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Form **990-PF**

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

OMB No. 1545-0052

2009

Department of the Treasury
 Internal Revenue Service

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

For calendar year **2009**, or tax year beginning **2009**, and ending **20**

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: **CIERNIEWSKI CHARITABLE FOUNDATION 3055000289**

Number and street (or P O box number if mail is not delivered to street address) Room/suite: **REGIONS BANK TRUST DEPT P O BOX 2886**

City or town, state, and ZIP code: **MOBILE, AL 36652-2886**

A Employer identification number: **59-7269183**

B Telephone number (see page 10 of the instructions): **(251) 690-1024**

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **519,884.**

J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis.)

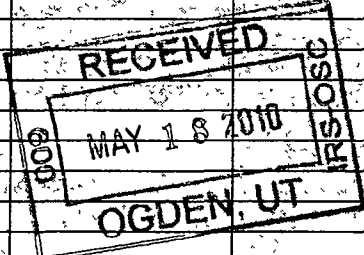
C If exemption application is pending, check here

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	47.	47.		STMT 1
4	Dividends and interest from securities	22,988.	22,382.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-34,416.			
b	Gross sales price for all assets on line 6a 87,706.				
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)				
12	Total. Add lines 1 through 11	-11,381.	22,429.		
13	Compensation of officers, directors, trustees, etc.	7,069.	5,302.		1,767.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	800.	NONE	NONE	800.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	211.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	8,080.	5,302.	NONE	2,567.
25	Contributions, gifts, grants paid	24,763.			24,763.
26	Total expenses and disbursements. Add lines 24 and 25	32,843.	5,302.	NONE	27,330.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-44,224.			
b	Net investment income (if negative, enter -0-)		17,127.		
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			
	2	Savings and temporary cash investments	18,153.	15,258.	15,258.
	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)			
		Less: allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 5	375,534.	313,136.	311,905.
	c	Investments - corporate bonds (attach schedule) STMT 8	170,311.	191,379.	192,721.
	11	Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	563,998.	519,773.	519,884.	
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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	563,998.	519,773.	
	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)	563,998.	519,773.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	563,998.	519,773.		

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	563,998.
2	Enter amount from Part I, line 27a	2	-44,224.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	519,774.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	1.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	519,773.

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			

(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	-34,416.
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.

(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	29,291.	554,463.	0.05282769094
2007	33,668.	646,300.	0.05209345505
2006	2,773.	633,240.	0.00437906639
2005			
2004			

2 Total of line 1, column (d)	2	0.10930021238
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	0.03643340413
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	465,796.
5 Multiply line 4 by line 3	5	16,971.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	171.
7 Add lines 5 and 6	7	17,142.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	27,330.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	171.
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	171.
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	171.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	200.	
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	200.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	29.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 29. Refunded <input type="checkbox"/>		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?		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)? <i>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.</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ _____ STMT 10		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14 The books are in care of <input type="checkbox"/> REGIONS BANK, TRUST DEPT Telephone no. <input type="checkbox"/> (251) 690-1024				
Located at <input type="checkbox"/> 11 N. WATER STREET, 25TH FLOOR, MOBILE, AL ZIP + 4 <input type="checkbox"/> 36602				
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 <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> N/A	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> N/A	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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.) <input type="checkbox"/> N/A	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 <input type="checkbox"/> N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) <input type="checkbox"/> N/A	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> N/A	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? <input type="checkbox"/> N/A	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)? Yes No *N/A*
- 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 *N/A*
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? Yes No *N/A*
- 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? Yes No *N/A*

5b			<i>N/A</i>
6b			X
7b			<i>N/A</i>

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 11		7,069.	-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 Yes No *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	472,889.
b	Average of monthly cash balances	1b	NONE
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	472,889.
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	472,889.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	7,093.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	465,796.
6	Minimum investment return. Enter 5% of line 5	6	23,290.

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	23,290.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	171.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	171.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,119.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	23,119.
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	23,119.

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	27,330.
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	27,330.
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	171.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	27,159.

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				23,119.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			6,373.	*
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. ▶ \$ 27,330.				
a Applied to 2008, but not more than line 2a			6,373.	
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				20,957.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			None	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				2,162.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

~~*~~ SEE ATTACHED SCHEDULE

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

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

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

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

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

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

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

 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
<p>a Paid during the year</p> <p>SEE STATEMENT 13</p>				
Total				▶ 3a 24,763.
b Approved for future payment				
Total				▶ 3b None

**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 LONG-TERM CAPITAL GAIN DIVIDENDS					151.	
263.00		10. AT&T INC PROPERTY TYPE: SECURITIES 307.00				P	08/21/2006	03/23/2009
							-44.00	
370.00		15. AT&T INC PROPERTY TYPE: SECURITIES 460.00				P	08/21/2006	05/19/2009
							-90.00	
720.00		15. ABBOTT LABS W/RIGHTS ATTACHED EXP 11 PROPERTY TYPE: SECURITIES 730.00				P	08/21/2006	03/23/2009
							-10.00	
732.00		20. AUTOMATIC DATA PROCESSING INC CO PROPERTY TYPE: SECURITIES 847.00				C P	08/21/2006	03/23/2009
							-115.00	
536.00		15. AUTOMATIC DATA PROCESSING INC CO PROPERTY TYPE: SECURITIES 635.00				C P	08/21/2006	05/19/2009
							-99.00	
418.00		15. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 369.00				P	03/12/2009	05/19/2009
							49.00	
499.00		15. BEST BUY INC PROPERTY TYPE: SECURITIES 452.00				P	01/07/2009	03/23/2009
							47.00	
566.00		15. BEST BUY INC PROPERTY TYPE: SECURITIES 452.00				P	01/07/2009	03/27/2009
							114.00	
187.00		5. BEST BUY INC PROPERTY TYPE: SECURITIES 151.00				P	01/07/2009	05/19/2009
							36.00	
1,039.00		50. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 1,450.00				P	09/21/2007	03/23/2009
							-411.00	

**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)	
202.00		10. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 290.00				P	09/21/2007	05/19/2009
							-88.00	
328.00		5. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 335.00				P	08/21/2006	05/19/2009
							-7.00	
759.00		15. CLOROX CO COM PROPERTY TYPE: SECURITIES 889.00				P	08/22/2008	03/23/2009
							-130.00	
784.00		15. CLOROX CO COM PROPERTY TYPE: SECURITIES 889.00				P	08/22/2008	05/19/2009
							-105.00	
1,731.00		40. COCA COLA CO COM PROPERTY TYPE: SECURITIES 1,770.00				P	08/21/2006	03/23/2009
							-39.00	
702.00		15. COCA COLA CO COM PROPERTY TYPE: SECURITIES 664.00				P	08/21/2006	05/19/2009
							38.00	
1,093.00		60. CONAGRA FOODS INC PROPERTY TYPE: SECURITIES 1,418.00				P	09/06/2006	05/19/2009
							-325.00	
1,525.00		40. CONSOLIDATED EDISON INC PROPERTY TYPE: SECURITIES 1,822.00				P	08/21/2006	03/23/2009
							-297.00	
6,044.00		150. CONSOLIDATED EDISON INC PROPERTY TYPE: SECURITIES 6,833.00				P	08/21/2006	08/27/2009
							-789.00	
2,435.00		70. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 2,342.00				P	08/22/2008	03/23/2009
							93.00	
815.00		20. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 669.00				P	08/22/2008	04/22/2009
							146.00	

**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)	
1,105.00		35. DOMINION RES INC VA NEW COM PROPERTY TYPE: SECURITIES 1,395.00				P	08/21/2006	03/23/2009
							-290.00	
469.00		15. DOMINION RES INC VA NEW COM PROPERTY TYPE: SECURITIES 598.00				P	08/21/2006	05/19/2009
							-129.00	
3,328.00		190. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES 7,602.00				P	08/21/2006	03/05/2009
							-4,274.00	
270.00		20. DUKE ENERGY CORPORATION PROPERTY TYPE: SECURITIES 408.00				P	01/08/2008	05/19/2009
							-138.00	
4,529.00		180. EMERSON ELEC CO PROPERTY TYPE: SECURITIES 7,345.00				P	08/21/2006	03/05/2009
							-2,816.00	
1,378.00		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 1,397.00				P	08/21/2006	03/23/2009
							-19.00	
707.00		10. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 698.00				P	08/21/2006	05/19/2009
							9.00	
1,237.00		60. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES 1,615.00				P	08/21/2006	05/19/2009
							-378.00	
2,935.00		250. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 8,520.00				P	08/21/2006	02/03/2009
							-5,585.00	
782.00		15. GENERAL MILLS INC PROPERTY TYPE: SECURITIES 801.00				P	08/21/2006	05/19/2009
							-19.00	
5,938.00		100. GENERAL MILLS INC PROPERTY TYPE: SECURITIES 5,338.00				P	08/21/2006	08/27/2009
							600.00	

**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)	
1,497.00		45. GENUINE PARTS CO PROPERTY TYPE: SECURITIES 1,865.00				P	08/21/2006	05/19/2009
							-368.00	
5,040.00		220. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES 8,877.00				P	01/17/2007	01/28/2009
							-3,837.00	
338.00		10. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES 507.00				P	04/04/2008	05/19/2009
							-169.00	
1,092.00		70. INTEL CORP COM PROPERTY TYPE: SECURITIES 1,469.00				P	10/11/2006	05/19/2009
							-377.00	
376.00		20. INTEL CORP COM PROPERTY TYPE: SECURITIES 420.00				P	10/11/2006	07/22/2009
							-44.00	
1,832.00		50. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 2,280.00				P	08/21/2006	05/19/2009
							-448.00	
836.00		15. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 1,019.00				P	01/17/2008	05/19/2009
							-183.00	
1,546.00		30. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES 2,106.00				P	09/20/2007	05/19/2009
							-560.00	
843.00		140. LINCOLN NATL CORP IND PROPERTY TYPE: SECURITIES 8,448.00				P	08/21/2006	03/06/2009
							-7,605.00	
295.00		20. MATTEL INC PROPERTY TYPE: SECURITIES 307.00				P	01/28/2009	05/19/2009
							-12.00	
1,072.00		20. MCDONALDS CORP PROPERTY TYPE: SECURITIES 716.00				P	08/21/2006	03/23/2009
							356.00	

**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)	
539.00		10. MCDONALDS CORP PROPERTY TYPE: SECURITIES 358.00				P	08/21/2006	05/19/2009 181.00
505.00		20. MERCK & CO INC COM PROPERTY TYPE: SECURITIES 706.00				P	06/13/2008	05/19/2009 -201.00
1,328.00		65. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 1,699.00				P	08/21/2006	05/19/2009 -371.00
865.00		30. MORGAN STANLEY DEAN WITTER & CO PROPERTY TYPE: SECURITIES 1,684.00				P	08/21/2006	05/19/2009 -819.00
625.00		10. OCCIDENTAL PETROLEUM CORP PROPERTY TYPE: SECURITIES 529.00				P	08/21/2006	05/19/2009 96.00
1,358.00		50. PAYCHEX INC PROPERTY TYPE: SECURITIES 1,795.00				P	08/21/2006	05/19/2009 -437.00
842.00		20. PHILIP MORRIS INTERNATIONAL INC PROPERTY TYPE: SECURITIES 759.00				P	02/03/2009	05/19/2009 83.00
1,095.00		15. PRAXAIR INC PROPERTY TYPE: SECURITIES 849.00				P	08/21/2006	05/19/2009 246.00
1,069.00		30. PROGRESS ENERGY INC PROPERTY TYPE: SECURITIES 1,327.00				P	08/21/2006	03/23/2009 -258.00
348.00		10. PROGRESS ENERGY INC PROPERTY TYPE: SECURITIES 442.00				P	08/21/2006	05/19/2009 -94.00
639.00		15. PRUDENTIAL FINANCIAL INC PROPERTY TYPE: SECURITIES 1,077.00				COM P	06/17/2008	05/19/2009 -438.00

**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)	
1,857.00		60. SOUTHERN CO PROPERTY TYPE: SECURITIES 2,028.00				P	08/21/2006	03/23/2009 -171.00
582.00		25. SYSCO CORP COM PROPERTY TYPE: SECURITIES 708.00				P	01/18/2008	05/19/2009 -126.00
5,671.00		225. SYSCO CORP COM PROPERTY TYPE: SECURITIES 6,342.00				P	01/30/2008	08/27/2009 -671.00
1,764.00		30. 3M CO COM PROPERTY TYPE: SECURITIES 2,140.00				P	08/21/2006	05/19/2009 -376.00
360.00		5. 3M CO COM PROPERTY TYPE: SECURITIES 357.00				P	08/21/2006	08/06/2009 3.00
475.00		25. US BANCORP DEL PROPERTY TYPE: SECURITIES 812.00				P	08/21/2006	05/19/2009 -337.00
1,513.00		50. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 1,658.00				P	08/21/2006	03/23/2009 -145.00
444.00		15. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 498.00				P	08/21/2006	05/19/2009 -54.00
426.00		15. WASTE MGMT INC DEL COM PROPERTY TYPE: SECURITIES 365.00				P	03/12/2009	05/19/2009 61.00
1,041.00		40. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 1,414.00				P	08/21/2006	05/19/2009 -373.00
5,016.00		200. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 7,070.00				P	08/21/2006	12/11/2009 -2,054.00

**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)							----- -34,416. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST	47.	47.
TOTAL	47.	47.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	22,988.	22,382.
TOTAL	22,988.	22,382.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX PAYMENT - PRIOR YE	11.
FEDERAL ESTIMATES - PRINCIPAL	200.

TOTALS	211.
	=====

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AT&T INC	6,447.	5,886.
ABBOTT LABS	5,839.	6,479.
AUTOMATIC DATA PROCESSING	6,138.	6,209.
BB&T CORP	9,292.	5,835.
BRISTOL MYERS SQUIBB CO	7,538.	6,565.
CHEVRON CORP	5,365.	6,159.
COCA COLA CO	5,087.	6,555.
COMERICA INC		
CONAGRA FOODS INC	6,856.	6,685.
CONSOLIDATED EDISON INC		
DOMINION RES INC VA NEW	6,774.	6,616.
DU PONT E I DE NEMOURS & CO		
DUKE ENERGY CORP	7,695.	6,712.
EMERSON ELECTRIC CO		
EXELON CORP	6,363.	5,376.
EXXON MOBIL CORP	5,237.	5,114.
GALLAGHER ARTHUR J & CO	6,727.	5,628.
GENERAL ELECTRIC CO		
GENERAL MILLS INC		
GENUINE PARTS CO		
HOME DEPOT INC	6,423.	5,884.
INTEL CORP		
J P MORGAN CHASE & CO	6,610.	6,426.
JOHNSON & JOHNSON	6,383.	5,834.
KIMBERLY CLARK CORP	6,380.	6,119.
LINCOLN NATIONAL CORP	7,018.	6,371.
MCDONALDS CORP		
MICROSOFT CORP	3,402.	5,932.
MORGAN STANLEY GROUP INC	6,665.	7,772.
	7,470.	5,328.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OCCIDENTAL PETE CORP	4,501.	6,915.
PAYCHEX INC	6,823.	5,822.
PRAXAIR INC	3,960.	5,622.
PROGRESS ENERGY INC	6,633.	6,152.
SOUTHERN CO	6,424.	6,331.
3M CO	6,064.	7,026.
US BANCORP DEL	8,181.	6,078.
VERIZON COMMUNICATIONS	5,804.	5,798.
WELLS FARGO & CO		
SYSCO CORP		
SPECTRA ENERGY	7,609.	6,871.
PRUDENTIAL FINANCIAL INC	7,467.	5,971.
NORFOLK SOUTHERN CORP	6,432.	7,653.
MERCK & CO INC	7,234.	7,491.
ELI LILLY & CO	8,249.	5,357.
ILLINOIS TOOL WORKS INC	7,789.	7,438.
FIRSTENERGY CORP	9,474.	6,503.
EATON CORP	9,117.	6,998.
DARDEN RESTAURANTS INC	4,808.	5,085.
CONCOPHILLIPS	5,773.	5,771.
CLOROX CO	5,927.	6,100.
BEST BUY INC	3,268.	5,524.
AFLAC INC	5,680.	6,475.
BANK OF NEW YORK MELLON CORP	4,164.	5,174.
LIMITED BRANDS	5,651.	7,215.
MATTELL INC	5,311.	7,093.
MCGRAW HILL INC	5,677.	5,864.
NUCOR CORP	4,250.	5,831.
PHILIP MORRIS INTL INC	4,608.	6,024.

CIERNIEWSKI CHARITABLE FOUNDATION 3055000289

59-7269183

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TRAVELERS COMPANIES INC	6,071.	5,983.
WASTE MANAGEMENT INC	4,478.	6,255.
TOTALS	313,136.	311,905.

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PIONEER BOND FUND CLASS Y	123,531.	125,122.
PIMCO TOTAL RETURN INSTL FD#35	67,848.	67,599.
TOTALS	191,379.	192,721.

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

=====

DESCRIPTION

AMOUNT

ROUNDING

1.

TOTAL

1.

=====

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

FL

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

=====

OFFICER NAME:

REGIONS BANK TRUST DEPT

ADDRESS:

P.O. BOX 12790

PENSACOLA, FL 32591-2790

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 7,069.

TOTAL COMPENSATION: 7,069.

=====

=====

RECIPIENT NAME:

NATIONAL FEDERATION OF THE BLIND

ADDRESS:

1800 JOHNSON STREET
BALTIMORE, MD 21230-4998

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) CHARITY

AMOUNT OF GRANT PAID 2,476.

RECIPIENT NAME:

ALZHEIMER'S DISEASE RESEARCH
AMERICAN HEALTH ASSISTANCE FDN

ADDRESS:

22512 GATEWAY CENTER DRIVE
CLARKSBURG, MD 20871

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) CHARITY

AMOUNT OF GRANT PAID 3,714.

RECIPIENT NAME:

UNITED STATES NAVY MEMORIAL

ADDRESS:

701 PENNSYLVANIA AVENUE, NW ST 123
WASHINGTON, DC 20004-2608

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) CHARITY

AMOUNT OF GRANT PAID 7,429.

=====

RECIPIENT NAME:

NATIONAL WORLD WAR II MEMORIAL FD

ADDRESS:

2300 CLARENDON BLVD, STE 501
ARLINGTON, VA 22201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) CHARITY

AMOUNT OF GRANT PAID 7,429.

RECIPIENT NAME:

ST. JUDE CHILDREN'S RESEARCH
HOSPITAL

ADDRESS:

501 ST JUDE PLACE
MEMPHIS, TN 38105-1942

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

501(C)(3) CHARITY

AMOUNT OF GRANT PAID 3,715.

TOTAL GRANTS PAID:

24,763.

=====

CIERNIEWSKI CHARITABLE FOUNDATION 3055000289
 Schedule D Detail of Short-term Capital Gains and Losses

59 - 7269183

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
15. BANK OF NEW YORK	03/12/2009	05/19/2009	418.00	369.00	49.00
15. BEST BUY INC	01/07/2009	03/23/2009	499.00	452.00	47.00
15. BEST BUY INC	01/07/2009	03/27/2009	566.00	452.00	114.00
5. BEST BUY INC	01/07/2009	05/19/2009	187.00	151.00	36.00
15. CLOROX CO COM	08/22/2008	03/23/2009	759.00	889.00	-130.00
15. CLOROX CO COM	08/22/2008	05/19/2009	784.00	889.00	-105.00
70. DARDEN RESTAURANTS INC	08/22/2008	03/23/2009	2,435.00	2,342.00	93.00
20. DARDEN RESTAURANTS INC	08/22/2008	04/22/2009	815.00	669.00	146.00
20. MATTEL INC	01/28/2009	05/19/2009	295.00	307.00	-12.00
20. MERCK & CO INC COM	06/13/2008	05/19/2009	505.00	706.00	-201.00
20. PHILIP MORRIS	02/03/2009	05/19/2009	842.00	759.00	83.00
15. PRUDENTIAL FINANCIAL	06/17/2008	05/19/2009	639.00	1,077.00	-438.00
15. WASTE MGMT INC DEL COM	03/12/2009	05/19/2009	426.00	365.00	61.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
			9,170.00	9,427.00	-257.00
Totals					
			9,170.00	9,427.00	-257.00

CIERNIEWSKI CHARITABLE FOUNDATION 3055000289
 Schedule D Detail of Long-term Capital Gains and Losses

59-7269183

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
10. AT&T INC.	08/21/2006	03/23/2009	263.00	307.00	-44.00
15. AT&T INC	08/21/2006	05/19/2009	370.00	460.00	-90.00
15. ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009	08/21/2006	03/23/2009	720.00	730.00	-10.00
20. AUTOMATIC DATA PROCESSING INC CO COM	08/21/2006	03/23/2009	732.00	847.00	-115.00
15. AUTOMATIC DATA PROCESSING INC CO COM	08/21/2006	05/19/2009	536.00	635.00	-99.00
50. BRISTOL MYERS SQUIBB	09/21/2007	03/23/2009	1,039.00	1,450.00	-411.00
10. BRISTOL MYERS SQUIBB	09/21/2007	05/19/2009	202.00	290.00	-88.00
5. CHEVRONTXACO CORP COM	08/21/2006	05/19/2009	328.00	335.00	-7.00
40. COCA COLA CO COM	08/21/2006	03/23/2009	1,731.00	1,770.00	-39.00
15. COCA COLA CO COM	08/21/2006	05/19/2009	702.00	664.00	38.00
60. CONAGRA FOODS INC	09/06/2006	05/19/2009	1,093.00	1,418.00	-325.00
40. CONSOLIDATED EDISON	08/21/2006	03/23/2009	1,525.00	1,822.00	-297.00
150. CONSOLIDATED EDISON	08/21/2006	08/27/2009	6,044.00	6,833.00	-789.00
35. DOMINION RES INC VA	08/21/2006	03/23/2009	1,105.00	1,395.00	-290.00
15. DOMINION RES INC VA	08/21/2006	05/19/2009	469.00	598.00	-129.00
190. DU PONT E I DE	08/21/2006	03/05/2009	3,328.00	7,602.00	-4,274.00
20. DUKE ENERGY	01/08/2008	05/19/2009	270.00	408.00	-138.00
180. EMERSON ELEC CO	08/21/2006	03/05/2009	4,529.00	7,345.00	-2,816.00
20. EXXON MOBIL CORP	08/21/2006	03/23/2009	1,378.00	1,397.00	-19.00
10. EXXON MOBIL CORP	08/21/2006	05/19/2009	707.00	698.00	9.00
60. GALLAGHER ARTHUR J &	08/21/2006	05/19/2009	1,237.00	1,615.00	-378.00
250. GENERAL ELEC CO COM	08/21/2006	02/03/2009	2,935.00	8,520.00	-5,585.00
15. GENERAL MILLS INC	08/21/2006	05/19/2009	782.00	801.00	-19.00
100. GENERAL MILLS INC	08/21/2006	08/27/2009	5,938.00	5,338.00	600.00
45. GENUINE PARTS CO	08/21/2006	05/19/2009	1,497.00	1,865.00	-368.00
220. HOME DEPOT INC COM	01/17/2007	01/28/2009	5,040.00	8,877.00	-3,837.00
10. ILLINOIS TOOL WKS INC	04/04/2008	05/19/2009	338.00	507.00	-169.00
70. INTEL CORP COM	10/11/2006	05/19/2009	1,092.00	1,469.00	-377.00
20. INTEL CORP COM	10/11/2006	07/22/2009	376.00	420.00	-44.00
Totals					

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FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS

151.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

151.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

151.00

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Cierniewski Charitable Foundation 3055000289
 EIN: 59-7269183
 2009 Form 990PF

Part XIII Undistributed Income

Line 2a 2008 amount reported in this return \$6,373 (a)

Amount reported in previously filed 2008 Form 990PF (Part XIII, Line 6(f)) \$24,763 (b)

THE 2006 FORM 990PF WAS AMENDED IN MAY 2010 TO CORRECT THE "DISTRIBUTABLE AMOUNT AS ADJUSTED" REPORTED IN PART XI. THE ORIGINAL MINIMUM INVESTMENT RETURN COMPUTATION IN PART X WAS ADJUSTED TO REFLECT THE PROPER PRORATED PERCENTAGE FOR THE INITIAL TAX PERIOD WHICH WAS LESS THAN 12 MONTHS.

Line	Original 2006	Original 2007	Original 2008
1	31,229	32,128	27,524
2a	-	28,456	26,729
4	2,773	33,855	29,490
4a	-	28,456	26,729
4d	2,773	5,399	2,761
6e	-	-	-
6f	28,456	26,729	24,763 (b)

Line	Amended 2006	Adjusted 2007	Adjusted 2008
1	12,839	32,128	27,524
2a	-	10,066	8,339
4	2,773	33,855	29,490
4a	-	10,066	8,339
4d	2,773	23,789	21,151
6e	-	-	-
6f	10,066	8,339	6,373 (a)