Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: JOHN AND NANCY BELL FAMILY FOUNDATION INC.

Number and street (or P O box number if mail is not delivered to street address): 255 BUXTON COURT Room/suite

City or town, state, and ZIP code: LILBURN, GA 30047

A Employer identification number: 58-1712523

B Telephone number: 770-391-0500

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: [X] 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) ▶$ 219,659.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

SCANNED AUG 20 2010

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	148.	33.		STATEMENT 1
4 Dividends and interest from securities	2,245.	2,245.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-27,946.			
b Gross sales price for all assets on line 6a 265,185.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	-2.	-2.		STATEMENT 3
12 Total. Add lines 1 through 11	-25,555.	2,276.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes STMT 4	4.	4.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	3,532.	1,717.		1,815.
24 Total operating and administrative expenses. Add lines 13 through 23	3,536.	1,721.		1,815.
25 Contributions, gifts, grants paid	33,955.			33,955.
26 Total expenses and disbursements. Add lines 24 and 25	37,491.	1,721.		35,770.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-63,046.			
b Net investment income (if negative, enter -0-)		555.		
c Adjusted net income (if negative, enter -0-)			N/A	

Revenue

Operating and Administrative Expenses

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IRS OSC

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

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10030812 131305 32011 2009.04011 JOHN AND NANCY BELL FAMILY 32011__1

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,102.	4,348.	4,348.
	2 Savings and temporary cash investments	63,342.	29,805.	29,805.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	0.	137,488.	156,429.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	187,861.	26,618.	29,077.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	261,305.	198,259.	219,659.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	261,305.	198,259.	
	30 Total net assets or fund balances	261,305.	198,259.	
	31 Total liabilities and net assets/fund balances	261,305.	198,259.	

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	261,305.
2	Enter amount from Part I, line 27a	2	-63,046.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	198,259.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	198,259.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	265,185.		293,131.	-27,946.

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				-27,946.

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	-27,946.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	37,569.	313,074.	.120000
2007	38,893.	389,019.	.099977
2006	36,621.	383,130.	.095584
2005	33,765.	363,080.	.092996
2004	30,125.	312,465.	.096411

2	**Total** of line 1, column (d)	2	.504968
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	.100994
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	215,439.
5	Multiply line 4 by line 3	5	21,758.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6.
7	Add lines 5 and 6	7	21,764.
8	Enter qualifying distributions from Part XII, line 4	8	35,770.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	6.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	6.
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	6.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	103.		
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	103.
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	97.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 97. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ JOHN BELL Telephone no. ▶ 770-391-0500

Located at ▶ 800 MT. VERNON HWY, SUITE 230, ATLANTA, GA ZIP+4 ▶ 30328

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

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN L. BELL 255 BUXTON COURT LILBURN, GA 30047	PRES/TREAS 1.00	0.	0.	0.
NANCY C. BELL 255 BUXTON COURT LILBURN, GA 30047	VP/SECTY 1.00	0.	0.	0.
JOHN L. BELL 255 BUXTON COURT LILBURN, GA 30047	DIRECTOR 1.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	96,676.
b	Average of monthly cash balances	1b	122,044.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	218,720.
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	218,720.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,281.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	215,439.
6	**Minimum investment return.** Enter 5% of line 5	6	10,772.

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	10,772.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 6.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	6.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,766.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,766.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,766.

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	35,770.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	35,770.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	35,764.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					10,766.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	15,002.				
b From 2005	16,531.				
c From 2006	18,732.				
d From 2007	19,714.				
e From 2008	22,029.				
f **Total** of lines 3a through e		92,008.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $	35,770.				
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					10,766.
e Remaining amount distributed out of corpus		25,004.			
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		117,012.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		15,002.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		102,010.			
10 Analysis of line 9:					
a Excess from 2005	16,531.				
b Excess from 2006	18,732.				
c Excess from 2007	19,714.				
d Excess from 2008	22,029.				
e Excess from 2009	25,004.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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

NONE

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

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

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

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 9				
Total			▶ 3a	33,955.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	148.	
4 Dividends and interest from securities			14	2,245.	
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			18	-2.	
8 Gain or (loss) from sales of assets other than inventory			18	-27,946.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-25,555.	0.

13 Total. Add line 12, columns (b), (d), and (e) .... 13 -25,555.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 08/13/10 — Title

Paid Preparer's Use Only

Preparer's signature	Date 8/12/10	Check if self-employed ☐
Preparer's identifying number		
Firm's name (or yours if self-employed), address, and ZIP code	RHD MILLER COMPANY 2120 POWERS FERRY RD, #350 ATLANTA, GEORGIA 30339	EIN Phone no. 770-980-1080

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	STANFORD GROUP #NJA-001936 SHORT TERM - SEE ATTAC	P	VARIOUS	VARIOUS
b	STANFORD GROUP #NJA-001936 SHORT TERM - SEE ATTAC	P	VARIOUS	VARIOUS
c	MORGAN STANLEY SMITH BARNEY #410-1863F SEE ATTACH	P	VARIOUS	VARIOUS
d	MORGAN STANLEY SMITH BARNEY #410-1861F SEE ATTACH	P	VARIOUS	VARIOUS
e	UNITED STATES OIL FUND SECTION 1256	P	VARIOUS	VARIOUS
f	UNITED STATES OIL FUND SECTION 1256	P	VARIOUS	VARIOUS
g	POWERSHARES DB BASE METALS FUND	P	VARIOUS	VARIOUS
h	POWERSHARES DB BASE METALS FUND	P	VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	66,809.		74,846.	-8,037.
b	163,949.		183,347.	-19,398.
c	13,124.		12,591.	533.
d	21,289.		21,838.	-549.
e			202.	-202.
f			304.	-304.
g	14.			14.
h			3.	-3.
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-8,037.
b				-19,398.
c				533.
d				-549.
e				-202.
f				-304.
g				14.
h				-3.
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	-27,946.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

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

SOURCE	AMOUNT
STANFORD GROUP COMPANY TAX EXEMPT INTEREST	115.
THE BLACKSTONE GROUP	33.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	148.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY SMITH BARNEY	193.	0.	193.
MORGAN STANLEY SMITH BARNEY	1,454.	0.	1,454.
MORGAN STANLEY SMITH BARNEY	304.	0.	304.
STAFORD GROUP COMPANY	294.	0.	294.
TOTAL TO FM 990-PF, PART I, LN 4	2,245.	0.	2,245.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
UNITED STATES OIL FUND	-2.	-2.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2.	-2.	

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	4.	4.		0.
TO FORM 990-PF, PG 1, LN 18	4.	4.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,785.	0.		1,785.
CORPORATE REGISTRATION	30.	0.		30.
MORGAN STANLEY INV FEES	873.	873.		0.
STANFORD GROUP BROKERAGE FEES	844.	844.		0.
TO FORM 990-PF, PG 1, LN 23	3,532.	1,717.		1,815.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AFLAC INC	3,246.	3,191.
AMAZON COM INC	3,132.	4,977.
BANK OF AMERICA CORP	2,191.	2,169.
BLACKSTONE GROUP LP	3,117.	2,781.
CERNER CORP	1,494.	1,979.
CHINA LIFE INSURANCE CO	2,959.	3,374.
DANAHER CORP	2,137.	2,331.
FISERV INC	2,612.	2,715.
GENERAL DYNAMICS CORP	2,005.	2,181.
GILEAD SCIENCES INC	4,401.	4,240.
GLOBAL PAYMENTS	3,983.	5,224.
ILLINOIS TOOL WORKS INC	2,070.	2,160.
ILLUMINA INC	2,950.	2,577.
INTL BUSINESS MACHINES CORP	4,961.	5,629.
LOCKHEED MARTIN CORP	1,930.	1,884.
LONGTOP FINL TECHNOLOGIES	1,865.	2,258.
MASTERCARD INC	4,508.	5,887.
MECDO HEALTH SOLUTIONS	4,283.	5,432.
MYRIAD GENETICS INC	2,816.	2,426.
SOHU.COM INC	3,350.	3,036.
SOLARWINDS INC	1,582.	1,795.
STARBUCKS CORP	1,638.	1,683.
THERMO FISHER SCIENTIFIC INC	2,966.	3,338.
UNITEDHEALTH GROUP INC	1,633.	1,676.
VF CORP	1,950.	2,124.
VISA INC COM	1,040.	1,224.
ALCON INC	1,842.	2,794.
AFLAC INC	1,844.	2,359.
AT&T INC	2,250.	2,551.
ABBOTT LABORATORIES	1,879.	2,268.

AUTOMATIC DATA PROCESING	1,868.	2,098.
BOEING CO	2,362.	2,815.
BRISTOL MYERS SQUIBB CO	2,328.	2,702.
CHEVRON CORP	2,234.	2,541.
COCA COLA CO	1,978.	2,337.
CONAGRA FOODS INC	2,060.	2,213.
CONOCOPHILIPS	2,342.	2,707.
DUKE ENERGY CORP	2,184.	2,616.
EMERSON ELECTRIC	1,870.	2,428.
GENUINE PARTS CO	2,041.	2,278.
INTEL CORP	1,863.	2,407.
JOHNSON & JOHNSON	1,864.	2,190.
KIMBERLY CLARK	2,103.	2,548.
KRAFT FOODS INC CLASS	2,128.	2,202.
ELI LILLY & CO	2,386.	2,464.
MCDONALDS CORP	2,288.	2,435.
MERCK & CO INC NEW	2,329.	2,887.
NORTHROP GRUMMAN CORP	2,296.	2,737.
PAYCHEX INC	1,839.	2,053.
PEPSICO INC	1,868.	2,189.
PFIZER INC	2,211.	2,692.
PROCTER & GAMBLE CO	1,889.	2,183.
ROYAL DUTCH SHELL PLC ADR	1,874.	1,984.
SANOFI-AVENTIS	2,012.	2,435.
SYSCO CORP	2,250.	2,598.
VF CORP	1,841.	2,344.
VERIZON COMMUNICATIONS	2,508.	2,816.
STRYKER CORP	2,038.	2,267.
TOTAL TO FORM 990-PF, PART II, LINE 10B	137,488.	156,429.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SPDR GOLD TR GOLD SHS	COST	6,860.	7,512.
SELECT SECTOR SPDR ENERGY	COST	11,202.	12,428.
SELECT SECTOR SPDR TR	COST	5,419.	5,818.
UTILITIES SELECT SECTOR SPDR FD	COST	3,137.	3,319.
TOTAL TO FORM 990-PF, PART II, LINE 13		26,618.	29,077.

FORM 990-PF PART XV - LINE 1A STATEMENT 8

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JOHN L. BELL
NANCY C. BELL

FORM 990-PF GRANTS AND CONTRIBUTIONS STATEMENT 9

PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
A MILLION MATTERS 1266 W. PACES FERRY RD, NW ATLANTA, GA 30327	N/A UNRESTRICTED	501(C)3	1,000.
AGNES SCOTT COLLEGE 141 E. COLLEGE AVENUE DECATUR, GA 30030	N/A UNRESTRICTED	501(C)3	1,000.
ARTS SANDY SPRINGS 6300 POWERS FERRY RD STE 600 ATLANTA, GA 30339	N/A UNRESTRICTED	501(C)3	75.
CHRIST THE CORNERSTONE 1350 11TH STREET NE WATERTOWN, SD 57201	N/A UNRESTRICTED	501(C)3	100.
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS, CO 80921	N/A UNRESTRICTED	501(C)3	510.
FRED FINLEY- LOW INCOME HOUSING GRANT 4558 ROSWELL RD, #Q-2 ATLANTA, GA 30342	N/A LOW INCOME HOUSING ASSISTANCE	N/A	12,040.

HIGHLANDS PLAYHOUSE PO BOX 896 HIGHLANDS, NC 28741	N/A UNRESTRICTED	501(C)3	450.
HIGHLANDS-CASHIERS HOSPITAL 190 HOSPITAL DRIVE HIGHLANDS, NC 28741	N/A UNRESTRICTED	501(C)3	680.
NEW ENGLAND AMATEUR SKATING PO BOX 6881 PROVIDENCE, RI 02940	N/A UNRESTRICTED	501(C)3	1,000.
ONE HUNDRED SHARES 830 ARDEN CLOSE NW ATLANTA, GA 30327	N/A UNRESTRICTED	501(C)3	1,000.
PEACHTREE RD UTD METHODIST CHURCH 3180 PEACHTREE RD, NW ATLANTA, GA 30305	N/A UNRESTRICTED	501(C)3	2,700.
SEMINOLE BOOSTERS PO BOX 1353 TALLAHASSEE, FL 32302	N/A UNRESTRICTED	501(C)3	5,000.
THE BASCOM P O BOX 766 HIGHLANDS, NC 28741	N/A UNRESTRICTED	501(C)3	4,000.
WESTMINSTER SCHOOLS 1424 W. PACES FERRY NW ATLANTA, GA 30327	N/A UNRESTRICTED	501(C)3	1,000.
THE ATLANTA OPERA 1575 NORTHSIDE DRIVE BLDG 200 ATLANTA, GA 30318	N/A UNRESTRICTED	501(C)3	2,000.
CULLASAJA CANCER CHALLENGE CULLASAJA CLUB DRIVE HIGHLANDS, NC 28741	N/A UNRESTRICTED	501(C)3	300.

CULLASAJA WOMEN'S ORGANIZATION P O BOX 1888 ASHEVILLE, NC 28802	N/A UNRESTRICTED	501(C)3	250.
LEUKEMIA & LYMPHOMA SOCIETY P O BOX 9026 PITTSFIELD, MA 01202	N/A UNRESTRICTED	501(C)3	100.
RESOURCE SERVICE MINISTRIES 751 RICE STREET NW ATLANTA, GA 30318	N/A UNRESTRICTED	501(C)3	150.
WARREN T. JACKSON SCHOOL 1325 MOUNT PARAN RD, NW ATLANTA, GA 30327	N/A UNRESTRICTED	501(C)3	600.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			33,955.

The [illegible] -
Acct #NJA-001936

Part IV Attachment

[redacted]

The John and Nancy Bell Foundation
58-1712523

Transactions by Type of Activity (continued)

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Money Market Funds *(continued)*								
01/09/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-2,702.43	USD
01/12/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-653.74	USD
01/15/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-6.26	USD
01/21/09		MONEY FUND REDEMPTION	FEDERATED MUNI TRUST				2,139.54	USD
01/22/09		MONEY FUND REDEMPTION	FEDERATED MUNI TRUST				20,299.25	USD
01/27/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-24,282.86	USD
01/29/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-13,690.33	USD
01/30/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-38.91	USD
01/30/09		MONEY MARKET FUND REINVESTMENT	FEDERATED MUNI TRUST INCOME REINVESTED				-33.73	USD
Total Money Market Funds						$0.00	-$18,741.40	
Total Value of all Transactions						$0.00	-$597.11	

The price and quantity displayed may have been rounded.

Schedule of Realized Gains and Losses Current Period

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term								
01/05/09	12/17/08	SELL	ISHARES TR IBOXX HIGH YIELD	HYG	34.000	2,272.22	2,702.43	430.21
01/06/09	12/17/08	SELL	ISHARES TR IBOXX HIGH YIELD	HYG	8.000	534.64	640.59	105.95
01/15/09	09/05/08	SELL	UNITED STS NAT GAS FD LP UNIT	UNG	90.000	1914.67 ~~3,097.67~~	1,777.94	~~-1,319.75~~ -136.73
01/21/09	11/18/08	SELL	ISHARES TR DOW JONES SELECT DIVID INDEX	DVY	218.000	8,921.13	7,631.61	-1,289.52
01/21/09	12/10/08	SELL	ISHARES TR DOW JONES SELECT DIVID INDEX	DVY	98.000	4,064.80	3,430.72	-634.08
01/21/09	12/11/08	SELL	ISHARES TR DOW JONES SELECT DIVID INDEX	DVY	40.000	1,641.56	1,400.30	-241.26
01/21/09	12/12/08	SELL	ISHARES TR DOW JONES SELECT DIVID INDEX	DVY	12.000	475.16	420.09	-55.07
01/21/09	12/15/08	SELL	ISHARES TR DOW JONES SELECT DIVID INDEX	DVY	23.000	910.31	805.17	-105.14
01/21/09	12/17/08	SELL	ISHARES TR S&P LATIN AMER 40 INDEX	ILF	83.000	2,237.93	1,984.50	-253.43

Stanford Group Company
5051 Westheimer
Houston, Texas 77056
800.958.0009

2 of 14

Statement Period: 01/01/2009 - 01/31/2009

Schedule of Realized Gains and Losses Current Period *(continued)*

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term *(continued)*								
01/21/09	10/23/08	SELL	ISHARES S&P MIDCAP 400 VALUE INDEX FD	IJJ	24.000	1,138.56	1,098.04	-40.52
01/21/09	10/24/08	SELL	ISHARES S&P MIDCAP 400 VALUE INDEX FD	IJJ	12.000	569.57	549.02	-20.55
01/21/09	11/04/08	SELL	ISHARES S&P MIDCAP 400 VALUE INDEX FD	IJJ	7.000	378.42	320.26	-58.16
01/21/09	12/10/08	SELL	ISHARES TR S&P EURO PLUS INDEX FD	IEV	196.000	5,834.84	5,109.75	-725.09
01/21/09	12/11/08	SELL	ISHARES TR S&P EURO PLUS INDEX FD	IEV	144.000	4,332.41	3,754.10	-578.31
01/21/09	12/12/08	SELL	ISHARES TR S&P EURO PLUS INDEX FD	IEV	52.000	1,529.90	1,355.65	-174.25
01/21/09	12/15/08	SELL	ISHARES TR S&P EURO PLUS INDEX FD	IEV	50.000	1,490.18	1,303.50	-186.68
01/21/09	11/04/08	SELL	SPDR SER TR MORGAN STANLEY TECHNOLOGY	MTK	75.000	2,887.11	2,439.51	-447.60
01/21/09	12/17/08	SELL	VANGUARD INTL EQUITY INDEX FD INC	VPL	80.000	3,470.15	3,106.31	-363.84
01/21/09	12/18/08	SELL	VANGUARD INTL EQUITY INDEX FD INC	VPL	141.000	6,047.70	5,474.87	-572.83
01/23/09	07/22/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	3,598.394	23,281.61	20,618.79	-2,662.82
01/23/09	07/31/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	1.645	10.66	9.43	-1.23
01/23/09	08/29/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	13.033	82.24	74.68	-7.56
01/23/09	09/30/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	12.263	73.09	70.27	-2.82
01/23/09	10/31/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	14.480	80.22	82.97	2.75
01/23/09	11/28/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	11.532	65.50	66.08	0.58
01/23/09	12/30/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	14.211	84.13	81.43	-2.70
01/23/09	12/30/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	13.618	80.62	78.03	-2.59

Schedule of Realized Gains and Losses Current Period *(continued)*

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term *(continued)*								
01/23/09	12/30/08	SELL	OPPENHEIMER INTL BOND CLASS A	OIBAX	73.851	437.20	423.16	-14.04
Total Short Term						74,846.53 ~~$76,029.53~~	$66,809.20	~~-$9,220.33~~ -8,037.33
Total Short Term and Long Term						$76,029.53	$66,809.20	-$9,220.33

The information provided is meant as a general guide and should not be relied upon in the preparation of tax returns. No one associated with Pershing is authorized to give tax advice.

Money Market Fund Detail

Date	Activity Type	Description	Amount	Balance
Sweep Money Market Fund				
FEDERATED MUNICIPAL TRUST				
Account Number: 0000031236 Current Yield: 0.35% Activity Ending: 01/30/09				
01/01/09	Opening Balance		62,744.85	62,744.85
01/02/09	Deposit	MONEY FUND PURCHASE	597.11	63,341.96
01/05/09	Deposit	MONEY FUND PURCHASE	28.54	63,370.50
01/06/09	Deposit	MONEY FUND PURCHASE	21.49	63,391.99
01/07/09	Withdrawal	MONEY FUND REDEMPTION	-875.21	62,516.78
01/09/09	Deposit	MONEY FUND PURCHASE	2,702.43	65,219.21
01/12/09	Deposit	MONEY FUND PURCHASE	653.74	65,872.95
01/15/09	Deposit	MONEY FUND PURCHASE	6.26	65,879.21
01/21/09	Withdrawal	MONEY FUND REDEMPTION	-2,139.54	63,739.67
01/22/09	Withdrawal	MONEY FUND REDEMPTION	-20,299.25	43,440.42
01/27/09	Deposit	MONEY FUND PURCHASE	24,282.86	67,723.28
01/29/09	Deposit	MONEY FUND PURCHASE	13,690.33	81,413.61
01/30/09	Deposit	MONEY FUND PURCHASE	38.91	81,452.52
01/30/09	Deposit	INCOME REINVEST	33.73	81,486.25
01/30/09	**Closing Balance**			**$81,486.25**
Total All Money Market Funds				**$81,486.25**

Messages

Although a money market mutual fund seeks to preserve the value of your investment at $1.00 per share, it is possible to lose money by investing in a money market mutual fund. Please see the money market mutual fund's prospectus or contact your investment professional for additional information.

The Stanford Group
Acct # NSA-001936

The John and Nancy Bell Foundation

Transactions by Type of Activity *(continued)*

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Amount	CCY
Fees								
02/03/09		MUTUAL FUND 12B-1 FEE	12B1 CREDIT RYDEX MANAGED FUTURES STRATEGY FUND CLASS H CUSIP=78356A491				2.25	USD
02/09/09		MUTUAL FUND 12B-1 FEE	12B1 CREDIT MUTUAL SERIES EUROPEAN CLASS A CUSIP=628380834				3.97	USD
Total Fees						$0.00	$6.22	
Dividends and Interest								
02/06/09		CASH DIVIDEND RECEIVED	66 SHRS ISHARES TR JPMORGAN USD EMERGING MKTS BD FD RD 02/04 PD 02/06/09				32.08	USD
02/27/09		TAX-FREE MONEY MARKET FUND INCOME RECEIVED	FEDERATED MUNI TRUST				39.37	USD
Total Dividends and Interest						$0.00	$71.45	
Money Market Funds								
02/04/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-2.25	USD
02/09/09		MONEY FUND REDEMPTION	FEDERATED MUNI TRUST				2,208.47	USD
02/10/09		MONEY FUND REDEMPTION	FEDERATED MUNI TRUST				2,323.04	USD
02/11/09		MONEY FUND REDEMPTION	FEDERATED MUNI TRUST				18,139.42	USD
02/18/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-6,040.19	USD
02/19/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-10,839.47	USD
02/20/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-71,377.46	USD
02/24/09		MONEY FUND PURCHASE	FEDERATED MUNI TRUST				-75,692.35	USD
02/27/09		MONEY MARKET FUND REINVESTMENT	FEDERATED MUNI TRUST INCOME REINVESTED				-39.37	USD
Total Money Market Funds						$0.00	-$141,320.16	
Total Value of all Transactions						$0.00	$0.00	

The price and quantity displayed may have been rounded.

Schedule of Realized Gains and Losses Current Period

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term								
02/12/09	12/18/08	SELL	UNITED STS OIL FD LP UNITS	USO	102.000	~~3,394.91~~ 2,825.91	2,621.70	~~-773.21~~ -204.21

Account Number NJA-001936
THE JOHN AND NANCY BELL
PAR-02-ROLL

5 of 14

STANFORD

Stanford Group Company, member FINRA/SIPC. A member of the Stanford Financial Group.

Stanford Group Company
5051 Westheimer
Houston, Texas 77056
800.958 0009

Statement Period: 02/01/2009 - 02/28/2009

Schedule of Realized Gains and Losses Current Period *(continued)*

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term *(continued)*								
02/12/09	01/15/09	SELL	UNITED STS OIL FD LP UNITS	USO	58.000	1526.34 ~~1,710.36~~	1,490.77	~~-219.59~~ -35.59
02/12/09	02/06/09	SELL	UNITED STS OIL FD LP UNITS	USO	75 000	2,190.31	1,927.72	-262.59
02/18/09	01/16/09	SELL	THE ARBITRAGE FUND CLASS R	ARBFX	955.909	11,365.76	11,325.80	-39.96
02/18/09	12/17/08	SELL	ISHARES SILVER TR ISHARES	SLV	206.000	2,335.55	2,898 40	562.85
02/18/09	12/17/08	SELL	ISHARES SILVER TR ISHARES	SLV	36.000	408.15	506.52	98.37
02/18/09	12/18/08	SELL	ISHARES SILVER TR ISHARES	SLV	237.000	2,601.36	3,334.57	733.21
02/18/09	01/23/09	SELL	ISHARES TR BARCLAYS TIPS BD FD	TIP	23.000	2,259.84	2,299.75	39.91
02/18/09	12/17/08	SELL	ISHARES TR S&P LATIN AMER 40 INDEX	ILF	49 000	1,321.19	1,222.06	-99.13
02/18/09	12/18/08	SELL	ISHARES TR S&P LATIN AMER 40 INDEX	ILF	142.000	3,799 07	3,541.47	-257.60
02/18/09	10/23/08	SELL	ISHARES TR RUSSELL 1000 GROWTH INDEX FD	IWF	34.000	1,215.59	1,185 23	-30.36
02/18/09	10/24/08	SELL	ISHARES TR RUSSELL 1000 GROWTH INDEX FD	IWF	16.000	570.03	557.76	-12.27
02/18/09	11/04/08	SELL	ISHARES S&P MIDCAP 400 VALUE INDEX FD	IJJ	48 000	2,594.87	2,119.66	-475.21
02/18/09	01/23/09	SELL	ISHARES TR JPMORGAN USD EMERGING MKTS BD	EMB	66.000	5,554.67	5,443.64	-111.03
02/18/09	10/23/08	SELL	ISHARES TR S&P GLOBAL CONSUMER	KXI	30 000	1,346.18	1,244.42	-101.76
02/18/09	10/24/08	SELL	ISHARES TR S&P GLOBAL CONSUMER	KXI	11.000	491.57	456.29	-35.28
02/18/09	01/21/09	SELL	ISHARES TR S&P GLOBAL CONSUMER	KXI	55.000	2,424.08	2,281.44	-142.64
02/18/09	01/22/09	SELL	ISHARES TR S&P GLOBAL CONSUMER	KXI	56.000	2,471.65	2,322.92	-148 73
02/18/09	02/06/09	SELL	ISHARES TR S&P GLOBAL CONSUMER	KXI	107.000	4,755.81	4,438.44	-317 37

Schedule of Realized Gains and Losses Current Period *(continued)*

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term *(continued)*								
02/18/09	07/22/08	SELL	HIGHBRIDGE STATISTICAL MARKET	HSKSX	1,448 762	23,281.61	23,991.50	709.89
02/18/09	09/11/08	SELL	HIGHBRIDGE STATISTICAL MARKET	HSKSX	37.313	603.73	617.90	14 17
02/18/09	10/01/08	SELL	HIGHBRIDGE STATISTICAL MARKET	HSKSX	0.282	4.50	4.67	0.17
02/18/09	12/23/08	SELL	HIGHBRIDGE STATISTICAL MARKET	HSKSX	2 948	48.53	48.82	0.29
02/18/09	07/22/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	2,552.502	34,841.65	26,673.65	-8,168.00
02/18/09	07/29/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	16.089	218.17	168.13	-50.04
02/18/09	08/26/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	15.131	202.15	158.12	-44.03
02/18/09	09/23/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	16 816	209.02	175.73	-33.29
02/18/09	10/28/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	20.244	201.02	211.55	10.53
02/18/09	11/25/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	21 371	207.30	223.33	16.03
02/18/09	12/12/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	28.688	274.26	299.79	25.53
02/18/09	12/12/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	0 968	9.25	10.12	0 87
02/18/09	12/12/08	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	36,979	353.52	386.43	32.91
02/18/09	01/27/09	SELL	LOOMIS SAYLES BOND FUND RETAIL	LSBRX	16.558	173.36	173.02	-0.34
02/18/09	01/22/09	SELL	MUTUAL SERIES EUROPEAN CLASS A	TEMIX	281.661	4,484.05	4,458.69	-25.36
02/18/09	02/04/09	SELL	POWERSHARES DB MULTI SECTOR COMMODITY TR	DBA	93.000	2,240.55	2,161.30	-79.25
02/18/09	01/21/09	SELL	POWERSHARES DB MULTI SECTOR COMMODITY TR	DBB	185.000	~~2,129.94~~ 2,139.94	2,062.73	~~-67.21~~ -77.21
02/18/09	01/15/09	SELL	PROSHARES ULTRASHORT LEHMAN	PST	43 000	2,223.93	2,339.18	115.25
02/18/09	07/22/08	SELL	T.ROWE PRICE NEW ASIA	PRASX	481 323	6,651.89	3,552.16	-3,099.73
02/18/09	12/17/08	SELL	T ROWE PRICE NEW ASIA	PRASX	23.887	192.53	176.29	-16.24
02/18/09	07/22/08	SELL	T-ROWE PRICE AFRICA AND MIDDLE EAST	TRAMX	764.585	9,977.83	3,432.99	-6,544.84

STAN..ORD

Stanford Group Company member FINRA/SIPC, A member of the Stanford Financial Group

Stanford Group Company
5051 Westheimer
Houston, Texas 77056
800.958.0009

Stanford Investment Account Statement

Statement Period: 02/01/2009 - 02/28/2009

Schedule of Realized Gains and Losses Current Period *(continued)*

Disposition Date	Acquisition Date	Closing Transaction	Description	Security Identifier	Quantity	Cost Basis	Proceeds	Realized Gain/Loss
Short Term *(continued)*								
02/18/09	12/17/08	SELL	T-ROWE PRICE AFRICA AND MIDDLE EAST	TRAMX	55.442	328.77	248.93	-79.84
02/18/09	07/22/08	SELL	RYDEX MANAGED FUTURES STRATEGY	RYMFX	365.890	9,977.83	10,431.52	453 69
02/18/09	11/25/08	SELL	RYDEX MANAGED FUTURES STRATEGY	RYMFX	1 439	41.98	41.03	-0.95
02/18/09	11/25/08	SELL	RYDEX MANAGED FUTURES STRATEGY	RYMFX	0.594	17 33	16.93	-0.40
02/18/09	11/25/08	SELL	RYDEX MANAGED FUTURES STRATEGY	RYMFX	5.725	166.99	163.22	-3 77
02/18/09	12/30/08	SELL	RYDEX MANAGED FUTURES STRATEGY	RYMFX	6.020	171.20	171.63	0.43
02/18/09	02/06/09	SELL	SPDR SER TR MORGAN STANLEY TECHNOLOGY	MTK	191.000	7,041.06	6,459.20	-581.86
02/18/09	01/21/09	SELL	TFS MARKET NEUTRAL FUND	TFSMX	665 685	8,933.49	8,624.35	-309.14
02/18/09	02/09/09	SELL	TFS MARKET NEUTRAL FUND	TFSMX	170 978	2,327.01	2,215.12	-111.89
02/18/09	08/29/08	SELL	VANGUARD WORLD FDS VANGUARD HEALTH CARE	VHT	6.000	345.78	270.51	-75.27
02/18/09	11/04/08	SELL	VANGUARD WORLD FDS VANGUARD HEALTH CARE	VHT	49.000	2,325.64	2,209.19	-116.45
02/18/09	01/21/09	SELL	VANGUARD WORLD FDS VANGUARD HEALTH CARE	VHT	25.000	1,097.45	1,127.14	29.69
02/18/09	01/22/09	SELL	VANGUARD WORLD FDS VANGUARD HEALTH CARE	VHT	74.000	3,293.37	3,336.32	42.95
02/18/09	02/06/09	SELL	VANGUARD WORLD FDS VANGUARD HEALTH CARE	VHT	88 000	4,152.24	3,967.51	-184.73
02/18/09	12/18/08	SELL	VANGUARD INTL EQUITY INDEX FD INC	VPL	59 000	2,530.60	2,122.21	-408.39
Total Short Term					183,347.48	~~$184,090.48~~	$163,949.47	~~-$20,141.01~~ -19,398.01
Total Short Term and Long Term						$184,090.48	$163,949.47	-$20,141.01

The information provided is meant as a general guide and should not be relied upon in the preparation of tax returns. No one associated with Pershing is authorized to give tax advice.

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DALBAR RATED FOR COMMUNICATION

Account Number: NJA-001936
THE JOHN AND NANCY BELL

PAR-02-ROLL

8 of 14

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Ref: 00005117 00054441

MorganStanley SmithBarney

Reserved
Client Statement
2009 Year End Summary

JOHN&NANCY BELL FOUNDATION ID # 58-1712523
Account Number 410-1861F-18 A18

Details of Additional Summary Information 2009

Other Income

This amount represents distributions with respect to investments such as limited partnerships, and certain trusts, which are subject to IRS Schedules K-1 reporting. Schedules K-1 are issued directly by the partnership or trust.

Reference number	Description	Amount	Federal income tax withheld	NRA tax withheld	Foreign tax withheld
170000100	BLACKSTONE GROUP L P UNIT REPSTG LTD PARTNERSHIP IN	$ 95.40			
Totals		$ 95.40			

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	6	BAIDU INC SPON ADR RPTNG ORD SHS CL A MorganStanley SmithBarney LLC acted as your agent	08/06/09	12/22/09	$ 2,418 80	$ 2,054.10		$ 364.70
125000020	8	WALT DISNEY CO Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/02/09	06/19/09	188.09	201.19	(13 10)	
125000030	6	WALT DISNEY CO Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/02/09	06/19/09	141.07	150.90	(9.83)	
125000040	4	GENZYME CORP Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/05/09	08/05/09	196 44	243.16	(46.72)	
125000050	19 3	GENZYME CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/05/09 09/03/09	11/13/09	933.12 147.33	1,155.01 165.15	(221.89) (17.82)	

9 of 14

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MorganStanley SmithBarney

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Client Statement
2009 Year End Summary

JOHN&NANCY BELL FOUNDATION
Account Number 410-1861F-18 A18

Details of Short Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000060	17	GENZYME CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/03/09	11/13/09	$ 834 88	$ 935.85	($ 100.97)	
125000070	12	GENZYME CORP MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/03/09	11/13/09	589 33	660.60	(71.27)	
125000080	8	GILEAD SCIENCES INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	12/15/09	360 80	334.40		26 40
125000090	13	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	11/18/09	378.93	467 35	(88.42)	
125000100	9	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	11/18/09	262.33	323.55	(61.22)	
125000110	1	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	11/18/09	29 14	35.95	(6.81)	
125000120	6 5	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/05/09 08/24/09	11/23/09	155 72 129 77	229.74 175.55	(74.02) (45.78)	
125000130	2 8	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09 06/05/09	11/23/09	51.91 207.63	71.90 306.32	(19.99) (98.69)	
125000140	10	ILLUMINA INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/05/09	11/23/09	259.54	382 90	(123.36)	

2009 YEAR END SUMMARY

JOHN&NANCY BELL FOUNDATION
Account Number 410-1861F-18 A18

Details of Short Term Gain (Loss) 2009 *continued*

Refaranco number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000150	10	MONSANTO CO NEW Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	06/05/09	06/25/09	$ 740 17	$ 827.00	($ 86.83)	
125000160	5	MONSANTO CO NEW Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	06/05/09	06/25/09	370.09	413.50	(43.41)	
125000170	4	MONSANTO CO NEW Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	06/05/09	06/25/09	296.07	330.80	(34.73)	
125000180	12	MOSAIC COMPANY Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	05/29/09	06/17/09	558.14	664.92	(106.78)	
125000180	4	MOSAIC COMPANY Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	05/29/09	06/17/09	186 05	221.64	(35 59)	
	4		06/05/09		186.05	211.00	(24.95)	
125000200	10	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	11/06/09	242.83	343.78	(101 15)	
	5		06/02/09		121.31	183.66	(62.35)	
	3		06/02/09		72.79	110.20	(37.41)	
125000210	15	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	11/06/09	363.95	515.67	(151.72)	
125000220	2	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/02/09	11/09/09	46.30	73.46	(27 16)	
	11		06/02/09		254.65	381.23	(126 58)	
125000230	12	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/02/09	11/09/09	277.80	415.89	(138.09)	

11 of 14

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MorganStanley SmithBarney

Reserved Client Statement 2009 Year End Summary

JOHN&NANCY BELL FOUNDATION
Account Number 410-1861F-18 A18

Details of Short Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000240	2 6	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/02/09 09/03/09	11/27/09	$ 48.08 144.22	$ 69.31 181.67	($ 21.23) (37.45)	
125000250	7	MYRIAD GENETICS INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	09/03/09	11/27/09	168 26	211.95	(43.69)	
125000260	6.25 1.25 1.25 6.25	MYRIAD PHARMACEUTICALS INC Morgan Stanley Sml th Barney LLC acted as yo	05/29/09 06/02/09 06/02/09 06/02/09	07/01/09	24 57 4.91 4 91 24 58	33.30 7.12 7.12 33.57	(8.73) (2.21) (2.21) (8.99)	
125000270	23	NUCOR CORP Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	06/01/09	08/17/09	1,015 26	1,078 01	(62.75)	
125000280	5	PRICELINE.COM INC (NEW) Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	05/29/09	08/12/09	745.65	547.10		198.55
125000290	1	PRICELINE.COM INC (NEW) MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/01/09	11/11/09	197 24	114.35		82.89
125000300	3	PRICELINE.COM INC (NEW) MorganStanley SmithBarney LLC acted as your agent in this transaction.	06/01/09	11/19/09	613 12	343.05		270.07
125000310	2 7	PRICELINE.COM INC (NEW) MorganStanley SmithBarney LLC acted as your agent in this transaction.	08/06/09 08/06/09	12/07/09	429.13 1,501.97	266.00 906.57		163 13 595 40
125000320	10 3 5	RESEARCH IN MOTION LTD-CAD Morgan Stanley Sml th Barney LLC acted as yo ur agent in this transa	07/14/09 07/20/09 08/06/09	08/27/09	728.69 218 61 364 34	673 70 226.21 394.30	 (7.60) (29.96)	54.99

2009 YEAR END SUMMARY

12 of 14

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MorganStanley SmithBarney

Reserved
Client Statement
2009 Year End Summary

JOHN&NANCY BELL FOUNDATION
Account Number 410-1861F-18 A18

Details of Short-Term Gain (Loss) 2009 continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000330	1	RESEARCH IN MOTION LTD-CAD	08/06/09	08/27/09	$ 72.88	$ 78.86	($ 5.98)	
	10	Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	08/06/09		728 81	779.20	(50.39)	
125000340	9	SPDR GOLD TR GOLD SHS MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	12/07/09	1,005 36	863 09		142.27
125000350	5	SOHU.COM INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	05/29/09	08/17/09	296.45	308.62	(12.17)	
125000360	8	SOHU.COM INC	05/29/09	10/27/09	454.78	493.79	(39.01)	
	1	MorganStanley SmithBarney LLC	06/01/09		56.85	66.33	(9.48)	
	1	acted as your agent in this transaction.	06/03/09		56.85	65.72	(8.87)	
125000370	2	SOHU.COM INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09	10/27/09	113 69	123 45	(9 76)	
125000380	4	SOHU.COM INC MorganStanley SmithBarney LLC acted as your agent in this transaction	06/03/09	12/09/09	208.02	262.87	(54.85)	
125000390	9	WAL-MART STORES INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/05/09	06/19/09	434.12	456.57	(22 45)	
125000400	8	WAL-MART STORES INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/05/09	06/19/09	385.89	405.84	(19.95)	
125000410	5	WAL-MART STORES INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	06/05/09	06/19/09	241.18	253.65	(12.47)	
Total					$ 21,289 25	$ 21,837.69	($ 2,446.84)	$ 1,898.40

13 of 14

MorganStanley SmithBarney

Ref: 00000136 00017833

Reserved Client Statement 2009 Year End Summary

JOHN&NANCY BELL FOUNDATION ID # 58-1712523
Account Number 410-1863F-14 A18

Details of Additional Summary Information 2009

Other Income

This amount represents distributions with respect to investments such as limited partnerships, and certain trusts, which are subject to IRS Schedules K-1 reporting. Schedules K-1 are issued directly by the partnership or trust.

Reference number	Description	Amount	Federal income tax withheld	NRA tax withheld	Foreign tax withheld
170000100	BLACKSTONE GROUP L P UNIT REPSTG LTD PARTNERSHIP IN	-$ 15.00			
Totals		-$ 15.00			

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	86	BARNES & NOBLE INC MorganStanley SmithBarney LLC acted as your agent in this transaction.	10/01/09	10/26/09	$ 1,515.31	$ 1,879.10	($ 363.79)	
125000020	50 84	BLACKSTONE GROUP L P UNIT REPSTG LTD PARTNERSHIP IN MorganStanley SmithBarney LLC acted as your agent	08/13/09 10/01/09	11/09/09	777 67 1,306.48	~~727.06~~ 625.06 1,178.52		~~50.61~~ 152.61 127.96
125000030	10 8	ISHARES IBOXX $ INVESTOP INVESTMENT GRADE CORP FD FD MorganStanley SmithBarney LLC acted as your agent	05/29/09 06/01/09	10/01/09	1,051.37 841.10	973.60 782.72		77 77 58.38
125000040	11 9	ISHARES JP MORGAN EM BOND FD MorganStanley SmithBarney LLC acted as your agent in this transaction.	05/29/09 06/01/09	12/22/09	1,121.66 917.72	1,040.16 850.86		81.50 66.86
125000050	14 10	VANGUARD BD INDEX FD INC LONG TERM BD ETF MorganStanley SmithBarney LLC acted as your agent	05/29/09 06/01/09	10/01/09	1,117.87 798.48	1,011.50 723.80		106.37 74.68

14 of 14

MorganStanley SmithBarney

Ref: 00000136 00017834

Reserved
Client Statement
2009 Year End Summary

JOHN&NANCY BELL FOUNDATION
Account Number 410-1863F-14 A18

Details of Short Term Gain (Loss) 2009 *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000060	13	VANGUARD BD INDEX FD INC	05/29/09	10/01/09	$ 1,045.82	$ 993.59		$ 52.23
	10	INTERMEDIATE TERM BD ETF MorganStanley SmithBarney LLC acted as your agent	06/01/09		804 48	758.70		45.78
125000070	13	VANGUARD BD INDEX FD INC	05/29/09	10/01/09	1,031.91	1,003.73		28.18
	10	TOTAL BD MARKET ETF MorganStanley SmithBarney LLC acted as your agent	06/01/09		793.78	769.90		23.88
						12,591.24		896.20
Total					$ 13,123.65	$ ~~12,698.24~~	($ 363.79)	$ ~~794.20~~

Details of Deposits and Withdrawals 2009

This section reflects any deposits or withdrawals made to your account during the year.

Deposits

Reference number	Date	Description	Amount
210000100	05/28/09	FROM 410-0576F-01 TO 410-1863F-01	$ 30,000.00
210000300	08/05/09	FROM 410-0576F-01 TO 410-1863F-01	15,000.00
210000200	05/29/09	FROM 410-0576F-01 TO 410-1863F-01	$ 24,000.00
Total			$ 69,000.00

Withdrawals

Reference number	Date	Description	Referral number	Amount
220000100	06/01/09	INVESTMENT AND MGMT SERVICES FROM 05/28/09 TO 06/30/09		$ 27.94
Total				$ 27.94

2009 YEAR END SUMMARY

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No. 1545-1709

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

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

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

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

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

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

Type or print	Name of Exempt Organization	Employer identification number
	JOHN AND NANCY BELL FAMILY FOUNDATION INC.	58-1712523
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O box, see instructions 255 BUXTON COURT	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. LILBURN, GA 30047	

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

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

- The books are in the care of ▶ JOHN BELL 800 MT. VERNON HWY, SUITE 230 - ATLANTA, GA 30328
  Telephone No. ▶ 770-391-0500 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

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

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 103.
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 0.

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