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
MARMOT FOUNDATION 008746-000
WILMINGTON TRUST COMPANY

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1100 NORTH MARKET STREET

City or town, state, and ZIP code
WILMINGTON, DE 19890-0900

A Employer identification number
51-6022487

B Telephone number
302 651 1300

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) ▶$ 26,733,136.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(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	64,743.	64,743.		STATEMENT 1
4 Dividends and interest from securities	315,377.	315,377.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	468,360.			
b Gross sales price for all assets on line 6a 5,228,702.				
7 Capital gain net income (from Part IV, line 2)		468,360.		
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	<17,665.>	<17,665.>		STATEMENT 3
12 **Total.** Add lines 1 through 11	830,815.	830,815.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	16,000.	0.		16,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	1,000.	1,000.		0.
c Other professional fees STMT 5	139,481.	139,481.		0.
17 Interest				
18 Taxes STMT 6	23,852.	19,222.		0.
19 Depreciation and depletion				
20 Occupancy	4,800.	4,800.		0.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	1,512.	1,512.		0.
24 **Total operating and administrative expenses.** Add lines 13 through 23	186,645.	166,015.		16,000.
25 Contributions, gifts, grants paid	999,500.			999,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,186,145.	166,015.		1,015,500.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<355,330.>			
b **Net investment income** (if negative, enter -0-)		664,800.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Form **990-PF** (2009)

10300510 758259 008746-000 2009.03010 MARMOT FOUNDATION 008746-00 008746-1

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			
	2 Savings and temporary cash investments	215,052.	2,110,027.	2,110,027.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	6,026,513.	8,586,963.	10,445,292.
	c Investments - corporate bonds STMT 11	0.	5,533,696.	5,625,733.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	16,954,153.	6,646,975.	8,552,084.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	23,195,718.	22,877,661.	26,733,136.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	23,108,204.	22,877,661.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	87,514.	0.	
	30 **Total net assets or fund balances**	23,195,718.	22,877,661.	
	31 **Total liabilities and net assets/fund balances**	23,195,718.	22,877,661.	

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	23,195,718.
2	Enter amount from Part I, line 27a	2	<355,330.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	38,328.
4	Add lines 1, 2, and 3	4	22,878,716.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	1,055.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,877,661.

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	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	PARTNERSHIP SHORT TERM GAIN	P	VARIOUS	VARIOUS
d	PARTNERSHIP LONG TERM GAIN	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	765,418.		750,416.	15,002.
b	4,073,198.		3,704,761.	368,437.
c	374,790.			374,790.
d			305,165.	<305,165.>
e	15,296.			15,296.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				15,002.
b				368,437.
c				374,790.
d				<305,165.>
e				15,296.

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 } 2 468,360.

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	1,852,855.	35,110,758.	.052772
2007	1,916,000.	42,095,068.	.045516
2006	1,622,634.	38,698,779.	.041930
2005	1,621,993.	34,664,830.	.046791
2004	1,527,067.	32,108,724.	.047559

2	**Total** of line 1, column (d)	2	.234568
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	.046914
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	23,705,665.
5	Multiply line 4 by line 3	5	1,112,128.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,648.
7	Add lines 5 and 6	7	1,118,776.
8	Enter qualifying distributions from Part XII, line 4	8	1,015,500.

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	13,296.
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	13,296.
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	13,296.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 144,055.		
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	144,055.
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	130,759.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 130,759. **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)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 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)*

			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 ▶ WILMINGTON TRUST COMPANY Telephone no. ▶ (302) 651-1300
Located at ▶ 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ▶ 19890-0900

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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	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.)* N/A	3b		
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		16,000.	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
NONE				

Total number of other employees paid over $50,000 ▶ 0

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
NONE		
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.

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	24,057,704.
b	Average of monthly cash balances	1b	8,961.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	24,066,665.
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	24,066,665.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	361,000.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,705,665.
6	**Minimum investment return.** Enter 5% of line 5	6	1,185,283.

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	1,185,283.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	13,296.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	13,296.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,171,987.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,171,987.
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	1,171,987.

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	1,015,500.
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	1,015,500.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,015,500.

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				1,171,987.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			360,753.	
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: ▶ $ 1,015,500.				
a Applied to 2008, but not more than line 2a			360,753.	
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				654,747.
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				517,240.
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 14

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total ▶ 3a				999,500.
b *Approved for future payment*				
NONE				
Total ▶ 3b				0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	64,743.	
4 Dividends and interest from securities			14	315,377.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<17,665.>	
8 Gain or (loss) from sales of assets other than inventory			18	468,360.	
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.		830,815.	0.

13 Total. Add line 12, columns (b), (d), and (e) ... 13 830,815.

(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).

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10300510 758259 008746-000 2009.03010 MARMOT FOUNDATION 008746-00 008746-1

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 | Title: Secretary

Paid Preparer's Use Only

Preparer's signature: GEORGE CHRISTHILF	Date: 05/10/10	Check if self-employed ☐	Preparer's identifying number: P00443610
Firm's name (or yours if self-employed), address, and ZIP code: WILMINGTON TRUST COMPANY, 1100 NORTH MARKET STREET, WILMINGTON, DE 19890-0900	EIN: 51-0055023	Phone no. (302) 651-1128

Investment Detail
As of Date 12/31/2009

Description	Quantity	Market Value	Federal Tax Cost
CHEVRON CORP COMMON	1,323 0000	101,857 7700	94,396 6000
CONOCOPHILLIPS COMMON	1,633 0000	83,397 3100	74,815 9600
ENBRIDGE INC	619.0000	28,610 1800	22,997 4000
EXXON MOBIL CORPORATION COMMON	1,006 0000	68,599 1400	71,398 3400
SCHLUMBERGER LIMITED COMMON	594 0000	38,663 4600	37,209 2900
TOTAL SA SPONSORED ADR	1,288 0000	82,483.5200	74,783 7800
COCA-COLA COMPANY COMMON	845 0000	48,165 0000	48,416 8200
COSTCO WHOLESALE CORP COMMON	560 0000	33,135 2000	27,967 8000
PHILIP MORRIS INTERNATIONAL INC	484.0000	23,323 9600	22,657 2500
PROCTER & GAMBLE CO COMMON	646 0000	39,166.9800	34,414 0400
ABBOTT LABORATORIES COMMON	835 0000	45,081 6500	38,437 1400
JOHNSON & JOHNSON COMMON	1,109 0000	71,430 6900	67,427 3800
MEDTRONIC COMMON	562 0000	24,716 7600	21,565 3500
NOVARTIS AG SPONSORED ADR	1,028 0000	55,954 0400	48,500 5000
ROCHE HOLDINGS LTD SPONSORED ADR	844 0000	35,882 6600	33,373 8700
LOWE'S COMPANIES COMMON	1,550.0000	36,254 5000	33,660 1500
MARRIOTT INTERNATIONAL INC NEW CLASS A COMMON	1,393 7365	37,979 3200	34,515 6600
STAPLES COMMON	1,547 0000	38,040 7300	33,797 4800
TARGET CORP COMMON	1,002.0000	48,466 7400	47,329 1600
TJX COMPANIES NEW COMMON	1,168 0000	42,690.4000	43,102 4100
BALDOR ELECTRIC CO COMMON	1,313 0000	36,882 1700	37,028 5900
BURLINGTON NORTHERN SANTA FE CORP COMMON		0 0000	0.0000
C H ROBINSON WORLDWIDE INC NEW	732 0000	42,990 3600	42,424 1600
CATERPILLAR COMMON	529 0000	30,147 7100	24,911 9300
EMERSON ELECTRIC COMPANY COMMON	1,209 0000	51,503 4000	45,928 6200
FASTENAL CO COMMON	631 0000	26,274 8400	23,089 8700
JOHNSON CONTROLS COMMON	1,226 0000	33,396 2400	30,420 1200
APPLIED MATERIALS COMMON	1,758 0000	24,506 5200	23,350 6400
BRADY CORPORATION CLASS A COMMON	1,088 0000	32,650 8800	33,164 9600
FACTSET RESEARCH SYSTEMS INC COMMON	388 0000	25,557 5600	21,818 2100
HEWLETT-PACKARD CO COMMON	528 0000	27,197 2800	23,375 8800
INTEL CORP COMMON	1,337 0000	27,274.8000	25,901 0300
INTERNATIONAL BUSINESS MACHINES CORP COM	226 0000	29,583 4000	26,813 2100
L-3 COMMUNICATIONS HOLDINGS INC COMMON	370 0000	32,171 5000	29,057 0800

* A period end market value is unavailable. Last provided value is displayed.

Investment Detail
As of Date 12/31/2009

Description	Quantity	Market Value	Federal Tax Cost
MAXIM INTEGRATED PRODUCTS COMMON	1,433 0000	29,118 5600	26,438 9900
QUALCOMM COMMON	527 0000	24,379.0200	24,984 7600
AIR PRODUCTS & CHEMICALS COMMON	621 0000	50,338 2600	47,257.5300
PPG INDUSTRIES COMMON	810.0000	47,417 4000	43,943 5800
STEEL DYNAMICS INC COMMON	2,022 0000	35,829 8400	33,775 1000
B B & T CORPORATION COMMON	1,665 0000	42,241 0500	49,119 5000
BANCO SANTANDER S A	2,957 0000	48,613 0800	47,560.1000
BANCORPSOUTH INC COMMON	1,517 0000	35,588 8200	36,486 4800
BOSTON PROPERTIES INC COMMON	542 0000	36,351 9400	37,849 8100
CHUBB CORPORATION COMMON	721 0000	35,458.7800	35,172 1800
DELPHI FINANCIAL GROUP INC CL A COMMON	2,008 0000	44,918 9600	47,641.0600
JPMORGAN CHASE & COMPANY COMMON	1,768 0000	73,672 5600	75,919 5300
M & T BANK CORP COMMON	938 0000	62,742 8200	59,533 6600
METLIFE INC COMMON	1,486.0000	52,530 1000	56,967.8100
PEOPLES UNITED FINANCIAL, INC	1,392 0000	23,246 4000	22,659 5400
SIMON PROPERTY GROUP INC COMMON	426 6246	34,044.6400	31,151 2400
T ROWE PRICE GROUP INC COMMON	676 0000	35,997 0000	31,156 7700
TRAVELERS COS INC/THE	744 0000	37,095 8400	36,227 2200
WILMINGTON TRUST CORPORATION COMMON	54,000 0000	666,360 0000	87,750 0000
AT&T INC	2,787 0000	78,119 6100	73,946 0800
EXELON CORPORATION COMMON	581 0000	28,393 4700	29,574 3500
FPL GROUP COMMON	496 0000	26,198 7200	27,990 5200
PATTERSON-UTI ENERGY INC COMMON	3,134 0000	48,106 9000	45,494 2600
SOUTHERN COMPANY COMMON	593 0000	19,758.7600	18,734 3500
Total Common Stocks and Convertibles	**115,216.3611**	**3,020,559.2000**	**2,325,385.1000**
Bonds and Notes			
U S TREASURY NOTE DTD 7/15/2009 1 5% 7/15/2012	200,000 0000	200,312 0000	198,735 0500
U S TREASURY NOTES DTD 2/15/2009 2 75% 2/15/2019	110,000 0000	101,269 3000	103,692.6300
U S TREASURY NOTES DTD 4/30/2009 2 625% 4/30/2016	115,000 0000	111,432 7000	109,286 4000

* A period end market value is unavailable. Last provided value is displayed.

Investment Detail
As of Date 12/31/2009

Description	Quantity	Market Value	Federal Tax Cost
U S TREASURY NOTES SER F DTD 3/31/2006 4 75% 3/31/2011	115,000 0000	120,641 9000	122,399 0200
U S TREASURY NOTES Ser F DTD 11/15/2004 4 25% 11/15/2014	150,000.0000	161,578 5000	160,957.6300
US TREASURY BOND DTD 11/15/2007 4 25% 11/15/2017	150,000 0000	157,219 5000	156,375 6000
US TREASURY BOND DTD 5/15/2008 3 875% 5/15/2018	75,000 0000	76,154 2500	76,295 2200
FEDERAL HOME LOAN BANK BOND DTD 6/22/2007 5 5% 8/13/2014	115,000 0000	129,016 2000	126,664 5700
FEDERAL HOME LOAN BANK BOND Ser 1 DTD 5/2/2007 4 875% 5/17/2017	65,000 0000	69,509 7000	68,475 1000
FEDERAL HOME LOAN BANK DTD 11/1/2006 4 875% 11/18/2011	500,000 0000	534,065 0000	538,347 0000
FEDERAL HOME LOAN BANK NOTE 4 5% 11/15/2012	290,000 0000	311,114.9000	309,307 3300
FEDERAL HOME LOAN MORTGAGE CORP NOTE 5% 7/15/2014	350,000 0000	384,562 5000	378,946 7500
FEDERAL NATIONAL MORTGAGE ASSOCIATION DTD 10/9/2009 1% 11/23/2011	100,000 0000	99,781 0000	99,561 1000
FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE 5 5% 03/15/2011	350,000 0000	369,908 0000	375,208 4000
ALLIED WASTE NORTH AMERICA SECURED DTD 4/20/2004 6.375% 4/15/2011	75,000.0000	78,295.5000	77,718 7500
ALLIED WASTE NORTH AMERICA SENIOR NOTE DTD 3/12/2007 6 875% 6/1/2017	250,000 0000	265,312 5000	247,000 0000
AMERICAN EXPRESS CO NOTE 4 875% 07/15/2013	100,000 0000	104,338 0000	103,388 0000
AMERICAN HOME PRODUCTS CORP NOTE DTD 3/30/2001 6 95% 3/15/2011	200,000 0000	213,652 0000	215,928.0000
ANHEUSER-BUSCH INBEV WOR Ser 144A DTD 1/12/2009 7 75% 1/15/2019	115,000 0000	134,640 8500	124,266 7000
AOL TIME WARNER INC NOTE 6 875% 05/01/2012	200,000 0000	218,948 0000	212,510 0000
BOEING CO DTD 3/13/2009 5% 3/15/2014	200,000 0000	215,310.0000	210,896 0000
CATERPILLAR FINANCIAL SERVICES CRP NOTES Ser MTN DTD 9/26/2008 6 2% 9/30/2013	200,000 0000	222,868 0000	212,644 0000
COMCAST CORP DTD 6/18/2009 5 7% 7/1/2019	200,000 0000	209,808 0000	199,526.0000
CONOCOPHILLIPS CORP DTD 2/3/2009 5 75% 2/1/2019	200,000 0000	218,910 0000	210,334 0000

* A period end market value is unavailable. Last provided value is displayed.

Investment Detail			
As of Date 12/31/2009			
Description	**Quantity**	**Market Value**	**Federal Tax Cost**
DEVON FINANCING CORP ULC DTD 10/3/2001 6 875% 9/30/2011	75,000 0000	81,474 0000	81,885 0000
DUKE ENERGY CORP DTD 1/26/2009 6 3% 2/1/2014	50,000 0000	54,981 0000	55,194 0000
GOLDMAN SACHS GROUP INC DTD 2/5/2009 7 5% 2/15/2019	100,000 0000	116,580 0000	117,483 0000
METLIFE INC NOTE DTD 6/23/2005 5% 6/15/2015	75,000 0000	78,883 5000	77,555 2500
MORGAN STANLEY DTD 5/13/2009 6% 5/13/2014	250,000 0000	268,800.0000	253,372 5000
PROCTER & GAMBLE CO DTD 2/6/2009 3 5% 2/15/2015	100,000 0000	102,301 0000	100,215.0000
WELLS FARGO FINANCIAL NOTE 5 5% 08/01/2012	200,000 0000	214,066 0000	209,528 0000
Total Bonds and Notes	**5,275,000.0000**	**5,625,733.8000**	**5,533,696.0000**
Mutual Funds			
BRANDYWINE FUND COMMON	150,025 5640	3,290,060 6200	1,707,516 1200
ISHARES TRUST RUSSELL 2000 GROWTH INDEX FD	7,930 0000	539,795 1000	500,349 0500
ISHARES TRUST RUSSELL 2000 VALUE INDEX FUND	8,900 0000	516,556 0000	500,801 3200
WILMINGTON MULTI-MANAGER REAL ASSET FUND INSTITUTIONAL	240,681 8550	3,078,320 9300	3,552,911 8100
Total Mutual Funds	**407,537.4190**	**7,424,732.6500**	**6,261,578.3000**
Other Assets			
FEDERAL STREET ASSOCIATES OFFSHORE FUND LTD CLASS A SHARES		3,290,066 0700	3,287,997 6500
WILMINGTON INTERNATIONAL EQUITY FUND SELECT LP (DISTRIBUTION CLASS)		5,262,017 9500	3,358,977.0000
Total Other Assets	**0.0000**	**8,552,084.0200**	**6,646,974.6500**
Temporary Cash Investments			
WILMINGTON US GOVT FUND W CLASS	2,110,027 1800	2,110,027 1800	2,110,027 1800

* A period end market value is unavailable. Last provided value is displayed.

Investment Detail
As of Date 12/31/2009

Description	Quantity	Market Value	Federal Tax Cost
Total Temporary Cash Investments	2,110,027.1800	2,110,027.1800	2,110,027.1800
Total Assets	7,907,780.9601	26,733,136.8500	22,877,661.2300

* A period end market value is unavailable. Last provided value is displayed.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
50000. U S TREASURY NOTES SER F					
DTD 11/15/2004 4.25% 11/15	08/05/2009	08/12/2009	53,642.38	53,652.55	-10.17
125000. US TREASURY BOND DTD					
5/15/2008 3.875% 5/15/2018	07/27/2009	08/28/2009	129,413.56	127,158.71	2,254.85
776. FORTUNE BRANDS INC COMMON	08/27/2009	09/04/2009	29,469.29	31,786.90	-2,317.61
1042. PEOPLES UNITED FINANCIAL	08/27/2009	09/04/2009	16,410.73	16,962.09	-551.36
434. SMUCKERS J M COMPANY					
COMMON NEW	08/27/2009	09/04/2009	22,131.41	22,447.57	-316.16
355. VULCAN MATERIALS CO COMMON	08/27/2009	09/04/2009	17,128.46	17,541.44	-412.98
267. BECTON DICKINSON & COMPANY					
COMMON	08/27/2009	09/17/2009	18,607.69	18,519.79	87.90
655. CHUBB CORPORATION COMMON	08/27/2009	09/17/2009	32,384.29	31,952.54	431.75
553. DEERE & CO COMMON	08/27/2009	09/17/2009	24,772.35	24,958.27	-185.92
745. EXXON MOBIL CORPORATION	08/27/2009	09/17/2009	52,064.82	52,874.51	-809.69
50. FRANKLIN RESOURCES COMMON	08/27/2009	09/17/2009	5,084.72	4,684.13	400.59
501. GENERAL DYNAMICS CORP					
COMMON	08/27/2009	09/17/2009	31,494.63	29,585.30	1,909.33
1654. GENTEX CORP COMMON	08/27/2009	09/17/2009	24,360.44	23,457.86	902.58
507. HERSHEY FOODS CORP COMMON	08/27/2009	09/17/2009	19,811.15	19,911.16	-100.01
247. HEWLETT-PACKARD CO COMMON	08/27/2009	09/17/2009	11,205.45	10,935.31	270.14
215. MONSANTO COMPANY COMMON	08/27/2009	09/17/2009	17,024.85	17,897.14	-872.29
415. NORTHERN TRUST CORP COMMON	08/27/2009	09/17/2009	24,732.00	24,907.06	-175.06
413. PROCTER & GAMBLE CO COMMON	08/27/2009	09/17/2009	22,916.51	22,001.54	914.97
464. QUALCOMM COMMON	08/27/2009	09/17/2009	21,048.88	21,997.96	-949.08
50000. FEDERAL HOME LOAN BANK					
BOND SER 1 DTD 5/2/2007 4.	06/19/2009	10/23/2009	54,462.95	52,673.15	1,789.80
357. FRANKLIN RESOURCES COMMON	08/27/2009	10/30/2009	37,316.78	33,444.65	3,872.13
594. BURLINGTON NORTHERN SANTA					
FE CORP COMMON	08/27/2009	12/17/2009	58,454.18	49,214.38	9,239.80
1043. NORTHEAST UTILITIES COMMON	08/27/2009	12/17/2009	26,935.06	25,441.38	1,493.68
870. VALERO ENERGY CORP NEW					
COMMON	08/27/2009	12/17/2009	14,545.91	16,410.38	-1,864.47
Totals			765,418.00	750,416.00	15,003.00

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AGT/TTS MARMOT FDN- MAIN ACCOUNT INCLD -001

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
117521.35 WILMINGTON US SMALL CAP					
EQUITY FUND SELECT LP (DIS		06/19/2009	117,289.41	37,870.41	79,419.00
830314.86 WILMINGTON US LARGE CAP					
EQUITY FUND SELECT LP (DIS		06/19/2009	826,636.42	657,213.42	169,423.00
13698.63 BRANDYWINE FUND COMMON	VAR	07/06/2009	260,000.00	172,436.71	87,563.29
13844.515 BRANDYWINE FUND COMMON	06/27/1986	07/09/2009	260,000.00	172,469.71	87,530.29
13506.494 BRANDYWINE FUND COMMON	06/27/1986	07/14/2009	260,000.00	168,258.78	91,741.22
13258.542 BRANDYWINE FUND COMMON	06/27/1986	07/15/2009	260,000.00	165,169.88	94,830.12
229271.81 GUIDANCE CAPITAL TE FUND		09/04/2009	229,271.81	419,340.00	-190,068.19
1259.8528 FEDERAL STREET					
ASSOCIATES OFFSHORE FUND L	01/01/1970	10/26/2009	1860000.00	1912002.35	-52,002.35
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			4073198.00	3704761.00	368,436.00
Totals			4073198.00	3704761.00	368,436.00

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9F0970 2.000

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

SOURCE	AMOUNT
INTEREST	64,743.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	64,743.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS (OTHER THAN K1)	119,761.	15,296.	104,465.
DIVIDENDS REPORTED ON PARTNERSHIP K-1S	210,912.	0.	210,912.
TOTAL TO FM 990-PF, PART I, LN 4	330,673.	15,296.	315,377.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME REPORTED ON PARTNERSHIP K-1S	<17,665.>	<17,665.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<17,665.>	<17,665.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEE	1,000.	1,000.		0.
TO FORM 990-PF, PG 1, LN 16B	1,000.	1,000.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	118,100.	118,100.		0.
PARTNERSHIP DEDUCTIONS	21,381.	21,381.		0.
TO FORM 990-PF, PG 1, LN 16C	139,481.	139,481.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	19,222.	19,222.		0.
EXCISE TAX -PRIOR YEAR 990PF	4,630.	0.		0.
TO FORM 990-PF, PG 1, LN 18	23,852.	19,222.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PHONE EXPENSE	912.	912.		0.
SECRETARIAL SERVICE	600.	600.		0.
TO FORM 990-PF, PG 1, LN 23	1,512.	1,512.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8

DESCRIPTION	AMOUNT
BEGINNING BALANCE ADJUSTMENT	62.
DIFFERENCE BETWEEN CASH RECEIVED AND K-1S	38,266.
TOTAL TO FORM 990-PF, PART III, LINE 3	38,328.

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

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT	85.
ACCRUED PURCHASED BOND INTEREST TO BE PAID IN 2010	774.
FOREIGN TAX RECLAIM ADJUSTMENT	196.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,055.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	2,325,385.	3,020,559.
INVESTMENTS - MUTUAL FUNDS	6,261,578.	7,424,733.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,586,963.	10,445,292.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - BONDS	5,533,696.	5,625,733.
TOTAL TO FORM 990-PF, PART II, LINE 10C	5,533,696.	5,625,733.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS P'SHIP FEDERAL STREET OFFSHORE	COST	3,287,998.	3,290,066.
INVESTMENTS P'SHIP WILMINGTON INTERNATIONAL	COST	3,358,977.	5,262,018.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,646,975.	8,552,084.

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
WILLIS H. DUPONT 100 W. 10TH ST., SUITE 1109 WILMINGTON, DE 19801	CHAIRMAN 2.00	0.	0.	0.
CHARLES F. GUMMEY, JR. 100 W. 10TH ST., SUITE 1109 WILMINGTON, DE 19801	SECRETARY 5.00	16,000.	0.	0.
LAMMOT J. DUPONT 100 W. 10TH ST., SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 2.00	0.	0.	0.
MIREN DEA. DUPONT 100 W. 10TH ST., SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 2.00	0.	0.	0.
MIREN DUPONT SANCHEZ 100 W. 10TH ST., SUITE 1109 WILMINGTON, DE 19801	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		16,000.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 14
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WILLIS H. DUPONT- FLORIDA ORGANIZATIONS

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

NO FORMAL APPLICATION REQUIRED.

ANY SUBMISSION DEADLINES

SUBMIT PROPOSALS PREFERABLY IN APRIL AND OCTOBER. DETERMINATIONS MADE IN MAY AND NOVEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GIVING PRIMARILY IN DELAWARE AND FLORIDA. NO SUPPORT FOR RELIGIOUS ORGANIZATIONS, INDIVIDUALS, SCHOLARSHIPS OR LOANS.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BAPTIST HEALTH SOUTH FLORIDA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
BARN AT SPRING BROOK FARM, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
BASCOM PALMER EYE INSTITUTE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
BRANDYWINE CONSERVATORY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
BRANDYWINE VALLEY ASSOCIATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
CENTER FOR THE CREATIVE ARTS	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
CHARLOTTE CATHOLIC HIGH SCHOOL FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
CHILDREN'S BEACH HOUSE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.

CHRISTIANA CARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
CLAYMONT COMMUNITY FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
COMMUNITY SCHOOL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	60,000.
CONNECTIONS COMMUNITY SUPPORT	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
D.R.I., INC. - VALLEY DAY CAMP	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	4,500.
DEAF SERVICE CENTER OF PALM BEACH COUNTY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
DELAWARE CENTER FOR THE/CONTEMPORARY ARTS	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	4,500.
DELAWARE CHILDREN'S MUSEUM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
DELAWARE GUIDANCE SERVICES FOR CHILDREN & YOUTH INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
EAST SIDE LEARNING CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.

ELEUTHERIN MILLS RESIDENCE COMMITTEE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
FAITHFUL FRIENDS	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	7,500.
FLORIDA OCEONAGRAPHIC SOCIETY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
FOUNDATION CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	3,000.
FRIENDS OF CAPE HENLOPEN STATE PARK	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
GIRL SCOUTS OF THE CHESAPEAKE BAY COUNCIL, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
GREATER DOVER FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
HAGLEY MUSEUM & LIBRARY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	50,000.
HANLEY CENTER FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
HOSPITAL FOR SPECIAL SURGERY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.

HPS- HELPING PEOPLE SUCCEED, INC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
JUNIOR ACHIEVEMENT OF DELAWARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	8,000.
LA RED HEALTH CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
MANCUS FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
MAYO FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
NAMI-DE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
NANTICOKE HEALTH SERVICES	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
NATIONAL CHILDREN'S MUSEUM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
NATIONAL COUNCIL ON AGRICULTURE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	7,500.
NATIVITY PREPARATORY SCHOOL OF/WILMINGTON	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.

NEW HOPE CHARITIES INC	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
NORTON MUSEUM OF ART	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
OPERATION WARM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
PAGET FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
PAWS FOR PEOPLE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
PRACTICE WITHOUT PRESSURE, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
PRESBYTERIAN HOSPITAL/COLUMBIA/UNIVERSITY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
PRESERVATION FOUNDATION OF PALM BEACH	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
READING ASSIST INSTITUTE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
REAL LIFE CHILDREN'S RANCH	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.

ROLLINS COLLEGE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	45,000.
RONALD MCDONALD HOUSE OF DELAWARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	7,500.
SAGEBRUSH EQUINE TRAINING CENTER/FOR THE HANDICAPPED	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
SERVIAM GIRLS ACADEMY	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
SOCIAL VENTURES PARTNERS-DELAWARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
SOCIETY OF MEMORIAL SLOAN KETTERING	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
SOUTH FLORIDA SCIENCE MUSEUM	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
ST. LUKE'S WOOD RIVER FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
ST. MICHAELS SCHOOL AND NURSERY, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
ST.JOHN THE BELOVED SCHOOL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.

SUNCOAST COMMUNITY HIGH SCHOOL/FOUNDATION	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
THE DELAWARE SYMPHONY ORCHESTRA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
THE LANGLEY SCHOOL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	40,000.
THE LATIN AMERICAN COMMUNITY CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	15,000.
THE LITTLE SISTERS OF THE POOR	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
THE MINISTRY OF CARING, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
THE SOCIETY OF MEMORIAL SLOAN KETTERING	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	25,000.
THE WELLNESS COMMUNITY - DELAWARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
TRI-STATE BIRD RESCUE AND RESEARCH, INC.	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
UNITED NEGRO COLLEGE FUND	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	7,000.

UNITED WAY OF DELAWARE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	50,000.
UNIVERSITY OF MIAMI/JACHSON MEMORIAL BURN CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
WILMINGTON FRIENDS SCHOOL	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
WILMINTON SENIOR CENTER	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	10,000.
WINTERTHUR MUSEUM & COUNTRY ESTATE	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	20,000.
WOOD RIVER COMMUNITY YMCA	NO REL'N. GENERAL AND/OR EDUCATIONAL PURPOSE	TAX EXEMPT CHARITY	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			999,500.