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
FLORENCE S BEECHER FDN 7655003653

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 1558 DEPT EA4E86

City or town, state, and ZIP code
COLUMBUS, OH 43216

A Employer identification number
34-6613413

B Telephone number (see page 10 of the instructions)
(330) 742-7021

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)* ▶ $ 6,860,687.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	163,879.	163,879.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-803,903.			
	b Gross sales price for all assets on line 6a 2,953,430.				
	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	-640,024.	163,879.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	48,399.	24,200.		24,200.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	990.	NONE	NONE	990.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	6,918.	989.		2,041.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	56,307.	25,189.	NONE	27,231.
	25 Contributions, gifts, grants paid	380,765.			380,765.
	26 **Total expenses and disbursements** Add lines 24 and 25	437,072.	25,189.	NONE	407,996.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	-1,077,096.			
	b **Net investment income** (if negative, enter -0-)		138,690.		
	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)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	61,467.	30,287.	30,287.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less. allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	7,123,307.	6,078,086.	6,830,400.
	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)	7,184,774.	6,108,373.	6,860,687.
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	7,184,774.	6,108,373.	
	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)	7,184,774.	6,108,373.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,184,774.	6,108,373.	

Part III Analysis of Changes in Net Assets or Fund Balances

	Description	Line	Amount
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	7,184,774.
2	Enter amount from Part I, line 27a	2	-1,077,096.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	695.
4	Add lines 1, 2, and 3	4	6,108,373.
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	6,108,373.

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	-803,903.
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	412,243.	6,962,481.	0.05920921005
2007	395,966.	8,736,004.	0.04532575763
2006	392,100.	8,322,572.	0.04711283964
2005	653,553.	8,420,478.	0.07761471498
2004	318,988.	6,666,045.	0.04785266226

2 **Total** of line 1, column (d)	2	0.27711518456
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	0.05542303691
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,198,630.
5 Multiply line 4 by line 3	5	343,547.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,387.
7 Add lines 5 and 6	7	344,934.
8 Enter qualifying distributions from Part XII, line 4	8	407,996.

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 ▶ ☒ and enter 1% of Part I, line 27b	1	1,387.
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	1,387.
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	1,387.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,888.		
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	3,888.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	1.
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	2,500.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,388. **Refunded** ▶	11	1,112.

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 6			
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 ▶ THE FOUNDATION Telephone no. ▶ (614)331-9547

Located at ▶ PO BOX 1558 DEPT EA4E86, COLUMBUS, OH ZIP + 4 ▶ 43216

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		X
	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** *If "Yes" to 6b, file Form 8870*		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? **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 7		48,399.	-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	6,267,316.
b	Average of monthly cash balances	1b	25,709.
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	6,293,025.
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	6,293,025.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	94,395.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,198,630.
6	**Minimum investment return.** Enter 5% of line 5	6	309,932.

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	309,932.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,387.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,387.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	308,545.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	308,545.
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	308,545.

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	407,996.
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	407,996.
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	1,387.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	406,609.

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				308,545.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			39,240.	
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: ▶ $ 407,996.				
a Applied to 2008, but not more than line 2a			39,240.	
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				308,545.
e Remaining amount distributed out of corpus	60,211.			
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	60,211.			
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				NONE
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	60,211.			
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 ... 60,211.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total . . . . ▶ **3a**				380,765.
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	163,879.	
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	-803,903.	
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)				-640,024.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -640,024.

(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

Signature of officer or trustee HUNTINGTON NATIONAL BANK — Date 03/30/2010 — Title Officer.

Paid Preparer's Use Only

Preparer's signature — Date 03/30/2010 — Check if self-employed ☐ — Preparer's identifying number (See Signature on page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code: FIDUCIARY SOLUTIONS, LTD. 6135 TRUST DRIVE, STE 118 HOLLAND, OH 43528 — EIN — Phone no. 419-861-2300

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					1,684.	
		4060.589 BARON PARTNERS FUND PROPERTY TYPE: SECURITIES					11/21/2006	02/04/2009
44,098.00		85,247.00					-41,149.00	
		6545.759 WILLIAM BLAIR SMALL CAP GROWTH PROPERTY TYPE: SECURITIES					12/21/2006	02/04/2009
78,156.00		170,489.00					-92,333.00	
		5089.133 T. ROWE PRICE EMERGING MARKETS PROPERTY TYPE: SECURITIES					12/17/2008	02/04/2009
75,828.00		204,109.00					-128281.00	
		19888.868 TAMARACK MICROCAP VALUE FUND PROPERTY TYPE: SECURITIES					12/21/2006	02/04/2009
187,154.00		447,873.00					-260719.00	
		200000. BANK ONE CORP 6% 02/17/2009 PROPERTY TYPE: SECURITIES					03/01/2002	02/17/2009
200,000.00		202,252.00					-2,252.00	
		1400. AMERICAN INTERNATIONAL GROUP INC. PROPERTY TYPE: SECURITIES					10/22/1990	03/11/2009
527.00		9,839.00					-9,312.00	
		4000. BANK AMER CORP COM PROPERTY TYPE: SECURITIES					08/28/2000	03/11/2009
19,480.00		105,120.00					-85,640.00	
		300. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES					12/18/1995	03/11/2009
14,367.00		6,788.00					7,579.00	
		2000. MARRIOTT INTL INC NEW PROPERTY TYPE: SECURITIES					10/17/2006	03/11/2009
29,201.00		82,676.00					-53,475.00	
		2700. MOTOROLA INC. PROPERTY TYPE: SECURITIES					10/17/2006	03/11/2009
9,315.00		67,338.00					-58,023.00	

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)	
		3600. TEXAS INSTRUMENTS INC. PROPERTY TYPE: SECURITIES					12/18/1995	03/11/2009
56,376.00		21,265.00					35,111.00	
		55014.675 VANGUARD GNMA PORTFOLIO #36 PROPERTY TYPE: SECURITIES					04/02/1997	03/11/2009
582,605.00		553,448.00					29,157.00	
		250000. FFCB 3.45% 12/24/2012-2009 PROPERTY TYPE: SECURITIES					12/16/2008	03/24/2009
250,000.00		250,000.00						
		250000. FNMA 2.35% 12/30/2010-2009 PROPERTY TYPE: SECURITIES					12/15/2008	03/30/2009
250,000.00		250,000.00						
		2825.141 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					12/19/2008	05/11/2009
117,611.00		202,064.00					-84,453.00	
		1800. ADOBE SYSTEMS INC PROPERTY TYPE: SECURITIES					10/17/2006	05/22/2009
47,271.00		68,685.00					-21,414.00	
		850. ALLSTATE CORP ILLINOIS PROPERTY TYPE: SECURITIES					10/17/2006	05/22/2009
22,195.00		54,126.00					-31,931.00	
		950. AMERICAN EXPRESS COMPANY PROPERTY TYPE: SECURITIES					10/17/2006	05/22/2009
22,780.00		55,252.00					-32,472.00	
		600. HARTFORD FINL SVCS GROUP INC COM PROPERTY TYPE: SECURITIES					10/17/2006	05/22/2009
9,378.00		54,054.00					-44,676.00	
		400. JOHNSON & JOHNSON CO PROPERTY TYPE: SECURITIES					12/18/1995	05/22/2009
21,975.00		9,051.00					12,924.00	
		300. PEPSICO INC PROPERTY TYPE: SECURITIES					07/22/1986	05/22/2009
15,420.00		1,470.00					13,950.00	

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)	
		400. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					09/02/1986	05/22/2009
21,235.00		2,003.00					19,232.00	
		250000. FNMA 4% 07/07/2011-2009 PROPERTY TYPE: SECURITIES					07/01/2008	07/07/2009
250,000.00		249,875.00					125.00	
		1100. CIT GROUP INC PROPERTY TYPE: SECURITIES					10/17/2006	07/10/2009
1,485.00		54,494.00					-53,009.00	
		1000. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					09/02/1986	10/15/2009
16,550.00		3,258.00					13,292.00	
		4717. HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					05/14/2008	10/15/2009
75,142.00		92,265.00					-17,123.00	
		570. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					11/28/2007	10/15/2009
51,994.00		59,373.00					-7,379.00	
		1800. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					10/17/2006	11/19/2009
95,369.00		84,903.00					10,466.00	
		240. COLGATE PALMOLIVE CO PROPERTY TYPE: SECURITIES					10/17/2006	11/19/2009
20,122.00		14,383.00					5,739.00	
		500. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					04/25/1988	11/19/2009
37,265.00		4,475.00					32,790.00	
		320. PEPSICO INC PROPERTY TYPE: SECURITIES					07/22/1986	11/19/2009
19,678.00		1,568.00					18,110.00	
		320. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					09/02/1986	11/19/2009
19,706.00		1,602.00					18,104.00	

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)	
		1300. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					05/22/2009	11/19/2009
39,463.00		37,988.00					1,475.00	
		250000. FHLB 1.9% 05/25/2012-2009 PROPERTY TYPE: SECURITIES					05/21/2009	11/27/2009
250,000.00		250,000.00						
TOTAL GAIN(LOSS)							-803,903.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABORATORIES	2,808.	2,808.
ALLSTATE CORP ILLINOIS	519.	519.
AMERICAN EXPRESS COMPANY	342.	342.
BAC CAPITAL TRUST IV PFD	5,875.	5,875.
BANK AMER CORP COM	40.	40.
BANK OF NEW YORK MELLON CORP	180.	180.
BANK ONE CORP 6% 02/17/2009	6,000.	6,000.
BECTON DICKINSON AND CO.	1,056.	1,056.
CIT GROUP INC	22.	22.
CANADIAN NATL RAILWAY COM	902.	902.
CENTURYTEL INC	2,086.	2,086.
CHUBB CORP	1,295.	1,295.
COLGATE PALMOLIVE CO	3,440.	3,440.
COMCAST CORP CL A	203.	203.
EMERSON ELECTRIC CO	1,527.	1,527.
EXXON MOBIL CORP COM	5,810.	5,810.
FPL GROUP, INC.	959.	959.
FFCB 3.45% 12/24/2012-2009	2,156.	2,156.
FHLB 1.9% 05/25/2012-2009	2,375.	2,375.
FNMA 2.35% 12/30/2010-2009	1,469.	1,469.
FNMA 3.125% 05/15/2015-2012	3,906.	3,906.
FNMA 2.32% 02/19/2013-2010	1,450.	1,450.
FNMA 4% 07/07/2011-2009	10,000.	10,000.
FNMA 2.8% 05/05/2014-2011	3,364.	3,364.
GENERAL ELECTRIC CO	6,560.	6,560.
HARTFORD FINL SVCS GROUP INC COM	222.	222.
HEWLETT PACKARD CO.	960.	960.
HUNTINGTON INTL EQUITY FUND III	4,752.	4,752.
HUNTINGTON SITUS FUND III	628.	628.
HUNTINGTON REAL STRATEGIES FUND III	2,354.	2,354.
INTERNATIONAL BUSINESS MACHINES CORP	2,580.	2,580.
J P MORGAN CHASE & CO	1,325.	1,325.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JOHNSON & JOHNSON CO	4,957.	4,957.
KEY BANK NA 7% 02/01/2011	10,500.	10,500.
LOWES COMPANIES INC	2,100.	2,100.
MARRIOTT INTL INC NEW	175.	175.
MCDONALDS CORP	1,050.	1,050.
MEDTRONIC INC.	864.	864.
MICROSOFT CORP	1,118.	1,118.
HUNTINGTON SHORT&INTER FIXED FD	6,754.	6,754.
HUNTINGTON MONEY MKT IV	83.	83.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	3,009.	3,009.
HUNTINGTON OHIO MUNICIPAL MONEY MARKET F	650.	650.
MOTOROLA INC.	135.	135.
ORACLE CORP	700.	700.
PIMCO LOW DURATION INSTITUTIONAL	18,455.	18,455.
PARKER HANNIFIN CORP	1,200.	1,200.
PEPSICO INC	4,980.	4,980.
PROCTER & GAMBLE CO	4,808.	4,808.
ROYAL DUTCH SHELL PLC -ADR	1,344.	1,344.
TEVA PHARMACEUTICAL INDS ADR	372.	372.
TEXAS INSTRUMENTS INC.	396.	396.
UNITED PARCEL SVC INC	1,440.	1,440.
UNITED TECHNOLOGIES CORP	1,540.	1,540.
VALERO ENERGY	810.	810.
VANGUARD GNMA PORTFOLIO #36	5,133.	5,133.
VERIZON COMMUNICATIONS	1,216.	1,216.
WELLS FARGO & CO NEW	100.	100.
WELLS FARGO CAP TRST VII PFD 5.85% 05/01	11,700.	11,700.
WINDSTREAM CORP	1,125.	1,125.
TOTAL	163,879.	163,879.

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	990.			990.
TOTALS	990.	NONE	NONE	990.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	276.	276.	
OTHER TAXES	200.		200.
FEDERAL TAX PAYMENT - PRIOR YE	1,841.		1,841.
FEDERAL ESTIMATES - PRINCIPAL	3,888.		
FOREIGN TAXES ON QUALIFIED FOR	713.	713.	
TOTALS	6,918.	989.	2,041.

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

DESCRIPTION		AMOUNT
NET INCOME BETWEEN TAX YEARS		695.
	TOTAL	695.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

OH

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

OFFICER NAME:
HUNTINGTON NATIONAL BANK
ADDRESS:
30050 CHAGRIN BLVD
PEPPER PIKE, OH 44124
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 48,399.

TOTAL COMPENSATION: 48,399.

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

RECIPIENT NAME:
YOUNGSTOWN SYMPHONY SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
AMOUNT OF GRANT PAID .... 187,500.

RECIPIENT NAME:
YOUNGSTOWN STATE UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
AMOUNT OF GRANT PAID .... 87,500.

RECIPIENT NAME:
YOUNGSTOWN/MAHONING VALLEY
UNITED WAY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MILLCREEK CHILDRENS CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
AMOUNT OF GRANT PAID .... 2,000.

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

RECIPIENT NAME:
BUTLER INSTITUTE OF AMERICAN ART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
MCDONOUGH MUSUEM OF ART
ADDRESS:
525 WICK AVENUE
YOUNGSTOWN, OH 44555
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 1,565.

RECIPIENT NAME:
THE ATHENIAN SCHOOL
ADDRESS:
2100 MOUNT DIABLO SCENIC BLVD
DANVILLE, CA 94506
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
TAM VALLEY SCHOOL
ADDRESS:
350 BELL LANE
MILL VALLEY, CA 94941
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
MAHONING VALLEY HISTORICAL SOCIETY
ADDRESS:
648 WICK AVENUE
YOUNGSTOWN, OH 44502
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 4,700.

RECIPIENT NAME:
YOUNGSTOWN AREA ARTS COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID .... 2,500.

TOTAL GRANTS PAID: 380,765.

FLORENCE S BEECHER FDN 7655003653 34-6613413

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
5089.133 T. ROWE PRICE					
EMERGING MARKETS STOCK FUN	12/17/2008	02/04/2009	75,828.00	204,109.00	-128,281.00
250000. FFCB 3.45%	12/16/2008	03/24/2009	250,000.00	250,000.00	
250000. FNMA 2.35%	12/15/2008	03/30/2009	250,000.00	250,000.00	
2825.141 HARBOR	12/19/2008	05/11/2009	117,611.00	202,064.00	-84,453.00
1300. VERIZON COMMUNICATIO	05/22/2009	11/19/2009	39,463.00	37,988.00	1,475.00
250000. FHLB 1.9%	05/21/2009	11/27/2009	250,000.00	250,000.00	
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			982,902.00	1,194,161.00	-211,259.00
Totals			982,902.00	1,194,161.00	-211,259.00

JSA
9F0971 2 000

FLORENCE S BEECHER FDN 7655003653 34-6613413

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
4060.589 BARON PARTNERS	11/21/2006	02/04/2009	44,098.00	85,247.00	-41,149.00
6545.759 WILLIAM BLAIR					
SMALL CAP GROWTH FUND - CL	12/21/2006	02/04/2009	78,156.00	170,489.00	-92,333.00
19888.868 TAMARACK	12/21/2006	02/04/2009	187,154.00	447,873.00	-260,719.00
200000. BANK ONE CORP 6%	03/01/2002	02/17/2009	200,000.00	202,252.00	-2,252.00
1400. AMERICAN INTERNATION	10/22/1990	03/11/2009	527.00	9,839.00	-9,312.00
4000. BANK AMER CORP COM	08/28/2000	03/11/2009	19,480.00	105,120.00	-85,640.00
300. JOHNSON & JOHNSON CO	12/18/1995	03/11/2009	14,367.00	6,788.00	7,579.00
2000. MARRIOTT INTL INC	10/17/2006	03/11/2009	29,201.00	82,676.00	-53,475.00
2700. MOTOROLA INC.	10/17/2006	03/11/2009	9,315.00	67,338.00	-58,023.00
3600. TEXAS INSTRUMENTS	12/18/1995	03/11/2009	56,376.00	21,265.00	35,111.00
55014.675 VANGUARD GNMA	04/02/1997	03/11/2009	582,605.00	553,448.00	29,157.00
1800. ADOBE SYSTEMS INC	10/17/2006	05/22/2009	47,271.00	68,685.00	-21,414.00
850. ALLSTATE CORP	10/17/2006	05/22/2009	22,195.00	54,126.00	-31,931.00
950. AMERICAN EXPRESS	10/17/2006	05/22/2009	22,780.00	55,252.00	-32,472.00
600. HARTFORD FINL SVCS	10/17/2006	05/22/2009	9,378.00	54,054.00	-44,676.00
400. JOHNSON & JOHNSON CO	12/18/1995	05/22/2009	21,975.00	9,051.00	12,924.00
300. PEPSICO INC	07/22/1986	05/22/2009	15,420.00	1,470.00	13,950.00
400. PROCTER & GAMBLE CO	09/02/1986	05/22/2009	21,235.00	2,003.00	19,232.00
250000. FNMA 4%	07/01/2008	07/07/2009	250,000.00	249,875.00	125.00
1100. CIT GROUP INC	10/17/2006	07/10/2009	1,485.00	54,494.00	-53,009.00
1000. GENERAL ELECTRIC CO	09/02/1986	10/15/2009	16,550.00	3,258.00	13,292.00
4717. HUNTINGTON SITUS	05/14/2008	10/15/2009	75,142.00	92,265.00	-17,123.00
570. TRANSOCEAN LTD	11/28/2007	10/15/2009	51,994.00	59,373.00	-7,379.00
1800. ABBOTT LABORATORIES	10/17/2006	11/19/2009	95,369.00	84,903.00	10,466.00
240. COLGATE PALMOLIVE CO	10/17/2006	11/19/2009	20,122.00	14,383.00	5,739.00
500. EXXON MOBIL CORP COM	04/25/1988	11/19/2009	37,265.00	4,475.00	32,790.00
320. PEPSICO INC	07/22/1986	11/19/2009	19,678.00	1,568.00	18,110.00
320. PROCTER & GAMBLE CO	09/02/1986	11/19/2009	19,706.00	1,602.00	18,104.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			1,968,844.00	2,563,172.00	-594,328.00
Totals			1,968,844.00	2,563,172.00	-594,328.00

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FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

HUNTINGTON INTL EQUITY FUND III	796.00	
HUNTINGTON SITUS FUND III	822.00	
PIMCO LOW DURATION INSTITUTIONAL	67.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,684.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,684.00

TRUST, N.A. TRUSTEE OF THE
FLORENCE S BEECHER FOUNDATION
UNDER AGREEMENT DATED JANUARY 16
1969
ACCOUNT NUMBER 7655003653

SCHEDULE OF PRINCIPAL ASSETS
AS OF DECEMBER 31, 2009

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
CASH MANAGEMENT FUNDS-TAXABLE							
	HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	250,000.00		250,000.00	3.7	2,750	1.1
	TOTAL	250,000.00		250,000.00		2,750	1.1
CASH MANAGEMENT FUNDS-NON-TAXABLE							
	HUNTINGTON OHIO MUNICIPAL MONEY MARKET FUND II	351,940.00		351,940.00	5.2	391	0.1
	TOTAL	351,940.00		351,940.00		391	0.1
HUNTINGTON FUNDS-EQUITY							
40,657	HUNTINGTON INTERNATIONAL EQUITY FUND III	422,687.54	10.79	438,689.03	6.4	6,749	1.5
18,828	HUNTINGTON SITUS FUND III	260,126.66	15.95	300,306.60	4.4	499	0.2
36,426	HUNTINGTON REAL STRATEGIES FUND III	315,522.38	6.42	233,854.92	3.4	0	
	TOTAL	998,336.58		972,850.55		7,248	0.7
HUNTINGTON FUNDS-FIXED							

Huntington

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SCHEDULE OF PRINCIPAL ASSETS
AS OF DECEMBER 31, 2009

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
HUNTINGTON FUNDS-FIXED							
12,841	HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	249,115.40	19.78	253,994.98	3.7	7,114	2.8
	TOTAL	249,115.40		253,994.98		7,114	2.8
U. S. GOVT AGENCIES							
250,000	FNMA 3.125% 05/15/2015-2012	250,890.00	98.94	247,345.00	3.6	7,813	3.2
250,000	FNMA 2.32% 02/19/2013-2010	250,000.00	100.22	250,547.50	3.7	5,800	2.3
250,000	FNMA 2.8% 05/05/2014-2011	249,875.00	99.25	248,125.00	3.6	7,000	2.8
	TOTAL	750,765.00		746,017.50		20,613	2.8
CORPORATE OBLIGATIONS							
150,000	KEY BANK NA 7% 02/01/2011	152,980.50	103.85	155,772.00	2.3	10,500	6.7
	TOTAL	152,980.50		155,772.00		10,500	6.7
PREFERRED STOCK							
4,000	BAC CAPITAL TRUST IV PFD	100,000.00	19.02	76,083.60	1.1	5,876	7.7

Huntington

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SCHEDULE OF PRINCIPAL ASSETS
AS OF DECEMBER 31, 2009

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
PREFERRED STOCK							
8,000	WELLS FARGO CAP TRST VII PFD 5.85% 05/01/33 SERIES	200,000.00	22.25	178,000.00	2.6	11,696	6.6
	TOTAL	300,000.00		254,083.60		17,572	6.9
COMMON STOCK							
2,000	AMGEN INC	136,007.00	56.57	113,140.00	1.7	0	
1,000	BANK OF NEW YORK MELLON CORP	27,480.00	27.97	27,970.00	0.4	360	1.3
800	BECTON DICKINSON	57,717.12	78.86	63,088.00	0.9	1,184	1.9
1,780	CENTURYTEL INC	58,133.98	36.21	64,453.80	0.9	4,984	7.7
1,500	CHUBB CORP W/1 RT/SH	56,005.74	49.18	73,770.00	1.1	2,100	2.8
3,000	CISCO SYSTEMS	148,780.00	23.94	71,820.00	1.1	0	
1,760	COLGATE PALMOLIVE	105,473.28	82.15	144,584.00	2.1	3,098	2.1
2,640	COMCAST CORP CL A	37,521.20	16.86	44,510.40	0.7	998	2.2
1,800	EMERSON ELECTRIC CO W/1 RT/SH	53,059.90	42.60	76,680.00	1.1	2,412	3.1
3,000	EXXON MOBIL CORP	26,852.07	68.19	204,570.00	3.0	5,040	2.5
830	FPL GROUP INC	38,321.08	52.82	43,840.60	0.6	1,569	3.6
7,000	GENERAL ELECTRIC CO	22,806.85	15.13	105,910.00	1.6	2,800	2.6
1,200	GENZYME CORP	83,635.68	49.01	58,812.00	0.9	0	
890	GILEAD SCIENCES INC W/1 RT/SH	41,447.30	43.27	38,510.30	0.6	0	
3,000	HEWLETT PACKARD CO	74,704.77	51.51	154,530.00	2.3	960	0.6
1,200	IBM CORP	20,725.50	130.90	157,080.00	2.3	2,640	1.7

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SCHEDULE OF PRINCIPAL ASSETS
AS OF DECEMBER 31, 2009

COMMON STOCK

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
2,500	JP MORGAN CHASE & CO	132,493.75	41.67	104,175.00	1.5	500	0.5
2,300	JOHNSON & JOHNSON	77,526.62	64.41	148,143.00	2.2	4,508	3.0
6,000	LOWES COS INC	73,377.50	23.39	140,340.00	2.1	2,160	1.5
1,000	MCDONALDS CORP	57,124.10	62.44	62,440.00	0.9	2,200	3.5
1,100	MEDTRONIC INC	53,636.00	43.98	48,378.00	0.7	902	1.9
2,500	MICROSOFT CORP	92,019.92	30.48	76,200.00	1.1	1,300	1.7
800	NUCOR CORP W/1 RT/SH	37,062.00	46.65	37,320.00	0.5	1,152	3.1
5,000	ORACLE CORPORATION FORMERLY ORACLE SYS CORP W/1 RT/SH	184,732.40	24.53	122,650.00	1.8	1,000	0.8
1,200	PARKER HANNIFIN CORP	67,030.96	53.88	64,656.00	0.9	1,200	1.9
2,380	PEPSICO INC	11,663.48	60.80	144,704.00	2.1	4,284	3.0
2,280	PROCTER & GAMBLE CO	11,416.09	60.63	138,236.40	2.0	4,013	2.9
1,000	SCHLUMBERGER LTD	68,635.90	65.09	65,090.00	1.0	840	1.3
580	SIMON PROPERTY GROUP INC	43,358.65	79.80	46,284.00	0.7	1,392	3.0
800	UPS	58,979.68	57.37	45,896.00	0.7	1,440	3.1
1,000	UNITED TECHNOLOGIES CORP	65,430.00	69.41	69,410.00	1.0	1,540	2.2
4,600	VALERO ENERGY CORP	119,764.17	16.75	77,050.00	1.1	2,760	3.6
1,320	VIACOM CLASS B NEW	38,230.38	29.73	39,243.60	0.6	0	
2,000	WELLS FARGO & CO	53,840.10	26.99	53,980.00	0.8	400	0.7
6,500	WINDSTREAM CORP	58,070.00	10.99	71,435.00	1.0	6,500	9.1
	TOTAL	2,293,063.17		2,998,900.10		66,235	2.2

COMMON STOCK-FOREIGN

TRUST, N.A. TRUSTEE OF THE
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UNDER AGREEMENT DATED JANUARY 16
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SCHEDULE OF PRINCIPAL ASSETS
AS OF DECEMBER 31, 2009

		COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
COMMON STOCK-FOREIGN							
1,300	CANADIAN NATL RAILWAY COM	45,935.91	54.36	70,668.00	1.0	1,251	1.8
1,120	ROYAL DUTCH SHELL PLC -ADR	61,330.82	60.11	67,323.20	1.0	3,199	4.8
900	TEVA PHARMACEUTICAL -SP ADR	39,236.91	56.18	50,562.00	0.7	434	0.9
	TOTAL	146,503.64		188,553.20		4,883	2.6
MUTUAL FUNDS FIXED INC-TAXABLE							
63,973.546	PIMCO LOW DURATION FUND - INSTITUTIONAL CLASS	585,381.58	10.29	658,287.79	9.6	23,798	3.6
	TOTAL	585,381.58		658,287.79		23,798	3.6
ASSETS		6,078,085.87		6,830,399.72	100.0	161,104	2.4
CASH		0.00		0.00		0	
TOTAL		6,078,085.87		6,830,399.72		161,104	

TRUST, N.A. TRUSTEE OF THE
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SCHEDULE OF INCOME ASSETS
AS OF DECEMBER 31, 2009

	COST VALUE	UNIT PRICE	MARKET VALUE	% MKT	EST INCOME	YIELD MKT
CASH MANAGEMENT FUNDS-NON-TAXABLE						
HUNTINGTON OHIO MUNICIPAL MONEY MARKET FUND II	24,359.19		24,359.19	100.0	27	0.1
TOTAL	24,359.19		24,359.19		27	0.1
ASSETS	24,359.19		24,359.19	100.0	27	0.1
CASH	5,927.39		5,927.39		0	
TOTAL	30,286.58		30,286.58		27	