR IBOXX \$ HIGH YIELD CORP BD FD | 464288513 | 12/17/2008    | 10/8/2009          | \$142,509 18 | \$113,740 44 | \$28,768 74  |
|            |   |           |               | Total for Security |              |              | \$27,394 43  |
| 5,319 000  | ISHARES TR RUSSELL 2000 INDEX FD          | 464287655 | 12/17/2008    | 1/23/2009          | \$235,470 47 | \$259,699 45 | -\$24,228 98 |
| 2,470 280  | JANUS OVERSEAS FUND CLASS T               | 471023846 | Various       | 11/12/2009         | \$100,960 34 | \$88,436 02  | \$12,524 32  |
| 23,305 786 | PIMCO INVESTMENT GRADE CORP BOND CL D     | 722008505 | 1/15/2009     | 3/24/2009          | \$223,735 55 | \$235,854 55 | -\$12,119 00 |
| 5,639 000  | POWERSHARES QQQ TR UNIT SER 1             | 73935A104 | 6/22/2009     | 6/24/2009          | \$200,181 05 | \$199,097 43 | \$1,083 62   |
| 3,046 000  | POWERSHARES QQQ TR UNIT SER 1             | 73935A104 | 6/22/2009     | 7/14/2009          | \$108,596 92 | \$107,545 81 | \$1,051 11   |
| 3,043 000  | POWERSHARES QQQ TR UNIT SER 1             | 73935A104 | 6/22/2009     | 10/8/2009          | \$128,612 83 | \$107,439 88 | \$21,172 95  |
|            |   |           |               | Total for Security |              |              | \$23,307 68  |
| 3,160 207  | RYDEX LARGE CAP GROWTH H CLASS            | 78355E650 | 11/13/2009    | 11/18/2009         | \$76,540 21  | \$76,603 42  | -\$63 21     |
|            |   |           |               | Wash Sale          | \$0 00       | -\$63 21     | \$63 21      |
| 6,320 414  | RYDEX LARGE CAP GROWTH H CLASS            | 78355E650 | Various       | 11/18/2009         | \$153,080 43 | \$153,270 04 | -\$189 61    |
|            |   |           |               | Wash Sale          | \$0 00       | -\$31 44     | \$31 44      |
| 3,160 207  | RYDEX LARGE CAP GROWTH H CLASS            | 78355E650 | Various       | 11/23/2009         | \$75,781 76  | \$76,678 97  | -\$897 21    |
|            |   |           |               | Total for Security |              |              | -\$1,055 38  |
| 7,968 472  | RYDEX SMALL CAP VALUE H CLASS             | 78355E577 | 9/24/2009     | 10/6/2009          | \$205,108 47 | \$205,108 48 | -\$0 01      |
| 6,447 937  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 2/17/2009          | \$114,579 84 | \$119,673 71 | -\$5,093 87  |
|            |   |           |               | Wash Sale          | \$0 00       | -\$5,093 87  | \$5,093 87   |
| 6,447 937  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 3/3/2009           | \$98,524 48  | \$121,514 96 | -\$22,990 48 |
|            |   |           |               | Wash Sale          | \$0 00       | -\$15,882 12 | \$15,882 12  |
| 8,571 575  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 3/23/2009          | \$157,888 41 | \$171,194 49 | -\$13,306 08 |
| 8,241 582  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 5/13/2009          | \$173,320 47 | \$188,484 98 | -\$15,164 51 |
|            |   |           |               | Wash Sale          | \$0 00       | -\$15,164 51 | \$15,164 51  |
| 12,362 374 | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 5/14/2009          | \$264,183 93 | \$290,268 54 | -\$26,084 61 |
|            |   |           |               | Wash Sale          | \$0 00       | -\$2,994 80  | \$2,994 80   |
| 6,181 187  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 5/22/2009          | \$133,575 45 | \$146,679 57 | -\$13,104 12 |
| 6,181 186  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 7/10/2009          | \$132,401 00 | \$146,666 18 | -\$14,265 18 |
| 7,221 252  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 9/23/2009          | \$202,267 27 | \$185,152 90 | \$17,114 37  |
| 7,300 000  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 10/12/2009         | \$208,196 00 | \$195,129 00 | \$13,067 00  |
| 4,298 124  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | 10/6/2009     | 10/26/2009         | \$122,840 38 | \$120,261 51 | \$2,578 87   |
| 5,834 659  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 11/4/2009          | \$158,994 46 | \$161,561 71 | -\$2,567 25  |
|            |   |           |               | Wash Sale          | \$0 00       | -\$2,567 25  | \$2,567 25   |
| 7,293 324  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | Various       | 11/4/2009          | \$198,743 08 | \$204,067 21 | -\$5,324 13  |
|            |   |           |               | Wash Sale          | \$0 00       | -\$1,064 83  | \$1,064 83   |
| 1,458 665  | RYDEX MID CAP GROWTH H CLASS              | 78355E726 | 10/6/2009     | 11/12/2009         | \$41,105 18  | \$41,864 07  | -\$758 89    |
|            |   |           |               | Total for Security |              |              | -\$43,131 50 |
| 7,887 784  | RYDEX BASIC MATERIALS INV CLASS           | 783554843 | 5/21/2009     | 5/27/2009          | \$263,136 47 | \$261,637 79 | \$1,498 68   |

**The Soo Foundation Inc.**  
**#34-1481699**  
**2009 Realized Gain/Loss Summary**

|            |  |           |            |                    |              |              |              |
|------------|--|-----------|------------|--------------------|--------------|--------------|--------------|
| 897 236    | RYDEX CONSUMER PRODUCTS INVESTOR CL      | 783554793 | 1/13/2009  | 1/21/2009          | \$25,589 17  | \$25,840 40  | -\$251 23    |
| 2,429 580  | RYDEX ENERGY INVESTOR CLASS              | 783554751 | 2/2/2009   | 3/16/2009          | \$33,236 65  | \$35,083 13  | -\$1,846 48  |
| 3,394 774  | RYDEX GOVT LONG BOND1 2X STRATEGY INV CL | 783554504 | 2/4/2009   | 2/11/2009          | \$47,323 15  | \$45,354 18  | \$1,968 97   |
| 6,976 651  | RYDEX GOVT LONG BOND1 2X STRATEGY INV CL | 783554504 | 5/1/2009   | 5/5/2009           | \$85,463 97  | \$85,254 68  | \$209 29     |
|            |  |           |            | Total for Security |              |              | \$2,178 26   |
| 15,001 229 | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 1/29/2009          | \$271,222 22 | \$273,711 85 | -\$2,489 63  |
| 5,628 362  | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 3/17/2009          | \$93,768 51  | \$94,556 48  | -\$787 97    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$787 97    | \$787 97     |
| 8,442 542  | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 3/17/2009          | \$140,652 75 | \$142,087 98 | -\$1,435 23  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,435 23  | \$1,435 23   |
| 7,035 452  | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 3/20/2009          | \$117,351 34 | \$119,180 56 | -\$1,829 22  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,829 22  | \$1,829 22   |
| 7,035 452  | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 3/23/2009          | \$118,195 59 | \$120,625 59 | -\$2,430 00  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,430 00  | \$2,430 00   |
| 12,770 250 | RYDEX HIGH YIELD STRATEGY FUND CL H      | 78356A442 | Various    | 4/6/2009           | \$216,838 85 | \$219,634 71 | -\$2,795 86  |
|            |  |           |            | Total for Security |              |              | -\$5,285 49  |
| 6,093 951  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 2/25/2009          | \$69,531 98  | \$72,152 38  | -\$2,620 40  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,620 40  | \$2,620 40   |
| 15,844 271 | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 2/25/2009          | \$180,783 13 | \$189,814 37 | -\$9,031 24  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$3,738 44  | \$3,738 44   |
| 2,437 580  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 2/26/2009          | \$26,520 87  | \$30,584 17  | -\$4,063 30  |
| 4,121 079  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 3/16/2009          | \$44,631 29  | \$47,392 41  | -\$2,761 12  |
| 4,431 693  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | 4/27/2009  | 4/29/2009          | \$50,432 67  | \$49,723 60  | \$709 07     |
| 5,982 785  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | 4/27/2009  | 4/30/2009          | \$67,605 47  | \$67,126 85  | \$478 62     |
| 13,162 127 | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 4/30/2009          | \$148,732 04 | \$147,679 06 | \$1,052 98   |
| 13,162 127 | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | 4/27/2009  | 4/30/2009          | \$148,732 04 | \$147,679 06 | \$1,052 98   |
| 7,578 194  | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | 4/27/2009  | 5/1/2009           | \$85,254 68  | \$85,027 34  | \$227 34     |
| 18,847 539 | RYDEX HEALTH CARE INVESTOR CLASS         | 783554686 | Various    | 9/3/2009           | \$251,049 22 | \$241,826 75 | \$9,222 47   |
|            |  |           |            | Total for Security |              |              | \$626 24     |
| 2,264 104  | RYDEX INVERSE HIGH YIELD STRATEGY CL H   | 78356A434 | 11/4/2009  | 11/5/2009          | \$98,035 70  | \$99,371 52  | -\$1,335 82  |
| 2,264 105  | RYDEX INVERSE HIGH YIELD STRATEGY CL H   | 78356A434 | 11/4/2009  | 11/6/2009          | \$97,899 90  | \$99,371 56  | -\$1,471 66  |
|            |  |           |            | Total for Security |              |              | -\$2,807 48  |
| 1,761 671  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 3/11/2009  | 3/13/2009          | \$44,464 58  | \$43,407 57  | \$1,057 01   |
| 5,285 014  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 3/11/2009  | 3/16/2009          | \$130,381 30 | \$130,222 74 | \$158 56     |
| 3,627 409  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 3/17/2009  | 3/19/2009          | \$93,442 06  | \$93,768 51  | -\$326 45    |
| 7,727 687  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 4/21/2009  | 4/27/2009          | \$235,230 79 | \$227,966 77 | \$7,264 02   |
| 1,568 955  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 4/21/2009  | 4/29/2009          | \$48,041 40  | \$46,284 17  | \$1,757 23   |
| 12,840 176 | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 4/21/2009  | 5/8/2009           | \$403,181 53 | \$399,586 28 | \$3,595 25   |
| 12,840 176 | RYDEX INTERNET INVESTOR CLASS            | 783554496 | Various    | 5/8/2009           | \$403,181 53 | \$399,586 28 | \$3,595 25   |
| 153 988    | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 5/5/2009   | 7/1/2009           | \$5,000 00   | \$4,813 66   | \$186 34     |
| 10,840 804 | RYDEX INTERNET INVESTOR CLASS            | 783554496 | Various    | 7/1/2009           | \$352,000 91 | \$338,883 53 | \$13,117 38  |
| 7,463 181  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | Various    | 7/14/2009          | \$239,642 74 | \$233,299 04 | \$6,343 70   |
| 3,731 590  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | Various    | 7/31/2009          | \$130,456 39 | \$116,649 50 | \$13,806 89  |
| 3,731 590  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 7/10/2009  | 8/19/2009          | \$129,374 23 | \$116,616 37 | \$12,757 86  |
| 5,381 132  | RYDEX INTERNET INVESTOR CLASS            | 783554496 | 10/14/2009 | 10/21/2009         | \$206,366 41 | \$208,196 00 | -\$1,829 59  |
|            |  |           |            | Total for Security |              |              | \$61,483 45  |
| 880 807    | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | 3/5/2009   | 3/6/2009           | \$55,640 58  | \$56,177 90  | -\$537 32    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$537 32    | \$537 32     |
| 1,647 478  | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | Various    | 3/11/2009          | \$90,907 84  | \$93,823 87  | -\$2,916 03  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,916 03  | \$2,916 03   |
| 823 739    | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | 3/10/2009  | 3/12/2009          | \$41,030 44  | \$46,920 17  | -\$5,889 73  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$5,889 73  | \$5,889 73   |
| 823 738    | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | 3/10/2009  | 3/13/2009          | \$40,297 26  | \$46,913 77  | -\$6,616 51  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$6,616 51  | \$6,616 51   |
| 3,878 194  | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | Various    | 3/17/2009          | \$193,832 14 | \$211,930 39 | -\$18,098 25 |
|            |  |           |            | Wash Sale          | \$0 00       | -\$9,706 54  | \$9,706 54   |
| 2,079 973  | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | Various    | 3/25/2009          | \$80,723 75  | \$93,862 26  | -\$13,138 51 |
| 5,309 733  | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | Various    | 5/5/2009           | \$143,575 18 | \$149,256 62 | -\$5,681 44  |
| 2,381 528  | RYDEX INVERSE RUSSEL2000 2X STRAT CL H   | 78356A699 | 11/12/2009 | 11/13/2009         | \$40,795 57  | \$41,105 18  | -\$309 61    |
|            |  |           |            | Total for Security |              |              | -\$27,521 27 |
| 7,923 540  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/5/2009           | \$56,177 90  | \$58,713 43  | -\$2,535 53  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,535 53  | \$2,535 53   |
| 12,746 627 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/10/2009          | \$93,560 24  | \$94,834 90  | -\$1,274 66  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,274 66  | \$1,274 66   |
| 25,493 255 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/10/2009          | \$187,120 49 | \$190,179 68 | -\$3,059 19  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$3,059 19  | \$3,059 19   |
| 23,368 817 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/11/2009          | \$173,630 31 | \$175,967 19 | -\$2,336 88  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,336 88  | \$2,336 88   |
| 5,842 204  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/13/2009          | \$45,043 39  | \$44,517 59  | \$525 80     |
| 5,842 204  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/13/2009          | \$45,043 39  | \$44,517 59  | \$525 80     |

**The Soo Foundation Inc.**  
**#34-1481699**  
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|            |  |           |            |                    |              |              |              |
|------------|--|-----------|------------|--------------------|--------------|--------------|--------------|
| 11,684 409 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/16/2009          | \$88,217 29  | \$89,029 93  | -\$812 64    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$812 64    | \$812 64     |
| 7,268 628  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/24/2009          | \$59,239 32  | \$59,312 00  | -\$72 68     |
|            |  |           |            | Wash Sale          | \$0 00       | -\$72 68     | \$72 68      |
| 7,268 628  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 3/24/2009          | \$59,239 32  | \$59,384 69  | -\$145 37    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$145 37    | \$145 37     |
| 78,859 405 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 4/21/2009          | \$690,808 39 | \$672,670 72 | \$18,137 67  |
| 39,429 702 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 4/27/2009          | \$355,655 91 | \$336,335 36 | \$19,320 55  |
| 3,942 970  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 4/8/2009   | 4/29/2009          | \$35,920 46  | \$33,594 10  | \$2,326 36   |
| 14,140 884 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 4/8/2009   | 5/8/2009           | \$129,813 32 | \$122,177 24 | \$7,636 08   |
| 14,140 884 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 4/8/2009   | 5/8/2009           | \$129,813 32 | \$122,177 24 | \$7,636 08   |
| 14,569 395 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 5/22/2009          | \$130,833 17 | \$125,759 34 | \$5,073 83   |
| 7,799 910  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 6/15/2009  | 6/19/2009          | \$75,581 13  | \$74,879 14  | \$701 99     |
| 1,328 103  | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 6/22/2009  | 6/24/2009          | \$12,656 82  | \$12,470 89  | \$185 93     |
| 10,061 945 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 7/1/2009           | \$98,103 96  | \$97,802 11  | \$301 85     |
| 22,378 609 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | Various    | 7/14/2009          | \$213,939 50 | \$213,939 50 | \$0 00       |
| 11,189 305 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 7/2/2009   | 7/17/2009          | \$112,452 52 | \$107,081 65 | \$5,370 87   |
| 11,189 304 | RYDEX NASDAQ 100 INV CLASS               | 783554603 | 7/2/2009   | 8/19/2009          | \$117,599 59 | \$107,017 59 | \$10,582 00  |
|            |  |           |            | Total for Security |              |              | \$78,324 81  |
| 3,579 699  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 2/4/2009           | \$75,889 62  | \$73,312 24  | \$2,577 38   |
| 4,072 369  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 2/26/2009          | \$78,108 04  | \$85,886 26  | -\$7,778 22  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$7,778 22  | \$7,778 22   |
| 9,773 686  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 2/26/2009          | \$187,459 30 | \$212,382 20 | -\$24,922 90 |
|            |  |           |            | Wash Sale          | \$0 00       | -\$12,170 22 | \$12,170 22  |
| 2,443 422  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 2/27/2009          | \$44,812 36  | \$59,346 87  | -\$14,534 51 |
| 2,329 208  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 3/16/2009          | \$43,393 15  | \$50,404 07  | -\$7,010 92  |
| 12,175 507 | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | 4/27/2009  | 4/30/2009          | \$238,518 18 | \$235,230 79 | \$3,287 39   |
| 1,876 638  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | 7/29/2009  | 8/7/2009           | \$45,358 34  | \$47,216 21  | -\$1,857 87  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,857 87  | \$1,857 87   |
| 4,873 584  | RYDEX BIOTECHNOLOGY INV CLASS            | 783554827 | Various    | 9/3/2009           | \$119,256 60 | \$119,457 46 | -\$200 86    |
|            |  |           |            | Total for Security |              |              | -\$28,634 20 |
| 1,888 734  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | 1/29/2009  | 2/2/2009           | \$78,080 26  | \$81,366 66  | -\$3,286 40  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,126 07  | \$1,126 07   |
| 1,322 114  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | 1/29/2009  | 2/3/2009           | \$55,290 81  | \$56,956 67  | -\$1,665 86  |
| 2,005 206  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | 1/29/2009  | 2/17/2009          | \$91,357 19  | \$86,384 27  | \$4,972 92   |
| 1,726 892  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | Various    | 3/6/2009           | \$70,353 58  | \$74,161 56  | -\$3,807 98  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$3,807 98  | \$3,807 98   |
| 2,051 653  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | Various    | 3/20/2009          | \$95,217 22  | \$88,056 95  | \$7,160 27   |
| 3,030 441  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | Various    | 3/26/2009          | \$145,521 78 | \$132,339 36 | \$13,182 42  |
| 3,030 440  | RYDEX PRECIOUS METALS INVESTOR CL        | 783554207 | Various    | 4/3/2009           | \$134,824 28 | \$132,334 48 | \$2,489 80   |
|            |  |           |            | Total for Security |              |              | \$23,979 22  |
| 23,489 798 | RYDEX RUSSELL 2000 FD CL H               | 78356A665 | Various    | 4/1/2009           | \$341,776 56 | \$348,323 76 | -\$6,547 20  |
| 8,587 084  | RYDEX RUSSELL 2000 FD CL H               | 78356A665 | 12/22/2009 | 12/28/2009         | \$183,935 34 | \$181,187 47 | \$2,747 87   |
|            |  |           |            | Total for Security |              |              | -\$3,799 33  |
| 5,723 124  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 12/29/2008 | 1/6/2009           | \$108,853 82 | \$105,076 56 | \$3,777 26   |
| 5,872 802  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 1/7/2009   | 1/8/2009           | \$107,942 10 | \$110,232 50 | -\$2,290 40  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$2,290 40  | \$2,290 40   |
| 1,731 645  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 1/27/2009  | 2/2/2009           | \$35,083 13  | \$34,477 05  | \$606 08     |
| 3,092 223  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 1/27/2009  | 2/2/2009           | \$62,648 44  | \$61,535 24  | \$1,113 20   |
| 3,092 223  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | Various    | 2/2/2009           | \$62,648 44  | \$61,566 16  | \$1,082 28   |
| 3,710 667  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 1/28/2009  | 2/2/2009           | \$75,178 11  | \$73,842 27  | \$1,335 84   |
| 742 133    | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 1/28/2009  | 2/3/2009           | \$14,649 71  | \$14,784 22  | -\$134 51    |
| 6,205 782  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 3/20/2009  | 3/23/2009          | \$115,799 89 | \$117,351 34 | -\$1,551 45  |
| 13,013 594 | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 5/1/2009   | 5/5/2009           | \$243,744 62 | \$246,347 34 | -\$2,602 72  |
| 13,529 583 | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 9/23/2009  | 9/24/2009          | \$205,108 48 | \$202,267 27 | \$2,841 21   |
| 14,314 856 | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | Various    | 10/22/2009         | \$205,704 48 | \$207,994 86 | -\$2,290 38  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$1,333 72  | \$1,333 72   |
| 8,335 737  | RYDEX STRENGTHENING DOLLAR 2X STRAT CL H | 78356A806 | 10/21/2009 | 11/2/2009          | \$123,285 55 | \$122,545 65 | \$739 90     |
|            |  |           |            | Total for Security |              |              | \$6,250 43   |
| 1,589 644  | RYDEX INVERSE RUSSEL2000 STRATEGY CL H   | 78355E528 | 2/4/2009   | 2/11/2009          | \$75,667 05  | \$75,889 62  | -\$222 57    |
| 1,506 729  | RYDEX S&P 500 FD CL H                    | 78356A632 | 1/8/2009   | 1/13/2009          | \$25,840 40  | \$26,352 69  | -\$512 29    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$512 29    | \$512 29     |
| 1,506 729  | RYDEX S&P 500 FD CL H                    | 78356A632 | 1/8/2009   | 1/13/2009          | \$25,840 40  | \$26,428 03  | -\$587 63    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$587 63    | \$587 63     |
| 1,506 729  | RYDEX S&P 500 FD CL H                    | 78356A632 | 1/8/2009   | 1/13/2009          | \$25,840 40  | \$26,518 43  | -\$678 03    |
|            |  |           |            | Wash Sale          | \$0 00       | -\$678 03    | \$678 03     |
| 3,503 930  | RYDEX S&P 500 FD CL H                    | 78356A632 | Various    | 1/14/2009          | \$58,130 20  | \$61,914 44  | -\$3,784 24  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$3,784 24  | \$3,784 24   |
| 3,503 930  | RYDEX S&P 500 FD CL H                    | 78356A632 | Various    | 1/15/2009          | \$56,763 67  | \$63,000 66  | -\$6,236 99  |
|            |  |           |            | Wash Sale          | \$0 00       | -\$5,881 04  | \$5,881 04   |

**The Soo Foundation Inc.**  
**#34-1481699**  
**2009 Realized Gain/Loss Summary**

|            |                                       |           |            |                    |                 |              |              |
|------------|---------------------------------------|-----------|------------|--------------------|-----------------|--------------|--------------|
| 1,751 965  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 1/20/2009          | \$27,751 13     | \$31,523 64  | -\$3,772 51  |
| 2,650 578  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 2/12/2009          | \$43,708 03     | \$47,604 38  | -\$3,896 35  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$3,896 35  | \$3,896 35   |
| 2,650 578  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 2/13/2009          | \$43,257 43     | \$47,584 63  | -\$4,327 20  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$4,327 20  | \$4,327 20   |
| 6,144 874  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 2/27/2009          | \$89,162 12     | \$94,139 47  | -\$4,977 35  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$4,977 35  | \$4,977 35   |
| 8,602 824  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 2/27/2009          | \$124,826 98    | \$134,118 03 | -\$9,291 05  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$9,291 05  | \$9,291 05   |
| 9,831 798  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/3/2009           | \$135,088 90    | \$159,470 99 | -\$24,382 09 |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$24,382 09 | \$24,382 09  |
| 6,540 203  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/18/2009          | \$102,681 19    | \$102,223 37 | \$457 82     |
| 9,810 306  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/19/2009          | \$152,059 74    | \$153,335 08 | -\$1,275 34  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$1,275 34  | \$1,275 34   |
| 5,246 616  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/24/2009          | \$84,155 72     | \$84,575 45  | -\$419 73    |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$419 73    | \$419 73     |
| 8,345 482  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/24/2009          | \$133,861 53    | \$134,696 08 | -\$834 55    |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$834 55    | \$834 55     |
| 7,484 870  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 3/25/2009          | \$122,078 23    | \$121,105 20 | \$973 03     |
| 27,508 524 | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 4/6/2009           | \$454,715 90    | \$445,087 92 | \$9,627 98   |
| 8,342 958  | RYDEX S&P 500 FD CL H                 | 78356A632 | 4/1/2009   | 4/27/2009          | \$141,580 00    | \$137,241 66 | \$4,338 34   |
| 8,342 958  | RYDEX S&P 500 FD CL H                 | 78356A632 | 4/1/2009   | 4/27/2009          | \$141,580 00    | \$137,241 66 | \$4,338 34   |
| 859 577    | RYDEX S&P 500 FD CL H                 | 78356A632 | 4/1/2009   | 4/29/2009          | \$14,862 09     | \$14,131 45  | \$730 64     |
| 24,400 344 | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 5/8/2009           | \$441,890 23    | \$419,513 25 | \$22,376 98  |
| 14,857 342 | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 5/21/2009          | \$261,637 79    | \$262,826 38 | -\$1,188 59  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$1,188 45  | \$1,182 45   |
| 14,857 341 | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 5/22/2009          | \$261,192 05    | \$264,008 82 | -\$2,816 77  |
| 4,877 707  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 6/24/2009          | \$87,213 40     | \$86,237 86  | \$975 54     |
| 2,438 854  | RYDEX S&P 500 FD CL H                 | 78356A632 | 6/23/2009  | 7/29/2009          | \$47,216 21     | \$43,094 55  | \$4,121 66   |
| 2,438 853  | RYDEX S&P 500 FD CL H                 | 78356A632 | 6/23/2009  | 7/31/2009          | \$47,801 52     | \$43,116 13  | \$4,685 39   |
| 9,302 736  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 11/17/2009         | \$205,497 44    | \$197,869 19 | \$7,628 25   |
| 8,187 414  | RYDEX S&P 500 FD CL H                 | 78356A632 | Various    | 12/22/2009         | \$181,187 47    | \$177,011 89 | \$4,175 58   |
|            |                                       |           |            | Total for Security |                 |              | \$57,478 18  |
| 1,230 103  | RYDEX UTILITIES INVESTOR CLASS        | 783554470 | 1/20/2009  | 1/28/2009          | \$29,251 85     | \$27,751 13  | \$1,500 72   |
| 1,973 284  | RYDEX UTILITIES INVESTOR CLASS        | 783554470 | 2/2/2009   | 2/3/2009           | \$46,273 51     | \$45,977 52  | \$295 99     |
| 4,604 328  | RYDEX UTILITIES INVESTOR CLASS        | 783554470 | Various    | 2/11/2009          | \$105,807 46    | \$107,280 85 | -\$1,473 39  |
|            |                                       |           |            | Total for Security |                 |              | \$323 32     |
| 2,750 316  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | Various    | 2/10/2009          | \$73,460 94     | \$69,940 52  | \$3,520 42   |
| 4,368 327  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | Various    | 3/5/2009           | \$96,889 49     | \$106,062 98 | -\$9,173 49  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$9,173 49  | \$9,173 49   |
| 4,368 327  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | Various    | 3/16/2009          | \$108,290 83    | \$115,193 03 | -\$6,902 20  |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$6,902 20  | \$6,902 20   |
| 2,917 631  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | Various    | 3/26/2009          | \$80,993 44     | \$80,672 50  | \$320 94     |
| 2,917 630  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | Various    | 4/3/2009           | \$82,014 58     | \$80,686 24  | \$1,328 34   |
| 7,751 647  | RYDEX ENERGY SVCS INVESTOR CLASS      | 783554736 | 4/30/2009  | 5/1/2009           | \$246,347 34    | \$238,518 18 | \$7,829 16   |
|            |                                       |           |            | Total for Security |                 |              | \$12,998 86  |
| 8,486 492  | RYDEX SMALL CAP GROWTH H CLASS        | 78355E551 | Various    | 5/13/2009          | \$172,190 92    | \$188,484 99 | -\$16,294 07 |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$16,294 07 | \$16,294 07  |
| 12,729 738 | RYDEX SMALL CAP GROWTH H CLASS        | 78355E551 | Various    | 5/14/2009          | \$261,468 82    | \$290,874 51 | -\$29,405 69 |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$3,376 08  | \$3,376 08   |
| 6,364 869  | RYDEX SMALL CAP GROWTH H CLASS        | 78355E551 | Various    | 5/22/2009          | \$131,179 95    | \$147,155 77 | -\$15,975 82 |
| 6,364 869  | RYDEX SMALL CAP GROWTH H CLASS        | 78355E551 | Various    | 5/28/2009          | \$135,444 41    | \$147,094 84 | -\$11,650 43 |
|            |                                       |           |            | Total for Security |                 |              | -\$53,655 86 |
| 6,266 771  | RYDEX WEAKENING DOLLAR 2X STRAT CL H  | 78356A863 | 1/6/2009   | 1/7/2009           | \$110,232 50    | \$108,853 82 | \$1,378 68   |
| 7,291 029  | RYDEX WEAKENING DOLLAR 2X STRAT CL H  | 78356A863 | 1/26/2009  | 1/28/2009          | \$121,468 54    | \$121,906 00 | -\$437 46    |
|            |                                       |           |            | Wash Sale          | \$0 00          | -\$167 15    | \$167 15     |
| 2,785 883  | RYDEX WEAKENING DOLLAR 2X STRAT CL H  | 78356A863 | 2/1/2009   | 2/4/2009           | \$45,354 18     | \$46,440 66  | -\$1,086 48  |
|            |                                       |           |            | Total for Security |                 |              | \$21 89      |
| 1,075 910  | RYDEX LARGE CAP VALUE H CLASS         | 78355E676 | 11/18/2009 | 11/23/2009         | \$75,087 76     | \$76,540 21  | -\$1,452 45  |
| 3,093 000  | SPDR S&P 500 ETF TRUST UNIT SER 1 S&P | 78462F103 | 1/9/2009   | 1/30/2009          | \$254,935 73    | \$277,881 27 | -\$22,945 54 |
|            |                                       |           |            | TOTAL              | \$23,987,402 41 | \$114,512 60 |              |