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

0912

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 , 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
SMITH CHARITABLE FOUNDATION
V19066006 / 2652124320

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038

City or town, state, and ZIP code
MILWAUKEE, WI 53201

A Employer identification number
36-6078557

B Telephone number
(414) 977-1210

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 3,339,145.

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).)

		(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 ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	176.	176.		STATEMENT 1
	4 Dividends and interest from securities	75,291.	75,291.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<147,693.>			
	b Gross sales price for all assets on line 6a 2,342,091.				
	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 or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	<72,226.>	75,467.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	9,904.	7,428.		2,476.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,145.	0.		1,145.
	c Other professional fees STMT 4	6,027.	6,027.		0.
	17 Interest				
	18 Taxes STMT 5	4,133.	443.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	15.	0.		15.
	24 Total operating and administrative expenses. Add lines 13 through 23	21,224.	13,898.		3,636.
	25 Contributions, gifts, grants paid	178,500.			178,500.
	26 Total expenses and disbursements. Add lines 24 and 25	199,724.	13,898.		182,136.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<271,950.>			
	b Net investment income (if negative, enter -0-)		61,569.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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923501
02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2009)

10541111 748522 V19066006 2009.04000 SMITH CHARITABLE FOUNDATION V1906601

6-14-015 26 Ne

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			
	2 Savings and temporary cash investments	210,328.	334,022.	334,022.
	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	168,320.		
	b Investments - corporate stock STMT 7	2,644,005.	2,288,612.	2,677,163.
	c Investments - corporate bonds STMT 8	312,430.	217,042.	251,980.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	0.	76,124.	75,980.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	3,335,083.	2,915,800.	3,339,145.
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.	0.	
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	3,335,083.	2,915,800.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	3,335,083.	2,915,800.	
	31 Total liabilities and net assets/fund balances	3,335,083.	2,915,800.	

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	3,335,083.
2	Enter amount from Part I, line 27a	2	<271,950.>
3	Other increases not included in line 2 (itemize) ▶ RETURN OF CAPITAL ADJUSTMENT	3	4,498.
4	Add lines 1, 2, and 3	4	3,067,631.
5	Decreases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	5	151,831.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,915,800.

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	PUBLICLY TRADED SECURITIES			
b	CLASS ACTION SETTLEMENTS			
c	CAPITAL GAINS DIVIDENDS			
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	2,342,024.		2,489,784.	<147,760.>
b	56.			56.
c	11.			11.
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				<147,760.>
b				56.
c				11.
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 <147,693.>

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	195,993.	3,496,304.	.056057
2007	159,796.	4,166,898.	.038349
2006	177,514.	3,840,833.	.046218
2005	161,618.	3,650,819.	.044269
2004	155,273.	4,545,811.	.034157

2	Total of line 1, column (d)	2	.219050
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	.043810
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,942,922.
5	Multiply line 4 by line 3	5	128,929.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	616.
7	Add lines 5 and 6	7	129,545.
8	Enter qualifying distributions from Part XII, line 4	8	182,136.

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 ▶ [X] and enter 1% of Part I, line 27b	1	616.
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.
3	Add lines 1 and 2	3	616.
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	616.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 800.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 1,436.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	2,236.
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	1,620.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ▶ 640. Refunded ▶	11	980.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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 ▶ JPMORGAN CHASE BANK, N.A. Telephone no. ▶ 312-732-7516
Located at ▶ 10 S DEARBORN, CHICAGO, IL ZIP+4 ▶ 60603-2003

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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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 — 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? 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
SEE STATEMENT 10		9,904.	0.	0.

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services	▶	0

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 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0.
2	
All other program-related investments See instructions	
3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2009)

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02-02-10

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	2,727,477.
b	Average of monthly cash balances	1b	260,261.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,987,738.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,987,738.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,816.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,942,922.
6	Minimum investment return. Enter 5% of line 5	6	147,146.

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	147,146.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 616.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	616.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	146,530.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	146,530.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	146,530.

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	182,136.
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	182,136.
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	616.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	181,520.

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					146,530.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ______, ______, ______			0.		
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005					
c From 2006					
d From 2007					
e From 2008	22,738.				
f Total of lines 3a through e		22,738.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 182,136.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					146,530.
e Remaining amount distributed out of corpus		35,606.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		58,344.			
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			0.		
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 instr				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)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		58,344.			
10 Analysis of line 9					
a Excess from 2005					
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	22,738.				
e Excess from 2009	35,606.				

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 foundation had $5,000 or more in assets at any time during the year-see the instructions.)**

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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				
SEE STATEMENT 11				
Total ▶ 3a				178,500.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	176.	
4 Dividends and interest from securities			14	75,291.	
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	<147,693.>	
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)		0.		<72,226.>	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 <72,226.>

(See worksheet in line 13 instructions 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).

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
		N/A	

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
N/A		

Sign Here

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

▶ Signature of officer or trustee | Date | ▶ TRUSTEE Title

Paid Preparer's Use Only

Preparer's signature ▶ | Date | Check if self-employed ▶ ☐ | Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code ▶ | EIN ▶ | Phone no.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET FUNDS & AMERITRADE ACCOUNTS	176.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	176.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND & OTHER INTEREST	75,302.	11.	75,291.
TOTAL TO FM 990-PF, PART I, LN 4	75,302.	11.	75,291.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	1,145.	0.		1,145.
TO FORM 990-PF, PG 1, LN 16B	1,145.	0.		1,145.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMERITRADE MANAGEMENT FEES	6,027.	6,027.		0.
TO FORM 990-PF, PG 1, LN 16C	6,027.	6,027.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX - PRIOR YEAR	3,690.	0.		0.
FOREIGN TAX WITHHELD	443.	443.		0.
TO FORM 990-PF, PG 1, LN 18	4,133.	443.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IL ATTORNEY GENERAL FILING FEE	15.	0.		15.
TO FORM 990-PF, PG 1, LN 23	15.	0.		15.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - EQUITIES	2,288,612.	2,677,163.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,288,612.	2,677,163.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - FIXED INCOME	217,042.	251,980.
TOTAL TO FORM 990-PF, PART II, LINE 10C	217,042.	251,980.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED	COST	76,124.	75,980.
TOTAL TO FORM 990-PF, PART II, LINE 13		76,124.	75,980.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DANA VINCENT 8629 FISHER RD HANOVER, IL 61041	TRUSTEE 2.00	0.	0.	0.
S KINNEY SMITH JR 3 CAMERON GROSSE POINTE, MI 48230	TRUSTEE 2.00	0.	0.	0.
TYLER B SMITH 6701 N MAIN ST ROCKFORD, IL 61103	TRUSTEE 2.00	0.	0.	0.
JPMORGAN CHASE BANK, N.A. P.O. BOX 3038 MILWAUKEE, WI 53201	TRUSTEE 2.00	9,904.	0.	0.
SCOTT C SULLIVAN C/O WILLIAMS & MCCARTHY, PO BOX 219 ROCKFORD, IL 611050219	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		9,904.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BLACKHAWK LEARNING CENTER 421 BUCKBEE STREET ROCKFORD, IL 61104	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
BOYS & GIRLS CLUB PO BOX 1716 ROCKFORD, IL 61110	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
BURPEE MUSEUM OF NATURAL HISTORY 737 N MAIN ST ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
DISCOVERY CENTER 711 N MAIN ST ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
GIRL & BOY SCOUTS 2101 AUBURN ST ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
GREENWOOD CEMETERY CHAPEL RESTORATION AUBURN & MAIN STS ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
JANET WATTLES MENTAL HEALTH CENTER - MILDRED BERRY CENTER 526 WEST STATE STREET ROCKFORD, IL 61101	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
NATURAL LAND INSTITUTE 320 S THIRD STREET ROCKFORD, IL 61104	NONE PROGRAM SUPPORT	PUBLIC CHARITY	

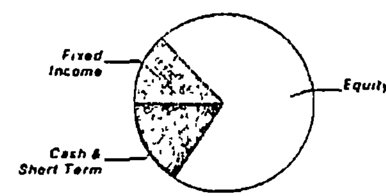
R.A.M.P. 202 MARKET STREET ROCKFORD, IL 61107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
ROCKFORD COLLEGE 5050 E STATE ST ROCKFORD, IL 61108	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
ROCKFORD CORONADO CONCERT ASSOCIATION 2229 HARLEM BLVD. ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	10,000.
ROCKFORD MEMORIAL HOSPITAL 2400 N ROCKTON AVE ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
ROCKFORD PARK DISTRICT 401 S MAIN ROCKFORD, IL 611011321	NONE PROGRAM SUPPORT	PUBLIC CHARITY	25,000.
ROCKFORD SYMPHONY ORCHESTRA 711 N MAIN ST ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
ROSECRANCE HEALTH NETWORK 1021 N MULFORD ROAD ROCKFORD, IL 611073877	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
SEVERSON DELLS NATURE CENTER 8786 MONTAGUE RD ROCKFORD, IL 61102	NONE PROGRAM SUPPORT	PUBLIC CHARITY	
THE CHILDREN'S THEATRE PROJECT 3410 TREADWAY CT ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	2,500.
UNITED WAY 612 N MAIN ST RM 300 ROCKFORD, IL 61103	NONE PROGRAM SUPPORT	PUBLIC CHARITY	26,000.

YMCA - N.E. BRANCH 200 Y BLVD ROCKFORD, IL 61107	NONE PROGRAM SUPPORT	PUBLIC CHARITY	20,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			178,500.

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	591,024 39	551,773.65	(39,250 74)	9,433 18	71%
Cash & Short Term	50,594 82	128,818.82	78,224 00	3,318 22	16%
Fixed Income	132,854 20	106,157 48	(26,696 72)	4,768 14	13%
Market Value	**$774,473 41**	**$786,749.95**	**$12,276.54**		**100%**
Accruals	1,991.07	2,172 82	181.75		
Market Value with Accruals	**$776,464.48**	**$788,922.77**	**$12,458.29**		

Asset Allocation



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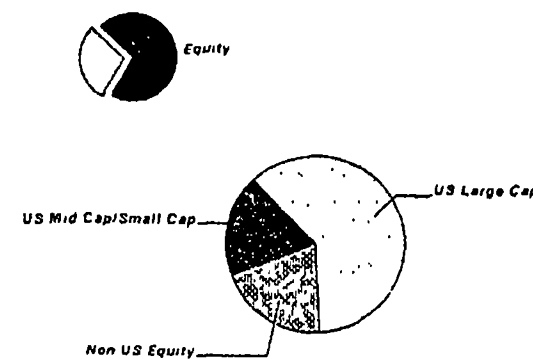
Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap	381,855 52	340,485.86	(41,369 66)	44%
US Mid Cap/Small Cap	100,809 60	102,796 78	1,987 18	13%
Non US Equity	108,359.27	108,491 01	131.74	14%
Total Value	**$591,024.39**	**$551,773.65**	**($39,250.74)**	**71%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	551,773 65
Tax Cost	512,254 75
Unrealized Gain/Loss	39,518 90
Estimated Annual Income	9,433 18
Accrued Dividends	727.51
Yield	1 71%

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Equity Detail

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
ABBOTT LABORATORIES 002824-10-0 ABT	110 000	53 99	5,938 90	5,210 79	728 11	176 00	2.96%
ADVANCED AUTO PARTS INC 00751Y-10-6 AAP	25 000	40 48	1,012 00	1,029 75	(17.75)	6.00 1 50	0.59%
AETNA INC 00817Y-10-8 AET	85 000	31.70	2,694.50	2,172 11	522.39	3 40	0 13%
AFLAC INC 001055-10-2 AFL	35,000	46 25	1,618 75	1,543.14	75 61	39 20	2.42%
AMAZON COM INC 023135-10-6 AMZN	10,000	134.52	1,345.20	830 28	514.92		
ANADARKO PETROLEUM CORP 032511-10-7 APC	20 000	62.42	1,248.40	869 94	378 46	7.20	0 58%
APACHE CORP 037411-10-5 APA	35 000	103.17	3,610.95	2,378.60	1,232.35	21.00	0.58%
APPLE INC. 037833-10-0 AAPL	25 000	210 73	5,268.30	2,294 75	2,973.55		
APPLIED MATERIALS INC 038222-10-5 AMAT	220.000	13.94	3 066.80	2,910.37	156 43	52.80	1.72%
AT&T INC 00206R-10-2 T	130.000	28 03	3,643.90	3,363 10	280.80	218 40	5 99%
BANK OF AMERICA CORP 060505-10-4 BAC	363 000	15 06	5,466.78	13,925 55	(8,458 77)	14.52	0 27%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
BANK OF NEW YORK MELLON CORP 064058-10-0 BK	120 000	27 97	3,356 40	3,037.17	319 23	43 20	1.29%
BAXTER INTERNATIONAL INC 071813-10-9 BAX	40 000	58 68	2,347 20	1,968.71	378.49	46.40 11.60	1 98%
BB & T CORP 054937-10-7 BBT	55 000	25 37	1,395 35	1,058 69	336 66	33 00	2 36%
BOEING CO 097023-10-5 BA	25.000	54 13	1,353.25	827.25	526 00	42 00	3 10%
BRISTOL MYERS SQUIBB CO 110122-10-8 BMY	95 000	25.25	2,398 75	2,166.97	231 78	121.60 30.40	5.07%
CARDINAL HEALTH INC 14149Y-10-8 CAH	25.000	32.24	806.00	541 43	264.57	17 50 4 38	2.17%
CATERPILLAR INC 149123-10-1 CAT	15.000	56.99	854.85	474 50	380.35	25.20	2 95%
CELGENE CORPORATION 151020-10-4 CELG	65.000	55.68	3 619 20	2,948.37	670 83		
CHEVRON CORP 166764-10-0 CVX	55.000	76.99	4,234.45	3,677.75	556.70	149.60	3.53%
CISCO SYSTEMS INC 17275R-10-2 CSCO	310 000	23.94	7,421 40	3,396 53	4,024.87		
CITIGROUP INC 172967-10-1 C	550 000	3 31	1,820.50	2,317 05	(496.55)		
COACH INC 189754-10-4 COH	20.000	36 53	730 60	667 79	62 81	6.00	0.82%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
COCA COLA CO 191216-10-0 KO	30.000	57 00	1,710 00	1,745.70	(35 70)	49 20	2 88%
COMCAST CORP CL A · 20030N-10-1 CMCS A	75 000	16 86	1 264 50	1,273 71	(9 21)	28.35	2 24%
CONOCOPHILLIPS 20825C-10-4 COP	50 000	51 07	2,553 50	2,344 35	209 15	100.00	3.92%
CORNING INC 219350-10-5 GLW	185 000	19 31	3,572 35	2,159 00	1,413 35	37.00	1.04%
CVS/CAREMARK CORPORATION 126650-10-0 CVS	120 000	32.21	3,865 20	3,112 80	752 40	36 60	0 95%
DEERE & CO 244199-10-5 DE	75 000	54 09	4,056 75	2,840 16	1,216 59	84 00 21 00	2.07%
DEVON ENERGY CORP 25179M-10-3 DVN	55 000	73.50	4,042 50	2,728 44	1,314 06	35.20	0 87%
DOW CHEMICAL CO 260543-10-3 DOW	120 000	27 63	3,315 60	1,652 02	1,663.58	72.00 18 00	2 17%
EDISON INTERNATIONAL 281020-10-7 EIX	95 000	34 78	3,304 10	2,895 99	408 11	119.70 29.93	3.62%
EMERSON ELECTRIC CO 291011-10-4 EMR	50.000	42 60	2,130 00	1,815 07	314.93	67.00	3.15%
EOG RESOURCES INC 26875P-10-1 EOG	20 000	97 30	1,946 00	1,325.33	620.67	11.60	0 60%
EXXON MOBIL CORP 30231G-10-2 XOM	90 000	68.19	6,137 10	3,465.60	2,671.50	151.20	2.46%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
FREEPORT-MCMORAN COPPER & GOLD INC CL B 35671D-85-7 FCX	55 000	80 29	1,415 95	2,355.02	2,060.93	33.00	0.75%
GENERAL MILLS INC 370334-10-4 GIS	10 000	70 81	708.10	614.65	93 45	19 60	2 77%
GILEAD SCIENCES INC 375558-10-3 GILD	60 000	43.27	2,596 20	2,631.00	(34 80)		
GOLDMAN SACHS GROUP INC 38141G-10-4 GS	35 000	168 84	5,909 40	2,481 15	3,428 25	49 00	0 83%
GOOGLE INC CL A 38259P-50-8 GOOG	13 000	619 98	8,059 74	4,143.47	3,916 27		
HEWLETT-PACKARD CO 428236-10-3 HPQ	190 000	51 51	9,786 90	5,586.00	4,200.90	60 80 15.20	0.62%
HONEYWELL INTERNATIONAL INC 438516-10-6 HON	30.000	39 20	1 176.00	1,233 12	(57 12)	36.30	3 09%
INTERNATIONAL GAME TECHNOLOGY 459902-10-2 IGT	40 000	18.77	750 80	608.39	142.41	9 60 2 40	1 28%
INTERNATIONAL BUSINESS MACHINES CORP 459200-10-1 IBM	30 000	130 90	3,927.00	2,798 10	1,128 90	66.00	1.68%
ISHARES RUSSELL 1000 VALUE INDEX FUND 464287-59-8 IWD	300 000	57 40	17,220.00	24,276 00	(7,056.00)	420 90	2 44%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
ISHARES RUSSELL 1000 GROWTH INDEX FUND 464287-61-4 IWF	400.000	49 85	19,940 00	23,477 09	(3,537.09)	317.60	1.59%
ISHARES TRUST S&P 500 INDEX FUND 464287-20-0 IVV					N/A	233.17	
JOHNSON CONTROLS INC 478366-10-7 JCI	130.000	27 24	3,541 20	1,497 60	2,043 60	67 60 16 90	1 91%
JPMORGAN INTREPID AMERICA FUND SELECT SHARE CLASS FUND 1206 4812A2-10-8 JPIA X	733 698	20 31	14,901 41	18,342 13	(3,440 72)	281.74	1.89%
JUNIPER NETWORKS INC 48203R-10-4 JNPR	105 000	26 67	2,800 35	2,209.65	590 70		
MASTERCARD INC - CLASS A 57636Q-10-4 MA	7.000	255.98	1,791 86	1,266 16	525 70	4 20	0.23%
MERCK & CO INC 58933Y-10-5 MRK	180 000	36 54	6,577.20	5,890.47	686.73	273 60 68 40	4.16%
METLIFE INC 59156R-10-8 MET	30 000	35 35	1,060 50	475 20	585 30	22 20	2 09%
MICROSOFT CORP 594918-10-4 MSFT	415 000	30 48	12,649 20	6,700.55	5,948.65	215 80	1.71%
MONSANTO CO 61166W-10-1 MON	25 000	81 75	2,043 75	2,016 34	27 41	26 50	1.30%
MORGAN STANLEY 617446-44-8 MS	110 000	29 60	3,256.00	2,393 02	862 98	22.00	0.68%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
NATIONAL SEMICONDUCTOR CORP 637640-10-3 NSM	55.000	15.36	844 80	690.11	154 69	17.60 4 40	2 08%
NETAPP INC 64110D-10-4 NTAP	35.000	34.36	1,202 60	547.90	654 70		
NIKE INC B 654106-10-3 NKE	30 000	66 07	1,982.10	1,472.70	509.40	32 40 8.10	1.63%
NORFOLK SOUTHERN CORP 655844-10-8 NSC	145 000	52 42	7,600 90	4,264.45	3,336 45	197.20	2 59%
OCCIDENTAL PETROLEUM CORP 674599-10-5 OXY	65.000	81 35	5,287 75	4,433.93	853.82	85.80 21.45	1 62%
ORACLE CORP 68389X-10-5 ORCL	120 000	24.53	2,943.60	2,516.24	427 36	24 00	0 82%
PACCAR INC 693718-10-8 PCAR	60 000	36 27	2,176 20	1,382.16	794 04	21 60	0 99%
PARKER-HANNIFIN CORP 701094-10-4 PH	25.000	53.88	1,347.00	1,243.39	103.61	25.00	1 86%
PAYCHEX INC 704326-10-7 PAYX	35 000	30.64	1,072.40	920.55	151.85	43.40	4 05%
PEPSICO INC 713448-10-8 PEP	60 000	60.80	3,648 00	2,522.40	1,125.60	108 00 27 00	2.96%
PFIZER INC 717081-10-3 PFE	355.000	18 19	6,457.45	12,012 96	(5,555 51)	255.60	3.96%
PHILIP MORRIS INTERNATIONAL 718172-10-9 PM	80 000	48 19	3,855 20	2,288 87	1,566.33	185 60 46 40	4.81%

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US Large Cap

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
PRAXAIR INC 74005P-10-4 PX	35 000	80.31	2,810 85	1,599 50	1,211 35	56 00	1.99%
PROCTER & GAMBLE CO 742718-10-9 PG	135 000	60.63	8,185.05	6,514 39	1,670.66	237.60	2 90%
PRUDENTIAL FINANCIAL INC 744320-10-2 PRU	55 000	49 76	2,736 80	2,191 73	545 07	38 50	1 41%
QUALCOMM INC 747525-10-3 QCOM	105 000	46 26	4,857 30	3,685 36	1,171.94	71.40	1 47%
SCHLUMBERGER LTD 806857-10-8 SLB	45 000	65 09	2,929 05	1,972.80	956.25	37 80 9 45	1 29%
SOUTHERN CO 842587-10-7 SO	45.000	33 32	1 499 40	1,283.96	215.44	78 75	5 25%
SOUTHWESTERN ENERGY CO 845467-10-9 SWN	25 000	48.20	1,205 00	1,079.74	125.26		
SPRINT NEXTEL CORP 852061-10-0 S	275 000	3 66	1,006 50	1,117 80	(111.30)		
STAPLES INC 855030-10-2 SPLS	135 000	24 59	3,319.65	2,166.75	1,152.90	44 55 11 14	1 34%
STARWOOD HOTELS & RESORTS 85590A-40-1 HOT	60 000	36.57	2,194.20	1,280.44	913 76	12 00 12 00	0 55%
SYSCO CORP 871829-10-7 SYY	70 000	27 94	1,955 80	1,547 56	408 24	70 00 17.50	3 58%
TD AMERITRADE HOLDING CORPORATION 87236Y-10-8 AMTD	40.000	19.38	775 20	498.60	276.60		

J.P.Morgan

SMITH CHARITABLE FDN INVESTMENT ACCT ACCT. V19066006
As of 12/31/09

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
TIME WARNER INC NEW 887317-30-3 TWX	148 000	29.14	4,312 72	2,511.41	1,801.31	111 00	2 57%
UNITED TECHNOLOGIES CORP 913017-10-9 UTX	75 000	69.41	5,205 75	3,108.00	2,097.75	115 50	2 22%
URBAN OUTFITTERS INC 917047-10-2 URBN	40 000	34.99	1,399 60	673 21	726 39		
US BANCORP DEL 902973-30-4 USB	160 000	22.51	3,601 60	2,357.08	1,244.52	32 00 8.00	0 89%
V F CORP 918204-10-8 VFC	20 000	73 24	1,464.80	1,146.10	318.70	48.00	3.28%
VERIZON COMMUNICATIONS INC 92343V-10-4 VZ	160 000	33.13	5,300 80	6,146 38	(845.58)	304 00	5 73%
WAL MART STORES INC 931142-10-3 WMT	75 000	53 45	4,008.75	4,044.00	(35 25)	81 75 20 44	2.04%
WALT DISNEY CO 254687-10-6 DIS	205 000	32 25	6,611 25	3,642.85	2,968 40	71.75 71.75	1 09%
WELLPOINT INC 94973V-10-7 WLP	15 000	58 29	974 35	800.29	74.06		
WELLS FARGO & CO 949746-10-1 WFC	175.000	26.99	4,723 25	4,148.18	575.07	35.00	0 74%
XILINX CORP 983919-10-1 XLNX	95 000	25 06	2,380 70	1,930 93	449.77	60.80	2.55%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Large Cap							
YUM BRANDS INC 988498-10-1 YUM	70 000	34 97	2,447.90	1,984.46	463 44	58 80	2 40%
Total US Large Cap			$340,485.86	$289,691.05	$50,794.81	$6,302.71 $710.51	1.85%
US Mid Cap/Small Cap							
ISHARES COHEN & STEERS REALTY MAJORS INDEX FUND 464287-56-4 ICF	300.000	52 52	15 756.00	21,368.00	(5,612 00)	580.80	3 69%
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	290 000	82 51	23,927 90	13,624 84	10,303 06	472 70	1 98%
ISHARES RUSSELL 2000 INDEX FUND 464287-65-5 IWM	275 000	62 44	17,171 00	10,606 04	6,564.96	278.57	1.62%
JPMORGAN MID CAP VALUE FUND SELECT SHARE CLASS (FUND 1100) 339183-10-5 JMVS X	368 734	19.12	7,050.19	9,161 61	(2,111 42)	1 84	0 03%
JPMORGAN SMALL CAP VALUE FUND SELECT SHARE CLASS FUND 3712 4812C1-79-3 PSOP X	967.658	15 19	14,698.73	21,122 95	(6,424 22)	231 27	1 57%
JPMORGAN TR I HIGHBRIDGE STATISTICAL MARKET NEUTRAL FUND SELECT SHARES FUND # 1011 4812A2-43-9 HSKS X	1,493 581	15.74	23,508 96	24,175.60	(666.64)	49 28	0.21%

	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
US Mid Cap/Small Cap							
KB HOME 48666K-10-9 KBH	50 000	13 68	684 00	834 96	(150.96)	12.50	1.83%
Total US Mid Cap/Small Cap			**$102,796.78**	**$100,894.00**	**$1,902.78**	**$1,626.96**	**1.58%**
Non US Equity							
ACE LTD NEW H0023R-10-5 ACE	35.000	50.40	1,764 00	1,472 82	291.18	43.40	2.46%
COOPER INDUSTRIES PLC CL - A G24140-10-8 CBE	50.000	42.64	2,132 00	1,671 08	460 92	50 00 12.50	2.35%
COVIDIEN PLC G2554F-10-5 COV	70 000	47 89	3 352 30	2,329.97	1,022 33	50 40	1.50%
ISHARES MSCI EMERGING MARKET INDEX 464287-23-4 EEM	375 000	41 50	15,562 50	10,295.00	5,267.50	9.00 4 50	0 06%
JPMORGAN ASIA EQUITY FUND SELECT SHARE CLASS FUND 1134 4812A0-70-6 JPAS X	340 464	31.20	10,622 48	13,499 86	(2,877.38)	39.15	0.37%
JPMORGAN INTERNATIONAL EQUITY INDEX FUND SELECT SHARE CLASS FUND 3132 4812C1-87-6 OIEA X	3,998.685	18.46	73,315 73	91,091 02	(17,275.29)	1,311 56	1.78%

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	Quantity	Price	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income / Accrued Dividends	Yield
Non US Equity							
TRANSOCEAN INC H8817H-10-0 RIG	15 000	82 80	1,242 00	1,309 95	(67 95)		
Total Non US Equity			$108,491.01	$121,669.70	($13,178.69)	$1,503.51 $17.00	1.39 %

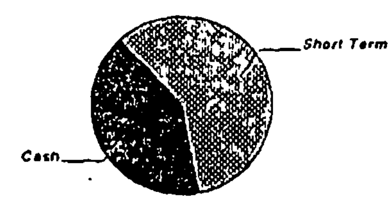
J.P.Morgan

SMITH CHARITABLE FDN INVESTMENT ACCT ACCT. V19066006
As of 12/31/09

Cash & Short Term Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	114.32	52,838 57	52,724.25	7%
Short Term	50,480 50	75,980 25	25,499 75	9%
Total Value	**$50,594.82**	**$128,818.82**	**$78,224.00**	**16%**

Asset Categories



Market Value/Cost	Current Period Value
Market Value	128,818 82
Tax Cost	128,962.40
Unrealized Gain/Loss	(143 58)
Estimated Annual Income	3,318 22
Accrued Interest	932.73
Yield	0.37%

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Cash & Short Term Summary CONTINUED

SUMMARY BY MATURITY

Short Term	Market Value
Less than 3 months	50,261.50
6-12 months	25,718 75
Total Value	**$75,980.25**

SUMMARY BY TYPE

Short Term	Market Value	% of Bond Portfolio
Government and Agency Bonds	75,980 25	100%

Note: [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Short Term Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR PRINCIPAL	50,327.33	1 00	50,327.33	50,327.33		35 22	0.07% [1]
US DOLLAR INCOME	2,511 24	1 00	2,511.24	2,511 24		1.75 0 46	0 07% [1]
Total Cash			$52,838.57	$52,838.57	$0.00	$36.97 $0.46	0.07%
Short Term							
U S A NOTES 4 3/4% FEB 15 2010 DTD 2/15/2007 912828-GG-9 AAA /AAA	50,000.00	100.52	50,261.50	50,814.45	(552.95)	2,375.00 897.05	0 55%
FEDERAL HOME LOAN BANK 3 5/8% DEC 17 2010 DTD 12/07/2007 3133XN-HZ-5 AAA /AAA	25,000 00	102.88	25,718 75	25,309.38	409.37	906.25 35 22	0.62%
Total Short Term			$75,980.25	$76,123.83	($143.58)	$3,281.25 $932.27	0.57%

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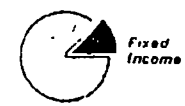
Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Fixed Income - Taxable	132,854 20	106,157.48	(26,696 72)	13%

Asset Categories



Market Value/Cost	Current Period Value
Market Value	106,157 48
Tax Cost	98,573.20
Unrealized Gain/Loss	7,584.28
Estimated Annual Income	4,768 14
Accrued Interest	512 58
Yield	2 85%

Fixed Income Summary CONTINUED

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years[1]	106,157 48	100%

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Government and Agency Bonds	42,250.00	40%
Mutual Funds	63,907.48	60%
Total Value	**$106,157.48**	**100%**

[1]The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity

Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted / Original	Unrealized Gain/Loss	Estimated Annual Income / Accrued Interest	Yield
US Fixed Income - Taxable							
ISHARES BARCLAYS TIPS BOND FUND 464287-17-6	95 000	103 90	9,870 50	10,080 45	(209 95)	383 99	3 89%
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield. 2.76% 4812A4-35-1	2,217 329	11 59	25,698 84	22,124.03	3,574 81	920 19 79 82	3 58%
VANGUARD FIXED INCOME SECS F INTR TRM CP PT (FUND 71) 922031-88-5	2,945 753	9 62	28,338.14	25,044.12	3,294 02	1,413 96	4 99%
FANNIE MAE 5 1/8% APR 15 2011 DTD 4/21/2006 31359M-M2-6 AAA /AAA	40,000 000	105.63	42,250.00	41,324 60	925 40	2,050.00 432.76	0.73%
Total US Fixed Income - Taxable			$106,157.48	$98,573.20	$7,584.28	$4,768.14 $512.58	2.85%

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TD AMERITRADE
Institutional

Statement Reporting Period:
12/01/09 - 12/31/09

866-268-3758
TD AMERITRADE INSTITUTIONAL
DIVISION OF TD AMERITRADE INC
4075 SORRENTO VALLEY BLVD
SAN DIEGO, CA 92121

Statement for Account # 240-070554
B ALLDREDGE &T SMITH &D VINCENT &
S SMITH TRS FBO SMITH FOUNDATION
TR CHAR REM TR UA FEB 17, 1982
1735 CLINTON ST

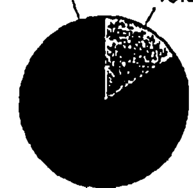
ROCKFORD, IL 61103-4E04

Your Independent Advisor
(708) 763-9780
Stonebrook Capital Mgmt Inc
334 Harrison St.
Oak Park IL 60304-

Portfolio Summary

Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	$19.98	$ -	$ -	-	$ -	-
Insrd Dep Acct	245,163.75	-	-	-	-	0.25%
Money Market	-	229,636.88	(229,636.88)	(100.0)%	-	-
Short Balance	-	-	-	-	-	-
Stocks	1,147,096.38	1,154,715.57	(7,619.19)	(0.7)%	48,521.27	4.2%
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	145,822.23	147,880.41	(2,058 18)	(1.4)%	-	-
Other	-	-	-	-	-	-
Total	**$1,538,102.34**	**$1,532,232.86**	**$5,869.48**	**0.4%**	**$48,521.27**	**3.2%**
Margin Equity	**100.0%**					

Portfolio Allocation



Cash Activity Summary

	Current	YTD
Opening Balance	$ 0.00	$ -
Securities Purchased	(103,461.15)	(1,474,538.94)
Securities Sold	109,725.06	1,662,178.87
Funds Deposited	-	-
Funds Disbursed	-	-
Income	9,261.09	56,913.60
Expense	-	(255.37)
Other	(15,505.02)	(244,278.18)
Closing Balance	$19.98	$19.98

Income & Expense Summary

	Reportable	Non Reportable	YTD
Income			
Dividends	$9,261.09	$ -	$52,239.60
Interest	-	-	0.04
Other	-	-	4,673.96
Expense			
Interest	-	-	-
Fees	-	-	(0.74)
Other	-	-	(254.63)
Net	$9,261.09	$0.00	$56,658.23

Performance Summary

Cost Basis As Of - 12/31/09	**$1,147,349.82**
Unrealized Gains	187,650.43
Unrealized Losses	(74,304.04)
Funds Deposited/(Disbursed)YTD	-
Income/(Expense)YTD	56,658.23
Securities Received/(Delivered)YTD	0.00

Statement for Account # 240-070554
12/01/09 - 12/31/09

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	$ 6,430.99	$ 34,563.95
Interest Income Credit Balance	0 00	0.04
Return Of Capital	0.00	19.92
Foreign Dividend Tax Withheld	0 00	(254.63)
Limited Ptrs Return of Capital	0.00	4,673 96
Qualified Dividends	2,830.10	14,731.83
IDA Interest	1.68	1.68
Money Market Fund Dividends	0.19	35.62

*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
ABB LTD COM	ABB	1,440	$ 19.10	$ 27,504.00	03/13/09	$ 19,140.57	$ 13 29	$ 8,363.43	$	
ABERDEEN ASIA-PAC PRIME INC COM	FAX	3,594	6 2165	22,342.10	05/03/04	21,372.12	5.95	969.98	1,509.48	6.8%
ALLIANCEBERNSTEIN INCOME FUND COM	ACG	1,000	8.25	8,250.00	12/23/08	7,235.03	7.24	1,014.97	600.00	7.3%
ARCHER DANIELS MIDLAND CO PFD 6.25%	ADM PRA	832	43.61	36,283.52	10/17/08	25,501.44	30.65	10,782.08	2,600.00	7 2%
BANCO SANTANDER SA COM	STD	1,960	16.44	32,222.40		-	-		1,716.96	5.3%
BARCLAYS BK PLC IPATH S&P 500 VIX SHORT TERM	VXX	626	34.07	21,327.82	08/31/09	37,736.38	60.28	(16,408.56)		
BLDRS EMER MKTS 50 ADR INDEX	ADRE	225	44.13	9,929 25	04/09/09	6,839.09	30.40	3,090.16	231.30	2.3%

Statement for Account # 240-070554
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
CALUMET SPECIALTY PRODUCTS PTR COM	CLMT	1,287	18.33	23,590.71	12/01/09	23,518.46	18 27	72.25	2,316.60	9.8%
CATERPILLAR INC COM	CAT	400	56.99	22,796.00	09/16/09	21,061.60	52.65	1,734.40	672.00	2.9%
CENTURY TEL ENTERPRISES INC COM	CTL	589	36.21	21,327.69	10/05/09	19,671.10	33.40	1,656.59	1,649.20	7.7%
CHESAPEAKE ENERGY CORP PFD	CHK PRD	279	84.25	23,505.75	10/31/08	22,672.86	81.26	832.89	1,255.50	5.3%
CRESUD S.A.C.I.P. YA ADR	CRESY	2,900	14.41	41,789.00	10/26/06	40,689.54	14.03	1,099.46		
DEERE &CO COM	DE	789	54.09	42,677.01	10/26/09	38,543.89	48.85	4,133.12	883.68	2.1%
DEUTSCHE BANK AG PWRSHS GOLD DOUBLE LONG ETN	DGP	1,400	26.44	37,016.00	08/18/08	23,152.89	16.54	13,863.11		
ENTERPRISE PRODUCTS PARTNERS LP	EPD	1,250	31.41	39,262.50	11/02/05	32,472.89	25.98	6,789.61	2,762.50	7.0%
EVERGREEN INC ADVANTAGE FUND CLOSED END	EAD	1,143	9.51	10,869.93	12/19/08	5,549.62	4.86	5,320.31	1,274.45	11.7%
FIRST TRUST FOUR CORNERS SR FLOATING RATE	FCT	2,943.952	11.90	35,033.03	02/18/05	52,139.35	17.71	(17,106.32)	1,148.14	3.3%
FREEPORT MCMORAN COPPER &GOLD PFD 6.75% CONVERTIBLE	FCX PRM	170	115.01	19,551.70	03/04/09	9,735.47	57.27	9,816.23	1,147.50	5.9%
GOOGLE INC CL A	GOOG	68	619.98	42,158.64	09/15/08	29,755.16	437.58	12,403 48		
INTEL CORP COM	INTC	1,473	20.40	30,049.20	12/21/09	29,651.49	20.13	397.71	824 88	2.7%
INTL BUSINESS MACHINES COM	IBM	340	130.90	44,506.00	04/17/08	37,822.50	111.24	6,683.50	748.00	1.7%
ISHARES IBOXX &INVTOP INVES FD	LQD	625	104.15	65,093.75	10/29/08	57,404.36	91.85	7,689.39	3,578.13	5.5%

Statement for Account # 240-070554
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Estimated Yield
Stocks - Margin										
ISHARES IBOXX HI YIELD CAP BOND	HYG	280	87.84	24,595.20	04/21/09	20,152.34	71.97	4,442 86	2,331.84	9.5%
ISHARES MSCI AUSTRALIA	EWA	451	22.84	10,300.84	06/01/09	7,668.19	17.00	2,632.65	555.18	5.4%
ISHARES MSCI BRAZIL IND FD	EWZ	405	74.61	30,217.05	04/09/09	18,001.80	44.45	12,215.25	89.91	0.3%
ISHARES MSCI CHILE INDEX FUND	ECH	553	54.79	30,298.87	07/23/09	26,390.76	47.72	3,908.11	205 16	0.7%
ISHARES MSCI PAC EX-JPN COM	EPP	913	41.37	37,770.81	11/06/09	37,495.77	41.07	275 04	1,303.76	3.5%
JOHNSON &JOHNSON COM	JNJ	575	64.41	37,035.75	07/26/06	35,655.24	62.01	1,380 51	1,127.00	3.0%
KINDER MORGAN ENERGY PARTNERS CM LP	KMP	400	60.98	24,392.00	12/21/09	24,095.71	60.24	296.29	1,680.00	6.9%
MARKET VECTORS GOLD MINERS ETF	GDX	344	46.21	15,896.24	10/08/09	17,451.38	50.73	(1,555.14)	38.18	0.2%
MEMC ELECTRONICS MATERIALS COM	WFR	588	13.62	8,008.56	08/29/07	35,199.93	59.86	(27,191.37)		
MORGAN STANLEY CHINA A SHARE FUND	CAF	320	31.37	10,038.40	07/17/09	11,144.27	34.83	(1,105.87)		
NEUBERGER BERMAN HIGH YIELD STRATEGIES FUND	NHS	1,252	11.95	14,961.40	04/16/08	14,440.07	11.53	521.33	1,277.04	8.5%
NICHOLAS-APPLEGATE CV&INCM COM	NCV	917	9.27	8,500.59	08/17/07	5,961.04	6 50	2,539.55	990.36	11.7%
NOBLE CORP COM	NE	403	40.70	16,402.10	09/22/09	15,652.38	38.84	749 72		
ORACLE CORP COM	ORCL	1,036	24.53	25,413.08	12/23/09	25,630.54	24.74	(217.46)	207.20	0.8%
POWERSHARES WILDERHILL CLEAN ENERGY PORT	PBW	763	11.00	8,393.00	11/28/07	17,538.74	22.99	(9,145.74)		
POWERSHARES DB AGRICULTURE FUND	DBA	449	26.44	11,871.56	05/22/09	12,293.49	27.38	(421.93)		

Statement for Account # 240-070554
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Estimated Yield
Stocks - Margin										
POWERSHARES GLOBAL ARGI PTF	PAGG	900	26.74	24,066.00	10/31/08	15,022.00	16.69	9,044.00	376.20	1.6%
PUTNAM PREMIER INCOME TR SH BEN INT	PPT	3,119	6.13	19,119.47	07/11/05	20,271.12	6.50	(1,151.65)	1,871.40	9.8%
SPDR HIGH YIELD	JNK	1,540	38.81	59,767.40	12/19/08	49,356.12	32.05	10,411.28	6,685.14	11.2%
TECK RESOURCES LTD CL B SUB VTG	TCK	60	34.97	2,098.20	10/30/08	702 60	11.71	1,395.60		
TELE NORTE LESTE PARTICIPACOES SA ADS	TNE	1,523	21.42	32,622.66	10/14/09	30,758.71	20.20	1,863.95	3,746.58	11.5%
TEMPLETON GLOBAL INCOME FD INC COM	GIM	2,000	9.50	19,000.00	11/21/08	13,686.41	6.84	5,313.59	1,008.00	5.3%
VISA INC CLASS A	V	220	87.46	19,241.20	04/07/09	12,646.57	57.48	6,594 63	110.00	0.6%
Total Stocks				**$1,147,096.38**		**$1,028,880. 99**		**$85,992.99**	**$48,521.27**	**4.2%**
Mutual Funds - Margin										
AMERICAN CENTY INTL BD FD BENHAM INTL BD FD INV	BEGBX	2,375.799	$ 14.43	$ 34,282.78	11/21/08	$ 31,218.00	$ 13.14	$ 3,064.78 $		
DELAWARE GROUP GLB &INTL FDS EMERG MKTS FD CL A	DEMAX	2,411.305	13.58	32,745.52	12/27/06	19,843.46	8.23	12,902.06		
FIRST EAGLE SOGEN FDS INC OVERSEAS FD CL A	SGOVX	1,508.621	19.46	29,357.76	08/20/09	28,000.00	18.56	1,357.76		
FIRST EAGLE SOGEN FDS INC GOLD FD	SGGDX	603.682	26.70	16,118.31	02/03/06	13,500.00	22.36	2,618.31		

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Statement for Account # 240-070554
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Mutual Funds - Margin										
MATTHEWS INTL FDS ASIAN GRTH &INC FD	MACSX	2,112.737	15.77	33,317.86	04/17/09	25,907.37	12.26	7,410 49		
Total Mutual Funds				$145,822.23		$118,468.83		$27,353.40	$0.00	0.0%
Total Margin Account				$1,292,918.61		$1,147,349.82		$113,346.39	$48,521.27	3.8%

Account Activity

Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
Opening Balance									$ 0.00
12/01/09	12/01/09	Margin	Div/Int - Income	EVERGREEN INC ADVANTAGE FUND CLOSED END Payable: 12/01/2009 Ordinary Dividends 106.18	EAD		$ 0.00	$ 106.18	106.18
12/01/09	12/01/09	Margin	Div/Int - Income	ARCHER DANIELS MIDLAND CO PFD 6.25% Payable: 12/01/2009 QUALIFIED DIVIDENDS 650.00	ADM PRA		0.00	650.00	756.18
12/01/09	12/01/09	Margin	Div/Int - Income	PUTNAM PREMIER INCOME TR SH BEN INT Payable: 12/01/2009 Ordinary Dividends 155.95	PPT		0 00	155.95	912.13
12/01/09	12/01/09	Margin	Div/Int - Income	NICHOLAS-APPLEGATE CV&INCM COM Payable: 12/01/2009 Ordinary Dividends 82.53	NCV		0.00	82.53	994.66
12/01/09	12/01/09	Margin	Div/Int - Income	VISA INC CLASS A Payable: 12/01/2009 QUALIFIED DIVIDENDS 27.50	V		0.00	27.50	1,022.16
12/01/09	12/01/09	Margin	Journal - Other	PURCHASE TDAM US GOVERNMENT PORT CLASS			0.00	(1,022.16)	0 00

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TD AMERITRADE Institutional

Statement Reporting Period:
12/01/09 - 12/31/09

866-268-3758
TD AMERITRADE INSTITUTIONAL
DIVISION OF TD AMERITRADE INC
4075 SORRENTO VALLEY BLVD
SAN DIEGO, CA 92121

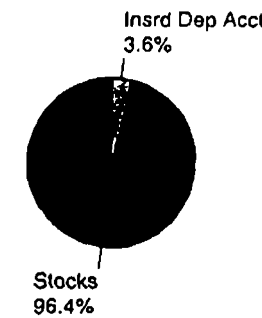
Statement for Account # 240-070664
B ALLDREDGE &T SMITH &D VINCENT &
S SMITH TRS FBO SMITH CHARITABLE
FOUNDATION TR UA FEB 17, 1982
1735 CLINTON ST
ROCKFORD, IL 61103-4834

Your Independent Advisor
(708) 763-9780
Stonebrook Capital Mgmt Inc
334 Harrison St
Oak Park IL 60304-

Portfolio Summary

Investment	Current Value	Prior Value	Period Change	% Change	Estimated Income	Estimated Yield
Cash	$ -	$ -	$ -	-	$ -	-
Insrd Dep Acct	36,019.25	-	-	-	-	0.15%
Money Market	-	39,308.04	(39,308.04)	(100.0)%	-	-
Short Balance	-	-	-	-	-	-
Stocks	978,292.90	953,014.65	25,278.25	2.7%	12,710.15	1.3%
Short Stocks	-	-	-	-	-	-
Fixed Income	-	-	-	-	-	-
Options	-	-	-	-	-	-
Short Options	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-
Other	-	-	-	-	-	-
Total	**$1,014,312.15**	**$992,322.69**	**$21,989.46**	**2.2%**	**$12,710.15**	**1.3%**

Portfolio Allocation



Cash Activity Summary

	Current	YTD
Opening Balance	$ 0.00	$ -
Securities Purchased	(41,623.89)	(321,303.98)
Securities Sold	36,596.80	302,322.33
Funds Deposited	-	-
Funds Disbursed	-	-
Income	1,738.13	13,377.99
Expense	-	(162.24)
Other	3,288.96	5,765.90
Closing Balance	$ 0 00	$0.00

Income & Expense Summary

	Reportable	Non Reportable	YTD
Income			
Dividends	$1,738.13	$ -	$13,377.99
Interest	-	-	-
Other	-	-	-
Expense			
Interest	-	-	-
Fees	-	-	-
Other	-	-	(162.24)
Net	$1,738.13	$0.00	$13,215.75

Performance Summary

Cost Basis As Of - 12/31/09	**$747,476.66**
Unrealized Gains	121,040.64
Unrealized Losses	(19,570.60)
Funds Deposited/(Disbursed)YTD	-
Income/(Expense)YTD	13,215.75
Securities Received/(Delivered)YTD	0.00

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Statement for Account # 240-070664
12/01/09 - 12/31/09

Income Summary Detail*

Description	Current	Year to Date
Foreign Dividend Tax Withheld	$ 0 00	$ (162 24)
Qualified Dividends	1,738 13	13,377.99
IDA Interest	0.15	0.15
Money Market Fund Dividends	0.02	14.16

*This section displays current and year to date taxation values for this account The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Estimated Yield
Stocks - Cash										
ABBOTT LABS COM	ABT	680	$ 53 99	$ 36,713.20	02/03/06	$ 32,207.09	$ 47.36	$ 4,506.11	$ 1,088.00	3.0%
APACHE CORP COM	APA	165	103.17	17,023.05	05/29/07	11,051.03	66.98	5,972.02	99.00	0.6%
BAXTER INTERNATIONAL INC CM	BAX	430	58.68	25,232 40	07/12/06	17,145.43	39.87	8,086.97	498.80	2.0%
BHP BILLITON LIMITED ADR	BHP	250	76.58	19,145.00	03/31/08	16,279.97	65.12	2,865.03	410.00	2.1%
BROADCOM CORP COM CL A	BRCM	650	31.47	20,455.50	09/02/09	17,975.34	27.65	2,480.16		
CELGENE CORP COM	CELG	400	55.68	22,272.00	07/02/07	21,593.18	53.98	678.82		
CISCO SYSTEMS INC COM	CSCO	1,810	23.94	43,331.40		-	-			
COACH INC COM	COH	500	36.53	18,265.00	03/31/08	11,029.05	22.06	7,235 95	150.00	0.8%
COOPER INDUSTRIES PLC ORD	CBE	450	42.64	19,188.00	07/01/09	14,580.54	32.40	4,607.46	450.00	2.3%
E M C CORP MASS COM	EMC	985	17.47	17,207.95	06/10/09	12,674.57	12.87	4,533.38		
EMERSON ELEC CO COM	EMR	470	42.60	20,022.00	09/22/08	19,919.85	42.38	102.15	629.80	3 1%
ESTEE LAUDER COMPANIES COM CL A	EL	430	48.36	20,794.80	12/24/07	19,280.66	44.84	1,514.14	236.50	1.1%
EXPRESS SCRIPTS INC COM	ESRX	225	86.42	19,444.50	04/20/09	13,111.72	58.27	6,332.78		
GILEAD SCIENCES INC COM	GILD	570	43.27	24,663 90	11/30/06	20,991.18	36.83	3,672.72		
GOOGLE INC CL A	GOOG	80	619.98	49,598.40	06/10/09	34,400.34	430.00	15,198.06		
GRAINGER W W INC COM	GWW	200	96.83	19,366.00	10/15/09	18,933.79	94.67	432.21	368.00	1.9%

Statement for Account # 240-070664
12/01/09 - 12/31/09

Account Positions										
Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Estimated Yield
Stocks - Cash										
HALLIBURTON CO COM	HAL	530	30.09	15,947.70	02/13/08	12,329.27	23.26	3,618.43	190.80	1.2%
INTEL CORP COM	INTC	1,365	20.40	27,846.00	08/02/06	25,749.69	18.86	2,096.31	764.40	2.7%
INTL BUSINESS MACHINES COM	IBM	350	130.90	45,815.00	07/02/07	35,759.76	102.17	10,055.24	770.00	1.7%
JACOBS ENGINEERING GROUP INC COM	JEC	400	37.61	15,044.00	10/15/09	18,049 99	45.13	(3,005.99)		
KOHLS CORP COM	KSS	340	53.93	18,336.20	09/18/07	17,921.37	52.71	414.83		
MICROSOFT CORP COM	MSFT	1,685	30.48	51,358.80		-	-		876.20	1 7%
MONSANTO CO COM	MON	260	81.75	21,255.00	07/09/08	27,352.58	105 20	(6,097.58)	275.60	1.3%
NIKE INC CL B	NKE	300	66.07	19,821.00	09/29/06	13,176.44	43.92	6,644.56	324.00	1.6%
PEPSICO INC CM	PEP	570	60.80	34,656.00		-	-		1,026.00	3.0%
PROCTER GAMBLE CO COM	PG	490	60.63	29,708.70	03/03/05	28,779.71	58.73	928.99	862.40	2.9%
QUALCOMM INC COM	QCOM	680	46.26	31,456.80	02/09/05	27,978.05	41.14	3,478.75	462.40	1.5%
ROCKWELL AUTOMATION INC COM	ROK	410	46 98	19,261.80	06/19/06	18,406.12	44.89	855.68	475.60	2.5%
ST JUDE MED INC COM	STJ	580	36.78	21,332.40	02/03/09	21,348.80	36.81	(16.40)		
STAPLES INC COM	SPLS	725	24.59	17,827.75	03/28/07	18,779.65	25.90	(951.90)	239.25	1.3%
STATE STREET CORP COM	STT	460	43.54	20,028.40	03/29/07	25,280.00	54.96	(5,251.60)	18.40	0.1%
THERMO FISHER SCIENTIFIC COM	TMO	505	47.69	24,083.45	03/31/08	25,578.03	50.65	(1,494.58)		
UNION PAC CORP COM	UNP	240	63.90	15,336.00	02/19/09	9,462.40	39.43	5,873 60	259.20	1.7%
UNITED TECH CORP COM	UTX	420	69.41	29,152.20	03/09/04	22,393.66	53.32	6,758.54	646.80	2.2%
US BANCORP COM (NEW)	USB	800	22.51	18,008.00	06/12/09	14,729.19	18.41	3,278.81	160.00	0.9%
WAL-MART STORES COM	WMT	600	53.45	32,070.00	11/25/09	32,931.99	54.89	(861.99)	654.00	2.0%
WALGREEN CO COM	WAG	550	36.72	20,196.00	07/27/07	22,086.56	40.16	(1,890.56)	302.50	1.5%
WALT DISNEY CO COM	DIS	650	32.25	20,962.50	07/14/05	16,925.41	26.04	4,037.09	227.50	1.1%
WESTERN UNION COM	WU	1,000	18.85	18,850.00	01/26/09	14,368.99	14.37	4,481.01	60.00	0.3%

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Statement for Account # 240-070664
12/01/09 - 12/31/09

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Cash										
XTO ENERGY INC COM	XTO	370	46.53	17,216.10	08/12/08	16,915.26	45.72	300 84	185.00	1.1%
Total Stocks				**$978,292.90**		**$747,476.66**		**$101,470.04**	**$12,710.15**	**1.3%**
Total Cash Account				**$978,292.90**		**$747,476.66**		**$101,470.04**	**$12,710.15**	**1.3%**

Account Activity

Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
Opening Balance									$ 0.00
11/25/09	12/01/09	Cash	Sell - Securities Sold	MICROSOFT CORP COM	MSFT	250-	$ 29.81	$ 7,442.31	7,442.31
11/25/09	12/01/09	Cash	Sell - Securities Sold	HALLIBURTON CO COM	HAL	150-	29.95	4,482.39	11,924.70
11/25/09	12/01/09	Cash	Sell - Securities Sold	COACH INC COM	COH	200-	35.50	7,089.82	19,014 52
11/25/09	12/01/09	Cash	Buy - Securities Purchased	WAL-MART STORES COM	WMT	600	54.87	(32,931.99)	(13,917 47)
12/01/09	12/01/09	Cash	Div/Int - Income	GRAINGER W W INC COM Payable: 12/01/2009 QUALIFIED DIVIDENDS 92.00	GWW		0 00	92.00	(13,825.47)
12/01/09	12/01/09	Cash	Div/Int - Income	INTEL CORP COM Payable: 12/01/2009 QUALIFIED DIVIDENDS 191.10	INTC		0.00	191.10	(13,634.37)
12/01/09	12/01/09	Cash	Journal - Other	REDEMPTION TDAM US GOVERNMENT PORT CLASS			0.00	13,634.37	0.00
12/01/09	12/01/09	Cash	Div/Int - Other	TDAM US GOVERNMENT PORT CLASS A Money Market Fund Dividends Payable: 12/31/2009 Money Market Fund Divi 0.02	ZTD81		0.00	0.02	0.02
12/02/09	12/02/09	Cash	Journal - Other	REDEMPTION TDAM US GOVERNMENT PORT CLASS			0.00	25,673.67	25,673.69
12/10/09	12/10/09	Cash	Div/Int - Income	INTL BUSINESS MACHINES COM Payable. 12/10/2009 QUALIFIED DIVIDENDS 192.50	IBM		0.00	192.50	25,866.19

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Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print	Name of Exempt Organization SMITH CHARITABLE FOUNDATION V19066006 / 2652124320	Employer identification number 36-6078557
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P.O. box, see instructions C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 10 S DEARBORN - CHICAGO, IL 60603-2003

Telephone No. ▶ 312-732-7516 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ______________ , and ending ______________ .

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 2,236.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 800.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,436.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

RECEIVED
141 NOV 19 2010 IRS-OSC
OGDEN, UT

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- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization SMITH CHARITABLE FOUNDATION V19066006 / 2652124320	Employer identification number 36-6078557
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. C/O JPMORGAN CHASE BANK,NA;P.O.BOX 3038	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MILWAUKEE, WI 53201	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ JPMORGAN CHASE BANK, N.A. 10 S DEARBORN - CHICAGO, IL 60603-2003

Telephone No. ▶ 312-732-7516 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______ .

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO ACQUIRE INFORMATION NECESSARY TO PREPARE A TRUE, CORRECT & COMPLETE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 2,236.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 2,712.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ [signature] Title ▶ TRUSTEE Date ▶ 8/9/10

Form 8868 (Rev 4-2009)

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