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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

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
CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
3023 DAVENPORT ST PO BOX 3275

City or town, state, and ZIP code
SAGINAW, MI 48605

A Employer identification number
38-6556893

B Telephone number (see page 10 of the instructions)

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 ☑ 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)* ▶$ 906,458

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2	2	
	4	Dividends and interest from securities	16,655	16,655	16,655	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-140,339			
	b	Gross sales price for all assets on line 6a 264,772				
	7	Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	-123,682	16,657	16,657	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	900			900
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,567	6,725	6,725	842
	c	Other professional fees (attach schedule)	7,546	7,546	7,546	
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	18	18	18	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,686	1,686	1,686	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,717	15,975	15,975	1,742
	25	Contributions, gifts, grants paid	26,030			26,030
	26	**Total expenses and disbursements.** Add lines 24 and 25	43,747	15,975	15,975	27,772
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-167,429			
	b	**Net investment income** (if negative, enter -0-)		682		
	c	**Adjusted net income** (if negative, enter -0-)			682	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	9,683		
	2	Savings and temporary cash investments		47,186	47,186
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	714,428	738,508	754,500
	c	Investments—corporate bonds (attach schedule)	341,566	112,554	104,772
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,065,677	898,248	906,458
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,065,677	898,248	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,065,677	898,248	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,065,677	898,248	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,065,677
2	Enter amount from Part I, line 27a	2	-167,429
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	898,248
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	898,248

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-140,339
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-5,792

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	54,123	985,133	0 054940
2007	41,680	1,146,977	0 036339
2006	47,415	1,117,573	0 042427
2005	65,737	1,114,634	0 058976
2004	69,547	1,123,469	0 061904

2	**Total** of line 1, column (d).	2	0 254586
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 050917
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	814,710
5	Multiply line 4 by line 3.	5	41,483
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7
7	Add lines 5 and 6.	7	41,490
8	Enter qualifying distributions from Part XII, line 4.	8	27,772

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	14
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	
3	Add lines 1 and 2			3	14
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	14
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	359		
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	359
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	345
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 345		**Refunded** ▶	11	

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶DAVID A BEYERLEIN Telephone no ▶(989) 793-9830

Located at ▶3023 DAVENPORT SAGINAW MI ZIP+4 ▶48602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	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 ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**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? ☐ **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**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☐ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). 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. . . . . ▶

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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 page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	682,079
b	Average of monthly cash balances	1b	145,038
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	827,117
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	827,117
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	12,407
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	814,710
6	**Minimum investment return.** Enter 5% of line 5	6	40,736

Part XI **Distributable Amount** (see page 25 of the 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	40,736
2a	Tax on investment income for 2009 from Part VI, line 5	2a	14		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	14
3	Distributable amount before adjustments Subtract line 2c from line 1			3	40,722
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	40,722
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	40,722

Part XII **Qualifying Distributions** (see page 25 of the 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	27,772
b	Program-related investments—total from Part IX-B	1b	
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	27,772
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	27,772

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					40,722
2 Undistributed income, if any, as of the end of 2008					
a Enter amount for 2008 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2009					
a From 2004.	13,620				
b From 2005.	10,531				
c From 2006.					
d From 2007.					
e From 2008.	4,973				
f **Total** of lines 3a through e.		29,124			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 27,772					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2009 distributable amount.					27,772
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		12,950			12,950
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		16,174			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		670			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		15,504			
10 Analysis of line 9					
a Excess from 2005. . . .	10,531				
b Excess from 2006. . . .					
c Excess from 2007. . . .					
d Excess from 2008. . . .	4,973				
e Excess from 2009. . . .					

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of 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))

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

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

Check here ▶☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the 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

DAVID A BEYERLEIN
3023 DAVENPORT
PO BOX 3275
SAGINAW, MI 48605
(989) 793-9830

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

LETTER FORM - NO FORMAL REQUIREMENTS

c Any submission deadlines

ONGOING

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

NONE

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 Additional Data Table				
Total . . . . ▶ **3a**				26,030
b *Approved for future payment*				
BOYS & GIRLS CLUB 907 E REMINGTON ST SAGINAW, MI 48601	NONE	NON-PROFIT	ENHANCE YOUTH QUALITY OF LIFE	15,000
UNDERGROUND RAILROAD 1230 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	ASSIST VICTIMS OF DOMESTIC VIOLENCE	10,000
Total . . . . ▶ **3b**				25,000

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 (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					2
4 Dividends and interest from securities			14	16,655	
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	-140,339	
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)				-123,684	2

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 -123,682

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2010-05-14	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Preparer's Signature	DAVID A BEYERLEIN	2010-05-14		
Firm's name (or yours if self-employed), address, and ZIP code	YEO & YEO PC PO BOX 3275 SAGINAW, MI 48605		EIN ▸	
			Phone no (989) 793-9830	

Additional Data

Software ID: 09000034
Software Version: 09510950
EIN: 38-6556893
Name: CHARLES F& ADELINE BARTH CHARITABLE FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FIDELITY ADVISOR MID CAP FUND-I FUND	P	2006-07-13	2009-03-17
ACERGY S A SPON ADR	P	2009-05-22	2009-11-02
ARKANSAS BEST CORP	P	2007-04-24	2009-08-05
ATMOS ENERGY CORP COM	P	2008-12-15	2009-11-30
BENCHMARK ELECTRONICS	P	2008-09-09	2008-12-31
CENTRAL PAC FINL CORP	P	2007-07-31	2008-12-29
CIMAREX ENERGY CO	P	2008-09-17	2009-08-24
DEL MONTE FOODS CO	P	2007-12-20	2009-03-03
FLEXTRONICS INTL LTD	P	2009-01-13	2009-05-29
HELMERICH PAYNE INC	P	2008-03-13	2009-10-14
INISGHT ENTRPRISES INC	P	2008-02-08	2009-03-03
METHANEX CORP COM	P	2007-07-19	2009-03-10
NORTHEAST UTILITIES COM	P	2005-09-12	2009-11-18
PEROT SYSTEMS CP DEL COM	P	2009-03-03	2009-09-22
QUANEX BUILIDNG PRODT CO	P	2008-05-09	2009-06-04
RUDDICK CORP	P	2007-03-08	2009-07-27
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-09
SYNOVUS FINL CORP COM	P	2008-09-24	2009-07-15
THOR INDUSTRIES INC	P	2008-03-03	2009-08-10
UNIVERSAL CORP VA	P	2006-07-18	2009-10-21
WHITING PETROLEUM CORP	P	2008-11-20	2009-11-30
AFFILIATED COM PSVCS A	P	2009-02-12	2009-07-06
ALTERA CORP COM	P	2008-08-25	2009-02-18
APOLLO GROUP INC CL A	P	2009-04-27	2009-08-24
BEST BUY CO INC	P	2009-05-11	2009-07-20
BIG LOTS INC	P	2009-05-08	2009-08-17
CHEVRON CORP	P	2007-02-02	2009-03-31
CONOCOPHILLIPS	P	2008-01-02	2009-10-12
EXPRESS SCRIPTS INC COM	P	2007-05-01	2009-06-22
FISERV INC WISC PV 1CT	P	2009-08-10	2009-09-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,626		7,786	-4,160
305		226	79
109		157	-48
438		371	67
140		169	-29
95		285	-190
324		395	-71
487		631	-144
259		194	65
259		264	-5
5		37	-32
32		134	-102
216		182	34
148		56	92
361		500	-139
93		116	-23
10		88	-78
136		512	-376
55		61	-6
219		180	39
309		133	176
88		95	-7
275		410	-135
325		307	18
1,168		1,213	-45
136		150	-14
928		1,039	-111
51		88	-37
388		282	106
480		481	-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-4,160
			79
			-48
			67
			-29
			-190
			-71
			-144
			65
			-5
			-32
			-102
			34
			92
			-139
			-23
			-78
			-376
			-6
			39
			176
			-7
			-135
			18
			-45
			-14
			-111
			-37
			106
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HEWLETT PACKARD CO DEL	P	2008-03-31	2009-04-27
L-3 COMMNCTNS HLDGS	P	2007-07-16	2009-08-10
MCAFEE INC	P	2009-06-08	2009-08-10
NOVELLUS SYS INC	P	2007-02-02	2009-08-14
PEPSI BOTTLING GROUP INC	P	2007-10-08	2009-11-02
QLOGIC CORP	P	2008-05-19	2009-09-10
SYMANTEC CORP COM	P	2008-07-28	2009-02-02
VALERO ENERGY CORP NEW	P	2007-02-02	2009-10-12
XILINX INC	P	2008-04-28	2009-07-13
FIDELITY ADVISOR MID CAP FUND-I FUND	P	2008-05-05	2009-03-17
ALASKA AIR GROUP IN COM	P	2007-07-31	2008-12-30
ARKANSAS BEST CORP	P	2007-07-06	2009-08-05
ATMOS ENERGY CORP COM	P	2009-06-04	2009-11-30
BENCHMARK ELECTRONICS	P	2008-09-09	2009-07-15
CENTRAL PAC FINL CORP	P	2007-07-31	2008-12-30
CIMAREX ENERGY CO	P	2008-11-20	2009-08-24
DEL MONTE FOODS CO	P	2007-12-20	2009-03-26
FLEXTRONICS INTL LTD	P	2009-01-13	2009-06-12
HELMERICH PAYNE INC	P	2008-04-01	2009-10-21
INISGHT ENTRPRISES INC	P	2008-02-08	2009-10-14
METHANEX CORP COM	P	2007-07-19	2009-03-11
OLD REPUB INTL CORP	P	2005-09-12	2009-07-13
PEROT SYSTEMS CP DEL COM	P	2009-03-04	2009-09-22
QUANEX BUILIDNG PRODT CO	P	2008-05-09	2009-07-23
RUDDICK CORP	P	2007-03-13	2009-07-27
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-11
TAUBMAN CENTERS INC COM	P	2007-08-21	2009-08-07
THOR INDUSTRIES INC	P	2008-05-15	2009-08-10
UNIVERSAL CORP VA	P	2006-07-18	2009-11-18
WSTN DIGITAL CORP DEL	P	2008-11-06	2009-05-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
70		92	-22
299		400	-101
634		599	35
158		280	-122
187		200	-13
310		294	16
383		499	-116
39		112	-73
486		622	-136
2,407		5,000	-2,593
288		234	54
27		40	-13
548		491	57
496		506	-10
94		285	-191
243		137	106
31		36	-5
176		118	58
362		379	-17
151		203	-52
67		268	-201
311		695	-384
473		183	290
48		67	-19
233		288	-55
20		117	-97
403		688	-285
1,203		1,272	-69
275		216	59
465		297	168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-22
			-101
			35
			-122
			-13
			16
			-116
			-73
			-136
			-2,593
			54
			-13
			57
			-10
			-191
			106
			-5
			58
			-17
			-52
			-201
			-384
			290
			-19
			-55
			-97
			-285
			-69
			59
			168

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AFFILIATED COM PSVCS A	P	2009-02-12	2009-07-07
AMGEN IN COME PV 0 0001	P	2008-11-03	2009-10-12
APOLLO GROUP INC CL A	P	2009-04-27	2009-10-26
BIG LOTS INC	P	2007-02-07	2009-03-02
BIG LOTS INC	P	2009-06-08	2009-08-17
CHUBB CORP	P	2009-03-31	2009-10-12
CUMMINS INC	P	2008-07-07	2009-04-06
EXPRESS SCRIPTS INC COM	P	2007-05-01	2009-07-06
FOREST LABS INC	P	2009-07-20	2009-10-12
HEWLETT PACKARD CO DEL	P	2008-03-31	2009-07-06
L-3 COMMNCTNS HLDGS	P	2007-07-17	2009-08-10
MEDCO HEALTH SOLUTIONS I	P	2008-01-02	2009-10-12
OCCIDENTAL PETE CORP CAL	P	2007-02-02	2009-03-31
PEPSI BOTTLING GROUP INC	P	2007-10-09	2009-11-02
QLOGIC CORP	P	2008-05-19	2009-09-11
SYMANTEC CORP COM	P	2008-07-29	2009-02-02
VALERO ENERGY CORP NEW	P	2007-02-02	2009-11-24
XILINX INC	P	2008-11-24	2009-07-13
AMCAP FUND IN CL F 1	P	2006-07-13	2009-03-26
ALASKA AIR GROUP IN COM	P	2007-07-31	2009-07-09
ARROW ELECTRONICS	P	2008-08-22	2009-09-30
AU OPTRONICS CORP ADR	P	2008-11-20	2009-06-02
BLACK AND DECKER CRP COM	P	2009-08-21	2009-12-15
CENTRAL PAC FINL CORP	P	2007-07-31	2008-12-31
CIMAREX ENERGY CO	P	2008-11-20	2009-09-23
DEL MONTE FOODS CO	P	2008-02-12	2009-03-26
FLEXTRONICS INTL LTD	P	2009-01-13	2009-09-29
HERTZ GLOBAL HOLDINGS IN	P	2008-07-21	2009-04-24
J C PENNEY CO COM	P	2008-11-05	2009-04-14
METHANEX CORP COM	P	2007-07-19	2009-03-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
44		95	-51
240		244	-4
148		123	25
90		162	-72
768		814	-46
51		41	10
697		1,527	-830
199		141	58
30		25	5
713		874	-161
149		201	-52
56		52	4
837		705	132
561		603	-42
207		196	11
118		157	-39
213		731	-518
525		435	90
18,452		31,092	-12,640
132		164	-32
477		581	-104
780		370	410
810		578	232
19		57	-38
333		182	151
397		462	-65
271		112	159
299		298	1
231		205	26
94		376	-282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-51
			-4
			25
			-72
			-46
			10
			-830
			58
			5
			-161
			-52
			4
			132
			-42
			11
			-39
			-518
			90
			-12,640
			-32
			-104
			410
			232
			-38
			151
			-65
			159
			1
			26
			-282

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
OLD REPUB INTL CORP	P	2007-07-31	2009-07-13
PEROT SYSTEMS CP DEL COM	P	2009-03-04	2009-10-28
QUANEX BUILIDNG PRODT CO	P	2008-05-12	2009-07-23
RUDDICK CORP	P	2007-07-31	2009-07-27
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-12
TAUBMAN CENTERS INC COM	P	2009-06-04	2009-08-07
TRUSTMARK CORP COM	P	2006-02-02	2009-01-09
UNIVERSAL HEALTH SVCS B	P	2005-09-12	2009-07-27
WSTN DIGITAL CORP DEL	P	2008-11-06	2009-11-02
AFFILIATED COM PSVCS A	P	2009-02-12	2009-07-07
ANADARKO PETE CORP	P	2009-07-13	2009-10-12
APOLLO GROUP INC CL A	P	2009-08-10	2009-10-26
BIG LOTS INC	P	2007-02-08	2009-03-02
BIOGEN IDEC INC	P	2007-09-24	2009-07-20
CISCO SYSTEMS IN COM	P	2007-02-02	2009-10-05
CUMMINS INC	P	2008-07-14	2009-04-06
EXPRESS SCRIPTS INC COM	P	2007-05-08	2009-07-06
GAP INC DELAWARE	P	2008-05-12	2009-10-12
HEWLETT PACKARD CO DEL	P	2008-04-15	2009-07-06
L-3 COMMNCTNS HLDGS	P	2007-07-17	2009-08-11
MERCK&CO INC	P	2007-02-02	2009-07-06
OCCIDENTAL PETE CORP CAL	P	2007-02-02	2009-10-05
PEPSICO INC	P	2008-10-06	2009-06-15
QUEST DIAGNOSTICS INC	P	2008-10-27	2009-08-31
SYMANTEC CORP COM	P	2008-07-29	2009-02-04
VALERO ENERGY CORP NEW	P	2007-02-02	2009-11-24
FEDL HOME LOAN MTG CORP 3061 5 75% 7	P	2005-11-29	2009-06-15
AMCAP FUND IN CL F 1	P	2008-06-24	2009-03-26
ALASKA AIR GROUP IN COM	P	2008-05-22	2009-07-09
ARVINMERITOR INC IND COM	P	2008-02-20	2009-04-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
255		500	-245
180		68	112
12		17	-5
187		225	-38
9		59	-50
155		138	17
149		227	-78
208		198	10
305		140	165
88		48	40
68		42	26
443		406	37
45		81	-36
418		612	-194
594		704	-110
58		133	-75
199		145	54
45		36	9
188		228	-40
295		402	-107
830		1,345	-515
979		611	368
479		604	-125
323		247	76
302		393	-91
368		1,293	-925
1,755		14,825	-13,070
815		1,173	-358
19		19	
43		418	-375

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-245
			112
			-5
			-38
			-50
			17
			-78
			10
			165
			40
			26
			37
			-36
			-194
			-110
			-75
			54
			9
			-40
			-107
			-515
			368
			-125
			76
			-91
			-925
			-13,070
			-358
			-375

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AUTOLIV INC	P	2007-02-27	2009-06-12
BOYD GAMING CORP COM	P	2008-08-13	2009-05-07
CENTRAL PAC FINL CORP	P	2008-02-20	2008-12-31
COMMERCIAL METALS CO COM	P	2006-06-08	2009-06-04
DEL MONTE FOODS CO	P	2008-02-12	2009-11-30
FLEXTRONICS INTL LTD	P	2009-02-11	2009-09-29
HERTZ GLOBAL HOLDINGS IN	P	2008-07-21	2009-09-23
J C PENNEY CO COM	P	2008-11-05	2009-11-20
MID AMERICA APT CMNTYS	P	2006-09-13	2009-09-28
OLD REPUB INTL CORP	P	2007-07-31	2009-07-15
PEROT SYSTEMS CP DEL COM	P	2009-04-03	2009-10-28
QUANEX BUILIDNG PRODT CO	P	2008-05-12	2009-07-24
RUDDICK CORP	P	2007-07-31	2009-09-23
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-13
TECH DATA CORP	P	2008-02-25	2009-08-11
TRUSTMARK CORP COM	P	2008-04-01	2009-01-09
UNIVERSAL HEALTH SVCS B	P	2008-07-11	2009-07-27
ZORAN CORP	P	2006-06-06	2009-05-21
AFFILIATED COM PSVCS A	P	2009-02-12	2009-11-10
ANADARKO PETE CORP	P	2009-07-13	2009-11-09
APOLLO GROUP INC CL A	P	2009-08-10	2009-10-27
BIG LOTS INC	P	2007-02-08	2009-03-04
BIOGEN IDEC INC	P	2008-01-22	2009-07-20
CISCO SYSTEMS IN COM	P	2007-02-02	2009-10-06
CUMMINS INC	P	2008-07-14	2009-04-07
EXPRESS SCRIPTS INC COM	P	2007-05-08	2009-07-07
GENL DYNAMICS CORP COM	P	2008-06-02	2009-02-02
HEWLETT PACKARD CO DEL	P	2008-04-16	2009-07-06
L-3 COMMNCTNS HLDGS	P	2007-07-25	2009-08-11
MURPHY OIL CORP	P	2009-07-06	2009-10-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
208		396	-188
290		335	-45
96		206	-110
640		783	-143
189		160	29
207		76	131
277		188	89
294		228	66
374		490	-116
19		37	-18
868		395	473
60		85	-25
190		197	-7
15		88	-73
518		502	16
224		279	-55
312		367	-55
158		380	-222
166		144	22
2,034		1,306	728
583		541	42
307		570	-263
325		406	-81
609		704	-95
197		466	-269
536		387	149
166		274	-108
188		235	-47
74		101	-27
62		51	11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-188
			-45
			-110
			-143
			29
			131
			89
			66
			-116
			-18
			473
			-25
			-7
			-73
			16
			-55
			-55
			-222
			22
			728
			42
			-263
			-81
			-95
			-269
			149
			-108
			-47
			-27
			11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
OCCIDENTAL PETE CORP CAL	P	2007-02-02	2009-12-14
PEPSICO INC	P	2008-10-07	2009-06-15
QUEST DIAGNOSTICS INC	P	2008-10-27	2009-09-01
SYMANTEC CORP COM	P	2008-07-29	2009-03-16
WATSON PHARMACEUTICALS	P	2008-10-20	2009-10-12
FEDL HOME LOAN MTG CORP 5 5% 2/15/34	P	2006-01-12	2009-02-17
ARTISAN FDS INC MID CAP VALUE FD INV	P	2006-10-13	2009-03-27
ALEXANDRIA REAL EST EQTS	P	2008-07-16	2009-08-18
ARVINMERITOR INC IND COM	P	2008-02-20	2009-04-22
AUTOLIV INC	P	2007-02-27	2009-07-15
BOYD GAMING CORP COM	P	2008-08-14	2009-05-07
CENTRAL PAC FINL CORP	P	2008-02-20	2009-01-28
COMMERCIAL METALS CO COM	P	2008-09-23	2009-06-04
DEL MONTE FOODS CO	P	2008-04-16	2009-11-30
FLEXTRONICS INTL LTD	P	2009-02-11	2009-10-19
HOME PROPERTIES INC	P	2008-07-16	2009-08-25
KELLY SVCS INC CL A NVTG	P	2007-05-09	2009-09-23
MID AMERICA APT CMNTYS	P	2006-09-21	2009-09-28
OLD REPUB INTL CORP	P	2008-05-22	2009-07-15
PEROT SYSTEMS CP DEL COM	P	2009-07-16	2009-10-28
QUANEX BUILIDNG PRODT CO	P	2008-05-12	2009-07-27
RUDDICK CORP	P	2008-09-23	2009-09-23
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-16
TECH DATA CORP	P	2008-04-01	2009-08-11
TRUSTMARK CORP COM	P	2008-04-01	2009-01-12
UNIVERSAL HEALTH SVCS B	P	2008-12-17	2009-07-27
ZORAN CORP	P	2006-06-06	2009-05-22
AFFILIATED COM PSVCS A	P	2009-03-30	2009-11-10
ANADARKO PETE CORP	P	2009-07-13	2009-11-10
APPLE INC	P	2009-02-09	2009-07-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
772		470	302
266		333	-67
212		165	47
241		354	-113
38		23	15
682		35,378	-34,696
2,948		4,801	-1,853
567		1,164	-597
44		430	-386
144		283	-139
255		299	-44
139		433	-294
71		82	-11
440		389	51
476		163	313
193		259	-66
230		485	-255
47		61	-14
320		496	-176
389		172	217
336		494	-158
542		676	-134
6		29	-23
276		266	10
268		348	-80
52		34	18
119		279	-160
498		430	68
523		337	186
412		306	106

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			302
			-67
			47
			-113
			15
			-34,696
			-1,853
			-597
			-386
			-139
			-44
			-294
			-11
			51
			313
			-66
			-255
			-14
			-176
			217
			-158
			-134
			-23
			10
			-80
			18
			-160
			68
			186
			106

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BIG LOTS INC	P	2007-02-08	2009-03-10
BIOGEN IDEC INC	P	2008-01-22	2009-11-17
CISCO SYSTEMS IN COM	P	2009-05-18	2009-10-06
CUMMINS INC	P	2008-09-29	2009-04-07
EXPRESS SCRIPTS INC COM	P	2007-05-08	2009-08-03
GENL DYNAMICS CORP COM	P	2008-06-03	2009-02-02
HEWLETT PACKARD CO DEL	P	2008-04-17	2009-07-06
LEXMARK INTL INC CL A	P	2007-02-12	2009-07-20
MURPHY OIL CORP	P	2009-07-06	2009-10-19
OCCIDENTAL PETE CORP CAL	P	2007-02-02	2009-12-21
PFIZER INC DEL PV0 05	P	2007-02-02	2009-10-12
QUEST DIAGNOSTICS INC	P	2008-10-28	2009-09-01
SYMANTEC CORP COM	P	2008-08-11	2009-03-16
WATSON PHARMACEUTICALS	P	2008-10-20	2009-12-01
BANK OF AMERICA MTG SECS 2004-3 CL1A	P	2004-03-12	2009-09-25
EATON VANCE SPECIAL INVESTMENT TRUST	P	2008-09-19	2009-03-26
AMERIGROUP CORP COM	P	2008-04-01	2009-02-26
ARVINMERITOR INC IND COM	P	2008-06-03	2009-04-22
AUTOLIV INC	P	2009-02-11	2009-07-15
BOYD GAMING CORP COM	P	2008-08-22	2009-05-07
CHEMTURA CORP	P	2008-06-26	2009-01-16
COMMERCIAL METALS CO COM	P	2008-09-23	2009-10-21
DENBURY RES INC	P	2008-12-01	2009-06-18
FRONTIER OIL CORP	P	2008-10-28	2009-06-08
HOME PROPERTIES INC	P	2008-07-16	2009-08-28
KELLY SVCS INC CL A NVTG	P	2008-02-12	2009-09-23
MID AMERICA APT CMNTYS	P	2007-07-31	2009-09-28
OMNICARE INC	P	2008-05-15	2009-05-07
PLATINUM UNDRWRITRS HLDG	P	2005-09-12	2009-07-23
RELIANCE STL & ALUM CO	P	2008-01-29	2009-04-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
162		244	-82
700		871	-171
70		56	14
56		85	-29
555		387	168
166		271	-105
150		188	-38
131		431	-300
1,154		914	240
162		94	68
34		53	-19
53		41	12
656		1,088	-432
225		139	86
940		940	
893		1,388	-495
438		487	-49
26		316	-290
809		558	251
81		82	-1
31		195	-164
261		308	-47
166		98	68
574		398	176
528		726	-198
41		58	-17
421		409	12
216		192	24
197		183	14
340		489	-149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-82
			-171
			14
			-29
			168
			-105
			-38
			-300
			240
			68
			-19
			12
			-432
			86
			-495
			-49
			-290
			251
			-1
			-164
			-47
			68
			176
			-198
			-17
			12
			24
			14
			-149

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SANDISK CORP INC	P	2008-10-27	2009-05-07
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-17
TECH DATA CORP	P	2008-04-01	2009-08-18
TRUSTMARK CORP COM	P	2008-05-22	2009-01-12
UNIVERSAL HEALTH SVCS B	P	2008-12-17	2009-08-05
ZORAN CORP	P	2006-08-01	2009-05-22
AFFILIATED COM PSVCS A	P	2009-03-30	2009-11-10
APACHE CORP	P	2008-05-05	2009-03-02
APPLE INC	P	2009-02-09	2009-07-07
BIG LOTS INC	P	2007-11-05	2009-03-10
BIOGEN IDEC INC	P	2008-01-22	2009-11-17
CISCO SYSTEMS IN COM	P	2009-05-18	2009-10-07
CUMMINS INC	P	2008-09-29	2009-04-08
EXPRESS SCRIPTS INC COM	P	2007-05-08	2009-08-04
GENL DYNAMICS CORP COM	P	2008-06-04	2009-02-02
HEWLETT PACKARD CO DEL	P	2008-06-30	2009-07-06
LEXMARK INTL INC CL A	P	2007-02-13	2009-07-20
NATL SEMICONDUCTOR	P	2009-03-09	2009-08-24
OCCIDENTAL PETE CORP CAL	P	2009-07-06	2009-12-21
PFIZER INC DEL PV0 05	P	2007-02-02	2009-12-07
RADIOSHACK CORP	P	2007-03-19	2009-10-12
SYSCO CORPORATION	P	2009-03-16	2009-06-08
WATSON PHARMACEUTICALS	P	2008-10-20	2009-12-02
FEDL HOME LOAN MTG CORP 2964 5 5% 8/	P	2005-03-23	2009-06-15
FIRST AMERN INVT FDS REAL ESTATE SEC	P	2009-03-27	2009-10-06
AMKOR TECH INC	P	2007-06-25	2009-09-16
ASPEN INSURANCE HLDS LTD	P	2006-04-13	2009-03-03
AUTONATION INC	P	2005-09-12	2009-06-18
BRIGGS & STRATTON WIS1CT	P	2006-09-13	2009-06-10
CHEMTURA CORP	P	2008-07-11	2009-01-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
150		78	72
5		29	-24
368		366	2
161		189	-28
694		412	282
249		360	-111
383		335	48
859		2,118	-1,259
546		408	138
54		67	-13
92		116	-24
686		538	148
242		383	-141
621		436	185
111		178	-67
526		619	-93
131		433	-302
623		460	163
889		675	214
822		1,203	-381
32		52	-20
1,347		1,264	83
265		162	103
578		12,611	-12,033
6,620		4,410	2,210
201		406	-205
142		170	-28
181		228	-47
128		229	-101
10		55	-45

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			72
			-24
			2
			-28
			282
			-111
			48
			-1,259
			138
			-13
			-24
			148
			-141
			185
			-67
			-93
			-302
			163
			214
			-381
			-20
			83
			103
			-12,033
			2,210
			-205
			-28
			-47
			-101
			-45

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CON-WAY INC	P	2005-09-12	2009-08-20
DENBURY RES INC	P	2008-12-01	2009-08-28
FRONTIER OIL CORP	P	2008-11-03	2009-06-08
HOME PROPERTIES INC	P	2009-06-04	2009-08-28
LAM RESEARCH CORP COM	P	2009-05-21	2009-09-23
MID AMERICA APT CMNTYS	P	2009-02-11	2009-09-28
OWENS ILL INC COM NEW	P	2008-09-17	2009-06-04
PLATINUM UNDRWRITRS HLDG	P	2005-09-12	2009-10-02
ROCKWOOD HLDGS INC	P	2006-12-15	2009-06-15
SANDISK CORP INC	P	2008-10-27	2009-06-18
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-19
TECH DATA CORP	P	2009-03-03	2009-08-18
TRUSTMARK CORP COM	P	2008-05-22	2009-03-03
WEBSTER FINL CP PV 0 01	P	2006-01-17	2009-12-04
ZORAN CORP	P	2006-08-01	2009-07-22
ALLEGHENY TECH INC	P	2009-07-06	2009-08-17
APACHE CORP	P	2008-05-06	2009-03-02
APPLE INC	P	2009-02-09	2009-07-08
BIG LOTS INC	P	2007-11-05	2009-03-11
BIOGEN IDEC INC	P	2009-05-04	2009-11-17
COACH INC	P	2008-12-01	2009-03-16
D R HORTON INC	P	2009-03-30	2009-07-06
EXXON MOBIL CORP COM	P	2007-02-02	2009-05-11
GENL DYNAMICS CORP COM	P	2008-06-05	2009-03-31
JOHNSON AND JOHNSON COM	P	2007-02-02	2009-10-12
LEXMARK INTL INC CL A	P	2007-02-13	2009-07-21
NATL SEMICONDUCTOR	P	2009-03-10	2009-08-24
PALL CORP PV 0 10	P	2009-10-05	2009-10-26
PFIZER INC DEL PV0 05	P	2007-02-02	2009-12-08
RADIOSHACK CORP	P	2007-03-19	2009-11-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
223		250	-27
492		285	207
15		12	3
340		316	24
207		153	54
187		117	70
210		194	16
358		305	53
364		566	-202
151		78	73
6		29	-23
368		198	170
82		105	-23
142		527	-385
59		78	-19
368		459	-91
161		410	-249
137		102	35
242		289	-47
369		374	-5
395		462	-67
680		784	-104
1,454		1,579	-125
168		356	-188
125		134	-9
211		866	-655
178		138	40
33		348	-315
284		428	-144
200		309	-109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-27
			207
			3
			24
			54
			70
			16
			53
			-202
			73
			-23
			170
			-23
			-385
			-19
			-91
			-249
			35
			-47
			-5
			-67
			-104
			-125
			-188
			-9
			-655
			40
			-315
			-144
			-109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TERADATA CORP DEL	P	2009-07-06	2009-10-12
WATSON PHARMACEUTICALS	P	2008-10-20	2009-12-03
FEDL HOME LOAN MTG CORP 2918 5 25% 1	P	2005-01-06	2009-07-15
KEELEY FUND SIN SMALL CAP VALUE FUND	P	2006-07-13	2009-03-27
ANIXTER INTL INC	P	2008-07-03	2009-11-18
ASPEN INSURANCE HLDS LTD	P	2006-04-13	2009-10-06
AUTONATION INC	P	2005-09-12	2009-10-28
BRIGGS & STRATTON WIS1CT	P	2006-09-13	2009-10-06
CHEMTURA CORP	P	2008-07-11	2009-02-03
CON-WAY INC	P	2006-07-12	2009-08-20
DIGITAL RLTY TR INC	P	2005-12-12	2009-04-14
FRONTIER OIL CORP	P	2008-11-03	2009-07-13
INGRAM MICRO INC CL A	P	2008-01-07	2009-04-16
LEXMARK INTL INC CL A	P	2008-05-06	2009-03-16
MOHAWK INDUSTRIES INC	P	2008-11-17	2009-04-27
PARTNERRE LTD	P	2008-10-16	2009-06-04
PLATINUM UNDRWRITRS HLDG	P	2005-09-12	2009-11-30
ROCKWOOD HLDGS INC	P	2006-12-15	2009-08-14
SANDISK CORP INC	P	2008-10-27	2009-12-24
SOUTH FINL GROUP INC COM	P	2008-05-22	2009-03-20
TECH DATA CORP	P	2009-04-16	2009-08-18
TRUSTMARK CORP COM	P	2008-05-22	2009-08-21
WERNER ENTERPRISES INC	P	2007-02-09	2009-06-15
ZORAN CORP	P	2006-08-01	2009-07-23
ALLEGHENY TECH INC	P	2009-07-07	2009-08-17
APACHE CORP	P	2008-05-07	2009-03-02
AUTOZONE INC NEVADA COM	P	2007-02-02	2009-03-09
BIG LOTS INC	P	2007-11-05	2009-03-11
BMC SOFTWARE INC	P	2007-02-02	2009-05-26
COACH INC	P	2008-12-01	2009-03-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
56		46	10
150		93	57
1,184		1,184	
13,524		24,121	-10,597
181		239	-58
481		437	44
182		207	-25
442		657	-215
5		55	-50
178		222	-44
257		165	92
420		424	-4
281		380	-99
67		138	-71
630		399	231
133		100	33
353		305	48
121		154	-33
144		39	105
35		199	-164
301		228	73
383		398	-15
309		320	-11
59		78	-19
131		166	-35
107		274	-167
456		382	74
159		178	-19
706		750	-44
877		924	-47

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			10
			57
			-10,597
			-58
			44
			-25
			-215
			-50
			-44
			92
			-4
			-99
			-71
			231
			33
			48
			-33
			105
			-164
			73
			-15
			-11
			-19
			-35
			-167
			74
			-19
			-44
			-47

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
D R HORTON INC	P	2009-04-06	2009-07-06
EXXON MOBIL CORP COM	P	2007-02-02	2009-08-17
GENL DYNAMICS CORP COM	P	2008-06-06	2009-03-31
KING PHARMACUETICALS INC	P	2007-02-02	2009-04-06
LEXMARK INTL INC CL A	P	2009-01-12	2009-07-21
NATL SEMICONDUCTOR	P	2009-03-11	2009-08-24
PALL CORP PV 0 10	P	2009-10-06	2009-10-26
POLO RALPH LAUREN CORP A	P	2009-06-22	2009-09-21
RADIOSHACK CORP	P	2007-03-19	2009-11-03
TERADATA CORP DEL	P	2009-07-06	2009-12-21
WATSON PHARMACEUTICALS	P	2008-10-20	2009-12-04
FEDL HOME LOAN MTG CORP 3067 5 75% 1	P	2005-11-03	2009-04-15
KEELEY FUND SIN SMALL CAP VALUE FUND	P	2008-12-11	2009-03-27
APTARGROUP INC	P	2007-07-13	2009-07-27
ASPEN INSURANCE HLDS LTD	P	2006-04-13	2009-11-02
AUTONATION INC	P	2005-09-12	2009-10-29
BRIGGS & STRATTON WIS1CT	P	2006-09-13	2009-10-19
CHEMTURA CORP	P	2008-07-11	2009-02-05
CON-WAY INC	P	2007-07-31	2009-08-20
DIGITAL RLTY TR INC	P	2005-12-12	2009-09-28
GANNETT CO	P	2008-07-18	2009-03-24
INGRAM MICRO INC CL A	P	2008-01-07	2009-05-05
LEXMARK INTL INC CL A	P	2008-05-22	2009-03-16
MOLINA HEALTHCARE INC	P	2007-03-20	2009-11-30
PARTNERRE LTD	P	2008-10-16	2009-11-10
PLATINUM UNDRWRITRS HLDG	P	2007-07-31	2009-11-30
ROCKWOOD HLDGS INC	P	2007-02-09	2009-08-14
SCHEIN (HENRY) INC COM	P	2009-03-20	2009-11-06
STANCORP FINANCL GRP INC	P	2005-09-12	2009-01-28
TEREX CORP DEL NEW COM	P	2006-06-26	2009-06-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
261		326	-65
1,868		2,106	-238
168		350	-182
364		934	-570
15		28	-13
119		92	27
360		32	328
1,290		878	412
221		335	-114
527		388	139
113		69	44
6,444		37,824	-31,380
856		916	-60
494		526	-32
359		340	19
90		104	-14
302		429	-127
7		82	-75
45		49	-4
404		212	192
12		84	-72
223		254	-31
117		256	-139
209		307	-98
542		349	193
141		133	8
121		160	-39
457		342	115
334		497	-163
29		90	-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-65
			-238
			-182
			-570
			-13
			27
			328
			412
			-114
			139
			44
			-31,380
			-60
			-32
			19
			-14
			-127
			-75
			-4
			192
			-72
			-31
			-139
			-98
			193
			8
			-39
			115
			-163
			-61

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TRW AUTOMOTIVE HLDGS CRP	P	2005-09-12	2009-02-05
WERNER ENTERPRISES INC	P	2007-04-24	2009-06-15
ZORAN CORP	P	2006-08-01	2009-07-24
ALLEGHENY TECH INC	P	2009-07-07	2009-09-14
APACHE CORP	P	2008-05-09	2009-03-02
AUTOZONE INC NEVADA COM	P	2007-02-02	2009-08-10
BIG LOTS INC	P	2007-11-06	2009-03-11
BMC SOFTWARE INC	P	2007-02-02	2009-10-12
COACH INC	P	2008-12-01	2009-03-31
ENSCO INTL INC	P	2008-05-05	2009-04-06
EXXON MOBIL CORP COM	P	2007-02-02	2009-08-18
GENL DYNAMICS CORP COM	P	2008-10-06	2009-03-31
KING PHARMACUETICALS INC	P	2007-02-02	2009-04-07
LEXMARK INTL INC CL A	P	2009-01-12	2009-07-22
NATL SEMICONDUCTOR	P	2009-07-06	2009-08-24
PALL CORP PV 0 10	P	2009-10-06	2009-10-27
PROCTER & GAMBLE CO P	P	2005-01-28	2009-07-13
RADIOSHACK CORP	P	2007-03-19	2009-11-04
TERADATA CORP DEL	P	2009-07-06	2009-12-22
WATSON PHARMACEUTICALS	P	2008-10-21	2009-12-04
US TREASURY NOTE 6% 8/15/09	P	2006-08-22	2009-08-17
MUNDER SER TR MID CAPITAL CORE GROWT	P	2006-10-13	2009-03-26
ARCH CAPITAL GRP LTD BM	P	2006-03-31	2009-03-06
ASSOCIATED BANC CRP 01	P	2009-07-31	2009-09-23
AUTONATION INC	P	2007-07-31	2009-10-29
BRIGGS & STRATTON WIS1CT	P	2006-09-21	2009-10-19
CHEMTURA CORP	P	2008-07-11	2009-02-06
CONTINENTAL AIRLS CL B	P	2007-07-31	2009-03-25
ENERSYS	P	2008-09-24	2009-06-12
GANNETT CO	P	2008-07-18	2009-03-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
175		1,734	-1,559
73		76	-3
56		78	-22
607		597	10
161		406	-245
296		254	42
79		87	-8
38		36	2
17		17	
331		788	-457
798		902	-104
126		197	-71
194		485	-291
165		312	-147
282		231	51
190		192	-2
106		87	19
207		309	-102
676		502	174
38		23	15
30,000		6,829	23,171
2,683		4,048	-1,365
189		230	-41
187		173	14
253		276	-23
40		57	-17
7		82	-75
27		95	-68
181		205	-24
51		354	-303

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-1,559
			-3
			-22
			10
			-245
			42
			-8
			2
			-457
			-104
			-71
			-291
			-147
			51
			-2
			19
			-102
			174
			15
			23,171
			-1,365
			-41
			14
			-23
			-17
			-75
			-68
			-24
			-303

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
INGRAM MICRO INC CL A	P	2008-02-08	2009-05-05
LEXMARK INTL INC CL A	P	2008-10-13	2009-03-16
MOLINA HEALTHCARE INC	P	2007-03-20	2009-12-01
PARTNERRE LTD	P	2009-09-22	2009-11-10
PLATINUM UNDRWRITRS HLDG	P	2007-07-31	2009-11-30
ROCKWOOD HLDGS INC	P	2007-02-09	2009-10-21
SCHEIN (HENRY) INC COM	P	2009-04-16	2009-11-06
STANCORP FINANCL GRP INC	P	2005-09-12	2009-09-30
TEREX CORP DEL NEW COM	P	2007-10-26	2009-06-04
TRW AUTOMOTIVE HLDGS CRP	P	2006-07-12	2009-02-05
WESTLAKE CHEM CORP	P	2008-05-15	2009-05-20
ZORAN CORP	P	2006-08-01	2009-07-27
ALLEGHENY TECH INC	P	2009-07-07	2009-09-15
APOLLO GROUP INC CL A	P	2009-03-30	2009-07-06
AUTOZONE INC NEVADA COM	P	2007-05-22	2009-08-31
BIG LOTS INC	P	2007-11-06	2009-03-12
CA INC	P	2007-08-20	2009-08-17
COMPUWARE CORP	P	2008-09-22	2009-03-30
ENSCO INTL INC	P	2008-05-05	2009-10-12
EXXON MOBIL CORP COM	P	2007-02-02	2009-10-12
GENL DYNAMICS CORP COM	P	2008-10-06	2009-04-01
KING PHARMACUETICALS INC	P	2007-06-04	2009-04-07
LEXMARK INTL INC CL A	P	2009-01-12	2009-07-23
NATL SEMICONDUCTOR	P	2009-07-06	2009-08-25
PALL CORP PV 0 10	P	2009-10-06	2009-12-14
PROCTER & GAMBLE CO P	P	2005-10-04	2009-07-13
RED HAT INC	P	2009-10-26	2009-11-09
TEXAS INSTRUMENTS	P	2008-01-02	2009-02-09
WELLPOINT INC	P	2007-02-05	2009-06-22
OPPENHEIMER DISCOVERY FD CL A	P	2007-06-27	2009-03-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
223		249	-26
250		442	-192
84		123	-39
620		589	31
212		200	12
370		480	-110
305		247	58
122		124	-2
29		149	-120
17		160	-143
216		171	45
144		203	-59
102		100	2
333		392	-59
441		397	44
220		240	-20
109		120	-11
241		388	-147
186		263	-77
70		75	-5
336		525	-189
108		324	-216
209		397	-188
222		182	40
380		352	28
317		287	30
1,004		1,035	-31
1,038		1,937	-899
393		636	-243
12,240		19,970	-7,730

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-26
			-192
			-39
			31
			12
			-110
			58
			-2
			-120
			-143
			45
			-59
			2
			-59
			44
			-20
			-11
			-147
			-77
			-5
			-189
			-216
			-188
			40
			28
			30
			-31
			-899
			-243
			-7,730

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ARCH CAPITAL GRP LTD BM	P	2006-03-31	2009-06-19
ATMOS ENERGY CORP COM	P	2007-09-19	2009-10-21
AVX CORP NEW	P	2009-01-27	2009-08-18
BUNGE LIMITED	P	2008-11-10	2009-04-06
CHEMTURA CORP	P	2008-07-11	2009-02-09
CONTINENTAL AIRLS CL B	P	2008-05-22	2009-03-25
ENERSYS	P	2008-09-24	2009-09-22
GARDNER DENVER INC	P	2008-10-27	2009-09-30
INGRAM MICRO INC CL A	P	2008-02-08	2009-07-27
LIMITED BRANDS INC	P	2008-12-26	2009-09-23
MOLINA HEALTHCARE INC	P	2007-06-26	2009-12-01
PEPSI BOTTLING GROUP INC	P	2008-12-22	2009-04-24
POPULAR INC COM	P	2008-09-24	2009-02-26
ROCKWOOD HLDGS INC	P	2007-02-13	2009-10-21
SCHEIN (HENRY) INC COM	P	2009-06-10	2009-11-06
STANCORP FINANCL GRP INC	P	2005-09-12	2009-12-18
TEREX CORP DEL NEW COM	P	2008-01-17	2009-06-04
TRW AUTOMOTIVE HLDGS CRP	P	2007-12-20	2009-02-05
WESTLAKE CHEM CORP	P	2008-05-15	2009-05-26
ZORAN CORP	P	2008-05-22	2009-07-27
ALLEGHENY TECH INC	P	2009-07-08	2009-09-15
APOLLO GROUP INC CL A	P	2009-03-31	2009-07-06
AUTOZONE INC NEVADA COM	P	2007-05-22	2009-08-31
BIG LOTS INC	P	2009-05-04	2009-07-13
CA INC	P	2007-08-21	2009-08-17
COMPUWARE CORP	P	2008-09-22	2009-03-31
EXPEDIA INC DEL	P	2007-11-28	2009-01-12
FAMILY DOLLAR STORES	P	2009-04-06	2009-07-13
HESS CORP	P	2008-07-21	2009-01-12
KING PHARMACUETICALS INC	P	2007-06-05	2009-04-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
340		345	-5
206		198	8
107		91	16
291		222	69
10		110	-100
235		378	-143
217		205	12
176		110	66
200		195	5
173		93	80
63		91	-28
278		198	80
133		654	-521
62		82	-20
355		313	42
195		207	-12
131		452	-321
23		171	-148
288		240	48
122		152	-30
409		385	24
133		161	-28
583		529	54
263		368	-105
109		121	-12
249		388	-139
43		158	-115
271		295	-24
625		1,224	-599
29		87	-58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-5
			8
			16
			69
			-100
			-143
			12
			66
			5
			80
			-28
			80
			-521
			-20
			42
			-12
			-321
			-148
			48
			-30
			24
			-28
			54
			-105
			-12
			-139
			-115
			-24
			-599
			-58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MARATHON OIL CORP	P	2009-07-13	2009-10-12
NOBLE CORP NAMEN-AKT	P	2009-01-05	2009-08-10
PALL CORP PV 0 10	P	2009-10-06	2009-12-15
QLOGIC CORP	P	2008-05-12	2009-05-26
SUNOCO INC PV1 PA	P	2007-02-02	2009-05-19
TEXAS INSTRUMENTS	P	2009-09-21	2009-11-16
XEROX CORP	P	2007-02-02	2009-05-05
ROWE T PRICE EQUITY INCOME FD SH BEN	P	2008-09-19	2009-03-26
ARCH CHEMICALS INC	P	2008-06-23	2009-06-05
ATMOS ENERGY CORP COM	P	2008-05-22	2009-10-21
AVX CORP NEW	P	2009-01-29	2009-08-18
CELANESE CORP DEL SER A	P	2008-11-26	2009-04-14
CHEMTURA CORP	P	2008-07-11	2009-02-10
CYTEC INDUSTRIES INC	P	2006-09-13	2009-06-04
ENERSYS	P	2008-09-24	2009-09-23
GARDNER DENVER INC	P	2008-10-27	2009-12-15
INGRAM MICRO INC CL A	P	2008-05-22	2009-07-27
LIMITED BRANDS INC	P	2008-12-29	2009-09-23
MOLINA HEALTHCARE INC	P	2008-05-15	2009-12-01
PEPSI BOTTLING GROUP INC	P	2008-12-22	2009-08-13
PROVIDENT FINL SVCS INC	P	2007-07-31	2009-11-04
ROCKWOOD HLDGS INC	P	2007-02-13	2009-11-18
SILICONWARE PRECSN SPADR	P	2008-07-31	2009-06-04
STANCORP FINANCL GRP INC	P	2007-07-31	2009-12-18
TEREX CORP DEL NEW COM	P	2008-09-17	2009-06-04
TRW AUTOMOTIVE HLDGS CRP	P	2008-05-22	2009-02-05
WHIRLPOOL CORP	P	2009-06-12	2009-11-03
AETNA INC NEW	P	2007-02-02	2009-10-02
ALTERA CORP COM	P	2008-08-04	2009-02-09
APOLLO GROUP INC CL A	P	2009-03-31	2009-07-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
33		29	4
1,336		964	372
69		64	5
331		373	-42
628		1,396	-768
622		577	45
170		448	-278
539		851	-312
376		507	-131
147		138	9
353		303	50
340		220	120
8		82	-74
263		651	-388
239		226	13
490		264	226
218		209	9
69		38	31
21		26	-5
353		220	133
126		172	-46
276		327	-51
312		281	31
78		95	-17
131		315	-184
31		305	-274
148		84	64
606		980	-374
213		282	-69
399		483	-84

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4
			372
			5
			-42
			-768
			45
			-278
			-312
			-131
			9
			50
			120
			-74
			-388
			13
			226
			9
			31
			-5
			133
			-46
			-51
			31
			-17
			-184
			-274
			64
			-374
			-69
			-84

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BARD C R ING	P	2008-03-13	2009-05-05
BIG LOTS INC	P	2009-05-05	2009-07-13
CA INC	P	2007-08-22	2009-08-17
COMPUWARE CORP	P	2008-09-23	2009-03-31
EXPEDIA INC DEL	P	2007-11-29	2009-01-12
FAMILY DOLLAR STORES	P	2009-04-07	2009-07-13
HESS CORP	P	2008-07-28	2009-01-12
KING PHARMACUETICALS INC	P	2007-06-05	2009-04-08
MCAFEE INC	P	2009-02-02	2009-03-30
NOVELLUS SYS INC	P	2007-02-02	2009-08-10
PALL CORP PV 0 10	P	2009-10-07	2009-12-15
QLOGIC CORP	P	2008-05-13	2009-05-26
SUNOCO INC PV1 PA	P	2009-03-30	2009-05-19
TJX COS INC NEW	P	2008-08-11	2008-12-29
XEROX CORP	P	2007-02-02	2009-05-05
TOUCHSTONE STRATEGIC TRUST LARGE CAP	P	2006-10-13	2009-03-26
ARKANSAS BEST CORP	P	2007-01-09	2009-01-22
ATMOS ENERGY CORP COM	P	2008-05-22	2009-11-02
BENCHMARK ELECTRONICS	P	2008-08-01	2008-12-29
CELANESE CORP DEL SER A	P	2008-11-26	2009-05-05
CHEMTURA CORP	P	2008-07-11	2009-02-10
CYTEC INDUSTRIES INC	P	2006-09-13	2009-10-14
FIDELITY NATIONAL FINANC	P	2006-12-15	2009-01-09
GATX CORPORATION	P	2008-09-12	2009-03-10
INGRAM MICRO INC CL A	P	2008-07-11	2009-07-27
LIMITED BRANDS INC	P	2008-12-29	2009-11-02
MUELLER INDUSTRIES INC	P	2005-09-12	2009-10-21
PEPSI BOTTLING GROUP INC	P	2008-12-23	2009-08-13
PROVIDENT FINL SVCS INC	P	2008-05-22	2009-11-04
ROCKWOOD HLDGS INC	P	2008-10-29	2009-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
144		192	-48
243		334	-91
219		244	-25
94		143	-49
112		417	-305
211		230	-19
260		481	-221
137		390	-253
609		585	24
198		343	-145
551		508	43
497		569	-72
114		104	10
138		259	-121
144		379	-235
2,286		3,170	-884
284		474	-190
413		414	-1
179		229	-50
310		154	156
22		203	-181
492		759	-267
801		1,158	-357
148		408	-260
146		134	12
106		56	50
561		594	-33
671		418	253
179		260	-81
115		58	57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-48
			-91
			-25
			-49
			-305
			-19
			-221
			-253
			24
			-145
			43
			-72
			10
			-121
			-235
			-884
			-190
			-1
			-50
			156
			-181
			-267
			-357
			-260
			12
			50
			-33
			253
			-81
			57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SILICONWARE PRECSN SPADR	P	2008-07-31	2009-09-10
STEEL DYNAMICS INC COM	P	2006-08-01	2009-03-12
TEREX CORP DEL NEW COM	P	2008-09-17	2009-09-23
TYSON FOODS INC CL A	P	2007-12-20	2009-11-18
WHITING PETROLEUM CORP	P	2008-10-08	2009-09-23
AETNA INC NEW	P	2007-02-02	2009-11-03
ALTERA CORP COM	P	2008-08-04	2009-02-10
APOLLO GROUP INC CL A	P	2009-03-31	2009-07-08
BARD C R ING	P	2008-03-14	2009-05-05
BIG LOTS INC	P	2009-05-06	2009-07-13
CA INC	P	2007-08-23	2009-08-17
COMPUWARE CORP	P	2008-09-23	2009-04-01
EXPEDIA INC DEL	P	2007-11-30	2009-01-12
FAMILY DOLLAR STORES	P	2009-04-07	2009-10-26
HESS CORP	P	2008-08-04	2009-01-12
KLA TENCOR CORP PV 0 001	P	2007-06-05	2009-03-30
MCAFEE INC	P	2009-02-02	2009-07-06
NOVELLUS SYS INC	P	2007-02-02	2009-08-12
PALL CORP PV 0 10	P	2009-10-07	2009-12-16
QLOGIC CORP	P	2008-05-13	2009-09-08
SUNOCO INC PV1 PA	P	2009-03-30	2009-05-19
TJX COS INC NEW	P	2008-10-13	2008-12-29
XEROX CORP	P	2007-02-02	2009-05-07
ACERGY S A SPON ADR	P	2009-05-18	2009-11-02
ARKANSAS BEST CORP	P	2007-01-09	2009-03-03
ATMOS ENERGY CORP COM	P	2008-06-03	2009-11-02
BENCHMARK ELECTRONICS	P	2008-08-01	2008-12-30
CELANESE CORP DEL SER A	P	2008-12-15	2009-05-05
CIMAREX ENERGY CO	P	2008-07-03	2009-05-26
CYTEC INDUSTRIES INC	P	2006-09-13	2009-11-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
160		147	13
125		251	-126
278		490	-212
261		298	-37
283		194	89
236		383	-147
444		608	-164
132		161	-29
144		192	-48
101		136	-35
88		99	-11
201		307	-106
104		390	-286
349		394	-45
260		484	-224
160		439	-279
446		185	261
229		405	-176
206		191	15
51		47	4
143		130	13
671		903	-232
137		362	-225
191		133	58
114		276	-162
165		163	2
178		229	-51
332		171	161
90		196	-106
368		597	-229

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			13
			-126
			-212
			-37
			89
			-147
			-164
			-29
			-48
			-35
			-11
			-106
			-286
			-45
			-224
			-279
			261
			-176
			15
			4
			13
			-232
			-225
			58
			-162
			2
			-51
			161
			-106
			-229

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FIDELITY NATIONAL FINANC	P	2007-01-24	2009-01-09
GATX CORPORATION	P	2008-09-12	2009-03-11
INGRAM MICRO INC CL A	P	2008-07-21	2009-07-27
LIMITED BRANDS INC	P	2008-12-30	2009-11-02
NCR CORP NEW	P	2009-03-19	2009-08-20
PEPSI BOTTLING GROUP INC	P	2009-03-03	2009-08-13
PROVIDENT FINL SVCS INC	P	2009-04-16	2009-11-04
RUDDICK CORP	P	2007-02-20	2009-04-16
SILICONWARE PRECSN SPADR	P	2008-07-31	2009-09-23
STEEL DYNAMICS INC COM	P	2008-09-23	2009-03-12
TEREX CORP DEL NEW COM	P	2008-11-20	2009-09-23
UNITED STATIONERS INC	P	2007-06-25	2009-10-19
WHITING PETROLEUM CORP	P	2008-10-08	2009-11-17
AFFILIATED COM PSVCS A	P	2009-02-09	2009-07-06
ALTERA CORP COM	P	2008-08-04	2009-02-17
APOLLO GROUP INC CL A	P	2009-04-01	2009-07-08
BARD C R ING	P	2008-04-07	2009-05-05
BIG LOTS INC	P	2009-05-07	2009-07-13
CF INDS HLDGS INC	P	2009-08-24	2009-12-07
COMPUWARE CORP	P	2008-09-23	2009-10-12
EXPEDIA INC DEL	P	2007-12-10	2009-01-12
FAMILY DOLLAR STORES	P	2009-04-08	2009-10-26
HEWLETT PACKARD CO DEL	P	2008-03-03	2009-03-09
KLA TENCOR CORP PV 0 001	P	2007-06-05	2009-03-31
MCAFEE INC	P	2009-02-03	2009-07-06
NOVELLUS SYS INC	P	2007-02-02	2009-08-12
PEABODY ENERGY CORP COM	P	2009-08-24	2009-10-12
QLOGIC CORP	P	2008-05-19	2009-09-08
SUNOCO INC PV1 PA	P	2009-03-30	2009-11-09
TJX COS INC NEW	P	2009-05-26	2009-10-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
441		641	-200
275		693	-418
491		464	27
35		19	16
262		173	89
282		138	144
95		100	-5
47		57	-10
15		13	2
70		212	-142
20		9	11
436		602	-166
441		271	170
176		192	-16
600		868	-268
66		69	-3
432		592	-160
61		77	-16
445		417	28
29		41	-12
95		373	-278
204		241	-37
453		806	-353
341		932	-591
243		337	-94
212		374	-162
83		73	10
137		131	6
474		444	30
38		29	9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-200
			-418
			27
			16
			89
			144
			-5
			-10
			2
			-142
			11
			-166
			170
			-16
			-268
			-3
			-160
			-16
			28
			-12
			-278
			-37
			-353
			-591
			-94
			-162
			10
			6
			30
			9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
XEROX CORP	P	2008-04-21	2009-05-08
ACERGY S A SPON ADR	P	2009-05-19	2009-11-02
ARKANSAS BEST CORP	P	2007-01-09	2009-08-05
ATMOS ENERGY CORP COM	P	2008-12-15	2009-11-02
BENCHMARK ELECTRONICS	P	2008-08-01	2008-12-31
CELANESE CORP DEL SER A	P	2008-12-15	2009-05-18
CIMAREX ENERGY CO	P	2008-09-17	2009-05-26
CYTEC INDUSTRIES INC	P	2006-09-21	2009-11-03
FIDELITY NATIONAL FINANC	P	2007-07-31	2009-01-09
HARLEY DAVIDSON INC WIS	P	2009-07-30	2009-12-07
INISGHT ENTRPRISES INC	P	2008-01-28	2009-03-03
MENS WEARHOUSE INC COM	P	2008-04-10	2009-04-14
NORTHEAST UTILITIES COM	P	2005-09-12	2009-10-21
PEROT SYSTEMS CP DEL COM	P	2009-02-27	2009-09-22
PROVIDENT FINL SVCS INC	P	2009-10-14	2009-11-04
RUDDICK CORP	P	2007-03-08	2009-04-16
SMITHFILDS FOODS PV0 50	P	2007-07-19	2009-04-14
SUPERVALU INC DEL COM	P	2007-01-24	2009-02-11
THOR INDUSTRIES INC	P	2008-03-03	2009-06-12
UNITED STATIONERS INC	P	2007-07-31	2009-10-19
WHITING PETROLEUM CORP	P	2008-10-08	2009-11-30
AFFILIATED COM PSVCS A	P	2009-02-10	2009-07-06
ALTERA CORP COM	P	2008-08-25	2009-02-17
APOLLO GROUP INC CL A	P	2009-04-01	2009-08-24
BARD C R ING	P	2008-04-07	2009-05-05
BIG LOTS INC	P	2009-05-07	2009-08-17
CF INDS HLDGS INC	P	2009-08-24	2009-12-08
CONOCOPHILLIPS	P	2008-01-02	2009-05-18
EXPEDIA INC DEL	P	2007-12-11	2009-01-12
FAMILY DOLLAR STORES	P	2009-04-08	2009-10-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
270		597	-327
191		136	55
136		197	-61
55		46	9
140		168	-28
419		239	180
508		839	-331
33		55	-22
16		21	-5
826		662	164
89		620	-531
333		452	-119
235		203	32
148		57	91
116		120	-4
141		173	-32
170		568	-398
143		289	-146
111		152	-41
48		64	-16
62		39	23
351		375	-24
105		160	-55
454		482	-28
144		197	-53
45		51	-6
524		500	24
545		1,053	-508
95		375	-280
291		345	-54

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-327
			55
			-61
			9
			-28
			180
			-331
			-22
			-5
			164
			-531
			-119
			32
			91
			-4
			-32
			-398
			-146
			-41
			-16
			23
			-24
			-55
			-28
			-53
			-6
			24
			-508
			-280
			-54

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HEWLETT PACKARD CO DEL	P	2008-03-03	2009-04-27
KLA TENCOR CORP PV 0 001	P	2007-06-05	2009-04-01
MCAFEE INC	P	2009-02-03	2009-08-10
NOVELLUS SYS INC	P	2007-02-02	2009-08-13
PEPSI BOTTLING GROUP INC	P	2007-02-02	2009-11-02
QLOGIC CORP	P	2008-05-19	2009-09-10
SUNOCO INC PV1 PA	P	2009-03-30	2009-11-10
UNITEDHEALTH GROUP INC	P	2009-04-06	2009-10-12
XILINX INC	P	2008-04-28	2009-01-05

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
282		379	-97
99		274	-175
338		245	93
160		280	-120
598		508	90
358		343	15
384		365	19
51		44	7
939		1,270	-331

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-97
			-175
			93
			-120
			90
			15
			19
			7
			-331

Form 990PF Part VIII Line 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
JANE BARTH 180 E 9TH COLLEGEVILLE,PA 19426	PRESIDENT 1 00	600	0	0
SUSAN LANGHORN 2499 PEACHTREE 604 ATLANTA,GA 30305	V PRESIDENT 1 00	0	0	0
JUDY WELDY 1185 GLENDALE SAGINAW,MI 48603	TRUSTEE 0 10	300	0	0
DAVID BEYERLEIN 4388 BROOKSTONE SAGINAW,MI 48603	TREASURER 0 10	0	0	0
DICK STRINGER 104 CANTERBURY CT SAGINAW,MI 48638	TRUSTEE 0 10	0	0	0

Form 990PF Part XV Line 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*				
READ ASSOCIATION100 S JEFFERSON STE 401 SAGINAW, MI 48607	NONE	NON-PROFIT	EDUCATE CHILDREN	2,530
SAGINAW BAY SYMPHONY201 N WASHINGTON AVE SAGINAW, MI 48607	NONE	NON-PROFIT	ANNUAL CONCERT SERIES	750
SAGINAW CHILDREN'S ZOO1730 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	CELEBRATE NATURE, WILDLIFE, DISCOVER	3,000
SAGINAW CHORAL SOCIETY326 S JEFFERSON AVE SAGINAW, MI 48607	NONE	NON-PROFIT	ENTERTAINMENT GROUPS	750
SAGIANW VALLEY CONCERT A875 WAUKEE LN SAGINAW, MI 48604	NONE	NON-PROFIT	NATIONAL AND INTERNATIONAL ARTISTS	750
UNDERGROUND RAILROAD1230 S WASHINGTON AVE SAGINAW, MI 48601	NONE	NON-PROFIT	ASSIST VICTIMS OF DOMESTIC VIOLENCE	10,000
UNITED WAY OF SAGINAW100 S JEFFERSON AVE FL 3 SAGINAW, MI 48607	NONE	NON-PROFIT	PROMOTE VOLUNTEERISM	750
COVENANT HEALTHCARE FOUND 4800 FASHION SQ BLVD SAGINAW, MI 48604	NONE	NON-PROFIT	CAPITAL CAMPAIGN FOR BUILDING	5,000
EDUCATION & TRAINING CONN884 E ISABELLA RD MIDLAND, MI 48640	NONE	NON-PROFIT	YOUNG ADULT EDUCATIONAL PROGRAMS	500
EMMAUS HOUSE733 S 14 ST SAGINAW, MI 48601	NONE	NON-PROFIT	TRANSITION HOME FOR WOMEN	2,000
Total . . . . ▶ **3a**				26,030

TY 2009 Accounting Fees Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE FEES	3,370	2,528	2,528	842
ACCOUNTING	4,197	4,197	4,197	

TY 2009 Investments Corporate Bonds Schedule

Name: CHARLES F& ADELINE BARTH CHARITABLE FOUNDATION

EIN: 38-6556893

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JANNEY MONTGOMERY SCOTT FIXED INCOME	112,554	104,772

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491137012090

TY 2009 Investments Corporate Stock Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ML 696-02019	111,030	122,480
ML 696-02020	93,414	99,910
BANK OF AMERICA	203,014	199,400
JANNEY MONTGOMERY EQUITY FUND	331,050	332,710

TY 2009 Other Expenses Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INSURANCE	1,166	1,166	1,166	
MICHIGAN ANNUAL REPORT	20	20	20	
COUNCIL OF MI FOUNDATIONS	500	500	500	

TY 2009 Other Professional Fees Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	7,546	7,546	7,546	

TY 2009 Taxes Schedule

Name: CHARLES F& ADELINE BARTH
CHARITABLE FOUNDATION

EIN: 38-6556893

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	18	18	18	