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
QUAKER CITY FOUNDATION
ATTN: COLLIN F. MCNEIL

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1701 HORSESHOE TRAIL

City or town, state, and ZIP code
CHESTER SPRINGS, PA 19425-1814

A Employer identification number
52-6854624

B Telephone number
610-827-7858

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) ▶$ 5,908,391.

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	16,594.	16,594.		STATEMENT 1
	4 Dividends and interest from securities	195,932.	195,932.		STATEMENT 2
	5a Gross rents	46.			STATEMENT 3
	b Net rental income or (loss) 46.				
	6a Net gain or (loss) from sale of assets not on line 10	<901,826.>			
	b Gross sales price for all assets on line 6a 4,000,687.				
	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	<24,328.>	309.		STATEMENT 4
	12 **Total** Add lines 1 through 11	<713,582.>	212,835.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	12,000.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	24,304.	0.		0.
	c Other professional fees				
	17 Interest	215.	215.		0.
	18 Taxes STMT 6	11,495.	1,626.		0.
	19 Depreciation and depletion	6,521.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings	6,140.	0.		0.
	22 Printing and publications				
	23 Other expenses STMT 7	12,565.	0.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	73,240.	1,841.		0.
	25 Contributions, gifts, grants paid	393,050.			393,050.
	26 **Total expenses and disbursements.** Add lines 24 and 25	466,290.	1,841.		393,050.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<1,179,872.>			
	b **Net investment income** (if negative, enter -0-)		210,994.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	59,999.	40,492.	40,492.
	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 8	5,618,984.	3,690,324.	3,762,510.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	1,157,313.	1,915,974.	2,071,719.
	14 Land, buildings, and equipment basis ▶ 33,770.			
	Less accumulated depreciation STMT 10▶ 6,435.	22,103.	27,335.	27,335.
	15 Other assets (describe ▶ STATEMENT 11)	1,881.	6,335.	6,335.
	16 **Total assets** (to be completed by all filers)	6,860,280.	5,680,460.	5,908,391.
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 ▶ STATEMENT 12)	0.	52.	
	23 **Total liabilities** (add lines 17 through 22)	0.	52.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,026,755.	1,026,755.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,833,525.	4,653,653.	
	30 **Total net assets or fund balances**	6,860,280.	5,680,408.	
	31 **Total liabilities and net assets/fund balances**	6,860,280.	5,680,460.	

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	6,860,280.
2	Enter amount from Part I, line 27a	2	<1,179,872.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,680,408.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,680,408.

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				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	4,000,687.		4,903,830.	<901,826.>

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				<901,826.>

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	<901,826.>
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	736,153.	6,802,269.	.108222
2007	170,128.	553,661.	.307278
2006	125,474.	354,053.	.354393
2005	146,171.	428,807.	.340878
2004	82,695.	475,987.	.173734

2 Total of line 1, column (d)	2	1.284505
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	.256901
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,219,436.
5 Multiply line 4 by line 3	5	1,340,878.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,110.
7 Add lines 5 and 6	7	1,342,988.
8 Enter qualifying distributions from Part XII, line 4	8	393,050.

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	4,220.
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	4,220.
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	4,220.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,015.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	4,500.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	6,515.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	86.
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	2,209.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 2,209. 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) ▶ PA			
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 ▶ SENIOR TAX AND BUSINESS SERVICES, L Telephone no ▶610-293-1500
Located at ▶125 STRAFFORD AVENUE, SUITE 112, WAYNE, PA ZIP+4 ▶19087

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)?	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.)*	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)*

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
COLLIN F. MCNEIL 1701 HORSESHOE TRAIL CHESTER SPRINGS, PA 194251814	TRUSTEE 10.00	12,000.	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

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

3 Five highest-paid independent contractors for professional services. 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	0.
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	5,175,537.
b	Average of monthly cash balances		1b	89,713.
c	Fair market value of all other assets		1c	33,670.
d	Total (add lines 1a, b, and c)		1d	5,298,920.
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	5,298,920.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	79,484.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,219,436.
6	Minimum investment return. Enter 5% of line 5		6	260,972.

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	260,972.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 4,220.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	4,220.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	256,752.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	256,752.
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	256,752.

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	393,050.
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	393,050.
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	393,050.

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				256,752.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 59,256.				
b From 2005 125,449.				
c From 2006 109,665.				
d From 2007 143,727.				
e From 2008 400,830.				
f Total of lines 3a through e	838,927.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 393,050.				
a Applied to 2008, but not more than line 2a			0.	
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				256,752.
e Remaining amount distributed out of corpus	136,298.			
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	975,225.			
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				0.
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	59,256.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	915,969.			
10 Analysis of line 9				
a Excess from 2005 125,449.				
b Excess from 2006 109,665.				
c Excess from 2007 143,727.				
d Excess from 2008 400,830.				
e Excess from 2009 136,298.				

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))

COLLIN F. MCNEIL

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

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 13				
Total			▶ 3a	393,050.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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	16,594.	
4 Dividends and interest from securities			14	195,932.	
5 Net rental income or (loss) from real estate					
a Debt-financed property	211110	46.			
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	211110	<24,637.>	15	309.	
8 Gain or (loss) from sales of assets other than inventory			18	<901,826.>	
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)		<24,591.>		<688,991.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <713,582.>

(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)

923621
02-02-10

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

Collin F. McNeil 11.15.2010 TRUSTEE
Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date 11/10/10	Check if self-employed ☐	Preparer's identifying number P00118248
Firm's name (or yours if self-employed), address, and ZIP code	SENIOR TAX AND BUSINESS SERVICES, LLC 125 STRAFFORD AVENUE, SUITE 112 WAYNE, PA 19087	EIN 20-4034440	Phone no 610-293-1500

Form **990-PF** (2009)

923622
02-02-10

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

SOURCE	AMOUNT
AMERIGAS PARTNERS, LP	27.
CITIGROUP SMITHBARNEY - 16J-13165-13	16,318.
ENBRIDGE ENERGY PARTNERS, LP	3.
ENTERPRISE PRODUCTS PARTNERS, LP	14.
FERRELL GAS PARTNERS, LP	1.
IRS INTEREST	17.
KINDER MORGAN ENERGY PARTNERS, LP	164.
NATURAL RESOURCE PARTNERS LP	3.
PLAINS ALL AMERICAN PIPELINE, LP	3.
SUBURBAN PROPANE PARTNERS, LP	39.
TEPPCO PARTNERS, LP	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,594.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP SMITHBARNEY - 16J-13165-13	195,644.	771.	194,873.
ENTERPRISE PRODUCTS PARTNERS, LP	1.	0.	1.
KINDER MORGAN ENERGY PARTNERS, LP	13.	0.	13.
PLAINS ALL AMERICAN PIPELINE, LP	12.	0.	12.
SUNOCO LOGISTICS PARTNERS, LP	1,033.	0.	1,033.
TOTAL TO FM 990-PF, PART I, LN 4	196,703.	771.	195,932.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FERRELL GAS PARTNERS, LP	1	46.
TOTAL TO FORM 990-PF, PART I, LINE 5A		46.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
SUNOCO LOGISTICS PARTNERS, LP	<7,451.>	0.	
TEPPCO PARTNERS LP	<3,388.>	0.	
ENBRIDGE ENERGY PARTNERS, LP	634.	0.	
AMERIGAS PARTNERS, LP	<4,490.>	0.	
NATURAL RESOURCE PARTNERS LP	309.	309.	
NATURAL RESOURCE PARTNERS LP	89.	0.	
ENTERPRISE PRODUCTS PARTNERS, LP	<2,059.>	0.	
FERRELL GAS PARTNERS, LP	<1,115.>	0.	
FERRELL GAS PARTNERS, LP	<254.>	0.	
KINDER MORGAN ENERGY PARTNERS, LP	<3,339.>	0.	
LINN ENERGY ENERGY	2,520.	0.	
PLAINS ALL AMERICAN PIPELINE, LP	<182.>	0.	
SUBURBAN PROPANE PARTNERS, LP	<5,602.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<24,328.>	309.	

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SENIOR TAX AND BUSINESS SERVICES, LLC	24,304.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	24,304.	0.		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 TAXES	1,626.	1,626.		0.
FORM 990-PF EXCISE TAX	9,869.	0.		0.
TO FORM 990-PF, PG 1, LN 18	11,495.	1,626.		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
PARTNERSHIP NON-DEDUCTIBLE EXPENSES	98.	0.		0.
OFFICE	7,723.	0.		0.
SECTION 59(E)(2) EXPENSES	528.	0.		0.
INTANGIBLE DRILLING	198.	0.		0.
SHIPPING	991.	0.		0.
RESEARCH	2,332.	0.		0.
INSURANCE	695.	0.		0.
TO FORM 990-PF, PG 1, LN 23	12,565.	0.		0.

FORM 990-PF | CORPORATE STOCK | STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK INVESTMENTS - SEE STMT.	3,205,618.	3,318,734.
PREFERRED STOCK INVESTMENTS - SEE STMT.	484,706.	443,776.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,690,324.	3,762,510.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS - SEE STMT.	COST	993,003.	1,188,402.
CLOSED END FUNDS - SEE STMT.	COST	922,971.	883,317.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,915,974.	2,071,719.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE COMPUTER	2,448.	816.	1,632.
OFFICE CABINETS	21,518.	4,611.	16,907.
COMPUTER	2,437.	244.	2,193.
CAMERA	825.	39.	786.
ELECTRONIC DATA CAPTURE EQUIPMENT	954.	48.	906.
COPIER	478.	8.	470.
OFFICE FIXTURES	1,217.	159.	1,058.
OFFICE FIXTURES	3,893.	510.	3,383.
TOTAL TO FM 990-PF, PART II, LN 14	33,770.	6,435.	27,335.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MISCELLANEOUS RECEIVABLES	1,881.	6,335.	6,335.
TO FORM 990-PF, PART II, LINE 15	1,881.	6,335.	6,335.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD LIABILITIES	0.	52.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	52.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ACADEMY OF MUSIC BROAD AND LOCUST STREETS PHILADELPHIA, PA 19102	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	5,000.
AMERICAN DRIVING SOCIETY FUND 1837 LUDDEN DRIVE, STE. B-120 CROSS PLAINS, WI 53528	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
BRANDYWINE CONSERVANCY BOX 141 CHADDS FORD, PA 19312	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	4,000.
BRANDYWINE VALLEY ASSOCIATION 760 UNIONVILLE-WAWASET ROAD WEST CHESTER, PA 19382	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	5,250.
CHESTER COUNTY HOSPITAL 701 E. MARSHALL STREET WEST CHESTER, PA 19380	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
CHESTNUT HILL ACADEMY 500 WEST WILLOW GROVE AVENUE PHILADELPHIA, PA 19118	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
CHILDREN'S HOSPITAL OF PHILADELPHIA 34TH ST. & CIVIC CENTER BLVD. PHILADELPHIA, PA 19104	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	3,500.
COMMUNITY PARTNERSHIP SCHOOL 1936 N. JUDSON STREET PHILADELPHIA, PA 19121	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.

DEVON HORSE SHOW AND COUNTRY FAIR BOX 865 DEVON, PA 19333	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	10,800.
FAIR HILL INTERNATIONAL, INC. 378 FAIR HILL DRIVE ELKTON, MD 21921	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
FRENCH & PICKERING CREEKS CONSERVATION TRUST, INC. 511 KIMBERTON ROAD PHOENIXVILLE, PA 19460	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
GERMANTOWN ACADEMY 340 MORRIS ROAD FORT WASHINGTON, PA 19034-0287	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	10,000.
HANDICRAFTERS, INC. 215 BARLEY SHEAF ROAD THORNDALE, PA 19372	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	5,000.
HISTORIC YELLOW SPRINGS BOX 62 CHESTER SPRINGS, PA 19425	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	5,000.
HISTORICAL SOCIETY OF PENNSYLVANIA 1300 LOCUST STREET PHILADELPHIA, PA 19107	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	92,640.
LUDWIG CORNER HORSE SHOW ASSOCIATION BOX 754 UWCHLAND, PA 19480	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
MAIN LINE ANIMAL RESCUE PO BOX 89 CHESTER SPRINGS, PA 19425	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
MFHA FOUNDATION PO BOX 363 MILLWOOD, VA 22646	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,150.

MONTGOMERY SCHOOL 1141 KIMBERTON ROAD CHESTER SPRINGS, PA 19425	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	73,796.
NATIONAL MUSEUM OF RACING 191 UNION AVENUE SARATOGA SPRINGS, NY 12866	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
NATIONAL STEEPLECHASE ASSOCIATION 400 FAIR HILL DRIVE ELKTON, MD 21921	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
NATURAL LANDS TRUST, HILDACY FARM PRESERVE 1031 PALMERS MILL ROAD MEDIA, PA 19063	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
PA NATIONAL HORSE SHOW FOUNDATION 720 LIMEKILN ROAD NEW CUMBERLAND, PA 17070	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	2,500.
PASS-THROUGH FROM ENBRIDGE ENERGY PARTNERS LP 1100 LOUISIANA, SUITE 3300 HOUSTON, TX 77002	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1.
PASS-THROUGH FROM FERRELL GAS PARTNERS, LP ONE LIBERTY PLAZA LIBERTY, MO 64068	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1.
PASS-THROUGH FROM NATURAL RESOURCE PARTNERS LP 601 JEFFERSON STREET, STUITE 3600 HOUSTON, TX 77002	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	2.
PHILADELPHIA CHARITY BALL PO BOX 8323 RADNOR, PA 19087	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	4,700.
PHILADELPHIA SOCIETY FOR THE PRESERVATION OF LANDMARKS 321 SOUTH 4TH STREET PHILADELPHIA, PA 19106	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.

PICKERING HUNT FOUNDATION PO BOX 101 CHESTER SPRINGS, PA 19425	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	16,253.
PURE THOUGHTS HORSE & FOAL RESCUE 19181 CAPET CREEK CT. LOXAHATCHEE, FL 33470	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	3,100.
RADNOR HISTORICAL SOCIETY 113 WEST BEECH TREE LANE WAYNE, PA 19087	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
RADNOR HUNT FOUNDATION 826 PROVIDENCE ROAD MALVERN, PA 19355	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	14,450.
RADNOR HUNT FOUNDATION 826 PROVIDENCE ROAD MALVERN, PA 19355	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	54,074.
ST. ANDREW'S EPISCOPAL CHURCH 7 SAINT ANDREW'S LANE GLENMOORE, PA 19343	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	12,000.
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	2,000.
THE ACADEMY OF NATURAL SCIENCES 1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 191031101	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
THE ANDALUSIA FOUNDATION PO BOX 947 MILLEDGEVILLE, GA 31059	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
THE EPISCOPAL ACADEMY 1785 BISHOP WHITE DRIVE NEWTOWN SQUARE, PA 19073	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	20,000.

THE LIBRARY COMPANY OF PHILADELPHIA 1314 LOCUST STREET PHILADELPHIA, PA 19107	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	500.
THE LITTLE KESWICK FOUNDATION PO BOX 722 KESWICK, VA 22947	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	10,000.
THE PENJERDEL REGIONAL FOUNDATION ONE PENN SQUARE WEST, SUITE 700 PHILADELPHIA, PA 19102	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	6,500.
THE SPRINGSIDE SCHOOL 8000 CHEROKEE STREET PHILADELPHIA, PA 19118	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
UNION LEAGUE FOUNDATION 140 SOUTH BROAD STREET PHILADELPHIA, PA 19102	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	5,000.
UNITED STATES EQUESTRIAN TEAM FOUNDATION, INC. 1040 POTTERSVILLE ROAD GLADSTONE, NJ 079349955	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	2,500.
USHJA 3870 CIGAR LANE LEXINGTON, KY 40511	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
WILLISTOWN CONSERVATION TRUST 925 PROVIDENCE ROAD NEWTOWN SQUARE, PA 19073	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	1,000.
ZETA PSI TAU FOUNDATION - 5 RADNOR CORPORATE CENTER, 100 MATSONFORD RD. SUITE 450 RADNOR, PA 19087	OPERATIONS FOR EXEMPT PURPOSE	NON-PROFIT	8,333.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			393,050.

Attachment to Form 990-PF
Part II, Balance Sheets
Quaker City Foundation
Common Stock Investments
December 31, 2009

	Number of Shares/Units	Ending Cost Basis	Ending Market Value
Apple Inc.	600	80,073	126,439
Boeing Co	2,000	110,938	108,260
BP PLC Spons ADR	1,870	100,069	108,404
Dow Chemical	4,700	100,605	129,861
Enerplus Resources Fd - New	5,600	140,526	128,576
Glaxosmithkline Plc Sp ADR	3,300	140,720	139,425
Headwaters Inc	1,000	5,049	6,520
Hershey Company	2,600	100,841	93,054
H J Heinz Co	2,625	99,671	112,245
Intel Corp	5,100	100,911	104,040
Johnson & Johnson	26,200	1,737,318	1,687,542
Kraft Foods	3,500	99,039	95,130
Merck & Co.	3,300	101,553	120,582
Microsoft Corp	3,800	89,967	115,824
Ocean Pwr Technologies Inc	500	4,880	4,505
Penn West Energy Tr	7,800	99,872	137,280
Verizon Communications	3,050	93,586	101,047
Totals - Stock Investments		3,205,618	3,318,734

Attachment to Form 990-PF
Part II, Balance Sheets
Quaker City Foundation
Preferred Stock Investments
December 31, 2009

	Number of Shares/Units	Ending Cost Basis	Ending Market Value
American Electric Power Co. 8.75%	3,700	96,752	103,933
Freddie Mac 8.375%	1,275	34,866	1,364
Fannie Mae Fixed/Float 8.25%	1,300	35,047	1,430
FPL Group Capital Inc 8.75%	3,430	95,368	98,750
Georgia Power Company 8.20%	3,450	98,279	105,363
Susquehanna Capital 9.35%	5,800	124,394	132,936
Totals - Stock Investments		484,706	443,776

Attachment to Form 990-PF
Part II, Balance Sheets
Quaker City Foundation
Closed End Funds
December 31, 2009

	Number of Shares/Units	Ending Cost Basis	Ending Market Value
Alpine Total Dynamic Dividend Fund	18,945 4156	221,533	168,993
Cornerstone Strategic Value Fd.	63.1332	1,067	733
Eaton Vance Tax-Managed Buy-Write Opptnys Fund	8,560.0000	107,103	128,828
Eaton Vance Tax-Managed Global Buy-Write Opp Fd	9,100.0000	113,603	126,399
Eaton Vance Tax-Managed Diversified Equity Income	7,764 7901	100,645	101,952
Gabelli Global Gold Nat Res & Inc Tr	6,304 4477	115,265	102,952
Ishares Silver Trust	2,100 0000	39,979	34,732
John Hancock Investors Trust	8,200 0000	144,268	149,814
Market Vectors Gold Miners ETF	725 0000	39,978	33,502
SPDR Gold Tr	330.0000	39,530	35,412
Totals - Closed End Funds		922,971	883,317

Attachment to Form 990-PF
Part II, Balance Sheets
Quaker City Foundation
Limited Partnerships
December 31, 2009

	Number of Shares/Units	Ending Cost Basis	Ending Market Value
Amerigas Partners LP	1,600.000	55,815	62,928
Enbridge Energy Partners, LP	3,950.000	187,718	212,076
Enterprise Prods Partners LP	3,782.000	93,675	118,793
Ferrell Gas Partners LP	2,600.000	53,689	54,938
Kinder Morgan Energy Partners LP	1,500.000	91,038	91,470
Linn Energy, LLC	4,700.000	96,973	131,036
Plains All American Pipeline LP	3,630.000	168,659	191,845
Suburban Propane Partners LP	3,500.000	137,070	164,780
Sunoco Logistics Partners LP	2,400.000	108,366	160,536
Total Limited Partnerships		993,003	1,188,402

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	2500 SHS. ADVANTAGE ENERGY INCOME	P	09/03/08	03/25/09
b	10045.6565 SHS. ALPINE GLOBAL DYNAMIC	P	VARIOUS	VARIOUS
c	6200 SHS. BANK OF AMERICA CORP	P	03/16/09	10/19/09
d	10600 SHS. COHEN & STEERS PREMIUM INCOME REALTY F	P	09/04/09	11/18/09
e	8700 SHS. GABELLI EQUITY TRUST	P	01/30/08	01/29/09
f	4000 SHS. GENERAL ELECTRIC	P	03/16/09	12/22/09
g	4000 SHS. GENERAL MOTORS	P	VARIOUS	02/17/09
h	15000 HARVEST ENERGY	P	08/10/09	09/24/09
i	34870.3993 SHS. ING CLARION GLOBAL REAL ESTATE IN	P	VARIOUS	VARIOUS
j	14000 LIBERTY ALL-STAR GROWTH	P	01/30/08	01/22/09
k	10500 SHS. LIBERTY ALL-STAR EQUITY	P	01/30/08	01/29/09
l	5060.7836 SHS. NUVEEN EQUITY PREM ADVANTAGE	P	VARIOUS	VARIOUS
m	850 PNC FINANCIAL SERVICES GROUP	P	03/03/09	03/25/09
n	1000 SHS. RUBICON TECHNOLOGY INC	P	04/03/08	03/25/09
o	700 SHS. TENNESSEE VALLEY AUTH	P	02/18/09	04/23/09

	(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	5,520.		27,833.	<22,313.>
b	100,910.		90,281.	10,629.
c	106,229.		40,351.	65,878.
d	53,367.		48,963.	4,404.
e	30,742.		68,050.	<37,308.>
f	61,717.		40,150.	21,567.
g	8,331.		19,109.	<10,778.>
h	89,365.		89,430.	<65.>
i	208,282.		222,981.	<14,699.>
j	34,393.		68,888.	<34,495.>
k	32,909.		64,621.	<31,712.>
l	52,278.		82,773.	<30,495.>
m	25,587.		21,762.	3,825.
n	4,942.		29,186.	<24,244.>
o	17,306.		18,938.	<1,632.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<22,313.>
b				10,629.
c				65,878.
d				4,404.
e				<37,308.>
f				21,567.
g				<10,778.>
h				<65.>
i				<14,699.>
j				<34,495.>
k				<31,712.>
l				<30,495.>
m				3,825.
n				<24,244.>
o				<1,632.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

923591
04-24-09

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	11771.0703 SHS. ZWEIG TOTAL RETURN	P	VARIOUS	03/16/09
b	2000 SHS AT&T	P	01/30/08	06/01/09
c	4950 SHS. BANK OF AMERICA	P	VARIOUS	10/19/09
d	1320 SHS. BANK OF AMERICA CORP 7.25%	P	01/30/08	02/17/09
e	17200 SHS. BLUE CHIP VALUE FUND	P	VARIOUS	05/11/09
f	3900 SHS. BRANDYWINE REALTY TR	P	01/30/08	03/03/09
g	1300 SHS. COCA-COLA CO	P	01/30/08	04/23/09
h	4000 SHS. COHEN & STEERS PREMIUM INCOME REALTY FU	P	VARIOUS	11/18/09
i	4450 SHS. ENHANCED S&P COVERED CALL FUND	P	01/30/08	03/03/09
j	2100 SHS. GENERAL ELECTRIC CO	P	01/30/08	12/22/09
k	40200 SHS. JOHNSON & JOHNSON	D	12/31/07	VARIOUS
l	1350 SHS. MBNA CORP 8.125%	P	01/30/08	02/17/09
m	1350 SHS. MBNA CORP 8.10%	P	01/30/08	02/17/09
n	300 SHS. PEPSICO	P	11/21/07	12/02/09
o	1130 SHS. PROCTER & GAMBLE	P	01/30/08	07/20/09

	(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	34,928.		50,894.	<15,966.>
b	48,654.		76,816.	<28,162.>
c	84,812.		155,575.	<70,763.>
d	10,344.		34,795.	<24,451.>
e	40,955.		81,804.	<40,849.>
f	15,772.		73,810.	<58,038.>
g	54,985.		76,349.	<21,364.>
h	20,138.		65,598.	<45,460.>
i	23,989.		66,546.	<42,557.>
j	32,402.		74,789.	<42,387.>
k	2,399,898.		2,681,340.	<281,442.>
l	13,468.		35,017.	<21,549.>
m	13,163.		35,273.	<22,110.>
n	18,794.		23,094.	<4,300.>
o	62,175.		74,747.	<12,572.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				<15,966.>
b				<28,162.>
c				<70,763.>
d				<24,451.>
e				<40,849.>
f				<58,038.>
g				<21,364.>
h				<45,460.>
i				<42,557.>
j				<42,387.>
k				<281,442.>
l				<21,549.>
m				<22,110.>
n				<4,300.>
o				<12,572.>

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

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04-24-09

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	1400 SHS. ROYAL BANK SCOTLAND	P	01/30/08	03/03/09
b	3500 SHS. WESTERN ASSET PREMIER BOND FUND	P	01/31/08	07/20/09
c	15431.5354 SHS. ZWEIG TOTAL RETURN FUND	P	VARIOUS	03/16/09
d	1390 UNITS KINDER MORGAN ENERGY PARTNERS, LP	P	VARIOUS	06/09/09
e	2850 UNITS NATURAL RESOURCE PARTNERS, LP	P	VARIOUS	05/11/09
f	1800 UNITS TEPPCO PARTNERS, LP	P	05/11/09	06/01/09
g	520 UNITS TEPPCO PARTNERS, LP	P	09/18/06	06/01/09
h	ENBRIDGE ENERGY PARTNERS, LP - NET SECTION 1231 G			
i	ENTERPRISE PRODUCTS PARTNERS, LP - NET SECTION 12			
j	FERRELL GAS PARTNERS, LP - NET STCL			
k	KINDER MORGAN ENERGY PARTNERS, LP - NET SECTION 1			
l	LINN ENERGY, LLC - NET SECTION 1231 LOSS			
m	NATURAL RESOURCE PARTNERS, LP - NET SECTION 1231			
n	SUBURBAN PROPANE PARTNERS, LP - NET LTCL			
o	SUNOCO LOGISTICS PARTNERS, LP - NET SECTION 1231			

	(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	3,897.		34,689.	<30,792.>
b	39,507.		50,497.	<10,990.>
c	45,790.		69,436.	<23,646.>
d	70,024.		63,233.	6,791.
e	65,288.		80,945.	<15,657.>
f	53,577.		53,008.	569.
g	15,478.		12,259.	3,219.
h				749.
i				<40.>
j				<1.>
k				<5.>
l				<33.>
m				1,265.
n				<184.>
o				<10.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<30,792.>
b				<10,990.>
c				<23,646.>
d				6,791.
e				<15,657.>
f				569.
g				3,219.
h				749.
i				<40.>
j				<1.>
k				<5.>
l				<33.>
m				1,265.
n				<184.>
o				<10.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 } 3

923591
04-24-09

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	TEPPCO PARTNERS, LP - NET SECTION 1231 LOSS			
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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				<424.>
b	771.			771.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				<424.>
b				771.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	<901,826.>
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

923591
04-24-09

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE COMPUTER	04/28/08	SL	5.00	HY	16	2,448.				2,448.	326.		490.	816.
2	OFFICE CABINETS	07/01/08	SL	7.00	HY	16	21,518.				21,518.	1,537.		3,074.	4,611.
3	COMPUTER	06/16/09	SL	5.00	HY	16	2,437.				2,437.			244.	244.
4	CAMERA	09/11/09	SL	7.00	HY	16	825.				825.			39.	39.
5	ELECTRONIC DATA CAPTURE EQUIPMENT	10/08/09	SL	5.00	HY	16	954.				954.			48.	48.
6	COPIER	12/10/09	SL	5.00	HY	16	478.				478.			8.	8.
7	OFFICE FIXTURES	01/27/09	SL	7.00	HY	16	1,217.				1,217.			159.	159.
8	OFFICE FIXTURES	01/16/09	SL	7.00	HY	16	3,893.				3,893.			510.	510.
	* TOTAL 990-PF PG 1 DEPR						33,770.				33,770.	1,863.		4,572.	6,435.

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print		
	Name of Exempt Organization QUAKER CITY FOUNDATION ATTN: COLLIN F. MCNEIL	**Employer identification number** 52-6854624
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 1701 HORSESHOE TRAIL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHESTER SPRINGS, PA 19425-1814	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ SENIOR TAX AND BUSINESS SERVICES, LLC 125 STRAFFORD AVENUE, SUITE 112 - WAYNE, PA 19087

Telephone No. ▶ 610-293-1500 FAX No ▶ 610-293-1504

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning __________ , and ending __________ .

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 6,515.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 2,015.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 4,500.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization QUAKER CITY FOUNDATION ATTN: COLLIN F. MCNEIL	**Employer identification number** 52-6854624
	Number, street, and room or suite no. If a P O. box, see instructions. 1701 HORSESHOE TRAIL	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHESTER SPRINGS, PA 19425-1814	

Check type of return to be filed (File a separate application for each return):

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ SENIOR TAX AND BUSINESS SERVICES, LLC 125 STRAFFORD AVENUE, SUITE 112 - WAYNE, PA 19087

Telephone No. ▶ 610-293-1500 FAX No. ▶ 610-293-1504

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009 , or other tax year beginning ______ , and ending ______ .

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 4,220.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 6,515.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ TRUSTEE Date ▶