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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.THE FROM HIM AND THROUGH HIM FOUNDATION
P.O. BOX 1691
COLUMBIA, SC 29202

A Employer identification number

57-0981565

B Telephone number (see the instructions)

803.939.3404

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation. ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 1,338,644.

J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____

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

Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE

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

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

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

39,109.

39,109.

39,109.

5a Gross rents

b Net rental income or (loss)

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

-481,547.

b Gross sales price for all assets on line 6a 1,403,736.

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

0.

8 Net short-term capital gain

30,348.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

-442,438.

39,109.

69,457.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

990.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule) (see instr) SEE STM 2

421.

421.

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

8,358.

8,358.

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

9,769.

8,779.

25 Contributions, gifts, grants paid PART XV

101,196.

26 Total expenses and disbursements. Add lines 24 and 25

110,965.

8,779.

0.

101,196.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-553,403.

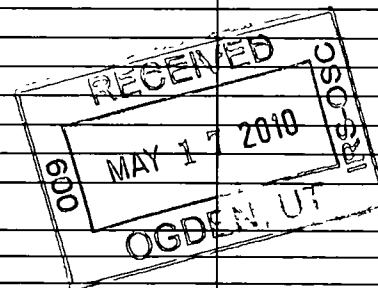
b Net investment income (if negative, enter -0-)

30,330.

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

69,457.

SCANNED MAY 18 2010



Part II Balance Sheets

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

Beginning of year

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	27,244.	131,212.	131,212.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)	318,784.		
	b Investments — corporate stock (attach schedule) STATEMENT 4	1,420,030.	1,079,262.	1,207,432.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	1,766,058.	1,210,474.	1,338,644.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
NET ASSETS OR FUND BALANCES	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,766,058.	1,210,474.	
	30 Total net assets or fund balances (see the instructions)	1,766,058.	1,210,474.	
	31 Total liabilities and net assets/fund balances (see the instructions)	1,766,058.	1,210,474.	

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	1,766,058.
2 Enter amount from Part I, line 27a	2	-553,403.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,212,655.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 5	5	2,181.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,210,474.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 6				
b				
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			

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

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-481,547.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3	30,348.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	349,906.	1,788,185.	0.195677
2007	123,080.	2,188,916.	0.056229
2006	119,755.	1,898,272.	0.063086
2005	85,245.	1,900,347.	0.044858
2004	25,364.	769,889.	0.032945

2 Total of line 1, column (d)	2	0.392795
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.078559
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,236,482.
5 Multiply line 4 by line 3	5	97,137.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	303.
7 Add lines 5 and 6	7	97,440.
8 Enter qualifying distributions from Part XII, line 4	8	101,196.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	303.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	303.
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	303.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	698.	
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	698.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	395.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 395. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>W. TOBIN CASSELS, III</u> Telephone no <u>803.939.3404</u> Located at <u>420 DAVEGA ROAD, LEXINGTON, SC</u> ZIP + 4 <u>29073</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
W. TOBIN CASSELS, III 420 DAVEGA ROAD LEXINGTON, SC 29073	EXECUTIVE DI 0	0.	0.	0.
PAT H. CASSELS 420 DAVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0	0.	0.	0.
W.T. CASSELS, JR. 420 DAVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0	0.	0.	0.

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	1,168,352.
b Average of monthly cash balances	1b	86,960.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,255,312.
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	1,255,312.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	18,830.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,236,482.
6 Minimum investment return. Enter 5% of line 5	6	61,824.

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	61,824.
2a Tax on investment income for 2009 from Part VI, line 5	2a	303.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	303.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	61,521.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	61,521.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	61,521.

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	101,196.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	101,196.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	303.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	100,893.

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.

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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				61,521.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20 ____, 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	10,912.			
e From 2008	261,237.			
f Total of lines 3a through e	272,149.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 101,196.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				61,521.
e Remaining amount distributed out of corpus	39,675.			
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	311,824.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	311,824.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	10,912.			
d Excess from 2008	261,237.			
e Excess from 2009	39,675.			

N/A

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

b 85% of line 2a

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

a 'Assets' alternative test – enter

- (1) Value of all assets .
- (2) Value of assets qualifying under section 4942(i)(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(i)(3)(B)(iii)

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

- (4) Gross investment income**

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

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))

W. TOBIN CASSELS, III

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

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

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 7				
Total			3a	101,196.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	39,109.	
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	-481,547.	
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)				-442,438.	
13 Total. Add line 12, columns (b), (d), and (e)				13	-442,438.

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

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

[illegible]

Form **990-PF** (2009)

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 990.			
TOTAL	\$ 990.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	\$ 421.	\$ 421.		
TOTAL	\$ 421.	\$ 421.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	\$ 261.	\$ 261.		
MANAGEMENT FEE	8,097.	8,097.		
TOTAL	\$ 8,358.	\$ 8,358.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES S&P 500 INDEX FD	COST	\$ 177,158.	\$ 162,125.
HARDING LOEVNER EMERGING MKTS	COST	0.	0.
NUVEEN NWQ INTL VALUE FD	COST	0.	0.
ALPHA HEDGED STRATEGIES FD	COST	0.	0.
CHESAPEAKE CORE GROWTH FD	COST	0.	0.
FORWARD INTL SMALL COMPANIES FD	COST	0.	0.
HENNESSY CORNERSTONE GROWTH FD	COST	0.	0.
THORNBURG VALUE FD - I	COST	0.	0.
IXIS VAUGHAN NELSON SMALL CAP VALUE FD	COST	0.	0.
THE JAMES SMALL CAP FD - A	COST	0.	0.
SPDR GOLD TRUST ETF	COST	45,052.	48,933.
ARTISAN INTL SMALL CAP FD	COST	33,409.	61,509.
ETN VANCE TAX-MNGD EMRG MKTS - INS	COST	46,166.	82,353.
HARBOR INTL FD - INS	COST	88,482.	116,702.

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STATEMENT 4 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LOOMIS SAYLES BOND FD - INS	COST	\$ 77,068.	\$ 94,851.
NATIXIS VAUGHAN NELSON S/C VALUE FD	COST	48,201.	55,723.
PIMCO COMMODITY REAL RETURN STRAT INSTL	COST	37,181.	42,426.
PIMCO DEV LOCAL MKTS FD - INS	COST	60,311.	68,413.
THIRD AVENUE REAL ESTATE VALUE FD	COST	50,630.	50,211.
VANGUARD SHORT-TERM TREAS FD - INV	COST	40,351.	39,602.
VANGUARD TOTAL BOND MKT INDEX FD	COST	375,253.	384,584.
	TOTAL	\$ 1,079,262.	\$ 1,207,432.

STATEMENT 5
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

TIMING DIFFERENCE		\$ 2,181.
	TOTAL	\$ 2,181.

STATEMENT 6
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	93.4910 FORWARD INTL SMALL COMPANIES FD	PURCHASED	12/30/2008	3/11/2009
2	142.8060 HARDING LOEVNER EMERG MKTS	PURCHASED	12/17/2008	3/11/2009
3	4.5970 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	3/31/2008	3/11/2009
4	4.3960 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	6/30/2008	3/11/2009
5	4.6240 THORNBURG VALUE FD - INS	PURCHASED	3/26/2008	3/11/2009
6	9.3390 THORNBURG VALUE FD - INS	PURCHASED	6/26/2008	3/11/2009
7	10.0270 THORNBURG VALUE FD - INS	PURCHASED	9/26/2008	3/11/2009
8	19.0390 THORNBURG VALUE FD - INS	PURCHASED	12/26/2008	3/11/2009
9	25,000.0000 FHLB 4.8% 6/8/2018	PURCHASED	7/29/2008	3/16/2009
10	20,000.0000 FHLB 5.4% 8/15/2018	PURCHASED	8/05/2008	3/16/2009
11	865.8030 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/30/2008	6/17/2009
12	165.6080 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	12/30/2008	7/23/2009
13	810.7010 CALAMOS CONVERTIBLE FD I	PURCHASED	3/12/2009	8/28/2009
14	6.9740 CALAMOS CONVERTIBLE FD I	PURCHASED	3/19/2009	8/28/2009
15	7.7290 CALAMOS CONVERTIBLE FD I	PURCHASED	6/18/2009	8/28/2009
16	5,665.6170 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	3/12/2009	8/28/2009
17	8.6920 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	3/31/2009	8/28/2009
18	6.1550 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	4/30/2009	8/28/2009
19	6.9410 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	4/30/2009	8/28/2009
20	13.8830 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	5/29/2009	8/28/2009

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STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
21	0.0010 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	5/29/2009	8/28/2009
22	12.9260 FIDELITY ADVISOR FLOATING RATE HIGH INC	PURCHASED	6/30/2009	8/28/2009
23	12.8100 FIDELITY ADVISOR FLOATING RATE HIGH INC FD	PURCHASED	7/31/2009	8/28/2009
24	5,721.3860 PIMCO TOT RTN FD - INS	PURCHASED	3/12/2009	8/28/2009
25	18.9700 PIMCO TOT RTN FD - INS	PURCHASED	3/31/2009	8/28/2009
26	13.7660 PIMCO TOT RTN FD - INS	PURCHASED	4/30/2009	8/28/2009
27	15.9220 PIMCO TOT RTN FD - INS	PURCHASED	4/30/2009	8/28/2009
28	28.9540 PIMCO TOT RTN FD - INS	PURCHASED	5/29/2009	8/28/2009
29	0.0070 PIMCO TOT RTN FD - INS	PURCHASED	5/29/2009	8/28/2009
30	28.8490 PIMCO TOT RTN FD - INS	PURCHASED	6/30/2009	8/28/2009
31	29.9200 PIMCO TOT RTN FD - INS	PURCHASED	7/31/2009	8/28/2009
32	3,076.9750 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	3/12/2009	8/28/2009
33	14.6280 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	3/31/2009	8/28/2009
34	12.7050 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	4/30/2009	8/28/2009
35	10.4410 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	4/30/2009	8/28/2009
36	0.0070 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	5/29/2009	8/28/2009
37	23.8590 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	5/29/2009	8/28/2009
38	23.5580 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	6/30/2009	8/28/2009
39	23.4890 RIDGEWORTH SEIX HIGH YIELD BD - I	PURCHASED	7/31/2009	8/28/2009
40	117.9800 ETN VANCE TAX-MNGD EMRG MKTS - INS	PURCHASED	3/12/2009	12/02/2009
41	796.1780 HARBOR INTL FD - INS	PURCHASED	6/22/2009	12/02/2009
42	1,130.3690 LOOMIS SAYLES BOND FD - INS	PURCHASED	3/12/2009	12/02/2009
43	979.4320 PIMCO DEV LOCAL MKTS FD - INS	PURCHASED	3/12/2009	12/02/2009
44	915.7510 NATIXIS VAUGHAN NELSON S/C VALUE FD	PURCHASED	7/28/2009	12/02/2009
45	978.4740 TCW TOTAL RETURN BOND FUND	PURCHASED	8/31/2009	12/02/2009
46	6,542.5890 TCW TOTAL RETURN BOND FUND	PURCHASED	8/31/2009	12/08/2009
47	54.0950 TCW TOTAL RETURN BOND FUND	PURCHASED	9/30/2009	12/08/2009
48	50.1290 TCW TOTAL RETURN BOND FUND	PURCHASED	11/02/2009	12/08/2009
49	50.2650 TCW TOTAL RETURN BOND FUND	PURCHASED	11/30/2009	12/08/2009
50	6,309.3430 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	9/07/2006	7/23/2009
51	387.2790 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	1/03/2007	7/23/2009
52	258.4920 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	1/03/2007	7/23/2009
53	2,028.9860 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	6/05/2007	7/23/2009
54	383.7040 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	12/28/2007	7/23/2009
55	732.0040 ALPHA HEDGED STRGIES FD - N/L	PURCHASED	12/28/2007	7/23/2009
56	7,198.0960 CHESAPEAKE CORE GWTH FD/THE	PURCHASED	9/07/2006	3/11/2009
57	28.3260 CHESAPEAKE CORE GWTH FD/THE	PURCHASED	12/15/2006	3/11/2009
58	4.2300 CHESAPEAKE CORE GWTH FD/THE	PURCHASED	7/13/2007	3/11/2009
59	1.5200 CHESAPEAKE CORE GWTH FD/THE	PURCHASED	12/11/2007	3/11/2009
60	290.7380 CHESAPEAKE CORE GWTH FD/THE	PURCHASED	12/11/2007	3/11/2009
61	4,405.4050 FORWARD INTL SMALL COMPANIES FD	PURCHASED	9/07/2006	3/11/2009
62	68.6820 FORWARD INTL SMALL COMPANIES FD	PURCHASED	11/30/2006	3/11/2009
63	62.0280 FORWARD INTL SMALL COMPANIES FD	PURCHASED	11/30/2006	3/11/2009
64	19.4100 FORWARD INTL SMALL COMPANIES FD	PURCHASED	12/28/2006	3/11/2009
65	184.1400 FORWARD INTL SMALL COMPANIES FD	PURCHASED	12/07/2007	3/11/2009
66	206.7360 FORWARD INTL SMALL COMPANIES FD	PURCHASED	12/07/2007	3/11/2009
67	40.9980 FORWARD INTL SMALL COMPANIES FD	PURCHASED	12/28/2007	3/11/2009
68	3,506.9350 HARDING LOEVNER EMERG MKTS	PURCHASED	9/07/2006	3/11/2009
69	1.8890 HARDING LOEVNER EMERG MKTS	PURCHASED	12/14/2006	3/11/2009
70	7.2110 HARDING LOEVNER EMERG MKTS	PURCHASED	12/13/2007	3/11/2009

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STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
71	27.0430 HARDING LOEVNER EMERG MKTS	PURCHASED	12/13/2007	3/11/2009
72	172.6120 HARDING LOEVNER EMERG MKTS	PURCHASED	12/13/2007	3/11/2009
73	0.0060 HARDING LOEVNER EMERG MKTS	PURCHASED	12/13/2007	3/11/2009
74	0.0060 HARDING LOEVNER EMERG MKTS	PURCHASED	12/13/2007	3/11/2009
75	6,388.5960 HENNESSY CORNERSTONE GWTH FD	PURCHASED	9/07/2006	3/11/2009
76	1,107.4020 HENNESSY CORNERSTONE GWTH FD	PURCHASED	11/28/2006	3/11/2009
77	1,100.8200 HENNESSY CORNERSTONE GWTH FD	PURCHASED	11/29/2007	3/11/2009
78	819.0000 ISHARES S&P500 INDEX FD	PURCHASED	9/07/2006	3/11/2009
79	179.0000 ISHARES S&P500 INDEX FD	PURCHASED	9/07/2006	12/02/2009
80	4,048.0430 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	9/07/2006	3/11/2009
81	37.4990 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	12/01/2006	3/11/2009
82	7.2210 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	12/29/2006	3/11/2009
83	4.1610 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	3/30/2007	3/11/2009
84	7.7640 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	6/29/2007	3/11/2009
85	10.0400 JAMES ADVTG FDS - JAMES S/C FD - A	PURCHASED	12/26/2007	3/11/2009
86	1,257.2240 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	9/07/2006	3/11/2009
87	3,175.7860 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	9/07/2006	6/17/2009
88	50.2290 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/18/2006	6/17/2009
89	11.6090 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/18/2006	6/17/2009
90	47.5970 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/29/2006	6/17/2009
91	3.3940 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/29/2006	6/17/2009
92	231.5140 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/17/2007	6/17/2009
93	243.6670 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/17/2007	6/17/2009
94	84.1550 NUVEEN TRADEWINDS INTL VALUE FD - R	PURCHASED	12/28/2007	6/17/2009
95	2,879.8910 THORNBURG VALUE FD - INS	PURCHASED	9/07/2006	3/11/2009
96	12.9110 THORNBURG VALUE FD - INS	PURCHASED	9/27/2006	3/11/2009
97	91.9580 THORNBURG VALUE FD - INS	PURCHASED	11/17/2006	3/11/2009
98	3.3750 THORNBURG VALUE FD - INS	PURCHASED	11/17/2006	3/11/2009
99	8.6600 THORNBURG VALUE FD - INS	PURCHASED	12/26/2006	3/11/2009
100	6.7460 THORNBURG VALUE FD - INS	PURCHASED	3/26/2007	3/11/2009
101	4.7200 THORNBURG VALUE FD - INS	PURCHASED	6/26/2007	3/11/2009
102	9.2890 THORNBURG VALUE FD - INS	PURCHASED	9/26/2007	3/11/2009
103	70.5730 THORNBURG VALUE FD - INS	PURCHASED	11/19/2007	3/11/2009
104	244.3060 THORNBURG VALUE FD - INS	PURCHASED	11/19/2007	3/11/2009
105	3.4280 THORNBURG VALUE FD - INS	PURCHASED	12/26/2007	3/11/2009
106	1,962.2230 NATIXIS VAUGHAN NELSON S/C VALU - A	PURCHASED	9/07/2006	7/28/2009
107	392.6700 NATIXIS VAUGHAN NELSON S/C VALU - A	PURCHASED	6/05/2007	7/28/2009
108	6.9000 NATIXIS VAUGHAN NELSON S/C VALU - A	PURCHASED	4/14/2008	7/28/2009
109	2,875.6290 NATIXIS VAUGHAN NELSON S/C VALU - A	PURCHASED	9/07/2006	3/11/2009
110	25,000.0000 FHLB 5.3% 03/06/2012	PURCHASED	1/14/2008	3/06/2009
111	25,000.0000 PORTLAND ORE REV BDS 6.5% MAT 6/1/09	PURCHASED	9/29/2006	3/16/2009
112	25,000.0000 LOWELL MA TAXABLE GARAGE SER-B 5.5% 9/15/2014	PURCHASED	10/02/2006	3/16/2009

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STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
113	25,000.0000 GULF SHORES AL TAXABLE WTS SER A 5.2% 12/15/2017	PURCHASED	10/11/2006	3/16/2009
114	25,000.0000 UNIV MA REF-TAXABLE SR SER 2 5.5% 5/1/2013	PURCHASED	10/16/2006	3/16/2009
115	25,000.0000 NY TRANSITIONAL FA REV SER A-2 5.2% 8/1/2016	PURCHASED	10/20/2006	3/16/2009
116	25,000.0000 ALCOA TN TAXABLE 5.3% 6/1/2015	PURCHASED	10/11/2006	3/16/2009
117	25,000.0000 CHICAGO IL 5.1% 1/1/2012	PURCHASED	6/12/2007	3/16/2009
118	20,000.0000 CITY OF EL PASO TX 5.6% 8/15/2011	PURCHASED	6/19/2007	3/16/2009
119	25,000.0000 FHLB 5.5% 8/13/2014	PURCHASED	11/20/2007	3/16/2009
120	25,000.0000 FHLB SYS 5.0% 11/17/2017	PURCHASED	12/24/2007	3/16/2009
121	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	728.		1,594.	-866.				\$ -866.
2	3,326.		5,545.	-2,219.				-2,219.
3	50.		101.	-51.				-51.
4	48.		101.	-53.				-53.
5	83.		157.	-74.				-74.
6	168.		356.	-188.				-188.
7	181.		475.	-294.				-294.
8	343.		600.	-257.				-257.
9	25,320.		24,870.	450.				450.
10	21,213.		20,815.	398.				398.
11	18,222.		25,340.	-7,118.				-7,118.
12	1,628.		2,145.	-517.				-517.
13	13,613.		11,000.	2,613.				2,613.
14	117.		96.	21.				21.
15	130.		119.	11.				11.
16	52,165.		45,000.	7,165.				7,165.
17	80.		71.	9.				9.
18	57.		53.	4.				4.
19	64.		60.	4.				4.
20	128.		121.	7.				7.
21	0.		0.	0.				0.
22	119.		115.	4.				4.
23	118.		118.	0.				0.
24	61,605.		57,000.	4,605.				4,605.
25	204.		192.	12.				12.
26	148.		141.	7.				7.
27	171.		163.	8.				8.
28	312.		302.	10.				10.
29	0.		0.	0.				0.
30	311.		301.	10.				10.
31	322.		318.	4.				4.
32	27,001.		23,000.	4,001.				4,001.
33	128.		113.	15.				15.
34	111.		104.	7.				7.
35	92.		86.	6.				6.
36	0.		0.	0.				0.
37	209.		200.	9.				9.
38	207.		199.	8.				8.

THE FROM HIM AND THROUGH HIM FOUNDATION

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STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
39	206.		207.	-1.				\$ -1.
40	4,885.		2,761.	2,124.				2,124.
41	44,985.		32,998.	11,987.				11,987.
42	14,985.		12,103.	2,882.				2,882.
43	9,985.		8,538.	1,447.				1,447.
44	19,985.		17,843.	2,142.				2,142.
45	9,985.		9,761.	224.				224.
46	67,019.		65,243.	1,776.				1,776.
47	554.		545.	9.				9.
48	514.		511.	3.				3.
49	515.		511.	4.				4.
50	62,021.		81,580.	-19,559.				-19,559.
51	3,807.		4,977.	-1,170.				-1,170.
52	2,541.		3,322.	-781.				-781.
53	19,945.		28,000.	-8,055.				-8,055.
54	3,772.		5,099.	-1,327.				-1,327.
55	7,196.		7,808.	-612.				-612.
56	63,631.		121,000.	-57,369.				-57,369.
57	250.		516.	-266.				-266.
58	37.		87.	-50.				-50.
59	13.		30.	-17.				-17.
60	2,570.		5,823.	-3,253.				-3,253.
61	34,305.		75,000.	-40,695.				-40,695.
62	535.		1,249.	-714.				-714.
63	483.		1,128.	-645.				-645.
64	151.		367.	-216.				-216.
65	1,434.		3,423.	-1,989.				-1,989.
66	1,610.		3,147.	-1,537.				-1,537.
67	319.		741.	-422.				-422.
68	81,677.		134,000.	-52,323.				-52,323.
69	44.		83.	-39.				-39.
70	168.		416.	-248.				-248.
71	630.		1,559.	-929.				-929.
72	4,020.		8,226.	-4,206.				-4,206.
73	0.		0.	0.				0.
74	0.		0.	0.				0.
75	44,976.		121,000.	-76,024.				-76,024.
76	7,796.		19,878.	-12,082.				-12,082.
77	7,750.		16,788.	-9,038.				-9,038.
78	59,992.		106,514.	-46,522.				-46,522.
79	19,938.		23,280.	-3,342.				-3,342.
80	43,881.		91,000.	-47,119.				-47,119.
81	406.		853.	-447.				-447.
82	78.		169.	-91.				-91.
83	45.		98.	-53.				-53.
84	84.		191.	-107.				-107.
85	109.		225.	-116.				-116.
86	20,000.		36,796.	-16,796.				-16,796.
87	66,840.		98,146.	-31,306.				-31,306.
88	1,057.		1,650.	-593.				-593.
89	244.		381.	-137.				-137.
90	1,002.		1,551.	-549.				-549.
91	71.		32.	39.				39.

THE FROM HIM AND THROUGH HIM FOUNDATION

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STATEMENT 6 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
92	4,873.		5,378.	-505.				\$ -505.
93	5,128.		2,766.	2,362.				2,362.
94	1,771.		2,717.	-946.				-946.
95	51,854.		106,000.	-54,146.				-54,146.
96	232.		490.	-258.				-258.
97	1,656.		3,633.	-1,977.				-1,977.
98	61.		133.	-72.				-72.
99	156.		344.	-188.				-188.
100	121.		279.	-158.				-158.
101	85.		204.	-119.				-119.
102	167.		415.	-248.				-248.
103	1,271.		2,661.	-1,390.				-1,390.
104	4,399.		8,791.	-4,392.				-4,392.
105	62.		133.	-71.				-71.
106	38,185.		36,018.	2,167.				2,167.
107	7,641.		9,000.	-1,359.				-1,359.
108	134.		140.	-6.				-6.
109	40,000.		54,982.	-14,982.				-14,982.
110	25,000.		25,596.	-596.				-596.
111	25,076.		25,900.	-824.				-824.
112	26,325.		25,605.	720.				720.
113	23,374.		24,586.	-1,212.				-1,212.
114	26,270.		25,270.	1,000.				1,000.
115	24,888.		24,703.	185.				185.
116	24,961.		25,041.	-80.				-80.
117	26,110.		24,468.	1,642.				1,642.
118	20,972.		20,025.	947.				947.
119	28,125.		26,250.	1,875.				1,875.
120	26,578.		25,630.	948.				948.
121				493.				493.
TOTAL								\$ -481,547.

STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
KINGDOM BUILDING MINISTRIES 14485 E EVANS AVENUE AURORA, CA 80014	NONE	PUBLIC	RELIGIOUS	\$ 25,000.
721 MINISTRIES 4 SEMINOLE DRIVE GREENVILLE, SC 29605	NONE	PUBLIC	RELIGIOUS	10,000.

THE FROM HIM AND THROUGH HIM FOUNDATION

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CROSSOVER COMMUNICATIONS 7520 MONTICELLO ROAD COLUMBIA, SC 29230	NONE	PUBLIC	GENERAL USE	\$ 25,000.
COMPASSION INTERNATIONAL POST OFFICE BOX 65000 COLORADO SPRINGS, CO 80962	NONE	PUBLIC	GENERAL USE	3,696.
YOUNG LIFE OF COLUMBIA PO BOX 5772 COLUMBIA, SC 29250	NONE	PUBLIC	GENERAL USE	2,500.
MIDTOWN FELLOWSHIP P.O.BOX 505 COLUMBIA, SC	NONE	PUBLIC	GENERAL USE	5,000.
ONE-LIFE MINISTRIES 143 KILLIAN POINT CIRCLE CHAPIN, SC 29036	NONE	PUBLIC	RELIGIOUS	30,000.
TOTAL				\$ <u>101,196.</u>