Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: Wells Family Foundation Inc.
Number and street (or P O box number if mail is not delivered to street address) / Room/suite: c/o JJ Knip Jr 100 Federal Drive
City or town / State / ZIP code: St Paul MN 55111

A Employer identification number: 41-1732563
B Telephone number (see the instructions): (612) 333-4740
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 5,759,972.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	135,371.	135,371.	135,371.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) Misc	6,737.	6,737.	6,737.	
	12 **Total.** Add lines 1 through 11	142,108.	142,108.	142,108.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	18,000.	0.	18,000.	0.
	14 Other employee salaries and wages	20,000.	0.	20,000.	0.
	15 Pension plans, employee benefits	0.	0.	0.	0.
	16a Legal fees (attach schedule) Sch 1	441.	0.	441.	0.
	b Accounting fees (attach sch) Sch 2	2,875.	0.	2,875.	0.
	c Other prof fees (attach sch) Sch 3	18,323.	18,323.	0.	0.
	17 Interest	0.	0.	0.	0.
	18 Taxes (attach schedule)(see instrs) Sch 4	3,115.	0.	3,115.	0.
	19 Depreciation (attach sch) and depletion Sch 5	0.	0.	0.	
	20 Occupancy	2,160.	0.	2,160.	0.
	21 Travel, conferences, and meetings	0.	0.	0.	0.
	22 Printing and publications	0.	0.	0.	0.
	23 Other expenses (attach schedule) See Line 23 Stmt SCH 6	6,403.	0.	6,403.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	71,317.	18,323.	52,994.	0.
	25 Contributions, gifts, grants paid	252,000.			252,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	323,317.	18,323.	52,994.	252,000.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-181,209.			
	b **Net investment income** (if negative, enter -0-)		123,785.		
	c **Adjusted net income** (if negative, enter -0-)			89,114.	

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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	4,892.	4,339.	4,339.
	2 Savings and temporary cash investments	364,205.	37,255.	37,255.
	3 Accounts receivable ►			
	Less· allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less· allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule) Sch 7	0.	0.	0.
	b Investments — corporate stock (attach schedule) Sch 8A	3,188,256.	2,720,502.	3,850,351.
	c Investments — corporate bonds (attach schedule) Sch 8B	1,226,316.	1,791,955.	1,868,027.
	11 Investments — land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers — see instructions Also, see page 1, item I)	4,783,669.	4,554,051.	5,759,972.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	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 ► X and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,783,669.	4,554,051.	
	30 **Total net assets or fund balances** (see the instructions)	4,783,669.	4,554,051.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	4,783,669.	4,554,051.	

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	4,783,669.
2	Enter amount from Part I, line 27a	2	-181,209.
3	Other increases not included in line 2 (itemize) ► See Other Increases Stmt	3	
4	Add lines 1, 2, and 3	4	4,602,460.
5	Decreases not included in line 2 (itemize) ► See Other Decreases Stmt	5	48,409.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,554,051.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Schedule 9			
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				-48,409.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-48,409.
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** -48,409.

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

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

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008		5,513,040.	
2007	290,000.	6,398,655.	0.045322
2006	291,000.	6,098,694.	0.047715
2005	286,000.	5,808,466.	0.049238
2004	284,000.	5,756,583.	0.049335

2	**Total** of line 1, column (d)	2	0.191610
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047903
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,112,352.
5	Multiply line 4 by line 3	5	244,897.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,238.
7	Add lines 5 and 6	7	246,135.
8	Enter qualifying distributions from Part XII, line 4	8	252,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1 Date of ruling or determination letter _______ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	1,238.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,238.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,238.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 4,475.		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	4,475.
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	3,237.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ► 1,999.	**Refunded** ►	11	1,238.

Part VII-A Statements Regarding Activities

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

Part VII-A | Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► John J Knip Jr Telephone no ► (612) 333-4740

Located at ► 100 Federal Drive St Paul MN ZIP + 4 ► 55111

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

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

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

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

				Yes	No
1 a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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

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

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

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

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

If 'Yes' to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Adele S Merck 1197 North Lake Way Palm Beach FL 33480	President 1.00	0.	0.	0.
George Merck 1197 North Lake Way Palm Beach FL 33480	Vice President 1.00	0.	0.	0.
Kenneth Beall 777 So Flagler Dr, West Palm Beach, FL 33480	Secretary 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		18,000.	0.	873.

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

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
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	
2	
3 None	0.
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2 None	0.
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	None

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes: a Average monthly fair market value of securities		1a	5,183,825.
b Average of monthly cash balances		1b	6,380.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	5,190,205.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2 Acquisition indebtedness applicable to line 1 assets		2	
3 Subtract line 2 from line 1d		3	5,190,205.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	77,853.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,112,352.
6 **Minimum investment return.** Enter 5% of line 5		6	255,618.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6			1	255,618.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,238.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b			
c Add lines 2a and 2b			2c	1,238.
3 Distributable amount before adjustments Subtract line 2c from line 1			3	254,380.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	254,380.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	254,380.

Part XII **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes: a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	252,000.
b Program-related investments — total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	252,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,238.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	250,762.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				254,380.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004 — 0.				
b From 2005 — 0.				
c From 2006 — 0.				
d From 2007 — 0.				
e From 2008 — 30,873.				
f Total of lines 3a through e	30,873.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 252,000.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				2,380.
e Remaining amount distributed out of corpus	249,620.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	252,000.			252,000.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	28,493.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	28,493.			
10 Analysis of line 9				
a Excess from 2005 — 0.				
b Excess from 2006 — 0.				
c Excess from 2007 — 0.				
d Excess from 2008 — 0.				
e Excess from 2009 — 28,493.				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

None

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
Schedule 11	Schedule 11			252,000.
Total			► 3a	252,000.
***b** Approved for future payment*				
See Line 3b statement				
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d N/A					
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					
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					
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)					

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

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
	N/A

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
	None	

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

▶ John Knip | 4/21/10 | ▶ Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature ▶	Date	Check if self-employed ▶ ☒	Preparer's Identifying number (See **Signature** in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ▶	JOHN KNIP 8728 WINDSOR TERRACE BROOKLYN PARK MN 55443-1953	EIN ▶ Phone no ▶	

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
Wells Family Foundation Inc.

Employer identification number
41-1732563

Organization type (check one)·

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)(_____) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

General Rule –

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

Special Rules –

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

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

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

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

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Sch 6	6,403.	0.	6,403.	0.
Amortization	0.	0.	0.	0.
Total	6,403.	0.	6,403.	0.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Total	

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

Capital Losses	48,409.
Rounding	
Total	48,409.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person [X] Business [ ] John J Knip Jr 100 Federal Drive St Paul MN 55111	Treasurer 4.00	18,000.	0.	873.
Person [X] Business [ ]				
Total		18,000.	0.	873.

Form 990-PF, Page 10, Part XV, line 3b
Line 3b statement

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	Person or Business Checkbox Amount
b *Approved for future payment*				
				Person or Business
				Person or Business
	N/A			Person or Business
Total				

Wells Family Foundation, Inc

Index of Schedules

2009

Schedule #	Description	Reference to
1	Legal Fees	Part I Line 16 a
2	Accounting	Part I Line 16 b
3	Other Professional Fees	Part I Line 16 c
4	Taxes	Part I Line 18
5	Depreciation	Part I Line 19
6	Other Expenses	Part I Line 23
7	Investments - U S & State Gov't Obligation	Part II Line 10 a
8	Investments - Corporate Stock	Part II Line 10 b
9	Capital Gains (Losses)	Part IV Line 1
10	Average Monthly Balances	Part X Line 1 a & Line 1 b
11	Contributions Paid in 2009	Part XV Line 3 a

Wells Family Foundatıon, Inc

Schedule 1

Wells Family Foundation, Inc.

Legal Fees

2009

Gunster, Yoakley & Stewart, P A	$ 441 00

To Part I Lıne 16 a

Schedule 2

Wells Family Foundation, Inc.
Accounting Fees
2009

Karol Joos	$ 2,700.00
John J Knip, III	$ 175 00
	$ 2,875 00

To Part I Line 16 b

Wells Family Foundation, Inc

Schedule 3

Wells Family Foundation, Inc.

Other Professional Fees

2008

US Bank	$	18,323 00

To Part I Line 16 c

Wells Family Foundation, Inc.

Taxes
2009

Us Excıse Tax on Investement	$	-
Payroll Tax	$	3,115 00
	$	3,115 00

To Part I Lıne 18

Schedule 5

Wells Family Foundation, Inc.
Depreciation
2009

Description	Date Acq	Cost	Current Depreciation
			$ -

To Part I Line 19

Wells Family Foundation, Inc.

Other Expenses

2009

Bank Charges	$	323 00
Insurance		1,529 00
Office Expense		3,112 00
Computer		449.00
Dues		680 00
Entertaınment		175 00
Postage		135 00
	$	6,403 00

To Part I Lıne 23

Wells Family Foundation, Inc.
US Gov't Securities
2009

Security	Shares	Curr Price	Cost Basis	FMV
			$ -	$ -

To Part II Line10A

Wells Family Foundation, Inc

Schedule 8A

Wells Family Foundation, Inc.

Corporate Stock

2009

Security	Shares	Curr Price	Cost Basis	FMV
Apple	1,500 000	210.732	$ 130,492 29	$ 316,098 00
Bank of America	12,000 280	15 060	69,265 62	180,724 22
Bb&t Corporation	100,000 000	1 039	100,504 00	103,862 00
Best Buy	7,400 000	39 460	278,792 12	292,004 00
C H Robinson	2,500 000	58.730	108,665 00	146,825 00
Cameron Intl Corp	7,000 000	41 800	250,055.80	292,600 00
Exxon Mobil	2,500.000	68.190	43,825 00	170,475 00
First American ST Bond	23,162 135	9.950	230,000 00	230,463 24
Freeport-MrMoran Cooper	4,500 000	80 290	133,110 00	361,305 00
General Elec	5,000 000	15.130	152,464 66	75,650 00
Hewlett Packard	5,000 000	51.510	141,000 00	257,550 00
JP Morgan	8,000 000	41 670	259,994 78	333,360 00
QualComm Inc	3,000.000	46.260	109,774 96	138,780 00
Schlumberger	2,000 000	65 090	68,623 25	130,180 00
Target	6,000 000	48 370	271,675 80	290,220 00
United Tech	2,500 000	69 410	86,075 00	173,525 00
Wells Fargo	7,000 000	26 990	111,230 00	188,930 00
Yahoo Inc	10,000 000	16 780	174,954.00	167,800 00
			$ 2,720,502 28	$ 3,850,351 46

Part II Line 10b

Wells Family Foundation, Inc.

Corporate Bonds

2009

Security	Shares	Curr Price	Cost Basis	FMV
Bank of America	100,000 00	0 980	$ 101,467 00	$ 98,009 00
Bb&t Corp	100,000 00	1 082	99,428 00	108,245 00
Caterpiller 12/10	75,000 00	1.040	74,813 25	78,027 00
Coca Cola 11/17	200,000 00	1 077	200,148 00	215,444 00
Cocnocophillips 4 6 1	200,000 00	1 062	202,410 00	212,398 00
Glaxosmithkline 1/11	200,000 00	1 049	198,446 00	209,800 00
Goldman Schs 1/11	100,000.00	1 039	100,050 00	103,883 00
JPMorgan 5 125	200,000 00	1 055	201,106 00	210,952 00
Prudential Fin 4.74 4/	100,000 00	1 002	99,100 00	100,164 00
Shell Intl Fin	100,000 00	1 073	101,062 00	107,303 00
Target 3/12	100,000 00	1 084	103,313 00	108,352 00
United Parcel	100,000 00	1 063	103,035 00	106,320 00
Wachovia Corpub 6/1	100,000 00	1 016	102,365 00	101,643 00
Wyeth 5 5 2/16	100,000 00	1.075	105,212 00	107,487 00
			1,791,955 25	1,868,027 00

Part II Line 10c

Wells Family Foundation, Inc.

Capıtal Gaıns & Losses
2009

Securıty	Shares	Sales Prıce	Cost Basıs	Gaın/Loss
STOCKS				
Federated Prıme	9,432 320	9,432 32	9,432 32	0 00
Federated Prıme	354,772 890	354,772 89	354,772 89	0 00
Federated Prıme	12,924 290	12,924 29	12,924 29	0 00
Federated Prıme	104,496 880	104,496 88	104,496 88	0 00
Federated Prıme	72,340 260	72,340 26	72,340 26	0 00
Federated Prıme	10,388 340	10,388 34	10,388 34	0 00
Federated Prıme	2,270 530	2,270 53	2,270 53	0 00
Federated Prıme	90,506 440	90,506 44	90,506 44	0 00
Federated Prıme	186,953 330	186,953 33	186,953 33	0 00
Federated Prıme	211,136 040	211,136 04	211,136 04	0 00
Federated Prıme	6,535 360	6,535 36	6,535 36	0 00
Federated Prıme	16,514 300	16,514 30	16,514 30	0 00
Federated Prıme	7,592 200	7,592 20	7,592 20	0 00
Federated Prıme	19,724 670	19,724 67	19,724 67	0 00
Federated Prıme	42,256 410	42,256 41	42,256 41	0 00
Federated Prıme	71,150 450	71,150 45	71,150 45	0 00
Federated Prıme	8,206 000	8,206 00	8,206 00	0 00
Federated Prıme	2,761 750	2,761 75	2,761 75	0 00
Federated Prıme	11,539 100	11,539 10	11,539 10	0 00
Federated Prıme	7,747 470	7,747 47	7,747 47	0 00
Federated Prıme	91,681 370	91,681 37	91,681 37	0 00
Target	1,000 000	41,028 94	45,279 30	(4,250 36)
Cameron Intl Corp	1,000 000	29,889 23	44,636 65	(14,747 42)
JP Morgan	1,000 000	45,888 82	44,875 30	1,013 52
Bank of Amerıca Corp	2,000 000	35,479 28	27,401 43	8,077 85
Freeport - MrMoran Cooper	500 000	36,235 01	14,790 00	21,445 01
Wells Fargo	3,000 000	86,787 76	17,505 00	69,282 76
Bank of Amerıca Corp	0 280	4 56	3 84	0 72
Bank of Amerıca Corp	1,000 000	16,299 58	40,360 00	(24,060 42)
Bank of Amerıca Corp	2,000 000	32,599 16	73,697 60	(41,098 44)
Bank of Amerıca Corp	299 720	48,894 17	17,314 38	31,579 79
JP Morgan	1,000 000	44,970 84	44,875 30	95 54
STOCK Capıtal Gaın (Loss)		$ 1,759,007 75	$ 1,711,669 20	$ 47,338 55
Mutual Funds Capıtal Gaın Dıstrıbutıons				-
				$ 47,338 55
BONDS				
IBM 2/09	140,000 000	140,000 00	141,016 40	(1,016 40)
Amerıcan Gen Fın 5 2 12/11	100,000 000	42,500 00	99,705 00	(57,205 00)
M&I Marshall 9/12	100,000 000	62,000 00	99,945 00	(37,945 00)
FHLMCMTN 3 875 7/10	175,000 000	175,000 00	175,000 00	0 00
Household Fın 4 75 5/09	200,000 000	200,000 00	199,982 00	18 00
Cred Suıs Fb 4 7 6/09	100,000 000	100,000 00	99,600 00	400 00
FFCB 2 875 5/13	100,000 000	100,000 00	100,000 00	0 00
BOND Capıtal Gaın (Loss)		$819,500 00	$915,248 40	($95,748 40)
TOTAL Capıtal Gaın (Loss)		$2,578,507 75	$2,626,917 60	($48,409 85)

Wells Family Foundation, Inc.

Average Monthly Balances
2009

	Cash Balance	FMV of Securities
January	8,810	4,407,224
February	5,111	4,083,878
March	6,556	4,647,864
April	11,619	4,792,494
May	4,514	5,091,469
June	5,063	5,083,821
July	6,358	5,396,862
August	8,704	5,646,379
September	7,968	5,785,885
October	2,987	5,667,486
November	4,535	5,846,909
December	4,339	5,755,633
	76,564	62,205,903
Average 12 Months	6,380	5,183,825
	To Part X Line 1b	To Part X Line 1a

Wells Family Foundation, Inc.

Contributions

2009

Date	Description		Amount
3/10/2009	St Andrews School	$	10,000 00
3/10/2009	Church of God		10,000 00
3/10/2009	Tennis & Education		10,000 00
3/10/2009	Glory of Zion		10,000 00
3/10/2009	Palm Beach Day School		10,000 00
3/10/2009	Minnesota Landscape		5,000 00
3/10/2009	Palm Beach Prayer		10,000 00
7/2/2009	Glory of Zion		10,000 00
10/15/2009	Greater Mpls Girl Scouts		5,000 00
10/15/2009	Dunkin Memorial		5,000 00
10/15/2009	Discovery Club		5,000 00
10/15/2009	Palm Beach Prayer		20,000 00
10/15/2009	Original Tabernacle		10,000 00
10/15/2009	Mple Crisis Nursery		5,000 00
10/15/2009	Carl Richardson Ministries		5,000 00
10/15/2009	Courgage Center		1,000 00
10/15/2009	St Martins by the Lake		3,000 00
10/15/2009	Episcopal Group Home		3,000 00
10/15/2009	Palm Beach Day School		20,000 00
10/15/2009	Cleveland Clinic Foundation		10,000 00
12/10/2009	Palm Beach Day School		50,000 00
12/28/2009	Glory of Zion		10,000 00
12/28/2009	Hanley Center Foundation		5,000 00
12/28/2009	St Thomas Academy		5,000 00
12/28/2009	Cape Eleuthera Island		4,000 00
12/28/2009	Glory of Zion		5,000 00
12/28/2009	Schoolyard Films		5,000 00
12/28/2009	Central Aisa Inst		1,000 00
	Total 1/1/09 - 12/31/09		252,000

Part XV Line 3a