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 , 2009, and ending , 20

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

POSTMARK DATE MAY 0 7 2010

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

Name of foundation: CU K H DAVELER & D R HAYWORTH FOUNDATIO

Number and street (or P O box number if mail is not delivered to street address): 1525 WEST WT HARRIS BLVD

Room/suite:

City or town, state, and ZIP code: CHARLOTTE, NC 28288-5709

A Employer identification number: 58-1705607

B Telephone number (see page 10 of the instructions): (336) 732-6309

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 5,241,806.

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	134,905.	134,905.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-25,174.			
	b	Gross sales price for all assets on line 6a 36,610.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	12,123.			STMT 4
	12	**Total.** Add lines 1 through 11	121,854.	134,905.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	7,190.	7,190.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 5	5,687.	NONE	NONE	5,687.
	c	Other professional fees (attach schedule) STMT 6	5,802.			5,802.
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 7	1,432.	1,432.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,111.	8,622.	NONE	11,489.
	25	Contributions, gifts, grants paid	300,000.			300,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	320,111.	8,622.	NONE	311,489.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-198,257.			
	b	**Net investment income** (if negative, enter -0-)		126,283.		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
MAY 11 2010
OGDEN, UT
IRS-OSC

SCANNED MAY 1 2 2010

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	NONE	NONE	
	2	Savings and temporary cash investments	881,787.	397,090.	397,090.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
		Less· allowance for doubtful accounts ▶	NONE	NONE	NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule)	NONE	NONE	NONE
	c	Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
	11	Investments - land, buildings, and equipment basis ▶ NONE			
		Less accumulated depreciation (attach schedule) ▶		NONE	
	12	Investments - mortgage loans		NONE	
	13	Investments - other (attach schedule)	2,886,704.	3,187,851.	4,844,716.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)		NONE	NONE
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,768,491.	3,584,941.	5,241,806.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
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 and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	3,768,491.	3,584,941.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,768,491.	3,584,941.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,768,491.	3,584,941.	

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	3,768,491.
2	Enter amount from Part I, line 27a	2	-198,257.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	14,707.
4	Add lines 1, 2, and 3	4	3,584,941.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,584,941.

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

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 -25,174.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 . . . . } 3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	372,659.	6,369,253.	0.05850905907
2007	331,603.	7,852,353.	0.04222976221
2006	305,889.	7,133,107.	0.04288299615
2005	326,659.	6,482,901.	0.05038778164
2004	301,800.	6,303,832.	0.04787564136

2	**Total** of line 1, column (d)	2	0.24188524043
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	0.04837704809
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,758,728.
5	Multiply line 4 by line 3	5	230,213.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,263.
7	Add lines 5 and 6	7	231,476.
8	Enter qualifying distributions from Part XII, line 4	8	311,489.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____________ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,263.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2			3	1,263.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,263.
6	Credits/Payments.				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,352.		
b	Exempt foreign organizations-tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,352.
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	1,089.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 1,089. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	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 page 19 of the instructions) ▶ STMT 9			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

11	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 page 20 of the 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 ▶ SEE STATEMENT 10 Telephone no. ▶

Located at ▶ ZIP + 4 ▶

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	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 page 20 of the instructions)	2b		X
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)*	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)? (see page 22 of the 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 page 22 of the instructions)? **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? . . . . ☐ 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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		7,190.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . ▶ NONE

58-1705607

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,834,278.
b	Average of monthly cash balances	1b	-3,082.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,831,196.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,831,196.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	72,468.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,758,728.
6	**Minimum investment return.** Enter 5% of line 5	6	237,936.

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

1	Minimum investment return from Part X, line 6			1	237,936.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,263.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,263.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	236,673.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	236,673.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	236,673.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	311,489.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	311,489.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,263.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	310,226.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					236,673.
2	Undistributed income, if any, as of the end of 2009:					
a	Enter amount for 2008 only				302,156.	
b	Total for prior years 20____,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2009					
a	From 2004	NONE				
b	From 2005	NONE				
c	From 2006	NONE				
d	From 2007	NONE				
e	From 2008	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2009 from Part XII, line 4. ▶ $ 311,489.					
a	Applied to 2008, but not more than line 2a				302,156.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d	Applied to 2009 distributable amount					9,333.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions			NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions					
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					227,340.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9.					
a	Excess from 2005	NONE				
b	Excess from 2006	NONE				
c	Excess from 2007	NONE				
d	Excess from 2008	NONE				
e	Excess from 2009	NONE				

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

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

58-1705607

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 13				
Total . . . . ▶ **3a**				300,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	134,905.	
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	-25,174.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b US TREASURY REFUND			01	12,123.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				121,854.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 121,854.

(See worksheet in line 13 instructions on page 28 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). (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

Signature of officer or trustee: K H DAVELER & D R HAYWORT

Date: 04/07/2010

Title: Trustee

Paid Preparer's Use Only

Preparer's signature

Date: 04/07/2010

Check if self-employed ▶ ☐

Preparer's identifying number (See Signature on page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code:

WACHOVIA BANK
1525 W W.T. HARRIS BLVD. D1114-044
CHARLOTTE, NC 28288-1161

EIN ▶ 22-1147033

Phone no

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		195. NORTEL NETWORKS CORP NEW COM					06/25/2007	01/22/2009
		PROPERTY TYPE: SECURITIES						
16.00		4,621.00					-4,605.00	
		173. NORTEL NETWORKS CORP NEW COM					06/28/2006	01/22/2009
		PROPERTY TYPE: SECURITIES						
14.00		4,281.00					-4,267.00	
		42. HSBC HOLDINGS PLC RTS 03/31/2009					03/13/2009	04/08/2009
		PROPERTY TYPE: SECURITIES						
44.00							44.00	
		115. CIBA HOLDING AG SPONSORED ADR					08/25/2008	04/16/2009
		PROPERTY TYPE: SECURITIES						
2,476.00		1,392.00					1,084.00	
		30. CIBA HOLDING AG SPONSORED ADR					10/26/2007	04/16/2009
		PROPERTY TYPE: SECURITIES						
646.00		713.00					-67.00	
		70. H LUNDBECK A/S UNSPONS ADR					04/13/2007	05/26/2009
		PROPERTY TYPE: SECURITIES						
1,689.00		1,690.00					-1.00	
		105. ERICSSON L M TEL CO ADR CL B					03/14/2007	06/26/2009
		PROPERTY TYPE: SECURITIES						
1,014.00		1,842.00					-828.00	
		40. ASTRAZENECA PLC SPONSORED ADR					05/14/2007	06/29/2009
		PROPERTY TYPE: SECURITIES						
1,792.00		2,124.00					-332.00	
		535. THOMSON MULTIMEDIA-SPON ADR COM					08/25/2008	07/01/2009
		PROPERTY TYPE: SECURITIES						
466.00		2,326.00					-1,860.00	
		105. THOMSON MULTIMEDIA-SPON ADR COM					12/05/2006	07/01/2009
		PROPERTY TYPE: SECURITIES						
91.00		1,963.00					-1,872.00	
		535. THOMSON MULTIMEDIA-SPON ADR COM					07/12/2006	07/01/2009
		PROPERTY TYPE: SECURITIES						
466.00		8,644.00					-8,178.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		230. ERICSSON L M TEL CO ADR CL B PROPERTY TYPE: SECURITIES					03/14/2007	07/23/2009
2,369.00		4,034.00					-1,665.00	
		425. KINGFISHER PLC COM PROPERTY TYPE: SECURITIES					11/06/2007	07/23/2009
2,879.00		3,235.00					-356.00	
		80. MITSUBISHI UFJ FINANCIAL GROUP INC A PROPERTY TYPE: SECURITIES					11/13/2006	08/10/2009
502.00		957.00					-455.00	
		50. UNILEVER N V NEW YORK SHS NEW PROPERTY TYPE: SECURITIES					08/25/2008	08/14/2009
1,405.00		1,398.00					7.00	
		375. INFINEON TECHNOLOGIES-ADR COM PROPERTY TYPE: SECURITIES					08/25/2008	09/04/2009
2,000.00		3,461.00					-1,461.00	
		475. INFINEON TECHNOLOGIES-ADR COM PROPERTY TYPE: SECURITIES					08/25/2008	09/09/2009
2,616.00		3,257.00					-641.00	
		175. TELMEX INTERNATIONAL ADR PROPERTY TYPE: SECURITIES					07/05/2005	09/09/2009
2,397.00		1,871.00					526.00	
		392. INFINEON TECHNOLOGIES-ADR COM PROPERTY TYPE: SECURITIES					08/18/2009	10/01/2009
2,182.00		1,205.00					977.00	
		35. INFINEON TECHNOLOGIES-ADR COM PROPERTY TYPE: SECURITIES					03/17/2008	10/01/2009
195.00		235.00					-40.00	
		20. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					01/12/2007	10/19/2009
1,163.00		1,807.00					-644.00	
		5. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					01/12/2007	10/21/2009
292.00		452.00					-160.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					01/12/2007	10/30/2009
1,128.00		1,807.00					-679.00	
		15. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					01/12/2007	11/09/2009
866.00		1,355.00					-489.00	
		42. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					04/08/2009	11/16/2009
2,694.00		820.00					1,874.00	
		43. HSBC HLDGS PLC SPONSORED ADR NEW PROPERTY TYPE: SECURITIES					08/25/2008	11/16/2009
2,758.00		3,663.00					-905.00	
		135. XL CAPITAL LTD CL A PROPERTY TYPE: SECURITIES					08/25/2008	12/04/2009
2,450.00		2,631.00					-181.00	
TOTAL GAIN(LOSS)							---------- -25,174. ==========	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	3,280.	3,280.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	4,680.	4,680.
ACOM CO LTD COM	12.	12.
AKZO N V SPONSORED ADR	254.	254.
ALTRIA GROUP INC	1,560.	1,560.
AMERICAN ELEC PWR CO INC COM	1,640.	1,640.
ASTRAZENECA PLC SPONSORED ADR	583.	583.
BASF AG COM	312.	312.
BP PLC SPONSORED ADR	2,381.	2,381.
BANK AMER CORP COM	160.	160.
BANK ONE CORP BD DTD 10/24/2002 5.25% 01	277.	277.
BARCLAYS PLC PLC ADR	21.	21.
BOEING CO COM	2,520.	2,520.
BRISTOL-MYERS SQUIBB CO COM	1,984.	1,984.
BRITISH SKY BROADCASTING ADR	172.	172.
CANON INC ADR REPSTG 5 SHS	242.	242.
CENTRAIS ELETRICAS BRASILEIRAS ELECTROBR	270.	270.
CHEVRONTEXACO CORP COM	7,650.	7,650.
CONOCOPHILLIPS NT DTD 05/08/08 4.4% 05/1	874.	874.
DAI NIPPON PRTG LTD JAPAN UNSPON ADR	121.	121.
DEERE & CO COM	2,240.	2,240.
DEUTSCHE TELEKOM AG SPONSORED ADR	1,010.	1,010.
DU PONT E I DE NEMOURS & CO COM	3,280.	3,280.
DUKE ENERGY CORP COM	4,700.	4,700.
DUN & BRADSTREET CORP COM	1,020.	1,020.
ENI S P A ADR	205.	205.
ERICSSON L M TEL CO ADR CL B	267.	267.
EVERGREEN INST MONEY MARKET FUND CL I (F	3,304.	3,304.
EXXON MOBIL CORP COM	3,320.	3,320.
FRANCE TELECOM SPONSORED ADR	531.	531.
FUJIFILM HOLDINGS CORP-ADR COM	75.	75.
GENERAL ELEC CO COM	4,920.	4,920.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GE CAP CP INT NTS SR UNSECD DTD 06/25/09	1,181.	1,181.
GLAXO SMITHKLINE SPONSORED PLC ADR	533.	533.
GOLDMAN SACHS GROUP INC BD DTD 01/12/200	164.	164.
H LUNDBECK A/S UNSPONS ADR	136.	136.
HSBC HLDGS PLC SPONSORED ADR NEW	268.	268.
HONDA MTR LTD AMERN SHS	74.	74.
INTL BUSINESS MACHINES CORP COM	3,440.	3,440.
ITALCEMENTI SPA ADR	71.	71.
J.SAINSBURY PLC SPON ADR COM	267.	267.
JP MORGAN CHASE & CO BD DTD 11/25/2002 5	80.	80.
KINGFISHER PLC COM	263.	263.
KONINKLIJKE AHOLD NV SP ADR	166.	166.
LINCOLN NATL CORP COM	7,824.	7,824.
MAGNA INTL INC CL A	16.	16.
MARKS & SPENCER GROUP P L C SPONSORED AD	614.	614.
MITSUBISHI UFJ FINANCIAL GROUP INC ADR	174.	174.
MITSUI SUMITOMO UNSPONS ADR	194.	194.
MIZUHO FINANCIAL GRP-ADR COM	259.	259.
MOODY'S CORPORATION COM	1,200.	1,200.
MORGAN STANLEY DEAN WITTER SH BEN INT A	462.	462.
NIPPON TELEG & TEL CORP SPONSORED ADR	362.	362.
NOKIA CORP SPONSORED ADR	349.	349.
PHILIP MORRIS INTL INC COM	2,640.	2,640.
PORTUGAL TELECOM S A SPONSORED ADR	673.	673.
PROCTER & GAMBLE CO NT DTD 02/06/09 3.5%	258.	258.
ROCKWELL INTL CORP NEW COM	3,480.	3,480.
ROCKWELL COLLINS-WI COM	2,880.	2,880.
SK TELECOM LTD SPONSORED ADR	387.	387.
MORGAN STANLEY ACTIVE ASSETS TAX FREE MO	6.	6.
SANOFI-SYNTHELABO SPONSORED ADR	640.	640.
SEIKO EPSON CORP-UNSPON ADR COM	20.	20.
SONY CORP-SPON ADR	99.	99.
SPECTRA ENERGY CORP COM	2,500.	2,500.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STMICROELECTRONICS N V COMSTK	149.	149.
SUMITOMO MITSUI FINANCIAL GROUP INC ADR	122.	122.
SWISS REINSURANCE CO SPONSORED ADR	11.	11.
SWISSCOM AG-SPONSORED ADR COM	523.	523.
TDK CORP AMERN DEP SH	105.	105.
TAKEDA PHARMACEUTICAL CO TAKEDA PHARMAC	255.	255.
TELECOM CORP NEW ZEALAND LTD SPONSORED A	63.	63.
TELECOM ITALIA SPA-SPON ADR COM	635.	635.
TELEFONICA S A SPONSORED ADR	276.	276.
TELEFONOS DE MEXICO S A SPONSORED ADR RE	249.	249.
TELMEX INTERNATIONAL ADR	23.	23.
3M CO COM	6,120.	6,120.
TOKIO MARINE HOLDINGS ADR	107.	107.
TOMKINS PLC ORD SPONSORED ADR	109.	109.
UNILEVER N V NEW YORK SHS NEW	382.	382.
UNITED STATES TREAS BDS DTD 5/15/86 7.25	18,474.	18,474.
UNITED STATES TREAS BD DTD 05/15/2004 4.	7,362.	7,362.
UNITED STATES TREAS DTD 01/31/07 4.75% 0	7,303.	7,303.
UNITED STATES TREAS DTD 5/15/07 4.5% 05/	6,750.	6,750.
UPM KYMMENE CORP SPD ADR 00	121.	121.
WOLTERS KLUWER NV SPONSORED ADR	4.	4.
TYCO ELECTRONICS LTD COM	88.	88.
XL CAPITAL LTD CL A	41.	41.
TYCO ELECTRONICS LTD COM	88.	88.
TOTAL	134,905.	134,905.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
US TREASURY REFUND	12,123.
TOTALS	12,123.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	5,687.			5,687.
TOTALS	5,687.	NONE	NONE	5,687.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OUTSIDE MGMT FEE		5,802.	5,802.
	TOTALS	5,802.	5,802.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,432.	1,432.
TOTALS	1,432.	1,432.

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

DESCRIPTION		AMOUNT
TRANSACTIONS CROSSING TAX YEARS		14,707.
	TOTAL	14,707.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

===

NC

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: WACHOVIA BANK

ADDRESS: 100 NORTH MAIN STREET D4001-130
WINSTON-SALEM, NC 27150-6732

TELEPHONE NUMBER: (336)732-6309

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

OFFICER NAME:
Wachovia Bank
ADDRESS:
1525 WW.T. HARRIS BLVD.
CHARLOTTE, NC 28288-5709
TITLE:
Custodian
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 7,190.

OFFICER NAME:
David R. Hayworth
ADDRESS:
800 Rockford Road
High Point, NC 27260,
TITLE:
Director
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:
Marsha B. Slane
ADDRESS:
c/o Wachovia Bank, PO Box 3099
Winston-Salem, NC 2715,
TITLE:
Director
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:
John C. Slane
ADDRESS:
c/o Wachovia Bank, PO Box 3099
Winston-Salem, NC 2715,
TITLE:
Director
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

TOTAL COMPENSATION: 7,190.

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
  DAVID HAYWORTH
ADDRESS:
  800 ROCKFORD ROAD
  HIGH POINT, NC
RECIPIENT'S PHONE NUMBER: 336-889-4439
FORM, INFORMATION AND MATERIALS:
  DOES NOT ACCEPT APPLICATIONS
SUBMISSION DEADLINES:
  NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  NONE

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
HIGH POINT UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
WEST END MINISTRIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
NC SHAKESPEARE FESTIVAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
HP REGIONAL HEALTH SYSTEM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CONTRIBUTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 200,000.

TOTAL GRANTS PAID: 300,000.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: CU K H DAVELER & D R HAYWORTH FOUNDATIO

Employer identification number: 58-1705607

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

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

(a) Description of property (Example. 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	2,126.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	2,126.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-27,300.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-27,300.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			2,126.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-27,300.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-25,174.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:

a The loss on line 15, column (3) **or** b $3,000 | 16 | (3,000)

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust
CU K H DAVELER & D R HAYWORTH FOUNDATIO

Employer identification number
58-1705607

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 42. HSBC HOLDINGS PLC RTS 03/31/2009	03/13/2009	04/08/2009	44.00		44.00
115. CIBA HOLDING AG SPONSORED ADR	08/25/2008	04/16/2009	2,476.00	1,392.00	1,084.00
535. THOMSON MULTIMEDIA-SP ON ADR COM	08/25/2008	07/01/2009	466.00	2,326.00	-1,860.00
50. UNILEVER N V NEW YORK SHS NEW	08/25/2008	08/14/2009	1,405.00	1,398.00	7.00
392. INFINEON TECHNOLOGIES -ADR COM	08/18/2009	10/01/2009	2,182.00	1,205.00	977.00
42. HSBC HLDGS PLC SPONSORED ADR NEW	04/08/2009	11/16/2009	2,694.00	820.00	1,874.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 2,126.00

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

Schedule D-1 (Form 1041) 2009

JSA
9F1221 3 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
CU K H DAVELER & D R HAYWORTH FOUNDATIO

Employer identification number
58-1705607

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 195. NORTEL NETWORKS CORP NEW COM	06/25/2007	01/22/2009	16.00	4,621.00	-4,605.00
173. NORTEL NETWORKS CORP NEW COM	06/28/2006	01/22/2009	14.00	4,281.00	-4,267.00
30. CIBA HOLDING AG SPONSORED ADR	10/26/2007	04/16/2009	646.00	713.00	-67.00
70. H LUNDBECK A/S UNSPONS ADR	04/13/2007	05/26/2009	1,689.00	1,690.00	-1.00
105. ERICSSON L M TEL CO ADR CL B	03/14/2007	06/26/2009	1,014.00	1,842.00	-828.00
40. ASTRAZENECA PLC SPONSORED ADR	05/14/2007	06/29/2009	1,792.00	2,124.00	-332.00
105. THOMSON MULTIMEDIA-SPON ADR COM	12/05/2006	07/01/2009	91.00	1,963.00	-1,872.00
535. THOMSON MULTIMEDIA-SPON ADR COM	07/12/2006	07/01/2009	466.00	8,644.00	-8,178.00
230. ERICSSON L M TEL CO ADR CL B	03/14/2007	07/23/2009	2,369.00	4,034.00	-1,665.00
425. KINGFISHER PLC COM	11/06/2007	07/23/2009	2,879.00	3,235.00	-356.00
80. MITSUBISHI UFJ FINANCIAL GROUP INC ADR	11/13/2006	08/10/2009	502.00	957.00	-455.00
375. INFINEON TECHNOLOGIES -ADR COM	08/25/2008	09/04/2009	2,000.00	3,461.00	-1,461.00
475. INFINEON TECHNOLOGIES -ADR COM	08/25/2008	09/09/2009	2,616.00	3,257.00	-641.00
175. TELMEX INTERNATIONAL ADR	07/05/2005	09/09/2009	2,397.00	1,871.00	526.00
35. INFINEON TECHNOLOGIES-ADR COM	03/17/2008	10/01/2009	195.00	235.00	-40.00
20. HSBC HLDGS PLC SPONSORED ADR NEW	01/12/2007	10/19/2009	1,163.00	1,807.00	-644.00
5. HSBC HLDGS PLC SPONSORED ADR NEW	01/12/2007	10/21/2009	292.00	452.00	-160.00
20. HSBC HLDGS PLC SPONSORED ADR NEW	01/12/2007	10/30/2009	1,128.00	1,807.00	-679.00
15. HSBC HLDGS PLC SPONSORED ADR NEW	01/12/2007	11/09/2009	866.00	1,355.00	-489.00
43. HSBC HLDGS PLC SPONSORED ADR NEW	08/25/2008	11/16/2009	2,758.00	3,663.00	-905.00
135. XL CAPITAL LTD CL A	08/25/2008	12/04/2009	2,450.00	2,631.00	-181.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -27,300.00

RUN APR 07 10
AT 10:49 AM

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

AS OF 04/07/10

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted]9 HAYWORTH FDN CU AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	PRINCIPAL =========					
	U.S. GOVERNMENTS & AGENCIES ---------------------------					
912810DW5	US TREASURY BDS DTD 5/15/86 7.25% 05/15/2016	250,000	251,779.92	309,472.50	253,746.87	253,746.87
912828CJ7	UNITED STATES TREAS BD DTD 05/15/2004 4.75% 05/15/2014	150,000	148,243.50	165,046.50	148,821.68	148,821.68
912828GF1	UNITED STATES TREAS DTD 01/31/07 4.75% 01/31/2012	150,000	149,167.50	160,980.00	149,603.52	149,603.52
912828GR5	UNITED STATES TREAS DTD 5/15/07 4.5% 05/15/2010	150,000	148,771.50	152,349.00	148,771.50	148,771.50
TOTAL	U.S. GOVERNMENTS & AGENCIES	700,000	697,962.42	787,848.00	700,943.57	700,943.57
	CORPORATE BONDS - NONCONVERTIBLE --------------------------------					
06423AAS2	BANK ONE CORP BD DTD 10/24/2002 5.25% 01/30/2013	50,000	51,463.00	53,023.00	51,463.00	51,463.00
20825CAM6	CONOCOPHILLIPS NT DTD 05/08/08 4.4% 05/15/2013	50,000	52,292.00	52,754.50	52,292.00	52,292.00
36966R3L8	GE CAP CP INT NTS SR UNSECD DTD 06/25/09 5% 06/15/2015	50,000	50,000.00	50,644.50	50,000.00	50,000.00
38141GEA8	GOLDMAN SACHS GROUP INC BD DTD 01/12/2005 5.125% 01/15/2015	50,000	50,104.00	52,537.50	50,104.00	50,104.00
46625HAT7	JP MORGAN CHASE & CO BD DTD 11/25/2002 5.75% 01/02/2013	50,000	51,935.00	53,324.50	51,935.00	51,935.00
742718DM8	PROCTER & GAMBLE CO NT DTD 02/06/09 3.5% 02/15/2015	50,000	50,507.00	51,150.50	50,507.00	50,507.00
TOTAL	CORPORATE BONDS - NONCONVERTIBLE	300,000	306,301.00	313,434.50	306,301.00	306,301.00

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

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted] HAYWORTH FDN CU AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	COMMON STOCKS -------------					
00206R102	AT&T INC COM	2,000	42,338.09	56,060.00	42,338.09	42,338.09
002824100	ABBOTT LABS COM	3,000	66,648.71	161,970.00	66,648.71	66,648.71
02209S103	ALTRIA GROUP INC COM	1,200	5,796.56	23,556.00	5,796.56	5,796.56
025537101	AMERICAN ELEC PWR CO INC COM	1,000	38,537.49	34,790.00	38,537.49	38,537.49
055622104	BP PLC SPONSORED ADR	656	22,538.06	38,028.32	22,538.06	22,538.06
060505104	BANK OF AMERICA CORP COM	4,000	51,295.40	60,240.00	51,295.40	51,295.40
097023105	BOEING CO COM	1,500	71,633.40	81,195.00	70,164.01	70,164.01
110122108	BRISTOL-MYERS SQUIBB CO COM	1,600	27,480.02	40,400.00	27,480.02	27,480.02
166764100	CHEVRON CORP COM	2,876	48,442.63	221,423.24	48,442.63	48,442.63
244199105	DEERE & CO COM	2,000	53,599.60	108,180.00	53,599.60	53,599.60
263534109	DU PONT E I DE NEMOURS & CO COM	2,000	102,156.88	67,340.00	102,156.88	102,156.88
26441C105	DUKE ENERGY CORP COM	5,000	68,487.86	86,050.00	68,487.86	68,487.86
26483E100	DUN & BRADSTREET CORP COM	750	7,320.23	63,277.50	7,322.23	7,322.23
30231G102	EXXON MOBIL CORP COM	2,000	40,859.26	136,380.00	40,859.26	40,859.26
369604103	GENERAL ELECTRIC CO COM	6,000	40,466.99	90,780.00	40,466.99	40,466.99
459200101	INTL BUSINESS MACHINES CORP COM	1,600	35,521.30	209,440.00	35,521.30	35,521.30
534187109	LINCOLN NATIONAL CORP COM	32,600	286,925.21	811,088.00	145,238.54	145,238.54
615369105	MOODY'S CORPORATION COM	3,000	23,619.03	80,400.00	23,625.47	23,625.47
718172109	PHILIP MORRIS INTL INC COM	1,200	13,208.55	57,828.00	13,208.55	13,208.55
773903109	ROCKWELL AUTOMATION INC COM	3,000	23,506.89	140,940.00	20,562.52	20,562.52
774341101	ROCKWELL COLLINS-WI COM	3,000	35,764.13	166,080.00	31,284.48	31,284.48

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

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted] HAYWORTH FDN CU AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
847560109	SPECTRA ENERGY CORP COM	2,500	49,371.13	51,275.00	49,371.13	49,371.13
88579Y101	3M CO COM	3,000	127,343.01	248,010.00	127,343.01	127,343.01
TOTAL	COMMON STOCKS	85,482	1,282,860.43	3,034,731.06	1,132,288.79	1,132,288.79
	MUTUAL FUNDS - EQUITY ---------------------					
616954103	MORGAN STANLEY DEAN WITTER SH BEN INT A	12,306.882	201,348.89	138,698.56	201,348.89	201,348.89
61746K106	MORGAN STANLEY SPECIAL GROWTH FUND CL A	5,182.95	104,681.26	102,207.77	104,681.26	104,681.26
TOTAL	MUTUAL FUNDS - EQUITY	17,489.832	306,030.15	240,906.33	306,030.15	306,030.15
	PRINCIPAL CASH		0.00	0.00		
*********	PRINCIPAL TOTAL	1,102,971.832	2,593,154.00	4,376,919.89	2,445,563.51	2,445,563.51
	INCOME ======					
	TEMPORARY INVESTMENTS ---------------------					
300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)		397,090.40	397,090.40		
TOTAL	TEMPORARY INVESTMENTS		397,090.40	397,090.40		
	INCOME CASH		0.00	0.00		
*********	INCOME TOTAL		397,090.40	397,090.40	0.00	0.00
	ASSET FILE TOTAL	1,102,971.832	2,990,244.40	4,774,010.29	2,445,563.51	2,445,563.51

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted] HAYWORTH FDN BRA AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	PRINCIPAL =========					
	MUTUAL FUNDS - MONEY MARKET --------------------------					
70A086843	MORGAN STANLEY ACTIVE ASSETS TAX FREE MONEY TRUST	7,587.87	7,587.87	7,587.87	7,587.87	7,587.87
TOTAL	MUTUAL FUNDS - MONEY MARKET	7,587.87	7,587.87	7,587.87	7,587.87	7,587.87
	COMMON STOCKS -------------					
004845202	ACOM CO LTD COM	55	476.54	215.60	357.50	357.50
007924103	AEGON N V ORD AMER REG	904	12,519.45	5,794.64	12,510.16	12,510.16
010199305	AKZO N V SPONSORED ADR	110	4,969.92	7,293.00	4,969.92	4,969.92
013904305	ALCATEL-LUCENT SPONOSRED ADR	2,015	14,662.28	6,689.80	14,662.28	14,662.28
046353108	ASTRAZENECA PLC SPONSORED ADR	250	12,597.16	11,735.00	12,312.16	12,312.16
055262505	BASF SE COM	120	3,660.84	7,452.00	3,660.84	3,660.84
055622104	BP PLC SPONSORED ADR	105	4,905.16	6,086.85	4,905.16	4,905.16
06738E204	BARCLAYS PLC - ADR	315	11,170.73	5,544.00	11,170.73	11,170.73
111013108	BRITISH SKY BROADCASTING ADR	155	5,380.70	5,614.10	5,380.70	5,380.70
138006309	CANON INC ADR REPSTG 5 SHS	245	8,500.52	10,368.40	8,500.52	8,500.52
144430105	CARREFOUR SA UNSPON ADR	1,015	8,881.36	9,622.20	8,881.36	8,881.36
151290889	CEMEX SAB DE CV ADR CTF NEW FOR A & B SHS	505	5,943.13	5,969.10	5,943.13	5,943.13
15234Q207	CENTRAIS ELETRICAS BRASILEIRAS ELECTROBRAS ADR 1 ADR REP 500 ORD COM	355	6,457.24	7,486.95	6,457.24	6,457.24
233806306	DAI NIPPON PRTG LTD JAPAN UNSPON ADR	160	2,596.00	2,041.60	2,596.00	2,596.00

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted] HAYWORTH FDN BRA AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
251566105	DEUTSCHE TELEKOM AG SPONSORED ADR	940	16,691.82	13,818.00	16,691.82	16,691.82
25157Y103	DEUTSCHE POST AG REG UNS ADR	155	2,032.05	3,013.31	2,032.05	2,032.05
26874R108	ENI S P A ADR	140	6,664.23	7,085.40	6,664.23	6,664.23
294821608	ERICSSON (LM) TEL COM	830	11,440.12	7,627.70	10,181.74	10,181.74
35177Q105	FRANCE TELECOM SPONSORED ADR	366	9,028.05	9,237.84	8,348.38	8,348.38
359556206	FUJI HEAVY INDS LTD ADR	105	4,374.73	5,066.25	4,344.21	4,344.21
35958N107	FUJIFILM HOLDINGS CORP-ADR COM	275	8,542.18	8,305.00	8,439.38	8,439.38
37733W105	GLAXOSMITHKLINE PLC SPONSORED PLC ADR	290	14,764.90	12,252.50	14,691.24	14,691.24
40422M107	H LUNDBECK A/S UNSPONS ADR	270	6,429.27	4,911.30	6,405.90	6,405.90
433578507	HITACHI LTD 10 COM	55	3,378.11	1,687.40	3,370.62	3,370.62
438128308	HONDA MTR LTD ADR	200	6,453.60	6,780.00	6,453.60	6,453.60
46115H107	INTESA SANPAOLO ADR	295	11,561.86	7,994.50	11,561.86	11,561.86
465272201	ITALCEMENTI SPA ADR	285	3,971.06	3,915.33	3,971.06	3,971.06
466249208	J.SAINSBURY PLC SPON ADR COM	320	8,637.10	6,611.20	8,637.10	8,637.10
495724403	KINGFISHER PLC COM	1,235	8,601.35	9,015.50	8,326.34	8,326.34
500467402	KONINKLIJKE AHOLD NV SP ADR	710	5,256.01	9,407.50	5,237.92	5,237.92
500631106	KOREA ELEC PWR CO SPONSORED ADR	350	6,985.54	5,089.00	6,985.54	6,985.54
559222401	MAGNA INTL INC CL A	90	6,287.41	4,552.20	6,287.41	6,287.41
570912105	MARKS & SPENCER GROUP P L C SPONSORED ADR	1,100	13,283.87	14,300.00	13,283.87	13,283.87
606822104	MITSUBISHI UFJ FINANCIAL-ADR COM	1,420	15,293.52	6,986.40	15,197.89	15,197.89

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted] HAYWORTH FDN BRA AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
60684V108	MITSUI SUMITOMO UNSPONS ADR	660	13,309.98	8,415.00	13,309.98	13,309.98
60687Y109	MIZUHO FINANCIAL GRP-ADR COM	1,250	14,720.92	4,450.00	14,720.92	14,720.92
654624105	NIPPON TELEG & TEL CORP SPONSORED ADR	580	12,580.08	11,449.20	12,441.20	12,441.20
654744408	NISSAN MTR LTD SPONSORED ADR	425	7,382.13	7,492.75	7,382.13	7,382.13
654902204	NOKIA CORP SPONSORED ADR	895	14,836.62	11,500.75	14,836.62	14,836.62
737273102	PORTUGAL TELECOM S A SPONSORED ADR	900	9,238.19	10,926.00	9,234.68	9,234.68
74344G104	PROMISE CO LTD-UNSPON ADR COM	625	12,548.62	2,343.75	12,548.62	12,548.62
780097689	ROYAL BK SCOTLAND GRP PLC ADR	95.51334	14,217.67	896.87	13,601.66	13,601.66
78440P108	SK TELECOM LTD SPONSORED ADR	295	6,513.45	4,796.70	6,406.55	6,406.55
80105N105	SANOFI-AVENTIS SPONSORED ADR	445	18,333.81	17,475.15	18,333.81	18,333.81
81603X108	SEIKO EPSON CORP-UNSPON ADR COM	255	3,185.13	2,027.25	3,185.13	3,185.13
835699307	SONY CORP ADR NEW COM	360	10,505.46	10,440.00	10,459.85	10,459.85
861012102	STMICROELECTRONICS N V SHS N Y REGISTRY	755	11,156.04	6,998.85	11,079.95	11,079.95
86562M100	SUMITOMO MITSUI FINANCIA-ADR COM	1,735	13,679.63	4,944.75	13,679.63	13,679.63
870887205	SWISS REINSURANCE CO SPONSORED ADR	130	9,097.88	6,264.70	9,097.88	9,097.88
871013108	SWISSCOM AG-SPONSORED ADR COM	315	10,463.19	11,957.40	10,349.69	10,349.69
872351408	TDK CORP AMERN DEP SH	110	6,618.16	6,726.50	6,618.16	6,618.16
874060106	TAKEDA PHARMACEUTICAL CO TAKEDA PHARMACEUTICAL CO LTD	255	6,832.85	5,240.25	6,832.85	6,832.85

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

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted]AYWORTH FDN BRA AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
879278208	TELECOM CORP NEW ZEALAND LTD SPONSORED ADR	113	2,621.95	1,015.87	2,621.95	2,621.95
87927Y102	TELECOM ITALIA SPA-SPON ADR COM	975	24,842.97	15,044.25	24,842.97	24,842.97
879382208	TELEFONICA S A SPONSORED ADR	65	3,036.44	5,428.80	2,849.62	2,849.62
879403707	TELEFONOS DE MEXICO S A SPONSORED ADR REPSTG SER A SHS COM	175	1,838.57	2,917.25	1,838.57	1,838.57
889094108	TOKIO MARINE HOLDINGS ADR	260	7,578.45	7,074.60	7,081.87	7,081.87
890030208	TOMKINS PLC ORD SPONSORED ADR	495	7,003.80	6,182.55	7,003.80	7,003.80
904784709	UNILEVER N V - NEW YORK SHS	250	5,518.49	8,082.50	5,223.79	5,223.79
915436109	UPM KYMMENE CORP SPONSORED ADR	230	3,887.00	2,723.20	3,887.00	3,887.00
97786P100	WOLSELEY PLC-ADS COM	670	6,475.61	1,393.60	6,475.61	6,475.61
977874205	WOLTERS KLUWER NV SPONSORED ADR	256	4,546.73	5,593.60	4,546.73	4,546.73
G98255105	XL CAPITAL LTD COM	135	2,630.88	2,474.55	2,630.88	2,630.88
H8912P106	TYCO ELECTRONICS LTD COM	236.25	7,026.38	5,799.94	7,026.38	7,026.38
J48818124	NEC CORP COM	1,020	5,145.06	2,499.00	5,066.40	5,066.40
Y2573F102	FLEXTRONICS INTERNATIONAL LTD COM	685	6,162.12	5,007.35	6,162.12	6,162.12
TOTAL	COMMON STOCKS	31,390.76334	555,932.07	445,152.50	550,796.86	550,796.86
	PRINCIPAL CASH		0.00	0.00		
*********	PRINCIPAL TOTAL	38,978.63334	563,519.94	452,740.37	558,384.73	558,384.73

INCOME
======

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

DETAIL LIST
SELECTED ACCOUNTS 12/31/09 THROUGH 12/31/09
SETTLE DATE POSITION FOR [redacted]5 HAYWORTH FDN BRA AS OF 12/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	TEMPORARY INVESTMENTS ---------------------					
300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)		392.41	392.41		
TOTAL	TEMPORARY INVESTMENTS		392.41	392.41		
	COMMON STOCKS -------------					
004845202	ACOM CO LTD COM	125	1,662.71	490.00	1,542.31	1,542.31
013904305	ALCATEL-LUCENT SPONOSRED ADR	240	2,861.63	796.80	2,861.63	2,861.63
233806306	DAI NIPPON PRTG LTD JAPAN UNSPON ADR	210	3,786.64	2,679.60	3,786.64	3,786.64
251566105	DEUTSCHE TELEKOM AG SPONSORED ADR	35	550.42	514.50	550.42	550.42
433578507	HITACHI LTD 10 COM	20	1,125.81	613.60	1,125.81	1,125.81
74344G104	PROMISE CO LTD-UNSPON ADR COM	95	2,296.58	356.25	2,296.58	2,296.58
780097689	ROYAL BK SCOTLAND GRP PLC ADR	1.48666	2,815.85	13.96	2,803.36	2,803.36
78440P108	SK TELECOM LTD SPONSORED ADR	200	4,572.68	3,252.00	4,572.68	4,572.68
81603X108	SEIKO EPSON CORP-UNSPON ADR COM	305	4,296.84	2,424.75	4,296.84	4,296.84
861012102	STMICROELECTRONICS N V SHS N Y REGISTRY	75	1,163.64	695.25	1,163.64	1,163.64
904784709	UNILEVER N V - NEW YORK SHS	70	4,809.79	2,263.10	4,809.79	4,809.79
H8912P106	TYCO ELECTRONICS LTD COM	38.75	1,229.61	951.31	1,229.61	1,229.61
TOTAL	COMMON STOCKS	1,415.23666	31,172.20	15,051.12	31,039.31	31,039.31
	INCOME CASH		387.63-	387.63-		
*********	INCOME TOTAL	1,415.23666	31,176.98	15,055.90	31,039.31	31,039.31
	ASSET FILE TOTAL	40,393.87	594,696.92	467,796.27	589,424.04	589,424.04