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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.Otherwise,
print
or type
See Specific
Instructions.

Name of foundation

MASSEY FAMILY FOUNDATION

A Employer identification number

43-2065394

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

1400 W MAIN ST

(580) 924-2211

City or town, state, and ZIP code

DURANT, OK 74701

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

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) \$ 3,733,926.

J Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

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 ☐**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)

1 Contributions, gifts, grants, etc., received (attach schedule)

275,000.

2 Check ☐ if the foundation is not required to
attach Sch. B.

66,515.

52,947.

0. ATCH 1

3 Interest on savings and temporary cash investments

27,252.

27,252.

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

-69,716.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 520,877.

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
and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

-58,312.

0.

0. ATCH 2

12 Total Add lines 1 through 11

240,739.

80,199.

0.

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)

c Other professional fees (attach schedule)

17 Interest

19,898.

1,122.

18 Taxes (attach schedule) (see page 14 of the instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) ATCH 4

6,266.

6,266.

24 Total operating and administrative expenses.

Add lines 13 through 23

26,164.

7,388.

25 Contributions, gifts, grants paid

445,330.

445,330.

26 Total expenses and disbursements Add lines 24 and 25

471,494.

7,388.

445,330.

27 Subtract line 26 from line 12

-230,755.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

72,811.

c Adjusted net income (if negative, enter -0-)

-00.

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions

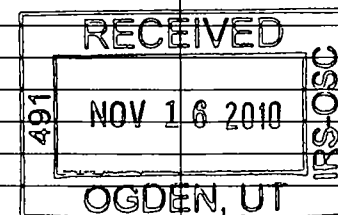
JSA ATCH 3

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SCANNED NOV 19 2010

Revenue

Operating and Administrative Expenses



Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,646,078.	1,464,755.	1,464,757.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) * *	81,621.	143,268.	142,729.
	b Investments - corporate stock (attach schedule) <u>ATCH 6</u>	2,181,826.	2,113,395.	2,026,798.
	c Investments - corporate bonds (attach schedule) <u>ATCH 7</u>	159,029.	115,229.	99,642.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,068,554.	3,836,647.	3,733,926.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	4,068,554.	3,836,647.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg. and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	4,068,554.	3,836,647.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,068,554.	3,836,647.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,068,554.
2 Enter amount from Part I, line 27a	2	-230,755.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,837,799.
5 Decreases not included in line 2 (itemize) ▶ <u>ATTACHMENT 8</u>	5	1,152.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,836,647.

* * ATCH 5

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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)			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.				0.	

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	308,301.	3,596,871.	0.085714
2007	602,030.	2,998,355.	0.200787
2006	322,500.	1,939,745.	0.166259
2005	400,000.	421,163.	0.949751
2004	0.	153,906.	0.000000
2 Total of line 1, column (d)			2 1.402511
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 0.280502
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 3,817,846.
5 Multiply line 4 by line 3			5 1,070,913.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 728.
7 Add lines 5 and 6			7 1,071,641.
8 Enter qualifying distributions from Part XII, line 4 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.			8 445,330.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	1,456.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	1,456.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,456.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,768.
b Exempt foreign organizations-tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	3,268.
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	1,812.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☐ 1,812. 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)? 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	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ (2) On foundation managers ☐ \$			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
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) ☐ OK,			
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	10		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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? Website address N/A	13	X	
14	The books are in care of JOHN MASSEY Telephone no 580-924-2211 Located at 1400 W MAIN ST DURANT, OK ZIP + 4 74701			
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)? ☐ 1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? ☐ 1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) ☐ 2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) ☐ 3b		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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

X

X

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
ATTACHMENT 9		-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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (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 NONE

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	2,167,051.
b	Average of monthly cash balances	1b	1,708,935.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,875,986.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,875,986.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	58,140.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,817,846.
6	Minimum investment return. Enter 5% of line 5	6	190,892.

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	190,892.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,456.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,456.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	189,436.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	189,436.
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	189,436.

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	445,330.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	445,330.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	445,330.

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				189,436.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 20 06 20 05		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005	371,459.			
c From 2006	226,362.			
d From 2007	456,157.			
e From 2008	130,223.			
f Total of lines 3a through e	1,184,201.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 445,330.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				189,436.
e Remaining amount distributed out of corpus	255,894.			
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	1,440,095.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
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				
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	1,440,095.			
10 Analysis of line 9				
a Excess from 2005	371,459.			
b Excess from 2006	226,362.			
c Excess from 2007	456,157.			
d Excess from 2008	130,223.			
e Excess from 2009	255,894.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED				445,330.
Total.			▶ 3a	445,330.
b Approved for future payment				
Total.			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	66,515.	
4	Dividends and interest from securities			14	27,252.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-69,716.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	SUMMIT BANK INCOME	522100	-57,777.			
c	ONEOK PARTNERS	522100	-535.			
d						
e						
12	Subtotal Add columns (b), (d), and (e)		-58,312.		24,051.	
13	Total Add line 12, columns (b), (d), and (e)					-34,261.

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

[illegible]

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

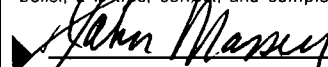
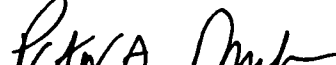
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b If "Yes," complete the following schedule

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

Sign Here Paid Preparer's Use Only	Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
	Signature of officer or trustee 		Date 11/15/10		Title President
Paid Preparer's Use Only	Preparer's signature 	Date 11/2/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00365536	
	Firm's name (or yours if self-employed), address, and ZIP code BKD, LLP 211 N ROBINSON AVE, STE 600 OKLAHOMA CITY, OK 73102-9421			EIN ▶ 44-0160260 Phone no 405-842-7977	

Schedule of Contributors

OMB No 1545-0047

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

2009

Name of the organization

MASSEY FAMILY FOUNDATION

Employer identification number

43-2065394

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)(3) (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization **MASSEY FAMILY FOUNDATION**Employer identification number
43-2065394**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN MICHAEL MASSEY P.O. BOX 130 DURANT, OK 74702-0130	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	MASSEY INVESTMENT PO BOX 130 DURANT, OK 74702	\$ 250,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST - CDS	39,330.	39,330.	0.
INTEREST - BANK ACCOUNTS	13,611.	13,611.	0.
INTEREST - US SAVINGS AND TREASURY BONDS			0.
INTEREST - TAX EXEMPT	3,478.	0.	0.
INTEREST - TAX EXEMPT - SUMMIT	10,090.		
INTEREST - ONEOK PARTNERS	6.	6.	
TOTAL	<u>66,515.</u>	<u>52,947.</u>	<u>0.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
SUMMIT BANK INCOME - UBI	-57,777.	0.	0.
ONEOK PARTNERS	-535.		
TOTALS	-58,312.	0.	0.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INCOME TAXES	10,776.	
STATE TAXES	8,000.	
FOREIGN TAXES	1,122.	1,122.
TOTALS	19,898.	1,122.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADMINISTRATION FEES & EXPENSES	6,206.	6,206.
SERVICE CHARGES	60.	60.
TOTALS	6,266.	6,266.

MASSEY FAMILY FOUNDATION

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

43-2065394

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	143,268.	142,729.
US OBLIGATIONS TOTAL	143,268.	142,729.
SEE ATTACHED SCHEDULE	0.	0.
STATE OBLIGATIONS TOTAL	0.	0.
US AND STATE OBLIGATIONS TOTAL	143,268.	142,729.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
11330 SHRS BOK	616,859.	551,351.
11,060 SHRS SUMMIT BANK STOCK	1,064,320.	1,064,320.
3,900 SHRS PENN WEST ENERGY	105,143.	68,640.
SEE ATTACHED SCHEDULE	0.	0.
SEE ATTACHED SCHEDULE	312,058.	323,955.
200 SHRS OKE	7,506.	9,011.
150 SHRS OKS	7,509.	9,521.
TOTALS	2,113,395.	2,026,798.

ATTACHMENT 7

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
115,229.	99,642.
<u>115,229.</u>	<u>99,642.</u>

SEE ATTACHED SCHEDULE

TOTALS

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

BOOK TO TAX ADJ (NON-DED. EXP PER K-1)

1,152.

TOTAL

1,152.

MASSEY FAMILY FOUNDATION

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

43-2065394

ATTACHMENT 9

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

PRESIDENT

JOHN L. MASSEY
1400 W MAIN ST
DURANT, OK 74701

VICE PRESIDENT

GREGORY L. MASSEY
1400 W MAIN ST
DURANT, OK 74701

DIRECTOR

STEVE BURRAGE
1400 W MAIN ST
DURANT, OK 74701

DIRECTOR

MARY FRANK
1400 W MAIN ST
DURANT, OK 74701

GRAND TOTALS

Masséy Family Foundation

43-2065394

Part XV Supplementary Information
Grants and Contributions Paid During the Year or Approved for Future Payment

12/31/2009

Date	Amount	Name of Organization	Address	Individual	Status	Purpose
1/6/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
1/8/2009	2,000 00	Bishop McGuinness High School	801 NW 50th St, Oklahoma City, OK 73118	N/A	501(c)(3)	Operating Funds
1/13/2009	2,000 00	Baptist Village Retirement Center	9700 Mashburn BLVD, OKC, 73162	N/A	501(c)(3)	Operating Funds
2/5/2009	2,000 00	Bryan Baptist	1925 West Main, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
2/5/2009	200 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
2/10/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
2/25/2009	50,000 00	Victory Life Church	3534 West University BLVD, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
3/2/2009	1,000 00	Bishop McGuinness High School	801 NW 50th St, Oklahoma City, OK 73118	N/A	501(c)(3)	Operating Funds
3/5/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
3/6/2009	500 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
3/16/2009	100 00	OKLA Heritage Association	1400 Classen Drive, OKC, OK 73106	N/A	501(c)(3)	Operating Funds
3/20/2009	3,000 00	OKLA Foundation for Excellence	120 N Robinson Ave #1420-W OKC, OK 73102	N/A	501(c)(3)	Operating Funds
3/26/2009	1,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
3/27/2009	500 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
4/7/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
4/27/2009	2,500 00	OKLA Heritage Association	1400 Classen Drive, OKC, OK 73106	N/A	501(c)(3)	Operating Funds
5/12/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
5/12/2009	100 00	OKLA Heritage Association	1400 Classen Drive, OKC, OK 73106	N/A	501(c)(3)	Operating Funds
5/19/2009	5,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
6/2/2009	500 00	OKLA Heritage Association	1400 Classen Drive, OKC, OK 73106	N/A	501(c)(3)	Operating Funds
6/12/2009	500 00	Deway Methodist Church	618 N Delaware St, Dewey, OK 74029	N/A	501(c)(3)	Operating Funds
6/16/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
6/16/2009	500 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
6/25/2009	50,000 00	Victory Life Church	3534 West University BLVD Durant, OK 74701	N/A	501(c)(3)	Operating Funds
6/30/2009	25,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
7/3/2009	25,000 00	Pregnancy Center	308 N 2nd Ave, Durant, OK 74702	N/A	501(c)(3)	Operating Funds
7/13/2009	100 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
7/14/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
7/16/2009	2,000 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
7/22/2009	500 00	Campus Crusade For Christ	1406 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
7/29/2009	100 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
8/5/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
8/7/2009	50,000 00	Victory Life Church	3534 West University BLVD, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
8/11/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
8/19/2009	5,000 00	OSU Foundation	400 S Monroe, Stillwater, OK 74074	N/A	501(c)(3)	Operating Funds
8/28/2009	1,800 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
8/31/2009	3,500 00	Victory Life Church	3534 West University BLVD, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
9/10/2009	10,000 00	UCO Foundation	100 N University Dr, Edmond, OK 73034	N/A	501(c)(3)	Operating Funds
9/10/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
9/10/2009	300 00	Jim Thorpe Association	4040 N Lincoln OKC, OK 73105	N/A	501(c)(3)	Operating Funds
9/15/2009	5,000 00	Bryan County United Way	PO Box 192, Durant, OK 74702	N/A	501(c)(3)	Operating Funds
9/22/2009	30,000 00	Victory Life Church	3534 West University BLVD, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
9/22/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
9/23/2009	25,000 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
9/25/2009	1,000 00	SOSU Foundation	1405 North 4th Durant, OK 74701	N/A	511(a)(2)(B)	Operating Funds
10/1/2009	500 00	FCA	3809 S Boulevard Edmond, OK 73013	N/A	501(c)(3)	Operating Funds
10/6/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
10/16/2009	25,000 00	Food Bank	3355 S Purdue St, OKC, OK 73137	N/A	501(c)(3)	Operating Funds
10/16/2009	600 00	Higher Education Heritage Society	800 Nazih Zuhdi Dr OKC, OK 73105	N/A	501(c)(3)	Operating Funds
10/19/2009	50 00	OKLA Historical Center	801 Nazih Zuhdi Dr OKC, OK 73105	N/A	501(c)(3)	Operating Funds
10/20/2009	100 00	OU Pride of OKLA	660 Parrington Oval, Norman, OK 73019	N/A	511(a)(2)(B)	Operating Funds
10/26/2009	39 95	OKLA Today	120 N Robinson Ave OKC, OK 73102	N/A	501(c)(3)	Operating Funds
11/16/2009	28,571 00	Signa Chi Educational Foundation	662 Parrington Oval Norman, OK 73019	N/A	511(a)(2)(B)	Operating Funds
11/18/2009	1,168 68	Hands of Hope	800 Hart Rd STE 100, Barrington, IL 60010	N/A	501(c)(3)	Operating Funds
12/4/2009	2,000 00	First Baptist Church	123 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
12/8/2009	2,500 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
12/8/2009	2,000 00	First Baptist Church	124 Evergreen St, Durant, OK 74701	N/A	501(c)(3)	Operating Funds
12/22/2009	100 00	OKLA Heritage Association	1400 Classen Drive, OKC OK 73106	N/A	501(c)(3)	Operating Funds
12/30/2009	50,000 00	Victory Life Church	3534 West University BLVD, Durant, OK 74701	N/A	501(c)(3)	Operating Funds

Statement of Assets

Symbol	Asset Description	Units/Shares or Face Value	Unit Price	Total Cost	Market Value
U4U Equity Mutual Funds					
FSEMX	Fidelity Spartan Extended Market Index	826 0000	\$30 40	\$23,778 72	\$25,110 40
FSMKX	Fidelity Spartan 500 Index	1,397 0000	\$76 92	\$103,121 47	\$107,457 24
NOMIX	Northern Mid Cap Index	2 616 0000	\$9 55	\$24,328 80	\$24,982 80
PSSIX	Principal SmallCap S&P 600 Index	2,034 9000	\$12 68	\$24 891 97	\$25,802 53
VFIX	Vanguard 500 Index	482 0200	\$102 67	\$46,009 92	\$49,488 99
VSISX	Vanguard Small Cap Index	1,035 6200	\$24 79	\$24,653 22	\$25,673 02
Total				\$246,784 10	\$258,514 98
100 International Equity Mutual Funds					
FSIIX	Fidelity Spartan International Index	975 0000	\$33 45	\$32,516 25	\$32,613 75
VGTSX	Vanguard Total Developed International	2,278 0000	\$14 41	\$32,757 64	\$32,825 98
Total				\$65,273 89	\$65,439 73
200 Corporate Bonds					
05942TAA4	Banco Gas LLC 8 25%	17,000 0000	\$90 00	\$17,000 00	\$15,300 00
06050XJH7	Bank of America Corp 5 50%	25,000 0000	\$94 37	\$24,750 00	\$23,591 75
126338AH5	CS Fing Corp Note A 10 00%	20,000 0000	\$75 00	\$20,000 00	\$15,000 00
34659WAA0	Forster Drilling 10 00%	25,000 0000	\$75 00	\$24 050 75	\$18,750 00
67084VAK5	O&G Leasing 10 50%	30 000 0000	\$90 00	\$29,427 90	\$27,000 00
Total				\$115,228 65	\$99,641 75
305 Fixed Income Mutual Fund					
DBIRX	Dreyfus Bond Market Index	6,922 0000	\$10 31	\$71 504 26	\$71,365 82
VBMFX	Vanguard Total Bond Market Index	6,895 0000	\$10 35	\$71 763 56	\$71,363 25
Total				\$143,267 82	\$142,729 07
500 Money Market Funds					
FirstUMM	First United Money Market	17,059 1700	\$1 00	\$17,059 17	\$17,059 17
Total				\$17 059 17	\$17,059 17
Cash					
Cash				(\$8 26)	(\$8 26)
Grand Total				\$587,605 37	\$583 376 44
				Ex-Dividends	\$0 00
				Accrued Income	\$909 24
					\$584,285 68

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**Other**

Settle Date	Transaction Description	Reg Code	Units	Cash Change Principal	Cash Change Income	Investment Change Principal	Investment Change Income
		Check Number	Payee				
665-000	EXCHANGE						
9/15/2009	LIKE KIND EXCHANGE - MANDATORY O&G Leasing	Nominee	25,000 0000	\$0 00	\$0 00	\$24,523 25	\$0 00
9/15/2009	LIKE KIND EXCHANGE - MANDATORY O&G Leasing	Nominee	5,000 0000	\$0 00	\$0 00	\$4,904 65	\$0 00
Total for EXCHANGE			0.0000	\$0 00	\$0 00	\$0 00	\$0.00
Total for Other			0 0000	\$0 00	\$0 00	\$0 00	\$0.00

Capital Gains

Trade Date Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss Acq Date	Term
620-000	SALE OF ASSET						
00206R102	AT&T Inc Com						
9/28/2009	SALE OF ASSET AT&T Inc Com	Nominee	(33 0000)	\$906 49	(\$1,249 38)	(\$342 89)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET AT&T Inc Com	Nominee	(32 0000)	\$879 03	(\$1 193 92)	(\$314 89)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET AT&T Inc Com	Nominee	(29 0000)	\$796 61	(\$1,120 27)	(\$323 66)	Long
10/1/2009						5/23/2008	
Totals For	AT&T Inc. Com		(94 0000)	\$2,582 13	(\$3,563 57)	(\$981 44)	
002824100	Abbott Laboratories						
9/28/2009	SALE OF ASSET Abbott Laboratories	Nominee	(26 0000)	\$1,273 19	(\$1,309 88)	(\$36 69)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Abbott Laboratories	Nominee	(23 0000)	\$1,126 27	(\$1 206 81)	(\$80 54)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Abbott Laboratories	Nominee	(18 0000)	\$881 44	(\$979 56)	(\$98 12)	Long
10/1/2009						5/23/2008	
Totals For	Abbott Laboratories		(67 0000)	\$3,280 90	(\$3,496 25)	(\$215 35)	
124857202	CBS						
9/28/2009	SALE OF ASSET CBS	Nominee	(56 0000)	\$682 07	(\$1 181 04)	(\$498 97)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET CBS	Nominee	(55 0000)	\$669 88	(\$1,216 05)	(\$546 17)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET CBS	Nominee	(48 0000)	\$584 62	(\$1 100 16)	(\$515 54)	Long
10/1/2009						5/23/2008	
Totals For	CBS		(159 0000)	\$1,936 57	(\$3,497 25)	(\$1,560 68)	
14229PAB6	Carlisle Barr 144A ABS 6 50%						

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Trade Date Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss Acq Date	Term
620-000	SALE OF ASSET						
3/31/2009 4/3/2009	SALE OF ASSET Carlisle Barr 144A ABS 6 50%	Nominee	(30 000 0000)	\$28 200 00	(\$28,800 00)	(\$600 00) 9/12/2007	Long
Totals For.	Carlisle Barr 144A ABS 6 50%		(30,000 0000)	\$28,200.00	(\$28,800 00)	(\$600 00)	
166764100	Chevron Corporation						
9/28/2009 10/1/2009	SALE OF ASSET Chevron Corporation	Nominee	(14 0000)	\$1,005 88	(\$1,247 96)	(\$242 08) 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Chevron Corporation	Nominee	(13 0000)	\$934 02	(\$1,212 51)	(\$278 49) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Chevron Corporation	Nominee	(9 0000)	\$646 63	(\$909 99)	(\$263 36) 5/23/2008	Long
Totals For	Chevron Corporation		(36 0000)	\$2,586 53	(\$3,370 46)	(\$783 93)	
25243Q205	Diageo PLC ADR						
9/28/2009 10/1/2009	SALE OF ASSET Diageo PLC ADR	Nominee	(17 0000)	\$1,050 89	(\$1,336 20)	(\$285 31) 5/23/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Diageo PLC ADR	Nominee	(15 0000)	\$927 25	(\$1 243 05)	(\$315 80) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Diageo PLC ADR	Nominee	(15 0000)	\$927 26	(\$1,259 40)	(\$332 14) 4/14/2008	Long
Totals For	Diageo PLC ADR		(47 0000)	\$2,905 40	(\$3,838 65)	(\$933.25)	
257867101	R R Donnelley & Sons Co						
10/22/2009 10/27/2009	SALE OF ASSET R R Donnelley & Sons Co	Nominee	(41 0000)	\$883 68	(\$1 201 30)	(\$317 62) 4/14/2008	Long
10/22/2009 10/27/2009	SALE OF ASSET R R Donnelley & Sons Co	Nominee	(41 0000)	\$883 69	(\$1,198 84)	(\$315 15) 4/22/2008	Long
10/22/2009 10/27/2009	SALE OF ASSET R R Donnelley & Sons Co	Nominee	(32 0000)	\$689 71	(\$1,007 36)	(\$317 65) 5/23/2008	Long
Totals For	R R Donnelley & Sons Co		(114 0000)	\$2,457 08	(\$3,407 50)	(\$950 42)	
293389102	Ennis Inc Com						
9/28/2009 10/1/2009	SALE OF ASSET Ennis Inc Com	Nominee	(77 0000)	\$1,258 24	(\$1 206 59)	\$51 65 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Ennis Inc Com	Nominee	(76 0000)	\$1 241 90	(\$1 236 52)	\$5 38 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Ennis Inc Com	Nominee	(52 0000)	\$849 72	(\$905 84)	(\$56 12) 5/23/2008	Long
Totals For	Ennis Inc Com		(205 0000)	\$3,349 86	(\$3,348 95)	\$0 91	
315910208	Fidelity International Discovery						

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620-000	SALE OF ASSET						
9/10/2009 9/11/2009	SALE OF ASSET Fidelity International Discovery	Nominee	(524 5342)	\$15,452 78	(\$21,401 00)	(\$5,948.22) 5/6/2008	Long
9/10/2009 9/11/2009	SALE OF ASSET Fidelity International Discovery	Nominee	(519 3410)	\$15,299 79	(\$20,815 20)	(\$5,515 41) 4/22/2008	Long
9/10/2009 9/11/2009	SALE OF ASSET Fidelity International Discovery	Nominee	(366 0000)	\$10,782 36	(\$13,329 72)	(\$2,547 36) 7/14/2008	Long
Totals For	Fidelity International Discovery		(1,409 8752)	\$41,534 93	(\$55,545 92)	(\$14,010 99)	
363576109	Gallagher Arthur J & Co						
9/28/2009 10/1/2009	SALE OF ASSET Gallagher Arthur J & Co	Nominee	(53 0000)	\$1,316 99	(\$1,282 07)	\$34.92 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Gallagher Arthur J & Co	Nominee	(49 0000)	\$1,217 60	(\$1,177 47)	\$40 13 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Gallagher Arthur J & Co	Nominee	(43 0000)	\$1,068 50	(\$1,076 29)	(\$7 79) 5/23/2008	Long
Totals For	Gallagher Arthur J & Co		(145 0000)	\$3,603 09	(\$3,535 83)	\$67 26	
369604103	General Electric Co						
9/28/2009 10/1/2009	SALE OF ASSET General Electric Co	Nominee	(42 0000)	\$704 74	(\$1,281 84)	(\$577 10) 5/23/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET General Electric Co	Nominee	(39 0000)	\$654 40	(\$1,267 89)	(\$613 49) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET General Electric Co	Nominee	(37 0000)	\$620 85	(\$1,184 74)	(\$563 89) 4/14/2008	Long
Totals For	General Electric Co		(118 0000)	\$1,979 99	(\$3,734 47)	(\$1,754 48)	
37733W105	GlaxoSmithKline PLC ADS						
9/28/2009 10/1/2009	SALE OF ASSET GlaxoSmithKline PLC ADS	Nominee	(29 0000)	\$1 155 04	(\$1 271 94)	(\$116 90) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET GlaxoSmithKline PLC ADS	Nominee	(28 0000)	\$1,115 21	(\$1 184 68)	(\$69 47) 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET GlaxoSmithKline PLC ADS	Nominee	(25 0000)	\$995 72	(\$1,116 50)	(\$120 78) 5/23/2008	Long
Totals For	GlaxoSmithKline PLC ADS		(82 0000)	\$3,265 97	(\$3,573 12)	(\$307 15)	
423074103	Heinz, H J Co						
9/28/2009 10/1/2009	SALE OF ASSET Heinz, H J Co	Nominee	(26 0000)	\$1 039 45	(\$1,225 38)	(\$185 93) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Heinz, H J Co	Nominee	(26 0000)	\$1,039 45	(\$1 211 86)	(\$172 41) 5/23/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Heinz, H J Co	Nominee	(26 0000)	\$1 039 46	(\$1 220 18)	(\$180 72) 4/14/2008	Long

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620-000 SALE OF ASSET							
Totals For	Heinz, H J Co		(78 0000)	\$3,118 36	(\$3,657 42)	(\$539 06)	
437076102 Home Depot							
9/28/2009	SALE OF ASSET Home Depot	Nominee	(51 0000)	\$1,391 24	(\$1,343 85)	\$47 39	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Home Depot	Nominee	(43 0000)	\$1 173 01	(\$1,200 99)	(\$27 98)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Home Depot	Nominee	(42 0000)	\$1 145 73	(\$1,219 26)	(\$73 53)	Long
10/1/2009						4/22/2008	
Totals For	Home Depot		(136.0000)	\$3,709 98	(\$3,764 10)	(\$54.12)	
443510201 Hubbel Inc CL-B							
9/28/2009	SALE OF ASSET Hubbel Inc CL-B	Nominee	(28 0000)	\$1,162 25	(\$1,297 80)	(\$135 55)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Hubbel Inc CL-B	Nominee	(28 0000)	\$1 162 25	(\$1,216 60)	(\$54 35)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Hubbel Inc CL-B	Nominee	(23 0000)	\$954 70	(\$1,093 65)	(\$138 95)	Long
10/1/2009						4/22/2008	
Totals For	Hubbel Inc CL-B		(79 0000)	\$3,279 20	(\$3,608.05)	(\$328.85)	
464287739 iShares DJ US Real Est Idx Fd							
9/28/2009	SALE OF ASSET iShares DJ US Real Est Idx Fd	Nominee	(18 0000)	\$772 90	(\$1,238 40)	(\$465 50)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET iShares DJ US Real Est Idx Fd	Nominee	(18 0000)	\$772 90	(\$1,186 02)	(\$413 12)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET iShares DJ US Real Est Idx Fd	Nominee	(14 0000)	\$601 14	(\$955 92)	(\$354 78)	Long
10/1/2009						5/22/2008	
Totals For	iShares DJ US Real Est Idx Fd		(50 0000)	\$2,146 94	(\$3,380 34)	(\$1,233 40)	
465685105 ITC Holdings Corp							
9/28/2009	SALE OF ASSET ITC Holdings Corp	Nominee	(23 0000)	\$1,054 30	(\$1,212 10)	(\$157 80)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET ITC Holdings Corp	Nominee	(22 0000)	\$1 008 45	(\$1 210 22)	(\$201 77)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET ITC Holdings Corp	Nominee	(21 0000)	\$962 61	(\$1,145 97)	(\$183 36)	Long
10/1/2009						4/22/2008	
Totals For	ITC Holdings Corp		(66 0000)	\$3,025 36	(\$3,568 29)	(\$542 93)	
46625H100 JPMorgan Chase & Co Com Stk							
9/28/2009	SALE OF ASSET JPMorgan Chase & Co Com Stk	Nominee	(31 0000)	\$1 367 68	(\$1,313 78)	\$53 90	Long
10/1/2009						5/23/2008	

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Trade Date Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss Acq Date	Term
620-000	SALE OF ASSET						
9/28/2009 10/1/2009	SALE OF ASSET JPMorgan Chase & Co Com Stk	Nominee	(28 0000)	\$1 235 32	(\$1,159 20)	\$76 12 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET JPMorgan Chase & Co Com Stk	Nominee	(26 0000)	\$1,147 09	(\$1,186 38)	(\$39 29) 4/22/2008	Long
Totals For	JPMorgan Chase & Co Com Stk		(85 0000)	\$3,750 09	(\$3,659.36)	\$90 73	
478160104	Johnson and Johnson						
9/28/2009 10/1/2009	SALE OF ASSET Johnson and Johnson	Nominee	(19 0000)	\$1,165 81	(\$1,251 72)	(\$85 91) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Johnson and Johnson	Nominee	(19 0000)	\$1,165 81	(\$1,242 03)	(\$76 22) 5/23/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Johnson and Johnson	Nominee	(18 0000)	\$1,104 45	(\$1,188 54)	(\$84 09) 4/14/2008	Long
Totals For	Johnson and Johnson		(56 0000)	\$3,436 07	(\$3,682 29)	(\$246 22)	
4812C0589	JPMorgan US Real Estate A						
7/15/2009 7/16/2009	SALE OF ASSET JPMorgan US Real Estate A	Nominee	(1,534 4200)	\$12,843 10	(\$29,737 00)	(\$16,893.90) 5/6/2008	Long
Totals For	JPMorgan US Real Estate A		(1,534 4200)	\$12,843 10	(\$29,737 00)	(\$16,893 90)	
4812C1686	JP Morgan Diversified Mid Cap Growth A						
8/14/2009 8/17/2009	SALE OF ASSET JP Morgan Diversified Mid Cap Growth A	Nominee	(1,393 8300)	\$21,088 64	(\$29 737 00)	(\$8,648 36) 5/6/2008	Long
Totals For	JP Morgan Diversified Mid Cap Growth A		(1,393 8300)	\$21,088 64	(\$29,737 00)	(\$8,648.36)	
487836108	Kellogg Co						
9/28/2009 10/1/2009	SALE OF ASSET Kellogg Co	Nominee	(25 0000)	\$1,239 47	(\$1,261 25)	(\$21 78) 5/23/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Kellogg Co	Nominee	(24 0000)	\$1,189 89	(\$1 239 60)	(\$49 71) 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Kellogg Co	Nominee	(23 0000)	\$1,140 30	(\$1,203 82)	(\$63 52) 4/14/2008	Long
Totals For	Kellogg Co		(72 0000)	\$3,569 66	(\$3,704 67)	(\$135 01)	
514606102	Lance, Inc						
9/28/2009 10/1/2009	SALE OF ASSET Lance Inc	Nominee	(64 0000)	\$1 648 83	(\$1,223 14)	\$425 69 4/14/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Lance Inc	Nominee	(61 0000)	\$1,571 55	(\$1,191 33)	\$380 22 4/22/2008	Long
9/28/2009 10/1/2009	SALE OF ASSET Lance Inc	Nominee	(49 0000)	\$1 262 39	(\$991 27)	\$271 12 5/23/2008	Long
Totals For	Lance, Inc		(174 0000)	\$4,482 77	(\$3,405 74)	\$1,077 03	

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620-000 SALE OF ASSET							
549271104	Lubrizol Corp						
9/28/2009	SALE OF ASSET Lubrizol Corp	Nominee	(24 0000)	\$1 712 31	(\$1,310 16)	\$402 15	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Lubrizol Corp	Nominee	(21 0000)	\$1,498 27	(\$1,209 81)	\$288 46	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Lubrizol Corp	Nominee	(20 0000)	\$1,426 93	(\$1,186 40)	\$240 53	Long
10/1/2009						4/22/2008	
Totals For	Lubrizol Corp		(65.0000)	\$4,637 51	(\$3,706 37)	\$931 14	
580135101 McDonalds							
9/28/2009	SALE OF ASSET McDonalds	Nominee	(22 0000)	\$1,267 17	(\$1,222 32)	\$44.85	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET McDonalds	Nominee	(21 0000)	\$1,209 57	(\$1,211 91)	(\$2 34)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET McDonalds	Nominee	(20 0000)	\$1,151 97	(\$1,167 00)	(\$15 03)	Long
10/1/2009						4/22/2008	
Totals For	McDonalds		(63.0000)	\$3,628.71	(\$3,601 23)	\$27 48	
595017104 Microchip Technology Inc							
9/28/2009	SALE OF ASSET Microchip Technology Inc	Nominee	(36 0000)	\$965 49	(\$1,190 88)	(\$225 39)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Microchip Technology Inc	Nominee	(33 0000)	\$885 04	(\$1,203 84)	(\$318 80)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Microchip Technology Inc	Nominee	(33 0000)	\$885 04	(\$1 163 25)	(\$278 21)	Long
10/1/2009						4/22/2008	
Totals For.	Microchip Technology Inc		(102 0000)	\$2,735 57	(\$3,557 97)	(\$822 40)	
636180101 National Fuel Gas Co N J							
9/28/2009	SALE OF ASSET National Fuel Gas Co	Nominee	(24 0000)	\$1 115 49	(\$1,185 12)	(\$69 63)	Long
10/1/2009	N J					4/14/2008	
9/28/2009	SALE OF ASSET National Fuel Gas Co	Nominee	(23 0000)	\$1,069 01	(\$1 188 87)	(\$119 86)	Long
10/1/2009	N J					4/22/2008	
9/28/2009	SALE OF ASSET National Fuel Gas Co	Nominee	(13 0000)	\$604 22	(\$791 44)	(\$187 22)	Long
10/1/2009	N J					5/23/2008	
Totals For	National Fuel Gas Co N J		(60 0000)	\$2,788 72	(\$3,165 43)	(\$376 71)	
693475105 PNC Finl Svcs Grp, Inc							
9/28/2009	SALE OF ASSET PNC Finl Svcs Grp Inc	Nominee	(19 0000)	\$870 74	(\$1 177 80)	(\$307 06)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET PNC Finl Svcs Grp Inc	Nominee	(19 0000)	\$870 75	(\$1 249 06)	(\$378 31)	Long
10/1/2009						4/22/2008	

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620-000 SALE OF ASSET							
9/28/2009	SALE OF ASSET PNC Finl Svcs Grp, Inc	Nominee	(17 0000)	\$779 09	(\$1,115 71)	(\$336.62)	Long
10/1/2009						5/23/2008	
Totals For	PNC Finl Svcs Grp, Inc		(55 0000)	\$2,520 58	(\$3,542 57)	(\$1,021 99)	
695156109 Packaging Corp of America							
9/28/2009	SALE OF ASSET Packaging Corp of America	Nominee	(58 0000)	\$1 157 07	(\$1,267 30)	(\$110 23)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Packaging Corp of America	Nominee	(57 0000)	\$1,137 12	(\$1,207 83)	(\$70 71)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Packaging Corp of America	Nominee	(30 0000)	\$598 49	(\$745 50)	(\$147 01)	Long
10/1/2009						5/23/2008	
Totals For	Packaging Corp of America		(145 0000)	\$2,892.68	(\$3,220 63)	(\$327.95)	
713448108 Pepsico							
9/28/2009	SALE OF ASSET Pepsico	Nominee	(53 0000)	\$3 142 30	(\$3,520 79)	(\$378 49)	Long
10/1/2009						6/6/2008	
Totals For:	Pepsico		(53 0000)	\$3,142 30	(\$3,520 79)	(\$378 49)	
724479100 Pitney Bowes							
9/28/2009	SALE OF ASSET Pitney Bowes	Nominee	(98 0000)	\$2,470 46	(\$3 404 52)	(\$934 06)	Long
10/1/2009						8/5/2008	
Totals For	Pitney Bowes		(98 0000)	\$2,470 46	(\$3,404 52)	(\$934 06)	
779562107 T Rowe Price New Horizons							
9/10/2009	SALE OF ASSET T Rowe Price New Horizons	Nominee	(2,323 5300)	\$54 974 72	(\$67,103 60)	(\$12,128 88)	Long
9/11/2009						5/6/2008	
9/10/2009	SALE OF ASSET T Rowe Price New Horizons	Nominee	(777 0000)	\$18,383 82	(\$20,287 47)	(\$1,903 65)	Long
9/11/2009						7/14/2008	
Totals For	T Rowe Price New Horizons		(3,100 5300)	\$73,358 54	(\$87,391 07)	(\$14,032 53)	
780259107 Royal Dutch Shell PLC ADS							
9/28/2009	SALE OF ASSET Royal Dutch Shell PLC ADS	Nominee	(17 0000)	\$969 82	(\$1 226 21)	(\$256 39)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Royal Dutch Shell PLC ADS	Nominee	(15 0000)	\$855 73	(\$1,129 65)	(\$273 92)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Royal Dutch Shell PLC ADS	Nominee	(11 0000)	\$627 53	(\$936 65)	(\$309 12)	Long
10/1/2009						5/23/2008	
Totals For	Royal Dutch Shell PLC ADS		(43 0000)	\$2,453 08	(\$3,292 51)	(\$839 43)	
802349AA8 Santa Maria 8 75%							
1/29/2009	SALE OF ASSET Santa Maria 8 75%	Nominee	(15 000 0000)	\$13 050 00	(\$15 000 00)	(\$1,950 00)	Long
2/3/2009						3/26/2007	

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620-000 SALE OF ASSET							
Totals For	Santa Maria 8.75%		(15,000 0000)	\$13,050 00	(\$15,000 00)	(\$1,950 00)	
835495102 Sonoco Products Co							
9/28/2009	SALE OF ASSET Sonoco Products Co	Nominee	(41 0000)	\$1,140 91	(\$1,193 51)	(\$52.60)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Sonoco Products Co	Nominee	(38 0000)	\$1,057 42	(\$1,230 06)	(\$172.64)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Sonoco Products Co	Nominee	(32 0000)	\$890 46	(\$1,049 60)	(\$159 14)	Long
10/1/2009						4/22/2008	
Totals For	Sonoco Products Co		(111 0000)	\$3,088 79	(\$3,473 17)	(\$384 38)	
842587107 Southern Co							
9/28/2009	SALE OF ASSET Southern Co	Nominee	(34 0000)	\$1,087 30	(\$1,245 42)	(\$158 12)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Southern Co	Nominee	(33 0000)	\$1,055 31	(\$1 195 26)	(\$139 95)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Southern Co	Nominee	(33 0000)	\$1,055 32	(\$1,201 86)	(\$146 54)	Long
10/1/2009						5/23/2008	
Totals For	Southern Co		(100 0000)	\$3,197 93	(\$3,642 54)	(\$444.61)	
899896104 Tupperware							
9/28/2009	SALE OF ASSET Tupperware	Nominee	(36 0000)	\$1,435 19	(\$1 331 64)	\$103 55	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Tupperware	Nominee	(30 0000)	\$1,195 99	(\$1 206 00)	(\$10 01)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Tupperware	Nominee	(29 0000)	\$1 156 12	(\$1,178 56)	(\$22 44)	Long
10/1/2009						4/22/2008	
Totals For	Tupperware		(95 0000)	\$3,787 30	(\$3,716 20)	\$71 10	
902973304 U S Bancorp							
9/28/2009	SALE OF ASSET U S Bancorp	Nominee	(74 0000)	\$1 625 73	(\$2,415 73)	(\$790 00)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET U S Bancorp	Nominee	(36 0000)	\$790 90	(\$1 181 16)	(\$390 26)	Long
10/1/2009						5/23/2008	
Totals For	U S Bancorp		(110 0000)	\$2,416 63	(\$3,596 89)	(\$1,180 26)	
904784709 Unilever							
9/28/2009	SALE OF ASSET Unilever	Nominee	(42 0000)	\$1 199 07	(\$1 362 48)	(\$163 41)	Long
10/1/2009						5/23/2008	
9/28/2009	SALE OF ASSET Unilever	Nominee	(36 0000)	\$1 027 77	(\$1 219 68)	(\$191 91)	Long
10/1/2009						4/22/2008	

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620-000 SALE OF ASSET							
9/28/2009	SALE OF ASSET Unilever	Nominee	(36 0000)	\$1,027 78	(\$1 191 24)	(\$163 46)	Long
10/1/2009						4/14/2008	
Totals For	Unilever		(114 0000)	\$3,254 62	(\$3,773 40)	(\$518.78)	
922042304 Vanguard Emerging Mkts Stock Idx							
8/14/2009	SALE OF ASSET Vanguard Emerging Mkts	Nominee	(196 9760)	\$4,450 35	(\$6,307 64)	(\$1,857 29)	Long
8/17/2009	Stock Idx					4/22/2008	
8/14/2009	SALE OF ASSET Vanguard Emerging Mkts	Nominee	(189 1330)	\$4,273 16	(\$6,241 00)	(\$1,967 84)	Long
8/17/2009	Stock Idx					5/6/2008	
Totals For	Vanguard Emerging Mkts Stock Idx		(386 1090)	\$8,723 51	(\$12,548 64)	(\$3,825 13)	
92343V104 Verizon Communications							
9/28/2009	SALE OF ASSET Verizon Communications	Nominee	(34 0000)	\$1,031 19	(\$1,200 54)	(\$169 35)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Verizon Communications	Nominee	(34 0000)	\$1,031 20	(\$1,217 88)	(\$186 68)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Verizon Communications	Nominee	(30 0000)	\$909 88	(\$1,115 10)	(\$205 22)	Long
10/1/2009						5/23/2008	
Totals For	Verizon Communications		(98 0000)	\$2,972 27	(\$3,533 52)	(\$561 25)	
981811102 Worthington Ind							
9/28/2009	SALE OF ASSET Worthington Ind	Nominee	(72 0000)	\$1 136 06	(\$1,205 28)	(\$69 22)	Long
10/1/2009						4/14/2008	
9/28/2009	SALE OF ASSET Worthington Ind	Nominee	(68 0000)	\$1,072 95	(\$1 170 28)	(\$97 33)	Long
10/1/2009						4/22/2008	
9/28/2009	SALE OF ASSET Worthington Ind	Nominee	(48 0000)	\$757 38	(\$915 84)	(\$158 46)	Long
10/1/2009						5/23/2008	
Totals For	Worthington Ind		(188 0000)	\$2,966 39	(\$3,291 40)	(\$325 01)	
624244BF5 Mountain Pk Cons Dist OK 5 20%							
5/20/2009	SALE OF ASSET Mountain Pk Cons Dist	Nominee	(20,000 0000)	\$14 450 00	(\$17,936 00)	(\$3,486 00)	Long
5/26/2009	OK 5 20%					2/13/2008	
Totals For	Mountain Pk Cons Dist OK 5 20%		(20,000 0000)	\$14,450 00	(\$17,936 00)	(\$3,486 00)	
Total for SALE OF ASSET			(76,187 7642)	\$320,668 21	(\$400,531 08)	(\$79,862 87)	
140-000 CAPITAL GAIN - SHORT TERM							
315911503 Fidelity Spartan Extended Market Index							
12/21/2009	CAPITAL GAIN - SHORT TERM Fidelity	Nominee	0 0000	\$45 42	\$0 00	\$45 42	Short
12/21/2009	Spartan Extended Market Index Payable						
12/21/2009							

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140-000 CAPITAL GAIN - SHORT TERM							
12/21/2009	CAPITAL GAIN - SHORT TERM Fidelity	Nominee	0 0000	\$272 58	\$0 00	\$272 58	Short
12/21/2009	Spartan Extended Market Index Payable						
	12/21/2009						
Totals For	Fidelity Spartan Extended Market Index		0 0000	\$318 00	\$0 00	\$318 00	
315911602 Fidelity Spartan International Index							
12/21/2009	CAPITAL GAIN - SHORT TERM Fidelity	Nominee	0 0000	\$117 00	\$0 00	\$117.00	Short
12/21/2009	Spartan International Index Payable						
	12/21/2009						
Totals For:	Fidelity Spartan International Index		0 0000	\$117 00	\$0.00	\$117 00	
Total for CAPITAL GAIN - SHORT TERM			0 0000	\$435.00	\$0 00	\$435 00	
620-000 SALE OF ASSET							
00206R102 AT&T Inc Com							
9/28/2009	SALE OF ASSET AT&T Inc Com	Nominee	(84 0000)	\$2,307 43	(\$2 071 44)	\$235 99	Short
10/1/2009						10/16/2008	
Totals For	AT&T Inc Com		(84 0000)	\$2,307 43	(\$2,071 44)	\$235.99	
124857202 CBS							
9/28/2009	SALE OF ASSET CBS	Nominee	(169 0000)	\$2,058 37	(\$1,444 95)	\$613.42	Short
10/1/2009						10/22/2008	
9/28/2009	SALE OF ASSET CBS	Nominee	(48 0000)	\$584 62	(\$432 00)	\$152 62	Short
10/1/2009						1/5/2009	
Totals For	CBS		(217 0000)	\$2,642 99	(\$1,876 95)	\$766 04	
166764100 Chevron Corporation							
9/28/2009	SALE OF ASSET Chevron Corporation	Nominee	(4 0000)	\$287 39	(\$309 68)	(\$22 29)	Short
10/1/2009						1/5/2009	
Totals For	Chevron Corporation		(4 0000)	\$287 39	(\$309 68)	(\$22 29)	
25243Q205 Diageo PLC ADR							
9/28/2009	SALE OF ASSET Diageo PLC ADR	Nominee	(3 0000)	\$185 45	(\$167 55)	\$17 90	Short
10/1/2009						11/18/2008	
9/28/2009	SALE OF ASSET Diageo PLC ADR	Nominee	(2 0000)	\$123 63	(\$116 98)	\$6 65	Short
10/1/2009						1/5/2009	
Totals For	Diageo PLC ADR		(5 0000)	\$309 08	(\$284 53)	\$24 55	
257867101 R R Donnelley & Sons Co							
10/22/2009	SALE OF ASSET R R Donnelley & Sons	Nominee	(110 0000)	\$2,370 87	(\$1 585 10)	\$785 77	Short
10/27/2009	Co					1/5/2009	
Totals For	R R Donnelley & Sons Co		(110 0000)	\$2,370 87	(\$1,585 10)	\$785 77	
261978878 Dreyfus Bond Market Index							

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620-000	SALE OF ASSET						
11/5/2009	SALE OF ASSET Dreyfus Bond Market	Nominee	(1,255 0000)	\$13,026 90	(\$12,964 15)	\$62.75	Short
11/6/2009	Index					9/8/2009	
Totals For	Dreyfus Bond Market Index		(1,255.0000)	\$13,026 90	(\$12,964 15)	\$62 75	
293389102	Ennis Inc Com						
9/28/2009	SALE OF ASSET Ennis Inc Com	Nominee	(53 0000)	\$866 06	(\$636 90)	\$229.16	Short
10/1/2009						1/5/2009	
Totals For	Ennis Inc Com		(53.0000)	\$866 06	(\$636 90)	\$229 16	
315910208	Fidelity International Discovery						
9/10/2009	SALE OF ASSET Fidelity International	Nominee	(248 0000)	\$7,306 08	(\$5 245 20)	\$2,060.88	Short
9/11/2009	Discovery					2/4/2009	
Totals For	Fidelity International Discovery		(248 0000)	\$7,306 08	(\$5,245 20)	\$2,060 88	
315911503	Fidelity Spartan Extended Market Index						
10/22/2009	SALE OF ASSET Fidelity Spartan Extended	Nominee	(147 0000)	\$4,381 31	(\$4,232 13)	\$149.18	Short
10/23/2009	Market Index					10/5/2009	
Totals For	Fidelity Spartan Extended Market Index		(147 0000)	\$4,381 31	(\$4,232 13)	\$149 18	
315911602	Fidelity Spartan International Index						
11/5/2009	SALE OF ASSET Fidelity Spartan	Nominee	(206 0000)	\$6 836 07	(\$6,870 10)	(\$34 03)	Short
11/6/2009	International Index					9/10/2009	
Totals For	Fidelity Spartan International Index		(206 0000)	\$6,836 07	(\$6,870 10)	(\$34 03)	
369604103	General Electric Co						
9/28/2009	SALE OF ASSET General Electric Co	Nominee	(64 0000)	\$1,073 89	(\$1 086 72)	(\$12 83)	Short
10/1/2009						1/5/2009	
Totals For	General Electric Co		(64 0000)	\$1,073 89	(\$1,086 72)	(\$12 83)	
437076102	Home Depot						
9/28/2009	SALE OF ASSET Home Depot	Nominee	(2 0000)	\$54 56	(\$41 86)	\$12 70	Short
10/1/2009						11/18/2008	
Totals For	Home Depot		(2 0000)	\$54 56	(\$41 86)	\$12 70	
443510201	Hubbel Inc CL-B						
9/28/2009	SALE OF ASSET Hubbel Inc CL-B	Nominee	(12 0000)	\$498 11	(\$416 28)	\$81 83	Short
10/1/2009						1/5/2009	
Totals For	Hubbel Inc CL-B		(12 0000)	\$498 11	(\$416 28)	\$81 83	
464287739	iShares DJ US Real Est Idx Fd						
9/28/2009	SALE OF ASSET iShares DJ US Real Est	Nominee	(34 0000)	\$1 459 92	(\$1,221 62)	\$238 30	Short
10/1/2009	Idx Fd					1/5/2009	
Totals For	iShares DJ US Real Est Idx Fd		(34 0000)	\$1,459 92	(\$1,221 62)	\$238 30	

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620-000	SALE OF ASSET						
465685105	ITC Holdings Corp						
9/28/2009	SALE OF ASSET ITC Holdings Corp	Nominee	(4 0000)	\$183 35	(\$180 56)	\$2 79	Short
10/1/2009						1/5/2009	
Totals For	ITC Holdings Corp		(4 0000)	\$183 35	(\$180 56)	\$2 79	
46625H100	JPMorgan Chase & Co Com Stk						
9/28/2009	SALE OF ASSET JPMorgan Chase & Co	Nominee	(11 0000)	\$485 31	(\$331 32)	\$153 99	Short
10/1/2009	Com Stk					1/5/2009	
Totals For	JPMorgan Chase & Co Com Stk		(11 0000)	\$485 31	(\$331 32)	\$153 99	
478160104	Johnson and Johnson						
9/28/2009	SALE OF ASSET Johnson and Johnson	Nominee	(16 0000)	\$981 73	(\$986 56)	(\$4 83)	Short
10/1/2009						10/16/2008	
9/28/2009	SALE OF ASSET Johnson and Johnson	Nominee	(1 0000)	\$61 36	(\$59 83)	\$1 53	Short
10/1/2009						1/5/2009	
Totals For	Johnson and Johnson		(17 0000)	\$1,043 09	(\$1,046 39)	(\$3 30)	
4812C1686	JP Morgan Diversified Mid Cap Growth A						
8/14/2009	SALE OF ASSET JP Morgan Diversified Mid	Nominee	(1,514 0000)	\$22,906 82	(\$17,350 44)	\$5,556 38	Short
8/17/2009	Cap Growth A					1/23/2009	
8/14/2009	SALE OF ASSET JP Morgan Diversified Mid	Nominee	(45 3855)	\$686 68	(\$528 76)	\$157 92	Short
8/17/2009	Cap Growth A					12/19/2008	
Totals For	JP Morgan Diversified Mid Cap Growth A		(1,559 3855)	\$23,593 50	(\$17,879 20)	\$5,714 30	
487836108	Kellogg Co						
9/28/2009	SALE OF ASSET Kellogg Co	Nominee	(19 0000)	\$942 00	(\$910 48)	\$31 52	Short
10/1/2009						10/16/2008	
9/28/2009	SALE OF ASSET Kellogg Co	Nominee	(10 0000)	\$495 79	(\$448 70)	\$47 09	Short
10/1/2009						1/5/2009	
Totals For	Kellogg Co		(29 0000)	\$1,437 79	(\$1,359 18)	\$78 61	
549271104	Lubrizol Corp						
9/28/2009	SALE OF ASSET Lubrizol Corp	Nominee	(20 0000)	\$1,426 93	(\$759 20)	\$667 73	Short
10/1/2009						1/5/2009	
Totals For	Lubrizol Corp		(20 0000)	\$1,426 93	(\$759 20)	\$667 73	
580135101	McDonalds						
9/28/2009	SALE OF ASSET McDonalds	Nominee	(22 0000)	\$1,267 17	(\$1,162 48)	\$104 69	Short
10/1/2009						10/16/2008	
Totals For	McDonalds		(22 0000)	\$1,267 17	(\$1,162 48)	\$104 69	
595017104	Microchip Technology Inc						

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620-000 SALE OF ASSET							
9/28/2009	SALE OF ASSET Microchip Technology Inc	Nominee	(53 0000)	\$1,421 42	(\$1,033 13)	\$388 29	Short
10/1/2009						1/5/2009	
Totals For	Microchip Technology Inc		(53 0000)	\$1,421 42	(\$1,033.13)	\$388 29	
636180101 National Fuel Gas Co N.J							
9/28/2009	SALE OF ASSET National Fuel Gas Co	Nominee	(36 0000)	\$1,673 23	(\$1,166 76)	\$506 47	Short
10/1/2009	N J					1/5/2009	
Totals For	National Fuel Gas Co N J		(36 0000)	\$1,673 23	(\$1,166.76)	\$506.47	
651229106 Newell Rubbermaid							
1/15/2009	SALE OF ASSET Newell Rubbermaid	Nominee	(72 0000)	\$632 88	(\$1,429 20)	(\$796.32)	Short
1/21/2009						5/23/2008	
1/15/2009	SALE OF ASSET Newell Rubbermaid	Nominee	(59 0000)	\$518 61	(\$620 68)	(\$102 07)	Short
1/21/2009						1/5/2009	
1/15/2009	SALE OF ASSET Newell Rubbermaid	Nominee	(55 0000)	\$483 45	(\$1 228 15)	(\$744 70)	Short
1/21/2009						4/22/2008	
1/15/2009	SALE OF ASSET Newell Rubbermaid	Nominee	(54 0000)	\$474 66	(\$1,194 48)	(\$719 82)	Short
1/21/2009						4/14/2008	
1/15/2009	SALE OF ASSET Newell Rubbermaid	Nominee	(51 0000)	\$448 29	(\$592 62)	(\$144.33)	Short
1/21/2009						11/18/2008	
Totals For	Newell Rubbermaid		(291 0000)	\$2,557 89	(\$5,065 13)	(\$2,507.24)	
665130100 Northern Mid Cap Index							
11/5/2009	SALE OF ASSET Northern Mid Cap Index	Nominee	(433 0000)	\$3,922 98	(\$4,026 90)	(\$103 92)	Short
11/6/2009						9/17/2009	
Totals For	Northern Mid Cap Index		(433 0000)	\$3,922 98	(\$4,026 90)	(\$103 92)	
693475105 PNC Finl Svcs Grp, Inc							
9/28/2009	SALE OF ASSET PNC Finl Svcs Grp Inc	Nominee	(10 0000)	\$458 29	(\$476 10)	(\$17 81)	Short
10/1/2009						1/5/2009	
Totals For	PNC Finl Svcs Grp, Inc		(10 0000)	\$458 29	(\$476 10)	(\$17 81)	
695156109 Packaging Corp of America							
9/28/2009	SALE OF ASSET Packaging Corp of	Nominee	(85 0000)	\$1,695 71	(\$1,224 85)	\$470 86	Short
10/1/2009	America					1/5/2009	
Totals For	Packaging Corp of America		(85 0000)	\$1,695 71	(\$1,224 85)	\$470 86	
713448108 Pepsico							
9/28/2009	SALE OF ASSET Pepsico	Nominee	(3 0000)	\$177 87	(\$166 80)	\$11 07	Short
10/1/2009						1/5/2009	
Totals For	Pepsico		(3 0000)	\$177 87	(\$166 80)	\$11 07	
724479100 Pitney Bowes							

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620-000	SALE OF ASSET						
9/28/2009	SALE OF ASSET Pitney Bowes	Nominee	(20 0000)	\$504 17	(\$519 40)	(\$15 23)	Short
10/1/2009						1/5/2009	
Totals For	Pitney Bowes		(20 0000)	\$504 17	(\$519 40)	(\$15 23)	
779562107	T Rowe Price New Horizons						
9/10/2009	SALE OF ASSET T Rowe Price New	Nominee	(719 0000)	\$17,011 54	(\$12,294 90)	\$4,716 64	Short
9/11/2009	Horizons					2/4/2009	
9/10/2009	SALE OF ASSET T Rowe Price New	Nominee	(137 4619)	\$3,252 35	(\$2,232 38)	\$1,019.97	Short
9/11/2009	Horizons					12/18/2008	
9/10/2009	SALE OF ASSET T Rowe Price New	Nominee	(17 1827)	\$406 54	(\$279 05)	\$127.49	Short
9/11/2009	Horizons					12/18/2008	
Totals For	T Rowe Price New Horizons		(873 6446)	\$20,670 43	(\$14,806 33)	\$5,864 10	
780259107	Royal Dutch Shell PLC ADS						
9/28/2009	SALE OF ASSET Royal Dutch Shell PLC	Nominee	(14 0000)	\$798 68	(\$745 78)	\$52 90	Short
10/1/2009	ADS					1/5/2009	
Totals For	Royal Dutch Shell PLC ADS		(14 0000)	\$798 68	(\$745 78)	\$52 90	
835495102	Sonoco Products Co						
9/28/2009	SALE OF ASSET Sonoco Products Co	Nominee	(18 0000)	\$500 88	(\$435 42)	\$65 46	Short
10/1/2009						1/5/2009	
Totals For	Sonoco Products Co		(18 0000)	\$500 88	(\$435 42)	\$65 46	
899896104	Tupperware						
9/28/2009	SALE OF ASSET Tupperware	Nominee	(48 0000)	\$1,913 59	(\$896 16)	\$1,017 43	Short
10/1/2009						11/18/2008	
Totals For	Tupperware		(48 0000)	\$1,913 59	(\$896 16)	\$1,017 43	
902973304	U S Bancorp						
9/28/2009	SALE OF ASSET U S Bancorp	Nominee	(10 0000)	\$219 69	(\$244 30)	(\$24 61)	Short
10/1/2009						1/5/2009	
Totals For	U S Bancorp		(10 0000)	\$219 69	(\$244 30)	(\$24 61)	
904784709	Unilever						
9/28/2009	SALE OF ASSET Unilever	Nominee	(8 0000)	\$228 39	(\$188 00)	\$40 39	Short
10/1/2009						11/18/2008	
Totals For	Unilever		(8 0000)	\$228 39	(\$188 00)	\$40 39	
921909602	Vanguard Total Developed International						
11/5/2009	SALE OF ASSET Vanguard Total	Nominee	(515 0000)	\$7 343 65	(\$7 405 70)	(\$62 05)	Short
11/6/2009	Developed International					9/22/2009	
Totals For	Vanguard Total Developed International		(515 0000)	\$7,343 65	(\$7,405 70)	(\$62 05)	
921937108	Vanguard Total Bond Market Index						

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620-000	SALE OF ASSET						
11/5/2009	SALE OF ASSET Vanguard Total Bond	Nominee	(222 0000)	\$2,313 24	(\$2,313 24)	\$0.00	
11/6/2009	Market Index					9/24/2009	
Totals For	Vanguard Total Bond Market Index		(222 0000)	\$2,313.24	(\$2,313 24)	\$0 00	
922908108	Vanguard 500 Index						
10/22/2009	SALE OF ASSET Vanguard 500 Index	Nominee	(106 0000)	\$10,690 10	(\$10,108 16)	\$581 94	Short
10/23/2009						8/27/2009	
Totals For	Vanguard 500 Index		(106.0000)	\$10,690 10	(\$10,108 16)	\$581 94	
922908421	Vanguard Small Cap Index						
10/22/2009	SALE OF ASSET Vanguard Small Cap	Nominee	(210 0000)	\$5,147 10	(\$4,998 00)	\$149 10	Short
10/23/2009	Index					9/14/2009	
Totals For	Vanguard Small Cap Index		(210 0000)	\$5,147 10	(\$4,998 00)	\$149 10	
930059100	Waddell & Reed Finl Inc						
1/15/2009	SALE OF ASSET Waddell & Reed Finl Inc	Nominee	(120 0000)	\$1,623 42	(\$1,500 58)	\$122 84	Short
1/21/2009						11/10/2008	
1/15/2009	SALE OF ASSET Waddell & Reed Finl Inc	Nominee	(38 0000)	\$514 08	(\$1,185 60)	(\$671 52)	Short
1/21/2009						4/14/2008	
1/15/2009	SALE OF ASSET Waddell & Reed Finl Inc	Nominee	(37 0000)	\$500 55	(\$1 213 23)	(\$712 68)	Short
1/21/2009						5/23/2008	
1/15/2009	SALE OF ASSET Waddell & Reed Finl Inc	Nominee	(36 0000)	\$487 03	(\$1,153 80)	(\$666 77)	Short
1/21/2009						4/22/2008	
Totals For	Waddell & Reed Finl Inc		(231 0000)	\$3,125 08	(\$5,053 21)	(\$1,928 13)	
949746101	Wells Fargo & Company						
9/28/2009	SALE OF ASSET Wells Fargo & Company	Nominee	(88 0000)	\$2,495 63	(\$2 897 39)	(\$401 76)	Short
10/1/2009						10/16/2008	
9/28/2009	SALE OF ASSET Wells Fargo & Company	Nominee	(14 0000)	\$397 03	(\$403 90)	(\$6 87)	Short
10/1/2009						1/5/2009	
Totals For	Wells Fargo & Company		(102 0000)	\$2,892 66	(\$3,301 29)	(\$408 63)	
981811102	Worthington Ind						
9/28/2009	SALE OF ASSET Worthington Ind	Nominee	(91 0000)	\$1,435 86	(\$1,076 53)	\$359 33	Short
10/1/2009						1/5/2009	
Totals For	Worthington Ind		(91 0000)	\$1,435 86	(\$1,076 53)	\$359 33	
077327AQ7	Bel Aire KS Taxable 8 00%						
2/24/2009	SALE OF ASSET Bel Aire KS Taxable	Nominee	(10 000 0000)	\$9,310 00	(\$10,128 60)	(\$818 60)	Short
2/27/2009	8 00%					6/3/2008	
Totals For	Bel Aire KS Taxable 8 00%		(10,000 0000)	\$9,310 00	(\$10,128 60)	(\$818 60)	
728896CC3	Pleasants PCR WV 5 50%						

Tax Worksheet

Account -FAC10190

The Massey Family Foundation

Tax Year 2009

Tax ID XXX-XX-5394



Capital Gains

Trade Date Settle Date	Transaction Description	Reg Code	Units	Cash Change	Investment Change	Gain/Loss Acq Date	Term
620-000	SALE OF ASSET						
6/11/2009	SALE OF ASSET Pleasants PCR WV	Nominee	(25 000 0000)	\$20 750 00	(\$24 247 75)	(\$3,497 75)	Short
6/16/2009	5 50%					7/24/2008	
Totals For	Pleasants PCR WV 5 50%		(25,000 0000)	\$20,750 00	(\$24,247 75)	(\$3,497 75)	
98267LAB1	Wyandotte Cnty KS 6 75%						
7/17/2009	SALE OF ASSET Wyandotte Cnty KS	Nominee	(30 000 0000)	\$27,600 00	(\$29,308 20)	(\$1,708 20)	Short
7/22/2009	6 75%					9/12/2008	
Totals For	Wyandotte Cnty KS 6 75%		(30,000 0000)	\$27,600 00	(\$29,308.20)	(\$1,708 20)	
Total for SALE OF ASSET			(72,483 0301)	\$200,208.71	(\$190,496 73)	\$9,711 98	

Capital Gains Totals

Total Short Term Gains	\$10,146 98
Total Long Term Gains	(\$79,862 87)
Total 5 Year Gains	\$0 00

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust

MASSEY FAMILY FOUNDATION

Employer identification number

43-2065394

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	10,147.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5	10,147.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-79,863.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12	-79,863.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		10,147.
14	Net long-term gain or (loss):			
a	Total for year	14a		-79,863.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-69,716.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2009

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

2009

► See instructions for Schedule D (Form 1041).

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

Name of estate or trust

Employer identification number

MASSEY FAMILY FOUNDATION

43-2065394

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	10,147.
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Schedule D-1 (Form 1041) 2009

Employer identification number

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b	-79,863.
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