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

2009

Department of the Treasury
Internal Revenue Service

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

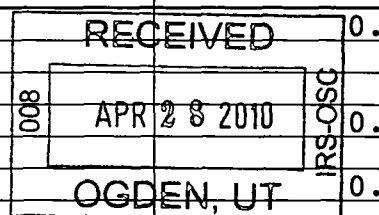
For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Paul A Johnson Foundation		A Employer identification number 38-6048818
	Number and street (or P O box number if mail is not delivered to street address) 41 Washington	Room/suite 349	B Telephone number 616-847-1003
	City or town, state, and ZIP code Grand Haven, MI 49417		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 370,520. (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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	6,475.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	20.	20.		Statement 1
	4 Dividends and interest from securities	6,307.	6,307.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<5,403.>			
	b Gross sales price for all assets on line 6a	62,050.			
	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	7,399.	6,327.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	4,839.	0.		
	b Accounting fees				
	c Other professional fees Stmt 4	4,279.	4,279.		
	17 Interest				
	18 Taxes Stmt 5	136.	136.		
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 6	21,564.	21,264.		300.
	24 Total operating and administrative expenses. Add lines 13 through 23	30,818.	25,679.		300.
	25 Contributions, gifts, grants paid	21,300.			21,300.
26 Total expenses and disbursements Add lines 24 and 25	52,118.	25,679.		21,600.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<44,719.>				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

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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	12,056.	15,287.	15,287.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 9	441,815.	388,350.	355,233.	
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	453,871.	403,637.	370,520.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	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.		
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	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 ▶ <input checked="" type="checkbox"/>	and complete lines 27 through 31.			
		27 Capital stock, trust principal, or current funds	53,370.	53,370.	
		28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	400,568.	350,267.	
30 Total net assets or fund balances	453,938.	403,637.			
31 Total liabilities and net assets/fund balances	453,938.	403,637.			

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	453,938.
2 Enter amount from Part I, line 27a	2	<44,719.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 7	3	136.
4 Add lines 1, 2, and 3	4	409,355.
5 Decreases not included in line 2 (itemize) ▶ See Statement 8	5	5,718.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	403,637.

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 Long term sales see attached	P		
b 33 Exxon Mobil	D		12/28/09
c 31 Johnson & Johnson	D		12/28/09
d 20 Kellogg Co.	D		10/30/09
e Capital Gains Dividends			

(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 55,492.		66,528.	<11,036.>
b 3,550.		674.	2,876.
c 1,941.		168.	1,773.
d 985.		83.	902.
e 82.			82.

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			<11,036.>
b			2,876.
c			1,773.
d			902.
e			82.

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	<5,403.>
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	10,550.	409,248.	.025779
2007	32,771.	498,684.	.065715
2006	19,327.	464,018.	.041651
2005	21,626.	437,260.	.049458
2004	14,466.	408,864.	.035381

2 Total of line 1, column (d)	2	.217984
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	.043597
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	326,639.
5 Multiply line 4 by line 3	5	14,240.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	14,240.
8 Enter qualifying distributions from Part XII, line 4	8	21,600.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	0.
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	0.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	181.	
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	181.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	181.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 181. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>Bari Johnson</u> Telephone no. ▶ <u>616-847-1003</u> Located at ▶ <u>41 Washington Ave. Suite 349, Grand Haven, MI</u> ZIP+4 ▶ <u>49417</u>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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? If "Yes," list the years ▶ _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
<u>Erick Johnson</u>	<u>Trustee</u>			
<u>526 River Street</u>				
<u>Spring Lake, MI 49456</u>	<u>0.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>Bari Johnson</u>	<u>President, Trustee</u>			
<u>400 Lakeview Court #23D</u>				
<u>Grand Haven, MI 49456</u>	<u>5.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>
<u>JoAnn R. Johnson</u>	<u>Trustee</u>			
<u>215 S. First Street</u>				
<u>Grand Haven, MI 49417</u>	<u>0.00</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

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
<u>NONE</u>				

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

0

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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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	322,369.
b	Average of monthly cash balances	1b	9,244.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	331,613.
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	331,613.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,974.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	326,639.
6	Minimum investment return. Enter 5% of line 5	6	16,332.

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	16,332.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,332.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	16,332.
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	16,332.

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	21,600.
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	21,600.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,600.

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.

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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				16,332.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			3,275.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 21,600.				
a Applied to 2008, but not more than line 2a			3,275.	
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				16,332.
e Remaining amount distributed out of corpus	1,993.			
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	1,993.			
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	1,993.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	1,993.			

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

72298 1

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

Form **990-PF** (2009)

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. | | |

[illegible]

- 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		

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.

Sign Here	Signature of officer or trustee		Date	Title
	Preparer's signature <i>Karen E. Hayes</i>		Date 4/21/10	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code Warner Norcross & Judd LLP 900 Fifth Third Center, 111 Lyon St. N.W. Grand Rapids, Michigan 49503-2487			Preparer's identifying number EIN Phone no. (616) 752-2000

Form **990-PF** (2009)

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

Employer identification number

Paul A Johnson Foundation38-6048818

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 foundationCheck 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) and 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 its 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).LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

Paul A Johnson Foundation

38-6048818

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Bari S. Johnson 400 Lakeview Court #23 D Spring Lake, MI 49456	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JoAnn R. Johnson 215 S First Street Grand Haven, MI 49417	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	Bari S. Johnson 400 Lakeview Court #23 D Spring Lake, MI 49456	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Paul A Johnson Foundation38-6048818**Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>53 shares Exxon Mobil,</u> _____ _____	\$ <u>3,549.</u>	<u>12/24/09</u>
<u>2</u>	<u>31 shares Johnson & Johnson</u> _____ _____	\$ <u>1,941.</u>	<u>12/28/09</u>
<u>3</u>	<u>20 shares Kellogg</u> _____ _____	\$ <u>985.</u>	<u>10/29/09</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Grand Haven Bank	20.
Total to Form 990-PF, Part I, line 3, Column A	20.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Stifel Nicolaus nominee-capital gain dividends	82.	82.	0.
Stifel Nicolaus nominee-dividends	6,307.	0.	6,307.
Total to Fm 990-PF, Part I, ln 4	6,389.	82.	6,307.

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Warner Norcross & Judd LLP	4,839.	0.		0.
To Fm 990-PF, Pg 1, ln 16a	4,839.	0.		0.

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
Stiefel Nicolaus wrap fee	4,279.	4,279.		0.
To Form 990-PF, Pg 1, ln 16c	4,279.	4,279.		0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Foreign tax	136.	136.			0.
To Form 990-PF, Pg 1, ln 18	136.	136.			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	
Stanton Group - services rendered to foundation	21,180.	21,180.			0.
Membership dues	300.	0.			300.
Bank fee	84.	84.			0.
To Form 990-PF, Pg 1, ln 23	21,564.	21,264.			300.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement	7
Description		Amount	
Book tax difference in expense foreign tax		136.	
Total to Form 990-PF, Part III, line 3		136.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	8
Description		Amount	
Book tax difference in income		97.	
Difference between cost and FMV of Kellogg donated stock		902.	
Difference between cost and FMV of Johnson & Johnson donated stock		1,773.	
Difference between cost and FMV of Exxon donated stock		2,875.	
Return of capital		13.	
Rounding		58.	
Total to Form 990-PF, Part III, line 5		5,718.	

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
See attached schedule	COST	388,350.	355,233.
Total to Form 990-PF, Part II, line 13		388,350.	355,233.

ASSET DETAILS

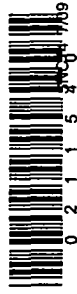
This section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary and you may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, or listed option premiums. The Gain/Loss information should not be used for tax preparation without the assistance of your tax advisor.

NET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
GENERAL MONEY MARKET	7,288.91	7,288.91	3.64	0.05%
Total Net Cash Equivalents	\$7,288.91	\$7,288.91	\$3.64	0.05%

PORTFOLIO ASSETS

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment ¹ / Cumulative Return ²	Unrealized Gain/(-) Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
AIM INTL MUT FDS INC INTL GROWTH FD CL A CUSIP: 008882102	AIEX	756.064	24.7600 18,720.14	26.2791 19,868.70	17,636.96 1,083.18	-1,148.60	296.37	1.58%
ARTISAN FDS INC MID CAP VALUE FD INV SHS CUSIP: 04314H709	ARTOX	538.291	17.9800 9,678.47	19.1401 10,302.96	8,020.87 1,657.60	-624.53	12.91	0.13%
COLUMBIA FUNDS SER TR MARSICO GROWTH FUND CLASS A CUSIP: 19765H222	NMGIX	1,861.238	17.0300 31,696.88	18.2771 34,017.98	33,808.59 -2,111.71	-2,321.14	107.95	0.34%
DWS VALUE SERIES INC DREMAN SMALL CAP VALUE FUND CLASS A CUSIP: 23338F820	KOSAX	438.526	31.0300 13,607.46	36.1809 15,866.27	12,508.77 1,098.69	-2,258.86	83.31	0.61%
DAVIS NEW YORK VENTURE FUND INC CL A CUSIP: 239080104	NYVTX	1,025.981	30.9800 31,784.89	33.8095 34,687.90	33,343.57 -1,558.68	-2,903.07	346.78	1.09%
DODGE & COX INTL STOCK FUND CUSIP: 256206103	DODFX	569.713	31.8500 18,145.35	36.9860 21,071.43	17,359.57 785.78	-2,926.15	535.53	2.95%



ASSET DETAILS (continued)

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment/ Cumulative Return*	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
DODGE & COX INC FD CUSIP: 256210105	DODIX	1,754.492	12.9600 22,738.21	12.4109 21,774.77	16,108.16 6,630.05	963.35	1,219.37	5.36%
EAGLE SER SMALL CAP GROWTH FUND CLASS A CUSIP: 269858106	HRSCX	487.581	28.2100 13,754.66	35.0555 17,092.39	12,994.25 760.41	-3,337.75	N/A	N/A
EATON VANCE INCOME FD OF BOSTON CL A CUSIP: 277907101	EVIBX	1,611.724	5.5400 8,928.95	6.0683 9,780.48	6,402.05 2,526.90	-851.79	818.75	9.17%
FEDERATED EQUITY FDS KAUFMANN FD CL A CUSIP: 314172677		1,967.514	4.6600 9,168.61	5.7288 11,271.50	8,624.27 544.34	-2,102.93	N/A	N/A
FLEMING CAP MUT FD GRP JP MORGAN MID CAP VALUE FD CL A CUSIP: 339128308	JAMCX	475.761	18.9800 9,029.94	23.6830 11,267.47	9,075.00 -45.06	-2,237.62	29.97	0.33%
HARBOR FUND BD FD CUSIP: 411511108	HABDX	1,859.880	12.1400 22,578.94	11.5787 21,534.93	15,052.94 7,526.00	1,043.89	825.78	3.66%
HARBOR FUND INTERNATIONAL FUND INSTITUTIONAL CLASS CUSIP: 411511306	HAIX	337.150	54.8700 18,499.42	55.5687 18,734.98	15,545.69 2,953.73	-235.59	261.96	1.42%
HARTFORD MUTUAL FUNDS II GROWTH FUND CLASS I CUSIP: 416641108	HGWJX	2,138.521	14.8600 31,778.42	16.8729 36,082.95	29,644.15 2,134.27	-4,304.57	126.17	0.40%
HIGHMARK FUNDS GENEVA MID CAP GROWTH FUND CL A CUSIP: 431113604	PNMAX	532.738	17.0400 9,077.85	18.0719 9,627.58	8,878.67 199.18	-549.74	N/A	N/A
KEELEY FUNDS INC SMALL CAP VALUE FUND CLASS A CUSIP: 487300501	KSCVX	684.433	19.8200 13,565.46	22.2602 15,235.62	14,772.12 -1,206.66	-1,670.19	24.63	0.18%
MFS SER TR X INTL GROWTH FD CL A CUSIP: 55273E103	MGRAX	867.594	21.1100 18,314.90	24.1882 20,985.52	16,135.69 2,179.21	-2,670.68	177.85	0.97%
PIMCO FDS HI YLD CL A CUSIP: 693390379	PHDAX	1,013.294	8.8000 8,916.98	9.3201 9,443.96	6,489.49 2,427.49	-527.18	673.84	7.56%

ASSET DETAILS (continued)

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment/ Cumulative Return ²	Unrealized Gain/(-)Loss [*]	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
PIONEER SER TR I OAK RIDGE SMALL CAP GROWTH FUND CLASS A CUSIP: 72387T108	ORIGX	609.643	22.4800 13,704.77	25.4223 15,498.51	13,164.90 539.87	-1,793.75	N/A	N/A
PIONEER SERIES TRUST III CULLEN VALUE FUND CLASS A CUSIP: 72387X109	CVFCX	1,892.204	16.6700 31,543.04	18.0761 34,203.60	33,544.37 -2,001.33	-2,660.58	350.05	1.11%
Total Mutual Funds								
Total Net Portfolio Assets								
Total Net Portfolio Value								

¹ Original Investment: Total amount invested in the purchased shares still held in the account. Does not include shares purchased through automatic reinvestment of capital gains and dividends.
² Cumulative Return: Current Value minus Original Investment. This is the capital appreciation (depreciation) of all shares purchased, including shares purchased through automatic reinvestment of capital gains and dividends.

* Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing. Unrealized gains or losses are provided for your information only and should not be used for tax purposes.

ACTIVITY SUMMARY

Type of Activity	Activity	Year-to-date	This period
Opening Balance - Net Cash Equivalents			
Buy and Sell Transactions	Assets Bought	-27,454.84	-2,763.20
	Assets Sold/Redeemed	76,355.52	14,298.99
Deposits	Deposits Made To Your Account		
Withdrawals	Withdrawals From Your Account	-50,000.00	-12,500.00
Income and Distributions	Income and Distributions	6,291.81	2,763.35
Money Market Activity	Money Market Activity		
Margin Interest	Margin Interest Charged		
Other	Other Transactions	-4,278.55	
Cash Management Activity Card Activity			
ACH/ATM Activity			
Checkwriting Activity	Checks You Wrote		
Closing Balance - Net Cash Equivalents			\$7,288.91

CASH EQUIVALENTS

Cash	Money Market	Margin
\$0.00	\$5,489.77	\$0.00
-2,763.20		
14,298.99		
-12,500.00		
2,763.35		
-1,799.14	1,799.14	
\$0.00	\$7,288.91	\$0.00



Paul A Johnson Foundation
Grants for 2009

	Written 08 Cleared 2009	Written 09 Cleared 2009	Written 09 Cleared 2010
Grand Haven Area Community Foundation The Diva Fund 1 South Harbor Grand Haven, MI 49413		\$10,000	
Community Foundation for Muskegon County 425 Western Ave Suite 200 Muskegon, MI 49440		\$2,750	
Grand Haven Area Community Foundation 1 South Harbor Grand Haven, MI 49413			\$100
Salvation Army P O Box 181 Grand Haven, MI 49417			\$1,000
Tri Cities Family YMCA 1 Y Drive Grand Haven, MI 49417	\$1,000		\$1,000
Harbor Humane Society 7982 West Olive Road West Olive, MI 49460			\$500
The Pet Pantry 1202 Shettler Rd Muskegon, MI 49444			\$200
Grand Haven Area Community Foundaton Spring Lake Schools Foundation Fund One South Harbor Grand Haven, MI 49417			\$750
Gerald R Ford Council Boy Scouts 3213 Walker NW Grand Rapids, MI 49544	\$150		\$150
GVSU Women's Center 301 Michigan St Suite 100 Grand Rapids, MI 49503		\$800	
Girl Scouts of America 1217 East River Road Muskegon, MI 49445	\$150		\$150
Planned Parenthood 425 Cherry SE Grand Rapids, Michigan 49503		\$300	
University Of Oklahoma Foundation 100 Timberdell Road Norman, Oklahoma 73019			\$150
Tri-Cities Habitat for Humanity 233 Washington Grand Haven, MI 49417	\$100		\$100
West Shore Symphony Orchestra 425 Western Ave Suite 409 Muskegon, MI 49440		\$2,000	

Hospice of North Ottawa County 1515 S Despelder Grand Haven, MI 49417	\$100		
Community Action Agency 12251 James St Holland, MI 49424	\$200		\$200
Community Foundation for Muskegon County Match Day Fund 425 W Western Ave Suite 200 Muskegon, MI 49440	\$2,000		
Central Park Players P O Box 564 Grand Haven, MI 49417	\$100		
Coast Guard Festival Inc 113 North 2nd St Grand Haven, MI 49417	\$300		
Grand Haven Area Community Foundation North Bank Communities Fund One South Harbor Grand Haven, MI 49417	\$100		
Grand Haven Area Community Foundation Grand Haven Rotary Club One South Harbor Grand Haven, MI 49417			\$500
The People Center P O Box 311 Spring Lake, MI 49456			\$100
The Little Red House 311 East Exchange Street Spring Lake, MI 49456			\$200
Greater Ottawa County United Way 115 Clover St Suite 300 Holland, MI 49423			\$3,400
Institute for Shipboard Education Semester at Sea P O Box 400885 Charlottesville, VA 22904	\$75		
Land Conservancy of West Michigan 1345 Monroe Ave NW Suite 324 Grand Rapids, MI 49505			\$500
Oberlin College Intercollegiate Swimming Fund 173 West Lorin St Oberlin, OH 44074	\$75		
North Ottawa Council on Aging 422 Fulton Ave Grand Haven, MI 49417	\$100		
Northwest Ottawa Chamber Foundation Leadership Connect Scholarships 1 South Harbor Grand Haven, MI 49413	\$1,000		
	\$1,500	\$19,800	\$9,000

**STIFEL
NICOLAUS**One Financial Plaza
501 North Broadway
St. Louis, MO 63102

236598 118299 13430

PAUL A JOHNSON FOUNDATION
MUTUAL FUNDS MANAGED ACCT**2009 SUPPLEMENTAL INFORMATION**

ORIGINAL 02/05/2010

I.E.	ACCOUNT	PAGE
GH42	6559-3270	10 of 14

FEDERAL ID. NO: 43-0538770

TAXPAYER ID: 38-6048818

**SUPPLEMENTAL INFORMATION AS OF 12/31 - COST BASIS TRANSACTIONS
FOR TAX YEAR 2009**

THE FOLLOWING IS BEING PROVIDED FOR YOUR INFORMATION ONLY AND WILL NOT BE FURNISHED TO THE
INTERNAL REVENUE SERVICE.

STIFEL STRIVES TO PROVIDE RELIABLE AND ACCURATE COST BASIS INFORMATION TO OUR CUSTOMERS, WHICH
MAY INCLUDE INFORMATION RECEIVED FROM OUR CLIENTS OR THEIR PRIOR FIRM. BECAUSE THERE ARE EVENTS
WHICH MAY NECESSITATE ADJUSTMENTS, STIFEL CANNOT GUARANTEE THE ACCURACY OF THE COST BASIS
INFORMATION SHOWN HERE. EVENTS WHICH MAY NECESSITATE AN ADJUSTMENT TO COST BASIS AND/OR GAIN OR
LOSS CALCULATIONS INCLUDE, BUT ARE NOT LIMITED TO: ACCRETION, AMORTIZATION, PRINCIPAL PAYMENTS,
AND/OR CAPITAL CHANGES. THE COST BASIS INFORMATION PROVIDED HEREIN IS FOR INFORMATIONAL PURPOSES
ONLY. PLEASE CONSULT WITH YOUR TAX ADVISOR REGARDING YOUR PARTICULAR SITUATION.

LONG TERM CAPITAL GAIN/(LOSS)

<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>ORIGINAL COST BASIS</u>	<u>ADJUSTED COST BASIS</u>	<u>PROCEEDS</u>	<u>GAIN/(LOSS)</u>
IM INTL GROWTH FD CL A CUSIP 008882102	19.43	05/18/06	06/22/09	\$504.58		\$389.36	(\$115.22)
IM INTL GROWTH FD CL A CUSIP: 008882102	19.04	05/18/06	08/03/09	\$494.42		\$426.64	(\$67.78)
IM INTL GROWTH FD CL A CUSIP: 008882102	9.60	05/18/06	08/19/09	\$249.37		\$211.44	(\$37.93)
IM INTL GROWTH FD CL A CUSIP 008882102	17.92	05/18/06	09/16/09	\$465.31		\$429.47	(\$35.84)
RTISAN FDS MID CA VL FD CUSIP 04314H709	48.75	05/18/06	06/22/09	\$936.94		\$681.98	(\$254.96)
RTISAN FDS MID CA VL FD CUSIP 04314H709	11.46	05/18/06	08/03/09	\$220.32		\$181.46	(\$38.86)
RTISAN FDS MID CA VL FD CUSIP 04314H709	13.27	05/18/06	08/19/09	\$254.96		\$208.79	(\$46.17)
COLUMBIA MARSICO GRWTH A CUSIP 19765H222	88.49	05/18/06	06/22/09	\$1,644.19		\$1,193.76	(\$450.43)
COLUMBIA MARSICO GRWTH A CUSIP 19765H222	35.78	05/18/06	08/03/09	\$664.80		\$544.21	(\$120.59)
COLUMBIA MARSICO GRWTH A CUSIP 19765H222	38.37	05/18/06	08/19/09	\$712.92		\$574.40	(\$138.52)
COLUMBIA MARSICO GRWTH A CUSIP 19765H222	28.84	05/18/06	09/16/09	\$535.87		\$466.07	(\$69.80)
COLUMBIA MARSICO GRWTH A CUSIP 19765H222	82.03	05/18/06	12/21/09	\$1,524.12		\$1,385.49	(\$138.63)
DREMAN SML CAP VAL A CUSIP 23338F820	21.40	05/18/06	06/22/09	\$782.71		\$507.47	(\$275.24)
DREMAN SML CAP VAL A CUSIP 23338F820	12.44	05/18/06	08/03/09	\$454.90		\$338.59	(\$116.31)
DREMAN SML CAP VAL A CUSIP 23338F820	13.57	05/18/06	08/19/09	\$496.26		\$367.61	(\$128.65)

**STIFEL
NICOLAUS**One Financial Plaza
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LONG TERM CAPITAL GAIN/(LOSS)

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DWS DREMAN SML CAP VAL A CUSIP: 23338F820	16.80	05/18/06	09/16/09	\$614.23		\$503.38	(\$110.85)
DWS DREMAN SML CAP VAL A CUSIP: 23338F820	13.06	05/18/06	12/21/09	\$477.57		\$403.26	(\$74.31)
DAVIS NEW YORK VENTURE A CUSIP: 239080104	57.28	05/18/06	08/19/09	\$1,963.96		\$1,568.76	(\$395.20)
DAVIS NEW YORK VENTURE A CUSIP: 239080104	18.04	05/18/06	09/16/09	\$618.56		\$540.45	(\$78.11)
DAVIS NEW YORK VENTURE A CUSIP: 239080104	40.78	05/18/06	12/21/09	\$1,398.35		\$1,251.13	(\$147.22)
DODGE & COX INT STK FD** CUSIP: 256206103	41.84	05/18/06	08/03/09	\$1,661.09		\$1,218.83	(\$442.26)
DODGE & COX INT STK FD** CUSIP: 256206103	12.74	05/18/06	08/19/09	\$505.58		\$365.49	(\$140.09)
DODGE & COX INT STK FD** CUSIP: 256206103	23.73	05/18/06	09/16/09	\$941.96		\$759.98	(\$181.98)
DODGE & COX INT STK FD** CUSIP: 256206103	2.90	05/18/06	12/21/09	\$115.29		\$90.81	(\$24.48)
DODGE & COX INC FD CUSIP: 256210105	439.03	05/18/06	02/24/09	\$5,443.95		\$5,171.75	(\$272.20)
DODGE & COX INC FD CUSIP: 256210105	456.65	05/18/06	04/17/09	\$5,662.40		\$5,392.98	(\$269.42)
DODGE & COX INC FD CUSIP: 256210105	5.42	05/18/06	08/19/09	\$67.16		\$69.00	\$1.84
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	20.81	05/18/06	08/03/09	\$748.64		\$512.27	(\$236.37)
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	4.70	05/18/06	08/19/09	\$169.11		\$113.60	(\$55.51)
EAGLE SML CAP GRWTH FD A CUSIP: 269858106	35.76	05/18/06	12/21/09	\$1,286.50		\$991.51	(\$294.99)
EATON VANCE INCOME FD A CUSIP: 277907101	483.81	05/18/06	06/22/09	\$3,101.22		\$2,317.45	(\$783.77)

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EATON VANCE INCOME FD A CUSIP: 277907101	17.68	05/18/06	08/03/09	\$113 33		\$90 17	(\$23.16)
EATON VANCE INCOME FD A CUSIP: 277907101	49.78	05/18/06	08/19/09	\$319 12		\$253 40	(\$65.72)
EATON VANCE INCOME FD A CUSIP: 277907101	87.34	05/18/06	12/21/09	\$559 87		\$482 13	(\$77 74)
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	107.67	05/18/06	08/03/09	\$627 74		\$461 92	(\$165.82)
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	19.69	05/18/06	08/19/09	\$114.78		\$82 49	(\$32 29)
FEDERATED EQTY KAUFMNN A CUSIP: 314172677	44.89	05/18/06	12/21/09	\$261.69		\$205 13	(\$56 56)
FLEMING CAP MID CAP A CUSIP: 339128308	1.68	05/18/06	06/22/09	\$40 66		\$25 14	(\$15.52)
FLEMING CAP MID CAP A CUSIP: 339128308	10 90	05/18/06	08/03/09	\$264.45		\$181.85	(\$82.60)
FLEMING CAP MID CAP A CUSIP: 339128308	18.83	05/18/06	08/19/09	\$456.98		\$316 33	(\$140.65)
FLEMING CAP MID CAP A CUSIP: 339128308	26 15	05/18/06	12/21/09	\$634.64		\$494.48	(\$140 16)
HARBOR FUND BD FD ** CUSIP: 411511108	61.44	05/18/06	04/17/09	\$707 82		\$702 28	(\$5.54)
HARBOR FUND BD FD ** CUSIP: 411511108	374.65	05/18/06	05/28/09	\$4,315 93		\$4,405 85	\$89.92
HARBOR FUND BD FD ** CUSIP: 411511108	8 03	05/18/06	08/19/09	\$92 54		\$98 00	\$5 46
HARBOR INTL FD INSTL CL CUSIP: 411511306	26 10	05/18/06	08/03/09	\$1,458.95		\$1,290.84	(\$168 11)
HARBOR INTL FD INSTL CL CUSIP: 411511306	3.79	05/18/06	08/19/09	\$211.94		\$182 55	(\$29 39)
HARBOR INTL FD INSTL CL CUSIP: 411511306	14 13	05/18/06	09/16/09	\$789 67		\$757.03	(\$32.64)

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HARBOR INTL FD INSTL CL CUSIP: 411511306	4.02	05/18/06	12/21/09	\$224.85		\$215.51	(\$9.34)
HARTFORD MUT II GRWTH I CUSIP: 416641108	213.92	05/18/06	05/28/09	\$3,805.55		\$2,603.41	(\$1,202.14)
HARTFORD MUT II GRWTH I CUSIP: 416641108	5.31	05/18/06	06/22/09	\$94.47		\$63.14	(\$31.33)
HARTFORD MUT II GRWTH I CUSIP: 416641108	35.57	05/18/06	08/03/09	\$632.71		\$477.65	(\$155.06)
HARTFORD MUT II GRWTH I CUSIP: 416641108	34.92	05/18/06	08/19/09	\$621.16		\$460.90	(\$160.26)
HARTFORD MUT II GRWTH I CUSIP: 416641108	52.38	05/18/06	09/16/09	\$931.89		\$752.76	(\$179.13)
HARTFORD MUT II GRWTH I CUSIP: 416641108	54.15	05/18/06	12/21/09	\$963.26		\$798.67	(\$164.59)
HIGHMARK GENEVA GROWTH A CUSIP: 431113604	21.58	05/18/06	06/22/09	\$386.23		\$294.96	(\$91.27)
HIGHMARK GENEVA GROWTH A CUSIP: 431113604	4.74	05/18/06	08/03/09	\$84.85		\$72.29	(\$12.56)
HIGHMARK GENEVA GROWTH A CUSIP: 431113604	4.49	05/18/06	08/19/09	\$80.30		\$67.25	(\$13.05)
HIGHMRK GENEVA MID CAP A CUSIP: 431113604	30.60	05/18/06	12/21/09	\$547.80		\$517.50	(\$30.30)
KEELEY SMALL CAP VALUE A CUSIP: 487300501	21.57	05/18/06	08/03/09	\$531.55		\$384.99	(\$146.56)
KEELEY SMALL CAP VALUE A CUSIP: 487300501	26.67	05/18/06	08/19/09	\$657.24		\$476.56	(\$180.68)
KEELEY SMALL CAP VALUE A CUSIP: 487300501	25.52	05/18/06	09/16/09	\$629.04		\$503.84	(\$125.20)
MFS X INTL GROWTH A ** CUSIP: 55273E103	48.66	05/18/06	08/03/09	\$1,178.99		\$928.88	(\$250.11)
MFS X INTL GROWTH A ** CUSIP: 55273E103	5.33	05/18/06	08/19/09	\$129.05		\$99.12	(\$29.93)

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MFS X INTL GROWTH A ** CUSIP: 55273E103	34.91	05/18/06	09/16/09	\$845.92		\$717.09	(\$128.83)
MFS X INTL GROWTH A ** CUSIP: 55273E103	12.17	05/18/06	12/21/09	\$294.76		\$252.55	(\$42.21)
PIMCO FDS HI YLD CL A CUSIP: 693390379	240.98	05/18/06	05/28/09	\$2,325.42	\$2,322.76	\$1,771.17	(\$551.55)
PIMCO FDS HI YLD CL A CUSIP: 693390379	58.86	05/18/06	06/22/09	\$567.95	\$567.32	\$439.65	(\$127.61)
PIMCO FDS HI YLD CL A CUSIP: 693390379	49.09	05/18/06	08/19/09	\$473.72	\$473.19	\$393.70	(\$79.45)
PIMCO FDS HI YLD CL A CUSIP: 693390379	62.01	05/18/06	12/21/09	\$598.40	\$597.73	\$543.21	(\$54.52)
PIONEER OAK RIDGE SML A CUSIP: 72387T108	41.50	05/18/06	06/22/09	\$1,069.41		\$766.47	(\$302.94)
PIONEER OAK RIDGE SML A CUSIP: 72387T108	11.12	05/18/06	08/03/09	\$286.62		\$229.78	(\$56.84)
PIONEER OAK RIDGE SML A CUSIP: 72387T108	14.75	05/18/06	08/19/09	\$380.14		\$304.31	(\$75.83)
PIONEER OAK RIDGE SML A CUSIP: 72387T108	5.10	05/18/06	12/21/09	\$131.38		\$113.79	(\$17.55)
PIONEER III CULLEN VAL A CUSIP: 72387X109	29.67	07/18/08	08/03/09	\$551.64		\$456.68	(\$94.96)
PIONEER III CULLEN VAL A CUSIP: 72387X109	33.83	07/18/08	08/19/09	\$628.94		\$515.60	(\$113.34)
PIONEER III CULLEN VAL A CUSIP: 72387X109	64.10	07/18/08	12/21/09	\$1,191.61		\$1,063.40	(\$128.21)
TOTAL LONG TERM				\$66,532.20	\$66,527.71	\$55,491.81	(\$11,035.91)