Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 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.

Name of foundation
THE CLEMENTS FAMILY CHARITABLE TRUST
C/O THOMAS CLEMENTS III

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
1025 FLEMING STREET

City or town, state, and ZIP code
KEY WEST, FL 33040

A Employer identification number
34-1748724

B Telephone number
954-782-7997

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,570,043.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,344.	7,344.		STATEMENT 1
	4 Dividends and interest from securities	45,917.	45,917.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,657.			
	b Gross sales price for all assets on line 6a 117,784.				
	7 Capital gain net income (from Part IV, line 2)		13,657.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less. Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	66,918.	66,918.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	7,119.	7,119.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 3	20,250.	6,630.		13,620.
	17 Interest				
	18 Taxes STMT 4	592.	236.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	200.	0.		200.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	28,161.	13,985.		13,820.
	25 Contributions, gifts, grants paid	138,350.			138,350.
	26 **Total expenses and disbursements.** Add lines 24 and 25	166,511.	13,985.		152,170.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<99,593.>			
	b **Net investment income** (if negative, enter -0-)		52,933.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	67,012.	84,274.	84,274.
	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			
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	2,161,604.	2,057,499.	2,485,769.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,228,616.	2,141,773.	2,570,043.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	2,228,616.	2,141,773.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	2,228,616.	2,141,773.	
	31 **Total liabilities and net assets/fund balances**	2,228,616.	2,141,773.	

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	2,228,616.
2 Enter amount from Part I, line 27a	2	<99,593.>
3 Other increases not included in line 2 (itemize) ▶ 2009 CHECKS CLEARED IN 2010	3	63,250.
4 Add lines 1, 2, and 3	4	2,192,273.
5 Decreases not included in line 2 (itemize) ▶ 2008 CHECKS CLEARED IN 2009	5	50,500.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,141,773.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	117,784.		104,127.	13,657.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				13,657.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	13,657.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	154,375.	2,780,814.	.055514
2007	159,521.	3,218,066.	.049570
2006	210,398.	3,031,359.	.069407
2005	167,902.	2,988,994.	.056173
2004	135,607.	2,564,227.	.052884

2 Total of line 1, column (d)	2	.283548
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	.056710
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,297,494.
5 Multiply line 4 by line 3	5	130,291.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	529.
7 Add lines 5 and 6	7	130,820.
8 Enter qualifying distributions from Part XII, line 4	8	152,170.

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 instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	529.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	529.
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	529.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,282.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,282.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	753.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 753. **Refunded** ▶			11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ CT CO, LLC Telephone no. ▶954.782.7997

Located at ▶6278 N. FEDERAL HIGHWAY #509, FORT LAUDERDALE, FL ZIP+4 ▶33308

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

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)? N/A | 5b |

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (No)

If "Yes" to 6b, file Form 8870.

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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		7,119.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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

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.

Form **990-PF** (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,304,450.
b	Average of monthly cash balances	1b	28,031.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,332,481.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,332,481.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,987.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,297,494.
6	**Minimum investment return.** Enter 5% of line 5	6	114,875.

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	114,875.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 529.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	529.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	114,346.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	114,346.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	114,346.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	152,170.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	152,170.
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	5	529.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	151,641.

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					114,346.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ____, ____, ____			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	8,427.				
b From 2005	19,388.				
c From 2006	61,441.				
d From 2007	797.				
e From 2008	16,260.				
f Total of lines 3a through e		106,313.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 152,170.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					114,346.
e Remaining amount distributed out of corpus		37,824.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		144,137.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		8,427.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		135,710.			
10 Analysis of line 9:					
a Excess from 2005	19,388.				
b Excess from 2006	61,441.				
c Excess from 2007	797.				
d Excess from 2008	16,260.				
e Excess from 2009	37,824.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FUND A GRANTS SEE ATTACHED LIST	NONE	PUBLIC CHARITY	GENERAL FUNDING	47,450.
FUND B GRANTS SEE ATTACHED LIST	NONE	PUBLIC CHARITY	GENERAL FUNDING	75,500.
JOINT GRANTS SEE ATTACHED LIST	NONE	PUBLIC CHARITY	GENERAL FUNDING	15,400.
Total ▶ 3a				138,350.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,344.	
4 Dividends and interest from securities			14	45,917.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	13,657.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		66,918.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 66,918.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

923621 02-02-10

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Thomas Clements III 5/10/10 TRUSTEE

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	ELLEN ELISE PEIFER	Date 05/10/10	Check if self-employed ☐	Preparer's identifying number P00014940
Firm's name (or yours if self-employed), address, and ZIP code	DAVID G. MILLER & ASSOCIATES, LLC 127 MAIN STREET, SUITE A CHATHAM, NJ 07928		EIN 01-0756878	
			Phone no. 973-507-9783	

Form 990-PF (2009)

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02-02-10

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	100 SHS AMGEN INC COM	P	10/04/06	10/30/09
b	150 SHS FPL GROUP INCOME COM	P	03/24/04	10/30/09
c	100 SHS HOME DEPOT INC COM	P	03/24/04	10/30/09
d	250 SHS HONEYWELL INTL INC COM	P	03/22/04	10/30/09
e	25 SHS INTERNATIONAL BUSINESS MACHINES	P	04/11/00	10/30/09
f	100 SHS ISHARES MSCI EAFE INDEX	P	10/27/06	10/30/09
g	200 SHS MCDONALDS CORP COM	P	03/24/04	10/30/09
h	250 SHS PROCTOR & GAMBLE CO COM	P	03/24/04	10/30/09
i	100 SHS AMGEN INC COM	P	08/17/06	10/30/09
j	150 SHS FPL GROUP INCOME COM	P	03/24/04	10/30/09
k	100 SHS HOME DEPOT INC COM	P	03/24/04	10/30/09
l	250 SHS HONEYWELL INTL INC COM	P	03/22/04	10/30/09
m	25 SHS INTERNATIONAL BUSINESS MACHINES	P	04/11/00	10/30/09
n	100 SHS ISHARES MSCI EAFE INDEX	P	10/27/06	10/30/09
o	200 SHS MCDONALDS CORP COM	P	03/24/04	10/30/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,307.		7,264.	<1,957.>
b	7,376.		4,967.	2,409.
c	2,495.		3,609.	<1,114.>
d	8,965.		7,945.	1,020.
e	3,022.		2,987.	35.
f	5,328.		7,054.	<1,726.>
g	11,724.		5,614.	6,110.
h	14,497.		12,906.	1,591.
i	5,319.		6,699.	<1,380.>
j	7,393.		4,967.	2,426.
k	2,502.		3,609.	<1,107.>
l	8,970.		7,945.	1,025.
m	3,024.		2,987.	37.
n	5,336.		7,054.	<1,718.>
o	11,726.		5,614.	6,112.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<1,957.>
b				2,409.
c				<1,114.>
d				1,020.
e				35.
f				<1,726.>
g				6,110.
h				1,591.
i				<1,380.>
j				2,426.
k				<1,107.>
l				1,025.
m				37.
n				<1,718.>
o				6,112.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

923591
04-24-09

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	250 SHS PROCTOR & GAMBLE CO COM	P	03/24/04	10/30/09
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	14,514.		12,906.	1,608.
b	286.			286.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,608.
b				286.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	13,657.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
KEY PRIVATE BANK	7,344.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	7,344.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
KEY PRIVATE BANK	46,203.	0.	46,203.
TOTAL TO FM 990-PF, PART I, LN 4	46,203.	0.	46,203.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PEPARATION	1,250.	0.		1,250.
GRANT MANAGEMENT	12,870.	0.		12,870.
INVESTMENT MANAGEMENT	6,630.	6,630.		0.
LESS: REIMBURSED EXPENSE	<1,300.>	0.		<1,300.>
LEGAL FEES	800.	0.		800.
TO FORM 990-PF, PG 1, LN 16C	20,250.	6,630.		13,620.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	236.	236.		0.
FEDERAL INCOME TAXES	356.	0.		0.
TO FORM 990-PF, PG 1, LN 18	592.	236.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	200.	0.		200.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED FUND A	COST	1,048,877.	1,263,281.
SEE SCHEDULE ATTACHED FUND B	COST	1,008,622.	1,222,488.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,057,499.	2,485,769.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS CLEMENTS III C/O CT CO., 6278 N FEDERAL HWY #509 FT. LAUDERDALE, FL 33308	TRUSTEE 2.00	0.	0.	0.
ROBERT M. CLEMENTS C/O CT CO., 6278 N FEDERAL HWY #509 FT. LAUDERDALE, FL 33308	TRUSTEE 0.00	0.	0.	0.
TYLER M. CLEMENTS C/O CT CO., 6278 N FEDERAL HWY #509 FT. LAUDERDALE, FL 33308	TRUSTEE 0.00	0.	0.	0.
JOHN B. CLEMENTS C/O CT CO., 6278 N FEDERAL HWY #509 FT. LAUDERDALE, FL 33308	TRUSTEE 0.00	0.	0.	0.
ALICE B. CLEMENTS C/O CT CO., 6278 N FEDERAL HWY #509 FT. LAUDERDALE, FL 33308	TRUSTEE 0.00	0.	0.	0.
KEYBANK N.A. C/O MICHAEL SIMMONS, 127 PUBLIC SQU, 17TH CLEVELAND, OH 44114-1306	AGENT FOR TRUSTEE 1.00	7,119.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		7,119.	0.	0.

Clements Family Charitable Trust A

2009 Grants

Printed: 3/23/2010

American Radio Relay League 225 Main St. Newington, CT 06111-1494			
	6/19/2009	$500.00	
Blue Hill Society for Aid to Children Nichols Day Camp P.O. Box 472 Blue Hill, ME 04614			
	4/27/2009	$500.00	Send a Kid to Camp
Bread for the Journey c/o Joe Appel 33 Orkney St. Portland, ME 04103			
	12/21/2009	$500.00	
Choate Rosemary Hall School 333 Christian St. Wallingford, CT 06492			
	9/25/2009	$2,500.00	
Cleveland Institute of Art 11141 East Blvd. Cleveland, OH 44106			
	12/21/2009	$1,000.00	
Community Foundation of the Florida Keys P.O. Box 162 Key West, FL 33041			
	3/25/2009	$2,000.00	Operating support
	6/13/2009	$5,000.00	Operating Grant
Edgebrook c/o Paul Matteson 243 Fickett Rd. Pownal, ME 04069-6157			
	12/21/2009	$750.00	
Equality Florida 3150 5th Ave. North, Suite 325 St. Petersburg, FL 33713			
	2/15/2009	$1,200.00	

Friends of Library Key West
700 Fleming St.
Key West, FL 33040
9/5/2009 $2,500.00

Hawken School
P.O. Box 8002
Gates Mills, OH 44040-8002
9/25/2009 $2,500.00

Heron-Peacock Supported Living
United States Fellowship of Florida
Heron House
1320 Coco Plum Dr.
Marathon, FL 33005
11/24/2009 $500.00

Hospice/VNA
1319 William St.
Key West, FL 33040
12/21/2009 $250.00

Island Institute
386 Main St., PO Box 648
Rockland, ME 04841
11/20/2009 $250.00

Key West Film Society
P.O. Box 1283
Key West, FL 33041
5/8/2009 $250.00

Key West Harry S. Truman Foundation, Inc.
111 Front St.
Key West, FL 33040
2/18/2009 $500.00
12/14/2009 $500.00

Key West Symphony Orchestra
P.O. Box 774
Key West, FL 33041
2/4/2009 $5,000.00

Maine Island Trail Assn.
58 Fore St.
Portland, ME 04101-4849
12/21/2009 $750.00

Maine Rivers
81 Bridge St.
Yarmouth, ME 04096
12/21/2009 $750.00

Maine Women's Fund
P.O. Box 5135
Portland, ME 04101
12/21/2009 $750.00

Merriconeag Waldorf School
57 Desert Rd.
Freeport, ME 04032
2/20/2009 $1,000.00

Monroe County Education Foundation
P.O. Box 1788
Key West, FL 33040
1/19/2009 $3,000.00

Old Firehouse Preservation, Inc.
P.O. Box 5583
Key West, FL 33040
4/11/2009 $250.00

Princeton Prospect Foundation
40 Prospect St.
Princeton, NJ 08540
1/22/2009 $250.00
10/17/2009 $250.00

Princeton University Class of 1957
P.O. Box 46
Princeton, NJ 08544
9/5/2009 $1,000.00

Princeton University Rowing Assn.
P.O. Box 71
Princeton, NJ 08544
4/18/2009 $500.00 Memory GTC '88

Royal River Conservation Trust
P.O. Box 90
Yarmouth, ME 04096
12/21/2009 $750.00

Star of the Sea Foundation, Inc. 5640 Maloney Ave. Key West, FL 33040		
	1/22/2009	$1,000.00
Tennessee Williams Theatre - PACKW 5901 College Drive Key West, FL 33040		
	2/15/2009	$5,000.00
The Telling Room 225 Commercial St., Suite 201 Portland, ME 04101		
	12/21/2009	$2,000.00
Union of Concerned Scientists 2 Brattle Sq. P.O. Box 9105 Cambridge, MA 02238		
	12/21/2009	$500.00
Waynflete School 360 Spring St. Portland, ME 04102-3852		
	10/31/2009	$2,500.00
Whole Children 8 River Dr. Hadley, MA 01035		
	12/21/2009	$750.00
Willow School 1150 Pottersville Rd. Gladstone, NJ 07934		
	10/17/2009	$250.00
	Total Grants	**$47,450.00**

Clements Family Charitable Trust - Fund B - 2009 Grants

Grantee Name	Address		Date	Grant	Purpose (general operating unless specified)
Blue Hill Public Library	Parker Point Road	Blue Hill, ME 04614	12/27/2009	$ 1,000	
Blue Hill Memorial Hopsital	57 Water Street	Blue Hill, ME 04614	3/1/2009	$ 1,000	OB-GYN Services
Braille Institute	741 N Vermont Ave.	Los Angeles, CA 90029	12/27/2009	$ 500	
Church of the Ascension	12 West 11th Street	New York, NY 10011	6/15/2009	$ 1,500	
			12/27/2009	$ 7,500	
			12/27/2009	$ 7,500	Sealed by the Spirit
Colgate University	13 Oak Drive	Hamilton, NY 13346	12/27/2009	$ 500	
Downtown Women's Center	325 S Los Angeles St.	Los Angeles, CA 90013	12/27/2009	$ 500	
East Blue Hill Library Association	9 Curtis Cove Rd.	East Blue Hill, ME 04629	12/27/2009	$ 500	Library Fund
FDAC Wesleyan University	318 High Street	Middletown, CT 06459	12/27/2009	$ 500	
First Congregational Church	P.O. Box 444	Blue Hill, ME 04614	12/27/2009	$ 500	Dolly Fisher Fund
			12/27/2009	$ 1,000	
Foundation for the Performing Arts Ctr	P. O. Box 1137	San Luis Obispo, CA 93406	12/27/2009	$ 500	
Friends of Duane Park	55 Hudson Street	New York, NY 10013	6/15/2009	$ 500	
Hawken School	P. O. Box 8002	Gates Mills, OH 44040	12/27/2009	$ 1,000	
Hillbrook School	300 Marchmont Drive	Los Gatos, CA 95032	12/27/2009	$ 500	
Kneisel Hall	P.O. Box 648	Blue Hill, ME 04614	12/27/2009	$ 5,000	
			12/27/2009	$ 5,000	Mark Sokol
Kollegewidgwok Sailing & Educ. Assn.	P. O. Box 368	Blue Hill, ME 04614	6/15/2009	$ 500	
			12/27/2009	$ 5,000	Capital Gift
Lex Mundi Pro Bono Foundation	1330 Connecticut Ave NW	Washington, DC 20036	6/15/2009	$ 500	
Maine Public Radio	P. O. Box 3480	Lewiston, ME 04243	12/27/2009	$ 500	
Marin Country Day School	5221 Paradise Drive	Corte Madera, CA 94925	12/27/2009	$ 500	
Mass. Institute of Technology	77 Massachusetts Ave.	Cambridge, MA 02139	12/27/2009	$ 1,000	
Metropolitan Museum of Art	Gracie Station, Box 814	New York, NY 10130	12/27/2009	$ 1,000	
			12/27/2009	$ 1,000	
Miss Porter's School	60 Main Street	Farmington, CT 04614	3/1/2009	$ 1,000	Capital Campaign
			6/15/2009	$ 500	

Museum of Modern Art	11 West 53rd Street	New York, NY 10019	12/27/2009	$ 500	
New Surry Theater	P. O. Box 1597	Blue Hill, ME 04614	12/27/2009	$ 500	
New York Festival of Song	307 Seventh Avenue #1601	New York, NY 10001	12/27/2009	$ 500	
New York Presbyterian Hospital	525 East 68th Street	New York, NY 10021	12/27/2009	$ 1,000	
New York Public Library	476 Fifth Avenue	New York, NY 10018	12/27/2009	$ 500	
Pen American Center	568 Broadway	New York, NY 10012	6/15/2009	$ 7,500	
Planned Parenthood Fdn of America	P. O. Box 4447	New York, NY 10163	6/15/2009	$ 500	
Princeton University	P. O. Box 46	Princeton, NJ 08544	12/27/2009	$ 1,000	
Radcliffe Institute Fund	10 Garden Street	Cambridge, MA 02138	12/27/2009	$ 500	
Russell E. Windsor Research Fdn	535 East 70th Street	New York, NY 10021	12/27/2009	$ 500	
School of the Museum of Fine Arts	230 The Fenway	Boston, MA 02115	12/27/2009	$ 500	
Sewickley Academy	315 Academy Avenue	Sewickley, PA 15143	12/27/2009	$ 500	
Southern Calif. Public Radio – KPCC	1570 East Colorado Blvd.	Pasadena, CA 91106	6/15/2009	$ 500	
St. Bernard's School	4 East 98th Street	New York, NY 10029	12/27/2009	$ 5,500	
			12/27/2009	$ 2,000	Capital Campaign
Stiles Hall	2400 Bancroft Way	Berkeley, CA 94704	12/27/2009	$ 500	
The Hudson Review	684 Park Avenue	New York, NY 10021	12/27/2009	$ 500	
The MacDowell Colony	163 East 81st Street	New York, NY 10130	12/27/2009	$ 500	
Trial and Error	P. O. Box 153	Madawaska, ME 04736	6/15/2009	$ 1,000	
University High School	3065 Jackson Street	San Francisco, CA	6/15/2009	$ 500	
WERU	P. O. Box 170	Orland, ME 04431	6/15/2009	$ 500	
Wesleyan University	318 High Street	Middletown, CT 06459	6/15/2009	$ 500	
			12/27/2009	$ 500	
Whitney Museum of Art	945 Madison Avenue	New York, NY 10021	2/1/2009	$ 500	
			12/27/2009	$ 500	
WFMU	P. O. Box 2011	Jersey City, NJ 07303	6/15/2009	$ 500	
WNYC	1 Centre Street	New York, NY 10007	12/27/2009	$ 500	
Women's Commission for Refugees	122 East 42d Street,11th Fl	New York, NY 10168	6/15/2009	$ 500	
				$ 75,500	

Clements Family Charitable Trust - Joint Fund - 2009 Grants

Grantee Name	Address		Date	Grant	Purpose (general operating unless specified)
American Red Cross - Hancock County Branch	157 High Street	Ellsworth, ME 04605	8/21/2009	$ 500	
Blue Hill Fire Department	P. O. Box 1167	Blue Hill, ME 04614	8/21/2009	$ 750	
Blue Hill Heritage Trust	P. O. Box 222	Blue Hill, ME 04614	8/21/2009	$ 750	
Blue Hill Historical Society	P. O. Box 710	Blue Hill, ME 04614	8/21/2009	$ 250	
Blue Hill Memorial Hospital	P. O. Box 823	Blue Hill, ME 04614	8/21/2009	$ 1,000	
Blue Hill Public Library	5 Parker Point Road	Blue Hill, ME 04614	8/21/2009	$ 2,000	
			8/21/2009	$ 800	Scheduling Software
Blue Hill Society for Aid to Children	P. O. Box 472	Blue Hill, ME 04614	8/21/2009	$ 750	
Friends of Blue Hill Bay	P. O. Box 1633	Blue Hill, ME 04614	8/21/2009	$ 500	
George Stevens Academy	P. O. Box 816	Blue Hill, ME 04614	8/21/2009	$ 250	
			8/21/2009	$ 4,000	Capital campaign
Hospice of Hancock County	14 McKenzie Avenue	Ellsworth, ME 04605	8/21/2009	$ 350	
Jonathan Fisher Memorial, Inc.	P. O. Box 537	Blue Hill, ME 04614	8/21/2009	$ 300	
Kollegewidgwok Sailing & Education Association	P. O. Box 168	Blue Hill, ME 04614	8/21/2009	$ 500	
Lakeview Cemetery	12316 Euclid Avenue	Cleveland, OH 44106	8/21/2009	$ 350	
Maine Environmental Research Institute	P. O. Box 1652	Blue Hill, ME 04614	8/21/2009	$ 500	
Peninsula Ambulance Corp	P. O. Box 834	Blue Hill, ME 04614	8/21/2009	$ 500	
The Bay School	South Street	Blue Hill, ME 04614	8/21/2009	$ 350	
Tree of Life	P. O. Box 1329	Blue Hill, ME 04614	8/21/2009	$ 500	
Washington Hancock Community Agency	P. O. Box 280	Milbridge, ME 04658	8/21/2009	$ 500	
				$ 15,400	

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 665
SAR ID TAC000PCRR41

-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
-10-230-1048501 CLEMENTS FAM CHAR FD A AG-CO-T/A 565 R C BRIGGS 216-813-4521
SCAL YEAR CODE 1231 AS OF 12-31-2009

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
647791101	INGERSOLL RAND PLC FGN COM CL A	17,870.00	0.00	15,250.70	500.000
	Less: 2009 Return of Capital Distributions			<250.00>	
002824100	ABBOTT LABS COM	26,995.00	0.00	18,657.41	500.000
031162100	AMGEN INC COM	22,628.00	0.00	26,788.00	400.000
032511107	ANADARKO PETE CORP COM	31,210.00	0.00	13,457.00	500.000
053015103	AUTOMATIC DATA PROCESSING INC COM	32,115.00	0.00	27,857.77	750.000
126650100	CVS/CAREMARK CORP COM	19,326.00	0.00	22,245.00	600.000
17275R102	CISCO SYS INC COM	23,940.00	0.00	23,735.50	1,000.000
20825C104	CONOCOPHILLIPS COM	45,963.00	0.00	30,786.00	900.000
25490A101	DIRECTV COM CL A	33,350.00	0.00	28,450.00	1,000.000
291011104	EMERSON ELEC CO COM	12,780.00	0.00	4,443.75	300.000
30231G102	EXXON MOBIL CORP COM	20,457.00	0.00	58.50	300.000
302571104	FPL GROUP INC COM	39,615.00	0.00	24,836.25	750.000
369604103	GENERAL ELEC CO COM	20,425.50	0.00	31,817.86	1,350.000
428236103	HEWLETT PACKARD CO COM	30,906.00	0.00	5,974.75	600.000
437076102	HOME DEPOT INC COM	23,144.00	0.00	28,872.00	800.000
438516106	HONEYWELL INTERNATIONAL INC COM	9,800.00	0.00	7,945.17	250.000
458140100	INTEL CORP COM	10,200.00	0.00	13,405.00	500.000
459200101	INTERNATIONAL BUSINESS MACHS	29,452.50	0.00	22,714.62	225.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 666
SAR ID TAC000PCRR41

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-10-230-1048501 CLEMENTS FAM CHAR FD A AG-CO-T/A 565 R C BRIGGS 216-813-4521
SCAL YEAR CODE 1231 AS OF 12-31-2009

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	COM				
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	49,752.00	0.00	63,486.00	900.000
46625H100	JP MORGAN CHASE & CO COM	27,085.50	0.00	10,827.84	650.000
478160104	JOHNSON & JOHNSON COM	45,087.00	0.00	12,657.87	700.000
580135101	MCDONALDS CORP COM	43,708.00	0.00	12,279.25	700.000
58933Y105	MERCK & CO INC COM	18,270.00	0.00	7,166.81	500.000
59156R108	METLIFE INC COM	26,512.50	0.00	26,032.50	750.000
594918104	MICROSOFT CORP COM	54,864.00	0.00	33,497.12	1,800.000
693475105	PNC FINANCIAL SERVICES GROUP INC COM	21,116.00	0.00	22,116.00	400.000
717081103	PFIZER INC COM	21,828.00	0.00	39,220.00	1,200.000
742718109	PROCTER & GAMBLE CO COM	15,157.50	0.00	12,906.25	250.000
87612E106	TARGET CORP COM	48,370.00	0.00	42,111.50	1,000.000
88579Y101	3M CO COM	16,534.00	0.00	14,328.00	200.000
907818108	UNION PACIFIC CORP COM	38,340.00	0.00	18,411.00	600.000
912828BW9	UNITED STATES TREAS NTS INFL IDX DTD 01/15/04 2.00% DUE 01/15/14	61,859.52	0.00	59,214.11	58,496.000
912828EA4	UNITED STATES TREAS NTS INFL IDX DTD 07/15/05 1.875% DUE 07/15/15	58,550.33	0.00	55,909.21	55,568.000
921937207	VANGUARD SHORT-TERM BOND INDX FD OPEN END FUND MUTUAL FUND	30,018.03	0.00	30,191.32	2,880.809
922031406	VANGUARD SHORT TERM INVMT GRADE	30,266.10	0.00	30,295.16	2,857.989

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 667
SAR ID TAC000PCRR41

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-10-230-1048501 CLEMENTS FAM CHAR FD A AG-CO-T/A 565 R C BRIGGS 216-813-4521
SCAL YEAR CODE 1231 AS OF 12-31-2009

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	OPEN-END FUND INV CL				
92343V104	VERIZON COMMUNICATIONS INC COM	24,847.50	0.00	29,333.97	750.000
926464678	VICTORY FINANCIAL RESERVES FUND	51,546.82	44,950.92	96,497.74	96,497.740
926464751	VICTORY FUND FOR INCOME FUND	57,450.00	0.00	58,450.00	5,000.000
949746101	WELLS FARGO CO COM	26,990.00	0.00	26,900.00	1,000.000
	*** TOTAL ***	1,218,329.80	44,950.92	1,048,876.93	243,925.538

CHARITABLE TRUSTS HOLDINGS REPORT

RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
10-230-1048502 CLEMENTS FAM CHAR FD B AG-CO-T/A 565 R C BRIGGS 216-813-4521
CAL YEAR CODE 1231 AS OF 12-31-2009

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 668
SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
047791101	INGERSOLL RAND PLC FGN COM CL A	17,870.00	0.00	15,250.70	500.000
	Less: 2009 Return of Capital Distributions			<250.00>	
002824100	ABBOTT LABS COM	26,995.00	0.00	18,657.42	500.000
031162100	AMGEN INC COM	22,628.00	0.00	26,796.00	400.000
032511107	ANADARKO PETE CORP COM	31,210.00	0.00	13,457.00	500.000
053015103	AUTOMATIC DATA PROCESSING INC COM	32,115.00	0.00	27,857.77	750.000
126650100	CVS/CAREMARK CORP COM	19,326.00	0.00	22,254.00	600.000
17275R102	CISCO SYS INC COM	23,940.00	0.00	23,729.49	1,000.000
20825C104	CONOCOPHILLIPS COM	45,963.00	0.00	30,786.00	900.000
25490A101	DIRECTV COM CL A	33,350.00	0.00	28,478.00	1,000.000
291011104	EMERSON ELEC CO COM	12,780.00	0.00	4,443.75	300.000
30231G102	EXXON MOBIL CORP COM	20,457.00	0.00	58.50	300.000
302571104	FPL GROUP INC COM	39,615.00	0.00	24,836.25	750.000
369604103	GENERAL ELEC CO COM	20,425.50	0.00	31,819.86	1,350.000
428236103	HEWLETT PACKARD CO COM	30,906.00	0.00	5,974.75	600.000
437076102	HOME DEPOT INC COM	23,144.00	0.00	28,872.00	800.000
438516106	HONEYWELL INTERNATIONAL INC COM	9,800.00	0.00	7,945.17	250.000
458140100	INTEL CORP COM	10,200.00	0.00	13,405.00	500.000
459200101	INTERNATIONAL BUSINESS MACHS	29,452.50	0.00	22,714.62	225.000

CHARITABLE TRUSTS HOLDINGS REPORT

K-RG-OFF-ACCOUNT / ACCOUNT NAME: 0-10-230-1048502 CLEMENTS FAM CHAR FD B AG-CO-T/A
ISCAL YEAR CODE 1231 AS OF 12-31-2009

TAX ANALYST/NAME: 565 R C BRIGGS 216-813-4521

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 669
SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	COM				
464287465	ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND	49,752.00	0.00	63,406.00	900.000
46625H100	JP MORGAN CHASE & CO COM	27,085.50	0.00	10,827.84	650.000
478160104	JOHNSON & JOHNSON COM	45,087.00	0.00	12,657.88	700.000
580135101	MCDONALDS CORP COM	43,708.00	0.00	12,279.25	700.000
58933Y105	MERCK & CO INC COM	18,270.00	0.00	7,166.01	500.000
59156R108	METLIFE INC COM	26,512.50	0.00	26,032.50	750.000
594918104	MICROSOFT CORP COM	54,864.00	0.00	33,495.13	1,800.000
693475105	PNC FINANCIAL SERVICES GROUP INC COM	21,116.00	0.00	22,116.00	400.000
717081103	PFIZER INC COM	21,828.00	0.00	39,716.00	1,200.000
742718109	PROCTER & GAMBLE CO COM	15,157.50	0.00	12,906.25	250.000
87612E106	TARGET CORP COM	48,370.00	0.00	42,111.50	1,000.000
88579Y101	3M CO COM	16,534.00	0.00	14,340.00	200.000
907818108	UNION PACIFIC CORP COM	38,340.00	0.00	18,411.00	600.000
912828BW9	UNITED STATES TREAS NTS INFL IDX DTD 01/15/04 2.00% DUE 01/15/14	61,859.52	0.00	59,178.44	58,496.000
912828EA4	UNITED STATES TREAS NTS INFL IDX DTD 07/15/05 1.875% DUE 07/15/15	58,550.33	0.00	55,915.56	55,568.000
921937207	VANGUARD SHORT-TERM BOND INDX FD OPEN END FUND MUTUAL FUND	30,018.03	0.00	30,191.32	2,880.809
922031406	VANGUARD SHORT TERM INVMT GRADE	30,266.10	0.00	30,295.16	2,857.989

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-01-16
BUS DATE 2010-01-15
PAGE 670
SAR ID TAC000PCRR41

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SCAL YEAR CODE 1231 AS OF 12-31-2009

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	OPEN-END FUND INV CL				
92343V104	VERIZON COMMUNICATIONS INC COM	24,847.50	0.00	29,333.97	750.000
926464678	VICTORY FINANCIAL RESERVES FUND	19,822.82	35,881.89	55,704.71	55,704.710
926464751	VICTORY FUND FOR INCOME FUND	57,450.00	0.00	58,450.00	5,000.000
949746101	WELLS FARGO CO COM	26,990.00	0.00	26,920.00	1,000.000
	*** TOTAL ***	1,186,605.80	35,881.89	1,008,621.60	205,132.508