LAYFOUND

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 , 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
LAY FAMILY FOUNDATION
A CORPORATION C/O TOD MOSES CPA

Number and street (or P O box number if mail is not delivered to street address): 10135 MANCHESTER ROAD
Room/suite: 206

City or town, state, and ZIP code: WARSON WOODS MO 63122

A Employer identification number: 43-1510405

B Telephone number (see page 10 of the instructions): 314-965-9775

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) ▶ $ 19,215,680

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)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	8,263	8,263		
4	Dividends and interest from securities	323,662	323,662		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	-1,693,315			
b	Gross sales price for all assets on line 6a 6,003,496				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 2	-35,919	-35,919		
12	**Total.** Add lines 1 through 11	-1,397,309	296,006	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	7,302	7,302		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	8,381	8,381		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) STMT 5	89,266	73,883		15,383
24	**Total operating and administrative expenses.** Add lines 13 through 23	104,949	89,566		15,383
25	Contributions, gifts, grants paid	1,080,453			1,080,453
26	**Total expenses and disbursements.** Add lines 24 and 25	1,185,402	89,566	0	1,095,836
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-2,582,711			
b	**Net investment income** (if negative, enter -0-)		206,440		
c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
SEP 30 2010
OGDEN, UT
IRS-OSC

SCANNED OCT 1 2010

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	1,115,591	1,289,631	1,289,631
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	20,000	20,000	20,000
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SEE STMT 6	13,636,038	10,578,830	10,437,176
	c	Investments—corporate bonds (attach schedule) SEE STMT 7	2,373,640	2,356,673	2,405,248
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) SEE STATEMENT 8	5,123,652	5,063,625	5,063,625
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	22,268,921	19,308,759	19,215,680
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	300,500	300,500	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	18,434,301	18,434,301	
	29	Retained earnings, accumulated income, endowment, or other funds	3,534,120	573,958	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	22,268,921	19,308,759	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	22,268,921	19,308,759	

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	22,268,921
2	Enter amount from Part I, line 27a	2	-2,582,711
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,686,210
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	377,451
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,308,759

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	N/A			
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

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

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	975,337	21,418,562	0.045537
2007	113,998	23,945,559	0.004761
2006	284,702	18,906,323	0.015059
2005	616,724	16,949,229	0.036387
2004	405,053	15,070,313	0.026878

2	**Total** of line 1, column (d)	2	0.128622
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	0.025724
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	17,309,645
5	Multiply line 4 by line 3	5	445,273
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,064
7	Add lines 5 and 6	7	447,337
8	Enter qualifying distributions from Part XII, line 4	8	1,095,836

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	2,064
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	2,064
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	2,064
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	20,000		
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	20,000
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	17,936
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 17,936 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MO			
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 10	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 ▶ TOD M MOSES CPA 10135 MANCHESTER RD Telephone no ▶ 314-965-9775

Located at ▶ WARSON WOODS, MO ZIP+4 ▶ 63122

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
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)?		N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here		▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 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		X
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)? N/A **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X
If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
LOUIS J GARR, JR. 7250 MARYLAND AVENUE	ST LOUIS MO 63130	PRESIDENT 3.00	0	0	0
JOHN E DOOLING, JR 1896 DOUGHERTY TERRACE	MANCHESTER MO 63021	CHAIRMAN 1.00	0	0	0
CHARLES B LUBER 307 SAGE LANE	BENTON KY 42025	CEO 1.00	0	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
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	11,932,214
b	Average of monthly cash balances	1b	577,415
c	Fair market value of all other assets (see page 24 of the instructions)	1c	5,063,615
d	**Total** (add lines 1a, b, and c)	1d	17,573,244
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	17,573,244
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	263,599
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,309,645
6	**Minimum investment return.** Enter 5% of line 5	6	865,482

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	865,482
2a	Tax on investment income for 2009 from Part VI, line 5 2a 2,064		
b	Income tax for 2009 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	2,064
3	Distributable amount before adjustments Subtract line 2c from line 1	3	863,418
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	863,418
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	863,418

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	1,095,836
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,095,836
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	2,064
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,093,772

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				863,418
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			880,098	
b	Total for prior years 20 ____ , 20 ____ , 20 ____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,095,836				
a	Applied to 2008, but not more than line 2a			880,098	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				215,738
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				647,680
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009				

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

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

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

	Tax year (a) 2009	Prior 3 years (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 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 ▶ [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 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 SEE STATEMENT 11				1,080,453
Total			▶ 3a	1,080,453
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	8,263	
4 Dividends and interest from securities			14	323,662	
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				-1,693,315	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ANTONIA-EDENS LP			16	223,198	
c ANTONIA-BRADLEY LP			16	-253,746	
d ANTONIA-BRADLEY PER LP			16	-5,371	
e					
12 Subtotal Add columns (b), (d), and (e)		0		-1,397,309	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -1,397,309

(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)
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
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] 9/27/2010 ▶ President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 09/21/10	Check if self-employed ▶ ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions) [redacted]
Firm's name (or yours if self-employed), address, and ZIP code ▶	TOD M. MOSES, CPA, PC 10135 MANCHESTER ROAD SUITE 206 WARSON WOODS, MO 63122		EIN ▶ 43-1350838 Phone no 314-965-9775

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received					
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
870-DELL INC			PURCHASE				
	7/20/09	12/28/09	$ 12,654	$ 11,180	$	$	$ 1,474
15-NVR INC			PURCHASE				
	6/30/09	12/28/09	10,683	7,519			3,164
410-INGERSOLL-RAND PLC			PURCHASE				
	6/05/09	12/28/09	14,860	9,365			5,495
125-NATIONAL - OILWELL INC			PURCHASE				
	5/26/09	12/28/09	5,648	4,448			1,200
50-AMAZON.COM INC			PURCHASE				
	5/22/09	12/28/09	6,983	3,780			3,203
70-VISA INC - CLASS A SHRS			PURCHASE				
	5/06/09	12/28/09	6,067	4,684			1,383
250-ACE LTD			PURCHASE				
	4/17/09	12/28/09	12,532	11,374			1,158
100-TARGET CORP			PURCHASE				
	4/17/09	12/28/09	4,842	4,023			819
215-NORTHROP GRUMMAN CORP			PURCHASE				
	4/02/09	12/28/09	12,193	9,907			2,286
75-ACE LTD			PURCHASE				
	3/19/09	12/28/09	3,760	2,947			813
15-THE WALT DISNEY CO.			PURCHASE				
	3/19/09	12/28/09	478	267			211
75-THE WALT DISNEY CO.			PURCHASE				
	2/17/09	12/28/09	2,390	1,341			1,049
60-DEVON ENERGY CORPORATION			PURCHASE				
	1/30/09	12/28/09	4,428	3,707			721
125-ARCELORMITTAL-NY REGISTERED			PURCHASE				
	8/05/09	12/24/09	5,639	4,732			907
15-ARCELORMITTAL-NY REGISTERED			PURCHASE				
	5/29/09	12/24/09	677	494			183
91-OCCIDENTAL PETROLEUM CORP			PURCHASE				
	2/03/09	12/21/09	7,350	5,028			2,322
200-LOWE'S COS INC			PURCHASE				
	5/26/09	12/18/09	4,717	4,004			713

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
250-LOWE'S COS INC			PURCHASE				
	4/29/09	12/18/09	$ 5,897	$ 5,440	$	$	$ 457
600-CORNING INC			PURCHASE				
	3/06/09	12/18/09	11,091	5,938			5,153
800-CORNING INC			PURCHASE				
	1/21/09	12/18/09	14,788	7,471			7,317
300-AETNA INC			PURCHASE				
	9/29/09	12/16/09	10,095	8,543			1,552
350-BLACK & DECKER CORP			PURCHASE				
	9/04/09	12/16/09	22,625	15,412			7,213
275-ACE LTD			PURCHASE				
	3/19/09	12/16/09	13,545	10,806			2,739
275-PROCTER & GAMBLE CO			PURCHASE				
	4/16/09	12/15/09	17,101	13,842			3,259
525-METLIFE INC			PURCHASE				
	1/20/09	12/15/09	19,311	13,803			5,508
200-CATERPILLAR INC			PURCHASE				
	7/15/09	12/09/09	11,232	6,715			4,517
25-CHEVRON CORP			PURCHASE				
	4/14/09	12/04/09	1,965	1,664			301
200-CHEVRON CORP			PURCHASE				
	3/25/09	12/04/09	15,720	13,836			1,884
50-CHEVRON CORP			PURCHASE				
	3/24/09	12/04/09	3,930	3,485			445
50-UNION PACIFIC CORP			PURCHASE				
	6/05/09	12/03/09	3,227	2,696			531
100-DU PONT (E.I.) DE NEMOURS			PURCHASE				
	5/04/09	12/02/09	3,523	2,922			601
200-DU PONT (E.I.) DE NEMOURS			PURCHASE				
	4/16/09	12/02/09	7,046	5,579			1,467
300-HOME DEPOT INC			PURCHASE				
	2/10/09	12/02/09	8,445	6,739			1,706
1000-VIACOM INC-CLASS B			PURCHASE				
	12/22/08	12/02/09	30,002	17,136			12,866

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
375-ALLSTATE CORP			PURCHASE				
	2/13/09	11/30/09	$ 10,536	$ 8,038	$	$	$ 2,498
175-PETROLEO BRASILEIRO-SPON AD			PURCHASE				
	8/06/09	11/25/09	8,092	6,109			1,983
35-RIO TINTO PLC-SPON ADR			PURCHASE				
	9/15/09	11/24/09	7,353	6,192			1,161
100-UNITED TECHNOLOGIES CORP			PURCHASE				
	9/11/09	11/19/09	6,773	6,164			609
350-MICROSOFT CORP			PURCHASE				
	10/16/09	11/16/09	10,363	9,255			1,108
50-FREEPORT-MCMORAN COPPER			PURCHASE				
	8/05/09	11/13/09	4,056	3,222			834
200-EMC CORP/MASS			PURCHASE				
	7/29/09	11/13/09	3,376	3,029			347
110-ARCELORMITTAL-NY REGISTERED			PURCHASE				
	5/29/09	11/13/09	4,061	3,622			439
700-US BANCORP			PURCHASE				
	5/14/09	11/13/09	16,439	12,451			3,988
350-PROCTER & GAMBLE CO			PURCHASE				
	4/16/09	11/13/09	21,583	17,618			3,965
50-DANAHER CORP			PURCHASE				
	2/27/09	11/13/09	3,619	2,538			1,081
225-ALLSTATE CORP			PURCHASE				
	2/13/09	11/13/09	6,464	4,823			1,641
125-EOG RESOURCES INC			PURCHASE				
	2/10/09	11/13/09	11,083	8,779			2,304
75-EOG RESOURCES INC			PURCHASE				
	2/04/09	11/13/09	6,650	5,163			1,487
250-GLAXOSMITHKLINE PLC-SPON AD			PURCHASE				
	1/27/09	11/13/09	10,328	8,903			1,425
50-METLIFE INC			PURCHASE				
	1/20/09	11/13/09	1,714	1,315			399
650-NEWS CORP			PURCHASE				
	12/23/08	11/13/09	8,177	5,315			2,862

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
200-OCCIDENTAL PETROLEUM CORP			PURCHASE				
	7/01/09	11/12/09	$ 16,529	$ 13,241	$	$	$ 3,288
100-METLIFE INC			PURCHASE				
	1/20/09	11/12/09	3,470	2,629			841
447-TAIWAN SEMICONDUCTOR-SP ADR			PURCHASE				
	9/17/09	11/11/09	4,577	4,867			-290
352-TAIWAN SEMICONDUCTOR-SP ADR			PURCHASE				
	5/07/09	11/11/09	3,605	3,624			-19
301-TAIWAN SEMICONDUCTOR-SP ADR			PURCHASE				
	5/05/09	11/11/09	3,082	3,329			-247
300-AETNA INC			PURCHASE				
	9/29/09	11/06/09	8,640	8,543			97
25-PETROLEO BRASILEIRO-SPON AD			PURCHASE				
	8/06/09	11/06/09	1,064	873			191
125-PETROLEO BRASILEIRO-SPON AD			PURCHASE				
	6/22/09	11/06/09	5,321	3,941			1,380
75-COLGATE-PALMOLIVE CO			PURCHASE				
	1/20/09	11/06/09	5,999	4,758			1,241
250-ALTERA CORPORATION			PURCHASE				
	8/06/09	11/05/09	5,011	4,715			296
75-UNION PACIFIC CORP			PURCHASE				
	6/05/09	11/04/09	4,470	4,043			427
1400-SCHERING-PLOUGH CORP			PURCHASE				
	4/30/09	11/04/09	14,700	13,661			1,039
1800-SCHERING-PLOUGH CORP			PURCHASE				
	3/23/09	11/04/09	18,900	18,290			610
550-GLAXOSMITHKLINE PLC-SPON AD			PURCHASE				
	1/27/09	11/03/09	21,993	19,586			2,407
200-EOG RESOURCES INC			PURCHASE				
	2/04/09	10/29/09	17,071	13,769			3,302
234-OCCIDENTAL PETROLEUM CORP			PURCHASE				
	2/03/09	10/29/09	18,578	12,930			5,648
800-LIMITED BRANDS INC			PURCHASE				
	1/12/09	10/28/09	13,845	7,188			6,657

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
400-LIMITED BRANDS INC			PURCHASE				
	1/12/09	10/28/09	$ 6,923	$ 3,594	$	$	$ 3,329
100-FREEPORT-MCMORAN COPPER			PURCHASE				
	6/05/09	10/26/09	8,292	5,749			2,543
75-FREEPORT-MCMORAN COPPER			PURCHASE				
	5/05/09	10/26/09	6,219	3,698			2,521
75-APACHE CORP			PURCHASE				
	6/01/09	10/22/09	7,595	6,492			1,103
75-EMERSON ELECTRIC CO			PURCHASE				
	3/31/09	10/22/09	3,000	2,139			861
550-NEWS CORP			PURCHASE				
	12/23/08	10/16/09	6,848	4,497			2,351
75-CATERPILLAR INC			PURCHASE				
	7/15/09	10/14/09	4,030	2,518			1,512
425-AMERICAN TOWER CORP-CL A			PURCHASE				
	7/14/09	10/14/09	16,046	13,422			2,624
450-CATERPILLAR INC			PURCHASE				
	6/03/09	10/14/09	24,178	16,462			7,716
100-MCDONALD'S CORP			PURCHASE				
	2/10/09	10/12/09	5,679	5,847			-168
25-MCDONALD'S CORP			PURCHASE				
	11/18/08	10/12/09	1,420	1,380			40
125-LOWE'S COS INC			PURCHASE				
	4/29/09	10/09/09	2,575	2,720			-145
225-LOWE'S COS INC			PURCHASE				
	4/23/09	10/09/09	4,634	4,649			-15
150-UNION PACIFIC CORP			PURCHASE				
	4/28/09	10/07/09	8,765	7,049			1,716
425-CAPITAL ONE FINANCIAL CORP			PURCHASE				
	1/15/09	10/07/09	15,667	10,562			5,105
50-VISA INC - CLASS A SHRS			PURCHASE				
	5/06/09	10/06/09	3,400	3,345			55
25-VISA INC - CLASS A SHRS			PURCHASE				
	4/30/09	10/06/09	1,700	1,677			23

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
50-APACHE CORP			PURCHASE				
	6/01/09	9/25/09	$ 4,651	$ 4,328	$	$	$ 323
25-APACHE CORP			PURCHASE				
	5/22/09	9/25/09	2,326	1,964			362
75-TOYOTA MOTOR CORP -SPON ADR			PURCHASE				
	5/07/09	9/22/09	6,239	6,150			89
775-CAPITAL ONE FINANCIAL CORP			PURCHASE				
	1/15/09	9/17/09	30,386	19,260			11,126
25-EMERSON ELECTRIC CO			PURCHASE				
	3/31/09	9/16/09	1,012	713			299
100-COCA-COLA CO/THE			PURCHASE				
	3/19/09	9/16/09	5,234	4,189			1,045
75-EMERSON ELECTRIC CO			PURCHASE				
	2/11/09	9/16/09	3,037	2,460			577
150-MICROSOFT CORP			PURCHASE				
	2/11/09	9/16/09	3,763	2,849			914
75-MCDONALD'S CORP			PURCHASE				
	11/18/08	9/16/09	4,157	4,139			18
25-MCDONALD'S CORP			PURCHASE				
	10/06/08	9/16/09	1,386	1,457			-71
125-FREEPORT-MCMORAN COPPER & GOLD			PURCHASE				
	5/05/09	9/14/09	8,703	6,164			2,539
375-EASTMAN CHEMICAL COMPANY			PURCHASE				
	11/05/08	9/14/09	19,761	15,586			4,175
100-NUCOR CORP			PURCHASE				
	5/05/09	9/11/09	4,643	4,409			234
753-ALTRIA GROUP INC			PURCHASE				
	4/13/09	9/11/09	13,660	12,424			1,236
50-GOLDMAN SACHS GROUP INC			PURCHASE				
	10/28/08	9/11/09	8,734	4,762			3,972
145-JPMORGAN CHASE & CO			PURCHASE				
	9/26/08	9/11/09	6,174	5,873			301
100-BAXTER INTERNATIONAL INC			PURCHASE				
	10/15/08	9/10/09	5,565	6,051			-486

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
50-PROCTER & GAMBLE CO	9/11/08	9/10/09	PURCHASE $ 2,794	$ 3,618	$	$	$ -824
400-ELI LILLY & CO	4/09/09	9/02/09	PURCHASE 13,163	13,021			142
1700-ERICSSON (LM) TEL-SP ADR	11/06/08	8/26/09	PURCHASE 15,854	11,435			4,419
250-CARDINAL HEALTH INC	4/17/09	8/20/09	PURCHASE 8,691	8,520			171
75-EOG RESOURCES INC	3/31/09	8/20/09	PURCHASE 5,519	4,270			1,249
125-OCCIDENTAL PETROLEUM CORP	2/03/09	8/20/09	PURCHASE 8,955	6,907			2,048
450-CARDINAL HEALTH INC	11/06/08	8/20/09	PURCHASE 15,643	17,240			-1,597
125-EMERSON ELECTRIC CO	2/11/09	8/19/09	PURCHASE 4,326	4,100			226
600-HARTFORD FINANCIAL SVCS GRP	1/21/09	8/13/09	PURCHASE 11,788	7,574			4,214
300-HARTFORD FINANCIAL SVCS GRP	10/31/08	8/13/09	PURCHASE 5,894	3,017			2,877
600-MASCO CORP	5/14/09	8/11/09	PURCHASE 8,636	5,691			2,945
50-CHEVRON CORP	3/24/09	8/11/09	PURCHASE 3,414	3,485			-71
800-NEWS CORP	12/23/08	8/11/09	PURCHASE 8,849	6,542			2,307
1200-SAFEWAY INC	11/05/08	8/07/09	PURCHASE 22,239	26,203			-3,964
62-PROCTER & GAMBLE CO	9/11/08	8/07/09	PURCHASE 3,218	4,486			-1,268
250-EMERSON ELECTRIC CO	1/30/09	8/05/09	PURCHASE 8,710	8,351			359
125-THE WALT DISNEY CO.	2/17/09	8/04/09	PURCHASE 3,176	2,234			942

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
150-THE WALT DISNEY CO.			PURCHASE				
	12/17/08	8/04/09	$ 3,811	$ 3,527	$	$	$ 284
100-MCDONALD'S CORP			PURCHASE				
	10/06/08	8/04/09	5,501	5,829			-328
650-ARCHER-DANIELS-MIDLAND CO			PURCHASE				
	12/17/08	7/31/09	19,696	18,772			924
1100-TYSON FOODS INC-CL A			PURCHASE				
	12/19/08	7/30/09	12,468	8,696			3,772
21-APACHE CORP			PURCHASE				
	5/22/09	7/29/09	1,604	1,650			-46
400-US BANCORP			PURCHASE				
	5/14/09	7/29/09	7,920	7,115			805
100-LIBERTY ENTERTAINMENT-CL A			PURCHASE				
	4/13/09	7/23/09	2,693	2,231			462
300-DU PONT (E.I.) DE NEMOURS			PURCHASE				
	4/16/09	7/22/09	8,465	8,369			96
175-LIBERTY ENTERTAINMENT-CL A			PURCHASE				
	4/13/09	7/22/09	4,633	3,905			728
100-MCDONALD'S CORP			PURCHASE				
	10/06/08	7/16/09	5,708	5,829			-121
200-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	1/27/09	7/15/09	9,900	10,022			-122
400-CAPITAL ONE FINANCIAL CORP			PURCHASE				
	1/15/09	7/15/09	9,743	9,941			-198
175-PROCTER & GAMBLE CO			PURCHASE				
	4/16/09	7/13/09	9,216	8,809			407
250-AMGEN INC			PURCHASE				
	1/27/09	7/13/09	14,458	13,290			1,168
175-PROCTER & GAMBLE CO			PURCHASE				
	11/13/08	7/13/09	9,216	11,009			-1,793
63-PROCTER & GAMBLE CO			PURCHASE				
	9/11/08	7/13/09	3,318	4,558			-1,240
50-EOG RESOURCES INC			PURCHASE				
	7/28/08	7/10/09	3,123	5,216			-2,093

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
50-EOG RESOURCES INC			PURCHASE				
	7/10/08	7/10/09	$ 3,123	$ 5,702	$	$	$ -2,579
950-NOKIA CORP-SPON ADR			PURCHASE				
	1/22/09	6/29/09	14,271	11,610			2,661
200-METLIFE INC			PURCHASE				
	10/08/08	6/29/09	6,001	5,300			701
50-METLIFE INC			PURCHASE				
	10/08/08	6/29/09	1,500	1,325			175
75-AMGEN INC			PURCHASE				
	1/27/09	6/23/09	3,836	3,987			-151
475-AMGEN INC			PURCHASE				
	11/05/08	6/23/09	24,295	28,493			-4,198
35-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	7/25/08	6/18/09	1,504	1,853			-349
75-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	7/08/08	6/18/09	3,222	3,916			-694
100-PETROLEO BRASILEIRO S.A.-ADR			PURCHASE				
	5/29/09	6/12/09	4,422	4,411			11
3600-REGIONS FINANCIAL CORP			PURCHASE				
	5/20/09	6/12/09	16,022	14,400			1,622
75-CREDIT SUISSE GROUP-SPON ADR			PURCHASE				
	5/06/09	6/12/09	3,492	2,895			597
75-FREEPORT MCMORAN COPPER &			PURCHASE				
	5/05/09	6/12/09	4,413	3,698			715
75-VISA INC			PURCHASE				
	4/30/09	6/12/09	4,867	5,032			-165
175-BANK NEW YORK MELLON CORP			PURCHASE				
	4/17/09	6/12/09	5,040	5,350			-310
1300-ELI LILLY & CO			PURCHASE				
	4/09/09	6/12/09	44,926	42,317			2,609
50-GENERAL MILLS INC			PURCHASE				
	3/19/09	6/12/09	2,751	2,393			358
500-LINCOLN NATIONAL CORP			PURCHASE				
	2/18/09	6/12/09	8,880	6,604			2,276

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
50-COLGATE-PALMOLIVE CO			PURCHASE				
	1/20/09	6/12/09	$ 3,569	$ 3,172	$	$	$ 397
700-NEWS CORP INC-CL A			PURCHASE				
	12/23/08	6/12/09	7,233	5,724			1,509
600-TYSON FOODS INC-CL A			PURCHASE				
	12/19/08	6/12/09	7,851	4,744			3,107
325-THE WALT DISNEY CO.			PURCHASE				
	12/17/08	6/12/09	8,104	7,641			463
200-CORNING INC			PURCHASE				
	11/28/08	6/12/09	3,156	1,817			1,339
1800-CORNING INC			PURCHASE				
	11/28/08	6/12/09	28,404	16,357			12,047
25-GOLDMAN SACHS GROUP INC			PURCHASE				
	10/28/08	6/12/09	3,641	2,381			1,260
75-BAXTER INTERNATIONAL INC			PURCHASE				
	10/15/08	6/12/09	3,744	4,538			-794
50-WAL-MART STORES INC			PURCHASE				
	10/09/08	6/12/09	2,487	2,729			-242
230-JPMORGAN CHASE & CO			PURCHASE				
	9/26/08	6/12/09	8,081	9,315			-1,234
125-DEVON ENERGY CORPORATION			PURCHASE				
	9/15/08	6/12/09	8,197	11,215			-3,018
75-MCDONALD'S CORP			PURCHASE				
	8/12/08	6/12/09	4,364	4,847			-483
75-WAL-MART STORES INC			PURCHASE				
	8/06/08	6/12/09	3,730	4,513			-783
4-APACHE CORP			PURCHASE				
	7/25/08	6/12/09	336	438			-102
52-APACHE CORP			PURCHASE				
	7/25/08	6/12/09	4,372	5,689			-1,317
151-APACHE CORP			PURCHASE				
	6/27/08	6/12/09	12,694	20,690			-7,996
2525-MOTOROLA INC			PURCHASE				
	6/12/08	6/12/09	16,868	22,642			-5,774

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
225-QUALCOMM INC			PURCHASE				
	6/12/08	6/12/09	$ 10,327	$ 10,978	$	$	$ -651
500-LINCOLN NATIONAL CORP			PURCHASE				
	2/18/09	6/11/09	9,483	6,604			2,879
1000-SANOFI SYNTHELABO SA			PURCHASE				
	12/19/08	6/11/09	32,556	32,702			-146
250-MAGNA INTERNATIONAL INC-CL A			PURCHASE				
	12/17/08	6/11/09	9,882	7,722			2,160
325-EASTMAN CHEMICAL COMPANY			PURCHASE				
	11/05/08	6/11/09	13,438	13,508			-70
100-WESTERN DIGITAL CORP			PURCHASE				
	8/21/08	6/01/09	2,564	2,832			-268
150-WESTERN DIGITAL CORP			PURCHASE				
	8/21/08	6/01/09	3,847	4,249			-402
100-WESTERN DIGITAL CORP			PURCHASE				
	8/12/08	6/01/09	2,564	2,930			-366
300-WESTERN DIGITAL CORP			PURCHASE				
	8/12/08	6/01/09	7,693	8,791			-1,098
175-SCHWAB (CHARLES) CORP			PURCHASE				
	12/19/08	5/29/09	3,062	2,776			286
250-MAGNA INTERNATIONAL INC-CL A			PURCHASE				
	12/17/08	5/29/09	8,095	7,722			373
250-NETAPP INC			PURCHASE				
	4/23/09	5/28/09	4,674	4,600			74
225-DEVON ENERGY CORPORATION			PURCHASE				
	9/04/08	5/28/09	14,124	21,379			-7,255
1500-SAFEWAY INC			PURCHASE				
	11/05/08	5/22/09	30,079	32,754			-2,675
25-SCHWAB (CHARLES) CORP			PURCHASE				
	12/19/08	5/21/09	420	397			23
175-SCHWAB (CHARLES) CORP			PURCHASE				
	10/21/08	5/21/09	2,938	3,622			-684
125-JACOBS ENGINEERING GROUP INC			PURCHASE				
	1/16/09	5/20/09	5,050	5,905			-855

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-ABBOTT LABORATORIES			PURCHASE				
	8/12/08	5/20/09	$ 4,357	$ 5,920	$	$	$ -1,563
200-HOME DEPOT INC			PURCHASE				
	2/10/09	5/18/09	5,106	4,492			614
500-TJX COMPANIES INC			PURCHASE				
	12/23/08	5/18/09	13,800	9,785			4,015
500-HOME DEPOT INC			PURCHASE				
	10/29/08	5/18/09	12,765	10,496			2,269
1700-GAP INC/THE			PURCHASE				
	2/18/09	5/15/09	25,706	19,158			6,548
175-THE WALT DISNEY CO.			PURCHASE				
	11/28/08	5/13/09	4,143	3,895			248
150-THE WALT DISNEY CO.			PURCHASE				
	10/16/08	5/13/09	3,551	3,528			23
1400-BRISTOL-MYERS SQUIBB CO			PURCHASE				
	11/05/08	5/12/09	28,601	29,722			-1,121
75-BAXTER INTERNATIONAL INC			PURCHASE				
	10/08/08	5/12/09	3,812	4,651			-839
50-COCA-COLA CO/THE			PURCHASE				
	3/19/09	5/11/09	2,141	2,095			46
75-PACCAR INC			PURCHASE				
	4/15/09	5/07/09	2,467	2,283			184
150-MICROSOFT CORP			PURCHASE				
	2/10/09	5/07/09	2,898	2,846			52
600-LIMITED BRANDS INC			PURCHASE				
	1/12/09	5/07/09	7,578	5,391			2,187
50-LOCKHEED MARTIN CORP			PURCHASE				
	10/16/08	5/07/09	3,967	4,417			-450
1200-NVIDIA CORP			PURCHASE				
	9/05/08	5/07/09	13,080	13,922			-842
25-GENERAL MILLS INC			PURCHASE				
	3/19/09	5/06/09	1,297	1,196			101
125-HONEYWELL INTERNATIONAL INC			PURCHASE				
	1/16/09	5/06/09	4,105	4,108			-3

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-GENERAL MILLS INC			PURCHASE				
	11/04/08	5/06/09	$ 5,189	$ 6,858	$	$	$ -1,669
75-BECTON DICKINSON & CO			PURCHASE				
	3/19/09	5/05/09	4,588	4,849			-261
25-COLGATE-PALMOLIVE CO			PURCHASE				
	1/20/09	5/05/09	1,543	1,586			-43
700-ERICSSON L M TEL CO			PURCHASE				
	11/06/08	5/05/09	5,984	4,708			1,276
300-ERICSSON L M TEL CO			PURCHASE				
	10/24/08	5/05/09	2,565	1,940			625
100-MOLSON COORS BREWING CO -B			PURCHASE				
	11/28/08	5/04/09	3,856	4,518			-662
250-TJX COMPANIES INC			PURCHASE				
	12/23/08	5/01/09	6,970	4,893			2,077
50-BECTON DICKINSON & CO			PURCHASE				
	10/16/08	5/01/09	3,053	3,511			-458
50-BECTON DICKINSON & CO			PURCHASE				
	7/28/08	5/01/09	3,053	4,255			-1,202
25-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	7/08/08	5/01/09	922	1,305			-383
150-PACCAR INC			PURCHASE				
	4/15/09	4/30/09	5,297	4,567			730
25-ABBOTT LABORATORIES			PURCHASE				
	8/12/08	4/28/09	1,080	1,480			-400
75-BECTON DICKINSON & CO			PURCHASE				
	7/28/08	4/28/09	4,709	6,382			-1,673
325-TOYOTA MOTOR CORP -SPON ADR			PURCHASE				
	5/29/08	4/24/09	26,130	32,152			-6,022
300-NOKIA CORP-SPON ADR			PURCHASE				
	1/22/09	4/22/09	4,458	3,666			792
700-NOKIA CORP-SPON ADR			PURCHASE				
	10/13/08	4/22/09	10,403	11,446			-1,043
5-LOCKHEED MARTIN CORP			PURCHASE				
	10/16/08	4/20/09	379	442			-63

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
45-LOCKHEED MARTIN CORP			PURCHASE				
	9/24/08	4/20/09	$ 3,412	$ 4,877	$	$	$ -1,465
25-TJX COMPANIES INC			PURCHASE				
	12/23/08	4/14/09	677	489			188
600-TJX COMPANIES INC			PURCHASE				
	12/23/08	4/14/09	16,253	11,742			4,511
25-TJX COMPANIES INC			PURCHASE				
	12/23/08	4/14/09	677	489			188
250-J C PENNEY CO INC			PURCHASE				
	11/05/08	4/13/09	6,603	5,683			920
175-BUNGE LTD			PURCHASE				
	12/17/08	4/09/09	9,959	8,291			1,668
50-BUNGE LTD			PURCHASE				
	11/06/08	4/09/09	2,845	2,074			771
600-WYETH			PURCHASE				
	11/05/08	4/09/09	25,379	20,358			5,021
700-WYETH			PURCHASE				
	8/26/08	4/09/09	29,608	29,620			-12
300-BUNGE LTD			PURCHASE				
	11/06/08	4/08/09	16,810	12,445			4,365
500-NVIDIA CORP			PURCHASE				
	9/05/08	4/07/09	5,507	5,801			-294
800-NOKIA CORP-SPON ADR			PURCHASE				
	10/13/08	4/02/09	10,210	13,081			-2,871
430-ARCHER-DANIELS-MIDLAND CO			PURCHASE				
	12/17/08	12/28/09	13,571	12,418			1,153
1500-MOTOROLA INC			PURCHASE				
	9/26/08	12/28/09	11,700	11,264			436
100-DEVON ENERGY CORPORATION			PURCHASE				
	9/24/08	12/28/09	7,380	10,125			-2,745
50-DEVON ENERGY CORPORATION			PURCHASE				
	9/15/08	12/28/09	3,690	4,486			-796
99-GOLDMAN SACHS GROUP INC			PURCHASE				
	9/09/08	12/28/09	16,207	16,072			135

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
375-INTEL CORP			PURCHASE				
	9/04/08	12/28/09	$ 7,583	$ 7,957	$	$	$ -374
320-WESTERN DIGITAL CORP			PURCHASE				
	8/21/08	12/28/09	14,073	9,064			5,009
60-QUALCOMM INC			PURCHASE				
	7/15/08	12/28/09	2,770	2,873			-103
330-MERCK & CO. INC.			PURCHASE				
	7/08/08	12/28/09	12,306	12,256			50
50-QUALCOMM INC			PURCHASE				
	7/02/08	12/28/09	2,308	2,299			9
4600-SPRINT NEXTEL CORP			PURCHASE				
	4/09/08	12/28/09	16,977	30,227			-13,250
215-AT&T INC			PURCHASE				
	3/31/08	12/28/09	6,082	8,243			-2,161
25-APPLE INC			PURCHASE				
	2/21/08	12/28/09	5,287	3,075			2,212
200-AT&T INC			PURCHASE				
	11/06/07	12/28/09	5,658	7,956			-2,298
26-GOLDMAN SACHS GROUP INC			PURCHASE				
	9/04/07	12/28/09	4,256	4,700			-444
300-CONOCOPHILLIPS			PURCHASE				
	8/31/07	12/28/09	15,306	24,671			-9,365
225-MACY'S INC			PURCHASE				
	5/09/07	12/28/09	3,985	9,862			-5,877
300-MACY'S INC			PURCHASE				
	4/30/07	12/28/09	5,314	13,336			-8,022
200-MACY'S INC			PURCHASE				
	3/19/07	12/28/09	3,542	9,000			-5,458
5-APPLE INC			PURCHASE				
	3/14/07	12/28/09	1,057	444			613
120-CISCO SYSTEMS INC			PURCHASE				
	1/25/07	12/28/09	2,880	3,184			-304
10-GOOGLE INC-CL A			PURCHASE				
	9/06/06	12/28/09	6,216	3,818			2,398

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
7594.684-BERNSTEIN INTER. DURATION I			PURCHASE				
	6/12/06	12/28/09	$ 114,300	$ 112,401	$	$	$ 1,899
1564.549-BERNSTEIN EMERGING MARKETS			PURCHASE				
	6/09/06	12/28/09	44,500	55,786			-11,286
2922.976-BERNSTEIN INTERNATIONAL POR			PURCHASE				
	6/09/06	12/28/09	44,400	72,987			-28,587
600-PFIZER INC			PURCHASE				
	5/08/06	12/28/09	11,138	15,327			-4,189
325-PFIZER INC			PURCHASE				
	5/01/06	12/28/09	6,033	8,198			-2,165
90-GILEAD SCIENCES INC			PURCHASE				
	2/28/06	12/28/09	3,893	2,831			1,062
60-PEPSICO INC			PURCHASE				
	10/07/03	12/28/09	3,661	2,851			810
200-CORNING INC			PURCHASE				
	11/28/08	12/18/09	3,697	1,817			1,880
66-TIME WARNER INC			PURCHASE				
	11/05/08	12/16/09	1,988	1,489			499
100-KOHLS CORP			PURCHASE				
	7/25/08	12/16/09	5,455	4,280			1,175
100-COSTCO WHOLESALE CORP			PURCHASE				
	6/17/08	12/16/09	5,900	7,068			-1,168
65-SCHLUMBERGER LTD			PURCHASE				
	6/11/07	12/16/09	4,141	5,216			-1,075
466-TIME WARNER INC			PURCHASE				
	8/05/04	12/16/09	14,034	16,171			-2,137
468-TIME WARNER INC			PURCHASE				
	3/22/04	12/16/09	14,094	16,010			-1,916
175-MERCK & CO. INC.			PURCHASE				
	7/08/08	12/09/09	6,384	6,499			-115
75-QUALCOMM INC			PURCHASE				
	7/02/08	12/08/09	3,376	3,449			-73
150-CISCO SYSTEMS INC			PURCHASE				
	1/25/07	12/04/09	3,615	3,980			-365

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
75-CISCO SYSTEMS INC			PURCHASE				
	1/08/07	12/04/09	$ 1,807	$ 2,147	$	$	$ -340
170-MERCK & CO. INC.			PURCHASE				
	7/08/08	11/20/09	6,137	6,314			-177
80-MERCK & CO. INC.			PURCHASE				
	6/30/08	11/20/09	2,888	3,028			-140
170-JPMORGAN CHASE & CO			PURCHASE				
	9/26/08	11/16/09	7,397	6,885			512
45-APPLE INC			PURCHASE				
	3/14/07	11/16/09	9,342	3,994			5,348
785.855-BERNSTEIN INTER. DURATION IN			PURCHASE				
	6/12/06	11/16/09	12,000	11,631			369
2192.649-BERNSTEIN INTERNATIONAL POR			PURCHASE				
	6/09/06	11/16/09	34,600	54,750			-20,150
40-GOLDMAN SACHS GROUP INC			PURCHASE				
	11/04/08	11/13/09	7,041	3,562			3,479
100-WAL-MART STORES INC			PURCHASE				
	10/09/08	11/13/09	5,322	5,458			-136
220-MERCK & CO. INC.			PURCHASE				
	6/30/08	11/13/09	7,265	8,326			-1,061
30-MERCK & CO. INC.			PURCHASE				
	6/05/08	11/13/09	991	1,158			-167
5-CME GROUP INC			PURCHASE				
	5/20/08	11/13/09	1,561	2,410			-849
500-ALLSTATE CORP			PURCHASE				
	3/05/08	11/13/09	14,364	23,976			-9,612
25-CME GROUP INC			PURCHASE				
	3/04/08	11/13/09	7,806	12,599			-4,793
50-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	3/04/08	11/13/09	3,060	2,114			946
25-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	2/21/08	11/13/09	1,530	1,276			254
45-HEWLETT-PACKARD CO			PURCHASE				
	1/10/08	11/13/09	2,240	2,029			211

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	How Received	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-CAMERON INTERNATIONAL CORP	PURCHASE	11/23/07	11/13/09	$ 3,997	$ 4,670	$	$	$ -673
900-AT&T INC	PURCHASE	11/06/07	11/13/09	23,635	35,802			-12,167
85-CELGENE CORP	PURCHASE	11/06/07	11/13/09	4,526	5,507			-981
25-CELGENE CORP	PURCHASE	7/18/07	11/13/09	1,331	1,474			-143
75-HEWLETT-PACKARD CO	PURCHASE	3/15/07	11/13/09	3,734	2,972			762
20-APPLE INC	PURCHASE	3/14/07	11/13/09	4,068	1,775			2,293
125-CISCO SYSTEMS INC	PURCHASE	1/08/07	11/13/09	2,945	3,578			-633
30-FRANKLIN RESOURCES INC	PURCHASE	1/08/07	11/13/09	3,370	3,404			-34
100-CISCO SYSTEMS INC	PURCHASE	12/06/06	11/13/09	2,356	2,708			-352
2-GOOGLE INC-CL A	PURCHASE	9/06/06	11/13/09	1,139	764			375
411.509-BERNSTEIN INTER. DURATION IN	PURCHASE	6/12/06	11/13/09	6,263	6,090			173
0.954-BERNSTEIN INTER. DURATION INST	PURCHASE	6/12/06	11/13/09		14			-14
1784-BERNSTEIN EMERGING MARKETS PORT	PURCHASE	6/09/06	11/13/09	50,000	63,611			-13,611
1257.491-BERNSTEIN INTER. DURATION I	PURCHASE	6/09/06	11/13/09	19,137	18,623			514
10102.96-BERNSTEIN INTERNATIONAL POR	PURCHASE	6/09/06	11/13/09	157,000	252,271			-95,271
1000-CBS CORP-CLASS B	PURCHASE	6/09/06	11/13/09	12,850	26,301			-13,451
100-CBS CORP-CLASS B	PURCHASE	6/09/06	11/13/09	1,285	2,630			-1,345

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
14-GOOGLE INC-CL A			PURCHASE				
	6/01/06	11/13/09	$ 7,974	$ 5,239	$	$	$ 2,735
400-CBS CORP-CLASS B			PURCHASE				
	5/02/06	11/13/09	5,140	10,288			-5,148
9-GOOGLE INC-CL A			PURCHASE				
	2/22/06	11/13/09	5,126	3,299			1,827
90-PEPSICO INC			PURCHASE				
	10/07/03	11/13/09	5,562	4,276			1,286
250-METLIFE INC			PURCHASE				
	10/08/08	11/12/09	8,676	6,625			2,051
425-MERCK & CO. INC.			PURCHASE				
	6/05/08	11/12/09	14,169	16,405			-2,236
175-APACHE CORP			PURCHASE				
	8/13/08	11/09/09	17,658	18,504			-846
60-SCHLUMBERGER LTD			PURCHASE				
	5/30/07	11/09/09	3,909	4,734			-825
25-SCHLUMBERGER LTD			PURCHASE				
	5/10/06	11/09/09	1,629	1,800			-171
745-MERCK & CO. INC.			PURCHASE				
	6/05/08	11/06/09	24,302	28,757			-4,455
200-JPMORGAN CHASE & CO			PURCHASE				
	1/15/08	11/02/09	8,414	7,867			547
150-TEVA PHARMACEUTICAL-SP ADR			PURCHASE				
	1/18/08	10/22/09	7,597	7,218			379
75-CELGENE CORP			PURCHASE				
	7/18/07	10/22/09	4,248	4,422			-174
25-CELGENE CORP			PURCHASE				
	7/11/07	10/22/09	1,416	1,474			-58
100-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	2/21/08	10/21/09	5,675	5,104			571
10-GOOGLE INC-CL A			PURCHASE				
	2/22/06	10/19/09	5,512	3,665			1,847
125-GILEAD SCIENCES INC			PURCHASE				
	2/08/06	10/14/09	5,736	3,773			1,963

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
140-JPMORGAN CHASE & CO			PURCHASE				
	1/15/08	10/07/09	$ 6,271	$ 5,507	$	$	$ 764
160-JPMORGAN CHASE & CO			PURCHASE				
	11/06/06	10/07/09	7,167	7,604			-437
500-BP PLC-SPONS ADR			PURCHASE				
	1/23/08	10/05/09	25,632	30,594			-4,962
100-BP PLC-SPONS ADR			PURCHASE				
	10/16/07	10/05/09	5,126	7,653			-2,527
75-HEWLETT-PACKARD CO			PURCHASE				
	3/15/07	10/05/09	3,418	2,972			446
450-EXXON MOBIL CORP			PURCHASE				
	5/25/07	9/30/09	30,897	37,453			-6,556
5-APPLE INC			PURCHASE				
	3/14/07	9/21/09	911	444			467
35-APPLE INC			PURCHASE				
	7/24/06	9/21/09	6,375	2,140			4,235
25-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	2/21/08	9/16/09	1,394	1,276			118
50-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	11/09/07	9/16/09	2,788	2,391			397
1542-ALTRIA GROUP INC			PURCHASE				
	9/04/08	9/11/09	27,974	32,585			-4,611
105-ALTRIA GROUP INC			PURCHASE				
	1/15/08	9/11/09	1,905	2,527			-622
200-ALTRIA GROUP INC			PURCHASE				
	9/28/07	9/11/09	3,628	4,259			-631
300-ALTRIA GROUP INC			PURCHASE				
	8/20/07	9/11/09	5,442	6,184			-742
200-ALTRIA GROUP INC			PURCHASE				
	7/09/07	9/11/09	3,628	4,387			-759
700-CBS CORP-CLASS B			PURCHASE				
	5/02/06	9/11/09	8,182	18,005			-9,823
50-HEWLETT-PACKARD CO			PURCHASE				
	3/15/07	8/28/09	2,241	1,981			260

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-HEWLETT-PACKARD CO			PURCHASE				
	3/12/07	8/28/09	$ 4,482	$ 4,016	$	$	$ 466
125-NIKE INC -CL B			PURCHASE				
	5/01/08	8/27/09	7,001	8,461			-1,460
75-MONSANTO CO			PURCHASE				
	4/02/07	8/24/09	6,342	4,101			2,241
275-APACHE CORP			PURCHASE				
	8/13/08	8/20/09	23,805	29,077			-5,272
90-APACHE CORP			PURCHASE				
	7/25/08	8/20/09	7,791	9,847			-2,056
50-CARDINAL HEALTH INC			PURCHASE				
	5/14/08	8/20/09	1,738	2,784			-1,046
125-KOHLS CORP			PURCHASE				
	1/03/07	8/20/09	6,423	8,478			-2,055
100-XL CAPITAL LTD -CLASS A			PURCHASE				
	6/09/06	8/20/09	1,500	6,405			-4,905
400-XL CAPITAL LTD -CLASS A			PURCHASE				
	7/24/03	8/20/09	5,999	31,208			-25,209
50-EXXON MOBIL CORP			PURCHASE				
	5/25/07	8/19/09	3,371	4,161			-790
200-EXXON MOBIL CORP			PURCHASE				
	5/23/07	8/19/09	13,483	16,620			-3,137
300-EXXON MOBIL CORP			PURCHASE				
	6/09/06	8/19/09	20,224	17,812			2,412
50-COSTCO WHOLESALE CORP			PURCHASE				
	6/17/08	8/11/09	2,447	3,534			-1,087
50-COSTCO WHOLESALE CORP			PURCHASE				
	4/04/08	8/11/09	2,447	3,330			-883
300-ALLSTATE CORP			PURCHASE				
	12/06/07	8/11/09	8,130	15,764			-7,634
350-CHEVRON CORP			PURCHASE				
	7/09/07	8/11/09	23,896	31,059			-7,163
63-PROCTER & GAMBLE CO			PURCHASE				
	1/07/08	8/07/09	3,270	4,553			-1,283

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received: Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
425-CISCO SYSTEMS INC			PURCHASE				
	12/06/06	8/03/09	$ 9,570	$ 11,507	$	$	$ -1,937
50-CISCO SYSTEMS INC			PURCHASE				
	12/06/06	8/03/09	1,126	1,354			-228
54-APACHE CORP			PURCHASE				
	7/25/08	7/29/09	4,125	5,908			-1,783
100-TEVA PHARMACEUTICAL-SPON AD			PURCHASE				
	1/18/08	7/29/09	5,402	4,812			590
65-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	7/25/08	7/27/09	3,031	3,442			-411
100-MONSANTO CO			PURCHASE				
	4/02/07	7/22/09	7,972	5,468			2,504
25-MONSANTO CO			PURCHASE				
	7/20/06	7/22/09	1,993	1,061			932
650-KROGER CO			PURCHASE				
	10/06/03	7/20/09	13,974	12,333			1,641
100-HEWLETT-PACKARD CO			PURCHASE				
	3/12/07	7/16/09	3,913	4,016			-103
125-HEWLETT-PACKARD CO			PURCHASE				
	12/21/06	7/16/09	4,891	5,127			-236
400-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	4/04/08	7/15/09	19,801	28,703			-8,902
25-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	4/02/08	7/15/09	1,238	1,751			-513
25-JPMORGAN CHASE & CO			PURCHASE				
	11/06/06	7/15/09	878	1,188			-310
175-JPMORGAN CHASE & CO			PURCHASE				
	9/21/06	7/15/09	6,143	8,234			-2,091
50-CHEVRON CORP			PURCHASE				
	7/09/07	7/14/09	3,144	4,437			-1,293
175-CHEVRON CORP			PURCHASE				
	5/21/07	7/14/09	11,005	14,545			-3,540
75-CHEVRON CORP			PURCHASE				
	8/08/06	7/14/09	4,717	5,035			-318

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description / Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
12-PROCTER & GAMBLE CO			PURCHASE				
	1/07/08	7/13/09	$ 632	$ 867	$	$	$ -235
475-EXXON MOBIL CORP			PURCHASE				
	6/09/06	7/10/09	30,920	28,202			2,718
350-KROGER CO			PURCHASE				
	10/06/03	7/08/09	7,533	6,641			892
75-EOG RES INC			PURCHASE				
	12/21/07	6/30/09	5,100	6,779			-1,679
175-METLIFE INC			PURCHASE				
	12/05/07	6/29/09	5,251	11,264			-6,013
25-METLIFE INC			PURCHASE				
	12/05/07	6/29/09	750	1,609			-859
200-METLIFE INC			PURCHASE				
	10/18/07	6/29/09	6,001	13,513			-7,512
325-KROGER CO			PURCHASE				
	10/06/03	6/26/09	7,221	6,166			1,055
50-EOG RES INC			PURCHASE				
	12/21/07	6/25/09	3,425	4,519			-1,094
75-EOG RES INC			PURCHASE				
	12/10/07	6/25/09	5,137	6,643			-1,506
25-EOG RES INC			PURCHASE				
	12/10/07	6/25/09	1,712	2,214			-502
175-HEWLETT-PACKARD CO			PURCHASE				
	12/21/06	6/24/09	6,567	7,178			-611
350-TRAVELERS COS INC/THE			PURCHASE				
	6/26/07	6/22/09	14,615	18,524			-3,909
250-TRAVELERS COS INC/THE			PURCHASE				
	6/06/07	6/22/09	10,439	13,670			-3,231
200-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	9/28/07	6/18/09	8,593	9,628			-1,035
150-MORGAN STANLEY			PURCHASE				
	9/04/07	6/18/09	4,196	9,618			-5,422
50-MORGAN STANLEY			PURCHASE				
	9/04/07	6/18/09	1,399	3,206			-1,807

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
125-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	8/20/07	6/18/09	$ 5,371	$ 5,825	$	$	$ -454
325-MORGAN STANLEY			PURCHASE				
	8/13/07	6/18/09	9,091	19,625			-10,534
200-MORGAN STANLEY			PURCHASE				
	8/09/07	6/18/09	5,594	12,452			-6,858
350-CARDINAL HEALTH INC			PURCHASE				
	5/14/08	6/12/09	10,831	19,485			-8,654
1400-TYSON FOODS INC-CL A			PURCHASE				
	5/13/08	6/12/09	18,319	25,132			-6,813
600-CARDINAL HEALTH INC			PURCHASE				
	4/25/08	6/12/09	18,567	31,564			-12,997
125-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	3/14/08	6/12/09	8,295	13,597			-5,302
175-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	2/12/08	6/12/09	11,613	19,533			-7,920
25-CME GROUP INC			PURCHASE				
	1/25/08	6/12/09	8,540	15,922			-7,382
75-FLUOR CORP			PURCHASE				
	12/12/07	6/12/09	4,010	5,599			-1,589
100-EMERSON ELECTRIC CO			PURCHASE				
	11/19/07	6/12/09	3,495	5,382			-1,887
75-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	11/09/07	6/12/09	3,382	3,587			-205
17-GOLDMAN SACHS GROUP INC			PURCHASE				
	9/04/07	6/12/09	2,476	3,073			-597
175-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	8/20/07	6/12/09	7,626	8,155			-529
25-EMERSON ELECTRIC CO			PURCHASE				
	8/09/07	6/12/09	874	1,173			-299
300-AMERICAN ELECTRIC POWER			PURCHASE				
	7/31/07	6/12/09	8,441	13,291			-4,850
200-AMERICAN ELECTRIC POWER			PURCHASE				
	7/27/07	6/12/09	5,628	8,718			-3,090

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
75-CELGENE CORP			PURCHASE				
	7/11/07	6/12/09	$ 3,251	$ 4,423	$	$	$ -1,172
200-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	7/09/07	6/12/09	8,715	9,919			-1,204
275-HEWLETT-PACKARD CO			PURCHASE				
	12/21/06	6/12/09	10,373	11,279			-906
320-CISCO SYSTEMS INC			PURCHASE				
	12/06/06	6/12/09	6,336	8,664			-2,328
500-GENWORTH FINANCIAL INC-CL A			PURCHASE				
	11/30/06	6/12/09	3,368	16,460			-13,092
130-CISCO SYSTEMS INC			PURCHASE				
	9/21/06	6/12/09	2,574	3,016			-442
100-CHEVRON CORP			PURCHASE				
	8/08/06	6/12/09	7,256	6,714			542
60-APPLE INC			PURCHASE				
	7/24/06	6/12/09	8,212	3,669			4,543
175-CHEVRON CORP			PURCHASE				
	7/24/06	6/12/09	12,697	11,483			1,214
50-MONSANTO CO			PURCHASE				
	7/20/06	6/12/09	4,336	2,122			2,214
175-CHEVRON CORP			PURCHASE				
	7/17/06	6/12/09	12,697	11,503			1,194
5-APPLE INC			PURCHASE				
	6/26/06	6/12/09	684	295			389
7275-BERNSTEIN EMERGING MARKETS PORT			PURCHASE				
	6/09/06	6/12/09	160,200	259,402			-99,202
0.997-BERNSTEIN EMERGING MARKETS POR			PURCHASE				
	6/09/06	6/12/09		36			-36
6460.114-BERNSTEIN INTER. DURATION I			PURCHASE				
	6/09/06	6/12/09	90,700	95,674			-4,974
9203.233-BERNSTEIN INTERNATIONAL POR			PURCHASE				
	6/09/06	6/12/09	119,550	229,805			-110,255
700-GENWORTH FINANCIAL INC-CL A			PURCHASE				
	6/09/06	6/12/09	4,715	23,418			-18,703

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-SCHLUMBERGER LTD			PURCHASE				
	5/10/06	6/12/09	$ 5,961	$ 7,200	$	$	$ -1,239
26-GOOGLE INC-CL A			PURCHASE				
	2/22/06	6/12/09	11,031	9,530			1,501
100-GILEAD SCIENCES INC			PURCHASE				
	2/08/06	6/12/09	4,508	3,019			1,489
500-GENWORTH FINANCIAL INC-CL A			PURCHASE				
	9/16/05	6/12/09	3,368	15,563			-12,195
6-GOOGLE INC-CL A			PURCHASE				
	8/09/05	6/12/09	2,546	1,748			798
125-PEPSICO INC			PURCHASE				
	10/07/03	6/12/09	6,725	5,939			786
20-EOG RES INC			PURCHASE				
	12/10/07	6/11/09	1,561	1,772			-211
55-EOG RES INC			PURCHASE				
	11/13/07	6/11/09	4,292	4,636			-344
300-CHEVRON CORP			PURCHASE				
	7/12/06	6/10/09	21,248	19,572			1,676
25-HEWLETT-PACKARD CO			PURCHASE				
	12/21/06	6/04/09	895	1,025			-130
100-MONSANTO CO			PURCHASE				
	7/20/06	6/04/09	8,200	4,243			3,957
150-HEWLETT-PACKARD CO			PURCHASE				
	10/06/03	6/04/09	5,368	3,078			2,290
60-FRANKLIN RESOURCES INC			PURCHASE				
	1/25/06	6/03/09	4,275	5,871			-1,596
700-WESTERN DIGITAL CORP			PURCHASE				
	5/20/08	6/01/09	17,951	24,057			-6,106
375-METLIFE INC			PURCHASE				
	8/20/07	5/29/09	11,670	23,897			-12,227
25-METLIFE INC			PURCHASE				
	8/20/07	5/29/09	778	1,593			-815
75-EMERSON ELECTRIC CO			PURCHASE				
	8/09/07	5/29/09	2,394	3,519			-1,125

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
50-EMERSON ELECTRIC CO			PURCHASE				
	5/30/07	5/29/09	$ 1,596	$ 2,374	$	$	$ -778
50-METLIFE INC			PURCHASE				
	2/08/07	5/29/09	1,556	3,212			-1,656
100-MCDONALD'S CORP			PURCHASE				
	11/02/06	5/29/09	5,842	4,194			1,648
100-MONSANTO CO			PURCHASE				
	7/20/06	5/28/09	7,922	4,243			3,679
270-CISCO SYSTEMS INC			PURCHASE				
	9/21/06	5/26/09	4,996	6,264			-1,268
180-CISCO SYSTEMS INC			PURCHASE				
	4/05/06	5/26/09	3,331	3,913			-582
450-ALLSTATE CORP			PURCHASE				
	12/06/07	5/22/09	11,911	23,645			-11,734
25-CELGENE CORP			PURCHASE				
	7/11/07	5/22/09	994	1,474			-480
125-CELGENE CORP			PURCHASE				
	5/08/07	5/22/09	4,972	7,861			-2,889
50-BAXTER INTERNATIONAL INC			PURCHASE				
	5/06/08	5/12/09	2,541	3,125			-584
50-COCA-COLA CO/THE			PURCHASE				
	3/25/08	5/11/09	2,141	3,070			-929
10-ALCON INC			PURCHASE				
	4/21/06	5/08/09	962	1,089			-127
40-ALCON INC			PURCHASE				
	4/11/05	5/08/09	3,849	3,630			219
75-PEPSICO INC			PURCHASE				
	10/07/03	5/08/09	3,709	3,563			146
75-TEVA PHARMACEUTICAL-SP ADR			PURCHASE				
	1/18/08	5/07/09	3,326	3,609			-283
50-MICROSOFT CORP			PURCHASE				
	12/04/07	5/07/09	966	1,647			-681
200-ALTRIA GROUP INC			PURCHASE				
	6/26/07	5/07/09	3,363	4,247			-884

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
185-ALTRIA GROUP INC			PURCHASE				
	6/07/07	5/07/09	$ 3,111	$ 3,995	$	$	$ -884
225-ALTRIA GROUP INC			PURCHASE				
	9/29/06	5/07/09	3,784	4,037			-253
140-ALTRIA GROUP INC			PURCHASE				
	6/16/06	5/07/09	2,354	2,303			51
650-ALLSTATE CORP			PURCHASE				
	12/06/07	5/05/09	15,400	34,154			-18,754
50-COLGATE-PALMOLIVE CO			PURCHASE				
	12/06/07	5/05/09	3,085	3,962			-877
125-TEVA PHARMACEUTICAL-SP ADR			PURCHASE				
	1/07/08	5/04/09	5,528	5,988			-460
25-TEVA PHARMACEUTICAL-SP ADR			PURCHASE				
	6/20/07	5/04/09	1,106	989			117
75-GILEAD SCIENCES INC			PURCHASE				
	2/08/06	5/04/09	3,356	2,264			1,092
25-GILEAD SCIENCES INC			PURCHASE				
	6/29/05	5/04/09	1,119	538			581
20-COCA-COLA CO/THE			PURCHASE				
	3/25/08	5/01/09	847	1,228			-381
105-COCA-COLA CO/THE			PURCHASE				
	1/10/08	5/01/09	4,446	6,840			-2,394
100-MICROSOFT CORP			PURCHASE				
	12/04/07	5/01/09	2,000	3,293			-1,293
5-EOG RES INC			PURCHASE				
	11/13/07	5/01/09	330	421			-91
70-EOG RES INC			PURCHASE				
	10/17/07	5/01/09	4,626	5,718			-1,092
83-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	6/26/07	5/01/09	3,062	3,985			-923
17-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	6/07/07	5/01/09	627	830			-203
50-MICROSOFT CORP			PURCHASE				
	1/30/07	5/01/09	1,000	1,518			-518

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
150-HEWLETT-PACKARD CO			PURCHASE				
	10/06/03	5/01/09	$ 5,376	$ 3,078	$	$	$ 2,298
225-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	4/02/08	4/29/09	10,365	15,761			-5,396
800-VERIZON COMMUNICATIONS INC			PURCHASE				
	10/30/06	4/29/09	24,715	28,705			-3,990
50-MONSANTO CO			PURCHASE				
	7/20/06	4/29/09	4,132	2,122			2,010
100-ABBOTT LABORATORIES			PURCHASE				
	3/17/08	4/28/09	4,318	5,253			-935
110-WAL-MART STORES INC			PURCHASE				
	3/04/08	4/28/09	5,363	5,476			-113
140-WAL-MART STORES INC			PURCHASE				
	2/14/08	4/28/09	6,825	7,106			-281
25-ABBOTT LABORATORIES			PURCHASE				
	12/04/07	4/28/09	1,080	1,434			-354
150-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	6/07/07	4/28/09	5,540	7,324			-1,784
425-AUTOLIV INC			PURCHASE				
	2/27/07	4/28/09	10,000	23,954			-13,954
400-SUPERVALU INC			PURCHASE				
	1/31/08	4/22/09	5,960	12,035			-6,075
400-SUPERVALU INC			PURCHASE				
	11/01/07	4/22/09	5,960	15,234			-9,274
21-GOOGLE INC-CL A			PURCHASE				
	8/09/05	4/20/09	7,981	6,119			1,862
100-COLGATE-PALMOLIVE CO			PURCHASE				
	12/06/07	4/16/09	5,911	7,924			-2,013
75-ABBOTT LABORATORIES			PURCHASE				
	12/04/07	4/16/09	3,188	4,303			-1,115
50-ABBOTT LABORATORIES			PURCHASE				
	11/13/07	4/16/09	2,125	2,722			-597
75-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	2/12/08	4/14/09	3,854	8,371			-4,517

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description Whom Sold	Date Acquired	Date Sold	How Received Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
25-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	2/12/08	4/14/09	$ 1,285	$ 2,790	$	$	$ -1,505
25-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	2/12/08	4/14/09	1,285	2,790			-1,505
300-DEUTSCHE BANK AG REGISTERED			PURCHASE				
	9/13/07	4/14/09	15,417	37,883			-22,466
150-METLIFE INC			PURCHASE				
	2/08/07	4/14/09	4,051	9,636			-5,585
100-METLIFE INC			PURCHASE				
	1/24/07	4/14/09	2,701	6,265			-3,564
275-JPMORGAN CHASE & CO			PURCHASE				
	9/21/06	4/13/09	9,155	12,939			-3,784
25-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	11/09/07	4/09/09	1,056	1,196			-140
100-MEDCO HEALTH SOLUTIONS INC			PURCHASE				
	8/20/07	4/09/09	4,223	4,130			93
25-PFIZER INC			PURCHASE				
	5/01/06	4/09/09	336	631			-295
950-PFIZER INC			PURCHASE				
	5/01/06	4/09/09	12,756	23,964			-11,208
25-COLGATE-PALMOLIVE CO			PURCHASE				
	12/06/07	4/08/09	1,506	1,981			-475
75-COLGATE-PALMOLIVE CO			PURCHASE				
	11/23/07	4/08/09	4,517	5,923			-1,406
50-ABBOTT LABORATORIES			PURCHASE				
	11/13/07	4/08/09	2,176	2,722			-546
82-GOLDMAN SACHS GROUP INC			PURCHASE				
	9/04/07	4/08/09	9,468	14,825			-5,357
100-GOLDMAN SACHS GROUP INC			PURCHASE				
	8/29/07	4/08/09	11,546	17,149			-5,603
75-ABBOTT LABORATORIES			PURCHASE				
	8/16/07	4/08/09	3,264	3,867			-603
275-MORGAN STANLEY			PURCHASE				
	8/09/07	4/08/09	6,354	17,122			-10,768

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
18-GOLDMAN SACHS GROUP INC			PURCHASE				
	6/25/07	4/08/09	$ 2,078	$ 3,987	$	$	$ -1,909
5-CME GROUP INC			PURCHASE				
	1/25/08	4/03/09	1,259	3,184			-1,925
15-CME GROUP INC			PURCHASE				
	8/30/07	4/03/09	3,776	8,389			-4,613
25-METLIFE INC			PURCHASE				
	1/24/07	4/02/09	628	1,566			-938
150-METLIFE INC			PURCHASE				
	1/24/07	4/02/09	3,771	9,398			-5,627
25-METLIFE INC			PURCHASE				
	1/24/07	4/02/09	628	1,566			-938
100-METLIFE INC			PURCHASE				
	10/06/03	4/02/09	2,514	2,952			-438
100-GENENTECH INC			PURCHASE				
	1/20/09	3/26/09	9,500	8,378			1,122
100-GENENTECH INC			PURCHASE				
	10/17/08	3/26/09	9,500	8,236			1,264
75-GENENTECH INC			PURCHASE				
	10/08/08	3/26/09	7,125	5,766			1,359
1600-GANNETT CO			PURCHASE				
	5/13/08	3/26/09	3,939	48,959			-45,020
375-MERCK & CO. INC.			PURCHASE				
	3/13/08	3/25/09	10,405	15,795			-5,390
1000-FIDELITY NATIONAL CL A			PURCHASE				
	5/29/07	3/25/09	19,906	27,019			-7,113
225-MERCK & CO. INC.			PURCHASE				
	11/30/06	3/25/09	6,243	9,990			-3,747
603-ALTRIA GROUP INC			PURCHASE				
	6/09/06	3/25/09	10,400	10,013			387
1675-BANK OF AMERICA CORP			PURCHASE				
	1/05/09	3/24/09	13,019	23,408			-10,389
50-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	4/02/08	3/23/09	2,333	3,503			-1,170

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
200-ROYAL DUTCH SHELL PLC-ADR			PURCHASE				
	11/02/07	3/23/09	$ 9,332	$ 17,058	$	$	$ -7,726
150-TRAVELERS COS INC/THE			PURCHASE				
	6/06/07	3/23/09	5,980	8,202			-2,222
25-J C PENNEY CO INC			PURCHASE				
	11/05/08	3/19/09	444	568			-124
75-J C PENNEY CO INC			PURCHASE				
	11/05/08	3/19/09	1,333	1,705			-372
25-J C PENNEY CO INC			PURCHASE				
	11/05/08	3/19/09	444	568			-124
700-J C PENNEY CO INC			PURCHASE				
	2/11/08	3/19/09	12,441	34,376			-21,935
117-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	6/26/07	3/19/09	4,421	5,617			-1,196
225-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	9/29/06	3/19/09	8,502	9,126			-624
158-PHILIP MORRIS INTERNATIONAL			PURCHASE				
	6/09/06	3/19/09	5,970	5,932			38
500-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	4/22/08	3/18/09	654	22,801			-22,147
400-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	2/15/08	3/18/09	523	18,124			-17,601
425-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	2/11/08	3/18/09	556	19,152			-18,596
175-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	10/20/06	3/18/09	229	11,636			-11,407
250-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	10/12/06	3/18/09	327	16,818			-16,491
25-JPMORGAN CHASE & CO			PURCHASE				
	9/21/06	3/18/09	665	1,176			-511
25-JPMORGAN CHASE & CO			PURCHASE				
	9/21/06	3/18/09	665	1,176			-511
250-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	9/15/06	3/18/09	327	16,423			-16,096

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
900-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	6/09/06	3/18/09	$ 1,176	$ 54,346	$	$	$ -53,170
275-JPMORGAN CHASE & CO			PURCHASE				
	6/09/06	3/18/09	7,317	11,626			-4,309
300-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	5/10/06	3/18/09	392	19,887			-19,495
500-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	1/11/06	3/18/09	654	35,426			-34,772
300-AMERICAN INTERNATIONAL GROUP			PURCHASE				
	3/23/04	3/18/09	392	21,244			-20,852
1400-FIFTH THIRD BANCORP			PURCHASE				
	12/22/08	3/17/09	2,607	10,695			-8,088
75-GENENTECH INC			PURCHASE				
	10/08/08	3/17/09	7,035	5,766			1,269
1500-FIFTH THIRD BANCORP			PURCHASE				
	9/26/08	3/17/09	2,793	24,030			-21,237
75-GENENTECH INC			PURCHASE				
	3/07/08	3/17/09	7,035	5,909			1,126
125-GENENTECH INC			PURCHASE				
	6/11/07	3/17/09	11,725	9,684			2,041
150-GENENTECH INC			PURCHASE				
	1/12/06	3/17/09	14,071	13,062			1,009
200-BANK OF AMERICA CORP			PURCHASE				
	1/05/09	3/13/09	1,177	2,795			-1,618
125-BANK OF AMERICA CORP			PURCHASE				
	1/05/09	3/13/09	736	1,747			-1,011
550-ERICSSON L M TEL CO			PURCHASE				
	10/24/08	3/13/09	4,753	3,557			1,196
400-BANK OF AMERICA CORP			PURCHASE				
	10/07/08	3/13/09	2,354	8,800			-6,446
300-BANK OF AMERICA CORP			PURCHASE				
	9/23/08	3/13/09	1,765	10,396			-8,631
1400-BANK OF AMERICA CORP			PURCHASE				
	2/05/08	3/13/09	8,238	59,870			-51,632

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received: Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
300-BANK OF AMERICA CORP			PURCHASE				
	7/11/07	3/13/09	$ 1,765	$ 14,543	$	$	$ -12,778
300-BANK OF AMERICA CORP			PURCHASE				
	6/06/07	3/13/09	1,765	15,122			-13,357
300-BANK OF AMERICA CORP			PURCHASE				
	4/23/07	3/13/09	1,765	15,202			-13,437
500-BANK OF AMERICA CORP			PURCHASE				
	4/09/07	3/13/09	2,942	25,391			-22,449
700-WELLS FARGO & COMPANY			PURCHASE				
	2/10/09	3/10/09	8,044	12,635			-4,591
70-DEERE & CO			PURCHASE				
	10/17/07	3/04/09	1,865	5,302			-3,437
30-DEERE & CO			PURCHASE				
	10/12/07	3/04/09	799	2,319			-1,520
1300-SPRINT NEXTEL CORP			PURCHASE				
	4/09/08	2/24/09	4,552	8,542			-3,990
700-SPRINT NEXTEL CORP			PURCHASE				
	10/13/06	2/24/09	2,451	12,437			-9,986
200-SPRINT NEXTEL CORP			PURCHASE				
	2/09/06	2/24/09	700	4,204			-3,504
1100-JPMORGAN CHASE & CO			PURCHASE				
	6/09/06	2/20/09	21,290	46,505			-25,215
550-ACTIVISION BLIZZARD INC			PURCHASE				
	12/19/08	2/18/09	5,244	5,212			32
350-ACTIVISION BLIZZARD INC			PURCHASE				
	10/21/08	2/18/09	3,337	4,621			-1,284
1200-SPRINT NEXTEL CORP			PURCHASE				
	2/09/06	2/18/09	3,406	25,226			-21,820
700-SPRINT NEXTEL CORP			PURCHASE				
	10/16/03	2/18/09	1,987	10,248			-8,261
700-SPRINT NEXTEL CORP			PURCHASE				
	8/05/03	2/18/09	1,987	7,570			-5,583
135-BLACK & DECKER CORP			PURCHASE				
	11/09/06	2/09/09	3,998	11,545			-7,547

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
275-BLACK & DECKER CORP			PURCHASE				
	10/26/06	2/09/09	$ 8,143	$ 23,399	$	$	$ -15,256
2000-DELL INC			PURCHASE				
	1/21/09	2/06/09	19,014	19,986			-972
1000-CITIGROUP INC			PURCHASE				
	9/22/08	2/06/09	3,925	20,005			-16,080
1400-CITIGROUP INC			PURCHASE				
	2/27/08	2/06/09	5,495	35,647			-30,152
600-CITIGROUP INC			PURCHASE				
	2/11/08	2/06/09	2,355	15,496			-13,141
15-CME GROUP INC			PURCHASE				
	8/30/07	2/06/09	2,839	8,389			-5,550
25-ABBOTT LABORATORIES			PURCHASE				
	8/16/07	2/06/09	1,425	1,289			136
50-ABBOTT LABORATORIES			PURCHASE				
	6/18/07	2/06/09	2,849	2,726			123
10-CME GROUP INC			PURCHASE				
	5/10/07	2/06/09	1,893	5,052			-3,159
75-MONSANTO CO			PURCHASE				
	7/20/06	2/06/09	6,311	3,182			3,129
75-GILEAD SCIENCES INC			PURCHASE				
	6/29/05	2/06/09	3,943	1,615			2,328
1000-TEXTRON INC			PURCHASE				
	12/19/08	2/05/09	5,929	15,434			-9,505
700-ERICSSON L M TEL CO			PURCHASE				
	10/24/08	2/05/09	5,748	4,526			1,222
50-ERICSSON L M TEL CO			PURCHASE				
	10/24/08	2/05/09	411	323			88
200-CONOCOPHILLIPS			PURCHASE				
	1/24/07	2/05/09	9,320	12,997			-3,677
400-CONOCOPHILLIPS			PURCHASE				
	12/07/06	2/05/09	18,639	27,662			-9,023
200-CONOCOPHILLIPS			PURCHASE				
	12/06/06	2/05/09	9,320	13,821			-4,501

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
25-CONOCOPHILLIPS			PURCHASE				
	11/10/06	2/05/09	$ 1,165	$ 1,573	$	$	$ -408
900-HARTFORD FINANCIAL SVCS GRP			PURCHASE				
	10/31/08	2/04/09	13,667	9,052			4,615
300-MCKESSON CORP			PURCHASE				
	9/13/07	2/04/09	13,739	16,770			-3,031
50-MCKESSON CORP			PURCHASE				
	7/05/07	2/04/09	2,290	3,004			-714
600-BP PLC-SPONS ADR			PURCHASE				
	10/16/07	2/03/09	25,212	45,918			-20,706
200-BP PLC-SPONS ADR			PURCHASE				
	12/01/06	2/03/09	8,404	13,569			-5,165
125-AFLAC INC			PURCHASE				
	1/16/09	2/02/09	2,894	4,960			-2,066
3-GOOGLE INC-CL A			PURCHASE				
	8/09/05	1/30/09	1,022	874			148
11-GOOGLE INC-CL A			PURCHASE				
	4/11/05	1/30/09	3,746	2,124			1,622
99-APACHE CORP			PURCHASE				
	6/27/08	1/28/09	7,594	13,565			-5,971
21-GOOGLE INC-CL A			PURCHASE				
	4/11/05	1/26/09	6,865	4,055			2,810
600-AMERISOURCEBERGEN CORP			PURCHASE				
	12/07/06	1/22/09	22,542	27,073			-4,531
600-AMERISOURCEBERGEN CORP			PURCHASE				
	11/02/06	1/22/09	22,542	27,056			-4,514
100-GILEAD SCIENCES INC			PURCHASE				
	6/29/05	1/16/09	4,796	2,153			2,643
300-CITIGROUP INC			PURCHASE				
	2/11/08	1/15/09	1,143	7,748			-6,605
1900-CITIGROUP INC			PURCHASE				
	1/30/08	1/15/09	7,238	53,635			-46,397
75-APPLE INC			PURCHASE				
	6/26/06	1/15/09	6,214	4,419			1,795

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
800-CITIGROUP INC			PURCHASE				
	6/09/06	1/15/09	$ 3,048	$ 39,853	$	$	$ -36,805
95-APPLE INC			PURCHASE				
	6/01/06	1/15/09	7,871	5,880			1,991
50-APPLE INC			PURCHASE				
	6/01/06	1/15/09	4,143	3,095			1,048
30-APPLE INC			PURCHASE				
	4/12/06	1/15/09	2,486	2,031			455
125-ALCON INC			PURCHASE				
	4/11/05	1/15/09	10,393	11,344			-951
25-BECTON DICKINSON & CO			PURCHASE				
	7/28/08	1/14/09	1,775	2,127			-352
150-TOYOTA MOTOR CORP -SPON ADR			PURCHASE				
	5/29/08	1/14/09	9,355	14,839			-5,484
945-REPUBLIC SERVICES INC			PURCHASE				
	5/07/08	1/14/09	21,536	26,393			-4,857
50-BECTON DICKINSON & CO			PURCHASE				
	4/15/08	1/14/09	3,551	4,200			-649
125-TYCO INTERNATIONAL LTD			PURCHASE				
	5/21/07	1/14/09	2,800	6,285			-3,485
20-CME GROUP INC			PURCHASE				
	5/10/07	1/14/09	3,539	10,104			-6,565
13-CME GROUP INC			PURCHASE				
	5/02/07	1/14/09	2,301	6,727			-4,426
100-TYCO INTERNATIONAL LTD			PURCHASE				
	4/30/07	1/14/09	2,240	5,148			-2,908
175-TYCO INTERNATIONAL LTD			PURCHASE				
	2/08/07	1/14/09	3,920	8,696			-4,776
200-TYCO INTERNATIONAL LTD			PURCHASE				
	1/24/07	1/14/09	4,480	9,680			-5,200
1500-GENERAL ELECTRIC CO			PURCHASE				
	8/10/06	1/14/09	21,427	48,738			-27,311
100-GENERAL ELECTRIC CO			PURCHASE				
	7/19/06	1/14/09	1,428	3,276			-1,848

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
100-PEPSICO INC			PURCHASE				
	10/07/03	1/14/09	$ 5,100	$ 4,751	$	$	$ 349
600-TECH DATA CORP			PURCHASE				
	6/09/06	1/06/09	11,634	21,708			-10,074
375-CATERPILLAR INC			PURCHASE				
	2/11/08	1/05/09	17,443	25,750			-8,307
TIME WARNER INC CIL			PURCHASE				
	VARIOUS	4/06/09	7				7
TIME WARNER CABLE INC CIL			PURCHASE				
	VARIOUS	4/06/09	15				15
TAIWAN SEMICONDUCTOR MFG CO CIL			PURCHASE				
	VARIOUS	8/18/09	3				3
MERCK & CO INC CIL			PURCHASE				
	VARIOUS	11/13/09	15				15
AOL INC CIL			PURCHASE				
	VARIOUS	12/16/09	12				12
825 AFLAC INC			PURCHASE				
	VARIOUS	1/27/09	18,178	45,491			-27,313
850 MCGRAW-HILL COMPANIES INC			PURCHASE				
	VARIOUS	3/30/09	19,443	39,762			-20,319
1200 ROCHE HOLDINGS LTD-SPONSORED AD			PURCHASE				
	VARIOUS	3/30/09	39,745	52,080			-12,335
550 FIRSTENERGY CORP			PURCHASE				
	VARIOUS	5/06/09	22,881	31,713			-8,832
1500 US BANCORP			PURCHASE				
	VARIOUS	6/30/09	26,567	50,023			-23,456
1132 BANK OF NEW YORK MELLON CORP			PURCHASE				
	VARIOUS	6/30/09	32,852	49,901			-17,049
200 RESEARCH IN MOTION LTD			PURCHASE				
	VARIOUS	6/30/09	14,183	24,052			-9,869
900 MEDTRONIC INC			PURCHASE				
	VARIOUS	9/30/09	32,950	42,264			-9,314
550 EXXON MOBIL CORP			PURCHASE				
	VARIOUS	11/17/09	41,161	21,071			20,090

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	**Date Acquired**	**Date Sold**	**Sale Price**	**Cost**	**Expense**	**Depreciation**	**Net Gain / Loss**
1000 GENERAL ELECTRIC			PURCHASE				
	VARIOUS	11/17/09	$ 15,920	$ 28,660	$	$	$ -12,740
1000 CVS/CAREMARK CORP			PURCHASE				
	VARIOUS	11/17/09	30,109	39,520			-9,411
1500 ATHEROS COMMUNICATIONS			PURCHASE				
	VARIOUS	11/17/09	43,424	45,400			-1,976
2100 COMCAST CORP-A			PURCHASE				
	VARIOUS	12/29/09	35,829	33,662			2,167
SPRINT LITIGATION			PURCHASE				
	VARIOUS	3/16/09	128				128
CARDINAL HEALTH LITIGATION			PURCHASE				
	VARIOUS	9/08/09	2,562				2,562
AIG LITIGATION			PURCHASE				
	VARIOUS	7/08/09	809				809
78 CME GROUP INC			PURCHASE				
	12/22/08	6/23/09	23,163	15,887			7,276
775 GEN PROBE INC			PURCHASE				
	12/14/08	1/08/09	32,094	44,253			-12,159
250 INTERCONTINENTALEXCHANGE			PURCHASE				
	9/03/08	5/08/09	23,974	22,717			1,257
350 INERCONTINENTAL EXCHANGE			PURCHASE				
	9/03/08	6/23/09	37,011	31,804			5,207
275 MONSANTO CO NEW			PURCHASE				
	9/11/08	6/23/09	21,491	29,064			-7,573
475 NEW ORIENTAL EDUCAT SP			PURCHASE				
	1/15/09	9/01/09	32,244	26,096			6,148
200 NEW ORIENTAL EDUCAT SP			PURCHASE				
	1/15/09	10/20/09	14,427	10,988			3,439
200 NEW ORIENTAL EDUCAT SP			PURCHASE				
	2/19/09	10/20/09	14,427	8,382			6,045
375 APOLLO GROUP INC CL A			PURCHASE				
	6/26/07	2/19/09	29,258	19,155			10,103
225 SPOLLO HTOU INV VL S			PURCHASE				
	6/26/07	2/26/09	16,595	11,493			5,102

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
25 GEN-PROBE INC			PURCHASE				
	2/14/08	10/16/09	$ 1,097	$ 1,428	$	$	$ -331
825 GEN-PROBE INC			PURCHASE				
	2/15/08	10/16/09	36,216	44,661			-8,445
50 GEN-PROBE INC			PURCHASE				
	3/03/08	10/16/09	2,195	2,453			-258
25 INTERCONTINENTALEXCHANGE			PURCHASE				
	4/11/06	5/06/09	2,397	1,393			1,004
275 INTERCONTINENTALEXCHANGE			PURCHASE				
	6/02/08	5/08/09	26,371	15,191			11,180
200 MONSANTO CO NEW			PURCHASE				
	9/11/08	10/30/09	13,338	21,137			-7,799
325 MONSANTO CO NEW			PURCHASE				
	10/02/08	10/30/09	21,675	27,951			-6,276
75 MONSANTO CO NEW			PURCHASE				
	10/10/08	10/30/09	5,002	5,974			-972
700 QUEST DIAGNOSTICS INC			PURCHASE				
	10/17/08	2/18/09	35,350	34,883			467
625 QUEST DIAGNOSTICS INC			PURCHASE				
	1/29/07	2/18/09	31,563	32,998			-1,435
TOTAL			$ 6,003,496	$ 7,696,811	$ 0	$ 0	$ -1,693,315

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ANTONIA-EDENS LP	$ 223,198	$	$
ANTONIA-BRADLEY LP	-253,746		
ANTONIA-BRADLEY PER LP	-5,371		
TOTAL	$ -35,919	$ 0	$ 0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TOD M MOSES, C.P.A., PC	$ 7,302	$ 7,302	$	$
TOTAL	$ 7,302	$ 7,302	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES - BERNSTEIN # 888-	$ 7,932	$ 7,932	$	$
FOREIGH TAXES- EATON VANCE	449	449		
TOTAL	$ 8,381	$ 8,381	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
TUITION STIPENDS	15,200			
OFFICE EXPENSES	183			
ASSET MANAGEMENT FEES EATON V	14,002	14,002		
ASSET MANAGEMENT FEES CORTLAN	14,188	14,188		
ASSET MANAGEMENT FEES BERNSTE	45,693	45,693		
TOTAL	$ 89,266	$ 73,883	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CLSLY HELD STK-ANT. HOLDINGS I INC	$ 135,807	$ 138,647	COST	$ 138,647
ANTONIA INVESTMENTS LTD	55,632	87,936	COST	87,936
158734.159-BERNSTEIN INTERNATIONAL P	3,774,442		COST	
22353.532-BERNSTEIN EMERGING MARKETS	768,609		COST	
9000-PFIZER INC	230,226		COST	
4000-MERCK & CO. INC.	152,217		COST	
1475-EXXON MOBIL CORP	104,248		COST	
2225-CONOCOPHILLIPS	168,202		COST	
3560-JPMORGAN CHASE & CO	150,269		COST	
C	104,349		COST	
3200-AT&T INC	124,268		COST	
8700-TIME WARNER INC	107,541		COST	
2200-HEWLETT-PACKARD CO	87,664		COST	
250-GOOGLE INC-CL A	95,201		COST	
1500-GILEAD SCIENCES INC	47,310		COST	
1650-PHILIP MORRIS INTERNATIONAL	76,857		COST	
800-APPLE INC	77,519		COST	
900-APACHE CORP	103,718		COST	
7300-NEWS CORP INC-CL A	59,692		COST	
1900-METLIFE INC	99,720		COST	
1400-BP PLC-SPONS ADR	97,734		COST	
2700-SAFEWAY INC	58,957		COST	
1400-TRAVELERS COS INC/THE	73,452		COST	
1900-ALLSTATE CORP	97,539		COST	
3700-ALTRIA GROUP INC	74,537		COST	
650-GOLDMAN SACHS GROUP INC	95,615		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1000-BUNGE LTD	$ 45,315	$	COST	$
1450-CARDINAL HEALTH INC	71,074		COST	
600-GENENTECH INC	48,423		COST	
3500-BANK OF AMERICA CORP	149,324		COST	
1300-WYETH	49,977		COST	
900-ROYAL DUTCH SHELL PLC-ADR	66,776		COST	
1025-TEVA PHARMACEUTICAL-SP ADR	48,330		COST	
1200-AMERISOURCEBERGEN CORP	54,129		COST	
2500-CISCO SYSTEMS INC	68,191		COST	
575-MONSANTO CO	26,542		COST	
6000-CITIGROUP INC	172,384		COST	
1100-QUALCOMM INC	49,052		COST	
8800-MOTOROLA INC	58,028		COST	
700-CELGENE CORP	42,243		COST	
900-SCHLUMBERGER LTD	73,960		COST	
1900-J C PENNEY CO INC-W/RTS TO PUR	61,654		COST	
1325-KROGER CO	25,140		COST	
168-CME GROUP INC	88,348		COST	
600-WAL-MART STORES INC	32,104		COST	
600-PEPSICO INC	31,320		COST	
500-DEVON ENERGY CORPORATION	47,206		COST	
800-DEUTSCHE BANK AG REGISTERED	93,122		COST	
1400-BRISTOL-MYERS SQUIBB CO	29,722		COST	
1000-SANOFI SYNTHELABO SA	32,702		COST	
2000-MORGAN STANLEY	129,298		COST	
1100-ARCHER-DANIELS-MIDLAND CO	31,767		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
475-EOG RES INC	$ 43,622	$	COST	$
4000-ERICSSON L M TEL CO	26,489		COST	
500-MCDONALD'S CORP	27,676		COST	
475-TOYOTA MOTOR CORP -SPON ADR	46,991		COST	
575-ABBOTT LABORATORIES	31,716		COST	
3600-CBS CORP-CLASS B	77,226		COST	
1400-TJX COMPANIES INC	27,399		COST	
475-AMGEN INC	28,493		COST	
3100-TYSON FOODS INC-CL A	38,572		COST	
800-VERIZON COMMUNICATIONS INC	28,705		COST	
2300-WESTERN DIGITAL CORP	68,591		COST	
425-PROCTER & GAMBLE CO	29,091		COST	
1600-GENERAL ELECTRIC CO	52,014		COST	
600-MEDCO HEALTH SOLUTIONS INC	27,640		COST	
475-COSTCO WHOLESALE CORP	29,630		COST	
2400-MACY'S INC	89,825		COST	
2900-FIFTH THIRD BANCORP	34,725		COST	
945-REPUBLIC SERVICES INC	26,393		COST	
1500-NOKIA CORP-SPON ADR	24,527		COST	
250-ALCON INC	24,231		COST	
700-EASTMAN CHEMICAL COMPANY	29,095		COST	
12000-SPRINT NEXTEL CORP	115,815		COST	
1600-SYMANTEC CORP	18,996		COST	
2200-CORNING INC	19,992		COST	
375-BAXTER INTERNATIONAL INC	22,903		COST	
1200-HARTFORD FINANCIAL SVCS GRP	12,069		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
1000-VIACOM INC-CLASS B	$ 17,136	$	COST	$
800-THE WALT DISNEY CO.	18,590		COST	
1000-FIDELITY NATIONAL CL A	27,019		COST	
410-BLACK & DECKER CORP W/RTS TO PUR	34,944		COST	
250-COLGATE-PALMOLIVE CO	19,791		COST	
250-BECTON DICKINSON & CO W/RTS TO P	20,475		COST	
375-CATERPILLAR INC	25,750		COST	
500-AMERICAN ELECTRIC POWER	22,008		COST	
500-MAGNA INTERNATIONAL INC-CL A	15,445		COST	
1000-TEXTRON INC	15,434		COST	
1700-NVIDIA CORP	19,723		COST	
350-MCKESSON CORP	19,774		COST	
600-TYCO INTERNATIONAL LTD	29,809		COST	
1600-GANNETT CO	48,959		COST	
325-KOHLS CORP	17,625		COST	
800-SUPERVALU INC	27,269		COST	
500-HOME DEPOT INC	10,496		COST	
600-TECH DATA CORP	21,708		COST	
160-FRANKLIN RESOURCES INC	17,612		COST	
250-EMERSON ELECTRIC CO	12,447		COST	
425-AUTOLIV INC	23,954		COST	
100-LOCKHEED MARTIN CORP	9,736		COST	
175-COCA-COLA CO/THE	11,139		COST	
900-ACTIVISION BLIZZARD INC	9,833		COST	
1300-RELIANT ENERGY INC	20,342		COST	
125-NIKE INC -CL B	8,461		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
4000-AMERICAN INTERNATIONAL GROUP	$ 235,857	$	COST	$
100-GENERAL MILLS INC	6,858		COST	
375-SCHWAB (CHARLES) CORP	6,794		COST	
275-CAMERON INTERNATIONAL	12,732		COST	
375-INTEL CORP	7,957		COST	
100-AIR PRODUCTS & CHEMICALS INC	9,889		COST	
100-MOLSON COORS BREWING CO -B	4,518		COST	
1700-GENWORTH FINANCIAL INC-CL A	55,441		COST	
200-MICROSOFT CORP	6,458		COST	
100-DEERE & CO	7,621		COST	
75-FLUOR CORP	5,599		COST	
725-XL CAPITAL LTD -CLASS A	52,023		COST	
600 APOLLO GROUP INC	30,649		COST	
875 C H ROBINSON WORLDWIDE	37,955		COST	
151 CME GROUP INC CLASS A	30,756		COST	
2825 EBAY INC	36,489		COST	
2000 EXPRESS SCRIPTS INC	74,096		COST	
4325 GEN PROBE INC	205,906		COST	
1575 GLOBAL PAYMENTS INC	59,582		COST	
1850 IDEXX LABORATORIES INC	84,202		COST	
1325 INTERCONTINENTAL EXCHANGE INC	101,313		COST	
2050 LABORATORY CORP OF AMER HOLDING	143,141		COST	
1675 MONSANTO COMPANY NEW	142,578		COST	
1075 PRAXAIR INC	79,332		COST	
2025 QUALCOMM INC	84,656		COST	
1325 QUEST DIAGNOSTICS INC	67,881		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
250 STRAYER ED INC	$ 36,936	$	COST	$
875 MCDONALDS CORP	49,000		COST	
2400 STAPLES INC	56,461		COST	
900 OMNICOM GROUP INC	33,166		COST	
850 MCGRAW-HILL COMPANIES INC	39,762		COST	
982 PROCTER & GAMBLE CO	34,244		COST	
1500 NESTLE SA SPONSORED ADR	35,400		COST	
700 PEPSICO INC	32,698		COST	
876 CADBURY PLC-SP ADR	49,233		COST	
1000 CBS/CAREMARK CORP	39,520		COST	
1300 EXXON MOBIL CORP	49,803		COST	
550 APACHE CORP	31,774		COST	
1350 PEABODY NERGY CORP	58,609		COST	
375 CHEVRON CORP	29,591		COST	
475 SCHLUMBERGER LTD	30,455		COST	
600 FRANKLIN RESOURCES	29,772		COST	
825 AFLAC INC	45,491		COST	
1500 US BANCORP	50,023		COST	
1132 BANK OF NEW YORK MELLON CORP	49,901		COST	
700 STATE STREET CORP	46,031		COST	
375 AVALONBAY COMMUNITIES INC	37,734		COST	
1000 ABBOTT LABORATORIES	48,770		COST	
600 ROCHE HOLDINGS LTD ADR	52,080		COST	
750 JOHNSON & JOHNSON	44,195		COST	
800 QUEST DIAGNOSTICS INC	43,136		COST	
1000 COVIDIEN LTD	44,033		COST	

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
900 THERMO FISHER SCIENTIFIC INC	$ 50,304	$	COST	$
900 MEDTRONIC INC	42,264		COST	
700 UNITED TECHNOLOGIES CORP	27,604		COST	
1000 EMERSON ELECTRIC CO	26,515		COST	
800 CATERPILLAR INC	39,837		COST	
600 GENERAL DYNAMICS CORP	47,611		COST	
900 ILLINOIS TOOL WORKS INC	28,224		COST	
375 FEDEX CORP	31,070		COST	
1000 GENERAL ELECTRIC CO	28,660		COST	
398 INTERNATIONAL BUSINESS MACHINES	42,284		COST	
900 HEWLETT-PACKARD CO	31,616		COST	
1675 MICROSOFT CORP	51,502		COST	
1900 CISCO SYSTEMS INC	50,616		COST	
2000 INTEL CORP	65,720		COST	
1700 ATHEROS COMMUNICATIONS	51,453		COST	
200 RESEARCH IN MOTION LTD	24,052		COST	
1600 ECOLAB INC	29,760		COST	
575 AIR PRODUCTS & CHEMICALS INC	24,587		COST	
800 FPL GROUP INC	47,184		COST	
550 FIRSTENERGY CORP	31,713		COST	
73 CME GROUP INC		14,869	COST	24,525
575 AIR PRODUCTS & CHEMICALS INC		24,587	COST	46,610
1000 EMERSON ELECTRIC CO		26,515	COST	42,600
700 UNITED TECHNOLOGIES CORP		27,604	COST	48,587
900 ILLINOIS TOOL WORKS INC		28,224	COST	43,191
750 EXXON MOBIL CORP		28,733	COST	51,143

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
375 CHEVRON CORP	$	$ 29,591	COST	$ 28,871
1600 ECOLAB INC		29,760	COST	71,328
600 FRANKLIN RESOURCES		29,772	COST	63,210
425 INTERCONTINTALEXCHANGE		30,208	COST	47,728
475 SCHLUMBERGER LTD		30,455	COST	30,918
375 FEDEX CORP		31,070	COST	31,294
900 HEWLETT PACKARD INC		31,616	COST	46,359
550 APACHE CORP		31,774	COST	56,744
700 PEPSICO INC		32,698	COST	42,560
900 OMNICOM GROUP INC		33,166	COST	35,235
625 NORTHERN TRUST CORP		33,573	COST	32,750
1100 VERIZON COMMUNICATIONS INC		33,723	COST	36,443
1400 WELLS FARGO & CO		34,115	COST	37,786
982 PROCTER & GAMBLE CO		34,244	COST	59,539
1500 NESTLE SA SPONSORED ADR		35,400	COST	72,525
2825 EBAY INC		36,489	COST	66,472
109 GOOGLE INC CL A		37,672	COST	67,578
875 CH ROBINSON WORLDWIDE INC		37,955	COST	51,389
1000 METLIFE INC		38,285	COST	35,350
386 AVALONBAY COMMUNITIES INC		38,317	COST	31,694
1900 ATHEROS COMMUNICATIONS		38,944	COST	65,056
1000 PACCAR INC		39,270	COST	36,270
800 CATERPILLAR INC		39,837	COST	45,592
750 ZIMMER HOLDINGS INC		40,205	COST	44,333
200 MASTERCARD INC A		40,662	COST	51,196
675 COSTCO WHOLESALE CORP		40,750	COST	39,940

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
650 ANADARKO PETROLEUM CORP	$	$ 41,526	COST	$ 40,573
1500 ANALOG DEVICES INC		42,075	COST	47,370
1300 DISNEY (THE WALT) COMPANY DEL		42,182	COST	41,925
398 IBM CORP		42,284	COST	52,098
800 QUEST DIAGNOSTICS INC		43,136	COST	48,304
1000 COVIDIEN PLC		44,033	COST	47,890
750 JOHNSON & JOHNSON		44,195	COST	48,308
700 STATE STREET CORP		46,031	COST	30,478
800 FPL GROUP INC		47,184	COST	42,256
600 GENERAL DYNAMICS CORP		47,611	COST	40,902
1000 ABBOTT LABORATORIES		48,770	COST	53,990
875 MCDONALDS CORP		49,000	COST	54,635
876 CADBURY PLC-SP ADR		49,233	COST	45,018
1150 NEW ORIENTAL EDUCATIO SP ADR		49,881	COST	86,952
900 THERMO FISHER SCIENTIFIC INC		50,304	COST	42,921
1900 CISCO SYSTEMS INC		50,616	COST	45,486
1676 MICROSOFT CORP		51,502	COST	51,054
2400 STAPLES INC		56,461	COST	59,016
800 MONSANTO CO NEW		58,452	COST	65,400
1350 PEABODY ENERGY CORP		58,609	COST	61,034
1575 GLOBAL PAYMENTS INC		59,582	COST	84,830
2000 INTEL CORP		65,720	COST	40,800
1075 PRAXAIR INC		79,332	COST	86,333
1850 IDEXX LABORATORIES		84,202	COST	98,883
2025 QUALCOMM INC		84,656	COST	93,677
1125 VISA INC CLASS A		88,324	COST	98,393

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
563 STRAYER EDUCATION INC	$	$ 95,410	COST	$ 119,649
3200 EXPRESS SCRIPTS INC CL A		141,528	COST	276,544
3500 GEN-PROBE INC		152,236	COST	152,366
2450 LABORATORY CORP OF AMER HLDGS		168,759	COST	183,358
135824.749-BERNSTEIN INTERNATIONAL P		3,187,179	COST	2,055,028
11821.446-BERNSTEIN EMERGING MARKETS		392,380	COST	343,649
960-GOLDMAN SACHS GROUP INC		128,112	COST	162,086
3600-JPMORGAN CHASE & CO		129,107	COST	150,012
2600-CONOCOPHILLIPS		162,410	COST	132,782
7100-PFIZER INC		182,107	COST	129,149
4585-AT&T INC		140,640	COST	128,518
3070-MERCK & CO. INC.		87,218	COST	112,178
7500-NEWS CORP		59,230	COST	102,675
1290-DEVON ENERGY CORPORATION		72,904	COST	94,815
3100-WELLS FARGO & COMPANY		72,188	COST	83,669
2800-TIME WARNER INC		58,529	COST	81,592
1900-TIME WARNER CABLE		64,777	COST	78,641
370-APPLE INC		50,111	COST	78,018
125-GOOGLE INC-CL A		57,764	COST	77,498
3100-TYCO ELECTRONICS LTD		57,395	COST	76,105
2200-DU PONT (E.I.) DE NEMOURS		59,012	COST	74,074
1765-INGERSOLL-RAND PLC		49,844	COST	63,081
17200-SPRINT NEXTEL CORP		70,661	COST	62,952
4100-GENERAL ELECTRIC CO		65,886	COST	62,033
3500-VALERO ENERGY CORP		64,853	COST	58,625
4030-DELL INC		54,087	COST	57,871

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
350-ALCON INC	$	$ 45,081	COST	$ 57,523
3325-BANK OF AMERICA CORP		53,220	COST	50,075
700-DEUTSCHE BANK AG-REGISTERED		34,032	COST	49,637
750-SCHLUMBERGER LTD		58,732	COST	48,818
2700-SYMANTEC CORP		33,985	COST	48,303
3750-NOKIA CORP-SPON ADR		44,191	COST	48,188
2100-US BANCORP		41,381	COST	47,271
2225-INTEL CORP		39,747	COST	45,390
1925-LOWE'S COS INC		36,429	COST	45,026
1400-AETNA INC		39,138	COST	44,380
855-HEWLETT-PACKARD CO		38,912	COST	44,041
785-NORTHROP GRUMMAN CORP		37,893	COST	43,842
1370-ARCHER-DANIELS-MIDLAND CO		36,287	COST	42,895
985-GILEAD SCIENCES INC		34,475	COST	42,631
1400-MORGAN STANLEY		80,569	COST	41,440
890-QUALCOMM INC		37,078	COST	41,171
4775-MOTOROLA INC		24,121	COST	37,054
950-AMERIPRISE FINANCIAL INC		33,120	COST	36,879
2600-CBS CORP-CLASS B		27,757	COST	36,530
750-ILLINOIS TOOL WORKS		30,702	COST	35,993
1500-NEXEN INC		34,224	COST	35,895
3500-FORD MOTOR CO		29,757	COST	35,000
1900-XL CAPITAL LTD -CLASS A		30,880	COST	34,827
1500-VODAFONE GROUP PLC-SP ADR		27,643	COST	34,635
1700-ALTRIA GROUP INC		28,656	COST	33,371
1700-CORNING INC		25,269	COST	32,827

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
650-TRAVELERS COS INC/THE	$	$ 33,055	COST	$ 32,409
1200-J.C. PENNEY CO INC		29,018	COST	31,932
600-CIMAREX ENERGY CO-W/I		24,047	COST	31,782
2500-SUPERVALU INC		37,464	COST	31,775
550-TEVA PHARMACEUTICAL-SP ADR		25,715	COST	30,899
1200-BB&T CORP		32,569	COST	30,444
475-BUNGE LTD		22,505	COST	30,319
525-KOHLS CORP		21,216	COST	28,313
1675-MACY'S INC		57,627	COST	28,073
630-WESTERN DIGITAL CORP		16,669	COST	27,815
900-HOME DEPOT INC		18,736	COST	26,037
1200-AK STEEL HOLDING CORP		25,069	COST	25,620
309-OCCIDENTAL PETROLEUM CORP		21,440	COST	25,137
35-NVR INC		18,949	COST	24,875
1400-EMC CORP/MASS		23,766	COST	24,458
325-DANAHER CORP		19,076	COST	24,440
300-AIR PRODUCTS & CHEMICALS INC		25,013	COST	24,318
500-TARGET CORP		21,753	COST	24,185
400-COSTCO WHOLESALE CORP		21,268	COST	23,668
200-FRANKLIN RESOURCES INC		22,775	COST	21,070
250-FREEPORT-MCMORAN COPPER		16,875	COST	20,073
830-CISCO SYSTEMS INC		24,202	COST	19,870
650-MICROSOFT CORP		18,212	COST	19,819
325-PEPSICO INC		19,220	COST	19,760
1300-SMITHFIELD FOODS INC		16,641	COST	19,747
475-ENSCO INTL PLC SPON ADR		16,200	COST	18,972

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
950-UNUM GROUP	$	$ 14,550	COST	$ 18,544
650-JOHNSON CONTROLS INC		17,234	COST	17,706
1100-CONSTELLATION		16,022	COST	17,523
2700-OFFICE DEPOT INC		16,738	COST	17,415
350-CREDIT SUISSE GROUP-SPON AD		15,460	COST	17,206
550-GARMIN LTD		16,699	COST	16,885
50-CME GROUP INC		19,941	COST	16,798
900-DEAN FOODS CO		17,250	COST	16,236
2800-RRI ENERGY INC		27,832	COST	16,016
375-COOPER INDUSTRIES PLC-CL A		14,904	COST	15,990
900-STEEL DYNAMICS INC		15,591	COST	15,948
275-CATERPILLAR INC		11,079	COST	15,672
1400-D R HORTON INC		11,963	COST	15,218
275-SPX CORP		13,467	COST	15,043
425-METLIFE INC		11,174	COST	15,024
265-CELGENE CORP		15,607	COST	14,755
1400-PULTE HOMES INC		16,794	COST	14,000
1000-MASCO CORP		9,485	COST	13,810
325-CAMERON INTERNATIONAL CORP		11,608	COST	13,585
175-CHEVRON CORP		11,648	COST	13,473
700-LIMITED BRANDS INC		6,289	COST	13,468
250-ARCELORMITTAL-NY REGISTERED		9,667	COST	11,438
150-MEDCO HEALTH SOLUTIONS INC		6,566	COST	9,587
150-BAXTER INTERNATIONAL INC		8,317	COST	8,802
100-FEDEX CORP		6,626	COST	8,345
345-AOL INC		6,790	COST	8,032

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
175-VERTEX PHARMACEUTICALS INC	$	$ 6,954	COST	$ 7,499
225-BROADCOM CORP-CL A		6,440	COST	7,076
125-WAL-MART STORES INC		6,823	COST	6,681
175-KLA-TENCOR CORPORATION		5,975	COST	6,328
175-SUNCOR ENERGY INC		6,518	COST	6,179
125-COVIDIEN PLC		5,919	COST	5,986
185-THE WALT DISNEY CO.		3,295	COST	5,966
350-COMCAST CORP-CL A		5,992	COST	5,901
200-VALE SA-SP ADR		5,908	COST	5,806
100-UNITED PARCEL SERVICE-CL B		5,926	COST	5,737
275-QUANTA SERVICES INC		6,310	COST	5,731
225-PRINCIPAL FINANCIAL GROUP		6,466	COST	5,409
100-ANHEUSER-BUSH INBEV SPN ADR		5,070	COST	5,203
55-VISA INC - CLASS A SHRS		3,680	COST	4,810
TOTAL	$ 13,636,038	$ 10,578,830		$ 10,437,176

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BERNSTEIN INT DUR BOND PORTFOLIO	$ 2,373,640	$ 2,256,673	COST	$ 2,305,471
BERNSTEIN - RESTRICTED ENDOWMENT		100,000	COST	99,777
TOTAL	$ 2,373,640	$ 2,356,673		$ 2,405,248

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
LIM PTNRSHP INT-ANTONIA BRADLEY LP	$ 10	$ 10	COST	$ 10
LIM PTNRSHP INT-ANTONIA BRDLY PER LP	318,952	300,262	COST	300,262
LIM PTNRSHP INT-ANTONIA EDENS LP	4,804,690	4,763,353	COST	4,763,353
TOTAL	$ 5,123,652	$ 5,063,625		$ 5,063,625

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
DIFFERENCES BETWEEN CARRYING COSTS AND TAX BASIS OF PARTNERSHIP INTERESTS AND CAPITAL ASSETS AS ADJUSTED IN 2009	$ 377,451
TOTAL	$ 377,451

Federal Statements

Statement 10 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
ANTONIA INVESTMENTS	C/O TOD MOSES, CPA	WARSON WOODS MO 63122

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
SCULPTURE PARK ST. LOUIS MO 63108	221 N. GRAND BLVD.	PUBLIC	LAY CENTER FOR EDU/ARTS ENDOWMENT	7,275
ST. JOSEPH'S ACADAMY ST. LOUIS MO 63131	1207 SOUTH LINDBERGH	PUBLIC	GENERAL SUPPORT	2,400
STL SCIENCE CENTER ST. LOUIS MO 63110	5050 OAKLAND AVE.	PUBLIC	SCIENCE EDUCATION	1,250
ST. LOUIS UNIVERSITY ST. LOUIS MO 63108	221 N. GRAND BLVD.	PUBLIC	GENERAL SUPPORT	35,546
UNIV OF CT FDN STORRS CT 06269	2390 ALUMI DRIVE	PUBLIC	GENERAL SCHOLARSHIP	9,600
TRUMAN STATE UNIVERSITY KIRKSVILLE MO 63501	100 EAST NORMAL, MCCLAIN	PUBLIC	GENERAL SUPPORT	50
SOUTH MARSHALL MIDDLE SCH BENTON KY 42025	85 SID DARNALL ROAD	PUBLIC	GENERAL SUPPORT	2,501
BENTON MIDDLE SCHOOL BENTON KY 42025	906 JOE CREASON DRIVE	PUBLIC	GENERAL SUPPORT	500
SHARPE ELEMENTARY SCHOOL BENTON KY 42025	8400 US HIGHWAY 68 WEST	PUBLIC	GENERAL SUPPORT	540
THRU ANT BRADLEY LP ST. LOUIS MO 63122	10135 MANCHESTER RD			115
PADUCAH JUNIOR COLLEGE PADUCAH KY 42002	PO BOX 7380	PUBLIC	MIDDLE COLLEGE PROGRAM	114,805
OUR LADY OF LOURDES PARIS ST. LOUIS MO 63105	7148 FORSYTH BLVD.	PUBLIC	MATCHING GIFT	2,150
KIDS IN MOTION HANNIBAL MO 63401	711 GRAND AVENUE	PUBLIC	START-UP FUNDS FOR SUMMER PROGRAM	20,000
TWIN PIKE FAMILY YMCA LOUISIANA MO 63353	614 KELLY LANE	PUBLIC	AFTER SCHOOL PROGRAM	12,262
SKILLED CRAFT CENTER PACUCAH KY 42002	PO BOX 7380	PUBLIC	WEST KY COMMUNITY & TECHNICAL COLLEG	800,000
STL U-DR. ALDRIDGE PROJEC ST. LOUIS MO 63108	3700 WEST PINE MALL	PUBLIC	AMPHIBIAN POND SELECTION PROJECT	59,639
BLOCK YESHIVA HIGH SCHOOL ST. LOUIS MO 63132	1146 NORTH WARSON ROAD	PUBLIC	SCHOLARSHIP FUND	6,000
JONATHAN ELEMENTARY BENTON KY 42025	9207 US HIGHWAY 68 EAST	PUBLIC	5TH GRADE TRIP TO STATE CAP	600

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
NORTH MARSHALL MIDDLE SCH BENTON KY 62025	86 HIGH SCHOOL ROAD	PUBLIC	STUDENT LEADERSHIP/6TH GRADE TRIP	1,500
BISHOP DUBOURG HIGH SCH ST. LOUIS MO 63109	5850 EICHELBERGER AVE	PUBLIC	MATCHING GIFT	1,600
CARDINAL RITTER COLLEGE P ST. LOUIS MO 63108	701 NORTH SPRING AVE	PUBLIC	MATCHING GIFT	1,600
RICE UNIVERSITY HOUSTON TX 77251-1892	PO BOX 1892	PUBLIC	MATCHING GIFT	20
PIKE COUNTY COMMUNITY CAR BOWLING GREEN MO 63334	14516 HIGHWAY UU	PUBLIC	BACK TO SCHOOL FAIR DONATION	500
TOTAL				1,080,453

Statement of Shareholder Receiving a Distribution of Stock

LAY FAMILY FOUNDATION, A NONPR (Account: 888-09131)

Statement of Shareowner
Receiving a Distribution of Stock
of Time Warner Cable Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Time Warner Inc. as of March 12 2009, the record date, received a distribution on March 27 2009, from Time Warner Inc. shares of common stock of Time Warner Cable Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

   (a) Time Warner Inc.
   One Time Warner Center
   New York, NY 10019

   (b) Time Warner Cable Inc.
   60 Columbus Circle
   New York, NY 10023

3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.

4. The undersigned received 811 shares of common stock of Time Warner Cable Inc. in the distribution.

5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Time Warner Cable Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.

Lay Family Foundation
By Rosa J. Zaras Jr., President

Shareholder's Signature

____

Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***

Statement of Shareholder Receiving a Distribution of Stock

LAY FAMILY FOUNDATION, A NONPR (Account: 888-09131)

Statement of Shareowner
Receiving a Distribution of Stock
of AOL Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1 The undersigned, a shareholder owning common stock of Time Warner Inc. as of November 27 2009, the record date, received a distribution on December 09 2009, from Time Warner Inc. shares of common stock of AOL Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

(a) Time Warner Inc.
One Time Warner Center
New York, NY 10019

(b) AOL Inc.
770 Broadway
New York, NY 10003

3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.

4. The undersigned received 345 shares of common stock of AOL Inc. in the distribution.

5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of AOL Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.

Lay Family Foundation
By Kenneth L. Lay, Jr., President
____
Shareholder's Signature

____
Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***