Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: WELFARE FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): 100 WEST 10TH STREET — Room/suite: 1109

City or town, state, and ZIP code: WILMINGTON, DE 19801

A Employer identification number: 51-6015916

B Telephone number: (302) 654-2477

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

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 113,527,163.

J Accounting method: [ ] Cash [X] 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))

	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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	18.	18.		STATEMENT 1
	4	Dividends and interest from securities	1,988,789.	1,988,789.		STATEMENT 2
	5a	Gross rents	168,407.	168,407.		STATEMENT 3
	b	Net rental income or (loss) 141,372.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	-6,829,305.			
	b	Gross sales price for all assets on line 6a 52,012,117.				
	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 or (loss)				
	11	Other income				
	12	Total Add lines 1 through 11	-4,672,091.	2,157,214.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	154,512.	0.		154,512.
	14	Other employee salaries and wages	209,100.	0.		209,100.
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 5	14,250.	0.		14,250.
	c	Other professional fees STMT 6	265,277.	265,277.		0.
	17	Interest				
	18	Taxes STMT 7	59,830.	18,017.		23,178.
	19	Depreciation and depletion				
	20	Occupancy	25,513.	0.		25,513.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 8	49,002.	10,404.		38,598.
	24	Total operating and administrative expenses Add lines 13 through 23	777,484.	293,698.		465,151.
	25	Contributions, gifts, grants paid	4,108,276.			4,454,786.
	26	Total expenses and disbursements Add lines 24 and 25	4,885,760.	293,698.		4,919,937.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-9,557,851.			
	b	Net investment income (if negative, enter -0-)		1,863,516.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
015 JUL 06 2010 IRS-OSC
OGDEN, UT

SCANNED JUL 08 2010

923501 02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2009)

G-14 3

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	83,744.	56,712.	56,712.
	2 Savings and temporary cash investments	1,665,225.	2,821,135.	2,821,135.
	3 Accounts receivable ▶ 724,636.			
	Less: allowance for doubtful accounts ▶	3,913.	724,636.	724,636.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	245,170.	226,535.	226,535.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	90,481,549.	80,335,570.	77,670,827.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 5,584,243.			
	Less accumulated depreciation ▶	5,584,243.	5,584,243.	25,600,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	6,127,991.	6,427,318.	6,427,318.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	104,191,835.	96,176,149.	113,527,163.
Liabilities	17 Accounts payable and accrued expenses	533,034.	1,097,615.	
	18 Grants payable	1,146,510.	800,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	1,679,544.	1,897,615.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	102,512,291.	94,278,534.	
	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**	102,512,291.	94,278,534.	
	31 **Total liabilities and net assets/fund balances**	104,191,835.	96,176,149.	

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	102,512,291.
2 Enter amount from Part I, line 27a	2	-9,557,851.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,355,926.
4 Add lines 1, 2, and 3	4	94,310,366.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	31,832.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	94,278,534.

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 ATTACHED SCHEDULE -ST GAIN/LOSS	P	VARIOUS	VARIOUS
b	SEE ATTACHED SCHEDULE -LT GAIN/LOSS	P	VARIOUS	VARIOUS
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	47,069,474.		50,727,091.	-3,657,617.
b	4,942,643.		8,114,331.	-3,171,688.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(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	
a				-3,657,617.
b				-3,171,688.
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** -6,829,305.

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). If (loss), enter -0- in Part I, line 8 **3** N/A

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 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	6,854,094.	138,004,566.	.049666
2007	6,868,539.	159,337,108.	.043107
2006	6,754,385.	141,026,260.	.047895
2005	4,897,523.	123,475,637.	.039664
2004	8,200,946.	118,265,696.	.069343

2	Total of line 1, column (d)	2	.249675
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	.049935
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	95,996,321.
5	Multiply line 4 by line 3	5	4,793,576.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	18,635.
7	Add lines 5 and 6	7	4,812,211.
8	Enter qualifying distributions from Part XII, line 4	8	4,919,937.

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	18,635.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	18,635.
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	18,635.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	100,000.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	100,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	81,365.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		81,365. Refunded ▶	11	0.

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 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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	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 ▶ STEPHEN A. MARTINENZA Telephone no. ▶ (302)654-2477

Located at ▶ 100 W. 10TH ST, STE 1109, WILMINGTON, DE ZIP+4 ▶ 19801

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

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

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

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

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

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

			Yes	No
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)?	☐ 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)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		154,512.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
ROBERT C. MCCOY 100 W. 10TH ST., WILMINGTON, DE 19801	VP-REAL ESTATE 40.00	144,204.	0.	0.
LIZ HOOK 100 W. 10TH ST., WILMINGTON, DE 19801	REAL ESTATE MANAGER 40.00	64,896.	0.	0.

Total number of other employees paid over $50,000 ▶ 3

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SOUTHERN SUN ASSET MANAGEMENT - 6000 POPULAR AVENUE, SUITE 220, MEMPHIS, TN 38119	INVESTMENT ADVICE	73,405.
CAPITAL GROWTH MANAGEMENT ONE INT'L PLACE, BOSTON, MA 02110	INVESTMENT ADVICE	60,735.

Total number of others receiving over $50,000 for professional services ▶ 0

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

923561 02-02-10

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	71,805,776.
b	Average of monthly cash balances		1b	52,418.
c	Fair market value of all other assets		1c	25,600,000.
d	**Total** (add lines 1a, b, and c)		1d	97,458,194.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	97,458,194.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,461,873.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	95,996,321.
6	**Minimum investment return.** Enter 5% of line 5		6	4,799,816.

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	4,799,816.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 18,635.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	18,635.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	4,781,181.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	4,781,181.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	4,781,181.

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	4,919,937.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,919,937.
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	5	18,635.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	4,901,302.

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				4,781,181.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,086,273.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 4,919,937.				
a Applied to 2008, but not more than line 2a			1,086,273.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				3,833,664.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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		0.		
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 instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				947,517.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV | Private Operating Foundations (see 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
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					
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 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).)

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

PETER C. MORROW (302)654-2477

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

TWO PAGE LTR DESC. REASON FOR GRANT, PERTINENT F/S & COPY OF IRS EXEMT. LTR

c Any submission deadlines:

APRIL 15 AND OCTOBER 15

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

LIMITED TO DELAWARE AND GREATER WILMINGTON AREA

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				4,454,786.
Total			▶ 3a	4,454,786.
b Approved for future payment				
SEE ATTACHED				800,000.
Total			▶ 3b	800,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	18.	
4 Dividends and interest from securities			14	1,988,789.	
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			16	141,372.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-6,829,305.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-4,699,126.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 -4,699,126.

(See worksheet in line 13 instructions 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).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 7/1/10 — Title ASST. TREAS

Paid Preparer's Use Only

Preparer's signature	Date 06/10/10	Check if self-employed ☐ — Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code: BUMPERS & COMPANY, 1104 PHILADELPHIA PIKE, WILMINGTON, DELAWARE 19809-2031		EIN ▶ — Phone no. (302) 798-3300

923622
02-02-10

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
WILMINGTON TRUST COMPANY	18.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND & INTEREST INCOME	1,988,789.	0.	1,988,789.
TOTAL TO FM 990-PF, PART I, LN 4	1,988,789.	0.	1,988,789.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME	1	168,407.
TOTAL TO FORM 990-PF, PART I, LINE 5A		168,407.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		27,035.	
- SUBTOTAL -	1		27,035.
TOTAL RENTAL EXPENSES			27,035.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			141,372.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUMPERS & COMPANY - AUDIT SERVICES	14,250.	0.		14,250.
TO FORM 990-PF, PG 1, LN 16B	14,250.	0.		14,250.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CAPITAL GROWTH MNGMNT. - INV. ADVICE	60,735.	60,735.		0.
WILMINGTON TRUST CO - CUSTODY FEES	24,307.	24,307.		0.
CONCORD ADVISORY GROUP	45,174.	45,174.		0.
ARTIO INTERNATIONAL-INVESTMENTS FEES	61,656.	61,656.		0.
SOUTHERN SUN	73,405.	73,405.		0.
TO FORM 990-PF, PG 1, LN 16C	265,277.	265,277.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	11,429.	11,429.		0.
EXCISE TAX	18,635.	0.		0.
PAYROLL TAXES	23,178.	0.		23,178.
FORIEGN TAXES PAID ON DIVIDENDS	6,588.	6,588.		0.
TO FORM 990-PF, PG 1, LN 18	59,830.	18,017.		23,178.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
R. E. REPAIRS & REPLACEMENTS	15,606.	10,404.		5,202.
INSURANCE EXPENSE	10,487.	0.		10,487.
MISCELLANOUS	12,945.	0.		12,945.
COMPUTER CONSULTANTS	2,688.	0.		2,688.
SEMINARS, TRAVEL, & LODGING	3,491.	0.		3,491.
TELEPHONE EXPENSE	3,785.	0.		3,785.
TO FORM 990-PF, PG 1, LN 23	49,002.	10,404.		38,598.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
K-1 INCOME/LOSS ON TAX RETURN NOT ON BOOKS-NET	1,355,926.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,355,926.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
NON-DEDUCTIBLE PENALTY	1,052.
BASIS ADJUSTMENT DUE TO WASH SALE NOT ON THE BOOKS	30,780.
TOTAL TO FORM 990-PF, PART III, LINE 5	31,832.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GROWTH MNGMNT FUND	10,818,758.	13,478,097.
WESTERN CORE ASSET PLUS	7,642,039.	7,737,861.
CGM FOCUS FUND	13,391,959.	10,175,494.
ARTIO INTERNATIONAL	7,736,422.	8,521,978.
SOUTHERN SUN	7,647,610.	8,208,084.
DIMENSIONS FUND	5,874,337.	4,135,780.

ALPHA BLEND	27,224,445.	25,413,533.
TOTAL TO FORM 990-PF, PART II, LINE 10B	80,335,570.	77,670,827.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LOAN REC. - WELFARE WHITEHALL PROJECT INC.	COST	6,427,318.	6,427,318.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,427,318.	6,427,318.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT H BOLLING, III 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 1.00	0.	0.	0.
WILLIAM L KITCHEL, III 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 1.00	0.	0.	0.
E BRADFORD DUPONT JR 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 1.00	0.	0.	0.
EDWARD B DUPONT 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	PRESIDENT/TRUSTEE 5.00	0.	0.	0.
LEATRICE D ELLIMAN 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	SECRETARY/TRUSTEE 1.00	0.	0.	0.
MARGARETTA K STABLER 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	VICE PRESIDENT/TRUSTEE 1.00	0.	0.	0.

W LAIRD STABLER 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	TREASURER/TRUSTEE 1.00	0.	0.	0.
PETER C MORROW 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	EXECUTIVE DIRECTOR 40.00	144,204.	0.	0.
STEPHEN A MARTINENZA 100 W. 10TH STREET, SUITE 1109 WILMINGTON, DE 19801	ASSISTANT TREASURER/SECRETARY 40.00	10,308.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		154,512.	0.	0.

Welfare Foundation, Inc.
Realized Gain/Loss on Sale of Securities
December 31, 2009

Date Purchased	Date Sold	Description	Proceeds	Basis	Gain/Loss
Various	Various	Wilmington Trust-See Detail that Follows	43,473,158.24	45,524,171.29	(2,051,013.05)
Various	Various	Wilmington Trust-See Detail that Follows	867,285.23	1,420,421.95	(553,136.72)
Various	Various	Wilmington Trust-See Detail that Follows	2,624,231.32	3,220,268.04	(596,036.72)
Various	Various	Dimensional Fund - Short Term Capital Gain	104,799.33	-	104,799.33
Various	Various	Artio Int'l K-1 Short Term Capital Loss	-	562,230.00	(562,230.00)
			-	-	-
		Total Short Term	47,069,474.12	50,727,091.28	(3,657,617.16)
Various	Various	Wilmington Trust-See Detail that Follows	1,954,484.06	3,952,068.90	(1,997,584.84)
Various	Various	Wilmington Trust-See Detail that Follows	1,975,768.68	2,044,303.07	(68,534.39)
Various	Various	Julius Bear K-1 Long Term Capital Loss	-	869,049.00	(869,049.00)
Various	11/16/2009	DFA International Small Cap Value Port Inst	500,000.00	731,158.96	(231,158.96)
Various	11/13/2009	Western Asset Core Plus Bond Portfolio	500,000.00	517,751.48	(17,751.48)
Various	Various	Class Action Proceeds	3,772.63	-	3,772.63
Various	Various	Class Action Proceeds	8,617.48	-	8,617.48
			-	-	-
		Total Long Term	4,942,642.85	8,114,331.41	(3,171,688.56)
		Totals	52,012,116.97	58,841,422.69	(6,829,305.72)

Realized Gain/(Loss)

WILMINGTON TRUST

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
Principal Portfolios -		**U.S. Dollar**						
Portfolio 2:		**Cust/Welfare Fdn-Cap Growth Mgt Pri**						
(4,000 0000)	46120E-602	INTUITIVE SURGICAL INC COMMON SALE TRADE AT 101.7646 TO SETTLE ON 1/14/2009 RECEIVABLE DUE 406,856 12	01/09/2009	406,856 12	(538,483 60)	.00	00	-131,627 48
(24,000 0000)	126650-100	CVS/CAREMARK CORPORATION SALE TRADE AT 25 1913 TO SETTLE ON 1/15/2009 RECEIVABLE DUE 603,387 81	01/12/2009	603,387 81	(701,342 40)	00	00	-97,954 59
(5,000 0000)	58405U-102	MEDCO HEALTH SOLUTIONS INC COMMON SALE TRADE AT 42 0029 TO SETTLE ON 1/16/2009 RECEIVABLE DUE 209,763 32	01/13/2009	209,763 32	(201,760 50)	.00	.00	8,002.82
(11,000 0000)	58405U-102	MEDCO HEALTH SOLUTIONS INC COMMON SALE TRADE AT 41 5956 TO SETTLE ON 1/20/2009 RECEIVABLE DUE 456,999 03	01/14/2009	456,999 03	(443,873 10)	00	00	13,125 93
(10,000 0000)	302182-100	EXPRESS SCRIPTS INC COMMON SALE TRADE AT 51 2574 TO SETTLE ON 1/23/2009 RECEIVABLE DUE 512,071 12	01/20/2009	512,071 12	(604,637 30)	.00	00	-92,566 18
(39,107 0000)	060505-104	BANK OF AMERICA CORP COMMON SALE TRADE AT 5 9624 ON 1/22/2009 TO SETTLE ON 1/27/2009 RECEIVABLE DUE 231,997 06	01/22/2009	231,997 06	(1,084,368 81)	.00	.00	-852,371 75
(8,500 0000)	368710-406	GENENTECH INC COMMON SALE TRADE AT 82 3717 TO SETTLE ON 1/27/2009 RECEIVABLE DUE 699,730 52	01/22/2009	699,730 52	(718,989 10)	00	.00	-19,258.58
(10,000 0000)	742718-109	PROCTER & GAMBLE CO COMMON SALE TRADE AT 55 1325 TO SETTLE ON 2/4/2009 RECEIVABLE DUE 550,821 91	01/30/2009	550,821 91	(642,659 40)	.00	.00	-91,837.49

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(6,000 0000)	580135-101	MCDONALD'S CORPORATION COMMON SALE TRADE AT 58 8261 TO SETTLE ON 2/9/2009 RECEIVABLE DUE 352,654 62	02/04/2009	352,654 62	(349,682 40)	00	00	2,972.22
(10,000 0000)	580135-101	MCDONALD'S CORPORATION COMMON SALE TRADE AT 58 8045 TO SETTLE ON 2/11/2009 RECEIVABLE DUE 587,541 70	02/06/2009	587,541 70	(594,525 40)	00	00	-6,983 70
(10,000 0000)	501044-101	KROGER COMPANY COMMON SALE TRADE AT 21 47 TO SETTLE ON 2/13/2009 RECEIVABLE DUE 214,198 79	02/10/2009	214,198 79	(284,001 00)	00	00	-69,802 21
(23,000 0000)	501044-101	KROGER COMPANY COMMON SALE TRADE AT 21 289 TO SETTLE ON 2/17/2009 RECEIVABLE DUE 488,494 25	02/11/2009	488,494 25	(658,479 90)	00	00	-169,985 65
(26,500 0000)	548661-107	LOWE'S COMPANIES COMMON SALE TRADE AT 15 7111 TO SETTLE ON 2/26/2009 RECEIVABLE DUE 415,281 81	02/23/2009	415,281 81	(605,729 25)	00	00	-190,447.44
(10,000 0000)	91324P-102	UNITEDHEALTH GROUP INC COMMON SALE TRADE AT 23 0347 TO SETTLE ON 3/2/2009 RECEIVABLE DUE 229,845.71	02/25/2009	229,845 71	(272,402.00)	00	00	-42,556.29
(10,000 0000)	91324P-102	UNITEDHEALTH GROUP INC COMMON SALE TRADE AT 20 6479 TO SETTLE ON 3/3/2009 RECEIVABLE DUE 205,977 84	02/26/2009	205,977 84	(272,423 60)	00	00	-66,445 76
(17,400 0000)	00817Y-108	AETNA INC NEW COMMOM SALE TRADE AT 21 631 TO SETTLE ON 3/9/2009 RECEIVABLE DUE 375,507 29	03/04/2009	375,507 29	(522,092 68)	00	.00	-146,585.39
(33,000 0000)	806605-101	SCHERING-PLOUGH CORP COMMON SALE TRADE AT 20 0117 TO SETTLE ON 3/12/2009 RECEIVABLE DUE 658,732 40	03/09/2009	658,732.40	(566,276 40)	00	.00	92,456.00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(18,000 0000)	067901-108	BARRICK GOLD CORP COMMON SALE TRADE AT 26 0082 TO SETTLE ON 3/13/2009 RECEIVABLE DUE 467,604 97	03/10/2009	467,604 97	(564,949 80)	00	00	-97,344 83
(17,200 0000)	585055-106	MEDTRONIC COMMON SALE TRADE AT 26 0248 TO SETTLE ON 3/16/2009 RECEIVABLE DUE 446,936 05	03/11/2009	446,936.05	(920,041 76)	00	00	-473,105.71
(7,000 0000)	755111-507	RAYTHEON CO COMMON NEW SALE TRADE AT 33 9901 TO SETTLE ON 3/18/2009 RECEIVABLE DUE 237,579 36	03/13/2009	237,579.36	(338,632 70)	00	00	-101,053.34
(10,000 0000)	487836-108	KELLOGG COMPANY COMMON SALE TRADE AT 37 5055 TO SETTLE ON 3/20/2009 RECEIVABLE DUE 374,552 89	03/17/2009	374,552 89	(454,135 00)	00	.00	-79,582.11
(10,000 0000)	87612E-106	TARGET CORP COMMON SALE TRADE AT 29 5037 TO SETTLE ON 3/20/2009 RECEIVABLE DUE 294,535 34	03/17/2009	294,535 34	(336,109 00)	00	00	-41,573 66
(5,000 0000)	370334-104	GENERAL MILLS INCORPORATED COMMON SALE TRADE AT 48 0359 TO SETTLE ON 3/23/2009 RECEIVABLE DUE 239,928 15	03/18/2009	239,928.15	(324,432 60)	00	00	-84,504 45
(75,000 0000)	172967-101	CITIGROUP INC COMMON SALE TRADE AT 3 6632 TO SETTLE ON 3/24/2009 RECEIVABLE DUE 273,238 46	03/19/2009	273,238.46	(233,947.50)	00	.00	39,290 96
(34,000 0000)	02209S-103	ALTRIA GROUP INC COMMON SALE TRADE AT 17 0999 TO SETTLE ON 3/31/2009 RECEIVABLE DUE 580,373 34	03/26/2009	580,373 34	(563,682 50)	00	00	16,690.84
(5,500 0000)	626717-102	MURPHY OIL CORP COMMON SALE TRADE AT 45.3311 TO SETTLE ON 4/3/2009 RECEIVABLE DUE 249,044.65	03/31/2009	249,044 65	(273,119 00)	.00	.00	-24,074 35

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(18,500 0000)	790849-103	ST JUDE MEDICAL COMMON SALE TRADE AT 35 7021 TO SETTLE ON 4/7/2009 RECEIVABLE DUE 659,745 15	04/02/2009	659,745 15	(855,271 65)	.00	.00	-195,526 50
(7,000 0000)	09062X-103	BIOGEN IDEC INC COMMON SALE TRADE AT 49 9452 TO SETTLE ON 4/9/2009 RECEIVABLE DUE 349,264 44	04/06/2009	349,264 44	(308,196 00)	00	00	41,068 44
(8,500 0000)	544147-101	LORILLARD INC SALE TRADE AT 63 3798 TO SETTLE ON 4/14/2009 RECEIVABLE DUE 538,289 45	04/08/2009	538,289 45	(550,137 45)	00	.00	-11,848.00
(13,000 0000)	071813-109	BAXTER INTERNATIONAL COMMON SALE TRADE AT 49 8353 TO SETTLE ON 4/16/2009 RECEIVABLE DUE 647,192 25	04/13/2009	647,192 25	(910,904.70)	00	.00	-263,712 45
(5,000 0000)	09062X-103	BIOGEN IDEC INC COMMON SALE TRADE AT 51 26 TO SETTLE ON 4/21/2009 RECEIVABLE DUE 256,043 41	04/16/2009	256,043 41	(208,706 00)	00	00	47,337 41
(8,400 0000)	42809H-107	HESS CORPORATION SALE TRADE AT 51 0619 TO SETTLE ON 4/27/2009 RECEIVABLE DUE 428,488 93	04/22/2009	428,488 93	(475,979 28)	00	00	-47,490.35
(3,000 0000)	067383-109	BARD C R INCORPORATED COMMON SALE TRADE AT 70 1212 TO SETTLE ON 4/28/2009 RECEIVABLE DUE 210,208 19	04/23/2009	210,208 19	(237,540 60)	.00	.00	-27,332 41
(7,500 0000)	075887-109	BECTON DICKINSON & COMPANY COMMON SALE TRADE AT 64 2735 TO SETTLE ON 4/28/2009 RECEIVABLE DUE 481,663 86	04/23/2009	481,663 86	(539,466 50)	00	00	-57,802 64
(8,500 0000)	87612E-106	TARGET CORP COMMON SALE TRADE AT 39 4886 TO SETTLE ON 4/30/2009 RECEIVABLE DUE 335,219 47	04/27/2009	335,219 47	(279,037 00)	00	00	56,182 47

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(12,000 0000)	911312-106	UNITED PARCEL SERVICE INC CLASS B COMMON SALE TRADE AT 51 5812 TO SETTLE ON 5/4/2009 RECEIVABLE DUE 618,358 49	04/29/2009	618,358 49	(565,462 80)	.00	00	52,895 69
(9,000 0000)	194162-103	COLGATE PALMOLIVE COMPANY COMMON SALE TRADE AT 59 0504 ON 4/30/2009 TO SETTLE ON 5/5/2009 RECEIVABLE DUE 530,989 94	04/30/2009	530,989 94	(593,797 90)	00	00	-62,807 96
(2,900 0000)	57636Q-104	MASTERCARD INC-CLASS A SALE TRADE AT 170 0951 TO SETTLE ON 5/6/2009 RECEIVABLE DUE 493,118 11	05/01/2009	493,118 11	(536,586 13)	00	.00	-43,468 02
(13,000 0000)	002824-100	ABBOTT LABORATORIES COMMON SALE TRADE AT 42 8529 TO SETTLE ON 5/11/2009 RECEIVABLE DUE 556,423 38	05/06/2009	556,423 38	(608,213 40)	00	00	-51,790 02
(34,000 0000)	808513-105	SCHWAB CHARLES CORP NEW COMMON SALE TRADE AT 17 943 TO SETTLE ON 5/13/2009 RECEIVABLE DUE 608,686 32	05/08/2009	608,686.32	(521,370 40)	00	.00	87,315 92
(35,000 0000)	219350-105	CORNING COMMON SALE TRADE AT 14 2883 TO SETTLE ON 5/20/2009 RECEIVABLE DUE 498,677 64	05/15/2009	498,677.64	(532,619.00)	00	00	-33,941 36
(5,000 0000)	902973-304	US BANCORP COMMON NEW SALE TRADE AT 18 7054 TO SETTLE ON 5/21/2009 RECEIVABLE DUE 93,324 59	05/18/2009	93,324 59	(63,601 00)	00	.00	29,723.59
(8,600 0000)	92826C-839	VISA INC CLASS A SHARES SALE TRADE AT 64 9023 TO SETTLE ON 5/22/2009 RECEIVABLE DUE 557,715 43	05/19/2009	557,715 43	(534,103 86)	00	.00	23,611.57

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(16,000 0000)	428236-103	HEWLETT-PACKARD CO COMMON SALE TRADE AT 34 8694 TO SETTLE ON 5/26/2009 RECEIVABLE DUE 557,096 06	05/20/2009	557,096 06	(490,541 70)	00	.00	66,554 36
(10,000 0000)	902973-304	US BANCORP COMMON NEW SALE TRADE AT 18 4389 TO SETTLE ON 6/1/2009 RECEIVABLE DUE 183,984 26	05/27/2009	183,984 26	(127,202 00)	00	00	56,782.26
(23,000 0000)	902973-304	US BANCORP COMMON NEW SALE TRADE AT 18 6265 TO SETTLE ON 6/2/2009 RECEIVABLE DUE 427,478 48	05/28/2009	427,478 48	(296,314 00)	00	00	131,164 48
(10,000 0000)	907818-108	UNION PACIFIC CORP COMMON SALE TRADE AT 51 5829 TO SETTLE ON 6/8/2009 RECEIVABLE DUE 515,315 74	06/03/2009	515,315 74	(433,753 90)	00	00	81,561 84
(3,000 0000)	12189T-104	BURLINGTON NORTHERN SANTA FE CORP COMMON SALE TRADE AT 75 199 TO SETTLE ON 6/9/2009 RECEIVABLE DUE 225,441 20	06/04/2009	225,441 20	(218,024 40)	00	00	7,416.80
(4,000 0000)	12189T-104	BURLINGTON NORTHERN SANTA FE CORP COMMON SALE TRADE AT 75 4221 TO SETTLE ON 6/16/2009 RECEIVABLE DUE 301,480 64	06/11/2009	301,480 64	(290,699 20)	00	00	10,781.44
(4,300 0000)	42809H-107	HESS CORPORATION SALE TRADE AT 54 639 TO SETTLE ON 6/22/2009 RECEIVABLE DUE 234,769 66	06/17/2009	234,769 66	(279,220 07)	00	.00	-44,450 41
(15,900 0000)	086516-101	BEST BUY CO COMMON SALE TRADE AT 35 0634 TO SETTLE ON 6/23/2009 RECEIVABLE DUE 556,698 73	06/18/2009	556,698.73	(612,399.34)	.00	00	-55,700 61

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(4,300 0000)	42809H-107	HESS CORPORATION SALE TRADE AT 54.3679 TO SETTLE ON 6/23/2009 RECEIVABLE DUE 233,560 96	06/18/2009	233,560 96	(279,220 07)	00	.00	-45,659.11
(12,500 0000)	500255-104	KOHLS CORP COMMON SALE TRADE AT 43 3234 TO SETTLE ON 6/23/2009 RECEIVABLE DUE 540,903 58	06/18/2009	540,903 58	(537,976 10)	.00	00	2,927.48
(4,700 0000)	73755L-107	POTASH CORP SASKATCHEWAN COMMON SALE TRADE AT 93 962 ON 6/19/2009 TO SETTLE ON 6/24/2009 RECEIVABLE DUE 441,375 05	06/19/2009	441,375 05	(538,259 20)	00	00	-96,884 15
(8,000 0000)	760975-102	RESEARCH IN MOTION LIMITED COMMON SALE TRADE AT 75 0027 TO SETTLE ON 6/24/2009 RECEIVABLE DUE 599,606 17	06/19/2009	599,606 17	(475,763 20)	00	.00	123,842 97
(6,700 0000)	25271C-102	DIAMOND OFFSHORE DRILLING INC COMMON SALE TRADE AT 76 3492 TO SETTLE ON 7/10/2009 RECEIVABLE DUE 511,191 49	07/07/2009	511,191 49	(552,185 73)	00	00	-40,994 24
(4,800 0000)	H8817H-100	TRANSOCEAN LTD SALE TRADE AT 65 9326 TO SETTLE ON 7/13/2009 RECEIVABLE DUE 316,228 34	07/08/2009	316,228 34	(408,720 00)	00	00	-92,491 66
(10,000 0000)	806857-108	SCHLUMBERGER LIMITED COMMON SALE TRADE AT 51 6835 TO SETTLE ON 7/17/2009 RECEIVABLE DUE 516,321 71	07/14/2009	516,321 71	(568,663 00)	00	.00	-52,341.29
(15,000 0000)	718172-109	PHILIP MORRIS INTERNATIONAL INC SALE TRADE AT 43.1069 TO SETTLE ON 7/20/2009 RECEIVABLE DUE 645,836 88	07/15/2009	645,836 88	(817,202 20)	00	00	-171,365 32
(45,000 0000)	060505-104	BANK OF AMERICA CORP COMMON SALE TRADE AT 12 2367 TO SETTLE ON 7/24/2009 RECEIVABLE DUE 549,287 34	07/21/2009	549,287.34	(465,930 00)	00	.00	83,357.34

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(17,500 0000)	060505-104	BANK OF AMERICA CORP COMMON SALE TRADE AT 12 34 TO SETTLE ON 7/27/2009 RECEIVABLE DUE 215,419 45	07/22/2009	215,419 45	(169,255 00)	.00	00	46,164 45
(7,300 0000)	067383-109	BARD C R INCORPORATED COMMON SALE TRADE AT 72 1035 TO SETTLE ON 7/28/2009 RECEIVABLE DUE 525,977 02	07/23/2009	525,977.02	(542,145 51)	00	00	-16,168 49
(12,000 0000)	002824-100	ABBOTT LABORATORIES COMMON SALE TRADE AT 45 4045 ON 7/28/2009 TO SETTLE ON 7/31/2009 RECEIVABLE DUE 544,239 99	07/28/2009	544,239 99	(568,522 20)	00	.00	-24,282.21
(12,000 0000)	931142-103	WAL MART STORES COMMON SALE TRADE AT 49 8476 TO SETTLE ON 8/6/2009 RECEIVABLE DUE 597,555 82	08/03/2009	597,555 82	(594,428 50)	00	00	3,127.32
(25,000 0000)	254687-106	DISNEY WALT CO COMMON SALE TRADE AT 25 1508 TO SETTLE ON 8/10/2009 RECEIVABLE DUE 627,503 84	08/05/2009	627,503 84	(633,487.50)	00	00	-5,983.66
(11,000 0000)	708160-106	J C PENNEY COMPANY COMMON SALE TRADE AT 33 0949 TO SETTLE ON 8/14/2009 RECEIVABLE DUE 363,484 54	08/11/2009	363,484 54	(292,111 60)	00	.00	71,372.94
(10,000 0000)	708160-106	J C PENNEY COMPANY COMMON SALE TRADE AT 33 0563 TO SETTLE ON 8/17/2009 RECEIVABLE DUE 330,054 50	08/12/2009	330,054 50	(272,201 60)	00	00	57,852 90
(9,500 0000)	031162-100	AMGEN COMMON SALE TRADE AT 59 6561 ON 8/19/2009 TO SETTLE ON 8/24/2009 RECEIVABLE DUE 566,243 38	08/19/2009	566,243.38	(595,139 64)	.00	.00	-28,896 26

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(12,000 0000)	126650-100	CVS/CAREMARK CORPORATION SALE TRADE AT 36 4612 TO SETTLE ON 8/28/2009 RECEIVABLE DUE 436,923 15	08/25/2009	436,923 15	(339,050 40)	00	00	97,872 75
(7,000 0000)	126650-100	CVS/CAREMARK CORPORATION SALE TRADE AT 36 5849 TO SETTLE ON 8/31/2009 RECEIVABLE DUE 255,737 71	08/26/2009	255,737 71	(189,696 50)	00	00	66,041 21
(3,800 0000)	12189T-104	BURLINGTON NORTHERN SANTA FE CORP COMMON SALE TRADE AT 82 756 TO SETTLE ON 9/3/2009 RECEIVABLE DUE 314,274 71	08/31/2009	314,274 71	(299,998 22)	00	00	14,276.49
(3,800 0000)	12189T-104	BURLINGTON NORTHERN SANTA FE CORP COMMON SALE TRADE AT 83 6511 TO SETTLE ON 9/4/2009 RECEIVABLE DUE 317,676 01	09/01/2009	317,676 01	(302,127 22)	.00	00	15,548 79
(6,000 0000)	151020-104	CELGENE CORP COMMON SALE TRADE AT 50 4589 TO SETTLE ON 9/9/2009 RECEIVABLE DUE 302,445 61	09/03/2009	302,445 61	(282,151 80)	00	00	20,293 81
(6,000 0000)	151020-104	CELGENE CORP COMMON SALE TRADE AT 51 2608 ON 9/4/2009 TO SETTLE ON 9/10/2009 RECEIVABLE DUE 307,256 89	09/04/2009	307,256 89	(281,667 10)	00	00	25,589.79
(14,000 0000)	375558-103	GILEAD SCIENCES COMMON SALE TRADE AT 46 0176 TO SETTLE ON 9/16/2009 RECEIVABLE DUE 643,529 84	09/11/2009	643,529 84	(653,709 70)	00	00	-10,179.86
(32,000 0000)	458140-100	INTEL CORP COMMON SALE TRADE AT 19 5876 TO SETTLE ON 9/22/2009 RECEIVABLE DUE 625,507.09	09/17/2009	625,507 09	(647,960.00)	00	00	-22,452 91

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(6,000 0000)	58405U-102	MEDCO HEALTH SOLUTIONS INC COMMON SALE TRADE AT 55 9878 TO SETTLE ON 9/24/2009 RECEIVABLE DUE 335,618 16	09/21/2009	335,618.16	(278,346 00)	00	00	57,272.16
(6,000 0000)	58405U-102	MEDCO HEALTH SOLUTIONS INC COMMON SALE TRADE AT 56 3563 TO SETTLE ON 9/28/2009 RECEIVABLE DUE 337,829 10	09/23/2009	337,829 10	(277,257 00)	.00	.00	60,572.10
(85,000 0000)	172967-101	CITIGROUP INC COMMON SALE TRADE AT 4 66 TO SETTLE ON 10/9/2009 RECEIVABLE DUE 394,389 82	10/06/2009	394,389 82	(291,507 50)	.00	00	102,882 32
(85,000 0000)	172967-101	CITIGROUP INC COMMON SALE TRADE AT 4 6507 TO SETTLE ON 10/13/2009 RECEIVABLE DUE 393,599 34	10/07/2009	393,599 34	(291,507 50)	00	00	102,091.84
(6,000 0000)	857477-103	STATE STREET CORPORATION COMMON SALE TRADE AT 52 6984 TO SETTLE ON 10/22/2009 RECEIVABLE DUE 315,882 27	10/19/2009	315,882.27	(296,238 40)	00	00	19,643.87
(6,000 0000)	857477-103	STATE STREET CORPORATION COMMON SALE TRADE AT 49 8072 TO SETTLE ON 10/23/2009 RECEIVABLE DUE 298,535 51	10/20/2009	298,535.51	(313,131.00)	00	.00	-14,595.49
(13,500 0000)	416515-104	HARTFORD FINANCIAL SERVICES GROUP INC COMMON SALE TRADE AT 26 9863 TO SETTLE ON 10/26/2009 RECEIVABLE DUE 363,630 68	10/21/2009	363,630 68	(298,742 85)	00	.00	64,887 83
(13,500 0000)	416515-104	HARTFORD FINANCIAL SERVICES GROUP INC COMMON SALE TRADE AT 25 9563 TO SETTLE ON 10/27/2009 RECEIVABLE DUE 349,726 04	10/22/2009	349,726 04	(309,282.45)	00	00	40,443 59

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(5,500 0000)	806857-108	SCHLUMBERGER LIMITED COMMON SALE TRADE AT 66 8916 TO SETTLE ON 10/29/2009 RECEIVABLE DUE 367,619 34	10/26/2009	367,619 34	(343,465 10)	.00	.00	24,154 24
(1,900 0000)	806857-108	SCHLUMBERGER LIMITED COMMON SALE TRADE AT 64 4242 TO SETTLE ON 10/30/2009 RECEIVABLE DUE 122,307 83	10/27/2009	122,307 83	(116,303 98)	.00	00	6,003.85
(3,600 0000)	806857-108	SCHLUMBERGER LIMITED COMMON SALE TRADE AT 65 06 TO SETTLE ON 10/30/2009 RECEIVABLE DUE 234,029 98	10/27/2009	234,029 98	(224,813 52)	00	.00	9,216 46
(8,300 0000)	26875P-101	EOG RESOURCES INC COMMON SALE TRADE AT 85 3056 ON 10/29/2009 TO SETTLE ON 11/3/2009 RECEIVABLE DUE 707,603 28	10/29/2009	707,603 28	(646,592 58)	00	.00	61,010 70
(8,400 0000)	194162-103	COLGATE PALMOLIVE COMPANY COMMON SALE TRADE AT 78 0557 TO SETTLE ON 11/9/2009 RECEIVABLE DUE 655,231 02	11/04/2009	655,231 02	(621,049 60)	00	00	34,181.42
(7,000 0000)	744320-102	PRUDENTIAL FINANCIAL INC COMMON SALE TRADE AT 47 3704 TO SETTLE ON 11/13/2009 RECEIVABLE DUE 331,234 27	11/09/2009	331,234 27	(261,775 50)	00	00	69,458.77
(7,000 0000)	744320-102	PRUDENTIAL FINANCIAL INC COMMON SALE TRADE AT 47 3762 ON 11/10/2009 TO SETTLE ON 11/16/2009 RECEIVABLE DUE 331,274 87	11/10/2009	331,274 87	(261,775 50)	00	00	69,499 37
(13,500 0000)	87612E-106	TARGET CORP COMMON SALE TRADE AT 49 6943 ON 11/16/2009 TO SETTLE ON 11/19/2009 RECEIVABLE DUE 670,180 80	11/16/2009	670,180 80	(611,751 90)	00	00	58,428.90

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(6,000 0000)	500255-104	KOHLS CORP COMMON SALE TRADE AT 55 4549 TO SETTLE ON 11/20/2009 RECEIVABLE DUE 332,420 84	11/17/2009	332,420 84	(321,935 70)	00	00	10,485 14
(6,000 0000)	500255-104	KOHLS CORP COMMON SALE TRADE AT 53 9517 TO SETTLE ON 11/24/2009 RECEIVABLE DUE 323,401 88	11/19/2009	323,401 88	(328,018 50)	00	.00	-4,616.62
(4,000 0000)	92826C-839	VISA INC CLASS A SHARES SALE TRADE AT 79 9809 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 319,715 37	11/23/2009	319,715 37	(311,145 20)	00	00	8,570.17
(4,800 0000)	92826C-839	VISA INC CLASS A SHARES SALE TRADE AT 82.9066 TO SETTLE ON 12/7/2009 RECEIVABLE DUE 397,701 45	12/02/2009	397,701 45	(373,289.20)	00	00	24,412 25
(17,000 0000)	872540-109	TJX COMPANIES NEW COMMON SALE TRADE AT 36 5987 TO SETTLE ON 12/8/2009 RECEIVABLE DUE 621,481 91	12/03/2009	621,481.91	(668,524 60)	00	.00	-47,042.69
(3,500 0000)	008474-108	AGNICO EAGLE MINES LTD COMMON SALE TRADE AT 63 7886 TO SETTLE ON 12/9/2009 RECEIVABLE DUE 223,079 36	12/04/2009	223,079 36	(211,049.65)	.00	00	12,029.71
(7,900 0000)	008474-108	AGNICO EAGLE MINES LTD COMMON SALE TRADE AT 62 1061 TO SETTLE ON 12/10/2009 RECEIVABLE DUE 490,230 58	12/07/2009	490,230 58	(479,810.79)	00	00	10,419 79
(4,000 0000)	882508-104	TEXAS INSTRUMENTS INCORPORATED COMMON SALE TRADE AT 25 8707 TO SETTLE ON 12/16/2009 RECEIVABLE DUE 103,280 14	12/11/2009	103,280 14	(103,960 00)	00	00	-679 86
(5,000 0000)	882508-104	TEXAS INSTRUMENTS INCORPORATED COMMON SALE TRADE AT 25 97 TO SETTLE ON 12/17/2009 RECEIVABLE DUE 129,596 66	12/14/2009	129,596 66	(129,950 00)	00	00	-353 34

WILMINGTON TRUST

Realized Gain/(Loss)

017432-000 CUST/ WELFARE FDN-CAP GROWTH MGT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(18,000 0000)	882508-104	TEXAS INSTRUMENTS INCORPORATED COMMON SALE TRADE AT 25 6717 TO SETTLE ON 12/18/2009 RECEIVABLE DUE 461,178 72	12/15/2009	461,178 72	(448,974 70)	00	00	12,204 02
(19,000 0000)	060505-104	BANK OF AMERICA CORP COMMON SALE TRADE AT 15 3536 TO SETTLE ON 12/29/2009 RECEIVABLE DUE 291,330 90	12/23/2009	291,330 90	(306,572 60)	00	00	-15,241 70
(19,000 0000)	060505-104	BANK OF AMERICA CORP COMMON SALE TRADE AT 15 2279 TO SETTLE ON 12/30/2009 RECEIVABLE DUE 288,942 66	12/24/2009	288,942 66	(306,572 60)	00	00	-17,629 94
(11,000 0000)	654106-103	NIKE CLASS B COMMON SALE TRADE AT 65 9177 TO SETTLE ON 1/5/2010 RECEIVABLE DUE 724,636 06	12/30/2009	724,636 06	(643,330 40)	.00	.00	81,305 66
TOTAL Portfolio 2:	**Cust/Welfare Fdn-Cap Growth Mgt Pri**							
(1,425,607.0000)				**43,473,158.24**	**(45,524,171.29)**	**.00**	**.00**	**-2,051,013.05**
TOTAL Principal Portfolios -	**U.S. Dollar**							
(1,425,607.0000)				**43,473,158.24**	**(45,524,171.29)**	**.00**	**.00**	**-2,051,013.05**

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
Principal Portfolios - U.S. Dollar								
Portfolio 2: Cust/Welfare Fdn-Southern Sun Pri Usd								
(12,150 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 5 25826 TO SETTLE ON 1/20/2009 RECEIVABLE DUE 63,644 50	01/14/2009	63,644 50	(222,273 57)	00	-158,629 07	.00
(4,810 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 5 1061 TO SETTLE ON 1/30/2009 RECEIVABLE DUE 24,415 90	01/27/2009	24,415 90	(74,296 49)	00	-49,880 59	00
(3,845 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 5 2593 TO SETTLE ON 2/2/2009 RECEIVABLE DUE 20,106 54	01/28/2009	20,106 54	(57,525 82)	00	-37,419 28	00
(8,825 0000)	938824-109	WASHINGTON FEDERAL INC COMMON SALE TRADE AT 11 4007 TO SETTLE ON 2/27/2009 RECEIVABLE DUE 100,345 86	02/24/2009	100,345 86 ST 59,980.10 LT 40,365.76	(197,566 89) 116,171.33 81,395.56	00	-41,029 80	-56,191.23
(335 0000)	008252-108	AFFILIATED MANAGERS GROUP INC COMMON SALE TRADE AT 38 7451 TO SETTLE ON 3/3/2009 RECEIVABLE DUE 12,972 83	02/26/2009	12,972 83	(35,272 48)	00	-22,299 65	00
(3,570 0000)	140909-102	CARAUSTAR INDUSTRIES INC COMMON SALE TRADE AT 0 0865 TO SETTLE ON 3/3/2009 RECEIVABLE DUE 294 52	02/26/2009	294 52	(28,702 80)	00	-28,408 28	.00
(5,575 0000)	938824-109	WASHINGTON FEDERAL INC COMMON SALE TRADE AT 11 5042 TO SETTLE ON 3/3/2009 RECEIVABLE DUE 63,968 31	02/26/2009	63,968 31 ST 17,784.92 LT 46,183.39	(121,754 35) 33,582.42 88,171.93	00	-41,988.54	-15,797.50
(10,130 0000)	140909-102	CARAUSTAR INDUSTRIES INC COMMON SALE TRADE AT 0 0426 TO SETTLE ON 3/4/2009 RECEIVABLE DUE 411.27	02/27/2009	411 27	(81,445 20)	00	-81,033.93	00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(1,800 0000)	892356-106	TRACTOR SUPPLY CO COMMON	03/03/2009	53,455 74	(72,382.51)	00	-17,134 59	-1,792.18
		SALE TRADE AT 29.7278	ST	6,681.97	8,474.15			
		TO SETTLE ON 3/6/2009	LT	46,773.77	63,908.36			
		RECEIVABLE DUE 53,455 74						
(1,000 0000)	903236-107	URS CORP NEW COMMON	03/03/2009	28,016 94	(41,863.41)	00	-13,846.47	.00
		SALE TRADE AT 28 0371						
		TO SETTLE ON 3/6/2009						
		RECEIVABLE DUE 28,016 94						
(41,085 0000)	140909-102	CARAUSTAR INDUSTRIES INC COMMON	03/05/2009	940 83	(213,400 65)	.00	-204,208 32	-8,251 50
		SALE TRADE AT 0 0239	ST	114.50	8,366.00			
		TO SETTLE ON 3/10/2009	LT	826.33	205,034.65			
		RECEIVABLE DUE 940 83						
(1,750 0000)	903236-107	URS CORP NEW COMMON	03/05/2009	59,225 61	(72,842 18)	00	-13,616.57	.00
		SALE TRADE AT 33 8734						
		ON 3/5/2009						
		TO SETTLE ON 3/10/2009						
		RECEIVABLE DUE 59,225 61						
(23,100 0000)	716748-108	PETROQUEST ENERGY INC COMMON	03/09/2009	17,080 04	(340,964 77)	00	-200,825 27	-123,059.46
		SALE TRADE AT 0 7594	ST	6,181.34	129,240.80			
		TO SETTLE ON 3/12/2009	LT	10,898.70	211,723.97			
		RECEIVABLE DUE 17,080 04						
(23,075 0000)	716748-108	PETROQUEST ENERGY INC COMMON	03/10/2009	22,195 71	(193,975 57)	00	-63,727 41	-108,052.45
		SALE TRADE AT 0 9819	ST	17,472.81	125,525.26			
		TO SETTLE ON 3/13/2009	LT	4,722.90	68,450.31			
		RECEIVABLE DUE 22,195 71						
(4,725 0000)	938824-109	WASHINGTON FEDERAL INC COMMON	03/10/2009	48,737 62	(89,482 44)	00	-9,886 06	-30,858 76
		SALE TRADE AT 10 3449	ST	39,712.13	70,570.89			
		TO SETTLE ON 3/13/2009	LT	9,025.49	18,911.55			
		RECEIVABLE DUE 48,737 62						
(1,825 0000)	670837-103	OGE ENERGY CORP COMMON	03/11/2009	38,417 49	(72,295 00)	00	-33,877 51	00
		SALE TRADE AT 21 0808						
		TO SETTLE ON 3/16/2009						
		RECEIVABLE DUE 38,417 49						
(750 0000)	892356-106	TRACTOR SUPPLY CO COMMON	03/11/2009	24,481 36	(28,247 18)	00	-3,765.82	00
		SALE TRADE AT 32 672						
		TO SETTLE ON 3/16/2009						
		RECEIVABLE DUE 24,481 36						

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(550 0000)	903236-107	URS CORP NEW COMMON SALE TRADE AT 37 8817 TO SETTLE ON 3/16/2009 RECEIVABLE DUE 20,818 32	03/11/2009	20,818 32	(22,893 25)	00	-2,074 93	00
(1,000 0000)	008252-108	AFFILIATED MANAGERS GROUP INC COMMON SALE TRADE AT 41 174 TO SETTLE ON 3/23/2009 RECEIVABLE DUE 41,143 76	03/18/2009	41,143 76	(104,713 64)	00	-63,569 88	.00
(925 0000)	001084-102	AGCO CORPORATION COMMON SALE TRADE AT 20 6264 TO SETTLE ON 4/6/2009 RECEIVABLE DUE 19,051 56	04/01/2009 ST LT	19,051 56 514.91 18,536.65	(52,828 80) 1,361.22 51,467.58	00	-32,930 93	-846.31
(1,355 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 9.7308 TO SETTLE ON 4/6/2009 RECEIVABLE DUE 13,144 50	04/01/2009	13,144 50	(39,920 41)	00	-26,775 91	00
(450 0000)	655663-102	NORDSON CORP COMMON SALE TRADE AT 32 1448 TO SETTLE ON 4/7/2009 RECEIVABLE DUE 14,451 57	04/02/2009	14,451 57	(32,835 33)	00	00	-18,383 76
(445 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 10 1542 TO SETTLE ON 4/7/2009 RECEIVABLE DUE 4,505 24	04/02/2009	4,505 24	(12,488 93)	00	-7,983 69	00
(200 0000)	903236-107	URS CORP NEW COMMON SALE TRADE AT 42 6419 TO SETTLE ON 4/7/2009 RECEIVABLE DUE 8,522 33	04/02/2009	8,522 33	(8,324 82)	00	197.51	.00
(725 0000)	001084-102	AGCO CORPORATION COMMON SALE TRADE AT 25 0093 TO SETTLE ON 4/21/2009 RECEIVABLE DUE 18,109 53	04/16/2009	18,109 53	(39,475 38)	00	00	-21,365 85
(575 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON SALE TRADE AT 17 3498 TO SETTLE ON 4/21/2009 RECEIVABLE DUE 9,958 63	04/16/2009	9,958 63	(27,590 02)	00	00	-17,631.39

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(1,750 0000)	731068-102	POLARIS INDUSTRIES INC COMMON SALE TRADE AT 30 1002 TO SETTLE ON 4/21/2009 RECEIVABLE DUE 52,621 49	04/16/2009	52,621 49	(81,700 18)	00	-29,078 69	.00
(9,870 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 6 0391 ON 4/22/2009 TO SETTLE ON 4/27/2009 RECEIVABLE DUE 59,308 28	04/22/2009	59,308 28	(116,712 73)	.00	00	-57,404 45
(2,155 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 6 0282 ON 4/24/2009 TO SETTLE ON 4/29/2009 RECEIVABLE DUE 12,925 78	04/24/2009	12,925 78	(24,261 44)	00	00	-11,335.66
(2,250 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 17 5342 TO SETTLE ON 5/6/2009 RECEIVABLE DUE 39,383 44	05/01/2009	39,383 44	(79,496 00)	00	00	-40,112 56
(3,100 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 21 2674 TO SETTLE ON 5/7/2009 RECEIVABLE DUE 65,834 25	05/04/2009	65,834 25	(85,901 26)	00	00	-20,067.01
(1,125 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 20 717 TO SETTLE ON 5/13/2009 RECEIVABLE DUE 23,272 28	05/08/2009	23,272 28	(26,507 78)	.00	00	-3,235 50
(1,725 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON SALE TRADE AT 22.5653 TO SETTLE ON 5/21/2009 RECEIVABLE DUE 38,872 38	05/18/2009	38,872 38	(82,437 19)	00	-43,564 81	00
(325 0000)	008252-108	AFFILIATED MANAGERS GROUP INC COMMON SALE TRADE AT 59 75 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 19,408 50	06/01/2009	19,408 50	(33,884.50)	00	-14,476 00	00

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(750 0000)	001084-102	AGCO CORPORATION COMMON	06/01/2009	23,102 93	(40,512 87)	00	-4,996.37	-12,413 57
		SALE TRADE AT 30 8347	ST	16,172.05	28,585.62			
		TO SETTLE ON 6/4/2009	LT	6,930.88	11,927.25			
		RECEIVABLE DUE 23,102 93						
(800 0000)	03937R-102	ARCH CHEMICALS INC COMMON	06/01/2009	23,547 63	(34,240.96)	00	-10,693 33	00
		SALE TRADE AT 29 4653						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 23,547 63						
(775 0000)	147195-101	CASCADE CORP COMMON	06/01/2009	23,108 12	(44,720 78)	00	-21,612.66	00
		SALE TRADE AT 29 8477						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 23,108 12						
(1,450 0000)	167250-109	CHICAGO BRIDGE & IRON-NY SHR COMMON	06/01/2009	19,313 50	(27,144 00)	00	00	-7,830 50
		SALE TRADE AT 13 35						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 19,313 50						
(475 0000)	198516-106	COLUMBIA SPORTSWEAR CO COMMON	06/01/2009	15,784 84	(26,737 75)	00	-10,952 91	.00
		SALE TRADE AT 33 2621						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 15,784 84						
(3,125 0000)	237266-101	DARLING INTERNATIONAL INC COMMON	06/01/2009	23,069 71	(32,408 19)	.00	694.25	-10,032 73
		SALE TRADE AT 7 4125	ST	21,576.64	31,609.37			
		TO SETTLE ON 6/4/2009	LT	1,493.07	798.82			
		RECEIVABLE DUE 23,069 71						
(1,000 0000)	470355-207	JAMES RIVER COAL COMPANY	06/01/2009	24,343 37	(21,872 70)	00	00	2,470 67
		SALE TRADE AT 24 374						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 24,343 37						
(725 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON	06/01/2009	20,016 22	(33,785 01)	00	-11,982 91	-1,785 88
		SALE TRADE AT 27 6393	ST	2,596.20	4,382.08			
		TO SETTLE ON 6/4/2009	LT	17,420.02	29,402.93			
		RECEIVABLE DUE 20,016 22						
(2,325 0000)	651824-104	NEWPORT CORP COMMON	06/01/2009	13,656 46	(48,959 62)	00	-35,303 16	00
		SALE TRADE AT 5 9039						
		TO SETTLE ON 6/4/2009						
		RECEIVABLE DUE 13,656 46						

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(425 0000)	655663-102	NORDSON CORP COMMON SALE TRADE AT 39 8803 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 16,935 94	06/01/2009	16,935 94	(23,462 08)	00	00	-6,526 14
(575 0000)	731068-102	POLARIS INDUSTRIES INC COMMON SALE TRADE AT 33 5343 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 19,264 47	06/01/2009	19,264 47	(26,372 15)	00	-7,107 68	.00
(1,500 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 13 1973 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 19,750 44	06/01/2009	19,750 44	(40,599 37)	00	-20,848 93	00
(500 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 40 2671 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 20,118 03	06/01/2009	20,118 03	(18,746 38)	00	1,371 65	00
(1,400 0000)	896522-109	TRINITY INDUSTRIES COMMON SALE TRADE AT 15 05 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 21,027 45	06/01/2009	21,027 45	(49,141 12)	00	-28,113 67	.00
(400 0000)	903236-107	URS CORP NEW COMMON SALE TRADE AT 50 26 TO SETTLE ON 6/4/2009 RECEIVABLE DUE 20,091 48	06/01/2009	20,091 48	(16,111 48)	00	3,980 00	00
(875 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 23 8276 TO SETTLE ON 6/5/2009 RECEIVABLE DUE 20,822 37	06/02/2009	20,822 37	(18,309 76)	00	00	2,512 61
(3,150 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 7 916 TO SETTLE ON 6/10/2009 RECEIVABLE DUE 24,840 25	06/05/2009	24,840 25	(16,915 50)	00	7,924 75	.00
(3,700 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 7.94 TO SETTLE ON 6/15/2009 RECEIVABLE DUE 29,266 24	06/10/2009	29,266.24	(19,869 00)	00	9,397.24	00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(1,425 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON SALE TRADE AT 28 4971 TO SETTLE ON 6/16/2009 RECEIVABLE DUE 40,564 57	06/11/2009	40,564 57	(58,992 99)	00	00	-18,428.42
(3,250 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 12 2783 TO SETTLE ON 6/26/2009 RECEIVABLE DUE 39,805 95	06/23/2009	39,805 95	(83,421.00)	00	-43,615 05	00
(850 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 44 0171 TO SETTLE ON 7/13/2009 RECEIVABLE DUE 37,388 07	07/08/2009	37,388 07	(31,692 08)	00	5,695 99	.00
(1,925 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 13 1604 TO SETTLE ON 7/14/2009 RECEIVABLE DUE 25,294 61	07/09/2009	25,294 61	(49,210 50)	.00	-23,915 89	.00
(1,405 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 18 5883 TO SETTLE ON 7/23/2009 RECEIVABLE DUE 26,073 74	07/20/2009	26,073 74	(17,030 71)	00	00	9,043.03
(420 0000)	470355-207	JAMES RIVER COAL COMPANY SALE TRADE AT 18 5575 TO SETTLE ON 7/28/2009 RECEIVABLE DUE 7,781 35	07/23/2009	7,781 35	(5,091 03)	00	00	2,690 32
(450 0000)	001084-102	AGCO CORPORATION COMMON SALE TRADE AT 31 1123 TO SETTLE ON 7/30/2009 RECEIVABLE DUE 13,986 68	07/27/2009	13,986 68	(23,854 50)	00	-9,867 82	.00
(3,250 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 7 5891 TO SETTLE ON 8/5/2009 RECEIVABLE DUE 24,566 44	07/31/2009	24,566 44	(68,438.17)	00	-43,871.73	.00
(400 0000)	008252-108	AFFILIATED MANAGERS GROUP INC COMMON SALE TRADE AT 69 1702 TO SETTLE ON 8/12/2009 RECEIVABLE DUE 27,655 36	08/07/2009	27,655 36	(41,704 00)	00	-14,048 64	00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(925 0000)	167250-109	CHICAGO BRIDGE & IRON-NY SHR COMMON SALE TRADE AT 14 8283 TO SETTLE ON 8/12/2009 RECEIVABLE DUE 13,688 07	08/07/2009	13,688 07	(17,316 00)	00	.00	-3,627 93
(725 0000)	731068-102	POLARIS INDUSTRIES INC COMMON SALE TRADE AT 39 028 TO SETTLE ON 8/12/2009 RECEIVABLE DUE 28,272 82	08/07/2009	28,272 82	(33,251 83)	00	-4,979 01	00
(8,785 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 6089 TO SETTLE ON 8/25/2009 RECEIVABLE DUE 40,224 59	08/20/2009	40,224 59	(114,726 99)	00	-74,502 40	00
(10,965 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 6037 TO SETTLE ON 8/26/2009 RECEIVABLE DUE 50,149 32	08/21/2009	50,149.32	(119,264 60)	00	-69,115 28	.00
(570 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 7 5407 TO SETTLE ON 8/27/2009 RECEIVABLE DUE 4,280 99	08/24/2009	4,280 99	(12,003 00)	00	-7,722 01	00
(1,105 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 7 5933 TO SETTLE ON 8/28/2009 RECEIVABLE DUE 8,357 23	08/25/2009	8,357 23	(23,197 79)	00	-14,840 56	.00
(1,305 0000)	147195-101	CASCADE CORP COMMON SALE TRADE AT 28 4286 TO SETTLE ON 9/16/2009 RECEIVABLE DUE 37,059 22	09/11/2009	37,059 22	(70,746 08)	00	-33,686 86	00
(1,325 0000)	198516-106	COLUMBIA SPORTSWEAR CO COMMON SALE TRADE AT 40 724 ON 9/11/2009 TO SETTLE ON 9/16/2009 RECEIVABLE DUE 53,918 16	09/11/2009	53,918 16	(74,549 43)	00	-20,631 27	.00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(7,440 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 5 0133 ON 9/14/2009 TO SETTLE ON 9/17/2009 RECEIVABLE DUE 37,074 79	09/14/2009	37,074 79	(73,850 24)	00	-36,775 45	.00
(6,610 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 5 0812 ON 9/15/2009 TO SETTLE ON 9/18/2009 RECEIVABLE DUE 33,387 56	09/15/2009	33,387 56	(59,428 59)	00	-26,041 03	00
(1,925 0000)	167250-109	CHICAGO BRIDGE & IRON-NY SHR COMMON SALE TRADE AT 18 1128 TO SETTLE ON 9/23/2009 RECEIVABLE DUE 34,808 49	09/18/2009	34,808 49	(36,036 00)	00	00	-1,227.51
(11,035 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 8066 TO SETTLE ON 10/2/2009 RECEIVABLE DUE 52,708 41	09/29/2009 ST LT	52,708 41 26,354.20 26,354.21	(66,211 30) 25,659.20 40,552.10	00	-14,197 89	695 00
(405 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 53 1343 TO SETTLE ON 10/14/2009 RECEIVABLE DUE 21,506 68	10/08/2009	21,506 68	(19,542 95)	.00	00	1,963.73
(1,180 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 9 121 TO SETTLE ON 10/15/2009 RECEIVABLE DUE 10,727 10	10/09/2009	10,727 10	(24,512 26)	00	-13,785 16	00
(645 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 53 491 TO SETTLE ON 10/15/2009 RECEIVABLE DUE 34,481 46	10/09/2009 ST LT	34,481 46 775.94 33,705.52	(24,072 18) 541.70 23,530.48	.00	10,175 04	234 24
(1,165 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 9 0145 TO SETTLE ON 10/15/2009 RECEIVABLE DUE 10,466 67	10/12/2009	10,466 67	(24,200.66)	.00	-13,733.99	00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(6,220 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 8074 TO SETTLE ON 10/15/2009 RECEIVABLE DUE 29,714 66	10/12/2009	29,714 66	(27,321 35)	00	00	2,393.31
(1,505 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 9 0137 TO SETTLE ON 10/19/2009 RECEIVABLE DUE 13,520 12	10/14/2009	13,520 12	(31,263 51)	00	-17,743.39	.00
(4,355 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 8001 TO SETTLE ON 10/19/2009 RECEIVABLE DUE 20,773 25	10/14/2009	20,773 25	(17,329 83)	.00	00	3,443.42
(2,050 0000)	731068-102	POLARIS INDUSTRIES INC COMMON SALE TRADE AT 48 6032 TO SETTLE ON 10/21/2009 RECEIVABLE DUE 99,572 49	10/16/2009	99,572 49	(93,780 48)	.00	5,792 01	.00
(995 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON SALE TRADE AT 32 2204 TO SETTLE ON 10/22/2009 RECEIVABLE DUE 32,028 62	10/19/2009	32,028 62	(40,235 87)	.00	-8,207 25	00
(10,590 0000)	90333E-108	USEC INC COMMON SALE TRADE AT 4 6507 TO SETTLE ON 10/23/2009 RECEIVABLE DUE 48,931 94	10/20/2009	48,931 94	(39,853 35)	00	00	9,078 59
(815 0000)	167250-109	CHICAGO BRIDGE & IRON-NY SHR COMMON SALE TRADE AT 20 61 TO SETTLE ON 10/29/2009 RECEIVABLE DUE 16,772 27	10/26/2009	16,772 27	(15,256 80)	00	1,515 47	00
(380 0000)	50060P-106	KOPPERS HOLDINGS INC COMMON SALE TRADE AT 30 1563 TO SETTLE ON 10/29/2009 RECEIVABLE DUE 11,447 70	10/26/2009	11,447 70	(15,305 98)	00	-3,858 28	.00
(900 0000)	670837-103	OGE ENERGY CORP COMMON SALE TRADE AT 34 7108 ON 10/27/2009 TO SETTLE ON 10/30/2009 RECEIVABLE DUE 31,211 91	10/27/2009	31,211 91	(34,991.60)	00	-3,779 69	00

WILMINGTON TRUST

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(910 0000)	167250-109	CHICAGO BRIDGE & IRON-NY SHR COMMON SALE TRADE AT 20 5828 TO SETTLE ON 11/2/2009 RECEIVABLE DUE 18,702 57	10/28/2009	18,702 57	(16,998 73)	00	1,703.84	00
(2,275 0000)	896522-109	TRINITY INDUSTRIES COMMON SALE TRADE AT 17 7659 ON 10/29/2009 TO SETTLE ON 11/3/2009 RECEIVABLE DUE 40,348 13	10/29/2009	40,348 13	(78,598 87)	00	-38,250 74	.00
(225 0000)	008252-108	AFFILIATED MANAGERS GROUP INC COMMON SALE TRADE AT 69 25 TO SETTLE ON 11/16/2009 RECEIVABLE DUE 15,574 10	11/10/2009	15,574 10	(23,458 50)	.00	-7,884.40	.00
(1,200 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 17 0102 TO SETTLE ON 11/16/2009 RECEIVABLE DUE 20,387 71	11/11/2009	20,387 71	(30,000 00)	00	-9,612 29	.00
(3,420 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 7 7793 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 26,501 92	11/23/2009	26,501 92	(24,690 35)	00	.00	1,811 57
(685 0000)	655663-102	NORDSON CORP COMMON SALE TRADE AT 56 1362 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 38,431 76	11/23/2009	38,431 76	(37,815 36)	00	616 40	.00
(800 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 16 50 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 13,175 66	11/23/2009	13,175.66	(19,994 75)	00	-6,819.09	00
(1,540 0000)	237266-101	DARLING INTERNATIONAL INC COMMON SALE TRADE AT 7 7516 TO SETTLE ON 11/30/2009 RECEIVABLE DUE 11,890 95	11/24/2009	11,890 95	(10,318 71)	00	00	1,572 24
(3,275 0000)	832248-108	SMITHFIELD FOODS COMMON SALE TRADE AT 16 9728 TO SETTLE ON 12/14/2009 RECEIVABLE DUE 55,486 24	12/09/2009	55,486 24	(81,840 61)	.00	-26,354 37	.00

Realized Gain/(Loss)

017432-003 CUST/WELFARE FDN-SOUTHERN SUN

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(2,970 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 8 4198 TO SETTLE ON 12/18/2009 RECEIVABLE DUE 24,917 06	12/15/2009	24,917 06	(61,696 11)	00	-36,779.05	00
(1,490 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 8 4026 TO SETTLE ON 12/21/2009 RECEIVABLE DUE 12,474 84	12/16/2009	12,474 84	(30,951 92)	00	-18,477.08	00
(1,050 0000)	651824-104	NEWPORT CORP COMMON SALE TRADE AT 8 4096 TO SETTLE ON 12/22/2009 RECEIVABLE DUE 8,798 35	12/17/2009	8,798 35	(21,811 75)	00	-13,013 40	00
(445 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 50 5349 TO SETTLE ON 12/22/2009 RECEIVABLE DUE 22,474 10	12/17/2009	22,474 10	(20,428 22)	00	00	2,045.88
(650 0000)	655663-102	NORDSON CORP COMMON SALE TRADE AT 56 0507 TO SETTLE ON 12/23/2009 RECEIVABLE DUE 36,412 52	12/18/2009	36,412 52	(35,883 19)	00	529 33	00
(780 0000)	892356-106	TRACTOR SUPPLY CO COMMON SALE TRADE AT 51 172 TO SETTLE ON 12/23/2009 RECEIVABLE DUE 39,889 73	12/18/2009 ST	39,889 73 21,998.86	(34,148 44) 18,831.94	00	2,574 37	3,166 92
			LT	17,890.87	15,316.50			
TOTAL Portfolio 2:	Cust/Welfare Fdn-Southern Sun Pri Usd							
(319,835.0000)				2,821,769.29	(5,372,490.85)	.00	-1,997,584.84	-553,136.72
TOTAL Principal Portfolios -	U.S. Dollar							
(319,835.0000)				2,821,769.29	(5,372,490.85)	.00	-1,997,584.84	-553,136.72

ST 867,285.23 1,420,421.95

LT 1,954,484.06 3,952,068.90

WILMINGTON TRUST

Realized Gain/(Loss)

017432-004 CUST/WELFARE FDN-ALPHA BLEND ACCOUNT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
Principal Portfolios - U.S. Dollar								
Portfolio 2: Cust/Welfare Fdn-Alpha Blend Pri Usd								
(12,386 4570)	25264S-833	DIAMOND HILL FOCUS LONG-SHORT FUND-I SALE TRADE AT 12 11 TO SETTLE ON 2/26/2009 RECEIVABLE DUE 150,000 00	02/25/2009	150,000.00	(220,974 40)	.00	00	-70,974.40
(29,296 8750)	543495-840	LOOMIS SAYLES INVESTMENT TRUST BOND FUND INSTITUTIONAL CLASS SALE TRADE AT 10 24 TO SETTLE ON 2/26/2009 RECEIVABLE DUE 300,000 00	02/25/2009	300,000 00	(393,164 06)	.00	00	-93,164 06
(37,393 1620)	722005-626	PIMCO ALL ASSET FUND INSTITUTIONAL CLASS SALE TRADE AT 9 36 TO SETTLE ON 2/26/2009 RECEIVABLE DUE 350,000 00	02/25/2009	350,000 00	(464,592 34)	00	00	-114,592 34
(77,220 0770)	957663-719	WESTERN ASSET ABSOLUTE RET PORT FUND IN SALE TRADE AT 7 77 TO SETTLE ON 2/26/2009 RECEIVABLE DUE 600,000 00	02/25/2009	600,000 00	(712,881 60)	00	.00	-112,881 60
(10,563 3800)	25264S-833	DIAMOND HILL FOCUS LONG-SHORT FUND-I SALE TRADE AT 14 20 TO SETTLE ON 5/28/2009 RECEIVABLE DUE 150,000 00	05/27/2009	150,000 00	(188,236 28)	00	.00	-38,236 28
(26,833 6310)	543495-840	LOOMIS SAYLES INVESTMENT TRUST BOND FUND INSTITUTIONAL CLASS SALE TRADE AT 11 18 TO SETTLE ON 5/28/2009 RECEIVABLE DUE 300,000 00	05/27/2009	300,000.00	(360,107 33)	00	00	-60,107 33
(42,492 9180)	722005-626	PIMCO ALL ASSET FUND INSTITUTIONAL CLASS SALE TRADE AT 10.59 TO SETTLE ON 5/28/2009 RECEIVABLE DUE 450,000 00	05/27/2009	450,000 00	(526,912 18)	.00	.00	-76,912.18
(35,928 1440)	957663-719	WESTERN ASSET ABSOLUTE RET PORT FUND IN SALE TRADE AT 8 35 TO SETTLE ON 5/28/2009 RECEIVABLE DUE 300,000 00	05/27/2009	300,000.00	(330,538 93)	00	00	-30,538 93

WILMINGTON TRUST

Realized Gain/(Loss)

017432-004 CUST/WELFARE FDN-ALPHA BLEND ACCOUNT

From January 01, 2009 through December 31, 2009

Quantity	CUSIP	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
(21,406 7280)	25264S-833	DIAMOND HILL FOCUS LONG-SHORT FUND-I SALE TRADE AT 16 35 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 350,000 00	11/25/2009	350,000 00	(379,113 15)	.00	-29,113 15	00
(41,415 6630)	543495-840	LOOMIS SAYLES INVESTMENT TRUST BOND FUND INSTITUTIONAL CLASS SALE TRADE AT 13 28 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 550,000 00	11/25/2009	550,000 00	(555,798 20)	00	-5,798 20	00
(46,012 2700)	957663-719	WESTERN ASSET ABSOLUTE RET PORT FUND IN SALE TRADE AT 9 78 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 450,000 00	11/25/2009 ST LT	450,000 00 24,231.32 425,768.68	(424,550 29) 22,860.92 401,689.37	.00	24,079.31	1,370 40
(56,570 9310)	97607W-102	WINTERGREEN FUND SALE TRADE AT 11 49 TO SETTLE ON 11/27/2009 RECEIVABLE DUE 650,000 00	11/25/2009	650,000 00	(707,702 35)	00	-57,702 35	00
TOTAL Portfolio 2: Cust/Welfare Fdn-Alpha Blend Pri Usd (437,520.2360)				4,600,000.00	(5,264,571.11)	.00	-68,534.39	-596,036.72
TOTAL Principal Portfolios - U S. Dollar (437,520.2360)				4,600,000.00	(5,264,571.11)	.00	-68,534.39	-596,036.72
			ST	2,624,231.32	3,220,268.04			
			LT	1,975,768.68	2,044,303.07			

*** Only gains and losses occurring within the specified date range appear on this report ***

651109

☐ Final K-1 ☐ Amended K-1 OMB No 1545-0099

Schedule K-1 (Form 1065) **2009**

Department of the Treasury
Internal Revenue Service

For calendar year 2009, or tax year beginning ________, 2009 ending ________, 20____

Partner's Share of Income, Deductions, Credits, etc.

▶ See back of form and separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
43-2077663

B Partnership's name, address, city, state, and ZIP code
Artio International Equity Fund II LLC
c/o Artio Global Management LLC
330 Madison Avenue
New York, NY 10017

C IRS Center where partnership filed return
Ogden

D ☐ Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number
51-6015916

F Partner's name, address, city, state, and ZIP code
Welfare Foundation, Inc
100 West 10th Street
Suite 1109
Wilmington, DE 19801

G ☐ General partner or LLC member-manager ☑ Limited partner or other LLC member

H ☑ Domestic partner ☐ Foreign partner

I What type of entity is this partner? Exempt Org

J Partner's share of profit, loss, and capital (see instructions)

	Beginning	Ending
Profit	0 488357 %	0 403688 %
Loss	0 488357 %	0 436585 %
Capital	0 488357 %	0.560928 %

K Partner's share of liabilities at year end

Nonrecourse	$
Qualified nonrecourse financing	$
Recourse	$

L Partner's capital account analysis

Beginning capital account	$ 6,901,694
Capital contributed during the year	$
Current year increase (decrease)	$ 1,620,277
Withdrawals & distributions	$ ( )
Ending capital account	$ 8,521,971

☐ Tax basis ☑ GAAP ☐ Section 704(b) book
☐ Other (explain)

M Did the partner contribute property with a built-in gain or loss?
☐ Yes ☑ No
If "Yes", attach statement (see instructions)

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	
2	Net rental real estate income (loss)	
3	Other net rental income (loss)	
4	Guaranteed payments	
5	Interest income	857
6a	Ordinary dividends	184,017
6b	Qualified dividends	168,961
7	Royalties	
8	Net short-term capital gain (loss)	(562,230)
9a	Net long-term capital gain (loss)	(869,049)
9b	Collectibles (28%) gain (loss)	
9c	Unrecaptured section 1250 gain	
10	Net section 1231 gain (loss)	
11	Other income (loss)	A (41,277)
12	Section 179 deduction	
13	Other deductions	H 75
		K 61,581
		T See Attached Statement
14	Self-employment earnings (loss)	
15	Credits	
16	Foreign transactions	L 6,588
		* See Attached Statement
17	Alternative minimum tax (AMT) items	
18	Tax-exempt income and nondeductible expenses	
19	Distributions	
20	Other information	A 184,874
		B 61,581
		N See Attached Statement
		* See Attached Statement

*See attached statement for additional information.

For IRS Use Only

For Paperwork Reduction Act Notice, see Instructions for Form 1065. Cat No 11394R **Schedule K-1 (Form 1065) 2009**

Partner # 12

WELFARE FOUNDATION 990

Fiscal Year 2009

12/31/2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Jefferson Awards for Public Service 100 W. 10th Street Suite 215 Wilmington, DE 19801 *Technology upgrades* $25,000.00 2009	501c(3)	$0.00	$25,000.00	$0.00	$25,000.00	$0.00
ARC of Delaware 2 South Augustine St. Suite B Wilmington, DE 19804 *home improvements to nine ARC homes* $75,000.00 2009	501c(3)	$0.00	$75,000.00	$0.00	$75,000.00	$0.00
Boys & Girls Clubs of Delaware 669 S. Union Street Wilmington, DE 19805 *Project Learn* $150,000.00 2009	501c(3)	$0.00	$150,000.00	$0.00	$150,000.00	$0.00
Brandywine Valley Association, Inc. 1760 Unionville-Wawaset Road West Chester, PA 19382-6751 *Restoration of Browning Barn* $50,000.00 2009	501c(3)	$0.00	$50,000.00	$0.00	$50,000.00	$0.00
Camp Possibilities Foundation P. O. Box 4411 Greenville Station Wilmington, DE 19807 *Operating expenses for 2010* $10,000.00 2009	501c(3)	$0.00	$10,000.00	$0.00	$10,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Catholic Social Services, Inc. 2601 W. Fourth Street Wilmington, DE 19805 *Casa San Francisco* $100,000.00 2009	Approved	$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Delaware Learning Center, Inc. 6201 Kennett Pike Centreville, DE 19807 *Capital campaign to construct new building* $200,000.00 2009	Approved	$0.00	$200,000.00	$0.00	$200,000.00	$0.00
Challenge Program Inc. 1124 E. 7th Street Wilmington, DE 19801 *CTEC* $25,000.00 2009	Approved	$0.00	$25,000.00	$0.00	$25,000.00	$0.00
Chesapeake Bay Girl Scout Council Suite 610 100 West 10th St Wilmington, DE 19801 *Capital improvements at four camps and two office buildings* $135,000.00 2009	Approved	$0.00	$135,000.00	$0.00	$135,000.00	$0.00
Chester County Community Foundation The Lincoln Building 28 West Market Street West Chester, PA 19382 *Weatherization projects* $50,000.00 2009	501c(3)	$0.00	$50,000.00	$0.00	$50,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Children's Advocacy Center of Delaware, Inc. 611 South Dupont Highway Suite 201 Dover, DE 19901 *Information technology upgrade* $20,000.00 2009	501c(3)	$0.00	$20,000.00	$0.00	$20,000.00	$0.00
Children's Beach House, Inc. 100 W. 10th Street Suite 411 Wilmington, DE 19801 *Repair of windows* $150,000.00 2009	501c(3)	$0.00	$150,000.00	$0.00	$150,000.00	$0.00
Claymont Community Center 3301 Green Street Claymont, DE 19703 *Refurbish kitchens, food closet and add a walk in freezer and warming oven* $56,253.00 2009	Approved	$0.00	$56,253.00	$0.00	$56,253.00	$0.00
Delaware Association for the Blind 800 West Street Wilmington, DE 19801 *Landis Lodge and Sunnybrook Building renovations* $200,000.00 2009	501c(3)	$0.00	$200,000.00	$0.00	$0.00	$200,000.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
The Delaware Children's Museum, Inc. 110 South Poplar St Suite 103 Wilmington, DE 19801 *capital campaign* $300,000.00 2009		$0.00	$300,000.00	$0.00	$300,000.00	$0.00
Delaware Greenways, Inc. 1910 Rockland Road Wilmington, DE 19803 *matching challenge grant up to $30,000* $30,000.00 2008	Approved	$21,510.00	$0.00	$0.00	$21,510.00	$0.00
Delaware Health Corporation 2801 W. 6th Street Wilmington, DE 19805 *modernization, renovation and expansion project* $250,000.00 2008		$250,000.00	$0.00	$0.00	$0.00	$250,000.00
Delaware Military Academy 112 Middleboro Road Wilmington, DE 19804 *Two locker rooms and AP classroom* $37,000.00 2009		$0.00	$37,000.00	$0.00	$37,000.00	$0.00
Delaware Pro-Choice Medical Fund P. O. Box 4576 Wilmington, DE 19807-4576 *Operating funds for abortions* $1,000.00 2009		$0.00	$1,000.00	$0.00	$1,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Delaware Symphony Orchestra P. O. Box 1870 Wilmington, DE 19899 *Yamaha Grand Series Celesta* $25,000.00 2009	Approved	$0.00	$25,000.00	$0.00	$25,000.00	$0.00
East Side Community Learning Center Foundation 3000 N. Claymont Street Wilmington, DE 19802 *Replace boilers and purchase of a freezer/refrigerator* $200,000.00 2009	Approved	$0.00	$200,000.00	$0.00	$200,000.00	$0.00
Elementary Workshop, Inc. 502 North Pine Street Wilmington, DE 19801 *computer hardware/software and various smaller needs* $24,232 00 2009	Approved	$0.00	$24,232.00	$0.00	$24,232.00	$0.00
The Elizabeth House Family Life 323 Maple Ave. Wilmington, DE 19804 *Renovation and expansion of their building in Belvedere* $50,000.00 2009		$0.00	$50,000.00	$0.00	$50,000.00	$0.00
Elizabeth W. Murphey School, Inc. 42 Kings Highway East Dover, DE 19901 *window replacement* $100,000.00 2009		$0.00	$100,000.00	$0.00	$100,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Exceptional Care for Children, Inc. 11 Independence Way Newark, DE 19713 *emergency power and lighting* $68,000.00 2009	501c(3)	$0.00	$68,000.00	$0.00	$68,000.00	$0.00
First State Ballet Theatre Grand Opera House, 2nd Floor 818 N. Market Street Wilmington, DE 19801 *Various capital expenses at the GOH* $25,000.00 2009	501c(3)	$0.00	$25,000.00	$0.00	$25,000.00	$0.00
Food Bank of Delaware, Inc. 14 Garfield Way Newark, DE 19713 *Capital campaign for Milford facility* $150,000.00 2009	Approved	$0.00	$150,000.00	$0.00	$150,000.00	$0.00
Fraunhofer USA, Inc. Center for Molecular Biotechnology 9 Innovation Way, Suite 200 Newark, DE 19711 *renovation/expansion of 2,173 sq ft* $100,000.00 2009		$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Friendship House, Inc. P. O. Box 1517 Wilmington, DE 19899 *purchase of a multi-unit house in Wilmington* $20,000.00 2009	501c(3)	$0.00	$20,000.00	$0.00	$20,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Greater Dover Foundation Box 1836 Dover, DE 19903 *New Community Service Building in Dover* $200,000.00 2009		$0.00	$200,000.00	$0.00	$200,000.00	$0.00
Habitat for Humanity International, Inc. 1920 Hutton Street Wilmington, DE 19802 *Greenbridge II housing project* $100,000.00 2009	Approved	$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Hilltop Lutheran Neighborhood Center, Inc. 1018 W. Sixth Street Wilmington, DE 19805 *Renovations to 1028 West 6th St* $18,785.00 2009	501c(3)	$0.00	$18,785.00	$0.00	$18,785.00	$0.00
Historic Odessa Foundation P. O. Box 697 Odessa, DE 19730 *Renovation of Brick Hotel* $50,000.00 2009	501c(3)	$0.00	$50,000.00	$0.00	$0.00	$50,000.00
Junior Achievement Inc. 522 S. Walnut Street Wilmington, DE 19801-5230 *Innovation Hub for JA World* $25,000.00 2009	Approved	$0.00	$25,000.00	$0.00	$25,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
The Kelly Heinz-Grundner Foundation, Inc. 300 Water St. Wilmington, DE 19801 *Donor database hardware/software/training and licensing fees* $10,000.00 2009	501c(3)	$0.00	$10,000.00	$0.00	$10,000.00	$0.00
Home of the Merciful Rest Society, Inc. 1900 Lovering Ave. Wilmington, DE 19806 *Capital campaign for renovations to patient rooms, bathrooms, dining halls, nursing stations, HVAC system and new 21,300 sq ft addition* $150,000.00 2009	501c(3)	$0.00	$150,000.00	$0.00	$150,000.00	$0.00
La Red Health Center 504 W Market St. Georgetown, DE 19947 *new health center* $100,000.00 2009	501c(3)	$0.00	$100,000.00	$0.00	$0.00	$100,000.00
Lewes Historical Society 110 Shipcarpenter Street Lewes, DE 19958 *hvac systems in four museums* $25,000.00 2009	501c(3)	$0.00	$25,000.00	$0.00	$25,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Light Up The Queen Foundation, Inc. 15 East 9th St. Wilmington, DE 19801 *Restoration of the Queen Theater* $100,000.00 2008		$100,000.00	$0.00	$0.00	$100,000.00	$0.00
Little Sisters of the Poor 185 Salem Church Road Newark, DE 19713-2997 *Major electrical upgrades* $50,000.00 2009	501c(3)	$0.00	$50,000.00	$0.00	$50,000.00	$0.00
Mental Health Association in Delaware 100 W. 10th Street, Suite 600 Wilmington, DE 19801 *10 new Dell computers* $16,156.00 2009	501c(3)	$0.00	$16,156.00	$0.00	$16,156.00	$0.00
Metropolitan Wilmington Urban League 100 West 10th Street Suite 710 Wilmington, DE 19801 *Urban Community Empowerment Initiative* $50,000 00 2009	501c(3)	$0.00	$50,000.00	$0.00	$0.00	$50,000.00
Middletown Fire Department 27 W. Green Street Middletown, DE 19709 *donation* $1,500.00 2009	None	$0.00	$1,500.00	$0.00	$1,500.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
United States Catholic Conference Sacred Heart Administration 903 N. Madison Street Wilmington, DE 19801-4812 *Renovations to Josephine Bakhita House at 401 Washington St* $100,000.00 2009	Approved	$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Modern Maturity Center, Inc. 1121 Forrest Avenue Dover, DE 19904 *Building of new two story facility for adult day care and expansion of Hope Clinic* $100,000 00 2009	Approved	$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Mom's House, Inc. (of Dover) P O. Box 1138 Dover, DE 19903 *Renovations to facility* $10,000.00 2009	Approved	$0.00	$10,000.00	$0.00	$10,000.00	$0.00
Nanticoke Memorial Hospital, Inc. 801 Middleford Road Seaford, DE 19973 *Purchase of digital mammography equipment* $50,000.00 2009	Approved	$0.00	$50,000.00	$0.00	$50,000.00	$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Nanticoke Senior Center, Inc. 310 Virginia Ave. Seaford, DE 19973 *Construction of new 11,000 sq ft senior center* $150,000.00 2009	501c(3)	$0.00	$150,000.00	$0.00	$0.00	$150,000.00
National Alliance on Mental Illness in DE 2400 West 4th Street Wilmington, DE 19805 *new roof* $46,550.00 2009	Approved	$0.00	$46,550.00	$0.00	$46,550.00	$0.00
New Castle Public Library P.O. Box 382 New Castle, DE 19720 *final portion of capital campaign* $50,000.00 2009		$0.00	$50,000.00	$0.00	$50,000.00	$0.00
Newark Charter School 2001 Patriot Way Newark, DE 19711 *New kindergarten classrooms* $50,000.00 2009	Approved	$0.00	$50,000.00	$0.00	$50,000.00	$0.00
Newark Day Nursery Association 921 Barksdale Road Newark, DE 19711 *Additional support to close capital campaign* $25,000.00 2009	Approved	$0.00	$25,000.00	$0.00	$25,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Newark Senior Center 200 White Chapel Drive Newark, DE 19713 *Energy saving improvements to the Center* $40,000.00 2009	Approved	$0.00	$40,000.00	$0.00	$40,000.00	$0.00
Odessa Fire Department P . O. Box 26 Odessa, DE 19730-0026 *donation* $500.00 2009	None	$0.00	$500.00	$0.00	$500.00	$0.00
Overfalls Maritime Museum Foundation P. O. Box 413 Lewes, DE 19958 *permanent berth for the lightship* $25,000.00 2009		$0.00	$25,000.00	$0.00	$25,000.00	$0.00
Pet-Assisted Visitation Volunteer Services, Inc. PO Box 1353 Hockessin, DE 19707 *Office/computer equipment/furniture* $20,000.00 2009	501c(3)	$0.00	$20,000.00	$0.00	$20,000.00	$0.00
Planned Parenthood of Delaware 625 Shipley Street Wilmington, DE 19801-2249 *renovations to Newark facility* $30,000.00 2009	Approved	$0.00	$30,000.00	$0.00	$30,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Port Penn Volunteer Fire Company P. O. Box 29 Port Penn, DE 19731 *donation* $300.00 2009	None	$0.00	$300.00	$0.00	$300.00	$0.00
Practice Without Pressure, Inc. 20 Russell Road New Castle, DE 19720 *capital campaign* $200,000.00 2009		$0.00	$200,000.00	$0.00	$200,000.00	$0.00
Prestige Academy Inc Box 5835 Wilmington, DE 19808 *Purchase of 1121 Thatcher Street and adjacent plot of land* $75,000.00 2009		$0.00	$75,000.00	$0.00	$75,000.00	$0.00
Delaware Community Foundation Box 32 Montchanin, DE 19710 *Development of an interactive website for the Voices of War Project* $25,000.00 2009		$0.00	$25,000.00	$0.00	$25,000.00	$0.00
Quest Therapeutic Services, Inc. 461 Cann Road West Chester, PA 19382 *Final phase of capital campaign to retire mortgage on the building* $10,000.00 2009		$0.00	$10,000.00	$0.00	$10,000.00	$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Quintin E. Primo Jr. Lecture Series, Inc. P. O. Box 48 Wilmington, DE 19899-0049 *updated website* $5,000.00 2009	501c(3)	$0.00	$5,000.00	$0.00	$5,000.00	$0.00
Reach Academy for Girls Box 229 Wilmington, DE 19899 *start up funding* $75,000.00 2009		$0.00	$75,000.00	$0.00	$75,000.00	$0.00
Safe Haven Animal Sanctuary P.O. Box 430 Nassau, DE 19969 *construction of animal sanctuary* $100,000.00 2009		$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Serviam Girls Academy, Inc. P. O. Box 7907 Wilmington, DE 19803 *start-up of new middles school* $150,000.00 2008		$75,000.00	$0.00	$0.00	$75,000.00	$0.00
Serviam Media, Inc. 954 S. Madison Street Wilmington, DE 19801 *film equipment for Media Mentors program* $5,000.00 2009	501c(3)	$0.00	$5,000.00	$0.00	$5,000.00	$0.00

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Service Corps of Retired Executives Association Nemours Building Suite 1120 1007 N. Orange Street Wilmington, DE 19801 *upgrade information system* $3,000.00 2009	Approved	$0.00	$3,000.00	$0.00	$3,000.00	$0.00
Shipley Village Community Development Corp. 719 Shipley Street Wilmington, DE 19801 *Funding to bridge gap caused by tax credit loss and change orders from Delmarva* $50,000.00 2009		$0.00	$50,000.00	$0.00	$50,000.00	$0.00
United States Catholic Conference 1500 Cedar Street Wilmington, DE 19805 *renovations for performing arts center* $50,000.00 2009	Approved	$0.00	$50,000.00	$0.00	$50,000.00	$0.00
St. Michael's Day Care Nursery, Inc. 700 North Walnut Street Wilmington, DE 19801 *Renovate/upgrade 11 bathrooms* $50,000.00 2009	Approved	$0 00	$50,000.00	$0.00	$50,000.00	$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
United Way of Delaware 625 N. Orange Street Wilmington, DE 19801 *annual campaign and Tocqueville Society funding* $165,000.00 2009	Approved	$0.00	$165,000.00	$0.00	$165,000.00	$0.00
United Way of the Kennett Area P. O. Box 362 Kennett Square, PA 19348 *Annual campaign* $30,000.00 2009	501c(3)	$0.00	$30,000.00	$0.00	$30,000.00	$0.00
West Center City Early Learning Center 600 N. Madison Street Wilmington, DE 19801-2099 *Building repairs* $25,000.00 2009	Approved	$0.00	$25,000.00	$0.00	$25,000.00	$0.00
Wilmington Montessori School 1400 Harvey Road Wilmington, DE 19810 *replace windows and HVAC systems* $100,000.00 2009	501c(3)	$0.00	$100,000.00	$0.00	$100,000.00	$0.00
Grand Totals (75 items)		$446,510.00	$4,808,276.00	$0.00	$4,454,786.00	$800,000.00
DELAWARE CHILDREN'S MUSEUM		$ 300,000.00	$(300,000.00)	-	-	-
GREATER DOVER COMMITTEE		$ 200,000.00	$(200,000.00)	-	-	-
PRACTICE WITHOUT PRESSURE		$ 200,000.00	$(200,000.00)	-	-	-
		$1,146,500.00	$ 4,108,276.00	$ 0.00	$4,454,786.00	$ 800,000.00