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 ☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation
ALBERT W. & EDITH V. FLOWERS CHARITABLE
12630-00

Number and street (or P O box number if mail is not delivered to street address) Room/suite
FIRSTMERIT BANK 106 S. MAIN ST., 16TH FL

City or town, state, and ZIP code
AKRON, OH 44308

A Employer identification number
34-6608643

B Telephone number (see page 10 of the instructions)
(330) 384-7301

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 2,420,606.

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).)

	Line	Description	(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	Dividends and interest from securities	63,678.	63,678.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-47,011.			
	b	Gross sales price for all assets on line 6a 674,589.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	16,667.	63,678.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	18,104.	9,052.		9,052.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	1,118.	559.	NONE	559.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 2	832.	342.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 3	1,619.	783.		836.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	21,673.	10,736.	NONE	10,447.
	25	Contributions, gifts, grants paid	118,350.			118,350.
	26	**Total expenses and disbursements** Add lines 24 and 25	140,023.	10,736.	NONE	128,797.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-123,356.			
	b	**Net investment income** (if negative, enter -0-)		52,942.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	330,457.	63,124.	63,124.
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			
10 a	Investments - U S and state government obligations (attach schedule) STMT 4	250,617.	500,867.	522,376.
b	Investments - corporate stock (attach schedule) STMT 5	1,414,580.	1,307,557.	1,396,862.
c	Investments - corporate bonds (attach schedule) STMT 6	426,103.	426,853.	438,244.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,421,757.	2,298,401.	2,420,606.
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. ▶ X			
27	Capital stock, trust principal, or current funds	2,421,757.	2,298,401.	
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)	2,421,757.	2,298,401.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,421,757.	2,298,401.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,421,757.
2	Enter amount from Part I, line 27a	2	-123,356.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,298,401.
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	2,298,401.

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	-47,011.
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	145,721.	2,600,349.	0.05603901630
2007	139,989.	2,985,259.	0.04689341863
2006	140,056.	2,834,382.	0.04941324070
2005	118,552.	2,751,616.	0.04308450016
2004	128,522.	2,775,153.	0.04631168083

2	**Total** of line 1, column (d)	2	0.24174185662
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	0.04834837132
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,219,686.
5	Multiply line 4 by line 3	5	107,318.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	529.
7	Add lines 5 and 6	7	107,847.
8	Enter qualifying distributions from Part XII, line 4	8	128,797.

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	529.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	529.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	529.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,215.		
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	1,215.
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	686.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 686. **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)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____ (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		
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 7			
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 ▶ N/A

14 The books are in care of ▶ FirstMerit Bank, NA Telephone no. ▶ (330)384-7301

Located at ▶ 106 S MAIN ST, STE 500, AKRON, OH ZIP + 4 ▶ 44308

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		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		
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)*

		Yes	No
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		
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? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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		18,104.	-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	2,045,735.
b	Average of monthly cash balances	1b	207,753.
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	2,253,488.
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	2,253,488.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	33,802.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,219,686.
6	**Minimum investment return.** Enter 5% of line 5	6	110,984.

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	110,984.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 529.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	529.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	110,455.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	110,455.
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	110,455.

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	128,797.
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)	3a	NONE
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	128,797.
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	529.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	128,268.

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				110,455.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			117,855.	
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 ▶ $ 128,797.				
a Applied to 2008, but not more than line 2a			117,855.	
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				10,942.
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				99,513.
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 ▶ ☐ 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:

SEE STATEMENT 9

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

N/A

c Any submission deadlines:

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

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 10				
Total . . . . ▶ 3a				118,350.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	63,678.	
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	-47,011.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				16,667.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 16,667.

(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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

FIRSTMERIT BANK, N.A.
BY Brenda J. Moulbray
Client Advisor
Signature of officer or trustee | Date 5-11-10 | Title

Paid Preparer's Use Only

Preparer's signature	Date 5/3/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00050877
Firm's name (or yours if self-employed), address, and ZIP code	BROCKMAN, COATS, GEDELIAN & CO. 1735 MERRIMAN ROAD AKRON, OH 44313-9007	EIN ▶ 34-1526704	Phone no. 330-864-6661

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 LONG-TERM CAPITAL GAIN DIVIDENDS					5,454.	
		20. APACHE CORP COMMON PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
1,549.00		2,296.00					-747.00	
		30. APACHE CORP COMMON PROPERTY TYPE: SECURITIES					06/28/2007	01/29/2009
2,323.00		2,435.00					-112.00	
		120. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES					01/23/2006	01/29/2009
4,437.00		4,897.00					-460.00	
		70. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
4,066.00		4,850.00					-784.00	
		110. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES					08/17/2006	01/29/2009
6,389.00		4,742.00					1,647.00	
		95. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES					08/17/2006	02/12/2009
5,540.00		4,096.00					1,444.00	
		180. CVS CORPORATION PROPERTY TYPE: SECURITIES					01/23/2006	01/29/2009
4,950.00		4,861.00					89.00	
		145. CVS CORPORATION PROPERTY TYPE: SECURITIES					06/29/2009	12/10/2009
4,552.00		4,698.00					-146.00	
		512. CVS CORPORATION PROPERTY TYPE: SECURITIES					01/23/2006	12/10/2009
16,075.00		13,828.00					2,247.00	
		70. CAMERON INTERNATIONAL CORP PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
1,652.00		3,355.00					-1,703.00	

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)	
		50. CAMERON INTERNATIONAL CORP PROPERTY TYPE: SECURITIES					11/15/2006	01/29/2009
1,180.00		1,353.00					-173.00	
		25. CELGENE CORP PROPERTY TYPE: SECURITIES					02/12/2009	06/29/2009
1,205.00		1,305.00					-100.00	
		20. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					01/23/2006	01/29/2009
1,419.00		1,245.00					174.00	
		290. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					04/07/1998	01/29/2009
4,611.00		3,299.00					1,312.00	
		160. COCA-COLA CO PROPERTY TYPE: SECURITIES					06/05/2007	01/29/2009
6,991.00		8,377.00					-1,386.00	
		15. COCA-COLA CO PROPERTY TYPE: SECURITIES					06/05/2007	06/29/2009
722.00		785.00					-63.00	
		240. COCA-COLA CO PROPERTY TYPE: SECURITIES					06/05/2007	09/01/2009
11,650.00		12,565.00					-915.00	
		84. DANAHER CORP PROPERTY TYPE: SECURITIES					08/22/2006	01/02/2009
4,797.00		5,543.00					-746.00	
		90. DANAHER CORP PROPERTY TYPE: SECURITIES					08/22/2006	01/29/2009
5,079.00		5,939.00					-860.00	
		95. DANAHER CORP PROPERTY TYPE: SECURITIES					08/22/2006	06/29/2009
5,957.00		6,269.00					-312.00	
		130. DISNEY, WALT COMPANY PROPERTY TYPE: SECURITIES					11/21/2007	01/29/2009
2,766.00		4,110.00					-1,344.00	

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)	
		25. DUKE ENERGY HOLDING CORP PROPERTY TYPE: SECURITIES					03/13/2009	06/29/2009
363.00		321.00					42.00	
		25. ECOLAB INC PROPERTY TYPE: SECURITIES					04/17/2009	06/29/2009
974.00		940.00					34.00	
		90. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					08/01/2008	01/02/2009
3,408.00		4,370.00					-962.00	
		217. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					07/01/1983	01/02/2009
8,216.00		1,088.00					7,128.00	
		90. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					07/01/1983	01/29/2009
3,055.00		451.00					2,604.00	
		5. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					07/01/1983	06/29/2009
166.00		25.00					141.00	
		186. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					01/14/2004	01/02/2009
15,042.00		7,576.00					7,466.00	
		40. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					VAR	01/29/2009
3,077.00		1,629.00					1,448.00	
		10. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					01/14/2004	06/29/2009
701.00		407.00					294.00	
		80. FPL GROUP INC PROPERTY TYPE: SECURITIES					08/19/2008	01/29/2009
4,094.00		4,853.00					-759.00	
		406. FPL GROUP INC PROPERTY TYPE: SECURITIES					08/19/2008	09/01/2009
22,685.00		24,628.00					-1,943.00	

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)	
		381. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					12/13/2004	01/02/2009
6,407.00		14,112.00					-7,705.00	
		120. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					12/13/2004	01/29/2009
1,522.00		4,445.00					-2,923.00	
		50000. GEN ELEC CAP CRP MTN 3.250% 6/15 PROPERTY TYPE: SECURITIES					10/29/2003	06/15/2009
50,000.00		49,250.00					750.00	
		30. GENERAL MILLS INC PROPERTY TYPE: SECURITIES					01/31/2008	01/29/2009
1,807.00		1,638.00					169.00	
		20. GENERAL MILLS INC PROPERTY TYPE: SECURITIES					01/31/2008	06/29/2009
1,111.00		1,092.00					19.00	
		155. GENERAL MILLS INC PROPERTY TYPE: SECURITIES					01/31/2008	10/09/2009
9,965.00		8,464.00					1,501.00	
		160. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					07/24/2008	01/29/2009
8,168.00		8,453.00					-285.00	
		46. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					07/24/2008	02/12/2009
2,291.00		2,430.00					-139.00	
		119. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					08/24/2007	02/12/2009
5,928.00		4,402.00					1,526.00	
		55. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					08/24/2007	06/29/2009
2,602.00		2,034.00					568.00	
		15. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					05/12/2009	06/29/2009
2,234.00		2,013.00					221.00	

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)	
		10. GOOGLE INC - CL A PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
3,430.00		4,725.00					-1,295.00	
		30. GOOGLE INC - CL A PROPERTY TYPE: SECURITIES					06/15/2006	01/29/2009
10,290.00		11,732.00					-1,442.00	
		40. HOME DEPOT INC PROPERTY TYPE: SECURITIES					06/16/2009	06/29/2009
950.00		943.00					7.00	
		280. INTEL CORP PROPERTY TYPE: SECURITIES					05/20/2008	01/29/2009
3,733.00		6,770.00					-3,037.00	
		75. INTEL CORP PROPERTY TYPE: SECURITIES					05/20/2008	06/29/2009
1,218.00		1,813.00					-595.00	
		350. ISHARES MSCI EAFE INDEX FUND PROPERTY TYPE: SECURITIES					07/01/2008	01/29/2009
13,713.00		23,578.00					-9,865.00	
		240. ISHARES RUSSELL MIDCAP INDEX FUND PROPERTY TYPE: SECURITIES					07/01/2008	01/29/2009
13,768.00		22,752.00					-8,984.00	
		40. ISHARES RUSSELL MIDCAP INDEX FUND PROPERTY TYPE: SECURITIES					07/01/2008	06/29/2009
2,629.00		3,792.00					-1,163.00	
		330. ISHARES TRUST S&P SM CAP 600 PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
13,092.00		20,324.00					-7,232.00	
		145. ISHARES TRUST S&P SM CAP 600 PROPERTY TYPE: SECURITIES					08/01/2008	06/29/2009
6,447.00		8,930.00					-2,483.00	
		220. JP MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/08/2008	01/29/2009
5,755.00		9,954.00					-4,199.00	

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)	
		50. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
2,923.00		3,444.00					-521.00	
		100. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES					VAR	01/29/2009
5,846.00		6,184.00					-338.00	
		30. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES					01/23/2006	06/29/2009
1,703.00		1,824.00					-121.00	
		80. MC DONALDS CORP PROPERTY TYPE: SECURITIES					VAR	01/29/2009
4,675.00		4,684.00					-9.00	
		20. MC DONALDS CORP PROPERTY TYPE: SECURITIES					10/08/2008	06/29/2009
1,141.00		1,104.00					37.00	
		588.3 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/01/2009
588.00		588.00						
		47.92 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/01/2009
48.00		48.00						
		1792.93 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/02/2009
1,793.00		1,793.00						
		1118. FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/02/2009
1,118.00		1,118.00						
		59350. FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/16/2009
59,350.00		59,350.00						
		21200.1 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/17/2009
21,200.00		21,200.00						

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)	
		3000. FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/17/2009
3,000.00		3,000.00						
		30969.49 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	07/29/2009
30,969.00		30,969.00						
		1041.14 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	08/03/2009
1,041.00		1,041.00						
		1248.19 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	09/01/2009
1,248.00		1,248.00						
		587.83 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	09/04/2009
588.00		588.00						
		5.05 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	09/23/2009
5.00		5.00						
		1281.59 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	10/01/2009
1,282.00		1,282.00						
		772. FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	10/15/2009
772.00		772.00						
		1347.18 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	11/02/2009
1,347.00		1,347.00						
		1563.7 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	12/01/2009
1,564.00		1,564.00						
		53.26 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	12/01/2009
53.00		53.00						

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)	
		5000. FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	12/09/2009
5,000.00		5,000.00						
		51166.19 FEDERATED PRIME OBLIGATIONS FD PROPERTY TYPE: SECURITIES					06/23/2009	12/23/2009
51,166.00		51,166.00						
		30. PEPSICO INC PROPERTY TYPE: SECURITIES					05/23/2001	01/29/2009
1,549.00		1,344.00					205.00	
		15. PEPSICO INC PROPERTY TYPE: SECURITIES					05/23/2001	06/29/2009
821.00		672.00					149.00	
		140. PEPSICO INC PROPERTY TYPE: SECURITIES					05/23/2001	09/01/2009
7,882.00		6,273.00					1,609.00	
		40. PRAXAIR INC PROPERTY TYPE: SECURITIES					08/31/2006	01/29/2009
2,529.00		2,297.00					232.00	
		10. PRAXAIR INC PROPERTY TYPE: SECURITIES					08/31/2006	06/29/2009
723.00		574.00					149.00	
		100. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					01/23/2006	01/29/2009
3,050.00		3,827.00					-777.00	
		30. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					05/15/2002	06/29/2009
1,559.00		1,372.00					187.00	
		85. PRUDENTIAL FINL INC PROPERTY TYPE: SECURITIES					06/15/2009	06/29/2009
3,204.00		3,127.00					77.00	
		90. QUALCOMM INC PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
3,127.00		4,960.00					-1,833.00	

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)	
		45. QUALCOMM INC PROPERTY TYPE: SECURITIES					08/01/2008	06/29/2009
2,066.00		2,480.00					-414.00	
		40. SPDR DJ WILSHIRE INTL REAL ESTATE PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
958.00		1,857.00					-899.00	
		210. SCHERING-PLOUGH CORPORATION PROPERTY TYPE: SECURITIES					10/08/2008	01/29/2009
3,872.00		3,159.00					713.00	
		1080. SCHERING-PLOUGH CORPORATION PROPERTY TYPE: SECURITIES					10/08/2008	05/12/2009
24,814.00		16,244.00					8,570.00	
		110. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					08/01/2008	01/29/2009
1,522.00		2,459.00					-937.00	
		110. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					10/12/2006	01/29/2009
1,522.00		1,955.00					-433.00	
		130. SYSCO CORP PROPERTY TYPE: SECURITIES					10/08/2008	01/29/2009
3,015.00		3,552.00					-537.00	
		590. SYSCO CORP PROPERTY TYPE: SECURITIES					10/08/2008	06/23/2009
13,490.00		16,123.00					-2,633.00	
		130. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES					08/03/2007	01/29/2009
4,755.00		6,949.00					-2,194.00	
		623. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES					08/03/2007	02/02/2009
22,297.00		33,302.00					-11,005.00	
		80. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					VAR	01/02/2009
4,358.00		4,986.00					-628.00	

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)	
		149. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					01/23/2006	01/02/2009
8,118.00		8,120.00					-2.00	
		40. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					01/23/2006	01/29/2009
1,947.00		2,180.00					-233.00	
		85. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					06/15/2009	06/29/2009
4,455.00		4,646.00					-191.00	
		160. VANGUARD EMERGING MARKETS FUND ETF PROPERTY TYPE: SECURITIES					VAR	01/29/2009
3,493.00		7,290.00					-3,797.00	
		50. THE VANGUARD GROUP INC ENERGY ETF PROPERTY TYPE: SECURITIES					07/01/2008	01/29/2009
3,358.00		6,473.00					-3,115.00	
		80. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					12/12/2006	01/29/2009
2,407.00		2,838.00					-431.00	
		55. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					12/12/2006	06/29/2009
1,714.00		1,951.00					-237.00	
		10. XTO ENERGY INC PROPERTY TYPE: SECURITIES					05/19/2008	01/29/2009
378.00		683.00					-305.00	
		255. COVIDIEN PLC PROPERTY TYPE: SECURITIES					02/02/2009	10/09/2009
10,981.00		9,753.00					1,228.00	

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)							-47,011.	

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	1,118.	559.		559.
TOTALS	1,118.	559.	NONE	559.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - PRINCIPAL	490.	
FOREIGN TAXES ON QUALIFIED FOR	292.	292.
FOREIGN TAXES ON NONQUALIFIED	50.	50.
TOTALS	832.	342.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
DUES & MEMBERSHIPS	580.	290.	290.
POSTAGE	53.		53.
INSURANCE	772.	386.	386.
MEETING EXPENSE	214.	107.	107.
TOTALS	1,619.	783.	836.

ALBERT W. & EDITH V. FLOWERS CHARITABLE 34-6608643

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED FIRSTMERIT STMT	500,867.	522,376.
TOTALS	500,867.	522,376.

ALBERT W. & EDITH V. FLOWERS CHARITABLE 34-6608643

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED FIRSTMERIT STMT	1,307,557.	1,396,862.
TOTALS	1,307,557.	1,396,862.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED FIRSTMERIT STMT	426,853.	438,244.
TOTALS	426,853.	438,244.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

OH

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

OFFICER NAME:
FirstMerit Bank, NA
ADDRESS:
106 S Main St #500
Akron, OH 44308
TITLE:
Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 18,104.

OFFICER NAME:
Ronald B. Tynan, Sr
ADDRESS:
3021 12th Street, NW
Massillon, OH 44646
TITLE:
Chairman
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
Charles Tyburski
ADDRESS:
1000 United Bank Plaza 220 Market S
Canton, OH 44702
TITLE:
Comm. Member
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
F. E. McCullough, CPA
ADDRESS:
3637 McDowell St, NE
North Canton, OH 44721
TITLE:
Comm. Member
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 18,104.

RECIPIENT NAME:
Brenda Moubray
ADDRESS:
FirstMerit Bank, NA
Akron, OH 44308
RESTRICTIONS OR LIMITATIONS ON AWARDS:
Awards generally granted to qualifying organizations in Stark county.

ALBERT W. & EDITH V. FLOWERS CHARITABLE 34-6608643
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
SEE ATTACHED SUMMARY
AMOUNT OF GRANT PAID .... 118,350.

TOTAL GRANTS PAID: 118,350.
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Albert W & Edith V. Flowers Charitable Foundation
34-6608643
2009 Form 990-PF
Balance Sheet Attachment

ASSET SUMMARY

OWERS FOUNDATION - SUCC. TRUSTEE
COUNT: 12630-00

AS OF 12/31/09

SET CATEGORY	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
INCIPAL PORTFOLIO						
INCIPAL CASH	39,766.64-	1.64-%	39,766.64-			
NEY MARKET FUNDS	63,123.78	2.61 %	63,123.78	0.00	6	0.01 %
S. GOVERNMENT AGENCIES	522,376.00	21.58 %	500,866.60	21,509.40	19,813	3.79 %
RPORATE & FOREIGN BONDS	353,317.00	14.60 %	351,670.00	1,647.00	16,525	4.68 %
MMON EQUITY SECURITIES	988,552.72	40.84 %	841,231.97	147,320.75	17,937	1.81 %
OSED END EQUITY MUTUAL FUND	408,308.90	16.87 %	466,325.06	58,016.16-	8,618	2.11 %
XABLE FIXED INCOME FUNDS	84,926.51	3.51 %	75,183.23	9,743.28	4,947	5.83 %
INCIPAL PORTFOLIO TOTAL	2,380,838.27	98.36 %	2,258,634.00	122,204.27	67,846	2.80 %
COME PORTFOLIO						
COME CASH	39,766.64	1.64 %	39,766.64			
TAL ASSETS	2,420,604.91	100.00 %	2,298,400.64	122,204.27	67,846	2.80 %

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Albert W & Edith V Flowers Charitable Foundation
34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

AS OF 12/31/09

WERS FOUNDATION - SUCC. TRUSTEE
OUNT: 12630-00

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
NCIPAL PORTFOLIO							
	PRINCIPAL CASH	39,766.64-	1.64-%	39,766.64-			
EY MARKET FUNDS							
63,123.78	FEDERATED PRIME OBLIGATIONS FUND	63,123.78 1.000	2.61 %	63,123.78	0.00	6	0.01 %
. GOVERNMENT AGENCIES							
50,000	FEDERAL NATIONAL MORTGAGE ASSN DTD 09/23/2002 4.375% 09/15/2012	53,547.00 107.094	2.21 %	49,726.00	3,821.00	2,188	4.09 %
50,000	FEDERAL FARM CREDIT BANK DTD 09/19/2002 4.750% 09/19/2012	53,937.50 107.875	2.23 %	50,540.80	3,396.70	2,375	4.40 %
50,000	FEDERAL NATIONAL MORTGAGE ASSN DTD 09/26/2003 4.625% 10/15/2013	54,187.50 108.375	2.24 %	50,173.80	4,013.70	2,313	4.27 %
50,000	FEDERAL HOME LOAN MORTGAGE CORP DTD 10/16/2003 4.875% 11/15/2013	54,719.00 109.438	2.26 %	50,750.00	3,969.00	2,438	4.46 %
50,000	FEDERAL HOME LOAN MORTGAGE CORP DTD 01/16/2004 4.500% 01/15/2014	54,047.00 108.094	2.23 %	49,426.00	4,621.00	2,250	4.16 %
100,000	FEDERAL FARM CREDIT BANK DTD 04/17/2009 2.625% 04/17/2014 NON CALLABLE	99,688.00 99.688	4.12 %	100,250.00	562.00-	2,625	2.63 %

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34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

WERS FOUNDATION - SUCC. TRUSTEE
OUNT: 12630-00

AS OF 12/31/09

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
50,000	FEDERAL FARM CREDIT BANK DTD 01/29/2009 3.750% 01/29/2016 NON CALLABLE	152,250.00 101.500	6.29 %	150,000.00	2,250.00	5,625	3.69 %
OTAL U.S. GOVERNMENT AGENCIES		522,376.00	21.58 %	500,866.60	21,509.40	19,813	3.79 %
PORATE & FOREIGN BONDS							
50,000	MERRILL LYNCH & CO INC MERRILL LYNCH NTS BOOK ENTRY TRANCHE # TR 00090 4.050% 02/09/2011	49,942.00 99.884	2.06 %	50,000.00	58.00-	2,025	4.05 %
50,000	BANK OF AMERICA CORPORATION DTD 09/25/2002 4.875% 09/15/2012	52,392.00 104.784	2.16 %	50,750.00	1,642.00	2,438	4.65 %
50,000	WELLS FARGO COMPANY DTD 10/16/2003 4.950% 10/16/2013	52,332.50 104.665	2.16 %	50,465.00	1,867.50	2,475	4.73 %
50,000	PFIZER INC DTD 02/03/2004 4.500% 02/15/2014	52,996.50 105.993	2.19 %	50,125.00	2,871.50	2,250	4.25 %
50,000	CITIGROUP INC DTD 05/07/2003 4.875% 05/07/2015	47,130.50 94.261	1.95 %	49,375.00	2,244.50-	2,438	5.17 %
50,000	ANHEUSER-BUSCH COS INC DTD 10/14/2003 5.050% 10/15/2016	51,078.00 102.156	2.11 %	50,955.00	123.00	2,525	4.94 %
50,000	GENERAL ELEC CAP CORP INTERNOTES BOOK ENTRY TRANCHE # TR 00298 0.000% 00/00/0000	47,445.50 94.891	1.96 %	50,000.00	2,554.50-	2,375	5.01 %

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34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

OWERS FOUNDATION - SUCC. TRUSTEE
COUNT: 12630-00

AS OF 12/31/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
TOTAL CORPORATE & FOREIGN BONDS		353,317.00	14.60 %	351,670.00	1,647.00	16,525	4.68 %
MMON EQUITY SECURITIES							
510	ABBOTT LABS	27,534.90 53.990	1.14 %	23,934.14	3,600.76	816	2.96 %
211	APACHE CORP	21,768.87 103.170	0.90 %	16,678.82	5,090.05	127	0.58 %
151	APPLE INC	31,820.53 210.732	1.31 %	27,022.55	4,797.98	0	0.00 %
518	AUTOMATIC DATA PROCESSING INC	22,180.76 42.820	0.92 %	21,139.55	1,041.21	704	3.17 %
428	BAXTER INTL INC	25,115.04 58.680	1.04 %	19,033.71	6,081.33	496	1.97 %
524	CAMERON INTERNATIONAL CORP	21,903.20 41.800	0.90 %	14,522.27	7,380.93	0	0.00 %
220	CELGENE CORP	12,249.60 55.680	0.51 %	11,482.16	767.44	0	0.00 %
720	CHARLES SCHWAB CORP	13,550.40 18.820	0.56 %	12,799.92	750.48	173	1.28 %

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34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

WERS FOUNDATION - SUCC. TRUSTEE
OUNT: 12630-00

AS OF 12/31/09

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
297	CHEVRON CORPORATION	22,866.03 76.990	0.94 %	18,187.89	4,678.14	808	3.53 %
1,221	CISCO SYSTEMS INC	29,230.74 23.940	1.21 %	13,927.44	15,303.30	0	0.00 %
253	COCA COLA CO	14,421.00 57.000	0.60 %	13,228.80	1,192.20	415	2.88 %
315	COVIDIEN PLC	15,085.35 47.890	0.62 %	11,960.32	3,125.03	227	1.50 %
330	DANAHER CORP	24,816.00 75.200	1.03 %	20,961.95	3,854.05	53	0.21 %
745	DISNEY WALT CO NEW	24,026.25 32.250	0.99 %	23,553.70	472.55	261	1.09 %
1,253	DUKE ENERGY HOLDING CORP	21,564.13 17.210	0.89 %	16,111.61	5,452.52	1,203	5.58 %
475	ECOLAB INC	21,175.50 44.580	0.87 %	17,860.01	3,315.49	295	1.39 %
378	EMERSON ELEC CO	16,102.80 42.600	0.67 %	1,894.40	14,208.40	507	3.15 %
418	EXXON MOBIL CORPORATION	28,503.42 68.190	1.18 %	17,025.14	11,478.28	702	2.46 %

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Albert W & Edith V. Flowers Charitable Foundation
34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

AS OF 12/31/09

)WERS FOUNDATION - SUCC. TRUSTEE
:OUNT: 12630-00

'AR VALUE)R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
400	FLUOR CORP NEW	18,016.00 45.040	0.74 %	19,531.62	1,515.62-	200	1.11 %
908	GENERAL ELECTRIC CORP	13,738.04 15.130	0.57 %	31,425.07	17,687.03-	363	2.64 %
205	GENERAL MLS INC	14,516.05 70.810	0.60 %	11,194.77	3,321.28	402	2.77 %
382	GILEAD SCIENCES INC	16,529.14 43.270	0.68 %	14,130.22	2,398.92	0	0.00 %
60	GOLDMAN SACHS GROUP INC	10,130.40 168.840	0.42 %	8,053.58	2,076.82	84	0.83 %
69	GOOGLE INC - CL A	42,778.62 619.980	1.77 %	27,481.81	15,296.81	0	0.00 %
550	HEWLETT PACKARD CO	28,330.50 51.510	1.17 %	24,314.67	4,015.83	176	0.62 %
765	HOME DEPOT INC	22,131.45 28.930	0.91 %	18,036.58	4,094.87	689	3.11 %
300	ILLINOIS TOOL WKS INC	14,397.00 47.990	0.59 %	12,153.54	2,243.46	372	2.58 %
1,361	INTEL CORP	27,764.40 20.400	1.15 %	30,952.49	3,188.09-	762	2.74 %

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34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

WERS FOUNDATION - SUCC. TRUSTEE
OUNT: 12630-00

AS OF 12/31/09

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
480	JOHNSON & JOHNSON	30,916.80 64.410	1.28 %	29,177.48	1,739.32	941	3.04 %
663	JP MORGAN CHASE & CO	27,627.21 41.670	1.14 %	28,751.73	1,124.52-	133	0.48 %
340	MCDONALDS CORP	21,229.60 62.440	0.88 %	18,103.74	3,125.86	748	3.52 %
930	MICROSOFT CORP	28,346.40 30.480	1.17 %	21,628.45	6,717.95	484	1.71 %
405	NIKE INC-CLASS B	26,758.35 66.070	1.11 %	20,613.84	6,144.51	437	1.63 %
420	NUCOR CORP	19,593.00 46.650	0.81 %	18,489.75	1,103.25	605	3.09 %
260	OCCIDENTAL PETE CORP	21,151.00 81.350	0.87 %	20,006.40	1,144.60	343	1.62 %
218	PEPSICO INC	13,254.40 60.800	0.55 %	9,767.42	3,486.98	392	2.96 %
306	PRAXAIR INC	24,574.86 80.310	1.02 %	17,570.25	7,004.61	490	1.99 %
373	PROCTER & GAMBLE CO	22,614.99 60.630	0.93 %	17,061.28	5,553.71	656	2.90 %

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Albert W. & Edith V. Flowers Charitable Foundation
34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

AS OF 12/31/09

OWERS FOUNDATION - SUCC. TRUSTEE
COUNT: 12630-00

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
275	PRUDENTIAL FINL INC	13,684.00 49.760	0.57 %	10,115.41	3,568.59	193	1.41 %
465	QUALCOMM INC	21,510.90 46.260	0.89 %	25,625.69	4,114.79-	316	1.47 %
488	T ROWE PRICE GROUP INC	25,986.00 53.250	1.07 %	18,798.95	7,187.05	488	1.88 %
395	UNITED TECHNOLOGIES CORP	27,416.95 69.410	1.13 %	21,541.68	5,875.27	608	2.22 %
444	VERIZON COMMUNICATIONS	14,709.72 33.130	0.61 %	15,720.64	1,010.92-	844	5.74 %
870	WELLS FARGO & CO	23,481.30 26.990	0.97 %	21,200.10	2,281.20	174	0.74 %
504	XTO ENERGY INC	23,451.12 46.530	0.97 %	28,460.43	5,009.31-	252	1.07 %
TOTAL COMMON EQUITY SECURITIES		988,552.72	40.84 %	841,231.97	147,320.75	17,937	1.81 %
OSED END EQUITY MUTUAL FUND							
2,055	ISHARES MSCI EAFE INDEX FUND	113,600.40 55.280	4.69 %	136,087.37	22,486.97-	2,961	2.61 %

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34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

AS OF 12/31/09

)WERS FOUNDATION - SUCC. TRUSTEE
:OUNT: 12630-00

'AR VALUE)R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
1,210	ISHARES RUSSELL MIDCAP INDEX FUND	99,837.10 82.510	4.12 %	113,092.16	13,255.06-	1,972	1.98 %
1,470	ISHARES S&P SMALLCAP 600 INDEX FUND	80,438.40 54.720	3.32 %	88,627.78	8,189.38-	997	1.24 %
455	SPDR DJ WILSHIRE INTL REAL ESTATE ETF	15,874.95 34.890	0.66 %	19,997.76	4,122.81-	980	6.17 %
290	SPDR DOW JONES REIT ETF	14,270.90 49.210	0.59 %	19,007.10	4,736.20-	560	3.92 %
245	THE VANGUARD GROUP INC ENERGY ETF	20,425.65 83.370	0.84 %	27,285.67	6,860.02-	292	1.43 %
1,020	VANGUARD EMERGING MARKETS FUND ETF	41,820.00 41.000	1.73 %	44,828.60	3,008.60-	556	1.33 %
325	VANGUARD MATERIALS ETF	22,041.50 67.820	0.91 %	17,398.62	4,642.88	300	1.36 %
TOTAL CLOSED END EQUITY MUTUAL FUND		408,308.90	16.87 %	466,325.06	58,016.16-	8,618	2.11 %
XABLE FIXED INCOME FUNDS							
6,366.305	LOOMIS SAYLES BOND FUND	84,926.51 13.340	3.51 %	75,183.23	9,743.28	4,947	5.83 %

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As individual as you are

Albert W & Edith V Flowers Charitable Foundation
34-6608643
2009 Form 990-PF
Balance Sheet Attachment

LIST OF ASSETS

OWERS FOUNDATION - SUCC. TRUSTEE
COUNT: 12630-00

AS OF 12/31/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
INCIPAL PORTFOLIO TOTAL		2,380,838.27	98.36 %	2,258,634.00	122,204.27	67,846	2.85 %

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LIST OF ASSETS

AS OF 12/31/09

WERS FOUNDATION - SUCC. TRUSTEE
OUNT: 12630-00

'AR VALUE 'R SHARES	ASSET DESCRIPTION	MARKET VALUE UNIT PRICE	% OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (COST VS MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
:OME PORTFOLIO							
	INCOME CASH	39,766.64	1.64 %	39,766.64			
'AL ASSETS		2,420,604.91	100.00 %	2,298,400.64	122,204.27	67,846	2.80 %

Albert W & Edith V Flowers Charitable Foundation
EIN 34-6608643
2009 Form 990-PF
Statement 11
Contributions Paid During 01/01/2009-12/31/2009

Recipient Name and Address	Relationship to Foundation	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Canton Palace Theatre Association Canton, OH	None	N/A	General Support	5,000
Ohio Outdoor Historical Drama Association New Philadelphia, OH	None	N/A	Education	1,000
Pathway Caring for Children North Canton, OH	None	N/A	General Support	1,000
Greater Canton Amateur Sports Hall of Fame Canton, OH	None	N/A	General Support	500
Massillon Museum Massillon, OH	None	N/A	General Support	1,000
Zoar Community Association Zoar, OH	None	N/A	Education	1,000
Lions Club of Massillon Massillon, OH	None	N/A	Renovations	5,000
Stark County District Library Foundation North Canton, OH	None	N/A	Education	500
Girl Scouts of Northeast Ohio Akron, OH	None	N/A	General Support	1,000
Sisters of Charity of St Augustine Canton, OH	None	N/A	Early Childhood Ctr	1,000
Beacon Journal Charity Fund Akron, OH	None	N/A	Orthodontic Care	2,000
Canton Community Clinic, Inc Canton, OH	None	N/A	Clinic	2,000
St Thomas Aquinas High School Louisville, OH	None	N/A	General Support	500
Akron-Canton Regional Food Bank Akron, OH	None	N/A	General Support	5,000
Central Catholic High School Canton, OH	None	N/A	Crusader Challenge	5,000
Boys & Girls Clubs of Massillon Massillon, OH	None	N/A	General Support	2,000
Ohio Foundation of Independent Colleges Columbus, OH	None	N/A	Scholarships	4,000
Military Aviation Preservation Society North Canton, OH	None	N/A	Restoration	500

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Recipient Name and Address	Relationship to Foundation	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Hammer & Nails Canton, OH	None	N/A	General Support	2,000
Pegasus Farm Hartville, OH	None	N/A	Equine Therapy Prgm	2,000
Turning Point of Stark County Canton, OH	None	N/A	Aboutface Women Halt Prgm	2,000
YMCA-Alliance Family YMCA Alliance, OH	None	N/A	Swim Program	1,350
Boy Scouts of America Buckeye Council Canton, OH	None	N/A	Youth Program	3,000
Voyager Program Inc Canton, OH	None	N/A	Violence Prevention	3,000
YMCA of Central Stark County Canton, OH	None	N/A	Strong Kids Campaign	1,000
YMCA of Western Stark County Massillon, OH	None	N/A	Equipment & Scholarships	4,000
CSA Mercy Ministries Canton, OH	None	N/A	Early Childhood Center	2,000
National Multiple Sclerosis Society Independence, OH	None	N/A	Respite Program	1,000
Walsh University North Canton, OH	None	N/A	Educational	3,000
Northeastern Ohio Christian Youth Camp Lisbon, OH	None	N/A	Building Renovation	5,000
St Paul Catholic Church Canton, OH	None	N/A	Outreach Program	2,000
Cuyahoga Valley Preservation & Scenic Railway Assoc Peninsula, OH	None	N/A	Canton Explorer Service	2,000
Salvation Army - Massillon Massillon, OH	None	N/A	Christmas Gift	5,000
Salvation Army - Canton Canton, OH	None	N/A	Christmas Gift	5,000
Malone University Canton, OH	None	N/A	President's Circle - General Support	3,000
Canton Ex- Newsboys Association Canton, OH	None	N/A	Christmas Gift	5,000

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Recipient Name and Address	Relationship to Foundation	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Salvation Army - Alliance Alliance, OH	None	N/A	Christmas Gift	5,000
USA Committee for the 2009 Junior World Football Championship Canton, OH	None	N/A	Event	2,000
Western Stark County Medical Clinic Inc Massillon, OH	None	N/A	Clinic	4,000
Canton Calvary Mission Canton, OH	None	N/A	General Support	1,000
Habitat for Humanity Massillon, OH	None	N/A	General Support	2,000
Friends of Stark County District Library North Canton, OH	None	N/A	Educational	2,000
North Canton Playhouse North Canton, OH	None	N/A	Costumes	2,000
American Heart Association-Canton Canton, OH	None	N/A	Youth Program	1,000
Village Network Smithville, OH	None	N/A	General Support	1,000
Stark State College Foundation North Canton, OH	None	N/A	Scholarship	3,000
St Joan of Arc Catholic Church Canton, OH	None	N/A	Food Bank Christmas Gift	6,000
Total				118,350