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

2009

Department of the Treasury
Internal Revenue Service

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

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

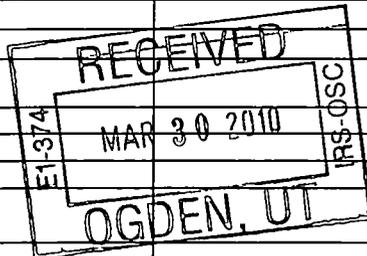
G Check all that apply. Initial return Initial Return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	DAVID AND HARRIET DYER FAMILY FOUNDATION 300 BEACH DRIVE NE #2801 ST PETERSBURG, FL 33701	A Employer identification number 71-6193877 B Telephone number (see the instructions) 727-895-5542
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,006,665.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 the instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	7,879.	7,879.	7,879.	
4 Dividends and interest from securities	54,681.	54,681.	54,681.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-789,238.			
b Gross sales price for all assets on line 6a	1,088,150.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			0.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1	211.			
12 Total. Add lines 1 through 11	-726,467.	62,560.	62,560.	
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 sch)				
c Other prof fees (attach sch) SEE ST 2	25,317.	25,317.		
17 Interest				
18 Taxes (attach schedule)(see instr.) SEE STMT 3	127.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	25,444.	25,317.		
25 Contributions, gifts, grants paid PART XV	403,000.			403,000.
26 Total expenses and disbursements. Add lines 24 and 25	428,444.	25,317.	0.	403,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,154,911.			
b Net investment income (if negative, enter -0-)		37,243.		
c Adjusted net income (if negative, enter -0-)			62,560.	

SCANNED MAR 31 2010

ADMINISTRATIVE AND OPERATING EXPENSES



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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
A S S E T S	1	Cash – non-interest-bearing		454,252.	5,443.	5,444.
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch.)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
		b Investments – corporate stock (attach schedule)		2,528,754.	1,734,864.	1,897,843.
		c Investments – corporate bonds (attach schedule)			88,034.	103,378.
	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 instructions. Also, see page 1, item I)		2,983,006.	1,828,341.	2,006,665.	
L I A B I L I T I E S	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		2,983,252.	1,828,341.	
30	Total net assets or fund balances (see the instructions)		2,983,252.	1,828,341.		
31	Total liabilities and net assets/fund balances (see the instructions)		2,983,252.	1,828,341.		

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	2,983,252.
2	Enter amount from Part I, line 27a	2	-1,154,911.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,828,341.
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	1,828,341.

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 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a NORTHERN TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
b NORTHERN TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
c CAPITAL GAIN DIVIDENDS			
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 630,844.		1,005,161.	-374,317.
b 454,678.		872,227.	-417,549.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-374,317.
b			-417,549.
c			2,628.
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	-789,238.
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 the instructions). If (loss), enter -0- in Part I, line 8]	3	-374,317.

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 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 (column (b) divided by column (c))
2008	240,000.	3,011,637.	0.079691
2007	412,007.	3,776,417.	0.109100
2006	700,130.	3,271,307.	0.214021
2005	517,964.	2,660,172.	0.194711
2004	366,219.	2,735,962.	0.133854

2 Total of line 1, column (d)	2	0.731377
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	0.146275
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,972,331.
5 Multiply line 4 by line 3	5	288,503.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	372.
7 Add lines 5 and 6	7	288,875.
8 Enter qualifying distributions from Part XII, line 4	8	403,000.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	372.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	372.
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	372.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,671.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,671.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,299.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	1,299.	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ <u>0.</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>FL</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X	
14 The books are in care of ▶ <u>HARRIET DYER</u> Telephone no. ▶ <u>727-895-5542</u> Located at ▶ <u>300 BEACH DRIVE NE, #2801 ST PETERSBURG FL</u> ZIP + 4 ▶ <u>33701</u>				
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A ▶ <input type="checkbox"/> N/A				

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 instructions)? Yes No

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) N/A

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

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

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? Yes No

5b		N/A
6b		X
7b		N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
DAVID F. DYER 300 BEACH DRIVE NE, #2801 ST PETERSBURG, FL 33701	TRUSTEE 20.00	0.	0.	0.
HARRIET DYER 300 BEACH DRIVE NE, #2801 ST PETERSBURG, FL 33701	TRUSTEE 30.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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 0

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services – (see 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		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 THE DAVID AND HARRIET DYER FAMILY FOUNDATION IS ORGANIZED AND OPERATED TO MAKE DONATIONS OF CASH AND SECURITIES TO QUALIFYING PUBLIC CHARITIES.	
2 -----	
3 -----	
4 -----	

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

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

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

BAA

Form 990-PF (2009)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,735,186.
b	Average of monthly cash balances	1b	267,180.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,002,366.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,002,366.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,035.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,972,331.
6	Minimum investment return. Enter 5% of line 5	6	98,617.

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

1	Minimum investment return from Part X, line 6	1	98,617.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	372.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	372.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	98,245.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	98,245.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	98,245.

Part XII Qualifying Distributions (see 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	403,000.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	403,000.
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 instructions)	5	372.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	402,628.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				98,245.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	236,983.			
b From 2005	401,027.			
c From 2006	548,050.			
d From 2007	250,490.			
e From 2008	89,747.			
f Total of lines 3a through e	1,526,297.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 403,000.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				98,245.
e Remaining amount distributed out of corpus	304,755.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,831,052.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	236,983.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,594,069.			
10 Analysis of line 9:				
a Excess from 2005	401,027.			
b Excess from 2006	548,050.			
c Excess from 2007	250,490.			
d Excess from 2008	89,747.			
e Excess from 2009	304,755.			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 organization had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

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

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

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

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 SEE STATEMENT 4				
Total				▶ 3a 403,000.
b Approved for future payment				
Total				▶ 3b

2009 Tax Information Statement

Account Number: 03-33604
 Recipient's Tax ID number: XX-XXX3877
 Payer's Federal ID number: 57-6141618
 Questions? (727)895-1806
 Corrected 2nd TIN notice

Recipient's Name and Address
 DAVID & HARRIET DYER FAMILY
 300 BEACH DR. NE APT. 2801
 ST. PETERSBURG, FL 33701-3468

Payer's Name and Address
 NORTHERN TRUST, NA
 P.O. BOX 803878
 CHICAGO, IL 60680

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

OMB No. 1545-0715

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

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale	Stocks, Bonds, etc. (Box 2)	Cost or Other Basis (Box 4)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
Short Term Sales Reported on 1099-B								
2830.0000	587118100	MENS. WEARHOUSE INC.	VARIOUS	01/02/2009	40,165.68	69,469.35	-29,303.67	0.00
3375.0000	607828100	MODINE MFG CO	VARIOUS	01/02/2009	16,865.45	59,965.94	-43,100.49	0.00
300.0000	690368105	OVERSEAS SHIPHOLDING GROUP INC COM	10/14/2008	01/02/2009	13,364.83	14,581.35	-1,216.52	0.00
470.0000	918790109	VAIL RESORTS INC	07/21/2008	01/02/2009	12,431.90	17,652.87	-5,220.97	0.00
4340.0000	02916P103	AMERICAN RAILCAR INDS INC COM STK	VARIOUS	01/05/2009	46,357.44	92,831.45	-46,474.01	0.00
1040.0000	61748W108	MORGANS HOTEL GROUP CO COM STK	07/31/2008	01/12/2009	4,312.65	15,092.38	-10,779.73	0.00
2400.0000	910331107	UNITED FIRE & CASUALTY CO	VARIOUS	01/12/2009	63,951.48	78,017.41	-14,065.93	0.00
3920.0000	27579R104	EAST WEST BANCORP INC	VARIOUS	02/17/2009	30,082.69	55,361.35	-25,278.66	0.00
1790.0000	387328107	GRANITE CONSTRUCTION INC	VARIOUS	02/17/2009	57,013.15	65,344.24	-8,331.09	0.00
2624.0000	391164100	GREAT PLAINS ENERGY INC	07/15/2008	02/17/2009	38,401.76	67,542.01	-29,140.25	0.00
1260.0000	G67742109	ONEBEACON INSURANCE GROUP LTD COM STK USD0.01 CLASS 'A'	08/04/2008	02/17/2009	13,901.88	23,319.20	-9,417.32	0.00
210.0000	034164103	ANDERSONS INC COM	07/28/2008	02/18/2009	2,873.18	8,611.11	-5,737.93	0.00
720.0000	46146P102	INVESTORS BANCORP INC COM STK	07/17/2008	02/18/2009	5,543.68	10,178.64	-4,634.96	0.00
978.0000	173085200	CITIGROUP CAP XX 7.875% ENHANCED TR. PFD SECS TRUUPS. PFD STK	01/12/2009	02/23/2009	6,890.65	17,919.89	-11,029.24	0.00

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



2009 Tax Information Statement

Account Number: 03-33604
 Recipient's Tax ID number: XX-XXX3877
 Payer's Federal ID number: 57-6141618
 Questions? (727)895-1806

Recipient's Name and Address
 DAVID & HARRIET DYER FAMILY
 300 BEACH DR. NE APT. 2801
 ST. PETERSBURG, FL 33701-3468

Payer's Name and Address
 NORTHERN TRUST, NA
 P.O. BOX 803878
 CHICAGO, IL 60680

Corrected 2nd TIN notice

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale	Stocks, Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
1022.0000	173085200	CITIGROUP CAP XX 7.875% ENHANCED TR PFD SECS TRUUPS PFD STK	01/12/2009	02/24/2009	6,089.65	18,726.11	-12,636.46	0.00
4000.0000	060505617	ADR BANK AMER CORP DEP SHS REPSTG 1/1200TH PFD SER 3	VARIOUS	03/02/2009	19,691.48	63,158.00	-43,466.52	0.00
2000.0000	902973882	US BANCORP DEL DEPOSITARY SHS REPSTG 1/1000TH PERP PFD STK	01/05/2009	03/02/2009	29,205.83	53,374.00	-24,168.17	0.00
2000.0000	949746879	WELLS FARGO & CO NEW DEP SHS SER J	01/05/2009	03/02/2009	26,537.25	44,674.00	-18,136.75	0.00
8300.0000	90262T308	UCBH HOLDINGS INC	VARIOUS	06/08/2009	11,915.17	51,160.36	-39,245.19	0.00
100000.0000	416515AT1	HARTFORD FINL SVCS GROUP INC HARTFORD FINL 5.375 DUE 03-15-2017 BEC	08/24/2009	10/14/2009	91,623.00	86,694.51	4,928.49	0.00
100000.0000	57183HGA3	MARSHALL & ILSLEY CORP MEDIUM TERM INTS BOOK ENTRY MTN 5.35% DUE 04-01-2011	04/24/2009	10/14/2009	93,625.00	91,486.89	2,138.11	0.00
Total Short Term Sales Reported on 1099-B					630,843.80	1,005,161.06	-374,317.26	0.00
Long Term 15% Sales Reported on 1099-B								
1690.0000	690368105	OVERSEAS SHIPHOLDING GROUP INC COM	VARIOUS	01/02/2009	75,288.57	128,648.60	-53,360.03	0.00
1460.0000	724078100	PIPER JAFFRAY COMPANIES INC	VARIOUS	01/02/2009	55,361.57	74,402.87	-19,041.30	0.00
1660.0000	918790109	VAIL RESORTS INC	VARIOUS	01/02/2009	43,908.41	96,747.79	-52,839.38	0.00
5251.0000	950587105	WENDYS / ARBYS GROUP INC COM STK	VARIOUS	01/02/2009	26,351.47	79,010.17	-52,658.70	0.00
3580.0000	61748W108	MORGANS HOTEL GROUP CO COM STK	VARIOUS	01/12/2009	14,845.46	86,655.15	-71,809.69	0.00

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2009 Tax Information Statement

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 Payer's Federal ID number: 57-6141618
 Questions? (727)895-1806
 Corrected 2nd TIN notice

Recipient's Name and Address
 DAVID & HARRIET DYER FAMILY
 300 BEACH DR. NE APT. 2801
 ST. PETERSBURG, FL 33701-3468

Payer's Name and Address
 NORTHERN TRUST, NA
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired (Box 1a)	Date of Sale (Box 2)	Stocks, Bonds, etc. (Box 2)	Cost or other Basis (Box 4)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 4)
1553.0000	034164103	ANDERSONS INC COM	VARIOUS	02/17/2009	22,753.03	70,354.17	-47,601.14	0.00
1355.0000	14057C106	CAPITOL FED FINL COM ISIN #US14057C1062	01/25/2007	02/17/2009	52,958.11	52,923.99	34.12	0.00
2942.0000	46146P102	INVESTORS BANCORP INC COM STK	VARIOUS	02/17/2009	23,531.15	43,543.92	-20,012.77	0.00
4450.0000	G67742109	ONEBEACON INSURANCE GROUP LTD COM STK USD0.01 CLASS 'A'	VARIOUS	02/17/2009	49,097.90	119,124.11	-70,026.21	0.00
957.0000	034164103	ANDERSONS INC COM	VARIOUS	02/18/2009	13,093.51	38,456.68	-25,363.17	0.00
605.0000	14057C106	CAPITOL FED FINL COM ISIN #US14057C1062	01/25/2007	02/18/2009	23,147.84	23,630.27	-482.43	0.00
1998.0000	46146P102	INVESTORS BANCORP INC COM STK	VARIOUS	02/18/2009	15,383.71	27,328.68	-11,944.97	0.00
1640.0000	472319102	JEFFERIES GROUP INC NEW	02/06/2008	12/31/2009	38,957.19	31,400.42	7,556.77	0.00
Total Long Term 15% Sales Reported on 1099-B						454,677.92	872,226.82	-417,548.90

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



DAVID AND HARRIET DYER FAMILY FOUNDATION

71-6193877

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
K-1 INCOME	\$ 211.		
TOTAL	\$ 211.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTANT FEES	\$ 1,850.	\$ 1,850.		
ADVISORY FEES	20,459.	20,459.		
NORTHERN TRUST FEES	3,008.	3,008.		
TOTAL	\$ 25,317.	\$ 25,317.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	\$ 127.			
TOTAL	\$ 127.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
COLUMBIA UNIVERSITY 1150 ST NICHOLAS AVENUE NEW YORK, NY 10032	NONE	PUBLIC	SUPPORT HIGHER EDUCATION	\$ 100,000.
COAST GUARD FOUNDATION 394 TAUGWONK ROAD STONINGTON, CT 06378	NONE	PUBLIC	SUPPORT ARMED FORCES	40,000.

DAVID AND HARRIET DYER FAMILY FOUNDATION

71-6193877

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CARON FOUNDATION PO BOX 150 WERNERSVILLE, PA 19565	NONE	PUBLIC	SUPPORT DRUG & ALCOHOL REHAB CENTER	\$ 50,000.
SALVADOR DALI MUSEUM 1000 3RD STREET SOUTH ST PETERSBURG, FL 33701	NONE	PUBLIC	SUPPORT THE ARTS	30,000.
AMERICAN RED CROSS 3310 W MAIN STREET TAMPA, FL 33607	NONE	PUBLIC	SUPPORT DISASTER RELIEF PREPAREDNESS	3,000.
UNITED WAY 1836 14TH AVENUE VERO BEACH, FL 32961	NONE	PUBLIC	SUPPORT PUBLIC CHARITIES	3,000.
SEBASTIAN CLAM BAKE FOUNDATION PO BOX 780436 SEBASTIAN, FL 32978	NONE	PUBLIC	SUPPORT PUBLIC CHARITIES	3,000.
MARCH OF DIMES 112 43RD AVENUE SW VERO BEACH, FL 32968	NONE	PUBLIC	SUPPORT CHILDRENS MEDICAL SERVICES	3,000.
VERO BEACH FIREFIGHTERS 1500 OLD DIXIE HIGHWAY VERO BEACH, FL 32960	NONE	PUBLIC	SUPPORT AREA FIREFIGHTERS	3,000.
CLEANING FOR A REASON 211 S STEMMONS, SUITE G LEWISVILLE, TX 75067	NONE	PUBLIC	SUPPORT CANCER PATIENTS	3,000.
BIG BROTHERS BIG SISTERS 918 WEST BAY DRIVE LARGO, FL 33770	NONE	PUBLIC	SUPPORT YOUTH DEVELOPMENT	3,000.
MAIN STREET VERO BEACH 2036 14TH AVENUE, SUITE 103 VERO BEACH, FL 32961	NONE	PUBLIC	SUPPORT LOCAL COMMUNITY SERVICE	3,000.
HABITAT FOR HUMANITY 3071 118TH AVENUE NORTH ST PETERSBURG, FL 33716	NONE	PUBLIC	SUPPORT FOR IMPROVING HOUSING FOR THE HOMELESS	3,000.
ALL CHILDREN'S HOSPITAL FOUNDATION 777 4TH STREET SOUTH ST PETERSBURG, FL 33701	NONE	PUBLIC	SUPPORT CHILDRENS MEDICAL SERVICES	50,000.

DAVID AND HARRIET DYER FAMILY FOUNDATION

71-6193877

STATEMENT 4 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SALVATION ARMY 340 14TH AVENUE SOUTH ST PETERSBURG, FL 33701	NONE	PUBLIC	SUPPORT FOR THE HOMELESS AND POOR	\$ 3,000.
EXCHANGE CLUB OF INDIAN RIVER P.O. BOX 93 VERO BEACH, FL 32961	NONE	PUBLIC	SUPPORT LOCAL COMMUNITY SERVICE	3,000.
CLEVELAND CLINIC 2950 CLEVELAND CLINIC BLVD WESTON, FL 33331 <i>Cleveland, Ohio</i>	NONE	PUBLIC	SUPPORT FOR PUBLIC MEDICAL SERVICES	100,000.
			TOTAL \$	<u>403,000.</u>