Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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: DELLENBACK FAMILY FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): c/o CUMMINGS & LOCKWOOD, 6 LANDMARK SQUARE — Room/suite: (HST,III)

City or town: STAMFORD — State: CT — ZIP code: 06901

A Employer identification number: 36-4513808

B Telephone number (see the instructions): (845) 735-8659

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ►$ 1,715,855.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	174,547.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	53.	53.		
	4 Dividends and interest from securities	23,071.	23,071.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	-147,542.			
	b Gross sales price for all assets on line 6a 675,221.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	50,129.	23,124.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	2,321.	500.		1,821.
	b Accounting fees (attach sch) L-16b Stmt	10,045.	3,000.		7,045.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr) FOREIGN TAXES WIT	1,502.	1,502.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) CUSTODIAN AND TRANSACTION FEES	7,310.	7,310.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	21,178.	12,312.		8,866.
	25 Contributions, gifts, grants paid	9,000.			9,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	30,178.	12,312.		17,866.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	19,951.			
	b **Net investment income** (if negative, enter -0-)		10,812.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	366,963.	51,679.	51,679.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	1,571,890.	1,641,583.	1,664,176.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see instructions. Also, see page 1, item I)	1,938,853.	1,693,262.	1,715,855.
LIABILITIES	17 Accounts payable and accrued expenses		360.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► L-22 Stmt)	267,363.	1,461.	
	23 **Total liabilities** (add lines 17 through 22)	267,363.	1,821.	
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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,671,490.	1,691,441.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	1,671,490.	1,691,441.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	1,938,853.	1,693,262.	

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	1,671,490.
2	Enter amount from Part I, line 27a	2	19,951.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,691,441.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,691,441.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	675,221.		816,333.	-141,112.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-141,112.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 — **2** -141,112.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 — **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	106,023.	1,240,167.	0.085491
2007	136,638.	1,317,674.	0.103696
2006	3,000.	691,713.	0.004337
2005	0.	321,938.	0.000000
2004	10,000.	278,054.	0.035964

2	**Total** of line 1, column (d)	2	0.229488
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045898
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,304,824.
5	Multiply line 4 by line 3	5	59,889.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	108.
7	Add lines 5 and 6	7	59,997.
8	Enter qualifying distributions from Part XII, line 4	8	17,866.

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 the instructions)

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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	216.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	216.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	216.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 2,455.		
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	2,455.
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	2,239.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	2,239. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/	A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ CT - Connecticut			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A | Statements Regarding Activities *Continued*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see 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 ► MYER, GREENE & DEGGE Telephone no. ► (845) 735-8659

Located at ► P.O. BOX 930 PEARL RIVER NY ZIP + 4 ► 10965

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
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 the instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b	N/A	
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)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT J. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	PRESIDENT/TREASURER 1.00	0.	0.	0.
GERALDINE W. DELLENBACK MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	CHAIRMAN/SECRETARY 1.00	0.	0.	0.
HOWARD S. TUTHILL, III, ESQ. P.O. BOX 120 STAMFORD CT 06904	ASSISTANT SECRETARY 1.00	0.	0.	0.
JAMES CULLEN MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	ASSISTANT TREASURER 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NOT APPLICABLE				
0				
0				
0				
0				

Total number of other employees paid over $50,000 ► NONE

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NOT APPLICABLE		
Total number of others receiving over $50,000 for professional services ►		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NOT APPLICABLE	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	None

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	1,265,363.
b Average of monthly cash balances	1b	59,331.
c Fair market value of all other assets (see instructions)	1c	
d **Total** (add lines 1a, b, and c)	1d	1,324,694.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,324,694.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	19,870.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,304,824.
6 **Minimum investment return.** Enter 5% of line 5	6	65,241.

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	65,241.
2a Tax on investment income for 2009 from Part VI, line 5	2a	216.		
b Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c Add lines 2a and 2b			2c	216.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	65,025.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	65,025.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	65,025.

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	17,866.
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:		
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	17,866.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	17,866.

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				65,025.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004: 0.				
b From 2005: 0.				
c From 2006: 0.				
d From 2007: 50,186.				
e From 2008: 44,381.				
f **Total** of lines 3a through e	94,567.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 17,866.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				17,866.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	47,159.			47,159.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	47,408.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	47,408.			
10 Analysis of line 9:				
a Excess from 2005: 0.				
b Excess from 2006: 0.				
c Excess from 2007: 3,027.				
d Excess from 2008: 44,381.				
e Excess from 2009: 0.				

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)

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

Part XV | Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

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

GERALDINE W. DELLENBACK, ROBERT J. DELLENBACK

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.

NOT APPLICABLE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE EPISCOPAL CHURCH IN JACKSON HOLE P.O. BOX 1690 JACKSON WY 83001-1690	NOT APPLICABLE	PUBLIC CHARITY	CHAPEL OF THE TRANSFIGURATION	5,000.
TUDOR PLACE FOUNDATION 1644 31 STREET NW WASHINGTON DC 20007	NOT APPLICABLE	PUBLIC CHARITY	18TH CENTURY CHEST-ON-CHEST RESTORATION	4,000.
Total ▶ 3a				9,000.
b *Approved for future payment* NOT APPLICABLE				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	53.	
4 Dividends and interest from securities			14	23,071.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-147,542.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-124,418.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -124,418.

(See worksheet in the instructions for line 13 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

► Kaulleen | 05/03/10 | ► ASSISTANT TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ►	Date 04/27/10	Check if self-employed ► ☐ Preparer's Identifying number (See Signature in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ►	MYER, GREENE & DEGGE 300 NORTH MIDDLETOWN ROAD, SUITE 8 PEARL RIVER NY 10965	EIN ► Phone no ► (845) 735-8659

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization: DELLENBACK FAMILY FOUNDATION, INC.

Employer identification number: 36-4513808

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule —

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules —

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year. ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: DELLENBACK FAMILY FOUNDATION, INC.

Employer identification number: 36-4513808

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DELLENBACK CHARITABLE LEAD UNITRUST c/o MYER, GREENE & DEGGE, P.O. BOX 930 PEARL RIVER NY 10965	$ 172,047.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Form 990-PF Part I, Line 6a | **Net Gain or Loss From Sale of Assets** | **2009**

Name: DELLENBACK FAMILY FOUNDATION, INC.

Employer Identification Number: 36-4513808

Asset Information:

Description of Property: PUBLICLY TRADED SECURITIES (GWDFD-001)
Date Acquired: Various | How Acquired:
Date Sold: Various | Name of Buyer:
Sales Price: 232,702. | Cost or other basis (do not reduce by depreciation) 335,331.
Sales Expense: | Valuation Method:
Total Gain (Loss): -102,629. | Accumulation Depreciation:

Description of Property: PUBLICLY TRADED SECURITIES (GWDFD-002)
Date Acquired: Various | How Acquired
Date Sold: Various | Name of Buyer:
Sales Price: 442,519. | Cost or other basis (do not reduce by depreciation) 487,432.
Sales Expense: | Valuation Method.
Total Gain (Loss). -44,913. | Accumulation Depreciation

Description of Property
Date Acquired: | How Acquired:
Date Sold: | Name of Buyer:
Sales Price: | Cost or other basis (do not reduce by depreciation)
Sales Expense: | Valuation Method:
Total Gain (Loss) | Accumulation Depreciation:

Description of Property:
Date Acquired: | How Acquired:
Date Sold: | Name of Buyer:
Sales Price: | Cost or other basis (do not reduce by depreciation)
Sales Expense: | Valuation Method:
Total Gain (Loss) | Accumulation Depreciation

Description of Property:
Date Acquired | How Acquired
Date Sold: | Name of Buyer
Sales Price | Cost or other basis (do not reduce by depreciation)
Sales Expense | Valuation Method:
Total Gain (Loss). | Accumulation Depreciation:

Description of Property:
Date Acquired: | How Acquired
Date Sold: | Name of Buyer
Sales Price: | Cost or other basis (do not reduce by depreciation)
Sales Expense: | Valuation Method.
Total Gain (Loss): | Accumulation Depreciation:

Description of Property.
Date Acquired | How Acquired:
Date Sold | Name of Buyer:
Sales Price: | Cost or other basis (do not reduce by depreciation)
Sales Expense: | Valuation Method:
Total Gain (Loss): | Accumulation Depreciation:

Description of Property.
Date Acquired: | How Acquired:
Date Sold: | Name of Buyer:
Sales Price: | Cost or other basis (do not reduce by depreciation)
Sales Expense: | Valuation Method:
Total Gain (Loss): | Accumulation Depreciation:

Additional Information For Tax Return

DELLENBACK FAMILY FOUNDATION, INC. 36-4513808

Form 990-PF, p6: Line 1a, Name-2

GERALDINE DELLENBACK CANNOT PARTICIPATE IN THE ADMINISTRATION AND DISTRIBUTION OF AMOUNTS RECEIVED FROM THE CHARITABLE LEAD TRUST SHE FUNDED FOR THE BENEFIT OF THE FOUNDATION (OR ANY INCOME EARNED THEREON) WHICH ARE REQUIRED TO BE ADMINISTERED AS A SEPERATE FUND BY AN INDEPENDENT COMMITTEE OF THE FOUNDATION.

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUMMINGS & LOCKWOOD	VARIOUS LEGAL SERVICES	2,321.	500.		1,821.
Total		2,321.	500.		1,821.

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

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MYER, GREENE & DEGGE	RECORDKEEPING, TAXES	10,045.	3,000.		7,045.
Total		10,045.	3,000.		7,045.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
SEE RIDER ATTACHED (GWDFD-001)	496,144.	441,332.
SEE RIDER ATTACHED (GWDFD-002)	1,145,439.	1,222,844.
Total	1,641,583.	1,664,176.

Form 990-PF, Page 2, Part II, Line 22
Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
UNSETTLED YEAR END PURCHASES	267,363.	1,461.
Total	267,363.	1,461.

The Dellenback Family Foundation (GWDFD-001)

Foundation

Sanford C. Bernstein & Co. / Wells Fargo Bank, N.A

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
3.0303	AOL Incorporated, Common	Mar 26, 2004	27 6771	83 87	70.55
3.0303	AOL Incorporated, Common	Oct 08, 2004	27 1887	82.39	70.55
1 4848	AOL Incorporated, Common	Sep 21, 2006	28.7244	42 65	34.57
3 5152	AOL Incorporated, Common	Jun 17, 2008	24.5164	86 18	81.83
3.7879	AOL Incorporated, Common	Nov 10, 2008	16.2385	61 51	88.18
3.0303	AOL Incorporated, Common	Dec 01, 2008	14.1141	42.77	70.55
3.0303	AOL Incorporated, Common	Jan 06, 2009	17.9784	54 48	70.55
6 0909	AOL Incorporated, Common	Apr 17, 2009	16.7923	102.28	141 80
27.0000	TOTAL FOR THIS SECURITY		20 5974	556.13	628.56
190.0000	AT & T Incorporated (New), Common	Sep 28, 2007	42 3813	8,052 45	5,325.70
100 0000	AT & T Incorporated (New), Common	Oct 04, 2007	41 9798	4,197.98	2,803.00
50.0000	AT & T Incorporated (New), Common	Oct 29, 2007	41.6984	2,084.92	1,401.50
85.0000	AT & T Incorporated (New), Common	Jun 24, 2009	24.8144	2,109.22	2,382 55
50 0000	AT & T Incorporated (New), Common	Jun 25, 2009	24 9774	1,248 87	1,401 50
50 0000	AT & T Incorporated (New), Common	Aug 11, 2009	25 3874	1,269 37	1,401 50
25 0000	AT & T Incorporated (New), Common	Sep 17, 2009	26 3956	659 89	700 75
550 0000	TOTAL FOR THIS SECURITY		35 6776	19,622 70	15,416.50
120 0000	Aetna Incorporated (New), Common	Sep 28, 2009	29 1654	3,499 85	3,804.00
25.0000	Aetna Incorporated (New), Common	Oct 07, 2009	27 0976	677 44	792 50
145.0000	TOTAL FOR THIS SECURITY		28 8089	4,177 29	4,596.50
100.0000	AK Steel Holding Corporation, Common	Aug 25, 2009	21 1594	2,115 94	2,135 00
35.0000	Altria Group Incorporated, Common	Oct 08, 2004	10 6740	373 59	687.05
100.0000	Altria Group Incorporated, Common	Jul 08, 2009	16.3499	1,634.99	1,963.00
20 0000	Altria Group Incorporated, Common	Jul 16, 2009	17 0520	341 04	392.60
155 0000	TOTAL FOR THIS SECURITY		15 1588	2,349.62	3,042 65
45.0000	Ameriprise Financial Incorporated, Common	Oct 30, 2009	34 6544	1,559.45	1,746.90
40 0000	Ameriprise Financial Incorporated, Common	Nov 02, 2009	34 8623	1,394 49	1,552 80
85.0000	TOTAL FOR THIS SECURITY		34 7522	2,953 94	3,299.70
40 0000	Archer Daniels Midland Company, Common	Jan 06, 2009	28.7305	1,149.22	1,252 40
40 0000	Archer Daniels Midland Company, Common	Jan 12, 2009	27 1785	1,087 14	1,252.40

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
50.0000	Archer Daniels Midland Company, Common	Jan 20, 2009	25 6286	1,281.43	1,565 50
30.0000	Archer Daniels Midland Company, Common	Sep 23, 2009	28 8903	866 71	939.30
160.0000	TOTAL FOR THIS SECURITY		27.4031	4,384.50	5,009.60
60 0000	BB & T Corporation, Common	Sep 08, 2009	26 6267	1,597 60	1,522.20
50.0000	BB & T Corporation, Common	Sep 14, 2009	26.8552	1,342.76	1,268 50
110 0000	TOTAL FOR THIS SECURITY		26 7305	2,940 36	2,790.70
115.0000	Bank of America Corporation, Common	Dec 07, 2009	16 1651	1,858.99	1,731.90
110.0000	Bank of America Corporation, Common	Dec 09, 2009	15.4564	1,700 20	1,656 60
75.0000	Bank of America Corporation, Common	Dec 10, 2009	15.2155	1,141 16	1,129.50
300 0000	TOTAL FOR THIS SECURITY		15.6678	4,700 35	4,518.00
222 4240	Bernstein Emerging Markets Value Portfolio	Feb 07, 2006	38.8687	8,645.34	6,465.87
239.8730	Bernstein Emerging Markets Value Portfolio	Oct 30, 2006	40 6465	9,750.00	6,973.11
123 2650	Bernstein Emerging Markets Value Portfolio	Dec 15, 2006	36 6901	4,522.60	3,583.31
185 5100	Bernstein Emerging Markets Value Portfolio	Dec 11, 2007	40 9599	7,598 48	5,392.78
92.2740	Bernstein Emerging Markets Value Portfolio	Oct 02, 2008	24 3839	2,250 00	2,682 41
110 5580	Bernstein Emerging Markets Value Portfolio	Dec 09, 2008	14 7200	1,627 41	3,213.92
6.7740	Bernstein Emerging Markets Value Portfolio	Dec 11, 2009	28 1798	190.89	196 92
980.6780	TOTAL FOR THIS SECURITY		35 2661	34,584 72	28,508.31
3,074 2990	Bernstein International Value Portfolio	Feb 07, 2006	25.2400	77,595.30	46,514.14
1,429.3340	Bernstein International Value Portfolio	Oct 30, 2006	28 0900	40,150.00	21,625 82
90 3930	Bernstein International Value Portfolio	Nov 21, 2006	28.2101	2,550.00	1,367 65
764.6520	Bernstein International Value Portfolio	Dec 15, 2006	25 6500	19,613.32	11,569.18
114.7490	Bernstein International Value Portfolio	Oct 04, 2007	29 6299	3,400 00	1,736 15
805 3830	Bernstein International Value Portfolio	Dec 11, 2007	25 2600	20,343.97	12,185 44
591 0540	Bernstein International Value Portfolio	Oct 02, 2008	15.6500	9,250.00	8,942.65
6,869.8640	TOTAL FOR THIS SECURITY		25 1683	172,902 59	103,941.04
24.0000	Bunge Limited, Common	Nov 12, 2008	40 8192	979 66	1,531 92
15.0000	Bunge Limited, Common	Dec 01, 2008	38 9913	584 87	957.45
31.0000	Bunge Limited, Common	Apr 29, 2009	46.7871	1,450 40	1,978.73
70.0000	TOTAL FOR THIS SECURITY		43 0704	3,014.93	4,468.10
80.0000	CBS Corporation, Class B Common	May 17, 2006	26 2219	2,097.75	1,124 00

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value.
35.0000	CBS Corporation, Class B Common	Jun 28, 2006	26 5083	927.79	491 75
25.0000	CBS Corporation, Class B Common	Sep 18, 2006	28 5672	714.18	351.25
10.0000	CBS Corporation, Class B Common	Oct 31, 2006	29 1100	291 10	140.50
125.0000	CBS Corporation, Class B Common	Feb 04, 2009	5 8519	731.49	1,756.25
275.0000	TOTAL FOR THIS SECURITY		17 3175	4,762.31	3,863.75
27 0000	Caterpillar Incorporated, Common	Jul 14, 2009	31.5196	851.03	1,538.73
40.0000	Chevron Corporation (New), Common	Feb 05, 2003	32.8788	1,315.15	3,079.60
35 0000	Cimarex Energy Company, Common	Aug 26, 2009	39 4603	1,381 11	1,853 95
20.0000	Cimarex Energy Company, Common	Sep 01, 2009	38.1285	762.57	1,059 40
55.0000	TOTAL FOR THIS SECURITY		38.9760	2,143.68	2,913.35
45 0000	ConocoPhillips, Common	Feb 04, 2003	24 8000	1,116 00	2,298.15
5.0000	ConocoPhillips, Common	Oct 30, 2006	60.0780	300 39	255 35
10.0000	ConocoPhillips, Common	Aug 20, 2007	79 2650	792 65	510.70
50 0000	ConocoPhillips, Common	Jan 25, 2008	75.0072	3,750 36	2,553.50
20.0000	ConocoPhillips, Common	May 18, 2009	44.7845	895 69	1,021.40
60 0000	ConocoPhillips, Common	Oct 02, 2009	46.3040	2,778.24	3,064.20
35.0000	ConocoPhillips, Common	Nov 05, 2009	51 9174	1,817.11	1,787 45
25 0000	ConocoPhillips, Common	Nov 13, 2009	52.8116	1,320.29	1,276.75
25 0000	ConocoPhillips, Common	Dec 04, 2009	51.1504	1,278.76	1,276.75
275 0000	TOTAL FOR THIS SECURITY		51.0891	14,049.49	14,044.25
100.0000	Constellation Brands Incorporated, Class A Common	Sep 01, 2009	14.9136	1,491.36	1,593 00
160.0000	Corning Incorporated, Common	Dec 05, 2008	7.9915	1,278.64	3,089 60
5 0000	Corning Incorporated, Common	Oct 02, 2009	14.6340	73.17	96 55
165 0000	TOTAL FOR THIS SECURITY		8 1928	1,351 81	3,186.15
140.0000	D R. Horton Incorporated, Common	Jul 13, 2009	8 4091	1,177 27	1,521 80
80.0000	Dean Foods Company (New), Common	Oct 09, 2009	19.1673	1,533 38	1,443 20
200.0000	Dell Incorporated, Common	Jul 17, 2009	12.7205	2,544 10	2,872.00
100.0000	Dell Incorporated, Common	Aug 14, 2009	14 1094	1,410.94	1,436.00
125.0000	Dell Incorporated, Common	Nov 23, 2009	14 6940	1,836 75	1,795 00
50.0000	Dell Incorporated, Common	Dec 16, 2009	13.5936	679 68	718 00
475.0000	TOTAL FOR THIS SECURITY		13 6241	6,471 47	6,821.00
10 0000	Deutsche Bank AG ADR	Sep 21, 2007	128 9890	1,289 89	709 10
10.0000	Deutsche Bank AG ADR	Nov 21, 2007	122.3640	1,223 64	709 10
20.0000	Deutsche Bank AG ADR	Feb 08, 2008	110 0365	2,200.73	1,418 20
15 0000	Deutsche Bank AG ADR	Mar 20, 2008	109 1273	1,636 91	1,063.65

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
35.0000	Deutsche Bank AG ADR	May 11, 2009	56 7900	1,987 65	2,481.85
90.0000	TOTAL FOR THIS SECURITY		92 6536	8,338.82	6,381 90
36 0000	Devon Energy Corporation (New), Common	Aug 08, 2008	90.3431	3,252.35	2,646.00
20.0000	Devon Energy Corporation (New), Common	Jan 29, 2009	63 2185	1,264 37	1,470 00
15.0000	Devon Energy Corporation (New), Common	Feb 12, 2009	51.1140	766.71	1,102 50
15 0000	Devon Energy Corporation (New), Common	Mar 26, 2009	48.4960	727 44	1,102.50
19 0000	Devon Energy Corporation (New), Common	Jul 14, 2009	52.5263	998.00	1,396 50
10 0000	Devon Energy Corporation (New), Common	Aug 26, 2009	62.3600	623.60	735.00
15.0000	Devon Energy Corporation (New), Common	Nov 19, 2009	69.5187	1,042 78	1,102 50
10.0000	Devon Energy Corporation (New), Common	Dec 04, 2009	66.4880	664.88	735 00
140.0000	TOTAL FOR THIS SECURITY		66.7152	9,340.13	10,290.00
15.0000	Du Pont (E.I) De Nemours & Company, Common	Apr 17, 2009	28 3680	425.52	505.05
25.0000	Du Pont (E I) De Nemours & Company, Common	May 07, 2009	27.7936	694.84	841 75
25 0000	Du Pont (E I) De Nemours & Company, Common	May 13, 2009	26 7660	669.15	841.75
35 0000	Du Pont (E.I.) De Nemours & Company, Common	May 27, 2009	27.7817	972 36	1,178 45
25 0000	Du Pont (E I) De Nemours & Company, Common	Jun 16, 2009	25 5160	637 90	841.75
50 0000	Du Pont (E I) De Nemours & Company, Common	Jun 18, 2009	25.3570	1,267 85	1,683 50
50 0000	Du Pont (E.I.) De Nemours & Company, Common	Jun 25, 2009	25 1328	1,256.64	1,683 50
225 0000	TOTAL FOR THIS SECURITY		26 3300	5,924 26	7,575.75
30 0000	Ensco International Ltd , Sponsored ADR	Jun 17, 2009	37.1820	1,115 46	1,198.20
185.0000	Ford Motor Company, Common	Nov 11, 2009	8 3302	1,541 09	1,850.00
165 0000	Ford Motor Company, Common	Nov 13, 2009	8.3596	1,379 33	1,650 00
350 0000	TOTAL FOR THIS SECURITY		8 3441	2,920 42	3,500 00
40.0000	Fortune Brands Incorporated, Common	Dec 28, 2009	43 0035	1,720.14	1,728.00
50.0000	Garmin Limited, Common	Nov 12, 2009	29.7578	1,487.89	1,535.00
25.0000	Garmin Limited, Common	Dec 22, 2009	30 7788	769 47	767.50
75 0000	TOTAL FOR THIS SECURITY		30 0981	2,257 36	2,302 50
185.0000	General Electric Company, Common	Oct 16, 2009	16.1556	2,988.79	2,799 05
90 0000	General Electric Company, Common	Nov 06, 2009	15.3258	1,379.32	1,361.70
150.0000	General Electric Company, Common	Dec 17, 2009	15.8286	2,374.29	2,269 50

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
425 0000	TOTAL FOR THIS SECURITY		15.8645	6,742.40	6,430 25
7 0000	Goldman Sachs Group Incorporated, Common	Sep 06, 2007	177 2271	1,240 59	1,181.88
25 0000	Goldman Sachs Group Incorporated, Common	Sep 09, 2008	162.3468	4,058.67	4,221.00
18 0000	Goldman Sachs Group Incorporated, Common	Aug 31, 2009	163 3417	2,940 15	3,039.12
10.0000	Goldman Sachs Group Incorporated, Common	Nov 06, 2009	172 4650	1,724.65	1,688 40
60.0000	TOTAL FOR THIS SECURITY		166.0677	9,964 06	10,130 40
65.0000	Home Depot Incorporated, Common	Oct 27, 2008	18.7892	1,221.30	1,880.45
35.0000	Home Depot Incorporated, Common	Feb 25, 2009	20.3483	712.19	1,012.55
100.0000	TOTAL FOR THIS SECURITY		19.3349	1,933 49	2,893.00
115 0000	Ingersoll Rand PLC	Jun 16, 2009	21.9733	2,526.93	4,110 10
30.0000	Ingersoll Rand PLC	Sep 23, 2009	31.6757	950 27	1,072 20
30.0000	Ingersoll Rand PLC	Nov 09, 2009	34 5093	1,035 28	1,072.20
175.0000	TOTAL FOR THIS SECURITY		25 7856	4,512 48	6,254 50
65 0000	J.P. Morgan Chase & Company, Common	Jul 18, 1980	38.9949	2,534.67	2,708.55
10 0000	J P Morgan Chase & Company, Common	Jan 15, 2008	39 3360	393.36	416.70
50.0000	J.P. Morgan Chase & Company, Common	May 27, 2009	36 2882	1,814.41	2,083.50
20 0000	J P. Morgan Chase & Company, Common	Jun 03, 2009	34 4165	688.33	833.40
45 0000	J P. Morgan Chase & Company, Common	Dec 14, 2009	41 7420	1,878.39	1,875 15
35.0000	J.P. Morgan Chase & Company, Common	Dec 29, 2009	41 7317	1,460.61	1,458.45
225.0000	TOTAL FOR THIS SECURITY		38 9768	8,769.77	9,375.75
45.0000	Limited Brands Incorporated, Common	Apr 17, 2009	10 6124	477 56	865.80
70.0000	Lowe's Companies Incorporated, Common	Feb 09, 2009	18 9509	1,326 56	1,637 30
90.0000	Lowe's Companies Incorporated, Common	Jul 09, 2009	18 8826	1,699 43	2,105 10
160.0000	TOTAL FOR THIS SECURITY		18.9124	3,025.99	3,742.40
15.0000	Macy's Incorporated, Common	May 01, 2007	43 8520	657 78	251 40
50 0000	Macy's Incorporated, Common	May 21, 2007	39 8476	1,992 38	838.00
50.0000	Macy's Incorporated, Common	Jun 04, 2007	40 3280	2,016 40	838.00

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
50.0000	Macy's Incorporated, Common	Sep 22, 2008	19 2510	962.55	838.00
165 0000	TOTAL FOR THIS SECURITY		34.1158	5,629.11	2,765 40
130.0000	Masco Corporation, Common	Jun 15, 2009	9 6809	1,258.52	1,795 30
6.4075	Merck & Company Incorporated (New), Common	Apr 22, 2008	38.8045	248 64	234 13
45.0000	Merck & Company Incorporated (New), Common	Jun 18, 2008	34 9862	1,574.38	1,644 30
100.0000	Merck & Company Incorporated (New), Common	Jun 23, 2008	35 7674	3,576 74	3,654.00
43.2525	Merck & Company Incorporated (New), Common	Jul 09, 2008	21.6390	935.94	1,580.45
25.0000	Merck & Company Incorporated (New), Common	Nov 07, 2008	28.2256	705.64	913 50
28.8350	Merck & Company Incorporated (New), Common	Mar 24, 2009	24.3041	700.81	1,053.63
28.8350	Merck & Company Incorporated (New), Common	Apr 28, 2009	22.1977	640.07	1,053.63
28.8350	Merck & Company Incorporated (New), Common	Apr 30, 2009	23 0518	664.70	1,053 63
28 8350	Merck & Company Incorporated (New), Common	May 07, 2009	23.4222	675.38	1,053 63
335 0000	TOTAL FOR THIS SECURITY		29 0218	9,722 30	12,240.90
40.0000	Metlife Incorporated, Common	Nov 19, 2008	19.6103	784.41	1,414.00
75.0000	Morgan Stanley Group Incorporated, Common	Jul 31, 2008	39 5501	2,966 26	2,220.00
10 0000	Morgan Stanley Group Incorporated, Common	Aug 01, 2008	40 2220	402 22	296.00
45.0000	Morgan Stanley Group Incorporated, Common	Sep 23, 2009	33.1471	1,491.62	1,332 00
25.0000	Morgan Stanley Group Incorporated, Common	Dec 16, 2009	30 2032	755.08	740.00
155 0000	TOTAL FOR THIS SECURITY		36 2270	5,615 18	4,588 00
125 0000	Motorola Incorporated, Common	Jun 12, 2008	8 9674	1,120.92	970.00
575.0000	Motorola Incorporated, Common	Nov 26, 2008	4 0515	2,329.61	4,462.00
700.0000	TOTAL FOR THIS SECURITY		4 9293	3,450.53	5,432.00
2.0000	NVR Incorporated, Common	Jul 06, 2009	491 1900	982.38	1,421.42
2 0000	NVR Incorporated, Common	Aug 20, 2009	642.5350	1,285.07	1,421 42
4.0000	TOTAL FOR THIS SECURITY		566.8625	2,267 45	2,842.84
300.0000	News Corporation Incorporated, Class A Common	Dec 04, 2008	7.8369	2,351.07	4,107.00
200 0000	News Corporation Incorporated, Class A Common	Jan 14, 2009	8.1761	1,635.22	2,738.00
200.0000	News Corporation Incorporated, Class A Common	Feb 11, 2009	6.3519	1,270 38	2,738.00
45.0000	News Corporation Incorporated, Class A Common	Jul 02, 2009	8 7798	395 09	616.05
745.0000	TOTAL FOR THIS SECURITY		7 5863	5,651.76	10,199 05
50.0000	Nexen Incorporated, Common	Jun 03, 2009	24 3008	1,215.04	1,196.50
70.0000	Nexen Incorporated, Common	Jul 13, 2009	19 5279	1,366 95	1,675.10

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value.
30 0000	Nexen Incorporated, Common	Sep 01, 2009	19.0290	570.87	717.90
150.0000	TOTAL FOR THIS SECURITY		21.0191	3,152 86	3,589.50
120.0000	Nokia Corporation Sponsored ADR	Jan 22, 2009	12.2215	1,466 58	1,542 00
65.0000	Nokia Corporation Sponsored ADR	Feb 06, 2009	13 3835	869 93	835 25
100 0000	Nokia Corporation Sponsored ADR	Feb 09, 2009	13.2959	1,329.59	1,285 00
50 0000	Nokia Corporation Sponsored ADR	Feb 23, 2009	10 2016	510 08	642.50
335 0000	TOTAL FOR THIS SECURITY		12 4662	4,176.18	4,304 75
40.0000	Northrop Grumman Corporation, Common	Mar 25, 2009	42.9595	1,718 38	2,234.00
45 0000	Northrop Grumman Corporation, Common	Aug 18, 2009	47 2178	2,124 80	2,513.25
85 0000	TOTAL FOR THIS SECURITY		45 2139	3,843 18	4,747.25
250 0000	Office Depot Incorporated, Common	Sep 23, 2009	6.4265	1,606.63	1,612.50
250 0000	Office Depot Incorporated, Common	Dec 02, 2009	6.4754	1,618 85	1,612.50
500.0000	TOTAL FOR THIS SECURITY		6.4510	3,225.48	3,225.00
55 0000	Penney, J C Company Incorporated, Common	Nov 19, 2008	15.5442	854 93	1,463.55
55.0000	Penney, J.C Company Incorporated, Common	Dec 17, 2009	27.3725	1,505 49	1,463.55
110.0000	TOTAL FOR THIS SECURITY		21.4584	2,360 42	2,927 10
125.0000	Pfizer Incorporated, Common	Nov 03, 2006	26 6335	3,329 19	2,273.75
65.0000	Pfizer Incorporated, Common	Nov 21, 2006	27 0000	1,755.00	1,182.35
100.0000	Pfizer Incorporated, Common	Apr 02, 2007	25 3654	2,536 54	1,819 00
100.0000	Pfizer Incorporated, Common	May 07, 2007	27.1355	2,713 55	1,819 00
100.0000	Pfizer Incorporated, Common	May 21, 2007	27.4570	2,745 70	1,819 00
100.0000	Pfizer Incorporated, Common	Jul 24, 2007	25.0096	2,500 96	1,819.00
160.0000	Pfizer Incorporated, Common	Jul 21, 2009	15.4958	2,479 33	2,910 40
750.0000	TOTAL FOR THIS SECURITY		24 0804	18,060 27	13,642 50
140 0000	Pulte Homes Incorporated, Common	Jul 28, 2009	10.6571	1,491 99	1,400.00
105.0000	RRI Energy Incorporated, Common	Sep 04, 2008	15 6477	1,643 01	600.60
170 0000	RRI Energy Incorporated, Common	Jun 25, 2009	4.5136	767.31	972.40
275.0000	TOTAL FOR THIS SECURITY		8 7648	2,410.32	1,573 00
25.0000	SPX Corporation, Common	Jun 24, 2009	46.3188	1,157.97	1,367.50
30.0000	SPX Corporation, Common	Dec 17, 2009	55 1117	1,653 35	1,641 00
55.0000	TOTAL FOR THIS SECURITY		51 1149	2,811.32	3,008.50

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
90 0000	Smithfield Foods Incorporated (VA), Common	Jul 08, 2009	12 8733	1,158.60	1,367.10
100.0000	Sprint Nextel Corporation, Common	Apr 09, 2008	6 5710	657.10	366 00
350 0000	Sprint Nextel Corporation, Common	Jul 31, 2009	4.0253	1,408.86	1,281.00
325.0000	Sprint Nextel Corporation, Common	Aug 05, 2009	4 0160	1,305.20	1,189.50
200 0000	Sprint Nextel Corporation, Common	Aug 17, 2009	3.8078	761.56	732 00
500 0000	Sprint Nextel Corporation, Common	Nov 05, 2009	2.8999	1,449 95	1,830 00
1,475.0000	TOTAL FOR THIS SECURITY		3.7849	5,582 67	5,398.50
105.0000	Steel Dynamics Incorporated, Common	Nov 18, 2009	16.4972	1,732 21	1,860 60
140.0000	Supervalu Incorporated, Common	Nov 06, 2009	16.4087	2,297 22	1,779.40
85 0000	Supervalu Incorporated, Common	Dec 02, 2009	14.2774	1,213 58	1,080.35
225.0000	TOTAL FOR THIS SECURITY		15.6036	3,510.80	2,859 75
105 0000	Symantec Corporation, Common	Feb 24, 2009	14.1353	1,484.21	1,878.45
70 0000	Symantec Corporation, Common	Mar 16, 2009	13.3360	933 52	1,252 30
50 0000	Symantec Corporation, Common	Mar 17, 2009	13.4338	671 69	894.50
225.0000	TOTAL FOR THIS SECURITY		13 7308	3,089.42	4,025 25
8 3670	Time Warner Cable Incorporated, Common	Mar 26, 2004	50 3406	421 20	346 31
8.3670	Time Warner Cable Incorporated, Common	Oct 08, 2004	49 4526	413 77	346.31
3.6144	Time Warner Cable Incorporated, Common	Sep 21, 2006	52 2493	188.85	149.60
10 4588	Time Warner Cable Incorporated, Common	Jun 17, 2008	44 5921	466 38	432 89
10.4588	Time Warner Cable Incorporated, Common	Nov 10, 2008	29.5340	308.89	432.89
8 3670	Time Warner Cable Incorporated, Common	Dec 01, 2008	25 6723	214 80	346.31
8.3670	Time Warner Cable Incorporated, Common	Jan 06, 2009	32 7011	273.61	346.31
67 0000	Time Warner Cable Incorporated, Common	Apr 09, 2009	27 2252	1,824.09	2,773.13
50.0000	Time Warner Cable Incorporated, Common	Sep 01, 2009	37 3728	1,868.64	2,069 50
175 0000	TOTAL FOR THIS SECURITY		34.1727	5,980.23	7,243.25
24 6667	Time Warner (New) Holding Company, Common	Mar 26, 2004	35 8341	883 91	718 79
33.3333	Time Warner (New) Holding Company, Common	Oct 08, 2004	35.2029	1,173 43	971 33
41.6667	Time Warner (New) Holding Company, Common	Jun 17, 2008	31 7429	1,322 62	1,214 17
41.6667	Time Warner (New) Holding Company, Common	Nov 10, 2008	21.0235	875 98	1,214.17
33.3333	Time Warner (New) Holding Company, Common	Dec 01, 2008	18 2748	609 16	971.33
33.3333	Time Warner (New) Holding Company, Common	Jan 06, 2009	23.2779	775 93	971 33

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value.
67 0000	Time Warner (New) Holding Company, Common	Apr 17, 2009	21 7431	1,456.79	1,952.38
275.0000	TOTAL FOR THIS SECURITY		25.8103	7,097.82	8,013.50
2 0000	Travelers Companies Incorporated, Common	Aug 23, 2005	45.0800	90.16	99.72
3 0000	Travelers Companies Incorporated, Common	Jun 11, 2007	54.4733	163.42	149.58
30.0000	Travelers Companies Incorporated, Common	Jun 15, 2007	54.1153	1,623 46	1,495.80
25.0000	Travelers Companies Incorporated, Common	Oct 17, 2007	51.9320	1,298.30	1,246.50
60.0000	TOTAL FOR THIS SECURITY		52.9223	3,175 34	2,991.60
155 0000	Tyco Electronics LTD Switzerland US Listed	Jun 24, 2009	18 4353	2,857 47	3,805 25
95 0000	Tyco Electronics LTD Switzerland US Listed	Aug 25, 2009	23 5038	2,232.86	2,332.25
50.0000	Tyco Electronics LTD Switzerland US Listed	Nov 25, 2009	23 7216	1,186.08	1,227 50
300 0000	TOTAL FOR THIS SECURITY		20.9214	6,276 41	7,365.00
190 0000	U S Bancorp (New), Common	May 21, 2009	17.9972	3,419.47	4,276.90
80.0000	UNUM Group, Common	May 04, 2009	16 8733	1,349 86	1,561.60
110 0000	Valero Energy, Common	Jul 22, 2009	17 6837	1,945 21	1,842 50
115.0000	Valero Energy, Common	Aug 07, 2009	18 6485	2,144 58	1,926 25
100.0000	Valero Energy, Common	Aug 24, 2009	18.9083	1,890 83	1,675.00
325 0000	TOTAL FOR THIS SECURITY		18 4019	5,980.62	5,443.75
125 0000	Vodafone Group PLC (New) Sponsored ADR	May 18, 2009	19 4294	2,428 68	2,886.25
135.0000	Wells Fargo & Company (New), Common	Dec 01, 2009	28 0293	3,783 96	3,643 65
30 0000	Wells Fargo & Company (New), Common	Dec 02, 2009	27.4103	822.31	809.70
85.0000	Wells Fargo & Company (New), Common	Dec 17, 2009	25.9876	2,208.95	2,294 15
50.0000	Wells Fargo & Company (New), Common	Dec 18, 2009	26.6946	1,334 73	1,349.50
300 0000	TOTAL FOR THIS SECURITY		27.1665	8,149 95	8,097.00
35.0000	Western Digital Corporation, Common	Aug 25, 2008	28 0937	983 28	1,545 25
10.0000	Western Digital Corporation, Common	Aug 27, 2008	28 2110	282 11	441 50
50 0000	Western Digital Corporation, Common	Sep 11, 2008	23.7078	1,185.39	2,207 50
95.0000	TOTAL FOR THIS SECURITY		25 7977	2,450.78	4,194.25
15.0000	XL Capital Limited, Class A Common	Aug 19, 2008	18 8213	282.32	274.95
65.0000	XL Capital Limited, Class A Common	Sep 24, 2008	17 3469	1,127.55	1,191.45
85 0000	XL Capital Limited, Class A Common	Jul 07, 2009	11 1467	947 47	1,558 05

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
165.0000	TOTAL FOR THIS SECURITY		14 2869	2,357.34	3,024 45
	TOTAL STOCKS			**$496,143.84**	**$441,331.78**
	Account Payable on Year End Purchases			(1,460.61)	($1,460 61)
	Cash & Cash Equivalents			5,218.69	5,218.69
	Cash & Cash Equivalents Wells Fargo Bank, N A			14,311.13	14,311.13
	TOTAL CASH, CASH EQUIVALENTS AND OTHER			**$18,069.21**	**$18,069.21**
	TOTAL ACCOUNT			**$514,213.05**	**$459,400.99**

The Dellenback Family Foundation (GWDFD-002)

Foundation

Sanford C Bernstein & Co. / Wells Fargo Bank, N.A

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
25.0000	Air Products & Chemicals, Common	Nov 26, 2007	94 8140	2,370.35	2,026 50
40 0000	Air Products & Chemicals, Common	Apr 01, 2009	55 2208	2,208.83	3,242.40
30.0000	Air Products & Chemicals, Common	Jun 18, 2009	65.1687	1,955.06	2,431 80
25 0000	Air Products & Chemicals, Common	Oct 23, 2009	81 6064	2,040.16	2,026.50
25.0000	Air Products & Chemicals, Common	Nov 19, 2009	82.0864	2,052.16	2,026 50
45 0000	Air Products & Chemicals, Common	Nov 24, 2009	82.2711	3,702 20	3,647 70
35.0000	Air Products & Chemicals, Common	Dec 28, 2009	81 9163	2,867.07	2,837.10
225 0000	TOTAL FOR THIS SECURITY		76 4259	17,195 83	18,238.50
30.0000	Alcon Incorporated, Common	Dec 30, 2008	86 7920	2,603 76	4,930.50
35 0000	Alcon Incorporated, Common	Jun 22, 2009	110 8920	3,881 22	5,752 25
30.0000	Alcon Incorporated, Common	Jul 22, 2009	120 0123	3,600.37	4,930.50
22.0000	Alcon Incorporated, Common	Aug 03, 2009	128 7800	2,833 16	3,615 70
18 0000	Alcon Incorporated, Common	Aug 20, 2009	131 8461	2,373.23	2,958.30
15.0000	Alcon Incorporated, Common	Sep 21, 2009	139 8893	2,098 34	2,465 25
15 0000	Alcon Incorporated, Common	Sep 28, 2009	141 6347	2,124.52	2,465 25
15.0000	Alcon Incorporated, Common	Oct 07, 2009	138.2660	2,073 99	2,465 25
15 0000	Alcon Incorporated, Common	Oct 29, 2009	145 1553	2,177 33	2,465.25
30.0000	Alcon Incorporated, Common	Dec 23, 2009	160 3747	4,811 24	4,930 50
25 0000	Alcon Incorporated, Common	Dec 28, 2009	161.2512	4,031 28	4,108 75
250.0000	TOTAL FOR THIS SECURITY		130 4338	32,608 44	41,087.50
25 0000	Amazon Communications Incorporated, Common	May 21, 2009	76 0912	1,902 28	3,363.00
75.0000	Anheuser Busch Companies Incorporated, Common	Nov 10, 2009	48.1901	3,614.26	3,902.25
56.0000	Apple Incorporated, Common	Feb 16, 2007	84 9245	4,755.77	11,800.99
69.0000	Apple Incorporated, Common	Nov 26, 2007	174 9181	12,069 35	14,540.51
55 0000	Apple Incorporated, Common	Mar 06, 2008	125.0687	6,878.78	11,590.26
22.0000	Apple Incorporated, Common	Jul 02, 2008	174 7073	3,843.56	4,636 10
25.0000	Apple Incorporated, Common	Feb 04, 2009	93 9240	2,348.10	5,268 30
25 0000	Apple Incorporated, Common	May 12, 2009	125.2420	3,131 05	5,268.30

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
23 0000	Apple Incorporated, Common	Dec 28, 2009	212.0483	4,877 11	4,846.84
275.0000	TOTAL FOR THIS SECURITY		137.8317	37,903.72	57,951.30
100.0000	Arcelormittal SA Luxembourg (New) NY Registry Shares ADR	Jun 02, 2009	36.3625	3,636.25	4,575 00
80.0000	Arcelormittal SA Luxembourg (New) NY Registry Shares ADR	Aug 05, 2009	37.8563	3,028.50	3,660 00
180.0000	TOTAL FOR THIS SECURITY		37.0264	6,664 75	8,235.00
190.0000	Bank of America Corporation, Common	Aug 31, 2009	17.6937	3,361.80	2,861 40
385.0000	Bank of America Corporation, Common	Dec 28, 2009	15.2858	5,885 03	5,798.10
575 0000	TOTAL FOR THIS SECURITY		16.0814	9,246 83	8,659.50
85 0000	Bank of New York Mellon Corporation, Common	Apr 17, 2009	30 5733	2,598.73	2,377.45
25 0000	Baxter International Incorporated, Common	Dec 30, 2008	52 6272	1,315 68	1,467.00
25 0000	Baxter International Incorporated, Common	Mar 19, 2009	51.7556	1,293 89	1,467 00
130.0000	Baxter International Incorporated, Common	Dec 28, 2009	58 8528	7,650 86	7,628.40
180.0000	TOTAL FOR THIS SECURITY		57.0024	10,260 43	10,562.40
259.0930	Bernstein Emerging Markets Value Portfolio	Feb 10, 2006	39 1011	10,130 81	7,531.83
55 9390	Bernstein Emerging Markets Value Portfolio	Dec 15, 2006	36 6901	2,052 41	1,626.15
347.3010	Bernstein Emerging Markets Value Portfolio	Dec 29, 2006	38.7272	13,450 00	10,096 04
166 5290	Bernstein Emerging Markets Value Portfolio	Nov 23, 2007	50 1414	8,350.00	4,841 00
236.5900	Bernstein Emerging Markets Value Portfolio	Dec 11, 2007	40 9602	9,690.77	6,877.67
268.6560	Bernstein Emerging Markets Value Portfolio	Oct 27, 2008	14 8889	4,000 00	7,809.83
170 8430	Bernstein Emerging Markets Value Portfolio	Dec 09, 2008	14 7199	2,514.80	4,966 41
1,012.9340	Bernstein Emerging Markets Value Portfolio	Dec 30, 2008	15.6970	15,900.00	29,445.99
17.5130	Bernstein Emerging Markets Value Portfolio	Dec 11, 2009	28.1796	493 51	509.10
2,535.3980	TOTAL FOR THIS SECURITY		26 2611	66,582 30	73,704 02
2,203 3490	Bernstein International Value Portfolio	Feb 10, 2006	25.0900	55,282.03	33,336.67
369 0350	Bernstein International Value Portfolio	Dec 15, 2006	25.6500	9,465.75	5,583.50
2,503.8580	Bernstein International Value Portfolio	Dec 29, 2006	25 9200	64,900.00	37,883 37
2,513 2650	Bernstein International Value Portfolio	Nov 23, 2007	28 2700	71,050 00	38,025 70
1,075 9840	Bernstein International Value Portfolio	Dec 11, 2007	25 2600	27,179 33	16,279 64
1,168.0140	Bernstein International Value Portfolio	Oct 27, 2008	11 1300	13,000 00	17,672.05
6,313 8390	Bernstein International Value Portfolio	Dec 30, 2008	12 1400	76,650 00	95,528 38
3,525.3460	Bernstein International Value Portfolio	Dec 28, 2009	15.1900	53,550.00	53,338.48
19,672 6900	TOTAL FOR THIS SECURITY		18 8626	371,077.11	297,647 80

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
120.0000	Broadcom Corporation, Class A Common	Nov 10, 2009	28.4852	3,418 22	3,776 40
105 0000	Broadcom Corporation, Class A Common	Dec 28, 2009	31 8209	3,341 19	3,304 35
225.0000	TOTAL FOR THIS SECURITY		30 0418	6,759.41	7,080.75
5 0000	CME Group Incorporated, Common	May 28, 2008	449.5260	2,247 63	1,679 75
5.0000	CME Group Incorporated, Common	Jun 13, 2008	402 2120	2,011.06	1,679.75
27.0000	CME Group Incorporated, Common	Jan 05, 2009	212.3848	5,734 39	9,070 65
37.0000	TOTAL FOR THIS SECURITY		270 0832	9,993.08	12,430.15
37.0000	Cameron International Corporation, Common	Apr 10, 2008	46 2062	1,709 63	1,546 60
83.0000	Cameron International Corporation, Common	Jan 13, 2009	22 4213	1,860 97	3,469.40
105.0000	Cameron International Corporation, Common	Apr 01, 2009	21 2698	2,233 33	4,389.00
75.0000	Cameron International Corporation, Common	Dec 28, 2009	42 2293	3,167 20	3,135.00
300 0000	TOTAL FOR THIS SECURITY		29.9038	8,971 13	12,540.00
15.0000	Celgene Corporation, Common	Jul 13, 2007	59.3353	890.03	835.20
50.0000	Celgene Corporation, Common	Aug 20, 2007	58.4202	2,921 01	2,784.00
25 0000	Celgene Corporation, Common	Mar 06, 2008	56 1432	1,403 58	1,392 00
100.0000	Celgene Corporation, Common	Dec 30, 2008	54 2247	5,422 47	5,568 00
190.0000	TOTAL FOR THIS SECURITY		55 9847	10,637.09	10,579.20
105.0000	Cisco Systems Incorporated, Common	Feb 16, 2007	27 4103	2,878.08	2,513.70
370.0000	Cisco Systems Incorporated, Common	Dec 30, 2008	16 1834	5,987 86	8,857 80
100.0000	Cisco Systems Incorporated, Common	Sep 22, 2009	23.3888	2,338.88	2,394 00
75 0000	Cisco Systems Incorporated, Common	Nov 05, 2009	23 8872	1,791.54	1,795.50
650.0000	TOTAL FOR THIS SECURITY		19.9944	12,996 36	15,561.00
200 0000	Comcast Corporation (New), Class A Common	Dec 11, 2009	17 6104	3,522 08	3,372 00
135.0000	Cooper Industries PLC, Class A Common	Oct 08, 2009	38 7547	5,231 88	5,756.40
140.0000	Cooper Industries PLC, Class A Common	Dec 28, 2009	43 0911	6,032 75	5,969.60
275.0000	TOTAL FOR THIS SECURITY		40 9623	11,264 63	11,726 00
35.0000	Costco Wholesale Corporation, Common	Nov 19, 2008	46.9797	1,644 29	2,070.95
45.0000	Costco Wholesale Corporation, Common	Dec 17, 2008	53.8144	2,421.65	2,662.65
85.0000	Costco Wholesale Corporation, Common	Dec 30, 2008	50.9447	4,330 30	5,029 45
50.0000	Costco Wholesale Corporation, Common	Apr 01, 2009	45.5760	2,278 80	2,958.50
50.0000	Costco Wholesale Corporation, Common	Jun 05, 2009	47.7202	2,386.01	2,958.50

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
265.0000	TOTAL FOR THIS SECURITY		49.2870	13,061 05	15,680.05
75 0000	Covidien PLC, Common	Dec 04, 2009	47.4905	3,561.79	3,591 75
85 0000	Covidien PLC, Common	Dec 28, 2009	48 6667	4,136 67	4,070.65
160.0000	TOTAL FOR THIS SECURITY		48 1154	7,698 46	7,662 40
80 0000	Credit Suisse Group Sponsored ADR	May 11, 2009	41.0375	3,283.00	3,932.80
120.0000	Credit Suisse Group Sponsored ADR	Sep 11, 2009	53 8617	6,463 40	5,899 20
75 0000	Credit Suisse Group Sponsored ADR	Dec 28, 2009	50 1812	3,763 59	3,687.00
275.0000	TOTAL FOR THIS SECURITY		49 1272	13,509.99	13,519.00
50 0000	Danaher Corporation, Common	Mar 09, 2009	48.9970	2,449.85	3,760.00
35.0000	Danaher Corporation, Common	Apr 01, 2009	52.0203	1,820.71	2,632 00
50.0000	Danaher Corporation, Common	May 08, 2009	61.5168	3,075.84	3,760.00
65 0000	Danaher Corporation, Common	Sep 17, 2009	68 3875	4,445 19	4,888.00
50 0000	Danaher Corporation, Common	Dec 28, 2009	75 6298	3,781.49	3,760.00
250.0000	TOTAL FOR THIS SECURITY		62.2923	15,573 08	18,800.00
85 0000	The Walt Disney Company (Holding Company), Common	Dec 30, 2008	22 0706	1,876 00	2,741.25
75.0000	The Walt Disney Company (Holding Company), Common	Feb 04, 2009	18 9293	1,419.70	2,418 75
160.0000	TOTAL FOR THIS SECURITY		20 5981	3,295 70	5,160.00
375 0000	EMC Corporation (MA), Common	Jul 29, 2009	15.1444	5,679 15	6,551.25
125.0000	EMC Corporation (MA), Common	Sep 17, 2009	16.9991	2,124.89	2,183 75
100.0000	EMC Corporation (MA), Common	Sep 21, 2009	16.7354	1,673 54	1,747.00
200 0000	EMC Corporation (MA), Common	Nov 27, 2009	16.7506	3,350 12	3,494.00
200.0000	EMC Corporation (MA), Common	Dec 28, 2009	17.6095	3,521.90	3,494.00
1,000 0000	TOTAL FOR THIS SECURITY		16.3496	16,349 60	17,470 00
70.0000	Fedex Corporation, Common	Aug 04, 2009	68 1091	4,767 64	5,841 50
50 0000	Franklin Resources Incorporated, Common	May 08, 2009	62 9974	3,149 87	5,267.50
30.0000	Franklin Resources Incorporated, Common	Nov 04, 2009	108 3890	3,251.67	3,160 50
25 0000	Franklin Resources Incorporated, Common	Nov 12, 2009	115 1592	2,878 98	2,633 75
15.0000	Franklin Resources Incorporated, Common	Nov 27, 2009	109 9760	1,649.64	1,580 25
120.0000	TOTAL FOR THIS SECURITY		91 0847	10,930 16	12,642 00
30 0000	Freeport McMoran Copper and Gold, Class B Common	May 08, 2009	51 4667	1,544 00	2,408 70
40 0000	Freeport McMoran Copper and Gold, Class B Common	May 12, 2009	48 5798	1,943 19	3,211.60

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
100.0000	Freeport McMoran Copper and Gold, Class B Common	Jul 06, 2009	45 8985	4,589 85	8,029 00
170.0000	TOTAL FOR THIS SECURITY		47.5120	8,077 04	13,649.30
5.0000	General Mills, Common	Jan 05, 2009	60.5840	302 92	354.05
25.0000	General Mills, Common	Feb 19, 2009	56.0384	1,400.96	1,770.25
30 0000	TOTAL FOR THIS SECURITY		56 7960	1,703.88	2,124.30
30 0000	Gilead Sciences Incorporated, Common	Feb 10, 2006	19 4150	582.45	1,298.10
24 0000	Gilead Sciences Incorporated, Common	Sep 06, 2006	31.0958	746.30	1,038 48
176 0000	Gilead Sciences Incorporated, Common	Jan 04, 2007	37.5591	6,610 40	7,615 52
160 0000	Gilead Sciences Incorporated, Common	Nov 26, 2007	43.3027	6,928.43	6,923.20
150 0000	Gilead Sciences Incorporated, Common	Dec 30, 2008	51 1802	7,677 03	6,490 50
45 0000	Gilead Sciences Incorporated, Common	Apr 21, 2009	43 8833	1,974 75	1,947.15
585 0000	TOTAL FOR THIS SECURITY		41 9134	24,519 36	25,312.95
125.0000	Goldman Sachs Group Incorporated, Common	Dec 30, 2008	77 3770	9,672 13	21,105 00
30.0000	Goldman Sachs Group Incorporated, Common	Apr 23, 2009	121.8497	3,655 49	5,065 20
30 0000	Goldman Sachs Group Incorporated, Common	Apr 30, 2009	128 0967	3,842 90	5,065.20
15.0000	Goldman Sachs Group Incorporated, Common	May 11, 2009	137.5787	2,063 68	2,532 60
25.0000	Goldman Sachs Group Incorporated, Common	May 12, 2009	133 7024	3,342 56	4,221 00
4.0000	Goldman Sachs Group Incorporated, Common	Jun 05, 2009	149 7775	599 11	675 36
21 0000	Goldman Sachs Group Incorporated, Common	Oct 22, 2009	182 1533	3,825 22	3,545 64
25.0000	Goldman Sachs Group Incorporated, Common	Dec 14, 2009	165.6316	4,140 79	4,221 00
50 0000	Goldman Sachs Group Incorporated, Common	Dec 28, 2009	164 5962	8,229.81	8,442 00
325 0000	TOTAL FOR THIS SECURITY		121 1437	39,371 69	54,873 00
10 0000	Google Incorporated, Common	Feb 10, 2006	360.2140	3,602 14	6,199.80
27.0000	Google Incorporated, Common	Jan 03, 2007	464 8711	12,551 52	16,739.46
1 0000	Google Incorporated, Common	Feb 27, 2008	465.5500	465.55	619 98
50.0000	Google Incorporated, Common	Dec 30, 2008	305.5478	15,277.39	30,999.00
88 0000	TOTAL FOR THIS SECURITY		362 4614	31,896.60	54,558.24
20 0000	Hewlett Packard Company, Common	Oct 16, 2006	38.9040	778.08	1,030.20

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value.
15 0000	Hewlett Packard Company, Common	Nov 02, 2006	38 6293	579.44	772.65
40 0000	Hewlett Packard Company, Common	Nov 21, 2006	39.8088	1,592 35	2,060.40
75 0000	Hewlett Packard Company, Common	Mar 15, 2007	39.6287	2,972 15	3,863 25
100 0000	Hewlett Packard Company, Common	Nov 13, 2008	30 3207	3,032.07	5,151 00
300.0000	Hewlett Packard Company, Common	Dec 30, 2008	35.7877	10,736.31	15,453.00
550.0000	TOTAL FOR THIS SECURITY		35 8007	19,690 40	28,330.50
95.0000	Illinois Tool Works, Common	Jun 02, 2009	36.0608	3,425.78	4,559.05
105 0000	Illinois Tool Works, Common	Jun 26, 2009	37.4397	3,931 17	5,038.95
125 0000	Illinois Tool Works, Common	Sep 18, 2009	44.5886	5,573.58	5,998 75
50.0000	Illinois Tool Works, Common	Oct 23, 2009	47.9080	2,395.40	2,399 50
50.0000	Illinois Tool Works, Common	Oct 29, 2009	46 9412	2,347 06	2,399.50
100 0000	Illinois Tool Works, Common	Dec 28, 2009	48.0324	4,803.24	4,799.00
525 0000	TOTAL FOR THIS SECURITY		42 8119	22,476 23	25,194 75
110.0000	Ingersoll Rand PLC	Oct 21, 2009	34.9110	3,840 21	3,931.40
125.0000	Intel Corporation, Common	Sep 22, 2008	19 3455	2,418 19	2,550 00
150.0000	Intel Corporation, Common	Apr 01, 2009	14 7300	2,209 50	3,060.00
350.0000	Intel Corporation, Common	Apr 30, 2009	15 7881	5,525 84	7,140 00
100.0000	Intel Corporation, Common	May 14, 2009	15.4610	1,546.10	2,040.00
100 0000	Intel Corporation, Common	Jul 02, 2009	16.7696	1,676.96	2,040 00
175 0000	Intel Corporation, Common	Jul 13, 2009	16 3915	2,868 51	3,570.00
275.0000	Intel Corporation, Common	Jul 17, 2009	18.6688	5,133.92	5,610.00
125 0000	Intel Corporation, Common	Sep 10, 2009	19 7782	2,472.28	2,550 00
100.0000	Intel Corporation, Common	Nov 23, 2009	19 3973	1,939 73	2,040.00
1,500.0000	TOTAL FOR THIS SECURITY		17 1940	25,791 03	30,600.00
65.0000	J.P. Morgan Chase & Company, Common	Sep 24, 2008	41.0928	2,671.03	2,708 55
15.0000	J P. Morgan Chase & Company, Common	Oct 06, 2008	43 3600	650 40	625.05
50.0000	J P. Morgan Chase & Company, Common	Oct 17, 2008	40.8784	2,043.92	2,083.50
125.0000	J P Morgan Chase & Company, Common	Dec 30, 2008	30 4308	3,803 85	5,208 75
175 0000	J.P. Morgan Chase & Company, Common	Apr 17, 2009	33 2899	5,825.73	7,292 25

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
75 0000	J P Morgan Chase & Company, Common	Apr 21, 2009	29.7675	2,232 56	3,125.25
100.0000	J.P. Morgan Chase & Company, Common	Apr 23, 2009	32.2400	3,224.00	4,167.00
150 0000	J.P. Morgan Chase & Company, Common	May 11, 2009	37.0675	5,560.13	6,250.50
55.0000	J.P. Morgan Chase & Company, Common	May 12, 2009	34 5865	1,902.26	2,291.85
45 0000	J.P Morgan Chase & Company, Common	May 21, 2009	34 5771	1,555.97	1,875 15
125.0000	J P Morgan Chase & Company, Common	Jun 29, 2009	34.4279	4,303 49	5,208 75
220.0000	J.P. Morgan Chase & Company, Common	Dec 28, 2009	41.9157	9,221.45	9,167.40
1,200.0000	TOTAL FOR THIS SECURITY		35.8290	42,994 79	50,004.00
135 0000	Johnson Controls Incorporated, Common	Aug 10, 2009	26.1068	3,524 42	3,677.40
65 0000	Johnson Controls Incorporated, Common	Sep 22, 2009	26.6235	1,730.53	1,770.60
100 0000	Johnson Controls Incorporated, Common	Sep 23, 2009	26 6972	2,669 72	2,724 00
125.0000	Johnson Controls Incorporated, Common	Dec 17, 2009	27 4940	3,436.75	3,405 00
425.0000	TOTAL FOR THIS SECURITY		26 7328	11,361.42	11,577 00
105.0000	KLA-Tencor Corporation, Common	Sep 17, 2009	34 9758	3,672 46	3,796.80
195.0000	KLA-Tencor Corporation, Common	Dec 28, 2009	37 0507	7,224 89	7,051.20
300 0000	TOTAL FOR THIS SECURITY		36.3245	10,897.35	10,848.00
50.0000	Kohl's Corporation, Common	Sep 22, 2008	48.7168	2,435.84	2,696.50
175.0000	Kohl's Corporation, Common	Dec 30, 2008	34 1917	5,983 55	9,437 75
50.0000	Kohl's Corporation, Common	Apr 30, 2009	44.2988	2,214.94	2,696.50
50 0000	Kohl's Corporation, Common	Jun 02, 2009	46 7278	2,336 39	2,696 50
325 0000	TOTAL FOR THIS SECURITY		39 9099	12,970.72	17,527.25
75.0000	Lowe's Companies Incorporated, Common	May 08, 2009	19.6875	1,476.56	1,754 25
25.0000	Medco Health Solutions Incorporated, Common	Nov 16, 2007	48.0364	1,200.91	1,597.75
100.0000	Medco Health Solutions Incorporated, Common	Dec 30, 2008	42.4240	4,242 40	6,391.00
125.0000	TOTAL FOR THIS SECURITY		43 5465	5,443 31	7,988.75
125.0000	Microsoft Corporation, Common	Oct 28, 2009	28 1743	3,521 79	3,810.00
60 0000	Microsoft Corporation, Common	Nov 25, 2009	29 8033	1,788 20	1,828 80
115.0000	Microsoft Corporation, Common	Dec 22, 2009	30.7048	3,531 05	3,505 20
75 0000	Microsoft Corporation, Common	Dec 23, 2009	30.8301	2,312 26	2,286.00

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
75.0000	Microsoft Corporation, Common	Dec 28, 2009	30 9996	2,324.97	2,286 00
450 0000	TOTAL FOR THIS SECURITY		29.9517	13,478.27	13,716.00
45 0000	National Oilwell Varco Incorporated, Common	May 26, 2009	35 5851	1,601.33	1,984.05
40.0000	National Oilwell Varco Incorporated, Common	Jun 02, 2009	40 0103	1,600 41	1,763.60
85.0000	TOTAL FOR THIS SECURITY		37.6675	3,201 74	3,747 65
75.0000	Occidental Petroleum Corporation, Common	Jun 26, 2009	64.2379	4,817 84	6,101.25
80.0000	Occidental Petroleum Corporation, Common	Jul 28, 2009	70 6498	5,651 98	6,508 00
45.0000	Occidental Petroleum Corporation, Common	Sep 01, 2009	73.1151	3,290 18	3,660.75
25.0000	Occidental Petroleum Corporation, Common	Oct 16, 2009	81.5572	2,038.93	2,033 75
225.0000	TOTAL FOR THIS SECURITY		70.2175	15,798 93	18,303 75
25 0000	PepsiCo Incorporated, Common	Aug 08, 2008	68 6004	1,715 01	1,520.00
20.0000	PepsiCo Incorporated, Common	Oct 17, 2008	52 3985	1,047.97	1,216.00
100 0000	PepsiCo Incorporated, Common	Dec 30, 2008	54 5094	5,450.94	6,080 00
25 0000	PepsiCo Incorporated, Common	Mar 09, 2009	46 8844	1,172.11	1,520 00
25.0000	PepsiCo Incorporated, Common	Apr 01, 2009	51.3772	1,284.43	1,520.00
195 0000	TOTAL FOR THIS SECURITY		54 7203	10,670 46	11,856 00
115.0000	Principal Financial Group, Common	Oct 15, 2009	29 4757	3,389 71	2,764 60
60 0000	Qualcomm Incorporated, Common	Jun 11, 2008	46 6083	2,796 50	2,775 60
50 0000	Qualcomm Incorporated, Common	Jul 16, 2008	46 6150	2,330 75	2,313 00
30.0000	Qualcomm Incorporated, Common	Jul 23, 2008	43 4023	1,302 07	1,387.80
60 0000	Qualcomm Incorporated, Common	Jul 28, 2008	54 4197	3,265.18	2,775.60
75.0000	Qualcomm Incorporated, Common	Oct 17, 2008	40 4155	3,031.16	3,469.50
225.0000	Qualcomm Incorporated, Common	Dec 30, 2008	34 5684	7,777.89	10,408 50
125 0000	Qualcomm Incorporated, Common	Apr 01, 2009	38 5160	4,814.50	5,782.50
625.0000	TOTAL FOR THIS SECURITY		40 5089	25,318.05	28,912.50
145 0000	Quanta Services Incorporated, Common	Aug 25, 2009	23 2532	3,371.71	3,021 80
10 0000	Schlumberger Limited, Common	Feb 10, 2006	59 0740	590 74	650.90
15 0000	Schlumberger Limited, Common	Apr 23, 2007	75.0213	1,125 32	976.35
60 0000	Schlumberger Limited, Common	May 24, 2007	80 5018	4,830.11	3,905 40

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
15.0000	Schlumberger Limited, Common	Aug 23, 2007	91 7560	1,376 34	976.35
30 0000	Schlumberger Limited, Common	Oct 30, 2007	97.2400	2,917 20	1,952.70
100.0000	Schlumberger Limited, Common	Nov 26, 2007	92 8344	9,283.44	6,509.00
20 0000	Schlumberger Limited, Common	Oct 23, 2008	50.6725	1,013 45	1,301 80
25 0000	Schlumberger Limited, Common	Nov 13, 2008	46 2348	1,155.87	1,627 25
175 0000	Schlumberger Limited, Common	Dec 30, 2008	40 4685	7,081 99	11,390.75
50.0000	Schlumberger Limited, Common	Mar 09, 2009	36.6198	1,830 99	3,254 50
500.0000	TOTAL FOR THIS SECURITY		62 4109	31,205 45	32,545.00
100.0000	Suncor Energy Incorporated (New), Common	Oct 14, 2009	38.9896	3,898 96	3,531.00
50 0000	Suncor Energy Incorporated (New), Common	Oct 19, 2009	39.1144	1,955.72	1,765.50
175.0000	Suncor Energy Incorporated (New), Common	Dec 28, 2009	36 1204	6,321.07	6,179.25
325.0000	TOTAL FOR THIS SECURITY		37 4638	12,175.75	11,475 75
85.0000	Target Corporation, Common	Apr 17, 2009	40 2316	3,419 69	4,111 45
115 0000	Target Corporation, Common	May 08, 2009	43 6485	5,019.58	5,562 55
50 0000	Target Corporation, Common	Oct 29, 2009	49.3632	2,468.16	2,418.50
75 0000	Target Corporation, Common	Nov 02, 2009	48.6607	3,649 55	3,627.75
325.0000	TOTAL FOR THIS SECURITY		44 7907	14,556 98	15,720 25
110.0000	Teva Pharmaceutical Industries Limited ADR	Nov 26, 2007	43.8788	4,826 67	6,179.80
210 0000	Teva Pharmaceutical Industries Limited ADR	Dec 30, 2008	42 2880	8,880 48	11,797 80
80.0000	Teva Pharmaceutical Industries Limited ADR	Dec 28, 2009	56 2140	4,497.12	4,494 40
400.0000	TOTAL FOR THIS SECURITY		45.5107	18,204 27	22,472.00
60 0000	United Parcel Service Incorporated, Class B Common	Sep 15, 2009	59.2562	3,555 37	3,442 20
125.0000	Vale SA Sponsored ADR	Nov 27, 2009	28.8205	3,602 56	3,628.75
150 0000	Vale SA Sponsored ADR	Dec 28, 2009	29.2551	4,388 27	4,354.50
275 0000	TOTAL FOR THIS SECURITY		29 0576	7,990.83	7,983 25
95.0000	Vertex Pharmaceuticals Incorporated, Common	Nov 13, 2009	40 6785	3,864 46	4,070.75
45 0000	Visa Incorporated, Class A Common	Apr 21, 2009	55 6376	2,503 69	3,935.70

Par Value or Shares	Security	Date Acquired	Average Cost	Inventory Value	Market Value
50.0000	Wal-Mart Stores Incorporated, Common	Feb 20, 2008	49.2934	2,464 67	2,672.50
40 0000	Wal-Mart Stores Incorporated, Common	Dec 30, 2008	54.8403	2,193.61	2,138.00
90 0000	TOTAL FOR THIS SECURITY		51 7587	4,658 28	4,810.50
	TOTAL STOCKS			**$1,145,438.68**	**$1,222,844.16**
	Cash & Cash Equivalents Wells Fargo Bank, N A			8,335.72	8,335.72
	Cash & Cash Equivalents			23,813 43	23,813 43
	TOTAL CASH, CASH EQUIVALENTS AND OTHER			**$32,149.15**	**$32,149.15**
	TOTAL ACCOUNT			**$1,177,587.83**	**$1,254,993.31**

Statement of Shareholder Receiving a Distribution of Stock

THE DELLENBACK FAMILY FOUNDATI (Account: 037-65427)

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

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

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

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

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

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

4. The undersigned received 27 shares of common stock of AOL Inc. in the distribution.

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

J. Allen ________________ Asst Treas.
Shareholder's Signature

____
Shareholder's Signature

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