IRS refund 767

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that applies: ☐ 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: THE ROLLER-BOTTIMORE FOUNDATION

Number and street (or P O. box number if mail is not delivered to street address) / Room/suite: P.O. BOX 40200, FL9-100-10-19

City or town, state, and ZIP code: JACKSONVILLE, FL 32203-0200

A Employer identification number: 54-1201084

B Telephone number (see page 10 of the instructions): (804) 788-2098

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: ☒ 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) ▶ $ 7,039,821.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	99,861.	99,538.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-147,921.			
	b Gross sales price for all assets on line 6a 1,567,579.				
	7 Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11 Other income (attach schedule)	19,414.			STMT 4
	12 **Total.** Add lines 1 through 11	-28,646.	99,538.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,250.			2,250.
	14 Other employee salaries and wages	21,222.			21,222.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	1,366.	NONE	NONE	1,366.
	c Other professional fees (attach schedule) STMT 6	58,746.	58,746.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	2,669.	2,669.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 8	31.	25.		6.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	86,284.	61,440.	NONE	24,844.
	25 Contributions, gifts, grants paid	365,250.			365,250.
	26 Total expenses and disbursements Add lines 24 and 25	451,534.	61,440.	NONE	390,094.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	-480,180.			
	b **Net investment income** (if negative, enter -0-)		38,098.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	NONE	NONE	
	2 Savings and temporary cash investments	573,960.	46,765.	46,765.
	3 Accounts receivable ▶			
	Less. allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less. allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less· allowance for doubtful accounts ▶	NONE	NONE	NONE
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
	b Investments - corporate stock (attach schedule) STMT 9	5,162,131.	5,571,654.	5,489,738.
	c Investments - corporate bonds (attach schedule) STMT 10	514,174.	150,329.	157,145.
	11 Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
	12 Investments - mortgage loans	NONE	NONE	
	13 Investments - other (attach schedule) STMT 11	1,500,000.	1,500,000.	1,346,173.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ STMT 12)	NONE	NONE	NONE
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,750,265.	7,268,748.	7,039,821.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27 Capital stock, trust principal, or current funds	7,750,265.	7,268,748.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30 Total net assets or fund balances (see page 17 of the instructions)	7,750,265.	7,268,748.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,750,265.	7,268,748.	

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	7,750,265.
2	Enter amount from Part I, line 27a	2	-480,180.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	696.
4	Add lines 1, 2, and 3	4	7,270,781.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	2,033.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,268,748.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-147,921.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	382,422.	7,758,825.	0.04928864873
2007	448,436.	9,367,686.	0.04787052000
2006	442,959.	8,745,154.	0.05065193820
2005	382,742.	8,125,629.	0.04710306119
2004	345,382.	7,869,370.	0.04388940919

2 **Total** of line 1, column (d)	2	0.23880357731
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04776071546
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	6,296,431.
5 Multiply line 4 by line 3	5	300,722.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	381.
7 Add lines 5 and 6	7	301,103.
8 Enter qualifying distributions from Part XII, line 4	8	390,094.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	381.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	381.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	381.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,532.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1,532.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,151.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 384. **Refunded** ▶	11	767.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 15			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no. ▶ (804)788-2098
Located at ▶ 1111 E MAIN STREET, RICHMOND, VA ZIP + 4 ▶ 23219-3500

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	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 page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
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)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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? ☐ 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** No: 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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		2,250.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 18		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 19		NONE

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,981,984.
b	Average of monthly cash balances	1b	410,332.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,392,316.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e |		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,392,316.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	95,885.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,296,431.
6	**Minimum investment return.** Enter 5% of line 5	6	314,822.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	314,822.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	381.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	381.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	314,441.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	314,441.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	314,441.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	390,094.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	390,094.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	381.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	389,713.

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.

54-1201084

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				314,441.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			360,083.	
b Total for prior years 20 07 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004 ... NONE				
b From 2005 ... NONE				
c From 2006 ... NONE				
d From 2007 ... NONE				
e From 2008 ... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 390,094.				
a Applied to 2008, but not more than line 2a			360,083.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				30,011.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				284,430.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2005 ... NONE				
b Excess from 2006 ... NONE				
c Excess from 2007 ... NONE				
d Excess from 2008 ... NONE				
e Excess from 2009 ... NONE				

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 20

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 24				
Total . . . . ▶ **3a**				365,250.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	99,861.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-147,921.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b			1	19,414.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-28,646.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -28,646.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: Neil J King — Date: 10-20-2010 — Title: Treasurer

Paid Preparer's Use Only

Preparer's signature: By Marlene Wheatley	Date: 10/19/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions): P00116251
Firm's name (or yours if self-employed), address, and ZIP code: BANK OF AMERICA, N.A. P.O. BOX 40200, FL9-100-10-19 JACKSONVILLE, FL 32203-0200		EIN ▶ 94-1687665	Phone no. 804-788-2098

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					50,046.	
		120. AGCO CORP PROPERTY TYPE: SECURITIES					08/26/2008	03/11/2009
1,996.00		7,231.00					-5,235.00	
		70. AGCO CORP PROPERTY TYPE: SECURITIES					08/26/2008	03/24/2009
1,404.00		4,218.00					-2,814.00	
		120. AGCO CORP PROPERTY TYPE: SECURITIES					09/18/2008	03/24/2009
2,407.00		5,759.00					-3,352.00	
		130. AGCO CORP PROPERTY TYPE: SECURITIES					12/16/2008	03/24/2009
2,607.00		2,869.00					-262.00	
		80. ABBOTT LABS PROPERTY TYPE: SECURITIES					03/22/2007	03/06/2009
3,715.00		4,368.00					-653.00	
		40. ADOBE SYS INC PROPERTY TYPE: SECURITIES					01/16/2008	10/19/2009
1,424.00		1,521.00					-97.00	
		260. ADOBE SYS INC PROPERTY TYPE: SECURITIES					02/07/2008	10/19/2009
9,258.00		8,461.00					797.00	
		25. ADOBE SYS INC PROPERTY TYPE: SECURITIES					08/11/2009	10/19/2009
890.00		801.00					89.00	
		65. ADOBE SYS INC PROPERTY TYPE: SECURITIES					05/08/2009	10/19/2009
2,314.00		1,670.00					644.00	
		10. AMAZON COM INC PROPERTY TYPE: SECURITIES					09/21/2007	05/01/2009
787.00		900.00					-113.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. AMAZON COM INC PROPERTY TYPE: SECURITIES					08/01/2007	05/01/2009
3,937.00		3,845.00					92.00	
		60. AMAZON COM INC PROPERTY TYPE: SECURITIES					08/01/2007	08/11/2009
4,960.00		4,614.00					346.00	
		60. AMAZON COM INC PROPERTY TYPE: SECURITIES					08/14/2007	08/11/2009
4,960.00		4,432.00					528.00	
		140. AMGEN INC PROPERTY TYPE: SECURITIES					09/26/2008	05/19/2009
6,930.00		8,532.00					-1,602.00	
		70. APACHE CORP PROPERTY TYPE: SECURITIES					09/14/2009	10/13/2009
6,819.00		6,375.00					444.00	
		10. APACHE CORP PROPERTY TYPE: SECURITIES					01/27/2009	10/13/2009
974.00		769.00					205.00	
		100. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					02/07/2008	06/19/2009
2,075.00		3,854.00					-1,779.00	
		120. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					09/15/2006	06/19/2009
2,491.00		4,337.00					-1,846.00	
		65. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					09/15/2006	09/03/2009
1,451.00		2,349.00					-898.00	
		160. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES					12/16/2008	09/03/2009
3,572.00		2,959.00					613.00	
		210. AVON PRODS INC PROPERTY TYPE: SECURITIES					05/02/2008	09/14/2009
6,696.00		8,220.00					-1,524.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. AVON PRODS INC PROPERTY TYPE: SECURITIES					01/31/2008	09/14/2009
3,188.00		3,502.00					-314.00	
		190. BEST BUY INC PROPERTY TYPE: SECURITIES					05/15/2008	01/27/2009
5,412.00		8,554.00					-3,142.00	
		50. BEST BUY INC PROPERTY TYPE: SECURITIES					05/02/2008	01/27/2009
1,424.00		2,227.00					-803.00	
		140. BEST BUY INC PROPERTY TYPE: SECURITIES					05/02/2008	04/02/2009
5,690.00		6,237.00					-547.00	
		60. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					08/26/2008	03/11/2009
3,277.00		6,142.00					-2,865.00	
		90. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					08/26/2008	04/08/2009
5,651.00		9,213.00					-3,562.00	
		70. BURLINGTON NORTHERN SANTA FE CORP PROPERTY TYPE: SECURITIES					09/26/2008	04/08/2009
4,395.00		6,825.00					-2,430.00	
		260. CIGNA CORP PROPERTY TYPE: SECURITIES					03/11/2009	09/02/2009
7,715.00		3,949.00					3,766.00	
		430. CIGNA CORP PROPERTY TYPE: SECURITIES					03/11/2009	10/27/2009
12,086.00		6,530.00					5,556.00	
		260. CVS CAREMARK CORP COM PROPERTY TYPE: SECURITIES					10/10/2008	01/21/2009
6,776.00		7,467.00					-691.00	
		100000. CHASE MANHATTAN CORPORATION SUB PROPERTY TYPE: SECURITIES					09/09/1997	06/15/2009
100,000.00		100,735.00					-735.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		240. CISCO SYS INC PROPERTY TYPE: SECURITIES					06/15/2006	04/08/2009
4,113.00		4,790.00					-677.00	
		255. CISCO SYS INC PROPERTY TYPE: SECURITIES					04/16/2002	04/08/2009
4,370.00		3,924.00					446.00	
		35. CISCO SYS INC PROPERTY TYPE: SECURITIES					09/20/2001	04/08/2009
600.00		458.00					142.00	
		540. CISCO SYS INC PROPERTY TYPE: SECURITIES					09/20/2001	04/17/2009
9,664.00		7,069.00					2,595.00	
		70. COCA COLA CO PROPERTY TYPE: SECURITIES					09/27/2005	01/21/2009
2,977.00		2,983.00					-6.00	
		95. COCA COLA CO PROPERTY TYPE: SECURITIES					09/27/2005	01/27/2009
4,118.00		4,048.00					70.00	
		25. COCA COLA CO PROPERTY TYPE: SECURITIES					10/27/2005	01/27/2009
1,084.00		1,060.00					24.00	
		120. COCA COLA CO PROPERTY TYPE: SECURITIES					10/27/2005	05/01/2009
5,086.00		5,086.00						
		3276.649 COLUMBIA ACORN FUND CLASS Z SHA PROPERTY TYPE: SECURITIES					04/26/2007	10/20/2009
79,000.00		106,557.00					-27,557.00	
		4612.801 COLUMBIA ACORN INTERNATIONAL FU PROPERTY TYPE: SECURITIES					04/26/2007	05/13/2009
116,750.00		204,624.00					-87,874.00	
		5778.648 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES					02/13/2004	10/20/2009
59,000.00		69,979.00					-10,979.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		778.485 COLUMBIA VALUE AND RESTRUCTURING PROPERTY TYPE: SECURITIES					05/21/2008	10/20/2009
33,000.00		46,211.00					-13,211.00	
		45. COMCAST CORP NEW CL A PROPERTY TYPE: SECURITIES					10/03/2008	08/11/2009
665.00		858.00					-193.00	
		210. COMCAST CORP NEW CL A PROPERTY TYPE: SECURITIES					10/03/2008	12/18/2009
3,608.00		4,005.00					-397.00	
		135. CORNING INC PROPERTY TYPE: SECURITIES					08/11/2009	10/02/2009
1,991.00		2,154.00					-163.00	
		280. CORNING INC PROPERTY TYPE: SECURITIES					04/17/2009	10/02/2009
4,129.00		4,234.00					-105.00	
		85. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	10/02/2009
1,253.00		1,268.00					-15.00	
		430. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	10/19/2009
6,650.00		6,414.00					236.00	
		35. CORNING INC PROPERTY TYPE: SECURITIES					04/08/2009	11/18/2009
587.00		522.00					65.00	
		450. CORNING INC PROPERTY TYPE: SECURITIES					02/26/2009	11/18/2009
7,550.00		4,855.00					2,695.00	
		220. CORNING INC PROPERTY TYPE: SECURITIES					03/04/2009	11/18/2009
3,691.00		2,351.00					1,340.00	
		140. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES					08/12/2008	10/27/2009
2,542.00		3,481.00					-939.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		130. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES					01/27/2009	10/27/2009
2,360.00		2,561.00					-201.00	
		40. DEAN FOODS CO NEW COM PROPERTY TYPE: SECURITIES					05/19/2009	10/27/2009
726.00		768.00					-42.00	
		120. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					07/02/2008	03/04/2009
5,124.00		14,955.00					-9,831.00	
		20. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/25/2008	03/04/2009
854.00		1,457.00					-603.00	
		30. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/25/2008	03/06/2009
1,187.00		2,185.00					-998.00	
		50. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					11/19/2008	03/06/2009
1,979.00		3,493.00					-1,514.00	
		40. WALT DISNEY (HOLDING COMPANY) PROPERTY TYPE: SECURITIES					08/14/2007	03/24/2009
732.00		1,298.00					-566.00	
		150. WALT DISNEY (HOLDING COMPANY) PROPERTY TYPE: SECURITIES					04/01/2008	03/24/2009
2,746.00		4,786.00					-2,040.00	
		10. WALT DISNEY (HOLDING COMPANY) PROPERTY TYPE: SECURITIES					08/30/2006	03/24/2009
183.00		291.00					-108.00	
		50. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					05/15/2008	05/01/2009
4,004.00		4,586.00					-582.00	
		20. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					02/15/2007	05/01/2009
1,601.00		1,793.00					-192.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		30. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					02/15/2007	05/19/2009
2,477.00		2,689.00					-212.00	
		40. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					02/15/2007	10/02/2009
2,945.00		3,585.00					-640.00	
		60. DUN & BRADSTREET CORP DEL NEW COM PROPERTY TYPE: SECURITIES					01/19/2007	10/02/2009
4,418.00		5,054.00					-636.00	
		110. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					05/19/2009	11/24/2009
9,665.00		8,007.00					1,658.00	
		60. EOG RESOURCES INC PROPERTY TYPE: SECURITIES					03/20/2009	11/24/2009
5,272.00		3,835.00					1,437.00	
		40. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					11/29/2006	05/19/2009
2,983.00		3,579.00					-596.00	
		40. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					11/29/2006	06/02/2009
3,020.00		3,579.00					-559.00	
		10. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					11/10/2006	06/02/2009
755.00		852.00					-97.00	
		70. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					11/10/2006	06/19/2009
5,452.00		5,967.00					-515.00	
		55. ENTERGY CORP NEW COM PROPERTY TYPE: SECURITIES					11/10/2006	06/26/2009
4,242.00		4,689.00					-447.00	
		15. EXELON CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	08/11/2009
752.00		1,200.00					-448.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		55. EXELON CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	09/14/2009
2,699.00		4,399.00					-1,700.00	
		15. EXELON CORP COM PROPERTY TYPE: SECURITIES					10/21/2004	09/14/2009
736.00		573.00					163.00	
		15. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					08/03/2007	08/11/2009
1,019.00		767.00					252.00	
		70. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					08/03/2007	09/02/2009
5,090.00		3,580.00					1,510.00	
		15. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					08/03/2007	09/14/2009
1,183.00		767.00					416.00	
		75. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					04/03/2007	09/14/2009
5,915.00		3,126.00					2,789.00	
		85. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					04/03/2007	10/02/2009
6,385.00		3,543.00					2,842.00	
		160. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	03/20/2009
11,027.00		2,550.00					8,477.00	
		100. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	04/08/2009
6,900.00		1,594.00					5,306.00	
		60. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	05/08/2009
4,248.00		956.00					3,292.00	
		80. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	05/19/2009
5,665.00		1,275.00					4,390.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		140. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	06/02/2009
10,164.00		2,231.00					7,933.00	
		55. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	08/11/2009
3,754.00		877.00					2,877.00	
		90. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	09/14/2009
6,279.00		1,434.00					4,845.00	
		180. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES					05/14/1993	10/13/2009
12,584.00		2,869.00					9,715.00	
		60. GENENTECH INC PROPERTY TYPE: SECURITIES					09/22/2006	03/11/2009
5,552.00		4,673.00					879.00	
		100. GENENTECH INC PROPERTY TYPE: SECURITIES					12/20/2007	03/11/2009
9,253.00		6,776.00					2,477.00	
		70. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					09/18/2008	08/11/2009
982.00		1,630.00					-648.00	
		440. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					03/24/2009	08/11/2009
6,176.00		4,742.00					1,434.00	
		280. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					03/11/2009	08/11/2009
3,930.00		2,402.00					1,528.00	
		365. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					09/13/1935	08/11/2009
5,123.00		51.00					5,072.00	
		230. GENERAL ELEC CO PROPERTY TYPE: SECURITIES					09/13/1935	10/27/2009
3,458.00		32.00					3,426.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		70. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					06/03/2008	09/02/2009
3,197.00		3,894.00					-697.00	
		90. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					07/24/2008	09/02/2009
4,110.00		4,749.00					-639.00	
		20. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES					03/17/2009	09/02/2009
913.00		907.00					6.00	
		5. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					05/09/2008	08/11/2009
807.00		939.00					-132.00	
		30. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					05/09/2008	09/02/2009
4,789.00		5,635.00					-846.00	
		100000. GOLDMAN SACHS GROUP INC SENIOR U PROPERTY TYPE: SECURITIES					02/01/2007	05/15/2009
100,000.00		102,985.00					-2,985.00	
		520. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					05/19/2009	08/11/2009
9,284.00		8,498.00					786.00	
		260. HARTFORD FINANCIAL SVCS GRP PROPERTY TYPE: SECURITIES					06/02/2009	08/11/2009
4,642.00		4,093.00					549.00	
		150. HEINZ H J CO PROPERTY TYPE: SECURITIES					09/26/2008	02/13/2009
5,177.00		7,614.00					-2,437.00	
		40. HEINZ H J CO PROPERTY TYPE: SECURITIES					09/26/2008	03/17/2009
1,349.00		2,030.00					-681.00	
		50. HEINZ H J CO PROPERTY TYPE: SECURITIES					10/10/2008	03/17/2009
1,687.00		2,038.00					-351.00	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		170. HEINZ H J CO PROPERTY TYPE: SECURITIES					10/10/2008	03/24/2009
5,889.00		6,930.00					-1,041.00	
		40. HESS CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	10/13/2009
2,328.00		3,625.00					-1,297.00	
		120. HESS CORP COM PROPERTY TYPE: SECURITIES					04/08/2009	10/13/2009
6,983.00		6,839.00					144.00	
		80. HESS CORP COM PROPERTY TYPE: SECURITIES					01/19/2007	10/13/2009
4,655.00		4,017.00					638.00	
		85. HESS CORP COM PROPERTY TYPE: SECURITIES					01/19/2007	11/18/2009
4,984.00		4,268.00					716.00	
		80. HESS CORP COM PROPERTY TYPE: SECURITIES					11/25/2008	11/18/2009
4,691.00		3,949.00					742.00	
		35. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					02/09/2007	08/11/2009
1,519.00		1,491.00					28.00	
		340. HOME DEPOT INC PROPERTY TYPE: SECURITIES					06/03/2008	03/06/2009
6,083.00		9,210.00					-3,127.00	
		130. HOME DEPOT INC PROPERTY TYPE: SECURITIES					07/24/2008	03/06/2009
2,326.00		3,189.00					-863.00	
		110. HOME DEPOT INC PROPERTY TYPE: SECURITIES					12/16/2008	03/06/2009
1,968.00		2,632.00					-664.00	
		20. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	02/13/2009
1,887.00		1,663.00					224.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		30. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	05/08/2009
3,019.00		2,494.00					525.00	
		30. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	05/19/2009
3,176.00		2,494.00					682.00	
		10. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					03/17/2006	10/19/2009
1,229.00		831.00					398.00	
		70. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES					02/09/2006	10/19/2009
8,605.00		5,636.00					2,969.00	
		2570. ISHERES TR RUSSELL MIDCAP VALUE PROPERTY TYPE: SECURITIES					10/27/2006	10/20/2009
93,468.00		121,443.00					-27,975.00	
		95. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					03/22/2007	09/14/2009
4,085.00		4,638.00					-553.00	
		45. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					09/15/2006	09/14/2009
1,935.00		2,128.00					-193.00	
		90. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					08/12/2008	05/08/2009
4,958.00		6,448.00					-1,490.00	
		70. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					09/26/2008	05/08/2009
3,857.00		4,846.00					-989.00	
		30. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					09/26/2008	09/02/2009
1,797.00		2,077.00					-280.00	
		70. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					06/03/2008	09/02/2009
4,193.00		4,687.00					-494.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					06/03/2008	10/27/2009
9,007.00		10,043.00					-1,036.00	
		110. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					06/03/2008	11/18/2009
6,861.00		7,365.00					-504.00	
		25. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES					08/12/2008	08/11/2009
1,448.00		1,552.00					-104.00	
		15. LABORATORY CORP AMER HLDGS NEW PROPERTY TYPE: SECURITIES					03/22/2007	08/11/2009
1,020.00		1,080.00					-60.00	
		130. LIFE TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					05/08/2009	10/13/2009
6,237.00		4,785.00					1,452.00	
		50. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES					10/10/2008	05/19/2009
4,003.00		4,321.00					-318.00	
		100. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					01/21/2009	06/19/2009
4,457.00		3,964.00					493.00	
		40. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					12/16/2008	06/19/2009
1,783.00		1,503.00					280.00	
		65. MERCK & CO INC PROPERTY TYPE: SECURITIES					04/03/2007	02/26/2009
1,751.00		2,952.00					-1,201.00	
		115. MERCK & CO INC PROPERTY TYPE: SECURITIES					11/29/2006	02/26/2009
3,098.00		5,134.00					-2,036.00	
		80. MERCK & CO INC PROPERTY TYPE: SECURITIES					11/29/2006	03/04/2009
1,833.00		3,571.00					-1,738.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		165. MERCK & CO INC PROPERTY TYPE: SECURITIES					11/29/2006	03/17/2009
4,318.00		7,366.00					-3,048.00	
		5. MERCK & CO INC PROPERTY TYPE: SECURITIES					03/22/2007	03/17/2009
131.00		221.00					-90.00	
		110. MERCK & CO INC PROPERTY TYPE: SECURITIES					03/22/2007	05/19/2009
2,813.00		4,865.00					-2,052.00	
		85. MERCK & CO INC PROPERTY TYPE: SECURITIES					03/22/2007	09/02/2009
2,621.00		3,759.00					-1,138.00	
		160. MERCK & CO INC PROPERTY TYPE: SECURITIES					07/24/2008	09/02/2009
4,933.00		5,248.00					-315.00	
		130. METLIFE INC PROPERTY TYPE: SECURITIES					04/17/2009	05/19/2009
4,091.00		3,665.00					426.00	
		450. METLIFE INC PROPERTY TYPE: SECURITIES					11/25/2008	05/19/2009
14,162.00		10,610.00					3,552.00	
		120. MICROSOFT CORP PROPERTY TYPE: SECURITIES					09/21/2007	02/13/2009
2,313.00		2,313.00						
		50. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					09/15/2006	05/19/2009
4,479.00		2,204.00					2,275.00	
		20. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					09/15/2006	08/11/2009
1,680.00		881.00					799.00	
		100000. NATIONAL RURAL UTILS COOP FIN CO PROPERTY TYPE: SECURITIES					06/06/2007	08/28/2009
100,000.00		100,797.00					-797.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		430. NEWS CORP CL A PROPERTY TYPE: SECURITIES					12/19/2007	06/19/2009
4,070.00		8,766.00					-4,696.00	
		150. NEWS CORP CL A PROPERTY TYPE: SECURITIES					01/16/2008	06/19/2009
1,420.00		2,932.00					-1,512.00	
		70. NEWS CORP CL A PROPERTY TYPE: SECURITIES					01/16/2008	06/26/2009
631.00		1,368.00					-737.00	
		200. NEWS CORP CL A PROPERTY TYPE: SECURITIES					04/01/2008	06/26/2009
1,803.00		3,891.00					-2,088.00	
		280. NEWS CORP CL A PROPERTY TYPE: SECURITIES					05/15/2008	06/26/2009
2,525.00		5,351.00					-2,826.00	
		170. NIKE INC CL B PROPERTY TYPE: SECURITIES					08/26/2008	05/01/2009
9,046.00		10,131.00					-1,085.00	
		260. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					09/26/2008	02/26/2009
2,498.00		5,049.00					-2,551.00	
		185. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					12/20/2005	02/26/2009
1,777.00		3,405.00					-1,628.00	
		455. NOKIA CORP SPONSORED ADR PROPERTY TYPE: SECURITIES					01/24/2006	02/26/2009
4,371.00		8,358.00					-3,987.00	
		200. PEPSICO INC PROPERTY TYPE: SECURITIES					12/11/2000	01/27/2009
10,393.00		9,448.00					945.00	
		125. PEPSICO INC PROPERTY TYPE: SECURITIES					12/11/2000	04/08/2009
6,503.00		5,905.00					598.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		5. PEPSICO INC PROPERTY TYPE: SECURITIES					07/12/2001	04/08/2009
260.00		226.00					34.00	
		50. POTASH CORP SASK INC PROPERTY TYPE: SECURITIES					01/16/2008	10/02/2009
4,270.00		6,951.00					-2,681.00	
		40. POTASH CORP SASK INC PROPERTY TYPE: SECURITIES					12/16/2008	10/02/2009
3,416.00		2,962.00					454.00	
		40. PRAXAIR INC PROPERTY TYPE: SECURITIES					08/12/2005	02/13/2009
2,710.00		2,052.00					658.00	
		40. PRAXAIR INC PROPERTY TYPE: SECURITIES					08/12/2005	05/19/2009
2,921.00		2,052.00					869.00	
		25. PRAXAIR INC PROPERTY TYPE: SECURITIES					08/12/2005	12/18/2009
2,006.00		1,283.00					723.00	
		80. PRAXAIR INC PROPERTY TYPE: SECURITIES					10/27/2005	12/18/2009
6,418.00		3,871.00					2,547.00	
		20. RIO TINTO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES					02/09/2006	02/13/2009
2,275.00		3,930.00					-1,655.00	
		30. RIO TINTO PLC SPONSORED ADR PROPERTY TYPE: SECURITIES					12/16/2008	02/13/2009
3,413.00		2,816.00					597.00	
		40. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					07/02/2008	01/27/2009
1,687.00		4,306.00					-2,619.00	
		40. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES					01/24/2006	01/27/2009
1,687.00		2,487.00					-800.00	

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80. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES	3,351.00		4,974.00					01/24/2006	-1,623.00	01/27/2009
10. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES	418.00		622.00					01/24/2006	-204.00	03/17/2009
110. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES	4,598.00		6,418.00					02/09/2006	-1,820.00	03/17/2009
110. SOUTHERN CO PROPERTY TYPE: SECURITIES	3,157.00		4,342.00					09/18/2008	-1,185.00	05/01/2009
70. SOUTHERN CO PROPERTY TYPE: SECURITIES	2,009.00		2,416.00					10/24/2008	-407.00	05/01/2009
50. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES	2,000.00		1,923.00					08/11/2009	77.00	10/02/2009
120. SOUTHWESTERN ENERGY CO PROPERTY TYPE: SECURITIES	4,799.00		3,150.00					11/09/2007	1,649.00	10/02/2009
150. STAPLES INC PROPERTY TYPE: SECURITIES	3,077.00		3,603.00					08/26/2008	-526.00	06/26/2009
70. STATE STREET CORP PROPERTY TYPE: SECURITIES	3,520.00		1,557.00					03/11/2009	1,963.00	09/02/2009
360. STATE STREET CORP PROPERTY TYPE: SECURITIES	14,913.00		8,006.00					03/11/2009	6,907.00	12/18/2009
140. TJX COS INC NEW PROPERTY TYPE: SECURITIES	5,098.00		4,402.00					06/26/2009	696.00	10/02/2009

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		210. TJX COS INC NEW PROPERTY TYPE: SECURITIES					06/19/2009	10/02/2009
7,647.00		6,501.00					1,146.00	
		60. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					03/04/2009	06/19/2009
2,860.00		2,632.00					228.00	
		100. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES					03/11/2009	06/19/2009
4,766.00		4,299.00					467.00	
		180. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES					09/21/2007	10/27/2009
4,330.00		6,659.00					-2,329.00	
		15. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES					05/02/2008	08/11/2009
675.00		879.00					-204.00	
		150. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					02/09/2007	08/11/2009
3,332.00		5,406.00					-2,074.00	
		200. US BANCORP DEL COM NEW PROPERTY TYPE: SECURITIES					08/12/2005	08/11/2009
4,443.00		6,029.00					-1,586.00	
		80. UNITED PARCEL SERVICE CL B PROPERTY TYPE: SECURITIES					04/08/2009	09/14/2009
4,707.00		4,165.00					542.00	
		130. VALE S A ADR PROPERTY TYPE: SECURITIES					06/02/2009	11/18/2009
3,693.00		2,591.00					1,102.00	
		80. VALE S A ADR PROPERTY TYPE: SECURITIES					05/19/2009	11/18/2009
2,272.00		1,578.00					694.00	
		190. VALE S A ADR PROPERTY TYPE: SECURITIES					05/19/2009	11/24/2009
5,433.00		3,748.00					1,685.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		130. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/27/2007	02/13/2009
3,867.00		5,379.00					-1,512.00	
		150. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/27/2007	06/02/2009
4,402.00		6,207.00					-1,805.00	
		120. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					11/27/2007	09/14/2009
3,715.00		4,966.00					-1,251.00	
		255. WAL MART STORES INC PROPERTY TYPE: SECURITIES					06/03/2008	08/11/2009
12,723.00		14,768.00					-2,045.00	
		95. WAL MART STORES INC PROPERTY TYPE: SECURITIES					06/03/2008	10/02/2009
4,677.00		5,502.00					-825.00	
		115. WAL MART STORES INC PROPERTY TYPE: SECURITIES					05/15/2008	10/02/2009
5,662.00		6,564.00					-902.00	
		125. WAL MART STORES INC PROPERTY TYPE: SECURITIES					05/15/2008	10/13/2009
6,271.00		7,135.00					-864.00	
		80. WAL MART STORES INC PROPERTY TYPE: SECURITIES					05/01/2009	10/13/2009
4,013.00		3,994.00					19.00	
		60. WAL MART STORES INC PROPERTY TYPE: SECURITIES					10/10/2008	10/13/2009
3,010.00		2,950.00					60.00	
		90. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					09/18/2008	05/19/2009
2,563.00		3,047.00					-484.00	
		80. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					11/19/2003	05/19/2009
2,278.00		2,250.00					28.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		140. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					11/19/2003	06/02/2009
4,014.00		3,937.00					77.00	
		230. WASTE MANAGEMENT INC PROPERTY TYPE: SECURITIES					11/19/2003	11/18/2009
7,501.00		6,467.00					1,034.00	
		305. WELLS FARGO COMPANY PROPERTY TYPE: SECURITIES					02/10/2000	01/21/2009
4,393.00		5,631.00					-1,238.00	
		90. YUM BRANDS INC COM PROPERTY TYPE: SECURITIES					06/26/2009	12/18/2009
3,097.00		3,009.00					88.00	
		20. YUM BRANDS INC COM PROPERTY TYPE: SECURITIES					12/20/2005	12/18/2009
688.00		478.00					210.00	
		460. INVESCO LTD COM PROPERTY TYPE: SECURITIES					05/09/2008	02/13/2009
6,097.00		12,658.00					-6,561.00	
		160. INVESCO LTD COM PROPERTY TYPE: SECURITIES					07/24/2008	02/13/2009
2,121.00		3,841.00					-1,720.00	
		290. NABORS INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					06/02/2009	11/24/2009
5,948.00		5,612.00					336.00	
		160. NOBLE CORP COM PROPERTY TYPE: SECURITIES					05/02/2008	01/21/2009
3,482.00		9,142.00					-5,660.00	
		80. NOBLE CORP COM PROPERTY TYPE: SECURITIES					04/01/2008	01/21/2009
1,741.00		4,030.00					-2,289.00	
		190. NOBLE CORP COM PROPERTY TYPE: SECURITIES					02/12/2008	01/21/2009
4,135.00		8,925.00					-4,790.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-147,921.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	2,161.	2,161.
ABBOTT LABS	450.	450.
APACHE CORP	161.	161.
AVON PRODS INC	701.	701.
BEST BUY INC	53.	53.
BURLINGTON NORTHERN SANTA FE CORP	176.	176.
CVS CAREMARK CORP COM	20.	20.
CELANESE CORP DEL SER A COM	20.	20.
CHASE MANHATTAN CORPORATION SUB NOTE	3,563.	3,563.
CHEVRONTEXACO CORP COM	292.	292.
COCA COLA CO	49.	49.
COLUMBIA ACORN FUND CLASS Z SHARES	285.	285.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	10,988.	10,988.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	2,175.	2,175.
COLUMBIA GOVERNMENT RESERVES TRUST CLASS	512.	512.
COLUMBIA VALUE AND RESTRUCTURING FUND CL	2,181.	2,181.
COMCAST CORP NEW CL A	185.	185.
CORNING INC	192.	192.
CREDIT SUISSE USA INC NT	7,875.	7,875.
WALT DISNEY (HOLDING COMPANY)	201.	201.
DOVER CORP	44.	44.
DUN & BRADSTREET CORP DEL NEW COM	136.	136.
EOG RESOURCES INC	97.	97.
ENTERGY CORP NEW COM	323.	
EXELON CORP COM	651.	651.
EXXON MOBIL CORPORATION	711.	711.
FPL GROUP INC	515.	515.
FLOWSERVE CORP	32.	32.
GENERAL ELEC CO	1,107.	1,107.
GOLDMAN SACHS GROUP INC	335.	335.
GOLDMAN SACHS GROUP INC SENIOR UNSUB	3,325.	3,325.
HARTFORD FINANCIAL SVCS GRP	26.	26.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HEINZ H J CO	241.	241.
HESS CORP COM	138.	138.
HEWLETT PACKARD CO	242.	242.
INTERNATIONAL BUSINESS MACHS	835.	835.
ISHARES LEHMAN AGGREGATE BOND FUND	3,266.	3,266.
ISHARES MSCI EMERGING MKTS INDEX FUND	3,854.	3,854.
ISHARES TR GOLDMAN SACHS CORP BD	4,778.	4,778.
ISHR MSCI EAFE INDEX FUND	8,364.	8,364.
ISHERES TR RUSSELL MIDCAP VALUE	2,839.	2,839.
ISHARES TR RUSSELL MIDCAP GROWTH INDEX F	712.	712.
ISHARES TR RUSSELL 1000 GROWTH INDEX FD	7,235.	7,235.
ISHARES RUSSELL 2000 VALUE INDEX FUND	2,636.	2,636.
ISHARES BARCLAYS 1-3 YR CR BD FUND	1,941.	1,941.
J P MORGAN CHASE & CO COM	557.	557.
JOHNSON & JOHNSON	592.	592.
KIMBERLY CLARK CORP	997.	997.
LOCKHEED MARTIN CORPORATION	341.	341.
LOWES COS INC	209.	209.
MCKESSON HBOC INC	98.	98.
MERCK & CO INC	813.	813.
MICROSOFT CORP	888.	888.
MOLSON COORS BREWING CO CL B	127.	127.
MONSANTO CO NEW COM	129.	129.
NATIONAL RURAL UTILS COOP FIN CORP BD	5,750.	5,750.
NEWS CORP CL A	68.	68.
NIKE INC CL B	85.	85.
NORDSTROM INC	274.	274.
OCCIDENTAL PETROLEUM CORP	472.	472.
PNC BK CORP	167.	167.
PACKAGING CORP AMER COM	150.	150.
PARKER HANNIFIN CORP	143.	143.
PEPSICO INC	196.	196.
PFIZER INC	613.	613.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PHILIP MORRIS INTL INC COM	1,315.	1,315.
POLO RALPH LAUREN CORPORATION	5.	5.
POTASH CORP SASK INC	27.	27.
PRAXAIR INC	184.	184.
PRINCIPAL FINL GROUP INC COM	255.	255.
PRUDENTIAL FINL INC COM	112.	112.
SCHLUMBERGER LTD	84.	84.
SEMPRA ENERGY	129.	129.
SOUTHERN CO	154.	154.
STAPLES INC	205.	205.
STATE STREET CORP	12.	12.
TJX COS INC NEW	42.	42.
TEVA PHARMACEUTICAL INDS LTD ADR	24.	24.
TEXAS INSTRS INC	508.	508.
THORNBURG INTL VALUE FUND CL I	3,573.	3,573.
US BANCORP DEL COM NEW	500.	500.
UNITED PARCEL SERVICE CL B	261.	261.
UNITED TECHNOLOGIES CORP	1,032.	1,032.
VALE S A ADR	112.	112.
VERIZON COMMUNICATIONS	363.	363.
WAL MART STORES INC	660.	660.
WASTE MANAGEMENT INC	331.	331.
WELLS FARGO COMPANY	78.	78.
YUM BRANDS INC COM	297.	297.
AXIS CAPITAL HOLDINGS LTD COM	232.	232.
TYCO INTL LTD NEW F COM	74.	74.
TOTAL	99,861.	99,538.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
	TOTALS	19,414.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,366.			1,366.
TOTALS	1,366.	NONE	NONE	1,366.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	42,861.	42,861.
OTHER NONALLOCABLE EXPENSES -	15,885.	15,885.
TOTALS	58,746.	58,746.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	26.	26.
FOREIGN TAXES ON QUALIFIED FOR	2,431.	2,431.
FOREIGN TAXES ON NONQUALIFIED	212.	212.
TOTALS	2,669.	2,669.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	25.	25.	
OTHER NON-ALLOCABLE EXPENSE -	6.		6.
TOTALS	31.	25.	6.

THE ROLLER-BOTTIMORE FOUNDATION 54-1201084

FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION

SEE ATTACHED

TOTALS

THE ROLLER-BOTTIMORE FOUNDATION 54-1201084

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION
SEE ATTACHED
TOTALS

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
SEE ATTACHED	C
TOTALS	

THE ROLLER-BOTTIMORE FOUNDATION 54-1201084

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION
SEE SCHEDULE ATTACHED
TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PR YR TAX EFFECTIVE INCOME ADJ		696.
	TOTAL	696.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
CURRENT YR TAX EFFECTIVE INC ADJ		1,716.
RECON ADJUSTMENT		300.
ROUNDING		17.
	TOTAL	2,033.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
VA

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

OFFICER NAME:
HENRY C SPALDING, JR
ADDRESS:
6620 W BROAD ST STE 300
RICHMOND,, VA 23230
TITLE:
PRESIDENT
COMPENSATION .... 500.

OFFICER NAME:
LUCY P. SUMMERELL
ADDRESS:
115 KENNONDALE LN
RICHMOND,, VA 23226-2310
TITLE:
VICE PRESIDENT
COMPENSATION .... 500.

OFFICER NAME:
JOHN T. KING
ADDRESS:
P.O. BOX 26903
RICHMOND, VA 23261, VA 23261
TITLE:
SECRETARY/TREASURER
COMPENSATION .... 250.

OFFICER NAME:
THOMAS N. ALLEN
ADDRESS:
337 CLOVELLY ROAD
RICHMOND,, VA 23221
TITLE:
DIRECTOR
COMPENSATION .... 500.

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

OFFICER NAME:
ALICE R. MCGUIRE
ADDRESS:
1218 ROTHESAY CIRCLE
RICHMOND,, VA 23221
TITLE:
DIRECTOR
COMPENSATION .... 500.

TOTAL COMPENSATION: 2,250.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

RECIPIENT NAME:
SARAH KAY, C/O BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 26903
RICHMOND, VA 23261
RECIPIENT'S PHONE NUMBER: 804-788-2673
FORM, INFORMATION AND MATERIALS:
IN WRITING - APPLICANT MUST INCLUDE FEDERAL IDENTIFICATION NUMBER
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
LIMITED TO IRC SECTION 501 (C) (3) ORGANIZATIONS

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
VALENTINE RICHMOND
HISTORY CENTER
ADDRESS:
1015 E CLAY STREET
RICHMOND, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FINANCIAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
MENOKIN FOUNDATION
ADDRESS:
P.O. BOC 1221
WARSAW, VA 22572
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXCAVATION AT MENOKIN
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
FRIENDS OF HOLLYWOOD
CEMETERY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESTORATION IN/NEAR THE PRESIDENT'S CIRCLE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
JOHN MARSHALL FOUNDATION
ADDRESS:
209 W FRANKLIN STREET
RICHMOND, VA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CREATION OF PARK
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
VIRGINIA TECH FOUNDATION
ADDRESS:
902 PRICES FORK ROAD, SUITE 4000
BLACKSBURG, VA 24061
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DESIGN FOR LOST COMMUNITIES OF VA
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
TOTOPOTOMOY BATTLEFIELD
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RENOVATE PINE SLASH COTTAGE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
BETTER HOUSING COALITION
ADDRESS:
23 WEST BROAD ST, #100
RICHMOND, VA 23220
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RENOVATION OF BECKSTOFFER'S MILL PROPERTY
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
CATHEDRAL OF THE SACRED HEART
ADDRESS:
800 SOUTH CATHEDRAL PLACE
RICHMOND, VA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CENTENNIAL PRESERVATION CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
ST. CHRISTOPHER'S SCHOOL FDN
RELATIONSHIP:
NON
PURPOSE OF GRANT:
RELOCATION OF ALUMNI HALL
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
VIRGINIA FDN FOR ARCHITECTURE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESTORATION OF WINDOWS-BRANCH HOUSE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
FAIRFIELD FOUNDATION
ADDRESS:
PO BOX 157
WHITE MARSH, VA 23183
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXCAVATION & DOCUMENTATION AT FAIRFIELD
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
BOLLING HAXALL HOUSE FDN
ADDRESS:
211 E FRANKLIN
RICHMOND, VA 23219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RENOVATION OF THE AUDITORIUM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

TOTAL GRANTS PAID: 365,250.

THE ROLLER-BOTTIMORE FOUNDATION
54-1201084
Balance Sheet
12/31/2009

Bank of America

Cusip	Asset	Units	Basis	Market Value
00206R102	AT&T INC	1530.000	38,674.07	42,885.90
002824100	ABBOTT LABS	360.000	17,671.64	19,436.40
00724F101	ADOBE SYS INC	385 000	9,526.46	14,160 30
031162100	AMGEN INC	230 000	12,123.25	13,011.10
032095101	AMPHENOL CORP NEW	340.000	14,135 50	15,701.20
037411105	APACHE CORP	350.000	23,638 51	36,109.50
037604105	APOLLO GROUP INC	210.000	13,593.29	12,721 80
037833100	APPLE INC	130.000	25,632.89	27,395.16
054303102	AVON PRODS INC	680.000	18,468.80	21,420.00
150870103	CELANESE CORP DEL	500.000	12,337.69	16,050.00
166764100	CHEVRON CORP	650.000	49,108.15	50,043.50
17275R102	CISCO SYS INC	960.000	22,411.00	22,982.40
197199409	COLUMBIA ACORN FUND	5788.649	188,246.87	142,863.86
197199813	COLUMBIA ACORN INTERNATIONAL	18958 347	655,231.66	649,512.97
19765H149	COLUMBIA LARGE CAP VALUE FUND	13720 837	165,525 22	140,226 95
19765Y514	COLUMBIA VALUE AND	3322.991	197,252 75	142,190 78
19765Y688	COLUMBIA SELECT LARGE CAP	79483.559	822,000.00	805,963.29
20030N101	COMCAST CORP	595.000	10,546 73	10,031.70
225434AF6	CREDIT SUISSE USA INC	150000.000	150,328.50	157,144.50
242370104	DEAN FOODS CO	720.000	12,982.87	12,988 80
254687106	DISNEY WALT CO	570.000	16,003.18	18,382.50
254709108	DISCOVER FINL SVCS	730.000	10,799.33	10,738.30
25490A101	DIRECTV	230 000	7,612.79	7,670.50
260003108	DOVER CORP	170.000	6,627 45	7,073.70
268648102	EMC CORP	1960.000	21,249.10	34,241 20
26875P101	EOG RES INC	90 000	5,016.58	8,757.00
30161N101	EXELON CORP	250.000	9,544 35	12,217 50
302571104	FPL GROUP INC	320 000	18,010.64	16,902 40
34354P105	FLOWSERVE CORP	110.000	9,103.90	10,398.30
369604103	GENERAL ELEC CO	650.000	90 71	9,834 50
375558103	GILEAD SCIENCES INC	180.000	8,092 38	7,788.60
38141G104	GOLDMAN SACHS GROUP INC	195.000	28,749.68	32,923 80
428236103	HEWLETT PACKARD CO	730.000	20,467 46	37,602.30
459200101	INTERNATIONAL BUSINESS MACHS	295.000	23,199.22	38,615.50

THE ROLLER-BOTTIMORE FOUNDATION
54-1201084
Balance Sheet
12/31/2009

Bank of America

Cusip	Asset	Units	Basis	Market Value
464287226	ISHARES	1495.000	153,531.52	154,269.05
464287234	ISHARES MSCI EMERGING MKTS INDEX	5990.000	192,238 70	248,585.00
464287242	ISHARES IBOXX INV GR CORP	1650.000	170,136.00	171,847 50
464287465	ISHARES MSCI EAFE INDEX	5350.000	280,019 00	295,748.00
464287473	ISHARES RUSSELL MIDCAP VALUE	1930 000	91,200.49	71,313.50
464287481	ISHARES RUSSELL MIDCAP GROWTH	2410.000	127,182.82	109,269.40
464287614	ISHARES RUSSELL 1000 GROWTH	10465.000	603,551.22	521,680.25
464287630	ISHARES RUSSELL 2000 VALUE INDEX	2500.000	191,773.78	145,100.00
464288646	ISHARES	1930.000	200,844.40	200,642 80
46625H100	J P MORGAN CHASE & CO	925.000	42,763 09	38,544.75
494368103	KIMBERLY CLARK CORP	450.000	26,336.86	28,669.50
50540R409	LABORATORY CORP AMER HLDGS	250.000	17,560.26	18,710.00
539830109	LOCKHEED MARTIN CORP	165.000	12,502 84	12,432.75
548661107	LOWES COS INC	790.000	10,583.99	18,478.10
58155Q103	MCKESSON CORP	290.000	13,533.63	18,125.00
58405U102	MEDCO HLTH SOLUTIONS INC	190.000	10,485.15	12,142 90
594918104	MICROSOFT CORP	1820.000	25,322.33	55,473.60
60871R209	MOLSON COORS BREWING CO	390.000	18,856.10	17,612.40
61166W101	MONSANTO CO	145.000	8,528.83	11,853.75
628530107	MYLAN INC	1170 000	17,557 32	21,563.10
63934E108	NAVISTAR INTL CORP NEW	230.000	10,304 32	8,889.50
655664100	NORDSTROM INC	705.000	17,539.95	26,493 90
674599105	OCCIDENTAL PETE CORP DEL	380.000	18,908 85	30,913.00
693475105	PNC FINL SVCS GROUP INC	360.000	13,744.30	19,004.40
695156109	PACKAGING CORP AMER	530.000	7,881.92	12,195.30
701094104	PARKER HANNIFIN CORP	320.000	14,953.28	17,241 60
713448108	PEPSICO INC	510 000	30,866.12	31,008.00
717081103	PFIZER INC	2560.000	40,264.94	46,566.40
718172109	PHILIP MORRIS INTL INC	870.000	34,478 38	41,925.30
731572103	POLO RALPH LAUREN CORP	90 000	6,213.15	7,288.20
74251V102	PRINCIPAL FINL GROUP INC	510 000	12,660.19	12,260 40
744320102	PRUDENTIAL FINL INC	390.000	18,993 89	19,406.40
767204100	RIO TINTO PLC	50.000	10,405 76	10,769.50
816851109	SEMPRA ENERGY	330.000	16,272.52	18,473.40

THE ROLLER-BOTTIMORE FOUNDATION
54-1201084
Balance Sheet
12/31/2009

Bank of America

Cusip	Asset	Units	Basis	Market Value
845467109	SOUTHWESTERN ENERGY CO	310.000	7,895 16	14,942.00
855030102	STAPLES INC	910.000	19,792.67	22,376.90
882508104	TEXAS INSTRS INC	1030.000	30,017.66	26,841.80
883556102	THERMO FISHER SCIENTIFIC CORP	405.000	21,585 86	19,314.45
885215566	THORNBURG INTL VALUE FUND	12059.640	378,793 28	305,953.07
902973304	US BANCORP DEL	1010.000	23,838 66	22,735.10
911312106	UNITED PARCEL SVC INC	140.000	7,288 62	8,031 80
913017109	UNITED TECHNOLOGIES CORP	700.000	32,836.72	48,587 00
949746101	WELLS FARGO & CO	1100.000	29,157.14	29,689.00
988498101	YUM BRANDS INC	315.000	7,522.18	11,015 55
99Z193262	PA STABLE VALUE FUND LTD	647.365	750,000.00	722,045.03
99Z193270	PRIVATE ADVISORS HEDGE EQUITY	750.000	750,000.00	624,127.50
G0692U109	AXIS CAP HLDGS LTD	410.000	10,100.51	11,648 10
G6359F103	NABORS INDS INC	610 000	10,426.09	13,352.90
H5833N103	NOBLE CORP	280.000	11,607 96	11,396.00
H89128104	TYCO INTL LTD	575.000	19,121.10	20,516.00
	Cash/Cash Equivalent	46765.490	46,765.49	46,765.49
		Totals.	7,268,747.62	7,039,820 55

THE ROLLER-BOTTIMORE FOUNDATION 54-1201084

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

BRISTOL MYERS SQUIBB CO COM	922.00	
CARDINAL HEALTH INC	683.00	
EL PASO CORP COM	182.00	
ENRON CORP	45,179.00	
ISHARES BARCLAYS 1-3 YR CR BD FUND	6.00	
I2 TECHNOLOGIES INC	211.00	
TYCO INTERNATIONAL LTD	2,688.00	
CLASS ACTIONS SETTLEMENT FOR AIG INC (SEC) (2	174.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		50,046.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		50,046.00

STATEMENT 1