Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions

Name of foundation
ROSTAN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
POST OFFICE BOX 970

City or town, state, and ZIP code
VALDESE, NC 28690-0970

A Employer identification number
56-1901626

B Telephone number
828-874-7000

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 6,189,948.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8.	8.		STATEMENT 2
	4 Dividends and interest from securities	162,216.	162,216.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	29,179.			STATEMENT 1
	b Gross sales price for all assets on line 6a 2,644,311.				
	7 Capital gain net income (from Part IV, line 2)		88,962.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,164.	1,164.		STATEMENT 4
	12 **Total** Add lines 1 through 11	192,567.	252,350.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	3,850.	3,850.		0.
	c Other professional fees STMT 6	29,910.	29,910.		0.
	17 Interest				
	18 Taxes STMT 7	<7,258.>	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	26,502.	33,760.		0.
	25 Contributions, gifts, grants paid	343,000.			343,000.
	26 Total expenses and disbursements Add lines 24 and 25	369,502.	33,760.		343,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<176,935.>			
	b **Net investment income** (if negative, enter -0-)		218,590.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	8,676.	19,889.	19,889.
	3	Accounts receivable ▶ 704.			
		Less: allowance for doubtful accounts ▶		704.	704.
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 8	795,651.	695,744.	737,981.
	b	Investments - corporate stock STMT 9	4,520,734.	4,530,683.	5,271,561.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	258,707.	159,813.	159,813.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	5,583,768.	5,406,833.	6,189,948.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	5,583,768.	5,406,833.	
	30	**Total net assets or fund balances**	5,583,768.	5,406,833.	
	31	**Total liabilities and net assets/fund balances**	5,583,768.	5,406,833.	

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	5,583,768.
2	Enter amount from Part I, line 27a	2	<176,935.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,406,833.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,406,833.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,644,311.		2,555,349.	88,962.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				88,962.

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 — 88,962.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	381,270.	6,853,820.	.055629
2007	360,500.	7,888,250.	.045701
2006	345,500.	7,468,704.	.046260
2005	335,500.	7,193,696.	.046638
2004	320,000.	6,907,097.	.046329

2	**Total** of line 1, column (d)	2	.240557
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	.048111
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,577,890.
5	Multiply line 4 by line 3	5	268,358.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,186.
7	Add lines 5 and 6	7	270,544.
8	Enter qualifying distributions from Part XII, line 4	8	343,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	2,186.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	2,186.
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	2,186.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,760.		
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	1,760.
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	426.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A | Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JAMES H. ROSTAN Telephone no. ▶828-874-7000

Located at ▶POST OFFICE BOX 970, VALDESE, NC ZIP+4 ▶28690

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

		Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MRS. JOHN P. ROSTAN, JR. P.O. BOX 970 VALDESE, NC 28690	DIRECTOR/PRESIDENT 5.00	0.	0.	0.
JAMES H. ROSTAN P.O. BOX 970 VALDESE, NC 28690	VP/TREASURER 10.00	0.	0.	0.
JOHN P. ROSTAN, III P.O. BOX 970 VALDESE, NC 28690	VP/SECRETARY 10.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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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	4,215,454.
b	Average of monthly cash balances	1b	266,909.
c	Fair market value of all other assets	1c	1,180,469.
d	**Total** (add lines 1a, b, and c)	1d	5,662,832.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,662,832.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	84,942.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,577,890.
6	**Minimum investment return.** Enter 5% of line 5	6	278,895.

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	278,895.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 2,186.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	2,186.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	276,709.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	276,709.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	276,709.

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	343,000.
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	343,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,186.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	340,814.

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				276,709.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			339,996.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 343,000.				
a Applied to 2008, but not more than line 2a			339,996.	
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				3,004.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				273,705.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

MRS. JOHN P. ROSTAN, JR.

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 11				
Total			▶ 3a	343,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	8.	
4 Dividends and interest from securities			14	162,216.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,164.	
8 Gain or (loss) from sales of assets other than inventory			14	29,179.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		192,567.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 192,567.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

JHRostan | 5-11-10 | VP/TREASURER

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Melissa P Shumne CPA	Date 5-10-10	Check if self-employed ▶ ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	DAVIDSON, HOLLAND, WHITESELL & CO., PLLC 209 13TH AVE. PLACE, NW SUITE 200 HICKORY, NC 28601		EIN ▶	
			Phone no. 828-322-2070	

923622 02-02-10

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	APACHE CORPORATION	P	03/03/09	12/29/09
b	BANK OF AMERICA CORP	P	01/30/09	12/29/09
c	BB&T TOTAL RETURN BOND FUND	P	03/04/09	06/15/09
d	BB&T NC INTER TAX-FREE CL I FUND	P	06/15/09	09/21/09
e	BB&T NC INTER TAX-FREE CL I FUND	P	07/06/09	09/21/09
f	BB&T NC INTER TAX-FREE CL I FUND	P	08/10/09	09/21/09
g	CLOROX CO	P	02/04/09	06/17/09
h	CLOROX CO	P	03/06/09	06/17/09
i	DELL INC COMMON	P	09/23/08	09/04/09
j	DELL INC COMMON	P	10/14/08	09/04/09
k	DELL INC COMMON	P	10/20/08	09/04/09
l	DELL INC COMMON	P	02/04/09	09/04/09
m	DELL INC COMMON	P	03/06/09	09/04/09
n	EBAY INC COMMON	P	11/06/08	09/04/09
o	FEDERATED TOTAL RTN GOVT BD FD	P	08/10/09	12/30/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	20,891.		10,588.	10,303.
b	34,844.		15,640.	19,204.
c	52,625.		51,688.	937.
d	20,993.		20,157.	836.
e	8,336.		8,074.	262.
f	1,294.		1,270.	24.
g	22,519.		20,056.	2,463.
h	11,260.		9,438.	1,822.
i	7,890.		8,365.	<475.>
j	15,780.		14,750.	1,030.
k	23,670.		19,785.	3,885.
l	15,780.		9,860.	5,920.
m	15,780.		8,900.	6,880.
n	31,717.		19,725.	11,992.
o	30,299.		30,083.	216.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				10,303.
b				19,204.
c				937.
d				836.
e				262.
f				24.
g				2,463.
h				1,822.
i				<475.>
j				1,030.
k				3,885.
l				5,920.
m				6,880.
n				11,992.
o				216.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	I-SHARES LEHMAN CREDIT BOND FUND	P	06/17/09	08/12/09
b	I-SHARES LEHMAN CREDIT BOND FUND	P	07/08/09	08/24/09
c	I-SHARES LEHMAN 1-3 YR CREDIT BOND FUND	P	08/12/09	09/08/09
d	I-SHARES SILVER TRUST	P	VARIOUS	VARIOUS
e	MARATHON OIL CORPORATION COMON	P	09/26/08	08/12/09
f	MARATHON OIL CORPORATION COMON	P	03/06/09	08/12/09
g	NORTHERN TRUST GROUP COMMON	P	04/02/08	02/04/09
h	NORTHERN TRUST GROUP COMMON	P	04/02/08	03/06/09
i	PIMCO FOREIGN BOND - UNHEDGED FD	P	03/04/09	06/15/09
j	PIMCO FOREIGN BND (US DOLLAR HEDGED) FND	P	10/20/08	03/04/09
k	PIMCO TOTAL RETURN FUND	P	10/20/08	03/04/09
l	PFIZER INC COMMON	P	08/07/09	09/23/08
m	PFIZER INC COMMON	P	08/07/09	10/14/08
n	PFIZER INC COMMON	P	08/07/09	10/20/08
o	PFIZER INC COMMON	P	08/07/09	03/06/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	14,884.		14,650.	234.
b	1,002.		977.	25.
c	60,414.		59,859.	555.
d	159.			159.
e	15,350.		20,105.	<4,755.>
f	27,631.		20,647.	6,984.
g	5,940.		7,067.	<1,127.>
h	16,527.		21,202.	<4,675.>
i	14,971.		13,532.	1,439.
j	13,649.		14,085.	<436.>
k	99,615.		102,100.	<2,485.>
l	8,009.		9,240.	<1,231.>
m	16,017.		17,310.	<1,293.>
n	9,610.		10,464.	<854.>
o	14,416.		10,791.	3,625.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				234.
b				25.
c				555.
d				159.
e				<4,755.>
f				6,984.
g				<1,127.>
h				<4,675.>
i				1,439.
j				<436.>
k				<2,485.>
l				<1,231.>
m				<1,293.>
n				<854.>
o				3,625.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SMITH INTL INC	P	08/24/09	09/04/09
b	SYMANTEC CORP COMMON	P	10/31/08	07/08/09
c	T ROWE PRICE GROUP INC	P	03/06/09	06/17/09
d	TCW TOTAL RETURN BND FUND	P	10/06/09	12/30/09
e	TARGET	P	03/03/09	12/29/09
f	TIME WARNER INC	P	09/23/08	06/17/09
g	TIME WARNER CABLE	P	09/23/08	06/17/09
h	TIME WARNER CABLE	P	09/23/08	06/17/09
i	UNION PACIFIC CORP COMMON	P	04/02/08	02/04/09
j	UNION PACIFIC CORP COMMON	P	04/02/08	03/06/09
k	WEYERHAEUSER COMPANY COMMON	P	04/02/08	03/06/09
l	ADOBE SYSTEM INC	P	02/28/01	10/08/09
m	AMEREN CORP	P	10/07/03	03/06/09
n	AMEREN CORP	P	10/07/03	06/17/09
o	AMGEN INC.	P	01/07/02	08/12/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	40,758.		38,932.	1,826.
b	31,239.		25,418.	5,821.
c	30,099.		15,176.	14,923.
d	137,785.		130,962.	6,823.
e	12,136.		6,565.	5,571.
f	4,318.		5,265.	<947.>
g	23.		34.	<11.>
h	1,265.		1,701.	<436.>
i	4,388.		6,486.	<2,098.>
j	11,052.		19,459.	<8,407.>
k	6,449.		19,876.	<13,427.>
l	16,265.		6,969.	9,296.
m	2,135.		4,339.	<2,204.>
n	22,075.		39,055.	<16,980.>
o	31,460.		29,463.	1,997.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,826.
b				5,821.
c				14,923.
d				6,823.
e				5,571.
f				<947.>
g				<11.>
h				<436.>
i				<2,098.>
j				<8,407.>
k				<13,427.>
l				9,296.
m				<2,204.>
n				<16,980.>
o				1,997.

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

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	AMGEN INC.	P	01/07/02	12/29/09
b	ANADARKO PETE CORP	P	08/08/05	09/15/95
c	APACHE	P	09/26/08	12/29/09
d	BANK OF AMERICA	P	VARIOUS	12/29/09
e	COCA COLA CO	P	05/12/05	02/04/09
f	COCA COLA CO	P	08/08/05	03/06/09
g	COCA COLA CO	P	08/21/06	08/24/09
h	DUKE ENERGY CORP.	P	08/31/07	03/06/09
i	ELI LILLY & CO	P	08/31/07	07/08/09
j	EMC CORPORATION	P	08/07/06	03/06/09
k	EMC CORPORATION	P	08/07/06	12/17/09
l	EOG RESOURCES INC	P	07/11/01	02/04/09
m	EOG RESOURCES INC	P	07/11/01	07/08/09
n	EOG RESOURCES INC	P	07/11/01	12/17/09
o	EOG RESOURCES INC	P	07/11/01	12/29/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	27,496.		27,197.	299.
b	34,958.		24,645.	10,313.
c	20,891.		21,724.	<833.>
d	25,754.		34,044.	<8,290.>
e	4,300.		4,438.	<138.>
f	16,711.		18,861.	<2,150.>
g	48,105.		43,195.	4,910.
h	7,386.		10,776.	<3,390.>
i	34,019.		56,358.	<22,339.>
j	10,180.		9,799.	381.
k	33,116.		19,260.	13,856.
l	6,861.		1,693.	5,168.
m	25,799.		6,774.	19,025.
n	36,325.		6,774.	29,551.
o	9,931.		1,693.	8,238.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				299.
b				10,313.
c				<833.>
d				<8,290.>
e				<138.>
f				<2,150.>
g				4,910.
h				<3,390.>
i				<22,339.>
j				381.
k				13,856.
l				5,168.
m				19,025.
n				29,551.
o				8,238.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	EXXON MOBIL CORP	P	08/08/05	02/04/09
b	EXXON MOBIL CORP	P	08/08/05	03/06/09
c	EXXON MOBIL CORP	P	08/08/05	06/17/09
d	FNMA 4.35%,DUE 5/29/2013	P	05/29/08	05/29/09
e	HARBOR INTERNATIONAL FUND INST CL 1	P	03/28/07	02/02/09
f	HARBOR INTERNATIONAL FUND INST CL 1	P	05/24/07	07/06/09
g	HARBOR INTERNATIONAL FUND INST CL 1	P	08/29/07	10/06/09
h	INGERSOLL RAND	P	01/07/02	06/17/09
i	I-SHARES DJ US TECHNOLOGY SEC	P	01/11/08	06/17/09
j	I-SHARES DJ US TECHNOLOGY SEC	P	04/02/08	06/30/09
k	I-SHARES NASDAQ BIOTECH INDEX	P	11/01/04	02/04/09
l	I-SHARES NASDAQ BIOTECH INDEX	P	01/14/05	03/06/09
m	I-SHARES NASDAQ BIOTECH INDEX	P	06/15/06	06/17/09
n	I-SHARES NASDAQ BIOTECH INDEX	P	06/15/06	07/08/09
o	I-SHARES NASDAQ BIOTECH INDEX	P	06/15/06	10/08/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	7,850.		5,960.	1,890.
b	12,944.		11,920.	1,024.
c	14,750.		11,920.	2,830.
d	100,000.		99,907.	93.
e	17,475.		33,379.	<15,904.>
f	106,275.		162,128.	<55,853.>
g	38,595.		47,790.	<9,195.>
h	20,564.		18,986.	1,578.
i	11,192.		14,096.	<2,904.>
j	24,111.		29,727.	<5,616.>
k	14,285.		14,532.	<247.>
l	36,216.		43,058.	<6,842.>
m	10,552.		10,538.	14.
n	24,660.		23,846.	814.
o	47,329.		40,879.	6,450.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,890.
b				1,024.
c				2,830.
d				93.
e				<15,904.>
f				<55,853.>
g				<9,195.>
h				1,578.
i				<2,904.>
j				<5,616.>
k				<247.>
l				<6,842.>
m				14.
n				814.
o				6,450.

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

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	JP MORGAN CHASE & CO	P	08/08/05	03/06/09
b	KB HOME COMMON	P	08/31/07	08/24/09
c	KELLOGG CO	P	08/31/05	02/04/09
d	KELLOGG CO	P	08/21/06	03/06/09
e	KELLOGG CO	P	12/18/06	12/17/09
f	LINCOLN NATIONAL	P	05/12/05	02/04/09
g	LOWES COMPANIES	P	03/31/94	12/17/09
h	LOWES COMPANIES	P	03/31/94	12/29/09
i	MERCK & CO INC	P	11/06/09	11/23/09
j	MORGAN STANLEY DEAN WITTER	P	08/28/97	02/04/09
k	MORGAN STANLEY DEAN WITTER	P	08/28/97	03/06/09
l	MORGAN STANLEY DEAN WITTER	P	08/28/97	05/15/09
m	NORTHERN TRUST GROUP COMMON	P	04/02/08	06/17/09
n	PIEDMONT NATURAL GAS	P	03/31/93	02/04/09
o	PIEDMONT NATURAL GAS	P	03/31/93	03/06/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	16,872.		28,684.	<11,812.>
b	16,851.		28,890.	<12,039.>
c	8,734.		10,131.	<1,397.>
d	16,188.		21,323.	<5,135.>
e	95,089.		86,058.	9,031.
f	7,920.		27,558.	<19,638.>
g	28,962.		33.	28,929.
h	28,287.		33.	28,254.
i	24.		13.	11.
j	2,170.		2,047.	123.
k	13,832.		16,373.	<2,541.>
l	19,033.		14,327.	4,706.
m	11,036.		14,135.	<3,099.>
n	7,863.		683.	7,180.
o	18,272.		1,823.	16,449.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<11,812.>
b				<12,039.>
c				<1,397.>
d				<5,135.>
e				9,031.
f				<19,638.>
g				28,929.
h				28,254.
i				11.
j				123.
k				<2,541.>
l				4,706.
m				<3,099.>
n				7,180.
o				16,449.

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

923591
04-24-09

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIEDMONT NATURAL GAS	P	03/31/93	08/24/09
b	PIEDMONT NATURAL GAS	P	03/31/93	10/08/09
c	S&P 500 DEP RECPT	P	05/12/05	02/04/09
d	S&P 500 DEP RECPT	P	08/08/05	03/06/09
e	SCHERING-PLOUGH CORP	P	02/08/06	03/06/09
f	SCHERING-PLOUGH CORP	P	02/08/06	11/06/09
g	SOUTHERN COMPANY	P	05/13/97	03/06/09
h	SPECTRA ENERGY	P	06/14/07	10/08/09
i	TARGET	P	10/01/96	08/24/09
j	TARGET	P	10/14/08	12/17/09
k	TARGET	P	10/01/96	12/29/09
l	TEXAS INSTRUMENTS	P	01/10/96	03/06/09
m	TEXAS INSTRUMENTS	P	01/10/96	12/17/09
n	TEXAS INSTRUMENTS	P	01/10/96	12/29/09
o	TEXTRON INC	P	01/13/06	03/06/09

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	17,022.		1,572.	15,450.
b	12,159.		1,185.	10,974.
c	25,098.		35,208.	<10,110.>
d	49,364.		87,164.	<37,800.>
e	16,581.		18,629.	<2,048.>
f	10,500.		7,886.	2,614.
g	4,323.		482.	3,841.
h	37,352.		37,758.	<406.>
i	15,774.		2,774.	13,000.
j	47,705.		20,486.	27,219.
k	12,136.		1,981.	10,155.
l	6,980.		2,856.	4,124.
m	12,935.		2,856.	10,079.
n	12,664.		2,857.	9,807.
o	3,336.		30,276.	<26,940.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				15,450.
b				10,974.
c				<10,110.>
d				<37,800.>
e				<2,048.>
f				2,614.
g				3,841.
h				<406.>
i				13,000.
j				27,219.
k				10,155.
l				4,124.
m				10,079.
n				9,807.
o				<26,940.>

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

923591
04-24-09

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	THE TRAVELERS COMPANIES INC	P	05/12/05	12/17/09
b	TIME WARNER INC	P	06/15/06	03/06/09
c	TIME WARNER INC	P	08/21/06	06/17/09
d	TIME WARNER CABLE	P	08/21/06	06/17/09
e	UNITED TECHNOLOGIES	P	07/11/01	02/04/09
f	UNITED TECHNOLOGIES	P	07/11/01	07/08/09
g	UNITED TECHNOLOGIES	P	07/11/01	10/08/09
h	VALERO ENERGY CORP	P	06/17/05	02/04/09
i	VERIZON	P	06/15/06	03/06/09
j	VERIZON	P	09/14/06	06/ /09
k	WAL-MART STORES	P	06/14/07	03/06/09
l	WELPOINT INC	P	06/15/06	08/12/09
m	YAHOO INC	P	05/29/07	07/08/09
n	CAPITAL GAINS DIVIDENDS			
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	33,547.		25,078.	8,469.
b	4,362.		10,290.	<5,928.>
c	16,409.		23,152.	<6,743.>
d	4,903.		7,628.	<2,725.>
e	9,530.		7,184.	2,346.
f	20,256.		12,452.	7,804.
g	48,208.		21,072.	27,136.
h	9,616.		14,830.	<5,214.>
i	16,368.		22,072.	<5,704.>
j	44,790.		55,180.	<10,390.>
k	16,702.		17,426.	<724.>
l	9,741.		13,505.	<3,764.>
m	22,455.		43,394.	<20,939.>
n	413.			413.
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				8,469.
b				<5,928.>
c				<6,743.>
d				<2,725.>
e				2,346.
f				7,804.
g				27,136.
h				<5,214.>
i				<5,704.>
j				<10,390.>
k				<724.>
l				<3,764.>
m				<20,939.>
n				413.
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	88,962.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
APACHE CORPORATION	PURCHASED	03/03/09	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,891.	20,891.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BANK OF AMERICA CORP	PURCHASED	01/30/09	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
34,844.	34,844.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BB&T TOTAL RETURN BOND FUND	PURCHASED	03/04/09	06/15/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
52,625.	51,688.	0.	0.	937.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BB&T NC INTER TAX-FREE CL I FUND	PURCHASED	06/15/09	09/21/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,993.	20,157.	0.	0.	836.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BB&T NC INTER TAX-FREE CL I FUND	PURCHASED	07/06/09	09/21/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,336.	8,074.	0.	0.	262.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BB&T NC INTER TAX-FREE CL I FUND	PURCHASED	08/10/09	09/21/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,294.	1,270.	0.	0.	24.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLOROX CO	PURCHASED	02/04/09	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
22,519.	20,056.	0.	0.	2,463.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CLOROX CO	PURCHASED	03/06/09	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,260.	9,438.	0.	0.	1,822.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DELL INC COMMON	PURCHASED	09/23/08	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,890.	8,365.	0.	0.	<475.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DELL INC COMMON	PURCHASED	10/14/08	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,780.	14,750.	0.	0.	1,030.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DELL INC COMMON	PURCHASED	10/20/08	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23,670.	19,785.	0.	0.	3,885.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DELL INC COMMON	PURCHASED	02/04/09	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,780.	9,860.	0.	0.	5,920.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DELL INC COMMON	PURCHASED	03/06/09	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,780.	8,900.	0.	0.	6,880.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EBAY INC COMMON	PURCHASED	11/06/08	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,717.	19,725.	0.	0.	11,992.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FEDERATED TOTAL RTN GOVT BD FD	PURCHASED	08/10/09	12/30/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,299.	30,083.	0.	0.	216.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES LEHMAN CREDIT BOND FUND	PURCHASED	06/17/09	08/12/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,884.	14,650.	0.	0.	234.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES LEHMAN CREDIT BOND FUND	PURCHASED	07/08/09	08/24/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,002.	977.	0.	0.	25.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES LEHMAN 1-3 YR CREDIT BOND FUND	PURCHASED	08/12/09	09/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
60,414.	59,859.	0.	0.	555.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES SILVER TRUST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
159.	159.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MARATHON OIL CORPORATION COMON	PURCHASED	09/26/08	08/12/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,350.	20,105.	0.	0.	<4,755.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MARATHON OIL CORPORATION COMON	PURCHASED	03/06/09	08/12/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
27,631.	20,647.	0.	0.	6,984.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NORTHERN TRUST GROUP COMMON	PURCHASED	04/02/08	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,940.	7,067.	0.	0.	<1,127.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NORTHERN TRUST GROUP COMMON	PURCHASED	04/02/08	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,527.	21,202.	0.	0.	<4,675.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO FOREIGN BOND - UNHEDGED FD	PURCHASED	03/04/09	06/15/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,971.	13,532.	0.	0.	1,439.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO FOREIGN BND (US DOLLAR HEDGED) FND	PURCHASED	10/20/08	03/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,649.	14,085.	0.	0.	<436.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIMCO TOTAL RETURN FUND	PURCHASED	10/20/08	03/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
99,615.	102,100.	0.	0.	<2,485.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PFIZER INC COMMON	PURCHASED	08/07/09	09/23/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,009.	9,240.	0.	0.	<1,231.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PFIZER INC COMMON	PURCHASED	08/07/09	10/14/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,017.	17,310.	0.	0.	<1,293.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PFIZER INC COMMON	PURCHASED	08/07/09	10/20/08

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,610.	10,464.	0.	0.	<854.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PFIZER INC COMMON	PURCHASED	08/07/09	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,416.	10,791.	0.	0.	3,625.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SMITH INTL INC	PURCHASED	08/24/09	09/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
40,758.	38,932.	0.	0.	1,826.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SYMANTEC CORP COMMON	PURCHASED	10/31/08	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,239.	25,418.	0.	0.	5,821.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
T ROWE PRICE GROUP INC	PURCHASED	03/06/09	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,099.	15,176.	0.	0.	14,923.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TCW TOTAL RETURN BND FUND	PURCHASED	10/06/09	12/30/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
137,785.	130,962.	0.	0.	6,823.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TARGET	PURCHASED	03/03/09	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,136.	12,136.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER INC	PURCHASED	09/23/08	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,318.	5,265.	0.	0.	<947.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER CABLE	PURCHASED	09/23/08	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23.	34.	0.	0.	<11.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER CABLE	PURCHASED	09/23/08	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,265.	1,701.	0.	0.	<436.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNION PACIFIC CORP COMMON	PURCHASED	04/02/08	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,388.	6,486.	0.	0.	<2,098.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNION PACIFIC CORP COMMON	PURCHASED	04/02/08	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,052.	19,459.	0.	0.	<8,407.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WEYERHAEUSER COMPANY COMMON	PURCHASED	04/02/08	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,449.	19,876.	0.	0.	<13,427.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ADOBE SYSTEM INC	PURCHASED	02/28/01	10/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,265.	6,969.	0.	0.	9,296.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMEREN CORP	PURCHASED	10/07/03	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,135.	4,339.	0.	0.	<2,204.>

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMEREN CORP	PURCHASED	10/07/03	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
22,075.	39,055.	0.	0.	<16,980.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMGEN INC.	PURCHASED	01/07/02	08/12/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
31,460.	29,463.	0.	0.	1,997.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMGEN INC.	PURCHASED	01/07/02	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
27,496.	27,496.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ANADARKO PETE CORP	PURCHASED	08/08/05	09/15/95

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
34,958.	24,645.	0.	0.	10,313.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
APACHE	PURCHASED	09/26/08	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,891.	20,891.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BANK OF AMERICA	PURCHASED	VARIOUS	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,754.	25,754.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COCA COLA CO	PURCHASED	05/12/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,300.	4,438.	0.	0.	<138.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COCA COLA CO	PURCHASED	08/08/05	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,711.	18,861.	0.	0.	<2,150.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COCA COLA CO	PURCHASED	08/21/06	08/24/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
48,105.	43,195.	0.	0.	4,910.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DUKE ENERGY CORP.	PURCHASED	08/31/07	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,386.	10,776.	0.	0.	<3,390.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ELI LILLY & CO	PURCHASED	08/31/07	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
34,019.	56,358.	0.	0.	<22,339.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EMC CORPORATION	PURCHASED	08/07/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,180.	9,799.	0.	0.	381.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EMC CORPORATION	PURCHASED	08/07/06	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
33,116.	19,260.	0.	0.	13,856.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EOG RESOURCES INC	PURCHASED	07/11/01	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,861.	1,693.	0.	0.	5,168.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EOG RESOURCES INC	PURCHASED	07/11/01	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,799.	6,774.	0.	0.	19,025.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EOG RESOURCES INC	PURCHASED	07/11/01	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,325.	6,774.	0.	0.	29,551.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EOG RESOURCES INC	PURCHASED	07/11/01	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,931.	9,931.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP	PURCHASED	08/08/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,850.	5,960.	0.	0.	1,890.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP	PURCHASED	08/08/05	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,944.	11,920.	0.	0.	1,024.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP	PURCHASED	08/08/05	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,750.	11,920.	0.	0.	2,830.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FNMA 4.35%,DUE 5/29/2013	PURCHASED	05/29/08	05/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100,000.	99,907.	0.	0.	93.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HARBOR INTERNATIONAL FUND INST CL 1	PURCHASED	03/28/07	02/02/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,475.	33,379.	0.	0.	<15,904.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HARBOR INTERNATIONAL FUND INST CL 1	PURCHASED	05/24/07	07/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
106,275.	162,128.	0.	0.	<55,853.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HARBOR INTERNATIONAL FUND INST CL 1	PURCHASED	08/29/07	10/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,595.	47,790.	0.	0.	<9,195.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
INGERSOLL RAND	PURCHASED	01/07/02	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,564.	18,986.	0.	0.	1,578.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES DJ US TECHNOLOGY SEC	PURCHASED	01/11/08	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,192.	14,096.	0.	0.	<2,904.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES DJ US TECHNOLOGY SEC	PURCHASED	04/02/08	06/30/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,111.	29,727.	0.	0.	<5,616.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES NASDAQ BIOTECH INDEX	PURCHASED	11/01/04	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,285.	14,532.	0.	0.	<247.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES NASDAQ BIOTECH INDEX	PURCHASED	01/14/05	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,216.	43,058.	0.	0.	<6,842.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES NASDAQ BIOTECH INDEX	PURCHASED	06/15/06	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,552.	10,538.	0.	0.	14.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES NASDAQ BIOTECH INDEX	PURCHASED	06/15/06	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,660.	23,846.	0.	0.	814.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
I-SHARES NASDAQ BIOTECH INDEX	PURCHASED	06/15/06	10/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
47,329.	40,879.	0.	0.	6,450.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JP MORGAN CHASE & CO	PURCHASED	08/08/05	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,872.	28,684.	0.	0.	<11,812.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KB HOME COMMON	PURCHASED	08/31/07	08/24/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,851.	28,890.	0.	0.	<12,039.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KELLOGG CO	PURCHASED	08/31/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,734.	10,131.	0.	0.	<1,397.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KELLOGG CO	PURCHASED	08/21/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,188.	21,323.	0.	0.	<5,135.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KELLOGG CO	PURCHASED	12/18/06	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
95,089.	86,059.	0.	0.	9,030.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LINCOLN NATIONAL	PURCHASED	05/12/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,920.	27,558.	0.	0.	<19,638.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOWES COMPANIES	PURCHASED	03/31/94	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,962.	33.	0.	0.	28,929.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOWES COMPANIES	PURCHASED	03/31/94	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,287.	28,287.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MERCK & CO INC	PURCHASED	11/06/09	11/23/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24.	13.	0.	0.	11.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY DEAN WITTER	PURCHASED	08/28/97	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,170.	2,047.	0.	0.	123.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY DEAN WITTER	PURCHASED	08/28/97	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
13,832.	16,373.	0.	0.	<2,541.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY DEAN WITTER	PURCHASED	08/28/97	05/15/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,033.	14,327.	0.	0.	4,706.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NORTHERN TRUST GROUP COMMON	PURCHASED	04/02/08	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,036.	14,135.	0.	0.	<3,099.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIEDMONT NATURAL GAS	PURCHASED	03/31/93	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,863.	707.	0.	0.	7,156.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIEDMONT NATURAL GAS	PURCHASED	03/31/93	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,272.	1,884.	0.	0.	16,388.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIEDMONT NATURAL GAS	PURCHASED	03/31/93	08/24/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,022.	1,625.	0.	0.	15,397.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PIEDMONT NATURAL GAS	PURCHASED	03/31/93	10/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,159.	1,225.	0.	0.	10,934.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P 500 DEP RECPT	PURCHASED	05/12/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25,098.	35,208.	0.	0.	<10,110.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S&P 500 DEP RECPT	PURCHASED	08/08/05	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
49,364.	87,164.	0.	0.	<37,800.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHERING-PLOUGH CORP	PURCHASED	02/08/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,581.	18,629.	0.	0.	<2,048.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHERING-PLOUGH CORP	PURCHASED	02/08/06	11/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,500.	7,886.	0.	0.	2,614.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SOUTHERN COMPANY	PURCHASED	05/13/97	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,323.	294.	0.	0.	4,029.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPECTRA ENERGY	PURCHASED	06/14/07	10/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
37,352.	37,758.	0.	0.	<406.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TARGET	PURCHASED	10/01/96	08/24/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,774.	2,774.	0.	0.	13,000.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TARGET	PURCHASED	10/14/08	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
47,705.	20,486.	0.	0.	27,219.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TARGET	PURCHASED	10/01/96	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,136.	12,136.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEXAS INSTRUMENTS	PURCHASED	01/10/96	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,980.	2,857.	0.	0.	4,123.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEXAS INSTRUMENTS	PURCHASED	01/10/96	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,935.	2,857.	0.	0.	10,078.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEXAS INSTRUMENTS	PURCHASED	01/10/96	12/29/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,664.	12,664.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TEXTRON INC	PURCHASED	01/13/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,336.	30,276.	0.	0.	<26,940.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THE TRAVELERS COMPANIES INC	PURCHASED	05/12/05	12/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
33,547.	25,078.	0.	0.	8,469.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER INC	PURCHASED	06/15/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,362.	10,290.	0.	0.	<5,928.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER INC	PURCHASED	08/21/06	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,409.	23,152.	0.	0.	<6,743.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TIME WARNER CABLE	PURCHASED	08/21/06	06/17/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,903.	7,628.	0.	0.	<2,725.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED TECHNOLOGIES	PURCHASED	07/11/01	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,530.	7,184.	0.	0.	2,346.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED TECHNOLOGIES	PURCHASED	07/11/01	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,256.	12,452.	0.	0.	7,804.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED TECHNOLOGIES	PURCHASED	07/11/01	10/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
48,208.	21,072.	0.	0.	27,136.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VALERO ENERGY CORP	PURCHASED	06/17/05	02/04/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,616.	14,830.	0.	0.	<5,214.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VERIZON	PURCHASED	06/15/06	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,368.	20,500.	0.	0.	<4,132.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VERIZON	PURCHASED	09/14/06	06/ /09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
44,790.	33,675.	0.	0.	11,115.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WAL-MART STORES				PURCHASED	06/14/07	03/06/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,702.	17,426.	0.	0.	<724.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELPOINT INC	PURCHASED	06/15/06	08/12/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,741.	13,505.	0.	0.	<3,764.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
YAHOO INC	PURCHASED	05/29/07	07/08/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
22,455.	43,394.	0.	0.	<20,939.>

CAPITAL GAINS DIVIDENDS FROM PART IV	413.
TOTAL TO FORM 990-PF, PART I, LINE 6A	29,179.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
BB&T CHECKING	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BB&T INVESTMENTS - DIVIDENDS	126,454.	413.	126,041.
BB&T INVESTMENTS - INTEREST	21,175.	0.	21,175.
BB&T INVESTMENTS - US GOVT INTEREST	15,000.	0.	15,000.
TOTAL TO FM 990-PF, PART I, LN 4	162,629.	413.	162,216.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BB&T INVESTMENTS	874.	874.	
BB&T INVESTMENTS - TAX EXEMPT DIVS	290.	290.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,164.	1,164.	

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAVIDSON, HOLLAND, WHITESELL	3,850.	3,850.		0.
TO FORM 990-PF, PG 1, LN 16B	3,850.	3,850.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BB&T ASSET MANAGEMENT	29,415.	29,415.		0.
ASSOCIATION DUES	495.	495.		0.
TO FORM 990-PF, PG 1, LN 16C	29,910.	29,910.		0.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX AND ESTIMATES	1,760.	0.		0.
FOREIGN TAX PAID	1,292.	0.		0.
PRIOR YEAR EXCISE TAX REFUND	<10,310.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<7,258.>	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FNMA 4.125%, DUE 4/15/2014	X		145,928.	159,516.
FNMA 5.125%, DUE 04/21/11	X		249,992.	264,062.
US TREAS BOND 5.0%, DUE 2/15/11	X		299,824.	314,403.
TOTAL U.S. GOVERNMENT OBLIGATIONS			695,744.	737,981.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			695,744.	737,981.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M COMPANY 400 SHARES	28,389.	33,068.
ABB LTD SPONS ADR 2700 SHARES	36,324.	51,570.
ABBOTT LABS 1500 SHARES	50,858.	80,985.
AMGEN INC. 480 SHARES	27,197.	27,154.
ANADARKO PETE CORP 740 SHARES	28,949.	46,191.
APACHE CORPORATION COMMON 400 SHARES	32,312.	41,268.
APPLIED MATERIALS 1600 SHARES	14,256.	22,304.
AT&T INC 2400 SHARES	62,592.	67,272.
AUTOMATIC DATA PROCESSING 1500 SHARES	60,467.	64,230.
AVERY DENNINSON CORP 1400 SHARES	30,189.	51,086.
BANK OF AMERICA CORP 4000 SHARES	49,684.	60,240.
BAXTER INTERNTL 1200 SHARES	63,442.	70,416.
BB&T 2000 SHARES	27,668.	50,740.
BB&T INTER US GOVT CL I FND 13050 SHARES	135,597.	136,759.
BERKSHIRE HATHAWAY INC DEL 10 SHARES	27,604.	32,860.
CAMPBELL SOUP CO 2040 SHARES	64,461.	68,952.
CHEVRON CORP 1000 SHARES	55,682.	76,990.
CICSO SYSTEMS 4000 SHARES	75,149.	95,760.
COMCAST CORP 4300 SHARES	78,262.	72,498.
CONOCOPHILLIPS CO 1710 SHARES	33,466.	87,330.
CORNING INC 3480 SHARES	53,174.	67,199.
DODGE & COX INC FND 16786.273 SHARES	209,031.	217,550.
DUKE ENERGY CORP. 4400 SHARES	59,580.	75,724.
E.I. DUPONT DE NEMOURS 2000 SHARES	79,119.	67,340.
EDISON INTL COM 940 SHARES	25,825.	32,693.
EMERSON ELECTRIC COMPANY 1590 SHARES	51,594.	67,734.
EOG RESOURCES 500 SHARES	8,467.	48,650.
EXELON CORP 560 SHARES	27,611.	27,367.
EXXON MOBILE CORP 710 SHARES	50,480.	48,415.
FEDERATED HIGH YLD BND FND 3382.454	28,708.	32,201.
FEDERATED MTG INST CL I 8843.915 SHARES	87,161.	86,936.
FIDELITY ADVISOR STRTGC INC 7102.533 SHARES	86,935.	87,006.
GENERAL ELECTRIC COMPANY 5700 SHARES	126,306.	86,241.
GENIUNE PARTS CO 1280 SHARES	48,143.	48,589.
HARBOR INTERNATIONAL FND 10,008.134 SHARES	620,259.	549,146.
HEWLETT PACKARD CO 500 SHARES	13,580.	25,755.
INTEL COMMON 3200 SHARES	44,292.	65,280.
ISHARES LEHMAN CREDIT BND FND 720 SHARES	69,649.	72,381.
ISHARES MSCI EMERGING MARKETS INDEX 1500 SHARES	25,802.	62,250.
ISHARES RUSSELL 2000 INDEX FND 3000 SHARES	217,005.	187,320.
ISHARES SILVER TRUST 4690 SHARES	67,907.	77,568.
JOHNSON & JOHNSON 2000 SHARES	110,663.	128,820.
KRAFT FOODS INC 2500 SHARES	86,046.	67,950.
LOWES COMPANIES, INC. 5400 SHARES	149.	126,306.
MEDTRONIC, INC., 1500 SHARES	67,235.	65,970.
MERCK & CO INC 1226 SHARES	25,855.	44,798.
METLIFE INC 1460 SHARES	53,874.	51,611.

MICROSOFT .5000 SHARES	151,215.	152,400.
MONSANTON CO COMMON 710 SHARES	60,690.	58,042.
ORACLE SYS CORP 1000 SHARES	15,200.	24,530.
PEPSICO 1500 SHARES	84,365.	91,200.
PIEDMONT NATURAL GAS, INC. 3990 SHARES	6,412.	106,732.
PIMCO FOREIGN BOND FUND 3051.327 SHARES	28,883.	30,513.
POWERSHARES GLOBAL WATER 2000 SHARES	42,502.	33,720.
PROCTER & GAMBLE 1900 SHARES	107,258.	115,197.
SOUTHERN COMPANY 850 SHARES	1,668.	28,322.
STAPLES INC 1700 SHARES	26,806.	41,803.
STATE STREET CORP 1220 SHARES	48,482.	53,119.
SUNCOR ENERGY 1150 SHARES	33,136.	40,606.
SYSCO CORP 2290 SHARES	53,064.	63,983.
T ROWE PRICE INSTITNL 3892.484 SHARES	35,733.	35,967.
TARGET 500 SHARES	8,547.	24,185.
TEXAS INSTRUMENTS 1500 SHARES	8,570.	39,090.
THE TRAVELERS CO 940 SHARES	35,717.	46,868.
THE WALT DISNEY COMPANY 3300 SHARES	65,335.	106,425.
TRANSOCEAN LTD COMMON 550 SHARES	42,380.	45,540.
UNILEVER PLC SPONS ADR 1160 SHARES	28,281.	37,004.
US BANCORP 1200 SHARES	15,204.	27,012.
VANGUARD GNMA FUND #36 6667 SHARES	71,472.	70,939.
VODAFONE GROUP 3850 SHARES	73,399.	88,897.
WAL-MART STORES 650 SHARES	32,062.	34,743.
WELLS FARGO & CO 2200 SHARES	66,797.	59,378.
WELPOINT INC 1010 SHARES	60,507.	58,873.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,530,683.	5,271,561.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BB&T PRIME MNY MKT FUND	COST	159,813.	159,813.
TOTAL TO FORM 990-PF, PART II, LINE 13		159,813.	159,813.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BURKE COUNTY PUBLIC SCHOOLS	NONE EDUCATIONAL	SCHOOL	1,000.
TOWN OF VALDESE/OLD COLONY FTDF	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	7,000.
HISTORIC VALDESE FNDTN	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	3,000.
HALLYBURTON ELEMENTARY LIBRARY	NONE EDUCATIONAL	SCHOOL	2,500.
FIRST UNITED METHODIST CHURCH	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	1,000.
DRAUGHN HS BASEBALL FIELD	NONE PHILANTHROPIC	SCHOOL	5,000.
HISTORY MUSEUM BURKE ENDOWMENT CFBC	NONE EDUCATIONAL	501(C)3 ORGANIZATI	10,000.
BURKE COMMITTEE OF 100 - ECONOMIC DEVELOPMENT	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	7,500.

BURKE HOSPICE PALLATIVE CARE	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	36,000.
EXPLORING JOARA FOUNDATION	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	10,000.
WESTERN PIEDMONT FOUNDATION	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	10,000.
COMMUNITY FOUNDATION BURKE CO - ENDOWMENT FND	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	12,000.
ALZHEIMERS ASSOC OF WNC	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	6,000.
ROCK SCHOOL ARTS FOUNDATION	NONE EDUCATIONAL	501(C)3 ORGANIZATI	2,000.
EAST BURK HS - COMPUTERS AND BAND INSTRUMENTS	NONE EDUCATIONAL	SCHOOL	15,000.
NC WILDLIFE FEDERATION - LAKE JAMES	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	10,000.
FOOTHILLS CONSERVANCY OF NC	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
A CHILDS PLACE OF CHARLOTTE	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	3,500.

WISH PROGRAM- CLT HOMELESS	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	7,500.
COMMUNITY SCHOOL OF THE ARTS	NONE EDUCATIONAL	501(C)3 ORGANIZATI	4,000.
PIEDMONT COUNCIL BSA	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
BURKE SUNRISE ROTARY - STOP HUNGER PROGRAM	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
BLUE RIDGE HEALTHCARE FOUNDATION	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	100,000.
FOOTHILLS SUCCESS PROJECT	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	10,000.
E. BURKE CHRISTIAN MINISTRY FOOD BANK	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
BURKE UNITED CHRISTIAN MINISTRY FOOD BANK	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
SALVATION ARMY - BURKE FOOD PANTRY	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
GOOD SAMARITAN CLINIC	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.

THE OUTREACH CENTER	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	5,000.
VALDESE ELEMENTARY - TECHNOLOGY LAB	NONE EDUCATIONAL	SCHOOL	5,000.
RUTHERFORD COLLEGE ELEMENTARY SCHOOL - TECHNOLOGY LAB	NONE EDUCATIONAL	SCHOOL	5,000.
COMMUNITY FOUNDATION BURKE CO	NONE PHILANTHROPIC	501(C)3 ORGANIZATI	30,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			343,000.