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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 _____, 2009, 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.

WORMSLOE FOUNDATION, INC.
WORMSLOE - ISLE OF HOPE
SAVANNAH, GA 31406

A Employer identification number

58-6034319

B Telephone number (see the instructions)

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **► \$ 2,963,734.** J Accounting method. Cash Accrual
 Other (specify) _____

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	56,548.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	383.	383.		
	4 Dividends and interest from securities	59,919.	59,919.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-70,613.			
	b Gross sales price for all assets on line 6a	608,073.			
	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/(loss) (att sch)					
11 Other income (attach schedule)	-10,139.	-10,139.			
12 Total. Add lines 1 through 11	36,098.	50,163.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	3,863.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	2,352.	1,202.	1,150.	
	c Other prof fees (attach sch) SEE ST 3	10,000.			10,000.
	17 Interest RECEIVED SEE STM 4	2,617.	1,604.		1,013.
	18 Taxes (attach schedule if necessary) SEE STM 4				
	19 Depreciation (attach sch and depreciation schedule) SEE STM 4				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STM 5	17,196.	8,451.		8,745.
	24 Total operating and administrative expenses. Add lines 13 through 23	36,028.	11,257.		20,908.
25 Contributions, gifts, grants paid PART XV	133,622.			133,622.	
26 Total expenses and disbursements. Add lines 24 and 25	169,650.	11,257.	0.	154,530.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-133,552.				
b Net investment income (if negative, enter -0-)		38,906.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
			(c) Fair Market Value	
A S S E T S	1	Cash – non-interest-bearing	1,693.	16,413.
	2	Savings and temporary cash investments	51,183.	47,497.
	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 the instructions)		
	7	Other notes and loans receivable (attach sch.)		
		Less allowance for doubtful accounts		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges	2,000.	1,600.
	10a	Investments – U S and state government obligations (attach schedule)		
	b	Investments – corporate stock (attach schedule)	1,285,280.	1,171,102.
	c	Investments – corporate bonds (attach schedule)		1,917,845.
	11	Investments – land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule)		
L I A B L I T E S	12	Investments – mortgage loans		
	13	Investments – other (attach schedule)	610,970.	666,590.
	14	Land, buildings, and equipment: basis	93,700.	795,379.
		Less accumulated depreciation (attach schedule)		
		SEE STMT 6	75,968.	93,700.
	15	Other assets (describe		
	16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item l)	2,027,094.	1,996,902.
				2,963,734.
	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
N F E U N D A S S E T S O R E S	20	Loans from officers, directors, trustees, & other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe		
	23	Total liabilities (add lines 17 through 22)	0.	0.
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>	
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>	
	27	Capital stock, trust principal, or current funds	526,109.	526,109.
	28	Paid-in or capital surplus, or land, building, and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds	1,500,985.	1,470,793.
	30	Total net assets or fund balances (see the instructions)	2,027,094.	1,996,902.
	31	Total liabilities and net assets/fund balances (see the instructions)	2,027,094.	1,996,902.

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,027,094.
2	Enter amount from Part I, line 27a	2	-133,552.
3	Other increases not included in line 2 (itemize)	3	108,854.
4	Add lines 1, 2, and 3	4	2,002,396.
5	Decreases not included in line 2 (itemize)	5	5,494.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,996,902.

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 shares MLC Company)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 9					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	- [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2	-70,613.	
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 the instructions) If (loss), enter -0- in Part I, line 8]		3	0.	

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 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 (column (b) divided by column (c))
2008	176,486.	2,464,892.	0.071600
2007	194,332.	3,802,967.	0.051100
2006	214,576.	3,715,723.	0.057748
2005	174,806.	3,423,251.	0.051064
2004	183,326.	3,096,352.	0.059207

2 Total of line 1, column (d)	2	0.290719
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.058144
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,011,100.
5 Multiply line 4 by line 3	5	116,933.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	389.
7 Add lines 5 and 6	7	117,322.
8 Enter qualifying distributions from Part XII, line 4	8	154,530.

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 the instructions)

1 a 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 instr.)	1	389.
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, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	389.	
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 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,600.	
b Exempt foreign organizations – tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868)			
d Backup withholding erroneously withheld			
7 Total credits and payments Add lines 6a through 6d	7	1,600.	
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 ► 1,211. Refunded ► 11 0.			

Part VII-A Statements Regarding Activities

1 a 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	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1b	X	

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c	X	

c Did the foundation file **Form 1120-POL** for this year?

1d		

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

2	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

3	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

4a	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by *General Instruction T*

4b	N/A	

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6	X	

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

7	X	

8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)

8b	X	

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

9	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

10	X	

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

Part VII-A Statements Regarding Activities Continued

11		X
12		X
13	X	
14	CRAIG BARROW, III Located at WORMSLOE LIBRARY, SAVANNAH, GA	Telephone no. (912) 234-5400 ZIP + 4 31406
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	
	N/A	► 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
1b	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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	N/A
1c	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?		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 ► 20__, 20__, 20__, 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions)		N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20__, 20__, 20__, 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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:	<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 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 instructions)?		5b	N/A
Organizations relying on a current notice regarding disaster assistance check here	<input checked="" 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?	N/A <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?		6b	X
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?		7b	N/A

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 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 10		3,863.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'				
(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000				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 – (see instructions). If none, enter 'NONE.'

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

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

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 (see instructions)

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

Amount

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

All other program-related investments See instructions

3

Total. Add lines 1 through 3

Form 890-BF (2008)

BAA

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
(for greater amount, see instructions)5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 46 **Minimum investment return.** Enter 5% of line 5.

1a	1,943,999.
1b	97,727.
1c	
1d	2,041,726.
2	0.
3	2,041,726.
4	30,626.
5	2,011,100.
6	100,555.

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

2a Tax on investment income for 2009 from Part VI, line 5

2a | 389.

b Income tax for 2009 (This does not include the tax from Part VI.)

2b |

2c	389.
3	100,166.
4	
5	100,166.
6	
7	100,166.

c Add lines 2a and 2b

3 Distributable amount before adjustments Subtract line 2c from line 1

4 Recoveries of amounts treated as qualifying distributions

5 Add lines 3 and 4

6 Deduction from distributable amount (see instructions)

7 **Distributable amount as adjusted** Subtract line 6 from line 5 Enter here and on Part XIII, line 1**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 | 154,530.

1b |

2 |

3a |

3b |

4 | 154,530.

5 | 389.

6 | 154,141.

b Program-related investments – total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3 Amounts set aside for specific charitable projects that satisfy the:

a Suitability test (prior IRS approval required)

b Cash distribution test (attach the required schedule)

4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 45 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 instructions)6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

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				100,166.
2 Undistributed income, if any, as of the end of 2009				0.
a Enter amount for 2008 only			0.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	29,996.			
b From 2005	6,757.			
c From 2006	30,112.			
d From 2007	7,466.			
e From 2008	55,821.			
f Total of lines 3a through e	130,152.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 154,530.				0.
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				100,166.
e Remaining amount distributed out of corpus	54,364.			
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:	184,516.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.	
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	29,996.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	154,520.			
10 Analysis of line 9:				
a Excess from 2005	6,757.			
b Excess from 2006	30,112.			
c Excess from 2007	7,466.			
d Excess from 2008	55,821.			
e Excess from 2009	54,364.			

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

N/A

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

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see 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:

SEE STATEMENT 11

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV. Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
ISAIAH DAVENPORT HOUSE SAVANNAH, GA	N/A	T/E	HISTORIC PRESERVATION	1,500.
CARETTA RESEARCH PROJECT SAVANNAH, GA	N/A	T/E	ENVIRONMENTAL SCHOOL	1,500.
OGEECHEE-CANOCHEE RIVERKEEPER SAVANNAH, GA	N/A	T/E	PRESERVATION	2,500.
UNIVERSITY OF GEORGIA ATHENS, GA	N/A	T/E	EDUCATIONAL	117,022.
WORMSLOE STATE HISTORICAL SAVANNAH, GA	N/A	T/E	HISTORICAL PRESERVATION	1,500.
WORMSLOE INSTITUTE FOR ENVIRON HISTORY SAVANNAH, GA	N/A	T/E	HISTORICAL PRESERVATION	15,000.
VOIDED GRANT CHECKS FROM PRIOR YEAR SAVANNAH, GA	N/A	T/E	VOIDED CHECKS	-5,400.
Total			► 3a	133,622.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	383.	
4 Dividends and interest from securities			14	59,919.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-70,613.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>SEE ATTACHED SCHEDULE</u>			18	-10,139.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-20,450.	
13 Total. Add line 12, columns (b), (d), and (e)					13 -20,450.

(See worksheet in the instructions for line 13 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
N/A	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

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

2009

Name of the organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

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

Form 990-PF

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

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule –

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

Special Rules –

For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

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

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

► \$ _____

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

**BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part I **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	TRUST U/W OF ELFRIIDA D. BARROW P.O. BOX 188 SAVANNAH, GA 31402	\$ 56,548	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

WORMSLOE FOUNDATION, INC.

Employer identification number

58-6034319

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)For organizations completing Part III, enter total of *exclusively religious, charitable, etc,* contributions of **\$1,000 or less** for the year. (Enter this information once – see instructions.)

► \$

N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Wormsloe Foundation, Inc.
 58-6034319
 Year ended 12/31/09

Part I, Line 3 - Interest

Interest	Amount
1 NW Quadrant Partners, L.P.	202
2 Chatham Small Cap Partnership	3
3 Chatham Distressed Eqty Opport LP	1
4 Summit Housing Ptrs LLC	148
5 The Savannah Bank	28
6 Sterne, Agee & Leach	1
Total	<u>383</u>

Part I, Line 4 - Dividends

Dividends	Amount
1 Chatham Small Cap Partnership	2,778
2 Chatham Distressed Eqtu Opport LP	1,707
3 Sterne Agee Asia Fund LP	6,290
4 Sterne, Agee & Leach	49,144
Total	<u>59,919</u>

Part II, Line 1 - Cash

	Cash	Cost 12/31/09	FMV 12/31/09
1 The Savannah Bank		<u>16,413</u>	<u>16,413</u>
Total		<u>16,413</u>	<u>16,413</u>

Part II, Line 2 - Savings and Temporary Cash Investments

	Savings and Temporary Cash Investments	Cost 12/31/09	FMV 12/31/09
1 Sterne, Agee & Leach - Money Market		<u>47,497</u>	<u>47,497</u>
		<u>47,497</u>	<u>47,497</u>

Wormsloe Foundation, Inc.
58-6034319
Year ended 12/31/09

Part I, Line 11 - Other Income

Other Income	Amount
1 NW Quadrant Partners, L.P.	2,517
2 Chatham Small Cap Ptrship I, LP	(114)
3 Summit Housing Ptrs LLC	(12,412)
4 Chatham Distressed Eqty Opport LP	(130)
Total	<u><u>(10,139)</u></u>

Wormsloe Foundation, Inc.
58-6034319
Year ended 12/31/09

Part II, Line 10b - Corporate Stocks

Corporate Stocks	# of Shares	Cost 12/31/09	FMV 12/31/09
1 AFLAC Inc.	1,500	42,598	69,375
2 AT & T Inc	2,000	49,331	56,060
3 Abbott Laboratories	1,000	39,522	53,990
4 Altria Group Inc	2,000	34,028	39,260
5 Apache Corp	1,000	43,744	103,170
6 Avon Products, Inc.	2,000	14,391	63,000
7 Bank of America Corp.	4,000	35,372	60,240
8 Bristol Myers Squibb Co.	2,000	19,703	50,500
9 CVS Caremark Corp	2,000	27,664	64,420
10 Comcast Corp New Cl A Special	1,500	22,899	24,015
11 Conocophillips	1,500	40,061	76,605
12 Costco Wholesale Corp.	1,000	33,276	59,170
13 Emerson Electric	1,000	29,821	42,600
14 Exxon Mobil Corp.	4,500	25,959	306,855
15 Genuine Parts Company	1,000	35,521	37,960
16 ITT Corp	1,000	54,622	49,740
17 Intel Corp	2,000	39,285	40,800
18 International Business Machines	500	53,247	65,450
19 Johnson & Johnson Common	1,000	37,240	64,410
20 Marathon Oil Corp	2,000	83,883	62,440
21 Medco Health Solutions Inc	1,000	13,294	63,910
22 Microchip Technology Inc	1,500	41,700	43,575
23 Murphy Oil Corp.	1,500	27,401	81,300
24 Proctor & Gamble Co	1,000	54,934	60,630
25 Savannah Bancorp, Inc.	4,158	46,279	33,270
26 Sempra Energy	1,000	53,295	55,980
27 United Technologies	1,000	66,888	69,410
28 Verizon Communications	2,000	56,426	66,260
29 Wal-Mart Stores Inc	1,000	48,718	53,450
		<hr/> <u>1,171,102</u>	<hr/> <u>1,917,845</u>
		TB	

Wormsloe Foundation, Inc.
58-6034319
Year ended 12/31/09

Part II, Line 13 - Investments (Other)

	Investments (Other)	Cost 12/31/09	FMV 12/31/09
1	Chatham Small Cap Partnership I, L.P.	153,757	235,650
2	Chatham Distressed Eqty Opport. LP	79,073	91,181
3	Sterne Agee Asia Ltd Ptrship Fund	236,292	229,578
4	Summit Housing Ptrs LLC	171,704	200,000
5	Northwest Quadrant Partners LP	(13,851)	-
6	Enterprise GP Holdings LP	<u>39,615</u>	<u>38,970</u>
		<u>666,590</u>	<u>795,379</u>

2009

FEDERAL STATEMENTS

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WORMSLOE FOUNDATION, INC.

58-6034319

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

SEE ATTACHED SCHEDULE

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
TOTAL	\$ -10,139.	\$ -10,139.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 - CHATHAM DISTRESSED EQTY	\$ 335.	\$ 335.		
K-1 - CHATHAM SMALL CAP PTRSHIP	288.	288.		
K-1 - STERNE AGEES ASIA FUND	579.	579.		
KARP, RONNING & TINDOL, P.C.	1,150.			
TOTAL	\$ 2,352.	\$ 1,202.	\$ 0.	\$ 1,150.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DR. PAUL SUTTER	\$ 10,000.			
TOTAL	\$ 10,000.	\$ 0.	\$ 0.	\$ 10,000.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K- ACTIVITIES: TAXES	\$ 314.	\$ 314.		
SECRETARY OF STATE	30.			\$ 30.
TAX COMMISSIONER OF CHATHAM COUNTY	983.			983.
U.S. TREASURY	1,290.	1,290.		
TOTAL	\$ 2,617.	\$ 1,604.	\$ 0.	\$ 1,013.

2009

FEDERAL STATEMENTS

PAGE 2

WORMSLOE FOUNDATION, INC.

58-6034319

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HONORARIUM	\$ 1,000.			\$ 1,000.
INSURANCE	936.			936.
K-1 ACTIVITIES: MGT FEES	7,185.	\$ 7,185.		
K-1 ACTIVITIES: MISC EXP	1,266.	1,266.		
REPAIRS	6,130.			6,130.
TRAVEL	679.			679.
TOTAL	\$ 17,196.	\$ 8,451.	\$ 0.	\$ 8,745.

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	\$ 93,700.	\$ 0.	\$ 93,700.	\$ 185,000.
TOTAL	\$ 93,700.	\$ 0.	\$ 93,700.	\$ 185,000.

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAINS-SAL ASIA FD		\$ 108,854.
TOTAL	\$	<u>108,854.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NON-DEDUCTIBLE EXPENSES FROM K-1S		\$ 5,494.
TOTAL	\$	<u>5,494.</u>

STATEMENT 9
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	2000 INGERSOLL RAND PLC	PURCHASED	6/04/2009	11/18/2009
2	1500 ABB LIMITED SPONS ADR	PURCHASED	7/03/2008	5/19/2009
3	1500 ABB LIMITED SPONS ADR	PURCHASED	1/29/2009	5/19/2009
4	500 GENERAL DYNAMICS CORP	PURCHASED	2/03/2009	3/26/2009
5	248 HARRIS STRATEX NETWORKS	PURCHASED	5/28/2009	6/02/2009

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD				
6	1000 ISHARES DJ SEL DIV INDEX	PURCHASED	2/12/2009	7/20/2009				
7	1000 MICROSOFT CORP	PURCHASED	10/08/2008	7/21/2009				
8	2000 ALLSTATE CORP	PURCHASED	7/06/1995	11/16/2009				
9	1000 AUTOMATIC DATA PROC INC	PURCHASED	1/27/2004	2/12/2009				
10	1000 EMERSON ELECTRIC CO	PURCHASED	2/11/2008	7/02/2009				
11	500 FORTUNE BRANDS INC	PURCHASED	4/05/2002	3/26/2009				
12	1500 GENERAL ELECTRIC CO	PURCHASED	5/26/1995	1/29/2009				
13	1000 HARRIS CORP DEL	PURCHASED	5/02/2007	8/04/2009				
14	1000 ITT CORP	PURCHASED	5/22/2008	12/17/2009				
15	194 LINCOLN ELECTRIC HLDGS	PURCHASED	11/20/2007	6/04/2009				
16	806 LINCOLN ELECTRIC HLDGS	PURCHASED	11/20/2007	6/04/2009				
17	500 MEDCO HEALTH SOLUTIONS	PURCHASED	9/12/2003	2/03/2009				
18	2000 ORACLE CORP	PURCHASED	1/30/2007	4/21/2009				
19	2000 RPM INTERNATIONAL INC	PURCHASED	8/21/2006	9/09/2009				
20	1000 SUPERIOR ENERGY SVCS INC	PURCHASED	9/20/2007	9/03/2009				
21	FROM CHATHAM SMALL CAP K-1	PURCHASED	VARIOUS	VARIOUS				
22	FROM CHATHAM SMALL CAP K-1	PURCHASED	VARIOUS	VARIOUS				
23	FROM CHATHAM DISTRESSED EQTY K-1	PURCHASED	VARIOUS	VARIOUS				
24	FROM CHATHAM DISTRESSED EQTY K-1	PURCHASED	VARIOUS	VARIOUS				
25	FROM STERNE AGEE ASIA FUND K-1	PURCHASED	VARIOUS	VARIOUS				
26	FROM STERNE AGEE ASIA FUND K-1	PURCHASED	VARIOUS	VARIOUS				
27	FROM SUMMIT HOUSING PTRS K-1	PURCHASED	VARIOUS	VARIOUS				
ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	72,414.		45,001.	27,413.				\$ 27,413.
2	23,362.		41,382.	-18,020.				-18,020.
3	23,362.		20,005.	3,357.				3,357.
4	20,841.		27,838.	-6,997.				-6,997.
5	1,284.		1,374.	-90.				-90.
6	35,861.		34,241.	1,620.				1,620.
7	24,128.		24,041.	87.				87.
8	58,149.		31,196.	26,953.				26,953.
9	36,923.		38,505.	-1,582.				-1,582.
10	31,298.		51,974.	-20,676.				-20,676.
11	13,223.		23,651.	-10,428.				-10,428.
12	18,789.		14,250.	4,539.				4,539.
13	30,682.		48,303.	-17,621.				-17,621.
14	50,779.		65,098.	-14,319.				-14,319.
15	8,348.		13,164.	-4,816.				-4,816.
16	34,681.		54,644.	-19,963.				-19,963.
17	22,889.		6,647.	16,242.				16,242.
18	38,133.		35,368.	2,765.				2,765.
19	33,284.		38,209.	-4,925.				-4,925.
20	17,444.		38,752.	-21,308.				-21,308.
21	0.		2,288.	-2,288.				-2,288.
22	2,600.		0.	2,600.				2,600.
23	995.		0.	995.				995.
24	0.		3,716.	-3,716.				-3,716.
25	4,199.		0.	4,199.				4,199.
26	0.		19,039.	-19,039.				-19,039.
27	4,405.		0.	4,405.				4,405.
							TOTAL	\$ -70,613.

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FEDERAL STATEMENTS

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WORMSLOE FOUNDATION, INC.

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STATEMENT 10
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MRS. DIANA D. BARROW 7601 SKIDAWAY ROAD SAVANNAH, GA 31401	CHAIRMAN 0	\$ 0.	\$ 0.	\$ 0.
MR. CRAIG BARROW, III 7601 SKIDAWAY ROAD SAVANNAH, GA 31406	TREASURER 0	0.	0.	0.
MRS. MURIEL B. BELL 762 CROOKED CREEK ROAD HENDERSONVILLE, NC 28739	TRUSTEE 0	0.	0.	0.
MR. J. WILEY ELLIS 144 RENDANT AVE. SAVANNAH, GA 31419	TRUSTEE 0	0.	0.	0.
MR. THORNTON D. BARROW P.O. BOX 8346 SAVANNAH, GA 31412	TRUSTEE 0	0.	0.	0.
MRS. ELFRIDA B. MOORE 584 DAVANT PLANTATION DRIVE RIDGEGLAND, SC 29936-3806	TRUSTEE 0	0.	0.	0.
MR. MALCOLM BELL, III 433 N. FIRST ST. CHARLOTTESVILLE, VA 22906	TRUSTEE 0	0.	0.	0.
MS. JULIET CHISOLM 5 WATERFORD LANE SAVANNAH, GA 31411	SECRETARY 0	3,863.	0.	0.
DR. CHARLES KNAPP 3445 PEACHTREE RD NE, STE 175 ATLANTA, GA 30326	TRUSTEE 0	0.	0.	0.
SARAH ROSS P.O. BOX 40 ROARING GAP, NC 28668	PRESIDENT 0	0.	0.	0.
TOTAL		\$ 3,863.	\$ 0.	\$ 0.

STATEMENT 11
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: CRAIG BARROW, III
 CARE OF:
 STREET ADDRESS: P.O. BOX 8346

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FEDERAL STATEMENTS

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WORMSLOE FOUNDATION, INC.

58-6034319

STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

CITY, STATE, ZIP CODE: SAVANNAH, GA 31412

TELEPHONE:

FORM AND CONTENT: LETTER

SUBMISSION DEADLINES:

RESTRICTIONS ON AWARDS: LIMITED TO THE PRESERVATION AND STUDY OF AGRICULTURE,
HORTICULTURE, FORESTRY AND HISTORIC SITES AND DOCUMENTS.

