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

Treated as a Private Foundation

2009

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

, 20

G Check all that apply:

 Initial return Initial return of a former public charity Final return Amended return Address change Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

THE FOSCUE FOUNDATION TRUSTEE U/A HENRY  
A. FOSCUE ET AL

A Employer identification number

56-6044947

Number and street (or P.O. box number if mail is not delivered to street address)

1525 W W.T. HARRIS BLVD. D1114-044

Room/suite

City or town, state, and ZIP code

CHARLOTTE, NC 28288-1161

B Telephone number (see page 10 of the instructions)

(336) 732-6478

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) ► \$ 366,238.J Accounting method:  Cash  Accrual Other (specify)

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	11,248.	10,939.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-10,834.			
b Gross sales price for all assets on line 6a	50,943.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	620.			STMT 2
12 Total. Add lines 1 through 11	1,034.	10,939.		
13 Compensation of officers, directors, trustees, etc.	6,000.	6,000.		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500.	NONE	NONE	2,500.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	109.	109.		STMT 4
19 Depreciation (attach schedule) 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	8,609.	6,109.	NONE	2,500.
25 Contributions, gifts, grants paid	17,414.			17,414.
26 Total expenses and disbursements Add lines 24 and 25	26,023.	6,109.	NONE	19,914.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-24,989.			
b Net investment income (if negative, enter -0-)		4,830.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	NONE	
	2	Savings and temporary cash investments	-3,017.	13,556.	13,556.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ► *	*	NONE	
		Less: allowance for doubtful accounts ►	NONE	NONE	NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S. and state government obligations (attach schedule)	NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule)	NONE	NONE	NONE
	c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11	Investments - land, buildings, and equipment basis ►	NONE		
		Less: accumulated depreciation (attach schedule) ►	NONE	NONE	
	12	Investments - mortgage loans	NONE	NONE	
	13	Investments - other (attach schedule)	379,515.	340,549.	352,682.
	14	Land, buildings, and equipment basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)	NONE	NONE	NONE
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	376,498.	354,105.	366,238.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
Net Assets or Fund Balances	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	386,607.	354,105.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-10,109.	NONE	
	30	Total net assets or fund balances (see page 17 of the instructions)	376,498.	354,105.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	376,498.	354,105.	

## 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	376,498.
2	Enter amount from Part I, line 27a	2	-24,989.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 5	3	2,597.
4	Add lines 1, 2, and 3	4	354,106.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 6	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	354,105.

Form 990-PF (2009)

**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.)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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					
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) . . . . .	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-10,834.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . .	If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . .		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . .  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	23,916.	405,956.	0.05891278858
2007	22,000.	484,618.	0.04539658040
2006	22,000.	458,114.	0.04802298118
2005	20,001.	440,054.	0.04545124008
2004	17,000.	420,373.	0.04044027566

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. . . . .	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	48 .
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 . . . . .			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	2 3 4 5 6 7 8 9 10 11	48 . NONE 48 . 84 . 8 9 10 Refunded 11	
3	Add lines 1 and 2 . . . . .			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .			
6	<b>Credits/Payments:</b>			
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a 6b 6c 6d	84 . NONE NONE 84 .	
b	Exempt foreign organizations-tax withheld at source . . . . .			
c	Tax paid with application for extension of time to file (Form 8868) . . . . .			
d	Backup withholding erroneously withheld . . . . .			
7	Total credits and payments. Add lines 6a through 6d . . . . .	7	84 .	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	9	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	10	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	36 .	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11	11	36 .	

**Part VII-A Statements Regarding Activities**

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

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

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	Telephone no. ► <u>(336) 732-6478</u>	
Located at ► <u>100 N. MAIN ST., D4001-130, WINSTON-SALEM, NC</u> ZIP + 4 ► <u>27101-4047</u>		
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 ► <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
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? . . . . .	<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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input 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 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)? . . . . .		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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? . . . . .		
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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u>      </u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.) . . . . .		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u>      </u>		
3a 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 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.) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		

**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:	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	5b	
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>				
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? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		6,000.	-0-	-0-
-----				
-----				
-----				
-----				

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

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

Total number of other employees paid over \$50,000 . . . . . ► **NONE**

Form 990-PF (2009)

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		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
1NONE	
-----	
2	
-----	
3	
-----	
4	
-----	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	334,921.
b	Average of monthly cash balances	1b	315.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d	335,236.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	335,236.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	5,029.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	330,207.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	16,510.

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

1	Minimum investment return from Part X, line 6	1	16,510.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	48.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	48.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,462.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	16,462.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	16,462.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	19,914.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	19,914.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	48.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	19,866.

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				16,462.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only . . . . .			17,414.	
b Total for prior years: 20 07, 20 00, 20 00		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 19,914.			17,414.	
a Applied to 2008, but not more than line 2a . . . . .			17,414.	
b Applied to undistributed income of prior years (Election required- see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .			2,500.	
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .		NONE		
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010. . . . .				13,962.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2010.	NONE			
Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	NONE			
e Excess from 2009 . . . . .	NONE			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling				►		
b	Check box to indicate whether the foundation is a private operating foundation described in section					4942(j)(3) or	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				Prior 3 years		(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006			
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(e)(5)), or royalties)						
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)						
(3)	Largest amount of support from an exempt organization						
(4)	Gross investment income						

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)****1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed:  
SEE STATEMENT 9

b The form in which applications should be submitted and information and materials they should include:  
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:  
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE STATEMENT 14				
<b>Total</b> .....			► 3a	17,414.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue:</b>						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
<b>2 Membership dues and assessments</b>	.....					
<b>3 Interest on savings and temporary cash investments</b>						
<b>4 Dividends and interest from securities</b>	.....			14	11,248.	
<b>5 Net rental income or (loss) from real estate:</b>						
a Debt-financed property	.....					
b Not debt-financed property	.....					
<b>6 Net rental income or (loss) from personal property</b>	.....					
<b>7 Other investment income</b>	.....					
<b>8 Gain or (loss) from sales of assets other than inventory</b>				18	-10,834.	
<b>9 Net income or (loss) from special events</b>	...					
<b>10 Gross profit or (loss) from sales of inventory</b>	...					
<b>11 Other revenue:</b>	a					
b	<u>EXCISE TAX REFUND</u>			1	620.	
c						
d						
e						
<b>12 Subtotal. Add columns (b), (d), and (e)</b>	.....				1,034.	
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>	.....				13	1,034.

**Part XVI D Relationship of Activities to the Accomplishment of Forecast 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.		

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

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

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.

04/09/2010 Trustee

<b>Sign Here</b>	Signature of officer or trustee	WACHOVIA BANK	Date	Title	
	<b>Paid Preparer's Use Only</b>	Preparer's signature ►	Date	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code ►			EIN ►	Phone no.

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,902.00		120.387 GOLDMAN SACHS GROWTH OPPORTUNIT				10/31/2008	06/16/2009	
		PROPERTY TYPE: SECURITIES					18.00	
		1,884.00						
1,247.00		177.63 ING INTERNATIONAL REAL ESTATE				09/16/2008	06/16/2009	
		PROPERTY TYPE: SECURITIES					-391.00	
		1,638.00						
1,587.00		162.746 ROWE T PRICE REAL ESTATE FD COM				09/16/2008	06/16/2009	
		PROPERTY TYPE: SECURITIES					-1,495.00	
		3,082.00						
3,252.00		218.075 SSGA EMERGING MARKETS FUND CL S				09/16/2008	06/16/2009	
		PROPERTY TYPE: SECURITIES					-857.00	
		4,109.00						
155.00		4.84 DODGE & COX INTERNATIONAL STOCK FD				09/16/2008	09/16/2009	
		PROPERTY TYPE: SECURITIES					-13.00	
		168.00						
2,489.00		184.073 ROWE T PRICE REAL ESTATE FD COM				09/16/2008	09/16/2009	
		PROPERTY TYPE: SECURITIES					-961.00	
		3,450.00						
1,300.00		40.273 DODGE & COX INTERNATIONAL STOCK F				09/16/2008	12/16/2009	
		PROPERTY TYPE: SECURITIES					-98.00	
		1,398.00						
1,369.00		67.888 GOLDMAN SACHS GROWTH OPPORTUNITI				10/31/2008	12/16/2009	
		PROPERTY TYPE: SECURITIES					307.00	
		1,062.00						
759.00		67.988 ROYCE VALUE PLUS FUND-INV				10/31/2008	12/16/2009	
		PROPERTY TYPE: SECURITIES					162.00	
		597.00						
1,816.00		95.569 SSGA EMERGING MARKETS FUND CL S				09/16/2008	12/16/2009	
		PROPERTY TYPE: SECURITIES					15.00	
		1,801.00						
833.00		62.015 ARTIO TOTAL RETURN BOND FD-I				12/16/2009	12/28/2009	
		PROPERTY TYPE: SECURITIES					-5.00	
		838.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis			
1,331.00		107.407 ARTIO INTERNATIONAL EQUITY II-I PROPERTY TYPE: SECURITIES 1,367.00				09/16/2008	12/28/2009	-36.00
243.00		7.609 DODGE & COX INTERNATIONAL STOCK FD PROPERTY TYPE: SECURITIES 264.00				09/16/2008	12/28/2009	-21.00
1,469.00		153.464 EVERGREEN EQUITY TR INTRINSIC VA PROPERTY TYPE: SECURITIES 1,208.00				10/31/2008	12/28/2009	261.00
1,648.00		171.461 GOLDEN LARGE CORE VALUE FD INS PROPERTY TYPE: SECURITIES 1,754.00				09/16/2008	12/28/2009	-106.00
1,299.00		62.318 GOLDMAN SACHS GROWTH OPPORTUNITI PROPERTY TYPE: SECURITIES 975.00				10/31/2008	12/28/2009	324.00
2,081.00		103.837 PERKINS MID CAP VALUE FD CL I PROPERTY TYPE: SECURITIES 1,646.00				10/31/2008	12/28/2009	435.00
835.00		77.299 PIMCO FDS PAC INVT MGMT SER TOTAL PROPERTY TYPE: SECURITIES 840.00				12/16/2009	12/28/2009	-5.00
1,149.00		134.653 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES 1,942.00				09/16/2008	12/28/2009	-793.00
1,679.00		117.494 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 2,202.00				09/16/2008	12/28/2009	-523.00
1,391.00		121.732 ROYCE VALUE PLUS FUND-INV PROPERTY TYPE: SECURITIES 1,069.00				10/31/2008	12/28/2009	322.00
684.00		35.773 SSGA EMERGING MARKETS FUND CL S PROPERTY TYPE: SECURITIES 674.00				09/16/2008	12/28/2009	10.00

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

Kind of Property		Description			P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
2,450.00			287.231 WELLS FARGO ADVANTAGE ENDEAVOR S PROPERTY TYPE: SECURITIES 2,838.00			09/16/2008 -388.00	12/28/2009
TOTAL GAIN (LOSS) .....						-10,834. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ARTIO TOTAL RETURN BOND FD-I	805.	805.
ARTIO INTERNATIONAL EQUITY II-I	769.	769.
DODGE & COX INTERNATIONAL STOCK FD	255.	255.
DODGE & COX INCOME FD COM	1,405.	1,405.
EVERGREEN INTL BOND FUND CL I (FD #460)	66.	66.
EVERGREEN SELECT MONEY MKT TR PRIME CASH	32.	32.
EVERGREEN EQUITY TR INTRINSIC VALUE FD C	97.	97.
GOLDEN LARGE CORE VALUE FD INS	372.	372.
GOLDMAN SACHS LARGE CAP VALUE FUND INST	138.	138.
ING INTERNATIONAL REAL ESTATE	614.	614.
JANUS MID CAP VALUE FUND CL I	135.	124.
PERKINS MID CAP VALUE FD CL I	54.	54.
JP MORGAN HIGH YIELD BOND-SEL	1,606.	1,606.
ARTIO TOTAL RETURN BOND FD CL I	122.	122.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	1,221.	1,221.
PIMCO FOREIGN BOND FUND-INST	259.	259.
PIMCO EMERGING MARKETS BOND FD INS CL	904.	902.
PIMCO COMMODITY REALRETURN STRATEGY FD I	880.	880.
ROWE T PRICE REAL ESTATE FD COM	710.	414.
SSGA EMERGING MARKETS FUND CL S	500.	500.
VANGUARD INFLATION-PROTECTED SECURITIES	229.	229.
WELLS FARGO ADVANTAGE ENDEAVOR SELECT FD	75.	75.
<b>TOTAL</b>	<b>11,248.</b>	<b>10,939.</b>

## FORM 990PF, PART I - OTHER INCOME

=====

## DESCRIPTION

-----

EXCISE TAX REFUND

REVENUE  
AND  
EXPENSES  
PER BOOKS

-----

TOTALS

620.

-----

620.

=====

STATEMENT 2

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,500.		2,500.	
TOTALS	2,500.	NONE	NONE	2,500.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	65. 44.	65. 44.
TOTALS	109.	109.

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

DESCRIPTION	AMOUNT
NET COST, BOOK, CTF ADJUSTMENT	2,597.
TOTAL	2,597.

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

=====

DESCRIPTION

AMOUNT

=====

ROUNDING 1.

TOTAL 1.

=====

STATEMENT 6

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

NC

STATEMENT 7

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

## =====

## OFFICER NAME:

Wachovia Bank

## ADDRESS:

1525 WEST W.T. HARRIS BLVD.  
CHARLOTTE, NC 28288-1114

## TITLE:

Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 6,000.

## OFFICER NAME:

Dr. Henry A. Foscue, Jr.

## ADDRESS:

1601 E Heinburg St  
Pensacola, FL 32502

## TITLE:

Chariman

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

## OFFICER NAME:

Ellen F. Johnson

## ADDRESS:

55 East Church St  
Bethlehem, PA 18018

## TITLE:

Administrative Comm

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

TOTAL COMPENSATION:

6,000.

=====

RECIPIENT NAME:

THE FOSCUE FOUNDATION

ADDRESS:

C/O DR HENRY FOSCOE JR, 1601 E HEINBURG ST  
PENSACOLA, FL 32502

FORM, INFORMATION AND MATERIALS:

LETTER FORM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

=====

RECIPIENT NAME:  
HISTORIC BETHLEHEM PARTNERSHIP  
ADDRESS:  
459 OLD YORK ROAD  
BETHLEHEM, PA 18016  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
BOX OF RAIN FOUNDATION  
ADDRESS:  
P.O. BOX 3557  
ANNAPOLIS, MD 21403  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,207.

RECIPIENT NAME:  
MORAVIAN COLLEGE  
ADDRESS:  
1200 MAIN STREET  
BETHLEHEM, PA 18018  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
STEINWAY FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,707.

=====

RECIPIENT NAME:  
US NAVAL ACADEMY FDN  
ADDRESS:  
26 MARYLAND AVE  
ANNAPOLIS, MD 21401  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 500.

RECIPIENT NAME:  
CORPORATION OF YADDO  
ADDRESS:  
PO BOX 395  
SARASOTA SPRINGS, NY 12868  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
GEORGETOWN UNIVERSITY LAW CENTER  
CENTER  
ADDRESS:  
BOX 571253  
WASHINGTON, DC 20007  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
LAW LIBRARY  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

## =====

RECIPIENT NAME:

IMPACT 100

ADDRESS:

P.O. BOX 13304

PENSACOLA, FL 32591

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

THE MACDOWELL COLONY, INC

ADDRESS:

100 HIGH STREET

PETERBOROUGH, NH 03458

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL USE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

ANIMALS IN DISTRESS

ADDRESS:

P.O. BOX 609

COOPERSBURG, PA 18015

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:  
SACRED HEART FOUNDATION  
ADDRESS:  
5151 N. 9TH AVE.  
PENSACOLA, FL 32504  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
CARING HEARTS FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 4,000.

RECIPIENT NAME:  
UNIVERSITY OF FLORIDA FDN  
ADDRESS:  
P.O. BOX 14425  
GAINESVILLE, FL 32604  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
THE HARRELL FUND  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
THE SALVATION ARMY  
ADDRESS:  
440 WEST NYACK RD WEST  
NYACK, NY 10994  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

=====

RECIPIENT NAME:

THE CENTER FOR ANIMAL HEALTH  
AND WELFARE

ADDRESS:

1165 ISLAND PARK RD  
EASTON, PA 18042

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:

NEW BETHANY MINISTRIES

ADDRESS:

337 WYANDOTT ST  
BETHLEHEM, PA 18015

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID ..... 1,000.

TOTAL GRANTS PAID:

17,414.

=====

**SCHEDULE D**  
(Form 1041)

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

OMB No. 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

**2009**

Name of estate or trust

THE FOSCUE FOUNDATION TRUSTEE U/A HENRY

Note: Form 5227 filers need to complete only Parts I and II.

Employer identification number  
56-6044947

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			390.
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>				-11,692.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>				
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>				
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>4</b>				( )
<b>5</b> Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ►	<b>5</b>				-11,302.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			597.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>				-129.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>				
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>				
<b>9</b> Capital gain distributions . . . . .	<b>9</b>				
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>				
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>11</b>				( )
<b>12</b> Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ►	<b>12</b>				468.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see page 5)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
<b>13</b>	<b>Net short-term gain or (loss)</b>	<b>13</b>		<b>-11,302.</b>
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year	<b>14a</b>		<b>468.</b>
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	<b>14b</b>		
c	28% rate gain	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss). Combine lines 13 and 14a</b>	<b>15</b>		<b>-10,834.</b>

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

#### Part IV Capital Loss Limitation

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	
a	The loss on line 15, column (3) or b \$3,000	<b>16</b> ( <b>3,000</b> )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

#### Part V Tax Computation Using Maximum Capital Gains Rates

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	<b>17</b>	
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero	<b>18</b>	
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	<b>19</b>	
<b>20</b>	Add lines 18 and 19	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ►	<b>21</b>	<del>xx</del>
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0-	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0-	<b>23</b>	
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24?		
<input type="checkbox"/>	Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	<b>25</b>	
<input type="checkbox"/>	No. Enter the amount from line 23	<b>26</b>	
<b>26</b>	Subtract line 25 from line 24	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same?	<b>27</b>	
<input type="checkbox"/>	Yes. Skip lines 27 thru 30, go to line 31	<b>28</b>	
<input type="checkbox"/>	No. Enter the smaller of line 17 or line 22	<b>29</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-)	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% (.15)	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	<b>31</b>	
<b>32</b>	Add lines 30 and 31	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	<b>34</b>	

Department of the Treasury  
Internal Revenue Service

► See instructions for Schedule D (Form 1041).  
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

**Name of estate or trust**

THE FOSCUE FOUNDATION TRUSTEE U/A HENRY

**Employer identification number**  
**56-6044947**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . . -11,692.00

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

**Schedule D-1 (Form 1041) 2009**

**Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side**

**Employer identification number**

56-6044947

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . -129.00

**Schedule D-1 (Form 1041) 2009**

## FEDERAL CAPITAL GAIN DIVIDENDS

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## SHORT-TERM CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	188.00
PIMCO FOREIGN BOND FUND-INST	
PIMCO FOREIGN BOND FUND-INST	201.00
<b>TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS</b>	<b>390.00</b>

## LONG-TERM CAPITAL GAIN DIVIDENDS

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## 15% RATE CAPITAL GAIN DIVIDENDS

PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	320.00
PIMCO FOREIGN BOND FUND-INST	52.00
PIMCO COMMODITY REALRETURN STRATEGY FD I	43.00
<b>TOTAL 15% RATE CAPITAL GAIN DIVIDENDS</b>	<b>181.00</b>
<b>TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS</b>	<b>597.00</b>

DETAILED LIST TICKLER 04/30/10 SEQUENCE 1272 12/31/09 THROUGH 12/31/09 SETTLE DATE POSITION FOR [REDACTED] FOSCU FDN AS OF 12/31/09						
CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
<b>PRINCIPAL</b> =====						
	TEMPORARY INVESTMENTS					
299920330	EVERGREEN PRIME CASH FD (FD #494)		7,266.49	7,266.49		
<b>TOTAL</b>	<b>TEMPORARY INVESTMENTS</b>		<b>7,266.49</b>	<b>7,266.49</b>		
	MUTUAL FUNDS - FIXED TAXABLE					
04315J209	ARTIO TOTAL RETURN BOND FD-I	1,853.044	22,928.37	24,812.26	22,857.26	
256210105	DODGE & COX INCOME FD	2,221.529	27,212.77	28,791.02	27,212.77	
299908830	EVERGREEN INTERNATIONAL BOND FD CL I (FD #460)	602.279	6,558.82	6,793.71	6,558.82	
4812C0803	JP MORGAN HIGH YIELD BOND-SEL	2,740.227	20,031.06	21,209.36	20,031.06	
693390700	PIMCO TOTAL RETURN FD INST CL	2,303.374	23,589.51	24,876.44	23,540.91	
693390882	PIMCO FOREIGN BOND FD U.S. DOLLAR - HEDGED INST CL	651.798	6,465.83	6,517.98	6,465.83	
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	1,395.645	13,663.36	14,403.06	13,663.36	
922031869	VANGUARD INFLATION-PROTECTED SECURITIES FD IV CL	1,072.523	13,403.55	13,460.16	13,403.55	
<b>TOTAL</b>	<b>MUTUAL FUNDS - FIXED TAXABLE</b>	<b>12,840.419</b>	<b>133,853.27</b>	<b>140,863.99</b>	<b>133,733.56</b>	<b>133,733.56</b>
	MUTUAL FUNDS - OTHER					
44980Q518	ING INTERNATIONAL REAL ESTATE	892.396	7,490.25	7,290.88	7,315.17	
722005667	PIMCO COMMODITY REALRETURN STRATEGY FD INSTL	1,695.418	14,361.20	14,038.06	13,560.09	
779919109	T ROWE PRICE REAL ESTATE FD	1,000.575	16,928.32	13,837.95	14,572.76	
<b>TOTAL</b>	<b>MUTUAL FUNDS - OTHER</b>	<b>3,588.389</b>	<b>38,779.77</b>	<b>35,166.89</b>	<b>35,448.02</b>	<b>35,448.02</b>

TICKLER 04/30/10 SEQUENCE 1272 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR [REDACTED] FOSCUCE FDN AS OF 12/31/09

## DETAIL LIST

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
MUTUAL FUNDS - EQUITY						
30023D671	EVERGREEN EQUITY TR INTRINSIC VALUE FD CL I FUND #517	1,118.828	8,629.01	10,584.11	8,596.76	8,596.76
34984T857	GOLDEN SMALL CORE VALUE FD INS CL	1,524.942	15,874.64	12,550.27	15,874.64	15,874.64
34984T881	GOLDEN LARGE CORE VALUE FD INS	2,970.6	27,582.40	27,893.93	27,420.39	27,420.39
38142Y401	GOLDMAN SACHS GROWTH OPPORTUNITIES FD INS CL	768.869	11,678.54	15,861.77	11,530.33	11,530.33
38142Y773	GOLDMAN SACHS LARGE CAP VALUE FD CL I	1,021.922	9,544.75	10,903.91	9,544.75	9,544.75
47103C241	PERKINS MID CAP VALUE FD CL I	799.08	12,670.63	15,821.78	12,670.63	12,670.63
780905212	ROYCE VALUE PLUS FUND-INV	1,086.064	9,523.64	12,283.38	9,521.54	9,521.54
949915565	WELLS FARGO ADVANTAGE ENDEAVOR SELECT FD CL I	2,507.787	24,776.93	21,140.64	24,776.93	24,776.93
TOTAL	MUTUAL FUNDS - EQUITY	11,798.092	120,280.54	127,039.79	119,935.97	119,935.97
MUTUAL FUNDS - INTERNATIONAL EQUITY						
04315J837	ARTIO INTERNATIONAL EQUITY II-I	1,297.724	15,824.98	15,287.19	15,715.40	15,715.40
256206103	DODGE & COX INTERNATIONAL STOCK FD	511.839	15,667.83	16,302.07	14,919.48	14,919.48
784924425	SSGA EMERGING MARKETS FUND CL S	935.705	16,142.13	18,021.68	15,471.20	15,471.20
TOTAL	MUTUAL FUNDS - INTERNATIONAL EQUITY	2,745.268	47,634.94	49,610.94	46,106.08	46,106.08
PRINCIPAL CASH						
*****	PRINCIPAL TOTAL	30,972.168	347,815.01	359,948.10	335,223.63	335,223.63
INCOME						
=====						

RUN APR 30 10  
AT 8:27 AM

WELLS FARGO BANK, N.A.  
INVEST AFC/APP INTERFACE

PAGE 167  
AS OF 04/30/10

TICKLER 04/30/10 SEQUENCE 1272 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR [REDACTED] FOSCU FDN AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
TEMPORARY INVESTMENTS						
299920330	EVERGREEN PRIME CASH FD (FD #494)		6,289.87	6,289.87		
TOTAL	TEMPORARY INVESTMENTS		6,289.87	6,289.87		
	INCOME CASH		0.00	0.00		
*****	INCOME TOTAL		6,289.87	6,289.87	0.00	0.00
	ASSET FILE TOTAL	30,972.168	354,104.88	366,237.97	335,223.63	335,223.63