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

2009

Department of the Treasury
Internal Revenue Service

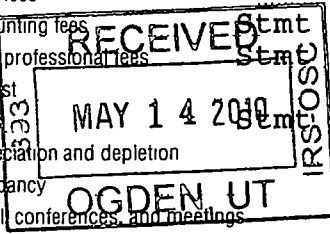
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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 THE ERWIN G. BAUMER FOUNDATION	A Employer identification number 58-2396474
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 3282 NORTHSIDE PARKWAY, NW 100	B Telephone number 404.233.5791
	City or town, state, and ZIP code ATLANTA, GA 30327	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,723,194.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <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	31,955.	31,955.		Statement 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<52,405.>			
b Gross sales price for all assets on line 6a 505,622.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	1,693.	0.		Statement 2
12 Total Add lines 1 through 11	<18,757.>	31,955.		
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	1,675.	837.		838.
c Other professional fees	9,684.	9,684.		0.
17 Interest				
18 Taxes	473.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses Add lines 13 through 23	11,832.	10,521.		838.
25 Contributions, gifts, grants paid	57,000.			57,000.
26 Total expenses and disbursements Add lines 24 and 25	68,832.	10,521.		57,838.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<87,589.>			
b Net investment income (if negative, enter -0-)		21,434.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		3.	3.	3.
	2	Savings and temporary cash investments		63,787.	100,971.	100,971.
	3	Accounts receivable ▶	233.			
		Less: allowance for doubtful accounts ▶			233.	
	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 6		152,266.	50,555.	53,313.
	b	Investments - corporate stock Stmt 7		952,960.	774,662.	871,629.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 8		555,944.	644,607.	582,182.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ Statement 9)		34,764.	101,104.	115,096.	
16	Total assets (to be completed by all filers)		1,759,724.	1,672,135.	1,723,194.	
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"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		1,759,724.	1,672,135.		
30	Total net assets or fund balances		1,759,724.	1,672,135.		
31	Total liabilities and net assets/fund balances		1,759,724.	1,672,135.		

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	1,759,724.
2	Enter amount from Part I, line 27a	2	<87,589.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,672,135.
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	1,672,135.

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 PUBLICLY TRADED SECURITIES	P		
b SEC SETTLEMENT	P		
c Capital Gains Dividends			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 504,203.		558,027.	<53,824.>
b 244.			244.
c 1,175.			1,175.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<53,824.>
b			244.
c			1,175.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	<52,405.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	107,849.	1,970,549.	.054730
2007	123,487.	2,296,919.	.053762
2006	59,411.	2,066,941.	.028743
2005	89,323.	1,910,646.	.046750
2004	90,375.	951,653.	.094966

2 Total of line 1, column (d)	2	.278951
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.055790
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,517,821.
5 Multiply line 4 by line 3	5	84,679.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	214.
7 Add lines 5 and 6	7	84,893.
8 Enter qualifying distributions from Part XII, line 4	8	57,838.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	429.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	429.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	429.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	640.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	640.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	211.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 211. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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>PHIL LARKINS</u> Telephone no. ► <u>770-279-5229</u> Located at ► <u>3282 NORTHSIDE PARKWAY, SUITE 110, ATLANTA, GA</u> ZIP+4 ► <u>30327</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 <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

N/A

5b

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

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870

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

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 10		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	1,419,993.
b	Average of monthly cash balances	1b	120,942.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,540,935.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,540,935.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,114.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,517,821.
6	Minimum investment return. Enter 5% of line 5	6	75,891.

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

1	Minimum investment return from Part X, line 6	1	75,891.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	429.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	429.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,462.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	75,462.
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	75,462.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	57,838.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	57,838.
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	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	57,838.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				75,462.
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				
c From 2006				
d From 2007	8,713.			
e From 2008	9,949.			
f Total of lines 3a through e	18,662.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 57,838.				
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				57,838.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	17,624.			17,624.
6 Enter the net total of each column as indicated below				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,038.			
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	1,038.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	1,038.			
e Excess from 2009				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
 b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

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

None

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

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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)				
<i>a Paid during the year</i>				
AMBASSADORS FOR CHRIST INTERNATIONAL 2735 DOAKS RUN CT TUCKER, GA 30084	N/A	509(a)(1) PUBLIC CHARITY	SPREAD THE GOSPEL WORLDWIDE	2,500.
ATLANTA UNION MISSION P O BOX 1807 ATLANTA, GA 30301	N/A	509(a)(1) PUBLIC CHARITY	REFUGE FOR HUNGRY AND HOMELESS	4,000.
BIBLE TRAINING CENTRE FOR PASTORS 2030 TUCKER INDUSTRIAL BLVD. TUCKER, GA 30084	N/A	509(a)(1) PUBLIC CHARITY	COMMUNICATE BIBLICAL TRUTH IN LIFE & MINISTRY	22,500.
GENESIS BIBLE CHURCH 1534 DUNWOODY VILLAGE PKWY, STE 115 DUNWOODY, GA 30338	N/A	509(a)(1) PUBLIC CHARITY	GENERAL OPERATING FUND	20,000.
HEARTLINE MINISTRIES P O BOX 444 WINONA LAKE, IN 46590	N/A	509(a)(2) PUBLIC CHARITY	TO SUPPORT MISSIONARY WORK	4,000.
ST. DAVID'S SCHOOL 3400 WHITE OAK ROAD RALEIGH, NC 276097621	N/A	509(a)(2) PUBLIC CHARITY	BUILDING FUND	4,000.
Total				57,000.
<i>b Approved for future payment</i>				
None				
Total				0.

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
NORTHERN TRUST - PUBLICLY TRADED SECURITIES	33,130.	1,175.	31,955.
Total to Fm 990-PF, Part I, ln 4	33,130.	1,175.	31,955.

Form 990-PF	Other Income	Statement	2
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
FEDERAL TAX REFUND	1,693.	0.	
Total to Form 990-PF, Part I, line 11	1,693.	0.	

Form 990-PF	Accounting Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
THE JACKSON GROUP, PC, CPAS	1,675.	837.		838.
To Form 990-PF, Pg 1, ln 16b	1,675.	837.		838.

Form 990-PF	Other Professional Fees	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MANAGEMENT FEES	9,684.	9,684.		0.
To Form 990-PF, Pg 1, ln 16c	9,684.	9,684.		0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN TAX	473.	0.		0.	
To Form 990-PF, Pg 1, ln 18	473.	0.		0.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	6
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
UNITED STATES TREASURY NTS - 50,000 AAA	X		50,555.	53,313.
Total U.S. Government Obligations			50,555.	53,313.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			50,555.	53,313.

Form 990-PF	Corporate Stock		Statement	7
Description			Book Value	Fair Market Value
ABBOTT LABS - 325 SH			15,939.	17,547.
ADOBE SYS INC COM - 550 SH			21,128.	20,229.
AIR PRODUCTS AND CHEMICALS - 200 SH			18,661.	16,212.
APPLE COMPUTER INC - 120 SH			11,186.	25,303.
BAXTER INTL INC COM - 0 SH			0.	0.
CHEVRON CORP COM - 220 SH			15,610.	16,938.
CISCO SYSTEMS - 990 SH			13,910.	23,701.
COSTCO WHOLESALE CORP - 200 SH			13,059.	11,834.
COVIDIEN LTD COM - 200 SH			10,251.	9,578.
DANAHER CORP - 240 SH			13,148.	18,048.
DISNEY WALT CO COM - 500 SH			14,602.	16,125.
EMERSON ELECTRIC CO - 450 SH			19,983.	19,170.
EXXON MOBIL CORP - 350 SH			12,611.	23,867.
F P L GROUP INC - 250 SH			15,926.	13,205.
GENERAL ELECTRIC - 625 SH			19,194.	9,456.
HEWLETT PACKARD CO COM - 475 SH			16,187.	24,467.
IBM CORP - 225 SH			28,078.	29,453.

ITT CORP INC - 240 SH	10,453.	11,938.
JOHNSON & JOHNSON - 300 SH	13,617.	19,323.
JP MORGAN CHASE & CO - 700 SH	27,325.	29,129.
KELLOGG CO COM STK - 400 SH	19,794.	21,280.
MEDCO HEALTH SOLUTION INC - 400 SH	11,758.	25,564.
MICROSOFT CORP - 825 SH	23,953.	25,154.
NATIONAL OILWELL VARCO COM - 275 SH	9,424.	12,125.
PEPSICO INC COM - 280 SH	17,368.	17,024.
PG&E CORP - 375 SH	16,887.	16,744.
PROCTER & GAMBLE CO - 260 SH	11,276.	15,764.
SCHLUMBERGER LTD COM - 0 SH	0.	0.
SCHWAB CHARLES CORP - 850 SH	18,956.	15,997.
SIGMA-ALDRICH CORP - 250 SH	12,469.	12,633.
SPECTRA ENERGY CORP - 925 SH	22,923.	18,972.
SUNCOR INC - 275 SH	10,819.	9,710.
TJX COS INC - 400 SH	13,135.	14,620.
TRANSOCEAN INC (RIG) - 139 SH	11,065.	11,509.
UNITED TECHNOLOGIES - 175 SH	5,338.	12,147.
US BANCORP - 650 SH	22,725.	14,632.
VERIZON COMMUNICATIONS - 775 SH	8,959.	8,779.
WAL-MART STORES INC - 380 SH	22,344.	20,311.
WELLS FARGO & CO - 725 SH	9,839.	11,336.
AMAZON - 80 SH	6,124.	10,762.
JOHNSON CONTROLS INC - 590 SH	15,918.	16,072.
KOHL'S CORP - 200 SH	7,736.	10,786.
NIKE INC - 90 SH	5,744.	5,946.
CVS CAREMARK CORP	9,061.	8,375.
NOBLE ENERGY INC - 125 SH	7,644.	8,903.
GOLDMAN SACHS GROUP INC - 150 SH	15,272.	25,326.
TRAVELERS COS INC - 220 SH	11,770.	10,969.
TEVA PHARMA INDS - 400 SH	17,087.	22,472.
MCKESSON CORP - 175 SH	10,700.	10,938.
UNITEDHEALTH GROUP INC - 265 SH	8,490.	8,077.
ABB LTD - 300 SH	6,438.	5,730.
CUMMINS INC - 360 SH	16,375.	16,510.
FEDEX CORP - 65 SH	5,847.	5,424.
ALTERA CORP - 425 SH	7,450.	9,618.
GOOGLE INC - 30 SH	11,909.	18,599.
QUALCOMM INC - 290 SH	12,993.	13,415.
BHP BILLITON - 175 SH	8,718.	13,402.
MOSAIC CO - 175 SH	9,486.	10,481.
Total to Form 990-PF, Part II, line 10b	774,662.	871,629.

Form 990-PF	Other Investments	Statement	8
Description	Valuation Method	Book Value	Fair Market Value
MFB NORTHERN FDS MULTI-MGR MID CAP - 8352.70 SH	COST	83,527.	78,348.
MFB NORTHERN FDS MULTI-MGR SMALL CAP - 8493.73 SH	COST	84,937.	70,158.
MFB NRTHN FDS MULTI-MGR INTL EQ - 44242.51 SH	COST	437,480.	395,086.
MFB NORTHERN FDS MULTI-MGR EMERG MKTS - 1894.45 SH	COST	38,663.	38,590.
Total to Form 990-PF, Part II, line 13		644,607.	582,182.

Form 990-PF	Other Assets	Statement	9
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
MFC BARCLAYS BK PLC - 0 SH	25,700.	0.	0.
MFB NORTHERN FDS MULTI-MANAGER GLOBAL R E FD - 2656.04 SH	9,064.	40,264.	44,011.
MFO PIMCO FDS PAC INVT MGMT SER - 8585.14 SH	0.	60,840.	71,085.
To Form 990-PF, Part II, line 15	34,764.	101,104.	115,096.

