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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 01-01-2009 , and ending 12-31-2009

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 ROBERT GAY CULL FAMILY FOUNDATION		A Employer identification number 34-1847504		
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 2023 LYNDWAY ROAD		B Telephone number (see page 10 of the instructions)		
	City or town, state, and ZIP code LYNDHURST, OH 44121		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐		2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,129,965		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)		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 ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	52,341	52,341		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	52,341	52,341		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	875	875		
	c Other professional fees (attach schedule)	13,460	13,460		
	17 Interest	204	204		
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,436	1,436		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	15,975	15,975		0
	25 Contributions, gifts, grants paid	90,000			90,000
	26 Total expenses and disbursements. Add lines 24 and 25	105,975	15,975		90,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-53,634			
	b Net investment income (if negative, enter -0-)		36,366		
	c Adjusted net income (if negative, enter -0-)			0	

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	1Cash—non-interest-bearing	1,303,371	184,493	184,493
	2Savings and temporary cash investments			
	3Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5Grants receivable			
	6Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8Inventories for sale or use			
	9Prepaid expenses and deferred charges			
	10aInvestments—U S and state government obligations (attach schedule)			
	bInvestments—corporate stock (attach schedule)	616,441	1,219,899	1,508,107
	cInvestments—corporate bonds (attach schedule).	99,696	416,137	437,365
	11Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12Investments—mortgage loans			
	13Investments—other (attach schedule)			
	14Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15Other assets (describe ▶ _____)			
	16Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,019,508	1,820,529	2,129,965
Liabilities	17Accounts payable and accrued expenses			
	18Grants payable			
	19Deferred revenue			
	20Loans from officers, directors, trustees, and other disqualified persons			
	21Mortgages and other notes payable (attach schedule)			
	22Other liabilities (describe ▶ _____)			
	23Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24Unrestricted			
	25Temporarily restricted			
	26Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27Capital stock, trust principal, or current funds	2,019,508	1,820,529	
	28Paid-in or capital surplus, or land, bldg , and equipment fund			
	29Retained earnings, accumulated income, endowment, or other funds			
	30Total net assets or fund balances (see page 17 of the instructions)	2,019,508	1,820,529	
	31Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,019,508	1,820,529	

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	2,019,508
2	Enter amount from Part I, line 27a	2	-53,634
3	Other increases not included in line 2 (itemize) ▶ _____	3	54,849
4	Add lines 1, 2, and 3	4	2,020,723
5	Decreases not included in line 2 (itemize) ▶ _____	5	200,194
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,820,529

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-143,738
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	76,520	1,536,069	0 049815
2007	50,242	855,727	0 058713
2006	42,200	834,855	0 050548
2005	39,869	739,691	0 0539
2004	31,458	688,558	0 045687

2	Total of line 1, column (d).	2	0 258662
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 051732
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	1,820,711
5	Multiply line 4 by line 3.	5	94,189
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	364
7	Add lines 5 and 6.	7	94,553
8	Enter qualifying distributions from Part XII, line 4.	8	90,000

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of 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	727
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	727
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	727
6		Credits/Payments			
a		2009 estimated tax payments and 2008 overpayment credited to 2009	6a671		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c1,000		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,671
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	944
11		Enter the amount of line 10 to be Credited to 2010 estimated tax 944	Refunded	11	

Part VII-AStatements Regarding Activities

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?			Yes	No
				1a		No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b		No
		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		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
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		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?.		4b		
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		No
		If "Yes," attach the statement required by General Instruction T.				
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	Yes	
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	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OH				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of	Telephone no		
Located at		ZIP+4		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here			
and enter the amount of tax-exempt interest received or accrued during the year		15		

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes	☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,507,365
b	Average of monthly cash balances.	1b	341,073
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,848,438
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	1,848,438
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	27,727
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,820,711
6	Minimum investment return. Enter 5% of line 5.	6	91,036

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	91,036
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	727
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	727
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	90,309
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	90,309
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	90,309

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	90,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	90,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	90,000
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				90,309
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.				
b	Total for prior years 20____, 20____, 20____		319		
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				
b	From 2005.				300
c	From 2006.				1,283
d	From 2007.				8,690
e	From 2008.				629
f	Total of lines 3a through e.	10,902			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 90,000				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2009 distributable amount.				90,000
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	309			309
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,593			
b	Prior years' undistributed income Subtract line 4b from line 2b.		319		
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.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions. . .		319		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).				
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.	10,593			
10	Analysis of line 9				
a	Excess from 2005. . . .				
b	Excess from 2006. . . .				1,274
c	Excess from 2007. . . .				8,690
d	Excess from 2008. . . .				629
e	Excess from 2009. . . .				

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

GAY C CULL
2023 LYNDWAY ROAD
CLEVELAND, OH 44121
(216) 382-8090

b

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

NONE

c

Any submission deadlines

NONE

d

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

NO RESTRICTIONS OR LIMITAIONS

Form 990-PF (2009)

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	90,000
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14		
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					
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).					
13 Total. Add line 12, columns (b), (d), and (e).					

[illegible]

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
*****		2010-04-26	*****	
Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's Signature  Thomas J Danko Jr CPA	Date 2010-05-04	Check if self-employed 	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code THOMAS J DANKO JR CPA 9853 JOHNNYCAKE RIDGE ROAD Mentor, OH 44060		EIN 	
			Phone no (440) 350-9550	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of organization ROBERT GAY CULL FAMILY FOUNDATION	Employer identification number 34-1847504
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Organization type (check one)

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

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

General Rule—

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

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

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

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

Name of organization ROBERT GAY CULL FAMILY FOUNDATION	Employer identification number 34-1847504
---	--

Part I

Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF ROBERT CULL 2023 LYNDWAY ROAD CLEVELAND, OH 44121	\$ 3,459	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization ROBERT GAY CULL FAMILY FOUNDATION	Employer identification number 34-1847504
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Part II Noncash Property (see Instructions)			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization ROBERT GAY CULL FAMILY FOUNDATION	Employer identification number 34-1847504
--	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID: 09000039

Software Version: 2009V1.0

EIN: 34-1847504

Name: ROBERT GAY CULL FAMILY FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
NEUBERGER BERMAN REAL ESTATE	P	2008-03-11	2009-01-16
NEUBERGER BERMAN REAL ESTATE	P	2008-03-11	2009-01-16
MBNA AMERICA	P	2008-10-03	2009-08-03
WYETH	P	2009-01-16	2009-10-16
SCHERING PLOUGH	P	2009-01-16	2009-11-05
MERCK COMPANY	P	2009-02-03	2009-11-17
BANK OF AMERICA	P	2007-09-19	2009-01-16
CITIGROUP	P	2005-09-27	2009-01-16
SUNCOR ENERGY	P	2007-02-02	2009-01-16
DEVELOPERS DIVERSIFIED REALTY	D	2003-04-03	2009-04-22
VANGUARD INTERMEDIATE FUND	P	2007-01-31	2009-05-15
DEVELOPERS DIVERSIFIED REALTY	D	2003-04-03	2009-07-27
PFIZER	P	2007-02-02	2009-10-27
CAPITAL GAIN DISTRIBUTIONS	P	2003-04-03	2009-12-31
UNRECAPTURED 1250 GAINS	P	2003-04-04	2009-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,013		12,419	-10,406
6,099		37,291	-31,192
100,000		100,000	
21,418		16,634	4,784
8,925		6,671	2,254
6		6	
5,809		37,635	-31,826
3,961		45,460	-41,499
15,309		52,206	-36,897
1		13	-12
22,832		25,515	-2,683
3		19	-16
11		17	-6
2,422			2,422
1,339			1,339

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

[illegible]

Form 990PF Part VIII Line 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
GAY C CULL	PRESIDENT 1	0	0	0
2023 LYNDWAY ROAD CLEVELAND, OH 44121				
STEPHEN P BAN	V PRESIDENT 1	0	0	0
715 WINDSOR ROAD GLENVIEW, IL 60025				
PETER A KUHN	V PRESIDENT 1	0	0	0
1132 FOREST ROAD LAKEWOOD, OH 44107				
ROBERT A TOEPFER	SECRETARY 1	0	0	0
304 APPLE BLOSSOM LANE BAY VILLAGE, OH 44140				
JAMES A SCHOFF	TRUSTEE 1	0	0	0
3300 ENTERPRISE PARKWAY BEACHWOOD, OH 44122				
ELIZABETH BAN	TRUSTEE 1	0	0	0
2023 LYNDWAY ROAD LYNDHURST, OH 44121				
CHARLES ADLER	TRUSTEE 1	0	0	0
1111 SUPERIOR AVENUE CLEVELAND, OH 44114				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CLEVELAND PLAYHOUSE8500 EUCLID AVENUE CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	1,500
CLEVELAND INSTITUTE OF MUSIC 11021 EAST BLVD CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	5,000
CLEVELAND FOOD BANK15500 SOUTH WATERLOO ROAD CLEVELAND, OH 44110	NONE	PUBLIC	SOCIAL SERVICES	2,500
UNIVERSITY CIRCLE INC10831 MAGNOLIA DRIVE CLEVELAND, OH 44106	NONE	PUBLIC	RESTORATION	5,000
NEAR WEST THEATER6514 DETROIT AVENUE CLEVELAND, OH 44102	NONE	PUBLIC	ARTS	1,500
HIRAM COLLEGEPO BOX 67 HIRAM, OH 44234	NONE	PUBLIC	EDUCATION	10,000
CASE WESTERN RESERVE10900 EUCLID AVENUE CLEVELAND, OH 44106	NONE	PUBLIC	EDUCATION	3,000
NATIONAL SUMMER LEARNING ASSOC800 WYMAN PARK DRIVE BALTIMORE, MD 21211	NONE	PUBLIC	EDUCATION	1,500
CLEVELAND ORCHESTRA11001 EUCLID AVENUE CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	20,000
CLEVELAND PIANO COMPETITION 1988 FORD DRIVE CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	1,000
CLEVELAND RESTORATION SOCIETY3751 PROSPECT AVENUE CLEVELAND, OH 44115	NONE	PUBLIC	RESTORATION	5,000
CLEVELAND ARTS PRIZEPO BOX 21126 CLEVELAND, OH 44121	NONE	PUBLIC	ARTS	500
CLEVELAND SCHOLARSHIP PROGRAMS200 PUBLIC SQUARE CLEVELAND, OH 44114	NONE	PUBLIC	EDUCATION	1,000
AMERICAN RED CROSS CLEVELAND3747 EUCLID AVENUE CLEVELAND, OH 44115	NONE	PUBLIC	SOCIAL SERVICES	2,500
CLEVELAND FOUNDATION1422 EUCLID AVENUE CLEVELAND, OH 44115	NONE	PUBLIC	SOCIAL SERVICES	500
Total ▶ 3a				90,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
CITY MUSIC OF CLEVELANDPO BOX 1930 CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	1,000
THE HOLDEN ARBORETUM9500 SPERRY ROAD WILLOUGHBY, OH 44094	NONE	PUBLIC	CONSERVATION	5,000
GREATER CLEVELAND HABITAT 2110 WEST 110 STREET AVON LAKE, OH 44012	NONE	PUBLIC	SOCIAL SERVICES	2,500
THE CLEVELAND MUSEUM OF ART 11150 EAST BLVD CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	5,000
WESTERN RESERVE LAND CONSERV PO BOX 314 NOVELTY, OH 44072	NONE	PUBLIC	CONSERVATION	3,000
TRUST FOR PUBLIC LAND1422 EUCLID AVENUE CLEVELAND, OH 44115	NONE	PUBLIC	CONSERVATION	1,000
GREAT LAKES SCIENCE CENTER 601 ERIESIDE AVENUE CLEVELAND, OH 44114	NONE	PUBLIC	EDUCATION	500
CLEVELAND MUSEUM HISTORY1 WADE OVAL DRIVE CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	3,000
WESTERN RESERVE HISTORICAL SOC10825 EAST BLVD CLEVELAND, OH 44106	NONE	PUBLIC	ARTS	1,000
ACCESS TO THE ARTS1220 FAIRHILL ROAD CLEVELAND, OH 44120	NONE	PUBLIC	ARTS	500
ALZHEIMERS ASSOCIATION23215 COMMERCE PLACE BEACHWOOD, OH 44122	NONE	PUBLIC	HEALTH	1,000
GOODWILL INDUSTRIES2295 EAST 55TH STREET CLEVELAND, OH 44103	NONE	PUBLIC	SOCIAL SERVICES	1,000
METROHEALTH FOUNDATION2500 METROHEALTH DRIVE CLEVELAND, OH 44109	NONE	PUBLIC	HEALTH	2,000
CASE WESTERN RESERVE SCHOOL 10900 EUCLID AVENUE CLEVELAND, OH 44106	NONE	PUBLIC	EDUCATION	500
NATIONAL TRUST HISTORIC PRESERPO BOX 5043 HAGERSTOWN, MD 21741	NONE	PUBLIC	RESTORATION	500
Total  3a				90,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR PLANT CONSERVATIONPO BOX 299 SAINT LOUIS,MO 63166	NONE	PUBLIC	CONSERVATION	1,000
HOPEWELL INNPO BOX 193 MESOPOTAMIA,OH 44439	NONE	PUBLIC	RESTORATION	1,000
Total  3a				90,000

TY 2009 Accounting Fees Schedule

Name: ROBERT GAY CULL FAMILY FOUNDATION

EIN: 34-1847504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX SERVICES	875	875	0	0

**TY 2009 Investments Corporate
Bonds Schedule****Name:** ROBERT GAY CULL FAMILY FOUNDATION**EIN:** 34-1847504

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MBNA AMERICA		
ATT	50,530	53,298
ABBOTT LABORATORIES	50,242	52,299
CONOCOPHILLIPS	50,531	53,685
KIMBERLY CLARK	51,741	53,861
NUCOR	51,192	53,756
US TREASURY	111,299	116,566
VERIZON	50,602	53,900

TY 2009 Investments Corporate
Stock Schedule

Name: ROBERT GAY CULL FAMILY FOUNDATION
EIN: 34-1847504

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ASSOCIATED ESTATES	32,110	22,315
BANK OF AMERICA		
CITIGROUP		
DEVELOPERS DIVERSIFIED	49,224	25,048
GENERAL ELECTRIC	33,800	15,130
HEALTH CARE PROPERTY	50,258	39,702
KINDER MORGAN ENERGY	39,040	121,960
LIBERTY PROPERTY TRUST	25,120	28,809
NEUBERGER BERMAN REALTY		
PFIZER	34,295	25,793
PROGRESSIVE CORP	195	43,752
GREEN REALTY CORP	22,885	25,120
SUNCOR ENERGY		
VANGUARD INTERMED TRUST		
WACHOVIA CAPITAL TRUST	40,000	35,216
WEINGARTEN REALTY	76,275	29,685
CENTURYTEL INC	16,312	21,726
WINDSTREAM	16,104	19,782
ABBOTT LABORATORIES	15,725	16,197
BRISTOL MYERS SQUIBB	15,812	17,675
JOHNSON AND JOHNSON	15,853	17,713
MERCK AND COMPANY	25,229	38,002
GENERAL MILLS	15,729	21,243
HEINZ H J	15,698	18,173
KIMBERLY CLARK	16,025	19,113
SARA LEE	15,966	19,488
GENUINE PARTS	16,063	18,980
HOME DEPOT	15,911	20,974
V F CORP	15,875	21,972
ADP	15,685	18,199
HEWLETT PACKARD	15,884	23,180
INTEL	15,490	20,400
IBM	17,031	26,180
JABIL CIRCUIT	16,206	48,636
MICROSOFT	16,038	30,480
NOKIA	15,895	14,135
PITNEY BOWES	15,404	15,932
3M	16,046	22,734
UNITED TECHNOLOGIES	15,886	24,294
WASTE MANAGEMENT	15,778	16,905
BEMIS INC	16,702	20,755
DUKE ENERGY	16,695	18,931
TECO ENERGY	15,895	27,574
ACCENTURE	15,402	19,713
HUNTINGTON MID CORP FUND	90,000	119,997
HUNTINGTON INTERNATIONAL	165,000	219,594
HUNTINGTON SITUS FUND	45,000	62,699
HUNTINGTON REAL STRATEGIES	45,000	57,528
PROCTOR AND GAMBLE	15,358	16,673

TY 2009 Other Decreases Schedule**Name:** ROBERT GAY CULL FAMILY FOUNDATION**EIN:** 34-1847504

Description	Amount
NONDIVDEND DISTRIBUTION	13
ESTATE OF ROBERT CULL	3,459
BASIS ADJUSTMENT PROGRESSIVE	144
BASIS ADJUSTMENT SUNCOR	26,102
BASIS ADJUSTMENT HCP	25,131

TY 2009 Other Increases Schedule

Name: ROBERT GAY CULL FAMILY FOUNDATION

EIN: 34-1847504

Description	Amount
CAPITAL LOSSES	143,738
PARTNERSHIP LOSSES	15,186
PARTNERSHIP BASIS ADJUSTMENT	39,933
OTHER	1,337

TY 2009 Other Professional Fees Schedule

Name: ROBERT GAY CULL FAMILY FOUNDATION

EIN: 34-1847504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	13,460	13,460	0	0

TY 2009 Taxes Schedule**Name:** ROBERT GAY CULL FAMILY FOUNDATION**EIN:** 34-1847504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	411	411	0	0
FEDERAL INCOME TAXES	1,000	1,000	0	0
STATE FEES	25	25	0	0