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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

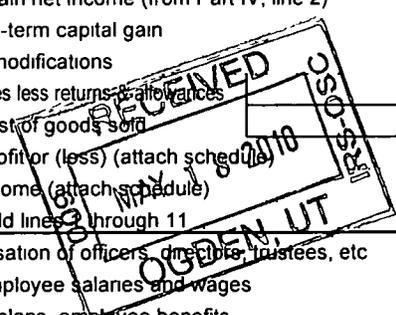
For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Constance Hartwell Charitable Trust Joseph P Ferry, Trustee		A Employer identification number 68-6251551
	Number and street (or P O box number if mail is not delivered to street address) 1348 10th Street	Room/suite	B Telephone number (see page 10 of the instructions) 310-458-7548
	City or town, state, and ZIP code Santa Monica CA 90401		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 11,386,335	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	83,485	83,485	83,485	
	4 Dividends and interest from securities	231,418	218,450	231,418	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	-135,653			
	b Gross sales price for all assets on line 6a 647,381				
	7 Capital gain net income (from Part IV, line 2)		3,456		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 3 through 11	179,250	305,391	314,903		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	101,809	101,809		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	2,500	2,500		
	c Other professional fees (attach schedule) Stmt 3	81	81		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	-525	-610		85
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 5	136	136		
	24 Total operating and administrative expenses. Add lines 13 through 23	104,001	103,916		85
	25 Contributions, gifts, grants paid	589,045			589,045
26 Total expenses and disbursements. Add lines 24 and 25	693,046	103,916	0	589,130	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-513,796				
b Net investment income (if negative, enter -0-)		201,475			
c Adjusted net income (if negative, enter -0-)			314,903		

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P 18

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	62,123	60,031	60,031
	2	Savings and temporary cash investments	2,406,547	1,978,035	1,978,040
	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) ▶ See Wrk 950,000 Less allowance for doubtful accounts ▶	950,000	950,000	950,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) See Stmt 6	9,037,761	8,954,569	7,841,734
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 7	600,000	600,000	556,530
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,056,431	12,542,635	11,386,335	
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)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	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	13,056,431	12,542,635	
30	Total net assets or fund balances (see page 17 of the instructions)	13,056,431	12,542,635		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,056,431	12,542,635		

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	13,056,431
2	Enter amount from Part I, line 27a	2	-513,796
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,542,635
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	12,542,635

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 Capital gain distributions				
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 3,456				3,456
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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				3,456
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 3,456
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	659,850	11,860,655	0.055634
2007	493,169	13,499,643	0.036532
2006		10,035,158	
2005			
2004			
2 Total of line 1, column (d)			2 0.092166
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 0.046083
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 10,658,875
5 Multiply line 4 by line 3			5 491,193
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,015
7 Add lines 5 and 6			7 493,208
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 589,130

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,015
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	2,015
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	2,015
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,090
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	3,090
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	1,075
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 1,075 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Joseph Ferry 1348 10th Street Located at ▶ Santa Monica, CA	Telephone no ▶ 310-458-7548 ZIP+4 ▶ 90401		
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		X 12,968

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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? If "Yes," list the years ▶ 20 , 20 , 20 , 20		
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)	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 ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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)? Organizations relying on a current notice regarding disaster assistance check here **N/A** 5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A** 7b

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 6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No 6b **X**

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No 7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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 (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
Joseph P Ferry 1348 10th Street Los Angeles CA 90401	Trustee 10.00	101,809	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 ▶

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.

1	Expenses
N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

1	Amount
N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	7,061,036
b	Average of monthly cash balances	1b	2,253,627
c	Fair market value of all other assets (see page 24 of the instructions)	1c	1,506,530
d	Total (add lines 1a, b, and c)	1d	10,821,193
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	10,821,193
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	162,318
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,658,875
6	Minimum investment return. Enter 5% of line 5	6	532,944

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	532,944
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,015
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,015
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	530,929
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	530,929
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	530,929

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	589,130
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	589,130
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	2,015
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	587,115

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				530,929
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			589,045	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 589,130				
a Applied to 2008, but not more than line 2a			589,045	
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				85
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
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				530,844
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				
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				

Part XIV - Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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
N/A

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

c Any submission deadlines
N/A

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year Porterville Development C		non-profit Philanthropic		117,809
Sonoma Developmental Ctr		non-profit Philanthropic		117,809
Fairview Developmnetal Ct		non-profit Philanthropic		117,809
Lanterman Developmental C		non-profit Philanthropic		117,809
Porterville Development C		non-profit Philanthropic		29,452
Sonoma Developmental Ctr		non-profit Philanthropic		29,452
Fairview Developmental Ct		non-profit Philanthropic		29,452
Lanterman Developmental C		non-profit Philanthropic		29,453
Total			▶ 3a	589,045
b Approved for future payment N/A				
Total			▶ 3b	

Forms 990 / 990-PF	Other Notes and Loans Receivable	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Constance Hartwell Charitable Trust Joseph P Ferry, Trustee	Employer Identification Number 68-6251551
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Form 990-PF, Part II, Line 7 - Additional Information

Name of borrower	Relationship to disqualified person
(1) \$500,000 note - Brod Family Rev Trst	
(2) \$450,000 note - Anderson 2003 Trust	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1)	500,000	500,000	500,000
(2)	450,000	450,000	450,000
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
Totals	950,000	950,000	950,000

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
AIM Income Fund		2/01/07	9/23/09	Purchase	113,153	150,005	\$	\$	-36,852
AIM Financial Services Fund		2/01/07	9/23/09	Purchase	4,265	15,004			-10,739
Pimco LT US Govt		2/01/07	9/23/09	Purchase	160,545	150,004			10,541
Bond Fund of America		2/01/07	9/24/09	Purchase	44,356	50,004			-5,648
Fidelity Advisor Leveraged		2/01/07	9/25/09	Purchase	77,813	100,004			-22,191
Fidelity Advisor Fifty Fund		2/01/07	9/25/09	Purchase	36,008	55,004			-18,996
Fidelity Advisor Utility Fund		2/01/07	9/25/09	Purchase	11,720	15,004			-3,284
Fidelity Advisor Emerging Markets		2/01/07	9/25/09	Purchase	19,271	21,440			-2,169
Fidelity Advisor Value Leaders		2/01/07	9/25/09	Purchase	51,742	81,004			-29,262
Fidelity Advisor Strategic Dividend		2/01/07	9/25/09	Purchase	125,052	145,561			-20,509
Total					\$ 643,925	\$ 783,034	\$	\$	-139,109

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Rod Clarida, CPA Inc	\$ 2,500	\$ 2,500	\$	\$
Total	\$ 2,500	\$ 2,500	\$	\$

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Pershing, LLC - CD commissions	\$ 81	\$ 81	\$	\$
Total	\$ 81	\$ 81	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2008 FTB tax	\$ 10	\$	\$	\$ 10
State of California Tax Relief f	-610	-610		75
Registry of Charitable Trusts	75			
Total	\$ -525	\$ -610	\$ 0	\$ 85

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Miscellaneous Administrative	136	136		
Total	\$ 136	\$ 136	\$ 0	\$ 0

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
8190 shs American High Income Trust	\$ 100,005	\$ 100,005	Cost	\$ 86,896
3788 shs Bond Fund of America	50,004		Cost	
4149 shs Capital World Growth & Inco	106,543	150,899	Cost	141,411
6597 shs Columbia Acorn	195,005	195,005	Cost	158,190
5330 shs Columbia Acorn USA	150,005	150,005	Cost	119,563
7472 shs Columbia Acorn Select	180,005	180,005	Cost	170,436
6764 shs Columbia High Income Fund	60,004	60,004	Cost	51,950
11461 shs Columbia Marisco	161,259	161,259	Cost	120,684
4316 shs Columbia Convertible	75,139	75,139	Cost	55,673
14931 shs Columbia Marisco 21st Cent	189,381	189,381	Cost	173,502
24436 shs Columbia Mid Cap Value	324,434	324,434	Cost	248,369
16924 shs Columbia Income Fund	160,004	160,004	Cost	159,090
3913 shs Europacific Growth Fund	167,613	167,613	Cost	150,039
2900 shs Fidelity Adv. Leveraged	100,004		Cost	
4701 shs Fidelity Adv. Fifty	55,004		Cost	
2082 shs Fidelity Adv. International	80,004	80,004	Cost	62,805
250 shs Fidelity Adv. Energy	10,005	10,005	Cost	7,550
407 shs Fidelity Adv. Real Estate	10,005	10,005	Cost	5,246
1316 shs Fidelity Adv Biotechnology	10,005	10,005	Cost	8,961
3262 shs Fidelity Adv. (Focus)Consum	55,004	55,004	Cost	38,852
746 shs Fidelity Adv. Utilities	15,004		Cost	
530 shs Fidelity Adv. (Focus) Tech	10,005	10,005	Cost	10,488
431 shs Fidelity Adv. (Focus) Financ	10,005	10,005	Cost	4,472
431 shs Fidelity Adv. (Focus) Health	10,005	10,005	Cost	8,427
19172 shs Fidelity Adv. Industrials	90,004	375,603	Cost	378,065
989 shs Fidelity Adv. Emerging Mrk	21,440		Cost	

68-6251551

Federal Statements

FYE: 12/31/2009

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
5291 shs Fidelity Adv. Value Leaders	\$ 81,004	\$	Cost	\$
13629 Fidelity Adv. Strategic Income	160,004	160,004	Cost	163,315
6031 shs Fidelity Adv. Emrging Mkts	40,005	76,013	Cost	76,951
13563 shs Fidelity Adv. Strateg Div	145,561		Cost	
4847 shs. Fidelity Adv. Small-Cap Va	70,005	70,005	Cost	61,032
91318 shs Franklin Income Fund	232,089	232,089	Cost	189,028
41667 shs Franklin Utilities	50,005	50,005	Cost	47,042
38095 shs Franklin High Income Fund	80,004	80,004	Cost	72,762
2053 shs Franklin Mutual Financial	46,343	46,343	Cost	24,822
4146 shs Franklin Real Estate Securi	110,005	110,005	Cost	44,655
3765 shs Franklin Dynatech	81,555	81,555	Cost	95,812
6003 shs Growth Fund of America	189,592	189,592	Cost	164,073
11090 shs Income Fund of America	210,009	210,009	Cost	171,788
37831 shs John Hancock Lifestyle Mod	532,283	532,283	Cost	445,272
34927 shs John Hancock Lifestyle Bal	500,502	500,502	Cost	413,882
13154 shs Mutual Series Shares	289,765	289,765	Cost	250,708
1701 shs Mutual Series Discovery	45,889	45,889	Cost	45,442
10288 shs Pimco Global	100,005	100,005	Cost	96,811
16957 shs Pimco Total Return	100,004	180,277	Cost	183,131
4240 shs AIM Multi-Sector Fund	115,004	115,004	Cost	85,317
6177 shs AIM Global Core Equity	100,004	100,004	Cost	76,049
7433 shs AIM Moderate Allocation Fun	93,005	93,005	Cost	71,576
2959 shs AIM Global Health Care	69,117	69,117	Cost	75,535
579 shs AIM Developing Markets	15,526	15,526	Cost	15,922
3784 shs AIM International Total Ret	40,005	40,005	Cost	43,557
2626 shs AIM Capital Development	50,004	50,004	Cost	36,161

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
605 shs AIM Global Real	\$ 10,005	\$ 10,005	Cost	\$ 5,630
23772 shs AIM Income Fund	150,005		Cost	
761 shs AIM Energy Fund	10,005	27,463	Cost	27,024
1145 shs AIM Utilites Fund	20,005	20,005	Cost	16,588
698 shs AIM Technology Fund	20,905	20,905	Cost	18,881
546 AIM financial Services	15,004		Cost	
2067 shs AIM Leisure Fund	100,004	100,004	Cost	59,301
2294 shs AIM Dynamics Fund	50,004	50,004	Cost	41,353
16167 shs AIM Small Cap Equity	70,005	169,964	Cost	153,912
976 shs AIM European Growth	40,004	40,004	Cost	26,985
1237 shs AIM Asia Pacific Growth	30,875	30,875	Cost	29,461
7760 shs American Balanced Fund	154,304	157,522	Cost	129,486
7260 shs Pimco Real Return Fund	80,005	80,005	Cost	78,330
13876 shs Pimco Long Term US Govt	150,004		Cost	
9643 shs Pimco Foreign Bond	100,005	100,005	Cost	96,432
9116 shs Pimco GMNA Fund	100,005	100,005	Cost	104,011
5693 shs Pimco Mortgage Backed	60,004	60,004	Cost	59,431
6167 shs Pimco Emerging Markets Bond	70,004	70,004	Cost	63,648
43674 shs PL Portfolio Optimization	500,502	500,502	Cost	455,953
47651 shs PL Portfolio Opt. Moderate	549,414	549,414	Cost	487,468
22828 shs Pimco Investment Grade Cor	161,004	241,277	Cost	249,512
2623 shs Small Cap World Fund	98,432	98,432	Cost	82,714
19271 shs Templetons Global Smaller	172,085	172,085	Cost	113,892
30000 units Behringer Harvard Reit I	300,000	300,000	Cost	300,000
7754 Allianz NFJ Dividend Value	81,983	84,681	Cost	80,410
5000 shrs Healthcare Trust of Americ		50,000	Cost	50,000

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Total	\$ 9,037,761	\$ 8,954,569		\$ 7,841,734

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
John Hancock Venture III nonqual ann	\$ 300,000	\$ 300,000	Cost	\$ 275,138
Pacific Life Variable Nonqual annuit	300,000	300,000	Cost	281,392
Total	\$ 600,000	\$ 600,000		\$ 556,530