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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

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.	Name of foundation AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION		A Employer identification number 73-1463604
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite PO BOX 436		B Telephone number (see the instructions) (405) 236-2210
	City or town OKLAHOMA CITY	State ZIP code OK 73101	C If exemption application is pending, check here <input type="checkbox"/>
	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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 724,390.		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)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)	300.			
2 <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	14,836.	14,836.		
5a Gross rents				
b Net rental income or (loss)		L-6a Stmt		
6a Net gain/(loss) from sale of assets not on line 10	-23,917.			
b Gross sales price for all assets on line 6a	547,248.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) See Line 11 Stmt	32,900.	32,900.		
12 Total. Add lines 1 through 11	24,119.	47,736.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) L-16a Stmt	9,515.			
b Accounting fees (attach sch)				
c Other prof fees (attach sch) L-16c Stmt	4,874.	3,924.		
17 Interest	40.	40.		
18 Taxes (attach schedule) (see instr.) See Line 18 Stmt	15,381.	15,381.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ADR Fees	9.			
24 Total operating and administrative expenses. Add lines 13 through 23	29,819.	19,345.		
25 Contributions, gifts, grants paid	74,900.			74,900.
26 Total expenses and disbursements. Add lines 24 and 25	104,719.	19,345.		74,900.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-80,600.			
b Net investment income (if negative, enter -0-)		28,391.		
c Adjusted net income (if negative, enter -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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments		-12,561.	24,624.	24,624.
	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) L-10a Stmt		75,330.	0.	0.
	b	Investments – corporate stock (attach schedule) L-10b Stmt		442,879.	383,718.	433,060.
	c	Investments – corporate bonds (attach schedule) L-10c Stmt		0.		
	11	Investments – land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)		345,989.	0.	0.	
12	Investments – mortgage loans					
13	Investments – other (attach schedule) L-13 Stmt		250,000.	266,706.	266,706.	
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)		1,101,637.	675,048.	724,390.	
LIABILITIES	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)				
NET ASSETS OR FUND BALANCES		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		1,101,637.	675,048.	
	30	Total net assets or fund balances (see the instructions)		1,101,637.	675,048.	
31	Total liabilities and net assets/fund balances (see the instructions)		1,101,637.	675,048.		

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	1,101,637.
2	Enter amount from Part I, line 27a	2	-80,600.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,021,037.
5	Decreases not included in line 2 (itemize) See Other Decreases Stmt	5	345,989.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	675,048.

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 See Attached Schedule		P	03/30/09	11/02/09
b See Attached Schedule		P	11/19/07	02/17/09
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 414,597.		431,950.	-17,353.
b 132,651.		139,215.	-6,564.
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			-17,353.
b			-6,564.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-23,917.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		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 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	78,900.	1,255,819.	0.062828
2007	98,710.	1,443,956.	0.068361
2006	12,000.	1,521,435.	0.007887
2005	34,180.	1,111,972.	0.030738
2004	69,233.	760,083.	0.091086

2 Total of line 1, column (d)	2	0.260900
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	0.052180
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	700,295.
5 Multiply line 4 by line 3	5	36,541.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	284.
7 Add lines 5 and 6	7	36,825.
8 Enter qualifying distributions from Part XII, line 4	8	74,900.

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.)		1	284.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, 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	284.
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	284.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	400.	
b Exempt foreign organizations — tax withheld at source	6b		
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	400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	116.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax	11	116.	Refunded

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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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?		
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) OK - Oklahoma		
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? <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

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Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>DON A KARCHMER</u> Telephone no <u>(405) 236-2210</u> Located at <u>21 EAST MAIN, OKLAHOMA CITY, OK</u> ZIP + 4 <u>73104</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 <u>15</u>			

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
1 a 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 <u> </u>		1 b	
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?		1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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.)		2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>			
3 a 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.)		3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a	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?		4 b	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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ 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)?

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?

If 'Yes' to 6b, file Form 8870

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

7b

Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
DON A KARCHMER 21 EAST MAIN, OKC, OK 73104	PRES/TREAS 4.00	0.	0.	0.
TERE BOND 21 EAST MAIN, OKC, OK 73104	SECRETARY 2.00	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				
0				
0				
0				
0				

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

None

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 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	
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	
2	
All other program-related investments See instructions	
3	
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 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	421,163.
b Average of monthly cash balances	1b	23,090.
c Fair market value of all other assets (see instructions)	1c	266,706.
d Total (add lines 1a, b, and c)	1d	710,959.
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	
3 Subtract line 2 from line 1d	3	710,959.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	10,664.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	700,295.
6 Minimum investment return. Enter 5% of line 5	6	35,015.

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	35,015.
2a Tax on investment income for 2009 from Part VI, line 5	2a	284.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	284.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	34,731.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	34,731.
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	34,731.

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	74,900.
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	74,900.
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	284.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,616.

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				34,731.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			23,957.	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2009				
a From 2004	0.			
b From 2005	0.			
c From 2006	0.			
d From 2007	0.			
e From 2008	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4. $\$$ 74,900.				
a Applied to 2008, but not more than line 2a			23,957.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2009 distributable amount				34,731.
e Remaining amount distributed out of corpus	16,212.			
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	16,212.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see 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)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	16,212.			
10 Analysis of line 9.				
a Excess from 2005	0.			
b Excess from 2006	0.			
c Excess from 2007	0.			
d Excess from 2008	0.			
e Excess from 2009	16,212.			

BAA

Form 990-PF (2009)

N/A

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

(4) Gross investment income

[illegible]

RESTRICTED TO 501(c)(3) ORGANIZATIONS

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				
Centralia Area Historical Society 240 S Locust ST Centralia IL 62801	NA	501(c)(3)	CHARITY	50,000.
Friends of the Capital 7100 N Classen Blvd Oklahoma City OK 73116	NA	501(c)(3)	CHARITY	900.
Oklahoma Centennial Comm Fund 133 West Main Street Oklahoma City OK 73101	NA	501(c)(3)	CHARITY	20,000.
Friends of the IDF 29 E Madison, Ste 802 Chicago IL 60602	NA	501(c)(3)	CHARITY	4,000.
Total			3a	74,900.
b Approved for future payment				
Total			3b	

Name AARON & GERTRUDE KARCHMER MEMORIAL FOUNDATION	Employer Identification Number 73-1463604
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Asset Information:

Description of Property	<u>See page 3 Part IV</u>	
Date Acquired	How Acquired	
Date Sold	Name of Buyer	
Sales Price:	Cost or other basis (do not reduce by depreciation)	
Sales Expense:	Valuation Method	
Total Gain (Loss):	Accumulation Depreciation	

Description of Property		
Date Acquired	How Acquired	
Date Sold	Name of Buyer	
Sales Price	Cost or other basis (do not reduce by depreciation)	<u>571,165.</u>
Sales Expense	Valuation Method	
Total Gain (Loss)	Accumulation Depreciation	<u>-23,917.</u>

Description of Property:		
Date Acquired	How Acquired	
Date Sold	Name of Buyer	
Sales Price	Cost or other basis (do not reduce by depreciation)	
Sales Expense	Valuation Method	
Total Gain (Loss):	Accumulation Depreciation	

Description of Property:		
Date Acquired	How Acquired:	
Date Sold:	Name of Buyer	
Sales Price:	Cost or other basis (do not reduce by depreciation)	
Sales Expense	Valuation Method	
Total Gain (Loss)	Accumulation Depreciation:	

Description of Property		
Date Acquired	How Acquired:	
Date Sold	Name of Buyer	
Sales Price:	Cost or other basis (do not reduce by depreciation)	
Sales Expense	Valuation Method	
Total Gain (Loss)	Accumulation Depreciation	

Description of Property:		
Date Acquired	How Acquired	
Date Sold:	Name of Buyer	
Sales Price	Cost or other basis (do not reduce by depreciation)	
Sales Expense:	Valuation Method	
Total Gain (Loss)	Accumulation Depreciation	

Description of Property:		
Date Acquired	How Acquired	
Date Sold	Name of Buyer	
Sales Price	Cost or other basis (do not reduce by depreciation)	
Sales Expense	Valuation Method	
Total Gain (Loss)	Accumulation Depreciation	

Description of Property:		
Date Acquired:	How Acquired:	
Date Sold:	Name of Buyer	
Sales Price:	Cost or other basis (do not reduce by depreciation)	
Sales Expense:	Valuation Method	
Total Gain (Loss):	Accumulation Depreciation	

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income	Rev/Exp Book	Net Inv Inc	Adj Net Inc
PATHWAYS ADULT LIVING RENTS	2,900.	2,900.	
Passive RE Rental DG Homes, LLC	30,000.	30,000.	
Total	32,900.	32,900.	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Tax on Investment Inc	0.	0.		
Foreign Tax on Dividends	313.	313.		
Real Estate Tax - Pathways	15,068.	15,068.		
Total	15,381.	15,381.		

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

Adult Pathways Building transfered to A.G.K. Foundation	345,989.
Total	345,989.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
McDonald Sanders	Legal	9,515.			
Total		9,515.			

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITHBARNEY	INVESTMENT SERVICES	3,924.			
LAURA COOKE	INCOME TAX SERVICES	950.			
Total		4,874.			

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
FEDERAL FARM CREDIT BANK			0.	0.
FEDERAL HOME LOAN BANK			0.	0.
Total			0.	0.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SMITH BARNEY INVESTMENT ACCOUNT - See attached schedule	383,718.	433,060.
Total	383,718.	433,060.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Temporary Investment - Ashley Furniture	266,706.	266,706.
Total	266,706.	266,706.

Supporting Statement of:

Form 990-PF, pl/Line 1(a)

Description	Amount
FCP Trust	300.
Total	<u>300.</u>

Ref 000U1979 00050296

AARON AND GERTRUDE KARCHMER
Account Number 422-04964-10 870

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income (Capital Gain/Loss)
125000030	600	AMERICAN WTR WKS CO INC NEW	11/28/08	05/04/09	\$ 10,419.57	\$ 12,147.90	(\$ 1,728.33)	\$ 0.00
125000040	400	BB&T CORP	10/13/08	01/16/09	7,873.83	\$ 12,147.90	(\$ 1,728.33)	\$ 0.00
125000050	100	BB&T CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	12/02/09	12/07/09	2,588.13	11,920.96	(4,047.13)	0.00
125000060	250	BAXTER INTL INC	07/09/08	04/27/09	12,372.46	16,301.25	(3,928.79)	0.00
125000080	85	BLACKROCK INC MorganStanley SmithBarney LLC acted as your agent in this transaction	03/25/09	11/23/09	19,444.43	11,209.80	8,234.63	0.00
125000100	200	CHEVRON CORP MorganStanley Sml th Barney LLC acted as yo ur agent in this transa	11/14/08	09/09/09	14,040.63	14,825.00	(784.37)	0.00
125000110	500	CHOICE HOTELS INTL INC MorganStanley Sml th Barney LLC acted as yo ur agent in this transa	03/23/09	07/20/09	13,431.05	13,558.00	(126.95)	0.00
125000120	50	COCA-COLA CO MorganStanley SmithBarney LLC acted as your agent in this transaction	09/30/09	12/07/09	2,895.92	2,683.31	212.61	0.00
125000130	400	DARDEN RESTAURANTS INC MorganStanley SmithBarney LLC acted as your agent in this transaction	03/16/09	11/10/09	13,073.98	11,737.04	1,336.94	0.00
125000170	190	FLUOR CORP NEW MorganStanley SmithBarney LLC acted as your agent in this transaction	08/11/09	10/30/09	8,776.38	10,281.28	(1,504.90)	0.00
125000180	350	GLAXOSMITHKLINE PLC SP ADR MorganStanley Sml th Barney LLC acted as yo ur agent in this transa	10/06/08	08/28/09	13,652.84	14,242.55	(589.71)	0.00

2009 YEAR END SUMMARY



Ref 00001979 00050297

AARON AND GERTRUDE KARCHMER
Account Number 422-04964-10 870

Details of Short Term Gain (Loss) 2009 - continued

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000190	25	GOLDMAN SACHS GROUP INC Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	03/16/09	08/11/09	\$ 4,007 89	\$ 2,455 37 \$ 2,455 37	\$ 1,552 52 \$ 1,552 52	\$ 0 00 \$ 0 00
125000200	100	GOLDMAN SACHS GROUP INC MorganStanley SmithBarney LLC acted as your agent in this transaction	03/16/09	11/19/09	17,416 88	9,821 49 9,821 49	7,595 39 7,595 39	0 00 0 00
125000220	1,000	INTEL CORP MorganStanley SmithBarney LLC acted as your agent in this transaction	01/23/09	11/23/09	19,456 89	13,148 00 13,148 00	6,308 89 6,308 89	0 00 0 00
125000230	150	INTL BUSINESS MACHINES CORP	05/14/08	02/12/09	14,006 73	19,132 14 19,132 14	(5,125 41) (5,125 41)	0 00 0 00
125000240	250	KIMBERLY CLARK CORP	09/10/08	03/27/09	11,892 81	16,140 78 16,140 78	(4,247 97) (4,247 97)	0 00 0 00
125000250	500	KROGER CO	11/14/08	02/09/09	11,430 03	14,130 00 14,130 00	(2,699 97) (2,699 97)	0 00 0 00
125000260	200	MCDONALDS CORP	08/05/08	02/17/09	11,101 53	12,217 40 12,217 40	(1,115 87) (1,115 87)	0 00 0 00
125000270	450	MCGRAW HILL COS INC	09/04/08	03/09/09	7,949 83	20,080 44 20,080 44	(12,130 61) (12,130 61)	0 00 0 00
125000280	10	MCKESSON CORPORATION MorganStanley SmithBarney LLC acted as your agent in this transaction	07/09/09	10/19/09	607 68	435 61 435 61	172 07 172 07	0 00 0 00
125000290	80	MCKESSON CORPORATION MorganStanley SmithBarney LLC acted as your agent in this transaction	07/09/09	12/02/09	4,995 87	3,484 86 3,484 86	1,511 01 1,511 01	0 00 0 00
125000310	140	MONSANTO CO NEW Morgan Stanley Smi th Barney LLC acted as yo ur agent in this transa	02/09/09	08/07/09	11,804 95	11,752 58 11,752 58	52 37 52 37	0 00 0 00
125000320	50	NIKE INC CL B MorganStanley SmithBarney LLC acted as your agent in this transaction	03/27/09	12/07/09	3,226 91	2,350 40 2,350 40	876 51 876 51	0 00 0 00



el 00001979 00050298

AARON AND GERTRUDE KARCHMER

Account Number 422-04964-10 870

Details of Short Term Gain (Loss) 2009 - continued

2 0 0 9 Y E A R E N D S U M M A R Y									
Reference Number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)	
25000330	200	NIKE INC CL B MorganStanley SmithBarney LLC acted as your agent in this transaction	03/27/09	12/18/09	\$ 12,887.36	\$ 9,401.58	\$ 3,485.78	\$ 0.00	
25000340	50	NOVARTIS AG ADR MorganStanley SmithBarney LLC acted as your agent in this transaction	11/16/09	12/07/09	2,175.92	2,695.75	80.17	0.00	
125000350	350	NUCOR CORP	11/28/08	02/02/09	13,867.13	12,178.11	1,689.02	0.00	
125000360	75	ONEOK INC NEW MorganStanley SmithBarney LLC acted as your agent in this transaction	01/23/09	12/07/09	3,102.67	2,191.88	910.79	0.00	
125000370	400	PACCAR INC -DEL- MorganStanley SmithBarney LLC acted as your agent in this transaction	06/04/09	12/17/09	14,041.39	13,687.20	354.19	0.00	
125000380	235	PEPSICO INC MorganStanley SmithBarney LLC acted as your agent in this transaction	10/01/08	09/30/09	13,763.94	16,772.47	(3,008.53)	0.00	
125000390	250	QUALCOMM INC MorganStanley SmithBarney LLC acted as your agent in this transaction	04/28/09	10/13/09	10,325.41	10,624.00	(298.59)	0.00	
125000400	500	SYSCO CORP MorganStanley Sml th Barney LLC acted as yo ur agent in this transa	08/15/08	07/09/09	10,862.87	16,185.95	(5,323.08)	0.00	
125000410	100	TJX COMPANIES INC NEW MorganStanley Sml th Barney LLC acted as yo ur agent in this transa	08/22/08	08/11/09	2,172.57	3,185.50	(1,012.93)	0.00	
125000420	400	TJX COMPANIES INC NEW MorganStanley SmithBarney LLC acted as your agent in this transaction	03/16/09	10/27/09	3,467.11	2,466.25	1,000.86	0.00	
						2,466.25	1,000.86	0.00	
						9,865.00	5,747.03	0.00	
						9,865.00	5,747.03	0.00	



Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor. For additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
125000010	175	ALCON INC. Morgan Stanley Smith Barney LLC acted as your agent in this transaction	07/30/09	11/02/09	\$ 17,907.48	\$ 11,435.25 \$ 11,435.25	\$ 6,472.23 \$ 6,472.23	\$ 0.00 \$ 0.00
125000020	275	ABBOTT LABORATORIES	10/27/08	04/03/09	12,305.49	11,835.92 14,835.92	(2,530.43) (2,530.43)	0.00 0.00
250000430	400	TELEFONICA SA DE CV Morgan Stanley Smith Barney LLC acted as your agent in this transaction	03/16/09	12/07/09	\$ 3,471.11	\$ 2,346.51 \$ 2,346.51	\$ 1,124.60 \$ 1,124.60	\$ 0.00 \$ 0.00
250000440	400	U.S. BANCORP DEL NEW	10/13/08	01/20/09	6,477.80	12,700.00 12,700.00	(6,222.20) (6,222.20)	0.00 0.00
	100		11/04/08		1,619.45	3,160.85 3,160.85	(1,541.40) (1,541.40)	0.00 0.00
250000470	100	VERIZON COMMUNICATIONS Morgan Stanley Smith Barney LLC acted as your agent in this transaction	09/05/08	06/04/09	11,860.49	13,615.80 13,615.80	(1,755.31) (1,755.31)	0.00 0.00
250000480	200	VULCAN MATERIALS CO	12/15/08	03/05/09	7,315.59	13,282.44 13,282.44	(5,966.85) (5,966.85)	0.00 0.00
250000500	300	YUM BRAND'S INC Morgan Stanley Smith Barney LLC acted as your agent in this transaction	04/28/09	12/14/09	10,367.94	10,196.85 10,196.85	171.09 171.09	0.00 0.00
total					\$ 414,597.25	\$ 431,950.48	(\$ 17,353.23) (\$ 17,353.23)	\$ 0.00 \$ 0.00

S U L L A F Y U O 9 Y E A R E N D

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than \$20 is not included on Form 1099-B (if applicable), it is included in this section. Please note: this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor or additional information regarding this section see enclosed brochure.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Original Cost Adjusted Cost	Original Gain/(Loss) Adjusted Gain/(Loss)	Ordinary Income Capital Gain/(Loss)
25000070	200	BECTION DICKINSON & CO	11/19/07	02/11/09	\$ 1,858.78	\$ 17,018.00	(\$ 3,159.22)	\$ 0.00
25000090	100	CSX CORP Morgan Stanley Smith Barney LLC acted as your agent in this transaction	02/25/08	08/11/09	4,348.28	4,981.62	(\$ 3,159.22) (643.34) (643.34)	\$ 0.00 0.00 0.00
Details of Long Term Gain (Loss) 2009 - continued								
50001140	200	EXELON CORP	02/04/05	03/24/09	\$ 8,934.56	\$ 9,100.00	(\$ 105.44)	\$ 0.00
50001150	25,000	FEDERAL HOME LOAN BANK CONS BOS BUCK/ENTRY DD 4/1/02	01/15/08	02/13/09	25,000.00	25,575.00	(575.00) 0.00 0.00	\$ 0.00 0.00 0.00
50001160	50,000	DUE 02/13/2009 RATE 5.750 FEDERAL FARM CREDIT BANK CONS BONDS BK/ENTRY DTD 02/01/2005	10/24/07	01/15/09	50,000.00	49,755.00	245.00 245.00	245.00 0.00
50002110	325	H J HEINZ CO Morgan Stanley Smith Barney LLC acted as your agent in this transaction	06/05/08	07/20/09	12,112.53	16,292.45	(4,179.92) (4,179.92)	0.00 0.00
50003300	100	MICROSOFT CORP Morgan Stanley Smith Barney LLC acted as your agent in this transaction	10/06/08	12/07/09	2,978.12	2,505.98	472.14 472.14	0.00 0.00
50004450	50	UNITED TECHNOLOGIES CORP Morgan Stanley Smith Barney LLC acted as your agent in this transaction	12/05/08	12/07/09	3,445.91	2,408.57	1,037.34 1,037.34	0.00 0.00
50004460	15	V F CORP Morgan Stanley Smith Barney LLC acted as your agent in this transaction	02/11/08	12/07/09	1,082.67	1,193.78	(111.11) (111.11)	0.00 0.00
50004900	225	WAL-MART STORES INC	01/17/08	02/10/09	10,840.05	10,684.91	155.14 155.14	0.00 0.00
total					\$ 132,650.90	\$ 138,940.31	(\$ 6,289.41) (\$ 6,289.41)	\$ 245.00 \$ 0.00

245.00
132,215.31

S U M M A R Y 2 0 0 9 Y E A R E N D S U M M A R Y

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
250	ALLERGAN INC	AGN	07/20/09	\$ 12,486 88	\$ 49 987	\$ 63 01	\$ 16,752.50	\$ 3,255 82 ST	317%	\$ 50 00

Common stocks & options continued

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
600	BB&T CORP	BBT	12/02/09	\$ 13,218 05	\$ 26 436	\$ 25 37	\$ 12,685.00	(\$ 533 05) ST	2 384%	\$ 300 00
700	BRISTOL MYERS SQUIBB CO	BMJ	12/11/08	15,411 55	22 016	25 25	17,675 00	2,263 45 LT	5 069	886 00
235	BRITISH AMERICAN TOBACCO PLC ADR	BTI	01/31/08	16,661 48	70 899	64 66	15,185 10	(1,486 38) LT	4.226	642 26
250	C H ROBINSON WORLDWIDE INC	CHRW	09/12/08	13,880 85	55 563	58 73	14,682 50	791 65 LT	1 702	250 00
175	CSX CORP	CSX	02/25/08	8,717 84	49 816	48 49	8,485 75	(232 09) LT		
125			01/23/09	3,610 00	28 88	48 49	6,061 25	2,451 25 ST		
300				12,327 84	41 093		14,547 00	2,219 16	1 814	264 00
400	CENTURYTEL INC	CTL	11/24/09	14,285 80	35 714	36 21	14,484 00	188 20 ST	7 732	1,120 00
600	CISCO SYS INC	CSCO	07/20/09	12,684 86	21 108	23 94	14,364 00	1,689 14 ST		
225	COCA-COLA CO	KO	09/30/09	12,074 87	53 666	57 00	12,825 00	750 13 ST	2 877	369 00
200	COSTCO WHOLESALE CORP NEW	COST	10/13/09	11,717 48	58 587	59 17	11,834 00	116 54 ST	1 216	144 00
200	EATON CORP	ETN	11/05/09	12,620 40	64 102	63 62	12,724 00	(98 40) ST	3 143	400 00
700	INTEL CORP	INTC	12/17/09	13,461 00	19 23	20 40	14,280 00	819 00 ST	2 745	382 00
100	INTL BUSINESS MACHINES CORP	IBM	05/01/09	10,420 84	104 208	130 80	13,080 00	2,669 16 ST	1 68	220 00
250	JOHNSON & JOHNSON	JNJ	10/27/08	15,114 78	60 459	64 41	16,102 50	987 72 LT	3 043	460 00
260	MCKESSON CORPORATION	MCK	07/09/09	11,325 78	43 56	62 50	16,250 00	4,924 22 ST	768	124 80
200	MEDCO HEALTH SOLUTIONS INC	MHS	08/11/09	10,589 20	52 896	63 91	12,782 00	2,182 80 ST		
400	MICROSOFT CORP	MSFT	10/06/08	10,023 92	25 059	30 48	12 192 00	2,168 08 LT		
100			03/25/09	1,787 80	17 878	30 48	3,048 00	1,260 20 ST		
500				11,811 72	23 623		15,240 00	3,428 28	1 706	260 00
250	NOVARTIS AG ADR	NVS	11/16/09	13,478 75	53 915	54 43	13,607 50	128 75 ST	2 671	363 50
325	NUCOR CORP	NUE	03/16/09	12,118 05	37 286	46 55	15,161 25	3,043 20 ST	3 086	488 00
200	OCCIDENTAL PETROLEUM CORP-DEL	OXY	12/26/07	15,597 80	77 989	81 35	16,270 00	672 20 LT	1 622	264 00
325	ONEOK INC NEW	OKE	01/23/09	9,498 12	29 225	44 57	14,485 25	4,987 13 ST	3 769	546 00
185	PRAXAIR INC	PX	03/16/09	11,881 55	64 224	80 31	14,857 35	2,975 80 ST	1.882	286 00



Ref: 00001910 00064918

AARON AND GERTRUDE KARCHMER Account number 422-04964-10 870

Common stocks & options continued

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
285	ROYAL DUTCH SHELL PLC ADR CL A	RDSA	09/10/09	\$ 15,408.43	\$ 58.145	\$ 60.11	\$ 15,829.15	\$ 520.72 ST	3.684%	\$ 585.88
140	SIEMENS A G SPONS ADR	SI	11/05/09	12,887.75	91.912	91.70	12,838.00	(28.75) ST	1.913	245.70
250	SMUCKER J M CO NEW	SJM	09/03/09	12,778.05	51.112	61.75	15,437.50	2,659.45 ST	2.287	350.00
180	TELEFONICA S A SPON ADR	TEF	03/16/09	9,388.03	58.682	83.52	13,363.20	3,977.17 ST	4.127	551.52
270	TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	04/14/09	12,038.78	44.588	56.18	15,168.60	3,129.84 ST	3.88	60.37
300	TIFFANY & CO NEW	TIF	11/16/09	12,855.89	42.653	43.00	12,900.00	44.01 ST	1.591	204.00
200	UNITED TECHNOLOGIES CORP	UTX	12/05/08	8,634.28	48.171	69.41	13,882.00	4,247.74 LT	2.218	308.00
200	V F CORP	VFC	02/11/08	16,917.10	79.585	73.24	14,848.00	(1,269.10) LT	3.276	480.00
Total common stocks and options										
				\$ 383,764.00			\$ 433,050.40	\$ 41,133.13 ST	2.45	\$ 10,848.13
Total portfolio value										
				\$ 456,080.50			\$ 605,387.20	\$ 41,133.13 ST	2.11	\$ 10,886.76
								\$ 8,163.27 LT		