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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 changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
InstructionsTHORNEY POINT FOUNDATION
409 S. WASHINGTON ST
ALEXANDRIA, VA 22314

A Employer identification number

74-3070101

B Telephone number (see the instructions)

(703) 299-8980

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: ☒ 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, column (c), line 16)

► \$ 470,622.

J Accounting method ☒ 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 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 (att sch)				
	2	Clk ► ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	12.	12.		
	4	Dividends and interest from securities	15,639.	15,639.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-160,522.			
	b	Gross sales price for all assets on line 6a	499,748.			
	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)					
12	Total. Add lines 1 through 11	-144,871.	15,651.	0.		
ADMINISTRATIVE AND OPERATING 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 sch) SEE ST 1	2,744.	2,744.		
	c	Other prof fees (attach sch) SEE ST 2	1,939.	1,939.		
	17	Interest				
	18	Taxes (attach schedule)(see instr) SEE STMT 3	332.	332.		
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
23	Other expenses (attach schedule) SEE STATEMENT 4	319.				
24	Total operating and administrative expenses. Add lines 13 through 23	5,334.	5,015.			
25	Contributions, gifts, grants paid PART XV	334,000.			334,000.	
26	Total expenses and disbursements. Add lines 24 and 25	339,334.	5,015.	0.	334,000.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-484,205.				
b	Net investment income (if negative, enter 0)		10,636.			
c	Adjusted net income (if negative, enter 0)			0.		

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	15,630.	5,918.	5,918.
	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) STATEMENT 5	944,775.	470,935.	464,704.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment, basis			
L I A B I L I T I E S	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)	960,405.	476,853.	470,622.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
N E T F U N D A S S E T B A L A N C E S O R S	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.	
	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			
N E T F U N D A S S E T B A L A N C E S O R S	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	960,405.	476,853.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	960,405.	476,853.	
	31 Total liabilities and net assets/fund balances (see the instructions)	960,405.	476,853.	

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	960,405.
2 Enter amount from Part I, line 27a	2	-484,205.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 6	3	653.
4 Add lines 1, 2, and 3	4	476,853.
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	476,853.

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 STATEMENT 7				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (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			
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	-160,522.
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	-25,579.

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	425,206.	975,999.	0.435662
2007	80,000.	1,522,951.	0.052530
2006	75,000.	1,331,052.	0.056346
2005	72,000.	1,145,124.	0.062875
2004	16,000.	303,083.	0.052791

2 Total of line 1, column (d)	2	0.660204
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	0.132041
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	502,856.
5 Multiply line 4 by line 3	5	66,398.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	106.
7 Add lines 5 and 6	7	66,504.
8 Enter qualifying distributions from Part XII, line 4	8	334,000.

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 ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)		1	106.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	106.
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	106.
6 Credits/Payments.			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	2,706.	
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	2,706.	
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	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,600.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ☒ Refunded ☐	11	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 ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
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) VA		
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

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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>SUZANNE BROCK</u> Telephone no. <u>(703) 299-9911</u> Located at <u>409 S. WASHINGTON ST., ALEXANDRIA, VA</u> ZIP + 4 <u>22314</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</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
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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	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? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u> .		
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. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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

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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)?

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?

N/A ☐ 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 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
SUZANNE S. BROCK 409 S. WASHINGTON ST. ALEXANDRIA, VA 22314	PRESIDENT 2.00	0.	0.	0.
DAVID H. BROCK 409 S. WASHINGTON ST ALEXANDRIA, VA 22314	VICE PRES 1.00	0.	0.	0.
LISA S. BROCK 409 S. WASHINGTON ST ALEXANDRIA, VA 22314	VICE PRES 1.00	0.	0.	0.
GEOFFREY S. BROCK 409 S. WASHINGTON ST ALEXANDRIA, VA 22314	VICE PRES 1.00	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 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		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 N/A	
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.

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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	470,684.
b Average of monthly cash balances	1b	39,830.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	510,514.
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	510,514.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	7,658.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	502,856.
6 Minimum investment return. Enter 5% of line 5	6	25,143.

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	25,143.
2a Tax on investment income for 2009 from Part VI, line 5	2a	106.	
b Income tax for 2009 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	106.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	25,037.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	25,037.
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	25,037.

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	334,000.
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	334,000.
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	106.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	333,894.

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				25,037.
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	877.			
b From 2005	15,432.			
c From 2006	10,067.			
d From 2007	6,529.			
e From 2008	376,994.			
f Total of lines 3a through e	409,899.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 334,000.				
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				25,037.
e Remaining amount distributed out of corpus	308,963.			
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	718,862.			
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)	877.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	717,985.			
10 Analysis of line 9				
a Excess from 2005	15,432.			
b Excess from 2006	10,067.			
c Excess from 2007	6,529.			
d Excess from 2008	376,994.			
e Excess from 2009	308,963.			

N/A

4942(j)(5)

(4) Gross investment income

[illegible]

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 8				
Total			▶ 3a	334,000.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					12.
4 Dividends and interest from securities					15,639.
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					-160,522.
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)					-144,871.
13 Total. Add line 12, columns (b), (d), and (e)					-144,871.

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions.		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization.	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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

[illegible]

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
N/A		

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.

SIGN HERE	Signature of officer or trustee <u><i>Suzanne S. Burr</i></u>		Date <u>4-2-10</u>	Title <u>PRESIDENT</u>
	Preparer's signature <u><i>Marsha H. Murphy</i></u> MARSHA H. MURPHY, CPA	Date <u>3.9.10</u>	Check if self employed ☒	Preparer's identifying number (See Signature in the instrs) <u>P00939516</u>
	Firm's name (or yours if self employed), address, and ZIP code <u>M. H. MURPHY & ASSOCIATES, LLC</u> <u>3319 DUKE STREET</u> <u>ALEXANDRIA, VA 22314</u>	EIN <u>54-1689157</u>	Phone no <u>(703) 370-9100</u>	
	Paid Preparer's Use Only			

2009

FEDERAL STATEMENTS

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THORNEY POINT FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 2,744.	\$ 2,744.		
TOTAL	<u>\$ 2,744.</u>	<u>\$ 2,744.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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
BERNSTEIN INVESTMENT ADVISOR FEES	\$ 1,939.	\$ 1,939.		
TOTAL	<u>\$ 1,939.</u>	<u>\$ 1,939.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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
TAX ON FOREIGN INVESTMENT INCOME	\$ 332.	\$ 332.		
TOTAL	<u>\$ 332.</u>	<u>\$ 332.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	\$ 319.			
TOTAL	<u>\$ 319.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ABBOTT LABORATORIES	COST	\$ 0.	\$ 0.
ACTIVISION BLIZZARD INC	COST	0.	0.
AETNA INC	COST	1,116.	1,268.
AIR PRODUCTS & CHEMICALS INC	COST	1,894.	1,783.
AK STEEL HOLDING CORP	COST	715.	747.
ALLSTATE CORP	COST	0.	0.
ALCON INC	COST	4,000.	4,931.
ALTRIA GROUP INC	COST	826.	982.
AMAZON.COM INC	COST	228.	404.
AMERICAN INTERNATIONAL GROUP	COST	0.	0.
AMERIPRISE FINANCIAL INC	COST	1,053.	1,165.
ANHEUSER-BUSH INVEB SPN ADR	COST	507.	520.
AMGEN INC	COST	0.	0.
APACHE	COST	0.	0.
AOL INC	COST	163.	233.
APPLE INC	COST	4,460.	7,591.
ARCELORMITTAL-NY REGISTERED	COST	1,145.	1,373.
AUTOLIV INC	COST	0.	0.
ARCHER-DANIELS-MIDLAND CO	COST	1,504.	1,722.
AT&T INC	COST	4,822.	3,924.
BANK OF AMERICA	COST	1,918.	1,808.
BANK OF NEW YORK MELLON	COST	449.	420.
BLACK & DECKER CORP	COST	0.	0.
BAXTER INTERNATIONAL INC	COST	731.	704.
BP PLC SPONSORED	COST	0.	0.
BRISTOL MYERS SQUIBB CO	COST	0.	0.
BB&T	COST	936.	888.
BERNSTEIN EMERGING MARKETS PORTFOLIO	COST	16,080.	14,139.
BERNSTEIN INTERMEDIATE DURATION PORT	COST	177,092.	180,134.
BERNSTEIN INTERNATIONAL PORT	COST	102,223.	70,815.
BROADCOM CORP	COST	429.	472.
BUNGE LTD	COST	1,264.	1,532.
CAMERON INTERNATIONAL CORP	COST	1,617.	1,463.
CARDINAL HEALTH	COST	0.	0.
CATERPILLAR	COST	0.	0.
CHARLES SCHWAB	COST	0.	0.
CITIGROUP INC	COST	0.	0.
CBS CORP	COST	879.	1,124.
CELGENE CORP	COST	1,266.	1,225.
CHEVRON CORP	COST	661.	693.
CIMAREX	COST	749.	1,059.
COCA COLA	COST	0.	0.
COLGATE PALMOLIVE	COST	0.	0.
CISCO SYSTEMS	COST	2,119.	1,796.
CME GROUP INC	COST	1,718.	1,344.
CONOCOPHILLIPS	COST	5,069.	4,341.
CONSTELLATION	COST	1,056.	1,115.
COOPER INDUSTRIES	COST	1,203.	1,279.
CORNING INC	COST	753.	1,062.
COSTCO WHOLESALE	COST	2,016.	2,367.
COVIDIEN PLC	COST	472.	479.
CREDIT SUISSE GROUP	COST	1,396.	1,475.
D R HORTON INC	COST	482.	544.
DANAHER CORP	COST	1,816.	2,256.
DEAN FOODS CO	COST	461.	451.

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DEERE	COST	\$ 0.	\$ 0.
DELL INC	COST	2,022.	2,154.
DEUTSCHE BANK AG	COST	1,018.	1,773.
DEVON ENERGY CORP	COST	2,681.	3,308.
DOMINION RESOURCES INC	COST	0.	0.
DU PONT (E I) DE NEMOURS	COST	1,944.	2,525.
EASTMAN CHEMICAL CO	COST	0.	0.
EMC CORP/MASS	COST	1,507.	1,660.
EMERSON ELECTRIC	COST	0.	0.
ENSCO INTL PLC SPON ADR	COST	964.	999.
EOG RES INC	COST	0.	0.
ERICSSON LM TEL CO	COST	0.	0.
EXXON MOBIL CORP	COST	0.	0.
FEDEX CORP	COST	404.	501.
FIFTH THIRD CORP	COST	0.	0.
FORD MOTOR CO	COST	1,002.	1,200.
FLUOR CORP NEW	COST	0.	0.
FORTUNE BRANDS INC	COST	433.	0.
FRANKLIN RESOURCES INC	COST	1,783.	1,686.
FREEPORT-MCMORAN COPPER	COST	1,416.	1,927.
GANNETT CO INC	COST	0.	0.
GARMIN LTD	COST	944.	921.
GENENTECH	COST	0.	0.
GENERAL ELECTRIC CO	COST	2,603.	2,118.
GENERAL MILLS	COST	275.	283.
GENWORTH FINANCIAL INC	COST	0.	0.
GILEAD SCIENCES INC	COST	3,589.	3,679.
GOLDMAN SACHS GROUP INC	COST	6,788.	9,455.
GOOGLE INC	COST	4,487.	6,820.
HARTFORD FINANCIAL SERVICES	COST	0.	0.
HEWLETT PACKARD CO	COST	2,825.	3,606.
HOME DEPOT INC	COST	506.	723.
HUNTSMAN CORP	COST	542.	565.
ILLINOIS TOOL WORKS	COST	2,481.	2,879.
INGERSOLL-RAND PLC	COST	1,827.	2,681.
INTEL CORP	COST	3,504.	3,978.
J C PENNEY CO INC	COST	709.	931.
JOHNSON CONTROLS INC	COST	1,608.	1,634.
JPMORGAN CHASE & CO	COST	7,179.	8,459.
KB HOME	COST	0.	0.
KLA-TENCOR CORPORATION	COST	532.	542.
KOHL'S CORP	COST	1,801.	2,427.
LIMITED BRANDS INC	COST	233.	481.
LOCKHEED MARTIN CORP	COST	0.	0.
LOWES COS INC	COST	940.	1,170.
MACY'S INC	COST	2,643.	1,089.
MASCO CORP	COST	369.	552.
MCDONALDS CORP	COST	0.	0.
MEDCO HEALTH SOLUTIONS INC	COST	483.	639.
MERCK & CO INC	COST	2,614.	3,873.
METLIFE INC	COST	377.	530.
MICROSOFT CORP	COST	1,092.	1,220.
MOLSON COORS BREWING CO	COST	0.	0.
MONSANTO CO	COST	0.	0.
MORGAN STANLEY	COST	1,738.	1,480.

THORNEY POINT FOUNDATION

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STATEMENT 5 (CONTINUED)
 FORM 990-PF, PART II, LINE 10B
 INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MOTOROLA	COST	\$ 426.	\$ 970.
NEWS CORP	COST	1,765.	3,423.
NEXEN INC	COST	930.	1,077.
NIKE INC	COST	0.	0.
NISOURCE INC	COST	488.	615.
NOKIA CORP-SPON ADR	COST	1,405.	1,478.
NVIDIA CORP	COST	0.	0.
NORTHROP GRUMMAN CORP	COST	1,401.	1,676.
NVR INC	COST	487.	711.
OCCIDENTAL PETROLEUM CORP	COST	1,947.	2,603.
OFFICE DEPOT	COST	1,036.	1,032.
PEPSICO INC	COST	1,557.	1,520.
PFIZER INC	COST	6,041.	4,548.
PHILIP MORRIS INTERNATIONAL	COST	0.	0.
PRINCIPAL FINANCIAL GROUP	COST	436.	361.
PROCTER & GAMBLE CO	COST	0.	0.
PULTE HOMES INC	COST	475.	450.
QUALCOMM INC	COST	2,723.	3,377.
QUANTA SERVICES INC	COST	463.	417.
SCHERING PLOUGH CORP	COST	0.	0.
SCHLUMBERGER LTD	COST	4,654.	4,231.
SAFeway INC	COST	0.	0.
SANOFI AVENTIS	COST	0.	0.
SMITHFIELD FOODS INC	COST	443.	532.
SPRINT NEXTEL CORP	COST	1,860.	1,848.
SPX CORP	COST	978.	1,094.
STEEL DYNAMICS INC	COST	560.	620.
SUPERVALU INC	COST	1,079.	890.
SUNCOR ENERGY INC	COST	585.	530.
SYMANTEC CORP	COST	1,402.	1,789.
TARGET CORP	COST	1,954.	2,177.
TECH DATA CORP	COST	0.	0.
TEVA PHARMACEUTICAL-SP ADR	COST	2,085.	2,528.
TEXTRON	COST	240.	470.
THE TRAVELERS COS	COST	954.	997.
THE WALT DISNEY CO	COST	466.	645.
TIME WARNER CABLE	COST	1,815.	2,483.
TIME WARNER INC	COST	1,723.	2,623.
TJX COMPANIES INC NEW	COST	0.	0.
TOYOTA MOTOR CORP ADR	COST	0.	0.
TYCO ELECTRONICS LTD	COST	1,963.	2,578.
UNITED PARCEL SVC	COST	471.	459.
UNUM GROUP	COST	361.	488.
US BANCORP	COST	1,137.	1,351.
VALE SA-SP ADR	COST	444.	435.
VALERO ENERGY CORP	COST	1,897.	1,759.
VERTEX PHARMACEUTICALS INC	COST	408.	429.
VISA INC - CL A	COST	266.	350.
VERIZON COMMUNICATIONS	COST	0.	0.
VIACOM INC	COST	0.	0.
VODAFONE GROUP PLC	COST	830.	1,039.
WAL-MART STORES INC	COST	665.	695.
WELLS FARGO & CO	COST	2,299.	2,564.
WESTERN DIGITAL CORP	COST	358.	662.
WYETH	COST	0.	0.

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
XL CAPITAL LTD-CL A	COST	\$ 1,927.	\$ 1,100.
ACCRUED DIVIDENDS	COST	0.	480.
ACE LTD	COST	380.	504.
	TOTAL	\$ 470,935.	\$ 464,704.

STATEMENT 6
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

BERNSTEIN ACC'D DIV ADJUSTMENT		
	TOTAL	\$ 653.
		\$ 653.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	45 KB HOME	PURCHASED	1/18/2008	1/02/2009
2	15 TECH DATA CORP	PURCHASED	1/20/2005	1/02/2009
3	14 CATERPILLAR INC	PURCHASED	12/26/2007	1/05/2009
4	30 BLACK & DECKER CORP	PURCHASED	10/26/2006	1/13/2009
5	25 DOMINION RESOURCES INC/VA	PURCHASED	12/02/2008	1/13/2009
6	90 GENERAL ELECTRIC CO	PURCHASED	12/03/2008	1/13/2009
7	12 APPLE INC	PURCHASED	6/26/2006	1/15/2009
8	5 APPLE INC	PURCHASED	7/25/2006	1/15/2009
9	65 CITIGROUP INC	PURCHASED	1/20/2005	1/15/2009
10	20 CITIGROUP INC	PURCHASED	2/06/2008	1/15/2009
11	50 CITIGROUP INC	PURCHASED	2/11/2008	1/15/2009
12	15 FRANKLIN RESOURCES INC	PURCHASED	2/09/2006	1/21/2009
13	2 FRANKLIN RESOURCES INC	PURCHASED	12/26/2006	1/21/2009
14	35 J.C. PENNEY CO INC	PURCHASED	2/05/2008	1/22/2009
15	30 MACY'S INC	PURCHASED	3/13/2007	1/23/2009
16	5 MACY'S INC	PURCHASED	3/16/2007	1/23/2009
17	10 PHILIP MORRIS INTERNATIONAL	PURCHASED	6/06/2007	1/23/2009
18	2 GOOGLE INC-CL A	PURCHASED	4/08/2005	1/26/2009
19	10 PROCTER & GAMBLE CO	PURCHASED	11/15/2007	1/26/2009
20	15 ***ALCON INC	PURCHASED	1/20/2005	1/27/2009
21	5 ***ALCON INC	PURCHASED	6/26/2006	1/27/2009
22	4 APACHE CORP	PURCHASED	7/23/2008	1/28/2009
23	5 CONOCOPHILLIPS	PURCHASED	1/08/2007	1/28/2009
24	15 CONOCOPHILLIPS	PURCHASED	1/24/2007	1/28/2009
25	10 CONOCOPHILLIPS	PURCHASED	8/20/2007	1/28/2009
26	15 CONOCOPHILLIPS	PURCHASED	8/20/2007	1/28/2009
27	5 ***BP PLC-SPONS ADR	PURCHASED	11/07/2006	1/30/2009
28	20 ***BP PLC-SPONS ADR	PURCHASED	12/12/2006	1/30/2009
29	20 ***BP PLC-SPONS ADR	PURCHASED	10/16/2007	1/30/2009
30	100 DELL INC	PURCHASED	12/02/2008	1/30/2009
31	2 GOOGLE INC-CL A	PURCHASED	4/08/2005	1/30/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
32	15 AFLAC INC	PURCHASED	1/09/2009	2/03/2009
33	50 TEXTRON INC	PURCHASED	12/23/2008	2/03/2009
34	20 HARTFORD FINANCIAL SVCS GRP	PURCHASED	7/28/2008	2/04/2009
35	41 AMERICAN INTERNATIONAL GROUP	PURCHASED	5/09/2006	2/05/2009
36	20 AMERICAN INTERNATIONAL GROUP	PURCHASED	9/15/2006	2/05/2009
37	14 AMERICAN INTERNATIONAL GROUP	PURCHASED	11/03/2006	2/05/2009
38	75 AMERICAN INTERNATIONAL GROUP	PURCHASED	2/15/2008	2/05/2009
39	25 AMERICAN INTERNATIONAL GROUP	PURCHASED	4/21/2008	2/05/2009
40	110 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	10/16/2008	2/05/2009
41	65 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	11/12/2008	2/05/2009
42	40 CITIGROUP INC	PURCHASED	2/11/2008	2/06/2009
43	50 CITIGROUP INC	PURCHASED	2/27/2008	2/06/2009
44	25 CITIGROUP INC	PURCHASED	3/05/2008	2/06/2009
45	50 CITIGROUP INC	PURCHASED	9/18/2008	2/06/2009
46	2 CME GROUP INC	PURCHASED	4/27/2007	2/06/2009
47	4 CME GROUP INC	PURCHASED	5/04/2007	2/06/2009
48	16 GILEAD SCIENCES INC	PURCHASED	7/14/2006	2/06/2009
49	10 MONSANTO CO	PURCHASED	9/06/2006	2/06/2009
50	6 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/23/2008	2/06/2009
51	20 MORGAN STANLEY	PURCHASED	8/09/2007	2/09/2009
52	20 VERIZON COMMUNICATIONS INC	PURCHASED	4/18/2008	2/13/2009
53	20 VERIZON COMMUNICATIONS INC	PURCHASED	4/24/2008	2/13/2009
54	40 ACTIVISION BLIZZARD INC	PURCHASED	10/21/2008	2/17/2009
55	20 BANK OF AMERICA CORP	PURCHASED	4/02/2007	2/20/2009
56	25 BANK OF AMERICA CORP	PURCHASED	4/04/2007	2/20/2009
57	25 BANK OF AMERICA CORP	PURCHASED	4/23/2007	2/20/2009
58	25 BANK OF AMERICA CORP	PURCHASED	4/25/2007	2/20/2009
59	25 BANK OF AMERICA CORP	PURCHASED	6/27/2007	2/20/2009
60	75 BANK OF AMERICA CORP	PURCHASED	10/07/2008	2/20/2009
61	105 BANK OF AMERICA CORP	PURCHASED	1/07/2009	2/20/2009
62	9 JPMORGAN CHASE & CO	PURCHASED	9/14/2006	2/20/2009
63	46 JPMORGAN CHASE & CO	PURCHASED	12/11/2007	2/20/2009
64	100 SPRINT NEXTEL CORP	PURCHASED	2/24/2005	2/23/2009
65	75 SPRINT NEXTEL CORP	PURCHASED	4/08/2005	2/23/2009
66	2 ALTRIA GROUP INC	PURCHASED	6/19/2006	2/27/2009
67	9 ALTRIA GROUP INC	PURCHASED	6/19/2006	2/27/2009
68	15 ALTRIA GROUP INC	PURCHASED	9/29/2006	2/27/2009
69	12 ALTRIA GROUP INC	PURCHASED	5/21/2007	2/27/2009
70	20 ALTRIA GROUP INC	PURCHASED	6/06/2007	2/27/2009
71	15 ALTRIA GROUP INC	PURCHASED	8/09/2007	2/27/2009
72	12 ALTRIA GROUP INC	PURCHASED	9/19/2007	2/27/2009
73	50 AT&T INC	PURCHASED	8/29/2007	2/27/2009
74	25 AT&T INC	PURCHASED	9/17/2007	2/27/2009
75	5 AT&T INC	PURCHASED	10/02/2007	2/27/2009
76	1 ABBOTT LABORATORIES	PURCHASED	6/25/2007	2/27/2009
77	20 ABBOTT LABORATORIES	PURCHASED	11/08/2007	2/27/2009
78	30 ALLSTATE CORP	PURCHASED	9/26/2007	2/27/2009
79	5 ALLSTATE CORP	PURCHASED	11/15/2007	2/27/2009
80	8 APACHE CORP	PURCHASED	7/23/2008	2/27/2009
81	8 APPLE INC	PURCHASED	7/25/2006	2/27/2009
82	15 APPLE INC	PURCHASED	1/11/2007	2/27/2009
83	50 ARCHER-DANIELS-MIDLAND CO	PURCHASED	1/06/2009	2/27/2009
84	15 ARCHER-DANIELS-MIDLAND CO	PURCHASED	1/08/2009	2/27/2009
85	10 ***BP PLC-SPONS ADR	PURCHASED	10/24/2007	2/27/2009
86	20 BUNGE LTD	PURCHASED	11/12/2008	2/27/2009
87	10 BUNGE LTD	PURCHASED	12/02/2008	2/27/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
88	11 BAXTER INTERNATIONAL INC	PURCHASED	5/05/2008	2/27/2009
89	4 BAXTER INTERNATIONAL INC	PURCHASED	6/03/2008	2/27/2009
90	10 BECTON DICKINSON & CO	PURCHASED	4/17/2008	2/27/2009
91	30 BRISTOL-MYERS SQUIBB CO	PURCHASED	11/12/2008	2/27/2009
92	4 COSTCO WHOLESALE CORP	PURCHASED	2/12/2008	2/27/2009
93	11 COSTCO WHOLESALE CORP	PURCHASED	4/29/2008	2/27/2009
94	8 CHEVRON CORP	PURCHASED	1/20/2005	2/27/2009
95	15 CHEVRON CORP	PURCHASED	7/10/2006	2/27/2009
96	4 CME GROUP INC	PURCHASED	5/04/2007	2/27/2009
97	40 CARDINAL HEALTH INC	PURCHASED	4/22/2008	2/27/2009
98	5 CONOCOPHILLIPS	PURCHASED	8/20/2007	2/27/2009
99	10 CONOCOPHILLIPS	PURCHASED	8/22/2007	2/27/2009
100	20 CELGENE CORP	PURCHASED	6/05/2007	2/27/2009
101	5 CELGENE CORP	PURCHASED	7/11/2007	2/27/2009
102	30 CISCO SYSTEMS INC	PURCHASED	12/19/2006	2/27/2009
103	55 CISCO SYSTEMS INC	PURCHASED	1/11/2007	2/27/2009
104	15 COCA-COLA CO/THE	PURCHASED	1/18/2008	2/27/2009
105	15 DEVON ENERGY CORPORATION	PURCHASED	8/05/2008	2/27/2009
106	1 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	8/22/2007	2/27/2009
107	10 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	11/26/2007	2/27/2009
108	4 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	2/21/2008	2/27/2009
109	10 EOG RESOURCES INC	PURCHASED	10/09/2007	2/27/2009
110	8 EXXON MOBIL CORP	PURCHASED	2/22/2006	2/27/2009
111	16 EXXON MOBIL CORP	PURCHASED	3/19/2007	2/27/2009
112	50 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	11/12/2008	2/27/2009
113	75 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	12/17/2008	2/27/2009
114	50 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	1/06/2009	2/27/2009
115	20 EASTMAN CHEMICAL COMPANY	PURCHASED	11/12/2008	2/27/2009
116	21 EMERSON ELECTRIC CO	PURCHASED	5/30/2007	2/27/2009
117	80 FIFTH THIRD BANCORP	PURCHASED	9/25/2008	2/27/2009
118	70 FIFTH THIRD BANCORP	PURCHASED	12/17/2008	2/27/2009
119	8 FRANKLIN RESOURCES INC	PURCHASED	12/26/2006	2/27/2009
120	3 GOLDMAN SACHS GROUP INC	PURCHASED	1/20/2005	2/27/2009
121	2 GOLDMAN SACHS GROUP INC	PURCHASED	6/29/2005	2/27/2009
122	7 GOLDMAN SACHS GROUP INC	PURCHASED	8/29/2007	2/27/2009
123	5 GOLDMAN SACHS GROUP INC	PURCHASED	9/10/2008	2/27/2009
124	7 GOLDMAN SACHS GROUP INC	PURCHASED	10/30/2008	2/27/2009
125	1 GOLDMAN SACHS GROUP INC	PURCHASED	11/04/2008	2/27/2009
126	16 GENENTECH INC	PURCHASED	2/02/2006	2/27/2009
127	9 GENENTECH INC	PURCHASED	6/25/2007	2/27/2009
128	8 GOOGLE INC-CL A	PURCHASED	4/08/2005	2/27/2009
129	75 GANNETT CO	PURCHASED	5/16/2008	2/27/2009
130	30 GANNETT CO	PURCHASED	7/08/2008	2/27/2009
131	29 GILEAD SCIENCES INC	PURCHASED	7/14/2006	2/27/2009
132	10 GILEAD SCIENCES INC	PURCHASED	9/06/2006	2/27/2009
133	30 HEWLETT-PACKARD CO	PURCHASED	11/08/2006	2/27/2009
134	45 HEWLETT-PACKARD CO	PURCHASED	12/28/2006	2/27/2009
135	5 HEWLETT-PACKARD CO	PURCHASED	1/11/2007	2/27/2009
136	30 HOME DEPOT INC	PURCHASED	10/22/2008	2/27/2009
137	5 JPMORGAN CHASE & CO	PURCHASED	9/14/2006	2/27/2009
138	5 JPMORGAN CHASE & CO	PURCHASED	12/11/2007	2/27/2009
139	45 JPMORGAN CHASE & CO	PURCHASED	1/15/2008	2/27/2009
140	40 JPMORGAN CHASE & CO	PURCHASED	9/26/2008	2/27/2009
141	5 KOHLS CORP	PURCHASED	8/19/2008	2/27/2009
142	10 KOHLS CORP	PURCHASED	9/22/2008	2/27/2009
143	25 LINCOLN NATIONAL CORP	PURCHASED	1/26/2009	2/27/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
144	15 LOWE'S COS INC	PURCHASED	10/23/2008	2/27/2009
145	10 MORGAN STANLEY	PURCHASED	8/09/2007	2/27/2009
146	15 MORGAN STANLEY	PURCHASED	8/29/2007	2/27/2009
147	35 MORGAN STANLEY	PURCHASED	10/08/2007	2/27/2009
148	20 MONSANTO CO	PURCHASED	2/08/2007	2/27/2009
149	4 METLIFE INC	PURCHASED	1/24/2007	2/27/2009
150	25 METLIFE INC	PURCHASED	8/17/2007	2/27/2009
151	20 METLIFE INC	PURCHASED	12/26/2007	2/27/2009
152	11 METLIFE INC	PURCHASED	3/12/2008	2/27/2009
153	25 MEDCO HEALTH SOLUTIONS INC	PURCHASED	6/05/2007	2/27/2009
154	10 MCDONALD'S CORP	PURCHASED	1/11/2007	2/27/2009
155	35 MERCK & CO. INC.	PURCHASED	3/07/2008	2/27/2009
156	15 MERCK & CO. INC.	PURCHASED	4/07/2008	2/27/2009
157	6 NIKE INC -CL B	PURCHASED	5/05/2008	2/27/2009
158	12 OCCIDENTAL PETROLEUM CORP	PURCHASED	12/02/2008	2/27/2009
159	5 PHILIP MORRIS INTERNATIONAL	PURCHASED	6/06/2007	2/27/2009
160	5 PHILIP MORRIS INTERNATIONAL	PURCHASED	8/09/2007	2/27/2009
161	10 PHILIP MORRIS INTERNATIONAL	PURCHASED	8/09/2007	2/27/2009
162	10 PHILIP MORRIS INTERNATIONAL	PURCHASED	7/10/2008	2/27/2009
163	55 J.C. PENNEY CO INC	PURCHASED	11/12/2008	2/27/2009
164	10 PROCTER & GAMBLE CO	PURCHASED	11/15/2007	2/27/2009
165	20 QUALCOMM INC	PURCHASED	6/18/2008	2/27/2009
166	10 QUALCOMM INC	PURCHASED	7/10/2008	2/27/2009
167	15 SAFEWAY INC	PURCHASED	9/05/2008	2/27/2009
168	10 SCHLUMBERGER LTD	PURCHASED	1/11/2007	2/27/2009
169	15 SCHLUMBERGER LTD	PURCHASED	2/05/2007	2/27/2009
170	25 SPRINT NEXTEL CORP	PURCHASED	4/08/2005	2/27/2009
171	40 SPRINT NEXTEL CORP	PURCHASED	10/02/2006	2/27/2009
172	60 SPRINT NEXTEL CORP	PURCHASED	11/06/2006	2/27/2009
173	75 SPRINT NEXTEL CORP	PURCHASED	1/18/2008	2/27/2009
174	50 SPRINT NEXTEL CORP	PURCHASED	4/09/2008	2/27/2009
175	25 TRAVELERS COS INC/THE	PURCHASED	6/21/2007	2/27/2009
176	15 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	6/25/2007	2/27/2009
177	15 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	7/18/2007	2/27/2009
178	4 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/23/2008	2/27/2009
179	20 VIACOM INC-CLASS B	PURCHASED	12/23/2008	2/27/2009
180	15 VERIZON COMMUNICATIONS INC	PURCHASED	4/24/2008	2/27/2009
181	40 WELLS FARGO & COMPANY	PURCHASED	2/09/2009	2/27/2009
182	15 WYETH	PURCHASED	8/22/2008	2/27/2009
183	15 WAL-MART STORES INC	PURCHASED	2/21/2008	2/27/2009
184	5 WAL-MART STORES INC	PURCHASED	7/28/2008	2/27/2009
185	11346 BERNSTEIN INTERMEDIATE	PURCHASED	1/20/2005	2/27/2009
186	0.816 BERNSTEIN INTERMEDIATE	PURCHASED	1/20/2005	2/27/2009
187	877 BERNSTEIN INTERNATIONAL	PURCHASED	1/20/2005	2/27/2009
188	0.193 BERNSTEIN INTERNATIONAL	PURCHASED	1/20/2005	2/27/2009
189	10 DEERE & CO	PURCHASED	10/12/2007	3/04/2009
190	15 SUPERVALU INC	PURCHASED	12/11/2007	3/12/2009
191	30 SUPERVALU INC	PURCHASED	4/01/2008	3/12/2009
192	5 ***ALCON INC	PURCHASED	6/26/2006	3/13/2009
193	13 ALTRIA GROUP INC	PURCHASED	9/19/2007	3/13/2009
194	1 ALTRIA GROUP INC	PURCHASED	1/15/2008	3/13/2009
195	31 ALTRIA GROUP INC	PURCHASED	9/04/2008	3/13/2009
196	30 AT&T INC	PURCHASED	10/02/2007	3/13/2009
197	10 ABBOTT LABORATORIES	PURCHASED	11/08/2007	3/13/2009
198	5 ABBOTT LABORATORIES	PURCHASED	12/11/2007	3/13/2009
199	4 AIR PRODUCTS & CHEMICALS INC	PURCHASED	11/12/2007	3/13/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
200	5 AMGEN INC	PURCHASED	7/10/2008	3/13/2009
201	15 ALLSTATE CORP	PURCHASED	11/15/2007	3/13/2009
202	10 ALLSTATE CORP	PURCHASED	11/26/2007	3/13/2009
203	6 APACHE CORP	PURCHASED	7/23/2008	3/13/2009
204	2 APPLE INC	PURCHASED	1/11/2007	3/13/2009
205	9 APPLE INC	PURCHASED	3/14/2007	3/13/2009
206	15 ARCHER-DANIELS-MIDLAND CO	PURCHASED	1/08/2009	3/13/2009
207	5 ARCHER-DANIELS-MIDLAND CO	PURCHASED	1/26/2009	3/13/2009
208	5 ***BP PLC-SPONS ADR	PURCHASED	10/24/2007	3/13/2009
209	10 BUNGE LTD	PURCHASED	2/09/2009	3/13/2009
210	5 BAXTER INTERNATIONAL INC	PURCHASED	6/03/2008	3/13/2009
211	2 BAXTER INTERNATIONAL INC	PURCHASED	10/09/2008	3/13/2009
212	2 BECTON DICKINSON & CO	PURCHASED	4/17/2008	3/13/2009
213	2 BECTON DICKINSON & CO	PURCHASED	7/17/2008	3/13/2009
214	12 COSTCO WHOLESALE CORP	PURCHASED	4/29/2008	3/13/2009
215	10 CHEVRON CORP	PURCHASED	7/10/2006	3/13/2009
216	25 CBS CORP-CLASS B	PURCHASED	2/22/2006	3/13/2009
217	50 CBS CORP-CLASS B	PURCHASED	4/26/2006	3/13/2009
218	7 CAMERON INTERNATIONAL CORP	PURCHASED	11/23/2007	3/13/2009
219	3 CME GROUP INC	PURCHASED	1/25/2008	3/13/2009
220	10 CARDINAL HEALTH INC	PURCHASED	5/07/2008	3/13/2009
221	40 CAPITAL ONE FINANCIAL CORP	PURCHASED	1/16/2009	3/13/2009
222	10 CONOCOPHILLIPS	PURCHASED	8/22/2007	3/13/2009
223	5 CONOCOPHILLIPS	PURCHASED	1/23/2008	3/13/2009
224	15 CELGENE CORP	PURCHASED	7/11/2007	3/13/2009
225	20 CISCO SYSTEMS INC	PURCHASED	1/11/2007	3/13/2009
226	35 CISCO SYSTEMS INC	PURCHASED	3/14/2007	3/13/2009
227	5 COCA-COLA CO/THE	PURCHASED	1/18/2008	3/13/2009
228	6 COCA-COLA CO/THE	PURCHASED	6/18/2008	3/13/2009
229	15 COLGATE-PALMOLIVE CO	PURCHASED	7/18/2007	3/13/2009
230	75 CORNING INC	PURCHASED	11/21/2008	3/13/2009
231	6 DEVON ENERGY CORPORATION	PURCHASED	8/05/2008	3/13/2009
232	4 DEVON ENERGY CORPORATION	PURCHASED	9/16/2008	3/13/2009
233	8 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	2/21/2008	3/13/2009
234	2 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	2/27/2008	3/13/2009
235	7 DANAHER CORP	PURCHASED	2/27/2009	3/13/2009
236	20 THE WALT DISNEY CO.	PURCHASED	10/16/2008	3/13/2009
237	5 THE WALT DISNEY CO.	PURCHASED	11/28/2008	3/13/2009
238	10 EOG RESOURCES INC	PURCHASED	11/12/2007	3/13/2009
239	1 EOG RESOURCES INC	PURCHASED	3/17/2008	3/13/2009
240	8 EOG RESOURCES INC	PURCHASED	1/29/2009	3/13/2009
241	4 EXXON MOBIL CORP	PURCHASED	3/19/2007	3/13/2009
242	5 EXXON MOBIL CORP	PURCHASED	4/03/2007	3/13/2009
243	9 EMERSON ELECTRIC CO	PURCHASED	1/09/2009	3/13/2009
244	5 FLUOR CORP	PURCHASED	11/19/2007	3/13/2009
245	8 FRANKLIN RESOURCES INC	PURCHASED	1/11/2007	3/13/2009
246	4 GOLDMAN SACHS GROUP INC	PURCHASED	11/04/2008	3/13/2009
247	3 GOLDMAN SACHS GROUP INC	PURCHASED	12/05/2008	3/13/2009
248	5 GENENTECH INC	PURCHASED	6/25/2007	3/13/2009
249	9 GENENTECH INC	PURCHASED	3/25/2008	3/13/2009
250	4 GOOGLE INC-CL A	PURCHASED	4/08/2005	3/13/2009
251	18 GILEAD SCIENCES INC	PURCHASED	9/06/2006	3/13/2009
252	7 GILEAD SCIENCES INC	PURCHASED	1/11/2007	3/13/2009
253	15 ***GLAXOSMITHKLINE PLC-SPON AD	PURCHASED	2/27/2009	3/13/2009
254	20 HEWLETT-PACKARD CO	PURCHASED	1/11/2007	3/13/2009
255	30 HEWLETT-PACKARD CO	PURCHASED	3/15/2007	3/13/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
256	10 INTEL CORP	PURCHASED	9/24/2008	3/13/2009
257	5 JPMORGAN CHASE & CO	PURCHASED	1/15/2008	3/13/2009
258	10 JPMORGAN CHASE & CO	PURCHASED	3/05/2008	3/13/2009
259	18 JPMORGAN CHASE & CO	PURCHASED	9/26/2008	3/13/2009
260	10 KOHLS CORP	PURCHASED	9/22/2008	3/13/2009
261	3 LOCKHEED MARTIN CORP	PURCHASED	9/24/2008	3/13/2009
262	65 LIMITED BRANDS INC	PURCHASED	11/17/2008	3/13/2009
263	10 MORGAN STANLEY	PURCHASED	10/08/2007	3/13/2009
264	9 MONSANTO CO	PURCHASED	2/08/2007	3/13/2009
265	4 METLIFE INC	PURCHASED	3/12/2008	3/13/2009
266	11 METLIFE INC	PURCHASED	10/08/2008	3/13/2009
267	8 MEDCO HEALTH SOLUTIONS INC	PURCHASED	6/05/2007	3/13/2009
268	8 MEDCO HEALTH SOLUTIONS INC	PURCHASED	11/15/2007	3/13/2009
269	25 MACY'S INC	PURCHASED	3/16/2007	3/13/2009
270	5 MCDONALD'S CORP	PURCHASED	1/11/2007	3/13/2009
271	9 MCDONALD'S CORP	PURCHASED	8/19/2008	3/13/2009
272	20 MERCK & CO. INC.	PURCHASED	4/07/2008	3/13/2009
273	15 MERCK & CO. INC.	PURCHASED	5/28/2008	3/13/2009
274	10 MERCK & CO. INC.	PURCHASED	6/23/2008	3/13/2009
275	5 MICROSOFT CORP	PURCHASED	12/07/2007	3/13/2009
276	5 MICROSOFT CORP	PURCHASED	4/29/2008	3/13/2009
277	115 MOTOROLA INC	PURCHASED	6/17/2008	3/13/2009
278	85 MOTOROLA INC	PURCHASED	9/24/2008	3/13/2009
279	55 NVIDIA CORP	PURCHASED	9/08/2008	3/13/2009
280	110 NEWS CORP	PURCHASED	11/26/2008	3/13/2009
281	15 NEWS CORP	PURCHASED	12/03/2008	3/13/2009
282	4 NIKE INC -CL B	PURCHASED	5/05/2008	3/13/2009
283	45 ***NOKIA CORP-SPON ADR	PURCHASED	10/07/2008	3/13/2009
284	25 ***NOKIA CORP-SPON ADR	PURCHASED	10/13/2008	3/13/2009
285	50 ***NOKIA CORP-SPON ADR	PURCHASED	11/12/2008	3/13/2009
286	30 ***NOKIA CORP-SPON ADR	PURCHASED	12/02/2008	3/13/2009
287	25 ***NOKIA CORP-SPON ADR	PURCHASED	12/04/2008	3/13/2009
288	5 OCCIDENTAL PETROLEUM CORP	PURCHASED	12/02/2008	3/13/2009
289	30 PRUDENTIAL FINANCIAL INC	PURCHASED	2/27/2009	3/13/2009
290	10 PHILIP MORRIS INTERNATIONAL	PURCHASED	7/10/2008	3/13/2009
291	15 J.C. PENNEY CO INC	PURCHASED	11/12/2008	3/13/2009
292	17 PEPSICO INC	PURCHASED	4/27/2007	3/13/2009
293	60 PFIZER INC	PURCHASED	5/22/2006	3/13/2009
294	30 PFIZER INC	PURCHASED	6/20/2006	3/13/2009
295	30 PFIZER INC	PURCHASED	11/13/2006	3/13/2009
296	30 PFIZER INC	PURCHASED	11/27/2006	3/13/2009
297	25 PFIZER INC	PURCHASED	11/30/2006	3/13/2009
298	13 PROCTER & GAMBLE CO	PURCHASED	10/06/2008	3/13/2009
299	23 QUALCOMM INC	PURCHASED	7/10/2008	3/13/2009
300	30 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	8/28/2007	3/13/2009
301	40 SAFEWAY INC	PURCHASED	9/05/2008	3/13/2009
302	10 ***SANOFI-AVENTIS ADR	PURCHASED	12/22/2008	3/13/2009
303	21 SCHLUMBERGER LTD	PURCHASED	5/30/2007	3/13/2009
304	2 SCHLUMBERGER LTD	PURCHASED	8/20/2007	3/13/2009
305	15 SCHWAB (CHARLES) CORP	PURCHASED	10/21/2008	3/13/2009
306	75 TIME WARNER INC	PURCHASED	5/07/2008	3/13/2009
307	100 TIME WARNER INC	PURCHASED	5/27/2008	3/13/2009
308	15 TJX COMPANIES INC	PURCHASED	12/19/2008	3/13/2009
309	5 TRAVELERS COS INC/THE	PURCHASED	6/21/2007	3/13/2009
310	5 TRAVELERS COS INC/THE	PURCHASED	12/11/2007	3/13/2009
311	10 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	7/18/2007	3/13/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
312	14 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	3/07/2008	3/13/2009
313	5 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/23/2008	3/13/2009
314	25 TYSON FOODS INC-CL A	PURCHASED	1/26/2009	3/13/2009
315	15 WYETH	PURCHASED	8/22/2008	3/13/2009
316	5 WAL-MART STORES INC	PURCHASED	7/28/2008	3/13/2009
317	5 WAL-MART STORES INC	PURCHASED	10/06/2008	3/13/2009
318	45 WESTERN DIGITAL CORP	PURCHASED	5/22/2008	3/13/2009
319	20 WESTERN DIGITAL CORP	PURCHASED	5/30/2008	3/13/2009
320	20 WESTERN DIGITAL CORP	PURCHASED	8/20/2008	3/13/2009
321	20 WESTERN DIGITAL CORP	PURCHASED	8/25/2008	3/13/2009
322	10 WESTERN DIGITAL CORP	PURCHASED	9/11/2008	3/13/2009
323	1390.453 BERNSTEIN INTERMEDIATE	PURCHASED	1/20/2005	3/13/2009
324	466.321 BERNSTEIN INTERMEDIATE	PURCHASED	2/08/2005	3/13/2009
325	570.242 BERNSTEIN INTERMEDIATE	PURCHASED	8/09/2005	3/13/2009
326	545.802 BERNSTEIN INTERMEDIATE	PURCHASED	12/01/2005	3/13/2009
327	10.508 BERNSTEIN INTERMEDIATE	PURCHASED	12/07/2005	3/13/2009
328	692.674 BERNSTEIN INTERMEDIATE	PURCHASED	7/25/2006	3/13/2009
329	0.471 BERNSTEIN INTERMEDIATE	PURCHASED	7/25/2006	3/13/2009
330	1596 BERNSTEIN INTERNATIONAL	PURCHASED	1/20/2005	3/13/2009
331	0.292 BERNSTEIN INTERNATIONAL	PURCHASED	1/20/2005	3/13/2009
332	15 JPMORGAN CHASE & CO	PURCHASED	3/05/2008	3/18/2009
333	5 JPMORGAN CHASE & CO	PURCHASED	3/05/2008	3/19/2009
334	5 PHILIP MORRIS INTERNATIONAL	PURCHASED	9/19/2007	3/19/2009
335	30 NVIDIA CORP	PURCHASED	9/08/2008	3/20/2009
336	65 NVIDIA CORP	PURCHASED	9/16/2008	3/20/2009
337	15 NVIDIA CORP	PURCHASED	12/05/2008	3/20/2009
338	5 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	8/28/2007	3/23/2009
339	10 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	9/19/2007	3/23/2009
340	10 TRAVELERS COS INC/THE	PURCHASED	12/11/2007	3/23/2009
341	10 MORGAN STANLEY	PURCHASED	10/08/2007	3/25/2009
342	6 GENENTECH INC	PURCHASED	3/25/2008	3/26/2009
343	20 GENENTECH INC	PURCHASED	10/09/2008	3/26/2009
344	10 GENENTECH INC	PURCHASED	11/17/2008	3/26/2009
345	10 GENENTECH INC	PURCHASED	1/28/2009	3/26/2009
346	10 HOME DEPOT INC	PURCHASED	10/22/2008	3/26/2009
347	5 HOME DEPOT INC	PURCHASED	2/10/2009	3/26/2009
348	15 LOWE'S COS INC	PURCHASED	10/23/2008	3/26/2009
349	15 METLIFE INC	PURCHASED	10/08/2008	3/26/2009
350	10 METLIFE INC	PURCHASED	11/12/2008	3/26/2009
351	10 MERCK & CO. INC.	PURCHASED	6/23/2008	3/26/2009
352	25 PFIZER INC	PURCHASED	11/30/2006	3/26/2009
353	5 WYETH	PURCHASED	8/22/2008	3/26/2009
354	10 WYETH	PURCHASED	11/12/2008	3/26/2009
355	10 BUNGE LTD	PURCHASED	2/09/2009	4/06/2009
356	TIME WARNER INC	PURCHASED	4/06/2009	4/06/2009
357	10 CORNING INC	PURCHASED	11/21/2008	4/06/2009
358	50 CORNING INC	PURCHASED	11/28/2008	4/06/2009
359	40 CORNING INC	PURCHASED	1/21/2009	4/06/2009
360	5 ABBOTT LABORATORIES	PURCHASED	12/11/2007	4/08/2009
361	4 COLGATE-PALMOLIVE CO	PURCHASED	8/27/2007	4/08/2009
362	5 HARTFORD FINANCIAL SVCS GRP	PURCHASED	7/28/2008	4/08/2009
363	25 HARTFORD FINANCIAL SVCS GRP	PURCHASED	10/31/2008	4/08/2009
364	25 TJX COMPANIES INC	PURCHASED	12/19/2008	4/08/2009
365	6 BUNGE LTD	PURCHASED	2/09/2009	4/09/2009
366	15 WYETH	PURCHASED	11/12/2008	4/09/2009
367	5 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	2/27/2008	4/13/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
368	5 JPMORGAN CHASE & CO	PURCHASED	3/05/2008	4/13/2009
369	5 JPMORGAN CHASE & CO	PURCHASED	12/04/2008	4/13/2009
370	45 GAP INC/THE	PURCHASED	2/13/2009	4/14/2009
371	10 J.C. PENNEY CO INC	PURCHASED	11/12/2008	4/14/2009
372	6 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/23/2008	4/14/2009
373	10 ABBOTT LABORATORIES	PURCHASED	12/11/2007	4/16/2009
374	7 COLGATE-PALMOLIVE CO	PURCHASED	8/27/2007	4/16/2009
375	2 GOOGLE INC-CL A	PURCHASED	9/21/2005	4/20/2009
376	20 ***NOKIA CORP-SPON ADR	PURCHASED	2/04/2009	4/20/2009
377	2 LOCKHEED MARTIN CORP	PURCHASED	9/24/2008	4/21/2009
378	3 LOCKHEED MARTIN CORP	PURCHASED	10/16/2008	4/21/2009
379	15 MICROSOFT CORP	PURCHASED	4/29/2008	4/23/2009
380	5 MICROSOFT CORP	PURCHASED	2/23/2009	4/23/2009
381	50 MOTOROLA INC	PURCHASED	9/24/2008	4/23/2009
382	5 ABBOTT LABORATORIES	PURCHASED	12/11/2007	4/28/2009
383	15 MICROSOFT CORP	PURCHASED	2/23/2009	4/28/2009
384	10 MICROSOFT CORP	PURCHASED	3/10/2009	4/28/2009
385	15 WAL-MART STORES INC	PURCHASED	10/06/2008	4/28/2009
386	25 AUTOLIV INC	PURCHASED	3/02/2007	4/29/2009
387	25 ALTRIA GROUP INC	PURCHASED	9/04/2008	4/29/2009
388	10 LOWE'S COS INC	PURCHASED	10/23/2008	4/29/2009
389	10 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	9/19/2007	4/29/2009
390	20 TJX COMPANIES INC	PURCHASED	12/19/2008	4/29/2009
391	5 GILEAD SCIENCES INC	PURCHASED	1/11/2007	4/30/2009
392	10 PACCAR INC	PURCHASED	4/14/2009	4/30/2009
393	4 COCA-COLA CO/THE	PURCHASED	6/18/2008	5/01/2009
394	8 EOG RESOURCES INC	PURCHASED	3/17/2008	5/01/2009
395	40 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	3/19/2009	5/01/2009
396	5 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	3/20/2009	5/01/2009
397	15 MICROSOFT CORP	PURCHASED	3/10/2009	5/01/2009
398	1 PHILIP MORRIS INTERNATIONAL	PURCHASED	7/10/2008	5/01/2009
399	14 PHILIP MORRIS INTERNATIONAL	PURCHASED	11/28/2008	5/01/2009
400	15 ALLSTATE CORP	PURCHASED	11/26/2007	5/04/2009
401	10 ALLSTATE CORP	PURCHASED	11/28/2007	5/04/2009
402	5 GILEAD SCIENCES INC	PURCHASED	1/11/2007	5/04/2009
403	8 BECTON DICKINSON & CO	PURCHASED	7/17/2008	5/05/2009
404	3 BECTON DICKINSON & CO	PURCHASED	8/05/2008	5/05/2009
405	5 BECTON DICKINSON & CO	PURCHASED	8/05/2008	5/05/2009
406	4 COLGATE-PALMOLIVE CO	PURCHASED	8/27/2007	5/05/2009
407	2 COLGATE-PALMOLIVE CO	PURCHASED	11/28/2008	5/05/2009
408	10 MOLSON COORS BREWING CO -B	PURCHASED	11/21/2008	5/05/2009
409	5 ABBOTT LABORATORIES	PURCHASED	9/22/2008	5/06/2009
410	7 GENERAL MILLS INC	PURCHASED	11/04/2008	5/06/2009
411	15 HONEYWELL INTERNATIONAL INC	PURCHASED	1/26/2009	5/06/2009
412	4 LOCKHEED MARTIN CORP	PURCHASED	10/16/2008	5/07/2009
413	5 MICROSOFT CORP	PURCHASED	3/10/2009	5/07/2009
414	10 MICROSOFT CORP	PURCHASED	4/06/2009	5/07/2009
415	5 PACCAR INC	PURCHASED	4/14/2009	5/07/2009
416	11 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	3/07/2008	5/07/2009
417	4 APACHE CORP	PURCHASED	7/23/2008	5/08/2009
418	5 COCA-COLA CO/THE	PURCHASED	6/18/2008	5/08/2009
419	5 EASTMAN CHEMICAL COMPANY	PURCHASED	11/12/2008	5/08/2009
420	5 HEWLETT-PACKARD CO	PURCHASED	3/15/2007	5/08/2009
421	55 MOTOROLA INC	PURCHASED	9/24/2008	5/08/2009
422	35 NVIDIA CORP	PURCHASED	12/05/2008	5/08/2009
423	15 PRUDENTIAL FINANCIAL INC	PURCHASED	2/27/2009	5/08/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
424	6 PEPSICO INC	PURCHASED	4/27/2007	5/08/2009
425	2 PEPSICO INC	PURCHASED	7/11/2007	5/08/2009
426	2 ***ALCON INC	PURCHASED	6/26/2006	5/11/2009
427	4 ***ALCON INC	PURCHASED	1/17/2007	5/11/2009
428	5 BAXTER INTERNATIONAL INC	PURCHASED	10/09/2008	5/12/2009
429	45 BRISTOL-MYERS SQUIBB CO	PURCHASED	11/12/2008	5/12/2009
430	20 HOME DEPOT INC	PURCHASED	2/10/2009	5/12/2009
431	10 HOME DEPOT INC	PURCHASED	2/25/2009	5/12/2009
432	15 CISCO SYSTEMS INC	PURCHASED	3/14/2007	5/13/2009
433	25 PRUDENTIAL FINANCIAL INC	PURCHASED	2/27/2009	5/18/2009
434	5 ABBOTT LABORATORIES	PURCHASED	9/22/2008	5/20/2009
435	15 JACOBS ENGINEERING GROUP INC	PURCHASED	1/20/2009	5/20/2009
436	45 SAFEWAY INC	PURCHASED	9/05/2008	5/20/2009
437	10 ALLSTATE CORP	PURCHASED	11/28/2007	5/22/2009
438	5 ALLSTATE CORP	PURCHASED	2/06/2009	5/22/2009
439	50 GAP INC/THE	PURCHASED	2/13/2009	5/22/2009
440	40 ***SANOFI-AVENTIS ADR	PURCHASED	12/22/2008	5/22/2009
441	15 CISCO SYSTEMS INC	PURCHASED	10/25/2007	5/26/2009
442	15 THE WALT DISNEY CO.	PURCHASED	11/28/2008	5/26/2009
443	5 THE WALT DISNEY CO.	PURCHASED	12/17/2008	5/26/2009
444	20 METLIFE INC	PURCHASED	11/12/2008	5/26/2009
445	10 WYETH	PURCHASED	11/12/2008	5/26/2009
446	5 DEVON ENERGY CORPORATION	PURCHASED	9/16/2008	5/28/2009
447	1 MONSANTO CO	PURCHASED	2/08/2007	5/28/2009
448	5 MONSANTO CO	PURCHASED	10/29/2007	5/28/2009
449	25 NETAPP INC	PURCHASED	4/06/2009	5/28/2009
450	10 CARDINAL HEALTH INC	PURCHASED	5/13/2008	5/29/2009
451	15 CARDINAL HEALTH INC	PURCHASED	11/12/2008	5/29/2009
452	6 MCDONALD'S CORP	PURCHASED	10/06/2008	5/29/2009
453	4 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	3/14/2008	6/01/2009
454	1 ***DEUTSCHE BANK AG-REGISTERED	PURCHASED	3/14/2008	6/01/2009
455	5 EMERSON ELECTRIC CO	PURCHASED	1/09/2009	6/01/2009
456	10 EMERSON ELECTRIC CO	PURCHASED	1/30/2009	6/01/2009
457	5 SCHWAB (CHARLES) CORP	PURCHASED	10/21/2008	6/01/2009
458	20 SCHWAB (CHARLES) CORP	PURCHASED	11/04/2008	6/01/2009
459	10 HEWLETT-PACKARD CO	PURCHASED	3/15/2007	6/04/2009
460	7 MONSANTO CO	PURCHASED	10/29/2007	6/04/2009
461	2 FRANKLIN RESOURCES INC	PURCHASED	1/11/2007	6/05/2009
462	3 FRANKLIN RESOURCES INC	PURCHASED	11/12/2007	6/05/2009
463	7 CHEVRON CORP	PURCHASED	7/10/2006	6/10/2009
464	45 LINCOLN NATIONAL CORP	PURCHASED	1/26/2009	6/11/2009
465	20 MORGAN STANLEY	PURCHASED	7/28/2008	6/12/2009
466	5 PHILIP MORRIS INTERNATIONAL	PURCHASED	11/28/2008	6/12/2009
467	20 PHILIP MORRIS INTERNATIONAL	PURCHASED	9/19/2007	6/15/2009
468	5 AMGEN INC	PURCHASED	7/10/2008	6/18/2009
469	5 TRAVELERS COS INC/THE	PURCHASED	2/15/2008	6/18/2009
470	65 TYSON FOODS INC-CL A	PURCHASED	1/26/2009	6/19/2009
471	5 TYSON FOODS INC-CL A	PURCHASED	1/26/2009	6/19/2009
472	5 AMGEN INC	PURCHASED	7/10/2008	6/22/2009
473	7 AMGEN INC	PURCHASED	11/12/2008	6/22/2009
474	15 HEWLETT-PACKARD CO	PURCHASED	3/15/2007	6/24/2009
475	10 TRAVELERS COS INC/THE	PURCHASED	2/15/2008	6/24/2009
476	10 METLIFE INC	PURCHASED	12/02/2008	6/25/2009
477	5 METLIFE INC	PURCHASED	12/02/2008	6/25/2009
478	1 EOG RESOURCES INC	PURCHASED	3/17/2008	6/26/2009
479	10 EOG RESOURCES INC	PURCHASED	3/25/2008	6/26/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
480	1 EOG RESOURCES INC	PURCHASED	7/17/2008	6/26/2009
481	4 MONSANTO CO	PURCHASED	10/29/2007	6/26/2009
482	20 CISCO SYSTEMS INC	PURCHASED	10/25/2007	6/29/2009
483	15 ***NOKIA CORP-SPON ADR	PURCHASED	2/04/2009	6/29/2009
484	4 EOG RESOURCES INC	PURCHASED	7/17/2008	7/01/2009
485	2 EOG RESOURCES INC	PURCHASED	7/24/2008	7/01/2009
486	8 CHEVRON CORP	PURCHASED	7/10/2006	7/10/2009
487	8 CHEVRON CORP	PURCHASED	7/21/2006	7/10/2009
488	13 EXXON MOBIL CORP	PURCHASED	4/03/2007	7/10/2009
489	3 AMGEN INC	PURCHASED	11/12/2008	7/13/2009
490	5 AMGEN INC	PURCHASED	4/06/2009	7/13/2009
491	3 EOG RESOURCES INC	PURCHASED	7/24/2008	7/13/2009
492	4 EOG RESOURCES INC	PURCHASED	2/06/2009	7/13/2009
493	15 HEWLETT-PACKARD CO	PURCHASED	3/15/2007	7/16/2009
494	5 HEWLETT-PACKARD CO	PURCHASED	4/29/2008	7/16/2009
495	5 MCDONALD'S CORP	PURCHASED	10/06/2008	7/16/2009
496	4 MCDONALD'S CORP	PURCHASED	11/04/2008	7/16/2009
497	5 APACHE CORP	PURCHASED	7/25/2008	7/17/2009
498	15 THE WALT DISNEY CO.	PURCHASED	12/17/2008	7/17/2009
499	20 ELI LILLY & CO	PURCHASED	3/27/2009	7/17/2009
500	11 PROCTER & GAMBLE CO	PURCHASED	10/06/2008	7/17/2009
501	5 PROCTER & GAMBLE CO	PURCHASED	4/14/2009	7/17/2009
502	5 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	9/19/2007	7/17/2009
503	10 ***ROYAL DUTCH SHELL PLC-ADR	PURCHASED	2/06/2009	7/17/2009
504	30 SAFEWAY INC	PURCHASED	9/05/2008	7/20/2009
505	10 LIBERTY ENTERTAINMENT-CL A	PURCHASED	4/23/2009	7/23/2009
506	10 LIBERTY ENTERTAINMENT-CL A	PURCHASED	4/23/2009	7/23/2009
507	8 MONSANTO CO	PURCHASED	10/29/2007	7/23/2009
508	5 PHILIP MORRIS INTERNATIONAL	PURCHASED	11/28/2008	7/27/2009
509	10 TORCHMARK CORP	PURCHASED	5/12/2009	7/30/2009
510	30 TYSON FOODS INC-CL A	PURCHASED	1/26/2009	7/30/2009
511	15 ARCHER-DANIELS-MIDLAND CO	PURCHASED	1/26/2009	7/31/2009
512	10 CARDINAL HEALTH INC	PURCHASED	12/02/2008	7/31/2009
513	10 CAPITAL ONE FINANCIAL CORP	PURCHASED	1/16/2009	7/31/2009
514	5 CELGENE CORP	PURCHASED	7/11/2007	7/31/2009
515	5 CELGENE CORP	PURCHASED	11/15/2007	7/31/2009
516	10 DU PONT (E.I.) DE NEMOURS	PURCHASED	4/09/2009	7/31/2009
517	5 EASTMAN CHEMICAL COMPANY	PURCHASED	11/12/2008	7/31/2009
518	15 THE WALT DISNEY CO.	PURCHASED	12/17/2008	8/03/2009
519	1 EOG RESOURCES INC	PURCHASED	2/06/2009	8/03/2009
520	3 EOG RESOURCES INC	PURCHASED	3/31/2009	8/03/2009
521	50 GENWORTH FINANCIAL INC-CL A	PURCHASED	8/09/2005	8/03/2009
522	25 GENWORTH FINANCIAL INC-CL A	PURCHASED	8/25/2006	8/03/2009
523	25 GENWORTH FINANCIAL INC-CL A	PURCHASED	11/28/2006	8/03/2009
524	10 CISCO SYSTEMS INC	PURCHASED	10/25/2007	8/04/2009
525	20 CISCO SYSTEMS INC	PURCHASED	11/06/2007	8/04/2009
526	5 CISCO SYSTEMS INC	PURCHASED	11/06/2007	8/04/2009
527	9 MCDONALD'S CORP	PURCHASED	11/04/2008	8/04/2009
528	20 HARTFORD FINANCIAL SVCS GRP	PURCHASED	10/31/2008	8/05/2009
529	20 HARTFORD FINANCIAL SVCS GRP	PURCHASED	6/23/2009	8/05/2009
530	20 EMERSON ELECTRIC CO	PURCHASED	1/30/2009	8/06/2009
531	1 MONSANTO CO	PURCHASED	10/29/2007	8/06/2009
532	2 MONSANTO CO	PURCHASED	8/15/2008	8/06/2009
533	5 METLIFE INC	PURCHASED	1/15/2009	8/06/2009
534	20 MOTOROLA INC	PURCHASED	9/24/2008	8/06/2009
535	50 MOTOROLA INC	PURCHASED	11/24/2008	8/06/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
536	4 APACHE CORP	PURCHASED	7/25/2008	8/07/2009
537	7 PROCTER & GAMBLE CO	PURCHASED	10/06/2008	8/07/2009
538	6 CHEVRON CORP	PURCHASED	7/21/2006	8/11/2009
539	8 CHEVRON CORP	PURCHASED	5/16/2007	8/11/2009
540	5 CBS CORP-CLASS B	PURCHASED	4/26/2006	8/12/2009
541	15 CBS CORP-CLASS B	PURCHASED	5/25/2006	8/12/2009
542	10 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	3/20/2009	8/12/2009
543	35 ***ERICSSON (LM) TEL-SP ADR	PURCHASED	3/26/2009	8/12/2009
544	10 CARDINAL HEALTH INC	PURCHASED	12/02/2008	8/13/2009
545	20 D R HORTON INC	PURCHASED	6/11/2009	8/13/2009
546	15 LIMITED BRANDS INC	PURCHASED	11/17/2008	8/13/2009
547	10 LIMITED BRANDS INC	PURCHASED	12/22/2008	8/13/2009
548	50 NEWS CORP	PURCHASED	12/03/2008	8/13/2009
549	12 EXXON MOBIL CORP	PURCHASED	4/03/2007	8/17/2009
550	6 EXXON MOBIL CORP	PURCHASED	3/25/2008	8/17/2009
551	***TAIWAN SEMICONDUCTOR MFG CO	PURCHASED	8/18/2009	8/18/2009
552	3 EOG RESOURCES INC	PURCHASED	3/31/2009	8/20/2009
553	10 EMERSON ELECTRIC CO	PURCHASED	1/30/2009	8/20/2009
554	2 APACHE CORP	PURCHASED	7/25/2008	8/21/2009
555	10 APACHE CORP	PURCHASED	11/12/2008	8/21/2009
556	3 MONSANTO CO	PURCHASED	8/15/2008	8/24/2009
557	6 NIKE INC -CL B	PURCHASED	5/05/2008	8/27/2009
558	4 NIKE INC -CL B	PURCHASED	4/06/2009	8/27/2009
559	10 HEWLETT-PACKARD CO	PURCHASED	4/29/2008	8/28/2009
560	1 TIME WARNER CABLE	PURCHASED	5/27/2008	9/02/2009
561	10 TIME WARNER CABLE	PURCHASED	5/01/2009	9/02/2009
562	10 EASTMAN CHEMICAL COMPANY	PURCHASED	11/12/2008	9/03/2009
563	25 ELI LILLY & CO	PURCHASED	3/27/2009	9/03/2009
564	25 XL CAPITAL LTD -CLASS A	PURCHASED	1/20/2005	9/03/2009
565	20 ALTRIA GROUP INC	PURCHASED	9/04/2008	9/10/2009
566	60 ALTRIA GROUP INC	PURCHASED	4/09/2009	9/10/2009
567	10 ALTRIA GROUP INC	PURCHASED	7/10/2009	9/10/2009
568	11 BAXTER INTERNATIONAL INC	PURCHASED	10/09/2008	9/10/2009
569	4 PROCTER & GAMBLE CO	PURCHASED	10/06/2008	9/10/2009
570	2 GOLDMAN SACHS GROUP INC	PURCHASED	9/10/2008	9/11/2009
571	14 JPMORGAN CHASE & CO	PURCHASED	9/26/2008	9/11/2009
572	10 NUCOR CORP	PURCHASED	5/01/2009	9/11/2009
573	6 FREEPORT-MCMORAN COPPER	PURCHASED	5/01/2009	9/15/2009
574	25 TEXTRON INC	PURCHASED	6/24/2009	9/15/2009
575	10 COCA-COLA CO/THE	PURCHASED	6/18/2008	9/16/2009
576	5 FLUOR CORP	PURCHASED	11/19/2007	9/16/2009
577	7 MEDCO HEALTH SOLUTIONS INC	PURCHASED	11/15/2007	9/16/2009
578	8 MCDONALD'S CORP	PURCHASED	11/04/2008	9/16/2009
579	10 MICROSOFT CORP	PURCHASED	4/06/2009	9/16/2009
580	15 CAPITAL ONE FINANCIAL CORP	PURCHASED	1/16/2009	9/17/2009
581	4 APPLE INC	PURCHASED	3/14/2007	9/21/2009
582	5 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/08/2009	9/21/2009
583	3 ***TOYOTA MOTOR CORP -SPON ADR	PURCHASED	5/18/2009	9/21/2009
584	2 APACHE CORP	PURCHASED	7/25/2008	9/25/2009
585	1 APACHE CORP	PURCHASED	1/09/2009	9/25/2009
586	10 ***BP PLC-SPONS ADR	PURCHASED	2/11/2008	10/01/2009
587	10 ***BP PLC-SPONS ADR	PURCHASED	9/04/2008	10/01/2009
588	4 EXXON MOBIL CORP	PURCHASED	3/25/2008	10/01/2009
589	10 EXXON MOBIL CORP	PURCHASED	8/06/2008	10/01/2009
590	5 HEWLETT-PACKARD CO	PURCHASED	4/29/2008	10/05/2009
591	7 VISA INC - CLASS A SHRS	PURCHASED	4/30/2009	10/06/2009

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
592	2 VISA INC - CLASS A SHRS	PURCHASED	5/06/2009	10/06/2009
593	15 CAPITAL ONE FINANCIAL CORP	PURCHASED	1/16/2009	10/07/2009
594	15 AMERICAN TOWER CORP-CL A	PURCHASED	7/08/2009	10/08/2009
595	20 CROWN CASTLE INTL CORP	PURCHASED	7/08/2009	10/08/2009
596	10 CATERPILLAR INC	PURCHASED	5/27/2009	10/08/2009
597	6 CATERPILLAR INC	PURCHASED	7/13/2009	10/08/2009
598	16 JPMORGAN CHASE & CO	PURCHASED	12/04/2008	10/08/2009
599	1 LOWE'S COS INC	PURCHASED	2/24/2009	10/08/2009
600	19 LOWE'S COS INC	PURCHASED	4/23/2009	10/08/2009
601	5 WHIRLPOOL CORP	PURCHASED	6/26/2009	10/08/2009
602	9 MCDONALD'S CORP	PURCHASED	11/04/2008	10/12/2009
603	40 MERCK & CO. INC.	PURCHASED	6/23/2008	10/12/2009
604	30 MERCK & CO. INC.	PURCHASED	7/01/2008	10/12/2009
605	10 MERCK & CO. INC.	PURCHASED	9/04/2008	10/12/2009
606	4 APACHE CORP	PURCHASED	1/09/2009	10/13/2009
607	5 BLACK & DECKER CORP	PURCHASED	8/18/2009	10/15/2009
608	15 GILEAD SCIENCES INC	PURCHASED	1/11/2007	10/15/2009
609	10 WHIRLPOOL CORP	PURCHASED	6/26/2009	10/15/2009
610	20 CBS CORP-CLASS B	PURCHASED	5/25/2006	10/19/2009
611	1 GOOGLE INC-CL A	PURCHASED	9/21/2005	10/19/2009
612	10 MEDCO HEALTH SOLUTIONS INC	PURCHASED	11/15/2007	10/21/2009
613	12 WAL-MART STORES INC	PURCHASED	10/06/2008	10/21/2009
614	3 APACHE CORP	PURCHASED	3/31/2009	10/22/2009
615	5 EMERSON ELECTRIC CO	PURCHASED	1/30/2009	10/22/2009
616	10 EMERSON ELECTRIC CO	PURCHASED	5/04/2009	10/22/2009
617	10 ***TEVA PHARMACEUTICAL-SP ADR	PURCHASED	3/07/2008	10/23/2009
618	5 ENSCO INTERNATIONAL INC	PURCHASED	5/19/2009	10/27/2009
619	25 ALTERA CORPORATION	PURCHASED	7/20/2009	10/28/2009
620	4 FREEPORT-MCMORAN COPPER	PURCHASED	5/01/2009	10/28/2009
621	7 FREEPORT-MCMORAN COPPER	PURCHASED	5/05/2009	10/28/2009
622	25 LIMITED BRANDS INC	PURCHASED	12/22/2008	10/28/2009
623	7 EOG RESOURCES INC	PURCHASED	1/29/2009	10/29/2009
624	1 OCCIDENTAL PETROLEUM CORP	PURCHASED	2/24/2009	10/29/2009
625	6 OCCIDENTAL PETROLEUM CORP	PURCHASED	6/18/2009	10/29/2009
626	5 APACHE CORP	PURCHASED	11/12/2008	11/04/2009
627	50 SCHERING-PLOUGH CORP	PURCHASED	7/15/2008	11/04/2009
628	40 SCHERING-PLOUGH CORP	PURCHASED	4/30/2009	11/04/2009
629	10 UNION PACIFIC CORP	PURCHASED	4/29/2009	11/04/2009
630	20 ALTERA CORPORATION	PURCHASED	7/20/2009	11/05/2009
631	5 TRAVELERS COS INC/THE	PURCHASED	2/15/2008	11/05/2009
632	10 AETNA INC	PURCHASED	9/08/2009	11/06/2009
633	8 COLGATE-PALMOLIVE CO	PURCHASED	11/28/2008	11/09/2009
634	7 SCHLUMBERGER LTD	PURCHASED	8/20/2007	11/09/2009
635	20 CBS CORP-CLASS B	PURCHASED	5/25/2006	11/10/2009
636	10 CBS CORP-CLASS B	PURCHASED	6/28/2006	11/10/2009
637	5 CELGENE CORP	PURCHASED	11/15/2007	11/10/2009
638	25 ***TAIWAN SEMICONDUCTOR-SP ADR	PURCHASED	5/06/2009	11/11/2009
639	35 ***TAIWAN SEMICONDUCTOR-SP ADR	PURCHASED	5/07/2009	11/11/2009
640	25 ***TAIWAN SEMICONDUCTOR-SP ADR	PURCHASED	8/11/2009	11/11/2009
641	MERCK & CO INC	PURCHASED	11/13/2009	11/13/2009
642	10 CISCO SYSTEMS INC	PURCHASED	11/06/2007	11/13/2009
643	8 PROCTER & GAMBLE CO	PURCHASED	4/14/2009	11/13/2009
644	4 PROCTER & GAMBLE CO	PURCHASED	4/17/2009	11/13/2009
645	25 US BANCORP	PURCHASED	5/14/2009	11/13/2009
646	10 VIACOM INC-CLASS B	PURCHASED	12/23/2008	11/13/2009
647	6 EOG RESOURCES INC	PURCHASED	1/29/2009	11/16/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
648	8 UNITED TECHNOLOGIES CORP	PURCHASED	9/14/2009	11/19/2009
649	10 KOHLS CORP	PURCHASED	9/22/2008	11/20/2009
650	30 ***GLAXOSMITHKLINE PLC-SPON AD	PURCHASED	2/27/2009	11/23/2009
651	35 ALLSTATE CORP	PURCHASED	2/06/2009	11/24/2009
652	20 ***NEXEN INC	PURCHASED	5/15/2009	11/24/2009
653	5 ***PETROLEO BRASILEIRO S.A.-AD	PURCHASED	6/02/2009	11/24/2009
654	10 ***PETROLEO BRASILEIRO-SPON AD	PURCHASED	9/23/2009	11/25/2009
655	10 ***PETROLEO BRASILEIRO-SPON AD	PURCHASED	9/28/2009	11/25/2009
656	4 OCCIDENTAL PETROLEUM CORP	PURCHASED	6/18/2009	11/25/2009
657	3 ***RIO TINTO PLC-SPON ADR	PURCHASED	9/16/2009	12/01/2009
658	30 VIACOM INC-CLASS B	PURCHASED	12/23/2008	12/02/2009
659	3 COSTCO WHOLESALE CORP	PURCHASED	4/29/2008	12/03/2009
660	2 COSTCO WHOLESALE CORP	PURCHASED	12/18/2008	12/03/2009
661	4 UNION PACIFIC CORP	PURCHASED	7/17/2009	12/03/2009
662	9 CATERPILLAR INC	PURCHASED	7/13/2009	12/07/2009
663	5 CATERPILLAR INC	PURCHASED	7/28/2009	12/07/2009
664	4 CHEVRON CORP	PURCHASED	5/16/2007	12/08/2009
665	10 HOME DEPOT INC	PURCHASED	2/25/2009	12/08/2009
666	50 SPRINT NEXTEL CORP	PURCHASED	4/09/2008	12/09/2009
667	120 SPRINT NEXTEL CORP	PURCHASED	9/15/2008	12/09/2009
668	10 METLIFE INC	PURCHASED	1/15/2009	12/10/2009
669	9 TIME WARNER INC	PURCHASED	5/27/2008	12/14/2009
670	11 TIME WARNER INC	PURCHASED	11/12/2008	12/14/2009
671	10 METLIFE INC	PURCHASED	1/22/2009	12/15/2009
672	8 PROCTER & GAMBLE CO	PURCHASED	5/29/2009	12/15/2009
673	10 ***ACE LTD	PURCHASED	3/10/2009	12/16/2009
674	15 BLACK & DECKER CORP	PURCHASED	8/18/2009	12/16/2009
675	40 CORNING INC	PURCHASED	1/21/2009	12/16/2009
676	11 LOWE'S COS INC	PURCHASED	4/23/2009	12/18/2009
677	19 LOWE'S COS INC	PURCHASED	6/05/2009	12/18/2009
678	5 LOWE'S COS INC	PURCHASED	6/11/2009	12/18/2009
679	2 AMAZON.COM INC	PURCHASED	5/22/2009	12/21/2009
680	30 AT&T INC	PURCHASED	10/02/2007	12/21/2009
681	2 CME GROUP INC	PURCHASED	1/25/2008	12/21/2009
682	8 CELGENE CORP	PURCHASED	11/15/2007	12/21/2009
683	20 CISCO SYSTEMS INC	PURCHASED	11/06/2007	12/21/2009
684	1 GOOGLE INC-CL A	PURCHASED	9/21/2005	12/21/2009
685	5 HEWLETT-PACKARD CO	PURCHASED	4/29/2008	12/21/2009
686	5 HEWLETT-PACKARD CO	PURCHASED	5/20/2008	12/21/2009
687	30 INTEL CORP	PURCHASED	9/24/2008	12/21/2009
688	7 MEDCO HEALTH SOLUTIONS INC	PURCHASED	11/15/2007	12/21/2009
689	10 MACY'S INC	PURCHASED	3/16/2007	12/21/2009
690	15 MACY'S INC	PURCHASED	5/02/2007	12/21/2009
691	10 NATIONAL - OILWELL INC	PURCHASED	5/28/2009	12/21/2009
692	10 PEPSICO INC	PURCHASED	7/11/2007	12/21/2009
693	2 QUALCOMM INC	PURCHASED	7/10/2008	12/21/2009
694	15 QUALCOMM INC	PURCHASED	7/28/2008	12/21/2009
695	60 RRI ENERGY INC	PURCHASED	8/29/2008	12/21/2009
696	85 RRI ENERGY INC	PURCHASED	12/22/2008	12/21/2009
697	6 VISA INC - CLASS A SHRS	PURCHASED	5/06/2009	12/21/2009
698	43.705 BERNSTEIN EMERGING MARKETS	PURCHASED	12/11/2007	12/21/2009
699	173.521 BERNSTEIN EMERGING MARKETS	PURCHASED	1/31/2008	12/21/2009
700	674.309 BERNSTEIN INTERNATIONAL	PURCHASED	1/20/2005	12/21/2009
701	10 AETNA INC	PURCHASED	9/08/2009	12/28/2009
702	15 LOWE'S COS INC	PURCHASED	2/24/2009	12/28/2009
703	6 MERCK & CO. INC.	PURCHASED	7/15/2008	12/29/2009

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	621.		833.	-212.				\$ -212.
2	277.		634.	-357.				-357.
3	651.		1,016.	-365.				-365.
4	1,227.		2,551.	-1,324.				-1,324.
5	869.		889.	-20.				-20.
6	1,333.		1,547.	-214.				-214.
7	1,003.		708.	295.				295.
8	418.		308.	110.				110.
9	248.		3,102.	-2,854.				-2,854.
10	76.		544.	-468.				-468.
11	191.		1,306.	-1,115.				-1,115.
12	756.		1,428.	-672.				-672.
13	101.		220.	-119.				-119.
14	628.		1,613.	-985.				-985.
15	288.		1,328.	-1,040.				-1,040.
16	48.		221.	-173.				-173.
17	411.		490.	-79.				-79.
18	655.		388.	267.				267.
19	568.		721.	-153.				-153.
20	1,252.		1,201.	51.				51.
21	417.		496.	-79.				-79.
22	310.		446.	-136.				-136.
23	250.		341.	-91.				-91.
24	751.		984.	-233.				-233.
25	501.		793.	-292.				-292.
26	751.		1,189.	-438.				-438.
27	213.		344.	-131.				-131.
28	854.		1,361.	-507.				-507.
29	854.		1,531.	-677.				-677.
30	964.		1,035.	-71.				-71.
31	684.		388.	296.				296.
32	362.		673.	-311.				-311.
33	399.		625.	-226.				-226.
34	305.		1,215.	-910.				-910.
35	42.		2,701.	-2,659.				-2,659.
36	20.		1,315.	-1,295.				-1,295.
37	14.		933.	-919.				-919.
38	76.		3,431.	-3,355.				-3,355.
39	25.		1,178.	-1,153.				-1,153.
40	900.		713.	187.				187.
41	532.		421.	111.				111.
42	156.		1,045.	-889.				-889.
43	195.		1,276.	-1,081.				-1,081.
44	98.		555.	-457.				-457.
45	195.		725.	-530.				-530.
46	380.		1,045.	-665.				-665.
47	759.		2,080.	-1,321.				-1,321.
48	845.		476.	369.				369.
49	841.		478.	363.				363.
50	394.		596.	-202.				-202.
51	461.		1,237.	-776.				-776.
52	597.		731.	-134.				-134.
53	597.		727.	-130.				-130.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
54	381.		525.	-144.				\$ -144.
55	69.		1,008.	-939.				-939.
56	87.		1,270.	-1,183.				-1,183.
57	87.		1,264.	-1,177.				-1,177.
58	87.		1,271.	-1,184.				-1,184.
59	87.		1,221.	-1,134.				-1,134.
60	260.		1,650.	-1,390.				-1,390.
61	364.		1,471.	-1,107.				-1,107.
62	176.		418.	-242.				-242.
63	899.		2,170.	-1,271.				-1,271.
64	333.		2,142.	-1,809.				-1,809.
65	250.		1,604.	-1,354.				-1,354.
66	31.		33.	-2.				-2.
67	139.		150.	-11.				-11.
68	232.		269.	-37.				-37.
69	186.		261.	-75.				-75.
70	309.		433.	-124.				-124.
71	232.		314.	-82.				-82.
72	186.		252.	-66.				-66.
73	1,187.		1,983.	-796.				-796.
74	594.		1,009.	-415.				-415.
75	119.		212.	-93.				-93.
76	48.		53.	-5.				-5.
77	958.		1,072.	-114.				-114.
78	503.		1,677.	-1,174.				-1,174.
79	84.		269.	-185.				-185.
80	476.		892.	-416.				-416.
81	718.		493.	225.				225.
82	1,345.		1,445.	-100.				-100.
83	1,358.		1,418.	-60.				-60.
84	407.		418.	-11.				-11.
85	387.		754.	-367.				-367.
86	954.		815.	139.				139.
87	477.		377.	100.				100.
88	565.		694.	-129.				-129.
89	206.		243.	-37.				-37.
90	623.		826.	-203.				-203.
91	555.		594.	-39.				-39.
92	171.		259.	-88.				-88.
93	470.		779.	-309.				-309.
94	488.		416.	72.				72.
95	915.		962.	-47.				-47.
96	734.		2,080.	-1,346.				-1,346.
97	1,304.		2,055.	-751.				-751.
98	187.		396.	-209.				-209.
99	375.		787.	-412.				-412.
100	900.		1,228.	-328.				-328.
101	225.		296.	-71.				-71.
102	442.		830.	-388.				-388.
103	810.		1,587.	-777.				-777.
104	617.		923.	-306.				-306.
105	658.		1,293.	-635.				-635.
106	26.		126.	-100.				-100.

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
107	257.		1,240.	-983.				\$ -983.
108	103.		445.	-342.				-342.
109	509.		779.	-270.				-270.
110	554.		484.	70.				70.
111	1,107.		1,138.	-31.				-31.
112	412.		324.	88.				88.
113	618.		575.	43.				43.
114	412.		410.	2.				2.
115	411.		694.	-283.				-283.
116	566.		996.	-430.				-430.
117	165.		1,344.	-1,179.				-1,179.
118	145.		523.	-378.				-378.
119	368.		880.	-512.				-512.
120	273.		310.	-37.				-37.
121	182.		208.	-26.				-26.
122	637.		1,208.	-571.				-571.
123	455.		784.	-329.				-329.
124	637.		679.	-42.				-42.
125	91.		89.	2.				2.
126	1,369.		1,381.	-12.				-12.
127	770.		672.	98.				98.
128	2,707.		1,551.	1,156.				1,156.
129	243.		2,242.	-1,999.				-1,999.
130	97.		567.	-470.				-470.
131	1,316.		863.	453.				453.
132	454.		309.	145.				145.
133	873.		1,163.	-290.				-290.
134	1,310.		1,869.	-559.				-559.
135	146.		212.	-66.				-66.
136	629.		589.	40.				40.
137	115.		232.	-117.				-117.
138	115.		236.	-121.				-121.
139	1,036.		1,782.	-746.				-746.
140	921.		1,620.	-699.				-699.
141	176.		251.	-75.				-75.
142	353.		494.	-141.				-141.
143	213.		400.	-187.				-187.
144	239.		269.	-30.				-30.
145	198.		619.	-421.				-421.
146	297.		905.	-608.				-608.
147	693.		2,386.	-1,693.				-1,693.
148	1,528.		1,084.	444.				444.
149	71.		250.	-179.				-179.
150	445.		1,554.	-1,109.				-1,109.
151	356.		1,264.	-908.				-908.
152	196.		641.	-445.				-445.
153	1,018.		975.	43.				43.
154	526.		445.	81.				81.
155	861.		1,466.	-605.				-605.
156	369.		612.	-243.				-243.
157	251.		404.	-153.				-153.
158	626.		567.	59.				59.
159	169.		245.	-76.				-76.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
160	169.		237.	-68.				\$ -68.
161	339.		473.	-134.				-134.
162	339.		540.	-201.				-201.
163	853.		1,031.	-178.				-178.
164	487.		721.	-234.				-234.
165	668.		968.	-300.				-300.
166	334.		471.	-137.				-137.
167	280.		382.	-102.				-102.
168	381.		576.	-195.				-195.
169	571.		978.	-407.				-407.
170	82.		535.	-453.				-453.
171	131.		679.	-548.				-548.
172	197.		1,148.	-951.				-951.
173	247.		683.	-436.				-436.
174	164.		328.	-164.				-164.
175	906.		1,324.	-418.				-418.
176	671.		610.	61.				61.
177	671.		660.	11.				11.
178	251.		397.	-146.				-146.
179	313.		351.	-38.				-38.
180	428.		546.	-118.				-118.
181	489.		770.	-281.				-281.
182	613.		635.	-22.				-22.
183	744.		748.	-4.				-4.
184	248.		282.	-34.				-34.
185	131,844.		152,249.	-20,405.				-20,405.
186	0.		11.	-11.				-11.
187	8,500.		17,935.	-9,435.				-9,435.
188	0.		4.	-4.				-4.
189	271.		770.	-499.				-499.
190	221.		591.	-370.				-370.
191	442.		927.	-485.				-485.
192	440.		496.	-56.				-56.
193	216.		273.	-57.				-57.
194	17.		24.	-7.				-7.
195	514.		648.	-134.				-134.
196	725.		1,273.	-548.				-548.
197	468.		536.	-68.				-68.
198	234.		295.	-61.				-61.
199	211.		386.	-175.				-175.
200	256.		257.	-1.				-1.
201	249.		806.	-557.				-557.
202	166.		497.	-331.				-331.
203	367.		669.	-302.				-302.
204	191.		193.	-2.				-2.
205	860.		799.	61.				61.
206	416.		418.	-2.				-2.
207	139.		138.	1.				1.
208	190.		377.	-187.				-187.
209	521.		520.	1.				1.
210	255.		304.	-49.				-49.
211	102.		122.	-20.				-20.
212	130.		165.	-35.				-35.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
213	130.		165.	-35.				\$ -35.
214	507.		850.	-343.				-343.
215	628.		641.	-13.				-13.
216	97.		633.	-536.				-536.
217	193.		1,259.	-1,066.				-1,066.
218	144.		328.	-184.				-184.
219	590.		1,907.	-1,317.				-1,317.
220	315.		546.	-231.				-231.
221	497.		974.	-477.				-477.
222	364.		787.	-423.				-423.
223	182.		350.	-168.				-168.
224	724.		888.	-164.				-164.
225	308.		577.	-269.				-269.
226	540.		897.	-357.				-357.
227	205.		308.	-103.				-103.
228	246.		323.	-77.				-77.
229	862.		1,014.	-152.				-152.
230	872.		569.	303.				303.
231	271.		517.	-246.				-246.
232	181.		358.	-177.				-177.
233	269.		889.	-620.				-620.
234	67.		232.	-165.				-165.
235	378.		355.	23.				23.
236	342.		464.	-122.				-122.
237	86.		112.	-26.				-26.
238	588.		854.	-266.				-266.
239	59.		122.	-63.				-63.
240	471.		553.	-82.				-82.
241	269.		284.	-15.				-15.
242	336.		382.	-46.				-46.
243	241.		330.	-89.				-89.
244	197.		340.	-143.				-143.
245	389.		960.	-571.				-571.
246	393.		354.	39.				39.
247	295.		201.	94.				94.
248	470.		373.	97.				97.
249	846.		711.	135.				135.
250	1,295.		776.	519.				519.
251	814.		556.	258.				258.
252	316.		230.	86.				86.
253	436.		452.	-16.				-16.
254	587.		849.	-262.				-262.
255	881.		1,188.	-307.				-307.
256	145.		187.	-42.				-42.
257	120.		198.	-78.				-78.
258	241.		387.	-146.				-146.
259	419.		729.	-310.				-310.
260	383.		494.	-111.				-111.
261	184.		327.	-143.				-143.
262	536.		579.	-43.				-43.
263	255.		682.	-427.				-427.
264	708.		488.	220.				220.
265	69.		233.	-164.				-164.

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
266	189.		292.	-103.				\$ -103.
267	329.		312.	17.				17.
268	329.		387.	-58.				-58.
269	208.		1,106.	-898.				-898.
270	262.		223.	39.				39.
271	471.		563.	-92.				-92.
272	547.		816.	-269.				-269.
273	411.		579.	-168.				-168.
274	274.		358.	-84.				-84.
275	83.		174.	-91.				-91.
276	83.		144.	-61.				-61.
277	427.		1,039.	-612.				-612.
278	316.		637.	-321.				-321.
279	532.		620.	-88.				-88.
280	654.		756.	-102.				-102.
281	89.		112.	-23.				-23.
282	178.		270.	-92.				-92.
283	487.		777.	-290.				-290.
284	271.		407.	-136.				-136.
285	541.		649.	-108.				-108.
286	325.		403.	-78.				-78.
287	271.		349.	-78.				-78.
288	272.		236.	36.				36.
289	551.		511.	40.				40.
290	357.		540.	-183.				-183.
291	247.		281.	-34.				-34.
292	825.		1,129.	-304.				-304.
293	872.		1,440.	-568.				-568.
294	436.		688.	-252.				-252.
295	436.		775.	-339.				-339.
296	436.		808.	-372.				-372.
297	363.		690.	-327.				-327.
298	610.		895.	-285.				-285.
299	839.		1,083.	-244.				-244.
300	1,361.		2,224.	-863.				-863.
301	770.		1,019.	-249.				-249.
302	263.		324.	-61.				-61.
303	823.		1,666.	-843.				-843.
304	78.		176.	-98.				-98.
305	208.		311.	-103.				-103.
306	612.		1,219.	-607.				-607.
307	815.		1,603.	-788.				-788.
308	374.		309.	65.				65.
309	190.		265.	-75.				-75.
310	190.		276.	-86.				-86.
311	455.		440.	15.				15.
312	637.		668.	-31.				-31.
313	301.		496.	-195.				-195.
314	235.		223.	12.				12.
315	648.		635.	13.				13.
316	246.		282.	-36.				-36.
317	246.		293.	-47.				-47.
318	769.		1,588.	-819.				-819.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
319	342.		740.	-398.				\$ -398.
320	342.		569.	-227.				-227.
321	342.		563.	-221.				-221.
322	171.		239.	-68.				-68.
323	16,076.		18,660.	-2,584.				-2,584.
324	5,391.		6,300.	-909.				-909.
325	6,593.		7,550.	-957.				-957.
326	6,310.		7,150.	-840.				-840.
327	121.		138.	-17.				-17.
328	8,008.		8,915.	-907.				-907.
329	0.		6.	-6.				-6.
330	15,500.		32,638.	-17,138.				-17,138.
331	0.		6.	-6.				-6.
332	399.		581.	-182.				-182.
333	136.		194.	-58.				-58.
334	190.		238.	-48.				-48.
335	298.		338.	-40.				-40.
336	645.		606.	39.				39.
337	149.		106.	43.				43.
338	234.		371.	-137.				-137.
339	467.		834.	-367.				-367.
340	396.		553.	-157.				-157.
341	255.		682.	-427.				-427.
342	570.		474.	96.				96.
343	1,900.		1,589.	311.				311.
344	950.		805.	145.				145.
345	950.		842.	108.				108.
346	238.		196.	42.				42.
347	119.		112.	7.				7.
348	279.		269.	10.				10.
349	377.		398.	-21.				-21.
350	251.		284.	-33.				-33.
351	276.		358.	-82.				-82.
352	359.		690.	-331.				-331.
353	215.		212.	3.				3.
354	431.		330.	101.				101.
355	581.		520.	61.				61.
356	14.		0.	14.				14.
357	156.		76.	80.				80.
358	782.		460.	322.				322.
359	625.		371.	254.				254.
360	217.		295.	-78.				-78.
361	240.		269.	-29.				-29.
362	50.		304.	-254.				-254.
363	250.		250.	0.				0.
364	664.		514.	150.				150.
365	340.		312.	28.				28.
366	634.		495.	139.				139.
367	255.		580.	-325.				-325.
368	165.		194.	-29.				-29.
369	165.		149.	16.				16.
370	660.		527.	133.				133.
371	257.		187.	70.				70.

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
372	456.		596.	-140.				\$ -140.
373	425.		589.	-164.				-164.
374	415.		471.	-56.				-56.
375	765.		620.	145.				145.
376	291.		253.	38.				38.
377	153.		218.	-65.				-65.
378	229.		261.	-32.				-32.
379	279.		432.	-153.				-153.
380	93.		90.	3.				3.
381	271.		375.	-104.				-104.
382	216.		295.	-79.				-79.
383	300.		271.	29.				29.
384	200.		154.	46.				46.
385	726.		880.	-154.				-154.
386	602.		1,426.	-824.				-824.
387	420.		522.	-102.				-102.
388	213.		179.	34.				34.
389	459.		834.	-375.				-375.
390	555.		412.	143.				143.
391	229.		165.	64.				64.
392	354.		309.	45.				45.
393	169.		215.	-46.				-46.
394	525.		976.	-451.				-451.
395	332.		382.	-50.				-50.
396	42.		42.	0.				0.
397	300.		231.	69.				69.
398	36.		54.	-18.				-18.
399	508.		598.	-90.				-90.
400	340.		746.	-406.				-406.
401	227.		516.	-289.				-289.
402	223.		165.	58.				58.
403	489.		660.	-171.				-171.
404	183.		254.	-71.				-71.
405	306.		424.	-118.				-118.
406	247.		269.	-22.				-22.
407	123.		128.	-5.				-5.
408	419.		432.	-13.				-13.
409	214.		292.	-78.				-78.
410	361.		482.	-121.				-121.
411	500.		485.	15.				15.
412	319.		349.	-30.				-30.
413	97.		77.	20.				20.
414	194.		186.	8.				8.
415	170.		155.	15.				15.
416	488.		525.	-37.				-37.
417	333.		446.	-113.				-113.
418	214.		269.	-55.				-55.
419	206.		174.	32.				32.
420	173.		198.	-25.				-25.
421	339.		412.	-73.				-73.
422	339.		246.	93.				93.
423	638.		255.	383.				383.
424	298.		398.	-100.				-100.

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
425	99.		132.	-33.				\$ -33.
426	192.		198.	-6.				-6.
427	384.		472.	-88.				-88.
428	255.		305.	-50.				-50.
429	921.		891.	30.				30.
430	491.		449.	42.				42.
431	246.		202.	44.				44.
432	272.		384.	-112.				-112.
433	983.		426.	557.				557.
434	216.		292.	-76.				-76.
435	601.		712.	-111.				-111.
436	883.		1,146.	-263.				-263.
437	265.		516.	-251.				-251.
438	133.		111.	22.				22.
439	816.		586.	230.				230.
440	1,220.		1,297.	-77.				-77.
441	277.		471.	-194.				-194.
442	360.		335.	25.				25.
443	120.		116.	4.				4.
444	607.		567.	40.				40.
445	442.		330.	112.				112.
446	314.		448.	-134.				-134.
447	79.		54.	25.				25.
448	394.		478.	-84.				-84.
449	466.		397.	69.				69.
450	354.		554.	-200.				-200.
451	532.		565.	-33.				-33.
452	351.		346.	5.				5.
453	277.		433.	-156.				-156.
454	69.		108.	-39.				-39.
455	170.		183.	-13.				-13.
456	339.		339.	0.				0.
457	92.		104.	-12.				-12.
458	366.		399.	-33.				-33.
459	359.		396.	-37.				-37.
460	574.		669.	-95.				-95.
461	150.		240.	-90.				-90.
462	225.		353.	-128.				-128.
463	495.		449.	46.				46.
464	856.		720.	136.				136.
465	593.		737.	-144.				-144.
466	218.		214.	4.				4.
467	862.		951.	-89.				-89.
468	265.		257.	8.				8.
469	213.		237.	-24.				-24.
470	814.		579.	235.				235.
471	63.		45.	18.				18.
472	256.		257.	-1.				-1.
473	358.		391.	-33.				-33.
474	562.		594.	-32.				-32.
475	411.		473.	-62.				-62.
476	298.		242.	56.				56.
477	149.		121.	28.				28.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
478	68.		122.	-54.				\$ -54.
479	683.		1,161.	-478.				-478.
480	68.		110.	-42.				-42.
481	303.		382.	-79.				-79.
482	380.		628.	-248.				-248.
483	225.		190.	35.				35.
484	276.		441.	-165.				-165.
485	138.		210.	-72.				-72.
486	490.		513.	-23.				-23.
487	490.		518.	-28.				-28.
488	846.		993.	-147.				-147.
489	173.		168.	5.				5.
490	289.		234.	55.				55.
491	188.		314.	-126.				-126.
492	251.		270.	-19.				-19.
493	589.		594.	-5.				-5.
494	196.		240.	-44.				-44.
495	285.		288.	-3.				-3.
496	228.		231.	-3.				-3.
497	379.		546.	-167.				-167.
498	367.		349.	18.				18.
499	669.		676.	-7.				-7.
500	609.		757.	-148.				-148.
501	277.		238.	39.				39.
502	251.		417.	-166.				-166.
503	502.		514.	-12.				-12.
504	591.		764.	-173.				-173.
505	269.		237.	32.				32.
506	269.		237.	32.				32.
507	638.		765.	-127.				-127.
508	233.		214.	19.				19.
509	398.		357.	41.				41.
510	337.		267.	70.				70.
511	455.		414.	41.				41.
512	333.		313.	20.				20.
513	302.		243.	59.				59.
514	284.		296.	-12.				-12.
515	284.		321.	-37.				-37.
516	308.		257.	51.				51.
517	243.		174.	69.				69.
518	382.		349.	33.				33.
519	77.		67.	10.				10.
520	230.		168.	62.				62.
521	350.		1,538.	-1,188.				-1,188.
522	175.		847.	-672.				-672.
523	175.		819.	-644.				-644.
524	223.		314.	-91.				-91.
525	447.		676.	-229.				-229.
526	112.		169.	-57.				-57.
527	495.		519.	-24.				-24.
528	328.		200.	128.				128.
529	328.		223.	105.				105.
530	694.		677.	17.				17.

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STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
531	84.		96.	-12.				\$ -12.
532	168.		225.	-57.				-57.
533	179.		134.	45.				45.
534	142.		150.	-8.				-8.
535	355.		170.	185.				185.
536	347.		437.	-90.				-90.
537	363.		482.	-119.				-119.
538	409.		389.	20.				20.
539	546.		645.	-99.				-99.
540	53.		126.	-73.				-73.
541	159.		387.	-228.				-228.
542	95.		84.	11.				11.
543	331.		294.	37.				37.
544	329.		313.	16.				16.
545	260.		191.	69.				69.
546	218.		134.	84.				84.
547	145.		93.	52.				52.
548	558.		373.	185.				185.
549	800.		916.	-116.				-116.
550	400.		517.	-117.				-117.
551	3.		0.	3.				3.
552	221.		168.	53.				53.
553	347.		339.	8.				8.
554	174.		218.	-44.				-44.
555	871.		732.	139.				139.
556	253.		337.	-84.				-84.
557	336.		404.	-68.				-68.
558	224.		205.	19.				19.
559	447.		480.	-33.				-33.
560	36.		35.	1.				1.
561	359.		321.	38.				38.
562	500.		347.	153.				153.
563	815.		844.	-29.				-29.
564	415.		1,924.	-1,509.				-1,509.
565	371.		418.	-47.				-47.
566	1,112.		971.	141.				141.
567	185.		165.	20.				20.
568	611.		670.	-59.				-59.
569	223.		275.	-52.				-52.
570	350.		314.	36.				36.
571	596.		567.	29.				29.
572	464.		421.	43.				43.
573	424.		271.	153.				153.
574	490.		240.	250.				250.
575	524.		538.	-14.				-14.
576	279.		340.	-61.				-61.
577	392.		338.	54.				54.
578	443.		461.	-18.				-18.
579	251.		186.	65.				65.
580	587.		365.	222.				222.
581	729.		355.	374.				374.
582	413.		394.	19.				19.
583	248.		229.	19.				19.

THORNEY POINT FOUNDATION

74-3070101

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
584	186.		218.	-32.				\$ -32.
585	93.		83.	10.				10.
586	524.		643.	-119.				-119.
587	524.		554.	-30.				-30.
588	271.		345.	-74.				-74.
589	676.		784.	-108.				-108.
590	228.		240.	-12.				-12.
591	478.		466.	12.				12.
592	137.		133.	4.				4.
593	552.		365.	187.				187.
594	556.		453.	103.				103.
595	626.		461.	165.				165.
596	526.		352.	174.				174.
597	316.		189.	127.				127.
598	736.		477.	259.				259.
599	21.		16.	5.				5.
600	395.		390.	5.				5.
601	350.		210.	140.				140.
602	509.		519.	-10.				-10.
603	1,313.		1,431.	-118.				-118.
604	985.		1,148.	-163.				-163.
605	328.		345.	-17.				-17.
606	389.		330.	59.				59.
607	256.		205.	51.				51.
608	698.		494.	204.				204.
609	723.		421.	302.				302.
610	263.		517.	-254.				-254.
611	552.		310.	242.				242.
612	570.		483.	87.				87.
613	620.		704.	-84.				-84.
614	306.		194.	112.				112.
615	201.		169.	32.				32.
616	401.		365.	36.				36.
617	504.		477.	27.				27.
618	244.		167.	77.				77.
619	508.		427.	81.				81.
620	301.		181.	120.				120.
621	527.		341.	186.				186.
622	432.		233.	199.				199.
623	598.		484.	114.				114.
624	79.		50.	29.				29.
625	476.		387.	89.				89.
626	494.		366.	128.				128.
627	525.		478.	47.				47.
628	420.		389.	31.				31.
629	596.		482.	114.				114.
630	402.		342.	60.				60.
631	253.		237.	16.				16.
632	286.		287.	-1.				-1.
633	643.		511.	132.				132.
634	460.		616.	-156.				-156.
635	261.		517.	-256.				-256.
636	130.		265.	-135.				-135.

STATEMENT 7 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
637	268.		321.	-53.				\$ -53.
638	255.		276.	-21.				-21.
639	357.		362.	-5.				-5.
640	255.		256.	-1.				-1.
641	30.		0.	30.				30.
642	235.		338.	-103.				-103.
643	493.		380.	113.				113.
644	247.		206.	41.				41.
645	591.		446.	145.				145.
646	304.		175.	129.				129.
647	544.		415.	129.				129.
648	543.		491.	52.				52.
649	539.		494.	45.				45.
650	1,276.		904.	372.				372.
651	1,016.		776.	240.				240.
652	489.		389.	100.				100.
653	257.		224.	33.				33.
654	467.		388.	79.				79.
655	467.		389.	78.				78.
656	331.		258.	73.				73.
657	637.		545.	92.				92.
658	904.		526.	378.				378.
659	177.		213.	-36.				-36.
660	118.		108.	10.				10.
661	258.		225.	33.				33.
662	520.		284.	236.				236.
663	289.		213.	76.				76.
664	311.		323.	-12.				-12.
665	279.		202.	77.				77.
666	207.		328.	-121.				-121.
667	498.		808.	-310.				-310.
668	359.		269.	90.				90.
669	274.		276.	-2.				-2.
670	335.		215.	120.				120.
671	366.		251.	115.				115.
672	499.		417.	82.				82.
673	494.		336.	158.				158.
674	976.		616.	360.				360.
675	752.		371.	381.				381.
676	259.		226.	33.				33.
677	448.		380.	68.				68.
678	118.		102.	16.				16.
679	266.		152.	114.				114.
680	827.		1,273.	-446.				-446.
681	648.		1,271.	-623.				-623.
682	452.		513.	-61.				-61.
683	473.		676.	-203.				-203.
684	598.		310.	288.				288.
685	261.		240.	21.				21.
686	261.		231.	30.				30.
687	602.		562.	40.				40.
688	450.		338.	112.				112.
689	174.		443.	-269.				-269.

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
690	262.		659.	-397.				\$ -397.
691	439.		376.	63.				63.
692	605.		661.	-56.				-56.
693	91.		94.	-3.				-3.
694	680.		821.	-141.				-141.
695	347.		1,017.	-670.				-670.
696	492.		454.	38.				38.
697	522.		399.	123.				123.
698	1,207.		1,790.	-583.				-583.
699	4,793.		6,375.	-1,582.				-1,582.
700	10,000.		13,790.	-3,790.				-3,790.
701	335.		287.	48.				48.
702	354.		234.	120.				120.
703	224.		139.	85.				85.
TOTAL								<u>\$ -160,522.</u>

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ST ALBAN'S SCHOOL 3000 WISCONSIN AVE NW WASHINGTON, DC 20016	N/A		SCHOLARSHIP FUNDING & GENERAL SUPPORT	\$ 9,000.
TRINITY EPISCOPAL CHURCH P.O. BOX 2246 RENO, NV 89505	N/A		GENERAL SUPPORT	6,000.
ST PAUL'S CHURCH 228 S PITT ST ALEXANDRIA, VA 22314	N/A		GENERAL SUPPORT	6,000.
ST PAUL'S CHURCH 228 S PITT ST ALEXANDRIA, VA 22314	N/A		GENERAL SUPPORT	500.
ANIMAL WELFARE LEAGUE 4101 EISENHOWER AVE ALEXANDRIA, VA 22304	N/A		GENERAL SUPPORT	500.
TOCCATA 706 GOLFERS PASS RD INCLINE VILLAGE, NV 89451	N/A		GENERAL SUPPORT	15,000.

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FEDERAL STATEMENTS

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STATEMENT 8 (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
DUKE UNIVERSITY 2127 CAMPUS DRIVE DURHAM, NC 27708	N/A		GENERAL SUPPORT	\$ 1,000.
ALEXANDRIA SYMPHONY ORCHESTRA 2121 EISENHOWER AVE #608 ALEXANDRIA, VA 22314	N/A		GENERAL SUPPORT	31,500.
VIRGINIA THEOLOGICAL SEMINARY 3737 SEMINARY ROAD ALEXANDRIA, VA 22304	N/A		GENERAL SUPPORT	2,000.
NATIONAL CATHEDRAL SCHOOL 3001 WISCONSIN AVE NW WASHINGTON, DC 20016	N/A		SCHOLARSHIP FUNDING	207,000.
ART LEAGUE OF ALEXANDRIA 105 N. UNION ST ALEXANDRIA, VA 22314	N/A		GENERAL SUPPORT	500.
ALEXANDRIA HOSPITAL FNDN 4320 SEMINARY RD ALEXANDRIA, VA 22304	N/A		GENERAL SUPPORT	51,000.
NELSON COUNTY ANIMAL SHELTER 27 STAGEBRIDGE RD LOVINGSTON, VA 22949	N/A		GENERAL SUPPORT	1,000.
ST STEPHEN'S & ST AGNES SCHOOL 1000 SAINT STEPHEN'S ROAD ALEXANDRIA, VA 22304	N/A		GENERAL SUPPORT	3,000.

TOTAL \$ 334,000.

Statement of Shareholder Receiving a Distribution of Stock

THORNEY POINT FOUNDATION (Account: 888-17454)

Statement of Shareowner
Receiving a Distribution of Stock
of AOL Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Time Warner Inc. as of November 27 2009, the record date, received a distribution on December 09 2009, from Time Warner Inc. shares of common stock of AOL Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

(a) Time Warner Inc.
One Time Warner Center
New York, NY 10019

(b) AOL Inc.
770 Broadway
New York, NY 10003

3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.

4. The undersigned received 10 shares of common stock of AOL Inc. in the distribution.

5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of AOL Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.

Suzanne S. Ben-Thorney Point Foundation
Shareholder's Signature

Shareholder's Signature

Statement of Shareholder Receiving a Distribution of Stock

THORNEY POINT FOUNDATION (Account: 888-17454)

Statement of Shareowner
Receiving a Distribution of Stock
of Time Warner Cable Inc.
Filed Pursuant to Treasury Regulation Section 1.355-5(b)

1. The undersigned, a shareholder owning common stock of Time Warner Inc. as of March 12 2009, the record date, received a distribution on March 27 2009, from Time Warner Inc. shares of common stock of Time Warner Cable Inc., a corporation controlled by Time Warner Inc. to which Section 355 of the Internal Revenue code of 1986, as amended (the "Code"), applies.

2. The names and addresses of the corporations involved are:

(a) Time Warner Inc.
One Time Warner Center
New York, NY 10019

(b) Time Warner Cable Inc.
60 Columbus Circle
New York, NY 10023

3. The undersigned surrendered no stock or securities of Time Warner Inc. in the distribution.

4. The undersigned received 23 shares of common stock of Time Warner Cable Inc. in the distribution.

5. Time Warner Inc. has received a private letter ruling from the Internal Revenue Service to the effect that the distribution of shares of Time Warner Cable Inc. common stock qualifies as a tax-free distribution under section 355 of the Code.

Thorney Point Foundation, Seymour S. Box, President

Shareholder's Signature

Shareholder's Signature

*** ATTACH TO YOUR U.S. FEDERAL INCOME TAX RETURN FOR THE TAX PERIOD 2009 ***