



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2009

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

For calendar year 2009, or tax year beginning

, 2009, and ending

, 20

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

X Address change

Name change

MAY / 0 2010

Name of foundation

MARIE D. NEEDHAM TUW

A Employer identification number

58-6026107

B Telephone number (see page 10 of the instructions)

(336) 732-6015

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ►   
2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end

J Accounting method:  Cash  Accrualof year (from Part II, col. (c), line  
16) ► \$ 9,996,769. Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis.)

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B.	3,050	3,050		STMT 1
3 Interest on savings and temporary cash investments	330,365	321,804		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)	53,899	53,899		
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	154,190			
7 Capital gain net income (from Part IV, line 2)		53,899		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	725			STMT 2
12 Total. Add lines 1 through 11	388,039	378,753		
13 Compensation of officers, directors, trustees, etc.	65,204	65,204		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	5,956	NONE	NONE	5,956
c Other professional fees (attach schedule)				
17 Interest				
18c Taxes (attach schedule, see page 14 of the instructions)	2,902	2,902		
19c Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conference, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	74,062	68,106	NONE	5,956
25 Contributions, gifts, grants paid	526,140			526,140
26 Total expenses and disbursements. Add lines 24 and 25	600,202	68,106	NONE	532,096
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-212,163			
b Net investment income (if negative, enter -0-)		310,647		
c Adjusted net income (if negative, enter -0-)				

24  
NE

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1 Cash - non-interest-bearing		NONE	NONE	
	2 Savings and temporary cash investments		936,841.	238,033.	238,033.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ► *		*	NONE	
	Less: allowance for doubtful accounts ►		NONE	NONE	NONE
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments- U S. and state government obligations (attach schedule)		NONE	NONE	NONE
	b Investments - corporate stock (attach schedule)		NONE	NONE	NONE
	c Investments - corporate bonds (attach schedule)		NONE	NONE	NONE
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ►	NONE	NONE	NONE	
	Less: accumulated depreciation ►		NONE	NONE	
	12 Investments - mortgage loans		NONE	NONE	
	13 Investments - other (attach schedule)		10,457,816.	10,933,164.	9,758,736.
	14 Land, buildings, and equipment basis				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ► )		NONE	NONE	NONE
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		11,394,657.	11,171,197.	9,996,769.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22) . . . . .				
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/></b>				
<b>Net Assets or Fund Balances</b>	27 Capital stock, trust principal, or current funds		11,394,657.	11,167,906.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		NONE	3,291.	
	30 Total net assets or fund balances (see page 17 of the instructions)		11,394,657.	11,171,197.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		11,394,657.	11,171,197.	

**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	11,394,657.
2 Enter amount from Part I, line 27a	2	-212,163.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 5	3	3.
4 Add lines 1, 2, and 3	4	11,182,497.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 6	5	11,300.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,171,197.

Form 990-PF (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.)				
<b>1a SEE PART IV DETAIL</b>									
<b>b</b>									
<b>c</b>									
<b>d</b>									
<b>e</b>									
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>						
<b>a</b>									
<b>b</b>									
<b>c</b>									
<b>d</b>									
<b>e</b>									
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>			<b>(i) F.M.V. as of 12/31/69</b>			<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col. (i) over col. (j), if any</b>	<b>(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))</b>	
<b>a</b>									
<b>b</b>									
<b>c</b>									
<b>d</b>									
<b>e</b>									
<b>2 Capital gain net income or (net capital loss) . . . . .</b>	<b>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</b>			<b>2</b>	<b>53,899.</b>				
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . .</b>	<b>{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . .</b>			<b>3</b>					

**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 page 18 of the instructions before making any entries.**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	746,561.	10,520,432.	0.07096296046
2007	583,745.	12,402,268.	0.04706760086
2006	437,560.	11,935,486.	0.03666042589
2005	320,877.	11,451,645.	0.02802016654
2004	326,447.	11,165,042.	0.02923831366

- 2 Total of line 1, column (d) . . . . .**
- 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 . . . . .**
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .**
- 5 Multiply line 4 by line 3 . . . . .**
- 6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .**
- 7 Add lines 5 and 6 . . . . .**
- 8 Enter qualifying distributions from Part XII, line 4 . . . . .**

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of ruling letter if necessary - see instructions)	1	3,106.
1b	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 . . . . .			
1c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	2 3 4 5 6 7 8 9 10 11	PAID VIA EFTPS 358.	2,748.
3	Add lines 1 and 2 . . . . .			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .			
6	<b>Credits/Payments:</b>			
6a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	2,748.	
6b	Exempt foreign organizations-tax withheld at source . . . . .	6b	NONE	
6c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
6d	Backup withholding erroneously withheld . . . . .	6d		
7	Total credits and payments. Add lines 6a through 6d . . . . .	7		2,748.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11	Enter the amount of line 10 to be: <b>Credited to 2010 estimated tax</b> ► <input type="checkbox"/> <b>Refunded</b> ► <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	Yes	No
1a		X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	Yes	No
1b		X	
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	Yes	No
1c		X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		
(1)	On the foundation ► \$ _____	(2)	On foundation managers ► \$ _____
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	Yes	No
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 bylaws, or other similar instruments? If "Yes," attach a <i>conformed copy of the changes</i> . . . . .	Yes	No
3		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	Yes	No
4a		X	
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	Yes	No
4b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	Yes	No
5		X	
If "Yes," attach the statement required by <i>General Instruction T</i> .			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		
6	● By language in the governing instrument, or		
6	● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .		
6		X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV. . . . .	Yes	No
7		X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <b>STMT 7</b>		
8b	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 <i>General Instruction G</i> ? If "No," attach explanation . . . . .	Yes	No
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .	Yes	No
9		X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	Yes	No
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 page 20 of the instructions) . . . . .  11  X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .  12  X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .  13  X

Website address ► N/A

14 The books are in care of ► WACHOVIA BANK Telephone no. ► (336) 732-6015  
Located at ► 100 N MAIN ST., D4001-130, WINSTON-SALEM, NC ZIP + 4 ► 27101-4047

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ►  15 and enter the amount of tax-exempt interest received or accrued during the year

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

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

	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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input checked="" type="checkbox"/> Yes	<input 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"/>		
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? . . . . .		
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 page 20 of the instructions) . . . . .		
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.) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		

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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3)	Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No				
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).					
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	If "Yes" to 6b, file Form 8870.					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		65,204.	-0-	-0-
-----				
-----				
-----				
-----				

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

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

Total number of other employees paid over \$50,000 . . . . . ►  NONE

Form 990-PF (2009)

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE

-----

2

-----

3

-----

4

-----

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

-----

2

-----

All other program-related investments. See page 24 of the instructions.

3 NONE

-----

**Total. Add lines 1 through 3 . . . . . ►**

Form 990-PF (2009)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities . . . . .	1a	9,041,913.
b Average of monthly cash balances . . . . .	1b	3,732.
c Fair market value of all other assets (see page 24 of the instructions) . . . . .	1c	NONE
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1d	9,045,645.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	
2 Acquisition indebtedness applicable to line 1 assets . . . . .	2	NONE
3 Subtract line 2 from line 1d . . . . .	3	9,045,645.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions) . . . . .	4	135,685.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5	8,909,960.
6 <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	445,498.

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

1 Minimum investment return from Part X, line 6 . . . . .	1	445,498.
2a Tax on investment income for 2009 from Part VI, line 5 . . . . .	2a	3,106.
b Income tax for 2009. (This does not include the tax from Part VI.) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	3,106.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	442,392.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5 Add lines 3 and 4 . . . . .	5	442,392.
6 Deduction from distributable amount (see page 25 of the instructions) . . . . .	6	NONE
7 <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	442,392.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	1a	532,096.
b Program-related investments - total from Part IX-B . . . . .	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required) . . . . .	3a	NONE
b Cash distribution test (attach the required schedule) . . . . .	3b	NONE
4 <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4	532,096.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) . . . . .	5	3,106.
6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	528,990.

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				442,392.
2 Undistributed income, if any, as of the end of 2009:			380,332.	
a Enter amount for 2008 only . . . . .		NONE		
b Total for prior years. 20 07 20 20 . . . . .				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 532,096.			380,332.	
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .		NONE		
d Applied to 2009 distributable amount . . . . .				151,764.
e Remaining amount distributed out of corpus . . . . .		NONE		
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE		
6 Enter the net total of each column as indicated below:		NONE		NONE
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .				290,628.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .		NONE		
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .		NONE		
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .		NONE		
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	NONE			
e Excess from 2009 . . . . .	NONE			

Form 990-PF (2009)

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

	Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3)(C) or 4942(j)(3)(D)				
	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i), . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
<b>c</b> "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)(ii), . . . . .					
(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 page 28 of the instructions.)

## 1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

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

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

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

**6 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)				
<b>a Paid during the year</b>				
SEE STATEMENT 9				
<b>Total</b> .....			► 3a	526,140.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	Related or exempt function income (See page 28 of the instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
<b>1</b>	<b>Program service revenue:</b>				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
<b>2</b>	<b>Membership dues and assessments</b>				
<b>3</b>	<b>Interest on savings and temporary cash investments</b>			14	3,050.
<b>4</b>	<b>Dividends and interest from securities</b>			14	330,365.
<b>5</b>	<b>Net rental income or (loss) from real estate:</b>				
a	Debt-financed property				
b	Not debt-financed property				
<b>6</b>	<b>Net rental income or (loss) from personal property</b>				
<b>7</b>	<b>Other investment income</b>				
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>			18	53,899.
<b>9</b>	<b>Net income or (loss) from special events</b>				
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>				
<b>11</b>	<b>Other revenue: a</b>				
b	<u>EXCISE TAX REFUNDS</u>			1	725.
c					
d					
e					
<b>12</b>	<b>Subtotal. Add columns (b), (d), and (e)</b>				388,039.
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>				388,039.

**Part V: B. Relationship of Activities to the Achievement of Event Requirements**

**Part XVII . Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

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

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

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.

04/23/2010 Trustee

Signature of officer or trustee

## **WACHOVIA BANK**

Date

### Title

Signature of officer or trustee		WACHOVIA BANK		Date	Title
<b>Sign Here</b>  <b>Paid Preparer's Use Only</b>	Preparer's signature ➤		Date	Check if self-employed ➤ <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code ➤			EIN ➤	Phone no.

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

## FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WACHOVIA PT MONEY MARKET	3,050.	3,050.
TOTAL	3,050.	3,050.

## FORM 990PF, PART I - OTHER INCOME

=====

## DESCRIPTION

-----

EXCISE TAX REFUNDS

REVENUE  
AND  
EXPENSES  
PER BOOKS

-----

TOTALS

725.

-----

725.

=====

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	5,956.			5,956.
TOTALS	5,956.	NONE	NONE	5,956.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	2,104. 798.	2,104. 798.
TOTALS	2,902.	2,902.

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ROUNDING	3.
TOTAL	3.

STATEMENT 5

## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

BOOK VALUE ADJUSTMENTS 11,300.

TOTAL 11,300.

=====

STATEMENT 6

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

GA

MARIE D. NEEDHAM TUW

58-6026107

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

WACHOVIA BANK

ADDRESS:

1525 WEST W.T. HARRIS BLVD.  
CHARLOTTE, NC 28288-1114

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION ..... 65,204.

TOTAL COMPENSATION:

65,204.

=====

STATEMENT 8

=====

RECIPIENT NAME:  
SISTERS OF MERCY COVENT  
ADDRESS:  
5 WOODMONT CT  
COLUMBUS, GA 31907  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 131,535.

RECIPIENT NAME:  
CHURCH OF THE HOLY FAMILY  
ADDRESS:  
320 12TH STREET  
COLUMBUS, GA 31901  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 263,070.

RECIPIENT NAME:  
ST PATRICK'S CHURCH  
ADDRESS:  
P O BOX 147  
PHENIX CITY, AL 36868  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
PUBLIC EXEMPT  
AMOUNT OF GRANT PAID ..... 131,535.

TOTAL GRANTS PAID: 526,140.

=====

**SCHEDULE D\***  
(Form 1041)

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

**2009**

Name of estate or trust

MARIE D. NEEDHAM TUW

Employer identification number

58-6026107

**Note:** Form 5227 filers need to complete only Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			21,613.
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .				<b>1b</b>	-291.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .				<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .				<b>4</b>	( )
<b>5</b> Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ►				<b>5</b>	21,322.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			32,577.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .				<b>6b</b>	
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .				<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>8</b>	
<b>9</b> Capital gain distributions . . . . .				<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .				<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .				<b>11</b>	( )
<b>12</b> Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ►				<b>12</b>	32,577.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see page 5)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
13	Net short-term gain or (loss) . . . . .	13		21,322.
14	Net long-term gain or (loss):			
a	Total for year . . . . .	14a		32,577.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	14b		
c	28% rate gain . . . . .	14c		
15	Total net gain or (loss). Combine lines 13 and 14a . . . . . ►	15		53,899.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

#### Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	( )
a	The loss on line 15, column (3) or b \$3,000 . . . . .		

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

#### Part V Tax Computation Using Maximum Capital Gains Rates

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	19		
20	Add lines 18 and 19 . . . . .	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . . ►	21		
22	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	22		
23	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	23		
24	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	24		
25	Is the amount on line 23 equal to or more than the amount on line 24?			
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	25		
	<input type="checkbox"/> No. Enter the amount from line 23 . . . . .	26		
26	Subtract line 25 from line 24 . . . . .	26		
27	Are the amounts on lines 22 and 26 the same?			
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	27		
	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	28		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	28		
29	Subtract line 28 from line 27 . . . . .	29		
30	Multiply line 29 by 15% (.15) . . . . .	30		
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	31		
32	Add lines 30 and 31 . . . . .	32		
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	33		
34	<b>Tax on all taxable income.</b> Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	34		

2009

---

**Name of estate or trust**

MARIE D. NEEDHAM TIIW

**Employer identification number**  
58-6026107

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

-291.00

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2009

## FEDERAL CAPITAL GAIN DIVIDENDS

=====

## SHORT-TERM CAPITAL GAIN DIVIDENDS

ISHARES BARCLAYS 1-3 YEAR TREASURY BOND	678.00
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	7,898.00
PIMCO FOREIGN BOND FUND-INST	7.00
PIMCO FOREIGN BOND FUND-INST	13,030.00
<b>TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS</b>	<b>21,613.00</b>

## LONG-TERM CAPITAL GAIN DIVIDENDS

=====

## 15% RATE CAPITAL GAIN DIVIDENDS

AMERICAN INTL GRP INC COM	156.00
BRISTOL-MYERS SQUIBB CO COM	512.00
ENRON CORP COM	21,592.00
FREDDIE MAC COM VTG	211.00
FRUIT OF THE LOOM INC CL A	272.00
ISHARES BARCLAYS 1-3 YEAR TREASURY BOND	3,424.00
PIMCO FOREIGN BOND FUND-INST	2,787.00
PIMCO COMMODITY REALRETURN STRATEGY FD I	1,271.00
QWEST COMMUNICATIONS INTL INC COM	15.00
TENET HEALTHCARE CORP COM W/RIGHTS ATTACHED E	2,337.00
<b>TOTAL 15% RATE CAPITAL GAIN DIVIDENDS</b>	<b>32,577.00</b>
<b>TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS</b>	<b>32,577.00</b>

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
PRINCIPAL						
	DEPOSIT ACCOUNTS					
997981006	WACHOVIA FT MONEY MARKET		155,541.53	155,541.53		
TOTAL	DEPOSIT ACCOUNTS		155,541.53	155,541.53		
	CLOSED-END FUND - EQUITY					
464287200	ISHARES S&P 500 INDEX FD/US	5,859	769,873.19	655,094.79	769,873.19	769,873.19
TOTAL	CLOSED-END FUND - EQUITY	5,859	769,873.19	655,094.79	769,873.19	769,873.19
	CLOSED-END FUND - FIXED TAXABLE					
464287457	ISHARES BARCLAYS 1-3 YEAR TREASURY BOND FD	6,877	549,874.60	570,515.92	549,874.60	549,874.60
TOTAL	CLOSED-END FUND - FIXED TAXABLE	6,877	549,874.60	570,515.92	549,874.60	549,874.60
	MUTUAL FUNDS - FIXED TAXABLE					
299923862	EVERGREEN HIGH INCOME BOND FD-I FUND 746 (FD #746)	240,240.522	791,057.48	713,514.35	791,057.48	791,057.48
693390551	PIMCO TOTAL RETURN FD II INSTL CL	146,886.317	1,500,347.83	1,534,962.01	1,499,709.30	1,499,709.30
693390882	PIMCO FOREIGN BOND FD U.S. DOLLAR - HEDGED INST CL	42,226.487	440,000.00	422,264.87	440,000.00	440,000.00
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	38,903.624	440,000.00	401,485.40	440,000.00	440,000.00
922031869	VANGUARD INFLATION-PROTECTED SECURITIES FD IV CL	37,587.004	454,426.88	471,716.90	454,426.88	454,426.88
TOTAL	MUTUAL FUNDS - FIXED TAXABLE	505,843.954	3,625,832.19	3,543,943.53	3,625,193.66	3,625,193.66

DETAILED LIST  
TICKLER 05/03/10 SEQUENCE 794 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR [REDACTED] NEEDHAM TRUST AS OF 12/31/09

TICKLER 05/03/10 SEQUENCE 794 12/31/09 THROUGH 12/31/09  
SETTLE DATE POSITION FOR **██████████** NEEDHAM TRUST AS OF 12/31/09  
DETAIL LIST

## DETAIL LIST

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	MUTUAL FUNDS - OTHER					
222544R305	CREDIT SUISSE COMMODITY RETURN STRATEGY FUND	18,987.343	150,000.00	163,101.28	150,000.00	150,000.00
266852M105	EII INTERNATIONAL PROPERTY-I EII INTL PROPERTY-I	5,415.162	75,000.00	85,072.20	75,000.00	75,000.00
44981V706	ING REAL ESTATE FUND CL I	19,157.087	150,000.00	219,923.36	150,000.00	150,000.00
722005667	PIMCO COMMODITY REALRETURN STRATEGY FD INSTL	12,828.139	190,497.86	106,216.99	190,497.86	190,497.86
7779919109	T ROWE PRICE REAL ESTATE FD	32,613.299	770,000.00	451,041.93	760,429.59	760,429.59
TOTAL	MUTUAL FUNDS - OTHER	89,001.03	1,335,497.86	1,025,355.76	1,325,927.45	1,325,927.45
	MUTUAL FUNDS - EQUITY					
2339080401	DAVIS NEW YORK VENTURE FD CL Y	12,201.886	440,000.00	381,797.01	440,000.00	440,000.00
26203E836	DREYFUS THE BOSTON COMPANY SMALL CAP GROWTH FUND CL I	6,436.955	340,000.00	287,152.56	340,000.00	340,000.00
299909408	EVERGREEN STRATEGIC GROWTH FD CL I (FD #440)	8,617.127	281,263.02	223,959.13	281,263.02	281,263.02
411511843	HARBOR SMALL CAP VALUE FUND INS CL	8,063.472947	116,008.13	131,757.15	93,455.65	93,455.65
74972H614	RS VALUE FUND CL Y	18,097.643	430,000.00	373,897.30	430,000.00	430,000.00
780905451	ROYCE PREMIER FD CL W	10,563.381	180,000.00	172,500.01	180,000.00	180,000.00
922040100	VANGUARD INSTITUTIONAL INDEX FD INSTL CL	2,744.968	330,000.00	279,931.84	330,000.00	330,000.00
949915367	WELLS FARGO ADVANTAGE ENTERPRISE FD CL I	13,629.16	430,000.00	382,025.35	430,000.00	430,000.00
949915565	WELLS FARGO ADVANTAGE ENDEAVOR SELECT FD CL I	25,062.876	240,102.35	211,280.04	240,102.35	240,102.35
TOTAL	MUTUAL FUNDS - EQUITY	105,417 468947	2,787,373.50	2,444,300.39	2,764,821.02	2,764,821.02

RUN MAY 03 10  
AT 3:02 PM

WELLS FARGO BANK, N.A.  
INVEST AFC/AFP INTERFACE

PAGE 87  
AS OF 05/03/10

DETAIL LIST						
TICKLER 05/03/10 SEQUENCE 79412/31/09 THROUGH 12/31/09 SETTLE DATE POSITION FOR [REDACTED] NEEDHAM TRUST AS OF 12/31/09						
CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	MUTUAL FUNDS - INTERNATIONAL EQUITY					
04315J837	ARTIO INTERNATIONAL EQUITY II-I	25,444.5	325,000.00	299,736.21	325,000.00	325,000.00
246248306	DELAWARE POOLED TRUST-THE INTERNATIONAL EQUITY PORTFOLIO	22,447.538724	406,252.64	298,327.79	401,818.90	401,818.90
299924704	EVERGREEN INTERNATIONAL EQUITY FD CL I (FD #252)	42,808.536123	313,460.33	295,806.98	296,236.09	296,236.09
52106N889	LAZARD EMERGING MKTS PORTFOLIO	3,326.68	50,000.00	59,913.51	50,000.00	50,000.00
61744J317	MORGAN STANLEY INSTITUTIONAL FUND INC - INTERNATIONAL REAL ESTATE CL I (FD #1)	15,027.3222	440,000.00	267,486.33	440,000.00	440,000.00
784924425	SSGA EMERGING MARKETS FUND CL S	15,485.688	330,000.00	298,254.35	330,000.00	330,000.00
TOTAL	MUTUAL FUNDS - INTERNATIONAL EQUITY	124,540.264847	1,864,712.97	1,519,525.17	1,843,054.99	1,843,054.99
	PRINCIPAL CASH		0.00	0.00		
*****	PRINCIPAL TOTAL	837,538.717794	11,088,705.84	9,914,277.09	10,878,744.91	10,878,744.91
	INCOME	=====				
	DEPOSIT ACCOUNTS	=====				
997981006	WACHOVIA PT MONEY MARKET		79,200.03	79,200.03		
TOTAL	DEPOSIT ACCOUNTS		79,200.03	79,200.03		
	INCOME CASH		3,290.96	3,290.96		
*****	INCOME TOTAL		82,490.99	82,490.99	0.00	0.00
	ASSET FILE TOTAL	837,538.717794	11,171,196.83	9,996,768.08	10,878,744.91	10,878,744.91