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 07/01 , 2009, and ending 12/31, 20 09

G Check all that apply: [X] 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
39-216169588007 CHAPMAN HANSON
FOUNDATION-TAILORED

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
666 5TH AVENUE - FLOOR 12B

City or town, state, and ZIP code
NEW YORK, NY 10103

A Employer identification number
38-6872202

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 13,111,165.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)	10,776,204.			
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	163,216.	102,289.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-818,087.			
	b Gross sales price for all assets on line 6a 10,170,612.				
	7 Capital gain net income (from Part IV, line 2)		none		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	10,121,333.	102,289.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	75,759.	37,879.		37,880.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 2	22,230.	22,230.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	1,149.	1,965.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	394.	394.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	99,532.	62,468.		37,880.
	25 Contributions, gifts, grants paid				
	26 **Total expenses and disbursements** Add lines 24 and 25	99,532.	62,468.		37,880.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	10,021,801.			
	b **Net investment income** (if negative, enter -0-)		39,821.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments		1,031,630.	1,031,630.
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 16 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			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)			
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 5		11,411,218.	12,079,535.
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)		12,442,848.	13,111,165.
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)			
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. ▶ [X]			
27 Capital stock, trust principal, or current funds		12,442,848.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)		12,442,848.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)		12,442,848.	

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	
2 Enter amount from Part I, line 27a	2	10,021,801.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	2,481,365.
4 Add lines 1, 2, and 3	4	12,503,166.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	60,318.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,442,848.

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 PART IV DETAIL			
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				
b				
c				
d				
e				

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

	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	-811,951.
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	none

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

(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			
2007			
2006			
2005			
2004			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 ruling 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	796.
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	796.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	796.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 53,221.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	53,221.
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	52,425.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 800. **Refunded** ▶	11	51,625.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N	A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ______			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* STMT 8	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ______ Telephone no ▶ (800) 770-8444

Located at ▶ 666 5TH AVENUE, FLOOR 12B, NEW YORK, NY ZIP + 4 ▶ 10103

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

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

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 STATEMENT 9		75,759.	-0-	-0-

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
SEE STATEMENT 10		NONE	NONE	NONE

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

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

3 Five highest-paid independent contractors for professional services (see 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
SEE STATEMENT 11		NONE

Total number of others receiving over $50,000 for professional services . . . ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments. See page 24 of the instructions 3 NONE	
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	9,610,931.
b	Average of monthly cash balances	1b	2,982,479.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	12,593,410.
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	NONE
3	Subtract line 2 from line 1d	3	12,593,410.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	188,901.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,404,509.
6	**Minimum investment return.** Enter 5% of line 5	6	312,662.

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	312,662.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	796.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	796.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	311,866.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	311,866.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	311,866.

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	37,880.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,880.
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	37,880.

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				311,866.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20____, 20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ... NONE				
b	From 2005 ... NONE				
c	From 2006 ... NONE				
d	From 2007 ... NONE				
e	From 2008 ... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 37,880.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				37,880.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				273,986.
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)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... NONE				
e	Excess from 2009 ... NONE				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation 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 foundation had $5,000 or more in assets at any time during the year - see page 28 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).)

N/A

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.

N/A

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·

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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*				
Total . . . . ▶ 3a				
b *Approved for future payment*				
Total . . . . ▶ 3b				

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	163,216.	
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	-818,087.	
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)				-654,871.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 -654,871.

(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 foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date 11/15/2010 | Title Trustee

Paid Preparer's Use Only

Preparer's signature	Date 11/15/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00353001
Firm's name (or yours if self-employed), address, and ZIP code	KPMG LLP 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605	EIN ▶ 13-5565207	Phone no. 800-770-8444

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

39-216169588007 CHAPMAN HANSON

Employer identification number

38-6872202

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF BERNICE H CHAPMAN	$ 3,509,057.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ESTATE OF BERNICE H CHAPMAN	$ 7,267,147.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
39-216169588007 CHAPMAN HANSON	38-6872202

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SEE ATTACHED VARIOUS CONTRIBUTIONS	$	07/01/2009

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					15,890.	
		300. CITIGROUP INC PROPERTY TYPE: SECURITIES					09/05/2005	07/08/2009
778.00		13,229.00					-12,451.00	
		50000. CULVER CITY CALIF UN 5.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/01/2009
50,500.00		50,500.00						
		70000. DUBLIN CALIF JT UNI SCH DIS 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/01/2009
58,373.00		58,373.00						
		10000. NEWPORT BEACH CALIF 4.500% 8/01 PROPERTY TYPE: SECURITIES					04/21/2004	08/01/2009
10,000.00		10,000.00						
		15000. SAN MATEO FOSTER CIT 5.250% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/01/2009
15,150.00		15,150.00						
		14894. AT&T INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
378,889.00		331,982.00					46,907.00	
		1083. ALCATEL ALSTHOM PROPERTY TYPE: SECURITIES					07/02/1999	08/06/2009
3,401.00		369,258.00					-365857.00	
		2276. ALLSTATE CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
62,035.00		126,881.00					-64,846.00	
		1172. AMERICAN ELEC PWR INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
35,675.00		44,557.00					-8,882.00	
		2154. ANADARKO PETE CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
106,469.00		98,459.00					8,010.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		4460. BP AMOCO PLC-SPONS ADR PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
224,157.00		311,988.00					-87,831.00	
		15500. BAKER HUGHES INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
580,448.00		904,774.00					-324326.00	
		1658. BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
27,938.00		71,526.00					-43,588.00	
		450. BLACK HILLS CORP PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
11,712.00		18,350.00					-6,638.00	
		1200. BOEING CO PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
54,538.00		77,580.00					-23,042.00	
		20388. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
1404039.00		1269765.00					134,274.00	
		1477. COMCAST CORP NEW CL A PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
22,273.00		30,027.00					-7,754.00	
		267. DEL MONTE FOODS CO PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
2,689.00		3,009.00					-320.00	
		70. DEVON ENERGY CORP NEW PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
4,406.00		4,280.00					126.00	
		200. DISCOVER FINL SVCS PROPERTY TYPE: SECURITIES					02/22/1993	08/06/2009
2,530.00		445.00					2,085.00	
		2700. DOW CHEM CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
62,248.00		116,957.00					-54,709.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		168. EASTMAN CHEMICAL CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
8,575.00		8,072.00					503.00	
		675. EASTMAN KODAK CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
2,626.00		17,629.00					-15,003.00	
		80. ERICSSON (LM)TEL ADR-EACH REP 10 ORD PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
752.00		1,404.00					-652.00	
		10330. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
718,915.00		628,477.00					90,438.00	
		132. FAIRPOINT COMMUNICATIONS INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
67.00		935.00					-868.00	
		10000. GENERAL ELEC CO. PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
142,797.00		335,300.00					-192503.00	
		1200. W.R. GRACE & CO PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
20,767.00		13,701.00					7,066.00	
		400. GREIF BROS CORP CLASS A PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
20,837.00		11,799.00					9,038.00	
		200. HANESBRANDS INC PROPERTY TYPE: SECURITIES					11/29/1989	08/06/2009
4,038.00		1,829.00					2,209.00	
		300. HEINZ H J CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
11,385.00		10,729.00					656.00	
		2740. HONEYWELL INTERNATIONAL INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
97,190.00		105,058.00					-7,868.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		350. IDEARC INC PROPERTY TYPE: SECURITIES					11/20/2006	08/06/2009
10.00		9,238.00					-9,228.00	
		100. IMATION CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
929.00		4,195.00					-3,266.00	
		1438. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
168,995.00		115,169.00					53,826.00	
		326. LSI LOGIC CORP PROPERTY TYPE: SECURITIES					06/04/2002	08/06/2009
1,679.00		4,789.00					-3,110.00	
		800. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
42,263.00		37,072.00					5,191.00	
		294. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
24,547.00		9,323.00					15,224.00	
		400. MORGAN STANLEY, DEAN WITTER, PROPERTY TYPE: SECURITIES					09/05/2005	08/06/2009
12,338.00		20,538.00					-8,200.00	
		1314. NEWMONT MNG CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
54,771.00		53,506.00					1,265.00	
		2000. NUVEEN CALIF INVT QUALITY MUN FD I PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
23,624.00		30,250.00					-6,626.00	
		3700. NUVEEN CALIF MUN VALUE FD INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
33,056.00		36,806.00					-3,750.00	
		2000. OTTER TAIL PWR CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
47,579.00		59,990.00					-12,411.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1200. PG & E CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
48,179.00		45,828.00					2,351.00	
		8000. PROCTOR & GAMBLE CO PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
413,917.00		449,740.00					-35,823.00	
		1600. SARA LEE CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
16,992.00		25,825.00					-8,833.00	
		560. SEALED AIR CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
10,306.00		14,104.00					-3,798.00	
		458. SMUCKER J M CO NEW PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
22,786.00		21,950.00					836.00	
		400. TECO ENERGY INC PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
5,344.00		7,107.00					-1,763.00	
		538. TERADATA CORP DEL PROPERTY TYPE: SECURITIES					07/02/1999	08/06/2009
14,049.00		4,829.00					9,220.00	
		1600. 3M COMPANY 00 PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
115,499.00		114,907.00					592.00	
		14. TRUE ENERGY TR PROPERTY TYPE: SECURITIES					10/03/2005	08/06/2009
10.00		151.00					-141.00	
		5600. UNION PAC CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
337,040.00		192,640.00					144,400.00	
		5926. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
182,335.00		193,662.00					-11,327.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3005. VODAFONE GROUP SPD ADR REP 10 ORD PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
62,876.00		95,134.00					-32,258.00	
		1125. WAUSAU-MOSINEE PAPER CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
10,692.00		13,691.00					-2,999.00	
		1200. WHIRLPOOL CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
70,112.00		92,220.00					-22,108.00	
		300. WISCONSIN ENERGY CORP PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
13,188.00		11,829.00					1,359.00	
		3400. WYETH PROPERTY TYPE: SECURITIES					09/06/2005	08/06/2009
158,381.00		155,924.00					2,457.00	
		50000. CAPISTRANO CALIF UNI SCH 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
38,476.00		39,081.00					-605.00	
		50000. ESCONDIDO CALIF UN HIGH SCH 11/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
43,511.00		40,490.00					3,021.00	
		100000. FOOTHILL / EASTERN TRANSN 1/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
85,678.00		80,054.00					5,624.00	
		150000. MURRIETA VY CALIF UNI SCH 9/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
111,339.00		116,653.00					-5,314.00	
		50000. SARATOGA CALIF UN SCH DIST 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
26,777.00		30,576.00					-3,799.00	
		100000. SARATOGA CALIF UN SCH DIST 9/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
53,553.00		61,208.00					-7,655.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		125000. SOUTHERN CALIF PUB PWR AUTH 7/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/12/2009
105,159.00		97,701.00					7,458.00	
		20000. CALIFORNIA ST 5.000% 2/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
19,149.00		20,826.00					-1,677.00	
		15000. LA QUINTA CALIF 5.200% 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
13,110.00		15,761.00					-2,651.00	
		25000. LOS ANGELES CALIF 5.400% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
22,402.00		27,017.00					-4,615.00	
		20000. SACRAMENTO CNTY CALI 5.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
20,922.00		21,436.00					-514.00	
		20000. SAN DIEGO CALIF 5.250% 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
18,820.00		21,531.00					-2,711.00	
		15000. SAN FRANCISCO CALIF 5.000% 5/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/13/2009
13,050.00		15,826.00					-2,776.00	
		10000. CALIFORNIA EDL FACS 5.000% 10/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
10,976.00		10,628.00					348.00	
		50000. CALIFORNIA ST 10/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
45,269.00		44,148.00					1,121.00	
		50000. CALIFORNIA ST FGIC 4.750% 4/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
49,000.00		51,950.00					-2,950.00	
		50000. CUPERTINO CALIF UN 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
47,597.00		46,584.00					1,013.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20000. FALLBROOK CALIF UN HIGH SCH 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
18,689.00		17,791.00					898.00	
		25000. FONTANA CALIF UNI SCH 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
23,410.00		22,413.00					997.00	
		15000. FULLERTON CALIF PUB 5.125% 5/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
14,700.00		15,747.00					-1,047.00	
		50000. HUNTINGTON BEACH CAL 5.100% 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
50,551.00		52,777.00					-2,226.00	
		10000. LOS ANGELES CALIF DE 5.250% 7/01 PROPERTY TYPE: SECURITIES					05/24/2004	08/14/2009
10,405.00		10,612.00					-207.00	
		100000. MODESTO CALIF IRR DIST 7/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
83,231.00		84,396.00					-1,165.00	
		50000. MOUNTAIN VIEW LOS ALTOS CAL 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
43,852.00		42,701.00					1,151.00	
		50000. MURRIETA VY CALIF UNI 9/01 PROPERTY TYPE: SECURITIES					01/01/2001	08/14/2009
44,667.00		44,430.00					237.00	
		25000. NATIONAL CITY CALIF 5.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
27,610.00		26,998.00					612.00	
		25000. REDLANDS CALIF REDEV 5.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
21,494.00		26,263.00					-4,769.00	
		10000. SACRAMENTO CALIF MUN 5.000% 11/15 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
10,136.00		10,653.00					-517.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25000. SAN DIEGO CALIF CONV 5.250% 4/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
24,795.00		26,266.00					-1,471.00	
		50000. SAN FRANCISCO CALIF 5.500% 5/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
50,336.00		53,145.00					-2,809.00	
		100000. SAN JOSE CALIF UNI SCH 8/0 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
97,389.00		87,410.00					9,979.00	
		50000. SAN MARCOS CALIF PUB 3/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
46,355.00		43,617.00					2,738.00	
		25000. TRACY CALIF OPER 3.700% 9/02 PROPERTY TYPE: SECURITIES					09/05/2005	08/14/2009
23,720.00		25,219.00					-1,499.00	
		50000. SACRAMENTO CALIF 5.250% 8/15 PROPERTY TYPE: SECURITIES					06/23/2003	08/15/2009
50,000.00		50,000.00						
		50000. CABRILLO CALIF UNI SCH 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
45,144.00		46,416.00					-1,272.00	
		25000. CONEJO VY CALIF UNI 8/01 PROPERTY TYPE: SECURITIES					01/05/2006	08/18/2009
23,486.00		23,232.00					254.00	
		25000. L A CALIF DEPT WTR 5.250% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
26,226.00		26,381.00					-155.00	
		30000. SAN DIEGO CALIF UNI 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
28,537.00		27,977.00					560.00	
		50000. SAN DIEGO CALIF UNI 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
47,561.00		46,655.00					906.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50000. SAN FRANCISCO CALIF 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
46,026.00		46,494.00					-468.00	
		15000. SAN JOSE CALIF REDEV 6.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
16,233.00		15,801.00					432.00	
		40000. SAN JOSE CALIF REDEV 6.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/18/2009
42,398.00		42,059.00					339.00	
		15000. CALAVERAS UNI SCH 5.125% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/19/2009
14,798.00		15,696.00					-898.00	
		25000. CALIFORNIA ST 5.500% 3/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/19/2009
25,861.00		26,465.00					-604.00	
		50000. CAMPBELL CALIF UN SCH 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
48,863.00		48,267.00					596.00	
		50000. CUPERTINO CALIF UN SCH 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
48,908.00		48,380.00					528.00	
		25000. FAIRFIELD CALIF PUB 4.800% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
25,365.00		25,574.00					-209.00	
		25000. FRESNO CALIF UNI SCH 3.900% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
25,547.00		25,192.00					355.00	
		35000. MENLO PARK CALIF CMN 5.100% 6/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
36,703.00		37,198.00					-495.00	
		10000. METROPOLITAN WTR 4.000% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
10,245.00		10,063.00					182.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25000. MOUNTAIN VIEW CALIF 4.000% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
25,373.00		25,167.00					206.00	
		40000. MOUNTAIN VIEW LOS ALTOS 5/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
39,356.00		38,991.00					365.00	
		20000. SACRAMENTO CALIF CIT 4.500% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
20,621.00		20,619.00					2.00	
		25000. SAN JOAQUIN CNTY CAL 5.000% 11/15 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
25,775.00		25,553.00					222.00	
		50000. SANTA CLARA CALIF UN 4.750% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
51,860.00		51,253.00					607.00	
		50000. SULPHUR SPRINGS CALIF 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/20/2009
48,763.00		48,085.00					678.00	
		50000. CALIFORNIA EDL FACS 10/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
42,694.00		42,574.00					120.00	
		20000. CALIFORNIA ST 4.875% 10/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
19,990.00		20,038.00					-48.00	
		25000. FOLSOM CALIF REDEV 5.250% 8/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
24,875.00		25,853.00					-978.00	
		87. KOMATSU LTD SPNS ADR PROPERTY TYPE: SECURITIES					08/21/2009	08/24/2009
6,153.00		6,215.00					-62.00	
		15000. LOS ANGELES CNTY CAL 5.000% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
14,857.00		15,803.00					-946.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25000. NORTHERN CALIF PWR 5.250% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
25,019.00		25,616.00					-597.00	
		10000. SAN FRANCISCO CALIF 5.250% 7/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/24/2009
10,029.00		10,242.00					-213.00	
		25000. CALIFORNIA ST 5.750% 3/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/25/2009
25,724.00		27,768.00					-2,044.00	
		143. JULIUS BAER HLDG LTD PROPERTY TYPE: SECURITIES					08/21/2009	08/25/2009
1,472.00		1,441.00					31.00	
		45000. LAS VIRGENES CALIF UNI 11/01 PROPERTY TYPE: SECURITIES					09/05/2005	08/25/2009
44,824.00		44,693.00					131.00	
		20000. LOS ANGELES CALIF CM 5.350% 8/15 PROPERTY TYPE: SECURITIES					09/05/2005	08/25/2009
20,261.00		21,034.00					-773.00	
		196. LVMH MOET HENNESSY LOUIS VUITTON PROPERTY TYPE: SECURITIES					08/21/2009	08/26/2009
3,780.00		3,681.00					99.00	
		299. PETROLEO BRASILEIRO SA PETROBRAS 00 PROPERTY TYPE: SECURITIES					08/21/2009	09/01/2009
11,666.00		13,314.00					-1,648.00	
		25000. UNIVERSITY CALIF REV 5.000% 9/01 PROPERTY TYPE: SECURITIES					09/05/2005	09/01/2009
25,250.00		26,299.00					-1,049.00	
		20000. CALIFORNIA ST PUB WK 5.300% 4/01 PROPERTY TYPE: SECURITIES					09/05/2005	09/03/2009
19,939.00		20,156.00					-217.00	
		25000. SACRAMENTO CALIF 5.000% 5/01 PROPERTY TYPE: SECURITIES					09/05/2005	09/03/2009
24,898.00		25,751.00					-853.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		31. BAIDU, INC SPD ADR PROPERTY TYPE: SECURITIES					08/21/2009	09/09/2009
11,243.00		10,641.00					602.00	
		58. INFOSYS TECH LTD SPND ADR REPSTG 1/4 PROPERTY TYPE: SECURITIES					08/21/2009	09/09/2009
2,709.00		2,448.00					261.00	
		.6 ITAU UNIBANCO HOLDING S.A PROPERTY TYPE: SECURITIES					08/21/2009	09/10/2009
10.00		10.00						
		238. SABMILLER PLC SPD ADR PROPERTY TYPE: SECURITIES					08/21/2009	09/10/2009
5,723.00		5,538.00					185.00	
		59. SMITH & NEPHEW P L C SPD ADR NEW PROPERTY TYPE: SECURITIES					08/21/2009	09/11/2009
2,804.00		2,432.00					372.00	
		553. FLIR SYS INC PROPERTY TYPE: SECURITIES					08/24/2009	09/15/2009
15,000.00		12,790.00					2,210.00	
		67. SILICON LABORATORIES INC PROPERTY TYPE: SECURITIES					08/24/2009	09/15/2009
3,219.00		2,889.00					330.00	
		243. CAVIUM NETWORKS INC PROPERTY TYPE: SECURITIES					08/24/2009	09/17/2009
5,296.00		5,145.00					151.00	
		53. INTUITIVE SURGICAL INC NEW PROPERTY TYPE: SECURITIES					08/24/2009	09/17/2009
13,060.00		12,369.00					691.00	
		40. K12 INC PROPERTY TYPE: SECURITIES					08/24/2009	09/21/2009
713.00		828.00					-115.00	
		95. K12 INC PROPERTY TYPE: SECURITIES					08/24/2009	09/22/2009
1,652.00		1,966.00					-314.00	

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		40. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
7,465.00		6,579.00					886.00	
		900. EDISON INTERNATIONAL PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
30,949.00		28,278.00					2,671.00	
		410. ENCANA CORP PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
23,699.00		21,722.00					1,977.00	
		130. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/06/2005	09/23/2009
8,998.00		7,909.00					1,089.00	
		300. FLUOR CORP NEW PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
16,171.00		17,081.00					-910.00	
		40. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
7,401.00		6,682.00					719.00	
		126. INFOSYS TECH LTD SPND ADR REPSTG 1/ PROPERTY TYPE: SECURITIES					08/21/2009	09/23/2009
6,152.00		5,318.00					834.00	
		81. K12 INC PROPERTY TYPE: SECURITIES					08/24/2009	09/23/2009
1,403.00		1,676.00					-273.00	
		150. NORTHROP GRUMMAN CORP PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
7,765.00		7,156.00					609.00	
		450. ORACLE CORP PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
9,542.00		9,542.00						
		1180. QLOGIC CORP PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
20,902.00		15,417.00					5,485.00	

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		930. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
17,651.00		17,191.00					460.00	
		1960. SPRINT CORP PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
8,370.00		7,663.00					707.00	
		400. YUM BRANDS INC PROPERTY TYPE: SECURITIES					08/06/2009	09/23/2009
13,300.00		14,393.00					-1,093.00	
		2800. HUDSON CITY BANCORP INC 00 PROPERTY TYPE: SECURITIES					08/06/2009	09/28/2009
35,866.00		40,432.00					-4,566.00	
		29. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					08/24/2009	09/29/2009
1,379.00		1,300.00					79.00	
		80. TRANSDIGM GROUP INC PROPERTY TYPE: SECURITIES					08/24/2009	09/30/2009
4,026.00		3,468.00					558.00	
		597. AIR LIQUIDE PROPERTY TYPE: SECURITIES					08/21/2009	10/02/2009
12,847.00		12,806.00					41.00	
		207. ITAU UNIBANCO HOLDING S.A PROPERTY TYPE: SECURITIES					08/21/2009	10/02/2009
4,176.00		3,545.00					631.00	
		143. AIR LIQUIDE PROPERTY TYPE: SECURITIES					08/21/2009	10/05/2009
3,096.00		3,067.00					29.00	
		120. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					08/21/2009	10/07/2009
8,965.00		10,052.00					-1,087.00	
		111. INFOSYS TECH LTD SPND ADR REPSTG 1/ PROPERTY TYPE: SECURITIES					08/21/2009	10/09/2009
5,265.00		4,685.00					580.00	

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		277. POTASH CORP SASK INC COM PROPERTY TYPE: SECURITIES					10/08/2009	10/09/2009
24,956.00		25,637.00					-681.00	
		45. IDEXX LABS INC PROPERTY TYPE: SECURITIES					08/24/2009	10/13/2009
2,229.00		2,285.00					-56.00	
		109. APACHE CORP PROPERTY TYPE: SECURITIES					08/24/2009	10/14/2009
10,833.00		9,827.00					1,006.00	
		85. IDEXX LABS INC PROPERTY TYPE: SECURITIES					08/24/2009	10/14/2009
4,268.00		4,316.00					-48.00	
		215. WEATHERFORD INT LTD COM USD1.00 PROPERTY TYPE: SECURITIES					08/24/2009	10/14/2009
4,222.00		4,573.00					-351.00	
		195. NATIONAL AUSTRALIA BK LTD ADR 00 PROPERTY TYPE: SECURITIES					10/09/2009	10/15/2009
5,719.00		5,585.00					134.00	
		315. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					08/21/2009	10/15/2009
4,323.00		3,947.00					376.00	
		10. TELEFONICA DE ESPANA SPONSORED PROPERTY TYPE: SECURITIES					10/09/2009	10/15/2009
857.00		843.00					14.00	
		550. CAPITAL ONE FINL CORP PROPERTY TYPE: SECURITIES					09/28/2009	10/16/2009
20,309.00		19,861.00					448.00	
		310. FPL GROUP INC PROPERTY TYPE: SECURITIES					08/06/2009	10/16/2009
16,678.00		16,678.00						
		290. RESMED INC PROPERTY TYPE: SECURITIES					08/06/2009	10/16/2009
14,065.00		12,347.00					1,718.00	

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		51. TELEFONICA DE ESPANA SPONSORED PROPERTY TYPE: SECURITIES					10/09/2009	10/16/2009
4,328.00		4,299.00					29.00	
		360. TORCHMARK CORP PROPERTY TYPE: SECURITIES					08/06/2009	10/16/2009
16,390.00		14,353.00					2,037.00	
		249. JOHNSON CONTROLS INC PROPERTY TYPE: SECURITIES					08/24/2009	10/19/2009
6,670.00		6,370.00					300.00	
		584. JUNIPER NETWORK INC PROPERTY TYPE: SECURITIES					08/24/2009	10/19/2009
15,803.00		14,266.00					1,537.00	
		251. NATIONAL BANK OF GREECE ADR PROPERTY TYPE: SECURITIES					08/21/2009	10/19/2009
2,009.00		1,647.00					362.00	
		158. SANOFI-AVENTIS ADR PROPERTY TYPE: SECURITIES					10/09/2009	10/19/2009
6,228.00		5,963.00					265.00	
		76. DEUTSCHE BANK AG NAMEN 00 PROPERTY TYPE: SECURITIES					10/09/2009	10/19/2009
6,353.00		5,946.00					407.00	
		780. ARM HOLDINGS PLC-SPONS ADR PROPERTY TYPE: SECURITIES					08/21/2009	10/20/2009
6,189.00		4,920.00					1,269.00	
		41. CANADIAN NAT RES LTD COM CN$ PROPERTY TYPE: SECURITIES					08/21/2009	10/20/2009
3,001.00		2,463.00					538.00	
		85. HONEYWELL INTERNATIONAL INC PROPERTY TYPE: SECURITIES					10/09/2009	10/20/2009
3,208.00		3,137.00					71.00	
		251. ITAU UNIBANCO HOLDING S.A PROPERTY TYPE: SECURITIES					08/21/2009	10/20/2009
5,102.00		4,298.00					804.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		617. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					10/08/2009	10/20/2009
37,369.00		37,580.00					-211.00	
		136. CANADIAN NAT RES LTD COM CN$ PROPERTY TYPE: SECURITIES					10/08/2009	10/21/2009
10,018.00		9,443.00					575.00	
		190. LVMH MOET HENNESSY LOUIS VUITTON PROPERTY TYPE: SECURITIES					08/21/2009	10/21/2009
4,136.00		3,568.00					568.00	
		590. LOCKHEED MARTIN CORP PROPERTY TYPE: SECURITIES					10/08/2009	10/21/2009
41,359.00		43,251.00					-1,892.00	
		106. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					08/24/2009	10/21/2009
7,983.00		8,972.00					-989.00	
		676. PETROLEO BRASILEIRO SA PETROBRAS 00 PROPERTY TYPE: SECURITIES					10/08/2009	10/22/2009
33,892.00		32,243.00					1,649.00	
		75000. GENERAL ELEC CAP CP 5.000% 11/15 PROPERTY TYPE: SECURITIES					09/02/2009	10/23/2009
79,275.00		79,227.00					48.00	
		550. MCGRAW HILL COMPANIES INC PROPERTY TYPE: SECURITIES					09/23/2009	10/23/2009
16,781.00		14,446.00					2,335.00	
		96. SILICON LABORATORIES INC PROPERTY TYPE: SECURITIES					08/24/2009	10/23/2009
4,054.00		4,140.00					-86.00	
		137. LOGITECH INTERNATIONAL S.A. PROPERTY TYPE: SECURITIES					08/21/2009	10/23/2009
2,587.00		2,452.00					135.00	
		336. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					10/08/2009	10/26/2009
23,964.00		25,212.00					-1,248.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		29. UNILEVER PLC SPNSRD ADR NEW PROPERTY TYPE: SECURITIES					10/09/2009	10/26/2009
889.00		838.00					51.00	
		47. CAPELLA EDUCATION COMPANY PROPERTY TYPE: SECURITIES					08/24/2009	10/27/2009
3,399.00		3,052.00					347.00	
		95. SOUTHERN COPPER CORP DEL PROPERTY TYPE: SECURITIES					08/21/2009	10/27/2009
3,199.00		2,732.00					467.00	
		500. VANGUARD INTL EMERGING MKTS ETF PROPERTY TYPE: SECURITIES					08/06/2009	10/27/2009
19,925.00		17,800.00					2,125.00	
		500. ETF VANGUARD MID-CAP ETF PROPERTY TYPE: SECURITIES					08/06/2009	10/27/2009
28,494.00		26,048.00					2,446.00	
		500. VANGUARD SMALL-CAP ETF PROPERTY TYPE: SECURITIES					08/06/2009	10/27/2009
27,404.00		25,515.00					1,889.00	
		111. DEERE & CO PROPERTY TYPE: SECURITIES					10/09/2009	10/28/2009
5,081.00		4,748.00					333.00	
		594. RECKITT BENCKISER GROUP PLC ADR PROPERTY TYPE: SECURITIES					10/09/2009	10/28/2009
5,827.00		5,863.00					-36.00	
		669. WEATHERFORD INT LTD COM USD1.00 PROPERTY TYPE: SECURITIES					08/24/2009	10/28/2009
12,141.00		14,228.00					-2,087.00	
		44. VISTAPRINT N V PROPERTY TYPE: SECURITIES					08/24/2009	10/28/2009
2,251.00		1,893.00					358.00	
		330. COACH INC PROPERTY TYPE: SECURITIES					08/06/2009	10/29/2009
10,817.00		9,702.00					1,115.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		140. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					09/06/2005	10/29/2009
10,237.00		8,518.00					1,719.00	
		88. UNILEVER PLC SPNSRD ADR NEW PROPERTY TYPE: SECURITIES					10/09/2009	10/29/2009
2,689.00		2,544.00					145.00	
		431. MSCI INC PROPERTY TYPE: SECURITIES					08/24/2009	10/30/2009
12,945.00		12,928.00					17.00	
		61.. UNILEVER PLC SPNSRD ADR NEW PROPERTY TYPE: SECURITIES					10/09/2009	10/30/2009
1,855.00		1,764.00					91.00	
		3. ACTIVISION BLIZZARD INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
32.00		37.00					-5.00	
		1. ADOBE SYS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
34.00		33.00					1.00	
		2. ALLERGAN INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
116.00		112.00					4.00	
		6. APACHE CORP PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
595.00		541.00					54.00	
		1. BAXTER INTL INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
54.00		54.00						
		1. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
37.00		36.00					1.00	
		2. CVS CORPORATION (DEL) PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
73.00		72.00					1.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1. CAPELLA EDUCATION COMPANY PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
70.00		65.00					5.00	
		3. CAVIUM NETWORKS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
57.00		64.00					-7.00	
		1. CELGENE CORP 00 PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
52.00		53.00					-1.00	
		1. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
43.00		35.00					8.00	
		1. DEVRY INC DEL PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
56.00		53.00					3.00	
		1. ECOLAB INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
45.00		43.00					2.00	
		2. FASTENAL CO PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
72.00		74.00					-2.00	
		2. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
88.00		92.00					-4.00	
		1. GOODRICH CORPORATION PROPERTY TYPE: SECURITIES					10/19/2009	11/04/2009
56.00		56.00						
		2. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
97.00		90.00					7.00	
		2. IDEXX LABS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
103.00		102.00					1.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3. INNERWORKINGS INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
16.00		18.00					-2.00	
		3. JOHNSON CONTROLS INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
76.00		77.00					-1.00	
		5. K12 INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
80.00		103.00					-23.00	
		2. KNIGHT TRANSN INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
33.00		35.00					-2.00	
		2. MCDONALDS CORP					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
121.00		112.00					9.00	
		1. MONSANTO CO NEW					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
69.00		85.00					-16.00	
		1. OMNICOM GROUP INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
35.00		37.00					-2.00	
		360. OMNICOM GROUP INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
12,607.00		13,301.00					-694.00	
		2. PEPSICO INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
121.00		115.00					6.00	
		1. PRAXAIR INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
81.00		79.00					2.00	
		2. QUALCOMM INC					08/24/2009	11/04/2009
		PROPERTY TYPE: SECURITIES						
85.00		85.00						

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1. ROPER INDS INC NEW PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
51.00		46.00					5.00	
		2. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
35.00		35.00						
		1. SILICON LABORATORIES INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
42.00		43.00					-1.00	
		4. SMART BALANCE INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
22.00		22.00						
		1. TRANSDIGM GROUP INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
40.00		40.00						
		1. ULTIMATE SOFTWARE GROUP INC PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
27.00		27.00						
		2. WNS HOLDINGS LTD SPONS ADR EA REPR 1 PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
30.00		32.00					-2.00	
		3. VISTAPRINT N V PROPERTY TYPE: SECURITIES					08/24/2009	11/04/2009
162.00		129.00					33.00	
		267. OMNICOM GROUP INC PROPERTY TYPE: SECURITIES					08/24/2009	11/05/2009
9,434.00		9,865.00					-431.00	
		590. SCHERING PLOUGH CORP PROPERTY TYPE: SECURITIES					08/06/2009	11/05/2009
6,195.00		6,546.00					-351.00	
		122. ADOBE SYS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/06/2009
4,236.00		4,042.00					194.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		241. NATIONAL AUSTRALIA BK LTD ADR 00 PROPERTY TYPE: SECURITIES					10/09/2009	11/06/2009
6,289.00		6,902.00					-613.00	
		94. VISTAPRINT N V PROPERTY TYPE: SECURITIES					08/24/2009	11/06/2009
5,303.00		4,045.00					1,258.00	
		66. ADOBE SYS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/09/2009
2,357.00		2,187.00					170.00	
		148. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES					08/24/2009	11/10/2009
6,465.00		5,139.00					1,326.00	
		21. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					10/09/2009	11/10/2009
1,893.00		1,872.00					21.00	
		.253 MERCK & CO INC NEW PROPERTY TYPE: SECURITIES					08/06/2009	11/10/2009
8.00		7.00					1.00	
		1. SOCIETE GENERALE FRANCE ADR PROPERTY TYPE: SECURITIES					01/01/2009	11/10/2009
1,726.00							1,726.00	
		60. STARBUCKS CORP PROPERTY TYPE: SECURITIES					10/09/2009	11/10/2009
1,269.00		1,218.00					51.00	
		75000. WACHOVIA CORP NEW 5.300% 10/15 PROPERTY TYPE: SECURITIES					08/26/2009	11/10/2009
79,578.00		79,376.00					202.00	
		204. ZURICH FINANCIAL SVC LEVEL 1 ADR PROPERTY TYPE: SECURITIES					10/09/2009	11/10/2009
4,594.00		4,594.00						
		394. ADOBE SYS INC PROPERTY TYPE: SECURITIES					08/24/2009	11/11/2009
13,875.00		13,053.00					822.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		944. ALLIANZ AG - ADR PROPERTY TYPE: SECURITIES					10/09/2009	11/11/2009
11,727.00		12,034.00					-307.00	
		547. GAM HOLDING LTD ADR PROPERTY TYPE: SECURITIES					08/21/2009	11/12/2009
1,373.00		5,514.00					-4,141.00	
		213. NIPPON TELEGRAPH & TELEPHONE CORP PROPERTY TYPE: SECURITIES					10/09/2009	11/12/2009
4,419.00		4,618.00					-199.00	
		1080. GAM HOLDING LTD ADR PROPERTY TYPE: SECURITIES					08/21/2009	11/13/2009
2,673.00		10,886.00					-8,213.00	
		67. NIPPON TELEGRAPH & TELEPHONE CORP PROPERTY TYPE: SECURITIES					10/09/2009	11/13/2009
1,386.00		1,453.00					-67.00	
		2024.29 FHLMC REMIC SER 2843 4.000% 1/1 PROPERTY TYPE: SECURITIES					10/21/2009	11/15/2009
2,024.00		2,092.00					-68.00	
		400. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES					08/06/2009	11/16/2009
9,792.00		8,724.00					1,068.00	
		350. DIAMOND OFFSHORE DRILLING INC PROPERTY TYPE: SECURITIES					08/06/2009	11/16/2009
36,153.00		31,241.00					4,912.00	
		496. GAM HOLDING LTD ADR PROPERTY TYPE: SECURITIES					08/21/2009	11/16/2009
1,196.00		5,000.00					-3,804.00	
		2000. INTEL CORP PROPERTY TYPE: SECURITIES					09/23/2009	11/16/2009
40,409.00		40,038.00					371.00	
		1062. NCR CORP NEW PROPERTY TYPE: SECURITIES					08/06/2009	11/16/2009
11,097.00		14,453.00					-3,356.00	

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		538. NCR CORP NEW PROPERTY TYPE: SECURITIES					09/06/2005	11/16/2009
5,622.00		17,948.00					-12,326.00	
		690. NRG ENERGY INC PROPERTY TYPE: SECURITIES					09/23/2009	11/16/2009
16,732.00		19,209.00					-2,477.00	
		350. POLO RALPH LAUREN CORP CL A PROPERTY TYPE: SECURITIES					08/06/2009	11/16/2009
28,571.00		23,818.00					4,753.00	
		400. U S BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					09/28/2009	11/16/2009
9,401.00		8,829.00					572.00	
		79. SANOFI-AVENTIS ADR PROPERTY TYPE: SECURITIES					10/09/2009	11/17/2009
3,019.00		2,981.00					38.00	
		269. ZURICH FINANCIAL SVC LEVEL 1 ADR PROPERTY TYPE: SECURITIES					10/09/2009	11/17/2009
6,171.00		6,171.00						
		289. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					08/24/2009	11/18/2009
13,477.00		13,235.00					242.00	
		30. POTASH CORP SASK INC COM PROPERTY TYPE: SECURITIES					08/21/2009	11/18/2009
3,403.00		2,902.00					501.00	
		115. UNILEVER PLC SPNSRD ADR NEW PROPERTY TYPE: SECURITIES					10/09/2009	11/18/2009
3,482.00		3,335.00					147.00	
		75000. JOHN DEERE CAPITAL 5.250% 10/01 PROPERTY TYPE: SECURITIES					09/03/2009	11/20/2009
81,994.00		81,296.00					698.00	
		390. JOY GLOBAL INC-WI PROPERTY TYPE: SECURITIES					08/06/2009	11/24/2009
20,679.00		15,842.00					4,837.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		46. FREEPORT MCMORAN COPPER & GOLD PROPERTY TYPE: SECURITIES					09/23/2009	11/27/2009
3,894.00		3,328.00					566.00	
		232. NATIONAL AUSTRALIA BK LTD ADR 00 PROPERTY TYPE: SECURITIES					10/09/2009	12/01/2009
6,035.00		6,644.00					-609.00	
		299. NINTENDO LTD ADR NEW 00 PROPERTY TYPE: SECURITIES					08/21/2009	12/03/2009
8,745.00		9,472.00					-727.00	
		67. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					10/26/2009	12/04/2009
13,293.00		12,253.00					1,040.00	
		181. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/04/2009
1,027.00		1,115.00					-88.00	
		144. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/07/2009
789.00		887.00					-98.00	
		486. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/09/2009
2,766.00		2,994.00					-228.00	
		78. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/10/2009
438.00		480.00					-42.00	
		12000. NTL CABLE PLC 8.750% 4/15 PROPERTY TYPE: SECURITIES					10/15/2009	12/10/2009
12,525.00		12,390.00					135.00	
		400. CSX CORP PROPERTY TYPE: SECURITIES					10/23/2009	12/11/2009
19,707.00		17,440.00					2,267.00	
		272. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/11/2009
1,520.00		1,676.00					-156.00	

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		300. KIMBERLY CLARK CORP. PROPERTY TYPE: SECURITIES					10/29/2009	12/11/2009
19,493.00		18,491.00					1,002.00	
		85. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/14/2009
479.00		524.00					-45.00	
		1908.12 FHLMC REMIC SER 2843 4.000% 1/1 PROPERTY TYPE: SECURITIES					10/21/2009	12/15/2009
1,908.00		1,972.00					-64.00	
		55. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/15/2009
312.00		339.00					-27.00	
		140. VORNADO RLTY TR PROPERTY TYPE: SECURITIES					10/08/2009	12/15/2009
9,800.00		8,809.00					991.00	
		93. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/16/2009
521.00		573.00					-52.00	
		390. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					08/21/2009	12/16/2009
4,980.00		4,886.00					94.00	
		372. BHP BILLITON LTD 00 PROPERTY TYPE: SECURITIES					10/08/2009	12/18/2009
26,757.00		25,813.00					944.00	
		53. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/18/2009
297.00		326.00					-29.00	
		428. XTO ENERGY INC PROPERTY TYPE: SECURITIES					10/14/2009	12/18/2009
20,078.00		18,881.00					1,197.00	
		24. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/21/2009
137.00		148.00					-11.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1537. ING GROEP N.V. 12/11/ PROPERTY TYPE: SECURITIES					11/28/2009	12/22/2009
3,609.00							3,609.00	
		38. INNERWORKINGS INC PROPERTY TYPE: SECURITIES					08/24/2009	12/22/2009
218.00		234.00					-16.00	
		458. XTO ENERGY INC PROPERTY TYPE: SECURITIES					10/14/2009	12/23/2009
21,543.00		19,239.00					2,304.00	
		.8351 VORNADO RLTY TR PROPERTY TYPE: SECURITIES					10/08/2009	12/24/2009
62.00		53.00					9.00	
		64. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					08/24/2009	12/28/2009
3,370.00		2,870.00					500.00	
		5000. LEVEL 3 FING INC 8.750% 2/15/ PROPERTY TYPE: SECURITIES					12/07/2009	12/28/2009
4,525.00		4,306.00					219.00	
		220. CSX CORP PROPERTY TYPE: SECURITIES					10/23/2009	12/30/2009
10,772.00		9,592.00					1,180.00	
		1920. KROGER CO PROPERTY TYPE: SECURITIES					09/23/2009	12/30/2009
39,233.00		40,436.00					-1,203.00	
		230. STATE ST CORP PROPERTY TYPE: SECURITIES					08/06/2009	12/30/2009
10,109.00		12,366.00					-2,257.00	
		480. U S BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					09/28/2009	12/30/2009
10,737.00		10,594.00					143.00	
		840. ACCENTURE PLC PROPERTY TYPE: SECURITIES					08/06/2009	12/30/2009
34,935.00		29,644.00					5,291.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		700. NOBLE CORP COM PROPERTY TYPE: SECURITIES					11/16/2009	12/30/2009
28,640.00		25,660.00					2,980.00	
TOTAL GAIN(LOSS)							-811,951.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	163,216.	102,289.
TOTAL	163,216.	102,289.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CITI IM ADVISORY FEE	22,230.	22,230.
TOTALS	22,230.	22,230.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,149.	1,965.
TOTALS	1,149.	1,965.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FOREIGN FEESQ	394.	394.
TOTALS	394.	394.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATMENTS	C	11,411,218.	12,079,535.
TOTALS		11,411,218.	12,079,535.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ACCRUED MARKET DISCOUNT		9.
ADJUSTMENT FOR SCHERING PLOUGH		6,195.
VARIOUS TAX COST ADJUSTMENT		2,475,161.
	TOTAL	2,481,365.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PURCHASED ACCRUED INTEREST	10,041.
CARRYING VALUE ADJ/MERCK & CO	6,546.
MUNICIPAL INTEREST ADJUSTMENTS	41,481.
WASH SALE/BAXTER INTERNATIONSL	2.
WASH SALE/FPL GROUP INC	1,005.
WASH SALE/GOODRICH CORP	2.
WASH SALE/JOHNSON & JOHNSON	99.
WASH SALE/ORACLE CORP	2.
WASH SALE/POTASH CORP	184.
WASH SALE/QUALCOMM CORP	10.
WASH SALE/RECKITT BENCKISER GRP	66.
WASH SALE/CHARLES SCHWABB CORP NEW	2.
WASH SALE/SMART BALANCE	5.
WASH SALE/TRANSDIGM	3.
WASH SALE/ZURICH FINANCIAL SVCS	870.
TOTAL	60,318.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
===

NAME AND ADDRESS

ESTATE OF BERNICE H CHAPMAN

ESTATE OF BERNICE H CHAPMAN

STATEMENT 8

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
CITIBANK N.A.
ADDRESS:
666 5TH AVENUE, FLOOR 12B
, NY 010103
TITLE:
TRUSTEE, AS REQ'D
COMPENSATION .... 75,759.

TOTAL COMPENSATION: 75,759.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II*

Part I — Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	47,536.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	47,536.

Part II — Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			15,890.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-875,380.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	3.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-859,487.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			47,536.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-859,487.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			3.
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-811,951.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of.
a The loss on line 15, column (3) **or** **b** $3,000 . . . 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 87. KOMATSU LTD SPNS ADR	08/21/2009	08/24/2009	6,153.00	6,215.00	-62.00
143. JULIUS BAER HLDG LTD	08/21/2009	08/25/2009	1,472.00	1,441.00	31.00
196. LVMH MOET HENNESSY LOUIS VUITTON	08/21/2009	08/26/2009	3,780.00	3,681.00	99.00
299. PETROLEO BRASILEIRO SA PETROBRAS 00	08/21/2009	09/01/2009	11,666.00	13,314.00	-1,648.00
31. BAIDU, INC SPD ADR	08/21/2009	09/09/2009	11,243.00	10,641.00	602.00
58. INFOSYS TECH LTD SPND ADR REPSTG 1/4 00	08/21/2009	09/09/2009	2,709.00	2,448.00	261.00
.6 ITAU UNIBANCO HOLDING S.A	08/21/2009	09/10/2009	10.00	10.00	
238. SABMILLER PLC SPD ADR	08/21/2009	09/10/2009	5,723.00	5,538.00	185.00
59. SMITH & NEPHEW P L C SPD ADR NEW	08/21/2009	09/11/2009	2,804.00	2,432.00	372.00
553. FLIR SYS INC	08/24/2009	09/15/2009	15,000.00	12,790.00	2,210.00
67. SILICON LABORATORIES INC	08/24/2009	09/15/2009	3,219.00	2,889.00	330.00
243. CAVIUM NETWORKS INC	08/24/2009	09/17/2009	5,296.00	5,145.00	151.00
53. INTUITIVE SURGICAL INC NEW	08/24/2009	09/17/2009	13,060.00	12,369.00	691.00
40. K12 INC	08/24/2009	09/21/2009	713.00	828.00	-115.00
95. K12 INC	08/24/2009	09/22/2009	1,652.00	1,966.00	-314.00
40. APPLE COMPUTER INC	08/06/2009	09/23/2009	7,465.00	6,579.00	886.00
900. EDISON INTERNATIONAL	08/06/2009	09/23/2009	30,949.00	28,278.00	2,671.00
410. ENCANA CORP	08/06/2009	09/23/2009	23,699.00	21,722.00	1,977.00
300. FLUOR CORP NEW	08/06/2009	09/23/2009	16,171.00	17,081.00	-910.00
40. GOLDMAN SACHS GROUP INC	08/06/2009	09/23/2009	7,401.00	6,682.00	719.00
126. INFOSYS TECH LTD SPND ADR REPSTG 1/4 00	08/21/2009	09/23/2009	6,152.00	5,318.00	834.00
81. K12 INC	08/24/2009	09/23/2009	1,403.00	1,676.00	-273.00
150. NORTHROP GRUMMAN CORP	08/06/2009	09/23/2009	7,765.00	7,156.00	609.00
450. ORACLE CORP	08/06/2009	09/23/2009	9,542.00	9,542.00	

1b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1180. QLOGIC CORP	08/06/2009	09/23/2009	20,902.00	15,417.00	5,485.00
930. SCHWAB CHARLES CORP NEW	08/06/2009	09/23/2009	17,651.00	17,191.00	460.00
1960. SPRINT CORP	08/06/2009	09/23/2009	8,370.00	7,663.00	707.00
400. YUM BRANDS INC	08/06/2009	09/23/2009	13,300.00	14,393.00	-1,093.00
2800. HUDSON CITY BANCORP INC 00	08/06/2009	09/28/2009	35,866.00	40,432.00	-4,566.00
29. HEWLETT PACKARD CO	08/24/2009	09/29/2009	1,379.00	1,300.00	79.00
80. TRANSDIGM GROUP INC	08/24/2009	09/30/2009	4,026.00	3,468.00	558.00
597. AIR LIQUIDE	08/21/2009	10/02/2009	12,847.00	12,806.00	41.00
207. ITAU UNIBANCO HOLDING S.A	08/21/2009	10/02/2009	4,176.00	3,545.00	631.00
143. AIR LIQUIDE	08/21/2009	10/05/2009	3,096.00	3,067.00	29.00
120. MONSANTO CO NEW	08/21/2009	10/07/2009	8,965.00	10,052.00	-1,087.00
111. INFOSYS TECH LTD SPND ADR REPSTG 1/4 00	08/21/2009	10/09/2009	5,265.00	4,685.00	580.00
277. POTASH CORP SASK INC COM	10/08/2009	10/09/2009	24,956.00	25,637.00	-681.00
45. IDEXX LABS INC	08/24/2009	10/13/2009	2,229.00	2,285.00	-56.00
109. APACHE CORP	08/24/2009	10/14/2009	10,833.00	9,827.00	1,006.00
85. IDEXX LABS INC	08/24/2009	10/14/2009	4,268.00	4,316.00	-48.00
215. WEATHERFORD INT LTD COM USD1.00	08/24/2009	10/14/2009	4,222.00	4,573.00	-351.00
195. NATIONAL AUSTRALIA BK LTD ADR 00	10/09/2009	10/15/2009	5,719.00	5,585.00	134.00
315. NOKIA CORP SPONSORED ADR	08/21/2009	10/15/2009	4,323.00	3,947.00	376.00
10. TELEFONICA DE ESPANA SPONSORED	10/09/2009	10/15/2009	857.00	843.00	14.00
550. CAPITAL ONE FINL CORP	09/28/2009	10/16/2009	20,309.00	19,861.00	448.00
310. FPL GROUP INC	08/06/2009	10/16/2009	16,678.00	16,678.00	
290. RESMED INC	08/06/2009	10/16/2009	14,065.00	12,347.00	1,718.00
51. TELEFONICA DE ESPANA SPONSORED	10/09/2009	10/16/2009	4,328.00	4,299.00	29.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 360. TORCHMARK CORP	08/06/2009	10/16/2009	16,390.00	14,353.00	2,037.00
249. JOHNSON CONTROLS INC	08/24/2009	10/19/2009	6,670.00	6,370.00	300.00
584. JUNIPER NETWORK INC	08/24/2009	10/19/2009	15,803.00	14,266.00	1,537.00
251. NATIONAL BANK OF GREECE ADR	08/21/2009	10/19/2009	2,009.00	1,647.00	362.00
158. SANOFI-AVENTIS ADR	10/09/2009	10/19/2009	6,228.00	5,963.00	265.00
76. DEUTSCHE BANK AG NAMEN 00	10/09/2009	10/19/2009	6,353.00	5,946.00	407.00
780. ARM HOLDINGS PLC-SPONS ADR	08/21/2009	10/20/2009	6,189.00	4,920.00	1,269.00
41. CANADIAN NAT RES LTD COM CN$	08/21/2009	10/20/2009	3,001.00	2,463.00	538.00
85. HONEYWELL INTERNATIONAL INC	10/09/2009	10/20/2009	3,208.00	3,137.00	71.00
251. ITAU UNIBANCO HOLDING S.A	08/21/2009	10/20/2009	5,102.00	4,298.00	804.00
617. JOHNSON & JOHNSON	10/08/2009	10/20/2009	37,369.00	37,580.00	-211.00
136. CANADIAN NAT RES LTD COM CN$	10/08/2009	10/21/2009	10,018.00	9,443.00	575.00
190. LVMH MOET HENNESSY LOUIS VUITTON	08/21/2009	10/21/2009	4,136.00	3,568.00	568.00
590. LOCKHEED MARTIN CORP	10/08/2009	10/21/2009	41,359.00	43,251.00	-1,892.00
106. MONSANTO CO NEW	08/24/2009	10/21/2009	7,983.00	8,972.00	-989.00
676. PETROLEO BRASILEIRO SA PETROBRAS 00	10/08/2009	10/22/2009	33,892.00	32,243.00	1,649.00
75000. GENERAL ELEC CAP CP 5.000% 11/15/11	09/02/2009	10/23/2009	79,275.00	79,227.00	48.00
550. MCGRAW HILL COMPANIES INC	09/23/2009	10/23/2009	16,781.00	14,446.00	2,335.00
96. SILICON LABORATORIES INC	08/24/2009	10/23/2009	4,054.00	4,140.00	-86.00
137. LOGITECH INTERNATIONAL S.A.	08/21/2009	10/23/2009	2,587.00	2,452.00	135.00
336. MONSANTO CO NEW	10/08/2009	10/26/2009	23,964.00	25,212.00	-1,248.00
29. UNILEVER PLC SPNSRD ADR NEW	10/09/2009	10/26/2009	889.00	838.00	51.00
47. CAPELLA EDUCATION COMPANY	08/24/2009	10/27/2009	3,399.00	3,052.00	347.00
95. SOUTHERN COPPER CORP DEL	08/21/2009	10/27/2009	3,199.00	2,732.00	467.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 500. VANGUARD INTL EMERGING MKTS ETF	08/06/2009	10/27/2009	19,925.00	17,800.00	2,125.00
500. ETF VANGUARD MID-CAP ETF	08/06/2009	10/27/2009	28,494.00	26,048.00	2,446.00
500. VANGUARD SMALL-CAP ETF	08/06/2009	10/27/2009	27,404.00	25,515.00	1,889.00
111. DEERE & CO	10/09/2009	10/28/2009	5,081.00	4,748.00	333.00
594. RECKITT BENCKISER GROUP PLC ADR	10/09/2009	10/28/2009	5,827.00	5,863.00	-36.00
669. WEATHERFORD INT LTD COM USD1.00	08/24/2009	10/28/2009	12,141.00	14,228.00	-2,087.00
44. VISTAPRINT N V	08/24/2009	10/28/2009	2,251.00	1,893.00	358.00
330. COACH INC	08/06/2009	10/29/2009	10,817.00	9,702.00	1,115.00
88. UNILEVER PLC SPNSRD ADR NEW	10/09/2009	10/29/2009	2,689.00	2,544.00	145.00
431. MSCI INC	08/24/2009	10/30/2009	12,945.00	12,928.00	17.00
61. UNILEVER PLC SPNSRD ADR NEW	10/09/2009	10/30/2009	1,855.00	1,764.00	91.00
3. ACTIVISION BLIZZARD INC	08/24/2009	11/04/2009	32.00	37.00	-5.00
1. ADOBE SYS INC	08/24/2009	11/04/2009	34.00	33.00	1.00
2. ALLERGAN INC	08/24/2009	11/04/2009	116.00	112.00	4.00
6. APACHE CORP	08/24/2009	11/04/2009	595.00	541.00	54.00
1. BAXTER INTL INC	08/24/2009	11/04/2009	54.00	54.00	
1. BED BATH & BEYOND INC COM	08/24/2009	11/04/2009	37.00	36.00	1.00
2. CVS CORPORATION (DEL)	08/24/2009	11/04/2009	73.00	72.00	1.00
1. CAPELLA EDUCATION COMPANY	08/24/2009	11/04/2009	70.00	65.00	5.00
3. CAVIUM NETWORKS INC	08/24/2009	11/04/2009	57.00	64.00	-7.00
1. CELGENE CORP 00	08/24/2009	11/04/2009	52.00	53.00	-1.00
1. COGNIZANT TECHNOLOGY SOLUTIONS CORP	08/24/2009	11/04/2009	43.00	35.00	8.00
1. DEVRY INC DEL	08/24/2009	11/04/2009	56.00	53.00	3.00
1. ECOLAB INC	08/24/2009	11/04/2009	45.00	43.00	2.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

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SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 2. FASTENAL CO	08/24/2009	11/04/2009	72.00	74.00	-2.00
2. GILEAD SCIENCES INC	08/24/2009	11/04/2009	88.00	92.00	-4.00
1. GOODRICH CORPORATION	10/19/2009	11/04/2009	56.00	56.00	
2. HEWLETT PACKARD CO	08/24/2009	11/04/2009	97.00	90.00	7.00
2. IDEXX LABS INC	08/24/2009	11/04/2009	103.00	102.00	1.00
3. INNERWORKINGS INC	08/24/2009	11/04/2009	16.00	18.00	-2.00
3. JOHNSON CONTROLS INC	08/24/2009	11/04/2009	76.00	77.00	-1.00
5. K12 INC	08/24/2009	11/04/2009	80.00	103.00	-23.00
2. KNIGHT TRANSN INC	08/24/2009	11/04/2009	33.00	35.00	-2.00
2. MCDONALDS CORP	08/24/2009	11/04/2009	121.00	112.00	9.00
1. MONSANTO CO NEW	08/24/2009	11/04/2009	69.00	85.00	-16.00
1. OMNICOM GROUP INC	08/24/2009	11/04/2009	35.00	37.00	-2.00
360. OMNICOM GROUP INC	08/24/2009	11/04/2009	12,607.00	13,301.00	-694.00
2. PEPSICO INC	08/24/2009	11/04/2009	121.00	115.00	6.00
1. PRAXAIR INC	08/24/2009	11/04/2009	81.00	79.00	2.00
2. QUALCOMM INC	08/24/2009	11/04/2009	85.00	85.00	
1. ROPER INDS INC NEW	08/24/2009	11/04/2009	51.00	46.00	5.00
2. SCHWAB CHARLES CORP NEW	08/24/2009	11/04/2009	35.00	35.00	
1. SILICON LABORATORIES INC	08/24/2009	11/04/2009	42.00	43.00	-1.00
4. SMART BALANCE INC	08/24/2009	11/04/2009	22.00	22.00	
1. TRANSDIGM GROUP INC	08/24/2009	11/04/2009	40.00	40.00	
1. ULTIMATE SOFTWARE GROUP INC	08/24/2009	11/04/2009	27.00	27.00	
2. WNS HOLDINGS LTD SPONS ADR EA REPR 1	08/24/2009	11/04/2009	30.00	32.00	-2.00
3. VISTAPRINT N V	08/24/2009	11/04/2009	162.00	129.00	33.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 267. OMNICOM GROUP INC	08/24/2009	11/05/2009	9,434.00	9,865.00	-431.00
590. SCHERING PLOUGH CORP	08/06/2009	11/05/2009	6,195.00	6,546.00	-351.00
122. ADOBE SYS INC	08/24/2009	11/06/2009	4,236.00	4,042.00	194.00
241. NATIONAL AUSTRALIA BK LTD ADR 00	10/09/2009	11/06/2009	6,289.00	6,902.00	-613.00
94. VISTAPRINT N V	08/24/2009	11/06/2009	5,303.00	4,045.00	1,258.00
66. ADOBE SYS INC	08/24/2009	11/09/2009	2,357.00	2,187.00	170.00
148. COGNIZANT TECHNOLOGY SOLUTIONS CORP	08/24/2009	11/10/2009	6,465.00	5,139.00	1,326.00
21. EOG RESOURCES INC	10/09/2009	11/10/2009	1,893.00	1,872.00	21.00
.253 MERCK & CO INC NEW	08/06/2009	11/10/2009	8.00	7.00	1.00
1. SOCIETE GENERALE FRANCE ADR	01/01/2009	11/10/2009	1,726.00		1,726.00
60. STARBUCKS CORP	10/09/2009	11/10/2009	1,269.00	1,218.00	51.00
75000. WACHOVIA CORP NEW 5.300% 10/15/11	08/26/2009	11/10/2009	79,578.00	79,376.00	202.00
204. ZURICH FINANCIAL SVC LEVEL 1 ADR	10/09/2009	11/10/2009	4,594.00	4,594.00	
394. ADOBE SYS INC	08/24/2009	11/11/2009	13,875.00	13,053.00	822.00
944. ALLIANZ AG - ADR	10/09/2009	11/11/2009	11,727.00	12,034.00	-307.00
547. GAM HOLDING LTD ADR	08/21/2009	11/12/2009	1,373.00	5,514.00	-4,141.00
213. NIPPON TELEGRAPH & TELEPHONE CORP	10/09/2009	11/12/2009	4,419.00	4,618.00	-199.00
1080. GAM HOLDING LTD ADR	08/21/2009	11/13/2009	2,673.00	10,886.00	-8,213.00
67. NIPPON TELEGRAPH & TELEPHONE CORP	10/09/2009	11/13/2009	1,386.00	1,453.00	-67.00
2024.29 FHLMC REMIC SER 2843 4.000% 1/15/18	10/21/2009	11/15/2009	2,024.00	2,092.00	-68.00
400. BRISTOL MYERS SQUIBB CO	08/06/2009	11/16/2009	9,792.00	8,724.00	1,068.00
350. DIAMOND OFFSHORE DRILLING INC	08/06/2009	11/16/2009	36,153.00	31,241.00	4,912.00
496. GAM HOLDING LTD ADR	08/21/2009	11/16/2009	1,196.00	5,000.00	-3,804.00
2000. INTEL CORP	09/23/2009	11/16/2009	40,409.00	40,038.00	371.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1062. NCR CORP NEW	08/06/2009	11/16/2009	11,097.00	14,453.00	-3,356.00
690. NRG ENERGY INC	09/23/2009	11/16/2009	16,732.00	19,209.00	-2,477.00
350. POLO RALPH LAUREN CORP CL A	08/06/2009	11/16/2009	28,571.00	23,818.00	4,753.00
400. U S BANCORP DEL COM NEW	09/28/2009	11/16/2009	9,401.00	8,829.00	572.00
79. SANOFI-AVENTIS ADR	10/09/2009	11/17/2009	3,019.00	2,981.00	38.00
269. ZURICH FINANCIAL SVC LEVEL 1 ADR	10/09/2009	11/17/2009	6,171.00	6,171.00	
289. GILEAD SCIENCES INC	08/24/2009	11/18/2009	13,477.00	13,235.00	242.00
30. POTASH CORP SASK INC COM	08/21/2009	11/18/2009	3,403.00	2,902.00	501.00
115. UNILEVER PLC SPNSRD ADR NEW	10/09/2009	11/18/2009	3,482.00	3,335.00	147.00
75000. JOHN DEERE CAPITAL 5.250% 10/01/12	09/03/2009	11/20/2009	81,994.00	81,296.00	698.00
390. JOY GLOBAL INC-WI	08/06/2009	11/24/2009	20,679.00	15,842.00	4,837.00
46. FREEPORT MCMORAN COPPER & GOLD	09/23/2009	11/27/2009	3,894.00	3,328.00	566.00
232. NATIONAL AUSTRALIA BK LTD ADR 00	10/09/2009	12/01/2009	6,035.00	6,644.00	-609.00
299. NINTENDO LTD ADR NEW 00	08/21/2009	12/03/2009	8,745.00	9,472.00	-727.00
67. APPLE COMPUTER INC	10/26/2009	12/04/2009	13,293.00	12,253.00	1,040.00
181. INNERWORKINGS INC	08/24/2009	12/04/2009	1,027.00	1,115.00	-88.00
144. INNERWORKINGS INC	08/24/2009	12/07/2009	789.00	887.00	-98.00
486. INNERWORKINGS INC	08/24/2009	12/09/2009	2,766.00	2,994.00	-228.00
78. INNERWORKINGS INC	08/24/2009	12/10/2009	438.00	480.00	-42.00
12000. NTL CABLE PLC 8.750% 4/15/14	10/15/2009	12/10/2009	12,525.00	12,390.00	135.00
400. CSX CORP	10/23/2009	12/11/2009	19,707.00	17,440.00	2,267.00
272. INNERWORKINGS INC	08/24/2009	12/11/2009	1,520.00	1,676.00	-156.00
300. KIMBERLY CLARK CORP.	10/29/2009	12/11/2009	19,493.00	18,491.00	1,002.00
85. INNERWORKINGS INC	08/24/2009	12/14/2009	479.00	524.00	-45.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1908.12 FHLMC REMIC SER 2843 4.000% 1/15/18	10/21/2009	12/15/2009	1,908.00	1,972.00	-64.00
55. INNERWORKINGS INC	08/24/2009	12/15/2009	312.00	339.00	-27.00
140. VORNADO RLTY TR	10/08/2009	12/15/2009	9,800.00	8,809.00	991.00
93. INNERWORKINGS INC	08/24/2009	12/16/2009	521.00	573.00	-52.00
390. NOKIA CORP SPONSORED ADR	08/21/2009	12/16/2009	4,980.00	4,886.00	94.00
372. BHP BILLITON LTD 00	10/08/2009	12/18/2009	26,757.00	25,813.00	944.00
53. INNERWORKINGS INC	08/24/2009	12/18/2009	297.00	326.00	-29.00
428. XTO ENERGY INC	10/14/2009	12/18/2009	20,078.00	18,881.00	1,197.00
24. INNERWORKINGS INC	08/24/2009	12/21/2009	137.00	148.00	-11.00
1537. ING GROEP N.V. 12/11/09	11/28/2009	12/22/2009	3,609.00		3,609.00
38. INNERWORKINGS INC	08/24/2009	12/22/2009	218.00	234.00	-16.00
458. XTO ENERGY INC	10/14/2009	12/23/2009	21,543.00	19,239.00	2,304.00
.8351 VORNADO RLTY TR	10/08/2009	12/24/2009	62.00	53.00	9.00
64. HEWLETT PACKARD CO	08/24/2009	12/28/2009	3,370.00	2,870.00	500.00
5000. LEVEL 3 FING INC 8.750% 2/15/17	12/07/2009	12/28/2009	4,525.00	4,306.00	219.00
220. CSX CORP	10/23/2009	12/30/2009	10,772.00	9,592.00	1,180.00
1920. KROGER CO	09/23/2009	12/30/2009	39,233.00	40,436.00	-1,203.00
230. STATE ST CORP	08/06/2009	12/30/2009	10,109.00	12,366.00	-2,257.00
480. U S BANCORP DEL COM NEW	09/28/2009	12/30/2009	10,737.00	10,594.00	143.00
840. ACCENTURE PLC	08/06/2009	12/30/2009	34,935.00	29,644.00	5,291.00
700. NOBLE CORP COM	11/16/2009	12/30/2009	28,640.00	25,660.00	2,980.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 47,536.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
39-216169588007 CHAPMAN HANSON	38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 300. CITIGROUP INC	09/05/2005	07/08/2009	778.00	13,229.00	-12,451.00
50000. CULVER CITY CALIF UN 5.000% 8/01/24	09/05/2005	08/01/2009	50,500.00	50,500.00	
70000. DUBLIN CALIF JT UNI SCH DIS 8/01/13	09/05/2005	08/01/2009	58,373.00	58,373.00	
10000. NEWPORT BEACH CALIF 4.500% 8/01/09	04/21/2004	08/01/2009	10,000.00	10,000.00	
15000. SAN MATEO FOSTER CIT 5.250% 8/01/24	09/05/2005	08/01/2009	15,150.00	15,150.00	
14894. AT&T INC	09/06/2005	08/06/2009	378,889.00	331,982.00	46,907.00
1083. ALCATEL ALSTHOM	07/02/1999	08/06/2009	3,401.00	369,258.00	-365,857.00
2276. ALLSTATE CORP	09/06/2005	08/06/2009	62,035.00	126,881.00	-64,846.00
1172. AMERICAN ELEC PWR INC	09/06/2005	08/06/2009	35,675.00	44,557.00	-8,882.00
2154. ANADARKO PETE CORP	09/06/2005	08/06/2009	106,469.00	98,459.00	8,010.00
4460. BP AMOCO PLC-SPONS ADR	09/05/2005	08/06/2009	224,157.00	311,988.00	-87,831.00
15500. BAKER HUGHES INC	09/06/2005	08/06/2009	580,448.00	904,774.00	-324,326.00
1658. BANK OF AMERICA CORP	09/06/2005	08/06/2009	27,938.00	71,526.00	-43,588.00
450. BLACK HILLS CORP	09/05/2005	08/06/2009	11,712.00	18,350.00	-6,638.00
1200. BOEING CO	09/05/2005	08/06/2009	54,538.00	77,580.00	-23,042.00
20388. CHEVRONTEXACO CORP	09/06/2005	08/06/2009	1,404,039.00	1,269,765.00	134,274.00
1477. COMCAST CORP NEW CL A	09/05/2005	08/06/2009	22,273.00	30,027.00	-7,754.00
267. DEL MONTE FOODS CO	09/05/2005	08/06/2009	2,689.00	3,009.00	-320.00
70. DEVON ENERGY CORP NEW	09/06/2005	08/06/2009	4,406.00	4,280.00	126.00
200. DISCOVER FINL SVCS	02/22/1993	08/06/2009	2,530.00	445.00	2,085.00
2700. DOW CHEM CO	09/06/2005	08/06/2009	62,248.00	116,957.00	-54,709.00
168. EASTMAN CHEMICAL CO	09/06/2005	08/06/2009	8,575.00	8,072.00	503.00
675. EASTMAN KODAK CO	09/06/2005	08/06/2009	2,626.00	17,629.00	-15,003.00
80. ERICSSON (LM)TEL ADR-EACH REP 10 ORD	09/06/2005	08/06/2009	752.00	1,404.00	-652.00
10330. EXXON MOBIL CORP	09/06/2005	08/06/2009	718,915.00	628,477.00	90,438.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 132. FAIRPOINT COMMUNICATIONS INC	09/06/2005	08/06/2009	67.00	935.00	-868.00
10000. GENERAL ELEC CO.	09/05/2005	08/06/2009	142,797.00	335,300.00	-192,503.00
1200. W.R. GRACE & CO	09/05/2005	08/06/2009	20,767.00	13,701.00	7,066.00
400. GREIF BROS CORP CLASS A	09/06/2005	08/06/2009	20,837.00	11,799.00	9,038.00
200. HANESBRANDS INC	11/29/1989	08/06/2009	4,038.00	1,829.00	2,209.00
300. HEINZ H J CO	09/06/2005	08/06/2009	11,385.00	10,729.00	656.00
2740. HONEYWELL INTERNATIONAL INC	09/06/2005	08/06/2009	97,190.00	105,058.00	-7,868.00
350. IDEARC INC	11/20/2006	08/06/2009	10.00	9,238.00	-9,228.00
100. IMATION CORP	09/06/2005	08/06/2009	929.00	4,195.00	-3,266.00
1438. INTERNATIONAL BUSINESS MACHS CORP	09/06/2005	08/06/2009	168,995.00	115,169.00	53,826.00
326. LSI LOGIC CORP	06/04/2002	08/06/2009	1,679.00	4,789.00	-3,110.00
800. MCKESSON HBOC INC	09/06/2005	08/06/2009	42,263.00	37,072.00	5,191.00
294. MONSANTO CO NEW	09/06/2005	08/06/2009	24,547.00	9,323.00	15,224.00
400. MORGAN STANLEY, DEAN WITTER,	09/05/2005	08/06/2009	12,338.00	20,538.00	-8,200.00
1314. NEWMONT MNG CORP	09/06/2005	08/06/2009	54,771.00	53,506.00	1,265.00
2000. NUVEEN CALIF INVT QUALITY MUN FD INC	09/06/2005	08/06/2009	23,624.00	30,250.00	-6,626.00
3700. NUVEEN CALIF MUN VALUE FD INC	09/06/2005	08/06/2009	33,056.00	36,806.00	-3,750.00
2000. OTTER TAIL PWR CO	09/06/2005	08/06/2009	47,579.00	59,990.00	-12,411.00
1200. PG & E CORP	09/06/2005	08/06/2009	48,179.00	45,828.00	2,351.00
8000. PROCTOR & GAMBLE CO	09/06/2005	08/06/2009	413,917.00	449,740.00	-35,823.00
1600. SARA LEE CORP	09/06/2005	08/06/2009	16,992.00	25,825.00	-8,833.00
560. SEALED AIR CORP	09/06/2005	08/06/2009	10,306.00	14,104.00	-3,798.00
458. SMUCKER J M CO NEW	09/06/2005	08/06/2009	22,786.00	21,950.00	836.00
400. TECO ENERGY INC	09/06/2005	08/06/2009	5,344.00	7,107.00	-1,763.00
538. TERADATA CORP DEL	07/02/1999	08/06/2009	14,049.00	4,829.00	9,220.00
6b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1600. 3M COMPANY 00	09/06/2005	08/06/2009	115,499.00	114,907.00	592.00
14. TRUE ENERGY TR	10/03/2005	08/06/2009	10.00	151.00	-141.00
5600. UNION PAC CORP	09/06/2005	08/06/2009	337,040.00	192,640.00	144,400.00
5926. VERIZON COMMUNICATIO NS	09/06/2005	08/06/2009	182,335.00	193,662.00	-11,327.00
3005. VODAFONE GROUP SPD ADR REP 10 ORD SH	09/06/2005	08/06/2009	62,876.00	95,134.00	-32,258.00
1125. WAUSAU-MOSINEE PAPER CORP	09/06/2005	08/06/2009	10,692.00	13,691.00	-2,999.00
1200. WHIRLPOOL CORP	09/06/2005	08/06/2009	70,112.00	92,220.00	-22,108.00
300. WISCONSIN ENERGY CORP	09/06/2005	08/06/2009	13,188.00	11,829.00	1,359.00
3400. WYETH	09/06/2005	08/06/2009	158,381.00	155,924.00	2,457.00
50000. CAPISTRANO CALIF UNI SCH 8/01/15	09/05/2005	08/12/2009	38,476.00	39,081.00	-605.00
50000. ESCONDIDO CALIF UN HIGH SCH 11/01/14	09/05/2005	08/12/2009	43,511.00	40,490.00	3,021.00
100000. FOOTHILL / EASTERN TRANSN 1/01/15	09/05/2005	08/12/2009	85,678.00	80,054.00	5,624.00
150000. MURRIETA VY CALIF UNI SCH 9/01/15	09/05/2005	08/12/2009	111,339.00	116,653.00	-5,314.00
50000. SARATOGA CALIF UN SCH DIST 9/01/20	09/05/2005	08/12/2009	26,777.00	30,576.00	-3,799.00
100000. SARATOGA CALIF UN SCH DIST 9/01/20	09/05/2005	08/12/2009	53,553.00	61,208.00	-7,655.00
125000. SOUTHERN CALIF PUB PWR AUTH 7/01/15	09/05/2005	08/12/2009	105,159.00	97,701.00	7,458.00
20000. CALIFORNIA ST 5.000% 2/01/23	09/05/2005	08/13/2009	19,149.00	20,826.00	-1,677.00
15000. LA QUINTA CALIF 5.200% 9/01/28	09/05/2005	08/13/2009	13,110.00	15,761.00	-2,651.00
25000. LOS ANGELES CALIF 5.400% 7/01/24	09/05/2005	08/13/2009	22,402.00	27,017.00	-4,615.00
20000. SACRAMENTO CNTY CALI 5.000% 8/01/18	09/05/2005	08/13/2009	20,922.00	21,436.00	-514.00
20000. SAN DIEGO CALIF 5.250% 9/01/20	09/05/2005	08/13/2009	18,820.00	21,531.00	-2,711.00
15000. SAN FRANCISCO CALIF 5.000% 5/01/23	09/05/2005	08/13/2009	13,050.00	15,826.00	-2,776.00
10000. CALIFORNIA EDL FACS 5.000% 10/01/20	09/05/2005	08/14/2009	10,976.00	10,628.00	348.00
50000. CALIFORNIA ST 10/01/12	09/05/2005	08/14/2009	45,269.00	44,148.00	1,121.00
50000. CALIFORNIA ST FGIC 4.750% 4/01/20	09/05/2005	08/14/2009	49,000.00	51,950.00	-2,950.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: 39-216169588007 CHAPMAN HANSON

Employer identification number: 38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50000. CUPERTINO CALIF UN 8/01/11	09/05/2005	08/14/2009	47,597.00	46,584.00	1,013.00
20000. FALLBROOK CALIF UN HIGH SCH 9/01/12	09/05/2005	08/14/2009	18,689.00	17,791.00	898.00
25000. FONTANA CALIF UNI SCH 7/01/12	09/05/2005	08/14/2009	23,410.00	22,413.00	997.00
15000. FULLERTON CALIF PUB 5.125% 5/01/25	09/05/2005	08/14/2009	14,700.00	15,747.00	-1,047.00
50000. HUNTINGTON BEACH CAL 5.100% 9/01/15	09/05/2005	08/14/2009	50,551.00	52,777.00	-2,226.00
10000. LOS ANGELES CALIF DE 5.250% 7/01/14	05/24/2004	08/14/2009	10,405.00	10,612.00	-207.00
100000. MODESTO CALIF IRR DIST 7/01/13	09/05/2005	08/14/2009	83,231.00	84,396.00	-1,165.00
50000. MOUNTAIN VIEW LOS ALTOS CAL 8/01/13	09/05/2005	08/14/2009	43,852.00	42,701.00	1,151.00
50000. MURRIETA VY CALIF UNI 9/01/12	01/01/2001	08/14/2009	44,667.00	44,430.00	237.00
25000. NATIONAL CITY CALIF 5.000% 8/01/15	09/05/2005	08/14/2009	27,610.00	26,998.00	612.00
25000. REDLANDS CALIF REDEV 5.000% 8/01/22	09/05/2005	08/14/2009	21,494.00	26,263.00	-4,769.00
10000. SACRAMENTO CALIF MUN 5.000% 11/15/15	09/05/2005	08/14/2009	10,136.00	10,653.00	-517.00
25000. SAN DIEGO CALIF CONV 5.250% 4/01/16	09/05/2005	08/14/2009	24,795.00	26,266.00	-1,471.00
50000. SAN FRANCISCO CALIF 5.500% 5/01/14	09/05/2005	08/14/2009	50,336.00	53,145.00	-2,809.00
100000. SAN JOSE CALIF UNI SCH 8/01/11	09/05/2005	08/14/2009	97,389.00	87,410.00	9,979.00
50000. SAN MARCOS CALIF PUB 3/01/13	09/05/2005	08/14/2009	46,355.00	43,617.00	2,738.00
25000. TRACY CALIF OPER 3.700% 9/02/12	09/05/2005	08/14/2009	23,720.00	25,219.00	-1,499.00
50000. SACRAMENTO CALIF 5.250% 8/15/09	06/23/2003	08/15/2009	50,000.00	50,000.00	
50000. CABRILLO CALIF UNI SCH 8/01/11	09/05/2005	08/18/2009	45,144.00	46,416.00	-1,272.00
25000. CONEJO VY CALIF UNI 8/01/11	01/05/2006	08/18/2009	23,486.00	23,232.00	254.00
25000. L A CALIF DEPT WTR 5.250% 7/01/13	09/05/2005	08/18/2009	26,226.00	26,381.00	-155.00
30000. SAN DIEGO CALIF UNI 7/01/11	09/05/2005	08/18/2009	28,537.00	27,977.00	560.00
50000. SAN DIEGO CALIF UNI 7/01/11	09/05/2005	08/18/2009	47,561.00	46,655.00	906.00
50000. SAN FRANCISCO CALIF 7/01/11	09/05/2005	08/18/2009	46,026.00	46,494.00	-468.00
15000. SAN JOSE CALIF REDEV 6.000% 8/01/11	09/05/2005	08/18/2009	16,233.00	15,801.00	432.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

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Employer identification number: 38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 40000. SAN JOSE CALIF REDEV 6.000% 8/01/11	09/05/2005	08/18/2009	42,398.00	42,059.00	339.00
15000. CALAVERAS UNI SCH 5.125% 8/01/21	09/05/2005	08/19/2009	14,798.00	15,696.00	-898.00
25000. CALIFORNIA ST 5.500% 3/01/13	09/05/2005	08/19/2009	25,861.00	26,465.00	-604.00
50000. CAMPBELL CALIF UN SCH 8/01/10	09/05/2005	08/20/2009	48,863.00	48,267.00	596.00
50000. CUPERTINO CALIF UN SCH 8/01/10	09/05/2005	08/20/2009	48,908.00	48,380.00	528.00
25000. FAIRFIELD CALIF PUB 4.800% 7/01/11	09/05/2005	08/20/2009	25,365.00	25,574.00	-209.00
25000. FRESNO CALIF UNI SCH 3.900% 8/01/10	09/05/2005	08/20/2009	25,547.00	25,192.00	355.00
35000. MENLO PARK CALIF CMN 5.100% 6/01/16	09/05/2005	08/20/2009	36,703.00	37,198.00	-495.00
10000. METROPOLITAN WTR 4.000% 7/01/10	09/05/2005	08/20/2009	10,245.00	10,063.00	182.00
25000. MOUNTAIN VIEW CALIF 4.000% 8/01/10	09/05/2005	08/20/2009	25,373.00	25,167.00	206.00
40000. MOUNTAIN VIEW LOS ALTOS 5/01/10	09/05/2005	08/20/2009	39,356.00	38,991.00	365.00
20000. SACRAMENTO CALIF CIT 4.500% 7/01/12	09/05/2005	08/20/2009	20,621.00	20,619.00	2.00
25000. SAN JOAQUIN CNTY CAL 5.000% 11/15/10	09/05/2005	08/20/2009	25,775.00	25,553.00	222.00
50000. SANTA CLARA CALIF UN 4.750% 7/01/11	09/05/2005	08/20/2009	51,860.00	51,253.00	607.00
50000. SULPHUR SPRINGS CALIF 9/01/10	09/05/2005	08/20/2009	48,763.00	48,085.00	678.00
50000. CALIFORNIA EDL FACS 10/01/12	09/05/2005	08/24/2009	42,694.00	42,574.00	120.00
20000. CALIFORNIA ST 4.875% 10/01/09	09/05/2005	08/24/2009	19,990.00	20,038.00	-48.00
25000. FOLSOM CALIF REDEV 5.250% 8/01/13	09/05/2005	08/24/2009	24,875.00	25,853.00	-978.00
15000. LOS ANGELES CNTY CAL 5.000% 7/01/19	09/05/2005	08/24/2009	14,857.00	15,803.00	-946.00
25000. NORTHERN CALIF PWR 5.250% 7/01/11	09/05/2005	08/24/2009	25,019.00	25,616.00	-597.00
10000. SAN FRANCISCO CALIF 5.250% 7/01/11	09/05/2005	08/24/2009	10,029.00	10,242.00	-213.00
25000. CALIFORNIA ST 5.750% 3/01/30	09/05/2005	08/25/2009	25,724.00	27,768.00	-2,044.00
45000. LAS VIRGENES CALIF UNI 11/01/09	09/05/2005	08/25/2009	44,824.00	44,693.00	131.00
20000. LOS ANGELES CALIF CM 5.350% 8/15/13	09/05/2005	08/25/2009	20,261.00	21,034.00	-773.00
25000. UNIVERSITY CALIF REV 5.000% 9/01/17	09/05/2005	09/01/2009	25,250.00	26,299.00	-1,049.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
39-216169588007 CHAPMAN HANSON	38-6872202

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20000. CALIFORNIA ST PUB WK 5.300% 4/01/10	09/05/2005	09/03/2009	19,939.00	20,156.00	-217.00
25000. SACRAMENTO CALIF 5.000% 5/01/12	09/05/2005	09/03/2009	24,898.00	25,751.00	-853.00
130. EXXON MOBIL CORP	09/06/2005	09/23/2009	8,998.00	7,909.00	1,089.00
140. EXXON MOBIL CORP	09/06/2005	10/29/2009	10,237.00	8,518.00	1,719.00
538. NCR CORP NEW	09/06/2005	11/16/2009	5,622.00	17,948.00	-12,326.00

6b **Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -875,380.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

GAM HOLDING LTD ADR	15,453.00	
PLUM CREEK TIMBER CO INC	436.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		15,890.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		15,890.00

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

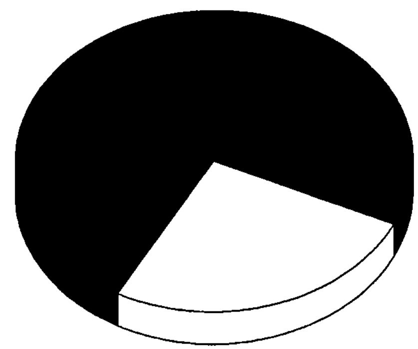
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$5,827,353.11**	**$0.00**
Additions and Contributions	$0.00	$3,509,057.29
Other Receipts	$0.00	$36,195.00
Interest and Dividends	$37,182.03	$82,955.22
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	-$22.89	-$70.38
Fees	$0.00	$0.00
Other Expenses/Disbursements	$0.00	-$6,987,410.74
Corporate Actions/Non-Cash Transactions	$0.00	$8,577,817.53
Change in Market Value	$83,917.64	$729,885.97
Ending Market Value	**$5,948,429.89**	**$5,948,429.89**
Net Realized Gains/Losses (Included in Total Above)	$3,206.05	$1,634,590.65

Asset Allocation Summary

	Asset Class	*Balance*
36%	Common Equity Securities	$2,103,855.10
31%	Equity Mutual Funds	$1,856,712.50
26%	Corporate and Foreign Bonds	$1,532,848.75
6%	U.S. Treasuries and Agencies	$367,348.28
1%	Cash Equivalents	$87,665.26
100%	**Total Assets Value**	**$5,948,429.89**

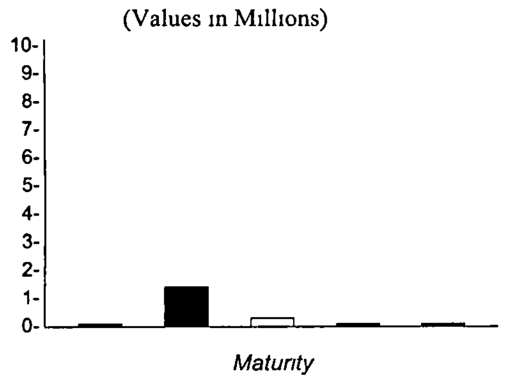


Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

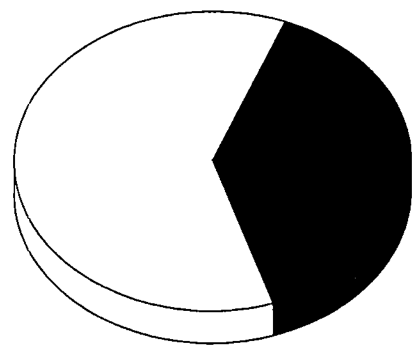
December 1, 2009 - December 31, 2009

Bond Maturity Schedule



	Bond Maturity	Market Value
4%	Less than 1 year	$76,861.50
73%	1 to 5 years	$1,378,425.25
15%	5 to 10 years	$287,726.78
0%	10 to 15 years	$0.00
4%	15 to 20 years	$78,934.50
4%	20 + years	$78,249.00
100%	**Total**	**$1,900,197.03**

Bond Quality Ratings



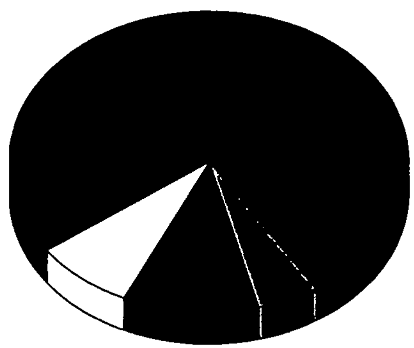
	Quality Rating	Market Value
7%	AAA	$133,851.50
12%	AA	$227,237.25
61%	A	$1,152,406.00
8%	BBB	$153,205.50
0%	BB	$0.00
12%	Other	$233,496.78
0%	Non Rated	$0.00
100%	**Total**	**$1,900,197.03**

Bond Quality Ratings are based on S&P index.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Equity Industry Diversification



	Industry Sector	*Market Value*
49%	Others	$1,946,190.70
11%	Information Technology	$447,505.10
8%	Financials	$307,965.60
6%	Industrials	$245,327.40
5%	Energy	$206,572.30
5%	Consumer Staples	$202,297.70
5%	Healthcare	$185,733.40
11%	Other	$418,975.40
100%	**Total**	**$3,960,567.60**

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
U.S. Treasuries and Agencies						
Government Agency Bonds/Notes						
Federal Farm CR Bks 3.080% 9/15/14 CUSIP: 31331GR50	75,000 00	$74,742 00	$75,075 00	-$333 00	$2,310 00	1 26%
Federal Home Ln Bks 6.535% 6/03/19 CUSIP: 3133M8YS7	50,000.00	$59,109.50	$54,623.00	$4,486.50	$3,267.50	0.99%
		$133,851 50	$129,698.00	$4,153 50	$5,577 50	2 25%
Government CMOs and Remics						
FHLMC Remic Ser 2843 4 000% 1/15/18 CUSIP: 31395E3W5	74,349.70	$76,313.28	$76,835.77	-$522.49	$2,973.99	1 28%
FNMA Remic TR 2006-7 5.000% 7/25/29 CUSIP: 31396KRU8	75,000.00	$78,934 50	$79,640 63	-$706.13	$3,750 00	1 33%
GNMA Remic Ser 2004- 5.500% 5/20/31 CUSIP: 38374HJF8	75,000 00	$78,249 00	$78,773 44	-$524.44	$4,125 00	1 32%
		$233,496 78	$235,249.84	-$1,753.06	$10,848 99	3.93%
Total U.S. Treasuries and Agencies		$367,348.28	$364,947.84	$2,400.44	$16,426.49	6.18%
Corporate and Foreign Bonds						
U.S. Corporate Bonds & Notes						
HSBC Fin Corp 4.625% 9/15/10 CUSIP: 40429CCV2	75,000.00	$76,861 50	$77,152 50	-$291 00	$3,468 75	1 29%
Commonwealth Edison 5.400% 12/15/11 CUSIP: 202795HP8	75,000.00	$80,133.00	$80,790.75	-$657.75	$4,050 00	1 35%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Verizon Maryland 6.125% 3/01/12 CUSIP: 92344WAA9	75,000 00	$79,791.00	$80,732 25	-$941 25	$4,593 75	1 34%
Prudential Finl Inc 5 800% 6/15/12 CUSIP: 74432QAX3	75,000 00	$79,050.00	$78,675 00	$375 00	$4,350 00	1 33%
Goldman Sachs 5.700% 9/01/12 CUSIP: 38141GCG7	75,000 00	$80,674 50	$81,134.25	-$459.75	$4,275 00	1 36%
PNC Funding Corp 5.500% 9/28/12 CUSIP: 693476BD4	75,000.00	$79,371 00	$80,401.50	-$1,030.50	$4,125 00	1 33%
American Express Bk 5.550% 10/17/12 CUSIP: 02580ECG6	75,000.00	$80,207.25	$79,695.75	$511 50	$4,162.50	1 35%
Branch Bkg & TR Co 4.875% 1/15/13 CUSIP: 10513QBD2	75,000.00	$78,822.75	$79,077.75	-$255.00	$3,656 25	1 33%
Wachovia Corp New 4.875% 2/15/14 CUSIP: 929903AE2	75,000.00	$76,275.75	$76,503 75	-$228.00	$3,656 25	1 28%
Bank Amer Fdg Corp 7.375% 5/15/14 CUSIP: 06051GDY2	75,000.00	$85,103 25	$83,955.00	$1,148 25	$5,531.25	1 43%
JPMorgan Chase & Co 4 650% 6/01/14 CUSIP: 46625HHN3	50,000 00	$52,672 00	$52,638 00	$34.00	$2,325 00	0 89%
Key Bank N A 5.800% 7/01/14 CUSIP: 49306CAH4	75,000.00	$72,998 25	$73,731.00	-$732 75	$4,350 00	1 23%
Merrill Lynch & Co 5.450% 7/15/14 CUSIP: 59018YTZ4	75,000.00	$78,375 75	$78,375.00	$0.75	$4,087.50	1.32%
Boeing Capital Corp 3.250% 10/27/14 CUSIP: 097014AK0	75,000 00	$74,445 00	$74,835 00	-$390.00	$2,437 50	1.25%
Gen Elec Cap Corp 3.750% 11/14/14 CUSIP: 36962G4G6	70,000.00	$69,877.50	$69,880.30	-$2 80	$2,625 00	1 17%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Morgan Stanley 4.200% 11/20/14 CUSIP: 61747YCK9	75,000 00	$75,052.50	$75,321.00	-$268 50	$3,150.00	1.26%
Prudential Finl Inc 4.750% 9/17/15 CUSIP: 74432QBJ3	75,000 00	$76,051 50	$75,081 30	$970.20	$3,562 50	1 28%
		$1,295,762 50	$1,297,980 10	-$2,217.60	$64,406 25	21 79%
Foreign Corporate Bonds						
Diageo Cap PLC 5.125% 1/30/12 CUSIP: 25243YAK5	75,000.00	$79,726 50	$80,312 25	-$585.75	$3,843 75	1 34%
Barclays Bk PLC 5 450% 9/12/12 CUSIP: 06738GUZ1	75,000.00	$81,107.25	$80,739.75	$367.50	$4,087 50	1 36%
Barclays Bk PLC 5 000% 9/22/16 CUSIP. 06739FGF2	75,000.00	$76,252 50	$75,740.25	$512.25	$3,750 00	1 28%
		$237,086 25	$236,792 25	$294.00	$11,681 25	3 98%
Total Corporate and Foreign Bonds		$1,532,848.75	$1,534,772.35	-$1,923.60	$76,087.50	25.77%
Common Equity Securities						
Domestic Common Stocks						
AES Corp CUSIP: 00130H105	1,800 00	$23,958.00	$27,042.54	-$3,084 54	$0 00	0 40%
AFLAC Inc Com CUSIP: 001055102	460.00	$21,275.00	$18,922 90	$2,352.10	$515.20	0.36%
Altria Group Inc CUSIP: 02209S103	2,510.00	$49,271 30	$44,025.15	$5,246 15	$3,413 60	0 83%
American Express Co Com CUSIP: 025816109	650 00	$26,338 00	$20,918 50	$5,419 50	$468 00	0 44%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Ameriprise Finl Inc CUSIP: 03076C106	340.00	$13,198.80	$11,151 97	$2,046 83	$231.20	0 22%
Amerisourcebergen Corp CUSIP: 03073E105	1,460.00	$38,062.20	$29,828 38	$8,233 82	$467 20	0 64%
AMGEN Inc Com CUSIP: 031162100	560.00	$31,679 20	$34,285 61	-$2,606.41	$0 00	0 53%
Apple Incorporated CUSIP: 037833100	200 00	$42,146.40	$32,895.16	$9,251.24	$0 00	0 71%
Archer Daniels Midland Co Com CUSIP. 039483102	370 00	$11,584.70	$10,637.46	$947.24	$207 20	0 19%
AT & T Inc CUSIP: 00206R102	1,890.00	$52,976 70	$9,766 23	$43,210.47	$3,175 20	0 89%
Bank of America Corp CUSIP: 060505104	1,690 00	$25,451.40	$72,906.74	-$47,455.34	$67.60	0 43%
Bristol Myers Squibb Co Com CUSIP: 110122108	1,600 00	$40,400.00	$34,896.00	$5,504.00	$2,048.00	0 68%
Chevron Corp CUSIP: 166764100	720 00	$55,432 80	$44,843 40	$10,589 40	$1,958 40	0.93%
CISCO Systems Inc Com CUSIP: 17275R102	2,080 00	$49,795.20	$45,399.43	$4,395 77	$0 00	0 84%
Cliffs Natural Resources Inc Com CUSIP: 18683K101	340.00	$15,670 60	$9,396 10	$6,274.50	$119.00	0 26%
Coca Cola Enterprises Inc CUSIP: 191219104	1,320 00	$27,984 00	$25,444.32	$2,539.68	$422 40	0.47%
Comcast Corp New CUSIP: 20030N101	2,570 00	$43,330 20	$77,003.05	-$33,672.85	$971 46	0.73%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Conagra Foods Inc. Common Stock CUSIP: 205887102	690 00	$15,904.50	$13,593 00	$2,311 50	$552.00	0 27%
ConocoPhillips CUSIP: 20825C104	830.00	$42,388 10	$36,999 20	$5,388 90	$1,660 00	0 71%
CSX Corporation CUSIP: 126408103	400 00	$19,396 00	$17,439 76	$1,956.24	$352.00	0 33%
Cvs/Caremark Corp CUSIP· 126650100	1,460.00	$47,026.60	$49,888 78	-$2,862.18	$445 30	0 79%
Dollar Tree Inc CUSIP: 256746108	230 00	$11,109 00	$11,182.38	-$73 38	$0.00	0 19%
Ebay Inc CUSIP: 278642103	420.00	$9,882.60	$10,150.52	-$267 92	$0.00	0 17%
Eli Lilly & Co. CUSIP: 532457108	450 00	$16,069 50	$15,542 51	$526 99	$882.00	0 27%
Endo Pharmaceuticals Hldgs Inc CUSIP: 29264F205	1,370.00	$28,112.40	$28,276 66	-$164.26	$0.00	0 47%
Energen Corp. CUSIP: 29265N108	410.00	$19,188.00	$19,103 09	$84 91	$205.00	0.32%
Exxon Mobil Corp CUSIP: 30231G102	800 00	$54,552.00	$48,674.03	$5,877 97	$1,344 00	0 92%
Gap Inc Com CUSIP: 364760108	1,610.00	$33,729.50	$30,863.10	$2,866 40	$547 40	0.57%
General Dynamics Corp Com CUSIP: 369550108	400 00	$27,268 00	$22,663 92	$4,604 08	$608 00	0 46%
General Electric Corp Com CUSIP: 369604103	2,000.00	$30,260 00	$6,791 34	$23,468 66	$800.00	0.51%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Goldman Sachs Group Inc CUSIP: 38141G104	170 00	$28,702 80	$28,834.91	-$132 11	$238 00	0 48%
Hewlett-Packard Co Com CUSIP· 428236103	1,410.00	$72,629.10	$60,158.64	$12,470.46	$451.20	1 22%
Hospira Inc CUSIP: 441060100	350.00	$17,850.00	$13,349.49	$4,500 51	$0 00	0.30%
IBM Corporation Com CUSIP: 459200101	610.00	$79,849 00	$48,877 44	$30,971 56	$1,342 00	1.34%
Integrys Energy Group Inc CUSIP: 45822P105	300 00	$12,597.00	$11,615.67	$981.33	$816.00	0 21%
Intel Corp Com CUSIP: 458140100	1,500 00	$30,600 00	$30,028.80	$571 20	$840 00	0 51%
International Paper Com CUSIP: 460146103	590 00	$15,800.20	$11,531.96	$4,268.24	$59.00	0 27%
JPMorgan Chase & Co CUSIP: 46625H100	820.00	$34,169 40	$33,865 84	$303 56	$164 00	0 57%
Kimberly-Clark Corp Com CUSIP: 494368103	340.00	$21,661 40	$20,185 30	$1,476 10	$816.00	0.36%
Kroger CUSIP: 501044101	1,920.00	$39,417 60	$40,435 70	-$1,018 10	$729.60	0 66%
Life Technologies Corp CUSIP· 53217V109	600.00	$31,332 00	$26,597 88	$4,734.12	$0.00	0 53%
Lockheed Martin Corp CUSIP: 539830109	300 00	$22,605.00	$22,611.00	-$6 00	$756.00	0 38%
Marathon Oil Corp CUSIP: 565849106	420 00	$13,112 40	$13,048 18	$64.22	$403 20	0.22%
Merck & Co Inc New CUSIP: 58933Y105	450 00	$16,443 00	$12,668.06	$3,774 94	$684 00	0 28%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Metlife Inc CUSIP: 59156R108	570.00	$20,149.50	$20,733.68	-$584.18	$421 80	0 34%
Microsoft Corp Com CUSIP: 594918104	1,550 00	$47,244 00	$37,896.23	$9,347 77	$806.00	0.79%
Motorola Inc Com CUSIP: 620076109	1,000 00	$7,760 00	$8,299 90	-$539.90	$0 00	0 13%
Northrop Grumman Corp CUSIP: 666807102	400 00	$22,340 00	$19,083 64	$3,256 36	$688.00	0.38%
Oracle Corporation Com CUSIP: 68389X105	2,620 00	$64,268 60	$55,570 20	$8,698.40	$524.00	1.08%
Pactiv Corp CUSIP: 695257105	750 00	$18,105 00	$19,220.18	-$1,115 18	$0.00	0 30%
Pfizer Inc Com CUSIP: 717081103	3,070 00	$55,843 30	$42,145.37	$13,697 93	$2,210 40	0 94%
Prudential Financial Inc CUSIP: 744320102	590 00	$29,358.40	$29,843 60	-$485 20	$413.00	0.49%
Public Svc Enterprise Group Inc CUSIP: 744573106	700 00	$23,275 00	$22,834.70	$440 30	$931 00	0 39%
Raytheon Co CUSIP. 755111507	1,060 00	$54,611 20	$49,518.75	$5,092 45	$1,314 40	0 92%
Ross Stores Inc Com CUSIP: 778296103	220.00	$9,396 20	$9,643.04	-$246 84	$96 80	0 16%
State Street Corp CUSIP: 857477103	230.00	$10,014.20	$12,365 79	-$2,351 59	$9 20	0 17%
Target Corp Com CUSIP: 87612E106	550 00	$26,603 50	$24,719.79	$1,883.71	$374.00	0 45%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
The Travelers Companies Inc CUSIP: 89417E109	400 00	$19,944.00	$20,870.41	-$926 41	$528 00	0 34%
Time Warner Cable W/I CUSIP: 88732J207	400 00	$16,556.00	$17,208 72	-$652.72	$0.00	0 28%
TJX Cos Inc New Com CUSIP. 872540109	600 00	$21,930 00	$23,743 92	-$1,813.92	$288 00	0 37%
United Technologies Corp Com CUSIP: 913017109	160 00	$11,105.60	$8,745 60	$2,360.00	$246.40	0 19%
UnitedHealth Group Inc CUSIP: 91324P102	830.00	$25,298.40	$21,471 69	$3,826.71	$24.90	0 43%
US Bancorp DEL CUSIP: 902973304	480 00	$10,804 80	$10,594 37	$210 43	$96 00	0 18%
Verizon Communications CUSIP: 92343V104	1,080 00	$35,780 40	$35,142 56	$637 84	$2,052 00	0 60%
Walgreen Company Com CUSIP: 931422109	550 00	$20,196 00	$16,770.49	$3,425.51	$302.50	0.34%
WalMart Stores Inc Com CUSIP: 931142103	650 00	$34,742.50	$31,953 94	$2,788 56	$708 50	0 58%
Wells Fargo & Co New Com CUSIP: 949746101	940 00	$25,370 60	$26,507.62	-$1,137.02	$188 00	0.43%
		$1,970,906 80	$1,799,224 29	$171,682 51	$40,982.06	33.14%
ADRs						
Accenture PLC CUSIP. G1151C101	840.00	$34,860 00	$29,643 60	$5,216 40	$630.00	0 59%
Brookfield Properties Corp CUSIP: 112900105	1,090.00	$13,210 80	$11,824.32	$1,386 48	$610 40	0 22%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Noble Corp Com CUSIP: H5833N103	700 00	$28,490.00	$25,660 08	$2,829.92	$0.00	0 48%
		$76,560.80	$67,128.00	$9,432 80	$1,240.40	1 29%
Real Estate Investment Trusts						
Annaly Capitol Mgmt Inc CUSIP. 035710409	3,250 00	$56,387 50	$56,690.53	-$303.03	$6,240 00	0 95%
		$56,387 50	$56,690.53	-$303.03	$6,240 00	0.95%
Total Common Equity Securities		$2,103,855.10	$1,923,042.82	$180,812.28	$48,462.46	35.38%
Equity Mutual Funds *Intl Equity Mutual Funds*						
ETF Vanguard Intl Emerging Mkts ETF CUSIP: 922042858	12,750.00	$522,750 00	$453,900.00	$68,850 00	$6,948 75	8 79%
		$522,750 00	$453,900 00	$68,850.00	$6,948.75	8 79%
Closed End Equity Mutual Funds						
ETF Vanguard Mid-Cap ETF CUSIP: 922908629	11,250 00	$674,437 50	$586,075 50	$88,362 00	$7,841.25	11.32%
Vanguard Small-Cap ETF CUSIP: 922908751	11,500 00	$659,525.00	$586,834 65	$72,690 35	$7,325 50	11 09%
		$1,333,962 50	$1,172,910.15	$161,052.35	$15,166 75	22.41%
Total Equity Mutual Funds		$1,856,712.50	$1,626,810.15	$229,902.35	$22,115.50	31.20%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cash Equivalents						
Invested Cash						
Citibank M.D.A. (L) CUSIP: 9900CST72	34,780 42	$34,780 42	$34,780 42	$0.00	$86.95	0 58%
Citibank M.D A. (L) CUSIP: 9900CST72	52,884.84	$52,884.84	$52,884 84	$0.00	$132.21	0 89%(I)
Total Cash Equivalents		$87,665.26	$87,665.26	$0.00	$219.16	1.47%
Total All Assets		**$5,948,429.89**	**$5,537,238.42**	**$411,191.47**	**$163,311.11**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

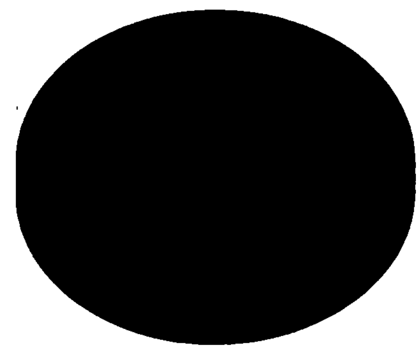
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	1/1/09 to 12/31/09
Beginning Market Value	**$1,199,660.43**	**$0.00**
Additions and Contributions	$0.00	$15,453.12
Other Receipts	$1,508.01	$1,127,028.11
Interest and Dividends	$1,428.24	$4,439.28
Distributions To and For Beneficiaries	$0.00	-$106.15
Trust Taxes	-$120.33	-$289.85
Fees	$0.00	$0.00
Other Expenses/Disbursements	-$51.53	-$192.16
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$15,655.34	$71,747.81
Ending Market Value	**$1,218,080.16**	**$1,218,080.16**
Net Realized Gains/Losses (Included in Total Above)	-$632.87	-$10,904.42

Asset Allocation Summary

	Asset Class	Balance
96%	Common Equity Securities	$1,169,009.36
4%	Cash Equivalents	$49,070 80
100%	**Total Assets Value**	**$1,218,080.16**

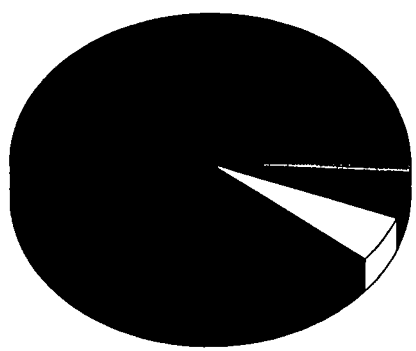


Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Equity Industry Diversification



	Industry Sector	*Market Value*
75%	Industrials	$874,792.68
14%	Consumer Discretionary	$161,722.27
5%	Energy	$62,812.02
4%	Financials	$41,570.08
1%	Others	$16,626.72
1%	Materials	$11,485.59
100%	**Total**	**$1,169,009.36**

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Common Equity Securities						
Domestic Common Stocks						
Southern Copper Corp DEL CUSIP: 84265V105	349 00	$11,485.59	$10,038 29	$1,447.30	$251.28	0 94%
		$11,485.59	$10,038.29	$1,447.30	$251.28	0.94%
ADRs						
America Movil S A B DE C V Ser L ADR CUSIP: 02364W105	412.00	$19,355.76	$19,338 87	$16.89	$187 05	1.59%
Arm Holdings PLC-Spons ADR CUSIP: 042068106	2,662.00	$22,786.72	$16,791.90	$5,994 82	$255.55	1.87%
BG Group PLC CUSIP: 055434203	224.00	$20,272 00	$19,788 16	$483.84	$220 42	1.66%
BNP Paribas Spnd ADR CUSIP: 05565A202	539 00	$21,646.24	$22,664 95	-$1,018.71	$279.74	1.78%
British Sky Broadcasting Group PLC CUSIP: 111013108	582 00	$21,080.04	$21,027.60	$52.44	$643.69	1.73%
Canadian Nat Res LTD CUSIP. 136385101	210.00	$15,109.50	$12,340 76	$2,768 74	$82 74	1.24%
Canadian Natl Railway Co CUSIP: 136375102	465 00	$25,277 40	$22,898 46	$2,378 94	$447 33	2 08%
Carnival Corp Paired CTF 1 Com Carni CUSIP: 143658300	761.00	$24,116 09	$23,544.20	$571 89	$0 00	1.98%
China Life Ins Co Ltd SPD ADR Rep H CUSIP: 16939P106	375 00	$27,506 25	$23,865.75	$3,640 50	$163.13	2 26%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
China Merchants Hldgs Intl C CUSIP. 1694EN103	533.00	$17,589.00	$17,922 17	-$333.17	$0 00	1 44%
Cnooc Ltd Spnd ADR CUSIP: 126132109	113 00	$17,565.85	$15,857 17	$1,708.68	$262 39	1 44%
Coca-Cola Hellenic SPD ADR CUSIP: 1912EP104	668 00	$15,377 36	$15,033 34	$344.02	$237.14	1 26%
Csl Ltd CUSIP: 12637N105	741 00	$10,751.91	$10,077.60	$674.31	$194.14	0.88%
Dassault Sys S A SPD ADR CUSIP: 237545108	231.00	$13,201.65	$11,954.25	$1,247.40	$110 65	1 08%
Deutsche Boerse CUSIP: 251542106	2,614.00	$21,748.48	$21,032.04	$716 44	$517 57	1 79%
Embraer-Empresa Brasileira SPD ADR CUSIP: 29081M102	752.00	$16,626.72	$16,849 69	-$222.97	$0.00	1 36%
Fanuc Ltd Japan CUSIP: 307305102	413 00	$19,411 00	$16,313 50	$3,097.50	$122.66	1.59%
Flsmidth & Co A S Sponsored ADR CUSIP: 343793105	2,563 00	$18,197.30	$13,791.27	$4,406 03	$0 00	1 49%
Fresenius Med Care AG & Co SPD ADR CUSIP: 358029106	523 00	$27,724.23	$22,991 35	$4,732 88	$631.78	2 28%
Gazprom O A O SPD ADR CUSIP: 368287207	666 00	$16,683.30	$14,052.60	$2,630 70	$20 65	1.37%
Hang Lung Pptys Ltd CUSIP: 41043M104	1,018 00	$20,003.70	$17,759 32	$2,244.38	$401 09	1.64%
Hennes & Mauritz AB ADR CUSIP: 425883105	2,442 00	$27,081.78	$28,886 87	-$1,805 09	$761 90	2 22%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Hong Kong Exchanges & Clean CUSIP: 43858F109	1,038.00	$18,476.40	$19,495 30	-$1,018 90	$452.57	1 52%
Industrial & Coml Bk China ADR CUSIP: 455807107	446 00	$18,589.28	$15,979 77	$2,609.51	$476.33	1 53%
Infosys Tech Ltd Spnd ADR Repstg 1/4 CUSIP: 456788108	251.00	$13,872 77	$10,593 98	$3,278 79	$114.71	1 14%
Intesa San Paolo-Spon ADR CUSIP: 46115H107	848.00	$22,980 80	$20,741.56	$2,239 24	$0 00	1.89%
Itau Unibanco Holding S.A CUSIP: 465562106	593.00	$13,544.12	$10,154.58	$3,389.54	$40.32	1.11%
Kingfisher PLC CUSIP: 495724403	3,219 00	$23,498 70	$22,565 19	$933 51	$498 95	1.93%
Komatsu Ltd Spns ADR CUSIP: 500458401	309 00	$25,816 95	$22,075 39	$3,741 56	$305 29	2 12%
Logitech International S.A. CUSIP: H50430232	1,543.00	$26,400.73	$27,618 16	-$1,217.43	$0 00	2.17%
Lvmh Moet Hennessy Louis Vuitton CUSIP: 502441306	1,400.00	$31,430.00	$26,292.00	$5,138.00	$442.40	2 58%
Mitsubishi UFJ Finl Group Apd ADR CUSIP: 606822104	3,303.00	$16,250 76	$21,070 50	-$4,819.74	$360 03	1.33%
National Bk Greece S A SPD ADR CUSIP: 633643408	4,185.00	$21,803 85	$26,620.85	-$4,817.00	$0 00	1.79%
Nestle SA Spon ADR Repstg Reg CUSIP: 641069406	593 00	$28,671 55	$24,283 35	$4,388.20	$476.77	2 35%
New Oriental Ed & Tech Grp Ispon ADR CUSIP. 647581107	164.00	$12,400.04	$12,297 23	$102.81	$0 00	1.02%
Nokia Corp Spnsd ADR CUSIP: 654902204	937 00	$12,040.45	$11,739.86	$300 59	$368 24	0 99%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Novartis AG Spons ADR CUSIP: 66987V109	490 00	$26,670.70	$22,245.07	$4,425.63	$712 46	2.19%
Novo-Nordisk A S CUSIP: 670100205	432 00	$27,583 20	$26,429.33	$1,153 87	$337.82	2 26%
Osterreichische CUSIP: 688590108	1,147.00	$10,093.60	$11,928 80	-$1,835.20	$214 49	0 83%
Potash Corp Sask Inc Com CUSIP: 73755L107	163 00	$17,685 50	$15,340 36	$2,345 14	$65 20	1 45%
Reckitt Benckiser Group PLC ADR CUSIP: 756255105	2,745.00	$29,783.25	$26,101 90	$3,681.35	$719.19	2.45%
Roche Holdings Ltd-Sponsored ADR CUSIP: 771195104	505 00	$21,311.00	$20,144.45	$1,166.55	$335.83	1.75%
Sabmiller PLC SPD ADR CUSIP: 78572M105	672 00	$19,857 60	$15,637.44	$4,220 16	$362.21	1 63%
Sap AG CUSIP: 803054204	688.00	$32,205.28	$32,740 09	-$534.81	$763 68	2 64%
Schlumberger Ltd CUSIP: 806857108	463.00	$30,136.67	$26,161 44	$3,975.23	$388.92	2 47%
Smith & Nephew P L C SPD ADR New CUSIP: 83175M205	363 00	$18,603.75	$14,961 41	$3,642.34	$246 48	1 53%
Telefonica S A CUSIP: 879382208	366 00	$30,568 32	$27,439.75	$3,128.57	$1,261 60	2 51%
Tesco PLC Sponsored ADR CUSIP: 881575302	1,123 00	$23,100.11	$22,065.49	$1,034.62	$626.63	1.90%
TEVA Pharmaceutical Inds ADR CUSIP: 881624209	779 00	$43,764 22	$40,039 67	$3,724 55	$375 48	3 59%
Toyota Mtr Corp CUSIP: 892331307	342.00	$28,782.72	$28,986 66	-$203 94	$374 15	2 36%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Turkcell Iletisim Hizmetleri A S CUSIP: 900111204	1,378 00	$24,101 22	$22,956.10	$1,145 12	$1,087 24	1.98%
Vestas Wind Sys A/S CUSIP: 925458101	1,075 00	$21,822 50	$25,732 64	-$3,910 14	$0.00	1 79%
Wal-Mart DE Mexico S.A B DE C V CUSIP: 93114W107	591.00	$26,565 45	$21,098 70	$5,466.75	$258 27	2 18%
		$1,157,523 77	$1,076,318 84	$81,204.93	$17,204 88	95 01%
Total Common Equity Securities		$1,169,009.36	$1,086,357.13	$82,652.23	$17,456.16	95.95%
Cash Equivalents						
Invested Cash						
Citibank M.D.A. (L) CUSIP: 9900CST72	3,644 39	$3,644.39	$3,644.39	$0.00	$9 11	0 30%(I)
Citibank M.D.A. (L) CUSIP: 9900CST72	45,426.41	$45,426.41	$45,426.41	$0.00	$113.57	3.75%
Total Cash Equivalents		$49,070.80	$49,070.80	$0.00	$122.68	4.05%
Total All Assets		**$1,218,080.16**	**$1,135,427.93**	**$82,652.23**	**$17,578.84**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

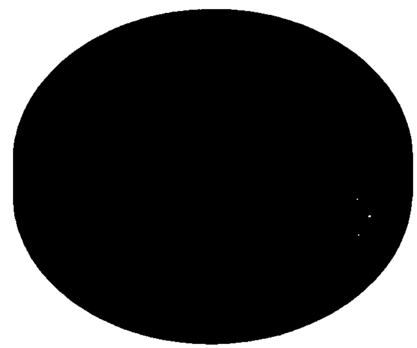
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	1/1/09 to 12/31/09
Beginning Market Value	**$616,027.06**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$0.00	$625,000.00
Interest and Dividends	$3,239.48	-$3,635.05
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	$0.00	$0.00
Fees	$0.00	$0.00
Other Expenses/Disbursements	$0.00	$0.00
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$10,398.02	$8,299.61
Ending Market Value	**$629,664.56**	**$629,664.56**
Net Realized Gains/Losses (Included in Total Above)	$354.40	$354.40

Asset Allocation Summary

	Asset Class	Balance
95%	Corporate and Foreign Bonds	$600,963.03
5%	Cash Equivalents	$32,336.58
100%	**Total Assets Value**	**$633,299.61**
	Total Liabilities Value	**-$3,635.05**
	Total Portfolio Value	**$629,664.56**



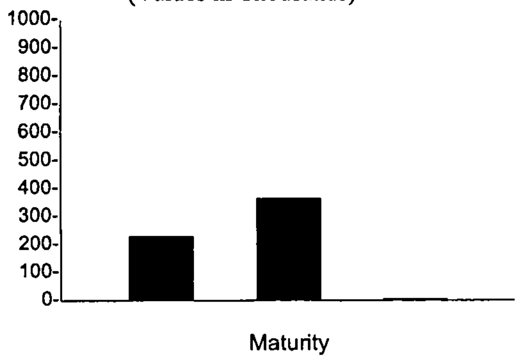
Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

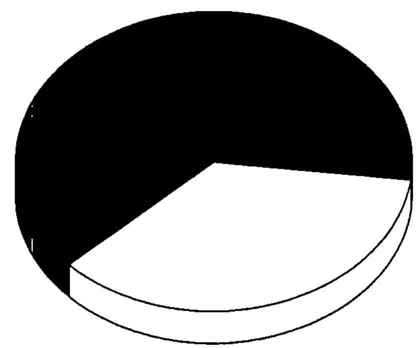
Bond Maturity Schedule

(Values in Thousands)



	Bond Maturity	Market Value
0%	Less than 1 year	$0.00
38%	1 to 5 years	$230,036.60
61%	5 to 10 years	$365,826.43
1%	10 to 15 years	$5,100.00
0%	15 to 20 years	$0.00
0%	20 + years	$0.00
100%	**Total**	**$600,963.03**

Bond Quality Ratings



	Quality Rating	Market Value
0%	AAA	$0.00
0%	AA	$0.00
0%	A	$0.00
5%	BBB	$31,593.75
57%	BB	$340,564.48
36%	Other	$215,654.80
2%	Non Rated	$13,150.00
100%	**Total**	**$600,963.03**

Bond Quality Ratings are-based on S&P index.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Corporate and Foreign Bonds						
U.S. Corporate Bonds & Notes						
QWEST Communicatıons 7.250% 2/15/11 CUSIP: 749121BP3	6,000.00	$6,030.00	$6,036.00	-$6 00	$435.00	0.95%
Amencan Gen Fin Cor 4.000% 3/15/11 CUSIP. 02635PSK0	5,000 00	$4,520.55	$4,225.00	$295 55	$200.00	0.71%
Georgia Pac Corp 8.125% 5/15/11 CUSIP: 373298BV9	5,000.00	$5,250.00	$5,237 50	$12 50	$406 25	0 83%
Echostar DBS Corp 6.375% 10/01/11 CUSIP: 27876GAQ1	5,000 00	$5,162 50	$5,125.00	$37.50	$318.75	0 82%
Stater Bros Hldgs 8.125% 6/15/12 CUSIP: 857555AM8	5,000.00	$5,050.00	$5,074.50	-$24.50	$406.25	0.80%
Ball Corp 6.875% 12/15/12 CUSIP: 058498AF3	5,000.00	$5,062.50	$5,062 50	$0 00	$343.75	0 80%
Amencan Real Estate 7.125% 2/15/13 CUSIP: 029171AF2	13,000.00	$13,260.00	$12,828.70	$431.30	$926.25	2.09%
Level 3 Fing Inc 12 250% 3/15/13 CUSIP: 527298AF0	12,000.00	$12,720 00	$12,625.00	$95.00	$1,470 00	2 01%
Owens-Brockway Glass 8 250% 5/15/13 CUSIP: 69073TAJ2	7,000 00	$7,192 50	$7,222 50	-$30.00	$577 50	1 14%
Arch Westn Fın LLC 6 750% 7/01/13 CUSIP: 03939RAB6	6,000 00	$5,955.00	$5,970 00	-$15.00	$405.00	0.94%
Petrohawk Energy Cor 9 125% 7/15/13 CUSIP: 716495AB2	12,000.00	$12,540 00	$12,360 00	$180 00	$1,095 00	1 98%
Chesapeake Energy Co 7 625% 7/15/13 CUSIP: 165167BY2	5,000 00	$5,237.50	$5,212.50	$25 00	$381 25	0 83%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Peabody Energy Corp 6 875% 9/15/13 CUSIP: 704549AC8	7,000.00	$7,078 75	$7,128 75	-$50 00	$481.25	1.12%
Ford Mtr CR Co 7.000% 10/01/13 CUSIP: 345397TZ6	20,000 00	$19,969.80	$19,052.50	$917.30	$1,400 00	3 15%
Sılgan Hldgs Inc 6.750% 11/15/13 CUSIP: 827048AK5	8,000 00	$8,080.00	$8,000 00	$80 00	$540.00	1 28%
Royal Caribbean Crui 6.875% 12/01/13 CUSIP: 780153AP7	6,000.00	$5,895 00	$5,820 00	$75 00	$412.50	0 93%
Mirant North Amer Ll 7.375% 12/31/13 CUSIP. 60467XAC1	8,000 00	$7,910 00	$7,945.00	-$35.00	$590.00	1 25%
Hertz Corp 8.875% 1/01/14 CUSIP: 428040BZ1	12,000 00	$12,270 00	$12,300.00	-$30 00	$1,065.00	1 94%
QWEST Communications 7.500% 2/15/14 CUSIP: 749121BV0	11,000.00	$11,041 25	$10,952 39	$88 86	$825 00	1 74%
OMEGA HealthCare INV 7.000% 4/01/14 CUSIP: 681936AM2	5,000.00	$4,950 00	$4,937.50	$12 50	$350 00	0 78%
Frontier Communicati 8.250% 5/01/14 CUSIP: 35906AAA6	6,000 00	$6,255 00	$6,202.50	$52.50	$495 00	0 99%
Transdigm Inc 7.750% 7/15/14 CUSIP: 893647AJ6	12,000 00	$12,150 00	$12,175 00	-$25.00	$930 00	1 92%
Metropcs Wıreless In 9.250% 11/01/14 CUSIP: 591709AC4	7,000.00	$7,087.50	$7,029.80	$57.70	$647.50	1 12%
Wynn Las Vegas LLC 6.625% 12/01/14 CUSIP: 983130AD7	13,000 00	$12,561 25	$12,455.00	$106 25	$861.25	1.98%
Constellation Brands 8.375% 12/15/14 CUSIP: 21036PAG3	10,000 00	$10,650 00	$10,599.50	$50.50	$837.50	1.68%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Rri Energy Inc 6.750% 12/15/14 CUSIP: 74971XAA5	6,000 00	$6,120.00	$6,150 00	-$30 00	$405.00	0 97%
Levi Strauss & Co 9.750% 1/15/15 CUSIP: 52736RAQ5	10,000 00	$10,500.00	$10,525.00	-$25 00	$975 00	1 66%
Iron MTN Inc PA 7.750% 1/15/15 CUSIP: 462846AB2	10,000 00	$10,050.00	$10,150 00	-$100 00	$775 00	1 59%
Crown Castle Intl 9.000% 1/15/15 CUSIP: 228227AZ7	5,000.00	$5,325.00	$5,300.00	$25.00	$450.00	0.84%
Tenet HealthCare Cor 9.250% 2/01/15 CUSIP: 88033GBC3	5,000.00	$5,325 00	$5,237 50	$87 50	$462 50	0 84%
Penn Natl Gaming Inc 6.750% 3/01/15 CUSIP: 707569AL3	7,000.00	$6,763 75	$6,780 00	-$16 25	$472 50	1 07%
Host Marriott L P 6.375% 3/15/15 CUSIP: 44108EAY4	15,000 00	$14,700 00	$14,456 25	$243 75	$956.25	2 32%
CIT Group Inc 7.000% 5/01/15 CUSIP: 125581FV5	5,000 00	$4,475 00	$4,550 00	-$75 00	$350.00	0.71%
Dynegy Hldgs Inc 7.500% 6/01/15 CUSIP: 26816LAX0	8,000 00	$7,480 00	$7,452 50	$27.50	$600.00	1 18%
DirecTV Hldgs LLC / 6.375% 6/15/15 CUSIP: 25459HAD7	5,000 00	$5,193 75	$5,187.00	$6 75	$318.75	0.82%
CHS / Cmnty Health 8.875% 7/15/15 CUSIP: 12543DAF7	17,000 00	$17,595 00	$17,602 50	-$7 50	$1,508 75	2 78%
Leucadia Natl Corp 8.125% 9/15/15 CUSIP: 527288BD5	6,000.00	$6,120 00	$6,150.00	-$30 00	$487 50	0.97%
Mediacom Broadband 8.500% 10/15/15 CUSIP: 58446VAE1	8,000.00	$8,080.00	$8,107 00	-$27 00	$680 00	1 28%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Crown Amers LLC / CR 7 750% 11/15/15 CUSIP: 228188AD0	13,000 00	$13,455.00	$13,420 00	$35 00	$1,007 50	2 12%
American Gen Fin CP 5.400% 12/01/15 CUSIP: 02635PTC7	10,000 00	$6,875 10	$7,100 00	-$224 90	$540.00	1 09%
Case Corp 7.250% 1/15/16 CUSIP· 14743RAB9	5,000 00	$4,937.50	$4,850.00	$87.50	$362 50	0.78%
NRG Energy Inc 7.375% 2/01/16 CUSIP: 629377AU6	10,000 00	$10,012.50	$9,925 00	$87 50	$737 50	1 58%
Echostar DBS Corp 7.125% 2/01/16 CUSIP: 27876GBE7	6,000.00	$6,127 50	$6,000.00	$127 50	$427.50	0 97%
Health Mgmt Assoc In 6.125% 4/15/16 CUSIP: 421933AH5	10,000 00	$9,375 00	$9,307 50	$67 50	$612.50	1 48%
Supervalu Inc 8 000% 5/01/16 CUSIP: 868536AT0	6,000 00	$6,090.00	$6,202 50	-$112.50	$480.00	0 96%
Range RES Corp 7.500% 5/15/16 CUSIP: 75281AAG4	5,000 00	$5,137.50	$5,050 00	$87 50	$375.00	0 81%
Terex Corp New 10 875% 6/01/16 CUSIP: 880779AW3	6,000 00	$6,690.00	$6,640.20	$49.80	$652.50	1.06%
Pioneer Nat RES Co 5.875% 7/15/16 CUSIP: 723787AE7	7,000.00	$6,701 10	$6,530 00	$171 10	$411 25	1.06%
Windstream Corp 8.625% 8/01/16 CUSIP: 97381WAD6	6,000 00	$6,105.00	$6,164.40	-$59.40	$517 50	0.96%
HCA Inc 9.250% 11/15/16 CUSIP: 404119AX7	18,000 00	$19,327.50	$19,007.50	$320 00	$1,665 00	3.05%
Level 3 Fing Inc 8 750% 2/15/17 CUSIP: 527298AL7	5,000 00	$4,562.50	$4,275 00	$287.50	$437.50	0 72%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Leucadia Natl Corp 7.125% 3/15/17 CUSIP: 527288BC7	14,000 00	$13,230 00	$13,263.60	-$33 60	$997.50	2 09%
Freeport-Mcmoran Cop 8.375% 4/01/17 CUSIP: 35671DAS4	12,000.00	$13,140.00	$13,017.60	$122 40	$1,005.00	2 07%
Cimarex Energy Co 7 125% 5/01/17 CUSIP: 171798AA9	7,000.00	$7,070.00	$6,865.00	$205 00	$498.75	1.12%
CIT Group Inc 7.000% 5/01/17 CUSIP: 125581FX1	10,000.00	$8,675.00	$8,725.00	-$50 00	$700.00	1 37%
Corrections Corp Ame 7.750% 6/01/17 CUSIP: 22025YAK6	5,000 00	$5,150 00	$5,162 50	-$12 50	$387.50	0 81%
El Paso Corp 7.000% 6/15/17 CUSIP: 28336LBQ1	12,000 00	$11,901.48	$11,940.00	-$38 52	$840.00	1.88%
Paetec Holding 8.875% 6/30/17 CUSIP: 695459AD9	5,000.00	$5,062.50	$5,050.00	$12 50	$443.75	0 80%
Smithfield Foods Inc 7.750% 7/01/17 CUSIP: 832248AQ1	10,000 00	$9,225 00	$8,300 00	$925.00	$775.00	1 46%
AES Corp 8.000% 10/15/17 CUSIP: 00130HBH7	12,000.00	$12,315.00	$12,300 00	$15 00	$960.00	1 94%
Biomet Inc 10.000% 10/15/17 CUSIP: 090613AC4	5,000.00	$5,431 25	$5,412.50	$18.75	$500 00	0.86%
Energy Future Hldgs 10.875% 11/01/17 CUSIP. 292680AC9	10,000 00	$8,175.00	$7,150.00	$1,025 00	$1,087.50	1 29%
Newfield Explorati 7.125% 5/15/18 CUSIP: 651290AK4	5,000.00	$5,050 00	$5,050 00	$0 00	$356 25	0 80%
Csc Holdings Inc 7.625% 7/15/18 CUSIP: 126304AK0	5,000 00	$5,150 00	$5,100 00	$50 00	$381 25	0 81%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Sprint Cap Corp 6.900% 5/01/19 CUSIP: 852060AG7	15,000 00	$13,800.00	$13,050.00	$750.00	$1,035.00	2.18%
Georgia Pac Corp 8.000% 1/15/24 CUSIP: 373298CF3	5,000.00	$5,100 00	$4,981 25	$118.75	$400.00	0 81%
		$555,478 03	$549,064.44	$6,413.59	$43,435 00	87 74%
Foreign Corporate Bonds						
Flextronics Intl Ltd 6 500% 5/15/13 CUSIP: 33938EAJ6	5,000 00	$5,012 50	$4,975.00	$37 50	$325.00	0 79%
Videotron Ltee 6.875% 1/15/14 CUSIP: 92658TAG3	5,000 00	$5,025 00	$5,062.50	-$37 50	$343 75	0.79%
Compagnie Generale 7.500% 5/15/15 CUSIP: 204386AF3	5,000.00	$4,962.50	$5,000.00	-$37.50	$375 00	0.78%
Kinder Morgan Fin CP 5 700% 1/05/16 CUSIP: 49455WAD8	15,000 00	$14,400 00	$14,362 50	$37.50	$855.00	2.27%
Quebecor Media Inc 7.750% 3/15/16 CUSIP: 74819RAG1	6,000 00	$5,985.00	$5,984.40	$0 60	$465.00	0 95%
		$35,385 00	$35,384 40	$0 60	$2,363.75	5 58%
Corporate Cmos and Remics						
Midwest Gen LLC 8.560% 1/02/16 CUSIP: 59832WAF6	10,000.00	$10,100.00	$8,577.57	$1,522 43	$856.00	1.59%
		$10,100.00	$8,577.57	$1,522 43	$856.00	1.59%
Total Corporate and Foreign Bonds		$600,963.03	$593,026.41	$7,936.62	$46,654.75	94.91%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cash Equivalents						
Invested Cash						
Citibank M.D.A. (L) CUSIP: 9900CST72	32,336.58	$32,336 58	$32,336.58	$0 00	$80 84	5 09%
Total Cash Equivalents		$32,336.58	$32,336.58	$0.00	$80.84	5.09%
Total All Assets		**$633,299.61**	**$625,362.99**	**$7,936.62**	**$46,735.59**	**100.00%**
Liabilities						
Liabilities - Uninvested Cash						
Income Cash		-$3,635.05				
Total Liabilities		-$3,635.05	$0.00	$0.00	$0.00	
Total All Liabilities		**-$3,635.05**	**$0.00**	**$0.00**	**$0.00**	
Portfolio Grand Total		**$629,664.56**	**$625,362.99**	**$7,936.62**	**$46,735.59**	

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

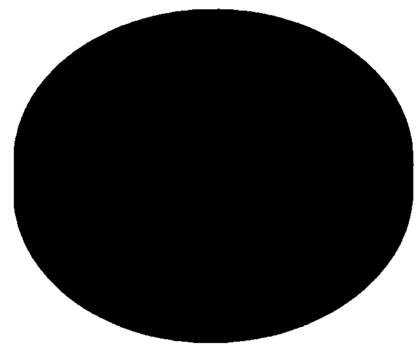
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$1,261,322.88**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$0.00	$1,250,000.00
Interest and Dividends	$1,826.38	$3,230.45
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	-$57.87	-$57.87
Fees	$0.00	$0.00
Other Expenses/Disbursements	$0.00	$0.00
Corporate Actions/Non-Cash Transactions	$128.20	$128.20
Change in Market Value	$23,196 07	$33,114.88
Ending Market Value	**$1,286,415.66**	**$1,286,415.66**
Net Realized Gains/Losses (Included in Total Above)	$1,944.23	-$146.38

Asset Allocation Summary

	Asset Class	*Balance*
79%	Common Equity Securities	$1,010,372.66
21%	Cash Equivalents	$276,043.00
100%	**Total Assets Value**	**$1,286,415.66**

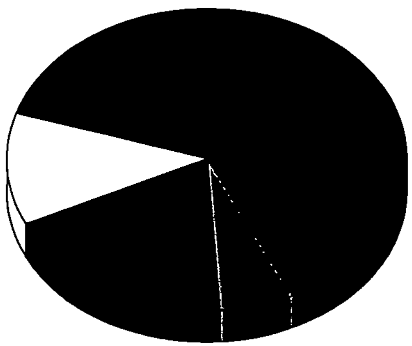


Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Equity Industry Diversification



	Industry Sector	*Market Value*
32%	Industrials	$310,446.20
13%	Financials	$133,057.24
12%	Healthcare	$122,033 62
12%	Energy	$116,723.54
7%	Telecommunications Services	$73,154.53
6%	Others	$64,900.62
5%	Information Technology	$54,061.70
13%	Other	$135,995.21
100%	**Total**	**$1,010,372.66**

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Common Equity Securities						
Domestic Common Stocks						
American Tower Corp CUSIP: 029912201	1,693.00	$73,154 53	$62,198 28	$10,956 25	$0 00	5 69%
Baxter International Inc Com CUSIP: 071813109	870.00	$51,051.60	$50,606.35	$445.25	$1,009 20	3 97%
C H Robinson Worldwide Inc CUSIP: 12541W209	870 00	$51,095 10	$50,902.26	$192 84	$870.00	3 97%
Caterpillar Inc DEL Com CUSIP· 149123101	772.00	$43,996 28	$41,523 52	$2,472 76	$1,296 96	3 42%
FPL Group Inc Com CUSIP: 302571104	945.00	$49,914.90	$50,347 71	-$432.81	$1,786 05	3.88%
Goldman Sachs Group Inc CUSIP: 38141G104	131 00	$22,118 04	$24,799 61	-$2,681 57	$183 40	1.72%
IBM Corporation Com CUSIP: 459200101	413.00	$54,061.70	$50,886.85	$3,174.85	$908.60	4 20%
JPMorgan Chase & Co CUSIP: 46625H100	820.00	$34,169.40	$37,349.36	-$3,179.96	$164.00	2 66%
Medco Health Solutions Inc CUSIP: 58405U102	770 00	$49,210.70	$46,685.83	$2,524.87	$0 00	3 83%
Norfolk Southern Corp CUSIP: 655844108	653 00	$34,230 26	$31,727.27	$2,502 99	$888 08	2 66%
Philip Morris Intl Inc CUSIP: 718172109	1,013 00	$48,816 47	$50,748 49	-$1,932.02	$2,350.16	3.79%
Praxair Inc Com CUSIP: 74005P104	464.00	$37,263 84	$37,691.60	-$427.76	$742.40	2 90%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Range RES Corp CUSIP: 75281A109	852 00	$42,472.20	$45,732.36	-$3,260.16	$136 32	3.30%
Schwab Charles Corp New CUSIP: 808513105	2,071 00	$38,976 22	$38,305 22	$671 00	$497 04	3 03%
Verisk Analytics I CL A Usd0 001 CUSIP: 92345Y106	719 00	$21,771 32	$19,465 20	$2,306.12	$0.00	1 69%
		$652,302 56	$638,969.91	$13,332 65	$10,832 21	50.71%
ADRs						
Banco Santander Brasil S A CUSIP: 05967A107	2,882.00	$40,175 08	$37,811 55	$2,363 53	$268 03	3.12%
BHP Billiton PLC ADR CUSIP: 05545E209	617 00	$39,395 45	$37,888 37	$1,507.08	$1,011 88	3 06%
Canadian Nat Res LTD CUSIP: 136385101	520 00	$37,414.00	$36,105 63	$1,308 37	$204.88	2 91%
Enbridge Inc CUSIP: 29250N105	797 00	$36,837 34	$31,993.97	$4,843.37	$1,288.75	2 86%
HSBC Hldgs PLC Sponsored ADR New CUSIP: 404280406	662 00	$37,793 58	$37,903 80	-$110 22	$1,125.40	2 94%
Partnerre Ltd CUSIP: G6852T105	486.00	$36,284 76	$37,465.59	-$1,180.83	$913.68	2 82%
Suncor Energy Inc CUSIP: 867224107	1,084 00	$38,276 04	$38,792 57	-$516 53	$0.00	2 98%
Teekay Corporation CUSIP: Y8564W103	1,163.00	$26,993 23	$24,702.47	$2,290.76	$1,471 20	2.10%
		$293,169 48	$282,663.95	$10,505 53	$6,283 82	22 79%

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Real Estate Investment Trusts						
Plum Creek Timber Co Inc CUSIP: 729251108	1,039 00	$39,232 64	$32,371 71	$6,860 93	$1,745 52	3 05%
Vornado Rlty TR CUSIP: 929042109	367.00	$25,667 98	$22,977 63	$2,690 35	$1,321 20	2 00%
		$64,900 62	$55,349 34	$9,551.28	$3,066 72	5 05%
Total Common Equity Securities		$1,010,372.66	$976,983.20	$33,389.46	$20,182.75	78.55%
Cash Equivalents *Invested Cash*						
Citibank M D.A. (L) CUSIP: 9900CST72	3,172 58	$3,172.58	$3,172 58	$0.00	$7.93	0 25%(I)
Citibank M.D.A. (L) CUSIP: 9900CST72	272,870.42	$272,870 42	$272,870 42	$0 00	$682.18	21 20%
Total Cash Equivalents		$276,043.00	$276,043.00	$0.00	$690.11	21.45%
Total All Assets		**$1,286,415.66**	**$1,253,026.20**	**$33,389.46**	**$20,872.86**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

citi
Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

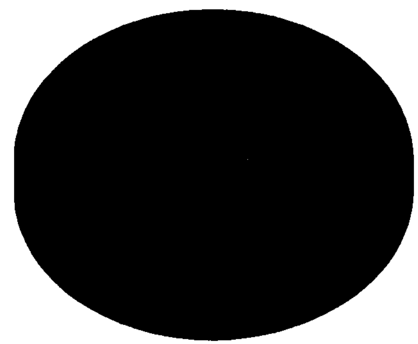
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$1,308,895.87**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$0.00	$1,250,000.00
Interest and Dividends	$1,104 97	$6,051.74
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	$0.00	$0.00
Fees	$0.00	$0.00
Other Expenses/Disbursements	$0.00	$0.00
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$58,804.89	$112,753.99
Ending Market Value	**$1,368,805.73**	**$1,368,805.73**
Net Realized Gains/Losses (Included in Total Above)	$4,817.95	$11,023.19

Asset Allocation Summary

	Asset Class	*Balance*
99%	Common Equity Securities	$1,354,405.30
1%	Cash Equivalents	$14,400.43
100%	**Total Assets Value**	**$1,368,805.73**

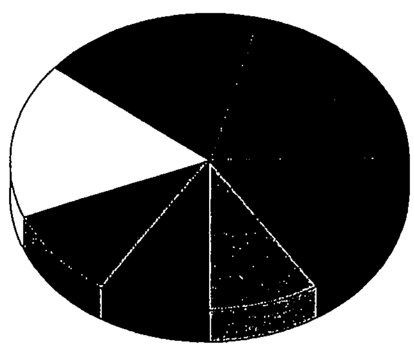


Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Equity Industry Diversification



	Industry Sector	*Market Value*
21%	Consumer Discretionary	$271,318.53
18%	Industrials	$249,227.43
17%	Information Technology	$231,580.56
10%	Consumer Staples	$141,546.53
9%	Healthcare	$128,221.75
9%	Materials	$121,597.85
6%	Financials	$76,172.29
10%	Other	$134,740.36
100%	**Total**	**$1,354,405.30**

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Common Equity Securities						
Domestic Common Stocks						
Activision Blizzard Inc CUSIP. 00507V109	1,412 00	$15,687 32	$17,282 88	-$1,595.56	$0 00	1 15%
Affiliated Managers Group Inc CUSIP· 008252108	437 00	$29,431.95	$27,967.07	$1,464.88	$0.00	2.15%
Allegiant Travel Co CUSIP. 01748X102	234 00	$11,037 78	$8,936 71	$2,101.07	$0.00	0 81%
Allergan Inc CUSIP 018490102	572 00	$36,041 72	$32,007 97	$4,033 75	$114.40	2 63%
Apache Corp CUSIP· 037411105	278.00	$28,681 26	$25,063.59	$3,617.67	$166 80	2 10%
Apple Incorporated CUSIP 037833100	203 00	$42,778 60	$34,338.81	$8,439 79	$0.00	3.13%
Baxter International Inc Com CUSIP· 071813109	551 00	$32,332.68	$30,992 53	$1,340 15	$639.16	2 36%
Bed Bath & Beyond Inc Com CUSIP: 075896100	542.00	$20,926.62	$19,405.77	$1,520.85	$0.00	1.53%
Cameron Intl Corp CUSIP· 13342B105	336 00	$14,044 80	$13,363.63	$681.17	$0 00	1 03%
Capella Education Company CUSIP. 139594105	200 00	$15,060 00	$12,986 00	$2,074.00	$0 00	1.10%
Cavium Networks Inc CUSIP· 14965A101	588 00	$14,012 04	$12,448 61	$1,563.43	$0 00	1.02%
Celgene Corp CUSIP. 151020104	478 00	$26,615.04	$25,306 28	$1,308 76	$0.00	1 94%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cognizant Technology Solutions Corp CUSIP· 192446102	377.00	$17,089 41	$13,091.70	$3,997.71	$0 00	1 25%
Cvs/Caremark Corp CUSIP: 126650100	1,043 00	$33,595 03	$37,443 70	-$3,848 67	$318 12	2 45%
Danaher Corp Com CUSIP 235851102	345 00	$25,944 00	$21,481 08	$4,462 92	$55 20	1 90%
Devry Inc DEL CUSIP· 251893103	814 00	$46,178 22	$43,137 89	$3,040 33	$162.80	3 37%
Ecolab Inc CUSIP: 278865100	562 00	$25,053 96	$24,096.31	$957 65	$348 44	1 83%
Fastenal Co CUSIP 311900104	885 00	$36,851 40	$32,817.57	$4,033 83	$654.90	2 69%
Freeport McMoran Copper B CUSIP 35671D857	199.00	$15,977 71	$14,014 93	$1,962.78	$119.40	1 17%
Fti Consulting Inc CUSIP: 302941109	421 00	$19,854 36	$18,309 82	$1,544 54	$0 00	1.45%
Gilead Sciences Inc CUSIP. 375558103	849 00	$36,736 23	$38,880.81	-$2,144 58	$0 00	2 68%
Goodrich Corporation CUSIP. 382388106	298 00	$19,146 50	$17,253 74	$1,892 76	$321.84	1 40%
Google Inc CUSIP 38259P508	95 00	$58,898 10	$44,321 29	$14,576 81	$0 00	4 30%
Hewlett-Packard Co Com CUSIP: 428236103	1,267 00	$65,263 17	$56,812 28	$8,450.89	$405.44	4 78%
Idexx Labs Inc CUSIP 45168D104	332 00	$17,745 40	$16,856 31	$889 09	$0 00	1 30%
Ihs Inc CUSIP· 451734107	356.00	$19,512 36	$17,790 03	$1,722 33	$0 00	1 43%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Johnson Ctls Inc CUSIP 478366107	786 00	$21,410 64	$20,106 59	$1,304 05	$408.72	1 56%
Knight Transn Inc CUSIP 499064103	1,032 00	$19,907.28	$17,910 77	$1,996 51	$206.40	1 45%
K12 Inc CUSIP 48273U102	724 00	$14,675 48	$14,983 18	-$307 70	$0 00	1.07%
Manpower Inc Wis CUSIP 56418H100	435 00	$23,742 30	$22,525 52	$1,216 78	$321.90	1.73%
McAfee Inc CUSIP 579064106	519.00	$21,055 83	$20,211 33	$844 50	$0.00	1 54%
McDonalds Corp Com CUSIP 580135101	605 00	$37,776 20	$33,946 55	$3,829 65	$1,331.00	2 76%
Microsoft Corp Com CUSIP. 594918104	2,002 00	$61,020 96	$49,691.78	$11,329.18	$1,041 04	4 46%
Monsanto Co New CUSIP. 61166W101	166.00	$13,570.50	$14,049.90	-$479 40	$175 96	0 99%
Newfield Expl Co CUSIP· 651290108	143 00	$6,896 89	$6,776 55	$120 34	$0 00	0.50%
Nuvasive Inc CUSIP 670704105	459 00	$14,678 82	$19,007 87	-$4,329 05	$0 00	1 07%
Occidental Pete Corp CUSIP. 674599105	261.00	$21,232 35	$21,504.44	-$272.09	$344 52	1.55%
Pepsico Inc Com CUSIP: 713448108	931.00	$56,604.80	$53,726 70	$2,878 10	$1,675 80	4.14%
Praxair Inc Com CUSIP 74005P104	316 00	$25,377 96	$24,910 91	$467 05	$505 60	1 85%
Qualcomm Inc Com CUSIP· 747525103	1,381 00	$63,885 06	$64,834 73	-$949 67	$939 08	4 67%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Roper Inds Inc New Com CUSIP· 776696106	391 00	$20,476 67	$18,169 34	$2,307 33	$148 58	1 50%
Schwab Charles Corp New CUSIP· 808513105	1,222 00	$22,998 04	$22,130 30	$867 74	$293.28	1 68%
Silicon Laboratories Inc CUSIP: 826919102	544 00	$26,318 72	$23,949.21	$2,369.51	$0 00	1 92%
Smart Balance Inc CUSIP 83169Y108	2,186 00	$13,116.00	$14,938 75	-$1,822 75	$0 00	0 96%
Solera Hldgs Inc CUSIP 83421A104	398 00	$14,331 98	$14,049 88	$282 10	$99 50	1 05%
Transdigm Group Inc CUSIP 893641100	493.00	$23,412 57	$21,100 06	$2,312 51	$0 00	1 71%
Trimble NAV Ltd CUSIP· 896239100	587 00	$14,792 40	$13,595 17	$1,197 23	$0.00	1 08%
Ultimate Software Group Inc CUSIP 90385D107	570 00	$16,740 90	$15,638 52	$1,102 38	$0.00	1 22%
		$1,278,518 01	$1,184,165 36	$94,352 65	$10,797 88	93 41%
ADRs						
Abb Ltd CUSIP· 000375204	925.00	$17,667 50	$19,172 84	-$1,505 34	$0.00	1 29%
Genpact Limited CUSIP G3922B107	1,123.00	$16,732.70	$14,116.50	$2,616 20	$0 00	1 22%
Vistaprint N V CUSIP N93540107	507.00	$28,726 62	$21,816.21	$6,910 41	$0 00	2.10%

Asset Detail Section (continued)

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Wns Holdings Ltd Spons ADR EA Repr 1 CUSIP. 92932M101	849 00	$12,760 47	$13,403 59	-$643 12	$0 00	0 93%
		$75,887 29	$68,509.14	$7,378 15	$0.00	5 54%
Total Common Equity Securities		$1,354,405.30	$1,252,674.50	$101,730 80	$10,797.88	98.95%
Cash Equivalents						
Invested Cash						
Citibank M.D A (L) CUSIP 9900CST72	8,348.69	$8,348 69	$8,348 69	$0 00	$20 87	0 61%
Citibank M D A (L) CUSIP: 9900CST72	6,051 74	$6,051 74	$6,051.74	$0.00	$15.13	0 44%(I)
Total Cash Equivalents		$14,400.43	$14,400.43	$0.00	$36.00	1.05%
Total All Assets		**$1,368,805.73**	**$1,267,074.93**	**$101,730.80**	**$10,833.88**	**100.00%**

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Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

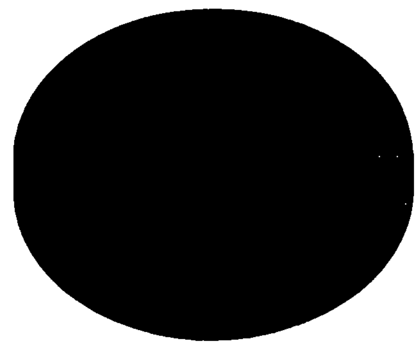
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$1,148,007.40**	**$0.00**
Additions and Contributions	$0 00	$0.00
Other Receipts	$0.00	$1,126,869.36
Interest and Dividends	$4,220.52	$6,597.16
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	-$440.77	-$657.75
Fees	$0.00	$0.00
Other Expenses/Disbursements	-$22.65	-$36.47
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$6,803.06	$25,795 26
Ending Market Value	**$1,158,567.56**	**$1,158,567.56**
Net Realized Gains/Losses (Included in Total Above)	$3,000.23	$2,585.57

Asset Allocation Summary

	Asset Class	*Balance*
96%	Common Equity Securities	$1,114,235.61
4%	Cash Equivalents	$44,331.95
100%	**Total Assets Value**	**$1,158,567.56**

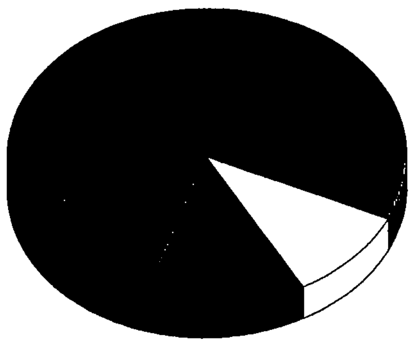


Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Equity Industry Diversification



	Industry Sector	*Market Value*
70%	Industrials	$779,323.10
13%	Financials	$147,897.86
10%	Energy	$107,239.47
7%	Consumer Discretionary	$79,775.18
100%	**Total**	**$1,114,235.61**

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Common Equity Securities						
ADRs						
ADR Iberdrola CUSIP: 450737101	877.00	$33,194.45	$33,694 34	-$499.89	$1,297 96	2 87%
AMCOR Ltd Ard New ADR CUSIP. 02341R302	584.00	$12,935.60	$11,388 00	$1,547.60	$620.79	1.12%
Banco Santander Sa-Spoon ADR CUSIP. 05964H105	1,644 00	$27,027 36	$26,599.92	$427 44	$1,440 14	2 33%
Bayer A G Spnd ADR CUSIP 072730302	228 00	$18,194.40	$15,722 88	$2,471.52	$313 04	1 57%
BG Group PLC CUSIP 055434203	300 00	$27,150.00	$26,304 00	$846.00	$295 20	2.34%
BNP Paribas Spnd ADR CUSIP. 05565A202	149 00	$5,983 84	$5,989 80	-$5.96	$77.33	0.52%
BP PLC ADR CUSIP: 055622104	715 00	$41,448 55	$37,164 70	$4,283 85	$2,402.40	3 58%
Canon Inc ADR Repstg 5 SHS CUSIP. 138006309	1,031 00	$43,631.92	$39,528.54	$4,103 38	$1,095.95	3.77%
Carrefour SA CUSIP 144430105	2,238 00	$21,216 24	$20,298 66	$917 58	$496.84	1 83%
Deutsche Telekom AG SPD ADR CUSIP. 251566105	2,577 00	$37,881 90	$35,253.36	$2,628.54	$2,669.77	3 27%
Fosters Group Ltd CUSIP 350258307	3,780 00	$18,446 40	$19,164.60	-$718 20	$729.54	1.59%
Glaxo Smithkline CUSIP 37733W105	1,192 00	$50,362 00	$47,130 73	$3,231.27	$2,211 16	4 35%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Hongkong Elec Hldgs Ltd-Spons ADR CUSIP· 438580300	2,957 00	$15,967 80	$15,997 37	-$29 57	$697.85	1 38%
ING Groep N V Sponsored ADR CUSIP: 456837103	1,537.00	$15,077 97	$28,111 73	-$13,033 76	$0 00	1 30%
KAO Corp SPD ADR Repstg 10 SHS Com CUSIP. 485537302	1,510 00	$35,273 60	$36,162 99	-$889.39	$854 66	3 04%
National Australia Bk Ltd ADR CUSIP: 632525408	1,072 00	$26,178 24	$30,702 08	-$4,523 84	$1,271.39	2 26%
National Grld PLC SPD ADR CUSIP: 636274300	294 00	$15,987 72	$14,060 26	$1,927.46	$850.25	1.38%
Nippon Teleg & Tel Corp ADR CUSIP· 654624105	1,054 00	$20,805 96	$22,850 72	-$2,044 76	$605 00	1 80%
Novartis AG Spons ADR CUSIP: 66987V109	967 00	$52,633.81	$48,269 74	$4,364 07	$1,406 02	4.54%
Reed Elsevier N V CUSIP: 758204200	896.00	$21,862 40	$20,002 30	$1,860.10	$848 51	1 89%
Royal Dutch Shell PLC SPD ADR CUSIP: 780259206	591 00	$35,525 01	$33,779 20	$1,745 81	$1,687 90	3.07%
Rwe AG CUSIP· 74975E303	477 00	$46,221 30	$44,256 06	$1,965 24	$2,044 90	3 99%
Sasol Ltd Spnd ADR CUSIP· 803866300	478 00	$19,091.32	$18,722 40	$368 92	$518.63	1.65%
Seven & I Hldgs Co Ltd CUSIP: 81783H105	377 00	$15,607 80	$17,945 20	-$2,337 40	$412 06	1.35%
Siemens A G Sponsored ADR CUSIP· 826197501	197 00	$18,064.90	$18,803 26	-$738 36	$345 74	1 56%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Singapore Telecommunicatns Lspon ADR CUSIP 82929R304	1,110 00	$24,364 50	$24,697 50	-$333 00	$981.24	2 10%
Societe Generale France ADR CUSIP. 83364L109	2,172 00	$30,516 60	$31,819 80	-$1,303 20	$623.36	2 63%
Stora Enso Corp Spnd ADR CUSIP: 86210M106	1,324 00	$9,122 36	$9,347 44	-$225 08	$357.48	0 79%
Taiwan Semiconductor Mfg Co Ltd ADR CUSIP: 874039100	2,335 00	$26,712.40	$23,396 70	$3,315 70	$849 94	2 31%
Takeda Pharmaceutical Co Ltd CUSIP 874060106	1,297 00	$26,653 35	$26,588 50	$64 85	$1,145.25	2.30%
Telecom New Zealand ADR CUSIP: 879278208	1,130.00	$10,158.70	$10,768 90	-$610 20	$857.67	0 88%
Telefonica S A CUSIP. 879382208	542 00	$45,267 84	$45,690 60	-$422 76	$1,868.27	3 91%
Telstra CUSIP. 87969N204	1,670 00	$25,551 00	$24,092 09	$1,458 91	$1,770 20	2 21%
Tokio Marine Holdings Inc ADR CUSIP: 889094108	1,114 00	$30,311 94	$30,857 80	-$545 86	$485.70	2 62%
Total S A ADR CUSIP· 89151E109	778 00	$49,823 12	$46,242 76	$3,580 36	$2,161 28	4 30%
Toyota Mtr Corp CUSIP 892331307	312 00	$26,257 92	$24,388 42	$1,869 50	$341.33	2.27%
Unilever PLC Spnsrd ADR New CUSIP. 904767704	1,811 00	$57,770.90	$52,356 01	$5,414 89	$1,820 06	4 95%
United Overseas Bk Ltdadr CUSIP· 911271302	630 00	$17,602 20	$14,931 00	$2,671 20	$521.64	1 52%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Upm Kymmene Corp SPD ADR CUSIP 915436109	1,088 00	$12,881 92	$12,871 04	$10 88	$411.26	1 11%
Vodafone Group SPD ADR Rep 10 Ord SH CUSIP· 92857W209	1,265.00	$29,208 85	$27,356 66	$1,852 19	$1,633.12	2 52%
Zurich Financial Services CUSIP 98982M107	748 00	$16,261 52	$17,717 86	-$1,456 34	$591.67	1 40%
Total Common Equity Securities		$1,114,235.61	$1,091,025.92	$23,209.69	$41,612.50	96.17%
Cash Equivalents						
Invested Cash						
Citibank M D A. (L) CUSIP. 9900CST72	38,429 01	$38,429 01	$38,429 01	$0 00	$96 07	3 32%
Citibank M.D.A. (L) CUSIP: 9900CST72	5,902.94	$5,902 94	$5,902 94	$0 00	$14 76	0 51%(I)
Total Cash Equivalents		$44,331.95	$44,331.95	$0.00	$110.83	3.83%
Total All Assets		**$1,158,567.56**	**$1,135,357.87**	**$23,209.69**	**$41,723.33**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

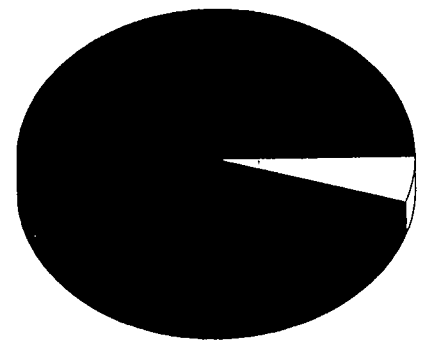
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$1,014,132.13**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$3,551.97	$1,003,660.04
Interest and Dividends	$2,894 54	$4,610.30
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	-$58.39	-$58.39
Fees	$0.00	$0.00
Other Expenses/Disbursements	-$71.89	-$74.13
Corporate Actions/Non-Cash Transactions	$0.00	$49.84
Change in Market Value	-$4,048.89	$8,211.81
Ending Market Value	**$1,016,399.47**	**$1,016,399.47**
Net Realized Gains/Losses (Included in Total Above)	$0.00	$54.38

Asset Allocation Summary

	Asset Class	*Balance*
57%	Common Equity Securities	$583,359.52
38%	Fixed Income Mutual Funds	$386,425.19
5%	Cash Equivalents	$46,614.76
100%	**Total Assets Value**	**$1,016,399.47**



Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
IBM Corporation Com CUSIP· 459200101	147 00	$19,242 30	$18,430 57	$811.73	$323.40	1 89%
Intel Corp Com CUSIP· 458140100	604 00	$12,321 60	$12,175.43	$146.17	$338.24	1 21%
Johnson & Johnson Com CUSIP 478160104	197 00	$12,688 77	$12,138 75	$550 02	$386 12	1 25%
JPMorgan Chase & Co CUSIP 46625H100	199 00	$8,292 33	$9,040.17	-$747 84	$39 80	0 82%
Life Technologies Corp CUSIP 53217V109	64 00	$3,342 08	$3,030 40	$311 68	$0 00	0 33%
Mastercard Inc CUSIP· 57636Q104	43 00	$11,007 14	$9,133 20	$1,873 94	$25 80	1 08%
Merck & Co Inc New CUSIP 58933Y105	278 00	$10,158.12	$9,017 76	$1,140 36	$422.56	1 00%
Microsoft Corp Com CUSIP. 594918104	468.00	$14,264 64	$11,961 14	$2,303.50	$243 36	1 40%
Mosaic Co CUSIP· 61945A107	122 00	$7,287.06	$6,325 91	$961.15	$24.40	0 72%
Oracle Corporation Com CUSIP 68389X105	404 00	$9,910 12	$8,366.03	$1,544 09	$80 80	0 98%
Pfizer Inc Com CUSIP 717081103	719 00	$13,078 61	$12,121 62	$956 99	$517 68	1 29%
Starbucks Corp Com CUSIP 855244109	145 00	$3,343 70	$2,944 66	$399 04	$0 00	0 33%
United Parcel Service Inc CUSIP. 911312106	160 00	$9,179.20	$8,937 28	$241.92	$288 00	0 90%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
United Technologies Corp Com CUSIP. 913017109	196 00	$13,604 36	$12,320 21	$1,284.15	$301.84	1.34%
Visa Inc-Class A Shares CUSIP· 92826C839	84.00	$7,346 64	$6,132 84	$1,213.80	$42.00	0 72%
Walgreen Company Com CUSIP 931422109	227 00	$8,335.44	$8,905 21	-$569 77	$124.85	0 82%
WalMart Stores Inc Com CUSIP· 931142103	241.00	$12,881.45	$11,996 50	$884 95	$262 69	1.27%
Wells Fargo & Co New Com CUSIP. 949746101	207 00	$5,586.93	$6,039 85	-$452 92	$41 40	0.55%
		$293,849 86	$275,831 28	$18,018 58	$5,337 96	28 92%
ADRs						
Anheuser Busch Inbev Sa/Nv CUSIP: 03524A108	125.00	$6,503 75	$5,918 75	$585 00	$0 00	0 64%
Bae Systems PLC ADR CUSIP· 05523R107	289 00	$6,699.02	$5,863 81	$835 21	$274.55	0 66%
Banco Bilbao Vizcaya Argentina S A CUSIP: 05946K101	670 00	$12,086 80	$12,031 19	$55 61	$265 99	1.19%
Barclays PLC ADR CUSIP· 06738E204	375 00	$6,600 00	$8,946 75	-$2,346.75	$24.38	0 65%
Barrick Gold Corp CUSIP· 067901108	152.00	$5,985 76	$5,964 18	$21 58	$60.80	0 59%
BG Group PLC CUSIP 055434203	69.00	$6,244.50	$6,058.89	$185.61	$67.90	0 61%
BHP Billiton Ltd CUSIP: 088606108	130 00	$9,955 40	$8,878 48	$1,076 92	$213 20	0 98%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
BNP Paribas Spnd ADR CUSIP 05565A202	112 00	$4,497 92	$4,491 20	$6 72	$58 13	0 44%
BP PLC ADR CUSIP· 055622104	114 00	$6,608 58	$5,935 75	$672 83	$383 04	0 65%
British Amern Tob PLC CUSIP: 110448107	95 00	$6,142 70	$5,915 65	$227.05	$259 64	0 60%
Canon Inc ADR Repstg 5 SHS CUSIP: 138006309	235 00	$9,945 20	$9,023.74	$921 46	$249 81	0 98%
Credit Suisse Group Spns ADR CUSIP. 225401108	157 00	$7,718.12	$8,939 27	-$1,221 15	$9 26	0 76%
CRH PLC CUSIP. 12626K203	234 00	$6,395 22	$5,996 16	$399 06	$216.68	0 63%
Esprit Hldgs Ltd CUSIP 29666V204	639.00	$8,530 65	$8,876 63	-$345 98	$226.85	0.84%
Fanuc Ltd Japan CUSIP· 307305102	214 00	$10,058 00	$9,148 50	$909.50	$63 56	0 99%
Hoya Corp SPD ADR CUSIP: 443251103	270 00	$7,182 00	$6,048 00	$1,134 00	$163 62	0 71%
HSBC Hldgs PLC Sponsored ADR New CUSIP 404280406	158 00	$9,020 22	$9,009 60	$10.62	$268 60	0 89%
Imperial Tob Group PLC SPD ADR CUSIP· 453142101	103 00	$6,528.14	$5,933 83	$594 31	$249.67	0 64%
Lloyds Banking Group PLC ADR CUSIP: 539439109	2,452 00	$8,018 04	$14,834 60	-$6,816 56	$0 00	0 79%
Lvmh Moet Hennessy Louis Vuitton CUSIP· 502441306	419 00	$9,406 55	$8,945.65	$460 90	$132 40	0 93%
Merck Kgaa CUSIP. 589339100	180 00	$5,549 40	$6,012 00	-$462.60	$84 06	0 55%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Mitsubishi Estate Ltd CUSIP 606783207	37 00	$5,921 85	$5,904.46	$17 39	$50.58	0 58%
Nomura Hldgs Inc SPD ADR CUSIP: 65535H208	808 00	$5,979 20	$6,407 92	-$428 72	$97 77	0 59%
Novo-Nordisk A S CUSIP: 670100205	96 00	$6,129 60	$6,051 84	$77.76	$75.07	0 60%
Prudential PLC ADR CUSIP· 74435K204	448 00	$9,134 72	$8,934 02	$200 70	$273 28	0 90%
Roche Holdings Ltd-Sponsored ADR CUSIP: 771195104	148 00	$6,245 60	$5,949 60	$296.00	$98.42	0.61%
Sanofi-Aventis ADR CUSIP 80105N105	238 00	$9,346 26	$8,981 65	$364 61	$265 85	0 92%
Sap AG CUSIP. 803054204	118 00	$5,523 58	$5,984 49	-$460 91	$130.98	0 54%
Singapore Telecommunicatns Lspon ADR CUSIP· 82929R304	275 00	$6,036 25	$6,077 50	-$41.25	$243.10	0.59%
Societe Generale France ADR CUSIP: 83364L109	819 00	$11,506 95	$12,355 43	-$848.48	$235.05	1 13%
Sumitomo Mitsui Finl Group Inc CUSIP: 86562M100	2,326 00	$6,629.10	$9,048 14	-$2,419 04	$118 63	0.65%
Sun Hung Kai Pptys Ltd SPD ADR CUSIP. 86676H302	400.00	$5,940.00	$6,016 00	-$76 00	$113.20	0 58%
Tesco PLC Sponsored ADR CUSIP. 881575302	325 00	$6,685 25	$5,970 25	$715 00	$181 35	0.66%
Total S.A. ADR CUSIP. 89151E109	101 00	$6,468 04	$5,986 07	$481 97	$280.58	0 64%
Tullow Oil PLC CUSIP 899415202	299 00	$3,229.20	$3,132 53	$96 67	$0.00	0 32%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
UBS AG CUSIP H89231338	528 00	$8,189 28	$9,655 93	-$1,466 65	$0 00	0 81%
Unilever PLC Spnsrd ADR New CUSIP· 904767704	199.00	$6,348 10	$5,770 60	$577 50	$200 00	0 62%
Vodafone Group SPD ADR Rep 10 Ord SH CUSIP. 92857W209	279.00	$6,442.11	$5,917 03	$525 08	$360 19	0 63%
WM Morrison Supermarkets PLC CUSIP. 92933J107	248 00	$5,513.04	$5,970 95	-$457 91	$116.31	0 54%
Zurich Financial Services CUSIP· 98982M107	394 00	$8,565 56	$9,692.40	-$1,126 84	$311.65	0 84%
		$289,509 66	$296,579.44	-$7,069 78	$6,424.15	28 47%
Total Common Equity Securities		$583,359.52	$572,410.72	$10,948 80	$11,762.11	57.39%
Fixed Income Mutual Funds						
Closed-End Fixed Income						
iShares Barclays Mbs Bond Fund CUSIP. 464288588	1,964 00	$208,144 72	$209,657.00	-$1,512.28	$7,325 72	20 48%
iShares TR Agency Bd Fd CUSIP 464288166	1,471 00	$158,235 47	$159,485 82	-$1,250 35	$3,031.73	15 57%
Templeton Global Income Fd Inc CUSIP· 880198106	2,110 00	$20,045 00	$20,023 90	$21.10	$1,063 44	1 97%
Total Fixed Income Mutual Funds		$386,425.19	$389,166.72	-$2,741.53	$11,420.89	38.02%

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cash Equivalents						
Invested Cash						
Citibank M D A. (L) CUSIP. 9900CST72	42,136 98	$42,136 98	$42,136 98	$0 00	$105 34	4 15%
Citibank M D A (L) CUSIP· 9900CST72	4,477.78	$4,477.78	$4,477.78	$0.00	$11.19	0.44%(I)
Total Cash Equivalents		$46,614.76	$46,614.76	$0.00	$116.53	4.59%
Total All Assets		**$1,016,399.47**	**$1,008,192.20**	**$8,207.27**	**$23,299.53**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

Citi Trust

Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

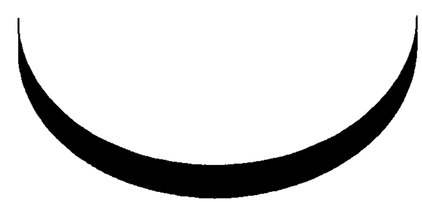
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	1/1/09 to 12/31/09
Beginning Market Value	**$484,694.68**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$0.00	$642,410.74
Interest and Dividends	$107.76	$380.74
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	$0.00	$0.00
Fees	$0.00	-$97,989.04
Other Expenses/Disbursements	$0.00	-$60,000.00
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$0.00	$0.00
Ending Market Value	**$484,802.44**	**$484,802.44**
Net Realized Gains/Losses (Included in Total Above)	$0.00	$0.00

Asset Allocation Summary

	Asset Class	Balance
100%	Cash Equivalents	$484,802.44
100%	**Total Assets Value**	**$484,802.44**



Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cash Equivalents						
Invested Cash						
Citibank M D.A (L) CUSIP 9900CST72	10,729 79	$10,729.79	$10,729 79	$0.00	$26 82	2 21%(i)
Citibank M D A. (L) CUSIP: 9900CST72	474,072 65	$474,072.65	$474,072 65	$0 00	$1,185.18	97.79%
Total Cash Equivalents		$484,802.44	$484,802.44	$0.00	$1,212.00	100.00%
Total All Assets		**$484,802.44**	**$484,802.44**	**$0.00**	**$1,212.00**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

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Citigroup Trust - Delaware, N.A.
222 Delaware Avenue - 14th Floor
Wilmington, DE 19801

Account Summary Section

Statement of Value and Activity

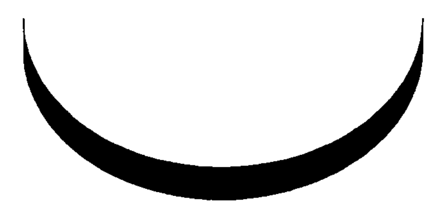
December 1, 2009 - December 31, 2009

Market Value Reconciliation

	This Period	*1/1/09 to 12/31/09*
Beginning Market Value	**$484,694.68**	**$0.00**
Additions and Contributions	$0.00	$0.00
Other Receipts	$0.00	$642,410.74
Interest and Dividends	$107.76	$380.74
Distributions To and For Beneficiaries	$0.00	$0.00
Trust Taxes	$0.00	$0.00
Fees	$0.00	-$97,989.04
Other Expenses/Disbursements	$0.00	-$60,000.00
Corporate Actions/Non-Cash Transactions	$0.00	$0.00
Change in Market Value	$0.00	$0.00
Ending Market Value	**$484,802.44**	**$484,802.44**
Net Realized Gains/Losses (Included in Total Above)	$0.00	$0.00

Asset Allocation Summary

	Asset Class	*Balance*
100%	Cash Equivalents	$484,802.44
100%	**Total Assets Value**	**$484,802.44**



Investment Objective: Income and Growth - Portfolio positioned to provide Income and/or capital appreciation.

Statement of Value and Activity

December 1, 2009 - December 31, 2009

Asset Detail

Description	Shares/Par Value	Market Value	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Percent of Market Value
Cash Equivalents						
Invested Cash						
Citibank M D A (L) CUSIP: 9900CST72	10,729 79	$10,729.79	$10,729.79	$0 00	$26 82	2 21%(I)
Citibank M D A. (L) CUSIP: 9900CST72	474,072.65	$474,072.65	$474,072.65	$0 00	$1,185 18	97 79%
Total Cash Equivalents		$484,802.44	$484,802.44	$0.00	$1,212.00	100.00%
Total All Assets		**$484,802.44**	**$484,802.44**	**$0.00**	**$1,212.00**	**100.00%**

Your holdings are valued using the most current prices available to us. For Alternative Investments, unrealized gain/ loss and original tax cost (excluding acquisition costs) are shown for information purposes only and do not reflect any adjustments necessitated by annual K-1 forms. Consult your tax advisor regarding use of this information. Estimated income for Alternative Investments and certain non-publicly traded Partnerships cannot be accurately forecasted and is therefore not listed.

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization 39-216169588007 CHAPMAN HANSON FOUNDATION-TAILORED	**Employer identification number** 38-6872202
	Number, street, and room or suite no If a P O box, see instructions 666 5TH AVENUE - FLOOR 12B	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10103	

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

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

- The books are in the care of ▶ CITI TRUST

Telephone No ▶ (800)770-8444 FAX No ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/16, 2010, to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [ ] calendar year ____ or
▶ [X] tax year beginning 03/16, 2009, and ending 12/31, 2009.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 53,221.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions ✓ Pd By EFTPS	**3c**	$ 53,221.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

JSA
9F8054 2 000

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

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

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

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

Type or print	Name of Exempt Organization 39-216169588007 CHAPMAN HANSON FOUNDATION-TAILORED	**Employer identification number** 38-6872202
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions 666 5TH AVENUE - FLOOR 12B	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10103	

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

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

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

- The books are in the care of ▶ CITI TRUST

Telephone No. ▶ (800)770-8444 FAX No. ▶

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

4 I request an additional 3-month extension of time until 11/15/2010 .

5 For calendar year ______ , or other tax year beginning 03/16/2009 , and ending 12/31/2009 .

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

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 53,221.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 53,221.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**8c**	$ none

Signature and Verification

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

Signature ▶ Title ▶ Date ▶ 08/10/2010

KPMG LLP

P.O. BOX 6768

PROVIDENCE, RI 02940

JSA

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