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: THE FRUTH FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 735 SHILOH CANYON ROAD | Room/suite

City or town, state, and ZIP code: SANTA ROSA, CA 95403

A Employer identification number: 71-0956112

B Telephone number (see page 10 of the instructions): (650) 210-5000

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)* ▶ $ 10,767,832.

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	39,844.	39,844.		ATCH 1
	4 Dividends and interest from securities	168,237.	168,237.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-694,836.			
	b Gross sales price for all assets on line 6a 2,112,249.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	-486,755.	208,081.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	7,000.	5,250.	0.	1,750.
	c Other professional fees (attach schedule) *	77,834.	75,556.		2,278.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	9,907.	9,847.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	4,696.	4,696.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	99,437.	95,349.	0.	4,028.
	25 Contributions, gifts, grants paid	1,038,374.			1,038,374.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,137,811.	95,349.	0.	1,042,402.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	-1,624,566.			
	b **Net investment income** (if negative, enter -0-)		112,732.		
	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			
2 Savings and temporary cash investments	2,164,305.	787,609.	787,609.
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) ATCH 7	10,378,022.	10,130,152.	9,980,223.
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)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	12,542,327.	10,917,761.	10,767,832.
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. ▶ ☒			
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	12,542,327.	10,917,761.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	12,542,327.	10,917,761.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,542,327.	10,917,761.	

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	12,542,327.
2 Enter amount from Part I, line 27a	2	-1,624,566.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	10,917,761.
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	10,917,761.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-694,836.
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	1,602,951.	13,073,151.	0.122614
2007	262,559.	14,576,440.	0.018013
2006	742,474.	11,715,597.	0.063375
2005	114,176.	15,371,836.	0.007428
2004	100,812.	1,329,404.	0.075832

2 **Total** of line 1, column (d)	2	0.287262
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	0.057452
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	9,762,787.
5 Multiply line 4 by line 3	5	560,892.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,127.
7 Add lines 5 and 6	7	562,019.
8 Enter qualifying distributions from Part XII, line 4	8	1,042,402.

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 ▶ ☒ and enter 1% of Part I, line 27b		1	1,127.
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	1,127.
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	1,127.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 5,806.		
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	5,806.
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	4,679.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 4,679. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Line	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		X
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) ▶ CA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ HARRIS MYCFO, INC. Telephone no ▶ 650-210-5000

Located at ▶ 1080 MARSH ROAD, SUITE 100 MENLO PARK, CA ZIP + 4 ▶ 94025

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

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

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

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

		Yes	No
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	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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	X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	X

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
JOHN FRUTH 735 SHILOH CANYON ROAD	PRESIDENT	0.	-0-	-0-
JEAN FRUTH 735 SHILOH CANYON ROAD	CFO, SECRETARY	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 NONE	
2	
3	
4	

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

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

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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	8,941,463.
b	Average of monthly cash balances	1b	969,996.
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	9,911,459.
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	9,911,459.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	148,672.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,762,787.
6	**Minimum investment return.** Enter 5% of line 5	6	488,139.

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	488,139.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,127.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,127.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	487,012.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	487,012.
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	487,012.

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	1,042,402.
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	1,042,402.
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	1,127.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,041,275.

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				487,012.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years 20 07 ,20 06 ,20 05				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008 — 341,265.				
f	Total of lines 3a through e	341,265.			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,042,402.				
a	Applied to 2008, but not more than line 2a				
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				487,012.
e	Remaining amount distributed out of corpus	555,390.			
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	896,655.			
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				
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	896,655.			
10	Analysis of line 9:				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008 — 341,265.				
e	Excess from 2009 — 555,390.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

JOHN FRUTH

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 8				
Total . . . . . ▶ **3a**				1,038,374.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	39,844.	
4 Dividends and interest from securities			14	168,237.	
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	-694,836.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-486,755.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . . 13 -486,755.

(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: 11-7-2010 Title: President

Paid Preparer's Use Only

Preparer's signature: [signature]	Date: 11/8/10	Check if self-employed ☐
Preparer's identifying number (See Signature on page 30 of the instructions)	561-11-9330	
Firm's name (or yours if self-employed), address, and ZIP code	HARRIS MYCFO, INC. 1080 MARSH ROAD, SUITE 100 MENLO PARK, CA 94025	EIN ▶ 81-0573056 Phone no. 650 210-5000

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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)	
		MS #14-78EZ5 ST SEE ATTACHMENT A					VAR	VAR
503,929.		489,830.					14,099.	
		MS #14-78EZ5 LT SEE ATTACHMENT A					VAR	VAR
377,996.		533,518.					-155,522.	
		MS #14-78CN4 SEE ATTACHMENT B					VAR	VAR
444,677.		501,020.					-56,343.	
		MS #696011399 ST SEE ATTACHMENT C					VAR	VAR
1,313.		8,310.					-6,997.	
		MS #696011399 LT SEE ATTACHMENT C					VAR	VAR
18,629.		25,878.					-7,249.	
		MS #696011398 ST SEE ATTACHMENT D					VAR	VAR
13,764.		53,370.					-39,606.	
		MS #696011398 LT SEE ATTACHMENT D					VAR	VAR
110,013.		117,574.					-7,561.	
		MS #696011397 ST SEE ATTACHMENT E					VAR	VAR
130,141.		113,920.					16,221.	
		MS #696011397 LT SEE ATTACHMENT E					VAR	VAR
253,619.		316,381.					-62,762.	
		MS #696011396 ST SEE ATTACHMENT F					VAR	VAR
128,840.		140,426.					-11,586.	
		MS #696011396 LT SEE ATTACHMENT F					VAR	VAR
420,252.		639,445.					-219,193.	
		MS #696011395 ST SEE ATTACHMENT G					VAR	VAR
409,905.		412,335.					-2,430.	

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)	
		MS #696011395 LT SEE ATTACHMENT G					VAR	VAR
299,171.		455,078.					-155,907.	
TOTAL GAIN(LOSS)							-694,836.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY #14-A9364	262.	262.
MORGAN STANLEY #14-78EZ5	1,889.	1,889.
MORGAN STANLEY #14-78CN4	30,314.	30,314.
MORGAN STANLEY#14-78CN4 ACCRUED INTEREST	-1,223.	-1,223.
MORGAN STANLEY #14-78CN4 BOND SALE INT.	8,053.	8,053.
MORGAN STANLEY #696011399	89.	89.
MORGAN STANLEY #696011398	26.	26.
MORGAN STANLEY #696011397	23.	23.
MORGAN STANLEY #696011396	175.	175.
MORGAN STANLEY #696011395	223.	223.
BANK OF AMERICA	13.	13.
TOTAL	39,844.	39,844.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY #14-78EZ5		52,239.	52,239.
MORGAN STANLEY #14-78CN4		16,128.	16,128.
MORGAN STANLEY #696011399		5,391.	5,391.
MORGAN STANLEY #696011398		7,278.	7,278.
MORGAN STANLEY #696011397		5,679.	5,679.
MORGAN STANLEY #696011396		47,738.	47,738.
MORGAN STANLEY #696011395		33,775.	33,775.
MORGAN STANLEY #696011394		9.	9.
	TOTAL	168,237.	168,237.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING/TAX PREP FEES	7,000.	5,250.		1,750.
TOTALS	7,000.	5,250.	0.	1,750.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES	68,722.	68,722.	
AUDIT FEES	9,112.	6,834.	2,278.
TOTALS	77,834.	75,556.	2,278.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CA TAXES		60.	
FOREIGN TAX		9,847.	9,847.
	TOTALS	9,907.	9,847.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LICENSES & FEES	300.	300.
BANK FEES	121.	121.
MISCELLANEOUS EXPENSES	4,275.	4,275.
TOTALS	4,696.	4,696.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MS #14-78EZ5	1,996,013.	2,089,413.
MS #14-78CN4	753,042.	776,343.
MS #696011399	649,933.	527,455.
MS #696011398	895,280.	947,540.
MS #696011397	648,095.	668,882.
MS #696011396	1,393,793.	1,390,429.
MS #696011395	1,293,996.	1,429,435.
MS #696011534 ABSOLUTE RETURN	2,500,000.	2,150,726.
TOTALS	10,130,152.	9,980,223.

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

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST. FRANCIS CATHOLIC SCHOOL 817 JUNIPER STREET BRAINERD, MN 56401 BRAINERD, MN 56401	NONE SCHOOL	CHARITABLE USE	1,000
HOPE UNLIMITED FOR CHILDREN P.O BOX 2707 LOS ALAMITOS, CA 90720	NONE PUBLIC CHARITY	CHARITABLE USE	220,000
SONOMA ACADEMY 50 MARK WEST SPRINGS ROAD SANTA ROSA, CA 95403	NONE SCHOOL	CHARITABLE USE	430,599
AMERICAN HEART ASSOCIATION-NORTH BAY DIVISION 1400 N. DUTTON AVE, STE. 20 SANTA ROSA, CA 95401	NONE PUBLIC CHARITY	CHARITABLE USE	5,000
WELLS FARGO CENTER FOR THE ARTS 50 MARKET SPRINGS ROAD SANTA ROSA, CA	NONE PUBLIC CHARITY	CHARITABLE USE	2,600
THE HEALDSBURG SCHOOL 1083 VINE STREET #513 HEALDSBURG, CA 95448	NONE SCHOOL	CHARITABLE USE	348,850

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

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CARDINAL NEWMAN HIGH SCHOOL - JOG-A-THON 512 SPENCER DRIVE WEST PALM BEACH, FL 33409	NONE SCHOOL	CHARITABLE USE	1,300
RED, WHITE & TAHOE BLUE P.O. BOX 3789 INCLINE VILLAGE, NV 89450	NONE PUBLIC CHARITY	CHARITABLE USE	25
RAVEN (HEALDSBURG) PERFORMING ARTS THEATER P O BOX 870 HEALDSBURG, CA 95448	NONE PUBLIC CHARITY	CHARITABLE USE	1,000
BOYS & GIRLS CLUBS - HEALDSBURG CLUB 555 PIPER STREET HEALDSBURG, CA 95448	NONE PUBLIC CHARITY	CHARITABLE USE	28,000
		TOTAL CONTRIBUTIONS PAID	1,038,374.

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: THE FRUTH FAMILY FOUNDATION

Employer identification number: 71-0956112

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	-30,299.
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	-30,299.

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	-664,537.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-664,537.

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			-30,299.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-664,537.
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			-694,836.

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: THE FRUTH FAMILY FOUNDATION

Employer identification number: 71-0956112

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 MS #14-78EZ5 ST SEE ATTACHMENT A	VAR	VAR	503,929.	489,830.	14,099.
MS #696011399 ST SEE ATTACHMENT C	VAR	VAR	1,313.	8,310.	-6,997.
MS #696011398 ST SEE ATTACHMENT D	VAR	VAR	13,764.	53,370.	-39,606.
MS #696011397 ST SEE ATTACHMENT E	VAR	VAR	130,141.	113,920.	16,221.
MS #696011396 ST SEE ATTACHMENT F	VAR	VAR	128,840.	140,426.	-11,586.
MS #696011395 ST SEE ATTACHMENT G	VAR	VAR	409,905.	412,335.	-2,430.

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -30,299.

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

Schedule D-1 (Form 1041) 2009

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | **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 MS #14-78EZ5 LT SEE ATTACHMENT A	VAR	VAR	377,996.	533,518.	-155,522.
MS #14-78CN4 SEE ATTACHMENT B	VAR	VAR	444,677.	501,020.	-56,343.
MS #696011399 LT SEE ATTACHMENT C	VAR	VAR	18,629.	25,878.	-7,249.
MS #696011398 LT SEE ATTACHMENT D	VAR	VAR	110,013.	117,574.	-7,561.
MS #696011397 LT SEE ATTACHMENT E	VAR	VAR	253,619.	316,381.	-62,762.
MS #696011396 LT SEE ATTACHMENT F	VAR	VAR	420,252.	639,445.	-219,193.
MS #696011395 LT SEE ATTACHMENT G	VAR	VAR	299,171.	455,078.	-155,907.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . -664,537.

555 California Street
San Francisco, CA 94104
(415) 576-2004

Realized Gains & Losses
14-78EZ5 : FRUTH FAMILY FOUNDATION *EQUITY*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
1,000.000	COSTCO WHOLESALE CORP COM STK	10/30/2008	06/11/2009	56,910 00	46,593 80	(10,316 20)	
2,000 000	MERCK & CO INC SEE CUSIP 58933Y105	12/17/2007	06/11/2009	118,980 00	52,698 64		(66,281 36)
900.000	MERCK & CO INC SEE CUSIP 58933Y105	01/05/2007	06/11/2009	39,966 03	23,714 39		(16,251 64)
1,000.000	ABBOTT LABS USD COM NPV	03/12/2008	08/12/2009	51,486 00	43,850 77		(7,635 23)
145.000	BAXTER INTERNATIONAL INC USD1 COM	01/11/2007	08/12/2009	6,801 95	8,007 56		1,205 61
355 000	BAXTER INTERNATIONAL INC USD1 COM	01/05/2007	08/12/2009	16,553 65	19,604 73		3,051 08
900 000	PROCTER & GAMBLE CO COM	12/17/2007	08/12/2009	65,916 00	46,870 88		(19,045 12)
300.000	PROCTER & GAMBLE CO COM	01/11/2007	08/12/2009	19,350 00	15,623 63		(3,726 37)
785 000	PROCTER & GAMBLE CO COM	01/05/2007	08/12/2009	49,965 25	40,881 83		(9,083 42)
300 000	VISA INC CLASS A	01/05/2009	08/12/2009	16,258 80	20,648 49	4,389 69	
1,200 000	SALESFORCE COM	08/12/2009	08/24/2009	56,246 16	63,268 13	7,021.97	
1,100 000	GILEAD SCIENCES INC	01/05/2009	08/27/2009	55,605 00	50,014 17	(5,590 83)	
300 000	VISA INC CLASS A	05/08/2009	10/01/2009	20,343 99	20,841 78	497 79	
1,100 000	VISA INC CLASS A	01/05/2009	10/01/2009	59,615 60	76,419 88	16,804 28	
1,200 000	QUALCOMM INC COM	08/12/2009	10/09/2009	55,811 88	48,968 70	(6,843 18)	
700 000	BURLINGTON NORTHN SANTA FE CORP COM	11/04/2008	10/20/2009	63,793 03	59,800 79	(3,992 24)	
300 000	BANK NEW YORK MELLON CORP	10/02/2007	11/11/2009	13,437 06	8,231 82		(5,205 24)
377.000	BANK NEW YORK MELLON CORP	01/11/2007	11/11/2009	15,855 55	10,344 65		(5,510 90)
1,189.000	BANK NEW YORK MELLON CORP	01/05/2007	11/11/2009	49,995 40	32,625 44		(17,369.96)
1,000 000	WILLIAMS COS THE COM	01/05/2009	11/11/2009	15,650 00	20,050 38	4,400 38	
330 000	WILLIAMS COS THE COM	12/17/2007	11/11/2009	11,424 60	6,616 63		(4,807 97)
500 000	WILLIAMS COS THE COM	09/05/2007	11/11/2009	15,947 00	10,025 19		(5,921.81)
1,170 000	WILLIAMS COS THE COM	01/05/2007	11/11/2009	29,952 00	23,458 95		(6,493 05)
2,300 000	INTERNATIONAL GAME TECHNOLOGY COM	10/12/2009	11/20/2009	49,646 65	44,160 93	(5,485 72)	

ATTACHMENT A

555 California Street
San Francisco, CA 94104
(415) 576-2004

Realized Gains & Losses
14-78EZ5 : FRUTH FAMILY FOUNDATION *EQUITY*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

						Gain (Loss)	
Shares or Face Value	*Security Description*	*Purchase Date*	*Sale Date*	*Cost*	*Proceeds*	*Short Term*	*Long Term*
1,200 000	MICROSOFT CORP USD.0 01 COM	06/11/2009	11/20/2009	27,720 00	35,440 97	7,720 97	
600.000	MICROSOFT CORP USD 0 01 COM	01/05/2009	11/20/2009	12,228 00	17,720 48	5,492 48	
1,200.000	MICROSOFT CORP USD 0 01 COM	10/30/2008	11/20/2009	27,888 00	35,440 97		7,552 97
	TOTAL PORTFOLIO			**1,023,347.60**	**881,924.58**	**14,099.39**	**(155,522.41)**

Morgan Stanley
Private Wealth Management

Supplemental Report

555 California Street
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Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
14-78CN4 : FRUTH FAMILY FOUNDATION *FIXED INCOME*
01/01/2009 to 12/31/2009
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
100,000.000	FEDERAL FARM CREDIT BANK 4 875% DUE 02/18/2011 @ 100.00	01/05/2007	05/04/2009	100,089 21	106,505 10		6,415 89
200,000 000	AMERICAN GENERAL FINANCE CORP 4.000% DUE 03/15/2011 @ 100 00	01/05/2007	05/11/2009	195,908 35	122,500 00		(73,408 35)
200,000 000	WYETH FLOATER DUE 03/15/2011 @ 0.00	01/04/2007	08/31/2009	205,022 15	215,672 00		10,649.85
	TOTAL PORTFOLIO			501,019.71	444,677.10	0.00	(56,342.61)

EMB3159-20100105-140255

ATTACHMENT E

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Supplemental Report

555 California Street
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Realized Gains & Losses
696011399 : FRUTH FAMILY FOUNDATION *PUTNAM SMALL-CAP VALUE*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
594 000	COLONIAL BANCGROUP INC COM	11/13/2008	01/28/2009	1,018 83	502 05	(516 78)	
343.000	COLONIAL BANCGROUP INC COM	10/24/2008	01/28/2009	1,183 49	289 90	(893 59)	
616.000	COLONIAL BANCGROUP INC COM	10/20/2008	01/28/2009	4,882 35	520 64	(4,361 71)	
160.000	MSC SOFTWARE CORP COM STK CASH MERGER	05/29/2007	10/14/2009	2,144 00	1,344.00		(800 00)
410.000	MSC SOFTWARE CORP COM STK CASH MERGER	04/19/2007	10/14/2009	5,307 16	3,444 00		(1,863 16)
443 000	MSC SOFTWARE CORP COM STK CASH MERGER	01/12/2007	10/14/2009	6,887 10	3,721 20		(3,165 90)
1,835.000	BANKATLANTIC BANCORP INC CL-A RSTD	10/17/2008	10/16/2009	1,225 05		(1,225 05)	
1,763.000	BANKATLANTIC BANCORP INC CL-A RSTD	09/09/2008	10/16/2009	1,828 58			(1,828 58)
231 000	BANKATLANTIC BANCORP INC CL-A RSTD	04/04/2008	10/16/2009	388 06			(388 06)
284.000	BANKATLANTIC BANCORP INC CL-A RSTD	02/04/2008	10/16/2009	726 88			(726 88)
777 000	BANKATLANTIC BANCORP INC CL-A RSTD	12/13/2007	10/16/2009	1,559 63			(1,559 63)
875.000	BANKATLANTIC BANCORP INC CL-A RSTD	11/28/2007	10/16/2009	1,633 46			(1,633 46)
440 000	SEPRACOR INC SHORT FORM MERGER	10/27/2008	11/13/2009	5,403 51	10,120 00		4,716 49
	TOTAL PORTFOLIO			34,188.10	19,941.79	(6,997.13)	(7,249.18)

EMB3159-20100105-140255

ATTACHMENT C

555 California Street
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Realized Gains & Losses
696011398 : FRUTH FAMILY FOUNDATION *OAK RIDGE ALL-CAP GROWTH*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
360 000	AFLAC INC USD 10 COM	02/12/2008	01/26/2009	22,150 44	7,359 57	(14,790 87)	
260 000	CENTRAL EUROPEAN DISTR CORP COM	03/06/2008	03/03/2009	13,551 49	1,789 66	(11,761 83)	
339.000	KANSAS CITY SOUTHERN COM STK	07/30/2008	03/24/2009	17,668 31	4,615 22	(13,053 09)	
48.000	**GENETECH INC TENDER 25 MAR 2009	05/25/2007	03/26/2009	3,715 68	4,560 00		844 32
185 000	**GENETECH INC TENDER 25 MAR 2009	01/08/2007	03/26/2009	15,464 15	17,575 00		2,110 85
159.000	XTO ENERGY INC COM	01/08/2007	07/01/2009	5,785.05	6,085 77		300 72
498.000	DENBURY RESOURCES INC CAD NPV CO M (USD)	06/25/2008	07/09/2009	17,552 71	6,586 63		(10,966 08)
70.000	GAMESTOP CORP NEW CLA COM	05/25/2007	07/16/2009	2,491.30	1,478 79		(1,012 51)
322 000	GAMESTOP CORP NEW CLA COM	01/08/2007	07/16/2009	8,843 73	6,802 46		(2,041 27)
27 000	XTO ENERGY INC COM	06/26/2008	07/17/2009	1,795 62	1,030 39		(765 23)
6.000	XTO ENERGY INC COM	08/24/2007	07/17/2009	246 06	228 97		(17 09)
56 000	XTO ENERGY INC COM	05/25/2007	07/17/2009	2,586 15	2,137 10		(449 05)
257 000	XTO ENERGY INC COM	01/08/2007	07/17/2009	9,350 69	9,807.74		457 05
374.000	SOUTHWESTERN ENERGY COMPANY (DEL AWARE)	01/08/2007	07/31/2009	6,288.12	15,477 29		9,189 17
462 000	CISCO SYSTEMS INC COM	01/08/2007	12/18/2009	13,227 06	10,689 43		(2,537 63)
547.000	KROGER CO COM	12/04/2008	12/18/2009	14,768 12	11,021.87		(3,746 25)
35 000	SCHEIN HENRY INC	05/25/2007	12/21/2009	1,832 95	1,819 52		(13 43)
283 000	SCHEIN HENRY INC	01/08/2007	12/21/2009	13,626 45	14,712 08		1,085 63
	TOTAL PORTFOLIO			170,944.08	123,777.49	(39,605.79)	(7,560.80)

ATTACHMENT

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(415) 576-2004

Realized Gains & Losses
696011397 : FRUTH FAMILY FOUNDATION *MADISON MID-CAP GROWTH*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
275 000	IRON MOUNTAIN INC DELAWARE COM	04/13/2007	01/02/2009	7,429 92	6,692 69		(737 23)
265 000	TOTAL SYS SVCS INC COM	01/15/2008	01/28/2009	5,756 22	3,535 26		(2,220 96)
87.000	TOTAL SYS SVCS INC COM	11/08/2007	01/28/2009	2,441.91	1,160 63		(1,281.28)
75.000	TOTAL SYS SVCS INC COM	07/26/2007	01/28/2009	2,482 51	1,000.55		(1,481 96)
58 000	TOTAL SYS SVCS INC COM	05/25/2007	01/28/2009	2,207 18	773 76		(1,433 42)
389 000	TOTAL SYS SVCS INC COM	01/03/2007	01/28/2009	13,919.02	5,189 50		(8,729 52)
165.000	CHARLES RIVER LABORATORIES INTERNATIONAL INC COM	11/06/2008	01/29/2009	4,410 58	4,414 75	4 17	
90.000	CHARLES RIVER LABORATORIES INTERNATIONAL INC COM	10/15/2008	01/29/2009	3,948 17	2,408 04	(1,540 13)	
75 000	CHARLES RIVER LABORATORIES INTERNATIONAL INC COM	05/25/2007	01/29/2009	3,848 25	2,006 70		(1,841 55)
225.000	CHARLES RIVER LABORATORIES INTERNATIONAL INC COM	01/03/2007	01/29/2009	9,677 25	6,020 11		(3,657 14)
24 000	MARKEL CORP COM	01/03/2007	02/23/2009	11,513 76	6,762.88		(4,750 88)
180.000	FISERV INC	01/03/2007	03/04/2009	9,298 80	5,723 65		(3,575.15)
70 000	DUN & BRADSTREET NEW	04/15/2008	03/10/2009	5,718 69	4,901 06	(817 63)	
80.000	MILLIPORE CORP COM	01/25/2008	03/11/2009	5,350 14	4,346 07		(1,004 07)
265 000	CARMAX INC	12/19/2007	03/17/2009	5,317 65	3,051.27		(2,266 38)
35.000	CARMAX INC	09/24/2007	03/17/2009	731 17	403 00		(328 17)
460 000	STARBUCKS CORP COM	09/29/2008	03/17/2009	6,628 46	5,054 77	(1,573 69)	
165 000	MILLIPORE CORP COM	01/25/2008	03/19/2009	11,034 65	9,401 06		(1,633 59)
210 000	MOHAWK INDS INC COM	01/03/2007	03/27/2009	15,866 59	6,776 01		(9,090 58)
65.000	EOG RESOURCES INC COM STK	01/21/2009	05/01/2009	4,133 90	4,303 08	169 18	
160.000	EXPEDITORS INTL WASH INC COM STK	07/23/2008	05/04/2009	6,244 19	5,944 86	(299 33)	
195.000	ZEBRA TECHNOLOGIES CORP CL A	01/03/2007	05/04/2009	6,764 61	4,137 48		(2,627 13)
15 000	UNIT CORP COM	08/03/2007	05/06/2009	805 87	482 04		(323 83)
50.000	UNIT CORP COM	05/25/2007	05/06/2009	2,998 00	1,606 78		(1,391 22)
75.000	UNIT CORP COM	01/25/2007	05/06/2009	3,489 56	2,410 17		(1,079 39)

ATTACHMENT 4

555 California Street
San Francisco, CA 94104
(415) 576-2004

Realized Gains & Losses
696011397 : FRUTH FAMILY FOUNDATION *MADISON MID-CAP GROWTH*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
15 000	UNIT CORP COM	01/03/2007	05/06/2009	695 85	482 04		(213 81)
35 000	UNIT CORP COM	08/15/2008	05/11/2009	2,131 15	1,160 14	(971 01)	
65.000	UNIT CORP COM	08/03/2007	05/11/2009	3,492 10	2,154 55		(1,337 55)
170 000	IDEX CORP COM	10/16/2007	05/12/2009	6,423 04	4,250.98		(2,172 06)
300 000	DONALDSON INC COM	03/03/2009	05/21/2009	7,036 23	9,446 45	2,410 22	
105 000	COVANCE INC COM	01/29/2009	06/09/2009	4,208.21	4,717 69	509 48	
275.000	SEI INVESTMENTS CO	01/03/2007	06/11/2009	8,136 48	5,033 03		(3,103 45)
70 000	CLOROX CO COM	06/27/2007	06/23/2009	4,328 18	3,877 79		(450 39)
65 000	CLOROX CO COM	05/25/2007	06/23/2009	4,309 50	3,600 81		(708 69)
75.000	CLOROX CO COM	04/12/2007	06/23/2009	4,819 58	4,154.78		(664 80)
75.000	CLOROX CO COM	01/03/2007	06/23/2009	4,809 00	4,154 78		(654 22)
200 000	GLACIER BANCORP INC COM STK	04/07/2009	07/20/2009	3,005 30	2,727 27	(278 03)	
170 000	GLACIER BANCORP INC COM STK	03/10/2009	07/20/2009	2,263 79	2,318 18	54 39	
575.000	GLACIER BANCORP INC COM STK	01/12/2009	07/20/2009	8,625 86	7,840 89	(784 97)	
105.000	UNIT CORP COM	03/12/2009	07/20/2009	2,050 93	3,269 01	1,218 08	
110 000	UNIT CORP COM	11/18/2008	07/20/2009	3,133 54	3,424 68	291.14	
65 000	UNIT CORP COM	08/15/2008	07/20/2009	3,957.85	2,023 68	(1,934 17)	
90 000	ZEBRA TECHNOLOGIES CORP CL A	05/25/2007	07/29/2009	3,594 60	2,270.69		(1,323 91)
105.000	ZEBRA TECHNOLOGIES CORP CL A	01/03/2007	07/29/2009	3,642 48	2,649 13		(993 35)
25 000	LIBERTY GLOBAL INC SR-C COM STK	05/25/2007	08/03/2009	888 25	521 58		(366 67)
330.000	LIBERTY GLOBAL INC SR-C COM STK	01/03/2007	08/03/2009	9,253.20	6,884 87		(2,368 33)
60 000	FISERV INC	08/07/2007	08/06/2009	2,853 44	2,838 59		(14.85)
50 000	FISERV INC	05/25/2007	08/06/2009	2,677 50	2,365 50		(312 00)
15.000	FISERV INC	01/03/2007	08/06/2009	774 90	709 65		(65 25)
85.000	FISERV INC	05/30/2008	08/17/2009	4,428 38	4,022 15		(406 23)
115 000	FISERV INC	09/12/2007	08/17/2009	5,431 24	5,441 74		10 50
45 000	FISERV INC	08/07/2007	08/17/2009	2,140 08	2,129 38		(10 70)

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Realized Gains & Losses
696011397 : FRUTH FAMILY FOUNDATION *MADISON MID-CAP GROWTH*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
100.000	LABORATORY CRP OF AMER HLDGS COM STK	01/03/2007	08/18/2009	7,337 00	6,852 22		(484 78)
380.000	STARBUCKS CORP COM	09/29/2008	08/19/2009	5,475 69	7,235 81	1,760 12	
400 000	CARMAX INC	06/19/2008	08/26/2009	6,327.28	6,905.49		578 21
10 000	CARMAX INC	12/19/2007	08/26/2009	200 67	172 64		(28 03)
165 000	IRON MOUNTAIN INC DELAWARE COM	05/31/2007	09/01/2009	4,537 25	4,738.13		200 88
120 000	IRON MOUNTAIN INC DELAWARE COM	05/25/2007	09/01/2009	3,290 40	3,445 92		155 52
310 000	IRON MOUNTAIN INC DELAWARE COM	04/13/2007	09/01/2009	8,375.55	8,901 95		526 40
135.000	ODYSSEY RE HOLDING CORP COM STK CASH MERGER	01/03/2007	09/08/2009	4,997 70	8,432 78		3,435 08
300 000	STARBUCKS CORP COM	10/10/2008	09/15/2009	3,195 57	5,934 59	2,739 02	
215 000	STARBUCKS CORP COM	09/29/2008	09/15/2009	3,098 08	4,253 13	1,155 05	
55 000	ODYSSEY RE HOLDING CORP COM STK CASH MERGER	05/01/2009	09/21/2009	2,198 53	3,554 25	1,355 72	
130.000	ODYSSEY RE HOLDING CORP COM STK CASH MERGER	04/25/2008	09/21/2009	4,628.35	8,400 95		3,772 60
45.000	ODYSSEY RE HOLDING CORP COM STK CASH MERGER	05/25/2007	09/21/2009	1,922 85	2,908 02		985 17
150.000	ODYSSEY RE HOLDING CORP COM STK CASH MERGER	01/03/2007	09/21/2009	5,553 00	9,693 41		4,140 41
105 000	ZIMMER HLDGS INC COM	07/02/2008	09/21/2009	7,170 14	5,541 73		(1,628 41)
65.000	MOHAWK INDS INC COM	07/11/2008	10/13/2009	3,872 41	3,165 47		(706 94)
60.000	MOHAWK INDS INC COM	06/11/2008	10/13/2009	4,138 87	2,921 97		(1,216 90)
5.000	MOHAWK INDS INC COM	12/26/2007	10/13/2009	376 71	243.50		(133 21)
60 000	MOHAWK INDS INC COM	12/21/2007	10/13/2009	4,509 28	2,921 97		(1,587 31)
35 000	MOHAWK INDS INC COM	05/25/2007	10/13/2009	3,379.95	1,704.48		(1,675 47)
25.000	MOHAWK INDS INC COM	01/03/2007	10/13/2009	1,888 88	1,217 49		(671 39)
285.000	ZEBRA TECHNOLOGIES CORP CL A	05/21/2009	10/14/2009	5,986 37	7,409 21	1,422 84	
355 000	ZEBRA TECHNOLOGIES CORP CL A	10/10/2008	10/14/2009	6,948 34	9,229 02		2,280 68
85 000	COVANCE INC COM	01/29/2009	10/27/2009	3,406 65	4,616 91	1,210 26	

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Realized Gains & Losses
696011397 : FRUTH FAMILY FOUNDATION *MADISON MID-CAP GROWTH*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
70.000	ZIMMER HLDGS INC COM	06/23/2009	11/03/2009	2,940.09	3,664 93	724 84	
60 000	ZIMMER HLDGS INC COM	10/28/2008	11/03/2009	2,382 19	3,141.36		759 17
50 000	ZIMMER HLDGS INC COM	07/08/2008	11/03/2009	3,373 58	2,617 81		(755 77)
125.000	ZIMMER HLDGS INC COM	07/02/2008	11/03/2009	8,535.89	6,544.52		(1,991.37)
44.000	EOG RESOURCES INC COM STK	01/21/2009	11/10/2009	2,798 33	4,003 37	1,205 04	
160.000	TIFFANY AND CO NEW COM	01/03/2007	11/10/2009	6,278 93	6,784 14		505 21
190 000	KAYDON CORP COM	07/29/2008	11/12/2009	9,244 58	7,036.82		(2,207 76)
145 000	APACHE CORP COM	03/06/2009	12/17/2009	7,946 97	14,525 36	6,578 39	
85.000	KAYDON CORP COM	09/21/2009	12/23/2009	2,916 60	3,062 36	145 76	
110.000	KAYDON CORP COM	08/03/2009	12/23/2009	3,636.64	3,963 06	326 42	
110 000	KAYDON CORP COM	02/20/2009	12/23/2009	2,823 24	3,963 05	1,139 81	
75 000	KAYDON CORP COM	07/29/2008	12/23/2009	3,649 18	2,702 08		(947 10)
90.000	BROWN FORMAN DISTILLERS CORP CL B	01/28/2008	12/29/2009	4,636 21	4,887 02		250 81
38 000	MARTIN MARIETTA MATERIALS INC COM	10/11/2007	12/30/2009	5,195 27	3,486 49		(1,708 78)
	TOTAL PORTFOLIO			**430,300.93**	**383,759.61**	**16,220.97**	**(62,762.29)**

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Supplemental Report

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Valuation Currency: USD
Sort Order: Closing Date

Realized Gains & Losses
696011396 : FRUTH FAMILY FOUNDATION *LAZARD INTERNATIONAL VALUE*
01/01/2009 to 12/31/2009
Trade Date Reporting

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
565.000	VODAFONE GP PLC ADS NEW	01/04/2007	01/08/2009	16,317 20	11,989 68		(4,327 52)
261 000	PRUDENTIAL PLC	08/03/2007	01/13/2009	7,580 35	2,798 64		(4,781 71)
235 000	PRUDENTIAL PLC	07/20/2007	01/13/2009	7,080 32	2,519 84		(4,560 48)
170.000	HSBC HOLDINGS PLC ADR	05/25/2007	01/14/2009	15,782 80	7,112 03		(8,670 77)
39 000	HSBC HOLDINGS PLC ADR	01/04/2007	01/14/2009	3,597 57	1,631 58		(1,965 99)
33 000	ALLIANZ SE ADR	10/14/2008	01/15/2009	386 39	274 06	(112 33)	
783.000	ALLIANZ SE ADR	03/25/2008	01/15/2009	14,696 05	6,502 70	(8,193 35)	
1,240 000	BANCO SANTANDER CEN SPON ADR	10/14/2008	01/20/2009	17,769 08	8,640 27	(9,128 81)	
905 000	BANCO SANTANDER CEN SPON ADR	10/19/2007	01/20/2009	18,510 51	6,306 00		(12,204 51)
69 000	DIAGEO PLC SPONS ADR NEW	01/04/2007	02/13/2009	5,473 08	3,492 56		(1,980.52)
270 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	01/04/2007	02/13/2009	9,525.60	8,715 60		(810 00)
128.000	PRUDENTIAL PLC	12/11/2007	02/24/2009	3,796.33	990 68		(2,805 65)
275 000	PRUDENTIAL PLC	10/01/2007	02/24/2009	8,669 13	2,128 40		(6,540 73)
34 000	PRUDENTIAL PLC	08/03/2007	02/24/2009	987 48	263 15		(724 33)
148.000	ENTE NAZIONALE IDROCARBURI SPA ENI SPONS ADR	01/04/2007	03/06/2009	9,775 40	4,697 67		(5,077.73)
187.000	DIAGEO PLC SPONS ADR NEW	01/04/2007	03/20/2009	14,832 84	7,882 06		(6,950 78)
962.000	GROUPE DANONE ADR SEE	01/16/2008	03/20/2009	16,471 36	8,750 97		(7,720.39)
90 000	GROUPE DANONE ADR SEE	11/15/2007	03/20/2009	1,559 07	818 70		(740 37)
213.000	NOVARTIS AG USD SPON ADR REP 1/20 REGD SHS	01/04/2007	03/20/2009	12,527 32	7,958 57		(4,568 75)
44 000	ROYAL DUTCH SH A	07/06/2007	03/20/2009	3,701 32	1,990 49		(1,710 83)
80 000	ROYAL DUTCH SH A	05/25/2007	03/20/2009	5,980 80	3,619 08		(2,361 72)
191.000	ROYAL DUTCH SH A	01/04/2007	03/20/2009	13,245 85	8,640 54		(4,605 31)
50 000	DIAGEO PLC SPONS ADR NEW	10/14/2008	03/26/2009	3,155.08	2,194 17	(960 91)	
95.000	DIAGEO PLC SPONS ADR NEW	05/25/2007	03/26/2009	8,065.50	4,168.93		(3,896 57)

ATTACHMENT 1

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
95 000	DIAGEO PLC SPONS ADR NEW	01/04/2007	03/26/2009	7,535 40	4,168 93		(3,366 47)
285 000	BNP PARIBAS PARIS ADR	03/16/2009	04/09/2009	5,792 43	6,637 98	845 55	
508 000	ERICSSON L M TEL CO ADR B SEK 10	09/24/2008	04/15/2009	5,187.80	4,564 57	(623 23)	
652 000	ERICSSON L M TEL CO ADR B SEK 10	07/10/2007	04/15/2009	13,862.56	5,858 46		(8,004 10)
511 000	NOVARTIS AG USD SPON ADR REP 1/20 REGD SHS	01/04/2007	04/21/2009	30,053 80	18,129 66		(11,924 14)
266.000	VODAFONE GP PLC ADS NEW	06/05/2008	04/23/2009	8,222 09	4,776.92	(3,445.17)	
280.000	VODAFONE GP PLC ADS NEW	05/25/2007	04/23/2009	8,481 20	5,028 34		(3,452 86)
16.000	VODAFONE GP PLC ADS NEW	01/04/2007	04/23/2009	462 08	287 33		(174 75)
581 000	ERICSSON L M TEL CO ADR B SEK 10	09/24/2008	04/29/2009	5,933 28	5,543 64	(389.64)	
85.000	ROYAL DUTCH SH A	10/31/2008	05/01/2009	4,595.25	3,962 29	(632 96)	
141.000	ROYAL DUTCH SH A	07/06/2007	05/01/2009	11,861 05	6,572.74		(5,288 31)
178.000	TELUS CORPORATION NON-VTG COM	01/22/2008	05/05/2009	6,999 50	4,277 96		(2,721 54)
385.000	TELUS CORPORATION NON-VTG COM	01/07/2008	05/05/2009	17,716 01	9,252 89		(8,463 12)
275 000	ADIDAS SALOMON ADR 144A	01/22/2008	05/06/2009	7,902 76	4,481 59		(3,421 17)
264 000	ADIDAS SALOMON ADR 144A	01/04/2007	05/06/2009	6,560 40	4,302 32		(2,258 08)
176 000	BARCLAYS PLC AMERICAN DEPOSITORY SHARES	03/27/2009	05/14/2009	1,690 46	2,728.91	1,038 45	
176 000	TOTAL S.A ADR	01/04/2007	06/16/2009	12,320 00	9,589 41		(2,730 59)
300.000	ROCHE HOLDING AG BASEL ADR	04/19/2007	06/17/2009	14,362 13	9,862 57		(4,499 56)
49 000	BAE SYSTEM PLC- SPON ADR	04/03/2008	06/26/2009	1,974 90	1,111 47		(863 43)
440 000	BAE SYSTEM PLC- SPON ADR	03/25/2008	06/26/2009	16,889 09	9,980.52		(6,908 57)
78 000	TELUS CORPORATION NON-VTG COM	02/26/2009	06/29/2009	1,965.74	2,017.40	51 66	
220.000	TELUS CORPORATION NON-VTG COM	05/21/2008	06/29/2009	10,379 49	5,690 11		(4,689 38)
110 000	TELUS CORPORATION NON-VTG COM	02/28/2008	06/29/2009	5,204.07	2,845 05		(2,359 02)
67 000	TELUS CORPORATION NON-VTG COM	01/22/2008	06/29/2009	2,634 64	1,732 90		(901 74)
153.000	BAE SYSTEM PLC- SPON ADR	04/16/2008	07/01/2009	5,669 08	3,391.80		(2,277 28)
381 000	BAE SYSTEM PLC- SPON ADR	04/03/2008	07/01/2009	15,355 82	8,446 24		(6,909 58)
135.000	IMPERIAL TOBACCO PLC SPONS ADR	01/04/2007	07/02/2009	10,851 30	6,931 49		(3,919 81)

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126.000	E ON AG SPONSORED ADR	12/19/2007	07/09/2009	8,653 09	4,111.10		(4,541 99)
181.000	E.ON AG SPONSORED ADR	11/16/2007	07/09/2009	11,930 93	5,905 62		(6,025.31)
395.000	GDF SUEZ ADR WI	07/28/2008	07/09/2009	26,465.00	13,582 83	(12,882 17)	
1,233 000	NOKIA CORP ADR SHRS EACH REPSTG 1 A SHARE	01/04/2007	07/16/2009	25,708 05	16,541 50		(9,166 55)
1,185 000	RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK)	02/20/2009	08/05/2009	9,354 98	11,175 68	1,820 70	
186 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	01/04/2007	08/11/2009	6,562 08	7,530 87		968 79
72 000	ROCHE HOLDING AG BASEL ADR	05/25/2007	09/09/2009	3,330 00	2,820.63		(509.37)
324.000	ROCHE HOLDING AG BASEL ADR	05/02/2007	09/09/2009	15,267.58	12,692 82		(2,574 76)
16.000	ROCHE HOLDING AG BASEL ADR	04/19/2007	09/09/2009	765 98	626 81		(139 17)
91.000	E ON AG SPONSORED ADR	02/20/2008	09/18/2009	5,934 11	3,854 45		(2,079 66)
114.000	E.ON AG SPONSORED ADR	12/19/2007	09/18/2009	7,828 98	4,828 65		(3,000 33)
198.000	GDF SUEZ ADR WI	07/28/2008	09/18/2009	13,266 00	8,969 02		(4,296 98)
602.000	NOKIA CORP ADR SHRS EACH REPSTG 1 A SHARE	02/04/2009	09/29/2009	7,677 67	8,859 83	1,182 16	
195 000	NOKIA CORP ADR SHRS EACH REPSTG 1 A SHARE	05/09/2008	09/29/2009	5,640 51	2,869 88		(2,770.63)
47.000	NOKIA CORP ADR SHRS EACH REPSTG 1 A SHARE	01/04/2007	09/29/2009	979 95	691 71		(288 24)
155.000	E ON AG SPONSORED ADR	05/09/2008	10/05/2009	10,230 16	6,279 30		(3,950 86)
155 000	E.ON AG SPONSORED ADR	03/10/2008	10/05/2009	9,799 12	6,279 31		(3,519 81)
29.000	E.ON AG SPONSORED ADR	02/20/2008	10/05/2009	1,891 09	1,174 84		(716 25)
462.000	HEINEKEN NV ADR *F	01/04/2007	10/12/2009	10,926 30	10,140 86		(785 44)
207.000	DEUTSCHE BANK AG COM	06/25/2009	10/20/2009	12,532 73	17,189 31	4,656 58	
90.000	GDF SUEZ ADR WI	10/14/2008	10/23/2009	4,050 05	4,030 45		(19 60)
225 000	GDF SUEZ ADR WI	07/28/2008	10/23/2009	15,075 00	10,076 11		(4,998 89)
1,247.000	RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK)	03/02/2009	10/27/2009	9,464 73	12,330 64	2,865 91	

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136 000	RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK)	02/20/2009	10/27/2009	1,073.65	1,344 80	271 15	
980.000	ERICSSON L M TEL CO ADR B SEK 10	10/14/2008	11/06/2009	7,013 96	10,042 97		3,029.01
131 000	ERICSSON L M TEL CO ADR B SEK 10	09/24/2008	11/06/2009	1,337 80	1,342 48		4 68
231.000	SINGAPORE TELECOMMUNICATIONS L ADR	08/10/2007	11/06/2009	5,156 31	4,841.31		(315 00)
280.000	SINGAPORE TELECOMMUNICATIONS L ADR	05/25/2007	11/06/2009	6,440 00	5,868 26		(571 74)
352.000	SINGAPORE TELECOMMUNICATIONS L ADR	01/04/2007	11/06/2009	8,060 80	7,377 23		(683 57)
	BNP PARIBAS PARIS ADR	11/05/2009	11/09/2009		670 62	670 62	
	SOCIETE GENERALE PARIS ADR	11/02/2009	11/09/2009		39 72	39 72	
1,297 000	ALLIANZ SE ADR	11/05/2008	11/10/2009	12,115 40	15,990 82		3,875 42
587 000	ALLIANZ SE ADR	10/14/2008	11/10/2009	6,873 00	7,237 17		364 17
638.000	UNILEVER PLC SPON ADR	01/04/2007	11/17/2009	17,861 89	19,689 25		1,827 36
595 000	ZURICH FINANCIAL SERVICES ZUE ADR	12/11/2007	11/17/2009	18,417 33	13,650 26		(4,767 07)
249.000	ZURICH FINANCIAL SERVICES ZUE ADR	09/13/2007	11/17/2009	7,288 80	5,712 46		(1,576 34)
566 000	ALLIANZ SE ADR	03/17/2009	12/03/2009	4,463 53	7,174 37	2,710 84	
52 000	ALLIANZ SE ADR	11/05/2008	12/03/2009	485 74	659 13		173 39
	LLOYDS BANKING GROUP PLC ADR	09/18/2009	12/18/2009		8,629 31	8,629 31	
	TOTAL PORTFOLIO			779,871.06	549,092.24	(11,585.92)	(219,192.90)

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2,285.000	ALLIANZ SE ADR	10/29/2008	01/08/2009	16,728 49	20,706 54	3,978 05	
296 000	ALLIANZ SE ADR	10/06/2008	01/08/2009	3,589 00	2,682 34	(906 66)	
1,302 000	INFINEON TECHNOLOGIESINC ADR	03/27/2008	01/21/2009	9,080 02	1,223 87	(7,856 15)	
302 000	INFINEON TECHNOLOGIESINC ADR	05/25/2007	01/21/2009	4,554 16	283 88		(4,270.28)
1,025.000	INFINEON TECHNOLOGIESINC ADR	01/03/2007	01/21/2009	14,339.75	963 49		(13,376.26)
3.000	SECOM LTD ADR	05/25/2007	01/22/2009	276 75	240 85		(35 90)
210.000	SECOM LTD ADR	01/03/2007	01/22/2009	22,155 00	16,859 37		(5,295 63)
391.000	FRANCE TELECOM SA ADR	01/03/2007	03/02/2009	10,967 55	8,610 40		(2,357.15)
479.000	UNITED OVERSEAS BANK LTD SING ADR	01/03/2007	03/02/2009	12,334 25	5,705 33		(6,628 92)
459 000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	01/03/2007	03/03/2009	20,862.33	18,758 94		(2,103 39)
182 000	INTL POWER PLC COM STK	01/03/2007	03/03/2009	14,195.38	5,146 46		(9,048 92)
47.000	SOCIETE GENERALE PARIS ADR	04/28/2008	03/05/2009	1,128.66	249 46	(879 20)	
207.000	UNITED OVERSEAS BANK LTD SING ADR	03/25/2008	03/09/2009	5,799 73	2,249 02	(3,550 71)	
436.000	UNITED OVERSEAS BANK LTD SING ADR	05/25/2007	03/09/2009	13,232 60	4,737.07		(8,495 53)
91 000	UNITED OVERSEAS BANK LTD SING ADR	01/03/2007	03/09/2009	2,343.25	988 70		(1,354 55)
59.000	HENKEL LTD	07/22/2008	03/10/2009	2,201 35	1,280 13	(921.22)	
81.000	HENKEL LTD	07/21/2008	03/10/2009	3,065 57	1,757 47	(1,308 10)	
57 000	HENKEL LTD	07/18/2008	03/10/2009	2,082.90	1,236.74	(846 16)	
292.000	BRITISH SKY BROADCASTING GROUP	01/03/2007	03/12/2009	12,188 08	7,152 26		(5,035 82)
9.000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	08/04/2008	03/12/2009	509 20	337 35	(171 85)	
91 000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	11/29/2007	03/12/2009	5,081 26	3,411 01		(1,670.25)
201 000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	11/28/2007	03/12/2009	11,236 91	7,534 20		(3,702 71)

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68 000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	05/25/2007	03/12/2009	3,249 04	2,548 88		(700 16)
78.000	FRESENIUS MED CARE AKTIENGESELLSCHAFT	01/03/2007	03/12/2009	3,545 23	2,923 72		(621 51)
	HSBC HOLDINGS PLC RIGHTS 31 MAR 2009	03/16/2009	03/16/2009		3 56	3 56	
192 000	ACERINOX SA UNSPONSORED ADR (SPAIN)	10/29/2008	03/25/2009	1,150 95	1,171 34	20 39	
231.000	ACERINOX SA UNSPONSORED ADR (SPAIN)	10/29/2008	03/26/2009	1,384 73	1,373 68	(11 05)	
80.000	AMDOCS LTD COM STK	11/19/2008	03/27/2009	1,444 58	1,446 12	1 54	
480 000	AMDOCS LTD COM STK	10/09/2008	03/27/2009	12,036 43	8,676 72	(3,359 71)	
407.000	ACERINOX SA UNSPONSORED ADR (SPAIN)	11/03/2008	04/01/2009	2,555 84	2,361 63	(194 21)	
14 000	ACERINOX SA UNSPONSORED ADR (SPAIN)	10/29/2008	04/01/2009	83 92	81 24	(2 68)	
120 000	BARCLAYS PLC AMERICAN DEPOSITORY SHARES	01/03/2007	04/02/2009	7,133 62	1,166 73		(5,966 89)
21.000	BRITISH SKY BROADCASTING GROUP	05/25/2007	04/06/2009	1,074.15	530 10		(544 05)
343.000	BRITISH SKY BROADCASTING GROUP	01/03/2007	04/06/2009	14,316 82	8,658 36		(5,658 46)
92 000	CADBURY PLC SPONSORED ADR	11/21/2007	04/06/2009	5,164 13	2,815 95		(2,348 18)
93 000	CADBURY PLC SPONSORED ADR	11/20/2007	04/06/2009	5,341 50	2,846 55		(2,494 95)
145 000	COSAN	06/19/2008	04/06/2009	1,789 17	563 10	(1,226 07)	
1,561 000	COSAN	12/28/2007	04/06/2009	18,621 17	6,062 11		(12,559 06)
38.000	MIZUHO FINCL GRP	05/15/2008	04/07/2009	391 75	146 91	(244 84)	
847 000	MIZUHO FINCL GRP	05/07/2008	04/07/2009	9,025 21	3,274 57	(5,750 64)	
265 000	EXPERIAN GROUP LTD ADR	10/06/2008	04/15/2009	1,519 91	1,859.35	339 44	
545 000	MIZUHO FINCL GRP	07/23/2008	04/15/2009	5,875 37	2,117 43	(3,757 94)	
270 000	MIZUHO FINCL GRP	05/30/2008	04/15/2009	2,824 15	1,049 00	(1,775 15)	
271 000	MIZUHO FINCL GRP	05/16/2008	04/15/2009	2,847 51	1,052 89	(1,794 62)	

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261 000	MIZUHO FINCL GRP	05/15/2008	04/15/2009	2,690.67	1,014 04	(1,676 63)	
29.000	GRUPO TELEVISA SA ADR	04/01/2008	04/20/2009	730 70	456 26		(274.44)
21.000	HENKEL LTD	07/31/2008	04/21/2009	804 56	485 98	(318.58)	
37.000	HENKEL LTD	07/30/2008	04/21/2009	1,433 28	856 26	(577 02)	
106.000	HENKEL LTD	07/29/2008	04/21/2009	4,062.80	2,453 06	(1,609 74)	
157.000	HENKEL LTD	07/28/2008	04/21/2009	6,188 78	3,633 31	(2,555 47)	
147 000	HENKEL LTD	07/23/2008	04/21/2009	5,640 83	3,401 89	(2,238 94)	
15 000	HENKEL LTD	07/22/2008	04/21/2009	559 66	347 13	(212 53)	
190 000	HENKEL LTD	09/17/2008	04/23/2009	6,604 99	4,413 58	(2,191 41)	
40.000	HENKEL LTD	08/01/2008	04/23/2009	1,500 42	929 18	(571 24)	
106 000	HENKEL LTD	07/31/2008	04/23/2009	4,061 11	2,462 31	(1,598 80)	
	GIVAUDAN SA ADR	12/09/2008	04/30/2009		135 11	135 11	
25 000	CADBURY PLC SPONSORED ADR	12/06/2007	05/05/2009	1,478 67	779 82		(698 85)
50 000	CADBURY PLC SPONSORED ADR	11/23/2007	05/05/2009	2,792 45	1,559 64		(1,232 81)
67.000	CADBURY PLC SPONSORED ADR	11/21/2007	05/05/2009	3,760 84	2,089 91		(1,670 93)
105.000	NOVARTIS AG USD SPON ADR REP 1/20 REGD SHS	07/18/2008	05/05/2009	6,008 10	3,954 91	(2,053 19)	
974.000	TAIWAN SEMICONDUCTOR MANUFACTU ADR	01/22/2008	05/05/2009	7,820 15	10,732 42		2,912 27
304.000	ZHEJIANG EXPRESSWY SPON ADR	12/09/2008	05/05/2009	5,390 13	7,412 51	2,022 38	
	HSBC HOLDINGS PLC ADR	05/06/2009	05/06/2009		19 73	19 73	
161.000	ZHEJIANG EXPRESSWY SPON ADR	12/16/2008	05/07/2009	2,947 46	3,831 15	883 69	
276 000	ZHEJIANG EXPRESSWY SPON ADR	12/09/2008	05/07/2009	4,893 68	6,567 69	1,674 01	
418 000	TAIWAN SEMICONDUCTOR MANUFACTU ADR	01/22/2008	05/15/2009	3,356 08	4,213 12		857 04
83 000	CHEUNG KONG HLDGS LTD ADR	01/03/2007	05/18/2009	1,066 55	879 69		(186 86)
135 000	FANUC LTD UNSPONSORED ADR (JAPAN)	10/30/2008	05/18/2009	4,570.86	5,299 30	728 44	
285 000	SOCIETE GENERALE PARIS ADR	09/17/2008	05/18/2009	4,654 82	2,827 89	(1,826 93)	

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Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
221.000	SOCIETE GENERALE PARIS ADR	08/04/2008	05/18/2009	4,094 33	2,192 86	(1,901 47)	
320.000	SOCIETE GENERALE PARIS ADR	04/28/2008	05/18/2009	7,684 48	3,175 18		(4,509 30)
9.000	TAIWAN SEMICONDUCTOR MANUFACTU ADR	01/22/2008	05/18/2009	78 73	94 92		16 19
552.000	TAIWAN SEMICONDUCTOR MANUFACTU ADR	01/22/2008	05/18/2009	4,431 96	5,821 90		1,389.94
658 000	DEUTSCHE TELEKOM AG BONN SPONSORED ADR	03/02/2009	05/22/2009	7,826 52	7,493 96	(332.56)	
766 000	DEUTSCHE TELEKOM AG BONN SPONSORED ADR	10/29/2008	05/22/2009	11,005 12	8,723 98	(2,281 14)	
138.000	HSBC HOLDINGS PLC ADR	09/17/2008	05/22/2009	9,934 93	5,877 61	(4,057 32)	
206 000	HSBC HOLDINGS PLC ADR	07/18/2008	05/22/2009	16,308 32	8,773 83	(7,534 49)	
270.000	SOCIETE GENERALE PARIS ADR	10/06/2008	05/22/2009	4,544 91	2,937 09	(1,607 82)	
207 000	SOCIETE GENERALE PARIS ADR	09/17/2008	05/22/2009	3,380 87	2,251 77	(1,129.10)	
767 000	GIVAUDAN SA ADR	12/09/2008	05/26/2009	10,489 49	9,693.02	(796 47)	
176.000	INTL POWER PLC COM STK	05/25/2007	06/08/2009	15,873 44	7,042 30		(8,831 14)
123 000	INTL POWER PLC COM STK	01/03/2007	06/08/2009	9,593 58	4,921 61		(4,671 97)
782.000	EXPERIAN GROUP LTD ADR	10/06/2008	06/11/2009	4,485 16	6,105 93	1,620 77	
	LONMIN PLC-SPON ADR	03/13/2009	06/12/2009		355 68	355 68	
194 000	MAGNA INTL INC CAD CL-A COM NPV	03/17/2009	06/19/2009	4,417.69	7,752 78	3,335 09	
174 000	MAGNA INTL INC CAD CL-A COM NPV	11/03/2008	06/19/2009	5,981 35	6,953 52	972 17	
152 000	MAGNA INTL INC CAD CL-A COM NPV	10/07/2008	06/19/2009	6,290.17	6,074 34	(215 83)	
57.000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/15/2008	06/22/2009	877 77	1,173 70	295 93	
324 000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/12/2008	06/22/2009	4,831 97	6,671 53	1,839 56	
214.000	FANUC LTD UNSPONSORED ADR (JAPAN)	10/30/2008	06/22/2009	7,245 65	8,290 72	1,045 07	
125 000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/16/2008	06/23/2009	1,890.16	2,438 95	548 79	

555 California Street
San Francisco, CA 94104
(415) 576-2004

Realized Gains & Losses
696011395 : FRUTH FAMILY FOUNDATION *BRANDYWINE INTERNATIONAL VALUE*
01/01/2009 to 12/31/2009
Trade Date Reporting

Valuation Currency: USD
Sort Order: Closing Date

Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
126 000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/15/2008	06/23/2009	1,940 32	2,458 46	518 14	
166 000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/16/2008	06/24/2009	2,510.14	3,286 46	776 32	
122.000	DENWAY MOTORS LTD UNSPONSORED ASR (HONG KONG)	12/16/2008	06/25/2009	1,844 80	2,421 84	577 04	
207.000	LDK SOLAR CO LTD ADR	06/18/2008	06/30/2009	8,031 23	2,334 92		(5,696 31)
216.000	TRINA SOLAR LTD	06/19/2008	06/30/2009	8,432 81	5,530 01		(2,902 80)
110.000	CADBURY PLC SPONSORED ADR	03/14/2008	07/17/2009	5,773 37	3,949 49		(1,823 88)
133.000	CADBURY PLC SPONSORED ADR	03/12/2008	07/17/2009	6,974 02	4,775 29		(2,198 73)
79 000	CADBURY PLC SPONSORED ADR	12/07/2007	07/17/2009	4,634 72	2,836 45		(1,798 27)
49 000	CADBURY PLC SPONSORED ADR	12/06/2007	07/17/2009	2,898 20	1,759 32		(1,138 88)
121 000	SIGNET JEWELERS LTD	02/22/2008	07/27/2009	3,123 38	2,601 68		(521 70)
24 000	SIGNET JEWELERS LTD	02/05/2008	07/27/2009	608 06	516 04		(92 02)
104.000	SIGNET JEWELERS LTD	02/01/2008	07/27/2009	2,903 30	2,236 16		(667 14)
108.000	SIGNET JEWELERS LTD	05/25/2007	07/27/2009	5,121 36	2,322.17		(2,799 19)
459.000	SIGNET JEWELERS LTD	01/03/2007	07/27/2009	22,045 22	9,869.20		(12,176 02)
129.000	MAKITA CORPORATION SPONSORED ADR	12/09/2008	08/03/2009	2,413 77	3,328 64	914.87	
229 000	MAKITA CORPORATION SPONSORED ADR	12/08/2008	08/03/2009	4,017 76	5,908 99	1,891 23	
278 000	TOTAL S A. ADR	02/27/2009	08/07/2009	13,100 25	15,121 47	2,021 22	
199 000	TOTAL S.A. ADR	11/19/2008	08/07/2009	10,175 85	10,824 37	648 52	
197 000	SYMRISE AG-UNSPON ADR	11/19/2008	08/10/2009	2,372 35	3,141 02	768 67	
212.000	SYMRISE AG-UNSPON ADR	11/19/2008	08/11/2009	2,552 99	3,310 97	757 98	
71.000	NETEASE COM INC COM STK	05/22/2009	08/26/2009	2,336 54	3,037.43	700 89	
193.000	NETEASE COM INC COM STK	04/02/2009	08/26/2009	5,198 24	8,256.67	3,058 43	
607 000	DEUTSCHE BOERSE ADR	05/05/2009	08/27/2009	4,486.52	4,635 23	148.71	
735 000	DEUTSCHE BOERSE ADR	03/17/2009	08/27/2009	3,735 49	5,612 68	1,877 19	
717 000	DEUTSCHE BOERSE ADR	10/30/2008	08/27/2009	5,401.88	5,475 23	73 35	
659.000	FOSTER GROUP LTD ADR NEW	10/08/2008	08/27/2009	2,642 92	2,962 39	319 47	

Morgan Stanley
Private Wealth Management
555 California Street
San Francisco, CA 94104
(415) 576-2004

Supplemental Report

Realized Gains & Losses
696011395 : FRUTH FAMILY FOUNDATION *BRANDYWINE INTERNATIONAL VALUE*
01/01/2009 to 12/31/2009
Trade Date Reporting

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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
423 000	FOSTER GROUP LTD ADR NEW	10/07/2008	08/27/2009	1,807 78	1,901 51	93 73	
493 000	FOSTER GROUP LTD ADR NEW	10/06/2008	08/27/2009	2,187 39	2,216 17	28 78	
270.000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/09/2009	08/27/2009	8,268.21	10,797 07	2,528 86	
250 000	SILICONWARE PRECISION ADR	05/25/2007	08/28/2009	1,903 56	1,576.51		(327 05)
1,873.000	SILICONWARE PRECISION ADR	01/03/2007	08/28/2009	14,309 72	11,811 20		(2,498.52)
154.000	NOBEL BIOCARE HOLDINGS AG ADR	10/30/2008	09/02/2009	1,296 22	2,167 00	870 78	
307.000	NOBEL BIOCARE HOLDINGS AG ADR	10/29/2008	09/02/2009	2,573 18	4,319.93	1,746 75	
587 000	SVENSKA KULLAGERFABRIKEN SKF A ADR	05/05/2009	09/02/2009	6,919 32	8,493 67	1,574 35	
150 000	NOBEL BIOCARE HOLDINGS AG ADR	12/09/2008	09/03/2009	1,144 61	2,136 72	992 11	
177.000	NOBEL BIOCARE HOLDINGS AG ADR	11/19/2008	09/03/2009	1,217 41	2,521 34	1,303.93	
46 000	NOBEL BIOCARE HOLDINGS AG ADR	11/03/2008	09/03/2009	381 41	655 26	273 85	
408 000	NOBEL BIOCARE HOLDINGS AG ADR	10/30/2008	09/03/2009	3,434 13	5,811 89	2,377 76	
278.000	RYAN AIR HLDG PLC ADR REPR 5 SHS	10/08/2008	09/04/2009	4,859 61	7,634 55	2,774 94	
472.000	RYAN AIR HLDG PLC ADR REPR 5 SHS	07/25/2008	09/04/2009	16,136 50	12,962 25		(3,174 25)
83 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	05/05/2009	09/18/2009	2,856 66	3,557 73	701 07	
96.000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	04/15/2009	09/18/2009	3,275 04	4,114 96	839 92	
317 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/17/2009	09/18/2009	9,932 12	13,587 95	3,655 83	
21 000	NESTLE SA CHF10 SPONS ADR 20 ADRS - 1 REG'D)	03/09/2009	09/18/2009	643 08	900 15	257 07	
269.000	WOODSIDE PETE LTD SPONSORED ADR	03/26/2009	09/22/2009	7,822 55	11,809 89	3,987 34	
296.000	FRANCE TELECOM SA ADR	01/03/2007	10/12/2009	8,302 80	7,867 03		(435 77)
649.000	TELSTRA CORP ADR	10/07/2008	10/13/2009	10,250.05	9,370 47		(879.58)
208.000	SABMILLER PLC SPONS ADR	03/31/2008	10/15/2009	4,597 42	5,526 37		928 95
426.000	VODAFONE GP PLC ADS NEW	01/03/2007	10/19/2009	12,004 68	9,428.75		(2,575 93)
448.000	TOKIO MARINE HLDGS ADR	01/03/2007	10/20/2009	15,890 56	11,942 29		(3,948 27)

Supplemental Report

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Realized Gains & Losses
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Shares or Face Value	Security Description	Purchase Date	Sale Date	Cost	Proceeds	Gain (Loss) Short Term	Gain (Loss) Long Term
2,262 000	BNC SNT ADDTL ADR	10/16/2009	11/06/2009				
	BNP PARIBAS PARIS ADR	07/08/2009	11/09/2009		962 99	962 99	
357.000	SABMILLER PLC SPONS ADR	03/31/2008	11/11/2009	7,890 77	9,864 33		1,973.56
321 000	NIDEC CORP SPONSORED ADR	01/04/2008	11/13/2009	6,084 30	6,693 09		608 79
94.000	NIDEC CORP SPONSORED ADR	12/28/2007	11/13/2009	1,710 92	1,959 97		249 05
333.000	NIDEC CORP SPONSORED ADR	12/27/2007	11/13/2009	6,120 74	6,943 30		822 56
274.000	NIDEC CORP SPONSORED ADR	03/12/2009	11/19/2009	2,912 15	5,373 82	2,461 67	
215.000	NIDEC CORP SPONSORED ADR	03/24/2008	11/19/2009	3,430 80	4,216 68		785.88
35.000	NIDEC CORP SPONSORED ADR	01/04/2008	11/19/2009	663 40	686 44		23 04
1,086.000	NOKIA CORP ADR SHRS EACH REPSTG 1 A SHARE	04/20/2009	12/01/2009	15,728 00	14,561 58	(1,166 42)	
325 000	UBS AG-REG	10/07/2008	12/01/2009	5,767 71	5,213 06		(554 65)
13 000	UBS AG-REG	05/20/2008	12/01/2009		208 52		208 52
278 000	UBS AG-REG	03/12/2008	12/01/2009	8,587.84	4,459.17		(4,128 67)
	AXA ADR REPR 1/2 SHS	08/07/2009	12/04/2009		701 46	701 46	
448 000	ANGLO AMER	03/17/2009	12/10/2009	3,563 66	9,171 84	5,608 18	
662.000	STATOIL ASA	08/10/2009	12/11/2009	14,051 22	16,018 33	1,967 11	
	TOTAL PORTFOLIO			867,412.57	709,075.71	(2,430 15)	(155,906.71)

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

Application for Extension of Time To . ile 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 File by the due date for filing your return See instructions	Name of Exempt Organization THE FRUTH FAMILY FOUNDATION	**Employer identification number** 71-0956112
	Number, street, and room or suite no. If a P O. box, see instructions. 735 SHILOH CANYON ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SANTA ROSA, CA 95403	

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 ▶ HARRIS MYCFO, INC.

Telephone No. ▶ 650 210-5000 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**	$ 5,806.
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**	$ 5,806.
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)

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization THE FRUTH FAMILY FOUNDATION	**Employer identification number** 71-0956112
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 735 SHILOH CANYON ROAD	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions SANTA ROSA, CA 95403	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ HARRIS MYCFO, INC.

Telephone No. ▶ 650 210-5000 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 is for.

4 I request an additional 3-month extension of time until 11/15/2010 .

5 For calendar year 2009 , or other tax year beginning ______, and ending ______.

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

7 State in detail why you need the extension TAXPAYER IS WAITING FOR INFORMATION FROM THIR PARTIES AND ADDITIONAL TIME IS NEEDED IN ORDER TO FILE A COMPLETE AND ACCURATE TAX RETURN

8a	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.	8a	$ 5,806.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 5,806.
c	**Balance Due.** Subtract line 8b from line 8a. 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.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶

HARRIS MYCFO, INC.
1080 MARSH ROAD, SUITE 100
MENLO PARK, CA 94025

JSA
9F8055 2 000
37739F 517K