Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
ALPHA / OMEGA CHARITABLE FOUNDATION
C/O LARRY ALEXANDER

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
505 SOUTH FLAGLER DRIVE — 1100

City or town, state, and ZIP code
WEST PALM BEACH, FL 33401

A Employer identification number
65-0510147

B Telephone number (see page 10 of the instructions)
(561) 659-3000

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,847,813.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ____________________
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	131,772.	131,772.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-287,266.			
	b Gross sales price for all assets on line 6a 1,599,796.				
	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)	535.	535.		ATCH 2
	12 **Total.** Add lines 1 through 11	-154,959.	132,307.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	8,054.	4,026.	0.	4,028.
	b Accounting fees (attach schedule) ATCH 4	3,815.	1,907.	0.	1,908.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	1,054.	1,054.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	39,888.	38,628.		1,260.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	52,811.	45,615.	0.	7,196.
	25 Contributions, gifts, grants paid	259,000.			259,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	311,811.	45,615.	0.	266,196.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-466,770.			
	b **Net investment income** (if negative, enter -0-)		86,692.		
	c **Adjusted net income** (if negative, enter -0-)			-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	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing	465,196.	505,501.	505,501.
2	Savings and temporary cash investments			
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 ▶			
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)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 7	4,506,128.	3,995,938.	4,338,865.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 8)	332.	3,447.	3,447.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,971,656.	4,504,886.	4,847,813.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	4,971,656.	4,504,886.	
30	**Total net assets or fund balances** (see page 17 of the instructions)	4,971,656.	4,504,886.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,971,656.	4,504,886.	

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	4,971,656.
2	Enter amount from Part I, line 27a	2	-466,770.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,504,886.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,504,886.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a SEE PART IV SCHEDULE			
b			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
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	-287,266.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	299,631.	5,331,558.	0.056200
2007	256,267.	6,091,876.	0.042067
2006	279,737.	5,694,081.	0.049128
2005	281,471.	5,478,872.	0.051374
2004	248,145.	5,598,913.	0.044320

2 **Total** of line 1, column (d)	2	0.243089
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	0.048618
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,452,458.
5 Multiply line 4 by line 3	5	216,470.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	867.
7 Add lines 5 and 6	7	217,337.
8 Enter qualifying distributions from Part XII, line 4	8	266,196.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	867.
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	867.
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	867.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 900.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	900.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	33.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0. **Refunded** ▶	11	33.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) *On the foundation* ▶ $ ________ (2) *On foundation managers* ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LARRY B. ALEXANDER Telephone no ▶ 561-659-3000

Located at ▶ ATTACHMENT 9 ZIP + 4 ▶ 33401

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

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No	
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☐ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b

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

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

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

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

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		

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 N/A	
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 N/A	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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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	3,870,459.
b	Average of monthly cash balances	1b	649,803.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	4,520,262.
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	0.
3	Subtract line 2 from line 1d	3	4,520,262.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	67,804.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,452,458.
6	**Minimum investment return.** Enter 5% of line 5	6	222,623.

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	222,623.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	867.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	867.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	221,756.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	221,756.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	221,756.

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	266,196.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	266,196.
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	867.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	265,329.

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				221,756.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			258,314.	
b Total for prior years 20 07 ,20 06 ,20 05		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 266,196.				
a Applied to 2008, but not more than line 2a			258,314.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				7,882.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				213,874.
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)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009 0.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ ☐ 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

ATTACHMENT 11

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

ATTACHMENT 12

c Any submission deadlines

SEPTEMBER 30TH OF EACH YEAR (FOR DEC 31ST DISTRIBUTION)

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

LIMITED ONLY BY THE PROVISIONS OF THE INTERNAL REVENUE CODE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 13				
Total . . . . . . ▶ **3a**				259,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	131,772.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-287,266.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER			01	535.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-154,959.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -154,959.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] | Date: 6-24-10 | Title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature	William K Caler [signature]	Date JUN - 7 2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00039693
Firm's name (or yours if self-employed), address, and ZIP code	CALER, DONTEN, LEVINE ET AL, P.A. 505 SOUTH FLAGLER DR, #900 WEST PALM BEACH, FL 33401	EIN ▶ 59-2831281	Phone no 561-832-9292

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 CAPITAL GAIN DISTRIBUTIONS					840.	
		SEE ATTACHED US TRUST PROPERTY TYPE: SECURITIES				P	VAR	VAR
100,784.		144,806.					-44,022.	
		SEE ATTACHED - US TRUST PROPERTY TYPE: SECURITIES				P	VAR	VAR
416,167.		573,736.					-157,569.	
		SEE ATTACHED - BNY PROPERTY TYPE: SECURITIES				P	VAR	VAR
292,408.		252,611.					39,797.	
		SEE ATTACHED - BNY PROPERTY TYPE: SECURITIES				P		
789,597.		915,588.					-125,991.	
		BASIS ADJ - AMERICAN CAPITAL PROPERTY TYPE: SECURITIES				P		
		321.					-321.	
TOTAL GAIN(LOSS)		....					-287,266.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BNY MELLON - NOMINEE	61,466.	61,466.
BNY MELLON - NOMINEE	52,007.	52,007.
ISHARES S&P GSCI COMMODITY (K-1)	14.	14.
U.S. TRUST - NOMINEE	6,618.	6,618.
U.S. TRUST - NOMINEE	7,742.	7,742.
ADDITIONAL DIVIDENDS	3,736.	3,736.
ADDITIONAL INTEREST	189.	189.
TOTAL	131,772.	131,772.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DISCOUNT ACCRETION	535.	535.
TOTALS	535.	535.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GILBRIDE TUSA	4,825.	2,412.		2,413.
JONES FOSTER JOHNSTON & STUBBS	3,229.	1,614.		1,615.
TOTALS	8,054.	4,026.	0.	4,028.

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CALER, DONTEN LEVINE	3,815.	1,907.		1,908.
TOTALS	3,815.	1,907.	0.	1,908.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES - BNY MELLON	816.	816.
FOREIGN TAXES - U.S. TRUST	238.	238.
TOTALS	1,054.	1,054.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES - U.S. TRUST	7,244.	7,244.	0.
STORAGE FEE - ARTWORK	1,260.	0.	1,260.
BANK FEES BNY	31,288.	31,288.	0.
PASS THROUGH EXPENSES	96.	96.	0.
TOTALS	39,888.	38,628.	1,260.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INVESTMENTS - BNY MELLON	3,966,745.	4,307,045.
ISHARES S&P GSCI COMMODITY IND	29,193.	31,820.
TOTALS	3,995,938.	4,338,865.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DIVIDEND RECEIVABLE	1,266.	1,266.
ACRRUED INTEREST PAID	2,181.	2,181.
TOTALS	3,447.	3,447.

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

505 SOUTH FLAGLER DRIVE, SUITE 1100, WEST PALM BEACH, FL

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LARRY B. ALEXANDER 505 S. FLAGLER DR SUITE 1100 WEST PALM BEACH, FL 33401	PRESIDENT	0.	0.	0.
ANITA L. KEEFE 452 WORTH AVE PALM BEACH, FL 33480	DIRECTOR	0.	0.	0.
FRANK J. GILBRIDE, II 31 BROOKSIDE DR GREENWICH, CT 06830	VICE PRESIDENT	0.	0.	0.
FLETCHER T. BOOKER 9180 S.E. RIVERFRONT TERRACE SEA ISLAND TEQUESTA, FL 33469	DIRECTOR	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

LARRY B. ALEXANDER, ESQUIRE
505 S. FLAGLER DRIVE, SUITE 1100
WEST PALM BEACH, FL 33401
561-659-3000

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A LETTER INCLUDING PERTINENT DATA REGARDING THE APPLICANT ORGANIZATION'S ACTIVITIES AND PURPOSE.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREENWICH RIDINGS TRAILS ASSOCIATION 50 EAST PUTMAN AVENUE GREENWICH, CT 06830	NONE PUBLIC CHARITY	CHARITABLE	7,500.
GREEN VALE SCHOOL 250 VALENTINE'S LANE OLD BROOKVILLE, NY 11545	NONE PUBLIC CHARITY	CHARITABLE	25,000.
HOLT-ELWELL MEMORIAL FOUNDATION RR 3 BOX A EAST HEBRON, NH 03232	NONE PUBLIC CHARITY	CHARITABLE	10,000
THE MISSION WOLF SANCTUARY OF SILVER CLIFF PO BOX 211 SILVER CLIFF, CO 81252	NONE PUBLIC CHARITY	CHARITABLE	10,000
PALM BEACH ATLANTIC UNIVERSITY 901 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33416	NONE PUBLIC CHARITY	CHARITABLE	30,000
THE GREENWICH LAND TRUST OPEN SPACE 132 EAST PUNTMAN AVE 2 EAST, SUITE D COS COB, CT 06807	NONE PUBLIC CHARITY	CHARITABLE	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WILDLIFE CONSERVATION SOCIETY OF NY 2300 SOUTHERN BOULEVARD BRONX, NY 10460	NONE PUBLIC CHARITY	CHARITABLE	20,000.
ADOPT A DOG 849 LAKE AVENUE GREENWICH, CT 06830	NONE PUBLIC CHARITY	CHARITABLE	20,000
HILL HOUSE SENIOR RESIDENCE 10 RIVERSIDE AVE RIVERSIDE, CT	NONE PUBLIC CHARITY	CHARITABLE	5,000
ALEX FOUNDATION 2606 N GRANNEN TUCSON, AZ 85745	NONE PUBLIC CHARITY	CHARITABLE	10,000
INTERNATIONAL CRANE FOUNDATION E-11376 SHADY LANE RD PO BOX 447 BARABOO, WI 53913	NONE PUBLIC CHARITY	CHARITABLE	10,000
FRONT RANGE EQUINE RESCUE 2200 TWYBLY RD LARKSPUR, CO 80118	NONE PUBLIC CHARITY	CHARITABLE	15,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JOHN EPISCOPAL CHURCH PO BOX 266 1670 ROUTE 25A COLD SPRING HARBOR, NY 11724	NONE PUBLIC CHARITY	CHARITABLE	10,000.
THE HECKSHERS MUSEUM 2 PRIME AVE HUNTINGTON, NY 11743	NONE PUBLIC CHARITY	CHARITABLE	10,000.
COLD SPRING HARBOR LAB PO BOX 100 1 BUNGTOWN RD COLD SPRING HARBOR, NY 11724	NONE PUBLIC CHARITY	CHARITABLE	30,000
CRADLE OF AVIATION MUSEUM CHARLES LINDBERGH BLVD GARDEN CITY, NY 11530	NONE PUBLIC CHARITY	CHARITABLE	5,000
AMERICARES 88 HAMILTON AVENUE PO BOX 4921 STAMFORD, CT 06907	NONE PUBLIC CHARITY	CHARITABLE	10,000
THE NATIONAL MULTIPLE SCLEROSIS SOC 659 TOWER AVENUE FIST FLOOR HARTFORD, CT 06112	NONE PUBLIC CHARITY	CHARITABLE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE GREENWICH FAMILY YMCA 50 WEST PUTMAN AVENUE GREENWICH, CT 06830	NONE PUBLIC CHARITY	CHARITABLE	5,000
HUMANE SOCIETY PO BOX 6215 CAPE ELIZABETH, ME 04107	NONE PUBLIC CHARITY	CHARITABLE	1,500
		TOTAL CONTRIBUTIONS PAID	259,000

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust ALPHA / OMEGA CHARITABLE FOUNDATION C/O LARRY ALEXANDER

Employer identification number 65-0510147

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-4,546.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-4,546.

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

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

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-283,560.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	840.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-282,720.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

Part III Summary of Parts I and II · Caution: *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			-4,546.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-282,720.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-287,266.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: ALPHA / OMEGA CHARITABLE FOUNDATION

Employer identification number: 65-0510147

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED US TRUST			100,784.	144,806.	-44,022.
SEE ATTACHED - BNY			292,408.	252,611.	39,797.
BASIS ADJ - AMERICAN CAPITAL				321.	-321.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -4,546.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

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

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE ATTACHED - US TRUST			416,167.	573,736.	-157,569.
SEE ATTACHED - BNY			789,597.	915,588.	-125,991.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -283,560.

1099-B Proceeds From Broker Transactions (OMB No. 1545-0715)

This section reports your proceeds from each of your sales during the year which are reported to the Internal Revenue Service. The proceeds from each of your sales are reported to the IRS on Forms 1099-B (Box 2), not the aggregate total of your sales. You must report the proceeds of each sale on your tax return. We must report all transactions on a trade-date basis which is the date shown in the sale date column (Box 1a). The proceeds reported in Box 2 are less commissions, transfer charges, and premiums.

We are not required to nor do we report gains or losses on these sales to the IRS. We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. Wash sales are reported with tax cost equal to proceeds. Disallowed losses from wash sales have been added to the tax cost of the repurchased securitites. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
ALCOA INC	013817101	287	07/15/08	01/21/09	$2,351 81	$9,956 83	$-7,605 02
ALCOA INC	013817101	68	07/18/08	01/21/09	$557 22	$2,277 22	$-1,720 00
ALCOA INC	013817101	76	10/13/08	01/21/09	$622 78	$1,017 48	$-394 70
ALCOA INC	013817101	137	10/13/08	01/21/09	$1,122 64	$1,770 34	$-647 70
ALCOA INC	013817101	188	10/15/08	01/21/09	$1,540 56	$2,218 06	$-677 50
ALCOA INC	013817101	125	10/28/08	01/21/09	$1,024 30	$1,153 15	$-128 85
ALCOA INC	013817101	231	11/24/08	01/21/09	$1,892 92	$2,103 16	$-210 24
ALCOA INC	013817101	16	11/24/08	01/21/09	$131 11	$144 20	$-13 09
JARDINE STRATEGIC HLDGS LTD	471122200	2	09/22/08	03/12/09	$34 54	$34 54	$0 00
NYSE EURONEXT	629491101	38	07/22/08	03/12/09	$666 47	$1,746 73	$-1,080 26
NYSE EURONEXT	629491101	77	07/18/08	03/12/09	$1,350 49	$3,444 56	$-2,094 07
NATIONAL INSTRS CORP	636518102	100	05/01/08	03/12/09	$1,688.55	$2,996 47	$-1,307 92
NATIONAL INSTRS CORP	636518102	45	05/02/08	03/12/09	$759 85	$1,326 71	$-566 86
CME GROUP INC	12572Q105	5	02/06/09	03/12/09	$983 29	$939 77	$43 52
NYSE EURONEXT	629491101	55	05/01/08	03/12/09	$964 63	$3,738 19	$-2,773 56
CME GROUP INC	12572Q105	60	11/24/08	03/12/09	$11,799 51	$10,915 81	$883 70

Short term transactions

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
NYSE EURONEXT	629491101	65	03/18/08	03/12/09	$1,140 02	$3,987 93	$-2,847 91
JARDINE STRATEGIC HLDGS LTD	471122200	7	09/23/08	03/16/09	$124 66	$199 71	$-75 05
JARDINE STRATEGIC HLDGS LTD	471122200	1	09/30/08	03/16/09	$17 81	$28 43	$-10 62
JARDINE STRATEGIC HLDGS LTD	471122200	11	09/29/08	03/16/09	$195.90	$311.61	$-115 71
JARDINE STRATEGIC HLDGS LTD	471122200	2	08/23/08	03/16/09	$35 62	$35 62	$0 00
JARDINE STRATEGIC HLDGS LTD	471122200	13	09/22/08	03/16/09	$231 51	$376 51	$-145 00
ROLLS-ROYCE PLC SPONSORED ADR	775781206	45	04/30/08	03/16/09	$938 63	$1,997.00	$-1,058.37
ROLLS-ROYCE PLC SPONSORED ADR	775781206	60	03/18/08	03/16/09	$1,251 51	$2,473 05	$-1,221 54
JARDINE STRATEGIC HLDGS LTD	471122200	27	09/22/08	03/16/09	$480 84	$480 84	$0 00
ROLLS-ROYCE PLC SPONSORED ADR	775781206	59	07/16/08	03/16/09	$1,230 65	$1,946 25	$-715 60
ROLLS-ROYCE PLC SPONSORED ADR	775781206	20	07/16/08	03/17/09	$424 11	$659 75	$-235 64
JARDINE STRATEGIC HLDGS LTD	471122200	3	02/10/09	03/17/09	$53.09	$63 53	$-10 44
JARDINE STRATEGIC HLDGS LTD	471122200	2	10/20/08	03/17/09	$35.40	$42 56	$-7.16
JARDINE STRATEGIC HLDGS LTD	471122200	34	02/09/09	03/17/09	$601 71	$725.98	$-124 27
JARDINE STRATEGIC HLDGS LTD	471122200	19	10/22/08	03/17/09	$336.25	$408.00	$-71.75
JARDINE STRATEGIC HLDGS LTD	471122200	7	02/06/09	03/17/09	$123 88	$151 85	$-27 97
JARDINE STRATEGIC HLDGS LTD	471122200	1	10/13/08	03/17/09	$17 70	$23 68	$-5 98
JARDINE STRATEGIC HLDGS LTD	471122200	11	10/08/08	03/17/09	$194 67	$264 88	$-70 21
JARDINE STRATEGIC HLDGS LTD	471122200	41	10/15/08	03/17/09	$725 60	$1,004 01	$-278.41
JARDINE STRATEGIC HLDGS LTD	471122200	2	10/06/08	03/17/09	$35 40	$49 56	$-14 16
JARDINE STRATEGIC HLDGS LTD	471122200	9	10/06/08	03/17/09	$161 30	$223 02	$-61 72
JARDINE STRATEGIC HLDGS LTD	471122200	2	10/14/08	03/17/09	$35 84	$50 48	$-14 64
ROLLS-ROYCE PLC SPONSORED ADR	775781206	47	07/15/08	03/17/09	$996 65	$1,499 14	$-502 49
JARDINE STRATEGIC HLDGS LTD	471122200	1	10/03/08	03/17/09	$17 92	$27 46	$-9 54
JARDINE STRATEGIC HLDGS LTD	471122200	6	09/26/08	03/17/09	$107 53	$169 27	$-61 74
JARDINE STRATEGIC HLDGS LTD	471122200	2	10/02/08	03/17/09	$35 84	$56 48	$-20 64

Short term transactions

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
JARDINE STRATEGIC HLDGS LTD	471122200	29	07/27/08	03/17/09	$519 73	$871 09	$-351 36
JARDINE STRATEGIC HLDGS LTD	471122200	5	10/07/08	03/17/09	$89 61	$128 85	$-39 24
JARDINE STRATEGIC HLDGS LTD	471122200	8	02/10/09	03/18/09	$142 14	$169 42	$-27 28
JARDINE STRATEGIC HLDGS LTD	471122200	4	02/12/09	03/18/09	$71.07	$84 32	$-13 25
JARDINE STRATEGIC HLDGS LTD	471122200	88	10/23/08	03/18/09	$1,563 50	$1,853 74	$-290 24
JARDINE STRATEGIC HLDGS LTD	471122200	149	10/23/08	03/18/09	$2,655 14	$3,138 71	$-483 57
JARDINE STRATEGIC HLDGS LTD	471122200	49	10/23/08	03/18/09	$875 87	$1,032 20	$-156 33
AMERICAN CAP LTD	02503Y103	145	05/01/08	03/19/09	$156 11	$4,809 22	$-4,653 11
PZENA INVT MGMT INC CL A	74731Q103	49	05/09/08	03/19/09	$89 05	$657 78	$-568 73
PZENA INVT MGMT INC CL A	74731Q103	172	05/08/08	03/19/09	$312 59	$2,282 99	$-1,970 40
JARDINE STRATEGIC HLDGS LTD	471122200	29	10/23/08	03/19/09	$529 83	$610 89	$-81 06
JARDINE STRATEGIC HLDGS LTD	471122200	3	02/13/09	03/19/09	$54 81	$60 09	$-5 28
PZENA INVT MGMT INC CL A	74731Q103	52	05/06/08	03/19/09	$94 51	$673 86	$-579 35
PZENA INVT MGMT INC CL A	74731Q103	169	05/07/08	03/19/09	$307 14	$2,210 18	$-1,903 04
LEUCADIA NATIONAL CORP	527288104	201	11/24/08	03/20/09	$2,504 31	$3,202 89	$-698 58
LEUCADIA NATIONAL CORP	527288104	100	11/24/08	03/20/09	$1,245 92	$1,576 70	$-330 78
PZENA INVT MGMT INC CL A	74731Q103	41	05/06/08	03/20/09	$69 33	$531 32	$-461 99
LEUCADIA NATIONAL CORP	527288104	25	10/28/08	03/20/09	$311 48	$562 99	$-251 51
PZENA INVT MGMT INC CL A	74731Q103	89	05/06/08	03/23/09	$151 16	$1,153 34	$-1,002 18
NEWMONT MINING CORP	651639106	81	01/30/09	03/25/09	$3,723 83	$3,223 16	$500 67
NEWMONT MINING CORP	651639106	150	01/21/09	03/25/09	$6,895 99	$5,898 98	$997 01
NEWMONT MINING CORP	651639106	1	01/23/09	03/25/09	$45 97	$42 38	$3 59
NEWMONT MINING CORP	651639106	126	01/23/09	03/25/09	$5,792 63	$5,379 91	$412 72
RENAISSANCE HOLDINGS LTD	G7496G103	44	05/06/08	04/02/09	$2,185 18	$2,232 38	$-47 20
VULCAN MATERIALS CO	929160109	55	05/01/08	04/02/09	$2,616 79	$3,749 47	$-1,132 68
RENAISSANCE HOLDINGS LTD	G7496G103	61	05/06/08	04/03/09	$2,935 49	$3,094 88	$-159 39

Short term transactions

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
BORG-WARNER AUTOMOTIVE INC	099724106	122	10/29/08	04/08/09	$2,872 92	$2,598 34	$274 58
NASDAQ STK MKT INC ACCREDITED	631103108	100	05/01/08	04/15/09	$1,944 85	$3,664 11	$-1,719 26
NASDAQ STK MKT INC ACCREDITED	631103108	72	07/22/08	04/15/09	$1,400 29	$2,041 85	$-641 56
NASDAQ STK MKT INC ACCREDITED	631103108	16	07/22/08	04/16/09	$310 62	$453 74	$-143 12
LIFE TIME FITNESS INC	53217R207	115	04/30/08	04/16/09	$1,708 52	$4,098 53	$-2,390.01
NASDAQ STK MKT INC ACCREDITED	631103108	35	07/15/08	04/16/09	$679 48	$884 25	$-204 77
NASDAQ STK MKT INC ACCREDITED	631103108	230	07/15/08	04/16/09	$4,465 15	$5,610 83	$-1,145 68
HELMERICH & PAYNE INC	423452101	279	11/26/08	04/21/09	$9,016 29	$7,266 50	$1,749 79
PETROLEO BRASILEIRO SA PETROBRAS	71654V408	95	10/13/08	04/22/09	$3,092 09	$2,869 06	$223 03
JOHNSON AND JOHNSON	478160104	45	05/06/08	04/22/09	$2,314 07	$3,046 96	$-732 89
Total short term gain/loss from sales:	Report on Form 1040, Schedule D, line 1, Column d, e and f				$100,784 17	$144,805 73	$-44,021 56

Long term transactions

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
FEDERAL HOME LN BKS CONS BD	3133XAKS5	100000	02/09/05	01/16/09	$100,000 00	$99,968 74	$31 26
NUCOR CORP	670346105	178	01/31/07	01/21/09	$7,141 53	$11,499 33	$-4,357 80
ST JOE CORPORATION	790148100	5	10/08/07	02/06/09	$112 85	$169 02	$-56 17
ST JOE CORPORATION	790148100	190	01/31/07	02/06/09	$4,288 39	$10,956 36	$-6,667 97
ROLLS-ROYCE PLC SPONSORED ADR	775781206	102	01/31/07	02/06/09	$2,484 72	$4,778 19	$-2,293 47
QUANTA SVCS INC	74762E102	128	01/31/07	02/06/09	$2,653 35	$2,655 36	$-2 01
FEDERAL HOME LN BKS	3133XPR63	100000	02/11/08	02/19/09	$100,000 00	$100,000 00	$0 00
NATIONAL INSTRS CORP	636518102	209	01/31/07	03/12/09	$3,529 07	$6,043 11	$-2,514 04
ST JOE CORPORATION	790148100	12	10/23/07	03/12/09	$189 49	$388 87	$-199 38

Long term transactions

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
ST JOE CORPORATION	790148100	13	11/06/07	03/12/09	$205 28	$421 45	$-216 17
ST JOE CORPORATION	790148100	53	11/02/07	03/12/09	$836 91	$1,762 18	$-925 27
ST JOE CORPORATION	790148100	162	11/01/07	03/12/09	$2,558 09	$5,399 64	$-2,841 55
ST JOE CORPORATION	790148100	57	11/05/07	03/12/09	$900 07	$1,910 52	$-1,010 45
ST JOE CORPORATION	790148100	95	10/08/07	03/12/09	$1,500 12	$3,211 30	$-1,711 18
ROLLS-ROYCE PLC SPONSORED ADR	775781206	16	01/31/07	03/12/09	$322 66	$749 52	$-426 86
NYSE EURONEXT	629491101	35	08/08/07	03/12/09	$613 86	$2,657 61	$-2,043 75
NYSE EURONEXT	629491101	25	03/15/07	03/12/09	$438 47	$2,079 46	$-1,640 99
NYSE EURONEXT	629491101	36	01/31/07	03/12/09	$631 40	$3,606 06	$-2,974 66
ST JOE CORPORATION	790148100	35	10/23/07	03/13/09	$558 98	$1,134 20	$-575 22
NOVO-NORDISK A S ADR	670100205	111	01/31/07	03/13/09	$5,175 11	$4,774 59	$400 52
ST JOE CORPORATION	790148100	60	11/06/07	03/13/09	$958 26	$1,938 39	$-980 13
ST JOE CORPORATION	790148100	33	10/23/07	03/13/09	$527 04	$1,065 90	$-538 86
NATIONAL INSTRS CORP	636518102	233	01/31/07	03/13/09	$3,900 84	$6,737 05	$-2,836 21
ST JOE CORPORATION	790148100	5	10/24/07	03/13/09	$79 86	$161 75	$-81 89
ROLLS-ROYCE PLC SPONSORED ADR	775781206	377	01/31/07	03/16/09	$7,863 65	$17,660 57	$-9,796 92
ROLLS-ROYCE PLC SPONSORED ADR	775781206	60	03/05/08	03/16/09	$1,251 51	$2,626 80	$-1,375 29
NATIONAL INSTRS CORP	636518102	208	01/31/07	03/16/09	$3,523 96	$6,014 20	$-2,490 24
LEUCADIA NATIONAL CORP	527288104	310	01/31/07	03/19/09	$4,122 29	$8,504 82	$-4,382 53
AMERICAN CAP LTD	02503Y103	515	01/31/07	03/19/09	$554 44	$25,281 10	$-24,726 66
LEUCADIA NATIONAL CORP	527288104	459	01/31/07	03/20/09	$5,718 74	$12,592 62	$-6,873 88
LEUCADIA NATIONAL CORP	527288104	56	01/31/07	03/20/09	$697 72	$1,536 35	$-838 63
BOMBARDIER INC CL B	097751200	2850	01/31/07	03/25/09	$6,774 74	$10,845 10	$-4,070 36
MONSANTO CO NEW	61166W101	238	01/31/07	03/25/09	$19,693 41	$13,176 87	$6,516 54
BOMBARDIER INC CL B	097751200	3219	01/31/07	03/26/09	$7,496 41	$12,249 26	$-4,752 85

Long term transactions

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
SIMPSON MFG INC	829073105	119	01/31/07	04/02/09	$2,313 30	$3,852.11	$-1,538 81
VULCAN MATERIALS CO	929160109	27	09/28/07	04/02/09	$1,284 61	$2,392 67	$-1,108 06
VULCAN MATERIALS CO	929160109	294	01/31/07	04/02/09	$13,987 94	$30,104 87	$-16,116 93
RENAISSANCE HOLDINGS LTD	G7496G103	340	01/31/07	04/02/09	$16,885 50	$18,093 91	$-1,208 41
VULCAN MATERIALS CO	929160109	45	10/30/07	04/02/09	$2,141 01	$3,812 87	$-1,671 86
SIMPSON MFG INC	829073105	104	01/31/07	04/03/09	$2,038 15	$3,366 55	$-1,328 40
SIMPSON MFG INC	829073105	136	01/31/07	04/06/09	$2,558 78	$4,402 41	$-1,843 63
BORG-WARNER AUTOMOTIVE INC	099724106	457	01/31/07	04/07/09	$10,747 45	$15,669 37	$-4,921 92
SIMPSON MFG INC	829073105	77	01/31/07	04/07/09	$1,396 23	$2,492.55	$-1,096 32
BORG-WARNER AUTOMOTIVE INC	099724106	113	01/31/07	04/08/09	$2,660 98	$3,874 48	$-1,213 50
SIMPSON MFG INC	829073105	45	11/09/07	04/08/09	$806 40	$1,301 11	$-494 71
SIMPSON MFG INC	829073105	17	11/08/07	04/08/09	$304 64	$473 18	$-168 54
SIMPSON MFG INC	829073105	52	11/08/07	04/08/09	$931 85	$1,453 87	$-522 02
SIMPSON MFG INC	829073105	34	01/31/07	04/08/09	$609 28	$1,100 60	$-491 32
SIMPSON MFG INC	829073105	21	11/09/07	04/08/09	$376 32	$610 15	$-233 83
QUANTA SVCS INC	74762E102	666	01/31/07	04/09/09	$14,654 42	$13,816 18	$838 24
LIFE TIME FITNESS INC	53217R207	96	01/31/07	04/14/09	$1,405 38	$5,217 13	$-3,811 75
NASDAQ STK MKT INC ACCREDITED	631103108	42	10/16/07	04/14/09	$864 86	$1,683 64	$-818 78
NASDAQ STK MKT INC ACCREDITED	631103108	80	10/17/07	04/14/09	$1,647 34	$3,237 44	$-1,590 10
NASDAQ STK MKT INC ACCREDITED	631103108	70	11/09/07	04/14/09	$1,441 42	$2,891 98	$-1,450 56
NASDAQ STK MKT INC ACCREDITED	631103108	22	10/23/07	04/14/09	$453 02	$936 21	$-483 19
LIFE TIME FITNESS INC	53217R207	35	08/10/07	04/14/09	$512 38	$1,975 16	$-1,462 78
NASDAQ STK MKT INC ACCREDITED	631103108	103	10/16/07	04/15/09	$2,003 20	$4,128 93	$-2,125 73
LIFE TIME FITNESS INC	53217R207	165	01/31/07	04/15/09	$2,412 25	$8,966 94	$-6,554 69
LIFE TIME FITNESS INC	53217R207	190	03/04/08	04/16/09	$2,822 78	$5,438 01	$-2,615 23

Long term transactions

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Number of shares exchanged (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
LIFE TIME FITNESS INC	53217R207	144	01/31/07	04/16/09	$2,139 37	$7,825 70	$-5,686 33
NUCOR CORP	670346105	215	01/31/07	04/21/09	$9,190 11	$13,889 65	$-4,699 54
JOHNSON AND JOHNSON	478160104	227	01/31/07	04/22/09	$11,673 22	$15,173 82	$-3,500 60
BERKSHIRE HATHAWAY INC DEL CL B	084670207	3	01/31/07	04/22/09	$8,601 14	$10,998 09	$-2,396 95
Total long term gain/loss from sales:	Report on Form 1040, Schedule D, line 8, Column d, e, and f				$416,166 55	$573,735 87	$-157,569 32

Total proceeds reported to IRS on Form 1099-B $516,950.72

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Forms 1099 for 2009

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715) Copy B, For Recipient

The proceeds from each of the sales shown below in Box 2 are reported to the Internal Revenue Service on Forms 1099-B. In addition, we report security description, cusip #, and units. We do not report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital.

A schedule of your net gains and losses is shown below Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully when preparing your return.

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
W W GRAINGER INCORPORATED	384802104	67	04/09/09	05/26/09	$5,248.64	$5,113.04	$135 60
TCF FINANCIAL CORPORATION	872275102	220	04/06/09	05/26/09	$3,145 35	$2,875.00	$270.35
THOMPSON CREEK METALS CO INC	884768102	172	04/22/09	05/26/09	$1,492.92	$883.75	$609.17
NIKE INC CL B	654106103	38	04/14/09	05/26/09	$2,051.77	$1,959 44	$92 33
NIKE INC CL B	654106103	50	04/15/09	05/26/09	$2,699 70	$2,584 32	$115 38
NIKE INC CL B	654106103	93	04/16/09	05/26/09	$5,021.44	$4,948.31	$73.13
AMERICAN TOWER CORP CL A	029912201	226	04/09/09	05/26/09	$6,862.31	$7,448.89	$-586.58
GENUINE PARTS CO	372460105	48	04/02/09	05/26/09	$1,591.52	$1,538.38	$53.14
GENUINE PARTS CO	372460105	221	04/02/09	05/26/09	$7,327.60	$7,116.13	$211 47
QIAGEN NV EUR0.01	N72482107	360	03/26/09	05/26/09	$6,397.03	$5,825.48	$571 55
MEAD JOHNSON NUTRITION CO-A	582839106	97	03/12/09	05/26/09	$2,981.85	$2,681.67	$300 18
MEAD JOHNSON NUTRITION CO-A	582839106	143	03/16/09	05/26/09	$4,395 92	$3,921.72	$474 20
RAYMOND JAMES FINL INC	754730109	466	04/15/09	05/26/09	$7,385.91	$7,525 90	$-139.99
TCF FINANCIAL CORPORATION	872275102	358	04/03/09	05/26/09	$5,118 33	$4,727.78	$390.55

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
W W GRAINGER INCORPORATED	384802104	31	04/09/09	05/26/09	$2,428.48	$2,385.69	$42 79
AMERICAN SUPERCONDUCTOR CORP	030111108	119	11/24/08	07/08/09	$2,606.07	$1,331.46	$1,274 61
AMERICAN SUPERCONDUCTOR CORP	030111108	31	11/24/08	07/08/09	$678.89	$365.62	$313.27
AMERICAN SUPERCONDUCTOR CORP	030111108	35	11/25/08	07/08/09	$766.49	$404 32	$362.17
LG PHILIPS LCD CO LTD	50186V102	200	03/19/09	07/08/09	$2,653.95	$1,909 86	$744 09
AMERIPRISE FINL INC	03076C106	100	04/22/09	07/08/09	$2,191 24	$2,613 42	$-422.18
FREEPORT-MCMORAN COPPER & GOLD INC	35671D857	279	12/24/08	07/08/09	$12,567.34	$5,992 36	$6,574.98
BECTON DICKINSON AND COMPANY	075887109	13	12/30/08	07/08/09	$892.82	$875 59	$17 23
BECTON DICKINSON AND COMPANY	075887109	77	12/30/08	07/08/09	$5,288.22	$5,193 54	$94.68
APACHE CORPORATION COM	037411105	10	10/28/08	07/08/09	$659.78	$650 66	$9.12
APACHE CORPORATION COM	037411105	18	10/29/08	07/08/09	$1,187.61	$1,347.85	$-160.24
GLACIER BANCORP INC (NEW)	37637Q105	31	04/14/09	07/08/09	$416.63	$527 82	$-111.19
GLACIER BANCORP INC (NEW)	37637Q105	26	04/15/09	07/08/09	$349 43	$439.75	$-90 32
PETROLEO BRASILEIRO SA PETROBRAS P	71654V408	60	10/28/08	07/08/09	$2,121.55	$1,216.64	$904.91
PETROLEO BRASILEIRO SA PETROBRAS P	71654V408	104	10/29/08	07/08/09	$3,677.34	$2,433 12	$1,244.22
NUCOR CORP	670346105	13	07/18/08	07/08/09	$524.92	$764.92	$-240.00
NUCOR CORP	670346105	30	10/28/08	07/08/09	$1,211 37	$963.81	$247 56
PUBLIC SERVICE ENTERPRISE GROUP INC C	744573106	100	03/19/09	07/08/09	$3,125.91	$2,805.73	$320.18
VALE SA-SP ADR	91912E105	193	04/22/09	07/08/09	$3,120 73	$3,023 62	$97.11
MICRON TECHNOLOGY	595112103	300	04/21/09	07/08/09	$1,412.99	$1,419.87	$-6 88
AMERIPRISE FINL INC	03076C106	192	04/22/09	07/27/09	$5,114.74	$5,017.77	$96.97
MICRON TECHNOLOGY	595112103	500	04/21/09	08/21/09	$3,489.91	$2,366 45	$1,123 46
GLACIER BANCORP INC (NEW)	37637Q105	70	04/16/09	08/21/09	$1,092.32	$1,269.31	$-176 99
COLUMBIA ACORN TR SELECT CL Z	197199854	1500	09/30/08	08/21/09	$30,405.00	$30,210 02	$194.98
AFFILIATED COMPUTER SVCS INC CL A	008190100	66	03/12/09	08/21/09	$2,962.00	$3,088.19	$-126 19
GLACIER BANCORP INC (NEW)	37637Q105	55	04/16/09	09/09/09	$822.77	$997.31	$-174 54
QUALCOMM INC	747525103	200	07/08/09	09/09/09	$9,174 50	$8,731.46	$443.04

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Short term gains and losses

This category includes all assets held 12 months or less

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
COLUMBIA ACORN TR SELECT CL Z	197199854	1000	09/30/08	09/09/09	$20,760 00	$20,140 01	$619 99
QUALCOMM INC	747525103	200	12/03/08	09/09/09	$9,174.50	$6,015.46	$3,159.04
MOLSON COORS BREWING CO	60871R209	60	03/26/09	10/02/09	$2,864.32	$2,116.09	$748.23
PUBLIC SERVICE ENTERPRISE GROUP INC C	744573106	100	03/19/09	10/02/09	$3,022.19	$2,805.73	$216 46
HEWLETT PACKARD COMPANY	428236103	60	07/08/09	10/02/09	$2,726 92	$2,236.04	$490 88
DIRECTV GROUP INC	25459L106	100	03/26/09	10/02/09	$2,747 92	$2,332 90	$415.02
BROCADE COMMUNICATIONS SYS INC	111621306	100	03/19/09	10/02/09	$764 13	$315.08	$449 05
BROCADE COMMUNICATIONS SYS INC	111621306	300	08/21/09	10/02/09	$2,292.39	$2,294 55	$-2 16
BALLY TECHNOLOGIES INC	05874B107	100	03/25/09	10/02/09	$3,577.20	$1,870.25	$1,706 95
AMERICAN SUPERCONDUCTOR CORP	030111108	41	11/13/08	10/02/09	$1,279.35	$441.33	$838.02
LG PHILIPS LCD CO LTD	50186V102	67	03/19/09	10/14/09	$980 28	$631.81	$348.47
MOLSON COORS BREWING CO	60871R209	106	03/26/09	10/14/09	$5,330.89	$3,738 43	$1,592 46
AFFILIATED COMPUTER SVCS INC CL A	008190100	100	03/12/09	10/14/09	$5,297.87	$4,679.07	$618.80
NABORS INDUSTRIES LTD COM	G6359F103	150	07/08/09	10/14/09	$3,303.14	$2,168.78	$1,134.36
LG PHILIPS LCD CO LTD	50186V102	185	03/19/09	10/14/09	$2,706.76	$1,766 62	$940 14
SCHERING-PLOUGH CORP COM	806605101	100	07/08/09	11/03/09	$1,050 00	$1,072.10	$-22.10
DIRECTV GROUP INC	25459L106	100	03/26/09	11/03/09	$2,631 20	$2,332.90	$298.30
NABORS INDUSTRIES LTD COM	G6359F103	150	07/08/09	11/03/09	$3,199 82	$2,168.77	$1,031.05
PUBLIC SERVICE ENTERPRISE GROUP INC C	744573106	105	03/19/09	11/03/09	$3,066 12	$2,946 02	$120.10
NATIONAL-OILWELL INC	637071101	100	04/21/09	11/03/09	$4,247 89	$3,274.26	$973 63
AKAMAI TECHNOLOGIES INC	00971T101	200	07/08/09	11/09/09	$4,720.41	$3,675 46	$1,044.95
SANDERSON FARMS INC	800013104	109	03/12/09	11/09/09	$4,244.36	$3,924 33	$320 03
SANDERSON FARMS INC	800013104	39	03/13/09	11/09/09	$1,518.62	$1,405.14	$113.48
BECTON DICKINSON AND COMPANY	075887109	37	01/28/09	11/25/09	$2,788 61	$2,604 61	$184 00
KRAFT FOODS INC	50075N104	100	12/24/08	12/04/09	$2,652 16	$2,652.00	$0.16
WAL MART STORES INC	931142103	10	12/24/08	12/04/09	$541 58	$556 70	$-15.12
NATIONAL-OILWELL INC	637071101	178	04/21/09	12/04/09	$7,570.14	$5,828 18	$1,741 96

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
PNC FINANCIAL SERVICES GROUP INC	693475105	40	08/12/09	12/04/09	$2,142.34	$1,651 88	$490.46
MICROSOFT CORP COM	594918104	300	03/25/09	12/04/09	$9,000.36	$5,468 52	$3,531.84
CONOCOPHILLIPS	20825C104	90	10/02/09	12/04/09	$4,562.88	$4,139 10	$423.78
DIRECTV - CLASS A	25490A101	80	03/26/09	12/04/09	$2,606.33	$1,866 32	$740 01
INTERNATIONAL BUSINESS MACHINES CORF	459200101	50	08/21/09	12/04/09	$6,374 34	$5,996.50	$377 84
Total short term gain/loss: Report on Form 1040, Schedule D, line 1, Column d, e and f					$292,408.31	$252,610.91	$39,797 40

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
BANK AMER CORP	060505104	325	02/17/05	02/09/09	$2,206 74	$15,215.30	$-13,008.56
BANK AMER CORP	060505104	175	02/23/05	02/09/09	$1,188 24	$7,970.60	$-6,782.36
ISHARES MSCI EAFE INDEX FD	464287465	500	02/16/05	02/19/09	$18,639 89	$26,845.00	$-8,205 11
AMERICAN GEN FIN CORP M/T/N	02635PRT2	100000	09/19/06	02/26/09	$45,000.00	$99,421.00	$-54,421.00
BANK AMER CORP	060505104	200	08/18/05	04/17/09	$2,182.50	$8,750.00	$-6,567.50
BANK AMER CORP	060505104	300	02/23/05	04/17/09	$3,273 75	$13,663.89	$-10,390.14
QUANTA SVCS INC	74762E102	331	01/31/07	05/26/09	$7,182.51	$6,866.60	$315 91
FEDERAL HOME LN BKS DEB	3133XKZ73	100000	05/23/07	06/12/09	$100,000.00	$100,000.00	$0.00
CVS CORP	126650100	180	06/30/08	07/08/09	$5,618.14	$7,171.20	$-1,553.06
EXPEDITORS INTL WASH INC COM	302130109	150	01/31/07	07/08/09	$4,672 78	$6,360 73	$-1,687.95
EXELON CORP	30161N101	60	12/10/07	07/08/09	$2,896 12	$5,148.00	$-2,251.88
CONOCOPHILLIPS	20825C104	40	08/11/06	07/08/09	$1,579 55	$2,738.00	$-1,158.45
PROCTER & GAMBLE CO COM	742718109	80	04/28/05	07/08/09	$4,217.49	$4,384.00	$-166.51
XTO ENERGY INC	98385X106	200	12/10/07	07/08/09	$6,775.82	$10,450 89	$-3,675.07
AMERICAN SUPERCONDUCTOR CORP	030111108	37	07/18/08	08/21/09	$1,218 01	$1,341 06	$-123 05

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
AMERICAN SUPERCONDUCTOR CORP	030111108	67	07/18/08	08/21/09	$2,205 58	$2,404.56	$-198 98
AMERICAN SUPERCONDUCTOR CORP	030111108	6	07/22/08	08/21/09	$197 51	$223.45	$-25.94
AMERICAN SUPERCONDUCTOR CORP	030111108	60	07/22/08	08/21/09	$1,975.15	$2,250.86	$-275 71
AMERICAN SUPERCONDUCTOR CORP	030111108	30	07/18/08	08/21/09	$987.57	$1,073.84	$-86 27
COLUMBIA FDS TR I VALUE & RESTRUCT CL	19765Y514	18	12/14/07	09/09/09	$700.20	$1,019.40	$-319.20
COLUMBIA FDS TR I VALUE & RESTRUCT CL	19765Y514	0.77	06/26/08	09/09/09	$29.95	$43.39	$-13 44
COLUMBIA FDS TR I VALUE & RESTRUCT CL	19765Y514	481.23	02/23/06	09/09/09	$18,719.85	$23,570.21	$-4,850.36
INTEL CORPORATION	458140100	500	01/12/07	09/09/09	$9,980.64	$10,935.00	$-954.36
AVON PRODUCTS INC COM	054303102	200	03/13/06	09/09/09	$6,380.13	$5,981.60	$398.53
ABBOTT LABORATORIES	002824100	100	12/10/07	10/02/09	$4,913.14	$5,876 00	$-962.86
AES CORPORATION	00130H105	100	01/31/07	10/02/09	$1,366 23	$2,085.50	$-719.27
AMERICAN SUPERCONDUCTOR CORP	030111108	6	07/18/08	10/02/09	$187.22	$214.77	$-27.55
ORACLE CORPORATION	68389X105	600	03/14/08	10/02/09	$12,276.58	$11,737.74	$538.84
JOHNSON & JOHNSON COM	478160104	72	02/17/05	10/02/09	$4,300.64	$4,721 76	$-421 12
JOHNSON & JOHNSON COM	478160104	58	01/31/07	10/02/09	$3,464.41	$3,877.01	$-412 60
AMERICAN SUPERCONDUCTOR CORP	030111108	53	09/19/08	10/02/09	$1,653.79	$1,183.91	$469.88
SENOMYX INC	81724Q107	590	01/31/07	10/14/09	$2,308.08	$8,625.21	$-6,317.13
SENOMYX INC	81724Q107	121	10/12/07	10/14/09	$473.35	$1,445.08	$-971 73
SENOMYX INC	81724Q107	64	10/12/07	10/14/09	$250.37	$751.90	$-501.53
COLUMBIA ACORN TR SELECT CL Z	197199854	1223.93	09/30/08	10/15/09	$28,125 91	$24,649.97	$3,475.94
SCHERING-PLOUGH CORP COM	806605101	1000	09/21/07	11/03/09	$10,500 00	$13,545.60	$-3,045.60
COLUMBIA SER TR I SEL LARGE CAP GRWTH	19765Y688	4000	02/10/06	11/09/09	$38,960.00	$38,680.00	$280.00
COLUMBIA SER TR I SEL LARGE CAP GRWTH	19765Y688	2000	02/23/06	11/09/09	$19,480.00	$19,640.00	$-160.00
ORACLE CORPORATION	68389X105	600	03/14/08	11/09/09	$13,056.56	$11,737 74	$1,318 82
HOUSEHOLD FIN CORP	441812KH6	50000	02/17/05	11/16/09	$50,000.00	$49,647.50	$352.50

BNY MELLON
WEALTH MANAGEMENT

ALPHA OMEGA CHARITABLE FOUNDATION INC

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
HOUSEHOLD FIN CORP	441812KH6	50000	02/25/05	11/16/09	$50,000 00	$49,500.89	$499 11
FEDERAL HM LN BK 5.625% 11/19/19	3133XMXL0	100000	11/28/07	11/19/09	$100,000.00	$101,150.00	$-1,150 00
GOLDMAN SACHS GROUP INC	38141G104	50	03/15/07	11/25/09	$8,457 78	$10,044.00	$-1,586.22
3M CO	88579Y101	138	02/17/05	12/04/09	$10,781.67	$11,917 68	$-1,136.01
3M CO	88579Y101	37	02/23/05	12/04/09	$2,890.74	$3,104.67	$-213.93
PEPSICO INC	713448108	100	09/25/06	12/04/09	$6,385 10	$6,517.00	$-131.90
NEWS CORP	65248E203	600	09/21/07	12/04/09	$8,597.83	$14,064.00	$-5,466.17
JOHN WILEY & SONS CL A	968223206	635	01/31/07	12/04/09	$24,109 00	$23,714.01	$394.99
AVON PRODUCTS INC COM	054303102	200	03/13/06	12/04/09	$7,064.35	$5,981 60	$1,082.75
WILLIAMS CO INC	969457100	100	02/23/05	12/04/09	$1,971.95	$1,910.00	$61.95
CVS CORP	126650100	330	09/21/07	12/04/09	$10,148.13	$12,533 14	$-2,385.01
CVS CORP	126650100	70	06/30/08	12/04/09	$2,152.63	$2,788.80	$-636.17
EXPEDITORS INTL WASH INC COM	302130109	265	01/31/07	12/04/09	$8,734.89	$11,237 30	$-2,502.41
GOLDMAN SACHS GROUP INC	38141G104	50	10/15/08	12/04/09	$8,329 29	$5,872 83	$2,456 46
GOLDMAN SACHS GROUP INC	38141G104	50	03/15/07	12/04/09	$8,329.29	$10,044 00	$-1,714 71
EXPEDITORS INTL WASH INC COM	302130109	35	02/13/07	12/04/09	$1,153.66	$1,446 68	$-293 02
NUCOR CORP	670346105	97	01/31/07	12/04/09	$4,190.29	$6,266 49	$-2,076.20
JOHNSON CONTROLS INC	478366107	100	05/03/07	12/04/09	$2,691.94	$3,508.00	$-816.06
ORACLE CORPORATION	68389X105	300	03/14/08	12/04/09	$6,846.42	$5,868 87	$977.55
APPLE COMPUTER INC COM	037833100	61	10/13/08	12/04/09	$11,804.43	$6,375 09	$5,429.34
APPLE COMPUTER INC COM	037833100	11	10/29/08	12/04/09	$2,128 67	$1,145 25	$983.42
APPLE COMPUTER INC COM	037833100	28	10/15/08	12/04/09	$5,418.43	$2,885 50	$2,532.93
MERCK & CO INC	58933Y105	0 37	06/30/08	12/08/09	$13.54	$14 07	$-0.53
ISHARES MSCI EMERGING MKTS INDEX FD	464287234	200	05/05/05	12/11/09	$8,252 30	$4,648.89	$3,603.41
FEDERAL NATL MTG ASSN	31398AKG6	50000	05/08/08	12/21/09	$50,000.00	$50,800.50	$-800 50
Total long term gain/loss: Report on Form 1040, Schedule D, line 8, Column d, e, and f					$789,596 73	$915,587 53	$-125,990.80

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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

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

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

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

Type or print		
	Name of Exempt Organization ALPHA / OMEGA CHARITABLE FOUNDATION C/O LARRY ALEXANDER	**Employer identification number** 65-0510147
File by the due date for filing your return. See instructions	Number, street, and room or suite no If a P.O. box, see instructions. 505 SOUTH FLAGLER DRIVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WEST PALM BEACH, FL 33401	

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

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

- The books are in the care of ▶ LARRY B. ALEXANDER

Telephone No. ▶ 561 659-3000 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______ , ______, and ending ______ , ______ .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 900.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 900.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

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

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