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# 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

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

MASSENGILL-DEFRIECE FOUNDATION, INC.

Number and street (or P.O. box number if mail is not delivered to street address)

P. O. BOX 966

Room/suite

City or town, state, and ZIP code

BRISTOL, TN 37621-0966

A Employer identification number

62-6044873

B Telephone number

770-457-0035

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

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 3,793,684. (Part I, column (d) must be on cash basis)

J Accounting method

☐ Cash☒ Accrual☐ Other (specify)**Part I Analysis of Revenue and Expenses**(The total of amounts in columns (b), (c), and (d) may not  
necessarily equal the amounts in column (a).)(a) Revenue and  
expenses per books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable purposes  
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary  
cash investments

15,269.

15,269.

STATEMENT 1

4 Dividends and interest from securities

28,036.

28,036.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

&lt;339,981.&gt;

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all  
assets on line 6a

1,748,310.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns  
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

8.

8.

STATEMENT 3

12 Total. Add lines 1 through 11

&lt;296,668.&gt;

43,313.

13 Compensation of officers, directors, trustees, etc

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

3,200.

2,560.

3,200.

c Other professional fees

STMT 5

4,337.

4,337.

4,337.

17 Interest

18 Taxes

STMT 6

225.

0.

0.

19 Depreciation and depletion

210.

168.

20 Occupancy

7,800.

6,240.

7,800.

21 Travel, conferences, and meetings

514.

411.

514.

22 Printing and publications

23 Other expenses

STMT 7

7,247.

7,139.

7,247.

24 Total operating and administrative  
expenses. Add lines 13 through 23

23,533.

20,855.

23,098.

25 Contributions, gifts, grants paid

166,561.

166,561.

26 Total expenses and disbursements.

Add lines 24 and 25

190,094.

20,855.

189,659.

27 Subtract line 26 from line 12

&lt;486,762.&gt;

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

22,458.

c Adjusted net income (if negative, enter -0-)

N/A

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	3,749.	2,646.	2,646.
	2 Savings and temporary cash investments	64,822.	1,118,566.	1,118,566.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	805,456.	260,966.	260,966.
	b Investments - corporate stock STMT 9	1,868,867.	2,406,606.	2,406,606.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	484,714.	0.	0.	
14 Land, buildings, and equipment basis ▶ 8,923.				
Less accumulated depreciation STMT 11 ▶ 8,923.	210.			
15 Other assets (describe ▶ STATEMENT 12)	5,125.	4,900.	4,900.	
16 Total assets (to be completed by all filers)	3,232,943.	3,793,684.	3,793,684.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	3,232,943.	3,793,684.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	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	3,232,943.	3,793,684.	
31 Total liabilities and net assets/fund balances	3,232,943.	3,793,684.		

**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	3,232,943.
2 Enter amount from Part I, line 27a	2	<486,762.>
3 Other increases not included in line 2 (itemize) ▶ <b>UNREALIZED GAINS (LOSSES)</b>	3	1,047,503.
4 Add lines 1, 2, and 3	4	3,793,684.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,793,684.

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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	VARIOUS STOCKS & BONDS	P	VARIOUS	VARIOUS
b	VARIOUS STOCKS & BONDS	P	VARIOUS	VARIOUS
c				
d				
e				

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 583,073.		591,055.	<7,982.>
b 1,165,237.		1,497,236.	<331,999.>
c			
d			
e			

  

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

(i) FMV 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			<7,982.>
b			<331,999.>
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	<339,981.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	233,785.	4,091,193.	.057143
2007	269,144.	4,708,286.	.057164
2006	248,966.	4,302,221.	.057869
2005	192,759.	3,929,800.	.049051
2004	196,992.	3,664,692.	.053754

2 Total of line 1, column (d)	2	.274981
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	.054996
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,136,295.
5 Multiply line 4 by line 3	5	172,484.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	225.
7 Add lines 5 and 6	7	172,709.
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	8	189,659.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	225.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	225.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	225.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	5,125.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	5,125.	
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	4,900.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 4,900. Refunded <input checked="" type="checkbox"/>	11	0.	

**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 instructions for definition)? 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.		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 <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> TN		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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**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 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 ► PAUL E. DEFRIECE Telephone no ► (770) 457-0035  
 Located at ► 3901 CHAUCER WOOD, NE, ATLANTA, GA ZIP+4 ► 30319-1688

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	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

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**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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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

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

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,486,525.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	697,531.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,184,056.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,184,056.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	47,761.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,136,295.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	156,815.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	156,815.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	225.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	225.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	156,590.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	156,590.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	156,590.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	189,659.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	189,659.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	225.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	189,434.

**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.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				156,590.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	18,390.			
<b>b</b> From 2005	5,613.			
<b>c</b> From 2006	43,758.			
<b>d</b> From 2007	47,956.			
<b>e</b> From 2008	29,655.			
<b>f</b> Total of lines 3a through e	145,372.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	189,659.			
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				156,590.
<b>e</b> Remaining amount distributed out of corpus	33,069.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	178,441.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	18,390.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	160,051.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	5,613.			
<b>b</b> Excess from 2006	43,758.			
<b>c</b> Excess from 2007	47,956.			
<b>d</b> Excess from 2008	29,655.			
<b>e</b> Excess from 2009	33,069.			

N/A

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

**b 85% of line 2a**

**d** Amounts included in line 2c not used directly for active conduct of exempt activities

**Subtract line 2d from line 2c**

(1) Value of all assets

**(2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

**b "Endowment" alternative test** - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

**(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

**(3) Largest amount of support from an exempt organization**

**(4) Gross investment income**

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

### 1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

C. THOMAS DAVENPORT, (423) 989-6500

640 STATE STREET, SUITE 201, BRISTOL, TN 37620

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

ONE OR TWO PAGE LETTER - NO SPECIFIC INFORMATION OR MATERIALS

**c Any submission deadlines**

NONE

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

NONE

**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
<b>a Paid during the year</b>				
SEE STATEMENT 14				
<b>Total</b>			<b>3a</b>	<b>166,561.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	<b>0.</b>



## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
<b>b</b>	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
<b>d</b>	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.		

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

Preparer's  
signature

Firm's name (or yours  
if self-employed),  
address, and ZIP code

Thomas J. Kane

Date

06/02/10

Check if self-employed

Preparer's identifying number

EIN ►

Phone no

(423) 282-4511

Form **990-PF** (2009)



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

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SOURCE	AMOUNT
VARIOUS	15,269.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,269.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GLENMEDE TRUST COMPANY	28,036.	0.	28,036.
TOTAL TO FM 990-PF, PART I, LN 4	28,036.	0.	28,036.

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FORM 990-PF OTHER INCOME STATEMENT 3

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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CASH ACTION LAWSUIT, ETC.	8.	8.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8.	8.	

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FORM 990-PF ACCOUNTING FEES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	3,200.	2,560.		3,200.
TO FORM 990-PF, PG 1, LN 16B	3,200.	2,560.		3,200.

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FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT	4,337.	4,337.		4,337.	
TO FORM 990-PF, PG 1, LN 16C	4,337.	4,337.		4,337.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAXES	225.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	225.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PORTFOLIO DEDUCTIONS	6,705.	6,705.		6,705.	
OFFICE EXPENSES	542.	434.		542.	
TO FORM 990-PF, PG 1, LN 23	7,247.	7,139.		7,247.	

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME - THE GLENMEDE TRUST COMPANY	X		260,966.	260,966.
TOTAL U.S. GOVERNMENT OBLIGATIONS			260,966.	260,966.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			260,966.	260,966.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - THE GLENMEDE TRUST COMPANY	2,406,606.	2,406,606.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,406,606.	2,406,606.

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FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

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FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FULLY DEPRECIATED OFFICE EQUIPMENT	4,482.	4,482.	0.
COMPUTER UPGRADE	3,041.	3,041.	0.
COMPUTER-PAUL DEFRIECE	1,400.	1,400.	0.
TOTAL TO FM 990-PF, PART II, LN 14	8,923.	8,923.	0.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID EXCISE TAXES	5,125.	4,900.	4,900.
TO FORM 990-PF, PART II, LINE 15	5,125.	4,900.	4,900.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
C. THOMAS DAVENPORT, JR. P. O. BOX 966 BRISTOL, TN 37620	PRESIDENT 5.00	0.	0.	0.
C. RICHARD HAGERSTROM, JR. 2482 COACH HOUSE LANE NAPLES, FL 34105	SECRETARY/TREASURER 5.00	0.	0.	0.
PAUL E. DEFRIECE 3901 CHAUCER WOOD, NE ATLANTA, GA 30319-1688	DIRECTOR 5.00	0.	0.	0.
FRANK DEFRIECE, JR. 113 LANDMARK LANE, SUITE B BRISTOL, TN 37621	DIRECTOR 5.00	0.	0.	0.
STEPHEN L. EVERHART P. O. BOX 1988 BRISTOL, TN 37620	DIRECTOR 5.00	0.	0.	0.
RONAN KING P. O. BOX 220 BRISTOL, VA 24201	DIRECTOR 5.00	0.	0.	0.
JOSEPHINE D. WILSON 5100 N. OCEAN BOULEVARD, #1709 FORT LAUDERDALE, FL 33308	DIRECTOR 5.00	0.	0.	0.
POLLY WILLS 326 DURAND FALLS DECATUR, GA 30030	DIRECTOR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BIG BROTHER/BIG SISTER	OPERATIONS	PUBLIC CHARITY	5,000.
BLUE STOCKING CLUB	FAITH IN ACTION	PUBLIC CHARITY	500.
BRISTOL EMERGENCY FOOD PANTRY	OPERATIONS	PUBLIC CHARITY	1,800.
BRISTOL FAITH IN ACTION	UTILITY BILLS	PUBLIC CHARITY	1,800.
BRISTOL YMCA	LONG RANGE IMPROVEMENTS, PAYMENT 2	PUBLIC CHARITY	12,500.
COURAGEOUS KIDS	KENTUCKY	PUBLIC CHARITY	6,000.
FIRST BOOK, KINGSPORT	OPERATIONS	PUBLIC CHARITY	500.
GIRLS, INC.	ECONOMIC LITERACY PROGRAM	PUBLIC CHARITY	5,000.

HANDS ON MUSEUM	MAZE A POLOOZA	PUBLIC CHARITY	2,500.
IMAGINATION LIBRARY, SULLIVAN COUNTY	BOOKS FOR PRESCHOOL	PUBLIC CHARITY	2,500.
IMAGINATION LIBRARY, WASHINGTON COUNTY	BOOKS FOR PRESCHOOL	PUBLIC CHARITY	2,500.
JUNIOR LEAGUE OF BRISTOL	VIVA LA FOLLIES	PUBLIC CHARITY	5,000.
KING COLLEGE	JEWEL BELL SCHOLARSHIP	PUBLIC CHARITY	2,000.
MAKE A WISH OF EAST TN	OPERATIONS	PUBLIC CHARITY	3,000.
RIVER'S WAY	EQUIPMENT UPGRADES	PUBLIC CHARITY	4,826.
ROCKY MOUNT MUSEUM	OPERATIONS	PUBLIC CHARITY	92,135.
SECOND HARVEST FOOD BANK	OPERATIONS	PUBLIC CHARITY	6,500.
SYMPHONY OF THE MOUNTAINS	OPERATIONS	PUBLIC CHARITY	7,500.

MASSENGILL-DEFRIECE FOUNDATION, INC.

62-6044873

VIRGINIA INTERMONT COLLEGE

NEW CURRICULUM, PYMT 2

PUBLIC  
CHARITY

5,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

166,561.

# 2009 Tax Information Statement

Page 7 of 27

**Payer's Name and Address**  
THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

**Account Number:** 0677-12-4/7  
**Recipient's Tax ID number:** 62-6044873  
**Payer's Federal ID number:** 51-0390823  
**Questions?** (215)419-6130  
☐ **Corrected** ☐ **2nd TIN notice**

**Recipient's Name and Address**  
MASSENGILL DEFRIECE FOUNDATION  
C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

## 2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
<b>Short Term Sales Reported on 1099-B</b>								
130.0000	1245631	L'OREAL	07/08/2008	01/20/2009	9,101.75	13,784.49	-4,682.74	0.00
260.0000	1245631	L'OREAL	VARIOUS	01/20/2009	18,203.49	27,412.05	-9,208.56	0.00
100.0000	075887109	BECTON DICKINSON & CO.	10/06/2008	01/28/2009	7,084.36	7,699.28	-614.92	0.00
210.0000	075887109	BECTON DICKINSON & CO.	10/06/2008	01/28/2009	14,877.15	16,168.49	-1,291.34	0.00
30.0000	601073109	MILLIPORE CORP.	03/05/2008	02/04/2009	1,726.83	2,150.10	-423.27	0.00
60.0000	601073109	MILLIPORE CORP.	03/05/2008	02/04/2009	3,453.66	4,300.20	-846.54	0.00
120.0000	883556102	THERMO ELECTRON CORP	11/26/2008	02/06/2009	4,783.35	4,061.65	721.70	0.00
240.0000	883556102	THERMO ELECTRON CORP	11/26/2008	02/06/2009	9,566.70	8,123.30	1,443.40	0.00
90.0000	693718108	PACCAR INC.	11/13/2008	02/09/2009	2,789.52	2,354.33	435.19	0.00
280.0000	693718108	PACCAR INC.	11/13/2008	02/09/2009	8,678.52	7,324.58	1,353.94	0.00
20.0000	1227650	LONZA GROUP AG-REG	11/07/2008	02/12/2009	1,943.28	1,535.29	407.99	0.00
30.0000	1227650	LONZA GROUP AG-REG	10/28/2008	02/12/2009	2,914.92	2,222.66	692.26	0.00
20000.0000	38146FAA9	GOLDMAN SACHS GROUP INC FDIC DTD 12/1/2008 3.25% 6/15/2012	12/17/2008	03/04/2009	20,684.40	21,001.60	-317.20	0.00
5000.0000	949744AA4	WELLS FARGO & COMPANY DTD 12/10/2008 3% 12/9/2011	12/15/2008	03/04/2009	5,135.35	5,126.50	8.85	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

# 2009 Tax Information Statement

Page 8 of 27

## Payer's Name and Address

THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

Account Number:  
Recipient's Tax ID number:  
Payer's Federal ID number:  
Questions?

0677-12-4/7  
62-6044873  
51-0390823  
(215)419-6130

☐ Corrected

☐ 2nd TIN notice

## Recipient's Name and Address

MASSENGILL DEFRIECE FOUNDATION  
C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
14000.0000	36967HAD9	GENERAL ELEC CAP CORP DTD 12/9/2008 3% 12/9/2011	12/17/2008	03/09/2009	14,288.12	14,440.44	-152.32	0.00
20000.0000	38146FAA9	GOLDMAN SACHS GROUP INC FDIC DTD 12/1/2008 3.25% 6/15/2012	12/17/2008	03/09/2009	20,605.60	21,001.60	-396.00	0.00
10000.0000	949744AA4	WELLS FARGO & COMPANY DTD 12/10/2008 3% 12/9/2011	12/15/2008	03/09/2009	10,259.60	10,253.00	6.60	0.00
760.0000	808513105	CHARLES SCHWAB CORP.	03/06/2009	03/17/2009	10,548.13	8,414.49	2,133.64	0.00
1560.0000	808513105	CHARLES SCHWAB CORP.	03/06/2009	03/17/2009	21,651.42	17,271.85	4,379.57	0.00
220.0000	445658107	J. B. HUNT	10/06/2008	03/19/2009	5,108.81	5,940.42	-831.61	0.00
450.0000	445658107	J. B. HUNT	10/06/2008	03/19/2009	10,449.84	12,150.86	-1,701.02	0.00
120.0000	018490102	ALLERGAN INC	03/03/2009	03/24/2009	5,833.86	4,265.65	1,568.21	0.00
250.0000	018490102	ALLERGAN INC	03/03/2009	03/24/2009	12,153.88	8,886.78	3,267.10	0.00
170.0000	437076102	HOME DEPOT INC.	05/21/2008	03/25/2009	3,978.84	4,582.28	-603.44	0.00
610.0000	437076102	HOME DEPOT INC.	VARIOUS	03/25/2009	14,277.03	17,424.36	-3,147.33	0.00
80.0000	31428X106	FEDEX CORPORATION	05/21/2008	04/02/2009	3,964.74	7,103.74	-3,139.00	0.00
170.0000	693718108	PACCAR INC.	11/13/2008	04/02/2009	4,727.94	4,447.06	280.88	0.00
360.0000	693718108	PACCAR INC.	11/13/2008	04/02/2009	10,012.12	9,417.31	594.81	0.00
70.0000	911312106	UNITED PARCEL SERVICE - CL B	04/09/2008	04/03/2009	3,653.48	4,965.54	-1,312.06	0.00
220.0000	548661107	LOWES COS INC	06/09/2008	04/09/2009	4,468.87	5,076.17	-607.30	0.00
680.0000	548661107	LOWES COS INC	VARIOUS	04/09/2009	13,812.89	16,292.54	-2,479.65	0.00
20.0000	38259P508	GOOGLE INC-CL A	07/07/2008	04/17/2009	7,838.55	10,928.22	-3,089.67	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

# 2009 Tax Information Statement

Page 9 of 27

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Account Number:

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Recipient's Tax ID number:

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Questions?

(215)419-6130

☐ Corrected

☐ 2nd TIN notice

**Recipient's Name and Address**

MASSENGILL DEFRIECE FOUNDATION  
C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
30000.0000	912828JW1	US TREASURY N/B DTD 12/31/2008 1.5% 12/31/2013	02/20/2009	05/01/2009	29,390.63	29,692.24	-301.61	0.00
31000.0000	06050BAA9	BANK OF AMERICA CORP DTD 12/4/2008 3.125% 6/15/2012	VARIOUS	05/18/2009	32,220.78	32,187.71	33.07	0.00
28000.0000	38146FAA9	GOLDMAN SACHS GROUP INC FDIC DTD 12/1/2008 3.25% 6/15/2012	12/17/2008	05/18/2009	29,215.20	29,402.24	-187.04	0.00
1599.2050	563821107	MANNING & NAPIER FUND SMALL CAP FUND	VARIOUS	05/26/2009	9,467.29	8,337.07	1,130.23	0.00
3273.4800	563821107	MANNING & NAPIER FUND SMALL CAP FUND	VARIOUS	05/26/2009	19,379.00	17,064.53	2,314.48	0.00
3695.9240	563821206	MANNING & NAPIER CORE PLUS BOND FUND	VARIOUS	05/26/2009	36,220.05	34,900.45	1,319.61	0.00
7703.1100	563821206	MANNING & NAPIER CORE PLUS BOND FUND	VARIOUS	05/26/2009	75,490.48	72,746.59	2,743.89	0.00
67.4650	563821214	MANNING & NAPIER TECHNOLOGY FUND	09/16/2008	05/26/2009	504.64	554.56	-49.92	0.00
137.2490	563821214	MANNING & NAPIER TECHNOLOGY FUND	09/16/2008	05/26/2009	1,026.62	1,128.19	-101.57	0.00
487.4550	563821529	MANNING & NAPIER INTERNATIONAL FUND	VARIOUS	05/26/2009	3,456.06	3,321.73	134.33	0.00
912.3800	563821529	MANNING & NAPIER INTERNATIONAL FUND	VARIOUS	05/26/2009	6,468.77	6,217.37	251.40	0.00
123.5890	563821545	MANNING & NAPIER WORLD OPPORTUNITIES FD	VARIOUS	05/26/2009	805.80	973.17	-167.36	0.00

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# 2009 Tax Information Statement

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## Payer's Name and Address

THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

Account Number: 0677-12-4/7  
Recipient's Tax ID number: 62-6044873  
Payer's Federal ID number: 51-0390823  
Questions? (215)419-6130  
☐ Corrected ☐ 2nd TIN notice

## Recipient's Name and Address

MASSENGILL DEFRIECE FOUNDATION  
C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
1629.0620	563821545	MANNING & NAPIER WORLD OPPORTUNITIES FD	VARIOUS	05/26/2009	10,621.49	8,996.42	1,625.06	0.00
52.5910	563821792	MANNING & NAPIER FUND LIFE SCIENCES FUND	VARIOUS	05/26/2009	412.31	533.80	-121.48	0.00
948.1070	563821792	MANNING & NAPIER FUND LIFE SCIENCES FUND	VARIOUS	05/26/2009	7,433.16	6,777.61	655.55	0.00
1801.9110	563821800	MANNING & NAPIER FINANCIAL SERVICES FUND	VARIOUS	05/26/2009	8,865.40	8,789.41	76.00	0.00
4780.1240	563821800	MANNING & NAPIER FINANCIAL SERVICES FUND	VARIOUS	05/26/2009	23,518.21	23,305.01	213.20	0.00
<b>Total Short Term Sales Reported on 1099-B</b>					<b>583,072.90</b>	<b>591,054.93</b>	<b>-7,981.99</b>	<b>0.00</b>
<b>Long Term 15% Sales Reported on 1099-B</b>								
190.0000	242370104	DEAN FOODS CO	VARIOUS	01/26/2009	3,740.20	5,213.21	-1,473.01	0.00
380.0000	242370104	DEAN FOODS CO	08/10/2007	01/26/2009	7,480.40	10,416.41	-2,936.01	0.00
10.0000	38259P508	GOOGLE INC-CL A	01/22/2008	02/03/2009	3,405.37	5,800.55	-2,395.18	0.00
30.0000	38259P508	GOOGLE INC-CL A	08/17/2007	02/03/2009	10,216.12	14,870.83	-4,654.71	0.00
640.0000	20030N101	COMCAST CORP-CL A	VARIOUS	02/05/2009	8,828.81	13,856.02	-5,027.22	0.00
1290.0000	20030N101	COMCAST CORP-CL A	10/25/2005	02/05/2009	17,795.58	24,004.76	-6,209.18	0.00
1010.0000	268648102	EMC CORP	VARIOUS	02/06/2009	12,079.63	16,931.67	-4,852.04	0.00
1950.0000	268648102	EMC CORP	VARIOUS	02/06/2009	23,322.06	32,778.20	-9,456.14	0.00
772.0000	477143101	JETBLUE AIRWAYS CORP	VARIOUS	03/03/2009	2,358.75	7,592.66	-5,233.91	0.00

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# 2009 Tax Information Statement

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**Payer's Name and Address**  
THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
PHILADELPHIA, PA 19103-7391

**Account Number:** 0677-12-4/7  
**Recipient's Tax ID number:** 62-6044873  
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C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
1592.0000	477143101	JETBLUE AIRWAYS CORP	VARIOUS	03/03/2009	4,864.17	15,757.77	-10,893.60	0.00
160.0000	437076102	HOME DEPOT INC.	12/24/2007	03/25/2009	3,744.79	4,313.64	-568.85	0.00
40.0000	437076102	HOME DEPOT INC.	03/03/2008	03/25/2009	936.20	1,064.46	-128.26	0.00
4010.0000	16117M107	CHARTER COMMUNICATIONS INC-A	06/29/2007	03/30/2009	98.24	16,361.20	-16,262.96	0.00
8170.0000	16117M107	CHARTER COMMUNICATIONS INC-A	06/29/2007	03/30/2009	200.16	33,334.42	-33,134.26	0.00
170.0000	31428X106	FEDEX CORPORATION	02/08/2008	04/02/2009	8,425.08	15,127.20	-6,702.12	0.00
80.0000	911312106	UNITED PARCEL SERVICE - CL B	03/05/2007	04/03/2009	4,175.41	5,582.17	-1,406.76	0.00
300.0000	911312106	UNITED PARCEL SERVICE - CL B	07/06/2005	04/03/2009	15,657.78	20,380.20	-4,722.42	0.00
120.0000	548661107	LOWES COS INC	12/26/2007	04/09/2009	2,437.57	2,780.96	-343.39	0.00
20.0000	38259P508	GOOGLE INC-CL A	01/22/2008	04/17/2009	7,838.55	11,601.11	-3,762.56	0.00
70.0000	38259P508	GOOGLE INC-CL A	VARIOUS	04/17/2009	27,434.91	38,916.66	-11,481.75	0.00
130.0000	74834L100	QUEST DIAGNOSTICS INC	07/31/2007	04/22/2009	6,829.79	7,232.97	-403.18	0.00
270.0000	74834L100	QUEST DIAGNOSTICS INC	07/31/2007	04/22/2009	14,184.94	15,022.32	-837.38	0.00
340.0000	48203R104	JUNIPER NETWORKS INC	VARIOUS	04/28/2009	7,158.31	8,426.92	-1,268.61	0.00
600.0000	48203R104	JUNIPER NETWORKS INC	VARIOUS	04/28/2009	12,632.31	10,401.83	2,230.48	0.00
170.0000	962166104	WEYERHAEUSER CO.	07/27/2007	05/04/2009	6,084.68	12,203.90	-6,119.22	0.00
350.0000	962166104	WEYERHAEUSER CO.	07/27/2007	05/04/2009	12,527.29	25,125.66	-12,598.37	0.00
50.0000	478160104	JOHNSON & JOHNSON	06/22/2007	05/05/2009	2,691.25	3,059.80	-368.55	0.00
110.0000	478160104	JOHNSON & JOHNSON	06/22/2007	05/05/2009	5,920.75	6,731.56	-810.81	0.00

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# 2009 Tax Information Statement

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## Payer's Name and Address

THE GLENMEDE TRUST COMPANY, N.A.  
1650 MARKET STREET, SUITE 1200  
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Account Number:

0677-12-4/7

Recipient's Tax ID number:

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Questions?

(215)419-6130

☐ Corrected

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Recipient's Name and Address

MASSENGILL DEFRIECE FOUNDATION  
C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
230.0000	803054204	SAP DEM PAR PREF \$0.508 PFD	08/14/2007	05/18/2009	9,338.49	12,176.99	-2,838.50	0.00
440.0000	803054204	SAP DEM PAR PREF \$0.508 PFD	08/14/2007	05/18/2009	17,864.95	23,295.10	-5,430.15	0.00
2708.2110	563821107	MANNING & NAPIER FUND SMALL CAP FUND	VARIOUS	05/26/2009	16,032.61	27,798.27	-11,765.68	0.00
5512.4840	563821107	MANNING & NAPIER FUND SMALL CAP FUND	VARIOUS	05/26/2009	32,633.91	62,939.45	-30,305.55	0.00
13841.4120	563821206	MANNING & NAPIER CORE PLUS BOND FUND	VARIOUS	05/26/2009	135,645.84	138,327.25	-2,681.41	0.00
28149.4150	563821206	MANNING & NAPIER CORE PLUS BOND FUND	VARIOUS	05/26/2009	275,864.27	281,317.46	-5,453.20	0.00
3975.3390	563821214	MANNING & NAPIER TECHNOLOGY FUND	VARIOUS	05/26/2009	29,735.53	29,501.72	233.81	0.00
8087.4100	563821214	MANNING & NAPIER TECHNOLOGY FUND	VARIOUS	05/26/2009	60,493.83	60,019.61	474.21	0.00
4673.3410	563821529	MANNING & NAPIER INTERNATIONAL FUND	VARIOUS	05/26/2009	33,133.98	34,294.46	-1,160.47	0.00
8747.1960	563821529	MANNING & NAPIER INTERNATIONAL FUND	VARIOUS	05/26/2009	62,017.63	71,505.21	-9,487.59	0.00
4702.9240	563821545	MANNING & NAPIER WORLD OPPORTUNITIES FD	VARIOUS	05/26/2009	30,663.06	29,757.87	905.18	0.00
7879.3560	563821545	MANNING & NAPIER WORLD OPPORTUNITIES FD	VARIOUS	05/26/2009	51,373.40	55,566.90	-4,193.51	0.00
4857.1580	563821792	MANNING & NAPIER FUND LIFE SCIENCES FUND	VARIOUS	05/26/2009	38,080.12	49,363.07	-11,282.98	0.00

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# 2009 Tax Information Statement

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**Payer's Name and Address**

THE GLENMEDE TRUST COMPANY, N.A.  
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Account Number:

0677-12-4/7

Recipient's Tax ID number:

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☐ 2nd TIN notice

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C/O TOM DAVENPORT, PRESIDENT  
PO BOX 966  
BRISTOL, TN 37621-0966

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
8876.2100	563821792	MANNING & NAPIER FUND LIFE SCIENCES FUND	VARIOUS	05/26/2009	69,589.49	94,169.61	-24,580.12	0.00
5005.3650	563821800	MANNING & NAPIER FINANCIAL SERVICES FUND	VARIOUS	05/26/2009	24,626.40	50,229.26	-25,602.86	0.00
9161.4480	563821800	MANNING & NAPIER FINANCIAL SERVICES FUND	VARIOUS	05/26/2009	45,074.32	92,084.56	-47,010.23	0.00
<b>Total Long Term 15% Sales Reported on 1099-B</b>					<b>1,165,236.91</b>	<b>1,497,235.85</b>	<b>-331,999.02</b>	<b>0.00</b>

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**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 ▶ ☒
- 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 Form 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](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

Type or print  File by the due date for filing your return. See instructions	Name of Exempt Organization  <b>MASSENGILL-DEFRIECE FOUNDATION, INC.</b>	Employer identification number  <b>62-6044873</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>P. O. BOX 966</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BRISTOL, TN 37621-0966</b>	

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

- |   |   |                                    |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ            | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

**PAUL E. DEFRIECE**

- The books are in the care of ▶
- 3901 CHAUCER WOOD, NE - ATLANTA, GA 30319-1688**

Telephone No. ▶ **(770) 457-0035**

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 **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ 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

<b>3a</b> 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.	<b>3a</b>	\$	<b>0.</b>
<b>b</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.	<b>3b</b>	\$	<b>5,125.</b>
<b>c Balance Due.</b> 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.	<b>3c</b>	\$	<b>0.</b>

**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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 4-2009)