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Form 990-PF

Return of Private Foundation

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

2009

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

For calendar year 2009, or tax year beginning 01-01-2009, and ending 12-31-2009

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 THE SOLSTICE FOUNDATION INC	
	Number and street (or P O box number if mail is not delivered to street address) 6300 POWERS FERRY ROAD STE 600 BOX ROOM/SUITE 354	
	Room/ suite	
City or town, state, and ZIP code ATLANTA, GA 30339		

A Employer identification number

58-2117440

B Telephone number (see page 10 of the instructions)**C** If exemption application is pending, check here **D 1.** Foreign organizations, check here **2.** Foreign organizations meeting the 85% test, check here and attach computation **E** If private foundation status was terminated under section 507(b)(1)(A), check here **F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$** 2,548,617 **J** Accounting method Cash Accrual
 Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) 2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities. 5a Gross rents b Net rental income or (loss) _____ 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a \$ 1,498,846 7 Capital gain net income (from Part IV, line 2) 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) (attach schedule) 11 Other income (attach schedule) 12 Total. Add lines 1 through 11 	100,378	129	129	43,188
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) c Other professional fees (attach schedule) 17 Interest 18 Taxes (attach schedule) (see page 14 of the instructions) 19 Depreciation (attach schedule) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) 24 Total operating and administrative expenses. Add lines 13 through 23 	5,200	5,200	822	822
	25 Contributions, gifts, grants paid 26 Total expenses and disbursements. Add lines 24 and 25 	13,066	13,066	19,088	19,088
	27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	-432,529	24,229	0	82,650

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	26,917	11,841	11,841
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	2,513,233	2,095,780	2,536,776
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,540,150	2,107,621	2,548,617
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	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 ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,540,150	2,107,621	
30	Total net assets or fund balances (see page 17 of the instructions)	2,540,150	2,107,621	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,540,150	2,107,621	

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	2,540,150
2	Enter amount from Part I, line 27a	2	-432,529
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,107,621
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,107,621

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 Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 -420,564
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }		3 -395,458

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	147,900	2,904,668	0 050918
2007	269,000	3,385,741	0 079451
2006	252,407	2,782,279	0 090720
2005	160,272	1,996,455	0 080278
2004	113,000	1,720,099	0 065694

2	Total of line 1, column (d).	2 0 367061
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3 0 073412
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4 2,142,708
5	Multiply line 4 by line 3.	5 157,300
6	Enter 1% of net investment income (1% of Part I, line 27b).	6 242
7	Add lines 5 and 6.	7 157,542
8	Enter qualifying distributions from Part XII, line 4.	8 82,650

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	485
	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 <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	485
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	485
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,683
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	2,683
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input type="checkbox"/>	10	2,198
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 2,198 Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	Yes	No
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?	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	<input type="checkbox"/> 11		<input type="checkbox"/> No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<input type="checkbox"/> 12		<input type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> Yes	
	Website address ► N/A			
14	The books are in care of ► JACKSON RREECE & SCOTT PC Telephone no ► (770) 246-0793 Located at ► 275 SCIENTIFIC DRIVE SUITE 2500 NORCROSS GA ZIP +4 ► 30092			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year			

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.

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

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))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	5b	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
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? <input type="checkbox"/> Yes <input type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID S LINDENBAUM 6300 POWERS FERRY RD STE 600 BOX 354 ATLANTA, GA 30339	DIRECTOR 1 00	0	0	0
CAROL S LINDENBAUM 6300 POWERS FERRY RD STE 600 BOX 354 ATLANTA, GA 30339	DIRECTOR 1 00	0	0	0

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".**

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

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities.	1a 2,086,086
b	Average of monthly cash balances.	1b 89,252
c	Fair market value of all other assets (see page 24 of the instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 2,175,338
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2
3	Subtract line 2 from line 1d.	3 2,175,338
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4 32,630
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,142,708
6	Minimum investment return. Enter 5% of line 5.	6 107,135

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

1	Minimum investment return from Part X, line 6.	1 107,135
2a	Tax on investment income for 2009 from Part VI, line 5.	2a 485
b	Income tax for 2009 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 485
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 106,650
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 106,650
6	Deduction from distributable amount (see page 25 of the instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 106,650

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a 82,650
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 82,650
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 82,650

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				106,650
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004.	28,705			
b From 2005.	65,505			
c From 2006.	125,289			
d From 2007.	105,913			
e From 2008.	3,084			
f Total of lines 3a through e.	328,496			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ _____ 82,650				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).				
d Applied to 2009 distributable amount.				82,650
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	24,000			24,000
6 Enter the net total of each column as indicated below:	304,496			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	4,705			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	299,791			
10 Analysis of line 9				
a Excess from 2005.	65,505			
b Excess from 2006.	125,289			
c Excess from 2007.	105,913			
d Excess from 2008.	3,084			
e Excess from 2009.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed			
b	85% of line 2a			
c	Qualifying distributions from Part XII, line 4 for each year listed			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

DAVE LINDENBAUM

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

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

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

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

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

N/A

c Any submission deadlines

N/A

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

N/A

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	82,650
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	129	
4 Dividends and interest from securities.			14	43,188	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			1	-474,486	
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).				-431,169	
13 Total. Add line 12, columns (b), (d), and (e).					-431,169
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

2009

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF.

Name of organization
THE SOLSTICE FOUNDATION INC**Employer identification number**

58-2117440

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule—**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃ support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
THE SOLSTICE FOUNDATION INC

Employer identification number

58-2117440

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DAVID LINDENBAUM PO BOX 354 ATLANTA, GA 30339	\$ 100,378	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>
		\$	(Complete Part II if there is a noncash contribution)
		\$	(Complete Part II if there is a noncash contribution)
		\$	(Complete Part II if there is a noncash contribution)
		\$	(Complete Part II if there is a noncash contribution)
		\$	(Complete Part II if there is a noncash contribution)

Name of organization
THE SOLSTICE FOUNDATION INC

Employer identification number

58-2117440

Part II Noncash Property (see Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	See Additional Data Table	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization
THE SOLSTICE FOUNDATION INC

Employer identification number

58-2117440

Part III <i>Exclusivel/y religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry) For organizations completing Part III, enter the total of exclusivel/y religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ► \$</i>			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	—	—	—
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	—	—	—

Additional Data

Software ID:
Software Version:
EIN: 58-2117440
Name: THE SOLSTICE FOUNDATION INC

Form 990 Schedule B, Part II - Noncash Property (See Specific Instructions):

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	115 SHS ABBOTT LABORATORIES	\$ <u>6,195</u>	2009-12-21
1	120 SHS ITT CORP INC	\$ <u>6,272</u>	2009-12-21
1	420 SHS CISCO SYSTEMS	\$ <u>9,946</u>	2009-12-21
1	49 SHS JOHNSON & JOHNSON	\$ <u>3,167</u>	2009-12-21
1	100 SHS COVIDIEN PLC	\$ <u>4,701</u>	2009-12-18
1	210 SHS MEDCO HEALTH SOLUTIONS	\$ <u>13,644</u>	2009-12-21

Form 990 Schedule B, Part II - Noncash Property (See Specific Instructions):

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	48 SHS DANAHER CORPORATION	\$ 3,494	2009-12-21
1	204 SHS MICROSOFT CORPORATION	\$ 6,129	2009-12-15
1	355 SHS FREEPORT-MCMORAN COPPER	\$ 27,985	2009-12-18
1	140 SHS NATIONAL OILWELL VARCO	\$ 6,252	2009-12-21
1	138 SHS HEWLETT PACKARD CO	\$ 7,009	2009-12-21
1	80 SHS UNITED TECHNOLOGIES CORP	\$ 5,584	2009-12-21

Additional Data

Software ID: 09000034
Software Version: 09510950
EIN: 58-2117440
Name: THE SOLSTICE FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
CAPITAL GAIN DISTRIBUTIONS	P		
125 SHS EMERSON ELECTRIC CO	D	2007-12-31	2009-03-09
400 SHS AFLAC INC	P	2007-10-25	2009-03-10
7,541 48 SHS MFB NORTHERN MULTI-MANA	P	2009-03-04	2009-06-01
170 SHS WAL-MART STORES	P	2008-10-09	2009-07-30
180 SHS HEWLETT PACKARD CO	P	2006-06-21	2009-10-15
230 SHS WALT DISNEY	P	2006-06-21	2009-10-15
225 SHS EXELON CORP	P	2006-12-19	2009-01-22
FPL GROUP, INC	P	2008-08-01	2009-03-09
225 SHS ROCKWELL COLLINS INC	P	2007-06-08	2009-03-10
325 SHS BECTON, DICKINSON AND CO	P	2006-11-10	2009-06-02
300 SHS WELLS FARGO	D	2003-12-24	2009-07-30
50 SHS INTERNATIONAL BUSINESS MACHS	P	2008-05-01	2009-10-15
270 SHS WELLS FARGO	P	2009-06-02	2009-10-15
150 SHS RESEARCH IN MOTION	P	2008-05-01	2009-01-22
50 SHS INTERNATIONAL BUSINESS MACHS	P	2009-06-19	2009-03-09
237 99 SHS MFB NORTHERN FDS MULTI-MA	P	2008-11-26	2009-03-25
100 SHS INTERNATIONAL BUSINESS MACHS	P	2008-05-01	2009-06-02
170 SHS PROCTOR & GAMBLE CO	P	2003-12-12	2009-08-18
155 SHS ITT CORP	P	2006-02-26	2009-10-15
330 SHS VERIZON COMMUNICATIONS	P	2006-12-31	2009-10-28
325 SHS CATERPILLAR INC	P	2008-06-04	2009-02-02
75 SHS ITT CORP	P	2005-02-10	2009-03-09
60 SHS JOHNSON & JOHNSON	P	2006-12-19	2009-03-26
500 SHS MICROCHIP TECHNOLOGY INC COM	P	2006-07-28	2009-06-02
400 SHS ACCENTURE PLC SHS CL A NEW	P	2008-10-07	2009-09-09
160 SHS JACOBS ENGR GROUP	P	2007-07-16	2009-10-15
400 SHS DARDEN RESTURANTS	P	2009-02-17	2009-11-13
1,190 SHS MFC BARCLAYS BK PLACE	P	2008-02-28	2009-02-02
100 SHS JOHNSON & JOHNSON	D	2003-12-24	2009-03-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,220			11,220
3,305		3,385	-80
5,981		23,170	-17,189
50,000		37,104	12,896
8,303		9,703	-1,400
8,519		6,120	2,399
6,576		6,717	-141
12,102		13,854	-1,752
2,253		3,185	-932
6,993		15,464	-8,471
21,725		23,147	-1,422
7,230		2,065	5,165
6,288		6,120	168
7,822		1,859	5,963
7,340		18,327	-10,987
4,540		6,262	-1,722
2,368		2,673	-305
10,298		12,239	-1,941
8,848		8,246	602
8,054		6,745	1,309
9,587		11,167	-1,580
10,720		26,818	-16,098
2,624		3,264	-640
3,141		2,228	913
10,589		16,308	-5,719
13,576		14,676	-1,100
7,038		10,299	-3,261
13,102		11,239	1,863
40,023		62,998	-22,975
4,909		1,695	3,214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			11,220
			-80
			-17,189
			12,896
			-1,400
			2,399
			-141
			-1,752
			-932
			-8,471
			-1,422
			5,165
			168
			5,963
			-10,987
			-1,722
			-305
			-1,941
			602
			1,309
			-1,580
			-16,098
			-640
			913
			-5,719
			-1,100
			-3,261
			1,863
			-22,975
			3,214

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
140 SHS JOHNSON & JOHNSON	D	2006-12-19	2009-03-26
725 SHS SCHWAB CHARLES CORP	P	2008-09-10	2009-06-02
275 SHS EXELON CORP COM	P	2008-10-09	2009-09-09
130 SHS JOHNSON & JOHNSON	P	2005-10-12	2009-10-15
260 SHS WELLS FARGO	D	2009-06-02	2009-11-13
200 SHS MCDONALD CORP	P	2007-01-25	2009-02-17
150 SHS JP MORGAN	P	2008-09-25	2009-03-09
300 SHS COVIDIEN LTD STOCK	P	2008-10-07	2009-04-08
2,447 98 SHS MFB NORTHERN MULTI-MANA	P	2009-03-04	2009-07-28
60 SHS FIRST SOLAR INC	P	2008-06-04	2009-09-09
220 SHS JP MORGAN	P	2008-04-09	2009-10-15
60 SHS AMAZON COM INC	P	2009-06-02	2009-12-11
300 SHS WATER CORP COM	P	2007-03-05	2009-02-17
100 SHS KELLOGG	P	2006-11-10	2009-03-09
175 SHS PEPSICO INC	P	2006-12-19	2009-04-08
2,743 48 SHS MFB NORTHERN MULTI-MANA	P	2009-03-04	2009-07-28
350 SHS MCDONALD CORP	P	2006-05-09	2009-09-16
170 SHS KELLOGG CO	P	2006-11-10	2009-10-15
280 SHS BAXTER INTL INC	P	2006-07-28	2009-12-11
1,783 72 SHS MFB NORTHERN FDS MULTI-	P	2008-11-26	2009-03-04
9450 SHS MFC ISHARES TR MSCI	P	2008-09-15	2009-03-09
300 SHS ABBOT LABORATORIES	P	2008-04-09	2009-04-22
250 SHS ADOBE SYS INC COM	P	2008-11-11	2009-07-30
3,666 67 SHS MFB NORTHERN MULITI-MANA	P	2009-03-04	2009-10-13
420 SHS MICROSOFT CORP	D	1999-06-22	2009-10-15
240 SHS JACOBS ENGR GROUP, INC COM	P	2007-07-16	2009-12-11
125 SHS ABBOTT LABORATORIES	P	2005-06-07	2009-03-09
2725 SHS MFC ISHARES TR RUSSELL 2000	P	2008-09-15	2009-03-09
475 SHS ACCENTURE LTD BREMUDA	P	2004-04-14	2009-04-22
85 SHS AIR PRODUCTS AND CHEMICALS, I	P	2007-09-04	2009-07-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,328		2,374	4,954
12,163		15,619	-3,456
13,342		16,442	-3,100
8,009		8,008	1
7,176		3,950	3,226
11,403		7,571	3,832
2,877		6,702	-3,825
9,578		15,377	-5,799
20,000		14,051	5,949
7,216		16,587	-9,371
10,065		8,502	1,563
8,064		4,593	3,471
11,615		16,440	-4,825
3,851		4,949	-1,098
9,270		11,066	-1,796
20,000		13,498	6,502
19,020		12,530	6,490
8,471		8,412	59
15,476		11,740	3,736
16,000		20,040	-4,040
323,283		563,428	-240,145
13,112		13,054	58
8,095		9,242	-1,147
33,000		20,350	12,650
10,715		2,564	8,151
8,161		15,449	-7,288
5,925		6,123	-198
101,587		194,882	-93,295
12,605		12,089	516
6,271		7,675	-1,404

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			4,954
			-3,456
			-3,100
			1
			3,226
			3,832
			-3,825
			-5,799
			5,949
			-9,371
			1,563
			3,471
			-4,825
			-1,098
			-1,796
			6,502
			6,490
			59
			3,736
			-4,040
			-240,145
			58
			-1,147
			12,650
			8,151
			-7,288
			-198
			-93,295
			516
			-1,404

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
185 SHS ADR TEVA PHARMACEUTICAL	P	2009-01-22	2009-10-15
155 SHS PEPSICO INC	P	2006-12-19	2009-10-15
180 SHS SCHLUMBERGER LTD	P	2006-01-11	2009-12-21
125 SHS ACCENTURE LTD BREMUDA	P	2004-04-14	2009-03-09
1300 SHS MFC MIDCAP SPDR	P	2008-09-15	2009-03-09
225 SHS CHEVRON CORP	P	2007-01-12	2009-04-22
95 SHS DANAHER CORP	P	2004-05-21	2009-07-30
105 SHS AMAZON COM INC	P	2009-06-02	2009-10-15
195 SHS PG&E CORP	P	2008-10-09	2009-10-15
75 SHS BAXTER INTL INC	P	2006-12-19	2009-03-09
150 SHS PEPSICO INC	P	2006-12-19	2009-03-09
50 SHS CHEVRON CORP	P	2007-01-12	2009-05-19
50 SHS INTERNATIONAL BUSINESS MACHS	P	2008-05-01	2009-07-30
120 SHS BAXTER INTL INC	P	2006-07-28	2009-10-15
145 SHS SCHLUMBERGER LTD COM STK	P	2006-01-11	2009-10-15
75 SHS BECTON, DICKINSON & CO	P	2006-11-10	2009-03-09
100 SHS PROCTER & GAMBLE	P	2003-12-12	2009-03-09
175 SHS EXXON MOBIL CORP COM	P	2004-12-27	2009-05-19
230 SHS JP MORGAN CHASE	P	2009-04-08	2009-07-30
525 SHS CISCO SYSTEMS	D	1997-05-29	2009-10-15
370 SHS SCHWAB CHARLES CORP	P	2008-05-27	2009-10-15
275 SHS CISCO SYSTEMS	D	1997-05-29	2009-03-09
59 SHS TRANSOCEAN LTD	P	2006-03-22	2009-03-09
300 SHS PROCTER & GAMBLE	P	2003-12-12	2009-05-19
150 SHS MEDCO HEALTH SOLUTIONS	P	2006-03-22	2009-07-30
195 SHS EMERSON ELECTRIC	D	2007-12-31	2009-10-15
100 SHS UNITED TECHNOLOGIES CORP	P	2002-09-20	2009-10-15
50 SHS COSTCO WHOLESALE	P	2008-01-11	2009-03-09
75 SHS ROCKWELL COLLINS INC	P	2007-06-08	2009-03-09
6,426 74 SHS MFB NORTHERN MULTI-MANA	P	2009-03-04	2009-06-01

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,520		7,845	1,675
9,387		9,801	-414
11,520		9,576	1,944
3,516		3,181	335
103,051		182,818	-79,767
14,896		15,600	-704
5,835		4,266	1,569
10,022		8,038	1,984
8,044		7,984	60
3,976		3,466	510
7,224		9,485	-2,261
3,390		3,467	-77
5,873		6,120	-247
6,972		5,032	1,940
9,094		7,714	1,380
4,938		5,342	-404
4,782		4,851	-69
12,183		7,690	4,493
8,749		6,421	2,328
12,589		3,455	9,134
7,182		8,149	-967
4,225		1,925	2,300
3,372		4,697	-1,325
15,321		14,552	769
7,586		4,409	3,177
7,578		8,665	-1,087
6,197		2,933	3,264
2,066		3,265	-1,199
2,237		5,155	-2,918
50,000		36,889	13,111

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			1,675
			-414
			1,944
			335
			-79,767
			-704
			1,569
			1,984
			60
			510
			-2,261
			-77
			-247
			1,940
			1,380
			-404
			-69
			4,493
			2,328
			9,134
			-967
			2,300
			-1,325
			769
			3,177
			-1,087
			3,264
			-1,199
			-2,918
			13,111

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
345 SHS SPECTRA ENERGY	P	2008-02-25	2009-07-30
70 SHS GOLDMAN SACHS GROUP	P	2009-03-09	2009-10-15
420 SHS US BANKCORP	P	2008-05-01	2009-10-15
75 SHS COVIDIEN LTD	P	2008-10-07	2009-03-09
150 SHS VERIZON COMMUNICATIONS	P	2005-10-12	2009-03-09
2,527 32 SHS MFB NORTHERN MULTI-MANG	P	2009-03-04	2009-06-01
170 SHS TJX COS INC	P	2008-05-01	2009-07-30
20 SHS GOOGLE INC	P	2009-04-15	2009-10-15
285 SHS VERIZON COMMUNICATIONS	P	2007-04-09	2009-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,272		8,220	-1,948
13,218		6,717	6,501
9,597		26,320	-16,723
2,248		3,844	-1,596
4,249		4,304	-55
18,500		14,027	4,473
6,088		5,582	506
10,317		7,898	2,419
8,280		9,323	-1,043

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-1,948
			6,501
			-16,723
			-1,596
			-55
			4,473
			506
			2,419
			-1,043

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
500 FOR LIFE 6105 BLUE STONE ROAD LOFT 421 ATLANTA, GA 30328	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
ASHOKA VENTURE FUND 1700 NORTH MOORE STREET ARLINGTON, VA 22209	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
DREAM HOUSE 2092 SCENIC HIGHWAY SUITE B SNELLVILLE, GA 30078	501 (C) (3)	EXEMPT	NOT SPECIFIED	5,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 100015004	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
EARTH UNIVERSITY FOUNDATION 6300 POWERS FERRY RD SUITE 600-354 ATLANTA, GA 30305	501 (C) (3)	EXEMPT	NOT SPECIFIED	14,000
THE GEORGIA CONSERVANCY 817 WEST PEACHTREE ST ATLANTA, GA 30308	501 (C) (3)	EXEMPT	NOT SPECIFIED	8,250
PREDISAN 1625 COOLEDGE ROAD TUCKER, GA 30084	501 (C) (3)	EXEMPT	NOT SPECIFIED	17,900
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880	501 (C) (3)	EXEMPT	NOT SPECIFIED	2,500
SPECIAL OLYMPICS 4000 DEKALB TECHNOLOGY PA ATLANTA, GA 30340	501 (C) (3)	EXEMPT	NOT SPECIFIED	10,000
Total			► 3a	82,650

TY 2009 Accounting Fees Schedule

Name: THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,200	5,200		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Gain/Loss from Sale of Other Assets Schedule

Name: THE SOLSTICE FOUNDATION INC

EIN: 58-2117440

**TY 2009 Investments Corporate
Stock Schedule**

Name: THE SOLSTICE FOUNDATION INC

EIN: 58-2117440

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	23,014	23,755
ACCENTURE LTD		
ADOBE SYS INC COM	21,605	20,228
ADR ABB LTD	6,867	6,112
ADR BHP BILLITON LTD	9,964	15,316
ADR TEVA PHARMACEUTICAL	14,556	19,101
AFLAC, INC.		
AIR PRODUCTS AND CHEMICALS	23,176	19,454
ALTERA CORP COM	9,641	12,447
AMAZON COM INC.	8,429	14,797
AMERICAN EXPRESS COMPANY		
AMERICAN INTERNATIONAL GROUP		
AMERIPRISE FINL INC COM		
APPLE COMPUTER INC	11,414	31,629
ARCELOR MITTAL LUXEMBOURG		
BAXTER INTL INC COMM ST		
BECTON, DICKINSON & CO.		
CATERPILLAR INC COM ST		
CHEVRON CORP COM	21,157	23,097
CISCO SYS INC	24,573	36,389
COSTCO WHSL CORP	16,324	14,793
COVIDIEN LTD COM STOCK	17,515	16,762
CUMMINS INC.	16,830	16,968
CVS CAREMARK CORP	9,410	8,697
DANAHER CORPORATION	20,808	28,425
DISNEY WALT CO COM	10,806	11,933
EMERSON ELECTRIC COMPANY	21,442	16,188
EXELON CORP COM		
EXXON MOBIL CORP	19,437	32,390
FEDEX CORP	8,096	7,511
FIRST SOLAR, INC		
FPL GROUP INC	19,111	15,846
FRANKLIN RES INC. COMMON STOCK		
FREEPORT-MCMORAN COPPER & GOLD	27,985	28,503
GENERAL ELECTRIC	19,798	13,239
GOLDMAN SACHS GROUP INC COM	13,791	21,949
GOOGLE INC.	12,218	18,599
HARTFORD FINCL SVCS GROUP		
HEWLETT PACKARD CO COM	21,935	28,743
INTERNATIONAL BUSINESS MACHS CORP	25,099	26,180
ITT INDS INC	18,732	19,399
JACOBS ENGR GROUP INC COM		
JOHNSON CONTROLS, INC.	16,727	16,889
JOHNSON & JOHNSON	20,879	20,547
JP MORGAN CHASE	36,240	31,252
KELLOGG CO	16,330	17,556
KOHLS CORP	9,670	13,483
MCDONALDS CORP COM ST		
MCKESSON CORP	15,285	15,625
MEDCO HEALTH SOLUTIONS INC	26,871	42,181
MFB NORTHERN FDS GLOBAL REAL ESTATE	54,013	74,795
MFB NORTHERN MULTI MNG INT EQ NMIEX	424,059	557,123
MFB NORTHERN MULTI MNG INTL EQ FD		
MFB NORTHERN MULTI MNG MID CAP FD	60,623	102,459
MFB NORTHERN MULTI-MANAGER EMERGING	170,436	253,732
MFB NORTHERN MULTI-MANAGER SMALL CAP	69,398	99,907
MFC BARCLAY BK PLC IPATH INDEX		
MFC ISHARES TR BARCLAYS	102,920	103,960
MFC ISHARES TR MSCI		
MFC ISHARES TR RUSSELL 2000 INDEX		
MFC MIDCAP SPDR		
MFC SPDR GOLD TR	45,497	53,655
MFO PIMCO FDS PAC INVT MGMT HIGH Y	95,000	112,820
MFO PIMCO FDS PAC INVT MGMT COMM	105,528	129,227
MFO QUANTITATIVE GROUP FDS		
MFO ROWE T PRICE INTL FDS		
MICROCHIP TECHNOLOGY INC COM		
MICROSOFT CORPORATION	38,592	28,477
MOSAIC CO COM	12,196	13,439
NATIONAL OILWELL VARCO COMM	16,568	19,400
NIKE INC.	8,297	8,589
NOBLE ENERGY	7,644	8,903
PEPSICO INC COM	20,235	19,456
PG & E CORP COMMON STOCK	16,322	14,735
PROCTER & GAMBLE	16,138	16,976
PRUDENTIAL FINC. INC COM		
QUALCOMM INC.	13,441	13,878
RESEACH IN MOTION		
ROCKWELL COLLINS INC COM		
SCHLUMBERGER LTD COM		
SCHWAB CHARLES CORP	16,821	13,738
SIGMA-ALDRICH CORP	14,963	15,159
SPECTRA ENERGY CORP	24,650	20,100
STARBUCKS CORP COM		
SUNCOR INC COM STK NPV	13,934	12,358
TARGET		
TEXAS INSTR INC		
TJX COS INC. COMMON NEW	14,120	15,717
TRANSOCEAN INC	12,143	12,420
TRAVELERS COS INC.	16,051	14,958
UNITED HEALTH GROUP, INC.	11,854	11,278
UNITED TECHNOLOGIES CORP	11,117	15,964
US BANCORP	6,893	11,930
VERIZON COMMUNICATIONS	12,607	11,927
WACHOVIA CORP		
WAL-MART STORES	31,599	28,329
WATERS CORP COM		
WELLS FARGO & CO	16,386	15,384

TY 2009 Other Expenses Schedule

Name: THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	13,066	13,066		

TY 2009 Taxes Schedule

Name: THE SOLSTICE FOUNDATION INC**EIN:** 58-2117440

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	822	822		