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

2009

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

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

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 THE R. B. ANNIS EDUCATIONAL FOUNDATION		A Employer identification number 35-6627460
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 3265 EAST TULIP DRIVE		B Telephone number 317-788-1826
	City or town, state, and ZIP code INDIANAPOLIS, IN 46227		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,646,540.56 (Part I, column (d) must be on cash basis.)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____			

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).)		(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			N/A	
	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	182,174.17	182,174.17		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<235,666.20>			
	b Gross sales price for all assets on line 6a	2,356,039.96			
	7 Capital gain net income (from Part IV, line 2)		0.00		
	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					
11 Other income					
12 Total. Add lines 1 through 11	<53,492.03>	182,174.17			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	60,000.00	3,000.00		57,000.00
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	4,000.00	2,000.00		2,000.00
	c Other professional fees				
	17 Interest				
	18 Taxes	5,620.65	5,620.65		0.00
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	64,215.83	64,215.83		0.00
	24 Total operating and administrative expenses. Add lines 13 through 23	133,836.48	74,836.48		59,000.00
	25 Contributions, gifts, grants paid	569,150.00			569,150.00
26 Total expenses and disbursements. Add lines 24 and 25	702,986.48	74,836.48		628,150.00	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<756,478.51>				
b Net investment income (if negative, enter -0-)		107,337.69			
c Adjusted net income (if negative, enter -0-)			N/A		

920
11

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	24,581.79	21,794.51	21,794.51
	2 Savings and temporary cash investments	306,552.33	144,682.77	144,682.77
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	1,198,983.74	1,062,916.51	1,267,400.76
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	11,051,595.40	10,595,840.96	10,212,662.52	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	12,581,713.26	11,825,234.75	11,646,540.56	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.00	0.00	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00		
29 Retained earnings, accumulated income, endowment, or other funds	12,581,713.26	11,825,234.75		
30 Total net assets or fund balances	12,581,713.26	11,825,234.75		
31 Total liabilities and net assets/fund balances	12,581,713.26	11,825,234.75		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,581,713.26
2 Enter amount from Part I, line 27a	2	<756,478.51>
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	11,825,234.75
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,825,234.75

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					
b SEE ATTACHED STATEMENTS					
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 2,356,039.96		2,591,706.16	<235,666.20>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e			<235,666.20>		
2 Capital gain net income or (net capital loss)			2	<235,666.20>	
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). If (loss), enter -0- in Part I, line 8			3	N/A	

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 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	720,933.25	12,704,347.27	.056747
2007	659,625.00	15,585,052.43	.042324
2006	601,825.00	13,460,879.39	.044709
2005	563,778.85	12,000,310.12	.046980
2004	439,251.00	11,688,518.59	.037580
2 Total of line 1, column (d)			.228340
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			.045668
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			10,137,042.18
5 Multiply line 4 by line 3			462,938.44
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,073.38
7 Add lines 5 and 6			464,011.82
8 Enter qualifying distributions from Part XII, line 4			628,150.00

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,073.38
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.00
3 Add lines 1 and 2		3	1,073.38
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,073.38
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	28,808.25	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	28,808.25	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	27,734.87	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ Refunded ☒	11	0.00	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0.00 (2) On foundation managers. ☒ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.00		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IN		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		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 ► WAYNE E. WEBER Telephone no. ► 317-585-4455
 Located at ► 11999 LAKESIDE DRIVE, FISHERS, IN ZIP+4 ► 46038

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 N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		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 instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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 instructions)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
ELMIRA F. ANNIS	TRUSTEE			
3265 EAST TULIP DRIVE				
INDIANAPOLIS, IN 46227	3.00	15,000.00	0.00	0.00
CHARLES D. ANGUS	TRUSTEE			
P. O. BOX 477				
SPRING LAKE, MI 49456	3.00	15,000.00	0.00	0.00
WAYNE E. WEBER	TRUSTEE			
11999 LAKESIDE DRIVE				
FISHERS, IN 46038	3.00	15,000.00	0.00	0.00
C. DANIEL YATES	TRUSTEE			
8036 HEYWARD DRIVE				
INDIANAPOLIS, IN 46250	3.00	15,000.00	0.00	0.00

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

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

Total number of other employees paid over \$50,000

0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	9,799,006.26
b	Average of monthly cash balances	1b	486,675.12
c	Fair market value of all other assets	1c	5,732.00
d	Total (add lines 1a, b, and c)	1d	10,291,413.38
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	10,291,413.38
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	154,371.20
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,137,042.18
6	Minimum investment return. Enter 5% of line 5	6	506,852.11

Part XI Distributable Amount (see 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	506,852.11
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,073.38
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,073.38
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	505,778.73
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	505,778.73
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	505,778.73

Part XII Qualifying Distributions (see 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	628,150.00
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	628,150.00
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	1,073.38
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	627,076.62

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				505,778.73
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			623,585.17	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 628,150.00				
a Applied to 2008, but not more than line 2a			623,585.17	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2009 distributable amount				4,564.83
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				501,213.90
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 7				
Total			3a	569,150.00
b <i>Approved for future payment</i>				
NOT YET DETERMINED				
Total			3b	0.00

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	6,324.310 SH EUROPACIFIC GROWTH FD	P	09/30/03	10/20/09
b	1,845.018 SH GROWTH FUND OF AMERICA	P	05/11/05	10/20/09
c	7,617.504 SH LOOMIS SAYLES BOND FD	P	08/06/09	12/16/09
d	2,436.647 SH TWEEDY BROWNE GLOBAL VALUS	P	10/20/08	10/20/09
e	2,091.550 SH VANGUARD 500 INDEX FD	P	09/30/03	10/20/09
f	298.294 SH VANGUARD 500 INDEX FD	P	09/30/03	12/10/09
g	216 SH AGILENT TECHNOLOGIES	P	03/20/07	09/03/09
h	348 SH AGILENT TECHNOLOGIES	P	12/16/08	09/03/09
i	178 SH AGILENT TECHNOLOGIES	P	12/16/08	10/15/09
j	606 SH AGILENT TECHNOLOGIES	P	12/24/08	10/15/09
k	276 SH ALTRIA GROUP	P	10/02/03	02/04/09
l	104 SH ALTRIA GROUP	P	10/02/03	02/04/09
m	188 SH ALTRIA GROUP	P	10/24/08	02/04/09
n	315 SH ALTRIA GROUP	P	12/16/08	02/04/09
o	94 SH AMGEN INC	P	07/16/07	10/21/09

(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 250,000.00		169,801.50	80,198.50
b 50,000.00		49,207.54	792.46
c 101,160.46		94,000.00	7,160.46
d 50,000.00		47,465.89	2,534.11
e 175,000.00		158,955.08	16,044.92
f 25,000.00		22,669.96	2,330.04
g 5,544.57		6,868.80	<1,324.23>
h 8,932.93		6,256.35	2,676.58
i 4,889.29		3,200.08	1,689.21
j 16,645.54		9,827.44	6,818.10
k 4,658.85		2,783.99	1,874.86
l 1,755.51		1,695.24	60.27
m 3,173.42		3,722.21	<548.79>
n 5,317.18		4,718.07	599.11
o 5,765.81		5,129.25	636.56

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			80,198.50
b			792.46
c			7,160.46
d			2,534.11
e			16,044.92
f			2,330.04
g			<1,324.23>
h			2,676.58
i			1,689.21
j			6,818.10
k			1,874.86
l			60.27
m			<548.79>
n			599.11
o			636.56

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

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).

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

3

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	47 SH ANGLOGOLD LTD	P	04/15/08	03/11/09
b	131 SH ANGLOGOLD LTD	P	04/15/08	06/05/09
c	91 SH ANGLOGOLD LTD	P	04/15/08	09/18/09
d	51 SH ANGLOGOLD LTD	P	04/15/08	10/21/09
e	69 SH ANGLOGOLD LTD	P	06/18/08	10/21/09
f	96 SH APACHE CORPORATION	P	01/11/07	10/21/09
g	182 SH AT&T	P	11/04/05	10/21/09
h	134 SH CBS CORP CL N	P	12/09/04	10/21/09
i	304 SH CBS CORP CL N	P	12/09/04	10/21/09
j	267 SH CBS CORP CL N	P	09/07/05	10/21/09
k	608 SH CBS CORP CL N	P	10/24/08	10/21/09
l	179 SH CA INC	P	10/02/03	10/21/09
m	395 SH COMCAST CORP	P	01/31/06	10/08/09
n	279 SH COMCAST CORP	P	11/29/07	10/08/09
o	189 SH COMCAST CORP	P	10/24/08	10/08/09

(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 1,490.83		1,704.82	<213.99>
b 5,526.81		4,751.74	775.07
c 3,922.18		3,300.83	621.35
d 2,307.72		1,849.91	457.81
e 3,122.22		2,392.04	730.18
f 9,851.26		6,302.45	3,548.81
g 4,668.17		4,340.43	327.74
h 1,759.54		3,847.93	<2,088.39>
i 3,991.78		8,536.87	<4,545.09>
j 3,505.94		7,226.72	<3,720.78>
k 7,983.56		5,611.35	2,372.21
l 4,235.51		4,741.71	<506.20>
m 5,743.16		7,272.69	<1,529.53>
n 4,056.56		5,350.02	<1,293.46>
o 2,747.99		2,944.53	<196.54>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<213.99>
b			775.07
c			621.35
d			457.81
e			730.18
f			3,548.81
g			327.74
h			<2,088.39>
i			<4,545.09>
j			<3,720.78>
k			2,372.21
l			<506.20>
m			<1,529.53>
n			<1,293.46>
o			<196.54>

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

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).

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

3

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	69 SH COMCAST CORP	P	08/31/09	10/08/09
b	631 SH COMCAST CORP	P	08/31/09	12/24/09
c	156 SH EOG RES INC	P	11/17/08	11/30/09
d	63 SH EOG RES INC	P	12/16/08	11/30/09
e	861 SH GENWORTH	P	06/30/04	10/21/09
f	198 SH GENWORTH	P	05/04/06	10/21/09
g	132 SH GENWORTH	P	01/14/08	10/21/09
h	552 SH GENWORTH	P	10/24/08	10/21/09
i	194 SH HARTFORD FINANCIAL	P	10/02/03	10/21/09
j	147 SH HARTFORD FINANCIAL	P	08/08/06	10/21/09
k	192 SH INGERSOLL RAND	P	10/02/03	10/21/09
l	INGERSOLL RAND - PRINCIPAL	P	10/24/08	12/31/09
m	INGERSOLL RAND - PRINCIPAL	P	10/24/08	12/31/09
n	240 SH ILLINOIS TOOL WORKS	P	03/31/08	04/21/09
o	87 SH ILLINOIS TOOL WORKS	P	10/24/08	04/21/09

(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 1,003.23		996.36	6.87
b 10,461.71		9,111.64	1,350.07
c 13,726.08		11,923.08	1,803.00
d 5,543.23		4,521.51	1,021.72
e 9,696.24		16,819.63	<7,123.39>
f 2,229.80		6,565.80	<4,336.00>
g 1,486.53		3,091.16	<1,604.63>
h 6,216.41		3,520.88	2,695.53
i 5,339.26		10,425.56	<5,086.30>
j 4,045.73		12,177.66	<8,131.93>
k 6,468.81		4,796.72	1,672.09
l 318.60		318.60	0.00
m 110.46		110.46	0.00
n 7,984.72		11,941.25	<3,956.53>
o 2,894.46		3,058.92	<164.46>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			6.87
b			1,350.07
c			1,803.00
d			1,021.72
e			<7,123.39>
f			<4,336.00>
g			<1,604.63>
h			2,695.53
i			<5,086.30>
j			<8,131.93>
k			1,672.09
l			0.00
m			0.00
n			<3,956.53>
o			<164.46>

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

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).

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

3

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	186 SH ILLINOIS TOOL WORKS	P	12/16/09	04/21/09
b	236 SH JPMORGAN CHASE	P	10/02/03	09/03/09
c	114 SH JPMORGAN CHASE	P	10/02/03	10/21/09
d	208 SH KRAFT FOODS	P	10/02/03	09/18/09
e	72 SH KRAFT FOODS	P	10/02/03	09/18/09
f	178 SH KRAFT FOODS	P	10/24/08	09/18/09
g	112 SH LORILLARD INC	P	10/05/07	03/31/09
h	68 SH LORILLARD INC	P	10/05/07	07/09/09
i	116 SH LORILLARD INC	P	10/24/08	07/09/09
j	67 SH LORILLARD INC	P	12/16/08	07/09/09
k	50 SH LOWES INC	P	10/05/07	10/21/09
l	122 SH LOWES INC	P	11/15/07	10/21/09
m	174 SH METLIFE INC	P	10/14/08	10/21/09
n	268 SH MICROSOFT	P	02/07/05	10/29/09
o	503 SH MICROSOFT	P	06/30/05	10/29/09

(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 6,188.15		5,774.93	413.22
b 10,258.65		8,270.46	1,988.19
c 5,294.31		3,995.05	1,299.26
d 5,434.92		3,336.67	2,098.25
e 1,881.32		1,860.72	20.60
f 4,651.04		5,291.76	<640.72>
g 7,172.46		7,826.77	<654.31>
h 4,745.03		4,751.96	<6.93>
i 8,094.45		7,196.47	897.98
j 4,675.25		3,902.75	772.50
k 1,796.09		2,450.00	<653.91>
l 4,382.45		5,679.28	<1,296.83>
m 6,518.34		5,612.93	905.41
n 7,750.65		7,076.62	674.03
o 14,546.94		12,680.63	1,866.31

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			413.22
b			1,988.19
c			1,299.26
d			2,098.25
e			20.60
f			<640.72>
g			<654.31>
h			<6.93>
i			897.98
j			772.50
k			<653.91>
l			<1,296.83>
m			905.41
n			674.03
o			1,866.31

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

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).

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

3

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	58 SH MICROSOFT	P	06/30/05	12/21/09
b	269 SH MICROSOFT	P	06/13/08	12/21/09
c	42 SH MICROSOFT	P	10/24/08	12/21/09
d	132 SH MOTOROLA INC	P	12/16/03	10/21/09
e	440 SH MOTOROLA INC	P	11/15/04	10/21/09
f	321 SH MOTOROLA INC	P	06/09/06	10/21/09
g	456 SH MOTOROLA INC	P	11/13/06	10/21/09
h	55 SH MOTOROLA INC	P	05/21/07	10/21/09
i	80 SH NOBLE ENERGY	P	02/08/05	10/21/09
j	32 SH NOBLE ENERGY	P	06/09/05	10/21/09
k	10 SH NOBLE ENERGY	P	06/09/05	12/29/09
l	158 SH RAYTHEON COMPANY	P	10/02/03	12/31/09
m	242 SH TALISMAN ENERGY INC	P	06/07/08	10/21/09
n	84 SH US STEEL CORP	P	09/28/06	07/02/09
o	82 SH US STEEL CORP	P	09/23/08	07/02/09

(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 1,750.42		1,462.18	288.24
b 8,118.35		7,512.90	605.45
c 1,267.55		1,037.40	230.15
d 1,035.10		1,544.26	<509.16>
e 3,450.35		6,572.53	<3,122.18>
f 2,517.18		6,923.97	<4,406.79>
g 3,575.81		9,845.04	<6,269.23>
h 431.30		998.25	<566.95>
i 5,870.24		2,382.62	3,487.62
j 2,348.10		1,199.96	1,148.14
k 725.09		374.99	350.10
l 8,315.33		4,474.56	3,840.77
m 4,680.78		5,391.76	<710.98>
n 3,138.24		4,565.57	<1,427.33>
o 3,063.52		7,368.09	<4,304.57>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			288.24
b			605.45
c			230.15
d			<509.16>
e			<3,122.18>
f			<4,406.79>
g			<6,269.23>
h			<566.95>
i			3,487.62
j			1,148.14
k			350.10
l			3,840.77
m			<710.98>
n			<1,427.33>
o			<4,304.57>

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

2

3

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	244 SH US STEEL CORP	P	10/24/08	07/02/09
b	67 SH VIACOM CL B	P	12/09/04	10/21/09
c	267 SH VIACOM CL B	P	09/07/05	10/21/09
d	279 SH VIACOM CL B	P	01/09/06	10/21/09
e	223 SH VIACOM CL B	P	03/10/06	10/21/09
f	163 SH WELLS FARGO INC	P	10/02/03	10/21/09
g	35,910.653 SH UM MULTI STRATEGY FD	P	06/29/06	06/30/09
h	1,890.034 SH UM MULTI STRATEGY FD	P	06/29/06	06/30/09
i	18,191.964 SH UM MULTI STRATEGY FD	P	06/29/06	11/30/09
j	TENET LITIGATION	P	VARIOUS	09/18/09
k	TENET LITIGATION	P	VARIOUS	09/18/09
l	BRISTOL MYERS SQUIBB SETTLEMENT	P	VARIOUS	02/06/09
m	BRISTOL MYERS SQUIBB SETTLEMENT	P	VARIOUS	02/06/09
n	CAPITAL GAINS DIVIDENDS			
o				

(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 9,115.82		10,993.91	<1,878.09>
b 1,895.46		2,866.14	<970.68>
c 7,553.53		11,008.74	<3,455.21>
d 7,893.01		11,731.95	<3,838.94>
e 6,308.75		8,484.60	<2,175.85>
f 4,906.61		3,590.14	1,316.47
g 836,000.00		1,051,688.46	<215,688.46>
h 44,000.00		55,352.01	<11,352.01>
i 430,421.87		532,774.46	<102,352.59>
j 352.35			352.35
k 4,463.15			4,463.15
l 154.00			154.00
m 1,770.94			1,770.94
n 7,245.00			7,245.00
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,878.09>
b			<970.68>
c			<3,455.21>
d			<3,838.94>
e			<2,175.85>
f			1,316.47
g			<215,688.46>
h			<11,352.01>
i			<102,352.59>
j			352.35
k			4,463.15
l			154.00
m			1,770.94
n			7,245.00
o			

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

<235,666.20>

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).

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

3

N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THE TRUST COMPANY OF OXFORD - DIVIDENDS	189,419.17	7,245.00	182,174.17
TOTAL TO FM 990-PF, PART I, LN 4	189,419.17	7,245.00	182,174.17

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,000.00	2,000.00		2,000.00
TO FORM 990-PF, PG 1, LN 16B	4,000.00	2,000.00		2,000.00

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	5,620.65	5,620.65		0.00
TO FORM 990-PF, PG 1, LN 18	5,620.65	5,620.65		0.00

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	62,838.11	62,838.11		0.00
PROFESSIONAL SUBSCRIPTIONS	495.00	495.00		0.00
INSURANCE	750.00	750.00		0.00
BANK FEES	132.72	132.72		0.00
TO FORM 990-PF, PG 1, LN 23	64,215.83	64,215.83		0.00

FORM 990-PF

CORPORATE STOCK

STATEMENT

5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AON CORPORATION	37,880.71	39,260.16
AETNA INC	16,390.13	27,737.50
AMGEN INC	46,572.69	48,254.21
ANGLOGOLD LTD	25,363.12	41,425.58
APACHE CORPORATION	38,571.98	53,029.38
AT&T	18,769.53	21,414.92
BARRICK GOLD CORP	32,823.50	55,998.36
CBS CORP CL B	5,976.60	10,509.40
CA INC	60,088.35	60,844.14
COMCAST CORP	11,234.32	12,455.78
CONOCOPHILLIPS	19,836.73	25,790.35
CVS CORP	22,435.22	23,416.67
CITIGROUP INC	39,936.00	41,308.80
CANADIAN NATURAL RESOURCES	19,479.64	21,297.20
GENWORTH FINANCIAL	7,009.86	12,473.65
HALLIBURTON CO	8,563.50	14,894.55
HARTFORD FINANCIAL SERVICES	40,247.70	26,423.36
HESS CORP	13,750.94	14,762.00
JPMORGAN CHASE	23,263.53	29,127.33
INGERSOLL RAND	14,785.48	24,767.82
KIMBERLY CLARK CORP	26,383.61	32,810.65
KROGER CO	20,806.72	20,776.36
LOCKHEED MARTIN	35,292.28	38,955.95
LOWES CORP	33,780.82	40,639.30
MERCK & CO	27,611.10	36,576.54
METLIFE INC	32,395.16	37,294.25
MICROSOFT CORP	15,284.45	23,591.52
MOSAIC INC	11,655.34	15,470.07
MOTOROLA INC	49,903.85	54,133.76
NRG ENERGY INC	24,497.74	16,220.07
NOBLE ENERGY	33,109.32	51,776.94
PHILIP MORRIS INTL INC	21,341.28	30,745.22
PITNEY BOWES	57,291.80	42,652.24
RAYTHEON COMPANY	26,991.11	32,406.08
SANOFI AVENTIS	32,769.12	36,128.40
TALISMAN ENERGY INC	16,028.39	20,373.52
UNION PAC CORP	18,424.67	29,202.30
VERIZON COMMUNICATIONS	14,621.98	15,670.49
VIACOM INC CL B	37,721.42	58,419.45
WELLS FARGO & CO	24,026.82	28,366.49
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,062,916.51	1,267,400.76

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PINE GROVE OFFSHORE FUND LTD	FMV	660,000.00	806,405.00
UM MULTI-STRATEGY FUND	FMV	474,233.54	401,499.40
WESTFIELD PERFORMANCE FD LP	FMV	104.00	5,732.00
ARTISAN SMALL CAP VALUE FUND	FMV	392,200.00	342,115.74
EUROPACIFIC GROWTH FUND CL F	FMV	648,384.52	548,785.81
GROWTH FUND OF AMERICA CL A	FMV	1,337,115.45	1,338,750.72
HARDING LOEVNER EMERG MKTS	FMV	282,957.31	437,235.25
PIMCO COMMODITY REAL RETURN STRATEGY	FMV	709,339.61	587,476.23
RAINIER SMALL MID CAP GWTH EQUITY	FMV	553,060.12	323,470.60
TWEEDY BROWNE GLOBAL VALUE	FMV	537,717.87	577,797.27
VANGUARD 500 INDEX FD SIGNAL	FMV	2,595,408.58	2,733,521.29
VERACITY SMALL CAP VALUE	FMV	73,867.26	58,529.01
VIRTUS REAL ESTATE SECURITIES FD	FMV	350,000.00	267,925.17
VANGUARD FTSE ALL WORLD	FMV	800,292.24	596,497.58
HATTERAS MULTI STRATEGY FUND	FMV	420,000.00	420,000.00
PIMCO TOTAL RETURN FUND	FMV	94,000.00	96,136.36
PIMCO EMERGING LOCAL BOND FD	FMV	101,160.46	101,058.79
VANGUARD INFLATION PROTECTED	FMV	566,000.00	569,726.30
TOTAL TO FORM 990-PF, PART II, LINE 13		10,595,840.96	10,212,662.52

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 7

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
DJ ANGUS SCIENTECH EDUCATIONAL FD 8036 HEYWARD DRIVE INDIANAPOLIS, IN 46250	NONE CHARITABLE	PUBLIC CHARITY	2,500.00
GLEANERS FOOD BANK 1102 EAST 16TH STREET INDIANAPOLIS, IN 46202	NONE CHARITABLE	PUBLIC CHARITY	7,500.00
GOOD NEWS MINISTRIES P.O. BOX 1871 INDIANAPOLIS, IN 46204	NONE CHARITABLE	PUBLIC CHARITY	7,500.00
GOODWILL INDUSTRIES 1635 WEST MICHIGAN ST INDIANAPOLIS, IN 46202	NONE CHARITABLE	PUBLIC CHARITY	500.00
GRAND VALLEY STATE UNIVERSITY 401 NORTH FULTON GRAND RAPIDS, MI 49503	NONE EDUCATIONAL	PUBLIC CHARITY	80,000.00
HISTORIC LANDMARKS FOUNDATION 340 WEST MICHIGAN STREET INDIANAPOLIS, IN 46202	NONE CHARITABLE	PUBLIC CHARITY	500.00
INDIANAPOLIS MARION COUNTY PUBLIC LIBRARY P.O. BOX 6134 INDIANAPOLIS, IN 46206	NONE EDUCATIONAL	PUBLIC CHARITY	5,000.00
INDIANAPOLIS SYMPHONY FOUNDATION 32 EAST WASHINGTON STREET INDIANAPOLIS, IN 46204	NONE CHARITABLE	PUBLIC CHARITY	38,750.00

THE R. B. ANNIS EDUCATIONAL FOUNDATION

35-6627460

INDIANAPOLIS ZOOLOGICAL SOCIETY 1200 W WASHINGTON ST INDIANAPOLIS, IN 46222	NONE CHARITABLE	PUBLIC CHARITY	2,500.00
INTERLOCHEN CENTER FOR THE ARTS P. O. BOX 199 INTERLOCHEN, MI 49643	NONE EDUCATIONAL	PUBLIC CHARITY	55,000.00
JAMESON CAMP INC 2001 S BRIDGEPORT RD, P.O. 31156 INDIANAPOLIS, IN 46231	NONE CHARITABLE	PUBLIC CHARITY	50,000.00
MT CARMEL CHRISTIAN CHURCH 4183 MT CARMEL-TOBACCO ROAD CINCINNATI, OH 45255	NONE CHARITABLE	PUBLIC CHARITY	6,000.00
PRESIDENT BENJAMIN HARRISON FOUNDATION 1230 N DELAWARE ST INDIANAPOLIS, IN 46202	NONE CHARITABLE	PUBLIC CHARITY	10,000.00
PROVIDENCE CHRISTO REY HIGH SCHOOL 75 NORTH BELLVIEW PLACE INDIANAPOLIS, IN 46222	NONE EDUCATIONAL	PUBLIC CHARITY	28,000.00
RILEY CHILDREN'S FOUNDATION 30 SOUTH MERIDIAN STREET #200 INDIANAPOLIS, IN 46204	NONE CHARITABLE	PUBLIC CHARITY	25,000.00
SEATTLE HOUSING AUTHORITY NEW CAMPUS LEARNING P.O. BOX 19028 SEATTLE, WA 981091028	NONE CHARITABLE	PUBLIC CHARITY	2,500.00
ST. VINCENT FOUNDATION 11595 N MERIDIAN ST, #800 INDIANAPOLIS, IN 46290	NONE CHARITABLE	PUBLIC CHARITY	1,000.00
THE EITELJORG MUSEUM 500 W WASHINGTON ST INDIANAPOLIS, IN 46204	NONE CHARITABLE	PUBLIC CHARITY	117500.00

THE R. B. ANNIS EDUCATIONAL FOUNDATION

35-6627460

THE INDIANAPOLIS CHILDREN'S MUSEUM 3000 N MERIDIAN ST INDIANAPOLIS, IN 46208	NONE CHARITABLE	PUBLIC CHARITY	54,750.00
ST. LUKES METHODIST CHURCH 100 WEST 86TH STREET INDIANAPOLIS, IN 46260	NONE CHARITABLE	PUBLIC CHARITY	5,000.00
THE SALVATION ARMY 3100 NORTH MERIDIAN ST INDIANAPOLIS, IN 46208	NONE CHARITABLE	PUBLIC CHARITY	7,500.00
UNIVERSITY OF INDIANAPOLIS 1400 EAST HANNA AVE INDIANAPOLIS, IN 46227	NONE EDUCATIONAL	PUBLIC CHARITY	20,000.00
WHEELER MISSION P. O. BOX 3085 INDIANAPOLIS, IN 46204	NONE CHARITABLE	PUBLIC CHARITY	7,500.00
BROWN COUNTY COMMUNITY FOUNDATION P. O. BOX 191 NASHVILLE, IN 47448	NONE CHARITABLE	PUBLIC CHARITY	650.00
COBURN PLACE SAFE HAVEN 604 EAST 38TH STREET INDIANAPOLIS, IN 46205	NONE CHARITABLE	PUBLIC CHARITY	5,000.00
CUMBERLAND COLLEGE 6191 COLLEGE STATION DR WILLIAMSBURG, KY 40769	NONE EDUCATIONAL	PUBLIC CHARITY	2,000.00
4 PAWS FOR DISABILITIES 253 DAYTON AVENUE XENIA, OH 45385	NONE CHARITABLE	PUBLIC CHARITY	3,000.00
INDIANAPOLIS CIVIC THEATRE 3200 COLD SPRING ROAD INDIANAPOLIS, IN 46222	NONE CHARITABLE	PUBLIC CHARITY	7,500.00

THE R. B. ANNIS EDUCATIONAL FOUNDATION

35-6627460

LOVE INC
1106 FULTON STREET GRAND HAVEN,
MI 49417

NONE
CHARITABLE

PUBLIC
CHARITY

7,500.00

SHEPHERDS COMMUNITY CENTER
4107 EAST WASHINGTON STREET
INDIANAPOLIS, IN 46201

NONE
CHARITABLE

PUBLIC
CHARITY

7,500.00

THIRD PHASE INC
15755 ALLISONVILLE ROAD
NOBLESVILLE, IN 46060

NONE
CHARITABLE

PUBLIC
CHARITY

1,500.00

TOTAL TO FORM 990-PF, PART XV, LINE 3A

569,150.00