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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		6,717	428	428
	2	Savings and temporary cash investments		214,853	188,459	188,459
	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 ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) See Stmt 5		13,126,914	11,924,654	10,941,033
	c	Investments—corporate bonds (attach schedule) See Stmt 6		7,020,228	6,594,203	6,697,856
	11	Investments—land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		20,368,712	18,707,744	17,827,776
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)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		20,368,712	18,707,744	
	30	Total net assets or fund balances (see page 17 of the instructions)		20,368,712	18,707,744	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		20,368,712	18,707,744	

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	20,368,712
2	Enter amount from Part I, line 27a	2	-1,663,672
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	2,704
4	Add lines 1, 2, and 3	4	18,707,744
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,707,744

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 Bernstein Acct 888-37516 Sch Attache		P	Various	Various
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 5,984,272		7,357,820	-1,373,548
b			
c			
d			
e			

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

(i) FMV 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			-1,373,548
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	-1,373,548
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.

(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	928,680	18,834,842	0.049306
2007	1,012,888	22,302,281	0.045416
2006	884,330	21,237,222	0.041641
2005	675,391	21,537,917	0.031358
2004	1,137,351	21,576,753	0.052712

2 Total of line 1, column (d)	2	0.220433
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	0.044087
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	15,673,482
5 Multiply line 4 by line 3	5	690,997
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,713
7 Add lines 5 and 6	7	695,710
8 Enter qualifying distributions from Part XII, line 4	8	761,438

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 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	4,713
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	4,713
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	4,713
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	15,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	15,000
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	10,287
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 10,287 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?		X
1b 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ (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
4b 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? 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) OH		
8b 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)

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? Website address ► N/A	13	X	
14	The books are in care of ► Nick Valentino 1422 Euclid Ave. Suite #1010 Located at ► Cleveland, OH	Telephone no ► 216-363-6489 ZIP+4 ► 44115-2078		
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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?	N/A	1c
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 ► 20 , 20 , 20 , 20	☐ Yes	☒ No
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)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)? **N/A**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?**N/A** ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b**X****7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**N/A****7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (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 8				

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
Bernstein Global Wealth Management Cleveland 127 Public Square, Suite 5000 OH 44114	Investment Mang	61,827

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 N/A
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	15,907,356
b	Average of monthly cash balances	1b	4,808
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	15,912,164
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	15,912,164
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	238,682
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,673,482
6	Minimum investment return. Enter 5% of line 5	6	783,674

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	783,674
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,713
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,713
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	778,961
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	778,961
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	778,961

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	761,438
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	761,438
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	4,713
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	756,725

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				778,961
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009.				
a From 2004				56,973
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	56,973			
4 Qualifying distributions for 2009 from Part XII, line 4: \$ 761,438				
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				761,438
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).)	17,523			17,523
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	39,450			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
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)	39,450			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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 ☐ 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
Pamela B. Keefe, President 216-363-6489
1422 Euclid Avenue, Suite 1010 Cleveland OH 44115

b The form in which applications should be submitted and information and materials they should include:
Written request stating purpose and amount-IRS 501(c)3.

c Any submission deadlines:
Submit prior to meetings held in October of each year.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.
Does not accept requests of funds for individuals.

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 Statement 9				733,250
Total			▶ 3a	733,250
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

5/13/2010 9:42 AM

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Advisory Services-Accounting	\$ 48,464	\$ 36,348	\$	\$ 12,116
Total	\$ 48,464	\$ 36,348	\$ 0	\$ 12,116

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Fiduciary Liability Insurance Bernstein	\$ 1,565 61,827	\$ 1,174 46,370	\$	\$ 391 15,457
Total	\$ 63,392	\$ 47,544	\$ 0	\$ 15,848

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Tax Withheld	\$ 11,900	\$ 11,900	\$	\$
National City-Excise Tax Est 200	11,000	11,000		
National City-2008 Ext Payment	2,500	2,500		
Total	\$ 25,400	\$ 25,400	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Attorney General	200			200
Bank Fees	24			24
Total	<u>224</u>	<u>0</u>	<u>0</u>	<u>224</u>

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Federal Statements

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
Strategic Value/Growth Portfolios	\$ 7,452,874	\$ 6,383,646		\$ 7,145,395
Bernstein International Portfolio	3,874,556	3,750,511		2,548,478
Bernstein Emerging Mkts Portfolio	724,185	727,826		543,676
Alliance REIT Inst Fund	1,075,299	1,062,671		703,484
Total	<u>\$ 13,126,914</u>	<u>\$ 11,924,654</u>		<u>\$ 10,941,033</u>

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
Bernstein Inter Duration Inst Port	\$ 7,020,228	\$ 6,594,203		\$ 6,697,856
GE Capt Corp Med Term Notes				
MBNA Amer Bnk North Med Term Notes				
Total	<u>\$ 7,020,228</u>	<u>\$ 6,594,203</u>		<u>\$ 6,697,856</u>

Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
Book/Tax Difference	\$ 2,704
Total	<u>\$ 2,704</u>

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Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
	Pres./Ttee	1.00	0	0	0
Pamela B. Keefe 1422 Euclid Ave. Suite 1010 Cleveland OH 44115					
Stephen T. Keefe 1422 Euclid Ave. Suite 1010 Cleveland OH 44115	V.Pres./Ttee	1.00	0	0	0
Alice B. Burnham 1422 Euclid Ave. Suite 1010 Cleveland OH 44115	Trustee	0.50	0	0	0
Sarah Dimling 1422 Euclid Ave. Suite 1010 Cleveland OH 44115	Trustee	0.50	0	0	0
Nick Valentino 1422 Euclid Ave. Suite 1010 Cleveland OH 44115	Treasurer	1.50	0	0	0
Priscilla Perrotti 1422 Euclid Ave. Suite 1010 Cleveland OH 44115	Secretary	2.00	0	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Written request stating purpose and amount-IRS 501(c)3.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

Submit prior to meetings held in October of each year.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Does not accept requests of funds for individuals.

Federal Statements

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Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
Cleveland Scholarship Pro Cleveland OH 44114	200 Public Square N/A	Public	Public	College Access and Scholarships	5,000
Beech Brook Cleveland OH 44124	3737 Lander Road N/A	Public	Public	Sponsor - 2009 Beech Ball	2,500
Miss Hall's School Pittsfield MA 01202	492 Holmes Road N/A	Private	Private	Endowed Faculty Chair	75,000
Camp Ho Mita Koda Cleveland OH 44122	3601 S. Green Road N/A	Public	Public	Annau Fund	5,000
Cleveland Inst of Music Cleveland OH 44106	11021 East Boulevard N/A	Public	Public	Annual Fund	5,000
Cleve Museum of Ntrl Hist Cleveland OH 44106	1 Wade Oval Drive N/A	Public	Public	Annual Fund	2,000
Clevel Sight Center Cleveland OH 44106	1909 East 101st Street N/A	Public	Public	Prevention & Education Programs	5,000
Cleveland Zoological Soci Cleveland OH 44109	3900 Wildlife Way N/A	Public	Public	Operating Support	1,250
Diabetes Assn of Greater Cleveland OH 44122	3601 S. Green Road N/A	Public	Public	Operating Support	5,000
The Holden Arboretum Kirtland OH 44094	9500 Sperry Road N/A	Public	Public	Operating Support	2,000
Hopewell Mesopotamia OH 44439	9637 State Route 534 PO 1 N/A	Public	Public	Scholarship Program Support	5,000
The Lakeview Cemetary Fnd Cleveland OH 44106	12316 Euclid Avenue N/A	Public	Public	Operating Support	500
Make-A-Wish Foundation Cleveland OH 44115	1422 Euclid Avenue N/A	Public	Public	Operating Support	5,000
New Directions Cleveland OH 44124	30800 Chagrin Boulevard N/A	Public	Public	Annual Fund	5,000
Playhouse Square Foundati Cleveland OH 44115	1501 Euclid Avenue N/A	Public	Public	Annual Fund	5,000
UH - CHB Pediatric ICU Cleveland OH 44106	11100 Euclid Avenue N/A	Public	Public	Carol H. Butler Pediatric ICU	400,000
UH - Pediatric Heart Ctr Cleveland OH 44106	11100 Euclid Avenue N/A	Public	Public	Children's Heart Center - Renovation	125,000
Saint Martin De Porres Hi Cleveland OH 44103	6111 Lausche Avenue N/A	Public	Public	Program Support	40,000

Federal Statements

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FYE: 12/31/2009

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

Name	Address	Relationship	Status	Purpose	Amount
Suicide Prevention NE OH Cleveland OH 44122	29425 Chagrin Boulevard N/A		Public	Program Support	25,000
Fieldstone Farm Chagrin Falls OH 44023	16497 Snyder Road N/A		Public	Research Project	5,000
United Way of Lake County Mentor OH 44060	9285 Progress Parkway N/A		Public	Operating Support	10,000
Total					<u>733,250</u>

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
LONG-TERM								
08/23/2007	01/05/2009	2,300	***FLEXTRONICS INTL LTD	2.85	10.98	6,555.92	25,253.54	-18,697.62
11/02/2007	01/05/2009	800	***FLEXTRONICS INTL LTD	2.85	12.29	2,280.32	9,831.84	-7,551.52
07/02/2008	01/05/2009	1,200	***FLEXTRONICS INTL LTD	2.85	8.94	3,420.48	10,733.40	-7,312.92
04/17/2008	01/06/2009	225	BECTON DICKINSON & CO	68.46	82.78	15,402.65	18,624.71	-3,222.06
10/24/2008	01/06/2009	475	DOMINION RESOURCES INC/VA	36.59	34.41	17,379.92	16,344.51	1,035.41
06/15/1989	01/06/2009	1,200	GENERAL ELECTRIC CO	16.72	4.43	20,069.04	5,322.00	14,747.04
08/23/2007	01/06/2009	300	MEDCO HEALTH SOLUTIONS INC	43.82	42.22	13,146.66	12,667.44	479.22
04/05/2006	01/06/2009	225	PROCTER & GAMBLE CO	61.86	57.77	13,917.67	12,997.94	919.73
03/03/2008	01/06/2009	1,500	SCHERING-PLOUGH CORP	17.59	21.36	26,386.35	32,046.15	-5,659.80
07/02/2008	01/06/2009	300	SCHERING-PLOUGH CORP	17.59	19.75	5,277.27	5,926.20	-648.93
08/23/2007	01/14/2009	55	CME GROUP INC	176.96	552.50	9,732.91	30,387.74	-20,654.83
08/29/2007	01/14/2009	1,000	FIDELITY NATIONAL CL A	16.50	17.97	16,502.50	17,969.80	-1,467.30
08/01/2006	01/15/2009	300	APPLE INC	82.85	66.96	24,856.02	20,086.63	4,769.39
08/01/2006	01/15/2009	175	APPLE INC	82.85	66.96	14,499.35	11,717.20	2,782.15
04/30/2003	01/15/2009	1,050	CITIGROUP INC	3.81	39.33	3,999.98	41,293.41	-37,293.43
01/31/2008	01/15/2009	50	CITIGROUP INC	3.81	28.12	190.48	1,406.16	-1,215.68
01/31/2008	01/15/2009	1,250	CITIGROUP INC	3.81	28.12	4,761.87	35,154.00	-30,392.13
08/24/2007	01/22/2009	600	AMERISOURCEBERGEN CORP	37.57	48.10	22,542.06	28,858.86	-6,316.80
12/03/2007	01/22/2009	300	AMERISOURCEBERGEN CORP	37.57	44.05	11,271.03	13,215.45	-1,944.42
03/16/2006	01/22/2009	50	***ALCON INC	83.03	111.67	4,151.75	5,583.50	-1,431.75
04/05/2006	01/22/2009	300	***ALCON INC	83.03	104.20	24,910.47	31,260.00	-6,349.53
08/23/2007	01/22/2009	100	MCKESSON CORP	39.81	58.80	3,981.34	5,880.10	-1,898.76
12/26/2007	01/22/2009	200	MCKESSON CORP	39.81	66.43	7,962.68	13,286.84	-5,324.16
02/23/2006	01/26/2009	55	GOOGLE INC-CL A	326.88	378.21	17,978.50	20,801.41	-2,822.91
02/23/2006	01/30/2009	30	GOOGLE INC-CL A	340.54	378.21	10,216.27	11,346.22	-1,129.95
12/29/2008	01/30/2009	1,200	TEXTRON INC	8.94	12.75	10,727.88	15,296.52	-4,568.64
01/06/2009	02/02/2009	325	AFLAC INC	23.15	46.12	7,525.08	14,988.29	-7,463.21
10/09/2007	02/03/2009	200	***BP PLC-SPONS ADR	42.02	70.74	8,404.10	14,147.28	-5,743.18
10/19/2007	02/03/2009	200	***BP PLC-SPONS ADR	42.02	75.32	8,404.10	15,063.68	-6,659.58
11/05/2007	02/03/2009	225	***BP PLC-SPONS ADR	42.02	78.66	9,454.61	17,698.95	-8,244.34
01/23/2008	02/03/2009	75	***BP PLC-SPONS ADR	42.02	61.19	3,151.54	4,589.07	-1,437.53
08/29/2007	02/04/2009	800	CONOCOPHILLIPS	46.23	81.05	36,985.44	64,842.08	-27,856.64
07/02/2008	02/04/2009	375	HARTFORD FINANCIAL SVCS GRP	15.19	65.00	5,694.45	24,373.38	-18,678.93
05/29/2008	02/05/2009	1,000	CENTEX CORP	9.80	19.29	9,795.50	19,294.00	-9,498.50
04/09/2008	02/05/2009	375	VALERO ENERGY CORP	23.66	49.47	8,871.23	18,552.19	-9,680.96
01/31/2008	02/06/2009	150	CITIGROUP INC	3.93	28.12	588.78	4,218.48	-3,629.70
02/11/2008	02/06/2009	700	CITIGROUP INC	3.93	25.83	2,747.64	18,078.27	-15,330.63
02/27/2008	02/06/2009	1,000	CITIGROUP INC	3.93	25.46	3,925.20	25,462.00	-21,536.80
07/02/2008	02/06/2009	600	CITIGROUP INC	3.93	17.24	2,355.12	10,342.14	-7,987.02
09/22/2008	02/06/2009	700	CITIGROUP INC	3.93	20.01	2,747.64	14,003.64	-11,256.00
08/23/2007	02/06/2009	40	CHE GROUP INC	189.25	552.50	7,570.16	22,100.18	-14,530.02
01/15/2008	02/06/2009	45	CHE GROUP INC	189.25	614.74	8,516.43	27,663.08	-19,146.65
03/16/2008	02/06/2009	350	GILEAD SCIENCES INC	52.57	63.59	18,400.83	22,856.50	-3,855.67
06/21/2006	02/06/2009	175	MONSANTO CO	84.14	38.66	14,725.01	6,765.93	7,959.08
08/24/2007	02/06/2009	444	BERNSTEIN INTER. DURATION	13.50	14.87	6,000.00	6,602.28	-602.28
		.000	61.500%					

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/24/2007	02/06/2009	.444	BERNSTEIN INTER. DURATION 61.500%	13.50	14.86	0.00	6.60	-6.60
10/20/2008	02/09/2009	100	***ERICSSON (LM) TEL-SP ADR	8.92	7.93	891.99	793.39	98.60
10/20/2008	02/09/2009	1,000	***ERICSSON (LM) TEL-SP ADR	8.92	7.93	8,919.90	7,933.90	986.00
05/30/2008	02/09/2009	125	***TOYOTA MOTOR CORP - SPON ADR	70.74	102.02	8,842.39	12,752.26	-3,909.87
07/03/2008	02/09/2009	400	VERIZON COMMUNICATIONS INC	31.47	35.93	12,586.32	14,373.88	-1,787.56
01/22/2009	02/12/2009	2,100	DELL INC	9.07	9.93	19,037.13	20,855.31	-1,818.18
08/23/2007	02/13/2009	195	PHILIP MORRIS INTERNATIONAL	35.98	47.55	7,016.37	9,273.15	-2,256.78
07/03/2008	02/13/2009	700	VERIZON COMMUNICATIONS INC	29.94	35.93	20,954.85	25,154.29	-4,199.44
10/21/2008	02/18/2009	800	ACTIVISION BLIZZARD INC	9.53	13.20	7,627.04	10,561.76	-2,934.72
12/10/2008	02/18/2009	900	ACTIVISION BLIZZARD INC	9.53	9.89	8,580.42	8,898.57	-318.15
08/23/2007	02/20/2009	3,500	SPRINT NEXTEL CORP	3.14	18.60	10,988.25	65,115.75	-54,127.50
02/08/2006	02/24/2009	495	JPMORGAN CHASE & CO	20.77	39.46	10,280.11	19,533.56	-9,253.45
12/26/2007	02/24/2009	300	JPMORGAN CHASE & CO	20.77	44.73	6,230.37	13,417.95	-7,187.58
01/10/2008	02/24/2009	100	JPMORGAN CHASE & CO	20.77	40.77	2,076.79	4,077.16	-2,000.37
12/26/2007	03/03/2009	125	CATERPILLAR INC	22.76	73.49	2,845.25	9,186.18	-6,340.93
02/01/2008	03/03/2009	200	CATERPILLAR INC	22.76	71.45	4,552.40	14,289.72	-9,737.32
07/02/2008	03/03/2009	2	CATERPILLAR INC	22.76	74.15	45.52	148.30	-102.78
10/12/2007	03/04/2009	200	DEERE & CO	26.64	77.30	5,327.74	15,459.02	-10,131.28
12/06/2007	03/05/2009	600	SUPERVALU INC	15.43	39.74	9,255.18	23,845.86	-14,590.68
02/10/2009	03/10/2009	800	WELLS FARGO & COMPANY	11.49	18.05	9,193.60	14,439.52	-5,245.92
08/24/2007	03/10/2009	34,874	BERNSTEIN INTER. DURATION 61.500%	13.18	14.87	459,650.00	518,576.38	-58,926.38
08/24/2007	03/10/2009	.810	BERNSTEIN INTER. DURATION 61.500%	13.18	14.86	0.00	12.04	-12.04
08/29/2007	03/13/2009	1,400	BANK OF AMERICA CORP	5.88	50.41	8,238.16	70,570.64	-62,332.48
12/26/2007	03/13/2009	300	BANK OF AMERICA CORP	5.88	42.02	1,765.32	12,606.66	-10,841.34
02/05/2008	03/13/2009	800	BANK OF AMERICA CORP	5.88	42.76	4,707.52	34,211.68	-29,504.16
07/02/2008	03/13/2009	500	BANK OF AMERICA CORP	5.88	23.43	2,942.20	11,714.05	-8,771.85
10/07/2008	03/13/2009	900	BANK OF AMERICA CORP	5.88	22.00	5,295.96	19,800.00	-14,504.04
12/31/2008	03/13/2009	175	BANK OF AMERICA CORP	5.88	13.30	1,029.77	2,327.83	-1,298.06
04/30/2003	03/18/2009	1,825	AMERICAN INTERNATIONAL GROUP	1.31	58.04	2,385.46	105,921.70	-103,536.24
02/11/2008	03/18/2009	475	AMERICAN INTERNATIONAL GROUP	1.31	45.06	620.87	21,404.97	-20,784.10
02/12/2008	03/18/2009	400	AMERICAN INTERNATIONAL GROUP	1.31	45.75	522.84	18,300.60	-17,777.76
04/22/2008	03/18/2009	200	AMERICAN INTERNATIONAL GROUP	1.31	45.60	261.42	9,120.22	-8,858.80
04/23/2008	03/18/2009	100	AMERICAN INTERNATIONAL GROUP	1.31	44.58	130.71	4,458.06	-4,327.35
07/02/2008	03/18/2009	1,100	AMERICAN INTERNATIONAL GROUP	1.31	26.71	1,437.81	29,381.44	-27,943.63
01/10/2008	03/18/2009	170	JPMORGAN CHASE & CO	26.61	40.77	4,523.22	6,931.19	-2,407.97
01/15/2008	03/18/2009	75	JPMORGAN CHASE & CO	26.61	39.34	1,995.54	2,950.21	-954.67
01/15/2008	03/18/2009	105	JPMORGAN CHASE & CO	26.61	39.34	2,793.76	4,130.30	-1,336.54
01/15/2008	03/18/2009	50	JPMORGAN CHASE & CO	26.61	39.34	1,330.36	1,966.81	-636.45
08/23/2007	03/19/2009	400	PHILIP MORRIS INTERNATIONAL	37.79	47.55	15,114.92	19,021.86	-3,906.94
08/23/2007	03/20/2009	300	***ROYAL DUTCH SHELL PLC-ADR	45.31	74.75	13,593.39	22,424.64	-8,831.25
09/08/2008	03/23/2009	1,650	NVIDIA CORP	9.86	11.21	16,269.99	18,501.12	-2,231.13
12/31/2008	03/24/2009	1,825	BANK OF AMERICA CORP	7.77	13.30	14,184.81	24,275.97	-10,091.16
08/23/2007	03/24/2009	475	MORGAN STANLEY	24.67	64.44	11,717.40	30,609.38	-18,891.98
08/24/2007	03/24/2009	4,634	BERNSTEIN INTER. DURATION 61.500%	13.40	14.87	62,100.00	68,907.58	-6,807.58
08/24/2007	03/24/2009	.000	BERNSTEIN INTER. DURATION 61.500%	13.40	14.85	0.00	4.87	-4.87

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/05/2008	03/25/2009	328	61.500%					
02/05/2008	03/25/2009	300	J.C. PENNEY CO INC	18.76	46.33	5,627.01	13,898.52	-8,271.51
02/08/2006	03/26/2009	550	GENENTECH INC	95.00	83.67	61,750.00	54,387.42	7,362.58
03/17/2008	03/26/2009	200	GENENTECH INC	95.00	77.50	19,000.00	15,499.60	3,500.40
10/09/2008	03/26/2009	450	GENENTECH INC	95.00	80.82	42,750.00	36,370.26	6,379.74
11/13/2008	03/26/2009	100	GENENTECH INC	95.00	80.85	9,500.00	8,084.66	1,415.34
01/26/2009	03/26/2009	200	GENENTECH INC	95.00	84.79	19,000.00	16,958.84	2,041.16
02/05/2009	03/26/2009	100	GENENTECH INC	95.00	82.24	9,500.00	8,224.15	1,275.85
05/28/2008	03/27/2009	900	GANNETT CO	2.58	28.96	2,317.68	28,066.61	-23,748.93
06/18/2008	03/27/2009	400	GANNETT CO	2.58	24.33	1,030.08	9,730.76	-8,700.68
07/02/2008	03/27/2009	600	GANNETT CO	2.58	20.51	1,545.12	12,305.94	-10,760.82
01/15/2008	03/27/2009	200	JPMORGAN CHASE & CO	28.56	39.34	5,711.36	7,867.24	-2,155.88
10/09/2008	04/03/2009	1,300	**NOKIA CORP-SPON ADR	13.03	18.62	16,936.14	21,608.60	-4,672.46
12/06/2007	04/03/2009	100	SUPERVALU INC	14.96	39.74	1,496.38	3,974.31	-2,477.93
04/04/2008	04/03/2009	700	SUPERVALU INC	14.96	30.58	10,474.66	21,407.75	-10,933.09
	04/06/2009		TIME WARNER INC			7.17		7.17
	04/06/2009		TIME WARNER CABLE INC			18.04		18.04
12/18/2008	04/06/2009	600	TJX COMPANIES INC	26.14	20.80	15,684.42	12,481.26	3,203.16
08/23/2007	04/08/2009	200	ABBOTT LABORATORIES	43.53	52.20	8,705.16	10,440.10	-1,734.94
11/06/2007	04/08/2009	225	ABBOTT LABORATORIES	43.53	54.14	9,793.31	12,182.37	-2,389.06
11/10/2008	04/08/2009	175	BUNGE LTD	56.03	44.91	9,805.72	7,859.05	1,946.67
08/24/2007	04/08/2009	300	COLGATE-PALMOLIVE CO	60.23	67.17	18,067.92	20,150.88	-2,082.96
04/30/2003	04/09/2009	75	GOLDMAN SACHS GROUP INC	119.04	76.16	8,927.88	5,712.29	3,215.59
08/28/2008	04/09/2009	250	WYETH	42.30	43.10	10,574.38	10,774.62	-200.24
08/24/2007	04/09/2009	294	BERNSTEIN INTER. DURATION	13.56	14.87	4,000.00	4,371.78	-371.78
	04/09/2009	000	61.500%			0.00	14.64	-14.64
08/24/2007	04/09/2009		BERNSTEIN INTER. DURATION	13.56	14.86			
	04/13/2009	985	61.500%			11,459.14	8,981.79	2,477.35
11/10/2008	04/13/2009	200	BUNGE LTD	57.30	44.91	1,432.39	1,037.50	394.89
12/09/2008	04/13/2009	25	BUNGE LTD	57.30	41.50	1,495.66	27,690.23	-16,194.57
08/29/2007	04/13/2009	225	**DEUTSCHE BANK AG-REGISTERED	51.09	123.07	3,831.88	9,254.82	-5,422.94
11/26/2007	04/13/2009	75	**DEUTSCHE BANK AG-REGISTERED	51.09	123.40	1,277.30	2,734.96	-1,457.66
02/11/2008	04/13/2009	25	**DEUTSCHE BANK AG-REGISTERED	51.09	109.40	2,554.59	5,469.92	-2,915.33
02/11/2008	04/13/2009	50	**DEUTSCHE BANK AG-REGISTERED	51.09	109.40	659.40	1,611.02	-951.62
08/23/2007	04/13/2009	25	MORGAN STANLEY	26.38	64.44	5,275.20	12,121.62	-6,846.42
08/29/2007	04/13/2009	200	MORGAN STANLEY	26.38	60.61	1,978.20	5,014.46	-3,036.26
10/04/2007	04/13/2009	75	MORGAN STANLEY	26.38	66.86	8,543.10	19,075.86	-10,532.76
08/29/2007	04/13/2009	300	METLIFE INC	28.48	63.59	711.93	1,654.49	-942.56
10/19/2007	04/13/2009	25	METLIFE INC	28.48	66.18	5,282.74	9,265.68	-3,982.94
02/05/2008	04/13/2009	200	J.C. PENNEY CO INC	26.41	46.33	1,320.69	876.90	443.79
11/14/2008	04/13/2009	50	J.C. PENNEY CO INC	26.41	17.54	13,197.90	19,543.80	-6,345.90
01/10/2008	04/14/2009	300	COCA-COLA CO/THE	43.99	65.15	8,442.02	13,006.33	-4,564.31
09/29/2008	04/14/2009	115	LOCKHEED MARTIN CORP	73.41	113.10	8,074.98	9,535.69	-1,460.71
10/21/2008	04/14/2009	110	LOCKHEED MARTIN CORP	73.41	86.69	3,187.82	4,060.80	-872.98
11/06/2007	04/16/2009	75	ABBOTT LABORATORIES	42.50	54.14	9,563.47	12,391.42	-2,827.95
11/26/2007	04/16/2009	225	ABBOTT LABORATORIES	42.50	55.07	13,298.90	15,113.16	-1,814.26
08/24/2007	04/16/2009	225	COLGATE-PALMOLIVE CO	59.11	67.17	19,003.17	18,910.38	92.79
02/23/2006	04/20/2009	50	GOOGLE INC-CL A	380.06	378.21	7,294.90	7,863.25	-568.35
10/10/2008	04/20/2009	500	**NOKIA CORP-SPON ADR	14.59	15.73			

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/22/2009	04/20/2009	200	***NOKIA CORP-SPON ADR	14.59	12.22	2,917.96	2,444.30	473.66
05/30/2008	04/20/2009	150	***TOYOTA MOTOR CORP -SPON ADR	76.03	102.02	11,404.13	15,302.71	-3,898.58
05/30/2008	04/24/2009	25	***TOYOTA MOTOR CORP -SPON ADR	80.40	102.02	2,010.03	2,550.46	-540.43
07/02/2008	04/24/2009	125	***TOYOTA MOTOR CORP -SPON ADR	80.40	93.98	10,050.15	11,747.43	-1,697.28
11/26/2007	04/28/2009	75	ABBOTT LABORATORIES	43.18	55.07	3,238.73	4,130.48	-891.75
03/04/2008	04/28/2009	250	ABBOTT LABORATORIES	43.18	53.13	10,795.75	13,283.37	-2,487.62
02/11/2008	04/28/2009	350	WAL-MART STORES INC	48.75	48.67	17,062.74	17,036.22	26.52
09/29/2008	04/28/2009	150	WAL-MART STORES INC	48.75	60.16	7,312.61	9,023.83	-1,711.22
06/21/2006	04/29/2009	100	MONSANTO CO	82.64	38.66	8,263.97	3,866.25	4,397.72
08/23/2007	04/29/2009	175	***ROYAL DUTCH SHELL PLC-ADR	46.07	74.75	8,061.78	13,081.04	-5,019.26
10/24/2007	04/29/2009	75	***ROYAL DUTCH SHELL PLC-ADR	46.07	84.40	3,455.05	6,330.18	-2,875.13
07/02/2008	04/29/2009	450	WISCONSIN ENERGY CORP	40.00	45.51	17,998.07	20,481.26	-2,483.19
03/16/2006	04/30/2009	200	GILEAD SCIENCES INC	45.40	63.59	9,079.62	12,718.00	-3,638.38
04/14/2009	04/30/2009	225	PACCAR INC	35.31	31.20	7,945.74	7,019.75	925.99
08/29/2007	05/01/2009	400	ALLSTATE CORP	23.39	54.46	9,356.92	21,782.32	-12,425.40
07/15/2008	05/01/2009	175	BECTON DICKINSON & CO	61.06	79.83	10,684.66	13,969.48	-3,284.82
10/06/2008	05/01/2009	225	BECTON DICKINSON & CO	61.06	77.76	13,737.42	17,495.57	-3,758.15
01/10/2008	05/01/2009	75	COCA-COLA CO/THE	42.34	65.15	3,175.64	4,885.95	-1,710.31
03/19/2008	05/01/2009	175	COCA-COLA CO/THE	42.34	59.85	7,409.84	10,473.92	-3,064.08
11/19/2007	05/01/2009	25	EOG RESOURCES INC	66.08	84.68	1,652.02	2,116.94	-464.92
01/18/2008	05/01/2009	275	EOG RESOURCES INC	66.08	84.87	18,172.25	23,339.85	-5,167.60
08/23/2007	05/01/2009	425	HEWLETT-PACKARD CO	35.84	47.04	15,233.36	19,993.65	-4,760.29
12/21/2007	05/01/2009	450	MICROSOFT CORP	20.00	35.91	9,001.13	16,158.24	-7,157.11
02/10/2009	05/01/2009	200	MICROSOFT CORP	20.00	18.98	4,000.50	3,795.12	205.38
08/23/2007	05/01/2009	105	PHILIP MORRIS INTERNATIONAL	36.89	47.55	3,873.58	4,993.24	-1,119.66
07/11/2008	05/01/2009	225	PHILIP MORRIS INTERNATIONAL	36.89	52.90	8,300.52	11,902.37	-3,601.85
07/21/2008	05/01/2009	70	PHILIP MORRIS INTERNATIONAL	36.89	50.82	2,582.38	3,557.49	-975.11
12/18/2008	05/01/2009	800	TJX COMPANIES INC	27.88	20.80	22,305.52	16,641.68	5,663.84
10/06/2008	05/04/2009	175	BECTON DICKINSON & CO	60.79	77.76	10,638.08	13,607.67	-2,969.59
10/02/2006	05/04/2009	150	MCDONALD'S CORP	52.62	39.69	7,892.33	5,954.15	1,938.18
01/18/2008	05/05/2009	250	***TEVA PHARMACEUTICAL-SP ADR	44.22	48.12	11,055.50	12,029.48	-973.98
08/24/2007	05/05/2009	125	COLGATE-PALMOLIVE CO	61.70	67.17	7,712.97	8,396.20	-683.23
02/05/2009	05/05/2009	75	COLGATE-PALMOLIVE CO	61.70	63.91	4,627.79	4,793.04	-165.25
10/20/2008	05/05/2009	700	***ERICSSON (LM) TEL-SP ADR	8.55	7.93	5,984.23	5,553.73	430.50
11/13/2008	05/05/2009	900	***ERICSSON (LM) TEL-SP ADR	8.55	6.62	7,694.01	5,961.51	1,732.50
11/25/2008	05/05/2009	200	MOLSON COORS BREWING CO -B	42.08	44.57	8,415.16	8,914.06	-498.90
03/10/2009	05/05/2009	225	MOLSON COORS BREWING CO -B	42.08	33.16	9,467.06	7,460.55	2,006.51
11/26/2009	05/06/2009	275	HONEYWELL INTERNATIONAL INC	32.84	32.38	9,032.07	8,903.81	128.26
01/13/2008	05/07/2009	100	LOCKHEED MARTIN CORP	79.35	71.81	7,934.51	7,180.65	753.86
11/25/2008	05/07/2009	100	LOCKHEED MARTIN CORP	79.35	73.65	7,934.51	7,365.17	569.34
02/10/2009	05/07/2009	450	MICROSOFT CORP	19.32	18.98	8,693.28	8,539.02	154.26
02/23/2009	05/07/2009	25	MICROSOFT CORP	19.32	17.99	482.96	449.71	33.25
04/14/2009	05/07/2009	200	PACCAR INC	32.90	31.20	6,579.88	6,239.78	340.10
05/17/1995	05/07/2009	200	PEPSICO INC	49.51	20.98	9,901.20	4,195.40	5,705.80
06/17/2008	05/07/2009	250	QUALCOMM INC	41.91	49.09	10,477.45	12,272.55	-1,795.10
01/25/2008	05/07/2009	175	***TEVA PHARMACEUTICAL-SP ADR	44.34	44.82	7,759.66	7,844.16	-84.50
04/05/2006	05/08/2009	150	***ALCON INC	96.24	104.20	14,435.25	15,630.00	-1,194.75
11/06/2007	05/08/2009	250	MEDCO HEALTH SOLUTIONS INC	45.12	48.09	11,279.90	12,021.48	-741.58
03/19/2008	05/11/2009	200	COCA-COLA CO/THE	42.83	59.85	8,565.82	11,970.20	-3,404.38

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/25/2008	05/12/2009	200	BAXTER INTERNATIONAL INC	50.83	61.90	10,165.96	12,379.80	-2,213.84
10/23/2008	05/12/2009	800	HOME DEPOT INC	24.54	19.17	19,633.36	15,335.60	4,297.76
02/10/2009	05/12/2009	50	HOME DEPOT INC	24.54	22.46	1,227.09	1,123.12	103.97
08/23/2007	05/14/2009	300	CELGENE CORP	40.71	60.01	12,212.16	18,003.21	-5,791.05
03/09/2009	05/14/2009	1,400	GAP INC/THE	15.37	9.84	21,518.14	13,780.48	7,737.66
08/24/2007	05/14/2009	869	BERNSTEIN INTER. DURATION	14.09	14.87	12,250.00	12,922.03	-672.03
		.000	61.500%					
08/24/2007	05/14/2009		BERNSTEIN INTER. DURATION	14.09	14.87	0.00	6.11	-6.11
		.411	61.500%					
08/23/2007	05/15/2009	500	THE WALT DISNEY CO.	24.08	33.29	12,040.55	16,642.75	-4,602.20
10/16/2008	05/15/2009	350	THE WALT DISNEY CO.	24.08	23.52	8,428.38	8,230.92	197.46
12/22/2008	05/15/2009	350	THE WALT DISNEY CO.	24.08	22.22	8,428.39	7,778.12	650.27
06/12/2008	05/19/2009	1,900	MOTOROLA INC	6.13	8.97	11,649.85	17,037.87	-5,388.02
09/26/2008	05/19/2009	200	MOTOROLA INC	6.13	7.51	1,226.30	1,501.88	-275.58
08/23/2007	05/19/2009	600	SAFEMAY INC	19.55	32.53	11,732.70	19,515.18	-7,782.48
07/02/2008	05/19/2009	1,000	SAFEMAY INC	43.57	58.61	19,554.50	28,610.20	-9,055.70
03/04/2008	05/20/2009	50	ABBOTT LABORATORIES	43.57	55.30	2,178.32	2,656.68	-478.36
10/17/2008	05/20/2009	200	ABBOTT LABORATORIES	40.40	47.13	8,713.28	11,060.26	-2,346.98
01/13/2009	05/20/2009	200	JACOBS ENGINEERING GROUP INC	18.50	27.26	3,680.00	9,425.44	-5,745.44
02/26/2007	05/26/2009	1,000	CISCO SYSTEMS INC	17.43	20.70	17,430.00	27,260.53	-9,830.53
10/21/2008	05/26/2009	425	SCHWAB (CHARLES) CORP	17.43	20.70	7,407.41	8,795.55	-1,388.14
11/13/2008	05/26/2009	75	SCHWAB (CHARLES) CORP	17.43	16.41	1,307.19	1,230.96	76.23
08/28/2008	05/27/2009	450	WYETH	44.12	43.10	19,856.07	19,394.33	461.74
06/21/2008	05/28/2009	225	MONSANTO CO	79.22	38.66	17,824.28	8,699.06	9,125.22
04/20/2009	05/28/2009	550	NETAPP INC	18.70	17.73	10,283.52	9,749.91	533.61
07/21/2008	05/29/2009	250	DEVON ENERGY CORPORATION	63.69	102.20	15,923.20	25,548.98	-9,625.78
08/08/2008	05/29/2009	50	DEVON ENERGY CORPORATION	63.69	90.34	3,184.64	4,517.14	-1,332.50
06/21/2006	05/29/2009	100	MONSANTO CO	81.34	38.66	8,133.87	3,866.25	4,267.62
10/19/2007	05/29/2009	175	METLIFE INC	31.12	66.18	5,445.98	11,581.49	-6,135.51
12/06/2007	05/29/2009	200	METLIFE INC	31.12	64.16	6,223.98	12,832.30	-6,608.32
10/08/2008	05/29/2009	250	METLIFE INC	31.12	26.50	7,779.98	6,625.00	1,154.98
10/08/2008	05/29/2009	50	METLIFE INC	31.12	26.50	1,556.00	1,325.00	231.00
10/08/2007	06/01/2009	275	EMERSON ELECTRIC CO	33.35	54.32	9,172.27	14,939.37	-5,767.10
09/08/2008	06/01/2009	50	NVIDIA CORP	10.85	11.21	542.31	560.64	-18.33
09/16/2008	06/01/2009	1,300	NVIDIA CORP	10.85	9.43	14,100.06	12,260.30	1,839.76
11/13/2008	06/01/2009	400	SCHWAB (CHARLES) CORP	18.19	16.41	7,275.48	6,565.12	710.36
05/19/2008	06/01/2009	500	WESTERN DIGITAL CORP	25.64	35.23	12,822.35	17,613.20	-4,790.85
05/30/2008	06/01/2009	200	WESTERN DIGITAL CORP	25.64	37.10	5,128.94	7,419.70	-2,290.76
05/30/2008	06/01/2009	50	WESTERN DIGITAL CORP	25.64	37.10	1,282.24	1,854.92	-572.68
08/11/2005	06/04/2009	175	FRANKLIN RESOURCES INC	72.69	82.44	12,721.29	14,427.27	-1,705.98
02/23/2006	06/04/2009	125	FRANKLIN RESOURCES INC	72.69	101.01	9,086.64	12,626.12	-3,539.48
08/23/2007	06/04/2009	275	HEWLETT-PACKARD CO	35.78	47.04	9,840.60	12,937.07	-3,096.47
02/17/2009	06/04/2009	1,000	LINCOLN NATIONAL CORP	18.87	13.14	18,871.20	13,139.70	5,731.50
06/21/2006	06/04/2009	150	MONSANTO CO	82.00	38.66	12,300.63	5,799.38	6,501.25
12/19/2008	06/05/2009	900	**SANOFI-AVENTIS ADR	32.33	32.70	29,100.69	29,431.53	-330.84
07/21/2008	06/12/2009	205	PHILIP MORRIS INTERNATIONAL	43.41	50.82	8,899.15	10,418.40	-1,519.25
10/28/2008	06/12/2009	20	PHILIP MORRIS INTERNATIONAL	43.41	39.91	868.21	798.27	69.94
08/29/2007	06/15/2009	200	ALLSTATE CORP	24.62	54.46	4,923.62	10,891.16	-5,967.54
09/27/2007	06/15/2009	200	ALLSTATE CORP	24.62	56.27	4,923.62	11,254.94	-6,331.32

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account. 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/21/2008	06/15/2009	400	CARDINAL HEALTH INC	30.33	51.97	12,131.04	20,788.48	-8,657.44
03/19/2009	06/15/2009	225	EASTMAN CHEMICAL COMPANY	39.19	24.75	8,817.23	5,568.32	3,248.91
12/15/2008	06/15/2009	450	**MAGNA INTERNATIONAL INC-CL	37.11	29.04	16,698.11	13,067.42	3,630.69
08/23/2007	06/15/2009	700	PHILIP MORRIS INTERNATIONAL	43.01	47.55	30,109.10	33,288.28	-3,179.18
05/30/2008	06/19/2009	250	WESTERN DIGITAL CORP	25.19	37.10	6,297.15	9,274.63	-2,977.48
08/20/2008	06/19/2009	100	WESTERN DIGITAL CORP	25.19	28.28	2,518.86	2,827.57	-308.71
07/08/2008	06/22/2009	305	AMGEN INC	51.18	50.09	15,608.53	15,278.77	329.76
03/26/2009	06/22/2009	295	AMGEN INC	51.18	50.44	15,096.77	14,879.59	217.18
08/23/2007	06/22/2009	300	HEWLETT-PACKARD CO	37.79	47.04	11,336.31	14,113.17	-2,776.86
10/04/2007	06/23/2009	525	MORGAN STANLEY	26.51	66.86	13,919.38	35,101.24	-21,181.86
01/10/2008	06/23/2009	50	MORGAN STANLEY	26.51	47.76	1,325.65	2,387.84	-1,062.19
01/10/2008	06/23/2009	50	MORGAN STANLEY	26.51	47.76	1,325.66	2,387.84	-1,062.18
08/23/2007	06/24/2009	325	HEWLETT-PACKARD CO	37.52	47.04	12,195.01	15,289.26	-3,094.25
08/23/2007	06/24/2009	650	TRAVELERS COS INC/THE	41.14	51.96	26,742.04	33,771.01	-7,028.97
11/26/2008	06/26/2009	1,200	CORNING INC	18.03	9.05	19,241.76	10,855.92	8,385.84
01/18/2008	06/26/2009	200	EOG RESOURCES INC	68.68	84.87	13,735.54	16,974.45	-3,238.91
02/14/2008	06/26/2009	175	EOG RESOURCES INC	68.68	98.91	12,018.60	17,309.21	-5,290.61
02/14/2008	06/26/2009	50	EOG RESOURCES INC	68.68	98.91	3,433.89	4,945.49	-1,511.60
06/21/2008	06/26/2009	150	MONSANTO CO	75.68	38.66	11,352.56	5,799.38	5,553.18
10/08/2008	06/26/2009	300	METLIFE INC	29.82	26.50	8,947.26	7,950.00	997.26
10/31/2008	06/26/2009	125	METLIFE INC	29.82	30.77	3,728.03	3,846.73	-118.70
10/31/2008	06/26/2009	25	METLIFE INC	29.82	30.77	745.61	769.34	-23.73
04/29/2008	06/26/2009	1,000	TYSON FOODS INC-CL A	12.67	17.85	12,667.00	17,853.70	-5,186.70
01/14/2009	06/26/2009	400	TYSON FOODS INC-CL A	12.67	8.33	5,066.80	3,333.72	1,733.08
02/14/2008	06/30/2009	75	EOG RESOURCES INC	68.00	98.91	5,100.02	7,418.24	-2,318.22
03/19/2008	06/30/2009	100	EOG RESOURCES INC	68.00	117.12	6,800.02	11,711.72	-4,911.70
02/26/2007	07/01/2009	650	CISCO SYSTEMS INC	19.01	27.26	12,358.32	17,719.34	-5,361.02
01/22/2009	07/06/2009	600	**NOKIA CORP-SPON ADR	14.31	12.22	8,585.82	7,332.90	1,252.92
01/22/2009	07/06/2009	50	**NOKIA CORP-SPON ADR	14.31	12.22	715.49	611.07	104.42
01/25/2008	07/07/2009	50	CHE GROUP INC	283.48	636.87	14,174.09	31,843.42	-17,669.33
09/08/2008	07/08/2009	58	PROCTER & GAMBLE CO	52.44	71.66	3,041.75	4,156.55	-1,114.80
11/25/2008	07/08/2009	135	PROCTER & GAMBLE CO	52.44	64.83	7,079.92	8,751.88	-1,671.96
03/19/2009	07/10/2009	1,000	BRISTOL-MYERS SQUIBB CO	19.30	20.97	19,303.10	20,969.20	-1,666.10
03/19/2008	07/10/2009	25	EOG RESOURCES INC	62.46	117.12	1,561.48	2,927.93	-1,366.45
01/26/2009	07/10/2009	250	EOG RESOURCES INC	62.46	67.39	15,614.80	16,848.20	-1,233.40
12/27/1965	07/10/2009	375	EXXON MOBIL CORP	65.09	2.53	24,410.33	947.62	23,462.71
04/14/2009	07/13/2009	300	AMGEN INC	57.83	47.38	17,349.30	14,213.16	3,136.14
08/29/2007	07/13/2009	500	CHEVRON CORP	61.77	85.84	30,887.05	42,921.65	-12,034.60
08/23/2007	07/16/2009	675	HEWLETT-PACKARD CO	39.13	47.04	26,414.03	31,754.64	-5,340.61
10/02/2006	07/16/2009	125	MCDONALD'S CORP	57.08	39.69	7,134.81	4,961.80	2,173.01
08/20/2008	07/16/2009	200	MCDONALD'S CORP	57.08	62.36	11,415.70	12,472.36	-1,056.66
10/06/2008	07/16/2009	100	MCDONALD'S CORP	57.08	58.29	5,707.85	5,829.42	-121.57
10/24/2007	07/16/2009	150	**ROYAL DUTCH SHELL PLC-ADR	50.16	84.40	7,523.97	12,660.36	-5,136.39
04/02/2008	07/16/2009	300	**ROYAL DUTCH SHELL PLC-ADR	50.16	70.05	15,047.94	21,015.27	-5,967.33
04/04/2008	07/16/2009	200	**ROYAL DUTCH SHELL PLC-ADR	50.16	71.76	10,031.96	14,351.74	-4,319.78
01/20/2009	07/17/2009	400	CAPITAL ONE FINANCIAL CORP	26.66	23.53	10,664.96	9,411.56	1,253.40
04/16/2009	07/17/2009	300	DU PONT (E.I.) DE NEMOURS	27.43	27.90	8,229.18	8,368.92	-139.74
03/24/2009	07/17/2009	800	ELI LILLY & CO	33.50	33.46	26,800.64	26,771.84	28.80
08/30/2007	07/20/2009	325	AUTOLIV INC	30.90	57.01	10,041.01	18,526.82	-8,485.81

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/11/2008	07/20/2009	375	AUTOLIV INC	30.90	22.37	11,585.77	8,387.51	3,198.26
12/22/2008	07/20/2009	750	THE WALT DISNEY CO.	24.91	22.22	18,679.50	16,667.40	2,012.10
07/02/2008	07/20/2009	700	KROGER CO	21.50	29.36	15,048.46	20,553.26	-5,504.80
06/21/2006	07/22/2009	25	MONSANTO CO	79.72	38.66	1,993.07	966.57	1,026.50
10/29/2007	07/22/2009	250	MONSANTO CO	79.72	95.55	19,930.73	23,888.35	-3,957.62
04/21/2009	07/23/2009	475	LIBERTY ENTERTAINMENT-CL A	26.93	23.74	12,793.65	11,277.83	1,515.82
10/28/2008	07/27/2009	175	PHILIP MORRIS INTERNATIONAL	46.63	39.91	8,159.97	6,984.92	1,175.05
06/09/2008	07/29/2009	100	APACHE CORP	76.40	140.36	7,639.50	14,035.57	-6,396.07
06/30/2008	07/29/2009	150	APACHE CORP	76.40	138.45	11,459.25	20,767.35	-9,308.10
01/13/2009	07/29/2009	25	APACHE CORP	76.40	74.69	1,909.88	1,867.33	42.55
08/23/2007	07/29/2009	300	CELGENE CORP	56.66	60.01	16,999.35	18,003.21	-1,003.86
01/14/2009	07/30/2009	1,200	TYSON FOODS INC-CL A	11.33	8.33	13,601.28	10,001.16	3,600.12
02/26/2007	08/03/2009	1,000	CISCO SYSTEMS INC	22.52	27.26	22,518.00	27,260.53	-4,742.53
02/26/2007	08/03/2009	150	CISCO SYSTEMS INC	22.52	27.26	3,377.70	4,089.08	-711.38
12/22/2008	08/03/2009	300	THE WALT DISNEY CO.	25.52	22.22	7,655.31	6,666.96	988.35
03/31/2009	08/03/2009	175	THE WALT DISNEY CO.	25.52	18.07	4,465.60	3,162.72	1,302.88
01/26/2009	08/03/2009	25	EOG RESOURCES INC	76.89	67.39	1,922.14	1,684.82	237.32
03/31/2009	08/03/2009	100	EOG RESOURCES INC	76.89	56.93	7,688.56	5,692.97	1,995.59
05/04/2009	08/03/2009	500	TORCHMARK CORP	39.00	30.62	19,500.90	15,309.25	4,191.65
10/06/2008	08/04/2009	325	MCDONALD'S CORP	55.01	58.29	17,877.05	18,945.61	-1,068.56
10/08/2007	08/06/2009	200	EMERSON ELECTRIC CO	34.79	54.33	6,957.96	10,865.01	-3,907.05
01/06/2009	08/06/2009	325	EMERSON ELECTRIC CO	34.79	38.13	11,306.69	12,390.98	-1,084.29
03/19/2009	08/06/2009	300	EMERSON ELECTRIC CO	34.79	27.82	10,436.94	8,344.92	2,092.02
04/10/2008	08/06/2009	100	MONSANTO CO	84.05	120.96	8,405.20	12,096.50	-3,691.30
12/07/2007	08/07/2009	200	PROCTER & GAMBLE CO	51.91	74.49	10,382.24	14,898.38	-4,516.14
09/08/2008	08/07/2009	229	PROCTER & GAMBLE CO	51.91	71.66	11,887.66	16,411.20	-4,523.54
07/02/2008	08/07/2009	500	SAFEMAY INC	18.53	28.61	9,266.10	14,305.10	-5,039.00
07/03/2008	08/07/2009	700	SAFEMAY INC	18.53	28.89	12,972.54	20,221.74	-7,249.20
08/29/2007	08/10/2009	500	CHEVRON CORP	69.25	85.84	34,625.20	42,921.66	-8,296.46
07/02/2008	08/12/2009	125	HARTFORD FINANCIAL SVCS GRP	19.63	65.00	2,453.19	8,124.47	-5,671.28
10/31/2008	08/12/2009	800	HARTFORD FINANCIAL SVCS GRP	19.63	10.06	15,700.40	8,045.92	7,654.48
04/21/2008	08/13/2009	300	CARDINAL HEALTH INC	32.72	51.97	9,815.25	15,591.36	-5,776.11
05/29/2008	08/13/2009	200	CARDINAL HEALTH INC	32.72	55.82	6,543.50	11,164.80	-4,621.30
04/14/2009	08/13/2009	500	CARDINAL HEALTH INC	32.72	34.08	16,358.75	17,041.35	-682.60
12/27/1965	08/17/2009	675	EXXON MOBIL CORP	66.73	2.53	45,045.18	1,705.73	43,339.45
08/23/2007	08/17/2009	907	BERNSTEIN INTERNATIONAL	13.44	27.10	12,200.00	24,579.70	-12,379.70
08/23/2007	08/17/2009	.000	PORTFOLIO					
08/23/2007	08/17/2009	.738	BERNSTEIN INTERNATIONAL	13.44	27.09	0.00	19.99	-19.99
08/23/2007	08/17/2009	.738	PORTFOLIO					
03/31/2009	08/18/2009		***TAIWAN SEMICONDUCTOR MFG CO			5.17		5.17
03/31/2009	08/20/2009	100	EOG RESOURCES INC	73.59	56.93	7,359.05	5,692.97	1,666.08
03/31/2009	08/20/2009	350	EMERSON ELECTRIC CO	34.72	28.52	12,150.64	9,980.81	2,169.83
06/09/2008	08/21/2009	125	APACHE CORP	87.75	140.36	10,968.71	17,544.46	-6,575.75
07/10/2008	08/21/2009	125	APACHE CORP	87.75	119.73	10,968.72	14,966.41	-3,997.69
04/14/2009	08/21/2009	400	CARDINAL HEALTH INC	34.74	34.08	13,897.48	13,633.08	264.40
01/09/2009	08/21/2009	600	LIMITED BRANDS INC	15.05	9.59	9,030.24	5,752.56	3,277.68
04/10/2008	08/21/2009	100	MONSANTO CO	84.00	120.96	8,400.00	12,096.50	-3,696.50
12/15/2008	08/21/2009	900	NEWS CORP	10.71	7.78	9,637.38	7,002.27	2,635.11
10/31/2008	08/24/2009	225	METLIFE INC	39.83	30.77	8,961.41	6,924.13	2,037.28

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/13/2008	08/26/2009	1,700	**ERICSSON (LM) TEL-SP ADR	9.33	6.62	15,853.69	11,260.63	4,593.06
05/06/2008	08/27/2009	275	NIKE INC -CL B	56.01	67.27	15,402.20	18,498.56	-3,096.36
08/23/2007	08/28/2009	400	HEWLETT-PACKARD CO	44.82	47.04	17,929.80	18,817.56	-887.76
08/29/2007	09/02/2009	1,800	GENWORTH FINANCIAL INC-CL A	9.05	29.08	16,289.28	52,341.12	-36,051.84
03/24/2009	09/03/2009	100	ELI LILLY & CO	32.51	33.46	3,250.52	3,346.48	-95.96
04/09/2009	09/03/2009	800	ELI LILLY & CO	32.51	32.55	26,004.16	26,041.36	-37.20
03/19/2009	09/04/2009	375	EASTMAN CHEMICAL COMPANY	50.16	24.75	18,810.53	9,280.54	9,529.99
04/25/2008	09/09/2009	275	BAXTER INTERNATIONAL INC	55.97	61.90	15,393.04	17,022.23	-1,629.19
05/27/2008	09/09/2009	100	BAXTER INTERNATIONAL INC	55.97	60.30	5,597.47	6,030.30	-432.83
09/08/2008	09/10/2009	138	PROCTER & GAMBLE CO	55.88	71.66	7,710.97	9,889.73	-2,178.76
11/25/2008	09/10/2009	12	PROCTER & GAMBLE CO	55.88	64.83	670.52	777.95	-107.43
04/30/2003	09/11/2009	1	GOLDMAN SACHS GROUP INC	174.69	76.16	174.69	76.16	98.53
03/27/2008	09/11/2009	42	GOLDMAN SACHS GROUP INC	174.69	176.22	7,336.97	7,401.15	-64.18
10/28/2008	09/11/2009	48	GOLDMAN SACHS GROUP INC	174.69	95.25	8,385.11	4,571.96	3,813.15
01/10/2008	09/11/2009	30	JPMORGAN CHASE & CO	42.58	40.77	1,277.40	1,223.15	54.25
01/15/2008	09/11/2009	170	JPMORGAN CHASE & CO	42.58	39.34	7,238.60	6,687.14	551.46
06/04/2008	09/11/2009	69	JPMORGAN CHASE & CO	42.58	41.78	2,938.02	2,882.85	55.17
09/26/2008	09/11/2009	271	JPMORGAN CHASE & CO	42.58	40.50	11,539.18	10,975.50	563.68
05/06/2009	09/11/2009	225	NUCOR CORP	46.43	45.01	10,446.37	10,126.89	319.48
08/23/2007	09/14/2009	1,400	ALTRIA GROUP INC	18.04	21.04	25,252.64	29,449.16	-4,196.52
01/11/2008	09/14/2009	200	ALTRIA GROUP INC	18.04	24.23	3,607.52	4,845.60	-1,238.08
07/10/2008	09/14/2009	700	ALTRIA GROUP INC	18.04	21.16	12,626.32	14,812.91	-2,186.59
07/09/2009	09/14/2009	800	ALTRIA GROUP INC	18.04	16.35	14,430.08	13,082.24	1,347.84
07/13/2009	09/14/2009	200	ALTRIA GROUP INC	18.04	16.63	3,607.52	3,325.32	282.20
05/05/2009	09/15/2009	500	FREEMPORT-MCMORAN COPPER	71.07	49.31	35,533.35	24,654.30	10,879.05
07/21/2009	09/15/2009	650	TEXTRON INC	19.52	10.75	12,687.68	6,989.90	5,697.78
01/20/2009	09/16/2009	250	CAPITAL ONE FINANCIAL CORP	37.46	23.53	9,364.70	5,882.22	3,482.48
03/19/2008	09/16/2009	250	COCA-COLA CO/THE	52.34	59.85	13,083.83	14,962.76	-1,878.93
03/31/2009	09/16/2009	225	EMERSON ELECTRIC CO	40.50	28.52	9,111.58	6,416.23	2,695.35
11/06/2007	09/16/2009	225	MEDCO HEALTH SOLUTIONS INC	55.76	48.09	12,546.34	10,819.34	1,727.00
10/06/2008	09/16/2009	200	MCDONALD'S CORP	55.42	58.29	11,084.24	11,658.85	-574.61
11/25/2008	09/16/2009	100	MCDONALD'S CORP	55.42	56.34	5,542.12	5,633.63	-91.51
02/23/2009	09/16/2009	375	MICROSOFT CORP	25.09	17.99	9,407.70	6,745.77	2,661.93
01/20/2009	09/17/2009	500	CAPITAL ONE FINANCIAL CORP	39.21	23.53	19,603.70	11,764.45	7,839.25
12/04/2007	09/17/2009	175	FLUOR CORP	55.89	72.51	9,781.00	12,689.01	-2,908.01
08/01/2006	09/21/2009	100	APPLE INC	182.14	66.96	18,214.32	6,695.54	11,518.78
05/19/2009	09/23/2009	225	**TOYOTA MOTOR CORP -SPON ADR	82.34	76.89	18,527.42	17,299.55	1,227.87
12/15/2008	09/24/2009	600	NEWS CORP	11.77	7.78	7,059.54	4,668.18	2,391.36
06/03/2009	09/25/2009	200	CATERPILLAR INC	52.07	36.58	10,413.24	7,316.54	3,096.70
05/17/1995	09/25/2009	250	PEPSICO INC	58.87	20.98	14,717.88	5,244.25	9,473.63
12/06/2007	09/25/2009	50	PEPSICO INC	58.87	76.54	2,943.57	3,826.87	-883.30
01/13/2009	09/30/2009	75	APACHE CORP	92.16	74.69	6,911.99	5,602.01	1,309.98
02/11/2009	09/30/2009	75	APACHE CORP	92.16	75.25	6,912.00	5,643.68	1,268.32
02/22/2008	09/30/2009	200	EXXON MOBIL CORP	68.66	86.60	13,731.88	17,319.58	-3,587.70
07/02/2008	09/30/2009	300	EXXON MOBIL CORP	68.66	89.10	20,597.82	26,730.57	-6,132.75
01/23/2008	10/05/2009	200	**BP PLC-SPONS ADR	51.26	61.19	10,252.76	12,237.52	-1,984.76
07/03/2008	10/05/2009	200	**BP PLC-SPONS ADR	51.26	66.28	10,252.76	13,255.64	-3,002.88
09/10/2008	10/05/2009	300	**BP PLC-SPONS ADR	51.26	53.31	15,379.14	15,994.35	-615.21
08/23/2007	10/05/2009	200	HEWLETT-PACKARD CO	45.58	47.04	9,115.50	9,408.79	-293.29

Capital Gains report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/21/2007	10/05/2009	25	HEWLETT-PACKARD CO	45.58	51.80	1,139.44	1,295.06	-155.62
04/30/2009	10/06/2009	150	VISA INC - CLASS A SHRS	68.01	67.09	10,201.12	10,063.07	138.05
05/06/2009	10/06/2009	150	VISA INC - CLASS A SHRS	68.01	66.91	10,201.13	10,036.08	165.05
07/17/2009	10/08/2009	500	AMERICAN TOWER CORP.-CL A	36.79	32.16	18,396.90	16,079.55	2,317.35
09/27/2007	10/08/2009	100	ALLSTATE CORP	31.62	56.27	3,161.78	5,627.47	-2,465.69
11/26/2007	10/08/2009	200	ALLSTATE CORP	31.62	49.69	6,323.56	9,938.72	-3,615.16
07/22/2007	10/08/2009	650	CROWN CASTLE INTL CORP	31.19	27.12	20,275.91	17,628.39	2,647.52
06/03/2009	10/08/2009	250	CATERPILLAR INC	52.63	36.58	13,157.27	9,145.68	4,011.59
07/15/2009	10/08/2009	250	CATERPILLAR INC	52.63	33.58	13,157.28	8,393.80	4,763.48
06/04/2008	10/08/2009	231	JPMORGAN CHASE & CO	46.00	41.78	10,625.66	9,651.29	974.37
07/02/2008	10/08/2009	379	JPMORGAN CHASE & CO	46.00	35.01	17,433.43	13,269.43	4,164.00
01/20/2009	10/12/2009	450	CAPITAL ONE FINANCIAL CORP	37.92	23.53	17,066.07	10,588.01	6,478.06
11/25/2008	10/12/2009	100	MCDONALD'S CORP	56.79	56.34	5,679.25	5,633.63	45.62
02/23/2009	10/12/2009	200	MCDONALD'S CORP	56.79	54.88	11,358.50	10,975.46	383.04
02/11/2009	10/13/2009	25	APACHE CORP	97.39	75.25	2,434.78	1,881.23	553.55
02/13/2009	10/13/2009	100	APACHE CORP	97.39	73.59	9,739.09	7,358.56	2,380.53
05/12/2009	10/13/2009	25	APACHE CORP	97.39	80.85	2,434.77	2,021.33	413.44
03/16/2006	10/15/2009	375	GILEAD SCIENCES INC	46.56	63.59	17,459.55	23,846.25	-6,386.70
01/09/2009	10/16/2009	600	LIMITED BRANDS INC	18.75	9.59	11,250.42	5,752.56	5,497.86
02/09/2009	10/19/2009	100	EOG RESOURCES INC	92.76	70.38	9,275.57	7,037.64	2,237.93
02/23/2006	10/19/2009	40	GOOGLE INC-CL A	551.19	378.21	22,047.59	15,128.30	6,919.29
11/06/2007	10/21/2009	125	MEDCO HEALTH SOLUTIONS INC	56.75	48.09	7,093.54	6,010.75	1,082.79
01/25/2008	10/21/2009	200	MEDCO HEALTH SOLUTIONS INC	56.75	47.22	11,349.66	9,444.74	1,904.92
09/29/2008	10/21/2009	100	WAL-MART STORES INC	51.67	60.16	5,166.90	6,015.90	-849.00
10/01/2008	10/21/2009	250	WAL-MART STORES INC	51.67	59.77	12,917.25	14,942.17	-2,024.92
05/12/2009	10/22/2009	75	APACHE CORP	101.27	80.85	7,595.22	6,064.02	1,531.20
03/31/2009	10/22/2009	225	EMERSON ELECTRIC CO	40.00	28.52	8,999.46	6,416.24	2,583.22
01/25/2008	10/22/2009	375	TEVA PHARMACEUTICAL-SP ADR	50.65	44.82	18,992.66	16,808.92	2,183.74
05/18/2009	10/23/2009	100	AMAZON.COM INC	117.72	75.00	11,772.00	7,499.91	4,272.09
08/23/2007	10/23/2009	9,093	ALLIANCEBERNSTEIN GLOBAL	8.16	16.23	74,200.00	147,581.61	-73,381.61
08/23/2007	10/23/2009	137	REAL ESTATE INVT FD II CL I					
08/23/2007	10/23/2009	600	AT&T INC	25.68	40.05	15,408.54	24,030.30	-8,621.76
09/24/2007	10/23/2009	300	AT&T INC	25.68	42.44	7,704.27	12,731.16	-5,026.89
09/27/2007	10/23/2009	100	AT&T INC	25.68	42.55	2,568.09	4,254.67	-1,686.58
01/13/2009	10/23/2009	500	ARCHER-DANIELS-MIDLAND CO	30.52	27.84	15,258.45	13,917.80	1,340.65
12/09/2008	10/23/2009	300	BUNGE LTD	63.17	41.50	18,950.13	12,450.00	6,500.13
07/21/2009	10/23/2009	200	CIHAREX ENERGY CO-W/I	43.66	32.76	8,732.94	6,552.80	2,180.14
08/08/2008	10/23/2009	145	DEVON ENERGY CORPORATION	68.28	90.34	9,900.31	13,099.72	-3,199.41
02/11/2008	10/23/2009	100	DEUTSCHE BANK AG-REGISTERED	79.17	109.40	7,916.84	10,939.84	-3,023.00
03/19/2008	10/23/2009	125	DEUTSCHE BANK AG-REGISTERED	79.17	112.23	9,896.05	14,028.25	-4,132.20
12/10/2008	10/23/2009	170	DEUTSCHE BANK AG-REGISTERED	79.17	36.78	13,458.63	6,252.29	7,206.34
05/05/2009	10/23/2009	150	FREEPORT-MCMORAN COPPER	81.82	49.31	12,273.02	7,396.29	4,876.73
06/05/2009	10/23/2009	25	FREEPORT-MCMORAN COPPER	81.82	57.49	2,045.50	1,437.36	608.14
06/05/2009	10/23/2009	500	INGERSOLL-RAND PLC	34.98	22.84	17,491.90	11,420.80	6,071.10
02/10/2009	10/23/2009	300	HOME DEPOT INC	26.24	22.46	7,871.64	6,738.72	1,132.92
07/02/2008	10/23/2009	521	JPMORGAN CHASE & CO	45.30	35.01	23,601.30	18,241.10	5,360.20
09/26/2008	10/23/2009	129	JPMORGAN CHASE & CO	45.30	40.50	5,843.70	5,224.50	619.20
10/02/2006	10/23/2009	150	KOHL'S CORP	59.32	66.29	8,898.00	9,944.05	-1,046.05
08/23/2007	10/23/2009	500	HACY'S INC	19.01	31.37	9,505.75	15,687.25	-6,181.50

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/23/2007	10/23/2009	500	MERCK & CO. INC.	32.33	50.53	16,167.20	25,262.65	-9,095.45
04/21/2008	10/23/2009	500	MERCK & CO. INC.	32.33	39.69	16,167.20	19,844.25	-3,677.05
06/03/2008	10/23/2009	400	MERCK & CO. INC.	32.33	38.33	12,933.76	15,332.76	-2,399.00
06/20/2008	10/23/2009	100	MERCK & CO. INC.	32.33	35.18	3,233.44	3,518.09	-284.65
06/20/2008	10/23/2009	200	MERCK & CO. INC.	32.33	35.18	6,466.88	7,036.18	-569.30
06/20/2008	10/23/2009	100	MERCK & CO. INC.	32.33	35.18	3,233.44	3,518.09	-284.65
06/20/2008	10/23/2009	100	MERCK & CO. INC.	32.33	35.18	3,233.44	3,518.09	-284.65
09/26/2008	10/23/2009	1,200	MOTOROLA INC	8.29	7.51	9,944.64	9,011.28	933.36
04/23/2007	10/23/2009	150	SCHLUMBERGER LTD	65.55	75.57	9,833.01	11,335.05	-1,502.04
05/06/2009	10/23/2009	804	**TAIWAN SEMICONDUCTOR-SP ADR	10.05	10.96	8,082.85	8,808.40	-725.55
05/07/2009	10/23/2009	1,306	**TAIWAN SEMICONDUCTOR-SP ADR	10.05	10.31	13,129.61	13,460.33	-330.72
08/23/2007	10/23/2009	300	TIME WARNER INC	30.85	41.97	9,255.39	12,590.54	-3,335.15
05/14/2009	10/23/2009	400	US BANCORP	24.89	17.79	9,954.52	7,115.00	2,839.52
07/15/2009	10/23/2009	500	VALERO ENERGY CORP	20.88	16.91	10,440.05	8,452.75	1,987.30
08/28/2008	10/23/2009	500	XL CAPITAL LTD -CLASS A	17.30	20.05	8,650.25	10,026.55	-1,376.30
08/24/2007	10/23/2009	686	BERNSTEIN INTER. DURATION	15.16	14.87	10,400.00	10,200.82	199.18
		.000	61.500%					
08/24/2007	10/23/2009		BERNSTEIN INTER. DURATION	15.16	14.38	0.00	0.23	-0.23
		.016	61.500%					
08/23/2007	10/23/2009	16,820	BERNSTEIN INTERNATIONAL	15.46	27.10	260,050.00	455,822.00	-195,772.00
		.000	PORTFOLIO					
08/23/2007	10/23/2009		BERNSTEIN INTERNATIONAL	15.46	27.09	0.00	22.43	-22.43
		.828	PORTFOLIO					
01/09/2009	10/28/2009	625	LIMITED BRANDS INC	17.31	9.59	10,816.75	5,992.25	4,824.50
07/23/2009	10/29/2009	350	ALTERA CORPORATION	20.13	18.84	7,044.10	6,595.19	448.91
02/09/2009	10/29/2009	23	OCCIDENTAL PETROLEUM CORP	79.39	57.99	1,826.08	1,333.86	492.22
06/17/2009	10/29/2009	225	OCCIDENTAL PETROLEUM CORP	79.39	83.69	17,863.86	14,330.88	3,532.98
08/23/2007	10/30/2009	300	CELGENCE CORP	51.19	60.01	15,355.59	18,003.21	-2,647.62
02/24/2009	10/30/2009	185	LOWE'S COS INC	19.58	15.58	3,622.65	2,882.87	739.78
04/21/2009	10/30/2009	550	LOWE'S COS INC	19.58	19.78	10,770.05	10,880.16	-110.11
05/05/2009	10/30/2009	65	LOWE'S COS INC	19.58	20.96	1,272.82	1,362.64	-89.82
02/09/2009	11/02/2009	175	EOG RESOURCES INC	82.98	70.38	14,521.59	12,315.87	2,205.72
07/10/2008	11/04/2009	200	APACHE CORP	98.90	119.73	19,780.20	23,946.26	-4,166.06
04/16/2009	11/04/2009	250	DU PONT (E.I.) DE NEHOURS	32.96	27.90	8,240.50	6,974.10	1,266.40
05/04/2009	11/04/2009	50	DU PONT (E.I.) DE NEHOURS	32.96	29.22	1,648.10	1,460.85	187.25
07/02/2008	11/04/2009	500	SCHERING-PLOUGH CORP	10.50	8.36	5,250.00	4,180.93	1,069.07
07/03/2008	11/04/2009	1,100	SCHERING-PLOUGH CORP	10.50	8.39	11,550.00	9,231.11	2,318.89
07/10/2008	11/04/2009	500	SCHERING-PLOUGH CORP	10.50	9.19	5,250.00	4,593.23	656.77
05/22/2009	11/04/2009	600	SCHERING-PLOUGH CORP	10.50	10.05	6,300.00	6,032.58	267.42
09/25/2009	11/04/2009	600	SCHERING-PLOUGH CORP	10.50	11.71	6,300.00	7,024.99	-724.99
07/23/2009	11/06/2009	125	ALTERA CORPORATION	20.00	18.84	2,500.40	2,355.43	144.97
08/13/2009	11/06/2009	525	ALTERA CORPORATION	20.00	19.09	10,501.68	10,023.04	478.64
02/05/2009	11/09/2009	75	COLGATE-PALMOLIVE CO	80.19	63.91	6,013.97	4,793.06	1,220.91
02/11/2009	11/09/2009	200	COLGATE-PALMOLIVE CO	80.19	62.87	16,037.24	12,574.12	3,463.12
09/29/2009	11/10/2009	300	AETNA INC	29.59	28.48	8,877.36	8,543.10	334.26
08/23/2007	11/11/2009	700	CBS CORP-CLASS B	13.07	31.43	9,147.25	22,004.43	-12,857.18
03/05/2008	11/12/2009	300	ALLSTATE CORP	28.99	47.95	8,697.48	14,385.48	-5,688.00
12/26/2008	11/12/2009	500	ALLSTATE CORP	28.99	30.29	14,495.80	15,147.25	-651.45
03/19/2009	11/12/2009	100	ALLSTATE CORP	28.99	19.92	2,899.16	1,992.20	906.96

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/23/2007	11/12/2009	400	CBS CORP-CLASS B	13.07	31.43	5,126.72	12,573.96	-7,347.24
10/31/2008	11/12/2009	125	METLIFE INC	34.70	30.77	4,338.08	3,846.75	491.33
11/19/2008	11/12/2009	200	METLIFE INC	34.70	19.61	6,940.92	3,922.04	3,018.88
	11/13/2009		MERCK & CO INC			3.65		3.65
02/26/2007	11/13/2009	750	CISCO SYSTEMS INC	23.56	27.26	17,671.28	20,445.41	-2,774.13
11/25/2008	11/13/2009	203	PROCTER & GAMBLE CO	61.69	64.83	12,524.00	13,180.24	-636.24
04/17/2009	11/13/2009	260	PROCTER & GAMBLE CO	61.69	51.70	16,040.60	13,441.48	2,599.12
05/14/2009	11/18/2009	500	US BANCORP	23.58	17.79	11,791.70	8,893.75	2,897.95
09/14/2009	11/18/2009	275	UNITED TECHNOLOGIES CORP	68.53	61.43	18,846.55	16,893.77	1,952.78
10/01/2009	11/18/2009	125	UNITED TECHNOLOGIES CORP	68.53	60.44	8,566.61	7,555.56	1,011.05
02/24/2009	11/19/2009	500	SYNATEC CORP	17.77	14.14	8,886.05	7,067.65	1,818.40
03/26/2009	11/23/2009	500	***GLAXOSMITHKLINE PLC-SPON AD	42.45	30.27	21,224.75	15,132.55	6,092.20
09/23/2009	11/24/2009	200	***PETROLEO BRASILEIRO-SPON AD	45.45	38.86	9,090.04	7,771.50	1,318.54
09/25/2009	11/24/2009	450	***PETROLEO BRASILEIRO-SPON AD	45.45	37.91	20,452.59	17,060.81	3,391.78
05/29/2009	11/24/2009	225	***PETROLEO BRASILEIRO S.A.-AD	51.34	44.11	11,551.97	9,925.63	1,626.34
09/18/2009	11/24/2009	115	***RIO TINTO PLC-SPON ADR	210.09	179.81	24,160.01	20,678.05	3,481.96
01/07/2009	12/01/2009	800	VIACOM INC-CLASS B	29.97	19.67	23,975.52	15,739.52	8,236.00
01/07/2009	12/01/2009	400	VIACOM INC-CLASS B	29.97	19.67	11,987.76	7,869.76	4,118.00
08/24/2007	12/02/2009	655	BERNSTEIN INTER. DURATION	15.26	14.87	10,000.00	9,744.43	255.57
		308	61.500%					
04/29/2009	12/03/2009	250	UNION PACIFIC CORP	64.54	48.74	16,135.15	12,183.95	3,951.20
05/21/2009	12/08/2009	3,700	REGIONS FINANCIAL CORP	5.49	4.00	20,323.36	14,800.00	5,523.36
07/15/2009	12/09/2009	200	CATERPILLAR INC	56.16	33.58	11,231.72	6,715.04	4,516.68
03/19/2009	12/11/2009	300	ALLSTATE CORP	28.37	19.92	8,511.84	5,976.60	2,535.24
02/09/2009	12/14/2009	75	EOG RESOURCES INC	90.80	70.38	6,810.02	5,278.23	1,531.79
02/18/2009	12/14/2009	125	EOG RESOURCES INC	90.80	56.18	11,350.02	7,022.55	4,327.47
04/17/2009	12/15/2009	275	PROCTER & GAMBLE CO	62.19	51.70	17,100.90	14,216.95	2,883.95
08/23/2007	12/15/2009	302	TIME WARNER INC	30.30	39.09	9,151.78	11,805.08	-2,653.30
06/03/2008	12/15/2009	148	TIME WARNER INC	30.30	32.63	4,484.98	4,829.67	-344.69
03/26/2009	12/16/2009	350	***ACE LTD	49.26	38.64	17,239.25	13,525.02	3,714.23
			AOL INC			6.98		6.98
09/11/2009	12/16/2009	400	BLACK & DECKER CORP	64.64	46.62	25,856.72	18,649.00	7,207.72
11/26/2008	12/16/2009	1,200	CORNING INC	18.89	9.05	22,668.60	10,855.92	11,812.68
01/22/2009	12/16/2009	400	CORNING INC	18.89	9.39	7,556.20	3,754.64	3,801.56
02/23/2006	12/17/2009	15	GOOGLE INC-CL A	594.59	378.21	8,918.81	5,673.12	3,245.69
03/16/2006	12/17/2009	10	GOOGLE INC-CL A	594.59	345.83	5,945.87	3,458.27	2,487.60
05/05/2009	12/18/2009	285	LOWE'S COS INC	23.59	20.96	6,722.41	5,974.69	747.72
09/22/2009	12/18/2009	415	LOWE'S COS INC	23.59	21.29	9,788.77	8,636.76	952.01
09/23/2009	12/18/2009	25	LOWE'S COS INC	23.59	21.69	589.69	542.17	47.52
12/15/2008	12/18/2009	500	NEWS CORP	13.20	7.78	6,597.65	3,890.15	2,707.50
02/06/2009	12/18/2009	400	NEWS CORP	13.20	6.92	5,278.12	2,766.12	2,512.00
05/29/2009	12/21/2009	300	***ARCELORMITTAL-NY REGISTERED	44.17	32.92	13,250.52	9,876.96	3,373.56
07/29/2009	12/21/2009	200	***ARCELORMITTAL-NY REGISTERED	44.17	34.10	8,833.68	6,820.70	2,012.98
11/19/2008	12/21/2009	400	METLIFE INC	35.39	19.61	14,156.76	7,844.08	6,312.68
01/13/2009	12/21/2009	125	METLIFE INC	35.39	28.99	4,423.99	3,623.46	800.53
SUBTOTAL FOR LONG-TERM							5,984,271.90	-1,373,548.44

Capital Gains Report

GEORGE M. AND PAMELA S. HUMPHREY FUND (Account: 888-37516)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
TOTAL						5,984,271.90	7,357,820.34	-1,373,548.44

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L -1,373,548.44

-1,373,548.44

LONG TERM

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

Statement of Shareholder Receiving a Distribution of Stock

GEORGE M. AND PAMELA S. HUMPHR (Account: 888-37516)

Statement of Shareowner
Receiving a Distribution of Stock
of AOL Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Time Warner Inc. as of November 27 2009, the record date, received a distribution on December 09 2009, from Time Warner Inc. shares of common stock of AOL Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

(a) Time Warner Inc.
One Time Warner Center
New York, NY 10019

(b) AOL Inc.
770 Broadway
New York, NY 10003

3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.

4. The undersigned received 327 shares of common stock of AOL Inc. in the distribution.

5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of AOL Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.

Nick Valente, Treasurer
Shareholder's Signature

Shareholder's Signature

Statement of Shareholder Receiving a Distribution of Stock

GEORGE M. AND PAMELA S. HUMPHR (Account: 888-37516)

Statement of Shareowner
Receiving a Distribution of Stock
of Time Warner Cable Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Time Warner Inc. as of March 12 2009, the record date, received a distribution on March 27 2009, from Time Warner Inc. shares of common stock of Time Warner Cable Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.
2. The names and addresses of the corporations involved are:
 - (a) Time Warner Inc.
One Time Warner Center
New York, NY 10019
 - (b) Time Warner Cable Inc.
60 Columbus Circle
New York, NY 10023
3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.
4. The undersigned received 836 shares of common stock of Time Warner Cable Inc. in the distribution.
5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Time Warner Cable Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.


Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***