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

OMB No 1545-0052

2009

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.

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

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

Use the IRS label Otherwise, print or type. See Specific Instructions.	Name of foundation <b>COOPER CARRY CHARITABLE FOUNDATION, INC.</b>		A Employer identification number <b>58-2358064</b>
	C/O KEVIN R. CANTLEY, TRUSTEE		B Telephone number <b>(404) 237-2000</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	
	<b>191 PEACHTREE ST, NE</b>	<b>2400</b>	
	City or town, state, and ZIP code <b>ATLANTA, GA 30303</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>274,332.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,765.		N/A	
2 Check <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		7,196.	7,196.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		433.			
b Gross sales price for all assets on line 6a	253,992.				
7 Capital gain net income (from Part IV, line 2)			433.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		10,394.	7,629.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 2		1,800.	900.		900.
c Other professional fees Stmt 3		935.	935.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 4		30.	0.		30.
24 Total operating and administrative expenses. Add lines 13 through 23		2,765.	1,835.		930.
25 Contributions, gifts, grants paid		105,740.			105,740.
26 Total expenses and disbursements. Add lines 24 and 25		108,505.	1,835.		106,670.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<98,111.>			
b Net investment income (if negative, enter -0-)			5,794.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	139.	139.	139.	
	2 Savings and temporary cash investments	2,411.	1,252.	1,252.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations Stmt 5	154,920.	35,991.	36,000.	
	b Investments - corporate stock Stmt 6	158,160.	155,137.	212,052.	
	c Investments - corporate bonds Stmt 7	0.	25,000.	24,889.	
11 Investments - land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less: accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	315,630.	217,519.	274,332.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	315,630.	217,519.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	315,630.	217,519.			
31 Total liabilities and net assets/fund balances	315,630.	217,519.			

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	315,630.
2 Enter amount from Part I, line 27a	2	<98,111.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	217,519.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	217,519.

## COOPER CARRY CHARITABLE FOUNDATION, INC.

Form 990-PF (2009)

C/O KEVIN R. CANTLEY, TRUSTEE

58-2358064

Page 3

**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.)
<b>1a</b>			
<b>b</b> See Attached Statement			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 253,992.		253,559.	433.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			433.

<b>2</b> 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 }	<b>2</b>	433.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	<b>3</b>	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	125,576.	460,648.	.272607
2007	91,091.	469,352.	.194078
2006	86,107.	413,244.	.208368
2005	112,009.	383,520.	.292055
2004	15,000.	341,148.	.043969

<b>2</b> Total of line 1, column (d)	<b>2</b>	1.011077
<b>3</b> 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	<b>3</b>	.202215
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	298,739.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	60,410.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	58.
<b>7</b> Add lines 5 and 6	<b>7</b>	60,468.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	106,670.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	58.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	58.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	58.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 101.	7	101.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	43.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
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			
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 43. Refunded <input type="checkbox"/>			

**Part VII-A Statements Regarding Activities**

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

Form 990-PF (2009)

**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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Kevin Cantley/Sherry Wilson</u> Telephone no. ► <u>(404) 237-2000</u> Located at ► <u>191 PEACHTREE ST, NE, SUITE 2400, Atlanta, GA</u> ZIP+4 ► <u>30303</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 <u>N/A</u> <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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Form 990-PF (2009)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Form 990-PF (2009)





**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	301,318.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,970.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	303,288.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	303,288.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	4,549.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	298,739.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	14,937.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	14,937.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	58.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	58.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	14,879.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	14,879.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	14,879.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	106,670.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	106,670.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	58.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	106,612.

**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.

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				14,879.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	93,257.			
c From 2006	65,683.			
d From 2007	67,829.			
e From 2008	102,742.			
f Total of lines 3a through e	329,511.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	106,670.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				14,879.
e Remaining amount distributed out of corpus	91,791.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	421,302.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	421,302.			
10 Analysis of line 9:				
a Excess from 2005	93,257.			
b Excess from 2006	65,683.			
c Excess from 2007	67,829.			
d Excess from 2008	102,742.			
e Excess from 2009	91,791.			

## N/A

- 

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- Tax year

- Prior 3 years

- (a) 2009

- (b) 2008

- (c) 2007

- (d) 2006

- (e) Total

- 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.

- 3 Subtract line 2d from line 2c  
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(i)(3)(B)(iii)**

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

## Part XV

## 1 Inform

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

None

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

None

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

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

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

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

- c** Any submission deadlines:

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

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a</b> <i>Paid during the year</i>				
See Statement 9				
<b>Total</b>			<b>▶ 3a</b>	<b>105,740.</b>
<b>b</b> <i>Approved for future payment</i>				
None				
<b>Total</b>			<b>▶ 3b</b>	<b>0.</b>

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	7,196.	
		18	433.	
	0.		7,629.	0.

13
7,629

[illegible]

## Part XVII

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	<b>1a(1)</b>	<b>X</b>
	(2) Other assets	<b>1a(2)</b>	<b>X</b>
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	<b>1b(1)</b>	<b>X</b>
	(2) Purchases of assets from a noncharitable exempt organization	<b>1b(2)</b>	<b>X</b>
	(3) Rental of facilities, equipment, or other assets	<b>1b(3)</b>	<b>X</b>
	(4) Reimbursement arrangements	<b>1b(4)</b>	<b>X</b>
	(5) Loans or loan guarantees	<b>1b(5)</b>	<b>X</b>
	(6) Performance of services or membership or fundraising solicitations	<b>1b(6)</b>	<b>X</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	<b>1c</b>	<b>X</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

**b** If "Yes," complete the following schedule.

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

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

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

➔ Title

signature

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

Babush, Neiman, Kornman & Johnson, LLP.  
5909 Peachtree Dunwoody Rd. Suite 800  
Atlanta, Georgia 30328

Date \_\_\_\_\_

☐ Check if self-employed

Preparer's identifying number

Phone no.	770-261-1900
-----------	--------------

Form **990-PF** (2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

<b>Part II</b>		<b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed).	
Type or print  File by the extended due date for filing the return. See instructions.	Name of Exempt Organization		Employer identification number
	COOPER CARRY CHARITABLE FOUNDATION, INC. C/O KEVIN R. CANTLEY, TRUSTEE		58-2358064
	Number, street, and room or suite no. If a P.O. box, see instructions.		For IRS use only
	191 PEACHTREE ST, NE, No. 2400		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	ATLANTA, GA 30303		

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

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

Kevin Cantley/Sherry Wilson

- The books are in the care of **191 PEACHTREE ST, NE, SUITE 2400 - Atlanta, GA 30303**  
Telephone No. **(404) 237-2000** FAX No. \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **November 15, 2010.**
- 5 For calendar year **2009**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension  
**Additional time is needed to gather the information needed to prepare the return.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	58.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	101.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

### Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Scott Polan** Title **CPA** Date **8/12/10**

Form 8868 (Rev. 4-2009)

**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	100 SHS WYETH COOM	P	10/28/98	10/16/09
b	25000 SHS FEDERAL HOME LOAN BANK 5.12500% 08/05/2	P	07/24/07	08/05/09
c	40000 SHS FEDERAL HOME LOAN BANK R/MD 5.25 08/05/	P	07/26/06	08/05/09
d	20000 SHS US T-BILLS 09/24/2009	P	03/30/09	06/25/09
e	20000 SHS US T-BILLS 09/24/2009	P	03/30/09	07/29/09
f	25000 SHS US T-BILLS 01/14/2010	P	09/30/09	10/30/09
g	10000 SHS US T-BILLS 01/14/2010	P	09/30/09	11/23/09
h	9000 SHS US T-BILLS 01/14/2010	P	09/30/09	12/15/09
i	90000 SHS US T-BILLS 1/8/2009	P	12/29/08	01/08/09
j	10000 SHS US T-BILLS 09/24/2009	P	03/30/09	09/24/09
k	8.83 SHS CASH IN LIEU	P	Various	12/21/09
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,016.		4,739.	277.
b 25,000.		25,009.	<9.>
c 40,000.		39,911.	89.
d 19,992.		19,964.	28.
e 19,995.		19,964.	31.
f 24,998.		24,994.	4.
g 10,000.		9,998.	2.
h 9,000.		8,998.	2.
i 90,000.		90,000.	0.
j 9,982.		9,982.	0.
k 9.			9.
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			277.
b			<9.>
c			89.
d			28.
e			31.
f			4.
g			2.
h			2.
i			0.
j			0.
k			9.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	433.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



# Client Statement

For the period 12/01/2009 to 12/31/2009

COOPER CARRY CHARITABLE  
FOUNDATION INC

NEUBERGER BERMAN

Ridge Account : 541-21955 MM3  
Base Currency : USD  
NB Account Number : 550-23401

## Positions in Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost	Total <sup>(1)(4)(9)</sup> Cost	Price	Mkt Value	% Portfolio	Annual Income <sup>(8)</sup>	Yield <sup>(10)</sup>
CASH EQUIVALENT										
1,251.71	DAILY INCOME FUND US TREASURY PORTFOLIO INSTL SERVICE CL	IDAXX	01/03/2008	1.0000	1,251.71	1.0000*	1,251.71	0.46	0.00	0.00
TOTAL CASH EQUIVALENT					1,251.71		1,251.71	0.46	0.00	0.00
EQUITIES										
400	ANADARKO PETROLEUM CORP	APC	10/24/2003	20.9100	8,448.23	62.4200	24,968.00	9.11	144.00	0.58
200	APACHE CORP	APA	02/11/2005	57.5732	11,618.30	103.1700	20,634.00	7.53	120.00	0.58
404	BANK OF AMER CORP	BAC		31.3713	12,674.00	15.0600	6,084.24	2.22	16.16	0.27
80	INTERNATIONAL BUSINESS MACHINES CORP	IBM	03/09/1998	48.8125	3,943.94	130.9000	10,472.00	3.82	176.00	1.68
300	J P MORGAN CHASE & CO	JPM	01/08/2004	38.6500	11,710.10	41.6700	12,501.00	4.56	60.00	0.48
200	JOHN WILEY & SONS INC CL B	JWB	03/19/1998	14.0000	2,831.92	41.7000	8,340.00	3.04	112.00	1.34
254	JOHNSON & JOHNSON	JNJ	12/18/1998	26.0827	6,625.00	64.4100	16,360.14	5.97	497.84	3.04
100	ELI LILLY & CO	LLY	02/14/2001	77.1200	7,763.83	35.7100	3,571.00	1.30	196.00	5.49
150	MCDONALDS CORP		03/19/1998	26.0000	3,938.91		9,366.00			
200	MCDONALDS CORP		05/30/2002	29.8442	6,037.85		12,488.00			
350	POSITION TOTAL	MCD		28.1967	9,976.76	62.4400	21,854.00	7.97	770.00	3.52
200	MEDTRONIC INC	MDT	04/15/2003	47.7906	9,649.93	43.9800	8,796.00	3.21	164.00	1.86
34	MONSANTO CO	MON	11/23/1998	7.1005	241.42	81.7500	2,779.50	1.01	36.04	1.30
200	MOODYS CORP	MCO	10/13/2006	62.7842	12,556.84	26.8000	5,360.00	1.95	84.00	1.57

# Client Statement

For the period 12/01/2009 to 12/31/2009

COOPER CARRY CHARITABLE  
FOUNDATION INC

NEUBERGER BERMAN

Ridge Account : 541-21955 MM3  
Base Currency : USD  
NB Account Number : 550-23401

## Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost	Total (1)(4)(9) Cost	Price	Mkt Value	% Portfolio	Annual Income (6)	Yield (10)
<b>EQUITIES (Continued)</b>										
200	NIKE INC-CL B	NKE	05/04/1998	24 3021	4,906 32	66 0700	13,214 00	4 82	216 00	1 63
200	PEPSICO INC	PEP	05/09/2002	51 7900	10,459 44	60 8000	12,160 00	4 43	360 00	2 96
98	Pfizer Inc	PFE	10/16/2009	17 5200	1,716 47	18 1900	1,782 62	0 65	70 56	3 96
292	PROCTER & GAMBLE CO	PG	12/11/2003	36 2951	10,598 18	60 6300	17,703 96	6 46	513 92	2 90
400	QUICKSILVER RESOURCES INC	KWK	02/08/2006	23 2622	9,304 88	15 0100	6,004 00	2 19	0 00	0 00
200	***SCHLUMBERGER LTD	SLB	04/13/2006	61 7048	12,340 96	65 0900	13,018 00	4 75	168 00	1 29
200	WALT DISNEY CO HOLDING CO	DIS	04/18/2000	38 4510	7,770 81	32 2500	6,450 00	2 35	42 00	0 65
<b>TOTAL EQUITIES</b>					<b>155,137.33</b>		<b>212,052.46</b>	<b>77.34</b>	<b>3,746.52</b>	<b>1.77</b>
<b>US GOVERNMENT &amp; AGENCY</b>										
36,000	UNITED STATES TREASURY BILLS 0 00000% 01/14/2010 912795R86	912795R86	09/30/2009	99 9754	35,991 13	99 9990	35,999 64	13 13	9 26	0 04
<b>TOTAL US GOVERNMENT &amp; AGENCY</b>					<b>35,991.13</b>		<b>35,999.64</b>	<b>13.13</b>	<b>9.26</b>	<b>0.04</b>
<b>MISCELLANEOUS</b>										
25,000	GE MONEY BK SALT LAKE CITY UTAH C/D FDIC INS TO LIMITS 1 75000% 11/07/2011 36159SHE4 MN_06	36159SHE4	10/29/2009	100 0000	25,000 00	99 5579	24,889 48	9 08	437 50	2 00
<b>TOTAL MISCELLANEOUS</b>					<b>25,000.00</b>		<b>24,889.48</b>	<b>9.08</b>	<b>437.50</b>	<b>2.00</b>

# Client Statement

For the period 11/29/2008 to 12/31/2008

COOPER CARRY CHARITABLE  
FOUNDATION INC

NEUBERGER BERMAN

Ridge Account : 541-21955 MM3  
Base Currency : USD  
NB Account Number : 550-23401

## Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost	Total Cost	Price	Mkt Value	% Portfolio	Annual Income	Yield
				(1)(4)(9)	(1)(4)(9)			(12)	(8)	(10)
<b>CASH EQUIVALENT</b>										
2,411.48	DAILY INCOME FUND US TREASURY PORTFOLIO INSTL SERVICE CL	IDAXX	01/03/2008	1.0000	2,411.48	1.0000	2,411.48	0.73	0.24	0.01
					<b>2,411.48</b>					
							<b>2,411.48</b>	<b>0.73</b>	<b>0.24</b>	<b>0.01</b>
<b>EQUITIES</b>										
400	ANADARKO PETROLEUM CORP	APC	10/24/2003	20.9100	8,448.23	38.5500	15,420.00	4.67	144.00	0.93
200	APACHE CORP	APA	02/11/2005	57.5732	11,618.30	74.5300	14,906.00	4.52	120.00	0.81
404	BANK OF AMER CORP	BAC		0.0050	12,674.00	14.0800	5,688.32	1.72	517.12	9.09
80	INTERNATIONAL BUSINESS MACHINES CORP	IBM	03/09/1998	48.8125	3,943.94	84.1600	6,732.80	2.04	150.00	2.38
300	J P MORGAN CHASE & CO	JPM	01/08/2004	38.6500	11,710.10	31.5300	9,459.00	2.87	456.00	4.82
200	JOHN WILEY & SONS INC CL B	JWB	03/19/1998	14.0000	2,831.92	35.6000	7,120.00	2.16	104.00	1.46
254	JOHNSON & JOHNSON	JNJ	12/18/1998	26.0827	6,625.00	59.8300	15,196.82	4.60	467.36	3.08
100	ELI LILLY & CO	LLY	02/14/2001	77.1200	7,763.83	40.2700	4,027.00	1.22	196.00	4.87
150	MCDONALDS CORP		03/19/1998	26.0000	3,938.91		9,328.50			
200	MCDONALDS CORP		05/30/2002	29.8442	6,037.85		12,438.00			
350	<b>POSITION TOTAL</b>	MCD		28.1967	9,976.76	62.1900	21,766.50	6.59	700.00	3.22
200	MEDTRONIC INC	MDT	04/15/2003	47.7906	9,649.93	31.4200	6,284.00	1.90	150.00	2.39
34	MONSANTO CO	MON	11/23/1998	7.1005	241.42	70.3500	2,391.90	0.72	32.64	1.36
200	MOODYS CORP	MCO	10/13/2006	62.7842	12,556.84	20.0900	4,018.00	1.22	80.00	1.99

# Client Statement

For the period 11/29/2008 to 12/31/2008

COOPER CARRY CHARITABLE  
FOUNDATION INC

NEUBERGER BERMAN

Ridge Account : 541-21955 MM3  
Base Currency : USD  
NB Account Number : 550-23401

## Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost	Total (1)(4)(9)	Cost	Price	Mkt Value	% Portfolio	(12)	Annual Income	(9)	Yield
<b>EQUITIES (Continued)</b>													
200	NIKE INC-CL B	NKE	05/04/1998	24.3021	4,906.32		51.0000	10,200.00	3.09		200.00		1.96
200	PEPSICO INC	PEP	05/08/2002	51.7900	10,459.44		54.7700	10,954.00	3.32		340.00		3.10
292	PROCTER & GAMBLE CO	PG	12/11/2003	36.2951	10,598.18		61.8200	18,051.44	5.47		467.20		2.59
400	QUICKSILVER RESOURCES INC	KWK	02/08/2006	23.2622	9,304.88		5.5700	2,228.00	0.67		0.00		0.00
200	***SCHLUMBERGER LTD	SLB	04/13/2006	61.7048	12,340.96		42.3300	8,466.00	2.56		168.00		1.98
200	WALT DISNEY CO HOLDING CO	DIS	04/18/2000	38.4510	7,770.81		22.6900	4,538.00	1.37		42.00		0.93
100	WYETH COM	WYE	10/28/1998	46.9400	4,739.12		37.5100	3,751.00	1.14		120.00		3.20
<b>TOTAL EQUITIES</b>					<b>158,159.98</b>			<b>171,198.78</b>	<b>51.87</b>		<b>4,484.32</b>		<b>2.61</b>
<b>US GOVERNMENT &amp; AGENCY</b>													
25,000	FEDERAL HOME LOAN BANK 5.12500% 08/05/2009 3133XLUM3 FA_05	3133XLUM3	07/24/2007	100.0350	25,008.75		102.2088	25,552.19	7.74		1,281.25		1.36
40,000	FEDERAL HOME LOAN BANK R/MD 5.25 08/05/2009 5.25000% 08/05/2009 3133XGEO3 FA_05	3133XGEO3	07/26/2006	99.7770	39,910.80		102.2821	40,912.85	12.40		2,100.00		1.36
80,000	UNITED STATES TREASURY BILLS 0.00000% 1/8/2009 912795J69	912795J69	12/29/2008	100.0000	90,000.00		99.9998	89,999.78	27.27		10.13		0.02
<b>TOTAL US GOVERNMENT &amp; AGENCY</b>					<b>154,919.55</b>			<b>156,464.82</b>	<b>47.40</b>		<b>3,391.38</b>		<b>0.59</b>

Form 990-PF	Dividends and Interest from Securities	Statement	1
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
NEUBERGER BERMAN	7,178.	0.	7,178.
US Treasury Disc Int	18.	0.	18.
Total to Fm 990-PF, Part I, ln 4	7,196.	0.	7,196.

Form 990-PF	Accounting Fees			Statement 2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BNK&J, LLP-ACCTNG.SERVICES	1,800.	900.		900.
To Form 990-PF, Pg 1, ln 16b	1,800.	900.		900.

Form 990-PF	Other Professional Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
NEUBERGER & BERMAN-INVEST.FEES	935.	935.			0.
To Form 990-PF, Pg 1, ln 16c	935.	935.			0.

Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
SECRETARY OF STATE CORP FEE	30.	0.		30.	
To Form 990-PF, Pg 1, ln 23	30.	0.		30.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	5
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US Gov't & Agency- See Attached	X		35,991.	36,000.
Total U.S. Government Obligations			35,991.	36,000.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			35,991.	36,000.

Form 990-PF	Corporate Stock	Statement	6
Description		Book Value	Fair Market Value
Equities- See Attached		155,137.	212,052.
Total to Form 990-PF, Part II, line 10b		155,137.	212,052.

Form 990-PF	Corporate Bonds	Statement	7
Description		Book Value	Fair Market Value
GE MONEY BK SALT LAKE CITY UTAH C/D		25,000.	24,889.
Total to Form 990-PF, Part II, line 10c		25,000.	24,889.

Form 990-PF      Part VIII - List of Officers, Directors      Statement      8  
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
E. POPE BULLOCK 1282 OAKDALE ROAD Atlanta, GA 30307	PRESIDENT 0.00	0.	0.      0.
RICHMOND D. COGBURN 1229 ZIMMER DRIVE Atlanta, GA 30306	SECRETARY 0.00	0.	0.      0.
KEVIN R. CANTLEY 2837 RIDGE VALLEY ROAD Atlanta, GA 30327	TRUSTEE 0.00	0.	0.      0.
EDGAR F. MUSE 645 AMBERIDGE TRAIL Atlanta, GA 30328	TRUSTEE 0.00	0.	0.      0.
DAVID KITCHENS 5007 BUTTERNUT DRIVE ROCKVILLE, MD 20853	TRUSTEE 0.00	0.	0.      0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.      0.

Form 990-PF	Grants and Contributions Paid During the Year	Statement	9
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Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
AMERICAN INSTITUTE OF ARCHITECTS 1735 NEW YORK AVE NW Washington, DC 20006	NONE EDUCATIONAL	501(C)3	20,000.
Covenant House Georgia 75 BROAD ST., SW Atlanta, GA 30315	NONE COMMUNITY WELFARE	501(C)3	1,000.
GEORGIA TECH FOUNDATION 760 SPRING ST,NW SUITE 400 Atlanta, GA 30308	NONE EDUCATIONAL	501(C)(3)	20,000.
PEDS 57 Forsyth St, NW Atlanta, GA 30303	NONE Operating Grant	501(C)(3)	1,000.
University of Tennessee: College of Architecture and Design Knoxville, TN 37996	None EDUCATIONAL	501(C)3	2,500.
WINSHIP CANCER INSTITUTE 1365 CLIFTON ROAD Atlanta, GA 30322	NONE MEDICAL RESEARCH	501(C)3	5,000.
WOODRUFF ART CENTER 1280 PEACHTREE STREET NE ATLANTA, GA 30309	NONE ARTS	501(C)(3)	3,000.
URBAN LAND INSTITUTE 1025 THOMAS JEFFERSON STREET NW Washington, DC 20007	NONE OPERating Grant	501(C)(3)	35,000.



## COOPER CARRY CHARITABLE FOUNDATION, INC.

58-2358064

TRUST FOR THE NATIONAL MALL PO BOX 96475 Washington, DC 20090	NONE Operating Grant	501(C)(3)	1,000.
GREATER ATLANTA ECONOMIC ALLIANCE 230 PEACHTREE ST, SUITE 530 Atlanta, GA 30303	NONE Operating Grant	501(C)(3)	2,240.
DEKALB COUNTY SCHOOL FOUNDATION 1700 MOUNTAIN INDUSTRIAL BLVD STONE MOUNTAIN, GA 30083	NONE Operating Grant	501(C)(3)	1,000.
AUBURN COLLEGE OF ARCHITECTURE 430 DUDLEY HALL AUBURN, AL 36849	NONE Operating Grant	501(C)(3)	5,000.
CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE NEWPORT NEWS, VA 23606	NONE Operating Grant	501(C)(3)	9,000.

Total to Form 990-PF, Part XV, line 3a

105,740.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

<b>Part II</b> <b>Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed)		
Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization	Employer identification number
	COOPER CARRY CHARITABLE FOUNDATION, INC. C/O KEVIN R. CANTLEY, TRUSTEE	58-2358064
	Number, street, and room or suite no. If a P.O. box, see instructions	For IRS use only
	191 PEACHTREE ST, NE, No. 2400	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	ATLANTA, GA 30303	

**Check type of return to be filed** (File a separate application for each return)

- ☐ Form 990    ☐ Form 990-EZ    ☐ Form 990-T (sec 401(a) or 408(a) trust)    ☐ Form 1041-A    ☐ Form 5227    ☐ Form 8870  
☐ Form 990-BL    ☒ Form 990-PF    ☐ Form 990-T (trust other than above)    ☐ Form 4720    ☐ Form 6069

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**Kevin Cantley/Sherry Wilson**

- The books are in the care of ☒ **191 PEACHTREE ST, NE, SUITE 2400 - Atlanta, GA 30303**

Telephone No. ☒ **(404) 237-2000**

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until **November 15, 2010**
- 5 For calendar year **2009**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_
- 6 If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension  
**Additional time is needed to gather the information needed to prepare the return.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	<b>8a</b>	\$	<b>58.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	<b>8b</b>	\$	<b>101.</b>
<b>c Balance Due.</b> Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	<b>8c</b>	\$	<b>0.</b>

### Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title ☐

Date ☐

Form **8868** (Rev. 4-2009)