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Form **990-PF**

Department of the Treasury

Internal Revenue Service

Return of Private Foundation

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

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

2009

OMB No 1545-0052

For calendar year 2009, or tax year beginning , and ending Final return G Check all that apply: Initial return Initial return of a former public charity Amended return Address change Name change Name of foundation A Employer identification number Use the IRS CPB FOUNDATION label. 34-7151671 Otherwise, PNC BANK, N.A. (HAWTHORN) print Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number or type. 3550 LANDER ROAD 2164646901 See Specific City or town, state, and ZIP code C If exemption application is pending, check here Instructions PEPPER PIKE OH 44124 D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation X Section 501(c)(3) exempt private foundation H Check type of organization: Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation If private foundation status was terminated I Fair market value of all assets at end of year | J | Accounting method: | X | Cash Accrual under section 507(b)(1)(A), check here (from Part II, col. (c), line 16) Other (specify) If the foundation is in a 60-month termination 11,051,707. (Part I, column (d) must be on cash basis) ▶\$ under section 507(b)(1)(B), check here Part I Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income income (cash basis only) 4.892.071 Contributions, gifts, grants, etc., received N/A 2 Check if the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments 426 426 STATEMENT 247,416 242,716 STATEMENT Dividends and interest from securities 5a Gross rents b Net rental income or (loss) STATEMENT 278,696. 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 1,595,909. 989,040 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns b Less Cost of goods sold c Gross profit or (loss) -1,203-1,203STATEMENT 4 11 Other income 417,406. 230,979 12 Total Add lines 1 through 11 0. 0. 0. Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits
16a Legal fees
b Accounting fees
c Other professional fees ST
17 Interest
18 Taxes ST
19 Depreciation and depletion
20 Occupancy
21 Travel, conferences, and meetings
22 Printing and publications
23 Other expenses ST
24 Total operating and administrative
expenses. Add lines 13 through 23
25 Contributions, gifts, grants paid 15 Pension plans, employee benefits 30,748. 15,197 STMT 5 14,973. RECEIVED 30. 0. 0. 0. STMT 6 5,038. 5,038. O U NOV 15 ŏ '010 0 OGDEN 0. STMT 7 5.848. 5,848 41,664 26,083 14,973. 374,975 374,975. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements 416,639 389,948. 26.083 Add lines 24 and 25 27 Subtract line 26 from line 12: 5,000,767 a Excess of revenue over expenses and disbursements 1,204,896. b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-)

CPB FOUNDATION

Foi	m 99	CPB FOUNDATION O-PF (2009) PNC BANK, N.A. (HAWTHORN))	34-	7151671 Page 2
	art	AM-state to the state of the st	Beginning of year	End of	
Į.	aπ	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	1.		
	2	Savings and temporary cash investments	333,971.	213,828.	213,828.
		Accounts receivable ► 852.			
		Less: allowance for doubtful accounts ▶	585.	852.	852.
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			
	7	Other notes and loans receivable	-		
	•	Less; allowance for doubtful accounts			
Ø	8	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges		-	
As	1	Investments - U.S. and state government obligations			
	1	Investments - corporate stock			
	1	Investments - corporate bonds			
	1	Investments - land, buildings, and equipment basis			
	''	Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	4,091,419.	9,207,959.	10,837,027.
	I	Land, buildings, and equipment: basis	1,001,110.	3,201,333.	10,037,027.
	''	Less accumulated depreciation	ĺ		
	15	Other assets (describe ►			
	'				
	16	Total assets (to be completed by all filers)	4,425,976.	9,422,639.	11,051,707.
		Accounts payable and accrued expenses		3712270031	11/001/10/1
	18	Grants payable			
Ś	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons	-		
api	21	Mortgages and other notes payable			
	22	Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22)	0.		
		Foundations that follow SFAS 117, check here			
m		and complete lines 24 through 26 and lines 30 and 31.			
Š	24	Unrestricted	<u> </u>		
alar	25	Temporarily restricted			
Ä	26	Permanently restricted			
Fund Balances		Foundations that do not follow SFAS 117, check here			
Ä		and complete lines 27 through 31.		_	
ţ	27	Capital stock, trust principal, or current funds	0.	0.	
sse	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Net Assets or	29	Retained earnings, accumulated income, endowment, or other funds	4,425,976.	9,422,639.	
ž	30	Total net assets or fund balances	4,425,976.	9,422,639.	!
	24	Total liabilities and not access found belongs	4,425,976.	9,422,639.	
		Total liabilities and net assets/fund balances		9,422,039.	
P	art	III Analysis of Changes in Net Assets or Fund Bal	ances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 30			
		st agree with end-of-year figure reported on prior year's return)		1	4,425,976.
2		amount from Part I, line 27a		2	5,000,767.
		r increases not included in line 2 (itemize)	SEE STA	TEMENT 8 3	908.
		lines 1, 2, and 3		4	9,427,651.
5	Decr	eases not included in line 2 (itemize)	SEE STA	TEMENT 9 5	5,012.
6	Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, colur		6	9,422,639.
000	E11			_	Form 990-PF (2009)

2-story brick v		s) of property sold (common stock, 200			(b) H P - D -	low acc Purch Dona	quired lase tion	(c) Date a (mo., da	cquired y, yr.)	(d) Date sold (mo., day, yr.)
1a					ļ					
b SEE ATTACHEI	O STATE	MENT			-					
<u>C</u>					 					
<u>d</u>										
(e) Gross sales price		reciation allowed rallowable)		st or other basis xpense of sale					ın or (loss (f) mınus	
a										
b										
C										
d										
e 1,595,909				606,86	59.					989,040
Complete only for assets show	ing gain in colu	mn (h) and owned	by the foundation	on 12/31/69					ol. (h) gain	
(i) F.M.V. as of 12/31/69		djusted basis of 12/31/69		cess of col. (ı) col. (ı), ıf any			col.		ot less tha from col. (
a										···
b										
C										
d										
е										989,040
		∫ If gaın, also er	nter in Part I, line	7	1	Ì				
Proposed the composition of the	capıtal loss)	If (loss), enter	nter in Part I, line r -0- in Part I, line	7	了上	2				989,040
Net short-term capital gain or (l	oss) as defined	in sections 1222(5)) and (6):							
If gain, also enter in Part I, line 8		` '	, , ,		<u>}</u>					
J , = = = = = = = = = = = = = = = = = =										
If (loss), enter -0- in Part I, line	8	1: 40.40(-) <i>f</i>		(3			N/A	<u> </u>
If (loss), enter -0- in Part I, line Part V Qualification For optional use by domestic priva	8 Under Sec ite foundations	subject to the section					ent Inc	ome	N/A	
If (loss), enter -0- in Part I, line Part V Qualification For optional use by domestic priva f section 4940(d)(2) applies, leave Was the foundation liable for the se f "Yes," the foundation does not que	Under Sec the foundations this part blank. action 4942 tax alify under sect	subject to the section on the distributable	on 4940(a) tax on amount of any ye t complete this pa	net investment ii ear in the base pe irt.	ncome.		ent Inc	ome	N/A	Yes X No
If (loss), enter -0- in Part I, line Part V Qualification For optional use by domestic prival f section 4940(d)(2) applies, leave Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in	Under Sec the foundations this part blank. action 4942 tax alify under sect	subject to the section on the distributable ion 4940(e). Do not for each year; see in	on 4940(a) tax on amount of any ye t complete this pa	net investment ii ear in the base pe irt.	riod? les.		ent Inc	ome		Yes X No
If (loss), enter -0- in Part I, line Part V Qualification For optional use by domestic prival f section 4940(d)(2) applies, leave Was the foundation liable for the set f "Yes," the foundation does not qual Enter the appropriate amount in Base period years	Under Sec the foundations this part blank. action 4942 tax alify under sect n each column f	subject to the section on the distributable	on 4940(a) tax on amount of any ye t complete this pa istructions before	net investment ii ear in the base pe irt.	riod?	.)			Distril	Yes X No
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If (loss), enter -0- in Part I, line Part V Qualification For optional use by domestic private feeting and section 4940(d)(2) applies, leave Was the foundation liable for the set for enter the appropriate amount in the enter the e	BUnder Sec Ite foundations this part blank. Section 4942 tax alify under sect n each column f ming in) be 5-year base per tence if less than	on the distributable ion 4940(e). Do not for each year; see in (b) Adjusted qualifying	amount of any yet complete this parastructions before distributions 311,601.289,705.281,786.137,861.282,351.	ear in the base pe irt. Making any entr	riod? les. (c) onchari	.) , 62 , 34 , 92 , 70	use assets 5,530 0,399 4,316 0,115	2 3	Distril	Yes X No (d) button ratio vided by col. (c)) . 055393 . 045693 . 04756 . 024180 . 051200 . 224033 . 04480
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•	CPB FOUNDATION 1990-PF (2009) PNC BANK, N.A. (HAWTHORN)	24 8454	c - 1 1		
	nt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	34-7151			Page 4
		940 - See I	nstru	Ctioi	15)
1 _a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		4		4.0
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%	1	Τ.	2,0	<u>49.</u>
	of Part I, line 27b				
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				^
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			<u>0.</u>
3	Add lines 1 and 2	3	<u>_</u>	2,0	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	- 1	2 0	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5		2,0	<u>49.</u>
6	Credits/Payments:				
	2009 estimated tax payments and 2008 overpayment credited to 2009 6a 808.	l l			
	Exempt foreign organizations - tax withheld at source 6b				
	Tax paid with application for extension of time to file (Form 8868) 6c 13,000.				
	Backup withholding erroneously withheld Takke a state and a greate Add to a Catherant Cd.		1	2 0	0.0
_	Total credits and payments. Add lines 6a through 6d	7		3,8	
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			4.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1 7	<u> </u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid Enter the amount of line 10 to be: Credited to 2010 estimated tax 1,755. Refunded	10		1,7	0.
	Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 1,755. Refunded ► art VII-A Statements Regarding Activities	11]			<u> </u>
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene	ın		Yes	No
ıa	any political campaign?		1a		X
h	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		1b		X
Ü	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	d or			- 4.2
	distributed by the foundation in connection with the activities.	3 01			
c	E Did the foundation file Form 1120-POL for this year?		1c		Х
	I Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		"		
ď	(1) On the foundation. \blacktriangleright \$ 0. (2) On foundation managers. \blacktriangleright \$ 0.				
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
Ŭ	managers. > \$ 0.				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		Х
_	If "Yes," attach a detailed description of the activities				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, o	or			
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		Х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		Х
	o If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	•	5		X
	If "Yes," attach the statement required by General Instruction T				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:				
	By language in the governing instrument, or				
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state	: law			
	remain in the governing instrument?		6_	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
	If "Yes," complete Part II, col (c), and Part XV.		1		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	ОН				
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)		1		
	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 cale	ndar			
	year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? 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

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Part VII-A Statements Regarding Activities (continued)			
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		Х
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
August 17, 2008?	12		Х
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
Website address ► N/A			
14 The books are in care of ▶ PNC BANK, N.A. (HAWTHORN) Telephone no.▶216	-464-6	901	
	▶ 44124		
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	N	/A_	
Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
a disqualified person?	No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	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)?	No		
(6) Agree to pay money or property to a government official? (Exception. Check "No"	Ì		
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.)	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)?	'A <u>1b</u>		
Organizations relying on a current notice regarding disaster assistance check here		1	
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 X	No		
If "Yes," list the years -,,		1	
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	•	ŀ	
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 instructions.)	'A <u>2b</u>		
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?	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) ${f N}$ /	'A 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?

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Part VII-B Statements Regarding Activities for Which F		Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:		<u> </u>		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e))?	Ye	s X No	
(2) Influence the outcome of any specific public election (see section 4955); o				
any voter registration drive?	· · · · · · · · · · · · · · · · · · ·		s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes'	?	_	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organization				
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Ye	s X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational nurnoses, or			
the prevention of cruelty to children or animals?	or caucational purposes, or		s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	far the excentions described		3 [24] 110	
section 53.4945 or in a current notice regarding disaster assistance (see instru		in riegulations	N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	•			50
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi		unad		
expenditure responsibility for the grant?			s No	
		N/A L Ye	S LI NO	
If "Yes," attach the statement required by Regulations section 53 4945			ļ	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		₩	
a personal benefit contract?		Y6	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		<u> </u>	6b X
If "Yes" to 6b, file Form 8870		Г 		
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Ye	s X No	_
b If yes, did the foundation receive any proceeds or have any net income attribute				7b
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	anagers, Highly	<i>/</i>	
List all officers, directors, trustees, foundation managers and their	compensation	·		
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(e) Expense
(a) Name and address	hours per week devoted	(If not paid,	and deferred	(e) Expense account, other
PNC BANK	to position	`enter'-0-)'	compensation	allowances
	TRUSTEE	į		
3550 LANDER ROAD	0 00		0	•
PEPPER PIKE, OH 44124	0.00	0.	0.	0.
	TRUSTEE			
3550 LANDER ROAD	0.00		•	•
PEPPER PIKE, OH 44124	0.00	0.	0.	0.
	TRUSTEE			
3550 LANDER ROAD	0 00			•
PEPPER PIKE, OH 44124	0.00	0.	0.	0.
	TRUSTEE			
3550 LANDER ROAD	0.00			
PEPPER PIKE, OH 44124 2 Compensation of five highest-paid employees (other than those inc	0.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc		, enter "NUNE."	(d) Contributions to	(a) Evnança
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
270378	devoted to position		compensation	allowances
NONE				
		 		
	<u> </u>	 		
			L	
Total number of other employees paid over \$50,000				0

	1	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total Add lines 1 through 3		0

Page 8

P	art X Minimum Investment Return (All domestic foundations must complete this part Foreign four	dation	s, see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	8,230,858.
	Average of monthly cash balances	1b	282,844.
	Fair market value of all other assets	10	
d	Total (add lines 1a, b, and c)	1d	8,513,702.
	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,513,702.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	127,706.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,385,996.
6_	Minimum investment return. Enter 5% of line 5	6	419,300.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here and do not complete this part.)	d certair	1
1	Minimum investment return from Part X, line 6	1	419,300.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	12,049.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	407,251.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	407,251.
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	_ 7	407,251.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	389,948.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	_3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	389,948.
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	5	12,049. 377,899.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	
_	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of 4940(e) reduction of tax in those years.	qualifies	for the section

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Part XIII Undistributed Income (see instructions)

a From 2004 b From 2005 c From 2006 d From 2007 e From 2008 f Total of lines 3a through e 4. Qualifying distributions for 2009 from Part XII, Inex * № \$ 389,948. a Applied to 2008, but not more than line 2a b Applied to undistributed income of priory years (Election required - see instructions) c Treated as distributions out of corpus c Treated as distributions out of corpus c Treated as distributed out of corpus d Applied to 2009 distributable amount e Remaining amount distributed out of corpus c Excess distributions carryover applied to 2009 of an anoust appears in obtained to 2009 of applied on in E 5 or Ins anoust must be distributed on 2010 of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryover from 2004 on applied on line 5 or line 7 because distributions carryov		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
Inter 7 Lindar-Burbard recover, I any, as of the end of zero a Editer amount for 2008 only b Total for prior years: D. Stocks of distributions carryover, if any, to 2009; a From 2006 From 2006 From 2006 From 2008 I Total of I mes Sal through b J Total of I mes Sal through b J Total of the Sal through b J Total of I mes Sal through b J To	1 Distributable amount for 2009 from Part XI,	· · · · · · · · · · · · · · · · · · ·	· · ·		
2 Undesched motions, 4 aby, as of the end of robe and of robe a faired amount of 2009 only b Total for prior years: 3 Excess distributions carryover, if any, to 2009; a From 2004 b From 2005 c From 2006 c From 2006 c From 2007 c From 2008 c From					407,251.
Scress distributions carryover, if any, to 2009; a From 2004 From 2006 From 2006 From 2007 From 2008 From 2008 From 2008 From 2009 From 2008 From 2008 From 2009 From	2 Undistributed income, if any, as of the end of 2009				
Scress distributions carryover, if any, to 2009; a From 2004 From 2006 From 2006 From 2007 From 2008 From 2008 From 2008 From 2009 From 2008 From 2008 From 2009 From	a Enter amount for 2008 only			250,443.	
3 Excess distributions carryover, if any, to 2009: a From 2004 b From 2005 c From 2006 d From 2007 e From 2008 1 Total of lines 3a through e 4 Oualifying distributions for 2009 from Part XII, line 4: ▶ \$ 38.9 , 94.8 , a Applied to 2005, but not more than line 2a b Applied to Undestributed incores of prior years (Election required - see instructions) c Freated as distributions curpover applies amount e Remaining amount distributed out of corpus (Election required - see instructions) c Freated as distributions carryover applies amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2009 distributions carryover applies amount e Remaining amount distributed out of corpus of the masont applies and a see a substruction of the same amount e Remaining amount distributed out of the corpus of the masont applies and the see a substruction of the same amount e Remaining amount distributed out of the corpus of the masont applies on coloring (f), the same amount e Remaining amount distributed out on the corpus of the masont applies on coloring (f), the same amount e Remaining amount distributed out on the corpus of the masont applies of the coloring of the same amount e Remaining amount distributed out on the coloring of the same amount e Remaining amount distributed out on the coloring of the same amount e Remaining amount distributed out on the coloring of the same amount e Remaining amount distributed out of the coloring of the same amount e Remaining amount distributed out of the coloring of the colo					
a From 2004 b From 2005 c From 2006 d From 2007 e From 2007 e From 2008 d Total of lines 38 through e 0	, ,		0.		
b From 2005 c From 2008 d From 2007 e From 2008 1 Total of fines 3a through e 4 Qualitying distributions for 2009 from Part XII, time 4: № \$ 389, 948. 4 Applied to 2009, but not more than time 2a 4 Applied to 2009, but not more than time 2a 4 Applied to 2009, but not more than time 2a 4 Applied to Undestributed income of prior years (Electron required - see instructions) c Freated as distributions out of corpus diffection required - see instructions d Applied to 2009 distributable amount e Romaning amount distributed out of corpus 5 Excess edistributions carpove appear to 2009 must be shown in exame (a), this same amount must be shown in exame (a), this same amount must be shown in exame (a), this same amount included below. 1 Corpus Add (may 34, 4, and 4e 3u-bitract line 4b from line 2b C Inter the net total of each column as indicated below. 2 Corpus Add (may 34, 4, and 4e 3u-bitract line 4b from line 2b C Inter the maint of prior years' undistributed in come for which a notice of dictionary, has been previously assessed 3 Subtract line 6 from line (b. Taxable amount - see instructions 0 . 4 Corpus Add (18) tax has been previously assessed 0 . 5 Corpus (18) tax has been previously assessed 0 . 4 Corpus (18) tax has been previously assessed 0 . 5 Corpus (18) tax has been previously assessed 0 . 5 Corpus (18) tax has been previously assessed 0 . 6 Corpus (18) tax has been previously assessed 0 . 7 Amounts treated as distributions out of corpus (18) tax has prevent proposed by section 170(h) (11) or 494(k)(3) 0 . 8 Excess distributions carryover from 2004 out applied on line 6 or line 6 0 . 9 Analysis of line 9 a Excess from 2008	3 Excess distributions carryover, if any, to 2009:				
e From 2006 d From 2007 e From 2008 1 Total of lines 3a through e 1 Out out of lines 3a through e 1 Analysis of line 9 2	a From 2004				
d From 2007 e From 2008 Total of lines 3a through e	b From 2005				
e From 2008 f Total of Ines 3a through e Cuathying distributions for 2009 from Part XII, line 4: № \$ 389,948. Applied to Dob, but not more than line 2a b Applied to Undistributed income of prior years (Election required - see instructions) (Election required - see instructions) (Election required - see instructions) (Applied to 2009 distributable amount e Remaining amount distributed out of corpus Creaming amount of corpus and a subtract line and from line 2 b Creaming amount of prior years' undistributed income for which a notice of deficiency has been asset, or on which the section 4942(p) tax has been privously assessed Cudistributed income for 2008. Subtract line aft from line 2a. Taxable amount - see instructions Lindistributed income for 2008. Subtract line aft from line 2a. Taxable amount - see instructions Lindistributed income for 2008. Subtract line aft from line 2a. Taxable amount is see instructions Lindistributed income for 2008. Subtract line aft from line 2a. Taxable amount is see instructions Lindistributed income for 2008. Subtract line aft from line 2a. Taxable amount is see instructions Lindistributed income for 2008. Subtract line aft from line 1. This amount must be distributed income for 2008. Subtract line aft from line 1. This amount must be distributions carryover from 2004 not applied on line 5 or line 7 Creaming amount distribution active from 2004 not applied on line 5 or line 7 Creaming amount distribution active from 2004 not applied on line 5 or line 7 Creaming amount distribution active from 2004 not applied on line 5 or line 7 Creaming amount distribution active from 2004 not applied on line 5 or line 7 Creaming am	c From 2006				
f Total of lines 3a through e 4 Qualifying distributions for 2009 from Part XII, Ime 4* № \$ 389,948. a Applied to 2008, but not more than line 2a b Applied to undistributed income of prior years (Ection required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2009 distributable amount e Remaining amount distributed out of corpus for an anoth appears in colorum (b) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount distributed out of corpus for an anoth appears in colorum (c) be same amount e Remaining amount and such a corpus e Such and the another same amount e Remaining amount and such another same amount e Remaining amount of proving amount e Remaining amount e Remaining amount e Rem	d From 2007				
4 Qualifying distributions for 2009 from Part XI, line 4: Ps. 389,948. a Applied to 2008, but not more than line 2a Applied to 2008, but not more than line 2a Applied to Indistributed income of prior years (Election required - see instructions) C. Irraetid as distributions out of corpus (Election required - see instructions) D. Applied to 2009 distributable amount Corpus (Election required - see instructions) D. Applied to 2009 distributable amount Corpus C. Applied to 2009 distributable amount See instructions Corpus and Indiated below. 4. Cropus Additional Columna Sindicated below. 5. Excess distributed income (S) between the S. D. Defroir years' undistributed income of which a notice of deficiency has been resulted, or on which the section 494(2) lax has been previously assessed. 6. Enter the amount of prior years' undistributed income for which a notice of deficiency has been resulted, or on which the section 494(2) lax has been previously assessed. 6. Undistributed income for 2008. Subtract line 4a from line 6b. Taxable amount - see instructions 6. Undistributed income for 2009. Subtract line 4a from line 2b. Taxable amount - see instructions 7. Amounts freated as distributions out of corpus to satisfy requirements imposed by section 1700(1) (Yf) or 4942(p)(3) 8. Excess distributions carryover from 2004 on applied on line 5 or line 7 9. Excess distributions carryover from 2004 on applied on line 5 or line 7 9. Excess distributions carryover from 2004 on applied on line 5 or line 7 9. Excess distributions carryover from 2004 on applied on line 5 or line 7 9. Excess from 2006 Excess from 2006 Excess from 2007 Excess from 2008	e From 2008				
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d Excess from 2008			15		
d Excess from 2008	c Excess from 2007				
	e Excess from 2009				

CPB FOUNDATION Form 990-PF (2009) PNC BANK, N.A. (HAWTHORN) 34-7151671 Page 10 Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a 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) Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (b) 2008 (c) 2007 (a) 2009 (d) 2006 (e) Total 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 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 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets Part XV at any time during the year-see the instructions.) 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).) SEE STATEMENT 11 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. NONE 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 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;

CPB FOUNDATION

Form 990-PF (2009) Form 990-PF (2009) PNC BANK, N.A. (HAWTHORN)

Part XV Supplementary Information (continued)

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3 Grants and Contributions Paid During the Y	ear or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
a Paid during the year				ii
		•		
		İ		
SEE STATEMENT 12				
Total			▶ 3a	374,975.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

PNC BANK, N.A. (HAWTHORN)

Part XVI-A **Analysis of Income-Producing Activities**

3 Interest on savings and temporary cash investments 14 4 Dividends and interest from securities 14 24 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 14 8 Gain or (loss) from sales of assets other than inventory 18 27 9 Net income or (loss) from special events	•
a b c d d d d d d d d d d d d d d d d d d	-1,203.
b c d d d d d d d d d d d d d d d d d d	-1,203.
c d e	-1,203.
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 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	-1,203.
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 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	-1,203.
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Investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a	-1,203.
4 Dividends and interest from securities 5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a	-1,203.
5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a	-1,203.
a Debt-financed property b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 10 Other revenue: a	
b Not debt-financed property 6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 10 Other revenue: a	
6 Net rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	
property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	
7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	
8 Gain or (loss) from sales of assets other than inventory 18 27 9 Net income or (loss) from special events 0 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	
than inventory 18 27 9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 11 Other revenue:	78,696.
9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	78,696.
O Gross profit or (loss) from sales of inventory 1 Other revenue: a b c	
1 Other revenue: a b	
a b	
b	
b	
c	
e	
12 Subtotal. Add columns (b), (d), and (e) 52	25,335.
3 Total. Add line 12, columns (b), (d), and (e)	13 525,3
See worksheet in line 13 instructions to verify calculations.)	
	_
Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	5
Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed important	tly to the accomplishment of
the foundation's exempt purposes (other than by providing funds for such purposes).	,
	· · · · · · · · · · · · · · · · · · ·
· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·
1	

. ·	•		FOUNDAT.		_							
			BANK, N							<u>4-7151671</u>		age 13
Pa	art X\			Fransf	fers To a	nd Transaction	s an	d Relationsh	ips With	Noncharitable	9	
_		Exempt Org	anizations									
1	Did th	e organization directly or i	ndırectly engage ı	n any of	the following	with any other organ	zation	described in section	on 501(c) of		Yes	No
	the Co	de (other than section 50	1(c)(3) organization	ons) or 11	n section 52	7, relating to political o	rganıza	ations?				
a	Trans	fers from the reporting fou	indation to a none	haritable	e exempt org	anization of:						1
	(1) C	ash								1a(1)		Х
		ther assets								1a(2)		X
Ь		transactions:								1.4.47		
_		ales of assets to a noncha	ritable exempt ord	nanizatio	ın					1b(1)		Х
		urchases of assets from a								1b(1)	 	X
		ental of facilities, equipme			janization						-	X
				3						1b(3)		
		eimbursement arrangeme	1111.5							1b(4)		X
		oans or loan guarantees								1b(5)		X
		erformance of services or			_					<u>1b(6)</u>		X
		ng of facilities, equipment,								<u> 1c</u>		X
đ		answer to any of the above									sets,	
		vices given by the reportin				d less than fair market	value	in any transaction (or sharing arra	angement, show in		
		n (d) the value of the good						 				
(a)	Line no	(b) Amount involved	(c) Na	ame of n		exempt organization		(d) Description of	of transfers, trans	sactions, and sharing ar	rangeme	ents
					N/A							
				_								
				_								
										· · · · ·		
				_					40	_		
				-				 	_			
												
22	le the	foundation directly or indi	rectly affiliated wit	th or rel	ated to one	or more tay-avampt or	42DIZ2	tions described				
Lu		tion 501(c) of the Code (o					yanıza	tions described			ΓV	No
h		s," complete the following s		501(0)(0)))	011 027				Yes	LA	-] INO
	11 163	(a) Name of				(b) Type of organizat	on		c) Description	of relationship		
		N/A	-			(B) Type of organizati	-		o poodription	or rolationomp		
_			.7									
-												
												
Т	Under p	enalties of perjury, I declare that	at I have examined th	ıs return. ı	including accor	mpanying schedules and s	tatemen	nts, and to the hest of	my knowledge at	nd helief it is true corre	act	
		plete Declaration of preparer (my knowledge a	id belief, it is tide, cont		
		DIMON	X FIN	list	John 1	/P1 11-2-	11)). Tani	Ari 1	PR Z	1.	
اع	Su	nature of officer of truster	<u> </u>	-001	Jay V	Doto	10	Tillo	m, c	-11) /C		
Sign Here	<i>y</i> 01		4			Date	Dat	ho Cho	eck if	Preparer's identif	VIDO DUE	nber
B	ح ئ	Preparer's signature	1 md	m	re		Dal	/ self	·		,y 11ul	
<u>ত</u>	Paid Preparer's Use Only		DANTE	AT %	/ TT % T.TI	TILODAL \		em!	ployed ► L	<u> </u>		
ŀ	Se Se		BANK,			THORN)			EIN ►			
	무그		50 LANDE			ITE 200				(016) 464		
		BEI	PPER PIK	<u> 변, O</u>	<u>)H 44</u>	<u> 124-5755 </u>		_	Phone no.	(216)464	<u>-69</u>	<u>U1</u>

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N/A

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

FORM 990	O-PF G	AIN OR (LOSS) F	ROM SALE	OF 2	ASSETS		STA	TEMENT	1
DESCRIPT	(A) FION OF PROPERTY				MANNER CQUIRED			DATE SO	OLD
STERLING	G PRIVATE EQUITY	PARTNERS, L.P.		PUI	RCHASED	VARIO	ous	VARIO	JS
	(B) GROSS	(C) COST OR			(E)	_		(F)	_
-	SALES PRICE		SALE		DEPRE(GAIN	OR LOSS	
	-1.	0.		0.		0.		-	-1.
DESCRIPT	(A) FION OF PROPERTY				MANNER CQUIRED	DA'		DATE SO	OLD
STERLING	G PRIVATE EQUITY	PARTNERS, L.P.		PUI	RCHASED	VARIO	ous	VARIO	JS
	(B)	(C)	(D)		(E)			(F)	
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c.	GAIN	OR LOSS	S
	5,091.	0.		0.		0.		5,09	91.
DESCRIPT	(A) FION OF PROPERTY				MANNER CQUIRED	DA'	re IRED	DATE SO	OLD
1,000 SH	HS. AUTOMATIC DA	TA PROCESSING		PUI	RCHASED	02/1	7/95	11/05	/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	a .		(F)	q
_		13,932.		0.		0.		_ 27,09	

DESCRI	(A) PTION OF PROPERTY				ANNER QUIRED	DA' ACQU		DATE SOLD
10,000	SHS. AUTOMATIC D	- ATA PROCESSING		DO	NATED	12/2	9/88	11/05/09
	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	410,215.	356,050.		0.		0.	-	54,165.
DESCRI	(A) PTION OF PROPERTY				ANNER QUIRED	DA ACQU		DATE SOLD
1,400 8	SHS. BP	_		PUR	CHASED	11/0	7/03	11/05/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	81,357.	60,088.		0.		0.		21,269.
DESCRI	(A) PTION OF PROPERTY				ANNER QUIRED	DA ACQU		DATE SOLD
6,016 8	SHS. BP			DO	NATED	11/1	0/84	11/05/09
	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	349,601.	237,993.		0.		0.		111,608.
DESCRI	(A) PTION OF PROPERTY	_			ANNER QUIRED	DA ACQU		DATE SOLD
1,500 8	SHS. CHESAPEAKE E	- NERGY CORP.		PUR	CHASED	11/1	1/07	11/05/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
	36,629.	57,324.		0.		0.		-20,695.

(A) DESCRIPTION OF PROPERTY				IANNER QUIRED	DA' ACQU		DATE SOLD
3,000 NOKIA CORP.	_		PUR	CHASED	VARIO	OUS	11/05/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F) OR LOSS
39,329.	56,480.		0.		0.		-17,151.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED	DA' ACQU		DATE SOLD
8,000 SHS. NESTLE SA	_		DC	NATED	02/0	1/91	11/05/09
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
376,576.	278,920.		0.		0.		97,656.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED	DA'		DATE SOLD
600 SHS. ISHARES NASDAQ	BIOTECH INDEX	FUND	PUF	RCHASED	06/0	2/08	11/05/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
44,910.	47,097.		0.		0.		-2,187.
(A) DESCRIPTION OF PROPERTY				IANNER CQUIRED	DA'		DATE SOLD
FEDERAL NATIONAL MTGE.	- ASSOC. 6% DUE	9-01-16	PUF	RCHASED	VARI	ous	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F)
2,957.	3,067.		0.		0.		-110.

DESCRIPT:	(A) ION OF PROPERTY	r.			ANNER QUIRED	DA ⁴	TE IRED	DATE S	SOLD
FEDERAL 1	NATIONAL MTGE.	ASSOC. 6% DUE 5	5-01-17	PUR	CHASED	VARI	ous	VARIO	ous
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)	SS
	5,067.	5,291.		0.		0.		-2	224.
DESCRIPT	(A) ION OF PROPERTY	7			ANNER QUIRED	DA' ACQU	TE IRED	DATE S	SOLD
CITIGROU	P, INC. 3.625%	DUE 2-09-09		PUR	CHASED	03/3	1/04	02/09	9/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)	SS
	100,000.	101,971.		0.	-	0.		-1,9	971.
DESCRIPT	(A) ION OF PROPERTY	7			ANNER QUIRED	DA ¹ ACQU	TE IRED	DATE S	SOLD
SBC COMM	UNICATIONS 4.12	25% DUE 9-15-09		PUR	CHASED	10/2	8/08	09/1	5/09
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)	SS
	100,000.	99,000.		0.		0.		1,0	000.
CAPITAL (GAINS DIVIDENDS	FROM PART IV						3,:	L56.
TOTAL TO	FORM 990-PF, I	PART I, LINE 6A				-		278,6	596.
FORM 990	-PF INTEREST (ON SAVINGS AND T	EMPORARY	CASH	INVEST	MENTS	STA	TEMENT	2
SOURCE		· 						AMOUNT	
PNC BANK								4	126.
TOTAL TO	FORM 990-PF, I	PART I, LINE 3,	COLUMN A						126.

FORM 990-PF DIVIDEND	S AND INT	EREST F	ROM SEC	URITIES	STATEMENT	3
SOURCE	GRO	SS AMOU		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
PNC BANK STERLING PRIVATE EQUITY PARTN SUSTAINABLE WOODLANDS	IERS	244,4 1,3 4,8	07.	2,809. 347. 0.	241,6 9 4,8	60.
TOTAL TO FM 990-PF, PART I, I	.N 4	250,5	72.	3,156.	247,4	16.
FORM 990-PF	OTHER	INCOME			STATEMENT	4
DESCRIPTION		(A REVE PER B	NUE	(B) NET INVEST- MENT INCOME	(C) ADJUSTE NET INCO	
STERLING PRIVATE EQUITY PARTN SUSTAINABLE WOODLANDS	IERS		-399. -804.	-399 -804		
TOTAL TO FORM 990-PF, PART I,	LINE 11		-1,203.	-1,203	•	
FORM 990-PF C	THER PROF	ESSIONA	L FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOK	NET	(B) INVEST- INCOME			
TRUSTEE FEES FILING FEES	30,52		14,972 225		14,9	73. 0.
TO FORM 990-PF, PG 1, LN 16C	30,74	8.	15,197	•	14,9	73.

FORM, 990-PF	TAX	ES	S	TATEMENT	6
DESCRIPTION		(B) NET INVEST- MENT INCOME		CHARITA	
FOREIGN TAX EXPENSE	5,038.	5,038.			0.
TO FORM 990-PF, PG 1, LN 18 =	5,038.	5,038.			0.
FORM 990-PF	OTHER E	XPENSES	S	TATEMENT	7
DESCRIPTION		(B) NET INVEST- MENT INCOME		CHARITAI	
STERLING PRIVATE EQUITY PARTNERS	5,848.	5,848.			0.
TO FORM 990-PF, PG 1, LN 23	5,848.	5,848.			0.
FORM 990-PF OTHER INCREASES	IN NET ASS	ETS OR FUND BA	ALANCES S	TATEMENT	8
DESCRIPTION				AMOUNT	
BOOK/TAX DIFFERENCE ON STERLI	NG PRIVATE	EQUITY PARTNE	RS	9(08.
TOTAL TO FORM 990-PF, PART II	I, LINE 3			9(08.
FORM 990-PF OTHER DECREASE	S IN NET AS	SETS OR FUND I	BALANCES S	TATEMENT	9
DESCRIPTION				AMOUNT	
BOOK/TAX DIFFERENCE BOOK/TAX DIFFERENCE ON SUSTAI	NABLE WOODL	ANDS	_	4,9	81. 31.
TOTAL TO FORM 990-PF, PART II	I, LINE 5		<u></u>	5,0	12.

FORM, 990-PF OTHI	ER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POWDG		1 001 000	1 201 106
BONDS	COST	1,281,922.	1,381,106.
MUTUAL FUNDS	COST	1,442,755.	
STOCK	COST	5,688,151.	7,198,541.
STERLING PRIVATE EQUITY PARTNERS,	COST		
L.P.		195,488.	195,488.
PRIVATE ADVISORS STABLE VALUE FUND	COST	250,000.	254,456.
SUSTAINABLE WOODLANDS FUND II, L.P	. COST	248,736.	248,736.
REITS	COST	100,907.	113,035.
TOTAL TO FORM 990-PF, PART II, LIN	E 13	9,207,959.	10,837,027.

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

HARRY W. KONKEL SUSAN KONKEL

JAMES DONNELL KONKEL

FORM 990-PF

12

STATEMENT

FAID	DOKING THE T	EAR		<u> </u>
RECIPIENT NAME AND ADDRESS		RELATIONSHIP SE OF GRANT	RECIPIENT STATUS	AMOUNT
ANIMAL REFUGE LEAGUE OF GREATER PORTLAND 449 STROUDWATER STREET WESTBROOK, ME 04092	UNRELATED PURPOSES	REGIONAL	PUBLIC CHARITY	5,000.
ARCADIA SCHOLARSHIP FOUNDATION 42 GOODWIVES RIVER RD. DARIEN, CT 06820	UNRELATED	ENDOWMENT	PUBLIC CHARITY	6,000.
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120	UNRELATED LEGACY	DIAMOND	PUBLIC CHARITY	75,000.
GUNSTON DAY SCHOOL PO BOX 200 CENTREVILLE, MD 21617	UNRELATED GIVING FUND	ANNUAL	PUBLIC CHARITY	2,000.
MAINE CANCER FOUNDATION PO BOX 553 PORTLAND, ME 04112	UNRELATED FOR DISCOVE		PUBLIC CHARITY	17,500.
MAINE MEDICAL CENTER 22 BRAMHALL ST. PORTLAND, ME 04102	UNRELATED	ENDOWMENT	PUBLIC CHARITY	25,000.
NUSHAGAK-MULCHATNA WOOD-TIKCHIK LAND TRUST PO BOX 1388 DILLINGHAM, ME 99576	UNRELATED PURPOSES	- GERNERAL	PUBLIC CHARITY	1,750.
PINE MANOR COLLEGE 400 HEATH STREET CHESTNUT HILL, MA 02467	UNRELATED FUND SUSAN FUND	ANNUAL KONKEL BOOK	PUBLIC CHARITY	6,000.

GRANTS AND CONTRIBUTIONS

PAID DURING THE YEAR

CPB.FOUNDATION PNC BANK, N.A. (HAWTHORN)		34-7151671
PORTLAND MUSEUM OF ART 7 CONGRESS SQUARE PORTLAND, ME 04101	UNRELATED ENDOWMENT AND PROGRAMMING	PUBLIC CHARITY	148,075.
PORTLAND STAGE COMPANY PO BOX 1458 PORTLAND, ME 04104	UNRELATED GREEN ROOM FUND	PUBLIC CHARITY	82,000.
PORTLAND SYMPHONY ORCHESTRA PO BOX 3573 PORTLAND, ME 04104	UNRELATED ANNUAL FUND AND BRIDGE INITIATIVE	PUBLIC CHARITY	6,650.
TOTAL TO FORM 990-PF, PART XV, LI	NE 3A		374,975.

Form 990-PF - Average Monthly Value of Investments

` [(Line	1a)	(Line 1b)		
	FMV of Securities	Calculated Averages	Cash Balances	Calculated Averages	
Beginning (optional):			······································		
1st month _	4,192,203.	_	333,971.		
Ending:					
1st month	4,000,277.	4,096,240.	337,792.	335,88	
2nd month _	3,707,331.	3,853,804.	299,937.	318,86	
3rd month	3,880,511.	3,793,921.	309,458.	304,69	
4th month	8,961,117.	6,420,814.	312,467.	310,96	
5th month	9,475,529.	9,218,323.	324,032.	318,25	
6th month	9,488,556.	9,482,043.	381,228.	352,63	
7th month	9,876,138.	9,682,347.	359,307.	370,26	
8th month	10,012,606.	9,944,372.	295,655.	327,48	
9th month	10,369,420.	10,191,013.	152,204.	223,93	
10th month	10,597,403.	10,483,412.	158,841.	155,52	
11th month	10,886,787.	10,742,095.	189,306.	174,07	
12th month	10,837,027.	10,861,907.	213,830.	201,56	
Total of all months		98,770,291.	_	3,394,13	
Number of months in year		<u>12</u>	<u>1</u>	<u>. 2</u>	
Average monthly value		8,230,858.			