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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , **2009, and ending** ,**G** Check all that apply☐ Initial return☐ Initial Return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.PATRICIA AND DOUGLAS PERRY FOUNDATION
999 WATERSIDE DR, SUITE 2220
NORFOLK, VA 23510**A** Employer identification number

54-1691140

B Telephone number (see the instructions)**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, column (c), line 16)**J** Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

▶ \$ 21,968,425.

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

2,353,510.

2 ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

3,804.

812.

4 Dividends and interest from securities

271,945.

271,945.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-502,645.

b Gross sales price for all assets on line 6a 2,096,046.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

32,717.

12 Total. Add lines 1 through 11

2,159,331.

272,757.

0.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 2

1,596.

798.

798.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instr) SEE STM 3

5,839.

5,839.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

90,339.

75,327.

15,012.

24 Total operating and administrative expenses. Add lines 13 through 23

97,774.

81,964.

15,810.

25 Contributions, gifts, grants paid PART XV

1,159,583.

1,159,583.

26 Total expenses and disbursements. Add lines 24 and 25

1,257,357.

81,964.

0.

1,175,393.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

901,974.

b Net investment income (if negative, enter -0-)

190,793.

c Adjusted net income (if negative, enter -0-)

0.

SCANNED SEP 20 2009
DATA G2-38870
ADMINISTRATIVE EXPENSES

990e71 16

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	1,884,970.	1,524,432.	1,524,432.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)			
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 5	21,331,812.	22,804,994.	20,443,993.
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	23,216,782.	24,329,426.	21,968,425.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒			
BALANCE SHEETS	24 Unrestricted	23,216,782.	24,329,426.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	23,216,782.	24,329,426.	
	31 Total liabilities and net assets/fund balances (see the instructions)	23,216,782.	24,329,426.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	23,216,782.
2 Enter amount from Part I, line 27a	2	901,974.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	210,670.
4 Add lines 1, 2, and 3	4	24,329,426.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	24,329,426.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a WINDWARD SEE ATTACHED	P	VARIOUS	VARIOUS
b WINDWARD SEE ATTACHED	P	VARIOUS	VARIOUS
c WAYPOINT SEE ATTACHED	P	VARIOUS	VARIOUS
d WAYPOINT SEE ATTACHED	P	VARIOUS	VARIOUS
e CAPITAL GAIN DIVIDENDS			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 55,108.		83,514.	-28,406.
b 400,919.		505,113.	-104,194.
c 188,536.		281,146.	-92,610.
d 1,448,202.		1,728,918.	-280,716.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-28,406.
b			-104,194.
c			-92,610.
d			-280,716.
e			3,281.

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	-502,645.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			
If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	1,049,330.	22,027,364.	0.047638
2007	1,243,955.	24,907,639.	0.049943
2006	1,479,714.	21,154,445.	0.069948
2005	1,137,882.	10,911,705.	0.104281
2004	1,015,546.	1,616,677.	0.628169

2 Total of line 1, column (d)	2	0.899979
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	0.179996
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	17,987,760.
5 Multiply line 4 by line 3	5	3,237,725.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,908.
7 Add lines 5 and 6	7	3,239,633.
8 Enter qualifying distributions from Part XII, line 4	8	1,175,393.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	3,816.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,816.
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	3,816.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	15,000.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,184.	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax 5,000. Refunded	11	6,184.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) VA		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> SEE STATEMENT 7	X	

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Part VII-A Statements Regarding Activities Continued

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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ OFFICERS Telephone no ▶ 757-428-8900 Located at ▶ 999 WATERSIDE DR SUITE 1825 NORFOLK VA ZIP + 4 ▶ 23510			
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	▶	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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20__ , 20__ , 20__ , 20__		
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	N/A
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

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?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services 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 (see instructions)

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	16,665,396.
b Average of monthly cash balances	1b	1,596,289.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	18,261,685.
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	18,261,685.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	273,925.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,987,760.
6 Minimum investment return. Enter 5% of line 5	6	899,388.

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	899,388.
2a Tax on investment income for 2009 from Part VI, line 5	2a	3,816.	
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	3,816.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	895,572.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	895,572.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	895,572.	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	1,175,393.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,175,393.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,175,393.

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				895,572.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 1,001,412.				
b From 2005 850,624.				
c From 2006 443,493.				
d From 2007 117,022.				
e From 2008				
f Total of lines 3a through e	2,412,551.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,175,393.				
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				895,572.
e Remaining amount distributed out of corpus	279,821.			
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	2,692,372.			
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 instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	1,001,412.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,690,960.			
10 Analysis of line 9				
a Excess from 2005 850,624.				
b Excess from 2006 443,493.				
c Excess from 2007 117,022.				
d Excess from 2008				
e Excess from 2009 279,821.				

BAA

Form 990-PF (2009)

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

N/A

- 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)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- b** 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d**
- Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a 'Assets' alternative test – enter

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 9

- 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 ATTACHED SCHEDULE ,			SEE ATTACHED	1,159,583.
Total			3a	1,159,583.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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	3,804.	
4 Dividends and interest from securities			14	271,945.	
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				3,281.	-505,926.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a REFUND OF FEDERAL TAXES					32,717.
b SETTLEMENT - PUTNAM INV					
c SETTLEMENT - TROP SPORTS					
d SETTLEMENT HRH					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				279,030.	-473,209.
13 Total. Add line 12, columns (b), (d), and (e)				13	-194,179.

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization

PATRICIA AND DOUGLAS PERRY FOUNDATION

Employer identification number

54-1691140

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule —

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules —

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

PATRICIA AND DOUGLAS PERRY FOUNDATION

54-1691140

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE PERRY 2002 CLAT P O BOX 869 VIRGINIA BEACH, VA 23451	\$ 2,353,510.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

54-1691140

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	VARIOUS PUBLICLY TRADED STOCKS		
		\$ 1,735,453.	12/30/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

PATRICIA AND DOUGLAS PERRY FOUNDATION

Employer identification number

54-1691140

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)

For organizations completing Part III, enter total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once – see instructions.)

▶ \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Patricia & Douglas Perry Foundation
2009 DONATIONS
FORM 990PF, PART XV
54-1691140

<u>Recipient</u>	<u>Status of Recipient</u>	<u>Purpose of contribution</u>	<u>Amount</u>
All Saints' Episcopal Church	501(c)(3)	To further charitable purpose	\$ 28,500.00
For Kids (Dillon Place)	501(c)(3)	To further charitable purpose	\$ 75,000.00
For Kids (Van Purchase)	501(c)(3)	To further charitable purpose	\$ 22,000.00
JDRF	501(c)(3)	To further charitable purpose	\$ 10,000.00
United Way of St. Lucie & Martin Co.	501(c)(3)	To further charitable purpose	\$ 10,000.00
Cape Henry Collegiate (Annual Giving)	501(c)(3)	To further charitable purpose	\$ 25,000.00
Chesapeake Bay Academy (Annual Giving)	501(c)(3)	To further charitable purpose	\$ 5,000.00
Martin Memorial Foundation (Final Pmt)	501(c)(3)	To further charitable purpose	\$ 10,000.00
All Saints' Episcopal Church	501(c)(3)	To further charitable purpose	\$ 500.00
Business Consortium for Arts	501(c)(3)	To further charitable purpose	\$ 17,000.00
Friends Swing Fore Hospice	501(c)(3)	To further charitable purpose	\$ 500.00
Virginia Beach Rescue Squad	501(c)(3)	To further charitable purpose	\$ 1,000.00
Chesapeake Service Sytems	501(c)(3)	To further charitable purpose	\$ 10,000.00
ODU 2009 Football Seats	501(c)(3)	To further charitable purpose	\$ 3,000.00
Virginia College Fund	501(c)(3)	To further charitable purpose	\$ 1,000.00
Tidewater Community College Ed. Foundation	501(c)(3)	To further charitable purpose	\$ 100,000.00
An Achievable Dream	501(c)(3)	To further charitable purpose	\$ 13,000.00
General Douglas MacArthur Foundation	501(c)(3)	To further charitable purpose	\$ 10,000.00
Hope House Foundation	501(c)(3)	To further charitable purpose	\$ 50,000.00
Festevents	501(c)(3)	To further charitable purpose	\$ 10,000.00
ODU 2009 Football Seats	501(c)(3)	To further charitable purpose	\$ 20,000.00
Samaritan House	501(c)(3)	To further charitable purpose	\$ 100,000.00
d'Art Center	501(c)(3)	To further charitable purpose	\$ 10,000.00
VSC - 1st Installment toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 9,560.00
VSC - 2nd Installment toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 14,565.00
Clare Booth Luce Policy Institute	501(c)(3)	To further charitable purpose	\$ 20,000.00
Virgnia Zoological Society	501(c)(3)	To further charitable purpose	\$ 50,000.00
VSC - 3rd Installment toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 13,970.00
VSC - 4th Installment toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 15,033.35
Naval Special Warfare Foundation	501(c)(3)	To further charitable purpose	\$ 83,333.00
VSC - 5th Installment toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 10,121.47
VSC - 6th Installmennt toward \$100,000 Grant	501(c)(3)	To further charitable purpose	\$ 15,243.29
ODU 2009-2010 Basketball Club Seats	501(c)(3)	To further charitable purpose	\$ 3,100.00
Chesapeake Bay Academy (Annual Giving)	501(c)(3)	To further charitable purpose	\$ 5,000.00
VSC - Final Installment	501(c)(3)	To further charitable purpose	\$ 21,506.89
Square One - Final Payment	501(c)(3)	To further charitable purpose	\$ 5,000.00
Young America's Foundation	501(c)(3)	To further charitable purpose	\$ 75,000.00
Hope Rural Schools	501(c)(3)	To further charitable purpose	\$ 600.00
Virginia Arts Festival	501(c)(3)	To further charitable purpose	\$ 50,000.00
Chrysler Museum of Art	501(c)(3)	To further charitable purpose	\$ 3,000.00
United Way of Sout Hampton Roads (Tocqueville Society)	501(c)(3)	To further charitable purpose	\$ 10,000.00
ORPHANetwork	501(c)(3)	To further charitable purpose	\$ 10,000.00
Foodbank of Southeastern Virginia	501(c)(3)	To further charitable purpose	\$ 10,000.00
Virginia Beach Rescue Squad	501(c)(3)	To further charitable purpose	\$ 10,000.00
Suffolk Center for Cultural Arts	501(c)(3)	To further charitable purpose	\$ 5,000.00
Virginia Symphony Orchestra	501(c)(3)	To further charitable purpose	\$ 10,000.00
Cape Henry Collegiate (Annual Giving)	501(c)(3)	To further charitable purpose	\$ 27,500.00
St John's Episcopal Church	501(c)(3)	To further charitable purpose	\$ 10,000.00
Cape Henry Collegiate School	501(c)(3)	To further charitable purpose	\$ 5,000.00
Chesapeake Bay Academy	501(c)(3)	To further charitable purpose	\$ 1,000.00

Patricia & Douglas Perry Foundation
2009 DONATIONS
FORM 990PF, PART XV
54-1691140

<u>Recipient</u>	<u>Status of Recipient</u>	<u>Purpose of contribution</u>	<u>Amount</u>
Virginia Wesleyan Lacrosse	501(c)(3)	To further charitable purpose	\$ 1,000.00
Virginia Beach CASA	501(c)(3)	To further charitable purpose	\$ 1,000.00
YMCA (We Build People Campaign)	501(c)(3)	To further charitable purpose	\$ 3,000.00
Cape Henry Collegiate School (Golf * Nexus)	501(c)(3)	To further charitable purpose	\$ 8,000.00
Spirit in the Stick	501(c)(3)	To further charitable purpose	\$ 5,000.00
CHKD	501(c)(3)	To further charitable purpose	\$ 5,000.00
JDRF	501(c)(3)	To further charitable purpose	\$ 21,000.00
Norfolk Botanical Gardens	501(c)(3)	To further charitable purpose	\$ 10,000.00
Pat's Place Child Advocacy Center	501(c)(3)	To further charitable purpose	\$ 3,000.00
Virginia Tech Foundation	501(c)(3)	To further charitable purpose	\$ 42,500.00
Randolph Macon College	501(c)(3)	To further charitable purpose	\$ 20,000.00
Fund for Mary Washington	501(c)(3)	To further charitable purpose	\$ 5,000.00
Queens Fund	501(c)(3)	To further charitable purpose	\$ 750.00
I Need a Lighthouse	501(c)(3)	To further charitable purpose	\$ 3,000.00
WFAE-NPR	501(c)(3)	To further charitable purpose	\$ 500.00
CHKD	501(c)(3)	To further charitable purpose	\$ 2,000.00
Christ Church Kindergarten	501(c)(3)	To further charitable purpose	\$ 3,500.00
Dowd YMCA	501(c)(3)	To further charitable purpose	\$ 300.00
TOTAL			\$ 1,159,583.00

2009

FEDERAL STATEMENTS

PAGE 1

PATRICIA AND DOUGLAS PERRY FOUNDATION

54-1691140

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
REFUND OF FEDERAL TAXES	\$ 32,717.		
TOTAL	\$ 32,717.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROSELINE-KARIDES	\$ 1,596.	\$ 798.		\$ 798.
TOTAL	\$ 1,596.	\$ 798.	\$ 0.	\$ 798.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX - WAYPOINT	\$ 4,857.	\$ 4,857.		
FOREIGN TAX - WINDWARD	982.	982.		
TOTAL	\$ 5,839.	\$ 5,839.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE - WAYPOINT	\$ 30,000.	\$ 15,000.		\$ 15,000.
SEC FEE - WAYPOINT	25.	13.		12.
WAYPOINT	50,051.	50,051.		
WAYPOINT - WINDWARD	10,263.	10,263.		
TOTAL	\$ 90,339.	\$ 75,327.	\$ 0.	\$ 15,012.

2009

FEDERAL STATEMENTS

PAGE 2

PATRICIA AND DOUGLAS PERRY FOUNDATION

54-1691140

STATEMENT 5
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
WINDWARD	COST	\$ 5,776,078.	\$ 5,626,321.
WAYPOINT	COST	17,028,916.	14,817,672.
	TOTAL	<u>\$ 22,804,994.</u>	<u>\$ 20,443,993.</u>

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

BOOK TO TAX		\$ 210,670.
	TOTAL	<u>\$ 210,670.</u>

STATEMENT 7
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
PERRY 2002 CLAT	999 WATERSIDE DRIVE, SUITE 1825 NORFOLK, VA 23510

STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
PATRICIA W PERRY 999 WATERSIDE DR., SUITE 1825 NORFOLK, VA 23510	PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
BRANDON D PERRY 999 WATERSIDE DR., SUITE 1825 NORFOLK, VA 23510	VICE PRESIDENT 0	0.	0.	0.
J DOUGLAS PERRY 999 WATERSIDE DR., SUITE 1825 NORFOLK, VA 23510	TREASURER 0	0.	0.	0.

2009

FEDERAL STATEMENTS

PAGE 3

PATRICIA AND DOUGLAS PERRY FOUNDATION

54-1691140

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
J CHRISTOPHER PERRY 999 WATERSIDE DR SUITE 1825 NORFOLK, VA 23510	VICE PRESIDENT 0	\$ 0.	\$ 0.	\$ 0.
L PAIGE PERRY 999 WATERSIDE DR SUITE 1825 NORFOLK, VA 23510	VICE PRESIDENT 0	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

PATRICIA W PERRY
J DOUGLAS PERRY

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Windward Fund Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
5160-9602	03/11/2008	01/16/2009	Bank Of America Corp	240.00	1,716.65	1,700.67	8,772.95	-7,072.28		-7,072.28
5160-9602	10/07/2008	01/16/2009	Bank Of America Corp	60.00	429.16	425.17	1,626.38	-1,201.21		-1,201.21
				300.00	2,145.81	2,125.84	10,399.33	-8,273.49		-8,273.49
5160-9602	03/11/2008	02/24/2009	Cemex ADR	290.00	1,619.74	1,600.45	7,523.95	-5,923.50		-5,923.50
5160-9602	06/05/2008	02/24/2009	Cemex ADR	10.00	55.85	55.18	289.40	-234.22		-234.22
				300.00	1,675.59	1,655.63	7,813.35	-6,157.72		-6,157.72
5160-9602	03/11/2008	02/24/2009	Dow Chemical Company	260.00	1,924.49	1,904.52	9,432.49	-7,527.97		-7,527.97
5160-9602	03/11/2008	02/24/2009	J P Morgan Chase & Co	230.00	4,598.74	4,578.76	8,851.85	-4,273.09		-4,273.09
4167-4367	03/11/2008	03/16/2009	Highland Capital Floating Rate Inco	2,532.69	13,853.82	13,853.82	21,781.14		-7,927.32	-7,927.32
4167-4367	01/03/2003	03/24/2009	Baron Growth	570.04	16,206.23	16,206.23	15,545.00		661.23	661.23
4167-4367	02/15/2005	03/24/2009	Baron Growth	59.96	1,704.58	1,704.58	2,800.00		-1,095.42	-1,095.42
4167-4367	02/28/2006	03/24/2009	Baron Growth	197.30	5,609.24	5,609.24	9,500.00		-3,890.76	-3,890.76
4167-4367	03/11/2008	03/24/2009	Baron Growth	336.17	9,557.37	9,557.37	15,000.00		-5,442.63	-5,442.63
				1,163.47	33,077.42	33,077.42	42,845.00		-9,767.58	-9,767.58
4167-4367	07/29/2004	03/24/2009	Columbia Value & Restructuring Z	960.22	26,137.24	26,137.24	34,788.85		-8,651.61	-8,651.61
4167-4367	02/15/2005	03/24/2009	Columbia Value & Restructuring Z	366.69	9,981.30	9,981.30	15,500.00		-5,518.70	-5,518.70
4167-4367	02/28/2006	03/24/2009	Columbia Value & Restructuring Z	313.98	8,546.54	8,546.54	15,250.00		-6,703.46	-6,703.46
4167-4367	01/19/2007	03/24/2009	Columbia Value & Restructuring Z	202.54	5,513.03	5,513.03	10,700.00		-5,186.97	-5,186.97
4167-4367	03/11/2008	03/24/2009	Columbia Value & Restructuring Z	380.23	10,349.81	10,349.81	20,000.00		-9,650.19	-9,650.19
				2,223.66	60,527.92	60,527.92	96,238.85		-35,710.93	-35,710.93
4167-4367	02/15/2005	03/24/2009	Eaton Vance Floating Rate HI Adv	7,446.15	47,059.69	47,059.69	72,066.90		-25,007.21	-25,007.21
4167-4367	08/04/2004	03/24/2009	Eaton Vance Floating Rate I	2,526.72	16,499.49	16,487.07	24,788.10		-8,301.03	-8,301.03
4167-4367	02/28/2006	03/24/2009	Eaton Vance Floating Rate I	2,557.51	16,700.51	16,687.93	25,104.07		-8,416.14	-8,416.14
				5,084.23	33,200.00	33,175.00	49,892.17		-16,717.17	-16,717.17
4167-4367	02/15/2005	03/24/2009	Touchstone Sands Capital Select Gr	4,400.00	22,000.00	22,000.00	31,152.00		-9,152.00	-9,152.00
5160-9602	03/11/2008	03/27/2009	Ford Motor Co 6.5% due 1/15/32	30.00	248.12	228.16	915.41		-687.25	-687.25
5160-9602	03/11/2008	04/02/2009	Ford Motor Co 6.5% due 1/15/32	70.00	593.47	573.51	2,135.97		-1,562.46	-1,562.46
5160-9602	03/11/2008	04/06/2009	Ford Motor Co 6.5% due 1/15/32	150.00	1,680.87	1,660.91	4,577.07		-2,916.16	-2,916.16

Realized Gains and Losses Fiscal Year Ending 12/31/2009

Perry Windward Fund Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
5160-9602	03/11/2008	04/06/2009	Health Care Property	300.00	5,891.33	5,871.38	8,646.56		-2,775.18	-2,775.18
4167-4367	01/09/2009	04/13/2009	Columbia Value & Restructuring Z	1,059.95	31,735.02	31,735.02	32,000.00	-264.98		-264.98
5160-9602	06/09/2008	06/05/2009	U S Bancorp Del New	300.00	5,531.52	5,511.42	9,418.29	-3,906.87		-3,906.87
4167-4367	01/06/2004	10/27/2009	American Funds EuroPac F	370.37	14,000.00	14,000.00	11,499.99		2,500.01	2,500.01
4167-4367	07/29/2004	10/27/2009	Artio International Equity A	679.81	20,000.00	20,000.00	18,069.35		1,930.65	1,930.65
4167-4367	01/03/2003	10/27/2009	Artisan International	844.51	17,000.00	17,000.00	12,718.33		4,281.67	4,281.67
4167-4367	01/03/2003	10/27/2009	Artisan Small Cap Value	1,023.39	14,000.00	14,000.00	12,055.56		1,944.44	1,944.44
4167-4367	01/03/2003	10/27/2009	Aston/Montag & Caldwell Growth I	374.18	8,000.00	7,980.00	7,195.05		784.95	784.95
4167-4367	02/15/2005	10/27/2009	Causeway International Value Inv	1,519.21	17,000.00	17,000.00	25,067.03	-8,067.03	-8,067.03	-8,067.03
4167-4367	01/03/2003	10/27/2009	Harbor International	242.81	13,000.00	12,968.87	6,716.44		6,252.43	6,252.43
4167-4367	01/03/2003	10/27/2009	Kalmar "Growth with Value "Small	864.30	10,000.00	9,976.06	9,560.95		415.11	415.11
4167-4367	01/03/2003	10/27/2009	T Rowe Price Mid Cap Growth	312.43	14,000.00	13,966.48	9,987.73		3,978.75	3,978.75
4167-4367	02/15/2005	10/27/2009	Touchstone Sands Capital Select Gr	5,405.41	40,000.00	40,000.00	38,270.27		1,729.73	1,729.73
4167-4367	02/28/2006	10/27/2009	William Blair International Growth	883.49	16,000.00	16,000.00	23,721.70		-7,721.70	-7,721.70
5160-9602	03/25/2009	11/03/2009	Morgan Stanley	120.00	3,842.50	3,826.44	3,126.52	699.92		699.92
5160-9602	04/17/2009	11/03/2009	Morgan Stanley	30.00	960.62	956.60	774.45	182.15		182.15
				150.00	4,803.12	4,783.04	3,900.97	882.07		882.07
5160-9602	04/20/2009	12/29/2009	Microsoft Corp	90.00	2,834.11	2,814.08	1,697.75	1,116.33		1,116.33
			Short Term Gains		55,248.40	55,108.31	83,514.03	-28,405.72		
			Total Long Gains		401,132.64	400,919.22	505,113.47		-104,194.25	
			Total (Sales)		456,381.04	456,027.53	588,627.50	-28,405.72	-104,194.25	-132,599.97
			Total Gains					-28,405.72	-104,194.25	-132,599.97

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
5093-2744	08/31/2007	01/02/2009	Emerson Electric Co	50.00	1,868.61	1,868.59	2,456.70		-588.11	-588.11
5093-2744	08/31/2007	01/02/2009	Novartis A G Spon Adr	30.00	1,484.54	1,484.53	1,586.70		-102.17	-102.17
5093-2744	01/22/2008	01/06/2009	Coventry Health Care Inc	40.00	569.34	569.33	2,429.91	-1,860.58		-1,860.58
5093-2744	03/13/2008	01/06/2009	Coventry Health Care Inc	50.00	711.68	711.67	2,203.45	-1,491.78		-1,491.78
5093-2744	07/23/2008	01/06/2009	Coventry Health Care Inc	50.00	711.68	711.68	1,712.03	-1,000.35		-1,000.35
				140.00	1,992.70	1,992.68	6,345.39	-4,352.71		-4,352.71
5093-2744	08/31/2007	01/13/2009	Kohls Corp	30.00	1,113.04	1,113.03	1,765.26		-652.23	-652.23
5093-2744	10/26/2007	01/13/2009	Pharmaceutical Prod Dev	30.00	776.40	776.39	1,261.87		-485.48	-485.48
7072-6863	04/10/2006	01/14/2009	Harns Corporation	14.00	528.57	528.57	635.81		-107.24	-107.24
7072-6863	06/26/2007	01/14/2009	Harns Corporation	30.00	1,132.65	1,132.64	1,610.10		-477.46	-477.46
				44.00	1,661.22	1,661.21	2,245.91		-584.70	-584.70
7072-6863	09/14/2007	01/14/2009	Hercules Offshore Inc	241.00	1,160.20	1,160.19	6,547.05		-5,386.86	-5,386.86
7072-6863	11/05/2007	01/14/2009	Hercules Offshore Inc	57.00	274.40	274.40	1,557.86		-1,283.46	-1,283.46
				298.00	1,434.60	1,434.59	8,104.91		-6,670.32	-6,670.32
7072-6863	09/14/2007	01/14/2009	Kennametal Inc	45.00	811.48	811.47	1,860.45		-1,048.98	-1,048.98
679-743747	02/26/2008	01/16/2009	Bank Of America Corp	700.00	4,933.77	4,918.81	30,061.95	-25,143.14		-25,143.14
679-743747	10/06/2008	01/16/2009	Bank Of America Corp	140.00	986.76	983.77	4,555.15	-3,571.38		-3,571.38
				840.00	5,920.53	5,902.58	34,617.10	-28,714.52		-28,714.52
5093-2744	08/31/2007	01/28/2009	Kohls Corp	30.00	1,162.85	1,162.84	1,765.26		-602.42	-602.42
6109-7477	09/17/2007	01/30/2009	Altrna	228.00	3,852.22	3,827.19	4,668.56		-841.37	-841.37
5093-2744	10/16/2008	02/02/2009	Best Buy Inc	20.00	544.80	544.79	486.14	58.65		58.65
5093-2744	11/05/2008	02/02/2009	Best Buy Inc	10.00	272.40	272.40	267.38	5.02		5.02
				30.00	817.20	817.19	753.52	63.67		63.67
5093-2744	08/31/2007	02/02/2009	Emerson Electric Co	45.00	1,426.95	1,426.94	2,211.03		-784.09	-784.09
5093-2744	08/31/2007	02/02/2009	Eog Resources Inc	10.00	672.12	672.11	679.40		-7.29	-7.29
5093-2744	08/31/2007	02/05/2009	Kohls Corp	30.00	1,140.66	1,140.65	1,765.26		-624.61	-624.61

Realized Gains and Losses

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Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
679-743747	02/26/2008	02/23/2009	Cemex ADR	900.00	5,228.24	5,210.91	25,675.94	-20,465.03		-20,465.03
679-743747	06/05/2008	02/23/2009	Cemex ADR	32.00	185.89	185.27	736.74	-551.47		-551.47
				932.00	5,414.13	5,396.18	26,412.68	-21,016.50		-21,016.50
679-743747	02/26/2008	02/23/2009	Dow Chemical Company	820.00	6,150.71	6,135.05	31,980.35	-25,845.30		-25,845.30
679-743747	11/03/2008	02/23/2009	Dow Chemical Company	120.00	900.10	897.81	3,190.75	-2,292.94		-2,292.94
				940.00	7,050.81	7,032.86	35,171.10	-28,138.24		-28,138.24
679-743747	02/26/2008	02/24/2009	J P Morgan Chase & Co	680.00	13,420.06	13,402.11	30,061.16	-16,659.05		-16,659.05
5093-2744	12/17/2007	02/24/2009	Laboratory Corp Amer Hldgs	15.00	918.30	918.29	1,120.03		-201.74	-201.74
6109-7477	09/17/2007	03/09/2009	Aon	93.00	3,604.68	3,591.70	4,015.42		-423.72	-423.72
6109-7477	09/17/2007	03/09/2009	Computer Assoc International	232.00	3,652.84	3,639.86	5,695.83		-2,055.97	-2,055.97
6109-7477	09/15/2008	03/09/2009	Noble Energy	40.00	1,718.00	1,708.02	2,336.50	-628.48		-628.48
6109-7477	09/16/2008	03/09/2009	Noble Energy	12.00	515.40	512.41	666.17	-153.76		-153.76
				52.00	2,233.40	2,220.43	3,002.67	-782.24		-782.24
6109-7477	10/16/2007	03/25/2009	Lorillard Inc	13.70	889.40	875.69	966.56		-90.87	-90.87
6109-7477	11/09/2007	03/25/2009	Lorillard Inc	11.30	733.59	722.29	744.13		-21.84	-21.84
				25.00	1,622.99	1,597.98	1,710.69		-112.71	-112.71
7072-6863	04/10/2006	03/26/2009	Autozone Inc	9.00	1,493.68	1,493.67	890.10		603.57	603.57
7072-6863	06/26/2007	03/26/2009	Autozone Inc	6.00	995.79	995.78	819.60		176.18	176.18
				15.00	2,489.47	2,489.45	1,709.70		779.75	779.75
7072-6863	04/10/2006	03/26/2009	Lorillard Inc	31.00	1,999.20	1,999.18	1,487.07		512.11	512.11
5093-2744	11/05/2008	04/02/2009	Best Buy Inc	20.00	809.55	809.54	534.76	274.78		274.78
5093-2744	12/08/2008	04/02/2009	Best Buy Inc	40.00	1,619.09	1,619.08	991.56	627.52		627.52
				60.00	2,428.64	2,428.62	1,526.32	902.30		902.30
5093-2744	08/31/2007	04/02/2009	Cisco Systems Inc	150.00	2,764.20	2,764.18	4,778.70		-2,014.52	-2,014.52
5093-2744	08/31/2007	04/02/2009	Kohls Corp	20.00	909.00	908.99	1,176.84		-267.85	-267.85
679-743747	02/26/2008	04/03/2009	Ford Motor Co Capital Trust II Pfd	250.00	2,325.03	2,307.08	8,381.62		-6,074.54	-6,074.54

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
679-743747	02/26/2008	04/06/2009	Health Care Property	540.00	10,618.45	10,600.50	15,959.67		-5,359.17	-5,359.17
5093-2744	10/26/2007	04/06/2009	Pharmaceutical Prod Dev	40.00	925.84	925.83	1,682.50		-756.67	-756.67
679-743747	02/26/2008	04/08/2009	Ford Motor Co Capital Trust II Pfd	500.00	5,419.41	5,401.46	16,763.23		-11,361.77	-11,361.77
7072-6863	04/10/2006	04/09/2009	Autozone Inc	34.00	5,494.38	5,494.23	3,362.60		2,131.63	2,131.63
7072-6863	07/20/2006	04/09/2009	Autozone Inc	8.00	1,292.80	1,292.77	686.64		606.13	606.13
				42.00	6,787.18	6,787.00	4,049.24		2,737.76	2,737.76
7072-6863	07/20/2006	04/09/2009	J P Morgan Chase & Co	10.00	305.73	305.72	432.00		-126.28	-126.28
7072-6863	06/26/2007	04/09/2009	J P Morgan Chase & Co	16.00	489.16	489.15	775.20		-286.05	-286.05
7072-6863	05/16/2008	04/09/2009	J P Morgan Chase & Co	40.00	1,222.90	1,222.86	1,855.41	-632.55		-632.55
				66.00	2,017.79	2,017.73	3,062.61	-632.55	-412.33	-1,044.88
7072-6863	04/10/2006	04/09/2009	Lorillard Inc	14.00	881.26	881.23	671.58		209.65	209.65
5093-2744	08/31/2007	04/16/2009	Charles Schwab Corp	80.00	1,373.60	1,373.56	1,595.84		-222.28	-222.28
6109-7477	02/28/2008	04/16/2009	Illinois Tool Works	130.00	4,312.49	4,287.37	6,486.99		-2,199.62	-2,199.62
5093-2744	11/13/2007	04/16/2009	Pharmaceutical Prod Dev	30.00	703.53	703.51	1,217.20		-513.69	-513.69
5093-2744	10/24/2008	04/16/2009	Pharmaceutical Prod Dev	50.00	1,172.55	1,172.52	1,351.83	-179.31		-179.31
				80.00	1,876.08	1,876.03	2,569.03	-179.31	-513.69	-693.00
7072-6863	04/10/2006	04/17/2009	Empresa Brasileira ADR	230.00	3,835.97	3,835.87	8,420.30		-4,584.43	-4,584.43
7072-6863	07/20/2006	04/17/2009	Empresa Brasileira ADR	46.00	767.19	767.17	1,570.90		-803.73	-803.73
7072-6863	06/26/2007	04/17/2009	Empresa Brasileira ADR	25.00	416.95	416.94	1,208.00		-791.06	-791.06
				301.00	5,020.11	5,019.98	11,199.20		-6,179.22	-6,179.22
7072-6863	04/10/2006	04/27/2009	Petroleo Brasileiro Sa Petrobras	48.00	1,529.94	1,529.90	1,069.56		460.34	460.34
5093-2744	07/23/2008	05/07/2009	Wells Fargo Company	20.00	520.00	519.98	622.20	-102.22		-102.22
7072-6863	04/10/2006	05/08/2009	Devon Energy Corp New	40.00	2,583.16	2,583.09	2,454.00		129.09	129.09
7072-6863	09/14/2007	05/08/2009	Kennametal Inc	87.00	1,761.43	1,761.38	3,596.88		-1,835.50	-1,835.50
7072-6863	09/14/2007	05/12/2009	Kennametal Inc	52.00	1,028.36	1,028.33	2,149.86		-1,121.53	-1,121.53

Realized Gains and Losses

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Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
7072-6863	05/16/2008	05/12/2009	Kennametal Inc	9.00	177.99	177.98	323.94	-145.96		-145.96
				61.00	1,206.35	1,206.31	2,473.80	-145.96	-1,121.53	-1,267.49
7072-6863	04/10/2006	05/12/2009	Petroleo Brasileiro Sa Petrobras	35.00	1,404.31	1,404.27	779.89		624.38	624.38
5093-2744	08/31/2007	05/13/2009	Colgate-Palmolive Co	20.00	1,261.40	1,261.36	1,330.12		-68.76	-68.76
5093-2744	07/23/2008	05/14/2009	Intuitive Surgical Inc Com New	6.00	923.66	923.63	1,964.36	-1,040.73		-1,040.73
5093-2744	08/07/2008	05/14/2009	Intuitive Surgical Inc Com New	5.00	769.71	769.69	1,528.73	-759.04		-759.04
				11.00	1,693.37	1,693.32	3,493.09	-1,799.77		-1,799.77
7072-6863	04/09/2008	05/15/2009	Kennametal Inc	17.00	297.16	297.15	538.46		-241.31	-241.31
7072-6863	07/25/2008	05/15/2009	Kennametal Inc	115.00	2,010.19	2,010.14	3,429.74	-1,419.60		-1,419.60
				132.00	2,307.35	2,307.29	3,968.20	-1,419.60	-241.31	-1,660.91
5093-2744	10/10/2007	05/15/2009	Omnicom Group Inc	20.00	623.42	623.40	1,033.34		-409.94	-409.94
7072-6863	07/13/2007	05/15/2009	RSC Holdings Inc	305.00	1,889.75	1,889.70	6,658.73		-4,769.03	-4,769.03
7072-6863	05/27/2009	05/27/2009	Harris Stratex Networks Inc.	0.78	3.93	3.93	4.19	-0.26		-0.26
5093-2744	08/31/2007	06/01/2009	Colgate-Palmolive Co	10.00	688.31	688.29	665.06		23.23	23.23
7072-6863	05/27/2009	06/01/2009	Harris Stratex Networks Inc.	73.00	364.53	364.52	391.72	-27.20		-27.20
7072-6863	07/13/2007	06/01/2009	RSC Holdings Inc	77.00	475.54	475.52	1,681.05		-1,205.53	-1,205.53
7072-6863	07/12/2007	06/01/2009	Sterlite Industries	85.00	1,195.00	1,194.97	1,392.96		-197.99	-197.99
7072-6863	07/13/2007	06/01/2009	Sterlite Industries	41.00	576.41	576.39	696.86		-120.47	-120.47
				126.00	1,771.41	1,771.36	2,089.82		-318.46	-318.46
5093-2744	01/22/2008	06/01/2009	T. Rowe Price	30.00	1,257.48	1,257.44	1,430.47		-173.03	-173.03
6109-7477	04/11/2008	06/02/2009	Anglogold Ashanti, Ltd	30.00	1,261.88	1,236.84	968.26		268.58	268.58
7072-6863	07/13/2007	06/02/2009	RSC Holdings Inc	51.00	316.58	316.57	1,113.43		-796.86	-796.86
7072-6863	08/07/2007	06/02/2009	RSC Holdings Inc	32.00	198.64	198.63	603.10		-404.47	-404.47
7072-6863	08/08/2007	06/02/2009	RSC Holdings Inc	1.00	6.21	6.21	18.71		-12.50	-12.50
7072-6863	11/06/2007	06/02/2009	RSC Holdings Inc	104.00	645.58	645.56	1,478.20		-832.64	-832.64

Realized Gains and Losses

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Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
7072-6863	11/19/2007	06/02/2009	RSC Holdings Inc	130.00	806.98	806.96	1,430.90		-623.94	-623.94
				318.00	1,973.99	1,973.93	4,644.34		-2,670.41	-2,670.41
679-743747	06/04/2008	06/04/2009	U S Bancorp Del New	1,000.00	18,582.24	18,564.29	32,935.55	-14,371.26		-14,371.26
5093-2744	05/28/2008	06/05/2009	United Parcel Service	20.00	1,029.09	1,029.06	1,414.31		-385.25	-385.25
7072-6863	10/24/2008	06/19/2009	Weyerhaeuser Co	132.00	3,850.08	3,849.98	4,078.42	-228.44		-228.44
6109-7477	09/17/2007	06/29/2009	United States Steel Corp	44.00	1,639.61	1,627.61	4,023.02		-2,395.41	-2,395.41
6109-7477	09/18/2008	06/29/2009	United States Steel Corp	48.00	1,788.66	1,775.57	4,343.31	-2,567.74		-2,567.74
				92.00	3,428.27	3,403.18	8,366.33	-2,567.74	-2,395.41	-4,963.15
5093-2744	08/31/2007	06/30/2009	Apple Computer	5.00	711.61	711.59	691.55		20.04	20.04
5093-2744	11/05/2008	06/30/2009	C H Robinson Worldwide	10.00	519.51	519.49	539.81	-20.32		-20.32
5093-2744	08/31/2007	06/30/2009	Ecolab	25.00	976.53	976.50	1,049.50		-73.00	-73.00
5093-2744	08/31/2007	06/30/2009	Intel Corp	35.00	575.79	575.77	897.33		-321.56	-321.56
5093-2744	08/07/2008	06/30/2009	Intuitive Surgical Inc Com New	1.00	164.15	164.14	305.75	-141.61		-141.61
5093-2744	09/12/2008	06/30/2009	Intuitive Surgical Inc Com New	3.00	492.45	492.44	830.52	-338.08		-338.08
5093-2744	09/19/2008	06/30/2009	Intuitive Surgical Inc Com New	1.00	164.15	164.14	286.96	-122.82		-122.82
				5.00	820.75	820.72	1,423.23	-602.51		-602.51
5093-2744	08/31/2007	06/30/2009	Stryker Corp	15.00	596.87	596.85	1,003.98		-407.13	-407.13
6109-7477	11/09/2007	07/06/2009	Lonllard Inc	72.00	5,032.94	5,007.81	4,741.35		266.46	266.46
5093-2744	08/31/2007	07/14/2009	Colgate-Palmolive Co	25.00	1,824.76	1,824.71	1,662.65		162.06	162.06
5093-2744	08/31/2007	07/16/2009	S E I Investments Co	168.00	3,033.90	3,033.82	4,256.45		-1,222.63	-1,222.63
5093-2744	08/31/2007	07/17/2009	Eog Resources Inc	20.00	1,396.45	1,396.41	1,358.80		37.61	37.61
5093-2744	10/26/2007	07/17/2009	Eog Resources Inc	16.00	1,117.16	1,117.13	1,294.30		-177.17	-177.17
				36.00	2,513.61	2,513.54	2,653.10		-139.56	-139.56
5093-2744	08/31/2007	07/17/2009	S E I Investments Co	102.00	1,835.86	1,835.81	2,584.27		-748.46	-748.46

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5093-2744	09/19/2008	07/17/2009	S E I Investments Co	60.00	1,079.91	1,079.88	1,245.05	-165.17	-748.46	-165.17
				162.00	2,915.77	2,915.69	3,829.32	-165.17		-913.63
5093-2744	01/22/2008	07/17/2009	T. Rowe Price	10.00	416.51	416.50	476.82		-60.32	-60.32
5093-2744	04/04/2008	07/17/2009	T. Rowe Price	20.00	833.01	832.99	1,090.70		-257.71	-257.71
5093-2744	11/12/2008	07/17/2009	T. Rowe Price	40.00	1,666.02	1,665.97	1,313.76	352.21		352.21
				70.00	2,915.54	2,915.46	2,881.28	352.21	-318.03	34.18
5093-2744	09/19/2008	07/21/2009	Intuitive Surgical Inc Com New	1.00	167.21	167.21	286.96	-119.75		-119.75
5093-2744	10/08/2008	07/21/2009	Intuitive Surgical Inc Com New	6.00	1,003.24	1,003.21	1,101.00	-97.79		-97.79
5093-2744	01/28/2009	07/21/2009	Intuitive Surgical Inc Com New	12.00	2,006.47	2,006.41	1,257.00	749.41		749.41
				19.00	3,176.92	3,176.83	2,644.96	531.87		531.87
5093-2744	08/31/2007	07/27/2009	Bank of New York Mellon	50.00	1,350.01	1,349.97	2,029.40		-679.43	-679.43
5093-2744	10/26/2007	07/27/2009	Eog Resources Inc	4.00	297.62	297.61	323.57		-25.96	-25.96
5093-2744	12/10/2007	07/27/2009	Eog Resources Inc	6.00	446.42	446.41	532.29		-85.88	-85.88
				10.00	744.04	744.02	855.86		-111.84	-111.84
5093-2744	08/31/2007	07/29/2009	Bank of New York Mellon	50.00	1,357.51	1,357.47	2,029.40		-671.93	-671.93
5093-2744	08/31/2007	07/29/2009	Medtronic Inc	40.00	1,391.60	1,391.56	2,104.80		-713.24	-713.24
5093-2744	10/16/2008	07/29/2009	Nokia Corp Spon Adr	90.00	1,165.86	1,165.83	1,425.41	-259.58		-259.58
5093-2744	01/28/2009	07/29/2009	Nokia Corp Spon Adr	30.00	388.62	388.61	391.50	-2.89		-2.89
				120.00	1,554.48	1,554.44	1,816.91	-262.47		-262.47
5093-2744	08/31/2007	07/29/2009	Sysco Corporation	40.00	929.52	929.49	1,347.00		-417.51	-417.51
5093-2744	08/31/2007	07/29/2009	Sysco Corporation	40.00	929.51	929.49	1,347.20		-417.71	-417.71
				80.00	1,859.03	1,858.98	2,694.20		-835.22	-835.22
7072-6863	04/10/2006	07/30/2009	Ace Limited	65.00	3,092.83	3,092.74	3,368.95		-276.21	-276.21
7072-6863	07/20/2006	07/30/2009	Ace Limited	32.00	1,522.62	1,522.58	1,660.16		-137.58	-137.58
7072-6863	06/26/2007	07/30/2009	Ace Limited	3.00	142.75	142.75	188.88		-46.13	-46.13
				100.00	4,758.20	4,758.07	5,217.99		-459.92	-459.92
7072-6863	04/10/2006	07/30/2009	Ace Limited	80.00	3,805.92	3,805.82	4,146.40		-340.58	-340.58
7072-6863	04/09/2009	07/30/2009	Alpha Natural Resources	126.00	4,177.03	4,176.92	2,288.48	1,888.44		1,888.44

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7072-6863	04/27/2009	07/30/2009	Alpha Natural Resources	65.00	2,154.81	2,154.75	1,226.25	928.50		928.50
				191.00	6,331.84	6,331.67	3,514.73	2,816.94		2,816.94
7072-6863	06/16/2006	07/30/2009	America Movil SA ADR	150.00	6,373.65	6,373.49	4,483.23		1,890.26	1,890.26
7072-6863	07/20/2006	07/30/2009	America Movil SA ADR	23.00	977.29	977.26	803.62		173.64	173.64
7072-6863	06/26/2007	07/30/2009	America Movil SA ADR	15.00	637.37	637.35	921.00		-283.65	-283.65
				188.00	7,988.31	7,988.10	6,207.85		1,780.25	1,780.25
7072-6863	04/10/2006	07/30/2009	Amenisourcebergen Corp	272.00	5,397.02	5,396.88	6,155.14		-758.26	-758.26
7072-6863	07/20/2006	07/30/2009	Amenisourcebergen Corp	80.00	1,587.36	1,587.32	1,645.65		-58.33	-58.33
				352.00	6,984.38	6,984.20	7,800.79		-816.59	-816.59
7072-6863	04/09/2009	07/30/2009	Anadarko Petroleum Corp	52.00	2,488.20	2,488.14	2,232.60	255.54		255.54
7072-6863	04/17/2009	07/30/2009	Anadarko Petroleum Corp	30.00	1,435.50	1,435.46	1,313.51	121.95		121.95
7072-6863	05/12/2009	07/30/2009	Anadarko Petroleum Corp	12.00	574.20	574.18	547.61	26.57		26.57
				94.00	4,497.90	4,497.78	4,093.72	404.06		404.06
7072-6863	11/18/2008	07/30/2009	Avon Products	193.00	6,176.77	6,176.61	4,198.12	1,978.49		1,978.49
7072-6863	03/26/2009	07/30/2009	Avon Products	57.00	1,824.23	1,824.18	1,144.54	679.64		679.64
				250.00	8,001.00	8,000.79	5,342.66	2,658.13		2,658.13
7072-6863	04/10/2006	07/30/2009	Baxter International Inc	125.00	7,065.25	7,065.06	4,590.00		2,475.06	2,475.06
7072-6863	07/20/2006	07/30/2009	Baxter International Inc	13.00	734.79	734.77	533.91	200.86		200.86
7072-6863	06/26/2007	07/30/2009	Baxter International Inc	10.00	565.22	565.21	553.20	12.01		12.01
				148.00	8,365.26	8,365.04	5,677.11	2,687.93		2,687.93
7072-6863	04/10/2006	07/30/2009	Black & Decker Corp	95.00	3,574.28	3,574.18	8,163.35		-4,589.17	-4,589.17
7072-6863	07/20/2006	07/30/2009	Black & Decker Corp	18.00	677.23	677.21	1,371.42		-694.21	-694.21
7072-6863	06/26/2007	07/30/2009	Black & Decker Corp	12.00	451.49	451.48	1,046.28		-594.80	-594.80
7072-6863	05/12/2009	07/30/2009	Black & Decker Corp	24.00	902.98	902.96	781.24	121.72		121.72
				149.00	5,605.98	5,605.83	11,362.29	121.72		-5,756.46
7072-6863	06/01/2006	07/30/2009	Celanese	200.00	4,978.40	4,978.27	4,025.76		952.51	952.51
7072-6863	07/20/2006	07/30/2009	Celanese	30.00	746.76	746.74	584.40		162.34	162.34
7072-6863	08/18/2006	07/30/2009	Celanese	80.00	1,991.36	1,991.31	1,523.26		468.05	468.05
7072-6863	10/17/2006	07/30/2009	Celanese	89.00	2,215.39	2,215.33	1,654.66		560.67	560.67

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7072-6863	06/26/2007	07/30/2009	Celanese	27.00	672.08	672.06	1,043.28		-371.22	-371.22
				426.00	10,603.99	10,603.71	8,831.36		1,772.35	1,772.35
7072-6863	04/09/2008	07/30/2009	Commscope Inc	217.00	5,260.51	5,260.37	8,045.84		-2,785.47	-2,785.47
7072-6863	11/12/2008	07/30/2009	Commscope Inc	134.00	3,248.43	3,248.35	1,511.73	1,736.62		1,736.62
				351.00	8,508.94	8,508.72	9,557.57	1,736.62	-2,785.47	-1,048.85
7072-6863	05/15/2008	07/30/2009	Companhia Vale Do Rio Doce ADR	220.00	4,299.02	4,298.90	9,066.44		-4,767.54	-4,767.54
7072-6863	06/17/2008	07/30/2009	Companhia Vale Do Rio Doce ADR	9.00	175.87	175.87	327.43		-151.56	-151.56
				229.00	4,474.89	4,474.77	9,393.87		-4,919.10	-4,919.10
7072-6863	06/17/2008	07/30/2009	Companhia Vale Do Rio Doce ADR	100.00	1,954.10	1,954.04	3,638.13		-1,684.09	-1,684.09
7072-6863	04/10/2006	07/30/2009	Conoco Phillips	143.00	6,180.48	6,180.32	9,553.42		-3,373.10	-3,373.10
7072-6863	06/26/2007	07/30/2009	Conoco Phillips	31.00	1,339.82	1,339.78	2,388.55		-1,048.77	-1,048.77
				174.00	7,520.30	7,520.10	11,941.97		-4,421.87	-4,421.87
7072-6863	04/10/2006	07/30/2009	Conoco Phillips	57.00	2,463.67	2,463.60	3,808.00		-1,344.40	-1,344.40
7072-6863	07/20/2006	07/30/2009	Conoco Phillips	43.00	1,858.55	1,858.50	2,801.45		-942.95	-942.95
				100.00	4,322.22	4,322.10	6,609.45		-2,287.35	-2,287.35
7072-6863	04/10/2006	07/30/2009	Consol Energy Inc	230.00	7,840.70	7,840.49	9,087.30		-1,246.81	-1,246.81
7072-6863	07/20/2006	07/30/2009	Consol Energy Inc	3.00	102.27	102.27	120.54		-18.27	-18.27
				233.00	7,942.97	7,942.76	9,207.84		-1,265.08	-1,265.08
7072-6863	04/10/2006	07/30/2009	Consol Energy Inc	100.00	3,410.00	3,409.91	3,951.00		-541.09	-541.09
7072-6863	04/10/2006	07/30/2009	Devon Energy Corp New	171.00	9,800.70	9,800.45	10,490.85		-690.40	-690.40
7072-6863	07/20/2006	07/30/2009	Devon Energy Corp New	51.00	2,923.01	2,922.93	3,044.70		-121.77	-121.77
				222.00	12,723.71	12,723.38	13,535.55		-812.17	-812.17
7072-6863	06/17/2008	07/30/2009	Eaton	91.00	4,722.54	4,722.42	8,819.13		-4,096.71	-4,096.71
7072-6863	03/26/2009	07/30/2009	Eaton	58.00	3,009.97	3,009.89	2,283.87	726.02		726.02
7072-6863	04/17/2009	07/30/2009	Eaton	7.00	363.27	363.26	307.98	55.28		55.28
				156.00	8,095.78	8,095.57	11,410.98	781.30	-4,096.71	-3,315.41
7072-6863	06/01/2009	07/30/2009	Energizer Holdings Inc	77.00	4,906.51	4,906.38	4,222.51	683.87		683.87

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7072-6863	06/19/2009	07/30/2009	Energizer Holdings Inc	27.00	1,720.47	1,720.42	1,389.39	331.03		331.03
				104.00	6,626.98	6,626.80	5,611.90	1,014.90		1,014.90
7072-6863	05/18/2007	07/30/2009	Freeport McMoran Copper & Gold	70.00	4,066.58	4,066.48	4,922.61		-856.13	-856.13
7072-6863	06/26/2007	07/30/2009	Freeport McMoran Copper & Gold	10.00	580.94	580.92	791.40		-210.48	-210.48
7072-6863	11/13/2007	07/30/2009	Freeport McMoran Copper & Gold	10.00	580.94	580.92	1,002.56		-421.64	-421.64
7072-6863	11/19/2007	07/30/2009	Freeport McMoran Copper & Gold	18.00	1,045.69	1,045.66	1,659.62		-613.96	-613.96
				108.00	6,274.15	6,273.98	8,376.19		-2,102.21	-2,102.21
7072-6863	09/24/2008	07/30/2009	Goldman Sachs Group Inc	52.00	8,466.12	8,465.90	6,870.59	1,595.31		1,595.31
7072-6863	04/10/2006	07/30/2009	Harris Corporation	216.00	6,869.02	6,868.84	9,809.71		-2,940.87	-2,940.87
7072-6863	07/20/2006	07/30/2009	Harris Corporation	34.00	1,081.23	1,081.20	1,334.84		-253.64	-253.64
7072-6863	11/08/2006	07/30/2009	Harris Corporation	47.00	1,494.65	1,494.61	1,916.88		-422.27	-422.27
				297.00	9,444.90	9,444.65	13,061.43		-3,616.78	-3,616.78
7072-6863	01/14/2009	07/30/2009	Intl Business Machines	47.00	5,574.67	5,574.52	3,887.99	1,686.53		1,686.53
7072-6863	05/12/2009	07/30/2009	Intl Business Machines	4.00	474.44	474.43	412.52	61.91		61.91
				51.00	6,049.11	6,048.95	4,300.51	1,748.44		1,748.44
7072-6863	04/10/2006	07/30/2009	Invesco PLC ADR	305.00	6,030.47	6,030.32	5,773.65		256.67	256.67
7072-6863	07/20/2006	07/30/2009	Invesco PLC ADR	31.00	612.93	612.91	549.94		62.97	62.97
7072-6863	06/26/2007	07/30/2009	Invesco PLC ADR	37.00	731.56	731.54	966.44		-234.90	-234.90
				373.00	7,374.96	7,374.77	7,290.03		84.74	84.74
7072-6863	04/10/2006	07/30/2009	J P Morgan Chase & Co	160.00	6,200.32	6,200.16	6,692.80		-492.64	-492.64
7072-6863	07/20/2006	07/30/2009	J P Morgan Chase & Co	10.00	387.52	387.51	432.00		-44.49	-44.49
				170.00	6,587.84	6,587.67	7,124.80		-537.13	-537.13
7072-6863	04/10/2006	07/30/2009	Lorillard Inc	188.00	13,801.64	13,801.28	9,018.36		4,782.92	4,782.92
7072-6863	04/09/2009	07/30/2009	Metlife Inc	76.00	2,524.11	2,524.04	1,972.95	551.09		551.09
7072-6863	05/12/2009	07/30/2009	Metlife Inc	24.00	797.09	797.07	771.20	25.87		25.87
				100.00	3,321.20	3,321.11	2,744.15	576.96		576.96
7072-6863	04/09/2009	07/30/2009	Metlife Inc	10.00	332.00	331.99	259.60	72.39		72.39
7072-6863	04/10/2006	07/30/2009	Morgan Stanley	95.00	2,682.05	2,681.97	5,071.82		-2,389.85	-2,389.85
7072-6863	07/20/2006	07/30/2009	Morgan Stanley	30.00	846.96	846.94	1,594.71		-747.77	-747.77

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7072-6863	06/26/2007	07/30/2009	Morgan Stanley	15.00	423.48	423.47	1,047.79		-624.32	-624.32
7072-6863	12/19/2007	07/30/2009	Morgan Stanley	32.00	903.42	903.40	1,595.21		-691.81	-691.81
7072-6863	05/16/2008	07/30/2009	Morgan Stanley	41.00	1,157.51	1,157.48	1,929.13		-771.65	-771.65
7072-6863	07/25/2008	07/30/2009	Morgan Stanley	17.00	479.94	479.93	625.77		-145.84	-145.84
				230.00	6,493.36	6,493.19	11,864.43		-5,371.24	-5,371.24
7072-6863	05/15/2009	07/30/2009	Mosaic Co	89.00	4,578.25	4,578.13	4,555.09	23.04		23.04
7072-6863	06/19/2009	07/30/2009	Mosaic Co	27.00	1,388.91	1,388.87	1,265.01	123.86		123.86
				116.00	5,967.16	5,967.00	5,820.10	146.90		146.90
7072-6863	04/10/2006	07/30/2009	Newell Rubbermaid Inc	221.00	2,888.91	2,888.83	5,564.78		-2,675.95	-2,675.95
7072-6863	07/20/2006	07/30/2009	Newell Rubbermaid Inc	53.00	692.82	692.80	1,312.12		-619.32	-619.32
7072-6863	06/26/2007	07/30/2009	Newell Rubbermaid Inc	17.00	222.22	222.21	500.65		-278.44	-278.44
7072-6863	03/26/2009	07/30/2009	Newell Rubbermaid Inc	124.00	1,620.93	1,620.89	852.74	768.15		768.15
7072-6863	04/17/2009	07/30/2009	Newell Rubbermaid Inc	212.00	2,771.26	2,771.19	1,623.52	1,147.67		1,147.67
				627.00	8,196.14	8,195.92	9,853.81	1,915.82	-3,573.71	-1,657.89
7072-6863	04/10/2006	07/30/2009	Nokia Corp Spon Adr	425.00	5,559.42	5,559.27	8,682.75		-3,123.48	-3,123.48
7072-6863	07/20/2006	07/30/2009	Nokia Corp Spon Adr	59.00	771.78	771.76	1,162.77		-391.01	-391.01
7072-6863	06/26/2007	07/30/2009	Nokia Corp Spon Adr	70.00	915.67	915.65	1,936.90		-1,021.25	-1,021.25
				554.00	7,246.87	7,246.68	11,782.42		-4,535.74	-4,535.74
7072-6863	04/10/2006	07/30/2009	Petroleo Brasileiro Sa Petrobras	230.00	9,425.40	9,425.15	5,124.97		4,300.18	4,300.18
7072-6863	06/06/2006	07/30/2009	Petroleo Brasileiro Sa Petrobras	40.00	1,639.20	1,639.16	854.55		784.61	784.61
7072-6863	07/20/2006	07/30/2009	Petroleo Brasileiro Sa Petrobras	92.00	3,770.16	3,770.06	1,986.97		1,783.09	1,783.09
				362.00	14,834.76	14,834.37	7,966.49		6,867.88	6,867.88
7072-6863	04/09/2009	07/30/2009	State Street Corporation	67.00	3,307.26	3,307.17	2,345.90	961.27		961.27
7072-6863	04/17/2009	07/30/2009	State Street Corporation	56.00	2,764.27	2,764.20	1,960.01	804.19		804.19
				123.00	6,071.53	6,071.37	4,305.91	1,765.46		1,765.46
7072-6863	07/12/2007	07/30/2009	Sterlite Industries	100.00	1,319.22	1,319.18	1,638.78		-319.60	-319.60
7072-6863	07/12/2007	07/30/2009	Sterlite Industries	100.00	1,319.10	1,319.06	1,638.78		-319.72	-319.72
7072-6863	07/12/2007	07/30/2009	Sterlite Industries	100.00	1,319.10	1,319.06	1,638.78		-319.72	-319.72
7072-6863	07/12/2007	07/30/2009	Sterlite Industries	100.00	1,319.08	1,319.04	1,638.78		-319.74	-319.74
7072-6863	07/12/2007	07/30/2009	Sterlite Industries	37.00	488.03	488.01	606.35		-118.34	-118.34

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
7072-6863	08/24/2007	07/30/2009	Sterlite Industries	23.00	303.37	303.36	346.46		-43.10	-43.10
				60.00	791.40	791.37	952.81		-161.44	-161.44
7072-6863	04/10/2006	07/30/2009	TJX Companies Inc	260.00	9,545.12	9,544.87	6,346.60		3,198.27	3,198.27
7072-6863	07/20/2006	07/30/2009	TJX Companies Inc	42.00	1,541.90	1,541.86	1,015.98		525.88	525.88
7072-6863	06/26/2007	07/30/2009	TJX Companies Inc	30.00	1,101.36	1,101.33	806.70		294.63	294.63
				332.00	12,188.38	12,188.06	8,169.28		4,018.78	4,018.78
7072-6863	04/10/2006	07/30/2009	Tyco Int'l Ltd New	7.00	208.54	208.53	283.73		-75.20	-75.20
7072-6863	07/20/2006	07/30/2009	Tyco Int'l Ltd New	11.25	335.16	335.15	1,138.43		-803.28	-803.28
7072-6863	07/20/2006	07/30/2009	Tyco Int'l Ltd New	11.25	335.16	335.15	776.97		-441.82	-441.82
7072-6863	07/20/2006	07/30/2009	Tyco Int'l Ltd New	11.25	335.16	335.15	650.87		-315.72	-315.72
7072-6863	07/20/2006	07/30/2009	Tyco Int'l Ltd New	11.25	335.16	335.15	444.19		-109.04	-109.04
7072-6863	06/26/2007	07/30/2009	Tyco Int'l Ltd New	8.00	238.34	238.33	1,077.76		-839.43	-839.43
7072-6863	06/26/2007	07/30/2009	Tyco Int'l Ltd New	8.00	238.34	238.33	735.57		-497.24	-497.24
7072-6863	06/26/2007	07/30/2009	Tyco Int'l Ltd New	8.00	238.34	238.33	616.15		-377.82	-377.82
7072-6863	06/26/2007	07/30/2009	Tyco Int'l Ltd New	8.00	238.34	238.33	420.52		-182.19	-182.19
7072-6863	12/19/2007	07/30/2009	Tyco Int'l Ltd New	101.00	3,008.98	3,008.92	4,183.34		-1,174.42	-1,174.42
7072-6863	01/14/2009	07/30/2009	Tyco Int'l Ltd New	45.00	1,340.64	1,340.61	988.95	351.66		351.66
7072-6863	03/26/2009	07/30/2009	Tyco Int'l Ltd New	32.00	953.34	953.32	666.66	286.66		286.66
7072-6863	04/17/2009	07/30/2009	Tyco Int'l Ltd New	50.00	1,489.60	1,489.56	1,096.88	392.68		392.68
				312.00	9,295.10	9,294.86	13,080.02	1,031.00	-4,816.16	-3,785.16
7072-6863	01/09/2008	07/30/2009	Union Pacific Corp	148.00	8,476.55	8,476.33	8,323.05		153.28	153.28
7072-6863	05/08/2009	07/30/2009	Wells Fargo Company	151.00	3,791.92	3,791.82	3,950.27	-158.45		-158.45
7072-6863	05/12/2009	07/30/2009	Wells Fargo Company	32.00	803.58	803.56	815.35	-11.79		-11.79
				183.00	4,595.50	4,595.38	4,765.62	-170.24		-170.24
5093-2744	01/28/2009	08/12/2009	Nokia Corp Spon Adr	20.00	263.78	263.77	261.00	2.77		2.77
5093-2744	02/20/2009	08/12/2009	Nokia Corp Spon Adr	100.00	1,318.90	1,318.87	1,040.00	278.87		278.87
5093-2744	03/10/2009	08/12/2009	Nokia Corp Spon Adr	45.00	593.51	593.49	439.20	154.29		154.29
				165.00	2,176.19	2,176.13	1,740.20	435.93		435.93
5093-2744	08/31/2007	08/12/2009	Sysco Corporation	2.00	50.03	50.03	67.36		-17.33	-17.33
5093-2744	08/31/2007	08/12/2009	Sysco Corporation	43.00	1,075.68	1,075.65	1,448.24		-372.59	-372.59
5093-2744	02/04/2008	08/12/2009	Sysco Corporation	35.00	875.55	875.52	1,034.43		-158.91	-158.91
				80.00	2,001.26	2,001.20	2,550.03		-548.83	-548.83

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
5093-2744	08/31/2007	08/13/2009	AFLAC	70.00	2,946.57	2,946.49	3,762.64		-816.15	-816.15
5093-2744	08/31/2007	08/18/2009	Kohls Corp	60.00	3,090.01	3,089.93	3,530.52		-440.59	-440.59
5093-2744	08/31/2007	08/25/2009	Medtronic Inc	125.00	4,719.71	4,719.58	6,577.50		-1,857.92	-1,857.92
6109-7477	09/17/2007	08/26/2009	Wells Fargo Company	6.00	165.43	164.16	214.55		-50.39	-50.39
6109-7477	09/17/2007	08/26/2009	Wells Fargo Company	12.00	330.86	328.31	429.09		-100.78	-100.78
6109-7477	09/17/2007	08/26/2009	Wells Fargo Company	100.00	2,757.14	2,735.87	3,575.77		-839.90	-839.90
				118.00	3,253.43	3,228.34	4,219.41		-991.07	-991.07
6109-7477	12/11/2008	08/31/2009	Agilent Technologies	118.00	3,022.11	2,997.03	2,150.49	846.54		846.54
6109-7477	09/17/2007	08/31/2009	J P Morgan Chase & Co	73.00	3,170.16	3,145.07	3,325.33		-180.26	-180.26
5093-2744	12/10/2007	09/04/2009	Eog Resources Inc	10.00	691.44	691.42	887.14		-195.72	-195.72
5093-2744	08/31/2007	09/04/2009	Questar Corporation	70.00	2,330.98	2,330.92	3,501.89		-1,170.97	-1,170.97
5093-2744	04/29/2008	09/04/2009	Smith International	30.00	775.83	775.81	2,288.61		-1,512.80	-1,512.80
6109-7477	06/04/2008	09/11/2009	Anglogold Ashanti, Ltd	15.00	647.11	622.09	521.42		100.67	100.67
6109-7477	06/04/2008	09/14/2009	Anglogold Ashanti, Ltd	27.00	1,161.02	1,135.99	938.55		197.44	197.44
6109-7477	09/17/2007	09/14/2009	Kraft Foods	70.00	1,827.05	1,802.00	2,388.36		-586.36	-586.36
6109-7477	09/17/2007	09/15/2009	Kraft Foods	93.00	2,425.86	2,400.79	3,173.11		-772.32	-772.32
5093-2744	08/31/2007	09/25/2009	Apple Computer	4.00	738.23	738.21	553.24		184.97	184.97
6109-7477	12/11/2008	09/30/2009	Agilent Technologies	40.00	1,115.16	1,090.13	728.98	361.15		361.15
5093-2744	08/31/2007	10/06/2009	Bank of New York Mellon	100.00	2,807.25	2,807.18	4,058.80		-1,251.62	-1,251.62
5093-2744	09/13/2007	10/06/2009	Bank of New York Mellon	10.00	280.73	280.72	425.47		-144.75	-144.75
				110.00	3,087.98	3,087.90	4,484.27		-1,396.37	-1,396.37
6109-7477	09/17/2007	10/07/2009	Comcast Corp. Special Cl A	25.00	367.57	363.77	613.33		-249.56	-249.56
6109-7477	09/17/2007	10/07/2009	Comcast Corp. Special Cl A	140.00	2,058.39	2,037.12	3,434.36		-1,397.24	-1,397.24
				165.00	2,425.96	2,400.89	4,047.69		-1,646.80	-1,646.80
6109-7477	12/11/2008	10/08/2009	Agilent Technologies	19.00	523.48	511.59	346.27	165.32		165.32

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
6109-7477	12/19/2008	10/08/2009	Agilent Technologies	21.00	578.59	565.45	349.21	216.24		216.24
				40.00	1,102.07	1,077.04	695.48	381.56		381.56
6109-7477	09/17/2007	10/08/2009	Comcast Corp. Special CI A	91.00	1,358.53	1,333.49	2,232.52		-899.03	-899.03
5093-2744	08/31/2007	10/09/2009	Charles Schwab Corp	30.00	581.38	581.36	598.44		-17.08	-17.08
5093-2744	09/13/2007	10/09/2009	Charles Schwab Corp	50.00	968.96	968.93	988.95		-20.02	-20.02
5093-2744	01/22/2008	10/09/2009	Charles Schwab Corp	130.00	2,519.29	2,519.24	2,763.48		-244.24	-244.24
5093-2744	04/24/2008	10/09/2009	Charles Schwab Corp	70.00	1,356.55	1,356.51	1,539.14		-182.63	-182.63
				280.00	5,426.18	5,426.04	5,890.01		-463.97	-463.97
5093-2744	08/31/2007	10/09/2009	Kohls Corp	15.00	897.15	897.12	882.63		14.49	14.49
5093-2744	09/13/2007	10/09/2009	Kohls Corp	15.00	897.15	897.13	842.09		55.04	55.04
				30.00	1,794.30	1,794.25	1,724.72		69.53	69.53
5093-2744	04/29/2008	10/09/2009	Smith International	30.00	902.12	902.09	2,288.60		-1,386.51	-1,386.51
5093-2744	02/04/2008	10/09/2009	Sysco Corporation	105.00	2,627.69	2,627.62	3,103.28		-475.66	-475.66
6109-7477	12/19/2008	10/14/2009	Agilent Technologies	144.00	3,967.20	3,942.09	2,394.59	1,547.50		1,547.50
5093-2744	08/31/2007	10/14/2009	Intel Corp	130.00	2,711.80	2,711.73	3,332.94		-621.21	-621.21
5093-2744	11/13/2007	10/14/2009	Intel Corp	70.00	1,460.20	1,460.16	1,799.92		-339.76	-339.76
5093-2744	05/08/2008	10/14/2009	Intel Corp	50.00	1,043.00	1,042.97	1,171.00		-128.03	-128.03
				250.00	5,215.00	5,214.86	6,303.86		-1,089.00	-1,089.00
5093-2744	08/31/2007	10/23/2009	Microsoft Corp	120.00	3,439.21	3,439.12	3,442.56		-3.44	-3.44
6109-7477	09/17/2007	10/23/2009	Microsoft Corp	45.00	1,275.19	1,250.15	1,292.72		-42.57	-42.57
6109-7477	09/17/2007	10/26/2009	Microsoft Corp	38.00	1,098.73	1,086.82	1,091.63		-4.81	-4.81
6109-7477	09/17/2007	10/26/2009	Microsoft Corp	42.00	1,214.38	1,201.23	1,206.54		-5.31	-5.31
				80.00	2,313.11	2,288.05	2,298.17		-10.12	-10.12
679-743747	03/25/2009	11/03/2009	Morgan Stanley	420.00	13,501.70	13,483.75	10,663.48	2,820.27		2,820.27
6109-7477	09/17/2007	11/05/2009	Microsoft Corp	124.00	3,541.87	3,516.77	3,562.16		-45.39	-45.39
6109-7477	11/12/2008	11/16/2009	Eog Resources Inc	25.00	2,256.69	2,231.63	1,922.58		309.05	309.05

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
6109-7477	11/12/2008	11/24/2009	Eog Resources Inc	36.00	3,170.92	3,145.83	2,768.52		377.31	377.31
5093-2744	08/31/2007	11/25/2009	Staples Inc	140.00	3,274.60	3,274.51	3,265.92		8.59	8.59
5093-2744	08/31/2007	12/03/2009	Staples Inc	205.00	4,900.38	4,900.26	4,782.24		118.02	118.02
5093-2744	09/13/2007	12/03/2009	Staples Inc	40.00	956.17	956.14	888.40		67.74	67.74
5093-2744	03/13/2008	12/03/2009	Staples Inc	110.00	2,629.47	2,629.40	2,371.60		257.80	257.80
5093-2744	09/02/2008	12/03/2009	Staples Inc	60.00	1,434.26	1,434.22	1,503.96		-69.74	-69.74
				415.00	9,920.28	9,920.02	9,546.20		373.82	373.82
6109-7477	09/17/2007	12/16/2009	Comcast Corp. Special Cl A	73.00	1,218.10	1,207.01	1,790.92		-583.91	-583.91
6109-7477	11/26/2007	12/16/2009	Comcast Corp. Special Cl A	37.00	617.39	611.76	732.89		-121.13	-121.13
6109-7477	08/19/2009	12/16/2009	Comcast Corp. Special Cl A	55.00	917.75	909.39	771.55	137.84		137.84
				165.00	2,753.24	2,728.16	3,295.36	137.84	-705.04	-567.20
6109-7477	09/17/2007	12/16/2009	Microsoft Corp	101.00	3,049.20	3,036.17	2,901.43		134.74	134.74
479-612901	08/04/2005	12/22/2009	Eaton Vance Floating Rate Hl Inc I	42,057.44	352,020.79	351,995.79	409,523.67		-57,527.88	-57,527.88
479-612901	08/04/2005	12/22/2009	Eaton Vance Floating Rate I	41,518.08	354,979.58	354,954.58	406,891.71		-51,937.13	-51,937.13
479-612901	08/04/2005	12/22/2009	FBR Focus Fund	4,886.08	202,870.12	202,870.12	237,955.78		-35,085.66	-35,085.66
479-612901	07/19/2006	12/22/2009	FBR Focus Fund	437.64	18,170.69	18,170.69	21,313.24		-3,142.55	-3,142.55
479-612901	07/20/2007	12/22/2009	FBR Focus Fund	2,409.22	100,030.98	100,030.98	117,330.98		-17,300.00	-17,300.00
				7,732.94	321,071.79	321,071.79	376,600.00		-55,528.21	-55,528.21
6109-7477	09/17/2007	12/22/2009	Raytheon Company New	17.00	891.91	866.88	1,043.44		-176.56	-176.56
5093-2744	08/31/2007	12/29/2009	Apple Computer	7.00	1,478.42	1,478.38	968.17		510.21	510.21
5093-2744	01/24/2008	12/29/2009	Apple Computer	3.00	633.61	633.59	399.87		233.72	233.72
				10.00	2,112.03	2,111.97	1,368.04		743.93	743.93
5093-2744	04/04/2008	12/29/2009	Hewlett-Packard Company	20.00	1,051.62	1,051.59	928.78		122.81	122.81
679-743747	04/21/2009	12/29/2009	Microsoft Corp	240.00	7,554.28	7,536.33	4,555.23	2,981.10		2,981.10

Realized Gains and Losses

Fiscal Year Ending 12/31/2009

Perry Foundation Preliminary Report Group

Realized Gains and Losses

Account Number	Date Acquired	Date Sold	Description	Quantity	Gross Proceeds	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
6109-7477	09/17/2007	12/30/2009	Noble Energy	5.00	359.02	334.01	322.31		11.70	11.70
			Short Term Gains		188,798.72	188,535.73	281,146.12	-92,610.39		
			Total Long Gains		1,448,883.78	1,448,202.25	1,728,917.93		-280,715.68	
			Total (Sales)		1,637,682.50	1,636,737.98	2,010,064.05	-92,610.39	-280,715.68	-373,326.07
			Total Gains					-92,610.39	-280,715.68	-373,326.07

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	PATRICIA AND DOUGLAS PERRY FOUNDATION	54-1691140
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	999 WATERSIDE DR, SUITE 1825	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NORFOLK, VA 23510	

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 (section 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ► OFFICERS

Telephone No. ► 757-428-8900

FAX No. ► _____

- 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 8/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 2009 or
- tax year beginning _____, 20____, and ending _____, 20____.

- 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 \$	3,816.
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 \$	15,000.
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 \$	0.

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.**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev 4-2009)

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

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	Employer identification number 54-1691140 For IRS use only
	PATRICIA AND DOUGLAS PERRY FOUNDATION	
	Number, street, and room or suite number. If a P.O. box, see instructions. ROSELINE-KARIDES ASSOCIATES, LLC 2247 WEST GREAT NECK RD SUITE 201	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. VIRGINIA BEACH, VA 23451-1505	

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

- | | | | |
|--------------------------------------|--|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (section 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

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 care of OFFICERS
Telephone No 757-428-8900 FAX No. _____
- 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 11/15, 2010.

5 For calendar year 2009, or other tax year beginning _____, 20____, and ending _____, 20____.

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 TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX 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 \$	3,816.
8b 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 \$	15,000.
8c 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 instrs.	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 [Signature]

Title CPA

Date 6/30/10