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 , 2009, and ending , 20

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

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

Name of foundation: HARRY KRAMER MEMORIAL FUND
Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 1525 W W.T. HARRIS BLVD. D1114-044
City or town, state, and ZIP code: CHARLOTTE, NC 28288-1161

A Employer identification number: 59-6644290
B Telephone number (see page 10 of the instructions): (305) 789-4929
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)* ▶ $ 5,510,470.
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) (see page 11 of the instructions))*

	Line	Description	(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 (attach schedule)	1,198.			
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	91.	91.		STMT 1
	4	Dividends and interest from securities	194,828.	187,102.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-397,802.			
	b	Gross sales price for all assets on line 6a 1,611,275.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	13,648.			STMT 5
	12	**Total.** Add lines 1 through 11	-188,037.	187,193.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	114,976.	114,976.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STMT 6	3,200.	NONE	NONE	3,200.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 7	1,601.	1,601.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	119,777.	116,577.	NONE	3,200.
	25	Contributions, gifts, grants paid	256,600.			256,600.
	26	**Total expenses and disbursements** Add lines 24 and 25	376,377.	116,577.	NONE	259,800
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-564,414.			
	b	**Net investment income** (if negative, enter -0-)		70,616.		
	c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1 Cash - non-interest-bearing	NONE	NONE	
2 Savings and temporary cash investments		185,643.	185,643.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶ *		* NONE	
Less allowance for doubtful accounts ▶	NONE	NONE	NONE
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)	NONE	NONE	NONE
b Investments - corporate stock (attach schedule)	NONE	NONE	NONE
c Investments - corporate bonds (attach schedule)	NONE	NONE	NONE
11 Investments - land, buildings, and equipment basis ▶ NONE			
Less accumulated depreciation (attach schedule) ▶	NONE	NONE	
12 Investments - mortgage loans	NONE	NONE	
13 Investments - other (attach schedule)	6,092,334.	5,375,657.	5,324,827.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)	NONE	NONE	NONE
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,092,334.	5,561,300.	5,510,470.
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 (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
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 and complete lines 27 through 31 ▶ [X]			
27 Capital stock, trust principal, or current funds	6,092,334.	5,561,300.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	6,092,334.	5,561,300.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,092,334.	5,561,300.	

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	6,092,334.
2 Enter amount from Part I, line 27a	2	-564,414.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	33,380.
4 Add lines 1, 2, and 3	4	5,561,300.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,561,300.

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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	SEE PART IV DETAIL			
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) 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				
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	-397,802.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	314,276.	5,954,235.	0.05278192749
2007	292,200.	6,808,009.	0.04292003727
2006	290,360.	6,465,019.	0.04491247435
2005	310,042.	6,398,995.	0.04845167093
2004	300,021.	6,346,497.	0.04727348016

2 **Total** of line 1, column (d)	2	0.23633959020
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	0.04726791804
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,046,503.
5 Multiply line 4 by line 3	5	191,270.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	706.
7 Add lines 5 and 6	7	191,976.
8 Enter qualifying distributions from Part XII, line 4	8	259,800.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling 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	706.
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	
3	Add lines 1 and 2	3	706.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	706.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 724.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	724.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	18.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 18. **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 page 19 of 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			
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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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?	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 page 19 of the instructions) ▶ STMT 9			
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 on page 27)? *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

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

			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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wachovia Bank Telephone no ▶ (305)789-4929

Located at ▶ 200 S. BISCAYNE BLVD- 14TH FL, MIAMI, FL ZIP + 4 ▶ 33131-2310

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

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? ☐ 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)?	1b		X
	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 page 20 of the instructions.)	2b		X
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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)? **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? ☐ 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** No: 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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		114,976.	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	4,120,528.
b	Average of monthly cash balances	1b	-12,403.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,108,125.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,108,125.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	61,622.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,046,503.
6	**Minimum investment return.** Enter 5% of line 5	6	202,325.

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

1	Minimum investment return from Part X, line 6			1	202,325.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	706.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	706.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	201,619.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	201,619.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	201,619.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	259,800.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	259,800.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	706.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	259,094.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				201,619.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			7,325.	
b	Total for prior years 20 07 , 20 ___ , 20 ___		NONE		
3	Excess distributions carryover, if any, to 2009				
a	From 2004 ...... NONE				
b	From 2005 ...... NONE				
c	From 2006 ...... NONE				
d	From 2007 ...... NONE				
e	From 2008 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 259,800.				
a	Applied to 2008, but not more than line 2a			7,325.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				201,619.
e	Remaining amount distributed out of corpus	50,856.			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below.**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	50,856.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	50,856.			
10	Analysis of line 9				
a	Excess from 2005 ... NONE				
b	Excess from 2006 .. NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 .. NONE				
e	Excess from 2009 ... 50,856.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ [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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

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 11				
Total . . . . ▶ 3a				256,600.
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 page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	91.	
4 Dividends and interest from securities			14	194,828.	
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	-397,802.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b UST REFUND			01	13,648.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-189,235.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -189,235.

(See worksheet in line 13 instructions on page 28 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 page 29 of the instructions)
	NOT APPLICABLE

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

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

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 WELLS FARGO BANK, N.A. | Date 07/20/2010 | Title Trustee

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	Phone no

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: HARRY KRAMER MEMORIAL FUND

Employer identification number: 59-6644290

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

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a	SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			6,392.

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-105,065.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-98,673.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			33,654.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-332,783.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss)** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-299,129.

Part III Summary of Parts I and II **Caution:** *Read the instructions* **before** *completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			-98,673.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-299,129.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-397,802.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: HARRY KRAMER MEMORIAL FUND

Employer identification number: 59-6644290

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 50000. FED HOME LN BK 3.625% 5/29/13	10/07/2008	01/13/2009	53,058.00	49,781.00	3,277.00
54. BANK AMER CORP COM	01/31/2008	01/16/2009	404.00	2,370.00	-1,966.00
41. BECTON DICKINSON & CO COM	10/15/2008	01/21/2009	2,929.00	3,023.00	-94.00
56. EXXON MOBIL CORP COM	10/15/2008	01/21/2009	4,290.00	3,770.00	520.00
204. AMDOCS LTD COM	10/15/2008	01/28/2009	3,585.00	5,737.00	-2,152.00
60. AT&T INC	10/15/2008	02/12/2009	1,437.00	1,523.00	-86.00
4120.879 ROWE T PRICE REAL ESTATE FD COM	05/06/2008	02/26/2009	30,000.00	87,115.00	-57,115.00
364. OWENS ILL INC COM	03/26/2008	03/05/2009	3,842.00	20,858.00	-17,016.00
265. NOBLE ENERGY INC COM	10/15/2008	03/30/2009	13,575.00	23,148.00	-9,573.00
828. VALERO ENERGY CORP NEW COM	03/05/2009	05/04/2009	17,750.00	13,661.00	4,089.00
285. FIRSTENERGY CORP COM 12/01/2004	10/15/2008	06/03/2009	11,018.00	22,433.00	-11,415.00
319. NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHED EXP 9	10/15/2008	07/01/2009	12,195.00	22,182.00	-9,987.00
130. WATSON PHARMACEUTICALS INC COM	09/30/2008	07/01/2009	4,414.00	3,664.00	750.00
.68 CENTURYTEL INC COM	02/12/2009	07/14/2009	20.00	17.00	3.00
56. CHUBB CORP COM	10/15/2008	07/27/2009	2,530.00	2,308.00	222.00
459. OIL STATES INTERNATIONAL INC COM	10/15/2008	07/27/2009	12,099.00	21,773.00	-9,674.00
55. VERIZON COMMUNICATIONS COM	10/15/2008	07/27/2009	1,691.00	1,493.00	198.00
25. LOCKHEED MARTIN CORP COM	10/15/2008	08/10/2009	1,894.00	2,256.00	-362.00
66. EMERSON ELEC CO COM W/RTS ATTACHED EXP 11/01/20	10/15/2008	09/24/2009	2,604.00	2,187.00	417.00
36. HEWLETT-PACKARD CO COM	10/15/2008	09/24/2009	1,683.00	1,436.00	247.00
527. SYBASE INC COM	07/27/2009	09/24/2009	19,316.00	18,728.00	588.00
83. COOPER INDUSTRIES PLC NEW IRELAND	10/15/2008	09/24/2009	3,013.00	2,404.00	609.00
25. AMGEN INC COM W/RTS ATTACHED EXP 03/21/2007	12/15/2008	10/16/2009	1,533.00	1,447.00	86.00
51. ARCHER DANIELS MIDLAND CO COM	01/28/2009	10/16/2009	1,529.00	1,429.00	100.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: HARRY KRAMER MEMORIAL FUND

Employer identification number: 59-6644290

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 70. CA INC	12/15/2008	10/16/2009	1,654.00	1,202.00	452.00
45. CENTURYTEL INC COM	02/12/2009	10/16/2009	1,515.00	1,153.00	362.00
64. CISCO SYS INC COM W/RIGHTS ATTACHED EXPIRING	06/03/2009	10/16/2009	1,533.00	1,231.00	302.00
24. COLGATE-PALMOLIVE CO COM	11/05/2008	10/16/2009	1,904.00	1,543.00	361.00
15. FLOWSERVE CORP COM	08/10/2009	10/16/2009	1,577.00	1,310.00	267.00
64. HOME DEPOT INC COM	03/30/2009	10/16/2009	1,743.00	1,484.00	259.00
57. KRAFT FOODS INC-A COM	07/27/2009	10/16/2009	1,537.00	1,599.00	-62.00
81. PFIZER INC COM W/RTS ATTACHED EXP 10/15/2007	10/29/2008	10/16/2009	1,438.00	1,433.00	5.00
44. STATE STR CORP COM	12/15/2008	10/16/2009	2,339.00	1,551.00	788.00
75. TD AMERITRADE HLDG CORP	07/27/2009	10/16/2009	1,536.00	1,373.00	163.00
66. UNUMPROVIDENT CORP COM	09/24/2009	10/16/2009	1,438.00	1,402.00	36.00
39. ACCENTURE PLC	01/21/2009	10/16/2009	1,535.00	1,256.00	279.00
44. TYCO INTERNATIONAL LTD NEW	09/24/2009	10/16/2009	1,545.00	1,488.00	57.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -105,065.00

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

Schedule D-1 (Form 1041) 2009

JSA
9F1221 4 000

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: HARRY KRAMER MEMORIAL FUND

Employer identification number: 59-6644290

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 6977.97 DODGE & COX INT'L STOCK FD #1048	06/11/2007	01/13/2009	147,793.00	337,524.00	-189,731.00
40000. FED NATL MTG ASSN 5.375% 6/12/17	08/20/2007	01/13/2009	46,678.00	40,150.00	6,528.00
904. ISHARES BARCLAYS TIPS BOND FUND	06/11/2007	01/13/2009	91,050.00	88,722.00	2,328.00
50000. NATIONAL RURAL UTILS COOP FIN BD DTD 09/30	05/17/2004	01/13/2009	50,250.00	49,659.00	591.00
50000. TOYOTA MOTOR CREDIT 4.350% 12/15/10	05/14/2004	01/13/2009	51,080.00	49,680.00	1,400.00
372. BANK AMER CORP COM	09/05/2002	01/16/2009	2,783.00	12,495.00	-9,712.00
46. BECTON DICKINSON & CO COM	03/28/2006	01/21/2009	3,286.00	2,921.00	365.00
33. EXXON MOBIL CORP COM	03/14/1994	01/21/2009	2,528.00	494.00	2,034.00
78. MCDONALDS CORP COM	10/09/2006	01/28/2009	4,561.00	3,153.00	1,408.00
432. AMDOCS LTD COM	08/11/2006	01/28/2009	7,592.00	14,908.00	-7,316.00
608. AT&T INC	01/31/2008	02/12/2009	14,566.00	23,045.00	-8,479.00
100000. MERRILL LYNCH & CO INC NT DTD 2/17/99 6% 02/17	08/05/2002	02/17/2009	100,000.00	102,818.00	-2,818.00
172. BMC SOFTWARE INC COM RTS EXP 05/12/2005	08/27/2007	03/05/2009	4,886.00	5,197.00	-311.00
29842.342 JPMORGAN EMERG MARK DEBT-SEL	06/11/2007	03/20/2009	173,384.00	265,000.00	-91,616.00
100000. HOUSEHOLD FIN CORP BD DTD 05/26/2004 4.7	08/09/2005	05/15/2009	100,000.00	100,010.00	-10.00
157. ROSS STORES INC COM	05/09/2008	06/03/2009	6,330.00	5,495.00	835.00
414. CHUBB CORP COM	01/31/2008	07/27/2009	18,703.00	22,441.00	-3,738.00
31. INTL BUSINESS MACHINES CORP COM	02/11/2000	07/27/2009	3,625.00	3,607.00	18.00
530. VERIZON COMMUNICATION S COM	01/31/2008	07/27/2009	16,295.00	23,126.00	-6,831.00
189. LOCKHEED MARTIN CORP COM	08/27/2007	08/10/2009	14,319.00	19,334.00	-5,015.00
414. EMERSON ELEC CO COM W/RTS ATTACHED EXP 11/01/20	07/09/2008	09/24/2009	16,336.00	20,589.00	-4,253.00
79. HEWLETT-PACKARD CO COM	01/31/2008	09/24/2009	3,693.00	2,888.00	805.00
442. COOPER INDUSTRIES PLC NEW IRELAND	01/31/2008	09/24/2009	16,047.00	18,100.00	-2,053 00
54. AGILENT TECHNOLOGIES INC COM	01/31/2008	10/16/2009	1,461.00	1,778.00	-317.00
3993.609 AMER CENT SMALL CAP GRWTH INST #336	10/30/2006	10/16/2009	25,000.00	30,503.00	-5,503.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

HARRY KRAMER MEMORIAL FUND

Employer identification number

59-6644290

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 36. AON CORP COM	10/15/2008	10/16/2009	1,490.00	1,398.00	92.00
39. BMC SOFTWARE INC COM RTS EXP 05/12/2005	08/27/2007	10/16/2009	1,487.00	1,178.00	309.00
26. BAXTER INTL INC COM W/RIGHTS ATTACHED EXP 3/23/	01/11/2007	10/16/2009	1,435.00	1,222.00	213.00
22. BECTON DICKINSON & CO COM	03/28/2006	10/16/2009	1,523.00	1,397.00	126.00
31. CHEVRONTEXACO CORP COM	08/27/2007	10/16/2009	2,374.00	2,704.00	-330.00
39. CONOCOPHILLIPS COM	10/15/2008	10/16/2009	2,024.00	2,181.00	-157.00
21. EXXON MOBIL CORP COM	03/14/1994	10/16/2009	1,532.00	315.00	1,217.00
80. GAP INC COM	09/10/2008	10/16/2009	1,834.00	1,549.00	285.00
32. GENERAL MILLS INC COM W/RTS EXP 02/01/2006	05/15/2008	10/16/2009	2,116.00	1,995.00	121.00
32. HEWLETT-PACKARD CO COM	03/28/2006	10/16/2009	1,539.00	1,050.00	489.00
1007. ISHARES MIDCAP INDEX FD	08/15/2006	10/16/2009	81,071.00	90,207.00	-9,136.00
26. JOHNSON & JOHNSON COM	03/07/2002	10/16/2009	1,570.00	1,651.00	-81.00
26. MCDONALDS CORP COM	10/09/2006	10/16/2009	1,533.00	1,051.00	482.00
59. MICROSOFT CORP COM	10/15/2008	10/16/2009	1,561.00	1,790.00	-229.00
31. NIKE INC CL B COM	05/24/2007	10/16/2009	2,014.00	1,692.00	322.00
44. OCCIDENTAL PETE CORP COM	07/26/2007	10/16/2009	3,615.00	2,632.00	983.00
6122.448 PIMCO FOREIGN BOND FUND-INST	08/15/2006	10/16/2009	63,000.00	63,000.00	
26. PRAXAIR INC COM	10/15/2008	10/16/2009	2,185.00	1,660.00	525.00
25. PRECISION CASTPARTS CORP COM	04/24/2008	10/16/2009	2,568.00	2,876.00	-308.00
28. PROCTER & GAMBLE CO COM	10/15/2008	10/16/2009	1,605.00	1,758.00	-153.00
33. ROSS STORES INC COM	05/09/2008	10/16/2009	1,512.00	1,155.00	357.00
7107.54 ROYCE PREMIER FUND W CLASS	07/24/2008	10/16/2009	115,000.00	124,524.00	-9,524.00
29. SEMPRA ENERGY COM	09/10/2008	10/16/2009	1,533.00	1,652.00	-119.00
25. UNITED TECHNOLOGIES CORP COM	10/15/2008	10/16/2009	1,621.00	1,620.00	1.00
40. WATSON PHARMACEUTICALS INC COM	09/30/2008	10/16/2009	1,508.00	1,127.00	381.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
HARRY KRAMER MEMORIAL FUND	59-6644290

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 35. COVIDIEN PLC	09/10/2008	10/16/2009	1,543.00	1,918.00	-375.00
35. ACE LIMITED	01/31/2008	10/16/2009	1,921.00	1,983.00	-62.00
87. NOBLE CORPORATION	06/11/2008	10/16/2009	3,704.00	5,738.00	-2,034.00
527. ST. JUDE MED INC	10/15/2008	10/19/2009	17,842.00	22,046.00	-4,204.00
203. PRECISION CASTPARTS CORP COM	10/15/2008	11/09/2009	20,548.00	21,994.00	-1,446.00
456. AON CORP COM	08/11/2006	12/03/2009	17,509.00	15,299.00	2,210.00
219. BECTON DICKINSON & CO COM	03/28/2006	12/03/2009	16,947.00	13,907.00	3,040.00
263. COLGATE-PALMOLIVE CO COM	11/05/2008	12/03/2009	22,569.00	16,904.00	5,665.00
355. SEMPRA ENERGY COM	10/15/2008	12/03/2009	19,447.00	19,499.00	-52.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -332,783.00

HARRY KRAMER MEMORIAL FUND 59-6644290

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

PIMCO FOREIGN BOND FUND-INST	3.00	
PIMCO FOREIGN BOND FUND-INST	6,389.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		6,392.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

AMERICAN INTL GRP INC COM	96.00	
ENRON CORP COM	27,858.00	
FREDDIE MAC COM VTG	123.00	
PIMCO FOREIGN BOND FUND-INST	1,367.00	
PIMCO COMMODITY REAL RET STRAT-I#45	2,913.00	
SUNBEAM CORP DEL NEW COM	44.00	
TENET HEALTHCARE CORP COM W/RIGHTS ATTACHED E	1,254.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		33,654.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		33,654.00

STATEMENT 1

The Harry Kramer Memorial Foundation

	Program Area	Grantee Name	Address	Tax Status	Suggested Amount
	Israel	**UJC FBO Carmel Zvulun School**		**UJC 13-1624240**	**$5,000**
1	**Israel**	**Be'er Sova**		**PEF 13-6104086**	**$10,000**
2	Israel	Yad Sarah			
3	Israel	Israel Tennis Center			
4	**Israel**	**AKIM Israel**		**PEF 13-6104086**	**$5,000**
5	Israel	Nachal Novea Mekor Chochma			
6	**Israel**	**CHABAD Ashkelon**		**PEF 13-6104086**	**$6,000**
7	Israel	Dogs for People			
8	**Israel**	**PTACH**		**PEF 13-6104086**	**$10,000**
9	Israel	Shiloh Israel Children's Fund			
10	Israel	Jerusalem Conservatory Hassadna			
11	**Israel**	**The Schechter Institutes**		**NIF 94-2607722**	**$5,000**
12	Israel	Tzohar L'Tohar			
13	Israel	Lamitnedeu Beit Shemesh			

14	**Israel**	**Emek Medical Center**		**PEF 13-6104086**	**$10,000**
15	Israel	American Friends of the Open University of Israel			
16	Israel	Table to Table			
17	Israel	Aleh Negev-Nahalat Eran			
18	Israel	IFLA- Israel Free Loan Association			
19	Israel	Center for Deaf and Blind Persons			
20	**Israel**	**Geon Hay Arden Educational Institution**		**PEF 13-6104086**	**$5,000**
21	Israel	Bnai Darfur Organization in Israel			
22	Israel	The Jerusalem Foundation, Inc			
23	Israel	Hamifal-Educational Children's Homes			
24	Israel	SHILOH			
25	**Israel**	**Nalaga'at Center**		**PEF 13-6104086**	**$5,000**
26	Israel	Israel Sport Center for the Disabled			
27	Israel	The Juvenile Diabetes Research Foundation (JDRF)			
28	Israel	Israel AIDS Task Force			
29	**Israel**	**CHAMAH**	**CHAMAH Headquarters**	**509(a)(1) 23-7365688**	**$5,000**
30	**Israel**	**The Jaffa Institute**	**American Friends of the Jaffa Institute**	**509(a)(1) 11-2697261**	**$5,000**
31	Israel	Jerusalem Rape Crisis Center			
32	Israel	Marom- The organization for Education and Advancement of Learning Disabled Students			
33	Israel	RAFEH Organization			

34	Israel	Ginat Eden Rehabilitative Farm for Girls			
35	Israel	Israel Elwyn			
36	Israel	Hand in Hand			
37	Israel	Kol Ha-Isha Women's Culinary Micro-Business			
38	Israel	The Haifa Foundation-North America Inc	535 Fifth Avenue New York, NY 10017		
39	**Israel**	**Care for Israel AFIKIM**	**Jbotinsky 44 POB 4102 Jerusalem 91041**	**PEF 13-6104086**	**$5,000**
40	Israel	Association of Friends of Kfar Idud	Ha'ari St Ramat Chen Netanya 42526, Israel		
41	Israel	Americans Supporters of YEDID	245 Fifth Avenue Ste 602 New York, NY 10016		
42	**Israel**	**BINA Center for Jewish Identity and Hebrew Culture**	**1 Hayasmin Street, Ramat Efal, Israel**	**PEF 13-6104086**	**$10,000**
43	Israel	Beterem-The National Center for Children's Safety	P O B 7050 Petach Tikva, 49170, Israel		
44	Israel	Genavim Center for Community Diversity	10 Harzit Street P O Box 350 Lehavim, 85338, Israel		
45	Israel	Gnavim Association	POB 346, Sderot, Israel 87013		
46	Israel	MEET (Middle East Education through Technology)	4 Shivtei Israel, Jerusalem		
47	Israel	Beit Midrash Elul	P O B 8158 Jerusalem 91081 Israel		
48	**Israel**	**Hiyot**	**11/5 Geola Street, Haifa 33198 Israel**	**NIF 94-2607722**	**$5,000**
49	**Israel**	**Or Simcha**	**POB 21 Kfar Chabad, Israel 72915**	**PEF 13-6104086**	**$5,000**
50	Israel	Hadassah	1250 East Hallandale Beach Blvd #802, Hallandale Beach, FL 33009		
51	Israel	The Eden Association	Kibbutz Beit-Kama D N Hanegev 85325, Israel		
52	Israel	The Society for Advancement of Education	1 Torah V'avodah Street P O B 16252 Jerusalem		

53	Israel	The Institute for the Advancement of Deaf Persons in Israel	7 Dr Tsharma Street Tel Aviv 67329, Israel		
54	Israel	MICHA	23 Reading Street, tel Aviv 69024, Israel		
55	Israel	Neve Shalom Wahat al-Salam	12925 Riverside Drive 3rd Floor Sherman Oaks, CA 91423	NIF 94-2607722	$5,000
56	Israel	Tene Briut	PO B 3058 Hadera 38000 Israel		
57	Israel	Reut Sderot Association	5 Neot Bilu St. Sderot	PEF 13-6104086	$5,000
	Israel			Total	$106,000
58	Sick/Aged	Miami Lighthouse for the Blind	601 Southwest 8th Avenue Miami, FL 33130	509(a)(1) 59-0637847	$7,500
59	Sick/Aged	Alzheimer's Community Care	800 Northpoint Parkway Suite 101-B West Palm Beach, FL 33407	509(a)(1) 31-1481653	$5,000
60	Sick/Aged	Miami Jewish Home and Hospitals	5200 NE 2nd Avenue, Miami, FL 33137	509(a)(1) 59-0624414	$7,750
61	Sick/Aged	Island Dolphin Care, Inc.	150 Loreland Place, Key Largo, FL 33037	509(a)(1) 65-0728047	$2,500
62	Sick/Aged	New Life Family Center	3620 N.W. 1st Avenue, Miami, FL 33127	509(a)(1) 59-1279497	$5,000
63	Sick/Aged	Hearing and Speech Center of Florida Inc.	9425 S.W. 72nd Street, Suite 261 Miami, FL 33173	509(a)(1) 59-0668488	$5,000
64	Sick/Aged	American Red Cross	335 S.W. 27th Avenue Miami, FL33135	509(a)(1) 53-0196605	$5,000
65	Sick/Aged	Chai Lifeline	1140 NE 163rd Street, Suite 8, North Miami Beach, FL 33162	509(a)(1) 11-2940331	$2,500
66	Sick/Aged	Miami Children's Hospital	3100 S.W. 62nd Avenue, Miami, FL 33155	509(a)(1) 59-1720704	$2,500
67	Sick/Aged	Relief	5904 13th Avenue Brooklyn, NY 11219	509(a)(2) 52-2323151	$2,500

68	Sick/Aged	Search Dog Foundation	501 East Ojai Avenue, Ojai, CA 93023	509(a)(1) 77-0412509	$2,500
69	Sick/Aged	Bnai Zion Foundation Inc.	3550 NE 169th Street #407 North Miami Beach, FL 33160	509(a)(1) 13-2572288	$8,000
70	Sick/Aged	Mother's Voices	150 West Flagler Street Suite 2825 Miami, FL 33130	509(a)(1) 31-1554237	$5,000
71	Sick/Aged	NADAV-The Israeli Center for the Training & Management of Youth Volunteerism	24 Se'adya Ga'on Street, Tel Aviv, 67135 Israel	PEF 13-6104086	$5,000
72	Sick/Aged	Dade Community Foundation	200 S. Biscayne Blvd. Suite 505, Miami, FL 33131	509(a)(1) 65-0350357	$10,000
	Sick/Aged			Total	$75,750
73	Education	Teach for America	3250 N E 1st Avenue, Suite 209 Miami, FL 33137		
74	Education	Hillel at the University of Florida	2020 West University Avenue, Gainesville, FL 32603		
75	Education	United Negro College Fund	1222 South Andres Avenue, Suite 502A Fort Lauderdale, FL 33316	509(a)(1) 13-1624241	$3,000
76	Education	The Making of a Champion Youth Program	1820 Opa Locka Blvd Opa Locka, FL 33054		
77	Education	South Florida Council- Boy Scouts of America	15255 N W 82nd Avenue Miami Lakes, FL 33016		
78	Education	New Israel Fund	1101 14th Street NW, 6th Floor, Washington, DC 20005		
79	Education	Chair Scholars Foundation	16101 Carencia Lane Odessa, FL 33556		
80	Education	Hands on Miami	The Ansin Building 3250 SW 3rd Avenue Miami, FL 33129		
81	Education	Shake-A-Leg Miami	2620 South Bayshore Drive, Coconut Grove, FL 33133		
82	Education	New World Symphony	541 Lincoln Road Miami Beach, FL 33139		
83	Education	Actor's Playhouse	280 Miracle Mile, Coral Gables, FL 33134		

84	Education	Alper JCC	11155 SW 112th Avenue Miami, FL 33176		
85	Education	T R O Y Foundation	3300 N W 27th Avenue Miami, FL 33142		
86	Education	Youth Transitions	4941 Angelia Drive, Knoxville, TN 37921		
87	Education	IEC Foundation	4401 Ford Avenue, Suite 1100 Alexandria, VA 22302		
88	Education	FLIPANY	1350 East Sunrise Blvd #127 Fort Lauderdale, FL 33304		
89	Education	Miami Children's Chorus	1533 Sunset Drive, Suite 215 Coral Gables, FL 33143		
90	Education	Family Resource Center	155 South Miami Avenue Suite 400 Miami, FL 33130		
91	Education	The Education Fund	900 NE 125th Street Suite 110 North Miami, FL 33161		
92	Education	The Playground Theatre	9806 NE 2nd Avenue Miami, Shores, FL 33138		
93	Education	Kristi House	1265 Northwest 12th Avenue Miami, FL 33136		
94	Education	The ARC Palm Beach County	1201 Australian Avenue, Riviera Beach, FL 33404		
95	Education	Neat Stuff	2624 N W 21st Terrace Miami, FL 33142		
96	Education	Zoological Society of Florida	Ron Stayton-Dir Of Fdn and Gov Relations 12400 SW 152nd Street Miami, FL 33177		
97	Education	College Summit	250 NE 17th Terrace, Miami, FL 33132		
98	Education	The Cleveland Orchestra	200 South Biscayne Blvd, Suite 3300 Miami, Florida 33131		

99	Education	Florida International University	Modesto A. Maidique Campus MARC 540	509(a)(1) 23-7047106	$10,000
100	Education	St. Thomas University	16401 NW 37th Avenue, Miami Gardens, FL 33054	509(a)(1) 59-0949880	$10,000
101	Education	Miami-Dade County Public School System/ The Foundation for New Initiatives	1450 NE 2nd Avenue, Suite 931, Miami, FL 33132		$0
102	Education	Donna Klein Jewish Academy	Sharon Kamber, Associate Head of School 9701 Donna Klein Blvd. Boca Raton, FL 33428	509(a)(1) 65-1129890	$4,875
103	Education	Honest Reporting	5200 West Main Street Suite 205 Skokie, Illinois 60076		
	Education			Total	$27,875
104	Religion	Miami Coalition of Christians and Jews	Roberta Shevin-Exec. Dir. 150 SE 2nd Avenue, Suite 411 Miami, FL 33131	509(a)(1) 20-3534284	$5,000
105	Religion	Center for Religious Tolerance	Andrea Blanch, President 520 Ralph Street Sarasota, FL 34242	509 (a)(1) 20-5782137	$5,000
106	Religion	JAFCO-Jewish Adoption and Foster Care Options	Rebecca Salus- Grant Writer 4200 North University Drive, Sunrise, FL 33351	509(a)(1) 20-0898587	$5,175
107	Religion	The Port Charlotte Jewish Community Group-Temple Shalom	Todd Katz-President 23190 Uitca Avenue Port Charlotte, FL 33949	509(a)(1) 51-0198480	$5,000
108	Religion	Youth For Christ	Andy McDaniel-Executive Dir. 9350 SW 79 Ave Miami, FL 33156	509(a)(2) 59-6033466	$5,000
109	Religion	Old City Jewish Art Center	Rabbi Menachem Schmidt-Exec. Dir. 4037 Pine Street Philadelphia, PA 19104	509(a)(1) 13-3780385	$5,000
110	Religion	Torah Mitzion			

111	Religion	Lutheran Bible Translators	303 N Lake St Box 2050 Aurora, IL 60506	509(a)(1) 95-2630437	$5,000
112	Religion	Counseling Ministry of South Florida	10250 S.W. 107th Avenue Miami, FL 33176	509(a)(2) 65-0795759	$5,000
113	Religion	Metro Mercy House Inc.	22200 S.W. 152nd Avenue Miami, FL 33170	509(a)(1) 20-0970070	$5,000
				Total	$45,175
	Administrative Expense	Donors Forum of South Florida	200 South Biscayne Blvd, Suite 3300 Miami, Florida 33131	509(a)(1) 59-2671778	$1,800
			I. 40%-	Israel	$106,000
			II. 30%-	Sick/Aged	$75,750
			III. 15%-	Education	$27,875
			IV. 15%-	Religion	$37,875
				Religion	$7,300
			Administrative Expense		$1,800
			Total Requested=		$256,600

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					6,392.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					33,654.	
		6977.97 DODGE & COX INT'L STOCK FD #1048 PROPERTY TYPE: SECURITIES					06/11/2007	01/13/2009
147,793.00		337,524.00					-189731.00	
		50000. FED HOME LN BK 3.625% 5/29 PROPERTY TYPE: SECURITIES					10/07/2008	01/13/2009
53,058.00		49,781.00					3,277.00	
		40000. FED NATL MTG ASSN 5.375% 6/12 PROPERTY TYPE: SECURITIES					08/20/2007	01/13/2009
46,678.00		40,150.00					6,528.00	
		904. ISHARES BARCLAYS TIPS BOND FUND PROPERTY TYPE: SECURITIES					06/11/2007	01/13/2009
91,050.00		88,722.00					2,328.00	
		50000. NATIONAL RURAL UTILS COOP FIN BD PROPERTY TYPE: SECURITIES					05/17/2004	01/13/2009
50,250.00		49,659.00					591.00	
		50000. TOYOTA MOTOR CREDIT 4.350% 12/15 PROPERTY TYPE: SECURITIES					05/14/2004	01/13/2009
51,080.00		49,680.00					1,400.00	
		54. BANK AMER CORP COM PROPERTY TYPE: SECURITIES					01/31/2008	01/16/2009
404.00		2,370.00					-1,966.00	
		372. BANK AMER CORP COM PROPERTY TYPE: SECURITIES					09/05/2002	01/16/2009
2,783.00		12,495.00					-9,712.00	
		41. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					10/15/2008	01/21/2009
2,929.00		3,023.00					-94.00	
		46. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					03/28/2006	01/21/2009
3,286.00		2,921.00					365.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		56. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	01/21/2009
4,290.00		3,770.00					520.00	
		33. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					03/14/1994	01/21/2009
2,528.00		494.00					2,034.00	
		78. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					10/09/2006	01/28/2009
4,561.00		3,153.00					1,408.00	
		204. AMDOCS LTD COM PROPERTY TYPE: SECURITIES					10/15/2008	01/28/2009
3,585.00		5,737.00					-2,152.00	
		432. AMDOCS LTD COM PROPERTY TYPE: SECURITIES					08/11/2006	01/28/2009
7,592.00		14,908.00					-7,316.00	
		60. AT&T INC PROPERTY TYPE: SECURITIES					10/15/2008	02/12/2009
1,437.00		1,523.00					-86.00	
		608. AT&T INC PROPERTY TYPE: SECURITIES					01/31/2008	02/12/2009
14,566.00		23,045.00					-8,479.00	
		100000. MERRILL LYNCH & CO INC NT DTD 2/ PROPERTY TYPE: SECURITIES					08/05/2002	02/17/2009
100,000.00		102,818.00					-2,818.00	
		4120.879 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					05/06/2008	02/26/2009
30,000.00		87,115.00					-57,115.00	
		172. BMC SOFTWARE INC COM RTS EXP 05/12/ PROPERTY TYPE: SECURITIES					08/27/2007	03/05/2009
4,886.00		5,197.00					-311.00	
		364. OWENS ILL INC COM PROPERTY TYPE: SECURITIES					03/26/2008	03/05/2009
3,842 00		20,858.00					-17,016.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		29842.342 JPMORGAN EMERG MARK DEBT-SEL PROPERTY TYPE: SECURITIES					06/11/2007	03/20/2009
173,384.00		265,000.00					-91,616.00	
		265. NOBLE ENERGY INC CO PROPERTY TYPE: SECURITIES					10/15/2008	03/30/2009
13,575.00		23,148.00					-9,573.00	
		828. VALERO ENERGY CORP NEW COM PROPERTY TYPE: SECURITIES					03/05/2009	05/04/2009
17,750.00		13,661.00					4,089.00	
		100000. HOUSEHOLD FIN CORP BD DTD 05/26/ PROPERTY TYPE: SECURITIES					08/09/2005	05/15/2009
100,000.00		100,010.00					-10.00	
		285. FIRSTENERGY CORP COM 12/01/2004 PROPERTY TYPE: SECURITIES					10/15/2008	06/03/2009
11,018.00		22,433.00					-11,415.00	
		157. ROSS STORES INC COM PROPERTY TYPE: SECURITIES					05/09/2008	06/03/2009
6,330.00		5,495.00					835.00	
		319. NORFOLK SOUTHN CORP COM W/RIGHTS AT PROPERTY TYPE: SECURITIES					10/15/2008	07/01/2009
12,195.00		22,182.00					-9,987.00	
		130. WATSON PHARMACEUTICALS INC COM PROPERTY TYPE: SECURITIES					09/30/2008	07/01/2009
4,414.00		3,664.00					750.00	
		.68 CENTURYTEL INC COM PROPERTY TYPE: SECURITIES					02/12/2009	07/14/2009
20.00		17.00					3.00	
		56. CHUBB CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	07/27/2009
2,530.00		2,308.00					222.00	
		414. CHUBB CORP COM PROPERTY TYPE: SECURITIES					01/31/2008	07/27/2009
18,703.00		22,441.00					-3,738.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		31. INTL BUSINESS MACHINES CORP COM PROPERTY TYPE: SECURITIES					02/11/2000	07/27/2009
3,625.00		3,607.00					18.00	
		459. OIL STATES INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES					10/15/2008	07/27/2009
12,099.00		21,773.00					-9,674.00	
		55. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					10/15/2008	07/27/2009
1,691.00		1,493.00					198.00	
		530. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					01/31/2008	07/27/2009
16,295.00		23,126.00					-6,831.00	
		25. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	08/10/2009
1,894.00		2,256.00					-362.00	
		189. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					08/27/2007	08/10/2009
14,319.00		19,334.00					-5,015.00	
		66. EMERSON ELEC CO COM W/RTS ATTACHED E PROPERTY TYPE: SECURITIES					10/15/2008	09/24/2009
2,604.00		2,187.00					417.00	
		414. EMERSON ELEC CO COM W/RTS ATTACHED PROPERTY TYPE: SECURITIES					07/09/2008	09/24/2009
16,336.00		20,589.00					-4,253.00	
		36. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					10/15/2008	09/24/2009
1,683.00		1,436.00					247.00	
		79. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					01/31/2008	09/24/2009
3,693.00		2,888.00					805.00	
		527. SYBASE INC COM PROPERTY TYPE: SECURITIES					07/27/2009	09/24/2009
19,316.00		18,728.00					588.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		83. COOPER INDUSTRIES PLC NEW IRELAND PROPERTY TYPE: SECURITIES					10/15/2008	09/24/2009
3,013.00		2,404.00					609.00	
		442. COOPER INDUSTRIES PLC NEW IRELAND PROPERTY TYPE: SECURITIES					01/31/2008	09/24/2009
16,047.00		18,100.00					-2,053.00	
		54. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES					01/31/2008	10/16/2009
1,461.00		1,778.00					-317.00	
		3993.609 AMER CENT SMALL CAP GRWTH INST PROPERTY TYPE: SECURITIES					10/30/2006	10/16/2009
25,000.00		30,503.00					-5,503.00	
		25. AMGEN INC COM W/RTS ATTACHED EXP 03/ PROPERTY TYPE: SECURITIES					12/15/2008	10/16/2009
1,533.00		1,447.00					86.00	
		36. AON CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
1,490.00		1,398.00					92.00	
		51. ARCHER DANIELS MIDLAND CO COM PROPERTY TYPE: SECURITIES					01/28/2009	10/16/2009
1,529.00		1,429.00					100.00	
		39. BMC SOFTWARE INC COM RTS EXP 05/12/2 PROPERTY TYPE: SECURITIES					08/27/2007	10/16/2009
1,487.00		1,178.00					309.00	
		26. BAXTER INTL INC COM W/RIGHTS ATTACHE PROPERTY TYPE: SECURITIES					01/11/2007	10/16/2009
1,435.00		1,222.00					213.00	
		22. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					03/28/2006	10/16/2009
1,523.00		1,397.00					126.00	
		70. CA INC PROPERTY TYPE: SECURITIES					12/15/2008	10/16/2009
1,654.00		1,202.00					452.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		45. CENTURYTEL INC COM PROPERTY TYPE: SECURITIES					02/12/2009	10/16/2009
1,515.00		1,153.00					362.00	
		31. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					08/27/2007	10/16/2009
2,374.00		2,704.00					-330.00	
		64. CISCO SYS INC COM W/RIGHTS ATTACHED PROPERTY TYPE: SECURITIES					06/03/2009	10/16/2009
1,533.00		1,231.00					302.00	
		24. COLGATE-PALMOLIVE CO COM PROPERTY TYPE: SECURITIES					11/05/2008	10/16/2009
1,904.00		1,543.00					361.00	
		39. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
2,024.00		2,181.00					-157.00	
		21. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					03/14/1994	10/16/2009
1,532.00		315.00					1,217.00	
		15. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES					08/10/2009	10/16/2009
1,577.00		1,310.00					267.00	
		80. GAP INC COM PROPERTY TYPE: SECURITIES					09/10/2008	10/16/2009
1,834.00		1,549.00					285.00	
		32. GENERAL MILLS INC COM W/RTS EXP 02/0 PROPERTY TYPE: SECURITIES					05/15/2008	10/16/2009
2,116.00		1,995.00					121 00	
		32. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					03/28/2006	10/16/2009
1,539.00		1,050.00					489.00	
		64. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES					03/30/2009	10/16/2009
1,743.00		1,484.00					259.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1007. ISHARES MIDCAP INDEX FD PROPERTY TYPE: SECURITIES					08/15/2006	10/16/2009
81,071.00		90,207.00					-9,136.00	
		26. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					03/07/2002	10/16/2009
1,570.00		1,651.00					-81.00	
		57. KRAFT FOODS INC-A COM PROPERTY TYPE: SECURITIES					07/27/2009	10/16/2009
1,537.00		1,599.00					-62.00	
		26. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					10/09/2006	10/16/2009
1,533.00		1,051.00					482.00	
		59. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
1,561.00		1,790.00					-229.00	
		31. NIKE INC CL B COM PROPERTY TYPE: SECURITIES					05/24/2007	10/16/2009
2,014.00		1,692.00					322.00	
		44. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					07/26/2007	10/16/2009
3,615.00		2,632.00					983.00	
		6122.448 PIMCO FOREIGN BOND FUND-INST PROPERTY TYPE: SECURITIES					08/15/2006	10/16/2009
63,000.00		63,000.00						
		81. PFIZER INC COM W/RTS ATTACHED EXP 10 PROPERTY TYPE: SECURITIES					10/29/2008	10/16/2009
1,438.00		1,433.00					5.00	
		26. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
2,185.00		1,660.00					525.00	
		25. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES					04/24/2008	10/16/2009
2,568.00		2,876.00					-308.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		28. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
1,605.00		1,758.00					-153.00	
		33. ROSS STORES INC COM PROPERTY TYPE: SECURITIES					05/09/2008	10/16/2009
1,512.00		1,155.00					357.00	
		7107.54 ROYCE PREMIER FUND W CLASS PROPERTY TYPE: SECURITIES					07/24/2008	10/16/2009
115,000.00		124,524.00					-9,524.00	
		29. SEMPRA ENERGY COM PROPERTY TYPE: SECURITIES					09/10/2008	10/16/2009
1,533.00		1,652.00					-119.00	
		44. STATE STR CORP COM PROPERTY TYPE: SECURITIES					12/15/2008	10/16/2009
2,339.00		1,551.00					788.00	
		75. TD AMERITRADE HLDG CORP PROPERTY TYPE: SECURITIES					07/27/2009	10/16/2009
1,536.00		1,373.00					163.00	
		25. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	10/16/2009
1,621.00		1,620.00					1.00	
		66. UNUMPROVIDENT CORP COM PROPERTY TYPE: SECURITIES					09/24/2009	10/16/2009
1,438.00		1,402.00					36.00	
		40. WATSON PHARMACEUTICALS INC COM PROPERTY TYPE: SECURITIES					09/30/2008	10/16/2009
1,508.00		1,127.00					381.00	
		39. ACCENTURE PLC PROPERTY TYPE: SECURITIES					01/21/2009	10/16/2009
1,535.00		1,256.00					279.00	
		35. COVIDIEN PLC PROPERTY TYPE: SECURITIES					09/10/2008	10/16/2009
1,543.00		1,918.00					-375.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		35. ACE LIMITED PROPERTY TYPE: SECURITIES					01/31/2008	10/16/2009
1,921.00		1,983.00					-62.00	
		87. NOBLE CORPORATION PROPERTY TYPE: SECURITIES					06/11/2008	10/16/2009
3,704.00		5,738.00					-2,034.00	
		44. TYCO INTERNATIONAL LTD NEW PROPERTY TYPE: SECURITIES					09/24/2009	10/16/2009
1,545.00		1,488.00					57.00	
		527. ST. JUDE MED INC PROPERTY TYPE: SECURITIES					10/15/2008	10/19/2009
17,842.00		22,046.00					-4,204.00	
		203. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES					10/15/2008	11/09/2009
20,548.00		21,994.00					-1,446.00	
		456. AON CORP COM PROPERTY TYPE: SECURITIES					08/11/2006	12/03/2009
17,509.00		15,299.00					2,210.00	
		219. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					03/28/2006	12/03/2009
16,947.00		13,907.00					3,040.00	
		263. COLGATE-PALMOLIVE CO COM PROPERTY TYPE: SECURITIES					11/05/2008	12/03/2009
22,569.00		16,904.00					5,665.00	
		355. SEMPRA ENERGY COM PROPERTY TYPE: SECURITIES					10/15/2008	12/03/2009
19,447.00		19,499.00					-52.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							---------- -397,802. ==========	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WACHOVIA PT MONEY MARKET	91.	91.
TOTAL	91.	91.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	274.	274.
AMERICAN EXPRESS COMPANY BD DTD 07/24/20	5,066.	5,066.
AON CORP COM	290.	290.
ARCHER DANIELS MIDLAND CO COM	323.	323.
ARTIO INTERNATIONAL EQ FD II #1529	12,156.	12,156.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	345.	345.
BECTON DICKINSON & CO COM	347.	347.
BRISTOL-MYERS SQUIBB CO COM	909.	909.
CA INC	153.	153.
CENTURYTEL INC COM	858.	858.
CHEVRONTEXACO CORP COM	782.	782.
CHUBB CORP COM	484.	484.
COLGATE-PALMOLIVE CO COM	483.	483.
CONOCOPHILLIPS COM	624.	624.
CREDIT SUISSE FIRST BOSTON USA NT DTD 1/	6,583.	6,583.
DELAWARE POOLED TR INTL EQUITY PORTFOLIO	8,140.	8,140.
DISCOVER FINANCIAL SERVICES	25.	25.
DODGE & COX INT'L STOCK FD #1048	1,199.	1,199.
EII INTERNATIONAL PROPERTY-I #30	1,999.	1,999.
EMBARQ CORP-W/I COM	638.	638.
EMERSON ELEC CO COM W/RTS ATTACHED EXP 1	475.	475.
ENRON CORP COM	1,786.	1,786.
EVERGREEN INST MONEY MARKET FUND CL I (F	990.	990.
EXXON MOBIL CORP COM	358.	358.
FED HOME LN BK 3.625% 5/29/13	240.	240.
FHLB NT DTD 10/15/09 1.625% 11/21/2012	95.	95.
FEDERAL HOME LN MTG CORP BD DTD 07/16/20	5,125.	5,125.
FEDERAL NATL MTG ASSN NT DTD 3/26/2001 5	5,500.	5,500.
FED NATL MTG ASSN 5.375% 6/12/17	4,760.	4,760.
FIRSTENERGY CORP COM 12/01/2004	314.	314.
FLOWSERVE CORP COM	58.	58.
GAP INC COM	387.	387.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL MILLS INC COM W/RTS EXP 02/01/20	581.	581.
GOLDMAN SACHS GROUP 4.500% 6/15/10	4,500.	4,500.
HEWLETT-PACKARD CO COM	171.	171.
HOME DEPOT INC COM	458.	458.
HOUSEHOLD FIN CORP BD DTD 05/26/2004 4.7	2,375.	2,375.
INTEL CORP COM	505.	505.
INTL BUSINESS MACHINES CORP COM	372.	372.
IBM CORPORATION 4.750% 11/29/12	4,750.	4,750.
ISHARES BARCLAYS TIPS BOND FUND	6,276.	5,389.
ISHARES MIDCAP INDEX FD	8,318.	8,318.
JP MORGAN CHASE & CO COM	267.	267.
JOHNSON & JOHNSON COM	568.	568.
JPMORGAN EMERG MARK DEBT-SEL	2,298.	2,298.
JPMORGAN HIGH YIELD FUND SS #3580	22,505.	22,505.
KELLOGG CO COM	608.	608.
KRAFT FOODS INC-A COM	194.	194.
LOCKHEED MARTIN CORP COM	244.	244.
MCDONALDS CORP COM	617.	617.
MERRILL LYNCH & CO INC NT DTD 2/17/99 6%	3,000.	3,000.
MICROSOFT CORP COM	404.	404.
NATIONAL RURAL UTILS COOP FIN BD DTD 09/	645.	645.
NIKE INC CL B COM	396.	396.
NOBLE ENERGY INC COM	48.	48.
NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHE	217.	217.
OCCIDENTAL PETE CORP COM	411.	411.
PIMCO FOREIGN BOND FUND-INST	10,193.	10,193.
PIMCO EMERG MKTS BD-INST #137	9,986.	9,984.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	791.	791.
PIMCO COMMODITY REAL RET STRAT-I#45	14,571.	14,571.
PRAXAIR INC COM	465.	465.
PRECISION CASTPARTS CORP COM	21.	21.
PROCTER & GAMBLE CO COM	641.	641.
ROSS STORES INC COM	265.	265.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROWE T PRICE REAL ESTATE FD COM	15,158.	8,846.
SBC COMMUNICATIONS INC NT DTD 11/3/2004	3,825.	3,825.
SSGA EMERGING MKTS - SELECT #1510	5,982.	5,982.
SEALED AIR CORP NEW COM	314.	314.
SEMPRA ENERGY COM	584.	584.
STATE STR CORP COM	128.	128.
TEXAS INSTRS INC COM	184.	184.
3M CO COM	127.	127.
TOYOTA MOTOR CREDIT 4.350% 12/15/10	965.	965.
UNITED TECHNOLOGIES CORP COM	512.	512.
UNITED TECHNOLOGIES CORP NTS DTD 4/29/20	4,875.	4,875.
UNUMPROVIDENT CORP COM	71.	71.
VERIZON COMMUNICATIONS COM	807.	807.
ACCENTURE PLC	365.	365.
COOPER IND LTD CL A	525.	
COVIDIEN LTD COM	128.	128.
COVIDIEN PLC	136.	136.
NOBLE CORP COM	17.	17.
ACE LIMITED	519.	519.
NOBLE CORPORATION	58.	58.
TYCO INTERNATIONAL LTD NEW	121.	121.
TOTAL	194,828.	187,102.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
UST REFUND		13,648.
	TOTALS	13,648.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - INCOME (ALLOCABLE	3,200.			3,200.
TOTALS	3,200.	NONE	NONE	3,200.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	1,067.	1,067.
FOREIGN TAXES ON NONQUALIFIED	534.	534.
TOTALS	1,601.	1,601.

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

DESCRIPTION		AMOUNT
BOOK VALUE ADJUSTMENT		33,380.
	TOTAL	33,380.

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

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

OFFICER NAME:
Wachovia BankA
ADDRESS:
1525 W. WT Harris Blvd D114-044
Charlotte, NC 28288-1161
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 65,347.

OFFICER NAME:
LESLIE J. AUGUST
ADDRESS:
8005 WATERVIEW BLVD.
BRADENTON,, FL 34202
TITLE:
CO-TRUSTEE
COMPENSATION .... 49,629.

TOTAL COMPENSATION: 114,976.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
See Attached
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 256,600.

TOTAL GRANTS PAID: 256,600.

Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (*e-file*). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	HARRY KRAMER MEMORIAL FUND	59-6644290
	Number, street, and room or suite no If a P O box, see instructions 1525 W W.T. HARRIS BLVD. D1114-044	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHARLOTTE, NC 28288-1161	

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

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

- The books are in the care of ▶ Wachovia Bank

Telephone No. ▶ (305)789-4929 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . ▶ [ ] If it is for part of the group, check this box . . ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/16 ,2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] calendar year 2009 or

▶ [ ] tax year beginning ________ , ____, and ending ________ , ____

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 706.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 724.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)