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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

2009

Department 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

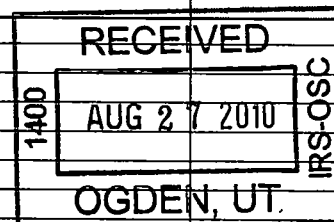
G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>Herndon Foundation</b>		A Employer identification number <b>54-6060809</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>P.O. Box 955</b>		B Telephone number (see the instructions) <b>(804) 556-5900</b>
	City or town State ZIP code <b>Goochland VA 23063</b>		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ <b>35,389,224.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

## 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)
<b>REVENUE</b>				
1 Contributions, gifts, grants, etc., received (att sch)				
2 <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	7,664.	7,664.		
4 Dividends and interest from securities	347,869.	347,869.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	2,474,395.			
b Gross sales price for all assets on line 6a	12,084,887.			
7 Capital gain net income (from Part IV, line 2)		2,474,395.		
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)				
<b>Royalties</b>	1,635.	1,635.		
12 Total. Add lines 1 through 11	2,831,563.	2,831,563.		
<b>ADMINISTRATIVE EXPENSES</b>				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch) <b>L-16c Stmt</b>	10,229.	10,229.		
17 Interest				
18 Taxes (attach schedule)(see instr) <b>Foreign Taxes Paid</b>	2,468.	2,468.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	12,697.	12,697.		
25 Contributions, gifts, grants paid	1,006,717.			1,006,717.
26 Total expenses and disbursements. Add lines 24 and 25	1,019,414.	12,697.		1,006,717.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,812,149.			
b Net investment income (if negative, enter -0-)		2,818,866.		
c Adjusted net income (if negative, enter -0-)				



**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>A S S E T S</b>	1 Cash — non-interest-bearing	951,546.	9,580,638.	9,580,638.
	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) <b>L-10b Stmt</b>	1,866,215.	2,316,002.	23,180,135.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	7,266,730.			
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe <b>L-15 Stmt</b> )	2,592,885.	2,592,885.	2,628,451.	
16 <b>Total assets</b> (to be completed by all filers — see instructions Also, see page 1, item I)	12,677,376.	14,489,525.	35,389,224.	
<b>L I A B I L I T I E S</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 <b>Total liabilities</b> (add lines 17 through 22)			
<b>N E T A S S E T S O R F U N D B A L A N C E S</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	2,067,323.	2,067,323.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	10,610,053.	12,422,202.	
	30 <b>Total net assets or fund balances</b> (see the instructions)	12,677,376.	14,489,525.	
31 <b>Total liabilities and net assets/fund balances</b> (see the instructions)	12,677,376.	14,489,525.		

**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	12,677,376.
2 Enter amount from Part I, line 27a	2	1,812,149.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	14,489,525.
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	14,489,525.

**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)
<b>1a</b> 915 shares Altria Group Inc.	P	10/01/08	06/03/09
<b>b</b> 60 shares Amazon.com Inc.	P	05/20/09	11/25/09
<b>c</b> 150 shares Bank of America	P	05/09/08	01/21/09
<b>d</b> 315 shares Boeing Co.	P	06/24/09	11/18/09
<b>e</b> See Columns (a) thru (d)			

(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)
<b>a</b> 15,556.		18,181.	-2,625.
<b>b</b> 7,959.		4,804.	3,155.
<b>c</b> 821.		5,497.	-4,676.
<b>d</b> 16,393.		13,621.	2,772.
<b>e</b> See Columns (e) thru (h)		9,568,389.	2,475,769.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
<b>a</b>			-2,625.
<b>b</b>			3,155.
<b>c</b>			-4,676.
<b>d</b>			2,772.
<b>e</b> See Columns (i) thru (l)			2,475,769.

<b>2</b> Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	<b>2</b>	2,474,395.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	<b>3</b>	

**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		30,942,911.	
2007	1,325,100.	33,521,975.	0.039529
2006	980,025.	24,794,077.	0.039527
2005	526,890.	20,627,509.	0.025543
2004	362,356.	19,704,746.	0.018389

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.122988
<b>3</b> 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	<b>3</b>	0.030747
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	28,301,384.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	870,183.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	28,189.
<b>7</b> Add lines 5 and 6	<b>7</b>	898,372.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	1,006,717.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	28,189.
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	28,189.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	28,189.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	323.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	25,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	25,323.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	82.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,948.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 0. Refunded <input checked="" type="checkbox"/>	11		

**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 <b>Form 1120-POL</b> 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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 <b>Form 990-T</b> for this year?		X
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) <b>VA - Virginia</b>		
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>		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 <u>N/A</u>	13	X	
14	The books are in care of <u>James T. Gottwald</u> Telephone no. <u>(804) 556-5900</u> Located at <u>P.O. Box 955</u> <u>Goochland, VA</u> ZIP + 4 <u>23063</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			

**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
<b>1 a</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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 <input type="checkbox"/>	1 b	X
<b>c</b> 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?	1 c	X
<b>2</b> 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)).		
<b>a</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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.)	2 b	X
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3 a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)	3 b	X
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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?	4 b	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)?

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?**5b**

X

**6b**

X

**7b****Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see 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
James T. Gottwald P.O. Box 955, Goochland, VA 23063	Manager	5.00	0.	0.
William Gottwald P.O. Box 2189, Richmond, VA 23217	Trustee	5.00	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				
0				
0				
0				
0				

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

☐

None

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see 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

None

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
<b>1</b> None	
	0.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> Not Applicable	
	0.
<b>2</b> None	
	0.
All other program-related investments. See instructions	
<b>3</b> None	
	0.
<b>Total.</b> Add lines 1 through 3	None

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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 22,766,240.
b	Average of monthly cash balances	1b 3,373,245.
c	Fair market value of all other assets (see instructions)	1c 2,592,885.
d	Total (add lines 1a, b, and c)	1d 28,732,370.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 28,732,370.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 430,986.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 28,301,384.
6	Minimum investment return. Enter 5% of line 5	6 1,415,069.

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

1	Minimum investment return from Part X, line 6	1 1,415,069.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 28,189.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 28,189.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1,386,880.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 1,386,880.
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 1,386,880.

**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 1,006,717.
b	Program-related investments — total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 1,006,717.
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 28,189.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 978,528.

**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.

BAA

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				1,386,880.
<b>2</b> Undistributed income, if any, as of the end of 2009.				
<b>a</b> Enter amount for 2008 only			961,239.	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2009:				
<b>a</b> From 2004	0.			
<b>b</b> From 2005	0.			
<b>c</b> From 2006	0.			
<b>d</b> From 2007	222,269.			
<b>e</b> From 2008	0.			
<b>f</b> Total of lines 3a through e	222,269.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 1,006,717.				
<b>a</b> Applied to 2008, but not more than line 2a			961,239.	
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2009 distributable amount				
<b>e</b> Remaining amount distributed out of corpus	45,478.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	267,747.			267,747.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
<b>e</b> Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
<b>f</b> Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				1,119,133.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2005	0.			
<b>b</b> Excess from 2006	0.			
<b>c</b> Excess from 2007	0.			
<b>d</b> Excess from 2008	0.			
<b>e</b> Excess from 2009	0.			



**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
<i>a Paid during the year</i> See Attached Statement #1 See Attached Statement #1		N/A	Various	1,006,717.
<b>Total</b>			<b>3a</b>	<b>1,006,717.</b>
<i>b Approved for future payment</i>				
<b>Total</b>			<b>3b</b>	

## 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	7,664.	
4	Dividends and interest from securities			14	347,869.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18		
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Royalties			14	1,635.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				357,168.	
13	Total. Add line 12, columns (b), (d), and (e)					357,168.

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

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

[illegible]



## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (a) thru (d)

(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)
220 shares Capital One Finance Corp.	P	06/02/08	01/29/09
120 shares Caterpillar Inc.	P	11/19/08	08/14/09
135 shares China Mobile	P	10/29/08	08/14/09
10 shares Exxon Mobile	P	09/17/08	01/14/09
315 shares Fortune Brands	P	05/17/08	02/18/09
285 shares Kraft Foods	P	06/02/08	04/08/09
335 shares Owens & Minor	P	04/22/09	10/27/09
325 shares SunTrust Banks Inc.	P	09/17/08	01/26/09
210 shares Toyota Motors Corp.	P	03/25/09	05/13/09
300 shares Bank of America	P	02/08/07	01/21/09
300 shares Capital One Finance Corp.	P	08/30/06	01/29/09
290 shares China Mobile Ltd	P	07/09/08	08/14/09
155 shares Colgate Palmolive Co.	P	05/09/08	10/14/09
135 shares Exxon Mobile Corp.	P	01/04/08	01/14/09
800 shares General Electric	P	06/02/08	06/24/09
18 shares Google	P	01/04/08	10/14/09
435 shares Kraft Foods	P	04/11/07	04/08/09
315 shares Wyeth	P	08/22/07	01/28/09
205 Sahres Zimmer Holdings	P	02/20/04	06/24/09
1470 shares Teck Cominco	P	10/31/08	04/13/09
3100 shares First Industrial Realty	P	02/26/08	10/14/09
3600 shares San Juan Realty	P	04/15/04	10/14/09
15000 shares Albemarle Corp.	P	12/01/93	07/23/09
3200 shares Albemarle Corp.	P	12/01/93	08/04/09
1000 shares Albemarle Corp.	P	12/01/93	08/05/09
10800 shares Albemarle Corp.	P	12/01/93	08/06/09
21000 shares New Market Corp.	D	12/01/93	04/21/09
5000 shares New Market Corp.	D	12/01/93	12/10/09
15000 shares New Market Corporation	D	12/01/93	12/18/09
Churchill Capital Partners	P	01/01/00	12/31/09
See Attached Schedule # 3	P	01/01/09	12/31/09
See Attached Schedule # 3	P	01/01/08	12/31/09

## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

## Columns (e) thru (h)

(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)
3,890.		10,212.	-6,322.
5,491.		4,244.	1,247.
7,540.		5,439.	2,101.
768.		760.	8.
9,149.		22,822.	-13,673.
6,340.		9,129.	-2,789.
13,228.		12,773.	455.
4,856.		15,521.	-10,665.
15,435.		13,913.	1,522.
1,642.		15,972.	-14,330.
5,304.		16,162.	-10,858.
16,197.		16,003.	194.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income  
Columns (e) thru (h)

Continued

(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)
12,172.		11,055.	1,117.
10,365.		12,586.	-2,221.
10,546.		28,928.	-18,382.
9,568.		12,035.	-2,467.
9,677.		13,737.	-4,060.
13,740.		14,492.	-752.
8,640.		9,982.	-1,342.
12,920.		15,597.	-2,677.
16,492.		99,930.	-83,438.
66,448.		74,364.	-7,916.
449,328.		7,200.	442,128.
99,023.		1,536.	97,487.
30,994.		475.	30,519.
341,104.		5,130.	335,974.
1,012,235.		13,650.	998,585.
499,837.		3,250.	496,587.
1,574,510.		9,750.	1,564,760.
0.		3,673.	-3,673.
2,291,053.		1,936,908.	354,145.
5,485,666.		7,151,161.	-1,665,495.
Total		<u>9,568,389.</u>	<u>2,475,769.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income  
Columns (i) thru (l)

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

(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	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-6,322.
			1,247.
			2,101.
			8.
			-13,673.
			-2,789.
			455.
			-10,665.
			1,522.
			-14,330.
			-10,858.
			194.
			1,117.
			-2,221.
			-18,382.
			-2,467.
			-4,060.
			-752.
			-1,342.
			-2,677.
			-83,438.



## Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Continued

**Columns (i) thru (l)**

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

(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	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-7,916.
			442,128.
			97,487.
			30,519.
			335,974.
			998,585.
			496,587.
			1,564,760.
			-3,673.
			354,145.
			-1,665,495.
Total			<u>2,475,769.</u>

Form 990-PF, Page 1, Part I

**Line 16c - Other Professional Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Davenport & Company	Portfolio Fee	8,967.			
Churchill Partners	Portfolio Fee	1,262.			
Total		<u>10,229.</u>			

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
See Attached Schedule#2	2,316,002.	23,180,135.
Total	<u>2,316,002.</u>	<u>23,180,135.</u>

Form 990-PF, Page 2, Part II, Line 15

**Other Assets Stmt**

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Styx International, Ltd.	2,592,885.	2,592,885.	2,628,451.
Total	<u>2,592,885.</u>	<u>2,592,885.</u>	<u>2,628,451.</u>

**Supporting Statement of:****Form 990-PF, p1/Line 18(a)-1**

Description	Amount
Davenport MAD	166.
Davenport-Regular Account	2,302.
Total	<u>2,468.</u>

**Supporting Statement of:****Form 990-PF, p12/Line 3 Column (d)**

Description	Amount
Internal Revenue Service	237.
Goldman Sachs	2.
Davenport & Company	7,425.
Total	<u>7,664.</u>

**Supporting Statement of:****Form 990-PF, p12/Line 4 Column (d)**

Description	Amount
Davenport & Company (Regular)	214,232.
Davenport & Company (MAD)	18,982.
Goldman Sachs	73,105.
Lazard	41,550.
Total	<u>347,869.</u>

**Supporting Statement of:****Form 990-PF, p12/Line 11 Column (d)-1**

Description	Amount
Davenport-Regular	1,635.
Total	<u>1,635.</u>

Statement #1

EIN 54-6060809

THE HERNDON FOUNDATION  
CONTRIBUTION REPORT  
December 31, 2009

<u>NAME</u>	<u>2009 Amount</u>
A.P.V.A.	500.00
AFS-USA	250.00
ALZHEIMER'S ASSOCIATION - RICHMOND	250.00
AMERICAN CANCER SOCIETY, INC.	300.00
AMERICAN HEART ASSOCIATION - VIRGINIA	300.00
AMERICAN LUNG ASSOCIATION OF VIRGINIA	200.00
AMERICAN PARKINSON DISEASE	300.00
AMERICAN RED CROSS	5,000.00
BETA GAMMA SIGMA	100.00
BON SECOURS	200.00
BOY SCOUTS OF AMERICA	1,000.00
CHILDREN'S HOSPITAL ANNUAL FUND	1,000.00
COMMUNITY IDEA STATIONS	250.00
ELK HILL FARM, INC.	1,000.00
GEORGE C. MARSHALL FOUNDATION	10,000.00
GRASP	500.00
HENRY FLAGLER MUSEUM	500.00
HENRICO CHRISTMAS MOTHER COUNCIL	300.00
THE HERITAGE FOUNDATION	200.00
HISTORIC RICHMOND FOUNDATION	300.00
HOLLYWOOD CEMETARY ENDOWEMENT FUND	1,000.00
HOSPITAL HOSPITALITY HOUSE	250.00

Statement #1  
EIN 54-6060809

THE HERNDON FOUNDATION  
CONTRIBUTION REPORT  
December 31, 2009

<u>NAME</u>	<u>2009 Amount</u>
HUNTERS FOR THE HUNGRY	250.00
JUNIOR ACHIEVEMENT OF CENTRAL VA., INC.	500.00
LEADERSHIP INSTITUTE	500.00
LEWIS GINTER BOTANICAL GARDENS	1,000.00
MAKE-A-WISH FOUNDATION OF RICHMOND	500.00
MASSEY CANCER CENTER VIRGINIA COMMONWEALTH UNIVERSITY	10,000.00
MAYMONT FOUNDATION	500.00
MEALS ON WHEELS	300.00
MEMORIAL SLOAN-KETTERING CANCER CENTER	250.00
MCV	500.00
MUSEUM OF THE CONFEDERACY	250.00
NATIONAL KIDNEY FOUNDATION	250.00
O.D.K. FOUNDATION, INC.	100.00
PALM BEACH COMMUNITY CHEST	1,000.00
PARALYZED VETERANS	100.00
THE REEVES CENTER	1,000.00
RECORDING FOR THE BLIND AND DYSLEXIC	100.00
RICHMOND BALLET	1,250.00
RICHMOND SYMPHONY	2,000.00
RIVER ROAD CHURCH, BAPTIST	24,000.00
RONALD MCDONALD HOUSE	250.00
SAINT JOHN'S CHURCH	1,000.00

Statement #1  
EIN 54-6060809

THE HERNDON FOUNDATION  
CONTRIBUTION REPORT  
December 31, 2009

<u>NAME</u>	<u>2009 Amount</u>
SALVATION ARMY	500.00
SCIENCE MUSEUM OF VIRGINIA FOUNDATION, INC.	500.00
SHELTERING ARMS HOSPITAL	300.00
SMILETRAIN	250.00
TUCKAHOE VOLUNTEER RESCUE SQUAD, INC.	200.00
USO WORLD HEADQUARTERS	1,000.00
UNITED WAY SERVICES ALEXIS DE TOCQUEVILLE SOCIETY	13,000.00
UNIVERSITY OF RICHMOND SCHOOL OF ARTS AND SCIENCES	125,000.00
VALENTINE MUSEUM	500.00
VIRGINIA FREE ENTERPRISE	10,000.00
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES	500.00
VIRGINIA HISTORICAL SOCIETY	90,000.00
VIRGINIA HOME	500.00
VIRGINIA HOME FOR BOYS	1,000.00
VIRGINIA LEAGUE FOR PLANNED PARENTHOOD, INC.	500.00
VIRGINIA MUSEUM OF FINE ARTS	500,000.00
VIRGINIA INSTITUTE OF MARINE SCIENCE	1,000 00
VIRGINIA PERFORMING ARTS	125,000.00
VIRGINIA UNION UNIVERSITY	1,000.00
VIRGINIA WAR MEMORIAL	66,666.66
Total for NationsBank & Davenport	1,006,716.66

**Herndon Foundation**  
**Statement # 2**

**EIN# 54-6060809**

<b>SHARES</b>	<b>Description</b>	<b>Ending Book Value</b>		<b>Ending FMV</b>
24,900	ALBEMARLE COPORATION	11857	36.37	905,613
37,994	ALBEMARLE COPORATION	1495	36.37	1,381,842
31,496	ALBEMARLE COPORATION	638	36.37	1,145,510
18,960	ALBEMARLE COPORATION	102	36.37	689,575
68,764	ALBEMARLE COPORATION	2103	36.37	2,500,947
114,696	ALBEMARLE COPORATION	5498	36.37	4,171,494
5,021	NEW MARKET CORPORATION	22,261	114.77	576,260
7,599	NEW MARKET CORPORATION	2777	114.77	872,137
6,299	NEW MARKET CORPORATION	1184	114.77	722,936
3,792	NEW MARKET CORPORATION	190	114.77	435,208
13,793	NEW MARKET CORPORATION	3906	114.77	1,583,023
22,939	NEW MARKET CORPORATION	10215	114.77	2,632,709
20,600	NEW MARKET CORPORATION	14040	114.77	2,364,262
32,040	TREDEGAR CORPORATION	12092	15.82	506,873
12,570	TREDEGAR-12570/D-	3,117	15.82	198,857
6,000	PEYTO ENERGY TRUST	102,173	13.32	79,920
13000	ACM INCOME FUND	101,270	8.25	107,250
6,500	BAYTEX ENERGY TRUST	105,646	28.3	183,950
6,000	BB&T CAPITAL TRUST	153,984	28.415	170,490
4,000	BB&T CAPITAL TRUST VII	100,000	25.85	103,400
	OWENS & MINOR NOTE	150,195	91.468	146,349
	WILMINGTON TRUST CORP.	547,322	95.883	527,357
VARIOUS	DAVENPORT MANAGED ASSETS	963,938		1,174,175
	TOTAL ALL SECURITIES	2,316,002		23,180,135

FIN 54-6060809

Statement # 3

Realized Short-Term/Long-Term Gain/Losses by Lot

Portfolio: ZHERNDNETF98035

Begin Date: 01/01/2009

As of Date: 12/31/2009

Security (Price Symbol)	Lot#	Cusip Isin	Transaction Type	Quantity (Units)	Purchase Date	Sale Date	Purchase Cost (US\$)	Total Amount (US\$)	Realized Gain/(Loss) (US\$)	% Realized Gain/(Loss)
<b>Short Term</b>										
<b>ISHARES MSCI CA (EWC)</b>										
ISHARES MSCI CA (EWC)	2	464286509	Sell Long	5,800	10/05/09	11/02/09	(144,520.92)	140,704.38	(3,816.54)	(2.64)
<b>Total for ISHARES MSCI CA (EWC)</b>							<b>(144,520.92)</b>	<b>140,704.38</b>	<b>(3,816.54)</b>	
<b>ISHR MSCI JAPAN (EWJ)</b>										
ISHR MSCI JAPAN (EWJ)	1	464286848	Sell Long	19,500	07/06/09	11/02/09	(183,543.75)	188,560.14	5,016.39	2.73
ISHR MSCI JAPAN (EWJ)	2	464286848	Sell Long	3,700	10/05/09	11/02/09	(35,816.00)	35,778.08	(37.92)	(0.11)
<b>Total for ISHR MSCI JAPAN (EWJ)</b>							<b>(219,359.75)</b>	<b>224,338.22</b>	<b>4,978.47</b>	
<b>ISHR PAC X-JAP (EPP)</b>										
ISHR PAC X-JAP (EPP)	1	464286665	Sell Long	3,175	07/06/09	11/02/09	(96,444.44)	128,901.68	32,457.25	33.65
<b>Total for ISHR PAC X-JAP (EPP)</b>							<b>(96,444.44)</b>	<b>128,901.68</b>	<b>32,457.25</b>	
<b>ISHR S&amp;P 400/MC (IJH)</b>										
ISHR S&P 400/MC (IJH)	3	464287507	Sell Long	925	01/05/09	11/02/09	(50,596.30)	61,733.10	11,136.80	22.01
<b>Total for ISHR S&amp;P 400/MC (IJH)</b>							<b>(50,596.30)</b>	<b>61,733.10</b>	<b>11,136.80</b>	
<b>ISHR S&amp;P 500/V (IVE)</b>										
ISHR S&P 500/V (IVE)	10	464287408	Sell Long	3,300	01/05/09	11/02/09	(151,584.51)	165,358.75	13,774.24	9.09
ISHR S&P 500/V (IVE)	11	464287408	Sell Long	2,300	10/05/09	11/02/09	(116,265.00)	115,250.04	(1,014.96)	(0.87)
<b>Total for ISHR S&amp;P 500/V (IVE)</b>							<b>(267,849.51)</b>	<b>280,608.78</b>	<b>12,759.27</b>	
<b>ISHR S&amp;P 600/SC (IJR)</b>										
ISHR S&P 600/SC (IJR)	3	464287804	Sell Long	1,275	01/05/09	11/02/09	(56,676.94)	63,608.11	6,931.18	12.23
ISHR S&P 600/SC (IJR)	4	464287804	Sell Long	625	04/20/09	11/02/09	(25,016.00)	31,180.45	6,164.45	24.64
ISHR S&P 600/SC (IJR)	5	464287804	Sell Long	1,200	07/06/09	11/02/09	(51,671.64)	59,866.46	8,194.82	15.86
<b>Total for ISHR S&amp;P 600/SC (IJR)</b>							<b>(133,364.58)</b>	<b>154,655.02</b>	<b>21,290.44</b>	
<b>LFI CAP ALL OSI (LCAIX)</b>										
LFI CAP ALL OSI (LCAIX)	46	52106N491	Sell Long	11,309	07/06/09	11/02/09	(89,000.00)	97,820.83	8,820.83	9.91
LFI CAP ALL OSI (LCAIX)	47	52106N491	Sell Long	17,810	07/09/09	11/02/09	(138,915.00)	154,053.17	15,138.17	10.90
<b>Total for LFI CAP ALL OSI (LCAIX)</b>							<b>(227,915.00)</b>	<b>251,874.00</b>	<b>23,959.00</b>	
<b>RYDEX S&amp;P EQ W (RSP)</b>										
RYDEX S&P EQ W (RSP)	1	78355W106	Sell Long	3,075	04/20/09	07/06/09	(83,894.30)	91,362.05	7,467.75	8.90

FIN 54-6060809

Statement #3

Realized Short-Term/Long-Term Gain/Losses by Lot

Portfolio: zHERNDNETF98035

Begin Date: 01/01/2009

As of Date: 12/31/2009

Security (Price Symbol)	Lot#	Cusip Isin	Transaction Type	Quantity (Units)	Purchase Date	Sale Date	Purchase Cost (US\$)	Total Amount (US\$)	Realized Gain/(Loss) (US\$)	%Realized Gain/(Loss)
RYDEX S&P EQ W (RSP)	1	78355W106	Sell Long	4,400	04/20/09	10/05/09	(120,043.88)	160,614.34	40,570.46	33.80
RYDEX S&P EQ W (RSP)	1	78355W106	Sell Long	15,625	04/20/09	11/02/09	(426,292.19)	570,146.27	143,854.08	33.75
<b>Total for RYDEX S&amp;P EQ W (RSP)</b>							<b>(630,230.37)</b>	<b>822,122.66</b>	<b>191,892.29</b>	
<b>VANGUARD EMERG (VWO)</b>										
VANGUARD EMERG (VWO)	4	922042858	Sell Long	2,700	01/05/09	11/02/09	(68,017.05)	104,136.32	36,119.27	53.10
<b>Total for VANGUARD EMERG (VWO)</b>							<b>(68,017.05)</b>	<b>104,136.32</b>	<b>36,119.27</b>	
<b>VANGUARD EUROPE (VGK)</b>										
VANGUARD EUROPE (VGK)	7	922042874	Sell Long	2,100	01/05/09	11/02/09	(81,301.08)	103,821.33	22,520.25	27.70
<b>Total for VANGUARD EUROPE (VGK)</b>							<b>(81,301.08)</b>	<b>103,821.33</b>	<b>22,520.25</b>	
<b>VANGUARD PACIFI (VPL)</b>										
VANGUARD PACIFI (VPL)	8	922042866	Sell Long	400	01/05/09	07/06/09	(17,309.00)	18,157.73	848.73	4.90
<b>Total for VANGUARD PACIFI (VPL)</b>							<b>(17,309.00)</b>	<b>18,157.73</b>	<b>848.73</b>	
<b>Total for Short Term</b>							<b>(1,936,907.99)</b>	<b>2,291,053.23</b>	<b>354,145.24</b>	



EIN 54-6060809

Statement #3

## Realized Short-Term/Long-Term Gain/Losses by Lot

Portfolio: ZHERNDNETF98035

Begin Date: 01/01/2009

As of Date: 12/31/2009

Security (Price Symbol)	Lot#	Cusip Isin	Transaction Type	Quantity (Units)	Purchase Date	Sale Date	Purchase Cost (US\$)	Total Amount (US\$)	Realized Gain/(Loss) (US\$)	% Realized Gain/(Loss)
<b>Long Term</b>										
<b>ISHR S&amp;P 400/MC (IJH)</b>										
ISHR S&P 400/MC (IJH)	1	464287507	Sell Long	325	01/02/08	10/05/09	(27,475.50)	21,980.09	(5,495.41)	(20.00)
ISHR S&P 400/MC (IJH)	1	464287507	Sell Long	7,625	01/02/08	11/02/09	(644,617.50)	508,880.94	(135,736.56)	(21.06)
ISHR S&P 400/MC (IJH)	2	464287507	Sell Long	1,000	04/16/08	11/02/09	(82,060.00)	66,738.48	(15,321.52)	(18.67)
<b>Total for ISHR S&amp;P 400/MC (IJH)</b>							<b>(754,153.00)</b>	<b>597,599.51</b>	<b>(156,553.49)</b>	
<b>ISHR S&amp;P 500/G (IVW)</b>										
ISHR S&P 500/G (IVW)	3	464287309	Sell Long	1,775	05/12/06	01/05/09	(106,002.65)	81,960.88	(24,041.77)	(22.68)
ISHR S&P 500/G (IVW)	3	464287309	Sell Long	6,475	05/12/06	04/20/09	(386,685.71)	280,630.93	(106,054.77)	(27.43)
ISHR S&P 500/G (IVW)	4	464287309	Sell Long	1,325	07/06/06	04/20/09	(77,578.86)	57,426.41	(20,152.46)	(25.98)
ISHR S&P 500/G (IVW)	4	464287309	Sell Long	1,600	07/06/06	10/05/09	(93,680.14)	85,069.81	(8,610.33)	(9.19)
ISHR S&P 500/G (IVW)	4	464287309	Sell Long	575	07/06/06	11/02/09	(33,666.30)	31,388.44	(2,277.86)	(6.77)
ISHR S&P 500/G (IVW)	5	464287309	Sell Long	1,350	07/02/07	11/02/09	(93,436.74)	73,694.61	(19,742.13)	(21.13)
ISHR S&P 500/G (IVW)	6	464287309	Sell Long	2,950	10/03/07	11/02/09	(210,591.95)	161,036.36	(49,555.59)	(23.53)
ISHR S&P 500/G (IVW)	7	464287309	Sell Long	6,450	07/01/08	11/02/09	(413,325.03)	352,096.45	(61,228.58)	(14.81)
ISHR S&P 500/G (IVW)	8	464287309	Sell Long	1,500	10/01/08	11/02/09	(83,955.00)	81,882.89	(2,072.11)	(2.47)
<b>Total for ISHR S&amp;P 500/G (IVW)</b>							<b>(1,498,922.37)</b>	<b>1,205,186.78</b>	<b>(293,735.59)</b>	
<b>ISHR S&amp;P 500/V (IVE)</b>										
ISHR S&P 500/V (IVE)	3	464287408	Sell Long	6,550	05/12/06	04/20/09	(459,941.00)	261,648.74	(198,292.26)	(43.11)
ISHR S&P 500/V (IVE)	3	464287408	Sell Long	1,700	05/12/06	07/06/09	(119,374.00)	72,034.12	(47,339.88)	(39.66)
ISHR S&P 500/V (IVE)	4	464287408	Sell Long	1,200	07/06/06	07/06/09	(82,782.60)	50,847.61	(31,934.99)	(38.58)
ISHR S&P 500/V (IVE)	5	464287408	Sell Long	850	07/02/07	07/06/09	(70,184.50)	36,017.06	(34,167.44)	(48.68)
ISHR S&P 500/V (IVE)	5	464287408	Sell Long	300	07/02/07	11/02/09	(24,771.00)	15,032.61	(9,738.39)	(39.31)
ISHR S&P 500/V (IVE)	6	464287408	Sell Long	400	01/02/08	11/02/09	(30,219.20)	20,043.48	(10,175.72)	(33.67)
ISHR S&P 500/V (IVE)	7	464287408	Sell Long	835	04/16/08	11/02/09	(58,852.39)	41,840.77	(17,011.61)	(28.91)
ISHR S&P 500/V (IVE)	8	464287408	Sell Long	5,950	07/01/08	11/02/09	(377,969.59)	298,146.83	(79,822.75)	(21.12)
ISHR S&P 500/V (IVE)	9	464287408	Sell Long	1,615	10/01/08	11/02/09	(96,757.88)	80,925.57	(15,832.31)	(16.36)
<b>Total for ISHR S&amp;P 500/V (IVE)</b>							<b>(1,320,852.15)</b>	<b>876,536.80</b>	<b>(444,315.35)</b>	
<b>ISHR S&amp;P 600/SC (IJR)</b>										
ISHR S&P 600/SC (IJR)	1	464287804	Sell Long	6,525	01/02/08	11/02/09	(421,017.14)	325,523.88	(95,493.27)	(22.68)
ISHR S&P 600/SC (IJR)	2	464287804	Sell Long	825	07/01/08	11/02/09	(49,655.93)	41,158.19	(8,497.73)	(17.11)
<b>Total for ISHR S&amp;P 600/SC (IJR)</b>							<b>(470,673.07)</b>	<b>366,682.07</b>	<b>(103,991.00)</b>	
<b>LFI CAP ALL OSI (LCAIX)</b>										
LFI CAP ALL OSI (LCAIX)	23	52106N491	Sell Long	6,300	05/12/06	01/05/09	(52,368.00)	47,565.00	(4,803.00)	(9.17)

EIN 54-6060809

EIN

Statement # 3

Realized Short-Term/Long-Term Gain/Losses by Lot

Portfolio: zHERNDNETF98035

Begin Date: 01/01/2009

As of Date: 12/31/2009

Security (Price Symbol)	Lot#	Cusip Isin	Transaction Type	Quantity (Units)	Purchase Date	Sale Date	Purchase Cost (US\$)	Total Amount (US\$)	Realized Gain/(Loss) (US\$)	% Realized Gain/(Loss)
LFI CAP ALL OSI (LCAIX)	24	52106N491	Sell Long	12,462	01/04/07	01/05/09	(107,800.64)	94,088.10	(13,712.54)	(12.72)
LFI CAP ALL OSI (LCAIX)	25	52106N491	Sell Long	949	01/04/07	01/05/09	(10,502.76)	7,166.46	(3,336.30)	(31.77)
LFI CAP ALL OSI (LCAIX)	26	52106N491	Sell Long	10,554	01/11/07	01/05/09	(101,005.41)	79,680.44	(21,324.97)	(21.11)
LFI CAP ALL OSI (LCAIX)	27	52106N491	Sell Long	3,334	01/11/07	11/02/09	(31,911.29)	28,841.69	(3,069.61)	(9.62)
LFI CAP ALL OSI (LCAIX)	28	52106N491	Sell Long	8,780	04/03/07	11/02/09	(100,064.28)	75,947.87	(24,116.42)	(24.10)
LFI CAP ALL OSI (LCAIX)	29	52106N491	Sell Long	6,321	04/04/07	11/02/09	(62,100.16)	54,672.84	(7,427.32)	(11.96)
LFI CAP ALL OSI (LCAIX)	30	52106N491	Sell Long	1,364	04/18/07	11/02/09	(15,175.92)	11,795.48	(3,380.44)	(22.28)
LFI CAP ALL OSI (LCAIX)	31	52106N491	Sell Long	12,746	05/24/07	11/02/09	(111,701.70)	110,255.06	(1,446.64)	(1.30)
LFI CAP ALL OSI (LCAIX)	32	52106N491	Sell Long	1,187	07/02/07	11/02/09	(14,453.65)	10,263.23	(4,190.43)	(28.99)
LFI CAP ALL OSI (LCAIX)	33	52106N491	Sell Long	10,870	07/02/07	11/02/09	(129,746.50)	94,025.50	(35,721.00)	(27.53)
LFI CAP ALL OSI (LCAIX)	34	52106N491	Sell Long	13,354	08/17/07	11/02/09	(158,215.20)	115,512.10	(42,703.10)	(26.99)
LFI CAP ALL OSI (LCAIX)	35	52106N491	Sell Long	1,969	10/03/07	11/02/09	(31,077.13)	17,029.69	(14,047.44)	(45.20)
LFI CAP ALL OSI (LCAIX)	36	52106N491	Sell Long	1,900	10/03/07	11/02/09	(22,006.52)	16,430.93	(5,575.59)	(25.34)
LFI CAP ALL OSI (LCAIX)	37	52106N491	Sell Long	15,476	10/03/07	11/02/09	(127,163.30)	133,863.08	6,699.78	5.27
LFI CAP ALL OSI (LCAIX)	38	52106N491	Sell Long	1,290	10/03/07	11/02/09	(17,126.65)	11,157.42	(5,969.23)	(34.85)
LFI CAP ALL OSI (LCAIX)	39	52106N491	Sell Long	19,547	01/02/08	11/02/09	(189,725.36)	169,084.58	(20,640.78)	(10.88)
LFI CAP ALL OSI (LCAIX)	40	52106N491	Sell Long	11,025	01/28/08	11/02/09	(115,200.00)	95,366.25	(19,833.75)	(17.22)
LFI CAP ALL OSI (LCAIX)	41	52106N491	Sell Long	2,023	01/30/08	11/02/09	(22,190.93)	17,495.59	(4,695.34)	(21.16)
LFI CAP ALL OSI (LCAIX)	42	52106N491	Sell Long	4,121	03/05/08	11/02/09	(42,746.98)	35,646.30	(7,100.68)	(16.61)
LFI CAP ALL OSI (LCAIX)	43	52106N491	Sell Long	4,136	03/05/08	11/02/09	(42,764.68)	35,776.44	(6,988.24)	(16.34)
LFI CAP ALL OSI (LCAIX)	44	52106N491	Sell Long	5,228	03/12/08	11/02/09	(55,949.76)	45,217.88	(10,731.89)	(19.18)
LFI CAP ALL OSI (LCAIX)	45	52106N491	Sell Long	5,070	04/16/08	11/02/09	(53,230.00)	43,851.38	(9,378.62)	(17.62)
Total for LFI CAP ALL OSI (LCAIX)							(1,728,827.20)	1,452,143.73	(276,683.47)	
VANGUARD EMERG (VWO)										
VANGUARD EMERG (VWO)	1	922042858	Sell Long	1,550	04/03/07	04/20/09	(62,552.27)	39,944.49	(22,607.78)	(36.14)
VANGUARD EMERG (VWO)	1	922042858	Sell Long	510	04/03/07	07/06/09	(20,581.71)	15,981.71	(4,600.00)	(22.35)
VANGUARD EMERG (VWO)	2	922042858	Sell Long	190	07/02/07	07/06/09	(8,865.40)	5,953.97	(2,911.43)	(32.84)
VANGUARD EMERG (VWO)	2	922042858	Sell Long	3,210	07/02/07	11/02/09	(149,778.60)	123,806.51	(25,972.09)	(17.34)
VANGUARD EMERG (VWO)	3	922042858	Sell Long	1,665	10/01/08	11/02/09	(57,015.76)	64,217.40	7,201.64	12.63
Total for VANGUARD EMERG (VWO)							(298,793.74)	249,904.08	(48,889.66)	
VANGUARD EUROPE (VGK)										
VANGUARD EUROPE (VGK)	1	922042874	Sell Long	450	05/12/06	07/06/09	(27,859.50)	17,730.67	(10,128.84)	(36.36)
VANGUARD EUROPE (VGK)	1	922042874	Sell Long	1,225	05/12/06	11/02/09	(75,839.75)	60,562.44	(15,277.31)	(20.14)
VANGUARD EUROPE (VGK)	2	922042874	Sell Long	700	07/06/06	11/02/09	(41,874.79)	34,607.11	(7,267.68)	(17.36)
VANGUARD EUROPE (VGK)	3	922042874	Sell Long	400	10/03/06	11/02/09	(25,258.72)	19,775.49	(5,483.23)	(21.71)
VANGUARD EUROPE (VGK)	4	922042874	Sell Long	5,200	07/02/07	11/02/09	(401,725.48)	257,081.39	(144,644.09)	(36.01)
VANGUARD EUROPE (VGK)	5	922042874	Sell Long	800	04/16/08	11/02/09	(57,526.16)	39,550.98	(17,975.18)	(31.25)

EIN 54-6060809

# Statement #3

## Realized Short-Term/Long-Term Gain/Losses by Lot

Portfolio: zHERNDNETF98035

Begin Date: 01/01/2009

As of Date: 12/31/2009

Security (Price Symbol)	Lot#	Cusip Isin	Transaction Type	Quantity (Units)	Purchase Date	Sale Date	Purchase Cost (US\$)	Total Amount (US\$)	Realized Gain/(Loss) (US\$)	%Realized Gain/(Loss)
VANGUARD EUROPE (VGK)	6	922042874	Sell Long	625	10/01/08	11/02/09	(33,351.69)	30,899.21	(2,452.48)	(7.35)
<b>Total for VANGUARD EUROPE (VGK)</b>							<b>(663,436.09)</b>	<b>460,207.29</b>	<b>(203,228.80)</b>	
<b>VANGUARD PACIFI (VPL)</b>										
VANGUARD PACIFI (VPL)	3	922042866	Sell Long	725	05/12/06	04/20/09	(48,923.00)	28,871.80	(20,051.21)	(40.99)
VANGUARD PACIFI (VPL)	3	922042866	Sell Long	3,525	05/12/06	07/06/09	(237,867.00)	160,015.02	(77,851.98)	(32.73)
VANGUARD PACIFI (VPL)	4	922042866	Sell Long	775	10/03/06	07/06/09	(48,905.14)	35,180.61	(13,724.53)	(28.06)
VANGUARD PACIFI (VPL)	5	922042866	Sell Long	275	07/02/07	07/06/09	(19,762.63)	12,483.44	(7,279.19)	(36.83)
VANGUARD PACIFI (VPL)	6	922042866	Sell Long	675	01/02/08	07/06/09	(45,430.74)	30,641.17	(14,789.57)	(32.55)
VANGUARD PACIFI (VPL)	7	922042866	Sell Long	225	04/16/08	07/06/09	(14,614.99)	10,213.72	(4,401.27)	(30.11)
<b>Total for VANGUARD PACIFI (VPL)</b>							<b>(415,503.50)</b>	<b>277,405.76</b>	<b>(138,097.73)</b>	

Total for Long Term

(7,151,161.11) 5,485,666.01 (1,665,495.09)

Total for Realized Gain/Losses

-9,088,069.10 7,776,719.24 -1,311,349.85

**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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>  File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	<b>Herndon Foundation</b>	<b>54-6060809</b>
	Number, street, and room or suite number. If a P.O. box, see instructions	
	<b>P.O. Box 955</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	<b>Goochland</b>	<b>VA 23063</b>

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

- |   |  |                                    |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                    | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)         | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                                 | <input type="checkbox"/> Form 8870 |

- The books are in the care of ► James T. Gottwald

Telephone No ► (804) 556-5900 FAX No. ► (804) 556-3790

- 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 Aug 16, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

- ☒ calendar year 20 09 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

<b>3a</b> 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.	<b>3a</b> \$	<b>35,023.</b>
<b>b</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.	<b>3b</b> \$	<b>10,023.</b>
<b>c Balance Due.</b> 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.	<b>3c</b> \$	<b>25,000.</b>

**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
	Herndon Foundation		54-6060809
	Number, street, and room or suite number. If a P.O. box, see instructions.		For IRS use only
	P.O. Box 955		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	Goochland VA 23063		

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

- |                                      |  |                                      |                                    |
|--------------------------------------|--|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990    | <input checked="" type="checkbox"/> Form 990-PF                      | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720   | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above)         | <input type="checkbox"/> 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 James T. Gottwald  
Telephone No. (804) 556-5900 FAX No. (804) 556-3790
- 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

- I request an additional 3-month extension of time until Nov 15, 2010
- For calendar year 2009, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_
- If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension .. Waiting on essential data to complete tax return

<b>8a</b> 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.	<b>8a</b> \$	0.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b> \$	35,023.
<b>c Balance Due.</b> 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.	<b>8c</b> \$	0.

**Signature and Verification**

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

Signature \_\_\_\_\_ Title \_\_\_\_\_ Date \_\_\_\_\_