Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[X] Amended return [X] Address change [ ] Name change

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

Name of foundation: KIKEL CHARITABLE FOUNDATION 450013016

A Employer identification number: 34-1893970

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O FARMERS TRUST CO., P.O. BOX 1728

B Telephone number (see page 10 of the instructions): (330) 743-7000

City or town, state, and ZIP code: YOUNGSTOWN, OH 44501

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) ▶ $ 14,092,226.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	4,510.	4,510.		
4	Dividends and interest from securities	420,277.	420,277.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	238,190.			
b	Gross sales price for all assets on line 6a 7,098,069.				
7	Capital gain net income (from Part IV, line 2)		238,190.		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	152.	152.		STMT 3
12	**Total.** Add lines 1 through 11	663,129.	663,129.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	87,856.	61,499.		26,357.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 4	31,500.	15,750.	NONE	15,750.
b	Accounting fees (attach schedule) STMT 5	2,350.	588.	NONE	1,763.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 6	15,670.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 7	615.			200.
24	**Total operating and administrative expenses.** Add lines 13 through 23	137,991.	77,837.	NONE	44,070.
25	Contributions, gifts, grants paid	304,025.			304,025.
26	**Total expenses and disbursements** Add lines 24 and 25	442,016.	77,837.	NONE	348,095.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	221,113.			
b	**Net investment income** (if negative, enter -0-)		585,292.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	3,357,313.	485,352.	485,352.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less: allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule) STMT 8	1,325,073.	2,389,420.	2,379,753.
b Investments - corporate stock (attach schedule) STMT 9	2,655,746.	4,922,852.	5,968,874.
c Investments - corporate bonds (attach schedule) STMT 10	4,626,422.	4,388,040.	4,489,088.
11 Investments - land, buildings, and equipment basis ▶ 300.			
Less accumulated depreciation (attach schedule) ▶	300.	300.	300.
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 11	759,455.	759,455.	768,859.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	12,724,309.	12,945,419.	14,092,226.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	12,724,309.	12,945,419.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	12,724,309.	12,945,419.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,724,309.	12,945,419.	

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	12,724,309.
2 Enter amount from Part I, line 27a	2	221,113.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	12,945,422.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	3.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,945,419.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	238,190.
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	275,091.	13,704,132.	0.02007358073
2007	NONE	NONE	NONE
2006	NONE	NONE	NONE
2005	NONE	NONE	NONE
2004			

2	**Total** of line 1, column (d)	2	0.02007358073
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	0.00501839518
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,074,689.
5	Multiply line 4 by line 3	5	65,614.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,853.
7	Add lines 5 and 6	7	71,467.
8	Enter qualifying distributions from Part XII, line 4	8	898,830.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter _____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	5,853.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	5,853.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	5,853.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 7,590.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	7,590.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	33.
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	1,704.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,704. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 13			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ NONE

14 The books are in care of ▶ FARMERS TRUST COMPANY Telephone no. ▶ (330)743-7000
Located at ▶ CITY CENTRE ONE, STE. 800, YOUNGSTOWN, OH ZIP + 4 ▶ 44503

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here N/A ▶ ☐
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.

			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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here N/A ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . . ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here . . . . . . N/A . . . . . . ▶ ☐

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** No: X

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		87,856.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services . . . ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,951,490.
b	Average of monthly cash balances	1b	1,322,306.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	13,273,796.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	13,273,796.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	199,107.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,074,689.
6	**Minimum investment return.** Enter 5% of line 5	6	653,734.

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	653,734.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,853.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,853.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	647,881.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	647,881.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	647,881.

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	348,095.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required) SEE ATTACHED IRS APPROVAL	3a	550,735.
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	898,830.
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	5,853.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	892,977.

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				647,881.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			402,547.	
b Total for prior years 20 07 ,20 ___, 20 ___		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . NONE				
b From 2005 . . . NONE				
c From 2006 . . . NONE				
d From 2007 . . . NONE				
e From 2008 . . . NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 898,830.				
a Applied to 2008, but not more than line 2a			402,547.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				496,283.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				151,598.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2005 . . . NONE				
b Excess from 2006 . . . NONE				
c Excess from 2007 . . . NONE				
d Excess from 2008 . . . NONE				
e Excess from 2009 . . . NONE				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total . . . . . . ▶ **3a**				304,025.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

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 (See page 28 of the instructions.)
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	4,510.	
4 Dividends and interest from securities			14	420,277.	
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	238,190.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b EXCISE TAX REFUND			1	141.	
c AT&T LITIGATION			1	11.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				663,129.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 663,129.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

		Yes	No
(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

Kathleen Brown

Signature of officer or trustee FARMERS TRUST CO TTEE | Date 06/15/2011 | Title VP & TR OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	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		EIN	
		Phone no	

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FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		170000. FHLB DISCOUNT NOTE 01/07/09 PROPERTY TYPE: SECURITIES					07/10/2008	01/07/2009
168,045.00		168,045.00						
		170000. FHLB DISCOUNT NOTE 01/07/09 PROPERTY TYPE: SECURITIES					07/10/2008	01/07/2009
168,045.00		168,045.00						
		125000. FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES					12/13/2007	03/05/2009
125,000.00		125,000.00						
		125000. FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES					12/13/2007	03/05/2009
125,000.00		125,000.00						
		562500.27 U S TREASURY CASH RESERVES #63 PROPERTY TYPE: SECURITIES					03/05/2009	03/06/2009
562,500.00		562,500.00						
		475894.43 U S TREASURY CASH RESERVES #63 PROPERTY TYPE: SECURITIES					03/05/2009	03/06/2009
475,894.00		475,894.00						
		58725.94 U S TREASURY CASH RESERVES #632 PROPERTY TYPE: SECURITIES					03/05/2009	03/06/2009
58,726.00		58,726.00						
		471369.91 U S TREASURY CASH RESERVES #63 PROPERTY TYPE: SECURITIES					03/05/2009	03/06/2009
471,370.00		471,370.00						
		125000. FEDERAL HOME LOAN BANK 3.750% 04 PROPERTY TYPE: SECURITIES					04/02/2008	04/03/2009
125,000.00		124,781.00					219.00	
		125000. FEDERAL HOME LOAN BANK 3.750% 04 PROPERTY TYPE: SECURITIES					04/02/2008	04/03/2009
125,000.00		124,781.00					219.00	
		300000. FEDERAL NATIONAL MORTGAGE ASSOC PROPERTY TYPE: SECURITIES					04/24/2008	04/29/2009
300,000.00		297,750.00					2,250.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1500. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					10/26/2006	05/05/2009
77,329.00		96,712.00					-19,383.00	
		1500. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					10/26/2006	05/05/2009
77,329.00		96,712.00					-19,383.00	
		300000. FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES					05/19/2008	05/15/2009
300,000.00		300,000.00						
		170000. FEDERAL HOME LOAN BANK 1.000% 03 PROPERTY TYPE: SECURITIES					02/02/2009	06/19/2009
170,124.00		169,857.00					267.00	
		170000. FEDERAL HOME LOAN BANK 1.000% 03 PROPERTY TYPE: SECURITIES					02/02/2009	06/19/2009
170,124.00		169,857.00					267.00	
		4000. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					07/21/2003	06/26/2009
151,636.00		87,203.00					64,433.00	
		4000. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					07/21/2003	06/26/2009
151,636.00		87,203.00					64,433.00	
		3000. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					04/23/2008	07/23/2009
166,242.00		144,829.00					21,413.00	
		3000. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					09/25/2006	07/23/2009
166,242.00		137,734.00					28,508.00	
		150. BURLINGTON NORTHN SANTA FE C COM PROPERTY TYPE: SECURITIES					04/23/2008	07/30/2009
11,928.00		14,688.00					-2,760.00	
		1500. MCGRAW HILL COS INC PROPERTY TYPE: SECURITIES					07/21/2003	07/30/2009
47,354.00		46,709.00					645.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1500. MCGRAW HILL COS INC PROPERTY TYPE: SECURITIES					07/21/2003	07/30/2009
47,354.00		46,709.00					645.00	
		350000. FEDERAL FARM CREDIT BANK 2.000% PROPERTY TYPE: SECURITIES					01/20/2009	07/31/2009
351,484.00		352,205.00					-721.00	
		350000. FEDERAL FARM CREDIT BANK 2.000% PROPERTY TYPE: SECURITIES					01/20/2009	07/31/2009
351,484.00		352,205.00					-721.00	
		100000. WALMART STORES 6.875% 08/10/ 09 PROPERTY TYPE: SECURITIES					02/16/2005	08/10/2009
97,830.00		100,649.00					-2,819.00	
		100000. WALMART STORES 6.875% 08/10/ 09 PROPERTY TYPE: SECURITIES					02/16/2005	08/10/2009
97,830.00		100,649.00					-2,819.00	
		125000. GENERAL ELECTRIC CAPITAL CORP 6. PROPERTY TYPE: SECURITIES					05/04/2006	08/18/2009
123,625.00		125,000.00					-1,375.00	
		125000. GENERAL ELECTRIC CAPITAL CORP 6. PROPERTY TYPE: SECURITIES					05/04/2006	08/18/2009
123,625.00		125,000.00					-1,375.00	
		100000. GENERAL ELECTRIC CAPITAL CORP 5. PROPERTY TYPE: SECURITIES					10/02/2008	08/18/2009
99,676.00		98,782.00					894.00	
		100000. GENERAL ELECTRIC CAPITAL CORP 5. PROPERTY TYPE: SECURITIES					10/02/2008	08/18/2009
99,676.00		98,782.00					894.00	
		75000. GENERAL ELECTRIC CAPITAL CORP 4.0 PROPERTY TYPE: SECURITIES					06/13/2003	08/18/2009
74,188.00		75,000.00					-812.00	
		75000. GENERAL ELECTRIC CAPITAL CORP 4.0 PROPERTY TYPE: SECURITIES					06/13/2003	08/18/2009
74,188.00		75,000.00					-812.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		75000. GENERAL ELECTRIC CAPITAL CORP 4.1 PROPERTY TYPE: SECURITIES					05/27/2008	08/18/2009
74,519.00		75,000.00					-481.00	
		75000. GENERAL ELECTRIC CAPITAL CORP 4.1 PROPERTY TYPE: SECURITIES					05/27/2008	08/18/2009
74,519.00		75,000.00					-481.00	
		125000. FEDERAL HOME LOAN BANK 3.000% 02 PROPERTY TYPE: SECURITIES					01/27/2009	08/27/2009
125,000.00		125,000.00						
		125000. FEDERAL HOME LOAN BANK 3.000% 02 PROPERTY TYPE: SECURITIES					01/27/2009	08/27/2009
125,000.00		125,000.00						
		1000. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					06/30/2009	10/07/2009
189,695.00		147,200.00					42,495.00	
		500. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					06/30/2009	10/07/2009
94,848.00		73,600.00					21,248.00	
		3000. TJX COS INC NEW PROPERTY TYPE: SECURITIES					06/19/2009	10/07/2009
114,502.00		92,851.00					21,651.00	
		3000. TJX COS INC NEW PROPERTY TYPE: SECURITIES					06/19/2009	10/07/2009
114,502.00		92,851.00					21,651.00	
		150000. FEDERAL NATIONAL MORTGAGE ASSOC PROPERTY TYPE: SECURITIES					01/31/2008	12/07/2009
150,000.00		150,000.00						
		150000. FEDERAL FARM CREDIT BANK 4.180% PROPERTY TYPE: SECURITIES					08/26/2009	12/14/2009
150,000.00		150,000.00						
		150000. FEDERAL FARM CREDIT BANK 4.180% PROPERTY TYPE: SECURITIES					08/26/2009	12/14/2009
150,000.00		150,000.00						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							238,190.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	16,400.	16,400.
ABBOTT LABS COM	468.	468.
AQUA AMERICA INC	3,360.	3,360.
BURLINGTON NORTHN SANTA FE C COM	180.	180.
CHEVRONTEXACO CORP	15,960.	15,960.
COLGATE PALMOLIVE CO	1,760.	1,760.
CONOCOPHILLIPS	7,143.	7,143.
EMERSON ELECTRIC 7.125% 08/15/10	10,687.	10,687.
FEDERAL HOME LOAN MORTGAGE CORP 5.500% 1	3,438.	3,438.
FEDERAL FARM CREDIT BANK 2.000% 01/17/12	7,467.	7,467.
FEDERAL FARM CREDIT BANK 2.600% 01/28/13	5,200.	5,200.
FEDERAL FARM CREDIT BANK 4.180% 09/14/16	3,135.	3,135.
FEDERAL FARM CREDIT BANK 3.250% 03/03/14	8,125.	8,125.
FEDERAL FARM CREDIT BANK 3.400% 04/22/16	8,169.	8,169.
FHLB DISCOUNT NOTE 01/07/09	3,910.	3,910.
FEDERAL HOME LOAN MORTGAGE CORP 4.000% 0	6,000.	6,000.
FEDERAL HOME LOAN BANK 4.100% 02/05/15-1	8,200.	8,200.
FEDERAL HOME LOAN BANK 4.750% 02/12/18-1	16,150.	16,150.
FEDERAL HOME LOAN BANK 3.750% 04/03/13-0	4,688.	4,688.
FEDERAL HOME LOAN BANK 3.000% 02/13/13-0	4,042.	4,042.
FEDERAL HOME LOAN BANK 1.000% 03/02/10	1,412.	1,412.
FEDERAL NATIONAL MORTGAGE ASSOC 4.125% 0	10,313.	10,313.
FEDERAL NATIONAL MORTGAGE ASSOC 4.500% 0	6,769.	6,769.
FEDERAL NATIONAL MORTGAGE ASSOC 4.500% 0	6,750.	6,750.
FEDERAL NATIONAL MORTGAGE ASSOC 4.650% 0	6,975.	6,975.
FEDERAL NATIONAL MORTGAGE ASSOC 2.900% 0	3,625.	3,625.
GENERAL ELECTRIC CO 5.000% 02/01/13	25,000.	25,000.
GENERAL ELECTRIC CO 5.250% 12/06/17	26,250.	26,250.
GENERAL ELECTRIC CAPITAL CORP 6.350% 05/	12,303.	12,303.
GENERAL ELECTRIC CAPITAL CORP 5.250% 10/	10,573.	10,573.
GENERAL ELECTRIC CAPITAL CORP 4.000% 12/	4,100.	4,100.
GENERAL ELECTRIC CAPITAL CORP 4.150% 05/	4,773.	4,773.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENWORTH GLOBAL FDG TR 5.150% 01/15/18-1	12,875.	12,875.
GOLDMAN SACHS GROUP INC	525.	525.
GOLDMAN SACHS GROUP INC 1.625% 07/15/11	1,715.	1,715.
HERSHEY CO 4.850% 08/15/15	9,700.	9,700.
HEWLETT PACKARD CO COM	1,920.	1,920.
INTERNATIONAL BUSINESS MACHINES	3,681.	3,681.
ISHARES MSCI EMERGING MARKETS INDEX	1,454.	1,454.
ISHARES MSCI EAFE INDEX FUND	2,017.	2,017.
ISHARES S&P MIDCAP 400	1,388.	1,388.
ISHARES S&P SMALLCAP 600 INDEX FUND	990.	990.
JOHNSON & JOHNSON COM	9,650.	9,650.
JOHNSON & JOHNSON 5.550% 08/15/17	11,100.	11,100.
MCDONALDS CORP COM	3,485.	3,485.
MCGRAW HILL COS INC	1,350.	1,350.
MICROSOFT CORP COM	5,200.	5,200.
MICROSOFT CORP 4.200% 06/01/19	13,510.	13,510.
PHILIP MORRIS INTL INC	13,440.	13,440.
PRAXAIR INC COM	1,840.	1,840.
T ROWE PRICE GROUP INC	2,200.	2,200.
PRINCIPAL LIFE INCOME FUND 5.100% 04/15/	12,750.	12,750.
PROCTER & GAMBLE CO COM	7,680.	7,680.
TJX COS INC NEW	720.	720.
3M COMPANY	2,856.	2,856.
U.S. TREASURY NOTE 6.500% 02/15/10	13,000.	13,000.
UNITED TECHNOLOGIES CORP COM	1,155.	1,155.
WALMART STORES 6.875% 08/10/ 09	18,090.	18,090.
WALGREEN CO 4.875% 08/01/13	12,661.	12,661.
TOTAL	420,277.	420,277.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX REFUND	141.	141.
AT&T LITIGATION	11.	11.
TOTALS	152.	152.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	22,936.	11,468.		11,468.
LEGAL FEES - INCOME (ALLOCABLE	8,564.	4,282.		4,282.
TOTALS	31,500.	15,750.	NONE	15,750.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,350.	588.		1,763.
TOTALS	2,350.	588.	NONE	1,763.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FEDERAL ESTIMATES - INCOME	7,590.
TOTALS	15,670.

STATEMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
MISC EXPENSES (NON-CHARITABLE)	415.	
STATE OF OHIO FILING FEE	200.	200.
TOTALS	615.	200.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
200,000 FHLB 4.100% 2/05/15	200,000.	200,626.
340,000 FHLB 4.750% 2/12/18	340,000.	339,415.
250,000 FHLB 3.750% 4/3/13		
340,000 FHLB DISCOUNT NOTE		
200,000 US TREAS NOTE 6.500%	199,420.	201,516.
400,000 FED FARM CR BK 2.600%	400,000.	400,500.
500,000 FED FARM CR BK 3.350%	500,000.	501,485.
500,000 FED FARM CR BK 3.400%	500,000.	488,750.
250,000 FED FARN CR BK 2.875%	250,000.	247,461.
TOTALS	2,389,420.	2,379,753.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
10,000 SHS AT&T INC	250,683.	280,300.
300 SHS ABBOTT LABS	15,279.	16,197.
150 SHS BURLINGTON NORTHN		
6,000 SHS CHEVRON CORP	193,349.	461,940.
3,740 SHS CONOCOPHILLIPS	94,142.	191,002.
8,000 SHS HEWLETT PACKARD CO		
1,712 SHS IBM	204,798.	224,101.
10,000 SHS JOHNSON & JOHNSON	579,524.	644,100.
1,700 SHS MCDONALDS CORP	62,147.	106,148.
3,000 SHS MCGRAW HILL COS INC		
12,000 SHS MEDCO HEALTH SOLUT	529,447.	766,920.
10,000 SHS MICROSOFT CORP	289,200.	304,800.
6,000 SHS PROCTER & GAMBLE		
3,000 SHS UNITED TECHNOLOGIES		
12,000 SHS AQUA AMERICA INC	217,643.	210,120.
1,300 SHS AUTOZONE INC	200,443.	205,491.
10,000 SHS CISCO SYS INC	189,400.	239,400.
4,000 SHS COLGATE PALMOLIVE	299,455.	328,600.
4,000 SHS FREEPORT-MCMORAN CO	301,862.	321,160.
5,000 SHS JPMORGAN CHASE & CO	215,075.	208,350.
12,000 SHS PHILIP MORRIS INT'L	500,137.	578,280.
2,300 SHS PRAXAIR INC	164,219.	184,713.
4,400 SHS PRICE T ROWE GR INC	205,811.	234,300.
5,600 SHS 3M COMPANY	410,238.	462,952.
TOTALS	4,922,852.	5,968,874.

KIKEL CHARITABLE FOUNDATION 450013016 34-1893970

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
150,000 EMERSON ELEC 7.125%	150,980.	156,510.
250,000 FHLMC 5.500% 12/5/17		
150,000 FNMA 4.500% 2/13/19	150,000.	145,031.
250,000 FNMA 4.125% 4/15/14	247,790.	266,134.
300,000 FNMA 4.650% 4/29/16		
500,000 GEN ELEC 5.000% 2/1/13	494,200.	528,980.
500,000 GEN ELEC 5.25% 12/6/17	489,500.	510,930.
300,000 FHLMC 4.000% 5/14/14		
150,000 FNMA 4.500% 2/6/17		
250,000 G E CAP 6.350% 5/12/18		
200,000 G E CAP 5.25% 10/27/09		
150,000 G E CAP 4.00% 12/15/13		
150,000 G E CAP 4.150% 5/15/12		
250,000 GENWORTH GLO 5.150%	250,000.	230,373.
200,000 HERSHEY CO 4.850%	199,120.	209,660.
200,000 JOHNSON & JOHNSON 5.55	199,250.	220,602.
250,000 PRINC LIFE INC 5.100%	249,020.	254,353.
200,000 WALMART 6.875% 8/19/09		
250,000 WALGREEN 4.875% 8/1/13	249,950.	268,463.
300,000 FNMA 2.750% 12/29/14	300,000.	296,861.
250,000 FNMA 2.900% 4/7/14	250,000.	249,649.
250,000 GOLDMAN SACHS 1.625%	250,718.	252,235.
600,000 MICROSOFT 4.20% 6/1/19	607,512.	599,058.
300,000 NAT'L RURAL UTIL 3.35%	300,000.	300,249.
TOTALS	4,388,040.	4,489,088.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
3,500 SHS ISHARES COMEX GOLD	C	300,355.	375,795.
2,550 SHS ISHARES MSCI EMERG M	C	109,085.	105,825.
1,400 SHS ISHARES MSCI EAFE IN	C	105,798.	77,392.
1,500 SHS ISHARES S&P MIDCAP	C	121,710.	108,615.
1,850 SHS ISHARES S&P SMALLCAP	C	122,507.	101,232.
TOTALS		759,455.	768,859.

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

DESCRIPTION		AMOUNT
ROUNDING		3.
	TOTAL	3.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
OH

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

OFFICER NAME:
FARMERS TRUST COMPANY
ADDRESS:
P.O. BOX 1728
YOUNGSTOWN, OH 44503
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 87,856.

TOTAL COMPENSATION: 87,856.

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

RECIPIENT NAME:
WESTERN RESERVE CARE SYSTEM
TOD BABIES & CHILDREN HOSPITAL
ADDRESS:
500 GYPSY LANE
YOUNGSTOWN, OH 44501-0240
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
CHARITABLE
AMOUNT OF GRANT PAID .... 112,025.

RECIPIENT NAME:
HUMILITY OF MARY HEALTH PARTNERS
ADDRESS:
P. O. BOX 1790
YOUNGSTOWN, OH 44501-1790
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
CHARITABLE
AMOUNT OF GRANT PAID .... 192,000.

TOTAL GRANTS PAID: 304,025.

KIKEL CHARITABLE FOUNDATION 450013016 34-1893970

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
170000. FHLB DISCOUNT NOTE	07/10/2008	01/07/2009	168,045.00	168,045.00	
170000. FHLB DISCOUNT NOTE	07/10/2008	01/07/2009	168,045.00	168,045.00	
562500.27 U S TREASURY	03/05/2009	03/06/2009	562,500.00	562,500.00	
475894.43 U S TREASURY	03/05/2009	03/06/2009	475,894.00	475,894.00	
58725.94 U S TREASURY CASH	03/05/2009	03/06/2009	58,726.00	58,726.00	
471369.91 U S TREASURY	03/05/2009	03/06/2009	471,370.00	471,370.00	
300000. FEDERAL HOME LOAN					
MORTGAGE CORP 4.000% 05/14/14-09 C	05/19/2008	05/15/2009	300,000.00	300,000.00	
170000. FEDERAL HOME LOAN					
BANK 1.000% 03/02/10	02/02/2009	06/19/2009	170,124.00	169,857.00	267.00
170000. FEDERAL HOME LOAN					
BANK 1.000% 03/02/10	02/02/2009	06/19/2009	170,124.00	169,857.00	267.00
350000. FEDERAL FARM					
CREDIT BANK 2.000% 01/17/12	01/20/2009	07/31/2009	351,484.00	352,205.00	-721.00
350000. FEDERAL FARM					
CREDIT BANK 2.000% 01/17/12	01/20/2009	07/31/2009	351,484.00	352,205.00	-721.00
100000. GENERAL ELECTRIC					
CAPITAL CORP 5.250% 10/27/09	10/02/2008	08/18/2009	99,676.00	98,782.00	894.00
100000. GENERAL ELECTRIC					
CAPITAL CORP 5.250% 10/27/09	10/02/2008	08/18/2009	99,676.00	98,782.00	894.00
125000. FEDERAL HOME LOAN					
BANK 3.000% 02/13/13-09 C	01/27/2009	08/27/2009	125,000.00	125,000.00	
125000. FEDERAL HOME LOAN					
BANK 3.000% 02/13/13-09 C	01/27/2009	08/27/2009	125,000.00	125,000.00	
1000. GOLDMAN SACHS GROUP	06/30/2009	10/07/2009	189,695.00	147,200.00	42,495.00
500. GOLDMAN SACHS GROUP	06/30/2009	10/07/2009	94,848.00	73,600.00	21,248.00
3000. TJX COS INC NEW	06/19/2009	10/07/2009	114,502.00	92,851.00	21,651.00
3000. TJX COS INC NEW	06/19/2009	10/07/2009	114,502.00	92,851.00	21,651.00
150000. FEDERAL FARM					
CREDIT BANK 4.180% 09/14/16-09 C	08/26/2009	12/14/2009	150,000.00	150,000.00	
150000. FEDERAL FARM					
CREDIT BANK 4.180% 09/14/16-09 C	08/26/2009	12/14/2009	150,000.00	150,000.00	
Totals					

JSA
9F0971 2 000

KIKEL CHARITABLE FOUNDATION 450013016 34-1893970

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			4,510,695.00	4,402,770.00	107,925.00
Totals			4,510,695.00	4,402,770.00	107,925.00

JSA
9F0971 2 000

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
125000. FEDERAL HOME LOAN					
MORTGAGE CORP 5.500% 12/05/17-09 Q	12/13/2007	03/05/2009	125,000.00	125,000.00	
125000. FEDERAL HOME LOAN					
MORTGAGE CORP 5.500% 12/05/17-09 Q	12/13/2007	03/05/2009	125,000.00	125,000.00	
125000. FEDERAL HOME LOAN					
BANK 3.750% 04/03/13-09 C	04/02/2008	04/03/2009	125,000.00	124,781.00	219.00
125000. FEDERAL HOME LOAN					
BANK 3.750% 04/03/13-09 C	04/02/2008	04/03/2009	125,000.00	124,781.00	219.00
300000. FEDERAL NATIONAL					
MORTGAGE ASSOC 4.650% 04/29/16-09 Q	04/24/2008	04/29/2009	300,000.00	297,750.00	2,250.00
1500. UNITED TECHNOLOGIES	10/26/2006	05/05/2009	77,329.00	96,712.00	-19,383.00
1500. UNITED TECHNOLOGIES	10/26/2006	05/05/2009	77,329.00	96,712.00	-19,383.00
4000. HEWLETT PACKARD CO	07/21/2003	06/26/2009	151,636.00	87,203.00	64,433.00
4000. HEWLETT PACKARD CO	07/21/2003	06/26/2009	151,636.00	87,203.00	64,433.00
3000. PROCTER & GAMBLE CO	04/23/2008	07/23/2009	166,242.00	144,829.00	21,413.00
3000. PROCTER & GAMBLE CO	09/25/2006	07/23/2009	166,242.00	137,734.00	28,508.00
150. BURLINGTON NORTHN	04/23/2008	07/30/2009	11,928.00	14,688.00	-2,760.00
1500. MCGRAW HILL COS INC	07/21/2003	07/30/2009	47,354.00	46,709.00	645.00
1500. MCGRAW HILL COS INC	07/21/2003	07/30/2009	47,354.00	46,709.00	645.00
100000. WALMART STORES	02/16/2005	08/10/2009	97,830.00	100,649.00	-2,819.00
100000. WALMART STORES	02/16/2005	08/10/2009	97,830.00	100,649.00	-2,819.00
125000. GENERAL ELECTRIC					
CAPITAL CORP 6.350% 05/12/18-09 SA	05/04/2006	08/18/2009	123,625.00	125,000.00	-1,375.00
125000. GENERAL ELECTRIC					
CAPITAL CORP 6.350% 05/12/18-09 SA	05/04/2006	08/18/2009	123,625.00	125,000.00	-1,375.00
75000. GENERAL ELECTRIC					
CAPITAL CORP 4.000% 12/15/13	06/13/2003	08/18/2009	74,188.00	75,000.00	-812.00
75000. GENERAL ELECTRIC					
CAPITAL CORP 4.000% 12/15/13	06/13/2003	08/18/2009	74,188.00	75,000.00	-812.00
75000. GENERAL ELECTRIC					
CAPITAL CORP 4.150% 05/15/12	05/27/2008	08/18/2009	74,519.00	75,000.00	-481.00
75000. GENERAL ELECTRIC					
Totals CAPITAL CORP 4.150% 05/15/12					

JSA
9F0970 2 000

KIKEL CHARITABLE FOUNDATION 450013016 34-1893970

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
	05/27/2008	08/18/2009	74,519.00	75,000.00	-481.00
150000. FEDERAL NATIONAL MORTGAGE ASSOC 4.500% 02/06/17-09 C	01/31/2008	12/07/2009	150,000.00	150,000.00	
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			2,587,374.00	2,457,109.00	130,265.00
Totals			2,587,374.00	2,457,109.00	130,265.00

JSA
9F0970 2 000

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

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

Type or print	Name of Exempt Organization	**Employer identification number**
File by the due date for filing your return See instructions	KIKEL CHARITABLE FOUNDATION 450013016	34-1893970
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O FARMERS TRUST CO., P.O. BOX 1728	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. YOUNGSTOWN, OH 44501	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ FARMERS TRUST COMPANY

Telephone No. ▶ (330) 743-7000 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/16, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______, ______, and ending ______, ______.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 5,853.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 7,590.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

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

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

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

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

Type or print	Name of Exempt Organization KIKEL CHARITABLE FOUNDATION UA	**Employer identification number** 34 1893970
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O FARMERS TRUST CO, P.O. BOX 1728	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. YOUNGSTOWN, OH 44501	

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

☐ Form 990 ☑ Form 990-PF ☐ Form 1041-A ☐ Form 6069
☐ Form 990-BL ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 4720 ☐ Form 8870
☐ Form 990-EZ ☐ Form 990-T (trust other than above) ☐ Form 5227

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

- The books are in the care of ► FARMERS TRUST COMPANY
  Telephone No. ► (330) 743-7000 FAX No. ► (330) 744-7310
- If the organization does not have an office or place of business in the United States, check this box . . . . ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ► ☐ . If it is for part of the group, check this box. . . . . . ► ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 20 10.
5 For calendar year 2009, or other tax year beginning ______, 20__, and ending ______, 20__.
6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
7 State in detail why you need the extension THE INTERNAL REVENUE SERVICE HAS NOT YET APPROVED A CONTINGENT SET-ASIDE REQUESTED BY FOUNDATION ON 12/28/2009. THE FOUNDATION HAS REQUESTED THE SERVICE TO RESEARCH THIS ISSUE AND WAS INFORMED THAT IT MAY TAKE UP TO 30 DAYS FOR REFERRAL TO BE REVIEWED.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 5853
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 7590
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0

Signature and Verification

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

FARMERS TRUST COMPANY, TRUSTEE

Signature ► BY: Barbara K. Repasky Title ► TAX OFFICER Date ► 8-4-2010

000 81729-EA