Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: John M. Wolff Foundation

Number and street (or P O box number if mail is not delivered to street address): Commerce Bank, P.O. Box 11356 — Room/suite:

City or town: Clayton — State: MO — ZIP code: 63105

A Employer identification number: 43-6026247

B Telephone number (see the instructions): (314) 746-5064

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 3,259,814.

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	300.	300.		
	4 Dividends and interest from securities	98,122.	98,122.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	-18,610.			
	b Gross sales price for all assets on line 6a 687,927.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) FEDERAL TAX REFUND	122.			
	12 **Total.** Add lines 1 through 11	79,934.	98,422.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,100.	935.		165.
	c Other prof fees (attach sch) L-16c Stmt	23,744.	20,182.		3,562.
	17 Interest				
	18 Taxes (attach schedule)(see instr)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,844.	21,117.		3,727.
	25 Contributions, gifts, grants paid	135,000.			135,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	159,844.	21,117.		138,727.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-79,910.			
	b **Net investment income** (if negative, enter -0-)		77,305.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year	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	145,889.	33,259.	33,259.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule) L-10a Stmt	649,573.		
	b Investments – corporate stock (attach schedule) L-10b Stmt	2,048,469.	2,256,704.	2,732,615.
	c Investments – corporate bonds (attach schedule) L-10c Stmt		474,058.	493,940.
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	2,843,931.	2,764,021.	3,259,814.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,843,931.	2,764,021.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	2,843,931.	2,764,021.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	2,843,931.	2,764,021.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,843,931.
2	Enter amount from Part I, line 27a	2	-79,910.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,764,021.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,764,021.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ATTACHED SCHEDULE	P	Various	Various
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	687,927.		706,537.	-18,610.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-18,610.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7. If (loss), enter -0- in Part I, line 7	2	-18,610.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	138,024.	3,699,587.	0.037308
2007	215,717.	4,289,993.	0.050284
2006	236,119.	4,131,118.	0.057156
2005	239,883.	3,974,653.	0.060353
2004	208,030.	3,898,329.	0.053364

2	**Total** of line 1, column (d)	2	0.258465
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	0.051693
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,896,934.
5	Multiply line 4 by line 3	5	149,751.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	773.
7	Add lines 5 and 6	7	150,524.
8	Enter qualifying distributions from Part XII, line 4	8	138,727.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary - see instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b		1	1,546.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	1,546.
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	1,546.
6	Credits/Payments			
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 2,963.		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	2,963.
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	1,417.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 1,417. Refunded ►		11	

Part VII-A — Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► Commerce Trust Co Telephone no ► (314) 746-5064

Located at ► Commerce Trust Company, 8000 Forsyth Blvd, Clayton MO ZIP + 4 ► 63105

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

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
Commerce Trust Company PO Box 11356 Clayton, MO 63105	Co-Trustee 2.61	23,744.	0.	0.
John Wolff III Scottsdale, AZ 85258	Co-Trustee 5.00	0.	0.	0.

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		None

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments See instructions 3	
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 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	2,877,632.
b	Average of monthly cash balances	1b	63,418.
c	Fair market value of all other assets (see instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	2,941,050.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,941,050.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	44,116.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,896,934.
6	**Minimum investment return.** Enter 5% of line 5	6	144,847.

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

1	Minimum investment return from Part X, line 6			1	144,847.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,546.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,546.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	143,301.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	143,301.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	143,301.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	138,727.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	138,727.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	138,727.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					143,301.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2009					
a From 2004	0.				
b From 2005	0.				
c From 2006	0.				
d From 2007	37,840.				
e From 2008	138,024.				
f **Total** of lines 3a through e		175,864.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 138,727.					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2009 distributable amount					
e Remaining amount distributed out of corpus		138,727.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		143,301.			143,301.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		171,290.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		171,290.			
10 Analysis of line 9					
a Excess from 2005	0.				
b Excess from 2006	0.				
c Excess from 2007	0.				
d Excess from 2008	32,563.				
e Excess from 2009	138,727.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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 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:

Gerald Wedemeier, Commerce Trust Company
8000 Forsyth Blvd
Clayton MO 63105 (314) 746-5064

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

Letter and material explaining their charitable organization

c Any submission deadlines:

To be received by October 1st of each year

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

None

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Good Shepherd School for Children 1170 Timber Run Rd St. Louis MO 63147	N/A	PUBLIC	General charitable purposes	5,000.
The Salvation Army - St. Louis 1130 Hampton St. Louis MO 63139	N/A	PUBLIC	General charitable purposes	30,000.
The Salvation Army - Phoenix 1625 S Central Phoeniz AZ 85004	N/A	PUBLIC	General charitable purposes	30,000.
St. Louis Area Food Bank 5959 St Louis Ave St. Louis MO 63120	N/A	PUBLIC	General charitable purposes	20,000.
St. Mary's Food Bank 2831 North 31st Ave Phoenix AZ 85009	N/A	PUBLIC	General charitable purposes	20,000.
Lowell Observatory 1400 West Mars Hill Road Flagstaff AZ 86001	N/A	PUBLIC	General charitable purposes	5,000.
YAVAPAI Regional Medical 1003 Willow Creek Road Prescott AZ 86301	N/A	PUBLIC	General charitable purposes	5,000.
Adult Care Services 844 Sunset Ave Prescott AZ 86305	N/A	PUBLIC	General charitable purposes	5,000.
Ballet Arizona 3645 East Indian School Rd Phoenix AZ 85018	N/A	PUBLIC	General charitable purposes	5,000.
See Line 3a statement				10,000.
Total			► 3a	135,000.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	300.	
4 Dividends and interest from securities			14	98,122.	
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	-18,610.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a FEDERAL TAX REFUND					122.
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				79,812.	122.
13 Total. Add line 12, columns (b), (d), and (e)				13	79,934.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions)
11a	THIS IS A TAX REFUND FROM THE PREVIOUS YEAR.

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

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

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

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

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

b If 'Yes,' complete the following schedule

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

SIGN HERE

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

COMMERCE TRUST CO.

► BY: [signature] 5/13/10 ► V.P. & TR. OFF

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature ► John J Zieser	Date 05/07/10	Check if self-employed ► ☐	Preparer's Identifying number (See Signature in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ► COMMERCE TRUST COMPANY, PO BOX 11356, CLAYTON MO 63105		EIN ► 48-0962626	
		Phone no ► (314) 746-7267	

Form 990-PF Part I, Line 6a	Net Gain or Loss From Sale of Assets	2009

Name: John M. Wolff Foundation

Employer Identification Number: 43-6026247

Asset Information:

Description of Property: SEE ATTACHED SCHEDULE
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer:
Sales Price: 687,927. — Cost or other basis (do not reduce by depreciation): 706,537.
Sales Expense: — Valuation Method:
Total Gain (Loss): -18,610. — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price: — Cost or other basis (do not reduce by depreciation):
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a *Paid during the year*				
ST. LOUIS ZOO FOUNDATION ONE GOVERNMENT DRIVE ST. LOUIS MO 63110		PUBLIC	General charitable purpo	Person or [ ] Business [X] 5,000.
BETHESDA HEALTH GROUP FOUNDATION 1630 DES PERES ROAD, SUITE 290 ST. LOUIS MO 63131		PUBLIC	General charitable purpo	Person or [ ] Business [X] 5,000.
Total				10,000.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Commerce Trust Co	Tax Preparation	1,100.	935.		165.
Total		1,100.	935.		165.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Commerce Trust Co	Investmen management	23,744.	20,182.		3,562.
Total		23,744.	20,182.		3,562.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
See schedule attached	2,256,704.	2,732,615.
Total	2,256,704.	2,732,615.

Form 990-PF, Page 2, Part II, Line 10c
L-10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
See schedule attached	474,058.	493,940.
Total	474,058.	493,940.

SCHEDULE D (Form 990)	Sales Schedule			12/31/09
Name:	JOHN M WOLFF FOUNDATION TRUST	Account Number 46-0019-01-1		Taxpayer Identification Number 43-6026247

Part I **Capital Gains and Losses**

				Data		
TaxCode	Security Description	Date Acquired	Trade Date	Sales Price	Tax Cost	Gain (Loss)
151	BOEING CO	2/20/2008	10/5/2009	51,928 66	83,407 25	(31,478 59)
		4/27/2004	11/2/2009	10,822 63	9,758 25	1,064 38
	WELLS FARGO & COMPANY	5/18/2006	10/5/2009	55,538 56	50,759 38	4,779 18
		3/16/1994	11/2/2009	27,541 09	5,868 75	21,672 34
	MICROSOFT CORP	6/10/1994	2/19/2009	24,770 90	4,522 46	20,248 44
	EXXON MOBIL CORPORATION	9/16/1983	2/19/2009	17,939 89	1,192 58	16,747 31
	LOWES COMPANIES INC	7/20/2000	2/19/2009	16,919 90	11,710 00	5,209 90
	US BANCORP	11/24/2008	10/5/2009	21,503 94	24,830 00	(3,326 06)
	GENERAL ELECTRIC CO	11/24/2008	10/5/2009	43,146 38	37,470 38	5,676 00
	BANK OF AMERICA CORPORAT	11/24/2008	2/19/2009	11,374 93	71,423 06	(60,048 13)
	WALGREEN CO	5/18/2006	2/19/2009	26,039 85	11,350 72	14,689 13
	FEDEX CORPORATION	5/18/2006	10/5/2009	18,714 51	27,380 00	(8,665 49)
	MERCK AND CO INC	2/19/2009	10/5/2009	47,190 73	60,669.00	(13,478 27)
	FEDERAL HOME LOAN BANK N(	8/12/2004	11/2/2009	51,294 50	50,065 50	1,229 00
	FEDERAL FARM CREDIT BANK I	4/7/2004	11/2/2009	50,767 00	50,662 50	104 50
	MARATHON OIL CORP	3/12/2003	2/19/2009	12,394 93	5,640 68	6,754 25
151 Total				487,888 40	506,710 51	(18,822 11)
155	UNITED STATES TREASURY NC	2/21/2007	1/31/2009	50,000 00	50,062 50	(62 50)
		6/26/2007	6/30/2009	100,000 00	99,984 34	15 66
	FEDERAL HOME LOAN BANK	4/2/2002	2/13/2009	50,000 00	49,780 00	220 00
155 Total				200,000 00	199,826 84	173 16
209	VANGUARD INTERMEDIATE TEI	/ /	/ /	39.14	-	-
209 Total					-	-
Grand Total				~~687,888.40~~ 687927.54	706,537.35	~~(18,648.95)~~ (18610.19)

JOHN M WOLFF FOUNDATION TRUST
As of December 31, 2009

Group	Description	Units	Book Value	Market Value
1	FINANCIAL SQUARE TR GOVERNMENT FD	33,259	33,258.84	33,258 84
1 Total		**33,259**	**33,258.84**	**33,258.84**
2	3M CO	1,500	99,030 00	124,005 00
	AMEREN CORP	3,000	82,949 75	83,850.00
	APACHE CORP	1,000	45,772.93	103,170.00
	AT&T INC	4,000	99,313 45	112,120 00
	BAKER HUGHES INC	1,250	43,045.50	50,600 00
	BEST BUY INC	2,000	46,182.50	78,920.00
	BOEING CO	1,000	43,370 00	54,130 00
	BRISTOL MYERS SQUIBB COMPANY	2,000	42,210 00	50,500.00
	CATERPILLAR INC	1,000	37,612.50	56,990 00
	ENTERGY CORP	1,000	87,724 50	81,840.00
	EXXON MOBIL CORPORATION	1,000	21,032 74	68,190 00
	ILLINOIS TOOL WORKS INC	1,200	41,964 00	57,588 00
	ISHARES MSCI EAFE INDEX FUND	1,990	98,007 40	110,007 20
	JOHNSON AND JOHNSON	1,500	33,375.00	96,615 00
	LOWES COMPANIES INC	2,000	23,420.00	46,780 00
	TARGET CORP	2,750	118,132 60	133,017 50
	UNITED TECHNOLOGIES CORP	1,500	87,429 50	104,115 00
	VERIZON COMMUNICATIONS	3,000	99,640 83	99,390 00
	WALGREEN CO	2,500	59,414 97	91,800 00
	WELLS FARGO & CO	1,000	5,868 75	26,990 00
	CLOROX CO	1,000	56,892 75	61,000.00
	ISHARES DJ US BASIC MATERIAL	500	26,748 85	29,955.00
	JP MORGAN CHASE & CO	800	21,672 00	33,336 00
	PROCTER & GAMBLE CO	1,000	58,061 83	60,630.00
	STATE STR CORP	500	26,043 20	21,770.00
	CHEVRON CORPORATION	1,000	67,860 25	76,990.00
	ISHARES DJ US TECH SECTOR	500	25,394 95	28,770 00
	NEWMONT MINING CORP	2,000	75,626 00	94,620.00
	VANGUARD EMERG MARKET ETF	3,000	133,755 00	123,000.00
	EXELON CORPORATION	1,500	90,406 00	73,305 00
	AFLAC CORP	1,500	42,819 90	69,375 00
	HEINZ H J CO	750	28,831 50	32,070 00
	ISHARES RUSSELL MIDCAP INDEX	1,580	150,422 64	130,365 80
	ISHARES RUSSELL 1000 GROWTH INDEX FD	2,000	119,505.80	99,700 00
	KELLOGG CO	750	36,452 45	39,900 00
	KRAFT FOODS INC A	1,000	26,779 19	27,180 00
	MARATHON OIL CORP	1,500	16,922.02	46,830 00
	PUBLIC SERVICE ENTERPRISE GROUP INC	1,600	37,013 04	53,200 00
2 Total		**58,670**	**2,256,704.29**	**2,732,614.50**
3	EMERSON ELEC CO NT 5 625% 11/15/13	50,000	49,883 00	55,123.00
	HOME DEPOT INC NT 5 2% 3/1/11	50,000	49,541 00	51,884 00
	CITIGROUP INC NT 4.7% 5/29/15	50,000	49,958 50	48,513 50
	FFCB NT 2 37% 3/2/12	50,000	50,000 00	50,148 50
	FNMA NT 4 375% 9/15/12	50,000	50,016 00	53,578 25
	GENERAL ELC CAP CORP NT 5% 11/15/11	50,000	49,653.00	52,813 00
	PFIZER INC NT 4 5% 2/15/14	50,000	49,997 00	52,996 50
	VANGUARD INTERMED TERM CORP FD #71	2,610	25,000 00	25,104 38
	WAL-MART STORES NT 3% 2/3/14	50,000	50,040 00	50,262.50
	WELLS FARGO FIN NT 5 5% 8/01/12	50,000	49,969.50	53,516 50
3 Total		**452,610**	**474,058.00**	**493,940.13**
7	MOORE V HALLIBURTON LITIGATION	1	0.00	0 00
	MERRILL LYNCH & CO SEC LITIGATION	1	0 00	0.00
7 Total		**2**	**0.00**	**0.00**
ASSET CL SECURITY LEGAL DESCRIPTION LINE 1		0	0 00	0.00
ASSET CLASS CROSS REFERENCE GROUP Total		**0**	**0.00**	**0.00**
Grand Total		**544,540**	**2,764,021.13**	**3,259,813.47**