AS AMENDED - No Change in Taxable Income

0912

Form **990-PF** Department of the Treasury Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: ZEIST FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address): 3715 NORTHSIDE PKWY, NW — Room/suite: 3-195

City or town, state, and ZIP code: ATLANTA, GA 30327-2812

A Employer identification number 58-1890927

B Telephone number (404) 949-3160

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) ▶$ 218,491,373.

J Accounting method: [X] 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))	(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			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	11,954.	11,954.		STATEMENT 1
4 Dividends and interest from securities	3,380,534.	3,380,534.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<4,661,276.>			
b Gross sales price for all assets on line 6a 141,003,439.				
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	<9,379.>	<9,379.>		STATEMENT 3
12 **Total.** Add lines 1 through 11	<1,278,167.>	3,383,109.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	616,275.	75,486.		540,789.
14 Other employee salaries and wages	274,983.	204,688.		70,295.
15 Pension plans, employee benefits	205,737.	72,782.		132,955.
16a Legal fees STMT 4	47,133.	35,705.		11,428.
b Accounting fees STMT 5	9,445.	0.		9,445.
c Other professional fees STMT 6	1,508,054.	1,004,127.		503,927.
17 Interest	1,276.	1,079.		197.
18 Taxes STMT 7	325,343.	283,289.		42,054.
19 Depreciation and depletion	16,161.	16,161.		
20 Occupancy	51,242.	15,672.		35,570.
21 Travel, conferences, and meetings	6,943.	0.		6,943.
22 Printing and publications				
23 Other expenses STMT 8	298,647.	221,277.		77,370.
24 **Total operating and administrative expenses.** Add lines 13 through 23	3,361,239.	1,930,266.		1,430,973.
25 Contributions, gifts, grants paid	10,382,642.			10,382,642.
26 **Total expenses and disbursements.** Add lines 24 and 25	13,743,881.	1,930,266.		11,813,615.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<15,022,048.>			
b **Net investment income** (if negative, enter -0-)		1,452,843.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

STATUTE UNIT RECEIVED JAN 18 2013 IRP BRANCH OGDEN

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SCANNED JAN 28 2013

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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	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	359,711.	436,498.	436,498.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 3,637,500.			
	Less: allowance for doubtful accounts ▶	1,405,500.	3,637,500.	3,637,500.
	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 10	171,212,211.	193,892,767.	193,892,767.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ 18,513,039.			
	Less accumulated depreciation ▶ 126,856.	18,050,251.	18,386,183.	18,386,183.
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	1,164,571.	2,138,425.	2,138,425.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation STMT 12 ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	192,192,244.	218,491,373.	218,491,373.
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 ▶ STATEMENT 13)	49,784.	49,784.	
	23 **Total liabilities** (add lines 17 through 22)	49,784.	49,784.	
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	237,153,243.	222,131,195.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<45,010,783.>	<3,689,606.>	
	30 **Total net assets or fund balances**	192,142,460.	218,441,589.	
	31 **Total liabilities and net assets/fund balances**	192,192,244.	218,491,373.	

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	192,142,460.
2	Enter amount from Part I, line 27a	2	<15,022,048.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	41,321,177.
4	Add lines 1, 2, and 3	4	218,441,589.
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	218,441,589.

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	141,003,439.		145,664,715.	<4,661,276.>

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				<4,661,276.>

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** <4,661,276.>

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	9,694,241.	239,016,059.	.040559
2007	4,171,825.	262,994,340.	.015863
2006	5,522,139.	235,494,407.	.023449
2005	9,131,136.	196,829,790.	.046391
2004	5,158,190.	110,627,047.	.046627

2	Total of line 1, column (d)	2	.172889
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	.034578
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	199,297,033.
5	Multiply line 4 by line 3	5	6,891,293.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,528.
7	Add lines 5 and 6	7	6,905,821.
8	Enter qualifying distributions from Part XII, line 4	8	11,813,615.

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	14,528.
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	14,528.
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	14,528.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	219,510.		
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	219,510.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	204,982.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		204,982. **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 ▶ ZEISTFOUNDATION.ORG

14 The books are in care of ▶ THE ZEIST COMPANY, LLC Telephone no. ▶ (404) 949-3160

Located at ▶ 3715 NORTHSIDE PKWY, NW, STE 3-195 ZIP+4 ▶ 30327-2812

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)?		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 instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (No)

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		616,275.	71,271.	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
GARRY LONG - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA	PROPERTY MANAGER 40.00	82,688.	7,442.	0.
TONYA PROCTOR - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA	PROPERTY MANAGER 40.00	53,750.	4,838.	0.
PATRICIA JOHNSON - 3715 NORTHSIDE PKWY, NW, STE 3-195, ATLANTA, GA	GRANTS MANAGER 40.00	53,130.	3,188.	0.

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 NONE	0.
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 NONE	0.
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	178,660,836.
b	Average of monthly cash balances	1b	494,285.
c	Fair market value of all other assets	1c	23,176,892.
d	**Total** (add lines 1a, b, and c)	1d	202,332,013.
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	202,332,013.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,034,980.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	199,297,033.
6	**Minimum investment return** Enter 5% of line 5	6	9,964,852.

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	9,964,852.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 14,528.		
b	Income tax for 2009. (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	14,528.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	9,950,324.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	9,950,324.
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	9,950,324.

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	11,813,615.
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	11,813,615.
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	14,528.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	11,799,087.

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				9,950,324.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			9,881,104.	
b Total for prior years. ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 11,813,615.				
a Applied to 2008, but not more than line 2a			9,881,104.	
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				1,932,511.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				8,017,813.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [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 15				
Total			▶ 3a	10382642.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	531390		14	11,954.	
4 Dividends and interest from securities	531390		14	3,380,534.	
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	531390		14		<9,379.>
8 Gain or (loss) from sales of assets other than inventory	531390		18	<4,661,276.>	
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.		<1,268,788.>	<9,379.>

13 Total. Add line 12, columns (b), (d), and (e) 13 <1,278,167.>

(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).
7(E)	INVESTMENT INCOME/(LOSS) - ATLANTA EQUITY FUND ($10,236)
7(E)	OTHER MISCELLANEOUS REFUNDS $857

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

Nancy J. Brumley Robitaille — President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Eileen Schreiber	Date 12/27/2010	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	THE ZEIST COMPANY, LLC 3715 NORTHSIDE PKWY,NW, STE 3-195 ATLANTA, GA 30327-2812	EIN	
		Phone no	(404)949-3160

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02-02-10

Income for 2009

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost Please review these carefully before preparing your tax return

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	3036 98	09/16/08	08/27/09	$31,463 11	$33,467 94	$-2,004.83
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	10785 79	12/29/08	08/27/09	$111,740 78	$118,860 69	$-7,119 91
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	6690 81	03/17/09	08/27/09	$69,316 79	$73,733 54	$-4,416 75
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	50448 43	05/08/09	08/27/09	$506,502 24	$695,816 31 *	$-189,314 07
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	43598 4	05/26/09	08/27/09	$437,727 94	$601,336 43 *	$-163,608.49
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	85158 15	04/27/09	08/27/09	$854,987 83	$1,174,554 50 *	$-319,566 67
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	74626 87	04/23/09	08/27/09	$773,134 37	$822,397.27	$-49,262 90
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	960 67	03/17/09	08/27/09	$9,645 13	$13,250 16 *	$-3,605 03
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	3277 54	12/29/08	08/27/09	$32,906 50	$45,193 39 *	$-12,286 89
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	103395 16	05/26/09	08/27/09	$1,071,173 86	$1,139,427 40	$-68,253.54
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	151351 35	05/08/09	08/27/09	$1,567,999 99	$1,667,910 56	$-99,910.57
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	226244 34	04/27/09	08/27/09	$2,343,891 36	$2,493,240 57	$-149,349 21
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	61274 51	04/23/09	08/27/09	$615,196 08	$845,136 39 *	$-229,940 31
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	1392 37	06/16/09	08/28/09	$13,951 55	$19,211 77	$-5,260.22
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	24894 75	05/26/09	08/28/09	$249,445 35	$343,363 98 *	$-93,918 63
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	7644 5	06/16/09	08/28/09	$78,967 69	$84,243 38	$-5,275.69
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	47304 52	05/26/09	08/28/09	$488,655 71	$521,301 62	$-32,645 91

Short term gains and losses

This category includes sales of all assets held 12 months or less.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN TR	433565843	39486 67	08/24/09	11/10/09	$400,000 00	$393,260 45		$6,739.55
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	10008 59	11/16/09	11/20/09	$96,432 76	$97,403 67		$-970 91
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	119273 75	12/22/08	11/20/09	$1,149,202 58	$1,160,260.35	*	$-11,057 77
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	89955 02	03/18/09	11/20/09	$866,716 62	$875,056 31	*	$-8,339 69
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	61425 06	05/26/09	11/20/09	$591,830 45	$597,525 13	*	$-5,694 68
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	288326 3	04/09/09	11/20/09	$2,778,023 90	$2,804.754 43	*	$-26,730 53
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	414364 64	04/16/09	11/20/09	$3,992,403 31	$4,030,818 75	*	$-38,415 44
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	349162 01	04/23/09	11/20/09	$3,364,175 97	$3,396,546 54	*	$-32,370 57
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	263522 89	04/27/09	11/20/09	$2,539,043 05	$2,563,474 02	*	$-24,430 97
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	62656 64	05/08/09	11/20/09	$603,696 73	$609,505 59	*	$-5,808 86
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	80415 36	06/16/09	11/20/09	$774,801 99	$782,554 74	*	$-7,752 75
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	224887 56	03/31/09	11/20/09	$2,166,791 64	$2,187,640 77	*	$-20,849 13
HIRTLE CALLAGHAN TR	433565868	174064 4	08/24/09	11/24/09	$2,000,000.00	$1,825,836 85		$174,163.15
HIRTLE CALLAGHAN TR	433565843	196850 39	08/24/09	11/24/09	$2,000,000 00	$1,960,496 27		$39,503 73
HIRTLE CALLAGHAN TR	433565843	103448 28	08/24/09	12/01/09	$1,050,000 00	$1,030,274 59		$19,725 41
HIRTLE CALLAGHAN TR	433565868	82038	08/24/09	12/01/09	$950,000 00	$860,532 05		$89,467 95
SSGA FDS	784924425	31948 88	04/27/09	12/10/09	$601,916 90	$494,261 35		$107,655.55
SSGA FDS	784924425	31570 64	04/23/09	12/10/09	$594,790 86	$488,409 82		$106,381 04
SSGA FDS	784924425	12856 87	10/23/09	12/10/09	$242,223 43	$198,900 63		$43,322 80
SSGA FDS	784924425	34355 18	11/24/09	12/10/09	$647,251 59	$531,487 70		$115,763 89
SSGA FDS	784924425	54390 05	04/16/09	12/10/09	$1,024,708 54	$841,434 83		$183,273 71
SSGA FDS	784924425	81154 19	03/18/09	12/10/09	$1,528,944 94	$1,255,486.25		$273,458 69
SSGA FDS	784924425	43782 84	03/31/09	12/10/09	$824,868 70	$677,337 15		$147,531 55
SSGA FDS	784924425	35516 97	04/09/09	12/10/09	$669,139 71	$549,461 01		$119,678.70
HIRTLE CALLAGHAN TR	433565843	50053 69	08/24/09	12/18/09	$525,063 22	$498,500 78		$26,562 44
HIRTLE CALLAGHAN TR	433565843	170156 03	08/27/09	12/18/09	$1,784,936 78	$1,694,638 56		$90,298 22

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN TR	433565843	112158 34	08/27/09	12/21/09	$1,190,000 00	$1,117,020 93		$72,979 07
Total short term gain/loss:					$44,213,669 95	$44,215,325.42		$-1,655 47

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN FXD INC FD II	433565801	31813 36	12/25/05	01/20/09	$300,000 00	$317,356 61		$-17,356 61
HIRTLE CALLAGHAN FXD INC FD II	433565801	21299 26	12/25/05	01/21/09	$200,000 00	$212,472 34		$-12,472 34
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	18703.24	12/25/05	01/21/09	$150,000 00	$186,145 15		$-36,145 15
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	29904 31	12/25/05	02/05/09	$250,000.00	$344,695 49		$-94,695 49
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	121212 12	12/25/05	05/20/09	$1,000,000 00	$1,187,960 00		$-187,960.00
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	89552 24	12/25/05	07/27/09	$900,000 00	$986,876 72		$-86,876 72
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	148632 58	12/25/05	07/27/09	$1,250,000 00	$1,454,925 99		$-204,925 99
HIRTLE CALLAGHAN FXD INC FD II	433565801	227979 28	12/25/05	07/27/09	$2,200,000.00	$2,270,966 41		$-70,966 41
SSGA FDS	784924425	24301 34	12/25/05	07/27/09	$400,000 00	$368,897 27		$31,102 73
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	46728 97	12/25/05	07/27/09	$450,000 00	$644,337 66	*	$-194,337.66
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	985479 19	12/25/05	08/24/09	$10,180,000 00	$10,860,102 16		$-680,102 16
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	387112 89	12/25/05	08/24/09	$3,875,000 00	$5,337,832 16	*	$-1,462,832.16
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	335065 61	12/25/05	08/27/09	$13,831,279 73	$14,712,587 65		$-881,307 92
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	502294 25	12/25/05	08/27/09	$5,043,034 28	$6,926,047 97	*	$-1,883,013.69
SSGA FDS	784924425	26581 61	12/25/05	11/10/09	$500,000 00	$405,624 61		$94,375 39
HIRTLE CALLAGHAN FXD INC FD II	433565801	50352 47	12/25/05	11/10/09	$500,000 00	$501,524 10		$-1,524 10
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	125570 78	12/25/05	11/10/09	$1,100,000 00	$1,227,086 00		$-127,086 00
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	70256 41	12/25/05	11/10/09	$685,000 00	$683,441 08	*	$1,558 92
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	424932 04	12/25/05	11/20/09	$23,364,220 21	$23,589,033 96	*	$-224,813 75

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
SSGA FDS	784924425	231023 03	12/25/05	12/10/09	$4,352,473.88	$3,574,014 26	$778,459.62
SSGA FDS	784924425	40004 72	10/17/08	12/10/09	$753,688 92	$618,888 18	$134,800.74
Total long term gain/loss for sales of assets:					$71,284,697 02	$76,410,815 77	$-5,126,118 75

Income for 2009

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
BECTON DICKINSON AND COMPANY	075887109	825	01/13/09	04/09/09	$55 369 12	$59,813 54	$-4,444 42
MASTERCARD INC	57636Q104	325	11/14/08	04/09/09	$55,326 25	$44,788 39	$10,537 86
SYNGENTA AG SPONS ADR	87160A100	1500	11/12/08	04/09/09	$58,747 93	$53,145 38	$5,602 55
AUTOMATIC DATA PROCESSING INC COMM(	053015103	875	04/08/09	04/09/09	$31,471 37	$30,768 85	$702.52
CHESAPEAKE ENERGY CORP	165167107	2225	12/22/08	04/09/09	$45,171 89	$33,963 96	$11,207 93
CHESAPEAKE ENERGY CORP	165167107	1400	12/22/08	04/17/09	$29,975.27	$21,370 58	$8,604.69
MASTERCARD INC	57636Q104	200	11/14/08	04/17/09	$32,088 63	$27,562 09	$4,526.54
SYNGENTA AG SPONS ADR	87160A100	950	11/12/08	04/17/09	$39,860 02	$33,658 74	$6,201.28
COLGATE PALMOLIVE CO COM	194162103	350	04/15/09	04/17/09	$21,042 15	$20,194 91	$847 24
BECTON DICKINSON AND COMPANY	075887109	525	01/13/09	04/17/09	$35,482.26	$38,063 16	$-2,580 90
AUTOMATIC DATA PROCESSING INC COMM(	053015103	550	04/08/09	04/17/09	$19,818.21	$19,340 42	$477 79
CHESAPEAKE ENERGY CORP	165167107	3400	12/22/08	07/21/09	$68,907 72	$51,899 98	$17,007 74
MOODYS CORP	615369105	7900	12/23/08	09/04/09	$189,884 25	$308,118 03	$-118,233 78
AFLAC INC	001055102	150	10/09/08	09/11/09	$6,066 28	$6,401 19	$-334 91
AFLAC INC	001055102	3975	10/02/08	09/11/09	$160,756 39	$169,631 62	$-8,875 23
REPUBLIC SVCS COM	760759100	975	08/11/09	11/16/09	$27,191 60	$25,437 90	$1,753 70
MONSANTO CO NEW	61166W101	250	06/24/09	11/16/09	$18,860 01	$18,938 26	$-78 25

Short term gains and losses

This category includes sales of all assets held 12 months or less.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
INTUIT INC COM	461202103	325	10/26/09	11/16/09	$9,857 67	$9,805 38	$52 29
ITT EDL SVCS INC COM	45068B109	175	07/29/09	11/16/09	$16,724 31	$17,322 85	$-598 54
COLGATE PALMOLIVE CO COM	194162103	125	04/15/09	11/16/09	$10,277 36	$7,212 47	$3,064.89
BECTON DICKINSON AND COMPANY	075887109	200	01/13/09	11/16/09	$14,652 02	$14,500 25	$151 77
AUTOMATIC DATA PROCESSING INC COMM(	053015103	350	04/08/09	11/16/09	$15,351 16	$13,458 77	$1,892 39
APOLLO GROUP INC CL A	037604105	250	04/21/09	11/16/09	$14,297 88	$14,933 29	$-635.41
ACTIVISION BLIZZARD INC	00507V109	1025	10/13/09	11/16/09	$12,002 61	$12,415 18	$-412 57
CHESAPEAKE ENERGY CORP	165167107	425	12/22/08	11/16/09	$10,707 20	$6,487 50	$4,219 70
SYNGENTA AG SPONS ADR	87160A100	5325	04/06/09	11/24/09	$282,455 76	$188,666 09	$93,789 67
AFLAC INC	001055102	950	02/10/09	11/24/09	$42,107 67	$40,540 89	$1,566 78
XTO ENERGY INC	98385X106	875	11/25/09	12/28/09	$41,298 93	$36,787 98	$4,510 95
COLGATE PALMOLIVE CO COM	194162103	625	04/15/09	12/28/09	$51,727 91	$36,062 34	$15,665 57
AFLAC INC	001055102	825	02/10/09	12/28/09	$38,600.75	$35,206 56	$3,394 19
AUTOMATIC DATA PROCESSING INC COMM(	053015103	1725	04/08/09	12/28/09	$74,225 01	$66,332 51	$7,892 50
REPUBLIC SVCS COM	760759100	4950	08/11/09	12/28/09	$140,813 97	$129,146 28	$11,667 69
BECTON DICKINSON AND COMPANY	075887109	950	01/13/09	12/28/09	$75,428 06	$68,876 20	$6,551 86
APOLLO GROUP INC CL A	037604105	1200	04/21/09	12/28/09	$72,538 13	$71,679 78	$858 35
ACTIVISION BLIZZARD INC	00507V109	5200	10/13/09	12/28/09	$58,966 47	$62,984 33	$-4,017 86
INTUIT INC COM	461202103	2475	10/26/09	12/28/09	$76,526 27	$74,119 71	$2,406 56
ITT EDL SVCS INC COM	45068B109	875	07/29/09	12/28/09	$82,701 38	$86,614.25	$-3,912 87
MONSANTO CO NEW	61166W101	1250	06/24/09	12/28/09	$103,177 34	$94,691 28	$8,486 06
Total short term gain/loss:					$2,140,457 21	$2,050,940 89	$89,516 32

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
3M CO	88579Y101	5725	12/25/05	01/13/09	$321,520 49	$436,273 63	$-114,753 14
UNITED TECHNOLOGIES CORP	913017109	10250	12/25/05	01/13/09	$520,420 33	$511,054.75	$9,365.58
MEDTRONIC INC	585055106	15250	12/25/05	01/28/09	$516,119 63	$767,486 75	$-251,367 12
SCRIPPS NETWORKS INTERACTIVE	811065101	18250	12/25/05	02/06/09	$399,645 38	$800,317 25	$-400,671 87
MEDTRONIC INC	585055106	1600	12/25/05	04/09/09	$49,553 77	$185,821 33	$-136,267 56
MICROSOFT CORP COM	594918104	2875	12/25/05	04/09/09	$55,495 49	$81,014.93	$-25,519 44
ORACLE CORPORATION	68389X105	4275	12/25/05	04/09/09	$81,837 81	$63,887 48	$17,950 33
PRAXAIR INC	74005P104	1850	12/25/05	04/09/09	$127,855 25	$140,196 73	$-12,341 48
3M CO	88579Y101	1025	12/25/05	04/09/09	$54,672 26	$78,110.57	$-23,438 31
UNITED TECHNOLOGIES CORP	913017109	1125	12/25/05	04/09/09	$52,543 56	$56,090 97	$-3,547 41
ZIMMER HLDGS INC	98956P102	1175	12/25/05	04/09/09	$45,401 75	$69,363 48	$-23,961 73
AVON PRODUCTS INC COM	054303102	4400	12/25/05	04/09/09	$96,361 03	$140,552 59	$-44,191 56
COACH INC	189754104	4250	12/25/05	04/09/09	$78,940 86	$127,144.87	$-48,204 01
AON CORPORATION COM	037389103	2350	12/25/05	04/09/09	$89,729 39	$86,089.81	$3,639 58
TIFFANY & CO NEW	886547108	2625	12/25/05	04/09/09	$61,851 28	$107,121 87	$-45,270 59
CADBURY PLC	12721E102	2750	12/25/05	04/09/09	$82,910 91	$126,314 57	$-43,403 66
MOODYS CORP	615369105	2675	12/25/05	04/09/09	$63,397 73	$104,331 11	$-40,933.38
EBAY INC	278642103	3450	12/25/05	04/09/09	$50,967 48	$91,253 53	$-40,286 05
DIAGEO PLC SPON ADR NEW	25243Q205	1700	12/25/05	04/09/09	$76,877 78	$134,560 49	$-57,682 71
CISCO SYS INC	17275R102	3525	12/25/05	04/09/09	$63,320 04	$82,958 06	$-19,638 02
AFLAC INC	001055102	2875	12/25/05	04/09/09	$66,179 00	$122,689.53	$-56,510 53
AMERICAN EXPRESS COMPANY	025816109	3250	12/25/05	04/09/09	$56,852 33	$178,793.89	$-121,941 56
DIAGEO PLC SPON ADR NEW	25243Q205	3300	12/25/05	04/15/09	$155,418 74	$261,205.66	$-105,786 92
AMERICAN EXPRESS COMPANY	025816109	2075	12/25/05	04/17/09	$45,073 47	$114,153 02	$-69,079 55
CISCO SYS INC	17275R102	2250	12/25/05	04/17/09	$40,327 51	$52,951 95	$-12,624 44

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
DIAGEO PLC SPON ADR NEW	25243Q205	850	12/25/05	04/17/09	$39,923.07	$67,280 25	$-27,357.18
EBAY INC	278642103	2200	12/25/05	04/17/09	$30,785 45	$58,190 66	$-27,405 21
MEDTRONIC INC	585055106	1025	12/25/05	04/17/09	$32,778 82	$119,041 79	$-86,262 97
MICROSOFT CORP COM	594918104	8100	12/25/05	04/17/09	$155,551 54	$228,250 76	$-72,699 22
MOODYS CORP	615369105	1700	12/25/05	04/17/09	$47,534 32	$66,303.88	$-18,769 56
ORACLE CORPORATION	68389X105	2725	12/25/05	04/17/09	$51,564 34	$40,723 60	$10,840.74
PRAXAIR INC	74005P104	2475	12/25/05	04/17/09	$170,079 60	$187,560 48	$-17,480 88
3M CO	88579Y101	650	12/25/05	04/17/09	$35,079 79	$49,533 53	$-14,453 74
TIFFANY & CO NEW	886547108	1675	12/25/05	04/17/09	$43,558 32	$68,353 95	$-24,795.63
UNITED TECHNOLOGIES CORP	913017109	700	12/25/05	04/17/09	$33,328 59	$34,901 05	$-1,572 46
ZIMMER HLDGS INC	98956P102	750	12/25/05	04/17/09	$31,549 51	$44,274 56	$-12,725 05
AVON PRODUCTS INC COM	054303102	2800	12/25/05	04/17/09	$60,907.48	$89,442 56	$-28,535 08
CADBURY PLC	12721E102	1750	12/25/05	04/17/09	$53,727 94	$80,382 00	$-26,654 06
AON CORPORATION COM	037389103	1500	12/25/05	04/17/09	$60,735.98	$54,950.94	$5,785 04
AFLAC INC	001055102	875	12/25/05	04/17/09	$24,759 41	$37,340 29	$-12,580 88
CADBURY PLC	12721E102	2200	12/25/05	04/21/09	$66,865.51	$101,051 66	$-34,186 15
PRAXAIR INC	74005P104	2125	12/25/05	04/21/09	$139,129 45	$161,036 78	$-21,907.33
AFLAC INC	001055102	6150	12/25/05	05/12/09	$208,591 56	$262,448 92	$-53,857 36
COACH INC	189754104	9050	12/25/05	05/21/09	$218,689 42	$270,743.78	$-52,054.36
EBAY INC	278642103	14550	12/25/05	07/23/09	$309,400 68	$384,851 84	$-75,451 16
EBAY INC	278642103	15650	12/25/05	07/29/09	$338,122 05	$413,947 16	$-75,825 11
TIFFANY & CO NEW	886547108	11925	12/25/05	08/11/09	$362,825 47	$486,639 33	$-123,813 86
MOODYS CORP	615369105	15525	12/25/05	09/04/09	$373,158 60	$605,510 44	$-232,351 84
CADBURY PLC	12721E102	8100	12/25/05	09/08/09	$422,634 16	$372,053 83	$50,580 33
[illegible]	001055102	2325	12/25/05	09/11/09	$94,027 32	$99,218 49	$-5,191 17
				[illegible]	$418,112 64	$455,012 88	$-36,900 24

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
CADBURY PLC	12721E102	4450	12/25/05	10/09/09	$221,714 21	$204,399 94	$17,314 27
CADBURY PLC	12721E102	5598	12/25/05	11/09/09	$284,147 16	$257,130 54	$27,016 62
CADBURY PLC	12721E102	1900	09/30/08	11/09/09	$96,441 52	$87,271 89	$9,169 63
CADBURY PLC	12721E102	1800	10/01/08	11/09/09	$91,365 65	$82,678 62	$8,687.03
ORACLE CORPORATION	68389X105	975	12/25/05	11/16/09	$22,199 72	$14,570 83	$7,628 89
MICROSOFT CORP COM	594918104	500	12/25/05	11/16/09	$14,745 17	$14,089 55	$655.62
MEDTRONIC INC	585055106	350	12/25/05	11/16/09	$14,003 48	$17,689 58	$-3,686 10
MASTERCARD INC	57636Q104	75	11/14/08	11/16/09	$17,228 18	$10,335.78	$6,892 40
DIAGEO PLC SPON ADR NEW	25243Q205	300	12/25/05	11/16/09	$20,489 47	$23,745 97	$-3,256.50
COACH INC	189754104	725	12/25/05	11/16/09	$26,109 10	$21,689 42	$4,419 68
CISCO SYS INC	17275R102	800	12/25/05	11/16/09	$19,148 35	$18,827 36	$320 99
AVON PRODUCTS INC COM	054303102	1000	12/25/05	11/16/09	$36,010 12	$31,943 77	$4,066 35
AMERICAN EXPRESS COMPANY	025816109	725	12/25/05	11/16/09	$30,227 00	$39,884 79	$-9,657.79
AFLAC INC	001055102	350	10/09/08	11/16/09	$15,928 44	$14,936 12	$992 32
AON CORPORATION COM	037389103	525	12/25/05	11/16/09	$21,463 12	$19,232 83	$2,230 29
PRAXAIR INC	74005P104	325	12/25/05	11/16/09	$27,491 63	$24,629 15	$2,862 48
ZIMMER HLDGS INC	98956P102	275	12/25/05	11/16/09	$15,375 04	$16,234 01	$-858 97
UNITED TECHNOLOGIES CORP	913017109	250	12/25/05	11/16/09	$17,257 28	$12,464.66	$4,792 62
3M CO	88579Y101	225	12/25/05	11/16/09	$17,538 52	$17,146 22	$392 30
SYNGENTA AG SPONS ADR	87160A100	350	11/12/08	11/16/09	$18,036 05	$12,400.59	$5,635.46
SYNGENTA AG SPONS ADR	87160A100	7575	11/12/08	11/24/09	$401,803 26	$268,384 14	$133,419 12
AFLAC INC	001055102	6075	10/09/08	11/24/09	$269,267 44	$259,248 32	$10,019 12
MICROSOFT CORP COM	594918104	6175	12/25/05	12/15/09	$185,699 69	$174,005.98	$11,693 71
AON CORPORATION COM	037389103	2700	12/25/05	12/28/09	$104,328 28	$98,911 70	$5,416 58
AVON PRODUCTS INC COM	054303102	3625	12/25/05	12/28/09	$116,486 74	$115,796 17	$690 57
[illegible]	[illegible]	[illegible]	[illegible]	12/28/09	$44,987 98	$44,721 28	$266 70

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
MEDTRONIC INC	585055106	1825	12/25/05	12/28/09	$80,125 65	$92,238 54	$-12,112.89
MICROSOFT CORP COM	594918104	1650	12/25/05	12/28/09	$51,036 15	$46,495 53	$4,540 62
PRAXAIR INC	74005P104	1650	12/25/05	12/28/09	$131,996 60	$125,040 33	$6,956.27
AMERICAN EXPRESS COMPANY	025816109	3700	12/25/05	12/28/09	$153,103 91	$203,549 97	$-50,446 06
CISCO SYS INC	17275R102	4725	12/25/05	12/28/09	$113,257 69	$111,315 46	$1,942 23
UNITED TECHNOLOGIES CORP	913017109	1275	12/25/05	12/28/09	$89,509 70	$63,569 77	$25,939 93
MASTERCARD INC	57636Q104	350	11/14/08	12/28/09	$88,884 73	$48,233 65	$40,651 08
COACH INC	189754104	3650	12/25/05	12/28/09	$135,405 67	$109,195 01	$26,210 66
DIAGEO PLC SPON ADR NEW	25243Q205	1550	12/25/05	12/28/09	$107,320 78	$122,687 51	$-15,366.73
ORACLE CORPORATION	68389X105	4875	12/25/05	12/28/09	$120,897 37	$72,854 15	$48,043.22
CHESAPEAKE ENERGY CORP	165167107	3100	12/22/08	12/28/09	$85,178 67	$56,270 62	$28,908 05
ZIMMER HLDGS INC	98956P102	1325	12/25/05	12/28/09	$79,666 89	$78,218 39	$1,448.50
3M CO	88579Y101	1150	12/25/05	12/28/09	$95,401 54	$87,636 24	$7,765 30
Total long term gain/loss for sales of assets:					$10,608,726 79	$12,959,233 00	$-2,350,506 21

Income for 2009

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
BERKSHIRE HATHAWAY INC CL A	084670108	27	12/25/05	04/09/09	$2,473,135 08	$1,976,400.00	$496,735 08
BERKSHIRE HATHAWAY INC CL A	084670108	28	12/25/05	04/22/09	$2,458,653 38	$2,049,600.00	$409,053.38
BERKSHIRE HATHAWAY INC CL A	084670108	27	12/25/05	05/01/09	$2,510,934 11	$1,976,400 00	$534,534 11
BERKSHIRE HATHAWAY INC CL A	084670108	29	12/25/05	05/18/09	$2,621,531 17	$2,122,800 00	$498,731 17
BERKSHIRE HATHAWAY INC CL A	084670108	26	12/25/05	12/28/09	$2,559,870 90	$1,903,200 00	$656,670 90
Total long term gain/loss for sales of assets:					$12,624,124 64	$10,028,400.00	$2,595,724 64

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 ATTACHED BNY MELLON STATEMENT #0070	P	VARIOUS	VARIOUS
b	SEE ATTACHED BNY MELLON STATEMENT #0070	P	VARIOUS	VARIOUS
c	SEE ATTACHED BNY MELLON STATEMENT #0150	P	VARIOUS	VARIOUS
d	SEE ATTACHED BNY MELLON STATEMENT #0150	P	VARIOUS	VARIOUS
e	SEE ATTACHED BNY MELLON STATEMENT #1130	D	VARIOUS	VARIOUS
f	AT&T SECURITIES LITIGATION SETTLEMENT	P	VARIOUS	VARIOUS
g	PRICELINE.COM SECURITIES LITIGATION SETTLEMENT	P	VARIOUS	VARIOUS
h	HIRTLE CALLAGHAN PRIVATE EQUITY OFFSHORE FUND V L	P	VARIOUS	VARIOUS
i	CAPITAL GAINS DIVIDENDS			
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	44,213,670.		44,215,325.	<1,655.>
b	71,284,697.		76,410,816.	<5,126,119.>
c	2,140,457.		2,050,941.	89,516.
d	10,608,727.		12,959,233.	<2,350,506.>
e	12,624,125.		10,028,400.	2,595,725.
f	1,039.			1,039.
g	11,089.			11,089.
h	113,238.			113,238.
i	6,397.			6,397.
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				<1,655.>
b				<5,126,119.>
c				89,516.
d				<2,350,506.>
e				2,595,725.
f				1,039.
g				11,089.
h				113,238.
i				6,397.
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	<4,661,276.>
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

Income for 2009

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost Please review these carefully before preparing your tax return

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	3036 98	09/16/08	08/27/09	$31,463 11	$33,467 94		$-2,004 83
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	10785 79	12/29/08	08/27/09	$111,740 78	$118,860 69		$-7,119 91
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	6690 81	03/17/09	08/27/09	$69,316 79	$73,733 54		$-4,416 75
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	50448 43	05/08/09	08/27/09	$506,502 24	$695,816 31	*	$-189,314 07
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	43598 4	05/26/09	08/27/09	$437,727 94	$601,336 43	*	$-163,608 49
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	85158 15	04/27/09	08/27/09	$854,987 83	$1,174,554 50	*	$-319,566 67
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	74626 87	04/23/09	08/27/09	$773,134 37	$822,397 27		$-49,262 90
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	960 67	03/17/09	08/27/09	$9,645 13	$13,250 16	*	$-3,605 03
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	3277 54	12/29/08	08/27/09	$32,906 50	$45,193 39	*	$-12,286 89
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	103395 16	05/26/09	08/27/09	$1,071,173 86	$1,139,427 40		$-68,253 54
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	151351 35	05/08/09	08/27/09	$1,567,999 99	$1,667,910 56		$-99,910 57
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	226244 34	04/27/09	08/27/09	$2,343,891 36	$2,493,240 57		$-149,349 21
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	61274 51	04/23/09	08/27/09	$615,196 08	$845,136 39	*	$-229,940 31
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	1392 37	06/16/09	08/28/09	$13,951 55	$19,211 77		$-5,260 22
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	24894 75	05/26/09	08/28/09	$249,445 35	$343,363 98	*	$-93,918 63
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	7644 5	06/16/09	08/28/09	$78,967 69	$84,243 38		$-5,275 69
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	47304 52	05/26/09	08/28/09	$488,655 71	$521,301 62		$-32,645 91

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN TR	433565843	39486 67	08/24/09	11/10/09	$400,000 00	$393,260 45		$6,739 55
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	10008 59	11/16/09	11/20/09	$96,432 76	$97,403 67		$-970 91
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	119273 75	12/22/08	11/20/09	$1,149,202 58	$1,160,260 35	*	$-11,057 77
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	89955 02	03/18/09	11/20/09	$866,716 62	$875,056 31	*	$-8,339 69
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	61425 06	05/26/09	11/20/09	$591,830 45	$597,525 13	*	$-5,694 68
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	288326 3	04/09/09	11/20/09	$2,778,023 90	$2,804,754 43	*	$-26,730 53
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	414364 64	04/16/09	11/20/09	$3,992,403 31	$4,030,818 75	*	$-38,415 44
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	349162 01	04/23/09	11/20/09	$3,364,175 97	$3,396,546 54	*	$-32,370 57
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	263522 89	04/27/09	11/20/09	$2,539,043 05	$2,563,474 02	*	$-24,430 97
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	62656 64	05/08/09	11/20/09	$603,696 73	$609,505 59	*	$-5,808 86
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	80415 36	06/16/09	11/20/09	$774,801 99	$782,554 74	*	$-7,752 75
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	224887 56	03/31/09	11/20/09	$2,166,791 64	$2,187,640 77	*	$-20,849 13
HIRTLE CALLAGHAN TR	433565868	174064 4	08/24/09	11/24/09	$2,000,000 00	$1,825,836 85		$174,163 15
HIRTLE CALLAGHAN TR	433565843	196850 39	08/24/09	11/24/09	$2,000,000 00	$1,960,496 27		$39,503.73
HIRTLE CALLAGHAN TR	433565843	103448 28	08/24/09	12/01/09	$1,050,000 00	$1,030,274 59		$19,725 41
HIRTLE CALLAGHAN TR	433565868	82038	08/24/09	12/01/09	$950,000 00	$860,532 05		$89,467 95
SSGA FDS	784924425	31948 88	04/27/09	12/10/09	$601,916 90	$494,261 35		$107,655 55
SSGA FDS	784924425	31570 64	04/23/09	12/10/09	$594,790 86	$488,409 82		$106,381.04
SSGA FDS	784924425	12856 87	10/23/09	12/10/09	$242,223 43	$198,900 63		$43,322 80
SSGA FDS	784924425	34355 18	11/24/09	12/10/09	$647,251 59	$531,487 70		$115,763 89
SSGA FDS	784924425	54390 05	04/16/09	12/10/09	$1,024,708 54	$841,434.83		$183,273.71
SSGA FDS	784924425	81154 19	03/18/09	12/10/09	$1,528,944 94	$1,255,486 25		$273,458 69
SSGA FDS	784924425	43782 84	03/31/09	12/10/09	$824,868 70	$677,337 15		$147,531 55
SSGA FDS	784924425	35516 97	04/09/09	12/10/09	$669,139 71	$549,461 01		$119,678 70
HIRTLE CALLAGHAN TR	433565843	50053 69	08/24/09	12/18/09	$525,063 22	$498,500 78		$26,562 44
HIRTLE CALLAGHAN TR	433565843	170156 03	08/27/09	12/18/09	$1,784,936 78	$1,694,638 56		$90,298.22

Short term gains and losses

This category includes sales of all assets held 12 months or less.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN TR	433565843	112158 34	08/27/09	12/21/09	$1,190,000 00	$1,117,020 93		$72,979 07
Total short term gain/loss:					$44,213,669 95	$44,215,325 42		$-1,655.47

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost		Net gain or loss
HIRTLE CALLAGHAN FXD INC FD II	433565801	31813 36	12/25/05	01/20/09	$300,000 00	$317,356 61		$-17,356 61
HIRTLE CALLAGHAN FXD INC FD II	433565801	21299 26	12/25/05	01/21/09	$200,000 00	$212,472 34		$-12,472 34
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	18703 24	12/25/05	01/21/09	$150,000 00	$186,145 15		$-36,145 15
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	29904 31	12/25/05	02/05/09	$250,000 00	$344,695 49		$-94,695.49
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	121212 12	12/25/05	05/20/09	$1,000,000 00	$1,187,960 00		$-187,960 00
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	89552 24	12/25/05	07/27/09	$900,000 00	$986,876 72		$-86,876 72
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	148632 58	12/25/05	07/27/09	$1,250,000.00	$1,454,925 99		$-204,925 99
HIRTLE CALLAGHAN FXD INC FD II	433565801	227979 28	12/25/05	07/27/09	$2,200,000 00	$2,270,966 41		$-70,966 41
SSGA FDS	784924425	24301 34	12/25/05	07/27/09	$400,000 00	$368,897 27		$31,102 73
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	46728 97	12/25/05	07/27/09	$450,000 00	$644,337 66	*	$-194,337 66
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	985479 19	12/25/05	08/24/09	$10,180,000 00	$10,860,102 16		$-680,102 16
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	387112 89	12/25/05	08/24/09	$3,875,000 00	$5,337,832 16	*	$-1,462,832 16
HIRTLE CALLAGHAN TR GROWTH EQ PORTF	433565207	335065 61	12/25/05	08/27/09	$13,831,279 73	$14,712,587 65		$-881,307 92
HIRTLE CALLAGHAN TR SMALL CAP EQTY	433565306	502294 25	12/25/05	08/27/09	$5,043,034 28	$6,926,047 97	*	$-1,883,013 69
SSGA FDS	784924425	26581 61	12/25/05	11/10/09	$500,000 00	$405,624 61		$94,375 39
HIRTLE CALLAGHAN FXD INC FD II	433565801	50352 47	12/25/05	11/10/09	$500,000 00	$501,524 10		$-1,524.10
HIRTLE CALLAGHAN TR FXD INC PORTFOLIC	433565603	125570 78	12/25/05	11/10/09	$1,100,000 00	$1,227,086 00		$-127,086 00
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	70256 41	12/25/05	11/10/09	$685,000 00	$683,441 08	*	$1,558 92
HIRTLE CALLAGHAN TR INTL EQ PORTFOLIC	433565405	424932 04	12/25/05	11/20/09	$23,364,220 21	$23,589,033 96	*	$-224,813 75

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
SSGA FDS	784924425	231023 03	12/25/05	12/10/09	$4,352,473 88	$3,574,014 26	$778,459 62
SSGA FDS	784924425	40004 72	10/17/08	12/10/09	$753,688 92	$618,888 18	$134,800 74
Total long term gain/loss for sales of assets:					$71,284,697 02	$76,410,815 77	$-5,126,118 75

Income for 2009

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
BECTON DICKINSON AND COMPANY	075887109	825	01/13/09	04/09/09	$55,369 12	$59,813 54	$-4,444 42
MASTERCARD INC	57636Q104	325	11/14/08	04/09/09	$55,326 25	$44,788 39	$10,537 86
SYNGENTA AG SPONS ADR	87160A100	1500	11/12/08	04/09/09	$58,747 93	$53,145 38	$5,602 55
AUTOMATIC DATA PROCESSING INC COMM(	053015103	875	04/08/09	04/09/09	$31,471 37	$30,768 85	$702 52
CHESAPEAKE ENERGY CORP	165167107	2225	12/22/08	04/09/09	$45,171 89	$33,963 96	$11,207 93
CHESAPEAKE ENERGY CORP	165167107	1400	12/22/08	04/17/09	$29,975 27	$21,370 58	$8,604 69
MASTERCARD INC	57636Q104	200	11/14/08	04/17/09	$32,088 63	$27,562 09	$4,526 54
SYNGENTA AG SPONS ADR	87160A100	950	11/12/08	04/17/09	$39,860 02	$33,658 74	$6,201 28
COLGATE PALMOLIVE CO COM	194162103	350	04/15/09	04/17/09	$21,042 15	$20,194 91	$847 24
BECTON DICKINSON AND COMPANY	075887109	525	01/13/09	04/17/09	$35,482 26	$38,063.16	$-2,580 90
AUTOMATIC DATA PROCESSING INC COMM(	053015103	550	04/08/09	04/17/09	$19,818 21	$19,340 42	$477 79
CHESAPEAKE ENERGY CORP	165167107	3400	12/22/08	07/21/09	$68,907 72	$51,899 98	$17,007 74
MOODYS CORP	615369105	7900	12/23/08	09/04/09	$189,884 25	$308,118 03	$-118,233 78
AFLAC INC	001055102	150	10/09/08	09/11/09	$6,066 28	$6,401 19	$-334 91
AFLAC INC	001055102	3975	10/02/08	09/11/09	$160,756 39	$169,631 62	$-8,875 23
REPUBLIC SVCS COM	760759100	975	08/11/09	11/16/09	$27,191 60	$25,437 90	$1,753 70
MONSANTO CO NEW	61166W101	250	06/24/09	11/16/09	$18,860 01	$18,938 26	$-78 25

Short term gains and losses

This category includes sales of all assets held 12 months or less

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
INTUIT INC COM	461202103	325	10/26/09	11/16/09	$9,857 67	$9,805 38	$52 29
ITT EDL SVCS INC COM	45068B109	175	07/29/09	11/16/09	$16,724 31	$17,322 85	$-598 54
COLGATE PALMOLIVE CO COM	194162103	125	04/15/09	11/16/09	$10,277 36	$7,212 47	$3,064 89
BECTON DICKINSON AND COMPANY	075887109	200	01/13/09	11/16/09	$14,652 02	$14,500 25	$151 77
AUTOMATIC DATA PROCESSING INC COMM(	053015103	350	04/08/09	11/16/09	$15,351 16	$13,458 77	$1,892 39
APOLLO GROUP INC CL A	037604105	250	04/21/09	11/16/09	$14,297 88	$14,933 29	$-635 41
ACTIVISION BLIZZARD INC	00507V109	1025	10/13/09	11/16/09	$12,002 61	$12,415 18	$-412 57
CHESAPEAKE ENERGY CORP	165167107	425	12/22/08	11/16/09	$10,707 20	$6,487 50	$4,219 70
SYNGENTA AG SPONS ADR	87160A100	5325	04/06/09	11/24/09	$282,455 76	$188,666 09	$93,789 67
AFLAC INC	001055102	950	02/10/09	11/24/09	$42,107 67	$40,540 89	$1,566 78
XTO ENERGY INC	98385X106	875	11/25/09	12/28/09	$41,298 93	$36,787 98	$4,510 95
COLGATE PALMOLIVE CO COM	194162103	625	04/15/09	12/28/09	$51,727 91	$36,062 34	$15,665 57
AFLAC INC	001055102	825	02/10/09	12/28/09	$38,600.75	$35,206 56	$3,394 19
AUTOMATIC DATA PROCESSING INC COMM(	053015103	1725	04/08/09	12/28/09	$74,225 01	$66,332 51	$7,892 50
REPUBLIC SVCS COM	760759100	4950	08/11/09	12/28/09	$140,813 97	$129,146.28	$11,667 69
BECTON DICKINSON AND COMPANY	075887109	950	01/13/09	12/28/09	$75,428 06	$68,876 20	$6,551 86
APOLLO GROUP INC CL A	037604105	1200	04/21/09	12/28/09	$72,538 13	$71,679 78	$858 35
ACTIVISION BLIZZARD INC	00507V109	5200	10/13/09	12/28/09	$58,966 47	$62,984 33	$-4,017 86
INTUIT INC COM	461202103	2475	10/26/09	12/28/09	$76,526 27	$74,119 71	$2,406 56
ITT EDL SVCS INC COM	45068B109	875	07/29/09	12/28/09	$82,701 38	$86,614 25	$-3,912 87
MONSANTO CO NEW	61166W101	1250	06/24/09	12/28/09	$103,177 34	$94,691 28	$8,486 06
Total short term gain/loss					$2,140,457 21	$2,050,940 89	$89,516 32

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
3M CO	88579Y101	5725	12/25/05	01/13/09	$321,520 49	$436,273 63	$-114,753 14
UNITED TECHNOLOGIES CORP	913017109	10250	12/25/05	01/13/09	$520,420 33	$511,054 75	$9,365 58
MEDTRONIC INC	585055106	15250	12/25/05	01/28/09	$516,119 63	$767,486 75	$-251,367 12
SCRIPPS NETWORKS INTERACTIVE	811065101	18250	12/25/05	02/06/09	$399,645 38	$800,317 25	$-400,671 87
MEDTRONIC INC	585055106	1600	12/25/05	04/09/09	$49,553 77	$185,821 33	$-136,267 56
MICROSOFT CORP COM	594918104	2875	12/25/05	04/09/09	$55,495 49	$81,014 93	$-25,519 44
ORACLE CORPORATION	68389X105	4275	12/25/05	04/09/09	$81,837 81	$63,887 48	$17,950 33
PRAXAIR INC	74005P104	1850	12/25/05	04/09/09	$127,855 25	$140,196 73	$-12,341 48
3M CO	88579Y101	1025	12/25/05	04/09/09	$54,672 26	$78,110 57	$-23,438 31
UNITED TECHNOLOGIES CORP	913017109	1125	12/25/05	04/09/09	$52,543 56	$56,090 97	$-3,547 41
ZIMMER HLDGS INC	98956P102	1175	12/25/05	04/09/09	$45,401 75	$69,363 48	$-23,961 73
AVON PRODUCTS INC COM	054303102	4400	12/25/05	04/09/09	$96,361 03	$140,552 59	$-44,191 56
COACH INC	189754104	4250	12/25/05	04/09/09	$78,940 86	$127,144 87	$-48,204 01
AON CORPORATION COM	037389103	2350	12/25/05	04/09/09	$89,729 39	$86,089 81	$3,639 58
TIFFANY & CO NEW	886547108	2625	12/25/05	04/09/09	$61,851 28	$107,121 87	$-45,270 59
CADBURY PLC	12721E102	2750	12/25/05	04/09/09	$82,910 91	$126,314 57	$-43,403 66
MOODYS CORP	615369105	2675	12/25/05	04/09/09	$63,397 73	$104,331 11	$-40,933.38
EBAY INC	278642103	3450	12/25/05	04/09/09	$50,967 48	$91,253 53	$-40,286 05
DIAGEO PLC SPON ADR NEW	25243Q205	1700	12/25/05	04/09/09	$76,877 78	$134,560 49	$-57,682 71
CISCO SYS INC	17275R102	3525	12/25/05	04/09/09	$63,320 04	$82,958 06	$-19,638 02
AFLAC INC	001055102	2875	12/25/05	04/09/09	$66,179 00	$122,689 53	$-56,510 53
AMERICAN EXPRESS COMPANY	025816109	3250	12/25/05	04/09/09	$56,852 33	$178,793 89	$-121,941 56
DIAGEO PLC SPON ADR NEW	25243Q205	3300	12/25/05	04/15/09	$155,418 74	$261,205 66	$-105,786 92
AMERICAN EXPRESS COMPANY	025816109	2075	12/25/05	04/17/09	$45,073 47	$114,153 02	$-69,079 55
CISCO SYS INC	17275R102	2250	12/25/05	04/17/09	$40,327 51	$52,951 95	$-12,624 44
COACH INC	189754104	2700	12/25/05	04/17/09	$50,754 55	$80,774 39	$-30 019 84

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
DIAGEO PLC SPON ADR NEW	25243Q205	850	12/25/05	04/17/09	$39,923 07	$67,280 25	$-27,357 18
EBAY INC	278642103	2200	12/25/05	04/17/09	$30.785 45	$58,190 66	$-27,405.21
MEDTRONIC INC	585055106	1025	12/25/05	04/17/09	$32,778 82	$119,041 79	$-86,262 97
MICROSOFT CORP COM	594918104	8100	12/25/05	04/17/09	$155,551.54	$228,250 76	$-72,699 22
MOODYS CORP	615369105	1700	12/25/05	04/17/09	$47,534 32	$66,303 88	$-18,769 56
ORACLE CORPORATION	68389X105	2725	12/25/05	04/17/09	$51,564 34	$40,723 60	$10,840 74
PRAXAIR INC	74005P104	2475	12/25/05	04/17/09	$170,079 60	$187,560 48	$-17,480 88
3M CO	88579Y101	650	12/25/05	04/17/09	$35,079 79	$49,533 53	$-14,453 74
TIFFANY & CO NEW	886547108	1675	12/25/05	04/17/09	$43,558 32	$68,353 95	$-24,795 63
UNITED TECHNOLOGIES CORP	913017109	700	12/25/05	04/17/09	$33,328.59	$34,901 05	$-1,572 46
ZIMMER HLDGS INC	98956P102	750	12/25/05	04/17/09	$31,549 51	$44,274 56	$-12,725 05
AVON PRODUCTS INC COM	054303102	2800	12/25/05	04/17/09	$60,907 48	$89,442 56	$-28,535 08
CADBURY PLC	12721E102	1750	12/25/05	04/17/09	$53,727 94	$80,382 00	$-26,654.06
AON CORPORATION COM	037389103	1500	12/25/05	04/17/09	$60,735 98	$54,950 94	$5,785 04
AFLAC INC	001055102	875	12/25/05	04/17/09	$24,759.41	$37,340 29	$-12,580 88
CADBURY PLC	12721E102	2200	12/25/05	04/21/09	$66,865 51	$101,051 66	$-34,186 15
PRAXAIR INC	74005P104	2125	12/25/05	04/21/09	$139,129 45	$161,036 78	$-21,907 33
AFLAC INC	001055102	6150	12/25/05	05/12/09	$208,591 56	$262,448 92	$-53,857 36
COACH INC	189754104	9050	12/25/05	05/21/09	$218,689 42	$270,743 78	$-52,054 36
EBAY INC	278642103	14550	12/25/05	07/23/09	$309,400 68	$384,851 84	$-75,451 16
EBAY INC	278642103	15650	12/25/05	07/29/09	$338,122 05	$413,947 16	$-75,825 11
TIFFANY & CO NEW	886547108	11925	12/25/05	08/11/09	$362,825 47	$486,639 33	$-123,813 86
MOODYS CORP	615369105	15525	12/25/05	09/04/09	$373,158 60	$605,510 44	$-232,351 84
CADBURY PLC	12721E102	8100	12/25/05	09/08/09	$422,634 16	$372,053 83	$50,580 33
[illegible]	001055102	2325	12/25/05	09/11/09	$94,027 32	$99,218 49	$-5,191 17
				[illegible]	$418,112 64	$455,012 88	$-36,900 24

Long term gains and losses

This category includes sales of assets held more than 12 months.

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
CADBURY PLC	12721E102	4450	12/25/05	10/09/09	$221,714 21	$204,399 94	$17,314 27
CADBURY PLC	12721E102	5598	12/25/05	11/09/09	$284,147 16	$257,130 54	$27,016 62
CADBURY PLC	12721E102	1900	09/30/08	11/09/09	$96,441 52	$87,271 89	$9,169 63
CADBURY PLC	12721E102	1800	10/01/08	11/09/09	$91,365 65	$82,678 62	$8,687 03
ORACLE CORPORATION	68389X105	975	12/25/05	11/16/09	$22,199 72	$14,570 83	$7,628 89
MICROSOFT CORP COM	594918104	500	12/25/05	11/16/09	$14,745 17	$14,089 55	$655 62
MEDTRONIC INC	585055106	350	12/25/05	11/16/09	$14,003 48	$17,689 58	$-3,686 10
MASTERCARD INC	57636Q104	75	11/14/08	11/16/09	$17,228 18	$10,335 78	$6,892 40
DIAGEO PLC SPON ADR NEW	25243Q205	300	12/25/05	11/16/09	$20,489 47	$23,745 97	$-3,256 50
COACH INC	189754104	725	12/25/05	11/16/09	$26,109 10	$21,689 42	$4,419 68
CISCO SYS INC	17275R102	800	12/25/05	11/16/09	$19,148 35	$18,827 36	$320 99
AVON PRODUCTS INC COM	054303102	1000	12/25/05	11/16/09	$36,010 12	$31,943 77	$4,066 35
AMERICAN EXPRESS COMPANY	025816109	725	12/25/05	11/16/09	$30,227 00	$39,884.79	$-9,657 79
AFLAC INC	001055102	350	10/09/08	11/16/09	$15,928 44	$14,936 12	$992 32
AON CORPORATION COM	037389103	525	12/25/05	11/16/09	$21,463 12	$19,232 83	$2,230 29
PRAXAIR INC	74005P104	325	12/25/05	11/16/09	$27,491 63	$24,629 15	$2,862 48
ZIMMER HLDGS INC	98956P102	275	12/25/05	11/16/09	$15,375 04	$16,234 01	$-858 97
UNITED TECHNOLOGIES CORP	913017109	250	12/25/05	11/16/09	$17,257 28	$12,464 66	$4,792 62
3M CO	88579Y101	225	12/25/05	11/16/09	$17,538 52	$17,146.22	$392 30
SYNGENTA AG SPONS ADR	87160A100	350	11/12/08	11/16/09	$18,036 05	$12,400 59	$5,635 46
SYNGENTA AG SPONS ADR	87160A100	7575	11/12/08	11/24/09	$401,803 26	$268,384 14	$133,419 12
AFLAC INC	001055102	6075	10/09/08	11/24/09	$269,267 44	$259,248 32	$10,019 12
MICROSOFT CORP COM	594918104	6175	12/25/05	12/15/09	$185,699 69	$174,005 98	$11,693 71
AON CORPORATION COM	037389103	2700	12/25/05	12/28/09	$104,328 28	$98,911 70	$5,416 58
AVON PRODUCTS INC COM	054303102	3625	12/25/05	12/28/09	$116,486 74	$115,796 17	$690 57
AVON PRODUCTS INC COM	054303102	1400	09/30/08	12/28/09	$44 987 98	$44,721 28	$266 70

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
MEDTRONIC INC	585055106	1825	12/25/05	12/28/09	$80,125 65	$92,238 54	$-12,112 89
MICROSOFT CORP COM	594918104	1650	12/25/05	12/28/09	$51,036 15	$46,495 53	$4,540 62
PRAXAIR INC	74005P104	1650	12/25/05	12/28/09	$131,996 60	$125,040 33	$6,956 27
AMERICAN EXPRESS COMPANY	025816109	3700	12/25/05	12/28/09	$153,103 91	$203,549 97	$-50,446 06
CISCO SYS INC	17275R102	4725	12/25/05	12/28/09	$113,257 69	$111,315 46	$1,942.23
UNITED TECHNOLOGIES CORP	913017109	1275	12/25/05	12/28/09	$89,509 70	$63,569 77	$25,939.93
MASTERCARD INC	57636Q104	350	11/14/08	12/28/09	$88,884 73	$48,233 65	$40,651 08
COACH INC	189754104	3650	12/25/05	12/28/09	$135,405 67	$109,195 01	$26,210 66
DIAGEO PLC SPON ADR NEW	25243Q205	1550	12/25/05	12/28/09	$107,320 78	$122,687 51	$-15,366 73
ORACLE CORPORATION	68389X105	4875	12/25/05	12/28/09	$120,897 37	$72,854 15	$48,043 22
CHESAPEAKE ENERGY CORP	165167107	3100	12/22/08	12/28/09	$85,178 67	$56,270 62	$28,908 05
ZIMMER HLDGS INC	98956P102	1325	12/25/05	12/28/09	$79,666 89	$78,218 39	$1,448 50
3M CO	88579Y101	1150	12/25/05	12/28/09	$95,401 54	$87,636 24	$7,765.30
Total long term gain/loss for sales of assets:					$10,608,726 79	$12,959,233 00	$-2,350,506 21

Income for 2009

This section reports your proceeds from sales during the year We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost Please review these carefully before preparing your tax return

Long term gains and losses

This category includes sales of assets held more than 12 months

Description	Cusip	Units	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
BERKSHIRE HATHAWAY INC CL A	084670108	27	12/25/05	04/09/09	$2,473,135 08	$1,976,400 00	$496,735 08
BERKSHIRE HATHAWAY INC CL A	084670108	28	12/25/05	04/22/09	$2,458,653 38	$2,049,600 00	$409,053 38
BERKSHIRE HATHAWAY INC CL A	084670108	27	12/25/05	05/01/09	$2,510,934 11	$1,976,400 00	$534,534 11
BERKSHIRE HATHAWAY INC CL A	084670108	29	12/25/05	05/18/09	$2,621,531 17	$2,122,800 00	$498,731 17
BERKSHIRE HATHAWAY INC CL A	084670108	26	12/25/05	12/28/09	$2,559,870 90	$1,903,200 00	$656,670 90
Total long term gain/loss for sales of assets:					$12,624,124 64	$10,028,400 00	$2,595,724 64

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
2	(D)TRUCK	091098	200DB	5.00	17	4,800.			4,800.	4,800.		0.
3	SUNFLOWER EQUIPMENT	041198	200DB	7.00	17	6,994.			6,994.	6,994.		0.
4	TRAILER	112697	200DB	5.00	17	1,000.			1,000.	1,000.		0.
5	(D)1997 DODGE	030497	200DB	5.00	17	27,398.			27,398.	27,398.		0.
6	(D)6X4 JOHN DEERE	091595	200DB	5.00	17	6,769.			6,769.	6,769.		0.
7	CHAIN SAW	012098	200DB	5.00	17	238.			238.	238.		0.
8	(D)TOOLBOX	012398	200DB	5.00	17	244.			244.	244.		0.
9	SAW	101597	200DB	5.00	17	266.			266.	266.		0.
10	SIGN	030999	200DB	7.00	17	1,600.			1,600.	1,600.		0.
11	(D)WOOD CHIPP	031599	200DB	7.00	17	2,600.			2,600.	2,600.		0.
12	WELDER KIT	041599	200DB	7.00	17	551.			551.	551.		0.
13	14" SAW	041599	200DB	7.00	17	120.			120.	120.		0.
14	SAW	043099	200DB	7.00	17	251.			251.	251.		0.
15	EQUIPMENT	060999	200DB	7.00	17	7,818.			7,818.	7,818.		0.
16	2002 GMC SIERRA	042304	200DB	5.00	17	26,000.			26,000.	24,952.		1,048.
17	(D)TRUCK	121401	200DB	5.00	17	2,000.			2,000.	2,000.		0.
18	TRACTOR & GATOR	021202	200DB	5.00	17	34,559.			34,559.	34,559.		0.
19	FURNITURE - KAPPY'S OFFICE	051407	200DB	7.00	17	8,452.			8,452.	3,277.		1,479.

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
20	OFFICE FURNITURE - RECEPTIONIST	051407	200DB	7.00	17	5,103.			5,103.	1,979.		893.
21	OFFICE SPACE BUILDOUT	062807	150DB	15.00	17	38,155.			38,155.	5,533.		3,262.
22	LATERAL FILE CABINETS & BOOKCASE	041107	200DB	7.00	17	4,350.			4,350.	1,686.		761.
23	CONFERENCE TABLE, 2 CHAIRS & SOFA	041107	200DB	7.00	17	10,727.			10,727.	4,159.		1,877.
24	WALLPAPER	042307	200DB	7.00	17	2,092.			2,092.	811.		366.
25	EGTAGER FOR CONFERENCE ROOM	042307	200DB	7.00	17	2,723.			2,723.	1,056.		476.
26	DECORATING - WALLPAPER & FABRIC	050107	200DB	7.00	17	3,961.			3,961.	1,536.		693.
27	CONFERENCE ROOM CHAIRS	052207	200DB	7.00	17	3,277.			3,277.	1,271.		573.
28	LATERAL FILE CABINETS & BOOKCASE	053107	200DB	7.00	17	4,350.			4,350.	1,686.		761.
29	OFFICE CHAIRS	060507	200DB	7.00	17	1,677.			1,677.	651.		293.
30	TABLE REFINISHING	062607	200DB	7.00	17	1,827.			1,827.	708.		320.
31	RECEPTIONIST CHAIR	072307	200DB	7.00	17	599.			599.	233.		105
32	COMPUTER CABLING	032007	200DB	5.00	17	3,756.			3,756.	1,953.		721.
33	COOPERATIVE BUILDERS - CONSTRUC	032907	150DB	15.00	17	4,631.			4,631.	672.		396.
34	COOPERATIVE BUILDERS - CONSTRUC	042307	150DB	15.00	17	3,371.			3,371.	489.		288.
35	COOPERATIVE BUILDERS - CONSTRUC	063007	150DB	15.00	17	2,570.			2,570.	372.		220.
36	COOPERATIVE BUILDERS - CONSTRUC	071807	150DB	15.00	17	1,443.			1,443.	209.		123.
37	COOPERATIVE BUILDERS - CONSTRUC	100107	150DB	15.00	17	1,204.			1,204.	174.		103.

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
38	SOFTWARE - OPEN OFFICE UPGRADES	101907	200DB	3.00	17	1,738.			1,738.	1,352.		257.
39	MONITER & MEMORY UPGRADE KIT	120707	200DB	5.00	17	622.			622.	323.		120.
40	DELL LATITUDE COMPUTER	011607	200DB	5.00	17	1,914.			1,914.	995.		368.
41	DELL LATITUDE COMPUTER	072007	200DB	5.00	17	1,325.			1,325.	689.		254.
42	DELL LATITUDE COMPUTER	022207	200DB	5.00	17	1,313.			1,313.	683.		252.
43	(D)DELL LATITUDE COMPUTER	022207	200DB	5.00	17	1,579.			1,579.	821.		152.
	* TOTAL 990-PF PG 1 DEPR					235,967.		0.	235,967.	155,478.	0.	16,161.

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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

SOURCE	AMOUNT
ATLANTA EQUITY FUND	10,948.
ATV FUND II K-1	33.
ATV FUND III K-1	478.
WACHOVIA - OPERATING ACCOUNT	495.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11,954.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF NEW YORK - #399007	3,069,840.	6,397.	3,063,443.
BANK OF NEW YORK - #399011	1,708.	0.	1,708.
BANK OF NEW YORK - #399015	315,205.	0.	315,205.
BANK OF NEW YORK - #399113	178.	0.	178.
TOTAL TO FM 990-PF, PART I, LN 4	3,386,931.	6,397.	3,380,534.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS REFUND - MAYSON	857.	857.	
INVESTMENT INCOME - ATLANTA EQUITY FUND	<10,236.>	<10,236.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<9,379.>	<9,379.>	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES - SUTHERLAND ASBILL	47,133.	35,705.		11,428.
TO FM 990-PF, PG 1, LN 16A	47,133.	35,705.		11,428.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - SMITH & HOWARD	9,445.	0.		9,445.
TO FORM 990-PF, PG 1, LN 16B	9,445.	0.		9,445.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	407,091.	407,091.		0.
PROFESSIONAL FEES - SANDERS PETMECKY	1,499.	75.		1,424.
MANAGEMENT FEES - ZEIST COMPANY	960,000.	595,200.		364,800.
PROFESSIONAL FEES - FOUNDATION SOURCE	55,000.	0.		55,000.
PROFESSIONAL FEES - CONSULTING	75,449.	0.		75,449.
PROFESSIONAL FEES - COMPUTER	8,415.	1,161.		7,254.
PROFESSIONAL FEES - APPRAISALS	600.	600.		0.
TO FORM 990-PF, PG 1, LN 16C	1,508,054.	1,004,127.		503,927.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES & LICENSES	914.	727.		187.
TAXES - PAYROLL	63,337.	21,470.		41,867.
TAXES - PROPERTY	139,271.	139,271.		0.
TAXES - FOREIGN	121,821.	121,821.		0.
TO FORM 990-PF, PG 1, LN 18	325,343.	283,289.		42,054.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	35.	2.		33.
DUES & SUBSCRIPTIONS	323.	95.		228.
OFFICE EXPENSE	6,939.	4,708.		2,231.
POSTAGE & DELIVERY	942.	265.		677.
DEDUCTIONS RELATED TO PORTFOLIO INCOME	72,607.	72,607.		0.
MEALS	5,072.	373.		4,699.
INSURANCE - BUSINESS	49,779.	45,071.		4,708.
TELEPHONE & INTERNET	9,761.	7,181.		2,580.
CONTRACT LABOR	19,130.	18,780.		350.
EDUCATION	28,760.	364.		28,396.
FUEL	5,672.	5,672.		0.
MISCELLANEOUS	463.	463.		0.
LANDSCAPING	19,097.	19,097.		0.
OUTSIDE SERVICE	2,299.	1,267.		1,032.
REPAIRS & MAINTENANCE	5,465.	5,465.		0.
SEED & FEED	11,218.	11,218.		0.
SUPPLIES	10,760.	10,760.		0.
UTILITIES	10,754.	10,754.		0.
AUTO EXPENSE	762.	762.		0.
DISCUSSION GROUP EXPENSE	19,851.	1,171.		18,680.
PROPANE & OIL	1,203.	1,203.		0.
SECURITY	545.	545.		0.
FERTILIZER	1,119.	1,119.		0.
MEETING EXPENSE	1,030.	0.		1,030.
GIFTS - NON EMPLOYEE	226.	0.		226.
REDEVELOPMENT EXPENSE	1,134.	1,134.		0.
TRANSPORTATION EXPENSE	1,120.	1,120.		0.
CHARITABLE EXPENSE - ATLANTA EQUITY FUND K-1	81.	81.		0.

CONTRACT LABOR - MAYSON AVENUE	12,500.	0.		12,500.
TO FORM 990-PF, PG 1, LN 23	298,647.	221,277.		77,370.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
ADJUSTMENT TO UNREALIZED GAINS/LOSSES ON INVESTMENTS	41,321,177.
TOTAL TO FORM 990-PF, PART III, LINE 3	41,321,177.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERKSHIRE HATHAWAY CL A	12,697,600.	12,697,600.
AFLAC	246,281.	246,281.
CADBURY SCWEPPES	0.	0.
UNITED TECHNOLOGIES CORP	576,103.	576,103.
HIRTLE CALLAGHAN SMALL CAP EQUITY PORT	5,310,922.	5,310,922.
HIRTLE CALLAGHAN GROWTH EQUITY PORT	31,223,337.	31,223,337.
HIRTLE CALLAGHAN INTL EQUITY PORT	47,856,709.	47,856,709.
SSGA FUNDS	0.	0.
HIRTLE CALLAGHAN FIXED INCOME PORT	11,018,057.	11,018,057.
HIRTLE CALLAGHAN FIXED INCOME FUND II	7,403,767.	7,403,767.
DREYFUS CASH MANAGEMENT CLASS A FUND #288	1,342,343.	1,342,343.
HIRTLE CALLAGHAN PRIVATE EQUITY FUND V OFFSHORE	6,180,442.	6,180,442.
HIRTLE CALLAGHAN TOTAL RETURN OFFSHORE FUND II	7,906,470.	7,906,470.
HIRTLE CALLAGHAN ABSOLUTE RETURN OFFSHORE FUND II	2,837,695.	2,837,695.
EBAY INC	0.	0.
TIFFANY & CO NEW	0.	0.
ORACLE CORPORATION	775,761.	775,761.
AMERICAN EXPRESS COMPANY	972,480.	972,480.
COACH INC	864,848.	864,848.
3M CO	620,025.	620,025.
MEDTRONIC INC	517,864.	517,864.
MICROSOFT CORP COM	326,136.	326,136.
MOODYS CORP	0.	0.
AON CORPORATION COM	669,033.	669,033.
HIRTLE CALLAGHAN PRIVATE EQUITY OFFSHORE FUND VI	6,096,965.	6,096,965.
HIRTLE CALLAGHAN PRIVATE EQUITY OFFSHORE FUND VII	2,792,836.	2,792,836.
CHESAPEAKE ENERGY CORP	518,894.	518,894.
PRAXAIR INC	863,332.	863,332.

SYNGENTA AG	0.	0.
SCRIPPS NETWORKS INTERACTIVE	0.	0.
AVON PRODUCTS INC	1,025,325.	1,025,325.
DIAGEO PLC SPONSERED ADR NEW	695,835.	695,835.
ZIMMER HOLDINGS INC	508,346.	508,346.
CISCO SYSTEMS INC	732,564.	732,564.
MASTERCARD INC	588,754.	588,754.
XTO ENERGY INC	261,731.	261,731.
MONSANTO CO NEW	658,087.	658,087.
REPUBLIC SVCS INC CL A	909,459.	909,459.
APOLLO GROUP INC CL A	475,553.	475,553.
ITT EDL SVCS INC	544,573.	544,573.
COLGATE-PALMOLIVE CO	338,869.	338,869.
BECTON DICKINSON & CO	484,989.	484,989.
ACTIVISION BLIZZARD INC	374,962.	374,962.
AUTOMATIC DATA PROCESSING INC	475,302.	475,302.
INTUIT	493,217.	493,217.
HIRTLE CALLAGHAN REAL ESTATE SEC PORT	6,053,568.	6,053,568.
HIRTLE CALLAGHAN TRUST EMERGING MARKETS PORT	11,880,638.	11,880,638.
VANGUARD INFLATION-PROTECTED SEC PORT	9,983,775.	9,983,775.
HIRTLE CALLAGHAN HIGH YIELD BOND PORT	7,789,320.	7,789,320.
TOTAL TO FORM 990-PF, PART II, LINE 10B	193,892,767.	193,892,767.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLIANCE TECHNOLOGY VENTURES II, LP	FMV	219,213.	219,213.
ALLIANCE TECHNOLOGY VENTURES III, LP	FMV	229,990.	229,990.
OAK VALUE PROPERTIES, INC.	FMV	1,140.	1,140.
ATLANTA EQUITY FUND, LP	FMV	1,688,082.	1,688,082.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,138,425.	2,138,425.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
SUNFLOWER EQUIPMENT	6,994.	6,994.	0.
TRAILER	1,000.	1,000.	0.
CHAIN SAW	238.	238.	0.
SAW	266.	266.	0.
SIGN	1,600.	1,600.	0.
WELDER KIT	551.	551.	0.

14" SAW	120.	120.	0.
SAW	251.	251.	0.
EQUIPMENT	7,818.	7,818.	0.
2002 GMC SIERRA	26,000.	26,000.	0.
TRACTOR & GATOR	34,559.	34,559.	0.
FURNITURE - KAPPY'S OFFICE	8,452.	3,277.	5,175.
OFFICE FURNITURE - RECEPTIONIST	5,103.	1,979.	3,124.
OFFICE SPACE BUILDOUT	38,155.	5,533.	32,622.
LATERAL FILE CABINETS & BOOKCASES	4,350.	1,686.	2,664.
CONFERENCE TABLE, 2 CHAIRS & SOFA	10,727.	4,159.	6,568.
WALLPAPER	2,092.	811.	1,281.
EGTAGER FOR CONFERENCE ROOM	2,723.	1,056.	1,667.
DECORATING - WALLPAPER & FABRIC	3,961.	1,536.	2,425.
CONFERENCE ROOM CHAIRS	3,277.	1,271.	2,006.
LATERAL FILE CABINETS & BOOKCASES	4,350.	1,686.	2,664.
OFFICE CHAIRS	1,677.	651.	1,026.
TABLE REFINISHING	1,827.	708.	1,119.
RECEPTIONIST CHAIR	599.	233.	366.
COMPUTER CABLING	3,756.	1,953.	1,803.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	4,631.	672.	3,959.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	3,371.	489.	2,882.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	2,570.	372.	2,198.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	1,443.	209.	1,234.
COOPERATIVE BUILDERS - CONSTRUCTION OVERSIGHT	1,204.	174.	1,030.
SOFTWARE - OPEN OFFICE UPGRADES	1,738.	1,352.	386.
MONITER & MEMORY UPGRADE KIT	622.	323.	299.
DELL LATITUDE COMPUTER	1,914.	1,363.	551.
DELL LATITUDE COMPUTER	1,325.	943.	382.
DELL LATITUDE COMPUTER	1,313.	935.	378.
TOTAL TO FM 990-PF, PART II, LN 14	190,577.	112,768.	77,809.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
UPAID STOCK OPTIONS	49,784.	49,784.
TOTAL TO FORM 990-PF, PART II, LINE 22	49,784.	49,784.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NANCY J. BRUMLEY-ROBITAILLE 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	PRESIDENT/DIRECTOR 20.00	100,000.	8,687.	0.
R. BRAD FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	VICE PRESIDENT/DIRECTOR 20.00	100,000.	8,687.	0.
MARIE B. FOSTER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	SECRETARY/TREAS/DIRECTOR 20.00	100,000.	8,687.	0.
GALEN L. OELKERS 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	CIO/ASSISTANT SECRETARY 22.00	25,000.	19,170.	0.
EILEEN K. SCHERBERGER 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	CFO/ASSISTANT TREASURER 15.00	0.	0.	0.
BARBARA K. DEBUTTS 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	EXECUTIVE DIRECTOR 40.00	189,540.	17,058.	0.
ATIBA MBIWAN 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	ASSOCIATE DIRECTOR 40.00	99,792.	8,982.	0.
CHRISTINE GALLOWAY 3715 NORTHSIDE PKWY, NW, STE 3-195 ATLANTA, GA 303272812	BOARD ATTENDEE 0.00	1,943.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		616,275.	71,271.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS PO BOX 52124 ATLANTA, GA 30355	NONE EDUCATION	PUBLIC CHARITY	7,500.
ALTANTA SPEECH SCHOOL 3160 NORTHSIDE PKWY, NW ATLANTA, GA 30327	NONE EDUCATION	PUBLIC CHARITY	122,118.
ATLANTA SYMPHONY ORCHESTRA 1280 PEACHTREE ST, NE, STE 4074 ATLANTA, GA 303093552	NONE ARTS & CULTURE	PUBLIC CHARITY	500,000.
BEN FRANKLIN ACADEMY 1585 CLIFTON ROAD ATLANTA, GA 30329	NONE EDUCATION	PUBLIC CHARITY	100,000.
CENTER FOR PUPPETRY ARTS 1404 SPRING STREET, NW ATLANTA, GA 30309	NONE ARTS & CULTURE	PUBLIC CHARITY	100,000.
CHILDREN'S HEALTHCARE OF ATLANTA 1600 TULLIE CIRCLE, NE ATLANTA, GA 30329	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	250,000.
COMMUNITY FOUNDATION FOR GREATER ATLANTA 50 HURT PLAZA, SUITE 449 ATLANTA, GA 30303	NONE DISCRETIONARY	PUBLIC CHARITY	5300000.
ACHOR CENTER INC. 180 PEYTON ROAD, SUITE B ATLANTA, GA 30311	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.

AGAPE COMMUNITY CENTER 2353 BOLTON ROAD NW, SUITE 100 ATLANTA, GA 30318	NONE EDUCATION	PUBLIC CHARITY	50,000.
FAMILIES FIRST 1105 WEST PEACHTREE ST, NE ATLANTA, GA 30357	NONE MISSION	PUBLIC CHARITY	50,000.
FOUNDATION CENTER 50 HURT PLAZA, STE 150 ATLANTA, GA 303032914	NONE DISCRETIONARY	PUBLIC CHARITY	1,000.
GEORGIA AQUARIUM 225 BAKER STREET ATLANTA, GA 30313	NONE EDUCATION	PUBLIC CHARITY	50,000.
GEORGIA CENTER FOR NON PROFITS 50 HURT PLAZA, SUITE 845 ATLANTA, GA 30303	NONE DISCRETIONARY	PUBLIC CHARITY	88,300.
AMERICA'S SECOND HARVEST OF COASTAL GA 2501 E. PRESIDENT STREET SAVANNAH, GA 31404	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	20,000.
GEORGIA PARTNERSHIP FOR EXCELLENCE IN EDUCATION 233 PEACHTREE STREET, STE 2000 ATLANTA, GA 30303	NONE EDUCATION	PUBLIC CHARITY	50,000.
ATLANTA CHILDREN'S SHELTER 607 PEACHTREE STREET ATLANTA, GA 30308	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	25,000.
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWERY BLVD., NW ATLANTA, GA 30318	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	100,000.
KIPP METRO ATLANTA COLLABORATIVE 80 JOSEPH E. LOWERY BLVD ATLANTA, GA 30314	NONE EDUCATION	PUBLIC CHARITY	200,000.

ATLANTA DAY SHELTER FOR WOMEN & CHILDREN 655 ETHEL STREET, NW ATLANTA, GA 30318	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	25,000.
NATIONAL BLACK ARTS FESTIVAL PROMENADE II, 1230 PEACHTREE ST, NE, STE 500 ATLANTA, GA 30309	NONE ARTS & CULTURE	PUBLIC CHARITY	25,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1818 N STREET NW, SUITE 300 WASHINGTON, DC 20036	NONE DISCRETIONARY	PUBLIC CHARITY	2,000.
ODYSSEY INC 1424 WEST PACES FERRY ROAD ATLANTA, GA 30327	NONE EDUCATION	PUBLIC CHARITY	50,000.
ATLANTA UNION MISSION 2353 BOLTON ROAD ATLANTA, GA 30318	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	25,000.
ATLANTA YOUTH ACADEMY PO BOX 18237 ATLANTA, GA 30316	NONE EDUCATION	PUBLIC CHARITY	20,000.
PROJECT GRAD ATLANTA INC 260 PEACHTREE STREET, STE 402 ATLANTA, GA 30303	NONE EDUCATION	PUBLIC CHARITY	250,000.
REFUGEE FAMILY SERVICES 5561-H MEMORIAL DRIVE ATLANTA, GA 30383	NONE EDUCATION	PUBLIC CHARITY	50,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, SUITE 350 ATLANTA, GA 30303	NONE DISCRETIONARY	PUBLIC CHARITY	13,000.
TEACH FOR AMERICA 10 PEACHTREE PLACE, NE ATLANTA, GA 30308	NONE EDUCATION	PUBLIC CHARITY	250,000.

ALLIANCE THEATRE 1280 PEACHTREE STREET, NE ATLANTA, GA 30309	NONE ARTS & CULTURE	PUBLIC CHARITY	50,000.
BOY SCOUTS OF AMERICA 1880 CIRCLE 75 PKWY SE ATLANTA, GA 30339	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	300,000.
GRADY MEMORIAL HOSPITAL CORPORATION 80 JESSEE HILL DRIVE SE ATLANTA, GA 30303	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	1000000.
ATLANTA OPERA 1575 NORTHSIDE DRIVE, BLDG 300, STE 350 ATLANTA, GA 30318	NONE ARTS & CULTURE	PUBLIC CHARITY	50,000.
FERNBANK MUSEUM OF NATURAL HISTORY 767 CLIFTON ROAD, NE ATLANTA, GA 30307	NONE EDUCATION	PUBLIC CHARITY	66,224.
HIGH MUSEUM OF ART 1280 PEACHTREE STREET, NE ATLANTA, GA 30309	NONE ARTS & CULTURE	PUBLIC CHARITY	50,000.
BREAKTHROUGH ATLANTA 4075 PACES FERRY ROAD, NW ATLANTA, GA 30327	NONE EDUCATION	PUBLIC CHARITY	50,000.
BUCKHEAD CHRISTIAN MINISTRY 2847 PIEDMONT ROAD ATLANTA, GA 30305	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	50,000.
TRINITY PRESBYTERIAN CHURCH 3003 HOWELL MILL ROAD ATLANTA, GA 30327	NONE DISCRETIONARY	PUBLIC CHARITY	175,000.
VOICES FOR GEORGIA'S CHILDREN 100 EDGEWOOD AVENUE, NE, SUITE 520 ATLANTA, GA 30303	NONE MISSION	PUBLIC CHARITY	50,000.

VOX TEEN COMMUNICATIONS INC 229 PEACHTREE STREET, STE 725 ATLANTA, GA 30303	NONE EDUCATION	PUBLIC CHARITY	50,000.
CAMP TWIN LAKES 600 MEANS STREET, SUITE 110 ATLANTA, GA 30318	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	102,500.
WOODRUFF ART CENTER 1280 PEACHTREE STREET, NE ATLANTA, GA 30309	NONE ARTS & CULTURE	PUBLIC CHARITY	50,000.
YOUTH ENSEMBLE OF ATLANTA 880 PONCE DE LEON AVENUE ATLANTA, GA 30306	NONE ARTS & CULTURE	PUBLIC CHARITY	30,000.
CLAYTON FAMILY CARE, INC. 1000 MAIN STREET FOREST PARK, GA 30297	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
COVENANT HOUSE GEORGIA 2488 LAKEWOOD AVENUE, SW ATLANTA, GA 30315	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	75,000.
DECATUR COOPERATIVE MINISTRY PO BOX 457 DECATUR, GA 30031	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
DONORSCHOOSE.ORG 1942 DELANO DRIVE NE ATLANTA, GA 30307	NONE EDUCATION	PUBLIC CHARITY	25,000.
FOOD BANK OF NORTHEAST GEORGIA PO BOX 48857 ATHENS, GA 48857	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	20,000.
FOOD BANK OF SOUTHWEST GEORGIA 2800 PHILLIPS DRIVE ALBANY, GA 48857	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	20,000.

GENESIS SHELTER 173 BOULEVARD AVENUE, NE ATLANTA, GA 30312	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	25,000.
HILL CENTRE 3200 PICKETT ROAD DURHAM, NC 27705	NONE EDUCATION	PUBLIC CHARITY	50,000.
IMANGINE IT! CHILDREN'S MUSEUM OF ATLANTA 275 CENTENNIAL OLYMPIC PARK DRIVE NW ATLANTA, GA 30313	NONE ARTS & CULTURE	PUBLIC CHARITY	25,000.
MIDTOWN ASSISTANCE CENTER INC. 30 PORTER PLACE ATLANTA, GA 30308	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
MLK JR POOR PEOPLES CHURCH OF LOVE PO BOX 457 DECATUR, GA 30031	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
MOVING IN THE SPIRIT 750 GLENWOOD AVENUE ATLANTA, GA 30316	NONE ARTS & CULTURE	PUBLIC CHARITY	50,000.
MUST MINISTRIES PO BOX 1717 MARIETTA, GA 30061	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
NORTH FULTON COMMUNITY CHARITIES 11270 ELKINS ROAD ATLANTA, GA 30076	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
PIEDMONT PARK CONSERVANCY INC. 400 PARK DRIVE, NE ATLANTA, GA 30306	NONE MISSION	PUBLIC CHARITY	100,000.
QUALITY CARE FOR CHILDREN 50 EXECUTIVE PARK SOUTH NE, STE 5015 ATLANTA, GA 30329	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	25,000.

SALVATION ARMY 1190 WEST DRUID HILLS DRIVE, STE 150 ATLANTA, GA 30329	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
SECOND HARVEST OF SOUTH GEORGIA INC. 1411 HARBIN CIRCLE VALDOSTA, GA 31601	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	20,000.
SOUTHEASTERN HORTICULTURAL SOCIETY 1705 COMMERCE DRIVE, NW ATLANTA, GA 30318	NONE MISSION	PUBLIC CHARITY	50,000.
ST. VINCENT DE PAUL SOCIETY INC. 2050 CHAMBLEE TUCKER RD, STE C ATLANTA, GA 30341	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
SULLIVAN CENTER 642 DILL AVENUE ATLANTA, GA 30310	NONE HEALTH & HUMAN SERVICES	PUBLIC CHARITY	10,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			10,382,642.

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**
File by the due date for filing your return See instructions	ZEIST FOUNDATION, INC	58-1890927
	Number, street, and room or suite no If a P O box, see instructions 3715 NORTHSIDE PKWY, NW, NO. 3-195	
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30327-2812	

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 ▶ THE ZEIST COMPANY, LLC 3715 NORTHSIDE PKWY, NW, STE 3-195 - 30327-2812

  Telephone No ▶ (404) 949-3160 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	$ 32,000.
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	$ 219,510.
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