Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: VITAL CARE CHARITABLE FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): 1209 EDGEWATER DRIVE, Room/suite: 101

City or town, state, and ZIP code: ORLANDO, FL 32804

A Employer identification number: 59-3756797

B Telephone number: 407-422-5831

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: [X] 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, col. (c), line 16) ▶$ 1,647,325.

J Accounting method: [X] 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).)

		(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				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	51.	51.		STATEMENT 1
	4 Dividends and interest from securities	21,395.	21,395.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<274,002.>			
	b Gross sales price for all assets on line 6a 2,251,464.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4.	4.	0.	STATEMENT 3
	12 **Total.** Add lines 1 through 11	<252,552.>	21,450.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	1,500.	1,500.	1,500.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	1,631.	176.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	11,107.	11,107.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	14,238.	12,783.	1,500.	0.
	25 Contributions, gifts, grants paid	146,822.			146,822.
	26 **Total expenses and disbursements.** Add lines 24 and 25	161,060.	12,783.	1,500.	146,822.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<413,612.>			
	b **Net investment income** (if negative, enter -0-)		8,667.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

RECEIVED
MAY 11 2010
TELLER #38
IRS OGDEN, UTAH

SCANNED MAY 20 2010

923501
02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2009)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,386.	1,943.	1,943.
	2 Savings and temporary cash investments	38,082.	118,308.	118,308.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	2,344,630.	1,857,235.	1,527,074.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,391,098.	1,977,486.	1,647,325.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,391,098.	1,977,486.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	2,391,098.	1,977,486.	
	31 **Total liabilities and net assets/fund balances**	2,391,098.	1,977,486.	

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	2,391,098.
2	Enter amount from Part I, line 27a	2	<413,612.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,977,486.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,977,486.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	UBS (SEE ATTACHED)	P	VARIOUS	VARIOUS
b	UBS (SEE ATTACHED)	P	VARIOUS	VARIOUS
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	1,661,482.		1,795,622.	<134,140.>
b	589,982.		729,844.	<139,862.>
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<134,140.>
b				<139,862.>
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	<274,002.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	199,420.	2,223,665.	.089681
2007	123,600.	2,467,729.	.050087
2006	100,545.	1,795,449.	.056000
2005	133,814.	1,211,189.	.110482
2004	78,553.	1,048,591.	.074913

2	Total of line 1, column (d)	2	.381163
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	.076233
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,465,726.
5	Multiply line 4 by line 3	5	111,737.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	87.
7	Add lines 5 and 6	7	111,824.
8	Enter qualifying distributions from Part XII, line 4	8	146,822.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	87.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	87.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	87.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	87.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
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*	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)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2009)

923531
02-02-10

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STEVE BISSINGER Telephone no. ▶ 407-422-5831

Located at ▶ 1209 EDGEWATER DRIVE, SUITE 101, ORLANDO, FL ZIP+4 ▶ 32804

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM P KENNEDY 1209 EDGEWATER DRIVE ORLANDO, FL 32804	PRESIDENT 0.00	0.	0.	0.
COURTNEY B. KENNEDY 1209 EDGEWATER DRIVE ORLANDO, FL 32804	VICE-PRESIDENT 0.00	0.	0.	0.
ASHLEY E. KENNEDY 1209 EDGEWATER DRIVE ORLANDO, FL 32804	SECRETARY 0.00	0.	0.	0.
STEVEN BISSINGER 1209 EDGEWATER DRIVE ORLANDO, FL 32804	TREASURER 0.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2009)

923561
02-02-10

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,360,785.
b	Average of monthly cash balances	1b	127,262.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,488,047.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,488,047.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,321.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,465,726.
6	**Minimum investment return**. Enter 5% of line 5	6	73,286.

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

1	Minimum investment return from Part X, line 6	1	73,286.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 87.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	87.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,199.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	73,199.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	73,199.

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	146,822.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	146,822.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	87.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	146,735.

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				73,199.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 59,206.				
c From 2006 21,871.				
d From 2007 4,296.				
e From 2008 91,039.				
f **Total** of lines 3a through e	176,412.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 146,822.				
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				73,199.
e Remaining amount distributed out of corpus	73,623.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	250,035.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	250,035.			
10 Analysis of line 9:				
a Excess from 2005 59,206.				
b Excess from 2006 21,871.				
c Excess from 2007 4,296.				
d Excess from 2008 91,039.				
e Excess from 2009 73,623.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

WILLIAM P KENNEDY

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
SEE STATEMENT 8				
Total			▶ 3a	146,822.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	51.	
4 Dividends and interest from securities			14	21,395.	
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			01	4.	
8 Gain or (loss) from sales of assets other than inventory			18	<274,002.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<252,552.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <252,552.>

(See worksheet in line 13 instructions 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).

923621
02-02-10

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

			Yes	No
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?			
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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date: 5/7/10 — Title: TREASURER

Paid Preparer's Use Only

Preparer's signature	Karen Canzoneri	Date 5/4/10	Check if self-employed ☐
Preparer's identifying number	P00779773		
Firm's name (or yours if self-employed), address, and ZIP code	MCDIRMIT DAVIS & COMPANY, LLC 605 E. ROBINSON ST., SUITE 635 ORLANDO, FL 32801	EIN	
		Phone no.	407-843-5406

Form **990-PF** (2009)

923622
02-02-10

Statement One

2009 Year End Summary

UBS

UBS Financial Services Inc
550 BILTMORE WAY
SUITE 1100
CORAL GABLES FL 33134-5730

APP1000291165 1209 X1 4C 0

Account name: VITAL CARE
CHARITABLE FOUNDATION, INC
Friendly account name: Vital Care
Account number: 4C 10101 UW

Your Financial Advisor:
EDWARDS,SEAY
Phone. 404-479-6000/800-977-2756

VITAL CARE
CHARITABLE FOUNDATION, INC
4121 SW 34TH STREET
ORLANDO FL 32811-6475

Summary of gains and losses

	Amount ($)
Short term	-134,140.12
Long term	-$139,862.14
Total	**-$274,002.26**

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order This is known as a versus purchases or VSP order *See Important information about your statement* on the last page of this statement for more information

We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
ANGLO AMERN PLC NEW ADR	FIFO	1,500 000	Dec 30, 08	Oct 14, 09	27,117 30	16,857 90		10,259 40	
	FIFO	500.000	Dec 30, 08	Oct 13, 09	8,644 77	5,619 30		3,025 47	
BANK OF AMER CORP	FIFO	5,000 000	Jul 31, 09	Aug 11, 09	82,950 36	71,800 00		11,150 36	

continued next page

Statement One

UBS

Friendly account name: Vital Care
Account number: 4C 10101 UW

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
	FIFO	5,000.000	May 20, 09	Jul 20, 09	61,048 43	58,077.50		2,970 93	
	FIFO	2,000 000	Feb 25, 09	Apr 21, 09	17,499 55	10,860 00		6,639 55	
CHESAPEAKE ENERGY CORP OKLA	FIFO	1,500.000	Jun 18, 09	Sep 29, 09	42,342.06	32,771.25		9,570.81	
CITIGROUP INC	FIFO	10,000 000	Apr 16, 09	Apr 17, 09	37,499 03	40,800.00	-3,300.97		
	FIFO	10,000 000	Apr 02, 09	Apr 08, 09	27,899.28	28,600.00	-700 72		
FOSTER WHEELER AG	FIFO	1,000 000	Jan 08, 09	Apr 17, 09	21,732.24	26,210.92	-4,478 68		
GENL ELECTRIC CO	FIFO	2,000 000	Oct 01, 08	Jul 20, 09	23,302 20	49,861.00	-26,558 80		
	FIFO	1,000 000	Apr 06, 09	Jul 20, 09	11,651 10	11,150 00		501 10	
GOLDMAN SACHS GROUP INC	FIFO	200 000	Apr 11, 08	Mar 18, 09	20,803 88	33,585.50	-12,781 62		
MECHEL OAO SPON ADR	FIFO	750 000	Apr 24, 08	Feb 25, 09	2,910.06	37,154.10	-34,244 04		
MGIC INVESTMENT CORP WIS	FIFO	5,000 000	Apr 27, 09	May 19, 09	24,716.86	12,600 00		12,116.86	
	FIFO	5,000 000	Apr 27, 09	May 11, 09	27,164.30	12,600 00		14,564.30	
QUANTA SERVICES INC	FIFO	500.000	Jun 16, 08	May 28, 09	10,580 48	17,059 25	-6,478 77		
SUNTRUST BANKS INC	FIFO	5,000 000	Jul 13, 09	Jul 20, 09	82,291 63	79,181.00		3,110 63	
	FIFO	500 000	Jul 24, 08	Apr 21, 09	7,839.30	19,551 70	-11,712.40		
	FIFO	500.000	Oct 09, 08	Apr 21, 09	7,839.30	16,701 75	-8,862 45		
	FIFO	2,000.000	Feb 03, 09	Apr 21, 09	31,357.19	19,250 00		12,107 19	
	FIFO	5,000 000	Feb 20, 09	Apr 21, 09	78,392 98	34,214 72		44,178.26	
TRINITY INDUSTRIES INC	FIFO	1,000 000	Jun 16, 08	May 20, 09	15,623 30	39,643 06	-24,019 76		
	FIFO	1,000 000	Mar 26, 09	May 20, 09	15,623 30	10,249 50		5,373 80	
UNTD MICROELECTRONICS CORP NEW SPON ADR	FIFO	5,225 000	Jun 24, 08	Feb 25, 09	9,514 67	15,697 50	-6,182 83		
WELLS FARGO & CO NEW	FIFO	5,000 000	Jul 13, 09	Jul 14, 09	121,903.61	117,443 00		4,460 61	
DIREXION DAILY FINANCIAL BEAR 3X SHS ETF **REVERSE SPLIT EFF	FIFO	3,000 000	Apr 22, 09	Jun 01, 09	13,109 66	26,519 70	-13,410 04		
	FIFO	3,000 000	Apr 13, 09	Apr 14, 09	31,709.48	27,768 90		3,940 58	
	FIFO	1,000 000	Mar 27, 09	Mar 30, 09	23,090.12	19,305 00		3,785 12	
DIREXION DAILY LARGE CAP BEAR 3X SHS ETF	FIFO	1,000 000	Jul 21, 09	Aug 04, 09	26,219 32	31,478 20	-5,258 88		
	FIFO	1,000 000	Jun 16, 09	Jul 13, 09	39,545 10	36,296 40		3,248 70	

continued next page

Statement One

UBS

UBS Strategic Advisor

Account name: VITAL CARE
Friendly account name: Vital Care
Account number: 4C 10101 UW

Your Financial Advisor:
EDWARDS,SEAY
404-479-6000/800-977-2756

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
	FIFO	1,000 000	Apr 28, 09	Jun 01, 09	33,775 97	47,404.76	-13,628 79		
	FIFO	1,000.000	May 08, 09	Jun 01, 09	33,775 97	38,311 28	-4,535.31		
DIREXION SHARES ETF TR DAILY FINL BEAR 3X SHS NEW	FIFO	100 000	Jul 21, 09	Aug 04, 09	2,977 01	4,278 82	-1,301.81		
	FIFO	1,000 000	Jul 22, 09	Aug 04, 09	29,770.13	42,963 93	-13,193 80		
	FIFO	100.000	Jul 07, 09	Jul 13, 09	5,333 86	5,308 20		25 66	
DIREXION SHS SMALL CAP BEAR 3X SHS ETF	FIFO	1,000 000	Jul 21, 09	Aug 04, 09	15,440 50	20,238 20	-4,797 70		
	FIFO	1,000 000	Jun 16, 09	Jul 13, 09	26,199.32	23,608 20		2,591.12	
	FIFO	1,000 000	Apr 28, 09	Jun 01, 09	22,381 92	32,534 60	-10,152.68		
	FIFO	1,000 000	May 08, 09	Jun 01, 09	22,381.92	26,934 60	-4,552 68		
IPATH S&P 500 VIX SHORT TERM FUTURES ETF	FIFO	2,000 000	Sep 04, 09	Oct 14, 09	88,905 05	117,480.00	-28,574 95		
	FIFO	1,000 000	Oct 02, 09	Oct 14, 09	44,452 52	52,250 00	-7,797 48		
POWERSHARES DB CRUDE OIL DOUBLE LONG ETN	FIFO	5,000 000	Dec 11, 08	Jan 02, 09	15,649.91	15,599.50		50.41	
	FIFO	5,000 000	Dec 19, 08	Jan 02, 09	15,649 91	13,049 50		2,600 41	
PROSHARES TRUST PROSHARES ULTRA S&P 500	FIFO	1,000 000	Sep 29, 08	Apr 14, 09	22,639 42	50,499 00	-27,859.58		
	FIFO	1,000 000	Apr 02, 09	Apr 14, 09	22,639 42	21,560 00		1,079 42	
PROSHARES TRUST PROSHARES ULTRASHORT S&P 500	FIFO	1,000 000	Jul 21, 09	Aug 04, 09	45,598.82	51,468 20	-5,869 38		
	FIFO	1,000 000	Jun 16, 09	Jul 13, 09	59,742 06	56,360 00		3,382 06	
	FIFO	500 000	Apr 14, 09	Jun 01, 09	26,765 21	34,698 20	-7,932.99		
	FIFO	500 000	Apr 17, 09	Jun 01, 09	26,765 21	32,743 20	-5,977 99		
PROSHARES TRUST PROSHARES ULTRA FINANCIALS	FIFO	5,000 000	Feb 24, 09	Apr 17, 09	18,704 51	10,645 00		8,059 51	
	FIFO	2,000 000	Apr 02, 09	Apr 17, 09	7,481 81	5,757 20		1,724 61	

continued next page

Statement One

UBS

Friendly account name: Vital Care
Account number: 4C 10101 UW

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
PROSHARES TRUST PROSHARES ULTRA REAL ESTATE	FIFO	5,000 000	May 12, 09	May 19, 09	18,454 52	18,795.00	-340 48		
PROSHARES TRUST PROSHARES ULTRASHORT FINANCIALS	FIFO	100 000	Mar 18, 09	Mar 19, 09	11,639.25	11,243.24		396.01	
PROSHARES TRUST PROSHARES ULTRA BASIC MATERIALS	FIFO	1,000 000	Dec 10, 08	Apr 21, 09	14,120 34	14,790.00	-669 66		
	FIFO	1,000 000	Apr 02, 09	Apr 21, 09	14,120 34	13,898 20		222.14	
PROSHARES TRUST PROSHARES ULTRASHORT MSCI EMERGING MARKETS	FIFO	1,000 000	Apr 17, 09	Jun 01, 09	19,023 11	31,176 40	-12,153 29		
UBS AG E-TRACS UBS LONG PLATINUM ETN BLOOMBERG CMCI	FIFO	1,000 000	Jan 06, 09	Apr 02, 09	13,923 42	12,219 93		1,703 49	
FEDERATED PRUDENT BEAR FUND CLASS A	FIFO	5,000.000	Jul 21, 09	Nov 17, 09	27,900 00	30,900 00	-3,000 00		
CALL FREEPORT-MCMORAN CO DUE 11/21/09 85 000	LIFO	-10 000	Nov 23, 09	Oct 20, 09	1,599 95	0 00		1,599 95	
CALL NATL-OILWELLVARCO I DUE 11/21/09 50 000	LIFO	-10 000	Nov 23, 09	Oct 20, 09	1,749.95	0.00		1,749 95	
Total					$1,661,482.19	$1,795,622.31	-$310,328.53	$176,188.41	-$134,140.12

Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
CHESAPEAKE ENERGY CORP OKLA	FIFO	500 000	Apr 22, 08	Sep 29, 09	14,114.02	26,757.50	-12,643.48		
CISCO SYSTEMS INC	FIFO	2,000 000	Feb 05, 07	Aug 26, 09	43,840 87	54,980.00	-11,139 13		
	FIFO	1,000 000	Aug 11, 08	Aug 26, 09	21,920 43	24,460 00	-2,539 57		
FOSTER WHEELER AG	FIFO	1,000 000	Feb 06, 08	Apr 17, 09	21,732 24	66,419.50	-44,687 26		
GENL ELECTRIC CO	FIFO	1,000 000	Jan 04, 08	Jul 20, 09	11,651 10	36,040 00	-24,388.90		
	FIFO	1,000 000	Apr 11, 08	Jul 20, 09	11,651 10	32,049 55	-20,398 45		

continued next page

Statement One

UBS

UBS Strategic Advisor

Account name. VITAL CARE
Friendly account name: Vital Care
Account number: 4C 10101 UW

Your Financial Advisor:
EDWARDS,SEAY
404-479-6000/800-977-2756

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
	FIFO	1,000 000	Jun 16, 08	Jul 20, 09	11,651 10	29,029 00	-17,377.90		
KODIAK OIL & GAS CORP	FIFO	10,000.000	Feb 25, 08	Sep 29, 09	22,818 83	20,300 00		2,518 83	
KRAFT FOODS INC CL A	FIFO	3 000	Oct 06, 06	Jul 17, 09	82 34	81 04		1 30	
MCDONALDS CORP	FIFO	1,000 000	Jan 17, 08	Nov 25, 09	62,998 37	52,627 00		10,371 37	
QUANTA SERVICES INC	FIFO	1,000 000	May 15, 08	May 28, 09	21,160.95	30,000 00	-8,839.05		
QUEST CAPITAL CORP NEW	FIFO	5,000 000	Feb 21, 07	Nov 17, 09	5,199 94	15,100 00	-9,900 06		
SEABRIDGE GOLD INC	FIFO	2,000 000	Jul 23, 07	Oct 08, 09	56,726 53	54,734 00		1,992 53	
SUNCOR INC **MEREGR EFF 07/2009**	FIFO	2,000 000	Mar 11, 05	Feb 11, 09	40,240 77	79,090.00	-38,849.23		
WAL MART STORES INC	FIFO	1,000.000	Jan 17, 08	Mar 24, 09	51,251 51	47,497 00		3,754 51	
ISHARES SILVER TRUST	FIFO	2,000 000	Apr 28, 06	Apr 02, 09	25,167 86	25,900.00	-732 14		
	FIFO	500 000	Dec 10, 07	Apr 02, 09	6,291 56	7,289 48	-997.52		
QUICKSILVER RESOURCES INC		2,000 000		Aug 26, 09	22,320 42	46,349.00	-24,028.58		
DIREXION SHARES ETF TR DAILY FINL BEAR 3X SHS NEW		900 00	Jul 21,09	Jul 21, 09	48,004.76	38,509 38		9,495.38	
SPDR GOLD TRUST		1,000.000		Jan 30, 09	91,157.21	42,632.00		48,525.21	
Total					**$589,982.31**	**$729,844.45**	**-$216,521.27**	**$76,659.13**	**-$139,862.14**
Net Capital gains/losses:									**-$274,002.26**

Statement One

UBS

Your notes

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
UBS FINANCIAL SERVICES	51.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	51.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS FINANCIAL SERVICES	21,395.	0.	21,395.
TOTAL TO FM 990-PF, PART I, LN 4	21,395.	0.	21,395.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	4.	4.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	4.	4.	0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MCDIRMIT DAVIS & CO	1,500.	1,500.	1,500.	0.
TO FORM 990-PF, PG 1, LN 16B	1,500.	1,500.	1,500.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAX	1,455.	0.	0.	0.
FOREIGN TAX	176.	176.	0.	0.
TO FORM 990-PF, PG 1, LN 18	1,631.	176.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	10,936.	10,936.	0.	0.
BANK CHARGES	110.	110.	0.	0.
CORPORATE LICENSE	61.	61.	0.	0.
TO FORM 990-PF, PG 1, LN 23	11,107.	11,107.	0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS	1,857,235.	1,527,074.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,857,235.	1,527,074.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADULT LITERACY LEAGUE	NONE GENERAL FUND	PUBLIC	500.
AMERICAN CANCER SOCIETY	NONE GENERAL FUND	PUBLIC	1,000.
ATOKA PRESERVATION SOCIETY	NONE GENERAL FUND	PUBLIC	1,000.
BROTHERS KEEPER	NONE GENERAL FUND	PUBLIC	2,500.
BUCHANAN HALL	NONE GENERAL FUND	PUBLIC	1,000.
GLENN SPRINGS PRESBYTERIAN	NONE GENERAL FUND	PUBLIC	10,500.
GOOSE CREEK ASSOCIATION	NONE GENERAL FUND	PUBLIC	1,000.
HUNT COUNTRY STABLE TOUR	NONE GENERAL FUND	PUBLIC	1,000.

LAND TRUST OF VA	NONE GENERAL FUND	PUBLIC	1,000.
LOUDON COUNTY BENEFIT HORSE SHOW	NONE GENERAL FUND	PUBLIC	1,000.
MD ANDERSON CANCER CENTER	NONE GENERAL FUND	PUBLIC	2,000.
MIDDLEBURG COMMUNITY CENTER	NONE GENERAL FUND	PUBLIC	1,000.
PIEDMONT CHILD CARE CENTER	NONE GENERAL FUND	PUBLIC	26,000.
PIEDMONT ENVIRONMENTAL COUNCIL	NONE GENERAL FUND	PUBLIC	7,000.
POLO FOR PIEDMONT	NONE GENERAL FUND	PUBLIC	1,000.
PREVENT CANCER FOUNDATION	NONE GENERAL FUND	PUBLIC	1,000.
RAINBOW THERAPUTIC RIDING CENTER	NONE GENERAL FUND	PUBLIC	500.
SPCA OF CENTRAL FLORIDA	NONE GENERAL FUND	PUBLIC	500.

SUSAN KOMEN FOR THE CURE	NONE GENERAL FUND	PUBLIC	100.
TRINITY EPISCOPAL CHURCH	NONE GENERAL FUND	PUBLIC	55,022.
UPPERVILLE HORSE SHOW	NONE GENERAL FUND	PUBLIC	26,200.
VIRGINIA CONSERVATION VOTERS	NONE GENERAL FUND	PUBLIC	1,000.
WINDY HILL FOUNDATION	NONE GENERAL FUND	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			146,822.