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
JOHN M RIVERS, JR. FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
40 CALHOUN STREET 500

City or town, state, and ZIP code
CHARLESTON, SC 29403

A Employer identification number
57-0907666

B Telephone number
(843)723-9900

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 2034678.

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

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

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	1053.			
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	60.	60.		STATEMENT 1
	4 Dividends and interest from securities	36625.	36625.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-494886.			
	b Gross sales price for all assets on line 6a 1573440.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	-457148.	36685.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	8135.	7321.	0.	814.
	c Other professional fees STMT 4	11915.	10724.	0.	1191.
	17 Interest				
	18 Taxes STMT 5	806.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	7354.	258.	0.	29.
	24 **Total operating and administrative expenses** Add lines 13 through 23	28210.	18303.	0.	2034.
	25 Contributions, gifts, grants paid	108500.			108500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	136710.	18303.	0.	110534.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-593858.			
	b **Net investment income** (if negative, enter -0-)		18382.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions** Form **990-PF** (2009)

16180812 352631 570907666 2009.03060 JOHN M RIVERS, JR. FOUNDATI 57090761

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	26406.	556401.	556401.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3500.	2694.	
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2451490.	1328443.	1478277.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2481396.	1887538.	2034678.
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	2433492.	2433492.	
	29 Retained earnings, accumulated income, endowment, or other funds	47904.	-545954.	
	30 **Total net assets or fund balances**	2481396.	1887538.	
	31 **Total liabilities and net assets/fund balances**	2481396.	1887538.	

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	2481396.
2	Enter amount from Part I, line 27a	2	-593858.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1887538.
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	1887538.

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	1573440.		2068326.	-494886.

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				-494886.

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	-494886.
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	96157.	2443315.	.039355
2007	175269.	3199156.	.054786
2006	168838.	3071397.	.054971
2005	162768.	2877818.	.056560
2004	138615.	2772434.	.049998

2 Total of line 1, column (d)	2	.255670
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	.051134
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1839580.
5 Multiply line 4 by line 3	5	94065.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	184.
7 Add lines 5 and 6	7	94249.
8 Enter qualifying distributions from Part XII, line 4	8	110534.

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 c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		1	184.
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	184.
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	184.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2694.		
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	2694.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2510.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 2510. **Refunded** ▶		11	0.

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) ▶ NONE			
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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ RIVERS ENTERPRISES, INC. Telephone no ▶843-723-9900

Located at ▶400 CALHOUN ST. SUITE 500, CHARLESTON, SC ZIP+4 ▶29403

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 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
SEE STATEMENT 8		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.

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	1576191.
b	Average of monthly cash balances	1b	291403.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1867594.
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	1867594.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28014.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1839580.
6	**Minimum investment return.** Enter 5% of line 5	6	91979.

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	91979.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 184.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	184.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	91795.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	91795.
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	91795.

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	110534.
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	110534.
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	184.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	110350.

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				91795.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			67100.	
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 ▶ $ 110534.				
a Applied to 2008, but not more than line 2a			67100.	
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				43434.
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				48361.
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				

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))

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 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

JOHN M. RIVERS, JR. P.O. BOX 21050, CHARLESTON, SC 29413

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

WRITTEN REQUEST

c Any submission deadlines

NONE

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

CHARLESTON, SC AREA AND CASHIERS, NC AREA

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 9				
Total			▶ 3a	108500.
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	60.	
4 Dividends and interest from securities			14	36625.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-494886.	
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.		-458201.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 -458201.

(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

Edward M. [illegible] ..., Treas. | 8-12-10 | Treasurer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

Form **990-PF** (2009)

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	70 SH ABBOTT LABORATORIES	P	06/18/07	01/14/09
b	50 SH ABBOTT LABORATORIES	P	06/18/07	04/08/09
c	45 SH ABBOTT LABORATORIES	P	06/18/07	04/16/09
d	15 SH ABBOTT LABORATORIES	P	11/01/07	04/16/09
e	60 SH ABBOTT LABORATORIES	P	11/01/07	04/28/09
f	50 SH ABBOTT LABORATORIES	P	11/01/07	05/20/09
g	40 SH ACE LIMITED	P	03/13/09	12/16/09
h	275 SH ACTIVISION BLIZZARD INC	P	11/18/08	02/18/09
i	75 SH AETNA INC	P	09/25/09	12/16/09
j	65 SH AFLAC INC	P	01/20/09	02/03/09
k	30 SH ALCON INC	P	02/17/04	01/27/09
l	35 SH ALCON INC	P	08/12/05	01/27/09
m	15 SH ALCON INC	P	08/12/05	05/08/09
n	15 SH ALCON INC	P	06/06/06	05/08/09
o	65 SH ALLSTATE CORP	P	12/26/07	05/04/09

	(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	3452.		3817.	-365.
b	2394.		2999.	-605.
c	1913.		2454.	-541.
d	638.		819.	-181.
e	2591.		3276.	-685.
f	2178.		2730.	-552.
g	1970.		1432.	538.
h	2622.		2898.	-276.
i	2524.		2177.	347.
j	1603.		2499.	-896.
k	2507.		1910.	597.
l	2925.		4072.	-1147.
m	1444.		1745.	-301.
n	1443.		1593.	-150.
o	1501.		3421.	-1920.

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				-365.
b				-605.
c				-541.
d				-181.
e				-685.
f				-552.
g				538.
h				-276.
i				347.
j				-896.
k				597.
l				-1147.
m				-301.
n				-150.
o				-1920.

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	135 SH ALLSTATE CORP	P	12/26/07	06/02/09
b	100 SH ALLSTATE CORP	P	12/26/07	12/01/09
c	60 SH ALLSTATE CORP	P	03/10/08	12/01/09
d	40 SH ALLSTATE CORP	P	03/10/08	12/01/09
e	160 SH ALTERA CORP	P	08/06/09	11/05/09
f	1 SH ALTRIA GROUP INC	P	06/23/06	04/29/09
g	44 SH ALTRIA GROUP INC	P	06/23/06	04/29/09
h	70 SH ALTRIA GROUP INC	P	10/04/06	04/29/09
i	35 SH ALTRIA GROUP INC	P	05/25/07	04/29/09
j	50 SH ALTRIA GROUP INC	P	05/25/07	09/10/09
k	75 SH ALTRIA GROUP INC	P	06/27/07	09/10/09
l	125 SH ALTRIA GROUP INC	P	08/28/07	09/10/09
m	75 SH ALTRIA GROUP INC	P	01/25/08	09/10/09
n	225 SH ALTRIA GROUP INC	P	09/05/08	09/10/09
o	75 SH ALTRIA GROUP INC	P	07/10/09	09/10/09

	(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	3582.		7106.	-3524.
b	2848.		5264.	-2416.
c	1709.		2832.	-1123.
d	1139.		1888.	-749.
e	3207.		3017.	190.
f	17.		17.	0.
g	746.		732.	14.
h	1186.		1249.	-63.
i	593.		752.	-159.
j	927.		1074.	-147.
k	1390.		1596.	-206.
l	2317.		2656.	-339.
m	1390.		1696.	-306.
n	4171.		4708.	-537.
o	1390.		1233.	157.

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				-3524.
b				-2416.
c				-1123.
d				-749.
e				190.
f				0.
g				14.
h				-63.
i				-159.
j				-147.
k				-206.
l				-339.
m				-306.
n				-537.
o				157.

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	25 SH AMAZON.COM INC	P	05/21/09	12/01/09
b	275 SH AMERICAN INTERNAT GROUP	P	05/23/06	03/03/09
c	40 SH AMERICAN INTERNAT GROUP	P	05/31/06	03/03/09
d	40 SH AMERICAN INTERNAT GROUP	P	06/12/06	03/03/09
e	40 SH AMERICAN INTERNAT GROUP	P	06/23/06	03/03/09
f	175 SH AMERICAN INTERNAT GROUP	P	08/11/06	03/03/09
g	40 SH AMERICAN INTERNAT GROUP	P	10/23/06	03/03/09
h	90 SH AMERICAN INTERNAT GROUP	P	02/12/08	03/03/09
i	100 SH AMERICAN INTERNAT GROUP	P	04/22/08	03/03/09
j	200 SH AMERICAN INTERNAT GROUP	P	05/12/08	03/03/09
k	90 SH AMERICAN TOWER CORP	P	07/13/09	01/09/09
l	125 SH AMERISOURCEBERGEN CORP	P	09/22/06	01/27/09
m	75 SH AMERISOURCEBERGEN CORP	P	11/08/06	01/27/09
n	15 SH AMGEN INC	P	06/27/08	06/19/09
o	50 SH AMGEN INC	P	07/09/08	06/19/09

	(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	3472.		1902.	1570.
b	123.		17064.	-16941.
c	18.		2436.	-2418.
d	18.		2406.	-2388.
e	18.		2382.	-2364.
f	78.		10649.	-10571.
g	18.		2661.	-2643.
h	40.		4118.	-4078.
i	45.		4560.	-4515.
j	89.		7600.	-7511.
k	3295.		2813.	482.
l	4619.		5607.	-988.
m	2771.		3292.	-521.
n	795.		698.	97.
o	2649.		2564.	85.

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				1570.
b				-16941.
c				-2418.
d				-2388.
e				-2364.
f				-10571.
g				-2643.
h				-4078.
i				-4515.
j				-7511.
k				482.
l				-988.
m				-521.
n				97.
o				85.

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	25 SH AMGEN INC	P	12/02/08	06/19/09
b	20 SH AMGEN INC	P	03/13/09	06/19/09
c	25 SH AMGEN INC	P	03/13/09	07/14/09
d	30 SH AMGEN INC	P	04/20/09	07/14/09
e	13 SH APACHE CORP	P	07/25/08	01/30/09
f	13 SH APACHE CORP	P	07/25/08	09/28/09
g	59 SH APACHE CORP	P	07/25/08	11/04/09
h	37 SH APACHE CORP	P	07/29/08	07/17/09
i	3 SH APACHE CORP	P	07/29/08	11/04/09
j	23 SH APACHE CORP	P	10/10/08	08/07/09
k	2 SH APACHE CORP	P	10/10/08	09/28/09
l	18 SH APACHE CORP	P	10/14/08	09/28/09
m	7 SH APACHE CORP	P	10/14/08	10/13/09
n	23 SH APACHE CORP	P	04/23/09	10/13/09
o	15 SH APACHE CORP	P	04/23/09	10/22/09

	(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	1324.		1385.	-61.
b	1059.		1015.	44.
c	1456.		1269.	187.
d	1747.		1397.	350.
e	989.		1422.	-433.
f	1209.		1422.	-213.
g	5835.		6455.	-620.
h	2806.		3969.	-1163.
i	297.		322.	-25.
j	2008.		1525.	483.
k	186.		133.	53.
l	1674.		1488.	186.
m	682.		579.	103.
n	2240.		1525.	715.
o	1519.		995.	524.

	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				-61.
b				44.
c				187.
d				350.
e				-433.
f				-213.
g				-620.
h				-1163.
i				-25.
j				483.
k				53.
l				186.
m				103.
n				715.
o				524.

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	55 SH APPLE COMPUTER INC	P	06/06/06	01/15/09
b	20 SH APPLE COMPUTER INC	P	06/06/06	01/15/09
c	20 SH APPLE COMPUTER INC	P	07/24/06	01/15/09
d	21 SH APPLE COMPUTER INC	P	07/24/06	09/21/09
e	60 SH ARECLORMITTAL SA LUXEMBOURG	P	05/29/09	12/01/09
f	15 SH ARCELORMITTAL SA LUXEMBOURG	P	08/06/09	12/01/09
g	65 SH ARCELORMITTAL SA LUXEMBOURG	P	08/06/09	12/21/09
h	5 SH ARCELORMITTAL SA LUXEMBOURG	P	08/14/09	12/21/09
i	160 SH ARCHER-DANIELS-MIDLAND CO	P	01/06/09	07/30/09
j	100 SH AT&T INC	P	09/14/07	12/01/09
k	75 SH AUTOLIV INC	P	03/20/07	06/24/09
l	75 SH AUTOLIV INC	P	03/13/09	06/24/09
m	319 SH BANK OF AMER CORP	P	02/13/06	02/24/09
n	6 SH BANK OF AMER CORP	P	05/04/07	02/24/09
o	93 SH BANK OF AMER CORP	P	05/04/07	03/24/09

	(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	4557.		3289.	1268.
b	1657.		1196.	461.
c	1657.		1223.	434.
d	3825.		1284.	2541.
e	2422.		1975.	447.
f	606.		566.	40.
g	2871.		2451.	420.
h	221.		181.	40.
i	4877.		4597.	280.
j	2714.		4040.	-1326.
k	2092.		4383.	-2291.
l	2092.		1172.	920.
m	1445.		13866.	-12421.
n	27.		308.	-281.
o	723.		4777.	-4054.

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				1268.
b				461.
c				434.
d				2541.
e				447.
f				40.
g				420.
h				40.
i				280.
j				-1326.
k				-2291.
l				920.
m				-12421.
n				-281.
o				-4054.

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	75 SH BANK OF AMER CORP	P	02/05/08	03/24/09
b	157 SH BANK OF AMER CORP	P	02/05/08	03/24/09
c	100 SH BANK OF AMER CORP	P	02/07/08	03/24/09
d	175 SH BANK OF AMER CORP	P	08/31/09	12/01/09
e	60 SH BAXTER INTERNAT INC	P	10/13/08	09/04/09
f	35 SH BAXTER INTERNAT INC	P	10/13/08	09/09/09
g	55 SH BAXTER INTERNAT INC	P	10/13/08	12/01/09
h	25 SH BAXTER INTERNAT INC	P	02/20/09	12/01/09
i	25 SH BECTON DICKINSON & CO	P	04/18/08	05/01/09
j	50 SH BECTON DICKINSON & CO	P	07/22/08	05/01/09
k	5 SH BECTON DICKINSON & CO	P	07/22/08	05/05/09
l	30 SH BECTON DICKINSON & CO	P	08/11/08	05/05/09
m	1274.065 SH BERNSTEIN EMERGING MKTS	P	06/06/06	12/01/09
n	1356.658 SH BERNSTEIN EMERGING MKTS	P	06/06/06	12/22/09
o	31.047 SH BERNSTEIN EMERGING MKTS	P	12/15/06	12/22/09

	(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	583.		3207.	-2624.
b	1220.		6714.	-5494.
c	777.		4310.	-3533.
d	2781.		3096.	-315.
e	3395.		3492.	-97.
f	1959.		2037.	-78.
g	3033.		3201.	-168.
h	1378.		1433.	-55.
i	1526.		2098.	-572.
j	3053.		4253.	-1200.
k	306.		425.	-119.
l	1835.		2602.	-767.
m	36200.		47848.	-11648.
n	37781.		50950.	-13169.
o	865.		1139.	-274.

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				-2624.
b				-5494.
c				-3533.
d				-315.
e				-97.
f				-78.
g				-168.
h				-55.
i				-572.
j				-1200.
k				-119.
l				-767.
m				-11648.
n				-13169.
o				-274.

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	

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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	64.725 SH BERNSTEIN EMERGING MKTS	P	12/15/06	12/22/09
b	481.141 SH BERNSTEIN EMERGING MKTS	P	12/15/06	12/22/09
c	34.457 SH BERNSTEIN EMERGING MKTS	P	12/14/07	12/22/09
d	123.497 SH BERNSTEIN EMERGING MKTS	P	12/14/07	12/22/09
e	702.688 SH BERNSTEIN EMERGING MKTS	P	12/14/07	12/22/09
f	108.064 SH BERNSTEIN EMERGING MKTS	P	12/12/08	12/22/09
g	412.908 SH BERNSTEIN EMERGING MKTS	P	12/12/08	12/22/09
h	23.058 SH BERNSTEIN EMERGING MKTS	P	12/11/09	12/22/09
i	331.345 SH BERNSTEIN INTERNAT PORT	P	04/05/04	10/27/09
j	927.110 SH BERNSTEIN INTERNAT PORT	P	04/05/04	12/01/09
k	3747.069 SH BERNSTEIN INTERNAT PORT	P	04/05/04	12/22/09
l	2531.579 SH BERNSTEIN INTERNAT PORT	P	04/13/04	12/22/09
m	405.789 SH BERNSTEIN INTERNAT PORT	P	05/17/04	12/22/09
n	169.215 SH BERNSTEIN INTERNAT PORT	P	12/15/04	12/22/09
o	760.817 SH BERNSTEIN INTERNAT PORT	P	12/21/04	12/22/09

	(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	1803.		2375.	-572.
b	13399.		17653.	-4254.
c	960.		1411.	-451.
d	3439.		5058.	-1619.
e	19569.		28782.	-9213.
f	3009.		1591.	1418.
g	11499.		6078.	5421.
h	642.		650.	-8.
i	5000.		6173.	-1173.
j	14500.		17272.	-2772.
k	55869.		69808.	-13939.
l	37746.		48100.	-10354.
m	6050.		7150.	-1100.
n	2523.		3413.	-890.
o	11344.		15650.	-4306.

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				-572.
b				-4254.
c				-451.
d				-1619.
e				-9213.
f				1418.
g				5421.
h				-8.
i				-1173.
j				-2772.
k				-13939.
l				-10354.
m				-1100.
n				-890.
o				-4306.

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	

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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	9879.830 SH BERNSTEIN INTERNAT PORT	P	02/22/05	12/22/09
b	1843.373 SH BERNSTEIN INTERNAT PORT	P	06/07/05	12/22/09
c	414.146 SH BERNSTEIN INTERNAT PORT	P	12/12/05	12/22/09
d	933.360 SH BERNSTEIN INTERNAT PORT	P	06/16/06	12/22/09
e	509.602 SH BERNSTEIN INTERNAT PORT	P	12/15/06	12/22/09
f	3199.801 SH BERNSTEIN INTERNAT PORT	P	12/15/06	01/22/09
g	437.706 SH BERNSTEIN INTERNAT PORT	P	12/14/07	12/22/09
h	31.482 SH BERNSTEIN INTERNAT PORT	P	12/14/07	12/22/09
i	3059.881 SH BERNSTEIN INTERNAT PORT	P	12/14/07	12/22/09
j	574.141 SH BERNSTEIN INTERNAT PORT	P	02/03/09	12/22/09
k	538.674 SH BERNSTEIN INTERNAT PORT	P	02/10/09	12/22/09
l	355.304 SH BERNSTEIN INTERNAT PORT	P	03/13/09	12/22/09
m	938.679 SH BERNSTEIN INTERNAT PORT	P	03/25/09	12/22/09
n	95 SH BLACK & DECKER CORP	P	10/10/06	01/16/09
o	5 SH BLACK & DECKER CORP	P	09/17/09	12/16/09

	(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	147308.		209650.	-62342.
b	27485.		38250.	-10765.
c	6175.		9753.	-3578.
d	13916.		23250.	-9334.
e	7598.		13071.	-5473.
f	47709.		82075.	-34366.
g	6526.		11056.	-4530.
h	469.		795.	-326.
i	45623.		77293.	-31670.
j	8560.		6350.	2210.
k	8032.		5850.	2182.
l	5298.		3450.	1848.
m	13996.		9950.	4046.
n	3726.		7842.	-4116.
o	323.		249.	74.

	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				-62342.
b				-10765.
c				-3578.
d				-9334.
e				-5473.
f				-34366.
g				-4530.
h				-326.
i				-31670.
j				2210.
k				2182.
l				1848.
m				4046.
n				-4116.
o				74.

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	

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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	70 SH BLACK & DECKER CORP	P	09/17/09	12/16/09
b	10 SH BP PLC SPONSORED ADR	P	12/28/06	01/30/09
c	135 SH BP PLC SPONSORED ADR	P	10/16/07	01/30/09
d	40 SH BP PLC SPONSORED ADR	P	10/16/07	10/05/09
e	75 SH BP PLC SPONSORED ADR	P	01/23/08	10/05/09
f	250 SH BRISTOL MYERS SQUIBB CO	P	12/02/08	07/20/09
g	65 SH BUNGE LTD	P	11/18/08	04/06/09
h	35 SH BUNGE LTD	P	11/25/08	04/06/09
i	1 SH BUNGE LTD	P	02/04/09	04/06/09
j	39 SH BUNGE LTD	P	02/04/09	04/13/09
k	75 SH CAPITAL ONE FINL CORP	P	01/20/09	07/17/09
l	50 SH CAPITAL ONE FINL CORP	P	01/20/09	09/16/09
m	10 SH CAPITAL ONE FINL CORP	P	01/20/09	10/07/09
n	75 SH CAPITAL ONE FINL CORP	P	01/20/09	10/07/09
o	90 SH CAPITAL ONE FINL CORP	P	01/20/09	10/12/09

	(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	4525.		3481.	1044.
b	429.		672.	-243.
c	5786.		10332.	-4546.
d	2051.		3061.	-1010.
e	3845.		4589.	-744.
f	4971.		4940.	31.
g	3776.		2630.	1146.
h	2033.		1332.	701.
i	58.		43.	15.
j	2235.		1658.	577.
k	2000.		1765.	235.
l	1873.		1176.	697.
m	369.		235.	134.
n	2765.		1765.	1000.
o	3413.		2118.	1295.

	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				1044.
b				-243.
c				-4546.
d				-1010.
e				-744.
f				31.
g				1146.
h				701.
i				15.
j				577.
k				235.
l				697.
m				134.
n				1000.
o				1295.

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	

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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	100 SH CARDINAL HEALTH INC	P	04/25/08	06/05/09
b	60 SH CARDINAL HEALTH INC	P	04/25/08	08/03/09
c	15 SH CARDINAL HEALTH INC	P	04/25/08	08/14/09
d	50 SH CARDINAL HEALTH INC	P	06/25/08	08/14/09
e	75 SH CARDINAL HEALTH INC	P	12/03/08	08/14/09
f	60 SH CATERPILLAR INC	P	02/11/08	01/05/09
g	65 SH CATERPILLAR INC	P	01/20/09	03/03/09
h	35 SH CATERPILLAR INC	P	05/27/09	09/17/09
i	45 SH CATERPILLAR INC	P	05/27/09	10/09/09
j	45 SH CATERPILLAR INC	P	07/21/09	10/09/09
k	45 SH CATERPILLAR INC	P	07/21/09	12/07/09
l	55 SH CATERPILLAR INC	P	07/28/09	12/07/09
m	275 CBS CORP	P	05/04/06	11/16/09
n	50 SH CELGENE CORP	P	05/09/07	08/03/09
o	20 SH CELGENE CORP	P	08/23/07	08/03/09

	(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	2994.		5261.	-2267.
b	1988.		3156.	-1168.
c	490.		789.	-299.
d	1632.		2608.	-976.
e	2448.		2359.	89.
f	2791.		4120.	-1329.
g	1480.		2559.	-1079.
h	1843.		1233.	610.
i	2363.		1586.	777.
j	2363.		1527.	836.
k	2602.		1527.	1075.
l	3181.		2354.	827.
m	3670.		7088.	-3418.
n	3131.		3520.	-389.
o	1139.		1200.	-61.

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				-2267.
b				-1168.
c				-299.
d				-976.
e				89.
f				-1329.
g				-1079.
h				610.
i				777.
j				836.
k				1075.
l				827.
m				-3418.
n				-389.
o				-61.

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	

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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	65 SH CELGENE CORP	P	08/23/07	11/13/09
b	30 SH CELGENE CORP	P	08/23/07	12/01/09
c	275 SH CENTEX CORP	P	06/03/08	02/06/09
d	95 SH CHARLES SCHWAB CORP	P	11/03/08	05/26/09
e	80 SH CHARLES SCHWAB CORP	P	11/03/08	06/01/09
f	17 SH CHEVRON CORP	P	04/05/04	06/10/09
g	18 SH CHEVRON CORP	P	07/12/06	06/10/09
h	37 SH CHEVRON CORP	P	07/12/06	07/13/09
i	60 SH CHEVRON CORP	P	07/21/06	07/13/09
j	23 SH CHEVRON CORP	P	05/18/07	07/13/09
k	12 SH CHEVRON CORP	P	05/18/07	08/10/09
l	68 SH CHEVRON CORP	P	07/17/07	08/10/09
m	5 SH CISCO SYSTEMS INC	P	11/08/06	05/26/09
n	195 SH CISCO SYSTEMS INC	P	11/16/06	05/26/09
o	230 SH CISCO SYSTEMS INC	P	11/16/06	08/04/09

	(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	3467.		3901.	-434.
b	1687.		1800.	-113.
c	2989.		5163.	-2174.
d	1656.		1815.	-159.
e	1455.		1528.	-73.
f	1204.		742.	462.
g	1275.		1174.	101.
h	2286.		2414.	-128.
i	3706.		3903.	-197.
j	1421.		1901.	-480.
k	831.		992.	-161.
l	4709.		6239.	-1530.
m	93.		125.	-32.
n	3608.		5245.	-1637.
o	5139.		6187.	-1048.

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				-434.
b				-113.
c				-2174.
d				-159.
e				-73.
f				462.
g				101.
h				-128.
i				-197.
j				-480.
k				-161.
l				-1530.
m				-32.
n				-1637.
o				-1048.

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

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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	25 SH CISCO SYSTEMS INC	P	12/28/06	08/04/09
b	95 SH CISCO SYSTEMS INC	P	12/28/06	08/04/09
c	70 SH CISCO SYSTEMS INC	P	12/28/06	11/13/09
d	65 SH CISCO SYSTEMS INC	P	02/28/07	11/13/09
e	35 SH CISCO SYSTEMS INC	P	02/28/07	12/16/09
f	100 SH CISCO SYSTEMS INC	P	03/15/07	12/16/09
g	50 SH CITIGROUP INC	P	04/05/04	01/15/09
h	175 SH CITIGROUP INC	P	05/18/04	01/15/09
i	100 SH CITIGROUP INC	P	04/05/04	01/15/09
j	275 SH CITIGROUP INC	P	01/30/08	01/15/09
k	100 SH CITIGROUP INC	P	02/04/08	01/15/09
l	200 SH CITIGROUP INC	P	02/11/08	02/20/09
m	300 SH CITIGROUP INC	P	02/27/08	02/20/09
n	10 SH CME GROUP INC	P	05/10/07	01/14/09
o	5 SH CME GROUP INC	P	08/14/07	01/14/09

	(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	559.		685.	-126.
b	2123.		2603.	-480.
c	1649.		1918.	-269.
d	1532.		1689.	-157.
e	821.		910.	-89.
f	2347.		2581.	-234.
g	190.		2601.	-2411.
h	667.		8083.	-7416.
i	381.		5199.	-4818.
j	1048.		7763.	-6715.
k	381.		2935.	-2554.
l	401.		5165.	-4764.
m	602.		7639.	-7037.
n	1770.		5052.	-3282.
o	885.		2881.	-1996.

	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				-126.
b				-480.
c				-269.
d				-157.
e				-89.
f				-234.
g				-2411.
h				-7416.
i				-4818.
j				-6715.
k				-2554.
l				-4764.
m				-7037.
n				-3282.
o				-1996.

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**

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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	14 SH CME GROUP INC	P	08/14/07	02/06/09
b	1 SH CME GROUP INC	P	08/14/07	07/07/09
c	5 SH CME GROUP INC	P	01/25/08	07/07/09
d	10 SH CME GROUP INC	P	01/25/08	12/01/09
e	50 SH COCA COLA CO	P	01/10/08	05/01/09
f	20 SH COCA COLA CO	P	01/10/08	05/11/09
g	25 SH COCA COLA CO	P	06/25/08	05/11/09
h	45 SH COCA COLA CO	P	06/25/08	09/16/09
i	40 SH COLGATE PALMOLIVE CO	P	11/23/07	04/08/09
j	45 SH COLGATE PALMOLIVE CO	P	11/23/07	04/16/09
k	35 SH COLGATE PALMOLIVE CO	P	12/02/08	05/05/09
l	30 SH COLGATE PALMOLIVE CO	P	12/02/08	11/06/09
m	25 SH COLGATE PALMOLIVE CO	P	02/11/09	11/06/09
n	30 SH CONOCOPHILLIPS	P	11/08/06	02/03/09
o	20 SH CONOCOPHILLIPS	P	01/26/07	02/03/09

	(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	2650.		8066.	-5416.
b	283.		576.	-293.
c	1417.		3184.	-1767.
d	3302.		6369.	-3067.
e	2117.		3257.	-1140.
f	857.		1303.	-446.
g	1071.		1343.	-272.
h	2355.		2417.	-62.
i	2409.		3159.	-750.
j	2660.		3554.	-894.
k	2160.		2174.	-14.
l	2399.		1864.	535.
m	2000.		1572.	428.
n	1387.		1851.	-464.
o	924.		1292.	-368.

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				-5416.
b				-293.
c				-1767.
d				-3067.
e				-1140.
f				-446.
g				-272.
h				-62.
i				-750.
j				-894.
k				-14.
l				535.
m				428.
n				-464.
o				-368.

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	

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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	100 SH CONOCOPHILLIPS	P	01/26/07	02/03/09
b	30 SH CONOCOPHILLIPS	P	08/27/07	02/03/09
c	45 SH COOPER INDUSTRIES LTD	P	03/13/09	05/14/09
d	155 SH COOPER INDUSTRIES LTD	P	03/13/09	08/24/09
e	125 SH CORNING INC	P	01/22/09	06/26/09
f	325 SH CORNING INC	P	01/22/09	12/16/09
g	105 SH CUMMINS INC	P	02/04/09	02/26/09
h	50 SH DEERE & CO	P	10/12/07	03/04/09
i	225 SH DELL INC	P	10/29/08	01/30/09
j	45 SH DEUTSCHE BANK AG	P	09/12/07	04/08/09
k	5 SH DEUTSCHE BANK AG	P	09/12/07	06/01/09
l	25 SH DEUTSCHE BANK AG	P	01/28/08	06/01/09
m	30 SH DEVON ENERGY CORP	P	08/11/08	05/28/09
n	80 SH DOMINION RESOURCES INC VA	P	11/03/08	01/14/09
o	50 SH E I DU PONT DE NEMOURS & CO	P	04/09/09	11/23/09

	(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	4622.		6458.	-1836.
b	1387.		2424.	-1037.
c	1505.		1072.	433.
d	5073.		3693.	1380.
e	2004.		1173.	831.
f	6139.		3051.	3088.
g	2185.		2678.	-493.
h	1332.		3865.	-2533.
i	2155.		2844.	-689.
j	2026.		5618.	-3592.
k	347.		624.	-277.
l	1737.		2815.	-1078.
m	1883.		2663.	-780.
n	2690.		2914.	-224.
o	1738.		1313.	425.

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				-1836.
b				-1037.
c				433.
d				1380.
e				831.
f				3088.
g				-493.
h				-2533.
i				-689.
j				-3592.
k				-277.
l				-1078.
m				-780.
n				-224.
o				425.

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

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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	100 SH EASTMAN CHEMICAL CO	P	09/26/08	09/04/09
b	75 SH ELI LILLY & CO	P	03/24/09	07/24/09
c	65 SH ELI LILLY & CO	P	04/09/09	07/24/09
d	5 SH ELI LILLY & CO	P	04/09/09	09/04/09
e	25 SH ELI LILLY & CO	P	04/14/09	09/04/09
f	65 SH EMERSON ELECTRIC CO	P	06/18/07	06/01/09
g	35 SH EMERSON ELECTRIC CO	P	06/18/07	08/06/09
h	50 SH EMERSON ELECTRIC CO	P	01/20/09	08/06/09
i	70 SH EMERSON ELECTRIC CO	P	02/11/09	08/06/09
j	65 SH EMERSON ELECTRIC CO	P	02/11/09	08/19/09
k	15 SH EMERSON ELECTRIC CO	P	02/11/09	09/16/09
l	35 SH EMERSON ELECTRIC CO	P	03/20/09	09/16/09
m	40 SH EMERSON ELECTRIC CO	P	03/20/09	10/22/09
n	35 SH EOG RES INC	P	10/17/07	05/01/09
o	10 SH EOG RES INC	P	10/17/07	06/26/09

	(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	5016.		5752.	-736.
b	2577.		2510.	67.
c	2233.		2116.	117.
d	164.		163.	1.
e	821.		804.	17.
f	2168.		3183.	-1015.
g	1218.		1714.	-496.
h	1739.		1659.	80.
i	2435.		2296.	139.
j	2250.		2132.	118.
k	607.		492.	115.
l	1417.		969.	448.
m	1600.		1108.	492.
n	2313.		2859.	-546.
o	687.		817.	-130.

	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				-736.
b				67.
c				117.
d				1.
e				17.
f				-1015.
g				-496.
h				80.
i				139.
j				118.
k				115.
l				448.
m				492.
n				-546.
o				-130.

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

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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	55 SH EOG RES INC	P	12/20/07	06/26/09
b	20 SH EOG RES INC	P	03/10/08	06/26/09
c	35 SH EOG RES INC	P	03/10/08	07/08/09
d	20 SH EOG RES INC	P	03/10/08	07/13/09
e	30 SH EOG RES INC	P	08/11/08	07/13/09
f	20 SH EOG RES INC	P	08/11/08	08/04/09
g	30 SH EOG RES INC	P	02/02/09	11/02/09
h	40 SH EOG RES INC	P	02/02/09	11/16/09
i	5 SH EOGL RES INC	P	03/20/09	08/04/09
j	20 SH EOG RES INC	P	03/20/09	08/20/09
k	5 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09
l	5 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09
m	10 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09
n	10 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09
o	15 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09

	(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	3777.		4909.	-1132.
b	1374.		2289.	-915.
c	2158.		4005.	-1847.
d	1257.		2289.	-1032.
e	1885.		2831.	-946.
f	1523.		1887.	-364.
g	2489.		2003.	486.
h	3628.		2671.	957.
i	381.		322.	59.
j	1472.		1289.	183.
k	44.		35.	9.
l	44.		35.	9.
m	88.		70.	18.
n	88.		70.	18.
o	132.		106.	26.

	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				-1132.
b				-915.
c				-1847.
d				-1032.
e				-946.
f				-364.
g				486.
h				957.
i				59.
j				183.
k				9.
l				9.
m				18.
n				18.
o				26.

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	

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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	15 SH ERICSSON L M TEL CO	P	10/21/08	02/19/08
b	600 SH ERICSSON L M TEL CO	P	10/21/08	02/19/09
c	140 SH ERICSSON L M TEL CO	P	10/21/08	05/01/09
d	100 SH ERICSSON L M TEL CO	P	12/29/08	05/01/09
e	300 SH ERICSSON L M TEL CO	P	12/29/08	08/21/09
f	45 SH EXXON MOBIL CORP	P	01/27/06	07/10/09
g	80 SH EXXON MOBIL CORP	P	01/27/06	08/18/09
h	35 SH EXXON MOBIL CORP	P	05/04/07	08/18/09
i	90 SH EXXON MOBIL CORP	P	05/04/07	09/30/09
j	275 SH FIFTH THIRD BANCORP	P	09/26/08	03/18/09
k	225 SH FIFTH THIRD BANCORP	P	12/24/08	03/18/09
l	150 SH FLEXTRONICS INTERNAT LTD	P	07/24/03	01/02/09
m	200 SH FLEXTRONICS INTERNAT LTD	P	11/28/03	01/02/09
n	400 SH FLEXTRONICS INTERNAT LTD	P	05/11/05	01/02/09
o	150 SH FLEXTRONICS INTERNAT LTD	P	05/05/03	01/02/09

	(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	132.		106.	26.
b	5277.		4224.	1053.
c	1166.		986.	180.
d	833.		739.	94.
e	2913.		2217.	696.
f	2929.		2747.	182.
g	5322.		4884.	438.
h	2329.		2828.	-499.
i	6179.		7271.	-1092.
j	594.		4406.	-3812.
k	486.		1736.	-1250.
l	407.		1655.	-1248.
m	543.		2946.	-2403.
n	1085.		4549.	-3464.
o	407.		1600.	-1193.

	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				26.
b				1053.
c				180.
d				94.
e				696.
f				182.
g				438.
h				-499.
i				-1092.
j				-3812.
k				-1250.
l				-1248.
m				-2403.
n				-3464.
o				-1193.

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	

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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	35 SH FLUOR CORP	P	08/20/07	09/16/09
b	35 SH FLUOR CORP	P	02/04/09	09/16/09
c	25 SH FRANKLIN RESOURCES INC	P	02/13/06	06/04/09
d	25 SH FRANKLIN RESOURCES INC	P	06/06/06	06/04/09
e	55 SH FREEPORT MCMORAN COPPER & GOLD	P	05/05/09	09/17/09
f	10 SH FREEPORT MCMORAN COPPER & GOLD	P	05/06/09	09/17/09
g	65 SH FREEPORT MCMORAN COPPER & GOLD	P	05/06/09	10/23/09
h	350 SH GANNETT CO INC	P	06/03/08	04/17/09
i	15 SH GENENTECH INC	P	01/30/06	03/20/09
j	60 SH GENENTECH INC	P	06/06/06	03/20/09
k	95 SH GENENTECH INC	P	06/18/07	03/20/09
l	5 SH GENENTECH INC	P	06/18/07	03/26/09
m	125 SH GENENTECH INC	P	10/13/08	03/26/09
n	25 SH GENERAL ELECTRIC CO	P	02/09/05	01/14/09
o	300 SH GENERAL ELECTRIC CO	P	08/10/06	01/14/09

	(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	1952.		2044.	-92.
b	1952.		1367.	585.
c	1817.		2368.	-551.
d	1817.		2192.	-375.
e	3907.		2712.	1195.
f	710.		523.	187.
g	5376.		3399.	1977.
h	1349.		9994.	-8645.
i	1407.		1302.	105.
j	5628.		4727.	901.
k	8911.		7301.	1610.
l	475.		384.	91.
m	11875.		9512.	2363.
n	357.		905.	-548.
o	4285.		9748.	-5463.

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				-92.
b				585.
c				-551.
d				-375.
e				1195.
f				187.
g				1977.
h				-8645.
i				105.
j				901.
k				1610.
l				91.
m				2363.
n				-548.
o				-5463.

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	

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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	200 SH GENWORTH FINL CO	P	08/12/05	09/02/09
b	75 SH GENWORTH FINL CO	P	09/01/06	09/02/09
c	125 SH GENWORTH FINL CO	P	11/28/06	09/02/09
d	95 SH GILEAD SCIENCES INC	P	06/24/05	02/06/09
e	5 SH GILEAD SCIENCES INC	P	06/24/05	10/09/09
f	45 SH GILEAD SCIENCES INC	P	02/13/06	10/09/09
g	60 SH GILEAD SCIENCES INC	P	02/13/06	10/15/09
h	135 SH GLAXOSMITHKLINE PLC	P	02/04/09	11/17/09
i	16 SH GOLDMAN SACHS GROUP INC	P	04/13/04	04/09/09
j	6 SH GOLDMAN SACHS GROUP INC	P	06/06/06	04/09/09
k	12 SH GOLDMAN SACHS GROUP INC	P	11/03/08	09/24/09
l	10 SH GOOGLE INC	P	08/29/05	01/26/09
m	3 SH GOOGLE INC	P	08/29/05	01/30/09
n	3 SH GOOGLE INC	P	02/13/06	01/30/09
o	10 SH GOOGLE INC	P	02/13/06	04/20/09

	(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	1810.		6139.	-4329.
b	679.		2592.	-1913.
c	1131.		4097.	-2966.
d	4995.		2092.	2903.
e	227.		110.	117.
f	2041.		1358.	683.
g	2794.		1811.	983.
h	5637.		4943.	694.
i	1905.		1685.	220.
j	714.		897.	-183.
k	2197.		1115.	1082.
l	3269.		2806.	463.
m	1022.		842.	180.
n	1022.		1102.	-80.
o	3801.		3674.	127.

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				-4329.
b				-1913.
c				-2966.
d				2903.
e				117.
f				683.
g				983.
h				694.
i				220.
j				-183.
k				1082.
l				463.
m				180.
n				-80.
o				127.

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	

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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	8 SH GOOGLE INC	P	02/13/06	10/19/09
b	3 SH GOOGLE INC	P	02/13/06	12/01/09
c	6 SH GOOGLE INC	P	02/13/06	12/17/09
d	80 SH HARTFORD FINL SVC	P	06/09/08	02/04/09
e	5 SH HARTFORD FINL SVC	P	06/09/08	08/13/09
f	50 SH HARTFORD FINL SVC	P	07/08/08	08/13/09
g	50 SH HARTFORD FINL SVC	P	07/15/08	08/13/09
h	50 SH HARTFORD FINL SVC	P	07/18/08	08/13/09
i	70 SH HEWLETT-PACKARD CO	P	07/25/00	05/01/09
j	5 SH HEWLETT-PACKARD CO	P	07/25/00	06/04/09
k	70 SH HEWLETT-PACKARD CO	P	11/02/06	06/04/09
l	55 SH HEWLETT-PACKARD CO	P	11/02/06	06/24/09
m	40 SH HEWLETT-PACKARD CO	P	01/08/07	06/24/09
n	60 SH HEWLETT-PACKARD CO	P	01/08/07	07/16/09
o	70 SH HEWLETT-PACKARD CO	P	01/22/07	07/16/09

	(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	4410.		2939.	1471.
b	1768.		1102.	666.
c	3567.		2204.	1363.
d	1215.		5708.	-4493.
e	98.		357.	-259.
f	982.		3218.	-2236.
g	982.		2706.	-1724.
h	982.		2949.	-1967.
i	2509.		2430.	79.
j	179.		174.	5.
k	2505.		2704.	-199.
l	2064.		2125.	-61.
m	1501.		1685.	-184.
n	2348.		2527.	-179.
o	2739.		2930.	-191.

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				1471.
b				666.
c				1363.
d				-4493.
e				-259.
f				-2236.
g				-1724.
h				-1967.
i				79.
j				5.
k				-199.
l				-61.
m				-184.
n				-179.
o				-191.

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	

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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	30 SH HEWLETT-PACKARD CO	P	01/22/07	08/28/09
b	50 SH HEWLETT-PACKARD CO	P	03/15/07	08/28/09
c	40 SH HEWLETT-PACKARD CO	P	03/15/07	10/05/09
d	34 SH HEWLETT-PACKARD CO	P	03/15/07	12/08/09
e	1 SH HEWLETT-PACKARD CO	P	03/15/07	12/16/09
f	5 SH HOME DEPOT INC	P	10/17/08	05/15/09
g	130 SH HOME DEPOT INC	P	10/17/08	05/15/09
h	75 SH HONEYWILL INTL INC	P	01/20/09	05/06/09
i	55 SH JACOBS ENGINEERING GROUP INC	P	01/20/09	05/19/09
j	150 SH J C PENNEY CO INC	P	02/11/08	03/24/09
k	75 SH J C PENNEY CO INC	P	11/19/08	03/24/09
l	5 SH J C PENNEY CO INC	P	11/19/08	03/24/09
m	45 SH J C PENNEY CO INC	P	11/19/08	04/13/09
n	25 SH JPMORGAN CHASE & CO	P	02/13/06	02/20/09
o	170 SH JPMORGAN CHASE & CO	P	02/13/06	02/20/09

	(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	1345.		1256.	89.
b	2241.		1981.	260.
c	1823.		1585.	238.
d	1666.		1347.	319.
e	51.		40.	11.
f	122.		98.	24.
g	3162.		2538.	624.
h	2463.		2444.	19.
i	2200.		2550.	-350.
j	2861.		7366.	-4505.
k	1431.		1166.	265.
l	95.		78.	17.
m	1189.		699.	490.
n	484.		984.	-500.
o	3290.		6688.	-3398.

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				89.
b				260.
c				238.
d				319.
e				11.
f				24.
g				624.
h				19.
i				-350.
j				-4505.
k				265.
l				17.
m				490.
n				-500.
o				-3398.

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	

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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	5 SH JPMORGAN CHASE & CO	P	02/13/06	03/19/09
b	20 SH JPMORGAN CHASE & CO	P	09/11/06	03/19/09
c	25 SH JPMORGAN CHASE & CO	P	12/26/07	03/19/09
d	5 SH JPMORGAN CHASE & CO	P	12/26/07	03/19/09
e	20 SH JPMORGAN CHASE & CO	P	12/26/07	03/19/09
f	29 SH JPMORGAN CHASE & CO	P	12/26/07	09/11/09
g	71 SH JPMORGAN CHASE & CO	P	12/26/07	10/09/09
h	29 SH JPMORGAN CHASE & CO	P	01/15/08	10/09/09
i	50 SH JPMORGAN CHASE & CO	P	01/15/08	12/01/09
j	66 SH JPMORGAN CHASE & CO	P	09/26/08	09/11/09
k	55 SH KOHLS CORP	P	12/28/06	10/20/09
l	25 SH KROGER CO	P	02/17/04	06/05/09
m	120 SH KROGER CO	P	04/06/04	06/05/09
n	130 SH KROGER CO	P	04/06/04	07/31/09
o	90 SH LIBERTY MEDIA CORP	P	04/21/09	07/23/09

	(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	135.		197.	-62.
b	541.		906.	-365.
c	676.		1118.	-442.
d	135.		224.	-89.
e	541.		895.	-354.
f	1235.		1297.	-62.
g	3213.		3176.	37.
h	1313.		1141.	172.
i	2096.		1967.	129.
j	2810.		2673.	137.
k	3308.		3802.	-494.
l	573.		474.	99.
m	2751.		2012.	739.
n	2784.		2180.	604.
o	2424.		2137.	287.

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				-62.
b				-365.
c				-442.
d				-89.
e				-354.
f				-62.
g				37.
h				172.
i				129.
j				137.
k				-494.
l				99.
m				739.
n				604.
o				287.

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	

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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	185 SH LIMITED BRANDS INC	P	04/13/09	11/02/09
b	200 SH LINCOLN NATIONAL CORP	P	01/20/09	06/05/09
c	30 SH LOCKHEED MARTIN CORP	P	09/26/08	04/20/09
d	25 SH LOCKHEED MARTIN CORP	P	09/26/08	05/07/09
e	120 SH LOWES COMPANIES	P	10/27/08	12/04/09
f	9 SH LOWES COMPANIES	P	02/25/09	10/08/09
g	105 SH LOWES COMPANIES	P	04/22/09	10/08/09
h	16 SH LOWES COMPANIES	P	05/13/09	10/08/09
i	24 SH LOWES COMPANIES	P	05/13/09	12/18/09
j	56 SH LOWES COMPANIES	P	06/19/09	12/18/09
k	100 SH MACYS INC	P	02/28/07	01/28/09
l	75 SH MACYS INC	P	03/06/07	01/28/09
m	25 SH MACYS INC	P	03/09/07	01/28/09
n	5 SH MACYS INC	P	03/09/07	01/28/09
o	5 SH MACYS INC	P	03/09/07	01/28/09

	(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	3313.		1857.	1456.
b	3866.		3376.	490.
c	2275.		3288.	-1013.
d	1984.		2740.	-756.
e	2750.		2079.	671.
f	188.		138.	50.
g	2188.		2184.	4.
h	333.		304.	29.
i	566.		455.	111.
j	1321.		1088.	233.
k	1003.		4461.	-3458.
l	752.		3299.	-2547.
m	251.		1111.	-860.
n	50.		222.	-172.
o	50.		222.	-172.

	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				1456.
b				490.
c				-1013.
d				-756.
e				671.
f				50.
g				4.
h				29.
i				111.
j				233.
k				-3458.
l				-2547.
m				-860.
n				-172.
o				-172.

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	

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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	10 SH MACYS INC	P	03/09/07	01/28/09
b	10 SH MACYS INC	P	03/09/07	01/28/09
c	50 SH MCDONALDS CORP	P	08/22/08	05/27/09
d	15 SH MCDONALDS CORP	P	08/22/08	07/16/09
e	35 SH MCDONALDS CORP	P	11/03/08	07/16/09
f	60 SH MCDONALDS CORP	P	11/18/08	08/04/09
g	55 SH MCDONALDS CORP	P	11/18/08	09/16/09
h	35 SH MCDONALDS CORP	P	11/18/08	10/12/09
i	25 SH MCDONALDS CORP	P	02/20/09	10/12/09
j	50 SH MCKESSON CORP	P	09/07/07	01/22/09
k	55 SH MEDCO HEALTH SOLUTIONS	P	11/19/07	05/11/09
l	45 SH MEDCO HEALTH SOLUTIONS	P	11/19/07	09/16/09
m	55 SH MEDCO HEALTH SOLUTIONS	P	11/19/07	10/30/09
n	20 SH MEDCO HEALTH SOLUTIONS	P	04/24/08	10/30/09
o	30 SH MEDCO HEALTH SOLUTIONS	P	04/24/08	12/01/09

	(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	100.		444.	-344.
b	100.		444.	-344.
c	2916.		3150.	-234.
d	856.		945.	-89.
e	1998.		2025.	-27.
f	3300.		3311.	-11.
g	3048.		3035.	13.
h	1988.		1932.	56.
i	1420.		1366.	54.
j	1991.		2748.	-757.
k	2458.		2676.	-218.
l	2509.		2190.	319.
m	3106.		2676.	430.
n	1130.		1005.	125.
o	1912.		1508.	404.

	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				-344.
b				-344.
c				-234.
d				-89.
e				-27.
f				-11.
g				13.
h				56.
i				54.
j				-757.
k				-218.
l				319.
m				430.
n				125.
o				404.

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	

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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	120 SH MERCK & CO	P	03/10/08	03/31/09
b	45 SH MERCK & CO	P	04/18/08	03/31/09
c	51 SH MERCK & CO	P	04/18/08	11/06/09
d	34 SH MERCK & CO	P	04/18/08	11/13/09
e	56 SH MERCK & CO	P	04/24/08	11/13/09
f	19 SH MERCK & CO	P	04/24/08	11/20/09
g	21 SH MERCK & CO	P	04/29/08	11/20/09
h	80 SH MERCK & CO	P	04/29/08	12/01/09
i	60 SH METLIFE INC	P	08/29/05	04/14/09
j	45 SH METLIFE INC	P	08/29/05	05/26/09
k	30 SH METLIFE INC	P	01/26/07	05/26/09
l	45 SH METLIFE INC	P	01/26/07	06/29/09
m	5 SH METLIFE INC	P	08/09/07	06/29/09
n	40 SH METLIFE INC	P	08/09/07	06/29/09
o	5 SH METLIFE INC	P	08/09/07	11/13/09

	(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	3214.		4954.	-1740.
b	1205.		1782.	-577.
c	1664.		2019.	-355.
d	1130.		1346.	-216.
e	1862.		2245.	-383.
f	686.		762.	-76.
g	758.		397.	361.
h	2958.		1511.	1447.
i	1621.		2964.	-1343.
j	1363.		2223.	-860.
k	909.		1840.	-931.
l	1350.		2761.	-1411.
m	150.		314.	-164.
n	1200.		2514.	-1314.
o	171.		314.	-143.

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				-1740.
b				-577.
c				-355.
d				-216.
e				-383.
f				-76.
g				361.
h				1447.
i				-1343.
j				-860.
k				-931.
l				-1411.
m				-164.
n				-1314.
o				-143.

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	

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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	50 SH METLIFE INC	P	08/13/07	11/13/09
b	25 SH METLIFE INC	P	10/08/08	11/13/09
c	100 SH MICROSOFT CORP	P	01/10/08	04/28/09
d	125 SH MICROSOFT CORP	P	02/23/09	04/28/09
e	115 SH MICROSOFT CORP	P	03/26/09	05/01/09
f	90 SH MICROSOFT CORP	P	03/26/09	05/07/09
g	70 SH MICROSOFT CORP	P	03/26/09	09/16/09
h	75 SH MOLSON COORS BREWING CO	P	12/02/08	05/05/09
i	20 SH MONSANTO CO	P	06/06/06	02/06/09
j	30 SH MONSANTO CO	P	06/06/06	04/29/09
k	35 SH MONSANTO CO	P	06/06/06	05/28/09
l	10 SH MONSANTO CO	P	06/06/06	06/04/09
m	35 SH MONSANTO CO	P	06/28/07	06/04/09
n	20 SH MONSANTO CO	P	06/28/07	06/26/09
o	10 SH MONSANTO CO	P	10/30/07	06/26/09

	(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	1714.		3166.	-1452.
b	857.		663.	194.
c	2008.		3414.	-1406.
d	2510.		2249.	261.
e	2300.		2095.	205.
f	1739.		1640.	99.
g	1756.		1275.	481.
h	3156.		3216.	-60.
i	1683.		820.	863.
j	2479.		1230.	1249.
k	2773.		1435.	1338.
l	820.		410.	410.
m	2870.		2353.	517.
n	1514.		1345.	169.
o	757.		941.	-184.

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				-1452.
b				194.
c				-1406.
d				261.
e				205.
f				99.
g				481.
h				-60.
i				863.
j				1249.
k				1338.
l				410.
m				517.
n				169.
o				-184.

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	

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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	40 SH MONSANTO CO	P	10/30/07	07/23/09
b	15 SH MONSANTO CO	P	08/11/08	07/23/09
c	10 SH MONSANTO CO	P	08/11/08	08/06/09
d	5 SH MONSANTO CO	P	09/26/08	08/06/09
e	20 SH MONSANTO CO	P	09/26/08	08/24/09
f	60 SH MORGAN STANLEY	P	08/09/07	02/09/09
g	95 SH MORGAN STANLEY	P	08/09/07	03/24/09
h	20 SH MORGAN STANLEY	P	08/09/07	04/13/09
i	30 SH MORGAN STANLEY	P	09/14/07	04/13/09
j	20 SH MORGAN STANLEY	P	09/14/07	06/19/09
k	50 SH MORGAN STANLEY	P	10/04/07	06/19/09
l	40 SH MORGAN STANLEY	P	12/21/07	06/19/09
m	450 SH MOTOROLA INC	P	06/18/08	05/14/09
n	40 SH NATIONAL-OILWELL VARCO INC	P	05/29/09	12/01/09
o	165 SH NETAPP INC	P	04/06/09	05/28/09

	(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	3222.		3762.	-540.
b	1208.		1607.	-399.
c	841.		1071.	-230.
d	420.		524.	-104.
e	1691.		2097.	-406.
f	1409.		3753.	-2344.
g	2343.		5942.	-3599.
h	528.		1251.	-723.
i	791.		1976.	-1185.
j	563.		1318.	-755.
k	1407.		3343.	-1936.
l	1126.		2156.	-1030.
m	2575.		3903.	-1328.
n	1768.		1536.	232.
o	3085.		2565.	520.

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				-540.
b				-399.
c				-230.
d				-104.
e				-406.
f				-2344.
g				-3599.
h				-723.
i				-1185.
j				-755.
k				-1936.
l				-1030.
m				-1328.
n				232.
o				520.

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	

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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	120 SH NEWS CORP	P	12/05/08	09/21/09
b	40 SH NIKE INC	P	05/02/08	08/27/09
c	100 SH NOKIA CORP	P	10/07/08	04/13/09
d	5 SH NOKIA CORP	P	10/07/08	07/08/09
e	5 SH NOKIA CORP	P	10/07/08	07/08/09
f	135 SH NOKIA CORP	P	01/07/08	07/08/09
g	40 SH NUCOR CORP	P	05/05/09	09/11/09
h	350 SH NVIDIA CORP	P	09/05/08	03/24/09
i	25 SH NVIDIA CORP	P	09/29/08	03/24/09
j	225 SH NVIDIA CORP	P	09/29/08	05/28/09
k	59 SH OCCIDENTAL PETE CORP	P	01/30/09	08/14/09
l	47 SH OCCIDENTAL PETE CORP	P	06/17/09	10/29/09
m	50 SH PACCAR INC	P	04/23/09	05/12/09
n	25 SH PEPSICO INC	P	05/01/07	05/08/09
o	25 SH PEPSICO INC	P	10/26/07	05/08/09

	(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	1453.		925.	528.
b	2240.		2710.	-470.
c	1369.		1707.	-338.
d	71.		85.	-14.
e	71.		85.	-14.
f	1918.		2305.	-387.
g	1857.		1764.	93.
h	3470.		4061.	-591.
i	248.		267.	-19.
j	2363.		2401.	-38.
k	4175.		3218.	957.
l	3732.		2994.	738.
m	1551.		1630.	-79.
n	1236.		1656.	-420.
o	1236.		1803.	-567.

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				528.
b				-470.
c				-338.
d				-14.
e				-14.
f				-387.
g				93.
h				-591.
i				-19.
j				-38.
k				957.
l				738.
m				-79.
n				-420.
o				-567.

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	

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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	25 SH PEPSICO INC	P	10/26/07	12/16/09
b	35 SH PEPSICO INC	P	01/19/07	12/16/09
c	45 SH PETROLEO BRASILEIRO SA	P	05/29/09	11/24/09
d	125 SH PETROLEO BRASILEIRO SA	P	09/28/09	11/24/09
e	75 SH PFIZER INC	P	05/15/06	03/26/09
f	60 SH PFIZER INC	P	06/16/06	03/26/09
g	21 SH PHILIP MORRIS INTL INC	P	10/04/06	05/01/09
h	9 SH PHILIP MORRIS INTL INC	P	05/25/07	02/02/09
i	36 SH PHILIP MORRIS INTL INC	P	06/27/07	02/02/09
j	39 SH PHILIP MORRIS INTL INC	P	06/27/07	05/01/09
k	5 SH PHILIP MORRIS INTL INC	P	08/28/07	02/02/09
l	120 SH PHILIP MORRIS INTL INC	P	08/28/07	06/24/09
m	65 SH PHILIP MORRIS INTL INC	P	07/10/08	05/01/09
n	25 SH PHILIP MORRIS INTL INC	P	07/10/08	06/12/09
o	15 SH PHILIP MORRIS INTL INC	P	11/18/08	06/12/09

	(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	1519.		1803.	-284.
b	2126.		2612.	-486.
c	2310.		1985.	325.
d	5681.		4833.	848.
e	1082.		1887.	-805.
f	866.		1404.	-538.
g	775.		854.	-79.
h	338.		450.	-112.
i	1351.		1746.	-395.
j	1439.		1892.	-453.
k	188.		242.	-54.
l	5005.		5810.	-805.
m	2398.		3469.	-1071.
n	1085.		1334.	-249.
o	651.		577.	74.

	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				-284.
b				-486.
c				325.
d				848.
e				-805.
f				-538.
g				-79.
h				-112.
i				-395.
j				-453.
k				-54.
l				-805.
m				-1071.
n				-249.
o				74.

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	

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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	35 SH PHILIP MORRIS INTL INC	P	11/18/08	07/27/09
b	55 SH PROCTER & GAMBLE CO	P	09/11/08	03/26/09
c	69 SH PROCTER & GAMBLE CO	P	09/11/08	08/06/09
d	6 SH PROCTER & GAMBLE CO	P	09/11/08	09/10/09
e	38 SH PROCTER & GAMBLE CO	P	11/18/08	07/13/09
f	24 SH PROCTER & GAMBLE CO	P	11/18/08	09/10/09
g	8 SH PROCTER & GAMBLE CO	P	11/18/08	11/18/09
h	62 SH PROCTER & GAMBLE CO	P	04/13/09	11/18/09
i	55 SH PROCTER & GAMBLE CO	P	04/13/09	12/15/09
j	150 SH PRUDENTIAL FINL INC	P	02/20/09	05/19/09
k	35 SH QUALCOMM INC	P	06/17/08	05/07/09
l	650 SH REGIONS FINL CORP	P	05/21/09	12/04/09
m	20 SH RIO TINTO PLC	P	09/17/09	11/25/09
n	140 SH ROYAL DUTCH SHELL PLC	P	08/28/07	03/23/09
o	35 SH ROYAL DUTCH SHELL PLC	P	10/24/07	03/23/09

	(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	1632.		1345.	287.
b	2663.		3979.	-1316.
c	3573.		4992.	-1419.
d	335.		434.	-99.
e	2001.		2348.	-347.
f	1341.		1483.	-142.
g	498.		494.	4.
h	3860.		2999.	861.
i	3420.		2661.	759.
j	6137.		2720.	3417.
k	1467.		1718.	-251.
l	3668.		2600.	1068.
m	4201.		3599.	602.
n	6532.		10387.	-3855.
o	1633.		2954.	-1321.

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				287.
b				-1316.
c				-1419.
d				-99.
e				-347.
f				-142.
g				4.
h				861.
i				759.
j				3417.
k				-251.
l				1068.
m				602.
n				-3855.
o				-1321.

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	

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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	40 SH ROYAL DUTCH SHELL PLC	P	04/02/08	04/29/09
b	60 SH ROYAL DUTCH SHELL PLC	P	04/02/08	07/15/09
c	50 SH ROYAL DUTCH SHELL PLC	P	04/09/08	07/15/09
d	85 SH SAFEWAY INC	P	12/02/08	05/21/09
e	215 SH SAFEWAY INC	P	12/02/08	08/06/09
f	150 SH SANOFI AVENTIS	P	12/22/08	05/28/09
g	100 SH SCHERING PLOUGH CORP	P	04/29/08	01/14/09
h	200 SH SCHERING PLOUGH CORP	P	04/29/08	11/05/09
i	150 SH SCHERING PLOUGH CORP	P	07/09/08	11/05/09
j	225 SH SCHERING PLOUGH CORP	P	05/04/09	11/05/09
k	50 SH SCHLUMBERGER LTD	P	01/23/06	12/01/09
l	250 SH SPRINT NEXTEL CORP	P	02/17/04	01/29/09
m	250 SH SPRINT NEXTEL CORP	P	02/21/06	01/29/09
n	150 SH SPRINT NEXTEL CORP	P	02/21/06	02/20/09
o	250 SH SPRINT NEXTEL CORP	P	11/02/06	02/20/09

	(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	1843.		2802.	-959.
b	2970.		4203.	-1233.
c	2475.		3675.	-1200.
d	1686.		1776.	-90.
e	4004.		4492.	-488.
f	4703.		4894.	-191.
g	1817.		1883.	-66.
h	2100.		1594.	506.
i	1575.		1374.	201.
j	2363.		2188.	175.
k	3264.		2711.	553.
l	640.		4173.	-3533.
m	640.		5464.	-4824.
n	471.		3278.	-2807.
o	785.		4728.	-3943.

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				-959.
b				-1233.
c				-1200.
d				-90.
e				-488.
f				-191.
g				-66.
h				506.
i				201.
j				175.
k				553.
l				-3533.
m				-4824.
n				-2807.
o				-3943.

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	

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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	100 SH SPRINT NEXTEL CORP	P	04/14/08	02/20/09
b	1100 SH SPRINT NEXTEL CORP	P	04/14/08	12/14/09
c	200 SH SPRINT NEXTEL CORP	P	09/15/08	12/14/09
d	100 SH SPRINT NEXTEL CORP	P	09/15/08	12/14/09
e	100 SH SPRINT NEXTEL CORP	P	07/31/09	12/17/09
f	150 SH SUPERVALU INC	P	10/17/07	01/16/09
g	25 SH SUPERVALU INC	P	01/17/08	01/16/09
h	75 SH SUPERVALU INC	P	01/17/08	02/09/09
i	25 SH SUPERVALU INC	P	01/17/08	04/03/09
j	100 SH SUPERVALU INC	P	04/10/08	04/03/09
k	225 SH SYMANTEC CORP	P	12/12/08	01/14/09
l	185 SH TAIWAN SEMICONDUCTOR MFG	P	05/21/09	11/11/09
m	75 SH TECH DATA CORP	P	05/09/03	01/07/09
n	25 SH TEVA PHARMACEUTICAL IND	P	05/10/07	04/29/09
o	25 SH TEVA PHARMACEUTICAL IND	P	01/28/08	04/29/09

	(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	314.		643.	-329.
b	4442.		7077.	-2635.
c	808.		1362.	-554.
d	404.		681.	-277.
e	404.		403.	1.
f	2663.		5534.	-2871.
g	444.		701.	-257.
h	1473.		2105.	-632.
i	374.		702.	-328.
j	1496.		3081.	-1585.
k	2950.		2772.	178.
l	1894.		1893.	1.
m	1467.		1856.	-389.
n	1109.		963.	146.
o	1109.		1100.	9.

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				-329.
b				-2635.
c				-554.
d				-277.
e				1.
f				-2871.
g				-257.
h				-632.
i				-328.
j				-1585.
k				178.
l				1.
m				-389.
n				146.
o				9.

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	

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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	55 SH TEVA PHARMACEUTICAL IND	P	01/28/08	05/07/09
b	45 SH TEVA PHARMACEUTICAL IND	P	01/28/08	10/22/09
c	30 SH TEVA PHARMACEUTICAL IND	P	02/07/08	10/22/09
d	175 SH TEXTRON INC	P	12/22/08	02/02/09
e	110 SH TEXTRON INC	P	07/17/09	09/17/09
f	29 SH THE TRAVELERS COMPANIES	P	04/05/04	03/23/09
g	16 SH THE TRAVELERS COMPANIES	P	05/21/07	03/23/09
h	50 SH THE TRAVELERS COMPANIES	P	05/21/07	07/01/09
i	40 SH THE TRAVELERS COMPANIES	P	05/23/07	07/01/09
j	25 SH TIME WARNER INC	P	03/22/04	12/16/09
k	40 SH TIME WARNER INC	P	06/29/04	12/16/09
l	110 SH TJX COMPANIES INC	P	12/23/08	04/08/09
m	140 SH TJX COMPANIES INC	P	12/23/08	05/01/09
n	90 SH TORCHMARK CORP	P	05/04/09	08/06/09
o	35 SH TOYOTA MOTOR CORP	P	08/11/08	01/14/09

	(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	2439.		2420.	19.
b	2279.		1980.	299.
c	1519.		1388.	131.
d	1564.		2664.	-1100.
e	2201.		1118.	1083.
f	1156.		1153.	3.
g	638.		896.	-258.
h	2058.		2799.	-741.
i	1646.		2231.	-585.
j	753.		884.	-131.
k	1205.		1461.	-256.
l	2906.		2153.	753.
m	3903.		2740.	1163.
n	3564.		2755.	809.
o	2183.		3213.	-1030.

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				19.
b				299.
c				131.
d				-1100.
e				1083.
f				3.
g				-258.
h				-741.
i				-585.
j				-131.
k				-256.
l				753.
m				1163.
n				809.
o				-1030.

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	

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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	32 SH TOYOTA MOTOR CORP	P	08/11/08	08/26/09
b	10 SH TOYOTA MOTOR CORP	P	08/11/08	09/22/09
c	18 SH TOYOTA MOTOR CORP	P	08/11/08	10/01/09
d	30 SH TOYOTA MOTOR CORP	P	04/30/09	09/22/09
e	275 SH TYSON FOODS INC	P	12/23/08	06/29/09
f	225 SH TYSON FOODS INC	P	12/23/08	08/03/09
g	45 SH UNION PACIFIC CORP	P	04/30/09	12/01/09
h	50 SH UNITED TECHNOLOGIES INC	P	09/14/09	11/19/09
i	150 SH US BANCORP	P	05/11/09	11/13/09
j	120 SH VERIZON COMMUNICATIONS	P	02/22/08	02/04/09
k	55 SH VERIZON COMMUNICATIONS	P	02/22/08	04/30/09
l	80 SH VIACOM INC	P	01/09/09	05/27/09
m	95 SH VIACOM INC	P	01/09/09	11/30/09
n	100 SH VIACOM INC	P	03/16/09	11/30/09
o	45 SH VISA INC	P	04/30/09	10/06/09

	(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	2770.		2938.	-168.
b	831.		918.	-87.
c	1386.		1652.	-266.
d	2496.		2393.	103.
e	3521.		2187.	1334.
f	2522.		1790.	732.
g	2897.		2241.	656.
h	3387.		3072.	315.
i	3549.		2700.	849.
j	3801.		4241.	-440.
k	1670.		1944.	-274.
l	1801.		1574.	227.
m	2802.		1869.	933.
n	2950.		1563.	1387.
o	3060.		3019.	41.

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				-168.
b				-87.
c				-266.
d				103.
e				1334.
f				732.
g				656.
h				315.
i				849.
j				-440.
k				-274.
l				227.
m				933.
n				1387.
o				41.

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	

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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	15 SH VISA INC	P	05/06/09	10/06/09
b	20 SH WAL-MART STORES INC	P	02/14/08	04/28/09
c	75 SH WAL-MART STORES INC	P	07/31/08	04/28/09
d	25 SH WAL-MART STORES INC	P	10/13/08	04/28/09
e	70 SH WAL-MART STORES INC	P	10/13/08	11/02/09
f	100 SH WALT DISNEY CO HOLDING CO	P	11/03/08	05/27/09
g	30 SH WALT DISNEY CO HOLDING CO	P	11/03/08	07/17/09
h	55 SH WALT DISNEY CO HOLDING CO	P	02/04/09	07/17/09
i	65 SH WALT DISNEY CO HOLDING CO	P	02/04/09	08/03/09
j	30 SH WALT DISNEY CO HOLDING CO	P	03/20/09	08/03/09
k	55 SH WALT DISNEY CO HOLDING CO	P	03/20/09	12/01/09
l	275 SH WELLS FARGO & CO	P	01/20/09	02/23/09
m	175 SH WESTERN DIGITAL CORP	P	06/25/08	05/26/09
n	75 SH WESTERN DIGITAL CORP	P	09/05/08	05/26/09
o	55 SH WESTERN DIGITAL CORP	P	09/05/08	05/28/09

	(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	1020.		1004.	16.
b	975.		1015.	-40.
c	3656.		4369.	-713.
d	1219.		1307.	-88.
e	3509.		3660.	-151.
f	2465.		2538.	-73.
g	735.		761.	-26.
h	1347.		1041.	306.
i	1659.		1230.	429.
j	766.		530.	236.
k	1688.		972.	716.
l	3159.		4369.	-1210.
m	4358.		6334.	-1976.
n	1868.		1927.	-59.
o	1357.		1413.	-56.

	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				16.
b				-40.
c				-713.
d				-88.
e				-151.
f				-73.
g				-26.
h				306.
i				429.
j				236.
k				716.
l				-1210.
m				-1976.
n				-59.
o				-56.

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	

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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	145 SH WYETH	P	09/03/08	04/09/09
b	5 SH WYETH	P	09/03/08	05/28/09
c	50 SH WYETH	P	12/02/08	05/28/09
d	WELLS FARGO & CO-CASH IN LIEU	P	12/05/95	01/13/09
e	TIME WARNER INC-CASH IN LIEU	P	03/22/04	04/06/09
f	TIME WARNER CABLE-CASH IN LIEU	P	03/22/04	04/06/09
g	TAIWAN SEMICONDUCTOR-CASH IN LIEU	P	05/21/09	08/18/09
h	MERCK & CO-CASH IN LIEU	P	04/18/08	11/13/09
i	AOL INC-CASH IN LIEU	P	03/22/04	12/16/09
j	130 SH ELI LILLY & CO	P	04/09/09	09/04/09
k				
l				
m				
n				
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	6133.		6217.	-84.
b	222.		214.	8.
c	2217.		1650.	567.
d	5.			5.
e	7.			7.
f	22.			22.
g	10.			10.
h	20.			20.
i	2.			2.
j	4270.		4232.	38.
k				
l				
m				
n				
o				

	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				-84.
b				8.
c				567.
d				5.
e				7.
f				22.
g				10.
h				20.
i				2.
j				38.
k				
l				
m				
n				
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	-494886.
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

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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SANFORD C BERNSTEIN #888-07565	60.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	60.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH #2GP-03224	270.	0.	270.
SANFORD C BERNSTEIN #888-07565	36355.	0.	36355.
TOTAL TO FM 990-PF, PART I, LN 4	36625.	0.	36625.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7875.	7087.	0.	788.
LEGAL FEES	260.	234.	0.	26.
TO FORM 990-PF, PG 1, LN 16B	8135.	7321.	0.	814.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGT FEES	11915.	10724.	0.	1191.
TO FORM 990-PF, PG 1, LN 16C	11915.	10724.	0.	1191.

FORM 990-PF | TAXES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	806.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	806.	0.	0.	0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS EXPENSES	287.	258.	0.	29.
LIFE INSURANCE PREMIUM	7067.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	7354.	258.	0.	29.

FORM 990-PF | CORPORATE STOCK | STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	0.	0.
ACTIVISION BLIZZARD INC	0.	0.
AIR PRODUCTS & CHEMICALS INC	15322.	14185.
ALCON INC	25475.	32048.
ALLSTATE CORP	0.	0.
ALTRIA GROUP INC	5893.	6871.
AMER INTL GROUP	22227.	2249.
AMERISOURCEBERGEN CORP	0.	0.
AMGEN INC	0.	0.
APACHE CORP	0.	0.
APPLE COMPUTER INC	29293.	49311.
AT&T INC	37155.	30833.
AUTOLIV INC	0.	0.
BANK OF AMERICA CORP	13109.	12801.
BANK OF SC	28410.	95323.
BAXTER INTERNATIONAL INC	3197.	3227.
BECTON DICKINSON & CO	0.	0.
BERNSTEIN EMERGING MKTS	0.	0.
BERNSTEIN INTL VALUE PORT II	0.	0.
BLACK & DECKER CORP	0.	0.

BP PLC SPONSORED ADR	0.	0.
BRISTOL MYERS SQUIBB CO	0.	0.
BUNGE LTD	7970.	9894.
CAMERON INTERNATIONAL CORP	5937.	6897.
CARDINAL HEALTH INC	0.	0.
CATERPILLAR INC	0.	0.
CBS CORP	9453.	7376.
CELGENE CORP	7400.	7238.
CENTEX CORP	0.	0.
CHARLES SCHWAB CORP NEW	0.	0.
CHEVRON CORP	6910.	6929.
CISCO SYSTEMS INC	14270.	11491.
CITIGROUP	0.	0.
CME GROUP	13372.	10079.
COCA COLA CO	0.	0.
COLGATE PALMOLIVE CO	0.	0.
CONOCOPHILLIPS	35609.	29365.
COSTCO WHOLESALE CORP	14527.	14793.
DEERE & CO	0.	0.
DELL INC	12274.	13283.
DEUTSCHE BANK AG	10640.	12055.
DEVON ENERGY CORP NEW	20308.	22050.
DOMINION RESOURCES INC VA NEW	0.	0.
EASTMAN CHEMICAL CO	0.	0.
EMERSON ELECTRIC CO	0.	0.
EOG RES INC	0.	0.
ERICSSON L M TEL CO	0.	0.
EXXON MOBIL CORP	0.	0.
FIFTH THIRD BANCORP	0.	0.
FLEXTRONICS INTL LTD	0.	0.
FLUOR CORP	0.	0.
FRANKLIN RESOURCES INC	9803.	9482.
GANNETT CO INC	0.	0.
GENENTECH INC	0.	0.
GENERAL ELECTRIC CO	13683.	12861.
GENERAL MILLS INC	3388.	3540.
GENWORTH FINANCIAL INC	0.	0.
GILEAD SCIENCES INC	17758.	23366.
GOLDMAN SACHS GROUP INC	47492.	59938.
GOOGLE INC	30829.	44639.
HARTFORD FINANCIAL SERVICES	0.	0.
HEWLETT-PACKARD CO	20377.	24467.
HOME DEPOT INC	4565.	6220.
INTEL CORP	24859.	28560.
J C PENNEY CO INC	5035.	6653.
JPMORGAN CHASE & CO	45746.	53337.
KOHLS CORP	14310.	17258.
KROGER CO	0.	0.
LOCKHEED MARTIN CORP	0.	0.
LOWES COMPANIES INC	8457.	10408.
LUMINEX CORP	66264.	52255.
MACYS INC	15337.	6201.
MCDONALDS CORP	0.	0.
MCKESSON CORP	0.	0.

MEDCO HEALTH SOLUTIONS	3519.	4474.
MERCK & CO INC	22333.	25761.
METLIFE INC	4757.	6893.
MICROSOFT CORP	6399.	7163.
MOLSON COORS BREWING CO	0.	0.
MONSANTO CO	0.	0.
MORGAN STANLEY	13939.	10360.
MOTOROLA INC	9395.	10476.
NEWS CORPORATION	12429.	22999.
NIKE INC-CL B	0.	0.
NOKIA CORP	10191.	9702.
NVIDIA CORP	0.	0.
PEPSICO INC	11193.	11552.
PFIZER INC	31658.	23010.
PHILIP MORRIS INTERNATIONAL INC	0.	0.
PROCTER & GAMBLE CO	0.	0.
QUALCOMM INC	25865.	26137.
ROYAL DUTCH SHELL PLC	0.	0.
SAFEWAY INC	0.	0.
SANOFI AVENTIS	0.	0.
SCHERING PLOUGH CORP	0.	0.
SCHLUMBERGER LTD	31666.	27663.
SPRINT NEXTEL CORP	10887.	11346.
SUPERVALU INC	7291.	6355.
SYMANTEC CORPORATION	7333.	8945.
TECH DATA CORP	0.	0.
TEVA PHARMACEUTICAL INDUSTRIES	13350.	16573.
TEXTRON INC	1677.	3104.
THE TRAVELERS COMPANIES	7173.	6731.
TIME WARNER INC	14375.	17047.
TJX COMPANIES INC NEW	0.	0.
TOYOTA MOTOR CORP-ADR NEW	0.	0.
TYSON FOODS INC-CL A	0.	0.
VERIZON COMMUNICATIONS	0.	0.
WACHOVIA CORP 2ND NEW	0.	0.
WAL-MART STORES INC	4444.	4543.
DISNEY, WALT CO HOLDING CO	1591.	2903.
WESTERN DIGITAL CORP	4367.	7506.
WYETH	0.	0.
XL CAPITAL LTD-CL A	14001.	7790.
ACE LIMITED	2960.	3528.
AETNA INC	8577.	9510.
AK STEEL HOLDING CORP	4621.	4804.
AMERIPRISE FINL INC	6493.	7182.
AOL INC	1223.	1374.
ARCHER-DANIELS-MIDLAND CO	9171.	10959.
ANHEUSER-BUSCH INBEV	3254.	3382.
ARCELORMITTAL SA LUXEMBURG	5612.	7091.
BANK NEW YORK MELLON	2446.	2238.
BB&T CORP	6959.	6343.
BROADCOM CORP	3578.	3934.
CIMAREX ENERGY CO	5014.	7151.
COMCAST CORP	3155.	3119.
COOPER INDUSTRIES LTD	4939.	5330.

COVIDIEN PLC	2327.	2394.
CREDIT SUISSE GROUP	8361.	9832.
DANAHER CORP	11757.	14664.
E I DUPONT DE NEMOURS & CO	12973.	16835.
ENSCO INTL LTD	2903.	2996.
FORD MOTOR CO	6737.	8250.
FEDEX CORP	2692.	3338.
FREEPORT MCMORAN COPPER & GOLD	9558.	12846.
GARMIN LTD	5421.	5219.
HUNTSMAN CORP	3524.	3669.
ILLINOIS TOOL WORKS INC	16175.	19196.
INGERSOLL RAND CO LTD	11770.	16977.
JOHNSON CONTROLS INC	7360.	7491.
KLA-TENCOR CORP	6244.	6509.
NATIONAL-OILWELL VARCO INC	1933.	2645.
NEXEN INC	7094.	7179.
NORTHROP GRUMMAN CORP	9277.	11170.
NVR INC	4451.	6396.
OCCIENTAL PETE CORP	15252.	18711.
OFFICE DEPOT	3281.	3386.
PRINCIPAL FINANCIAL GROUP INC	3512.	2885.
PUNTE HOMES INC	2991.	2500.
QUANTA SERVICES INC	6334.	5731.
RRI ENERGY INC	2779.	3289.
SMITHFIELD FOODS INC	2880.	3418.
SPX CORP	6108.	6564.
SUNCOR ENERGY INC	4945.	4590.
TIME WARNER CABLE INC	11803.	14693.
TARGET CORP	13286.	14511.
TYCO ELECTRONICS LTD	14757.	17799.
UNITED PARCEL SVC INC	2360.	2295.
UNUM GROUP	2664.	3123.
US BANCORP	8177.	9567.
VALE SA	3545.	3484.
VALERO ENERGY CORP	13284.	12144.
VERTEX PHARMACEUTICALS INC	3051.	3214.
VISA INC	4349.	5685.
VODAFONE GROUP PLC	5410.	6350.
WELLS FARGO & CO	10527.	5857.
WELLS FARGO & CO	17366.	17543.
CONSTELLATION BRANDS INC	6050.	6372.
CORNING INC	5053.	6759.
D R HORTON INC	3100.	3533.
DEANS FOODS CO	3293.	3157.
EMC CORP-MASS	8952.	9609.
LIMITED BRANDS INC	1907.	3656.
MASCO CORP	2810.	3798.
STEEL DYNAMICS INC	3571.	3987.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1328443.	1478277.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN M. RIVERS, JR. 40 CALHOUN STREET, SUITE 500 CHARLESTON, SC 29413	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
J. RUTLEDGE YOUNG, JR. 28 BROAD STREET CHARLESTON, SC 29401	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
A. BARON HOLMES, IV 216 TURKEY POINTE CIRCLE COLUMBIA, SC 29223	SECRETARY/DIRECTOR 0.00	0.	0.	0.
T. HEYWARD CARTER, JR PO BOX 369 CHARLESTON, SC 29402	ASSISTANT SECRETARY 0.00	0.	0.	0.
EDWARD H. DANIELL 631 ST ANDREWS BLVD CHARLESTON, SC 29407	TREASURER/DIRECTOR 0.00	0.	0.	0.
THOMAS WARING 40 CALHOUN STREET, SUITE 300 CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
ANNE POPE 68 MONTAGU STREET CHARLESTON, SC 29401	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ASHLEY HALL SCHOOL 172 RUTLEDGE AVENUE CHARLESTON, SC 29403	LIBRARY ENDOWMENT		25000.
COLLEGE OF CHARLESTON WOMEN'S GOLF 103 CALHOUN STREET CHARLESTON, SC 29401	GENERAL FUND		1000.
CASHIERS HISTORICAL SOCIETY PO BOX 104 CASHIERS, NC 28717	ORAL HISTORY PROJECT IN HONOR OF W D MCKEE		1000.
CHOATE ROSEMARY HALL SCHOOL 333 CHRISTIAN STREET WALLINGFORD, CT 06492	RIVERS ENDOWED SCHOLARSHIP		25000.
CHURCH OF GOOD SHEPHERD PO BOX 32 CASHIERS, NC 28717	HONOR OF MARTHA, CAROLINE & MINOTT RIVERS		5000.
COASTAL CONSERVATION LEAGUE 90 ALEXANDER STREET CHARLESTON, SC 29403	GENERAL FUND		3000.
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29401	FRIENDS OF THE LIBRARY-PURCHASE RARE BOOKS		1000.
GIBBS MUSEUM OF ART 135 MEETING STREET CHARLESTON, SC 29401	SUPPORT OF DECORATIVE ARTS		5000.

HISTORIC CHARLESTON FOUNDATION 40 EAST BAY STREET CHARLESTON, SC 29401	PRESERVATION INITIATIVES & STEWARDSHIP OF FOUNDATION	5000.
LOWCOUNTRY OPEN LAND TRUST 485 EAST BAY STREET CHARLESTON, SC 29401	HONOR OF J RUTLEDGE YOUNG, JR.	5000.
MUSC KITTY HOLT FOUNDATION 18 BEE ST, MSC 450 CHARLESTON, SC 294254500	KITTY HOLT FOUNDATION	5000.
SC AQUARIUM 100 AQUARIUM WHARF CHARLESTON, SC 29401	HONOR OF DR TED STERN/HILTON SMITH	1000.
SPIRIT OF SC 330 CONCORD STREET CHARLESTON, SC 29401	CLASSROOMS ON THE SEA	5000.
SPOLETO FESTIVAL USA 14 GEORGE STREET CHARLESTON, SC 29401	OPERATING BUDGET	10000.
ST PHILIPS CHURCH 142 CHURCH STREET CHARLESTON, SC 29401	RECTORS DISCRETIONARY FUND	1000.
TRIDENT UNITED WAY 6296 RIVERS AVENUE NORTH CHARLESTON, SC 29406	ANNUAL COMMUNITY CAMPAIGN	10000.
SC HISTORICAL SOCIETY 100 MEETING STREET CHARLESTON, SC 29401	PROPRIETOR'S COUNCIL	500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		108500.

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization	Employer identification number
	JOHN M RIVERS, JR. FOUNDATION	57-0907666
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 40 CALHOUN STREET, NO. 500	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. CHARLESTON, SC 29403	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ RIVERS ENTERPRISES, INC. 400 CALHOUN ST. SUITE 500 - CHARLESTON, SC 29403
  Telephone No. ▶ 843-723-9900 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ____________, and ending ____________.

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 2694.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 2694.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

923831 05-26-09