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# Form **990-PF**

### **Return of Private Foundation**

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

Department of the Treasury Internal Revenue Service

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

OMB No 1545-0052

2009

| For                          | For calendar year 2009, or tax year beginning , and ending |   |                              |                           |  |  |  |  |  |
|------------------------------|--|---|------------------------------|---------------------------|--|--|--|--|--|
| G                            | Check  | all that apply Initial return   | Initial return of a fo       | rmer public charity       | Final return   | 1  |  |  |  |
|                              |  | Amended return  | Address chang                | ge                        | Name change  |  |  |  |  |
| Her                          | the  | Name of foundation  |                              | A Employer identification | number   |  |  |  |  |
|                              | label.   |   |                              |                           |  |  |  |  |  |
|                              | nerwi  | mun universit nouniname   | ON, INC.                     |                           | 58-2270793   |  |  |  |  |
|                              | print  | Number and street (or P O box number if mail is not de  | elivered to street address)  | Room/suite                | B Telephone number                                   | <del> </del>                             |  |  |  |
|                              | r type   |   | MB 424                       |                           | 404-264-86   | 86                                       |  |  |  |
|                              | Spe  |   |                              |                           | C If exemption application is p                      | ending, check here                       |  |  |  |
| ınsı                         | ructio   | ATLANTA, GA 30305   |                              |                           | D 1. Foreign organizations                           | check here                               |  |  |  |
| H                            | Check  | type of organization X Section 501(c)(3) ex   | empt private foundation      |                           | Foreign organizations me<br>check here and attach co | eting the 85% test,                      |  |  |  |
|                              | ☐ Se   |   | Other taxable private founda | ition                     | E If private foundation sta                          |  |  |  |  |
| l Fa                         | air ma   | rket value of all assets at end of year   J   Accounti  | ng method X Cash             | Accrual                   | under section 507(b)(1)                              | (A), check here                          |  |  |  |
| (fi                          | rom I  | ·   | her (specify)                |                           | F If the foundation is in a                          |  |  |  |  |
|                              | \$   | 319,777. (Part I, colu  | mn (d) must be on cash b     | pasis.)                   | under section 507(b)(1)                              |  |  |  |  |
| Pi                           | art E  | Analysis of Revenue and Expenses  | (a) Revenue and              | (b) Net investment        | (c) Adjusted net                                     | (d) Disbursements                        |  |  |  |
|                              |  | (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) | expenses per books           | income                    | income   | for chantable purposes (cash basis only) |  |  |  |
|                              | 1  | Contributions, gifts, grants, etc., received  | 1,211.                       |                           | N/A  |  |  |  |  |
| _                            | 2  | Check X If the foundation is not required to attach Sch. B  |                              |                           |  |  |  |  |  |
| 2010                         | 3  | Interest on savings and temporary cash investments  |                              |                           |  | 111111111111111111111111111111111111111  |  |  |  |
| 2                            | 4  | Dividends and interest from securities  | 3,886.                       | 3,886.                    |  | STATEMENT 1                              |  |  |  |
| es s                         | 5a   | Gross rents   |                              | -                         |  |  |  |  |  |
| <b>₩</b>                     | Ь  | Net rental income or (loss)   |                              |                           |  |  |  |  |  |
| <u>&gt;</u>                  | 6a   | Net gain or (loss) from sale of assets not on line 10   | <124,528.                    | >                         |  |  |  |  |  |
| 羹                            | Ь  | Gross sales price for all assets on line 6a 265,565.  |                              |                           |  |  |  |  |  |
| ದಿ                           | 7  | Capital gain net income (from Part IV, line 2)  |                              | 0.                        | ,  |  |  |  |  |
| ЩĚ                           | 8  | Net short-term capital gain   |                              |                           |  |  |  |  |  |
| 爱                            | 9  | Income modifications  |                              | '                         |  |  |  |  |  |
| <b></b>                      | 10a  | Gross sales less returns and allowances   |                              |                           |  |  |  |  |  |
| SCANNED MAY                  | b  | Less Cost of goods sold   | 71114111                     |                           | 1111   |  |  |  |  |
| 90                           | 1  | Gross profit or (loss)  |                              |                           |  |  |  |  |  |
|                              | 11   | Other income  | 509.                         | 0.                        |  | STATEMENT 2                              |  |  |  |
|                              | 12   | Total. Add lines 1 through 11   | <118,922.                    | > 3,886.                  |  |  |  |  |  |
|                              | 13   | Compensation of officers, directors, trustees, etc  | 0.                           | 0.                        |  | 0.                                       |  |  |  |
|                              | 14   | Other employee salaries and wages   |                              |                           |  |  |  |  |  |
|                              | 15   | Pension plans, employee benefits  |                              |                           |  |  |  |  |  |
| Ses                          | 16a  | Legal fees  |                              |                           |  |  |  |  |  |
| ë                            | b  | Accounting fees STMT 3  | 1,100.                       | 278.                      |  | 0.                                       |  |  |  |
| Expenses                     | C  | Other professional fees   |                              |                           | RECEI  | VED                                      |  |  |  |
| Ş                            | 17   | Interest  |                              |                           |  |  |  |  |  |
| Operating and Administrative | 18   | Taxes STMT 4  | 96.                          | 30.                       | NAV 1 0  |  |  |  |  |
| nist                         | 19   | Depreciation and depletion  |                              |                           | 8 MAY 1 0  | 2010 9                                   |  |  |  |
| <u>=</u>                     | 20   | Occupancy   |                              |                           |  | <u> </u>                                 |  |  |  |
| A                            | 21   | Travel, conferences, and meetings   | 81.                          | 0.                        | OGDEN  | 1. UT 0.                                 |  |  |  |
| P P                          | 22   | Printing and publications   |                              |                           |  |  |  |  |  |
| ğ                            | 23   | Other expenses . STMT 5   | 20.                          | 0.                        |  | 0.                                       |  |  |  |
| e ii                         | 24   | Total operating and administrative  |                              |                           |  |  |  |  |  |
| per                          |  | expenses. Add lines 13 through 23   | 1,297.                       | _308.                     |  | 0.                                       |  |  |  |
| 0                            | 25   | Contributions, gifts, grants paid   | 20,500.                      |                           |  | 20,500.                                  |  |  |  |
|                              | 26   | Total expenses and disbursements.   |                              |                           |  |  |  |  |  |
| _                            | L  | Add lines 24 and 25   | 21,797.                      | _308.                     |  | 20,500.                                  |  |  |  |
|                              | 27   | Subtract line 26 from line 12   |                              |                           |  |  |  |  |  |
|                              | a  | Excess of revenue over expenses and disbursements .   | <140,719.                    |                           |  |  |  |  |  |
|                              | 1  | Net investment income (if negative, enter -0-)  |                              | 3,578.                    |  |  |  |  |  |
| 0005                         | C  | Adjusted net income (if negative, enter -0-)  |                              |                           | N/A  |  |  |  |  |

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4 Add lines 1, 2, and 3

3 Other increases not included in line 2 (itemize)

6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30

5 Decreases not included in line 2 (itemize)

| · · · · · · · · · · · · · · · · · · ·   | and Losses for Tax on ribe the kind(s) of property sold (e   |  | Income                | (b) How a           | cquired               | (c) Date acquired                          | (d) Date sold           |
|---|--|--|-----------------------|---------------------|-----------------------|--|-------------------------|
|   | rehouse, or common stock, 200 s  |  |                       | P - Puro<br>D - Don | mase                  | (mo , day, yr )                            | (mo, day, yr)           |
| 1a SEE ATTACHED S   | ···  |  |                       |                     |                       | VARIOUS                                    | VARIOUS                 |
| b SEE ATTACHED S  | CHEDULE  |  |                       |                     | P '                   | VARIOUS                                    | VARIOUS                 |
| <u>C</u>  |  |  |                       |                     | .                     |  |                         |
| <u>d</u>  |  |  |                       |                     | <del>-  -</del>       | <del> </del>                               | -                       |
| e   | (f) Depreciation allowed   | (n) Cos                                    | st or other basis     | <u> </u>            |                       | (h) Gain or (loss                          | <u> </u>                |
| (e) Gross sales price   | (or allowable)   |  | expense of sale       | •                   |                       | (e) plus (f) minus                         |                         |
| a 217,243.  |  |  | 302,31                |                     |                       |  | <85,071.                |
| b 48,322.   |  |  | 87,77                 | 9.                  |                       |  | <39,457.                |
| <u>C</u>  |  |  |                       |                     |                       |  |                         |
| d   |  | -  |                       |                     |                       |  |                         |
| Complete only for assets showing  | l<br>ng gain in column (h) and owned t   | l  | on 12/31/69           |                     |                       | Gains (Col (h) gair                        | minue                   |
| (i) F M V as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69   | (k) Ex                                     | cess of col (I)       |                     |                       | (k), but not less that<br>Losses (from col | ın -0-) <b>or</b>       |
| a   |  |  |                       |                     |                       |  | <85,071.                |
| b   |  |  | •                     |                     |                       |  | <39,457.                |
| C   |  |  |                       |                     |                       | · · · · · · · · · · · · · · · · · · ·      |                         |
| d   |  |  |                       |                     |                       |  |                         |
| <u>e</u>  |  |  |                       |                     | 1                     |  |                         |
| 2 Capital gain net income or (net ca  | apital loss) $\left\{egin{array}{l} 	ext{If gain, also en} \ 	ext{If (loss), enter} \end{array} ight.$ | ter in Part I, line<br>-0- in Part I, line | 7<br>7                | }   2               |                       |  | <124,528.               |
| 3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,  |  | and (6)                                    |                       | }                   |                       |  |                         |
| If (loss), enter -0- in Part I, line 8  |  | 5  | T                     | ] 3                 |                       | N/A  | <b>\</b>                |
| Part V Qualification U (For optional use by domestic private  |  |  |                       |                     | nent inc              | <u>ome</u>                                 |                         |
| If section 4940(d)(2) applies, leave to Was the foundation liable for the sec If "Yes," the foundation does not quate the appropriate amount in | tion 4942 tax on the distributable   | complete this pa                           | ırt                   |                     |                       |  | Yes X No                |
| (a) Base period years   | (b)  |  |                       | (c)                 |                       | Distri                                     | (d)<br>bution ratio     |
| Calendar year (or tax year beginni  | ng in) Adjusted qualifying o   |  | Net value of nor      |                     |                       | (col (b) dr                                | vided by col (c))       |
| 2008  |  | 19,500.                                    |                       |                     | 2,517                 |  | .046152                 |
| 2007  |  | 24,437.<br>19,000.                         |                       |                     | $\frac{8,011}{4,493}$ |  | .042745                 |
| 2006  |  | 16,308.                                    |                       |                     | 1,261                 |  | .045142                 |
| 2004  |  | 15,725.                                    |                       |                     | 9,098                 |  | .046373                 |
| 2 Total of line 1, column (d)   |  |  |                       |                     |                       | 2  | .229481                 |
| 3 Average distribution ratio for the<br>the foundation has been in existe   | •  | al on line 2 by 5,                         | or by the number      | of years            |                       | 3  | .045896                 |
| 4 Enter the net value of noncharitat  | ole-use assets for 2009 from Part  | X, line 5                                  |                       |                     |                       | 4  | 251,468.                |
| 5 Multiply line 4 by line 3   |  |  |                       |                     |                       | 5  | 11,541.                 |
| 6 Enter 1% of net investment incor  | ne (1% of Part I, line 27b)  |  |                       |                     |                       | 6  | 36.                     |
| 7 Add lines 5 and 6   |  |  |                       |                     |                       | 7  | 11,577.                 |
| 8 Enter qualifying distributions from   | n Part XII, line 4   |  |                       |                     |                       | 8  | 20,500.                 |
|   | n line 7, check the box in Part VI, li   | ine 1b, and comp                           | olete that part using | g a 1% tax          | rate                  |  |                         |
| 923521 02-02-10   |  |  |                       |                     |                       | F  | om <b>990-PF</b> (2009) |

|     | 1990-PF (2009) THE HAMILTON FOUNDATION, INC. 50-2  |                |        |            | Page 4        |
|-----|--|----------------|--------|------------|---------------|
|     | ert VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - s   | see ins        | stru   | ctio       | ns)           |
| 12  | 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)   |                |        |            |               |
| t   | Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔀 and enter 1%                                       |                |        |            | 36.           |
|     | of Part I, line 27b  |                |        |            |               |
|     | 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-)                                    |                |        |            | 0.            |
| 3   | Add lines 1 and 2  |                |        |            | 36.           |
| 4   | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                  |                |        |            | 0.            |
| 5   | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-   |                | ,,,,,, | -,         | 36.           |
| 6   | Credits/Payments   |                |        |            |               |
| 2   | 2009 estimated tax payments and 2008 overpayment credited to 2009 6a 769.  |                |        |            |               |
| t   | Exempt foreign organizations - tax withheld at source  |                |        |            |               |
| 0   | Tax paid with application for extension of time to file (Form 8868)  |                |        |            |               |
| C   | Backup withholding erroneously withheld  |                |        |            |               |
| 7   | Total credits and payments Add lines 6a through 6d   |                |        | 7          | <u>69.</u>    |
| 8   | Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached 8   |                |        |            |               |
| 9   | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  |                |        |            |               |
| 10  | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .  |                |        |            | 33.           |
| _   | Enter the amount of line 10 to be Credited to 2010 estimated tax ▶ 733 . Refunded ▶ 11   |                |        |            | 0.            |
| Pa  | art VII-A Statements Regarding Activities  |                |        |            |               |
| 12  | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in |                |        | <u>Yes</u> |               |
|     | any political campaign?  | <u> </u>       | la     |            | X             |
| t   | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?       | <u> </u>       | lb     |            | 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?   |                | 10     |            | X             |
| C   | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  |                |        |            |               |
|     | (1) On the foundation $\blacktriangleright$ \$ (2) On foundation managers $\blacktriangleright$ \$   |                |        |            |               |
| E   | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation                  |                |        |            |               |
|     | managers > \$O.  | l              |        |            |               |
| 2   | Has the foundation engaged in any activities that have not previously been reported to the IRS?  | ļ.,            | 2      |            | X             |
|     | If "Yes," attach a detailed description of the activities.   |                |        |            |               |
| 3   | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or          |                |        |            | l             |
|     | bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes   |                | 3      |            | X             |
|     | Did the foundation have unrelated business gross income of \$1,000 or more during the year?  |                | la     |            | Х             |
| t   | olf "Yes," has it filed a tax return on Form 990-T for this year?  | <u> </u>       | lb     |            | <del></del> - |
| 5   | Was there a liquidation, termination, dissolution, or substantial contraction during the year?   | ļ <sup>1</sup> | 5      |            | X             |
| _   | If "Yes," attach the statement required by General Instruction T.  | -              |        |            |               |
| 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?  | ·  '           | 7      | Χ          |               |
|     | If "Yes," complete Part II, col. (c), and Part XV.   | ļ              |        |            |               |
| 82  | Enter the states to which the foundation reports or with which it is registered (see instructions)   |                |        |            |               |
|     | GA   |                |        |            |               |
| t   | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)                  | _              | . 1    | v          |               |
| _   | of each state as required by General Instruction G? If "No," attach explanation  | 8              | 1b     | Х          |               |
| 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      |                |        |            | v             |
| 4.0 | year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV                                 | _              | 9      |            | $\frac{x}{x}$ |
| 10  | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses           | Form <b>9</b>  | 0      | DE         |               |
|     |  | rullii 9       | 73U-   |            | ZUU91         |

| Form 990-PF (2009) THE HAMILTON FOUNDATION,   |                                    |   | 38-22/0/   | 93             | Page 6                                  |
|---|------------------------------------|---|--|----------------|---|
| Part VII-B Statements Regarding Activities for Which                                  | Form 4720 May Be                   | Required (contin                        | ued)   |                |   |
| 5a During the year did the foundation pay or incur any amount to                      |                                    |   |  |                |   |
| (1) Carry on propaganda, or otherwise attempt to influence legislation (section       | on 4945(e))?                       | Yı                                      | es X No  |                |   |
| (2) Influence the outcome of any specific public election (see section 4955),         | or to carry on, directly or indi   |   |  |                |   |
| any voter registration drive?   |                                    |   | es X No  |                |   |
| (3) Provide a grant to an individual for travel, study, or other similar purposes     | s?                                 | Y <sub>1</sub>                          | es X No  |                |   |
| (4) Provide a grant to an organization other than a charitable, etc., organization    | on described in section            |   |  |                |   |
| 509(a)(1), (2), or (3), or section 4940(d)(2)?  |                                    | Yo                                      | es X No  |                |   |
| (5) Provide for any purpose other than religious, charitable, scientific, literary    | , or educational purposes, or      |   |  |                |   |
| the prevention of cruelty to children or animals?                                     |                                    | Yı                                      | es X No  |                |   |
| b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un | ider the exceptions described      | ın Regulations                          |  |                |   |
| section 53 4945 or in a current notice regarding disaster assistance (see instri      | uctions)?                          |   | 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 to    | from the tax because it mainta     | ained                                   | İ  |                |   |
| expenditure responsibility for the grant?   |                                    | N/A 🔲 Ye                                | es 🔲 No  |                |   |
| If "Yes," attach the statement required by Regulations section 53.494                 | 15-5(d).                           |   |  |                |   |
| 6a Did the foundation, during the year, receive any funds, directly or indirectly, to |                                    |   |  |                |   |
| a personal benefit contract?  | F. 3 F                             | <b>□</b> γ <sub>ε</sub>                 | s X No   |                |   |
| b Did the foundation, during the year, pay premiums, directly or indirectly, on a     | personal benefit contract?         |   |  | 6b             | x                                       |
| If "Yes" to 6b, file Form 8870.   | porsonar conone contract           |   |  | -              |   |
| 7a At any time during the tax year, was the foundation a party to a prohibited tax:   | shelter transaction?               | □ v <sub>4</sub>                        | s X No   |                |   |
| b If yes, did the foundation receive any proceeds or have any net income attribut     |                                    |   | N/A  | 7b             | _                                       |
| Information About Officers Diseases Trust   |                                    | anagere Highly                          |  | 7.0            |   |
| Part VIII Paid Employees, and Contractors   | tees, i ouridation wit             | anagers, mgm                            | ,  |                |   |
| 1 List all officers, directors, trustees, foundation managers and their               | compensation.                      |   | · · · · · · · · · · · · · · · · · · ·                          |                |   |
|   | (b) Title, and average             | (c) Compensation                        | (d) Contributions to employee benefit plans                    | (e)            | Expense                                 |
| (a) Name and address  | hours per week devoted to position | (If not paid,<br>enter -0-)             | and deferred compensation                                      | accou          | unt, other<br>wances                    |
|   | to position                        | Cinci o j                               | comparsation   | 4.10           | *************************************** |
| <del>-</del>  | †                                  |   |  |                |   |
| SEE STATEMENT 8   |                                    | 0.                                      | 0.   |                | 0.                                      |
| <del></del>   | <del></del>                        | † · · · · · · · · · · · · · · · · · · · |  |                |   |
|   |                                    | }                                       |  |                |   |
|   |                                    |   |  |                |   |
|   |                                    | <del></del>                             |  | <del> </del> - |   |
| · · · · · · · · · · · · · · · · · · ·   | 1                                  |   |  |                |   |
| <del></del>   |                                    |   |  |                |   |
|   |                                    | <del> </del>                            |  | 1              |   |
|   |                                    |   |  | -              |   |
|   |                                    |   |  |                |   |
| 2 Compensation of five highest-paid employees (other than those inc                   | cluded on line 1). If none         | enter "NONE "                           |  | l              |   |
| 2 Companion of the ingress paid employees (effer than those in                        | (b) Title, and average             |   | (d) Contributions to   | (e)            | Expense                                 |
| (a) Name and address of each employee paid more than \$50,000                         | hours per week                     | (c) Compensation                        | (d) Contributions to<br>employee benefit plans<br>and deferred | accou          | unt, other                              |
| NONE  | devoted to position                |   | compensation   | allu           | wances                                  |
| NONE  |                                    |   |  |                |   |
|   |                                    | <del>-</del>                            |  |                |   |
|   | 4                                  |   |  |                |   |
|   |                                    |   |  |                |   |
|   | 4                                  |   |  |                |   |
|   | ļ <u>.</u>                         |   |  |                |   |
|   | _                                  |   |  |                |   |
|   |                                    |   |  | L              |   |
|   | _                                  |   |  |                |   |
|   | <u> </u>                           |   |  | <u> </u>       |   |
| Total number of other employees paid over \$50,000                                    |                                    |   | <b>&gt;</b>  |                | 0                                       |

| Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued) | lation Managers, Highly |                  |
|--|-------------------------|------------------|
| 3 Five highest-paid independent contractors for professional services. If none, ent                          | er "NONE."              |                  |
| (a) Name and address of each person paid more than \$50,000  | (b) Type of service     | (c) Compensation |
| NONE   |                         |                  |
|  |                         |                  |
|  | _                       |                  |
|  |                         |                  |
|  |                         |                  |
|  |                         |                  |
|  |                         |                  |
| <del></del>  |                         |                  |
|  |                         |                  |
| 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 state  |                         | Expenses         |
| number of organizations and other beneficiaries served, conferences convened, research papers pr  N/A        | oduced, etc             |                  |
| 1 N/A  |                         |                  |
|  |                         |                  |
| 2  |                         |                  |
|  |                         |                  |
|  |                         |                  |
| 3  |                         |                  |
|  |                         |                  |
|  |                         |                  |
| 4  |                         |                  |
|  |                         |                  |
| Part IX-B Summary of Program-Related Investments   | <u></u>                 |                  |
| Describe the two largest program-related investments made by the foundation during the tax year o            | n lines 1 and 2         | Amount           |
| 1 N/A  |                         |                  |
|  |                         |                  |
|  |                         |                  |
| 2  |                         |                  |
|  |                         |                  |
|  |                         |                  |
| All other program-related investments. See instructions.   |                         |                  |
| 3  |                         |                  |
| <del></del>  |                         |                  |
| Total. Add lines 1 through 3   | <b>&gt;</b>             | 0.               |
| <del></del>  | <del></del>             |                  |

| P  | art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou   | ndations, se     | e instructions.) |
|----|--|------------------|------------------|
| 1  | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes   |                  |                  |
| а  | Average monthly fair market value of securities  | 1a               | 244,188.         |
| b  | Average of monthly cash balances   | 1b               | 11,109.          |
| C  | Fair market value of all other assets  | 1c               |                  |
| d  | Total (add lines 1a, b, and c)   | 1d               | 255,297          |
| е  | 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                |                  |
| 3  | Subtract line 2 from line 1d   | 3                | 255,297.         |
| 4  | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4                | 3,829.           |
| 5  | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.  | 5                | 251,468.         |
| 6  | Minimum investment return. Enter 5% of line 5  | 6                | 12,573.          |
| P  | art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.) | nd certain       |                  |
| 1  | Minimum investment return from Part X, line 6  | 1                | 12,573.          |
| 2a | Tax on investment income for 2009 from Part VI, line 5   |                  | <del></del>      |
| b  | Income tax for 2009 (This does not include the tax from Part VI )  |                  |                  |
| C  | Add lines 2a and 2b  | 20               | 36.              |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1   | 3                | 12,537.          |
| 4  | Recoveries of amounts treated as qualifying distributions  | 4                | 0.               |
| 5  | Add lines 3 and 4  | 5                | 12,537.          |
| 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                | 12,537.          |
| P  | art XII Qualifying Distributions (see instructions)  |                  |                  |
| 1  | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes  |                  |                  |
| а  | Expenses, contributions, gifts, etc - total from Part I, column (d), line 26   | 1a               | 20,500.          |
| 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:   |                  |                  |
| а  | 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                | 20,500.          |
| 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                | 36.              |
| 6  | Adjusted qualifying distributions. Subtract line 5 from line 4   | 6                | 20,464.          |
|    | Note. The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the foundation of  | nualifies for th | e section        |

4940(e) reduction of tax in those years

|  | (a)<br>Corpus                           | (b)<br>Years prior to 2008                        | (c)<br>2008                             | (d)<br>2009                            |
|--|---|---|---|--|
| 1 Distributable amount for 2009 from Part XI,<br>line 7  |   |   | *************************************** | 12,537                                 |
| 2 Undistributed income, if any, as of the end of 2009  | ······································  | <del>                                      </del> |   |  |
| a Enter amount for 2008 only   |   |   | 19,735.                                 |  |
| b Total for prior years  | *************************************** | <del>!!!.'                                </del>  |   | · · · · · · · · · · · · · · · · · · ·  |
|  |   | 0.  |   |  |
| 3 Excess distributions carryover, if any, to 2009  | <del></del>                             |   | ······································  | ······································ |
| 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 > \$ 20,500.  |   |   |   |  |
| a Applied to 2008, but not more than line 2a   |   | j   | 19,735.                                 |  |
| b Applied to undistributed income of prior   |   | **  |   | ······································ |
| years (Election required - see instructions)   |   | 0.  |   |  |
| c Treated as distributions out of corpus   | ·····                                   | · · · · · · · · · · · · · · · · · · ·             | ···· ··· ··· · · · · · · · · · · · · ·  | <del> </del>                           |
| (Election required - see instructions)   | 0.                                      |   |   |  |
| d Applied to 2009 distributable amount   |   |   | titil . 'h' .!                          | 765.                                   |
| e Remaining amount distributed out of corpus   | 0.                                      |   |   | ,,,,,                                  |
| 5 Excess distributions carryover applied to 2009   | 0.                                      |   |   | 0.                                     |
| (if an amount appears in column (d), the same amount must be shown in column (a) )   |   |   |   |  |
| 6 Enter the net total of each column as indicated below:   |   | ***************************************           |   |  |
| 2 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   |   |   | ,                                       | 11,772.                                |
| 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

923601 02-02-10

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment |  |                         |                                  |           |  |  |  |  |
|--|--|-------------------------|----------------------------------|-----------|--|--|--|--|
| Recipient  | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of | Purpose of grant or contribution | Amount    |  |  |  |  |
| Name and address (home or business)  | or substantial contributor   | recipient               | Contribution                     | 741104111 |  |  |  |  |
| a Paid during the year   | or substantial contributor   | recipient               |                                  |           |  |  |  |  |
| SEE STATEMENT 9  |  |                         |                                  | 20.500    |  |  |  |  |
| Total b Approved for future payment  |  |                         | <b>▶</b> 3a                      | 20,500.   |  |  |  |  |
| NONE   |  |                         |                                  |           |  |  |  |  |
| Total  | l  |                         | <b>▶</b> 3b                      | 0.        |  |  |  |  |

### Part XVI-A Analysis of Income-Producing Activities

|   | l Inclated      | business income  | Evelu                 | ded by section 512, 513, or 514 |   |
|---|-----------------|--|-----------------------|---------------------------------|---|
| Enter gross amounts unless otherwise indicated  | (a)<br>Business | (b) Amount   | (C)<br>Exclu-<br>sion | (d) Amount                      | (e)<br>Related or exempt<br>function income |
| 1 Program service revenue   | code            |  | code                  | Amount                          | - idilication income                        |
| a   | <del></del>     |  | -                     |                                 |   |
| b   | <del> </del>    |  | -                     |                                 |   |
| C   | <b> </b>        |  | -                     |                                 |   |
| d   | <b> </b>        |  | ļ                     |                                 |   |
| e   |                 |  | -                     |                                 |   |
| f   |                 |  | <b> </b>              | <del></del> .                   |   |
| g Fees and contracts from government agencies   | <u> </u>        |  | ļ                     |                                 |   |
| 2 Membership dues and assessments .   |                 |  | ļ                     |                                 |   |
| 3 Interest on savings and temporary cash  | l i             |  |                       |                                 |   |
| investments .   |                 |  |                       |                                 |   |
| 4 Dividends and interest from securities  | <u> </u>        |  | 14                    | 3,886.                          |   |
| 5 Net rental income or (loss) from real estate  |                 |  |                       |                                 | ·····                                       |
| a Debt-financed property .  |                 |  |                       |                                 |   |
| b Not debt-financed property  |                 |  |                       |                                 |   |
| 6 Net rental income or (loss) from personal   |                 |  |                       |                                 |   |
| property  |                 |  |                       |                                 |   |
| 7 Other investment income   |                 |  |                       |                                 | _   |
| 8 Gain or (loss) from sales of assets other   |                 |  |                       |                                 |   |
| than inventory  |                 |  | 18                    | <124,528.                       | >   |
| 9 Net income or (loss) from special events  |                 |  |                       |                                 |   |
| 10 Gross profit or (loss) from sales of inventory   | <del></del>     | ·  | <del> </del>          |                                 |   |
| 11 Other revenue  |                 | <del></del>  |                       |                                 |   |
| a K-1, LINN ENERGY LLC  |                 |  |                       | 485.                            |   |
| b K-1, THE BLACKSTONE   | <del> </del>    | *  |                       | 403.                            |   |
| GROUP LP  | <del></del>     |  | <del> </del>          | 24.                             |   |
| · · · · · · · · · · · · · · · · · · ·   | <del> </del>    |  | ├                     | 27.                             |   |
| d   | -               |  |                       |                                 |   |
| e   | <del> </del>    | 0.   |                       | ∠120 122                        |   |
| 12 Subtotal Add columns (b), (d), and (e)   | L.,L            | <u> </u>   | l                     | <120,133.                       |   |
| 13 Total. Add line 12, columns (b), (d), and (e)  | •               |  |                       | 13                              | <120,133.                                   |
| (See worksheet in line 13 instructions to verify calculations )                               |                 |  |                       |                                 | <del></del>                                 |
| Part XVI-B Relationship of Activities   | to the Accor    | mplishment of Ex   | cemp                  | t Purposes                      |   |
| Line No.   Explain below how each activity for which inci                                     |                 | and the second s |                       |                                 |   |
| Explain below how each activity for which income the foundation's exempt purposes (other than | •               | • •  | COULTIL               | outed importantly to the accom  | ipiisnment oi                               |
| the localidation 3 exempt purposes (other than  |                 | 13 101 30011 parposes;   |                       |                                 | <del></del>                                 |
|   |                 |  |                       |                                 | · · · · · · · · · · · · · · · · · · ·       |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 | <del></del>                                 |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 | <u> </u>   |                       |                                 |   |
|   |                 | <u> </u>   |                       |                                 |   |
|   |                 | _  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 |  | -                     | <del>.</del>                    |   |
|   |                 |  |                       |                                 | <del></del>                                 |
|   |                 |  |                       |                                 |   |
|   |                 |  |                       |                                 |   |
|   |                 | <del></del>  |                       |                                 |   |
| 022621  |                 |  |                       |                                 |   |

|            | Exempt Organizations  |                                   |   |                |         |                                 |
|------------|---|-----------------------------------|---|----------------|---------|---------------------------------|
| 1          | Did the organization directly or indirectly engage in any of the following  | ng with any other organization    | on described in section 501(c) of                       |                | Yes     | No                              |
|            | the Code (other than section 501(c)(3) organizations) or in section 52  | 27, relating to political organ   | uzations?   |                |         |                                 |
| а          | Transfers from the reporting foundation to a noncharitable exempt or  | ganization of                     |   |                |         | r                               |
|            | (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 solicitation   |                                   |   |                |         | X                               |
|            |   |                                   |   | 1b(6)<br>1c    |         | $\frac{\mathbf{x}}{\mathbf{x}}$ |
|            | •   | • •                               |   |                | L       |                                 |
| u          | If the answer to any of the above is "Yes," complete the following sche   |                                   | -   |                | ક્રાંડ, |                                 |
|            | or services given by the reporting foundation. If the foundation received column (d) the value of the goods, other assets, or services received | eu 1655 (iiai) iaii iiiaiket vait | ie in any transaction of Sharing arrangement,           | 2110M III      |         |                                 |
| 2)         | une no (b) Amount involved (c) Name of noncharitable  | a avamnt organization             | (d) Describes of Investors Investors and                |                |         |                                 |
| .,.        | N/A   | e exempt organization             | (0) Description of transfers, transactions, and         | 3 Sharing ar   | rangeme | 115                             |
|            | N/A   |                                   | -   | <del></del> -  |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   | <u> </u>  |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
| _          |   | <u> </u>                          |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   | <del> </del>                      |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   | ····                              |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   |                                   |   |                |         |                                 |
| 2a         | Is the foundation directly or indirectly affiliated with, or related to, one  | or more tax-exempt organi         | zations described                                       |                |         |                                 |
|            | in section 501(c) of the Code (other than section 501(c)(3)) or in section  | tion 527?                         |   | Yes            | X       | No                              |
| b          | If "Yes," complete the following schedule   |                                   |   |                |         |                                 |
|            | (a) Name of organization  | (b) Type of organization          | (c) Description of relation                             | ship           |         |                                 |
|            | N/A   |                                   |   |                |         |                                 |
|            |   |                                   |   | -              |         |                                 |
|            |   |                                   |   |                |         |                                 |
|            |   | ·                                 |   |                |         |                                 |
| _          |   |                                   |   |                |         |                                 |
| Т          | Under penalties of penjury, declare that I have examined this return, including acco  | empanying schedules and statem    | ents, and to the best of my knowledge and belief, it is | s true, corre  | ct,     |                                 |
|            | and complete. Declaration of preparer (other than axpayer or adultary) is based on  | all information of which preparer | has any knowledge.                                      |                |         |                                 |
|            | 1 lover. I complete   | 1 5/6/10                          | * 1/rel /oc   |                |         |                                 |
| <u> </u>   | Signature of officer or trustee   | Date                              | Title   |                |         |                                 |
| <b>։</b> Ի | Preparer's N  |                                   |   | rer's identify | ing num | ber                             |
| 5          | Freparer's signature  | TINY                              |   | •              | -       | 5                               |
| ַוֹן פֿ    | Product & Maccory D   | $\frac{\sim}{\sim}$               | employed P  | 00 22          | .2X     | ž                               |
| Ċ          | DUGGAN MASSEY, P. P. If self-employed). FIFTEEN PIEDMONT CE   |                                   | 1 / EIN ► 58 - 11 8                                     | 0000           |         |                                 |
|            | address, and ZIP code ATT, ANTA GA 30305-1  |                                   |   | 262            | 2204    | <b>1</b>                        |
|            | address, and ZIP code ATLANTA, GA 30305-1   | 133                               |   | 262.           |         |                                 |
|            |   |                                   | F   | orm <b>990</b> | -PF (2  | 2009)                           |

| FORM 990-PF DIVIDENI                                 | S AND | INTER               | EST         | FROM                 | SEC         | URITIES                           | STATEMENT   | 1    |
|--|-------|---------------------|-------------|----------------------|-------------|-----------------------------------|-------------|------|
| SOURCE   |       | GROSS               | AMC         | UNT                  |             | PITAL GAINS<br>DIVIDENDS          | COLUMN (A   | 7)   |
| COMMON STOCK DIVIDENDS                               | •     |                     | 3,          | 886.                 |             | 0.                                | 3,8         | 886. |
| TOTAL TO FM 990-PF, PART I, I                        | LN 4  |                     | 3,          | 886.                 |             | 0.                                | 3,8         | 86.  |
| FORM 990-PF  | 0'    | THER I              | NCOM        | ΙE                   |             |                                   | STATEMENT   | 2    |
| DESCRIPTION  |       |                     | REV         | A)<br>ENUE<br>BOOKS  |             | (B)<br>NET INVEST-<br>MENT INCOME |             |      |
| K-1, LINN ENERGY LLC<br>K-1, THE BLACKSTONE GROUP LP |       | <del></del>         | <del></del> | 4                    | 185.<br>24. | 0                                 |             |      |
| TOTAL TO FORM 990-PF, PART I,                        | LINE  | 11 _                |             |                      | 509.        | 0                                 | •           |      |
| FORM 990-PF  | AC    | COUNTI              | NG F        | EES                  |             |                                   | STATEMENT   | 3    |
| DESCRIPTION  | EXPE  | A)<br>NSES<br>BOOKS |             | (B)<br>INVI<br>T INC | EST-        |                                   |             |      |
| ACCOUNTING FEES                                      |       | 1,100.              |             |                      | 278         | •                                 | <del></del> | 0.   |
| TO FORM 990-PF, PG 1, LN 16B                         |       | 1,100.              |             |                      | 278         | •                                 |             | 0.   |
| FORM 990-PF  |       | TAX                 | ES          |                      |             |                                   | STATEMENT   | 4    |
| DESCRIPTION  | EXPE  | A)<br>NSES<br>BOOKS |             | (B)<br>INVE<br>T INC |             | (C)<br>ADJUSTED<br>NET INCOM      |             |      |
| FOREIGN TAX WITHHELD FEDERAL EXCISE TAX              |       | 30.<br>36.          |             |                      | 30          |                                   |             | 0.   |
| SECRETARY OF STATE ANNUAL<br>FEE                     |       | 30.                 |             |                      | 0           | •                                 |             | 0.   |
| <u>-</u> -   |       |                     |             |                      |             |                                   | <del></del> |      |

2009 FORM PF-990

EIN: 58-2270793 SCHEDULE 1

| Description                         | 12/31/2008<br>Book<br>Value | 12/31/2009<br>Book<br>Value | 12/31/2009<br>Fair Market<br>Value |
|-------------------------------------|-----------------------------|-----------------------------|------------------------------------|
| AFLAC, Inc.                         | 4,548.00                    | v aiuc -                    | value                              |
| AGL Resources, Inc.                 | 1,510.00                    | 13,835.02                   | 14,588 00                          |
| Aeropostale, Inc.                   |                             | 15,055.02                   | 14,500 00                          |
| Akamai Technologies, Inc.           | -                           | -                           | -<br>-                             |
| Apple, Inc                          | 29,647 50                   | 29,647 50                   | 42,146 40                          |
| Atwood Oceanics, Inc.               | -                           | 14,134.80                   | 14,340.00                          |
| BB&T Corp.                          | 5,862 00                    | - 1,10 1100                 | - 1,5 15155                        |
| Biogen Idec, Inc.                   | 10,453 00                   | _                           | _                                  |
| Blackstone Group LP                 | •                           | 11,875 45                   | 10,496.00                          |
| Bucyrus International               | 18,550 33                   | - 1,0.5                     | -                                  |
| Chesapeake Energy                   | 23,438.00                   | -                           | _                                  |
| Dryships, Inc.                      | 28,901 57                   | -                           | -                                  |
| Financial Select Sector SPDR        | 27,448.00                   | -                           |                                    |
| Freeport - McMoRan                  | 18,696.67                   | 23,404.67                   | 32,116 00                          |
| Genzyme Corp.                       | 23,477.00                   | -                           | 52,110 00                          |
| Gilead Sciences                     | 9,073.92                    | 12,561.21                   | 12,981.00                          |
| Goodrich Corp.                      | •                           | ,                           | -                                  |
| Google, Inc                         | 16,598 49                   | 19,597.54                   | 40,298 70                          |
| Heinz                               | •                           | 20,438 66                   | 21,380 00                          |
| IAMGOLD Corp                        | -                           | 12,532.90                   | 12,512 00                          |
| Intuitive Surgical, Inc.            | 33,092 00                   | 29,848.90                   | 27,308.70                          |
| Kellogg Company                     | 10,679.34                   | •                           |                                    |
| Linn Energy, LLC                    | -                           | 7,377.50                    | 12,546.00                          |
| Longtop Financial Technologies      | •                           |                             | •                                  |
| McDonald's Corp                     | •                           | -                           | -                                  |
| Microsoft                           | 21,273 00                   | -                           | •                                  |
| Pfizer                              | 13,338.00                   |                             | •                                  |
| Plains Exploration & Production Co. | · •                         | 16,312.20                   | 16,596 00                          |
| Post Properties                     | 19,688.33                   | •                           |                                    |
| Potash Corp                         | 23,131 00                   | 28,781 50                   | 16,275 00                          |
| Southern Company                    | 3,691.00                    | 17,074.33                   | 16,660 00                          |
| T-3 Energy Services, Inc.           | 19,972 64                   | •                           | · <u>-</u>                         |
| Transocean, Inc                     | 26,900 50                   | 13,515 30                   | 8,280 00                           |
| Ultra Petroleum Corp                | •                           | 10,318 66                   | 9,972 00                           |
| United States Steel Corp.           | 35,774 83                   | ,<br>-                      | · -                                |
| Vale S.A. ADS                       | •                           | -                           | _                                  |
| Western Digital Corp.               | -                           | -                           | -                                  |
| Yamana Gold, Inc.                   | •                           | -                           | -                                  |
|                                     | 424,235.12                  | 281,256.14                  | 308,495 80                         |

| FORM 990-PF                   | OTHER EXPENSES               |                             |     |                              | STATEMENT           | 5   |
|-------------------------------|------------------------------|-----------------------------|-----|------------------------------|---------------------|-----|
| DESCRIPTION                   | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVE<br>MENT INC |     | (C)<br>ADJUSTED<br>NET INCOM |                     |     |
| INVESTMENT FEES               | 20.                          |                             | 0.  |                              |                     | 0.  |
| TO FORM 990-PF, PG 1, LN 23   | 20.                          |                             | 0.  |                              |                     | 0.  |
| FORM 990-PF                   | CORPORAT                     | E STOCK                     |     |                              | STATEMENT           | 6   |
| DESCRIPTION                   |                              |                             | вос | OK VALUE                     | FAIR MARKE<br>VALUE | T   |
| SEE SCHEDULE ATTACHED         |                              | •                           |     | 281,256.                     | 308,4               | 96. |
| TOTAL TO FORM 990-PF, PART II | I, LINE 10B                  | :                           |     | 281,256.                     | 308,4               | 96. |
| FORM 990-PF                   | OTHER INV                    | ESTMENTS                    |     |                              | STATEMENT           | 7   |
| DESCRIPTION                   |                              | LUATION<br>ETHOD            | вос | OK VALUE                     | FAIR MARKE<br>VALUE | Т   |
| INCREASE IN INVESTMENT IN LLC |                              | COST                        |     | 485.                         | 4                   | 85. |
| TOTAL TO FORM 990-PF, PART II | I, LINE 13                   | •                           |     | 485.                         | 4                   | 85. |

| FORM 990-PF PART VIII - LIST<br>TRUSTEES AND                                | OF OFFICERS, D<br>FOUNDATION MANA |          | STATI                           | EMENT 8 |
|---|-----------------------------------|----------|---------------------------------|---------|
| NAME AND ADDRESS  | TITLE AND<br>AVRG HRS/WK          |          | EMPLOYEE<br>BEN PLAN<br>CONTRIB | EXPENSE |
| JOYCE H. HAMILTON<br>2870 PEACHTREE ROAD, NW PMB 424<br>ATLANTA, GA 30305   | PRESIDENT<br>1.00                 | 0.       | 0.                              | 0.      |
| ROGER C. HAMILTON<br>2870 PEACHTREE ROAD, NW PMB 424<br>ATLANTA, GA 30305   | SECRETARY/TREA                    | SURER 0. | 0.                              | 0.      |
| CLARK HAMILTON, JR.<br>2870 PEACHTREE ROAD, NW PMB 424<br>ATLANTA, GA 30305 | DIRECTOR<br>0.00                  | 0.       | 0.                              | 0.      |
| REBECCA A. HARRISON<br>2870 PEACHTREE ROAD, NW PMB 424<br>ATLANTA, GA 30305 | DIRECTOR<br>0.00                  | 0.       | 0.                              | 0.      |
| JULIA HAMILTON<br>2870 PEACHTREE ROAD, NW PMB 424<br>ATLANTA, GA 30305      | DIRECTOR<br>0.00                  | 0.       | 0.                              | 0.      |
| TOTALS INCLUDED ON 990-PF, PAGE 6,  | PART VIII                         | 0.       | 0.                              | 0.      |

FORM 990-PF

STATEMENT

|  | DURING THE YEAR                                |           |        |  |
|--|--|-----------|--------|--|
| RECIPIENT NAME AND ADDRESS   | RECIPIENT RELATIONSHIP<br>AND PURPOSE OF GRANT |           | AMOUNT |  |
|  | N/A<br>CIVIC                                   | 501 (C) 3 | 1,000. |  |
| BIG BROTHERS BIG SISTERS OF THE<br>BAY AREA<br>731 MARKET ST, 6TH FLOOR SAN<br>FRANCISCO, CA 94103 | N/A<br>CIVIC                                   | 501 (C) 3 | 1,000. |  |
| BUCKHEAD CHRISTIAN MINITRY<br>2847 PIEDMONT AVENUE ATLANTA,<br>GA 30305                            | N/A<br>RELIGIOUS                               | 501 (C) 3 | 2,500. |  |
| CHROHN'S & COLIIS FOUNDATION OF AMERICA 111 NEW MONTGOMERY ST, STE 208 SAN FRANCISCO, CA 94105     | N/A<br>GENERAL OPERATING<br>FUNDS              | 501 (C) 3 | 2,000. |  |
| DUKE DURHAM PARTNERSHIP<br>INITIATIVE<br>PO BOX 90433 DURHAM, NC 27708                             | N/A<br>EDUCATION                               | 501 (C) 3 | 7,000. |  |
| BREAST CANCER 3-DAY PO BOX 650543 DALLAS, TX 75265-0543  | N/A<br>MEDICAL RESEARCH                        | 501 (C) 3 | 500.   |  |
| MICHAEL J. FOX FOUNDATION FOR<br>PARKINSON'S RESEARCH<br>1790 LAVISTA RD, NE ATLANTA, GA<br>30329  | N/A<br>MEDICAL RESEARCH                        | 501 (C) 3 | 1,000. |  |
| NATIONAL MS SOCIETY GEORGIA<br>CHAPTER<br>1117 PERIMETER CENTER WEST #E101<br>ATLANTA, GA 30338    | N/A<br>MEDICAL RESEARCH                        | 501 (C) 3 | 500.   |  |

GRANTS AND CONTRIBUTIONS

| THE HAMILTON FOUNDATION, INC.   |                  |     |     |   | 58-2270793 |
|---|------------------|-----|-----|---|------------|
| PAWS FOR PURPLE HEARTS 1215 SEBASTP[P; RD SANTA ROSA, CA 95407                                      | N/A<br>CIVIC     | 501 | (C) | 3 | 1,000.     |
| ST PAUL'S EPISCOPAL CHURCH - PAUL'S PLACE AFTER SCHOOL 188 SOUTH SWINTON AVE DELRAY BEACH, FL 33444 | N/A<br>RELIGIOUS | 501 | (C) | 3 | 1,000.     |
| THE CATHEDRAL OF ST PHILIP 2774 PEACHTREE RD ATLANTA, GA 30305                                      | N/A<br>RELIGIOUS | 501 | (C) | 3 | 2,000.     |
| WESTMINSTER SCHOOLS<br>1424 WEST PACES FERRY RD, NW<br>ATLANTA, GA 30327                            | N/A<br>EDUCATION | 501 | (C) | 3 | 1,000.     |
| TOTAL TO FORM 990-PF, PART XV, L  | INE 3A           |     | _   |   | 20,500.    |

2009 FORM 990 EIN: 58-2270793 SCHEDULE 2

| Date     | Date     |                              |           |           |            |             |
|----------|----------|------------------------------|-----------|-----------|------------|-------------|
| Acq      | Sold     | Security                     | Cost      | Proceeds  | Short Term | Long Term   |
| 02/08/07 | 01/05/09 | Post Properties              | 4,785.00  | 1,664.99  | -          | (3,120 01)  |
| 02/09/07 | 01/06/09 | Post Properties              | 4,767.00  | 1,656.99  | -          | (3,110.01)  |
| 03/26/07 | 01/06/09 | Post Properties              | 4,834.00  | 1,656 99  | -          | (3,177.01)  |
| 05/16/07 | 01/06/09 | Post Properties              | 5,302.33  | 1,656.99  | -          | (3,645.34)  |
| 11/09/05 | 01/30/09 | Gilead Sciences, Inc.        | 1,288 71  | 2,572.49  | -          | 1,283 78    |
| 04/23/08 | 05/06/09 | DryShips, Inc.               | 12,436.50 | 1,598 95  | -          | (10,837 55) |
| 04/24/08 | 05/06/09 | DryShips, Inc.               | 4,005 75  | 532.99    | -          | (3,472 76)  |
| 04/24/08 | 05/07/09 | DryShips, Inc.               | 4,005.75  | 570 48    | -          | (3,435.27)  |
| 03/25/08 | 07/07/09 | Transocean, Inc              | 6,669.00  | 3,720.90  | -          | (2,948.10)  |
| 03/27/08 | 08/10/09 | Transocean, Inc.             | 2,714.80  | 1,528.96  | -          | (1,185 84)  |
| 03/25/08 | 08/13/09 | Transocean, Inc.             | 4,001.40  | 2,302.44  | -          | (1,698 96)  |
| 07/25/08 | 08/25/09 | Financial Select Sector SPDR | 2,101 00  | 1,465.96  | -          | (635.04)    |
| 07/29/08 | 08/25/09 | Financial Select Sector SPDR | 1,990.00  | 1,465 96  | -          | (524 04)    |
| 08/11/08 | 08/26/09 | Financial Select Sector SPDR | 2,251.00  | 1,461.96  | -          | (789 04)    |
| 08/11/08 | 09/03/09 | Financial Select Sector SPDR | 2,251.00  | 1,389 96  | •          | (861 04)    |
| 08/01/08 | 10/14/09 | Biogen Idec, Inc.            | 5,329 00  | 4,958 96  | -          | (370 04)    |
| 08/07/08 | 10/14/09 | Biogen Idec, Inc.            | 5,124 00  | 4,958.96  |            | (165.04)    |
| 10/14/08 | 10/21/09 | Kellogg Company              | 5,339 67  | 5,108.86  | -          | (230 81)    |
| 10/14/08 | 10/29/09 | Kellogg Company              | 5,339.67  | 5,114 36  | -          | (225 31)    |
| 03/31/08 | 12/16/09 | Intuitive Surgical, Inc      | 3,243.10  | 2,933 72  | -          | (309 38)    |
|          |          | Total Long-term gain/(loss)  | 87,778 68 | 48,321.87 | · ·        | (39,456 81) |

| Date     | Date     |                                    |           |          |             |           |
|----------|----------|------------------------------------|-----------|----------|-------------|-----------|
| Acq.     | Sold     | Security                           | Cost      | Proceeds | Short Term  | Long Term |
| 06/19/08 | 01/05/09 | Chesapeake Energy                  | 6,623.00  | 1,785.98 | (4,837 02)  |           |
| 12/22/08 | 01/08/09 | AFLAC, Inc.                        | 4,548.00  | 4,464 97 | (83 03)     |           |
| 06/24/08 | 02/04/09 | Chesapeake Energy                  | 6,587.00  | 1,705.16 | (4,881.84)  |           |
| 06/30/08 | 02/04/09 | Chesapeake Energy                  | 6,651 00  | 1,705.16 | (4,945.84)  |           |
| 09/30/08 | 02/04/09 | Chesapeake Energy                  | 3,577.00  | 1,705.16 | (1,871.84)  |           |
| 08/04/08 | 03/10/09 | Bucyrus International, Inc         | 12,078 00 | 2,589.98 | (9,488.02)  |           |
| 08/07/08 | 03/10/09 | Bucyrus International, Inc.        | 6,472.33  | 1,294 99 | (5,177.34)  |           |
| 04/22/08 | 03/20/09 | Microsoft                          | 3,067 00  | 1,744.99 | (1,322 01)  |           |
| 04/22/08 | 03/23/09 | Microsoft                          | 3,067 00  | 1,750.99 | (1,316 01)  |           |
| 04/22/08 | 04/07/09 | Microsoft                          | 3,067.00  | 1,904.95 | (1,162.05)  |           |
| 04/22/08 | 04/09/09 | Microsoft                          | 3,067.00  | 1,951 94 | (1,115 06)  |           |
| 04/22/08 | 04/16/09 | Microsoft                          | 3,067.00  | 1,925 95 | (1,141.05)  |           |
| 08/27/08 | 04/28/09 | Genzyme Corp.                      | 7,806 00  | 5,490.85 | (2,315 15)  |           |
| 07/15/08 | 05/05/09 | T-3 Energy Services, Inc.          | 13,561.64 | 2,629.93 | (10,931.71) |           |
| 07/16/08 | 05/05/09 | T-3 Energy Services, Inc           | 6,411 00  | 1,314.96 | (5,096 04)  |           |
| 01/16/09 | 05/05/09 | T-3 Energy Services, Inc           | 1,212.00  | 1,314.97 | 102 97      |           |
| 05/20/08 | 05/07/09 | DryShips, Inc.                     | 5,000.57  | 570 49   | (4,430.08)  |           |
| 12/10/08 | 05/07/09 | DryShips, Inc                      | 3,453.00  | 3,422 91 | (30.09)     |           |
| 05/08/08 | 05/08/09 | Microsoft                          | 2,929 00  | 1,926.95 | (1,002.05)  |           |
| 05/14/08 | 05/08/09 | Microsoft                          | 3,009 00  | 1,926.95 | (1,082.05)  |           |
| 01/30/09 | 05/13/09 | Yamana Gold, Inc                   | 5,729 99  | 6,439.83 | 709 84      |           |
| 02/06/09 | 05/13/09 | Yamana Gold, Inc                   | 2,595.00  | 2,759.93 | 164 93      |           |
| 07/23/08 | 05/18/09 | Financial Select Sector SPDR       | 2,207 00  | 1,200 96 | (1,006.04)  |           |
| 05/30/08 | 05/20/09 | United States Steel Corp.          | 17,440 83 | 3,218 91 | (14,221 92) |           |
| 06/03/08 | 05/26/09 | United States Steel Corp           | 8,914.00  | 1,497.56 | (7,416.44)  |           |
| 06/30/08 | 05/26/09 | United States Steel Corp           | 9,420 00  | 1,497.56 | (7,922 44)  |           |
| 03/10/09 | 05/26/09 | United States Steel Corp           | 1,911.00  | 2,995.12 | 1,084.12    |           |
| 01/05/09 | 05/28/09 | Plains Exploration & Production Co | 2,641 00  | 2,526.93 | (114.07)    |           |
| 07/23/08 | 06/01/09 | Financial Select Sector SPDR       | 4,414 00  | 2,481 93 | (1,932 07)  |           |
| 08/27/08 | 06/03/09 | Genzyme Corp                       | 3,903 00  | 3,107.42 | (795.58)    |           |
| 07/23/08 | 06/04/09 | Financial Select Sector SPDR       | 4,414 00  | 2,429.93 | (1,984 07)  |           |

2009 FORM 990 EIN: 58-2270793 SCHEDULE 2

| Date                 | Date                 | Sac                                 | Cost       | Proceeds     | Short Torm           | Long Term    |
|----------------------|----------------------|-------------------------------------|------------|--------------|----------------------|--------------|
| Acq.                 | Sold                 | Security Na Danald's Com-           | 2,904.80   | 3,022 42     | Short Term<br>117.62 | Long Term    |
| 05/27/09             | 06/05/09             | McDonald's Corp                     | 2,157.00   | 1,248 96     | (908.04)             |              |
| 07/24/08             | 06/11/09             | Financial Select Sector SPDR        | 3,903.00   | 2,747 42     | (1,155 58)           |              |
| 08/27/08<br>09/18/08 | 06/17/09             | Genzyme Corp                        | 7,865.00   | 5,584 85     | (2,280 15)           |              |
|                      | 06/18/09<br>06/19/09 | Genzyme Corp.<br>McDonald's Corp.   | 5,809.60   | 5,869 98     | 60 38                |              |
| 05/27/09             | 07/01/09             | Plains Exploration & Production Co  | 2,641.00   | 2,794.92     | 153.92               |              |
| 01/05/09<br>01/06/09 | 07/01/09             | Plains Exploration & Production Co. | 2,651.00   | 2,794.92     | 143.93               |              |
| 10/28/08             | 07/23/09             | Pfizer                              | 1,671.00   | 1,614.95     | (56 05)              |              |
| 10/28/08             | 07/24/09             | Pfizer                              | 3,342 00   | 3,261.91     | (80.09)              |              |
| 05/20/09             | 07/30/09             | Goodrich Corp                       | 4,678.80   | 5,224 86     | 546 06               |              |
| 05/28/09             | 07/30/09             | Goodrich Corp.                      | 4,676.00   | 5,224.87     | 548.87               |              |
| 12/08/08             | 08/14/09             | BB&T Corp                           | 2,931 00   | 2,756 92     | (174.08)             |              |
| 12/08/08             | 08/19/09             | BB&T Corp                           | 2,931 00   | 2,738 92     | (192 08)             |              |
| 02/11/09             | 08/24/09             | BB&T Corp                           | 1,759 00   | 2,810.92     | 1,051.92             |              |
| 03/11/09             | 08/27/09             | BB&T Corp                           | 1,751 00   | 2,784.92     | 1,033.92             |              |
| 03/11/09             | 08/28/09             | BB&T Corp                           | 1,681 00   | 2,844.92     | 1,163.92             |              |
| 08/04/09             | 08/28/09             | BB&T Corp                           | 2,293 00   | 2,844.93     | 551 93               |              |
| 09/19/08             | 09/04/09             | Financial Select Sector SPDR        | 2,291 00   | 1,406.96     | (884.04)             |              |
| 10/01/08             | 09/09/09             | Financial Select Sector SPDR        | 2,041.00   | 1,441 78     | (599.22)             |              |
| 12/08/08             | 09/09/09             | Financial Select Sector SPDR        | 1,331.00   | 1,441.78     | 110 78               |              |
| 08/10/09             | 09/09/09             | Financial Select Sector SPDR        | 1,440.00   | 1,441 78     | 1 78                 |              |
| 10/28/08             | 09/10/09             | Pfizer                              | 1,671 00   | 1,622.95     | (48 05)              |              |
| 09/02/09             | 09/17/09             | Aeropostale, Inc.                   | 7,666.66   | 8,754.47     | 1,087 81             |              |
| 10/30/08             | 09/18/09             | Pfizer                              | 1,761.00   | 1,658.95     | (102 05)             |              |
| 04/06/09             | 09/21/09             | Akamai Technologies, Inc            | 1,939.00   | 1,922.95     | (16 05)              |              |
| 04/07/09             | 09/21/09             | Akamai Technologies, Inc            | 1,917.00   | 1,922.95     | 5 95                 |              |
| 05/01/09             | 09/21/09             | Akamai Technologies, Inc            | 4,382.00   | 3,845.90     | (536 10)             |              |
| 07/15/09             | 09/21/09             | Akamai Technologies, Inc            | 1,949.00   | 1,922.95     | (26.05)              |              |
| 11/25/08             | 10/05/09             | Pfizer                              | 4,893.00   | 4,872.62     | (20 38)              |              |
| 06/11/09             | 10/05/09             | Pfizer                              | 1,449.00   | 1,624.21     | 175 21               |              |
| 07/01/09             | 10/29/09             | Kellogg Company                     | 4,774.00   | 5,114.37     | 340 37               |              |
| 05/08/09             | 11/09/09             | Longtop Financial Technologies      | 2,307.00   | 2,928.92     | 621.92               |              |
| 08/21/09             | 11/10/09             | Western Digital Corp                | 3,298.00   | 3,752.90     | 454 90               |              |
| 08/24/09             | 11/11/09             | Western Digital Corp                | 3,303 50   | 3,826 90     | 523 40               |              |
| 05/08/09             | 11/17/09             | Longtop Financial Technologies      | 2,307.00   | 3,180.50     | 873 50               |              |
| 05/11/09             | 11/17/09             | Longtop Financial Technologies      | 2,372 00   | 3,180.49     | 808.49               |              |
| 06/11/09             | 11/17/09             | Longtop Financial Technologies      | 2,991.00   | 3,180.50     | 189 50               |              |
| 08/03/09             | 11/23/09             | Vale S A ADS                        | 2,041 00   | 2,894.92     | 853.92               |              |
| 08/03/09             | 11/30/09             | Vale S.A. ADS                       | 2,041.00   | 2,882 92     | 841 92               |              |
| 08/03/09             | 12/02/09             | Vale S.A ADS                        | 2,041.00   | 2,948.92     | 907.92               |              |
| 08/03/09             | 12/03/09             | Vale S.A. ADS                       | 2,041 00   | 2,969 92     | 928 92               |              |
| 08/06/09             | 12/04/09             | Vale S A. ADS                       | 2,041.00   | 2,944.92     | 903.92               |              |
| 08/27/09             | 12/17/09             | Western Digital Corp                | 3,366.50   | 4,132 89     | 766.39               |              |
| 05/13/09             | 12/18/09             | Linn Energy, LLC                    | 807 50     | 1,326 96     | 519.46               |              |
| 11/04/09             | 12/21/09             | Western Digital Corp                | 3,504.33   | 4,320 38     | 816 05               |              |
| 12/09/09             | 12/21/09             | Western Digital Corp                | 3,859 00   | 4,320 39     | 461 39               |              |
|                      |                      | Total Short-term gain/(loss)        | 302,314 05 | 217,242.96   | (85,071 09)          | ·            |
|                      |                      | Total                               | 390,092 73 | 265,564 83   | (85,071 09)          | (39,456 81)  |
|                      |                      | Net Gain/(Loss)                     |            | (124,527 90) |                      | (124,527 90) |