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990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

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

, 20

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
Instructions.

Name of foundation

THE SUSAN VAUGHAN FOUNDATION, INC.

A Employer identification number

76-0285765

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

LEGACY TRUST COMPANY C/O JENNIFER GROSVENOR
600 JEFFERSON STREET, SUITE 300

B Telephone number (see page 10 of the instructions)

(713) 216-3447

City or town, state, and ZIP code

HOUSTON, TX 77002

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

J Accounting method: ☒ Cash ☐ Accrual

of year (from Part II, col. (c), line

☐ Other (specify)

16) \$ 22,768,085.

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants etc. received (attach schedule)				
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments		1.		ATCH 1
4 Dividends and interest from securities	571,908.	571,908.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	19,129.			
b Gross sales price for all assets on line 6a 7,983,024.				
7 Capital gain net income (from Part IV, line 2)		19,129.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-79,553.	-79,553.		ATCH 3
12 Total. Add lines 1 through 11	511,485.	511,485.		
13 Compensation of officers, directors, trustees, etc.	112,670.	34,868.		77,802.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) ATCH 4	15,562.	11,671.	0.	3,890.
b Accounting fees (attach schedule) ATCH 5	26,675.	20,006.	0.	6,669.
c Other professional fees (attach schedule)	96,810.	96,810.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)		11,454.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 3	9,521.	9,521.		
24 Total operating and administrative expenses. Add lines 13 through 23	275,964.	184,330.	0.	88,361.
25 Contributions, gifts, grants paid	941,500.			941,500.
26 Total expenses and disbursements Add lines 24 and 25	1,217,464.	184,330.	0.	1,029,861.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-705,979.			
b Net investment income (if negative, enter -0-)		327,155.		
c Adjusted net income (if negative, enter -0-)			-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 6 JSA ** ATCH 7

Form 990-PF (2009)

9E1410 2 000

13P0BR K920

70-039902-039902

SCANNED NOV 29 2010

Revenue
Operating and Administrative ExpensesINTERNAL REVENUE SERVICE
W&I-FIELD ASSISTANCE
HOUSTON, TX 77002
NOV 05 2010
RECEIVED
45301

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	963,199.	1,145,719.	1,145,717.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges <u>ATCH 9</u>	27,919.	24,647.	24,647.
	10 a Investments - U S and state government obligations (attach schedule) **	3,839,582.	3,628,681.	3,710,942.
	b Investments - corporate stock (attach schedule) <u>ATCH 11</u>	14,845,846.	14,512,889.	16,273,116.
	c Investments - corporate bonds (attach schedule) <u>ATCH 12</u>	2,087,404.	1,756,072.	1,553,287.
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ <u>ATCH 13</u>)	70,598.	60,376.	60,376.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	21,834,548.	21,128,384.	22,768,085.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	21,834,548.	21,128,384.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	21,834,548.	21,128,384.	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,834,548.	21,128,384.		

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	21,834,548.
2 Enter amount from Part I, line 27a	2	-705,979.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	21,128,569.
5 Decreases not included in line 2 (itemize) ▶ <u>ATTACHMENT 14</u>	5	185.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,128,384.

** ATCH 10

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	19,129.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,416,839.	24,341,269.	0.058207
2007	1,481,024.	28,094,732.	0.052715
2006	1,266,282.	26,133,154.	0.048455
2005	1,233,455.	25,478,676.	0.048411
2004	1,139,612.	25,160,510.	0.045294
2 Total of line 1, column (d)			2 0.253082
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 0.050616
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 19,973,253.
5 Multiply line 4 by line 3			5 1,010,966.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,272.
7 Add lines 5 and 6			7 1,014,238.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 1,029,861.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	3,272.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	3,272.
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	3,272.
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	23,454.
b Exempt foreign organizations-tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	23,454.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,182.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 20,182. Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		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: \$ _____ (2) On foundation managers: \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ LEGACY TRUST COMPANY Telephone no ☐ 713-216-3447			
Located at ☐ 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX ZIP + 4 ☐ 77002				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐			
and enter the amount of tax-exempt interest received or accrued during the year ☐ 15				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
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 page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 15		112,670.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PROVIDE GRANTS TO SUPPORT RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, AND EDUCATIONAL PURPOSES. THIS IS THE ONLY ACTIVITY OF THE FOUNDATION.	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NO PROGRAM RELATED INVESTMENTS	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,547,032.
b	Average of monthly cash balances	1b	660,430.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	69,952.
d	Total (add lines 1a, b, and c)	1d	20,277,414.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	20,277,414.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	304,161.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,973,253.
6	Minimum investment return. Enter 5% of line 5	6	998,663.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	998,663.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,272.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,272.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	995,391.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	995,391.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	995,391.

Part XII **Qualifying Distributions**(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,029,861.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,029,861.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	3,272.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,026,589.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				995,391.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				0.
b From 2005				1,826.
c From 2006				39,724.
d From 2007				174,251.
e From 2008				208,772.
f Total of lines 3a through e	424,573.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,029,861.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				995,391.
e Remaining amount distributed out of corpus	34,470.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	459,043.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	459,043.			
10 Analysis of line 9				
a Excess from 2005	1,826.			
b Excess from 2006	39,724.			
c Excess from 2007	174,251.			
d Excess from 2008	208,772.			
e Excess from 2009	34,470.			

Form 990-PF (2009)

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

Part XV Supplemental Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

SUSAN MCASHAN

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

NONE

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

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

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

ATTACHMENT 16

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

APPLICATIONS ARE IN LETTER FORM

c Any submission deadlines:

NO SUBMISSION DEADLINES

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

NO RESTRICTIONS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 17				
Total.			3a	941,500.
b Approved for future payment				
Total.			3b	

Form **990-PF** (2009)

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions on page 28 to verify calculations)

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

Form **990-PF** (2009)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
849,943.		SEE ATTACHMENT D-1 PROPERTY TYPE: SECURITIES 862,097.				P	VARIOUS -12,154.	VARIOUS
1,783,052.		SEE ATTACHMENT D-2 PROPERTY TYPE: SECURITIES 2,120,268.				P	VARIOUS -337,216.	VARIOUS
		SEE ATTACHMENT D-2: LESS ST PORTION PROPERTY TYPE: SECURITIES				P	VARIOUS 58,696.	VARIOUS
		SEE ATTACHMENT D-2 PROPERTY TYPE: SECURITIES				P	VARIOUS -58,696.	VARIOUS
2,130,952.		SEE ATTACHMENT D-3 PROPERTY TYPE: SECURITIES 2,139,613.				P	 -8,661.	VARIOUS
		SEE ATTACHMENT D-3: LESS ST PORTION PROPERTY TYPE: SECURITIES				P	VARIOUS -557.	VARIOUS
		SEE ATTACHMENT D-3 PROPERTY TYPE: SECURITIES				P	VARIOUS 557.	VARIOUS
1,201,763.		SEE ATTACHMENT D-4 PROPERTY TYPE: SECURITIES 959,930.				P	VARIOUS 241,833.	VARIOUS
1,182,163.		SEE ATTACHMENT D-4 PROPERTY TYPE: SECURITIES 1,881,987.				P	VARIOUS -699,824.	VARIOUS
904,871.		TAI CHI FUND LP PROPERTY TYPE: SECURITIES				P	VARIOUS 904,871.	VARIOUS
-69,720.		TAI CHI FUND LP PROPERTY TYPE: SECURITIES				P	VARIOUS -69,720.	VARIOUS
TOTAL GAIN (LOSS)							<u>19,129.</u>	

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 1

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/18/09	57294.000	SOLD TAX-FREE TR ACQUIRED 12/15/08 THROUGH 2/17/09	VARIOUS	2/18/09	57294.00	57294.00	0.00	0.00
2/24/09	1218.000	SOLD TAX-FREE TR	12/15/08	2/24/09	1218.00	1218.00	0.00	0.00
3/24/09	1196.000	SOLD TAX-FREE TR	3/17/09	3/24/09	1196.00	1196.00	0.00	0.00
3/30/09	428.000	SOLD TAX-FREE TR	3/25/09	3/30/09	428.00	428.00	0.00	0.00
4/22/09	1205.000	SOLD TAX-FREE TR ACQUIRED 4/16/09 THROUGH 4/17/09	VARIOUS	4/22/09	1205.00	1205.00	0.00	0.00
5/21/09	1204.000	SOLD TAX-FREE TR ACQUIRED 5/18/09 THROUGH 5/19/09	VARIOUS	5/21/09	1204.00	1204.00	0.00	0.00
6/15/09	151240.000	SOLD TAX-FREE TR ACQUIRED 2/25/09 THROUGH 6/12/09	VARIOUS	6/15/09	151240.00	151240.00	0.00	0.00
6/24/09	1213.000	SOLD TAX-FREE TR	6/19/09	6/24/09	1213.00	1213.00	0.00	0.00
7/23/09	1179.000	SOLD TAX-FREE TR	7/21/09	7/23/09	1179.00	1179.00	0.00	0.00
8/21/09	76186.000	SOLD TAX-FREE TR ACQUIRED 8/10/09 THROUGH 8/18/09	VARIOUS	8/21/09	76186.00	76186.00	0.00	0.00
9/18/09	25000.000	SOLD TAX-FREE TR ACQUIRED 9/15/09 THROUGH 9/16/09	VARIOUS	9/18/09	25000.00	25000.00	0.00	0.00
9/28/09	1187.000	SOLD TAX-FREE TR	9/25/09	9/28/09	1187.00	1187.00	0.00	0.00
10/20/09	1190.000	SOLD TAX-FREE TR	10/19/09	10/20/09	1190.00	1190.00	0.00	0.00
11/18/09	309.000	SOLD TAX-FREE TR	11/17/09	11/18/09	309.00	309.00	0.00	0.00
10/16/09	75000.000	SOLD CAPITAL ONE MUL ABS 4.950% 8/15/12	10/12/07	10/16/09	75000.00	74985.67	0.00	14.33

ATTACHMENT D-1

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDM-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 2

DATE	SHR/PV	DESCRIPTION		ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
7/15/09	2926.800	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	7/15/09	2926.80	2956.35	0.00
8/17/09	4108.460	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	8/15/09	4108.46	4149.94	0.00
9/15/09	3940.860	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	9/15/09	3940.86	3980.64	0.00
10/15/09	3868.600	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	10/15/09	3868.60	3907.65	0.00
11/16/09	3777.740	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	11/15/09	3777.74	3815.88	0.00
12/15/09	3520.900	SOLD CARMAX AUTO ABS	5.41%	6/15/11	5/23/06	12/15/09	3520.90	3556.44	0.00
2/12/09	483.860	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	2/12/09	483.86	483.78	0.00
3/12/09	3110.620	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	3/12/09	3110.62	3110.11	0.00
4/13/09	3107.310	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	4/12/09	3107.31	3106.80	0.00
5/12/09	2619.870	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	5/12/09	2619.87	2619.44	0.00
6/12/09	2540.560	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	6/12/09	2540.56	2540.14	0.00
7/13/09	2486.970	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	7/12/09	2486.97	2486.56	0.00
8/12/09	2436.520	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	8/12/09	2436.52	2436.12	0.00
9/14/09	2576.620	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	9/12/09	2576.62	2576.20	0.00
10/12/09	2357.080	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	10/12/09	2357.08	2356.69	0.00
11/12/09	2438.010	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	11/12/09	2438.01	2437.61	0.00
12/15/09	30842.600	SOLD TRIAD AUTO RECE ABS	4.420%	4/12/13	7/19/05	12/12/09	30842.60	30837.49	0.00
1/12/09	1619.370	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11	5/17/06	1/12/09	1619.37	1486.63	0.00
									132.74

ATTACHMENT D-1

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 3

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/12/09	1678.120	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	2/12/09	1678.12	1540.56	137.56
3/13/09	1618.450	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	3/12/09	1618.45	1485.78	132.67
4/13/09	1632.080	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	4/12/09	1632.08	1498.29	133.79
5/12/09	1434.450	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	5/12/09	1434.45	1316.86	117.59
6/12/09	1466.710	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	6/12/09	1466.71	1346.48	120.23
7/13/09	1352.560	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	7/12/09	1352.56	1247.44	105.12
8/12/09	1451.560	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	8/12/09	1451.56	1338.74	112.82
9/14/09	1393.490	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	9/12/09	1393.49	1285.19	108.30
10/12/09	1338.890	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	10/12/09	1338.89	1234.83	104.06
11/12/09	1379.790	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	11/12/09	1379.79	1272.55	107.24
12/16/09	1165.860	SOLD TRIAD AUTO RECS ABS	5.41%	8/12/11 5/17/06	12/12/09	1165.86	1075.25	90.61
3/17/09	567.110	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	3/15/09	567.11	580.69	-13.58
4/15/09	1744.400	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	4/15/09	1744.40	1786.16	-41.76
5/15/09	1567.360	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	5/15/09	1567.36	1604.88	-37.52
6/16/09	1395.420	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	6/15/09	1395.42	1428.83	-33.41
7/15/09	1519.090	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	7/15/09	1519.09	1555.46	-36.37
8/17/09	1403.220	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	8/15/09	1403.22	1436.81	-33.59
9/15/09	1311.220	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	9/15/09	1311.22	1342.61	-31.39

ATTACHMENT D-1

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 4

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
10/15/09	1262.120	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	10/15/09	1262.12	1292.34	-30.22
11/17/09	1260.910	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	11/15/09	1260.91	1291.10	-30.19
12/15/09	1180.410	SOLD USAA AUTO ABS	5.37%	2/15/12 5/15/06	12/15/09	1180.41	1208.67	-28.26
8/10/09	140000.000	SOLD PROCTER & GAMBLE CO 140,000 UNITS AT 100 %	8.5%	8/10/09 6/14/00	8/10/09	140000.00	149332.85	-9332.85
1/15/09	2320.070	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	1/15/09	2320.07	2313.11	6.96
2/17/09	4344.780	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	2/15/09	4344.78	4331.75	13.03
3/16/09	6905.490	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	3/15/09	6905.49	6884.78	20.71
4/15/09	7609.670	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	4/15/09	7609.67	7586.84	22.83
5/15/09	5873.180	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	5/15/09	5873.18	5855.56	17.62
6/15/09	6628.680	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	6/15/09	6628.68	6608.80	19.88
7/15/09	7227.490	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	7/15/09	7227.49	7205.81	21.68
8/17/09	5542.440	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	8/15/09	5542.44	5525.82	16.62
9/15/09	4247.830	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	9/15/09	4247.83	4235.09	12.74
10/15/09	3350.470	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	10/15/09	3350.47	3340.42	10.05
11/16/09	3198.440	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	11/15/09	3198.44	3188.85	9.59
12/15/09	4520.670	SOLD FHLMC SER 3204 CMO	5.5%	4/15/29 1/11/07	12/15/09	4520.67	4507.11	13.56
1/15/09	1256.850	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07	1/15/09	1256.85	1260.35	-3.50

ATTACHMENT D-1

SCHEDULE D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 5

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/17/09	1779.840	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 2/15/09	1779.84	1784.80	0.00	-4.96
3/16/09	3458.020	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 3/15/09	3458.02	3467.66	0.00	-9.64
4/15/09	3690.100	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 4/15/09	3690.10	3700.39	0.00	-10.29
5/15/09	3749.410	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 5/15/09	3749.41	3759.86	0.00	-10.45
6/15/09	3919.580	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 6/15/09	3919.58	3930.51	0.00	-10.93
7/15/09	3485.740	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 7/15/09	3485.74	3495.46	0.00	-9.72
8/17/09	2777.170	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 8/15/09	2777.17	2784.91	0.00	-7.74
9/15/09	2027.670	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 9/15/09	2027.67	2033.32	0.00	-5.65
10/15/09	1718.500	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 10/15/09	1718.50	1723.29	0.00	-4.79
11/16/09	1875.050	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 11/15/09	1875.05	1880.28	0.00	-5.23
12/15/09	1768.480	SOLD FHLMC SER 3378 CMO	5.5%	1/15/23 10/17/07 12/15/09	1768.48	1773.41	0.00	-4.93
1/26/09	1747.170	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 1/25/09	1747.17	1785.41	0.00	-38.24
2/25/09	1584.480	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 2/25/09	1584.48	1619.16	0.00	-34.68
3/25/09	3270.160	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 3/25/09	3270.16	3341.74	0.00	-71.58
4/27/09	3436.930	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 4/25/09	3436.93	3512.16	0.00	-75.23
5/26/09	2640.480	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 5/25/09	2640.48	2698.28	0.00	-57.80
6/25/09	2253.920	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 6/25/09	2253.92	2303.26	0.00	-49.34
7/27/09	1877.150	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06 7/25/09	1877.15	1918.24	0.00	-41.09

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FON-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 6

DATE	SHR/PY	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.	
8/25/09	3352.990	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06	8/25/09	3352.99	3515.43	0.00	-162.44
9/25/09	4666.730	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06	9/25/09	4666.73	4892.81	0.00	-226.08
10/26/09	7849.770	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06	10/25/09	7849.77	8230.05	0.00	-380.28
11/25/09	5081.320	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06	11/25/09	5081.32	5327.48	0.00	-246.16
12/28/09	1985.180	SOLD FNMA SER 43 CMO	6.5%	9/25/33 8/2/06	12/25/09	1985.18	2081.35	0.00	-96.17
1/26/09	905.880	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	1/25/09	905.88	928.50	0.00	-22.62
2/25/09	1926.230	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	2/25/09	1926.23	1974.33	0.00	-48.10
3/25/09	3689.150	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	3/25/09	3689.15	3781.27	0.00	-92.12
4/27/09	2068.850	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	4/25/09	2068.85	2120.51	0.00	-51.66
5/26/09	1238.910	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	5/25/09	1238.91	1269.85	0.00	-30.94
6/25/09	1506.350	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	6/25/09	1506.35	1543.97	0.00	-37.62
7/27/09	3268.400	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	7/25/09	3268.40	3350.02	0.00	-81.62
8/25/09	2398.270	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	8/25/09	2398.27	2534.46	0.00	-136.19
9/25/09	2424.650	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	9/25/09	2424.65	2562.34	0.00	-137.69
10/26/09	3852.260	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	10/25/09	3852.26	4071.02	0.00	-218.76
11/25/09	2146.910	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	11/25/09	2146.91	2268.83	0.00	-121.92
12/28/09	2219.390	SOLD FNMA SER 59 CMO	6.500%	12/25/33 6/8/06	12/25/09	2219.39	2345.42	0.00	-126.03
1/26/09	1357.500	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	1/25/09	1357.50	1360.75	0.00	-3.25

ATTACHMENT D-1

S C H E D U L E D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

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DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/25/09	1502.170	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	2/25/09 1502.17	1505.76	0.00	-3.59
3/25/09	1966.400	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	3/25/09 1966.40	1971.10	0.00	-4.70
4/27/09	1714.480	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	4/25/09 1714.48	1718.58	0.00	-4.10
5/26/09	1297.430	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	5/25/09 1297.43	1300.53	0.00	-3.10
6/25/09	1833.390	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	6/25/09 1833.39	1837.77	0.00	-4.38
7/27/09	2618.550	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	7/25/09 2618.55	2624.81	0.00	-6.26
8/25/09	2175.510	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	8/25/09 2175.51	2291.61	0.00	-116.10
9/25/09	2672.660	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	9/25/09 2672.66	2815.29	0.00	-142.63
10/26/09	1680.200	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	10/25/09 1680.20	1769.87	0.00	-89.67
11/25/09	2506.100	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	11/25/09 2506.10	2639.84	0.00	-133.74
12/28/09	1846.210	SOLD FNMA SER 63 CMO	6.5%	10/25/33 10/5/06	12/25/09 1846.21	1944.74	0.00	-98.53
1/26/09	1357.500	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	1/25/09 1357.50	1360.75	0.00	-3.25
2/25/09	1502.170	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	2/25/09 1502.17	1505.76	0.00	-3.59
3/25/09	1966.400	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	3/25/09 1966.40	1971.10	0.00	-4.70
4/27/09	1714.480	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	4/25/09 1714.48	1718.58	0.00	-4.10
5/26/09	1297.430	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	5/25/09 1297.43	1300.53	0.00	-3.10
6/25/09	1833.390	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	6/25/09 1833.39	1837.77	0.00	-4.38
7/27/09	2618.550	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	7/25/09 2618.55	2624.81	0.00	-6.26

ATTACHMENT D-1

SCHEDULE D

ACCT# 50-8040-05 (SUSAN VAUGHAN FDN-FIXED INCOME) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 8

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECO	SALE PRICE	BASIS	NET S.T.	NET L.T.
8/25/09	2175.510	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	2175.51	2291.61	0.00	-116.10
9/25/09	2672.660	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	2672.66	2815.29	0.00	-142.63
10/26/09	1680.200	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	1680.20	1769.87	0.00	-89.67
11/25/09	2506.100	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	2506.10	2639.84	0.00	-133.74
12/28/09	1846.210	SOLD FNMA SER 63 CMO	6.500%	10/25/33 6/5/06	1846.21	1944.74	0.00	-98.53
							0.00	-12153.56
							0.00	-12153.56

ATTACHMENT D-1

SCHEDULE D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 1

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/ 9/09	20128.000	SOLD SHORT-TERM PRIME	2/6/09 2/9/09	20128.00	20128.00	0.00	0.00
2/18/09	148863.000	SOLD SHORT-TERM PRIME ACQUIRED 12/29/08 THROUGH 2/17/09	VARIOUS 2/18/09	148863.00	148863.00	0.00	0.00
2/20/09	19711.000	SOLD SHORT-TERM PRIME	12/29/08 2/20/09	19711.00	19711.00	0.00	0.00
3/27/09	16993.000	SOLD SHORT-TERM PRIME ACQUIRED 3/18/09 THROUGH 3/23/09	VARIOUS 3/27/09	16993.00	16993.00	0.00	0.00
4/ 2/09	15154.000	SOLD SHORT-TERM PRIME ACQUIRED 3/18/09 THROUGH 4/01/09	VARIOUS 4/2/09	15154.00	15154.00	0.00	0.00
4/14/09	16789.000	SOLD SHORT-TERM PRIME ACQUIRED 3/18/09 THROUGH 4/09/09	VARIOUS 4/14/09	16789.00	16789.00	0.00	0.00
4/15/09	2718.000	SOLD SHORT-TERM PRIME ACQUIRED 3/16/09 THROUGH 3/18/09	VARIOUS 4/15/09	2718.00	2718.00	0.00	0.00
4/27/09	17874.000	SOLD SHORT-TERM PRIME ACQUIRED 3/16/09 THROUGH 4/17/09	VARIOUS 4/27/09	17874.00	17874.00	0.00	0.00
4/28/09	17037.000	SOLD SHORT-TERM PRIME	3/16/09 4/28/09	17037.00	17037.00	0.00	0.00
4/30/09	17340.000	SOLD SHORT-TERM PRIME ACQUIRED 2/27/09 THROUGH 3/16/09	VARIOUS 4/30/09	17340.00	17340.00	0.00	0.00
5/ 6/09	17368.000	SOLD SHORT-TERM PRIME ACQUIRED 2/27/09 THROUGH 5/05/09	VARIOUS 5/6/09	17368.00	17368.00	0.00	0.00
5/ 7/09	17737.000	SOLD SHORT-TERM PRIME	2/27/09 5/7/09	17737.00	17737.00	0.00	0.00
5/14/09	2450.000	SOLD SHORT-TERM PRIME ACQUIRED 2/27/09 THROUGH 5/12/09	VARIOUS 5/14/09	2450.00	2450.00	0.00	0.00

ATTACHMENT D-2

S C H E D U L E D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-50 TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
 TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 2

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
5/18/09	17939.000	SOLD SHORT-TERM PRIME ACQUIRED 2/27/09 THROUGH 5/15/09	VARIOUS	5/18/09	17939.00	17939.00	0.00	0.00
5/19/09	38321.000	SOLD SHORT-TERM PRIME	2/27/09	5/19/09	38321.00	38321.00	0.00	0.00
5/20/09	18009.000	SOLD SHORT-TERM PRIME ACQUIRED 12/29/08 THROUGH 2/27/09	VARIOUS	5/20/09	18009.00	18009.00	0.00	0.00
5/21/09	18344.000	SOLD SHORT-TERM PRIME ACQUIRED 12/26/08 THROUGH 12/29/08	VARIOUS	5/21/09	18344.00	18344.00	0.00	0.00
5/26/09	3812.000	SOLD SHORT-TERM PRIME	12/26/08	5/26/09	3812.00	3812.00	0.00	0.00
5/27/09	27932.000	SOLD SHORT-TERM PRIME ACQUIRED 12/15/08 THROUGH 12/26/08	VARIOUS	5/27/09	27932.00	27932.00	0.00	0.00
5/28/09	1646.000	SOLD SHORT-TERM PRIME	12/15/08	5/28/09	1646.00	1646.00	0.00	0.00
6/ 2/09	19030.000	SOLD SHORT-TERM PRIME	12/15/08	6/2/09	19030.00	19030.00	0.00	0.00
6/ 3/09	7465.000	SOLD SHORT-TERM PRIME ACQUIRED 12/12/08 THROUGH 12/15/08	VARIOUS	6/3/09	7465.00	7465.00	0.00	0.00
6/ 4/09	9867.000	SOLD SHORT-TERM PRIME ACQUIRED 11/07/08 THROUGH 12/12/08	VARIOUS	6/4/09	9867.00	9867.00	0.00	0.00
6/ 5/09	20826.000	SOLD SHORT-TERM PRIME ACQUIRED 11/03/08 THROUGH 11/07/08	VARIOUS	6/5/09	20826.00	20826.00	0.00	0.00
6/ 9/09	6294.000	SOLD SHORT-TERM PRIME	11/3/08	6/9/09	6294.00	6294.00	0.00	0.00
6/15/09	74619.000	SOLD SHORT-TERM PRIME ACQUIRED 7/28/08 THROUGH 6/11/09	VARIOUS	6/15/09	74619.00	74619.00	0.00	0.00
7/16/09	26687.000	SOLD SHORT-TERM PRIME	7/15/09	7/16/09	26687.00	26687.00	0.00	0.00

ATTACHMENT D-2

SCHEDULE D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 3

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
7/22/09	7781.000	SOLD SHORT-TERM PRIME ACQUIRED 7/14/09 THROUGH 7/17/09	VARIOUS 7/22/09	7781.00	7781.00	0.00	0.00
7/23/09	4457.000	SOLD SHORT-TERM PRIME	7/14/09 7/23/09	4457.00	4457.00	0.00	0.00
7/29/09	15723.000	SOLD SHORT-TERM PRIME	7/28/09 7/29/09	15723.00	15723.00	0.00	0.00
8/10/09	2903.000	SOLD SHORT-TERM PRIME ACQUIRED 7/28/09 THROUGH 8/05/09	VARIOUS 8/10/09	2903.00	2903.00	0.00	0.00
8/18/09	20097.000	SOLD SHORT-TERM PRIME ACQUIRED 7/14/09 THROUGH 8/17/09	VARIOUS 8/18/09	20097.00	20097.00	0.00	0.00
8/20/09	5436.000	SOLD SHORT-TERM PRIME	7/14/09 8/20/09	5436.00	5436.00	0.00	0.00
8/31/09	28347.000	SOLD SHORT-TERM PRIME ACQUIRED 7/14/09 THROUGH 8/26/09	VARIOUS 8/31/09	28347.00	28347.00	0.00	0.00
9/16/09	3922.000	SOLD SHORT-TERM PRIME ACQUIRED 9/08/09 THROUGH 9/15/09	VARIOUS 9/16/09	3922.00	3922.00	0.00	0.00
9/25/09	20968.000	SOLD SHORT-TERM PRIME	9/24/09 9/25/09	20968.00	20968.00	0.00	0.00
10/ 1/09	31840.000	SOLD SHORT-TERM PRIME ACQUIRED 9/29/09 THROUGH 9/30/09	VARIOUS 10/1/09	31840.00	31840.00	0.00	0.00
10/ 2/09	1531.000	SOLD SHORT-TERM PRIME	9/29/09 10/2/09	1531.00	1531.00	0.00	0.00
10/ 5/09	5442.000	SOLD SHORT-TERM PRIME	9/29/09 10/5/09	5442.00	5442.00	0.00	0.00
10/ 7/09	8267.000	SOLD SHORT-TERM PRIME	9/29/09 10/7/09	8267.00	8267.00	0.00	0.00
10/13/09	14864.000	SOLD SHORT-TERM PRIME ACQUIRED 9/08/09 THROUGH 9/29/09	VARIOUS 10/13/09	14864.00	14864.00	0.00	0.00
*****	276.000	GAIN/LOSS ST:	9/21/09	276.00	276.00		

S C H E D U L E D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

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DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	13.000	GAIN/LOSS ST:	9/24/09		13.00	13.00		
*****	92.000	GAIN/LOSS ST:	9/28/09		92.00	92.00		
*****	14383.000	GAIN/LOSS ST:	9/29/09		14383.00	14383.00		
*****	100.000	GAIN/LOSS ST:	9/ 8/09		100.00	100.00		
10/20/09	39582.000	SOLD SHORT-TERM PRIME ACQUIRED 7/28/08 THROUGH 10/16/09	VARIOUS	10/20/09	39582.00	39582.00	0.00	0.00
*****	276.000	GAIN/LOSS ST:	6/22/09		276.00	276.00		
*****	20.000	GAIN/LOSS ST:	6/25/09		20.00	20.00		
*****	92.000	GAIN/LOSS ST:	6/29/09		92.00	92.00		
*****	318.000	GAIN/LOSS ST:	6/30/09		318.00	318.00		
*****	466.000	GAIN/LOSS ST:	7/ 1/09		466.00	466.00		
*****	1475.000	GAIN/LOSS ST:	7/ 2/09		1475.00	1475.00		
*****	441.000	GAIN/LOSS ST:	7/ 6/09		441.00	441.00		
*****	31825.000	GAIN/LOSS ST:	7/14/09		31825.00	31825.00		
*****	292.000	GAIN/LOSS ST:	9/ 2/09		292.00	292.00		
*****	8.000	GAIN/LOSS ST:	9/ 3/09		8.00	8.00		
*****	1705.000	GAIN/LOSS ST:	9/ 8/09		1705.00	1705.00		
*****	414.000	GAIN/LOSS ST:	10/16/09		414.00	414.00		
*****	2250.000	GAIN/LOSS ST:	7/28/08		2250.00	2250.00		
11/ 2/09	21768.000	SOLD SHORT-TERM PRIME ACQUIRED 7/28/08 THROUGH 10/29/09	VARIOUS	11/2/09	21768.00	21768.00	0.00	0.00
*****	15791.000	GAIN/LOSS ST:	10/23/09		15791.00	15791.00		
*****	307.000	GAIN/LOSS ST:	10/26/09		307.00	307.00		
*****	119.000	GAIN/LOSS ST:	10/27/09		119.00	119.00		
*****	116.000	GAIN/LOSS ST:	10/29/09		116.00	116.00		
*****	5435.000	GAIN/LOSS ST:	7/28/08		5435.00	5435.00		
11/30/09	68835.000	SOLD SHORT-TERM PRIME ACQUIRED 11/23/09 THROUGH 11/25/09	VARIOUS	11/30/09	68835.00	68835.00	0.00	0.00
*****	24263.000	GAIN/LOSS ST:	11/24/09		24263.00	24263.00		
*****	21012.000	GAIN/LOSS ST:	11/25/09		21012.00	21012.00		
*****	23560.000	GAIN/LOSS ST:	11/23/09		23560.00	23560.00		

ATTACHMENT D-2

S C H E D U L E D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

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DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/ 7/09	4004.000	SOLD SHORT-TERM PRIME ACQUIRED 11/06/09 THROUGH 12/03/09	VARIOUS	12/7/09	4004.00	4004.00	0.00	0.00
	141.000	GAIN/LOSS ST:	11/12/09		141.00	141.00		
	389.000	GAIN/LOSS ST:	11/16/09		389.00	389.00		
	1102.000	GAIN/LOSS ST:	11/17/09		1102.00	1102.00		
	529.000	GAIN/LOSS ST:	11/19/09		529.00	529.00		
	1641.000	GAIN/LOSS ST:	11/23/09		1641.00	1641.00		
	196.000	GAIN/LOSS ST:	12/ 2/09		196.00	196.00		
	4.000	GAIN/LOSS ST:	12/ 3/09		4.00	4.00		
	2.000	GAIN/LOSS ST:	11/ 6/09		2.00	2.00		
12/22/09	14842.000	SOLD SHORT-TERM PRIME	12/21/09	12/22/09	14842.00	14842.00	0.00	0.00
12/23/09	35706.000	SOLD SHORT-TERM PRIME ACQUIRED 12/18/09 THROUGH 12/21/09	VARIOUS	12/23/09	35706.00	35706.00	0.00	0.00
	14562.000	GAIN/LOSS ST:	12/21/09		14562.00	14562.00		
	21144.000	GAIN/LOSS ST:	12/18/09		21144.00	21144.00		
12/29/09	32392.000	SOLD SHORT-TERM PRIME ACQUIRED 12/09/09 THROUGH 12/18/09	VARIOUS	12/29/09	32392.00	32392.00	0.00	0.00
	655.000	GAIN/LOSS ST:	12/11/09		655.00	655.00		
	729.000	GAIN/LOSS ST:	12/15/09		729.00	729.00		
	30918.000	GAIN/LOSS ST:	12/18/09		30918.00	30918.00		
	90.000	GAIN/LOSS ST:	12/ 9/09		90.00	90.00		
3/13/09	301.000	SOLD ABBOTT LABS ACQUIRED 3/10/06 THROUGH 3/06/07	VARIOUS	3/10/09	14089.73	15493.07	0.00	-1403.34
	254.000	301 SHARES AT \$46.86						
	47.000	GAIN/LOSS LT:	3/ 6/07		11889.67	13441.05		
		GAIN/LOSS LT:	3/10/06		2200.06	2052.02		
7/15/09	419.000	SOLD AMAZON COM INC 419 SHARES AT \$77.68		10/27/08 7/10/09	32526.13	21595.26	10930.87	0.00
8/10/09	72.000	SOLD AT & T INC 72 SHARES AT \$26.21		10/11/07 8/5/09	1884.19	3025.44	0.00	-1141.25

ATTACHMENT D-2

SCHEDULE D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDM-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

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DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
11/25/09	371.000	SOLD BAXTER INTL INC 371 SHARES AT \$54.4108	11/10/08 11/20/09	20171.05	22560.51	0.00	-2389.46
11/24/09	761.000	SOLD CARNIVAL CORP 761 SHARES AT \$31.9236	2/25/08 11/19/09	24262.79	31821.75	0.00	-7558.96
8/26/09	420.000	SOLD CONOCOPHILLIPS 420 SHARES AT \$43.94	3/10/06 8/21/09	18437.53	25128.60	0.00	-6691.07
12/18/09	916.000	SOLD CVS CAREMARK CORP 916 SHARES AT \$31.7383	10/11/07 12/15/09	29034.89	36062.92	0.00	-7028.03
2/27/09	2223.000	SOLD GENERAL ELEC CO ACQUIRED 3/10/06 THROUGH 3/06/07 2,223 SHARES AT \$8.54	VARIOUS 2/24/09	18873.16	75374.94	0.00	-56501.78
	228.000	GAIN/LOSS LT: -5737.63	3/10/06	1935.71	7673.34		
	1525.000	GAIN/LOSS LT: -38384.33	3/10/06	12947.17	51331.50		
	223.000	GAIN/LOSS LT: -5873.83	3/ 6/07	1893.26	7767.09		
	247.000	GAIN/LOSS LT: -6505.99	3/ 6/07	2097.02	8603.01		
2/ 3/09	303.000	SOLD GRAINGER M M INC 303 SHARES AT \$73.95	10/31/08 1/29/09	22391.57	24003.66	-1612.09	0.00
3/16/09	458.000	SOLD JOHNSON & JOHNSON 458 SHARES AT \$47.90	5/9/07 3/11/09	21915.17	29380.19	0.00	-7465.02
10/23/09	259.000	SOLD JOHNSON & JOHNSON 259 SHARES AT \$61.0122	5/9/07 10/20/09	15791.39	16614.57	0.00	-823.18
9/30/09	481.000	SOLD KIMBERLY CLARK CORP 481 SHARES AT \$57.6684	2/27/08 9/25/09	27718.54	31927.43	0.00	-4208.89
1/21/09	622.000	SOLD PEPSICO INC ACQUIRED 3/10/06 THROUGH 3/06/07 622 SHARES AT \$50.40	VARIOUS 1/15/09	31317.52	38670.56	0.00	-7353.04
	35.000	GAIN/LOSS LT: -467.96	2/13/07	1762.24	2230.20		

ATTACHMENT D-2

S C H E D U L E D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 7

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
***** *****	352.000 235.000	GAIN/LOSS LT: GAIN/LOSS LT:	-4551.46 -2333.62		17723.10 11832.18	22274.56 14165.80		
11/23/09	501.000	SOLD RAYTHEON CO NEW 501 SHARES AT \$50.3429		1/17/08 11/18/09	25201.10	31355.49	0.00	-6154.39
12/18/09	348.000	SOLD UNION PAC CORP 348 SHARES AT \$64.8865		8/29/08 12/15/09	22566.00	29388.11	0.00	-6822.11
9/29/09	469.000	SOLD V F CORP ACQUIRED 8/29/08 THROUGH 11/19/08 469 SHARES AT \$71.0211		VARIOUS 9/24/09	33289.28	33379.16	2993.57	-3083.45
***** *****	368.000 101.000	GAIN/LOSS LT: GAIN/LOSS ST:	-3083.45 2993.57		26120.37 7168.91	29203.82 4175.34		
7/28/09	511.000	SOLD VARIAN MED SYS INC 511 SHARES AT \$34.62		10/31/08 7/23/09	17669.93	23127.86	-5457.93	0.00
5/14/09	771.000	SOLD ISHARES DOM JONES US TECHNOLOGY SEC ACQUIRED 3/10/06 THROUGH 3/06/07 771 UNITS AT \$41.15		VARIOUS 5/11/09	31687.28	40415.12	0.00	-8727.84
***** ***** *****	20.000 454.000 297.000	GAIN/LOSS LT: GAIN/LOSS LT: GAIN/LOSS LT:	-201.82 -5615.10 -2910.92		821.98 18658.92 12206.38	1023.80 24274.02 15117.30		
2/27/09	2555.000	SOLD ISHARES S&P SMALLCAP 600 ACQUIRED 3/06/07 THROUGH 11/15/07 2,555 UNITS AT \$35.8239		VARIOUS 2/24/09	91401.79	167661.58	0.00	-76259.79
***** ***** *****	925.000 1630.000	GAIN/LOSS LT: GAIN/LOSS LT:	-27854.81 -48404.98		33090.67 58311.12	60945.48 106716.10		
2/12/09	2547.000	SOLD KBW BANK ETF ACQUIRED 3/13/08 THROUGH 9/26/08 2,547 UNITS AT \$15.65		VARIOUS 2/9/09	39732.97	100070.63	-60337.66	0.00
*****	1609.000	GAIN/LOSS ST:	-38541.33		25100.25	63641.58		

ATTACHMENT D-2

SCHEDULE D

ACCT# 50-8040-03 (SUSAN VAUGHAN FDN-SO TX MONEY MGNT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 8

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
***** *****	725.000 213.000	GAIN/LOSS ST: GAIN/LOSS ST:			11309.93 3322.79	28922.93 7506.12		
3/18/09	2491.000	SOLD KBM REGIONAL BANKING ETF 2,491 UNITS AT \$18.56	1/30/08	3/13/09	46108.15	93698.47	0.00	-47590.32
9/ 8/09	125.000	SOLD SECTOR SPDR TR 125 UNITS AT \$28.81	1/14/08	9/2/09	3596.16	5428.69	0.00	-1832.53
9/23/09	703.000	SOLD SECTOR SPDR TR ACQUIRED 3/10/06 THROUGH 1/14/08 703 UNITS AT \$29.8854	VARIOUS	9/17/09	20980.78	28351.11	0.00	-7370.33
***** *****	517.000 186.000	GAIN/LOSS LT: GAIN/LOSS LT:	1/14/08 3/10/06		15429.68 5551.10	22453.05 5898.06		
2/ 6/09	1715.000	SOLD SECTOR SPDR TR 1,715 UNITS AT \$27.03	9/24/08	2/3/09	46270.44	52581.90	-6311.46	0.00
7/14/09	4096.000	SOLD TECHNOLOGY SELECT SECTOR SPDR ACQUIRED 3/10/06 THROUGH 10/15/08 4,096 UNITS AT \$17.50	VARIOUS	7/9/09	71473.36	84073.12	1098.60	-13698.36
***** ***** *****	1795.000 47.000 1019.000 1235.000	GAIN/LOSS LT: GAIN/LOSS LT: GAIN/LOSS LT: GAIN/LOSS ST:	3/10/06 9/15/06 3/ 6/07 10/15/08		31321.94 820.13 17781.09 21550.20	39166.90 1028.83 23425.79 20451.60		
12/21/09	705.000	SOLD ACCENTURE PLC CL A 705 SHARES AT \$41.7492	8/29/08	12/16/09	29404.23	29165.85	0.00	238.38
4/17/09	568.000	SOLD HONDA MOTOR LTD ADR ACQUIRED 3/17/06 THROUGH 3/06/07 568 SHARES AT \$27.51	VARIOUS	4/14/09	15596.87	20251.82	0.00	-4654.95
***** *****	471.000 97.000	GAIN/LOSS LT: GAIN/LOSS LT:	3/ 6/07 3/17/06		12933.32 2663.55	17290.41 2961.41		
Total Gain/Loss							-58696.10	-278519.71
								-337,215.81

ATTACHMENT D-2

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGM) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 1

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
1/21/09	522.000	SOLD SHORT-TERM PRIME ACQUIRED 1/12/09 THROUGH 1/16/09	VARIOUS	1/21/09	522.00	522.00	0.00	0.00
2/ 3/09	10395.000	SOLD SHORT-TERM PRIME ACQUIRED 1/05/09 THROUGH 2/02/09	VARIOUS	2/3/09	10395.00	10395.00	0.00	0.00
2/ 9/09	2568.000	SOLD SHORT-TERM PRIME ACQUIRED 12/31/08 THROUGH 2/04/09	VARIOUS	2/9/09	2568.00	2568.00	0.00	0.00
2/23/09	124496.000	SOLD SHORT-TERM PRIME ACQUIRED 2/11/09 THROUGH 2/20/09	VARIOUS	2/23/09	124496.00	124496.00	0.00	0.00
6/15/09	74643.000	SOLD SHORT-TERM PRIME ACQUIRED 3/10/09 THROUGH 6/11/09	VARIOUS	6/15/09	74643.00	74643.00	0.00	0.00
7/24/09	27428.000	SOLD SHORT-TERM PRIME ACQUIRED 6/26/08 THROUGH 7/16/09	VARIOUS	7/24/09	27428.00	27428.00	0.00	0.00
8/25/09	3926.000	SOLD SHORT-TERM PRIME ACQUIRED 8/18/09 THROUGH 8/21/09	VARIOUS	8/25/09	3926.00	3926.00	0.00	0.00
10/ 9/09	10759.000	SOLD SHORT-TERM PRIME ACQUIRED 9/11/09 THROUGH 10/05/09	VARIOUS	10/9/09	10759.00	10759.00	0.00	0.00
10/16/09	22238.000	SOLD SHORT-TERM PRIME ACQUIRED 8/12/09 THROUGH 10/15/09	VARIOUS	10/16/09	22238.00	22238.00	0.00	0.00
*****	97.000	GAIN/LOSS ST:	8/14/09		97.00	97.00		
*****	1483.000	GAIN/LOSS ST:	8/17/09		1483.00	1483.00		
*****	648.000	GAIN/LOSS ST:	8/18/09		648.00	648.00		
*****	2091.000	GAIN/LOSS ST:	8/26/09		2091.00	2091.00		
*****	1063.000	GAIN/LOSS ST:	9/ 2/09		1063.00	1063.00		
*****	2.000	GAIN/LOSS ST:	9/ 3/09		2.00	2.00		
*****	2450.000	GAIN/LOSS ST:	9/ 9/09		2450.00	2450.00		
*****	1740.000	GAIN/LOSS ST:	9/10/09		1740.00	1740.00		
*****	7504.000	GAIN/LOSS ST:	9/11/09		7504.00	7504.00		

ATTACHMENT D-3

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGM) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 2

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.Y.	NET L.T.
10/29/09	3665.000 781.000 714.000	GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST:	0.00 0.00 0.00	10/13/09 10/15/09 8/12/09	3665.00 781.00 714.00	3665.00 781.00 714.00		
10/29/09	15000.000	SOLD SHORT-TERM PRIME ACQUIRED 6/26/08 THROUGH 10/28/09		VARIOUS 10/29/09	15000.00	15000.00	0.00	0.00
	355.000 1200.000 590.000 928.000 1493.000 3543.000 36.000 5418.000 1131.000 306.000	GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST:	0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00	7/27/09 7/28/09 8/ 3/09 8/ 4/09 8/ 5/09 8/11/09 8/12/09 10/27/09 10/28/09 6/26/08	355.00 1200.00 590.00 928.00 1493.00 3543.00 36.00 5418.00 1131.00 306.00	355.00 1200.00 590.00 928.00 1493.00 3543.00 36.00 5418.00 1131.00 306.00		
12/14/09	300000.000 2.000 2070.000 125.000 5078.000 191243.000 101012.000 470.000	SOLD SHORT-TERM PRIME ACQUIRED 12/02/09 THROUGH 12/11/09 GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST:	0.00 0.00 0.00 0.00 0.00 0.00 0.00	VARIOUS 12/14/09 12/ 3/09 12/ 4/09 12/ 8/09 12/ 9/09 12/10/09 12/11/09 12/ 2/09	300000.00 2.00 2070.00 125.00 5078.00 191243.00 101012.00 470.00	300000.00 2.00 2070.00 125.00 5078.00 191243.00 101012.00 470.00	0.00	0.00
12/29/09	1891.000 578.000 839.000 474.000	SOLD SHORT-TERM PRIME ACQUIRED 12/16/09 THROUGH 12/18/09 GAIN/LOSS ST: GAIN/LOSS ST: GAIN/LOSS ST:	0.00 0.00 0.00 0.00	VARIOUS 12/29/09 12/17/09 12/18/09 12/16/09	1891.00 578.00 839.00 474.00	1891.00 578.00 839.00 474.00	0.00	0.00
2/20/09	1000.000	SOLD AGCO CORP 1,000 SHARES AT \$18.8202		11/21/07 2/17/09	18740.09	58652.00	0.00	-39911.91

ATTACHMENT D-3

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 3

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
2/ 9/09	400.000	SOLD APPLIED MATLS INC 400 SHARES AT \$10.1222	5/15/00 2/4/09	4016.85	17000.00	0.00	-12983.15
2/13/09	600.000	SOLD APPLIED MATLS INC ACQUIRED 5/15/00 THROUGH 9/25/00 600 SHARES AT \$9.8308	VARIOUS 2/10/09	5850.44	22500.00	0.00	-16649.56
	200.000	GAIN/LOSS LT: -6549.85	5/15/00	1950.15	8500.00		
	400.000	GAIN/LOSS LT: -10099.71	9/25/00	3900.29	14000.00		
3/10/09	4000.000	SOLD APPLIED MATLS INC ACQUIRED 9/24/02 THROUGH 9/30/05 4,000 SHARES AT \$9.1914	VARIOUS 3/5/09	36445.39	50530.00	0.00	-14084.61
	3000.000	GAIN/LOSS LT: -6175.96	9/24/02	27334.04	33510.00		
	1000.000	GAIN/LOSS LT: -7908.65	9/30/05	9111.35	17020.00		
2/20/09	2600.000	SOLD BANK AMER CORP ACQUIRED 1/31/08 THROUGH 1/15/09 2,600 SHARES AT \$5.05	VARIOUS 2/17/09	12921.92	81785.00	-3240.02	-65623.06
	1200.000	GAIN/LOSS LT: -46788.04	1/31/08	5963.96	52752.00		
	500.000	GAIN/LOSS LT: -18835.02	2/ 6/08	2484.98	21320.00		
	900.000	GAIN/LOSS ST: -3240.02	1/15/09	4472.98	7713.00		
7/24/09	3.000	SOLD BERKSHIRE HATHAWAY INC DEL CLB 3 SHARES AT \$2,981.44	11/20/98 7/21/09	8943.85	6630.86	0.00	2312.99
12/11/09	750.000	SOLD BURLINGTON NORTN SANTA FE CORP ACQUIRED 6/18/07 THROUGH 8/15/07 750 SHARES AT \$98.74	VARIOUS 12/8/09	73993.09	63737.80	0.00	10255.29
	300.000	GAIN/LOSS LT: 3368.24	6/18/07	29597.24	26229.00		
	150.000	GAIN/LOSS LT: 2123.62	6/27/07	14798.62	12675.00		
	50.000	GAIN/LOSS LT: 623.37	7/ 2/07	4932.87	4309.50		
	100.000	GAIN/LOSS LT: 1293.75	7/11/07	9865.75	8572.00		
	150.000	GAIN/LOSS LT: 2846.31	8/15/07	14798.61	11952.30		
7/24/09	1000.000	SOLD CHEVRON CORPORATION 1,000 SHARES AT \$65.57	9/12/00 7/21/09	65488.31	35067.35	0.00	30420.96

ATTACHMENT D-3

SCHEDULE D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDM-CYPRESS ASSET MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 4

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.Y.	NET L.T.
1/21/09	2000.000	SOLD CITIGROUP INC ACQUIRED 11/16/01 THROUGH 6/14/02 2,000 SHARES AT \$3.676	VARIOUS 1/15/09	7191.95	89485.00	0.00	-82293.05
*****	500.000	GAIN/LOSS LT: -22447.01	11/16/01	1797.99	24245.00		
*****	200.000	GAIN/LOSS LT: -8712.80	1/31/02	719.20	9432.00		
*****	300.000	GAIN/LOSS LT: -12160.21	2/ 6/02	1078.79	13239.00		
*****	200.000	GAIN/LOSS LT: -8358.80	2/12/02	719.20	9078.00		
*****	200.000	GAIN/LOSS LT: -8408.80	2/13/02	719.20	9128.00		
*****	100.000	GAIN/LOSS LT: -3973.40	2/25/02	359.60	4333.00		
*****	500.000	GAIN/LOSS LT: -18232.03	6/14/02	1797.97	20030.00		
8/25/09	400.000	SOLD EMERSON ELEC CO 400 SHARES AT \$34.782	5/10/04 8/20/09	13880.44	11424.00	0.00	2456.44
10/ 9/09	400.000	SOLD EMERSON ELEC CO 400 SHARES AT \$39.84	5/10/04 10/6/09	15903.59	11424.00	0.00	4479.59
10/16/09	600.000	SOLD EMERSON ELEC CO 600 SHARES AT \$39.072	5/10/04 10/13/09	23394.59	17136.00	0.00	6258.59
12/10/09	600.000	SOLD EMERSON ELEC CO ACQUIRED 5/10/04 THROUGH 5/24/04 600 SHARES AT \$42.34	VARIOUS 12/7/09	25355.35	17182.00	0.00	8173.35
*****	500.000	GAIN/LOSS LT: 6849.46	5/10/04	21129.46	14280.00		
*****	100.000	GAIN/LOSS LT: 1323.89	5/24/04	4225.89	2902.00		
7/24/09	1400.000	SOLD FORTUNE BRANDS INC ACQUIRED 11/11/05 THROUGH 12/05/05 1,400 SHARES AT \$36.2714	VARIOUS 7/21/09	50666.65	111544.30	0.00	-60877.65
*****	450.000	GAIN/LOSS LT: -19781.79	11/11/05	16285.71	36067.50		
*****	250.000	GAIN/LOSS LT: -10849.38	11/14/05	9047.62	19897.00		
*****	200.000	GAIN/LOSS LT: -8970.71	11/21/05	7238.09	16208.80		
*****	200.000	GAIN/LOSS LT: -8561.91	11/28/05	7238.09	15800.00		
*****	300.000	GAIN/LOSS LT: -12713.86	12/ 5/05	10857.14	23571.00		

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 5

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
10/16/09	800.000	SOLD GENERAL ELEC CO 800 SHARES AT \$16.132	6/16/86 10/13/09	12841.26	1517.64	0.00	11323.62
12/11/09	200.000	SOLD GENERAL ELEC CO 200 SHARES AT \$15.86	6/16/86 12/8/09	3155.91	379.41	0.00	2776.50
2/ 3/09	2000.000	SOLD HALLIBURTON CO ACQUIRED 3/13/06 THROUGH 4/25/07 2,000 SHARES AT \$17.99	VARIOUS 1/29/09	35819.79	67635.53	0.00	-31815.74
*****	1200.000	GAIN/LOSS LT: -19332.13	3/13/06	21491.87	40824.00		
*****	200.000	GAIN/LOSS LT: -4363.75	5/4/06	3581.98	7945.73		
*****	600.000	GAIN/LOSS LT: -8119.66	4/25/07	10745.94	18865.80		
8/25/09	400.000	SOLD JOHNSON & JOHNSON 400 SHARES AT \$60.592	4/29/93 8/20/09	24204.17	2307.35	0.00	21896.82
12/10/09	800.000	SOLD JOHNSON & JOHNSON 800 SHARES AT \$64.385	4/29/93 12/7/09	51442.68	4614.70	0.00	46827.98
8/14/09	2500.000	SOLD LILLY ELI & CO ACQUIRED 10/30/08 THROUGH 10/30/08 2,500 SHARES AT \$33.68	VARIOUS 8/11/09	83997.83	81891.50	2106.33	0.00
*****	1000.000	GAIN/LOSS ST: 759.13	10/30/08	33599.13	32840.00		
*****	1500.000	GAIN/LOSS ST: 1347.20	10/30/08	50398.70	49051.50		
10/16/09	2000.000	SOLD MEDTRONIC INC ACQUIRED 3/27/02 THROUGH 12/13/06 2,000 SHARES AT \$36.9713	VARIOUS 10/13/09	73780.69	90588.00	0.00	-16807.31
*****	600.000	GAIN/LOSS LT: -4571.79	3/27/02	22134.21	26706.00		
*****	400.000	GAIN/LOSS LT: -2911.86	4/ 2/02	14756.14	17668.00		
*****	200.000	GAIN/LOSS LT: -1417.93	4/ 4/02	7378.07	8796.00		
*****	50.000	GAIN/LOSS LT: -385.98	4/29/02	1844.52	2230.50		
*****	250.000	GAIN/LOSS LT: -1659.91	6/14/02	9222.59	10882.50		
*****	200.000	GAIN/LOSS LT: -1657.93	11/18/03	7378.07	9036.00		
*****	100.000	GAIN/LOSS LT: -717.97	11/21/03	3689.03	4407.00		

ATTACHMENT D-3

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGM) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 6

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	200.000	GAIN/LOSS LT: -3483.94	12/13/06		7378.06	10862.00		
7/24/09	1000.000	SOLD PEPSICO INC 1,000 SHARES AT \$55.52	3/13/86	7/21/09	55438.57	5532.00	0.00	49906.57
8/14/09	1000.000	SOLD PEPSICO INC 1,000 SHARES AT \$57.08	3/13/86	8/11/09	56998.53	5532.00	0.00	51466.53
8/25/09	400.000	SOLD PEPSICO INC 400 SHARES AT \$56.682	3/13/86	8/20/09	22640.21	2212.80	0.00	20427.41
10/ 9/09	600.000	SOLD PEPSICO INC 600 SHARES AT \$60.7067	3/13/86	10/6/09	36375.08	3319.20	0.00	33055.88
10/16/09	400.000	SOLD PEPSICO INC 400 SHARES AT \$60.902	3/13/86	10/13/09	24328.17	2212.80	0.00	22115.37
12/10/09	200.000	SOLD PEPSICO INC ACQUIRED 3/13/86 THROUGH 200 SHARES AT \$64.31	VARIOUS	12/7/09	12845.67	4937.16	0.00	7908.51
*****	80.000	GAIN/LOSS LT: 4695.71	3/13/86		5138.27	442.56		
*****	120.000	GAIN/LOSS LT: 3212.80	3/ 2/99		7707.40	4494.60		
8/25/09	300.000	SOLD PROCTER & GAMBLE CO 300 SHARES AT \$52.972	12/23/41	8/20/09	15867.19	46.13	0.00	15821.06
10/ 9/09	200.000	SOLD PROCTER & GAMBLE CO 200 SHARES AT \$56.86	12/23/41	10/6/09	11355.70	30.75	0.00	11324.95
10/16/09	500.000	SOLD PROCTER & GAMBLE CO 500 SHARES AT \$57.192	12/23/41	10/13/09	28555.26	76.87	0.00	28478.39
7/24/09	500.000	SOLD RAYTHEON CO NEW ACQUIRED 10/18/01 THROUGH 500 SHARES AT \$44.50	VARIOUS	7/21/09	22209.42	18245.00	0.00	3964.42
*****	200.000	GAIN/LOSS LT: 1965.77	10/18/01		8883.77	6918.00		

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FON-CYPRESS ASSET MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 7

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
*****	200.000	GAIN/LOSS LT:	1015.77					
*****	100.000	GAIN/LOSS LT:	982.88					
8/14/09	1500.000	SOLD RAYTHEON CO MEM ACQUIRED 9/03/02 THROUGH 1,500 SHARES AT \$46.7853	12/03/07					
*****	200.000	GAIN/LOSS LT:	2422.82					
*****	300.000	GAIN/LOSS LT:	-1786.02					
*****	200.000	GAIN/LOSS LT:	-2934.18					
*****	300.000	GAIN/LOSS LT:	-4533.27					
*****	300.000	GAIN/LOSS LT:	-4558.17					
*****	200.000	GAIN/LOSS LT:	-3154.19					
2/20/09	4000.000	SOLD TEXAS INSTRS INC 4,000 SHARES AT \$16.0804		10/21/96 2/17/09	64001.23	26155.00	0.00	37846.23
2/20/09	350.000	SOLD THE HERSHEY COMPANY 350 SHARES AT \$34.97		4/5/06 2/17/09	12211.43	18268.25	0.00	-6056.82
2/ 3/09	1000.000	SOLD VARIAN MED SYS INC ACQUIRED 2/08/07 THROUGH 1,000 SHARES AT \$35.805	5/01/07	VARIOUS 1/29/09	35724.79	47096.38	0.00	-11371.59
*****	100.000	GAIN/LOSS LT:	-1268.72					
*****	200.000	GAIN/LOSS LT:	-2659.86					
*****	300.000	GAIN/LOSS LT:	-3875.55					
*****	100.000	GAIN/LOSS LT:	-1097.52					
*****	150.000	GAIN/LOSS LT:	-1490.28					
*****	150.000	GAIN/LOSS LT:	-979.66					
12/10/09	500.000	SOLD WELLS FARGO & CO MEM 500 SHARES AT \$26.75		4/2/08 12/7/09	13334.66	15300.00	0.00	-1965.34
10/ 9/09	700.000	SOLD MYETH ACQUIRED 4/21/05 THROUGH 700 SHARES AT \$48.64	7/14/05	VARIOUS 10/6/09	33991.12	31401.00	0.00	2590.12
*****	200.000	GAIN/LOSS LT:	987.75	4/21/05	9711.75	8724.00		

ATTACHMENT D-3

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGM) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 8

DATE	SHR/PV	DESCRIPTION	ACQUIRED	SOLD/RECD	SALE PRICE	BASIS	NET S.Y.	NET L.T.
***** 7/24/09	300.000 200.000	GAIN/LOSS LT: GAIN/LOSS LT:	914.62 687.75		14567.62 9711.75	13653.00 9024.00		
	700.000	SOLD 3M CO ACQUIRED 4/25/05 THROUGH 5/02/05 700 SHARES AT \$63.73	VARIOUS 7/21/09		44553.85	54229.00	0.00	-9675.15
***** 12/11/09	500.000 200.000	GAIN/LOSS LT: GAIN/LOSS LT:	-7070.82 -2604.33		31824.18 12729.67	38895.00 15334.00		
	400.000	SOLD BARRICK GOLD CORP 400 SHARES AT \$41.06	11/25/08 12/8/09		16391.57	10787.36	0.00	5604.21
12/10/09	400.000	SOLD DIAGEO PLC ADR 400 SHARES AT \$69.69	10/31/02 12/7/09		27843.28	17920.00	0.00	9923.28
8/25/09	4000.000	SOLD NOKIA CORP SPNSD ADR ACQUIRED 9/09/99 THROUGH 2/13/01 4,000 SHARES AT \$12.232	VARIOUS 8/20/09		48606.74	119496.90	0.00	-70890.16
***** 2/13/09	1500.000 1000.000 500.000	GAIN/LOSS LT: GAIN/LOSS LT: GAIN/LOSS LT:	-14896.22 -26235.81 -21238.31 -8519.82		18227.53 12151.69 12151.69 6075.83	33123.75 38387.50 33390.00 14595.65		
	600.000	SOLD PETROLEO BRASILEIRO SPONS ADR 600 SHARES AT \$23.55	11/21/07 2/10/09		14081.92	25733.01	0.00	-11651.09
10/ 9/09	400.000	SOLD PETROLEO BRASILEIRO SPONS ADR 400 SHARES AT \$39.80	11/21/07 10/6/09		15887.59	17155.34	0.00	-1267.75
12/10/09	800.000	SOLD PETROLEO BRASILEIRO SPONS ADR ACQUIRED 11/21/07 THROUGH 11/30/07 800 SHARES AT \$44.86	VARIOUS 12/7/09		35823.08	33790.68	0.00	2032.40
***** *****	400.000 400.000	GAIN/LOSS LT: GAIN/LOSS LT:	756.20 1276.20		17911.54 17911.54	17155.34 16635.34		

ATTACHMENT D-3

S C H E D U L E D

ACCT# 50-8040-04 (SUSAN VAUGHAN FDN-CYPRESS ASSET MGMT) YR END 12/31/09 TAXPAYER ID 76-0285765 TX 0 66
TAX OFFICER# 66 TAX ACCOUNTANT

PAGE 9

DATE	SHR/PV	DESCRIPTION	ACQUIRED SOLD/RECD	SALE PRICE	BASIS	NET S.T.	NET L.T.
12/29/09	1200.000	SOLD SANOFI-AVENTIS ADR ACQUIRED 10/25/07 THROUGH 11/08/07 1,200 SHARES AT \$39.7337	VARIOUS 12/23/09	47583.21	52198.54	0.00	-4615.33
*****	600.000	GAIN/LOSS LT: -1786.93	10/25/07	23791.61	25578.54		
*****	400.000	GAIN/LOSS LT: -1686.93	11/ 1/07	15861.07	17548.00		
*****	200.000	GAIN/LOSS LT: -1141.47	11/ 8/07	7930.53	9072.00		
12/10/09	400.000	SOLD SCHLUMBERGER LTD 400 SHARES AT \$61.575	5/9/05 12/7/09	24597.37	14039.60	0.00	10557.77
8/25/09	500.000	SOLD UNILEVER N V 500 SHARES AT \$27.7912	11/6/08 8/20/09	13855.24	12164.00	1691.24	0.00
2/ 3/09	2500.000	SOLD WEATHERFORD INTL LTD ACQUIRED 4/30/03 THROUGH 6/27/03 2,500 SHARES AT \$11.51	VARIOUS 1/29/09	28574.83	25668.30	0.00	2906.53
*****	2000.000	GAIN/LOSS LT: 2644.86	4/30/03	22859.86	20215.00		
*****	500.000	GAIN/LOSS LT: 261.67	6/27/03	5714.97	5453.30		
3/10/09	2500.000	SOLD WEATHERFORD INTNL LTD ACQUIRED 6/27/03 THROUGH 7/25/03 2,500 SHARES AT \$9.6949	VARIOUS 3/5/09	24037.11	23284.89	0.00	752.22
*****	300.000	GAIN/LOSS LT: -387.53	6/27/03	2884.45	3271.98		
*****	2200.000	GAIN/LOSS LT: 1139.75	7/25/03	21152.66	20012.91		
						557.55	-9218.30
Total Gain/Loss							-8,660.75

ATTACHMENT D-3

The Susan Vaughan
Foundation, Inc

Capital Gains

1/1/2009 through 12/31/2009

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
ABB LTD				2,226 18	2,226 18	-
Getinge AB B Shares	1,051 00	12/18/2008	3/24/2009	10,251 43	11,400 47	(1,149 04)
Imperial Tobacco	1,425 00	10/14/2008	4/8/2009	31,837 59	39,942 05	(8,104 46)
Imperial Tobacco	3,970 00	10/14/2008	4/30/2009	91,219 92	111,277 14	(20,057 22)
Unilever NV NY Shares	4,323 00	10/1/2008	5/29/2009	104,734 43	121,998 41	(17,263 98)
Nokia Oyj	5,246 00	1/28/2009	8/21/2009	63,738 50	67,730 96	(3,992 46)
ArcelorMittal NPV	2,804 00	4/30/2009	8/26/2009	102,025 97	67,843 60	34,182 37
Swatch Group	510 00	4/2/2009	9/16/2009	114,205 26	68,413 67	45,791 59
ST Microelectronics	16,908 00	6/10/2009	10/16/2009	165,472 68	136,283 96	29,188 72
BASF SE	2,480 00	4/3/2009	10/21/2009	146,270 27	89,652 69	56,617 58
Bayensche Motoren Werke	1,195 00	1/6/2009	10/27/2009	62,598 18	35,140 86	27,457 32
Banco Popolare	10,216 00	4/30/2009	10/27/2009	93,348 61	68,009 42	25,339 19
Rio Tinto	2,333 00	4/2/2009	11/5/2009	106,469 06	84,523 03	21,946 03
Rio Tinto	1,224 00	7/1/2009	11/5/2009	55,858 61	28,447 47	27,411 14
HSBC Holdings	4,430 00	3/24/2009	12/7/2009	51,506 69	27,040 53	24,466 16
Total Short Term				1,201,763.38	959,930.44	241,832.94
Nestle SA CHFI	3,710 00	10/8/2007	1/28/2009	129,216 47	161,109 70	(31,893 23)
Sequana Capital SA	314 00	12/22/2006	2/4/2009	2,005 67	9,568 06	(7,562 39)
Sequana Capital SA	386 00	12/22/2006	2/4/2009	2,357 61	11,762 01	(9,404 40)
Sequana Capital SA	3,124 00	1/24/2007	2/4/2009	19,080 79	92,470 40	(73,389 61)
Sequana Capital SA	1,250 00	3/7/2007	2/4/2009	7,634 76	38,055 53	(30,420 77)
EDF	2,098 00	9/14/2007	3/3/2009	74,304 38	216,139 60	(141,835 22)
Getinge AB B Shares	486 00	8/2/2006	3/11/2009	4,996 86	8,937 14	(3,940 28)
Getinge AB B Shares	3,451 00	8/31/2006	3/11/2009	35,481 83	63,142 30	(27,660 47)
Getinge AB B Shares	1,373 00	3/7/2007	3/11/2009	14,116 65	28,733 25	(14,616 60)
Getinge AB B Shares	1,156 00	3/7/2007	3/24/2009	11,275 60	24,192 01	(12,916 41)
Getinge AB B Shares	2,216 00	3/29/2007	3/24/2009	21,614 82	49,713 31	(28,098 49)
Getinge AB B Shares	780 00	3/17/2008	3/24/2009	7,608 10	15,564 72	(7,956 62)
Bayer AG Ord NPV	1,765 00	4/2/2008	4/24/2009	89,637 96	144,972 96	(55,335 00)
Roche Holdings Ag Genusscheine	409 00	1/3/2007	4/29/2009	51,835 73	73,473 91	(21,638 18)
Roche Holdings Ag Genusscheine	134 00	3/7/2007	4/29/2009	16,982 86	23,900 39	(6,917 53)
Roche Holdings Ag Genusscheine	357 00	7/9/2007	4/29/2009	45,245 37	64,394 62	(19,149 25)
Total SA EUR2 5	666 00	10/26/2007	5/26/2009	35,740 01	52,563 24	(16,823 23)
Begbies Traynor Group Ord 5p	1,637 00	8/9/2006	6/9/2009	2,823 91	4,975 00	(2,151 09)
Begbies Traynor Group Ord 5p	5,026 00	8/15/2006	6/9/2009	8,670 12	16,236 75	(7,566 63)
Synthes Inc	569 00	1/18/2007	6/10/2009	57,704 44	72,882 42	(15,177 98)
Synthes Inc	600 00	2/8/2007	6/10/2009	60,848 27	77,003 12	(16,154 85)
Synthes Inc	382 00	3/7/2007	6/10/2009	38,740 07	47,246 26	(8,506 19)
Begbies Traynor Group Ord 5p	3,434 00	8/15/2006	6/19/2009	5,644 58	11,093 72	(5,449 14)
Begbies Traynor Group Ord 5p	3,301 00	3/7/2007	6/19/2009	5,425 97	10,915 43	(5,489 46)
Begbies Traynor Group Ord 5p	11,700 00	6/21/2007	6/19/2009	19,231 69	34,611 45	(15,379 76)
AEM Azienda Energetica	27,684 00	10/8/2007	8/14/2009	49,133 40	106,902 55	(57,769 15)
Bayensche Motoren Werke	665 00	2/14/2007	10/27/2009	34,834 97	40,242 26	(5,407 29)
Bayensche Motoren Werke	921 00	3/7/2007	10/27/2009	48,245 12	51,033 32	(2,788 20)
SAP AG Ord NPV	2,819 00	2/27/2008	10/28/2009	134,489 08	139,582 20	(5,093 12)
HSBC Holdings	8,721 00	1/4/2008	12/7/2009	101,397 26	145,996 31	(44,599 05)
BNP Paribas	577 00	10/21/2008	12/17/2009	45,838 81	44,573 20	1,265 61
Total Long Term				1,182,163.16	1,881,987.14	(699,823 98)
Grand Total				2,383,926.54	2,841,917.58	(457,991 04)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST	1.	1.
TOTAL	1.	1.

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMMERCIAL BONDS AND U.S. INSTRUMENTS	239,958.	239,958.
DIVIDENDS	331,950.	331,950.
TOTAL	<u>571,908.</u>	<u>571,908.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	-81,639.	-81,639.
PARTNERSHIP INCOME/LOSS	2,086.	2,086.
TOTALS	-79,553.	-79,553.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	15,562.	11,671.		3,890.
TOTALS	<u>15,562.</u>	<u>11,671.</u>	<u>0.</u>	<u>3,890.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT AND TAX ACCOUNTING	26,675.	20,006.		6,669.
TOTALS	<u>26,675.</u>	<u>20,006.</u>	<u>0.</u>	<u>6,669.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CYPRESS MANAGEMENT -INVESTMENT	36,694.	36,694.
JO HAMBRO MANAGEMENT -INVESTME	44,738.	44,738.
STMM - INVESTMENT	15,378.	15,378.
TOTALS	96,810.	96,810.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX EXPENSE	3,272.	
FOREIGN TAXES	11,454.	11,454.
TOTALS	14,726.	11,454.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INSURANCE	9,290.	9,290.
MISCELLANEOUS EXPENSES	231.	231.
TOTALS	9,521.	9,521.

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID INSURANCE	4,465.	4,465.
FEDERAL EXCISE TAX	20,182.	20,182.
TOTALS	<u>24,647.</u>	<u>24,647.</u>

THE SUSAN VAUGHAN FOUNDATION, INC.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

SEE STATEMENT 10-1

US OBLIGATIONS TOTAL

ATTACHMENT 10

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3,628,681.	3,710,942.
<u>3,628,681.</u>	<u>3,710,942.</u>

76-0285765

PRINCIPAL PORTFOLIO

50-8040-05 THE SUSAN VAUGHAN FOUNDATION, INC. AS OF 12/31/09 2

PAR VALUE / SHARES DESCRIPTION MARKET COST EST. ANNUAL INCOME YLD AT MKT

FIXED INCOME - TAXABLE

U. S. GOVERNMENT BONDS & NOTES

845000	UNITED STATES TREASURY NOTES DTD 02/29/2008 2.750% 02/28/2013	870,611.95	863,044.12	23,237.50	2.67
455000	UNITED STATES TREASURY NOTES DTD 03/31/2008 1.750% 03/31/2010	456,760.85	454,127.72	7,962.50	1.74
425000	UNITED STATES TREASURY NOTES DTD 02/15/2008 3.500% 02/15/2018	421,515.00	427,525.85	14,875.00	3.53

PRINCIPAL PORTFOLIO

50-8040-05

THE SUSAN VAUGHAN FOUNDATION, INC.
FIXED INCOME PORTFOLIO, LEGACY TRUST
COMPANY, AGENT

AS OF 12/31/09

3

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	TOTAL	1,748,887.80	1,744,697.69	46,075.00	2.63
	FEDERAL AGENCIES				
100000	FEDERAL FARM CREDIT BANK DTD 01/09/2007 4.875% 01/17/2017 NON CALLABLE	106,406.00	98,677.37	4,875.00	4.58
50000	FEDERAL HOME LOAN BANK DTD 05/27/2004 5.250% 06/18/2014 NON CALLABLE	55,547.00	51,732.33	2,625.00	4.73
150000	FEDERAL HOME LOAN BANK DTD 09/21/2007 4.375% 10/22/2010 NON CALLABLE	154,453.50	149,405.11	6,562.50	4.25
205000	FEDERAL HOME LOAN MORTGAGE CORP DTD 03/15/2001 5.625% 03/15/2011 NON CALLABLE	216,980.20	217,737.05	11,531.25	5.31
100000	FEDERAL HOME LOAN MORTGAGE CORP MEDIUM TERM NOTE DTD 06/21/2005 4.125% 07/12/2010 NON CALLABLE	102,000.00	100,123.26	4,125.00	4.04
60000	FEDERAL NATIONAL MORTGAGE ASSN DTD 09/23/2002 4.375% 09/15/2012	64,256.40	60,458.85	2,625.00	4.09



PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT	AS OF 12/31/09	4	
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME
	NON CALLABLE			YLD AT MKT
60000	FEDERAL NATIONAL MORTGAGE ASSN DTD 05/27/2005 4.125% 05/15/2010 NON CALLABLE	60,862.80	59,658.66	2,475.00
100000	FEDERAL NATIONAL MORTGAGE ASSN DTD 04/16/2007 5.000% 05/11/2017 NON CALLABLE	108,625.00	99,595.46	5,000.00
185000	FEDERAL NATIONAL MORTGAGE ASSN DTD 05/25/2001 6.000% 05/15/2011 NON CALLABLE	198,066.55	188,894.56	11,100.00
100000	FEDERAL NATIONAL MORTGAGE ASSN DTD 02/15/2007 5.000% 02/16/2012 NON CALLABLE	107,625.00	100,243.89	5,000.00
150000	FEDERAL NATIONAL MORTGAGE ASSN DTD 06/08/2007 5.375% 06/12/2017 NON CALLABLE	166,312.50	150,055.46	8,062.50
100000	TENNESSEE VALLEY AUTHORITY DTD 05/02/2002 6.790% 05/23/2012 NON CALLABLE	112,031.00	108,893.56	6,790.00
	TOTAL	1,453,165.95	1,385,475.56	70,771.25
				4.87

PRINCIPAL PORTFOLIO

50-8040-05

THE SUSAN VAUGHAN FOUNDATION, INC
FIXED INCOME PORTFOLIO, LEGACY TRUST
COMPANY, AGENT

AS OF 12/31/09

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PAR VALUE/
SHARES

DESCRIPTION

MARKET

COST

EST.
ANNUAL
INCOME

YLD
AT
MKT

GOVERNMENT CMO'S AND REMICS

104439.33

FEDERAL HOME LOAN MORTGAGE CORP
CMO SERIES 3204 CLASS C
DTD 08/01/2006 5.500% 04/15/2029
NON CALLABLE

108,146.93

104,126.06

5,744.16

5.31

47719.94

FEDERAL HOME LOAN MORTGAGE CORP
CMO SER 3378 CL ME
DTD 10/01/2007 5.500% 01/15/2023

50,222.85

47,852.98

2,624.60

5.23

PRINCIPAL PORTFOLIO

50-8040-05

THE SUSAN VAUGHAN FOUNDATION, INC
FIXED INCOME PORTFOLIO, LEGACY TRUST
COMPANY, AGENT

AS OF 12/31/09

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PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	NON CALLABLE				
96966.81	FEDERAL NATIONAL MORTGAGE ASSN CMO SER 2006-43 CL G DTD 05/01/2006 6.500% 09/25/2033 NON CALLABLE	101,033.60	101,664.38	6,302.84	6.24
50767.16	FEDERAL NATIONAL MORTGAGE ASSN CMO SER 2006-63 CL AB DTD 06/01/2006 6.500% 10/25/2033 NON CALLABLE	52,505.94	53,476.43	3,299.87	6.28
50767.16	FEDERAL NATIONAL MORTGAGE ASSN CMO SER 2006-63 CL AE DTD 06/01/2006 6.500% 10/25/2033 NON CALLABLE	52,505.94	53,476.43	3,299.87	6.28
50224.23	FEDERAL NATIONAL MORTGAGE ASSN CMO SER 2006-59 CL DA DTD 06/01/2006 6.500% 12/25/2033 NON CALLABLE	52,278.90	53,076.28	3,264.57	6.24
41720.4	UNITED STATES TREASURY NOTES TREASURY INFLATION INDEX DTD 07/15/2007 2.625% 07/15/2017	45,882.84	44,407.00	1,095.16	2.39
42877.2	UNITED STATES TREASURY NOTES TREASURY INFLATION INDEX	46,310.81	40,427.99	1,018.33	2.20

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT			AS OF 12/31/09	13
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
DTD 01/16/2007 2.375% 01/15/2017					
TOTAL		508,887.81	498,507.55	26,649.40	5.24
		<u>3,710,941.56</u>	<u>3,628,680.80</u>		

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 11

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

SEE STATEMENT 11-1

14,512,889.

16,273,116.

TOTALS

14,512,889.

16,273,116.

Portfolio Value - As of 12/31/2009

As of 12/31/2009

Security	Shares	Cost Basis	
ABB Ltd	4,982.00	65,730.68	96,130.48
Adecco SA	1,771.00	83,569.89	97,770.19
Allianz AG Holdings	1,102.00	100,190.20	138,597.55
Atlanta	5,657.00	103,661.15	148,173.38
BNP Paribas	1,557.00	110,532.74	124,917.00
British Sky Broadcasting	13,074.00	83,855.89	118,689.26
Cap Gemini	1,695.00	100,525.01	77,773.83
Compagnie Generale	5,729.00	100,349.59	122,760.82
Credit Agricole SA	5,916.00	181,080.97	104,946.45
France Telecom	4,100.00	98,484.12	102,565.75
Heineken NV	3,488.00	106,016.12	166,527.00
HSBC Holdings	7,987.00	40,215.35	91,447.96
Industria de Diseno Textil SA	2,752.00	143,497.60	171,379.64
L'Oreal	1,912.00	189,118.13	214,044.28
LVMH Moet Hennessy	1,370.00	87,858.41	154,115.73
Metro AG	2,084.00	114,266.80	128,314.62
Muenchener Rueckvers NPV	714.00	99,004.21	111,564.90
Novartis AG CHF	3,623.00	188,258.90	198,083.83
Renault SA	3,265.00	107,852.12	169,634.00
Royal Dutch Shell Plc	4,462.00	138,054.83	130,567.34
Ryanair Holdings	24,645.00	73,483.43	116,618.89
Sanofi-Aventis EUR2	2,400.00	188,248.67	189,656.87
Swedish Match AB	11,411.00	207,866.78	250,829.34
Syngenta	418.00	87,729.66	117,585.44
Tesco Plc Ord 5p	15,710.00	156,221.77	108,614.20
Total SA EUR2 5	1,427.00	112,624.23	92,173.46
UBS AG CH	4,760.00	82,973.13	73,928.90
Vinci SA	1,878.00	69,013.73	106,385.85
Vivendi SA	3,517.00	99,470.55	104,966.91
Vodafone Group PLC SPONS ADR	81,001.00	187,051.64	188,024.22
WPP Plc Ord	12,076.00	98,481.25	118,894.96
		3,605,287.55	4,135,683.05

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

2

U. S. EQUITIES

U.S. COMMON STOCK

629	ABBOTT LABORATORIES	33,959.71	27,462.14	1,006.40	2.96
916	AMERICAN FINL GROUP INC OHIO	22,854.20	18,752.08	476.32	2.08
393	AMGEN INC	22,232.01	22,068.30	0.00	0.00
786	AT & T INC	22,031.58	32,560.42	1,320.48	5.99

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

3

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
1562	BANK OF NEW YORK MELLON CORP	43,689.14	59,476.38	562.32	1.29
460	BECTON DICKINSON & CO	36,275.60	39,194.72	680.80	1.88
1107	CHARLES SCHWAB CORP	20,833.74	16,405.74	265.68	1.28
491	CHEVRON CORPORATION	37,802.09	30,709.79	1,335.52	3.53
488	CHUBB CORP	23,999.84	19,568.80	683.20	2.85
1381	CISCO SYSTEMS INC	33,061.14	39,136.94	0.00	0.00
495	COLGATE PALMOLIVE CO	40,664.25	35,497.04	871.20	2.14
1718	COMCAST CORP-CL A	28,965.48	25,646.07	649.40	2.24
2912	CONTINENTAL AIRLINES INC CL B	52,183.04	39,122.59	0.00	0.00
565	DEVON ENERGY CORPORATION NEW	41,527.50	47,505.44	361.60	0.87
2072	DISNEY WALT CO	66,822.00	57,729.27	725.20	1.09
670	DU PONT E I DE NEMOURS & CO	22,558.90	31,079.36	1,098.80	4.87
1885	E M C CORP MASS	32,930.95	28,046.54	0.00	0.00

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

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PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST- ANNUAL INCOME	YLD AT MKT
617	EATON CORP	39,253.54	27,206.89	1,234.00	3.14
656	ECOLAB INC COM	29,244.48	31,521.19	406.72	1.39
1045	ENCORE ACQUISITION CO	50,180.90	37,288.84	0.00	0.00
261	ENTERGY CORP	21,360.24	20,987.56	783.00	3.67
392	EOG RESOURCES INC	38,141.60	24,021.05	227.36	0.60
258	EXXON MOBIL CORP	17,593.02	17,737.50	433.44	2.46
534	F M C CORP COM NEW	29,775.84	24,517.78	267.00	0.90
417	FEDEX CORP COM	34,798.65	34,486.40	183.48	0.53
854	HARSCO CORPORATION	27,524.42	22,229.62	700.28	2.54
371	JOHNSON & JOHNSON	23,896.11	23,799.24	727.16	3.04
1602	LOWES COS INC	37,470.78	34,624.83	576.72	1.54
887	MARATHON OIL CORP COM	27,692.14	27,674.40	851.52	3.07

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

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PAR VALUE/
SHARES

DESCRIPTION

MARKET

COST

EST.
ANNUAL
INCOMEYLD
AT
MKT

695 MCKESSON CORP

43,437.50

27,932.05

333.60

0.77

397 MEDCO HEALTH SOLUTIONS INC

25,372.27

16,789.13

0.00

0.00

1269 NEWS CORP INC-A

17,372.61

14,863.67

152.28

0.88

484 NORTHERN TR CORP

25,361.60

27,493.00

542.08

2.14

1703 ORACLE SYS CORP

41,774.59

34,964.97

340.60

0.82

963 PATTERSON-UTI ENERGY INC

14,782.05

15,453.26

192.60

1.30

1237 PAYCHEX INC

37,901.68

48,475.54

1,533.88

4.05

412 PEPSICO INC

25,049.60

24,832.89

741.60

2.96

632 PROCTER & GAMBLE CO

38,318.16

39,334.36

1,112.32

2.90

540 QUALCOMM INC

24,980.40

28,505.95

367.20

1.47

1412 RAYMOND JAMES FINL INC
COM

33,563.24

22,466.30

621.28

1.85

1878 SAN JUAN BASIN ROYALTY TRUST

32,376.72

67,002.82

2,507.13

7.74

4322 SOUTHWEST AIRLS CO

49,400.46

41,223.85

77.80

0.16

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

6

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
502	ST JUDE MEDICAL INC	18,463.56	18,127.22	0.00	0.00
1851	STARBUCKS CORP	42,684.06	29,521.23	0.00	0.00
1279	SYSCO CORP	35,735.26	36,800.93	1,279.00	3.58
2146	TD AMERITRADE HOLDING CORP	41,589.48	33,578.24	0.00	0.00
818	TORCHMARK CORP COM	35,951.10	35,706.76	490.80	1.37
440	TRAVELERS COMPANIES INC	21,938.40	21,010.00	580.80	2.65
1115	TREEHOUSE FOODS	43,328.90	30,465.34	0.00	0.00
1083	VERIZON COMMUNICATIONS	35,879.79	41,982.76	2,057.70	5.73
672	WAL MART STORES INC	35,918.40	37,813.77	732.48	2.04
920	WALGREEN CO	33,782.40	28,775.73	506.00	1.50
2448	WILLIAMS SONOMA INC COM	50,869.44	22,178.88	1,175.04	2.31
1492	WR BERKLEY CORP	36,762.88	35,375.56	358.08	0.97
443	3M CO	36,622.81	26,779.35	903.72	2.47

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

7

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	TOTAL	1,838,540.25	1,703,510.48	33,033.59	1.80
	CLOSED END MUTUAL FUNDS				
470	ISHARES DOW JONES U.S. TECHNOLOGY SECTOR INDEX FUND	27,043.80	23,923.00	122.67	0.45
3787	ISHARES S&P SMALLCAP 600 INDEX FUND	207,224.64	227,180.08	2,567.59	1.24
1466	SECTOR SPDR TR SHS BEN INT-UTILITIES	45,475.32	46,486.86	2,163.82	4.76
	TOTAL	279,743.76	297,589.94	4,854.08	1.74
	TOTAL U. S. EQUITIES	2,118,284.01	2,001,100.42	37,887.67	1.79

PRINCIPAL PORTFOLIO

50-8040-03

THE SUSAN VAUGHAN FOUNDATION, INC
SOUTH TEXAS MONEY MANAGEMENT,
INVESTMENT MANAGER, LEGACY TRUST
COMPANY, CUSTODIAN

AS OF 12/31/09

8

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
FOREIGN EQUITIES					
FOREIGN COMMON STOCK					
717	CANON INC ADR REPSTG 5 SHS	30,343.44	26,817.44	762.17	2.51
2686	CHINA UNICOM LTD SPONSORED AMERICAN DEPOSITORY RECEIPT	35,213.46	37,337.69	709.10	2.01
1221	HONDA MOTOR LTD AMERICAN DEPOSITORY RECEIPT	41,391.90	37,277.13	412.70	1.00
1188	NOVARTIS AG SPONSORED ADR	64,662.84	66,267.97	1,727.35	2.67
466	TELEFONICA SA SPONSORED AMERICAN DEPOSITORY RECEIPT	38,920.32	36,651.65	1,606.30	4.13
1166	UNILEVER PLC	37,195.40	32,847.27	1,171.83	3.15
	TOTAL	247,727.36	237,199.15	6,389.45	2.58

PRINCIPAL PORTFOLIO

50-8040-03	THE SUSAN VAUGHAN FOUNDATION, INC SOUTH TEXAS MONEY MANAGEMENT, INVESTMENT MANAGER, LEGACY TRUST COMPANY, CUSTODIAN	AS OF 12/31/09	9
PAR VALUE/ SHARES	DESCRIPTION	MARKET	EST. ANNUAL INCOME
		COST	YLD AT MKT
		247,727.36	2.58
	TOTAL FOREIGN EQUITIES	237,199.15	6,389.45

PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
CYPRESS ASSET MANAGEMENT, INVESTMENT
MANAGER, LEGACY TRUST COMPANY,
CUSTODIAN

AS OF 12/31/09

2

U. S. EQUITIES

U.S. COMMON STOCK

500	AMAZON COM INC COM	67,260.00	41,913.35	0.00	0.00
1000	ANADARKO PETE CORP	62,420.00	52,636.50	360.00	0.58
3000	ANALOG DEVICES INC	94,740.00	36,820.68	2,400.00	2.53



PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC.
 CYPRESS ASSET MANAGEMENT, INVESTMENT
 MANAGER, LEGACY TRUST COMPANY,
 CUSTODIAN

AS OF 12/31/09

3

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
500	APACHE CORP	51,585.00	40,946.78	300.00	0.58
250	APPLE INC	52,683.00	50,571.93	0.00	0.00
82	BERKSHIRE HATHAWAY INC DEL CL B	269,452.00	180,262.36	0.00	0.00
3000	BRISTOL MYERS SQUIBB CO	75,750.00	66,662.60	3,840.00	5.07
1200	CATERPILLAR INC	68,388.00	85,323.91	2,016.00	2.95
3000	CHEVRON CORPORATION	230,970.00	126,162.96	8,160.00	3.53
7000	CISCO SYSTEMS INC	167,580.00	117,743.30	0.00	0.00
1100	DEERE & CO	59,499.00	90,876.12	1,232.00	2.07
2400	DEVON ENERGY CORPORATION NEW	176,400.00	85,939.69	1,536.00	0.87
4000	EMERSON ELEC CO	170,400.00	130,588.00	5,360.00	3.15
3000	EXXON MOBIL CORP	204,570.00	121,791.20	5,040.00	2.46
750	FREEMPORT-MCMORAN COPPER AND GOLD INC	60,217.50	66,150.01	450.00	0.75
11000	GENERAL ELEC CO	166,430.00	270,859.85	4,400.00	2.64

PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
CYPRESS ASSET MANAGEMENT, INVESTMENT
MANAGER, LEGACY TRUST COMPANY,
CUSTODIAN

AS OF 12/31/09

4

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
1000	GOLDMAN SACHS GROUP INC COM	168,840.00	106,058.70	1,400.00	0.83
700	HESS CORP COM	42,350.00	37,568.02	280.00	0.66
4600	HONEYWELL INTL INC	180,320.00	191,953.00	5,566.00	3.09
5200	INTEL CORP	106,080.00	139,037.37	2,912.00	2.75
3600	J.P. MORGAN CHASE & CO	150,012.00	139,004.00	720.00	0.48
4200	JOHNSON & JOHNSON	270,522.00	94,728.01	8,232.00	3.04
1700	MARATHON OIL CORP COM	53,074.00	49,335.30	1,632.00	3.07
1500	MCDONALDS CORP	93,660.00	86,015.40	3,300.00	3.52
3000	MERCK & CO INC	109,620.00	104,473.01	4,560.00	4.16
700	MONSANTO CO NEW	57,225.00	74,108.35	742.00	1.30
2500	MORGAN STANLEY	74,000.00	21,785.70	500.00	0.68
900	MOSAIC CO COM	53,757.00	46,971.00	180.00	0.33
750	NEWMONT MNG CORP	35,482.50	29,610.00	300.00	0.85

PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC.
CYPRESS ASSET MANAGEMENT, INVESTMENT
MANAGER, LEGACY TRUST COMPANY,
CUSTODIAN

AS OF 12/31/09

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PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
1200	NORFOLK SOUTHERN CORP COM	62,904.00	65,372.80	1,632.00	2.59
700	OCCIDENTAL PETE CORP	56,945.00	49,639.00	924.00	1.62
3400	PEPSICO INC	206,720.00	145,964.50	6,120.00	2.96
2200	PHILIP MORRIS INTERNATIONAL	106,018.00	60,883.57	5,104.00	4.81
1700	PNC FINANCIAL SERVICES GROUP	89,743.00	73,921.50	680.00	0.76
3000	PROCTER & GAMBLE CO	181,890.00	81,201.62	5,280.00	2.90
2400	QUALCOMM INC	111,024.00	53,396.60	1,632.00	1.47
2500	SPECTRA ENERGY CORP WI	51,275.00	62,974.83	2,500.00	4.88
1400	THE HERSHEY COMPANY	50,106.00	72,949.25	1,666.00	3.32
2000	UNITED PARCEL SERVICE INC	114,740.00	144,674.89	3,600.00	3.14
1100	UNITED TECHNOLOGIES CORP	76,351.00	83,593.94	1,694.00	2.22
2000	WELLS FARGO & CO NEW	53,980.00	59,457.60	400.00	0.74

PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
 CYPRESS ASSET MANAGEMENT, INVESTMENT
 MANAGER, LEGACY TRUST COMPANY,
 CUSTODIAN

AS OF 12/31/09

6

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD. AT MKT
	TOTAL	4,534,983.00	3,639,927.20	96,650.00	2.13
	TOTAL U. S. EQUITIES	4,534,983.00	3,639,927.20	96,650.00	2.13
	FOREIGN EQUITIES				
	FOREIGN COMMON STOCK				
2000	ABB LTD SPONSORED AMERICAN DEPOSITORY RECEIPT	38,200.00	47,932.00	0.00	0.00
3750	AUSTRALIA & NEW ZEALAND SPONSORED AMERICAN DEPOSITORY RECEIPT	76,875.00	92,670.00	3,161.25	4.11
3000	BARRICK GOLD CORP	118,140.00	88,834.08	1,200.00	1.02
3000	BHP BILLITON PLC SPONSORED ADR	191,550.00	121,946.23	4,920.00	2.57
1400	BP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	81,158.00	63,564.00	4,704.00	5.80
2500	CANADIAN NATIONAL RAILWAY CO COMMON STOCK ISIN CA1363751027	135,900.00	121,872.54	2,405.00	1.77



PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
 CYPRESS ASSET MANAGEMENT, INVESTMENT
 MANAGER, LEGACY TRUST COMPANY,
 CUSTODIAN

AS OF 12/31/09

7

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
1000	CHINA MOBILE LIMITED SPONSORED AMERICAN DEPOSITORY RECEIPT	46,430.00	49,410.00	1,596.00	3.44
3000	CHINA UNICOM LTD SPONSORED AMERICAN DEPOSITORY RECEIPT	39,330.00	43,800.00	792.00	2.01
1000	CIA SANEAMENTO BASICO DE SPONSORED AMERICAN DEPOSITORY RECEIPT	39,120.00	40,612.00	0.00	0.00
350	CN00C LTD SPONSORED ADR	54,407.50	49,619.46	812.70	1.49
1400	CPFL ENERGIA SPONSORED AMERICAN DEPOSITORY RECEIPT	86,492.00	89,397.00	5,216.40	6.03
2400	DIAGEO PLC AMERICAN DEPOSITORY RECEIPT	166,584.00	124,322.00	5,435.48	3.26
2500	NESTLE S A SPONSORED ADR REPSTG REG SH	120,875.00	95,142.90	2,010.00	1.66
2000	NOVARTIS AG SPONSORED ADR	108,860.00	95,853.00	2,908.00	2.67
700	PETROCHINA CO LTD SPONSORED ADR	83,272.00	79,023.00	2,497.60	3.00
3800	PETROLEO BRASILEIRO SPONSORED	161,082.00	121,488.05	1,352.80	0.84



PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
 CYPRESS ASSET MANAGEMENT, INVESTMENT
 MANAGER, LEGACY TRUST COMPANY,
 CUSTODIAN

AS OF 12/31/09

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PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	AMERICAN DEPOSITORY RECEIPT				
450	RIO TINTO PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	96,925.50	69,230.00	2,448.00	2.53
2000	SCHLUMBERGER LTD	130,180.00	70,076.40	1,680.00	1.29
500	SIEMENS A G SPONSORED ADR	45,850.00	55,683.24	877.50	1.91
1000	TEVA PHARMACEUTICAL INDS LTD AMERICAN DEPOSITORY RECEIPT	56,180.00	52,100.00	482.00	0.86
3000	THOMPSON CREEK METALS CO INC	35,160.00	63,012.63	0.00	0.00
700	TRANSOCEAN LTD	57,960.00	72,211.01	0.00	0.00
2500	UNILEVER N V NEW YORK SHS NEW	80,825.00	58,804.70	2,310.00	2.86
5000	VALE S.A. AMERICAN DEPOSITORY RECEIPT	124,100.00	95,820.40	1,125.00	0.91
1400	VEOLIA ENVIRONNEMENT SPONSORED ADR	46,032.00	49,260.40	2,004.80	4.36
5000	WEATHERFORD INTNTL LTD	89,550.00	46,952.97	0.00	0.00

PRINCIPAL PORTFOLIO

50-8040-04

THE SUSAN VAUGHAN FOUNDATION, INC
 CYPRESS ASSET MANAGEMENT, INVESTMENT
 MANAGER, LEGACY TRUST COMPANY,
 CUSTODIAN

AS OF 12/31/09

9

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	TOTAL	2,311,038.00	1,958,638.01	49,938.53	2.16
	TOTAL FOREIGN EQUITIES	2,311,038.00	1,958,638.01	49,938.53	2.16
	EQUITY INVESTMENTS-PARTNERSHIP				
	U.S. STOCK-PARTNERSHIPS				
1500	ENTERPRISE GP HLDGS L P UNIT LTD PARTNERSHIP INT	58,455.00	49,665.70	2,640.00	4.52
6500	ENTERPRISE PRODS PARTNERS LP COM UNIT	204,165.00	145,072.35	13,390.00	6.56
2200	KINDER MORGAN ENERGY PARTNERS L P UNIT LTD PARTNERSHIP INT ?	134,156.00	87,974.32	8,712.00	6.49
2500	PLAINS ALL AMERICAN PIPELINE LP EXCHANGE TRADED PARTNERSHIP	132,125.00	95,675.05	8,875.00	6.72
	TOTAL	528,901.00	378,387.42	33,617.00	6.36

PRINCIPAL PORTFOLIO

50-8040-04	THE SUSAN VAUGHAN FOUNDATION, INC CYPRESS ASSET MANAGEMENT, INVESTMENT MANAGER, LEGACY TRUST COMPANY, CUSTODIAN	AS OF 12/31/09	10
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST
		EST. ANNUAL INCOME	YLD AT MKT
	TOTAL EQUITY INVESTMENTS-PARTNERSHIP	528,901.00	378,387.42
	Tai Chi Fund LP	2,396,499	2,807,070
	Total Corporate Stock	16,273,116	14,512,889
			6.36

THE SUSAN VAUGHAN FOUNDATION, INC.

FORM 990PF, PART II - CORPORATE BONDS

76-0285765

ATTACHMENT 12

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

SEE STATEMENT 12-1

1,756,072.

1,553,287.

TOTALS

1,756,072.

1,553,287.

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT	AS OF 12/31/09	5
PAR VALUE/ SHARES	DESCRIPTION	MARKET	YLD AT MKT
	CORPORATE CMO'S AND REMICS		
27856.64	CARMAX AUTO OWNER TRUST ASST BCKD SEC SER 2006-1 CL A4 DTD 05/31/2006 5.410% 06/15/2011 NON CALLABLE	28,318.78	5.32
30000	CITIBANK CREDIT CARD ISSUANCE TRUST ASST BCKD SEC SER 2006-A4 CL A4 DTD 05/03/2006 5.450% 05/10/2013 NON CALLABLE	30,760.53	5.18
100000	CREDIT-BASED ASSET SERVICING AND SEC ASSET BCKD SEC SER 2007-CB2 CL A2C DTD 02/01/2007 VAR CPN 02/25/2037 NON CALLABLE	99,994.87	12.86
150000	SOUNDVIEW HOME EQUITY LOAN TRUST ASSET BCKD SEC SER 2007-OPT1 CL 2A2 DTD 05/15/2007 VAR CPN 06/25/2037 NON CALLABLE	150,000.00	0.98
2205.61	TRIAD AUTO RECEIVABLES OWNER TRUST ASST BCKD SEC SER 2006-B CL A3 DTD 05/25/2006 5.410% 08/12/2011 CALLABLE	2,034.18	5.40
		119.32	

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT		AS OF 12/31/09	6
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	YLD AT MKT
11788.74	USAA AUTO OWNER TRUST ASST BCKD SEC SER 2006-2 CL A4 DTD 05/24/2006 5.370% 02/15/2012 CALLABLE	11,924.19	12,070.98	633.06
	TOTAL	176,128.44	322,998.42	5.73
	CORPORATE BONDS			
25000	ABBOTT LABORATORIES DTD 11/09/2007 5.600% 11/30/2017 NON CALLABLE	27,150.25	24,930.89	5.16
50000	ALLSTATE CORPORATION DTD 08/16/2004 5.000% 08/15/2014 NON CALLABLE	52,658.00	49,392.33	4.75
50000	AMERICAN EXPRESS DTD 09/12/2006 5.250% 09/12/2011 NON CALLABLE	52,430.00	50,404.92	5.01
30000	AMERICAN INTL GROUP MEDIUM TERM NOTE DTD 05/18/2007 5.450% 05/18/2017 NON CALLABLE	24,279.30	29,884.77	6.73
35000	BANK OF AMERICA CORP	36,741.95	35,407.47	5.12

PRINCIPAL PORTFOLIO

50-8040-05

THE SUSAN VAUGHAN FOUNDATION, INC
FIXED INCOME PORTFOLIO, LEGACY TRUST
COMPANY, AGENT

AS OF 12/31/09

7

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
25000	DTD 08/14/2006 5.375% 08/15/2011 NON CALLABLE BANK OF AMERICA CORPORATION DTD 09/25/2002 4.875% 09/15/2012 NON CALLABLE	26,196.00	32,149.53	1,218.75	4.65
25000	BANK OF AMERICA NA DTD 05/02/2008 5.650% 05/01/2018 NON CALLABLE	25,390.25	24,870.70	1,412.50	5.56
50000	CHARTER ONE BANK MEDIUM TERM NOTE DTD 04/26/2006 5.500% 04/26/2011 NON CALLABLE	51,066.50	50,484.67	2,750.00	5.39
50000	CITIGROUP INC DTD 02/27/2007 5.250% 02/27/2012 NON CALLABLE	51,661.00	49,904.49	2,625.00	5.08
50000	CITIGROUP INC DTD 08/15/2007 6.000% 08/15/2017 NON CALLABLE	49,981.00	49,840.74	3,000.00	6.00
25000	COCA-COLA CO DTD 11/01/2007 5.350% 11/15/2017 NON CALLABLE	26,930.50	24,965.80	1,337.50	4.97

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT		AS OF 12/31/09	8
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	YLD AT MKT
50000	CREDIT SUISSE FB USA INC DTD 08/17/2005 5.125% 08/15/2015 NON CALLABLE	53,161.00	49,738.08	4.82
85000	EUROPEAN INVESTMENT BANK DTD 02/16/2006 4.875% 02/16/2016 NON CALLABLE	91,381.80	86,209.99	4.53
35000	GENERAL ELEC CAP CORP DTD 04/21/2008 5.625% 05/01/2018 NON CALLABLE	35,865.90	34,910.43	5.49
75000	GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTE DTD 01/29/2007 5.200% 02/01/2011 NON CALLABLE	78,240.00	74,968.57	4.98
40000	GENERAL ELECTRIC CAPITAL CORPORATION MEDIUM TERM NOTE DTD 12/06/2002 5.450% 01/15/2013 NON CALLABLE	42,523.60	45,867.55	5.13
50000	GLAXOSMITHKLINE CAP INC DTD 05/13/2008 4.850% 05/15/2013 NON CALLABLE	53,672.50	49,901.50	4.52
35000	GOLDMAN SACHS GROUP INC DTD 01/17/2006 5.350% 01/15/2016	36,353.45	36,189.31	5.15

PRINCIPAL PORTFOLIO

50-8040-05		THE SUSAN VAUGHAN FOUNDATION, INC FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT		AS OF 12/31/09		9
PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT	
	NON CALLABLE					
35000	HEWLETT-PACKARD CO DTD 03/03/2008 4.500% 03/01/2013 NON CALLABLE	37,105.60	34,975.11	1,575.00		4.24
35000	INTL LEASE FINANCE CORP DTD 08/23/2005 4.875% 09/01/2010 NON CALLABLE	33,618.90	34,975.81	1,706.25		5.08
50000	LEHMAN BROTHERS HOLDINGS MEDIUM TERM NOTE DTD 07/13/2005 4.500% 07/26/2010 NON CALLABLE IN DEFAULT	9,750.00	49,963.02	2,250.00		23.08
50000	LEHMAN BROTHERS HOLDINGS MEDIUM TERM NOTE DTD 01/12/2007 5.250% 02/06/2012 NON CALLABLE IN DEFAULT	9,750.00	49,929.89	2,625.00		26.92
50000	LOWES COS INC DTD 10/06/2005 5.000% 10/15/2015 NON CALLABLE	54,144.50	49,964.92	2,500.00		4.62
30000	METLIFE INC DTD 06/23/2005 5.000% 06/15/2015	31,553.40	29,337.57	1,500.00		4.75

PRINCIPAL PORTFOLIO

50-8040-05

THE SUSAN VAUGHAN FOUNDATION, INC
FIXED INCOME PORTFOLIO, LEGACY TRUST
COMPANY, AGENT

AS OF 12/31/09

10

PAR VALUE/ SHARES	DESCRIPTION	MARKET	COST	EST. ANNUAL INCOME	YLD AT MKT
	NON CALLABLE				
35000	MORGAN STANLEY DTD 03/30/2004 4.750% 04/01/2014 NON CALLABLE	35,201.25	34,537.93	1,662.50	4.72
20000	MORGAN STANLEY DEAN WITTER DTD 04/03/2002 6.600% 04/01/2012 NON CALLABLE	21,759.80	24,498.85	1,320.00	6.07
10000	NATIONAL RURAL UTILITIES MEDIUM TERM NOTE DTD 03/07/2002 7.250% 03/01/2012 NON CALLABLE	10,992.40	10,002.14	725.00	6.60
25000	ORACLE CORP DTD 04/09/2008 5.750% 04/15/2018 NON CALLABLE	27,029.75	24,988.74	1,437.50	5.32
40000	SBC COMMUNICATIONS DTD 11/03/2004 5.100% 09/15/2014 NON CALLABLE	43,026.40	40,321.52	2,040.00	4.74
50000	TENNESSEE VALLEY AUTH PWR BD SER C DTD 03/15/1998 6.000% 03/15/2013	55,946.50	53,480.32	3,000.00	5.36
50000	TENNESSEE VALLEY AUTH	52,595.50	52,029.72	2,812.50	5.35

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC. FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT	AS OF 12/31/09	11
PAR VALUE/ SHARES	DESCRIPTION	MARKET	YLD AT MKT
	GLOBAL PWR BD 2001 SER A 5.625% 01/18/2011		
25000	UNITED PARCEL SERVICE DTD 01/15/2008 5.500% 01/15/2018 NON CALLABLE	26,947.25	5.10
25000	WAL-MART STORES INC DTD 08/24/2007 5.800% 02/15/2018 NON CALLABLE	27,743.75	5.23
50000	WELLS FARGO COMPANY DTD 10/23/2007 5.250% 10/23/2012 NON CALLABLE	53,378.50	4.92
	TOTAL	1,346,226.50	5.35
		1,390,008.73	72,041.25

PRINCIPAL PORTFOLIO

50-8040-05	THE SUSAN VAUGHAN FOUNDATION, INC. FIXED INCOME PORTFOLIO, LEGACY TRUST COMPANY, AGENT	AS OF 12/31/09	13
PAR VALUE/ SHARES	DESCRIPTION	MARKET	YLD AT MKT
		COST	EST. ANNUAL INCOME

FIXED INCOME - FOREIGN

FOREIGN CORPORATE

35000	ROYAL BANK OF SCOTLAND DTD 10/02/2002 5.000% 10/01/2014 NON CALLABLE	30,931.60	43,064.61	1,750.00	5.66
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TOTAL

30,931.60	43,064.61	1,750.00	5.66
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TOTAL FIXED INCOME - FOREIGN

30,931.60	43,064.61	1,750.00	5.66
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Total Corporate Bonds

1,553,286.54	1,756,071.76
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THE SUSAN VAUGHAN FOUNDATION, INC.

76-0285765

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
PURCHASED INTEREST RECEIVABLE	60,376.	60,376.
TOTALS	<u>60,376.</u>	<u>60,376.</u>

ATTACHMENT 14FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

BASIS ADJUSTMENT

185.

TOTAL

185.

THE SUSAN VAUGHAN FOUNDATION, INC.

76-0285765

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SUSAN CLAYTON GARWOOD LEGACY TRUST COMPANY C/O JENNIFER G 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	14,000.	0.	0.
DUNCAN E. OSBORNE LEGACY TRUST COMPANY C/O JENNIFER G 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	12,000.	0.	0.
ELIZABETH B. OSBORNE LEGACY TRUST COMPANY C/O JENNIFER G 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	12,000.	0.	0.
CHASE BANK OF TEXAS - HOUSTON CHASE BANK OF TEXAS C/O KEVIN BIEKE 707 TRAVIS, 11TH FLOOR HOUSTON, TX 77252	SEC/TREAS 1.00	62,670.	0.	0.
GEORGE PETERKIN LEGACY TRUST COMPANY C/O JENNIFER G 600 JEFFERSON STREET, SUITE 300 HOUSTON, TX 77002	TRUSTEE 1.00	12,000.	0.	0.
GRAND TOTALS		112,670.	0.	0.

13P0BR K920

70-039902-039902

ATTACHMENT 15

THE SUSAN VAUGHAN FOUNDATION, INC.

76-0285765

ATTACHMENT 16

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

LEGACY TRUST COMPANY
600 JEFFERSON STREET, SUITE 300
HOUSTON, TX 77002

FORM 330PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BUFFALO BAYOU PARTNERSHIP 1111 BAGBY, SUITE 2600 HOUSTON, TX 77002	NO RELATIONSHIP 501(C) (3)	ADMINISTRATIVE COORDINATION	10,000.
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY HOUSTON, TX 77024	NO RELATIONSHIP 501(C) (3)	GENERAL OPERATING FUND	20,000.
MUSEUM OF FINE ARTS P O BOX 6826 HOUSTON, TX 77265	NO RELATIONSHIP 501(C) (3)	ARTS	25,000
PLANNED PARENTHOOD OF HOUSTON 3601 FANNIN HOUSTON, TX 77004	NO RELATIONSHIP 501(C) (3)	SOCIAL SERVICE	195,000.
WRITERS IN THE SCHOOLS 1515 BRANARD HOUSTON, TX 77006	NO RELATIONSHIP 501(C) (3)	ARTS/EDUCATION	10,000
CONTEMPORARY ARTS MUSEUM OF HOUSTON 5216 MONTROSE HOUSTON, TX 77006	NO RELATIONSHIP 501(C) (3)	PROGRAM SUPPORT	20,000

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

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST STEPHEN'S EPISCOPAL SCHOOL P O BOX 1868 AUSTIN, TX 78768	NO RELATIONSHIP 501(C) (3)	EDUCATION	25,000
ST. JAMES EPISCOPAL SCHOOL 3701 MARTIN LUTHER KING AUSTIN, TX 78721	NO RELATIONSHIP 501(C) (3)	PROGRAM SUPPORT	20,000.
THE CHINQUAPIN SCHOOL 2615 EAST WALLISVILLE HIGHLANDS, TX 77562	NO RELATIONSHIP 501(C) (3)	CHARITABLE	20,000
UNIVERSITY OF HOUSTON, COLLEGE OF ARCHITECTURE P O. BOX 27405 HOUSTON, TX 77227	NO RELATIONSHIP 501(C) (3)	GENERAL SUPPORT	25,000
CLAYTON LIBRARY FRIENDS, INC P O BOX 271078 HOUSTON, TX 77277	NO RELATIONSHIP 501(C) (3)	CHARITABLE	10,000.
COMMUNITIES IN SCHOOLS HOUSTON, INC 2150 W 18TH ST STE 100 HOUSTON, TX 77008	NO RELATIONSHIP 501(C) (3)	CHARITABLE	10,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN HARVEST P O BOX 980460 HOUSTON, TX 77098	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	10,000
BLANTON MUSEUM OF ART 1 UNIVERSITY STATION D1303 AUSTIN, TX 78712	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	30,000.
HOUSTON PARKS BOARD 2001 KIRBY, STE 814 HOUSTON, TX 77019	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	7,500.
RICE DESIGN ALLIANCE P O BOX 1892 HOUSTON, TX 77251	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	15,000.
PECKERWOOD GARDEN CONSERVATION FOUNDATION 20571 FM 359 RD HEMPSTEAD, TX 77445	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	5,000
PARK PEOPLE, INC P O BOX 980863 HOUSTON, TX 77098	NO RELATIONSHIP 501 (C) (3)		CHARITABLE	10,000

FORM 990PF, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARTHOUSE AT THE JONES CENTER 700 CONGRESS AVENUE AUSTIN, TX 78701	NO RELATIONSHIP 501(C) (3)	CHARITABLE	50,000
MEMORIAL PARK CONSERVANCY, INC P O BOX 131024 HOUSTON, TX 77098	NO RELATIONSHIP 501(C) (3)	CHARITABLE	25,000
PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION 201 E. BEN WHITE BLVD, BLD B AUSTIN, TX 78704	NO RELATIONSHIP 501(C) (3)	CHARITABLE	20,000
WILLIAM MARSH RICE UNIVERSITY 6100 MAIN STREET, MSC 70 HOUSTON, TX 77005	NO RELATIONSHIP 501(C) (3)	CHARITABLE	5,000
INPRINT, INC 1524 SUL ROSS HOUSTON, TX 77006	NO RELATIONSHIP 501(C) (3)	OPERATING EXPENSES	5,000
ASTA SOCIETY TEXAS CENTER 4605 POST OAK PLACE DRIVE, SUITE 205 HOUSTON, TX 77027	NO RELATIONSHIP 501(C) (3)	CHARITABLE	50,000

FORM 990PF, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHINATI FOUNDATION P O BOX 1135 MARFA, TX 79843	NO RELATIONSHIP 501(C)(3)	CHARITABLE	15,000
CHARLES MOORE FOUNDATION 2102 QUARRY RD AUSTIN, TX 78703	NO RELATIONSHIP 501(C)(3)	CHARITABLE	20,000
DIVERSE WORKS/SECOND SEATING 1117 EAST HWY HOUSTON, TX 77002	NO RELATIONSHIP 501(C)(3)	CHARITABLE	5,000
FOUNDATION FOR TEEN HEALTH 1504 TAUB LOOP HOUSTON, TX 77030	NO RELATIONSHIP 501(C)(3)	CHARITABLE	10,000
GLENWOOD CEMETARY FOUNDATION 2219 LINCOLN RD NE WASHINGTON, DC 20002	NO RELATIONSHIP 501(C)(3)	CHARITABLE	130,000.
AMERICAS GREEN TEAM 6300 WESTPARK DR STE 210 HOUSTON, TX 77057	NO RELATIONSHIP 501(C)(3)	CHARITABLE	5,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JULIA IDESON LIBRARY PRESERVATION PARTNERS, INC 2726 BISSENET #240-203 HOUSTON, TX 77005	NO RELATIONSHIP 501(C)(3)	CHARITABLE	25,000
KATY PRAIRIE CONSERVANCY 3015 RICHMOND AVE HOUSTON, TX 77098	NO RELATIONSHIP 501(C)(3)	CHARITABLE	5,000.
NEW HOPE HOUSING 1117 PLAS AVE HOUSTON, TX 77002	NO RELATIONSHIP 501(C)(3)	CHARITABLE	20,000.
TEXAS A&M UNIVERSITY PRESS 200 TECHNOLOGY WAY STE 2050 COLLEGE STATION, TX 77845	NO RELATIONSHIP 501(C)(3)	CHARITABLE	50,000
THE GRAND 1894 OPERA HOUSE 2020 POSTOFFICE ST GALVESTON, TX 77550	NO RELATIONSHIP 501(C)(3)	CHARITABLE	10,000
THE MENIL COLLECTION 1515 SUL ROSS STREET HOUSTON, TX 77006	NO RELATIONSHIP 501(C)(3)	CHARITABLE	10,000.

FORM 990-E, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF HOUSTON P.O BOX 27405 HOUSTON, TX 77227	NO RELATIONSHIP 501(C) (3)	CHARITABLE	10,000.
AUROKA PICTURE SHOW 1524 SUL ROSS HOUSTON, TX 77006	NO RELATIONSHIP 501(C) (3)	CHARITABLE	2,500
PAYOU PRESERVATION ASSOCIATION P O BOX 131563 HOUSTON, TX 77219	NO RELATIONSHIP 501(C) (3)	CHARITABLE	2,500.
GREATER HOUSTON PRESERVATION ALLIANCE 712 MAIN ST STE 110 HOUSTON, TX 77002	NO RELATIONSHIP 501(C) (3)	CHARITABLE	-1,000
TOTAL CONTRIBUTIONS PAID			941,500.

76-0285765
ATTACHMENT 18

JSA
9F0971 2 000

JSA
9F0970 2 000

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE SUSAN VAUGHAN FOUNDATION, INC.	Employer Identification number 76-0285765
	Number, street, and room or suite no. If a P O box, see instructions. LEGACY TRUST COMPANY C/O JENNIFER GROSVENOR	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions HOUSTON, TX 77002	

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

☐ Form 990	☒ Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec. 401(a) or 408(a) tr ust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

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

- The books are in the care of ☒ LEGACY TRUST COMPANY
Telephone No. ☒ 713 216-3447 FAX No. ☐
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until 11/15/2010
- For calendar year 2009, or other tax year beginning , and ending
- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension **ADDITIONAL INFORMATION IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS(Electronic Federal Tax Payment System) See instructions	8c \$ <i>None</i>

Signature and Verification

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

Signature *M. Paige Green* Title *CPA* Date *7/21/2010*
P00226776
BKD, LLP
2800 POST OAK BLVD., STE 3200
HOUSTON, TX 77056

Form 8868 (Rev. 4-2009)

7009 2250 0004 1508 6450

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization THE SUSAN VAUGHAN FOUNDATION, INC.	Employer identification number 76-0285765
	Number, street, and room or suite no. If a P.O. box, see instructions 600 JEFFERSON STREET, SUITE 300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77002	

Check type of return to be filed (file a separate application for each return):

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

- The books are in the care of ► **LEGACY TRUST COMPANY**

Telephone No. ► **713 216-3447**

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year **2009** or
► ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$ 23,454.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$ 23,454.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev 4-2009)**7010 0290 0002 7935 8441**