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

# 2009

Department of the Treasury  
Internal Revenue Service

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

**For calendar year 2009, or tax year beginning** \_\_\_\_\_, **and ending** \_\_\_\_\_

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

Use the IRS label. Otherwise, print or type See Specific Instructions	Name of foundation <b>SK FOUNDATION</b>	Room/suite <b>510</b>	A Employer identification number <b>76-0500154</b>
	Number and street (or P O box number if mail is not delivered to street address) <b>2001 KIRBY DRIVE,</b>		B Telephone number <b>7135221693</b>
	City or town, state, and ZIP code <b>HOUSTON, TX 77019</b>		C If exemption application is pending, check here <input type="checkbox"/>

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
**\$ 5,102,287.** (Part I, column (d) must be on cash basis)

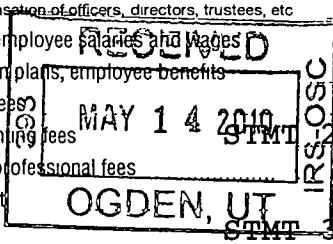
J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

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

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	4,011,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	54,427.	51,127.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,908.			
	b Gross sales price for all assets on line 6a	1,863,655.			
	7 Capital gain net income (from Part IV, line 2)		5,908.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	4,071,335.	57,035.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,200.	1,100.		1,100.
	c Other professional fees				
	17 Interest				
	18 Taxes	2,652.	2,652.		0.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	6,022.	6,022.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	10,874.	9,774.		1,100.	
25 Contributions, gifts, grants paid	107,175.			107,175.	
26 Total expenses and disbursements Add lines 24 and 25	118,049.	9,774.		108,275.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	3,953,286.				
b Net investment income (if negative, enter -0-)		47,261.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		32,974.	30,326.	30,326.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 5		0.	2,019,323.	1,949,813.
	b	Investments - corporate stock STMT 6		749,697.	2,686,308.	3,122,148.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment, basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers)		782,671.	4,735,957.	5,102,287.	
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				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		782,671.	4,735,957.		
30	<b>Total net assets or fund balances</b>		782,671.	4,735,957.		
31	<b>Total liabilities and net assets/fund balances</b>		782,671.	4,735,957.		

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	782,671.
2	Enter amount from Part I, line 27a	2	3,953,286.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,735,957.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,735,957.

**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 WELLS FARGO BONDS	P	VARIOUS	08/27/09
b TEXAS PUB FIN AUTHORITY	P	VARIOUS	08/27/09
c HARRIS COUNTY TX PUB UTILITY DIST	P	VARIOUS	12/09/09
d CIBOLO CANYANS SPEC	P	VARIOUS	12/09/09
e BERNSTEIN-SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS

(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 699,997.		700,003.	<6.>
b 100,559.		100,004.	555.
c 117,494.		117,968.	<474.>
d 154,469.		150,004.	4,465.
e 791,136.		789,768.	1,368.

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<6.>
b			555.
c			<474.>
d			4,465.
e			1,368.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7             }	2	5,908.
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). If (loss), enter -0- in Part I, line 8		3	N/A

**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 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	95,325.	795,882.	.119773
2007	220,438.	1,159,347.	.190140
2006	60,000.	1,153,256.	.052027
2005	79,843.	1,026,232.	.077802
2004	55,550.	999,845.	.055559

2 Total of line 1, column (d)	2	.495301
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	.099060
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,549,426.
5 Multiply line 4 by line 3	5	252,546.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	473.
7 Add lines 5 and 6	7	253,019.
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.	8	108,275.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	945.
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	0.
3	Add lines 1 and 2	3	945.
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	945.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,173.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,173.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	228.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 228. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10	X	

N/A

STMT 7

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>W.A. STOCKARD, JR.</u> Telephone no. ▶ <u>713-522-1693</u> Located at ▶ <u>2001 KIRBY DRIVE, SUITE 510, HOUSTON, TX</u> ZIP+4 ▶ <u>77019</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>   <u>N/A</u>			

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

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

		Yes	No
<b>1a</b>	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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 <u>N/A</u> ▶ <input type="checkbox"/>	1b	
<b>c</b>	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
<b>2</b>	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)):		
<b>a</b>	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____, _____		
<b>b</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 instructions.) <u>N/A</u>	2b	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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) <u>N/A</u>	3b	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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)?  Yes  No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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.

(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
SUE STOCKARD SCHAEFER 2001 KIRBY DRIVE, SUITE 510 HOUSTON AS 77019	VICE-PRESIDENT 0.00	0.	0.	0.
JAN STOCKARD CATO 2001 KIRBY DRIVE, SUITE 510 HOUSTON AS 77019	SEC/ TREASURY 0.00	0.	0.	0.
W.A. STOCKARD, JR. 2001 KIRBY DRIVE, SUITE 510 HOUSTON AS 77019	PRESIDENT 0.00	0.	0.	0.

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

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

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	2,517,256.
b	Average of monthly cash balances	1b	70,994.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	2,588,250.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,588,250.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,824.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,549,426.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	127,471.

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

1	Minimum investment return from Part X, line 6	1	127,471.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	945.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	945.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	126,526.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	126,526.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	126,526.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	108,275.
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	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	108,275.
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	5	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	108,275.

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

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				126,526.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	9,959.			
b From 2005	28,786.			
c From 2006	4,602.			
d From 2007	165,695.			
e From 2008	55,781.			
f Total of lines 3a through e	264,823.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	108,275.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				108,275.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	18,251.			18,251.
6 Enter the net total of each column as indicated below:	246,572.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	246,572.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	246,572.			
10 Analysis of line 9:				
a Excess from 2005	20,494.			
b Excess from 2006	4,602.			
c Excess from 2007	165,695.			
d Excess from 2008	55,781.			
e Excess from 2009				

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

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

NONE

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

NONE

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

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

- a The name, address, and telephone number of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year  <b>SEE ATTACHED STATEMENT</b></p>				<p><b>107,175.</b></p>
<p><b>Total</b></p>				<p><b>▶ 3a 107,175.</b></p>
<p>b Approved for future payment</p> <p><b>NONE</b></p>				
<p><b>Total</b></p>				<p><b>▶ 3b 0.</b></p>





**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

Employer identification number

SK FOUNDATION

76-0500154

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

SK FOUNDATION

76-0500154

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF WALTER A. STOCKARD, SR.  2001 KIRBY, SUITE 510  HOUSTON, TX 77019	\$ 4,011,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN	39,133.	0.	39,133.
BERNSTEIN	110.	0.	110.
SW SECURITIES	15,184.	0.	15,184.
TOTAL TO FM 990-PF, PART I, LN 4	54,427.	0.	54,427.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,200.	1,100.		1,100.
TO FORM 990-PF, PG 1, LN 16B	2,200.	1,100.		1,100.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	2,652.	2,652.		0.
TO FORM 990-PF, PG 1, LN 18	2,652.	2,652.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	5,949.	5,949.		0.
BANK FEES	73.	73.		0.
TO FORM 990-PF, PG 1, LN 23	6,022.	6,022.		0.

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FORM 990-PF                      U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS                      STATEMENT      5

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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SHEET		X	2,019,323.	1,949,813.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,019,323.	1,949,813.
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,019,323.	1,949,813.

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FORM 990-PF                      CORPORATE STOCK                      STATEMENT      6

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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SHEET	2,686,308.	3,122,148.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,686,308.	3,122,148.

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FORM 990-PF                      LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10                      STATEMENT      7

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NAME OF CONTRIBUTOR	ADDRESS
ESTATE OF WALTER STOCKARD, SR.	2001 KIRBY DRIVE, SUITE 510 HOUSTON, TX 77019

Grants and Contributions Paid During the Year

Recipient name	Address	Recipient Status	Purpose of Grant	Amount
<b>All addresses are Houston unless otherwise specified</b>				
Archway Academy		Public charity	charitable	1000
Benny Hinn Ministries	Irving, Tx	Public charity	religious	2150
Bo's Place		Public charity	charitable	5000
Boys & Girls Country		Public charity	charitable	500
Community Cancer Association		Public charity	charitable	200
Faith in Practice		Public charity	charitable	4700
Friends for Life		Public charity	charitable	500
Gulf Coast Bird Observatory	Lake Jackson, Tx	Public charity	charitable	7500
Hawk Watch		Public charity	charitable	250
Houston Audobon Society		Public charity	charitable	600
Houston Council on Drug & Alcohol Abuse		Public charity	charitable	5200
Houston Food Bank		Public charity	charitable	1950
Houston Humane Society		Public charity	charitable	500
Houston PBS		Public charity	charitable	250
Hunter Ministries	Kingwood, Tx	Public charity	religious	10000
Joan Hunter Ministries	Kingwood, Tx	Public charity	religious	22350
Joel Osteen Ministries		Public charity	religious	900
Joyce Meyer Ministries	Fenton, Mo	Public charity	religious	900
Kenneth Copeland Ministries	Ft Worth, Tx	Public charity	religious	3200
KTSU		Public charity	charitable	250
Lamar High School		Public charity	educational	1000
Leakey Volunteers		Public charity	charitable	100
Little Woman Home for Animals	Huntsville, Tx	Public charity	charitable	750
Make A Wish Foundation		Public charity	charitable	100
March of Dimes	Topeka, Ks	Public charity	charitable	300
Marilyn Hickey Ministries	Englewood, Co	Public charity	religious	2850
Operation American Heroes		Public charity	charitable	1000
Parish School		Public charity	religious	3000
Salvation Army		Public charity	charitable	3975
Spay & Neuter Assistance Program		Public charity	charitable	250
SPCA		Public charity	charitable	800
St Lukes Methodist Church		Public charity	religious	10000
Star of Hope		Public charity	charitable	9650
VEPS		Public charity	charitable	5000
Wesley United Methodist Church		Public charity	religious	500
				<b>107,175</b>

**SK FOUNDATION  
MUNICIPAL AND STATE OBLIGATIONS  
AS OF 12/31/09**

L:\Jerry's Files\sk foundation\[SK Foundation2009 xls]Sheet3

	COST	FMV
VARIOUS MUNICIPAL & STATE OBLIGATIONS ACQUIRED ON THE OPEN MARKET ( SOME TAXABLE AND SOME ARE NOT TAXABLE )	2,019,323.00	1,949,813 00



Qty.	Holding	Total Cost	Market Value
62,342.038	BERNSTEIN INTERNATIONAL PORTFOLIO	\$ 841,507	\$ 943,235
585 000	GOLDMAN SACHS GROUP INC	\$ 85,444	\$ 98,771
2,135 000	JPMORGAN CHASE & CO	\$ 71,506	\$ 88,965
365 000	APPLE INC	\$ 49,544	\$ 76,964
119 000	GOOGLE INC-CL A	\$ 49,081	\$ 73,778
325 000	ALCON INC	\$ 43,001	\$ 53,414
1,800.000	AT&T INC	\$ 45,123	\$ 50,454
2,700 000	PFIZER INC	\$ 44,679	\$ 49,113
950 000	CONOCOPHILLIPS	\$ 46,690	\$ 48,517
2,300 000	INTEL CORP	\$ 40,070	\$ 46,920
685 000	SCHLUMBERGER LTD	\$ 36,250	\$ 44,587
1,140 000	MERCK & CO INC	\$ 30,581	\$ 41,656
900 000	QUALCOMM INC	\$ 39,201	\$ 41,634
800 000	HEWLETT-PACKARD CO	\$ 33,707	\$ 41,208
900 000	GILEAD SCIENCES INC	\$ 39,653	\$ 38,952
2,650 000	NEWS CORP	\$ 21,664	\$ 36,279
475 000	DEVON ENERGY CORPORATION	\$ 26,356	\$ 34,913
875 000	INGERSOLL-RAND PLC	\$ 19,288	\$ 31,273
650 000	ILLINOIS TOOL WORKS	\$ 26,176	\$ 31,194
1,100 000	WELLS FARGO & COMPANY	\$ 25,951	\$ 29,689
1,200 000	TYCO ELECTRONICS LTD	\$ 23,458	\$ 29,460
975 000	TIME WARNER INC	\$ 21,326	\$ 28,412
490 000	TEVA PHARMACEUTICAL-SP ADR	\$ 23,999	\$ 27,528
331 000	OCCIDENTAL PETROLEUM CORP	\$ 21,143	\$ 26,927
650.000	TIME WARNER CABLE	\$ 21,959	\$ 26,904
490 000	KOHL'S CORP	\$ 21,102	\$ 26,426
7,200 000	SPRINT NEXTEL CORP	\$ 29,656	\$ 26,352
765 000	DU PONT (E I ) DE NEMOURS	\$ 18,619	\$ 25,758
1,700.000	DELL INC	\$ 22,656	\$ 24,412
300.000	AIR PRODUCTS & CHEMICALS INC	\$ 21,645	\$ 24,318
500 000	TARGET CORP	\$ 20,759	\$ 24,185
975 000	CISCO SYSTEMS INC	\$ 22,496	\$ 23,342
300 000	DANAHER CORP	\$ 18,306	\$ 22,560
1,450 000	BANK OF AMERICA CORP	\$ 23,013	\$ 21,837
350 000	PEPSICO INC	\$ 19,290	\$ 21,280
1,400 000	GENERAL ELECTRIC CO	\$ 22,405	\$ 21,182
350 000	COSTCO WHOLESALE CORP	\$ 15,757	\$ 20,710
60 000	CME GROUP INC	\$ 19,377	\$ 20,157

Qty.	Holding	Total Cost	Market Value
250 000	FREEMPORT-MCMORAN COPPER	\$ 12,907	\$ 20,073
1,500,000	NOKIA CORP-SPON ADR	\$ 20,329	\$ 19,275
175 000	FRANKLIN RESOURCES INC	\$ 18,160	\$ 18,436
1,100,000	VALERO ENERGY CORP	\$ 19,914	\$ 18,425
325 000	NORTHROP GRUMMAN CORP	\$ 14,735	\$ 18,151
1,000,000	EMC CORP/MASS	\$ 15,697	\$ 17,470
550 000	AETNA INC	\$ 16,385	\$ 17,435
950 000	SYMANTEC CORP	\$ 16,070	\$ 16,996
300,000	CELGENE CORP	\$ 13,956	\$ 16,704
2,100,000	MOTOROLA INC	\$ 13,013	\$ 16,296
225 000	DEUTSCHE BANK AG- REGISTERED	\$ 13,794	\$ 15,955
675,000	LOWE'S COS INC	\$ 12,865	\$ 15,788
375 000	CAMERON INTERNATIONAL CORP	\$ 9,720	\$ 15,675
675 000	US BANCORP	\$ 11,883	\$ 15,194
475 000	ARCHER-DANIELS- MIDLAND CO	\$ 12,735	\$ 14,872
500 000	MORGAN STANLEY	\$ 15,233	\$ 14,800
300 000	CREDIT SUISSE GROUP- SPON AD	\$ 14,121	\$ 14,748
225 000	BUNGE LTD	\$ 12,179	\$ 14,362
775 000	XL CAPITAL LTD -CLASS A	\$ 12,308	\$ 14,206
500 000	JOHNSON CONTROLS INC	\$ 13,343	\$ 13,620
1,300 000	FORD MOTOR CO	\$ 11,085	\$ 13,000
17 000	NVR INC	\$ 8,957	\$ 12,082
225 000	CIMAREX ENERGY CO-W/I	\$ 6,508	\$ 11,918
300 000	AMERIPRISE FINANCIAL INC	\$ 11,117	\$ 11,646
600 000	CORNING INC	\$ 8,923	\$ 11,586
375 000	GARMIN LTD	\$ 11,456	\$ 11,513
375,000	MICROSOFT CORP	\$ 10,286	\$ 11,434
225 000	TRAVELERS COS INC/THE	\$ 9,085	\$ 11,219
250,000	WESTERN DIGITAL CORP	\$ 6,520	\$ 11,038
475 000	VODAFONE GROUP PLC- SP ADR	\$ 8,797	\$ 10,968
200 000	SPX CORP	\$ 10,938	\$ 10,940
550 000	ALTRIA GROUP INC	\$ 8,992	\$ 10,797
425 000	BB&T CORP	\$ 11,762	\$ 10,782
200 000	WAL-MART STORES INC	\$ 10,121	\$ 10,690
400 000	J C. PENNEY CO INC	\$ 10,508	\$ 10,644
650 000	CONSTELLATION	\$ 9,590	\$ 10,355
225 000	ARCELORMITTAL-NY REGISTERED	\$ 7,609	\$ 10,294
425 000	NEXEN INC	\$ 8,159	\$ 10,170
150 000	MEDCO HEALTH SOLUTIONS INC	\$ 7,151	\$ 9,587
750 000	SUPERVALU INC	\$ 11,734	\$ 9,533

Qty.	Holding	Total Cost	Market Value
100 000	VISA INC - CLASS A SHRS	\$ 5,893	\$ 8,746
300 000	HOME DEPOT INC	\$ 6,635	\$ 8,679
1,300 000	OFFICE DEPOT INC	\$ 9,302	\$ 8,385
375 000	AK STEEL HOLDING CORP	\$ 7,702	\$ 8,006
100 000	CHEVRON CORP	\$ 6,257	\$ 7,699
175 000	COOPER INDUSTRIES PLC-CL A	\$ 6,782	\$ 7,462
250.000	VIACOM INC-CLASS B	\$ 5,155	\$ 7,433
230 000	THE WALT DISNEY CO	\$ 5,108	\$ 7,418
125.000	BAXTER INTERNATIONAL INC	\$ 6,581	\$ 7,335
700 000	PULTE HOMES INC	\$ 7,924	\$ 7,000
350 000	UNUM GROUP	\$ 5,186	\$ 6,832
350 000	LIMITED BRANDS INC	\$ 3,938	\$ 6,734
145.000	NATIONAL - OILWELL INC	\$ 4,485	\$ 6,393
125 000	ACE LTD	\$ 5,249	\$ 6,300
75.000	FEDEX CORP	\$ 4,829	\$ 6,259
550 000	HUNTSMAN CORP	\$ 5,924	\$ 6,210
375 000	NISOURCE INC	\$ 4,428	\$ 5,768
325.000	STEEL DYNAMICS INC	\$ 5,206	\$ 5,759
525 000	D R HORTON INC	\$ 4,630	\$ 5,707
300 000	TEXTRON INC	\$ 2,650	\$ 5,643
175 000	BROADCOM CORP-CL A	\$ 5,009	\$ 5,504
150 000	KLA-TENCOR CORPORATION	\$ 5,298	\$ 5,424
150 000	METLIFE INC	\$ 3,985	\$ 5,303
150 000	SUNCOR ENERGY INC	\$ 5,609	\$ 5,297
175 000	VALE SA-SP ADR	\$ 5,044	\$ 5,080
300.000	COMCAST CORP-CL A	\$ 5,144	\$ 5,058
275 000	DEAN FOODS CO	\$ 5,271	\$ 4,961
325 000	SMITHFIELD FOODS INC	\$ 4,233	\$ 4,937
350 000	MASCO CORP	\$ 2,917	\$ 4,834
200 000	PRINCIPAL FINANCIAL GROUP	\$ 5,895	\$ 4,808
100 000	COVIDIEN PLC	\$ 4,692	\$ 4,789
225 000	QUANTA SERVICES INC	\$ 5,162	\$ 4,689
75 000	UNITED PARCEL SERVICE- CL B	\$ 4,424	\$ 4,303
100.000	ENSCO INTL PLC SPON ADR	\$ 3,292	\$ 3,994
75 000	ANHEUSER-BUSH INBEV SPN ADR	\$ 3,850	\$ 3,902
275 000	CBS CORP-CLASS B	\$ 5,680	\$ 3,864
25 000	AMAZON COM INC	\$ 2,033	\$ 3,363
75.000	VERTEX PHARMACEUTICALS INC	\$ 2,955	\$ 3,214
100 000	AOL INC	\$ 1,877	\$ 2,328
130 000	MACY'S INC	\$ 5,483	\$ 2,179
175 000	RRI ENERGY INC	\$ 1,899	\$ 1,001
13 000	GENERAL MILLS INC	\$ 840	\$ 921
25 000	BANK OF NEW YORK MELLON CORP	\$ 764	\$ 699
<b>NET PORTFOLIO VALUE</b>		<b>\$ 2,686,308</b>	<b>\$ 3,122,148</b>

# Capital Gains Report

SK FOUNDATION (Account: 888-15100)

January 1, 2009 through December 31, 2009

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG - TERM								
04/12/2006	01/06/2009	5	APPLE INC	94.15	67.68	470.73	338.42	132.31
10/30/2008	01/06/2009	25	DOMINION RESOURCES INC/VA	36.59	36.27	914.73	906.68	8.05
08/18/2006	01/06/2009	35	GENERAL ELECTRIC CO	16.72	33.92	585.35	1,187.18	-601.83
04/30/2007	01/12/2009	5	CME GROUP INC	189.32	524.68	946.61	2,623.42	-1,676.81
03/01/2006	01/12/2009	15	PROCTER & GAMBLE CO	59.98	60.25	899.64	903.72	-4.08
08/08/2008	01/12/2009	15	**TOYOTA MOTOR CORP -SPON ADR	66.01	87.96	990.17	1,319.41	-329.24
09/04/2008	01/12/2009	30	WISCONSIN ENERGY CORP	42.67	45.44	1,280.07	1,363.08	-83.01
04/12/2006	01/15/2009	20	APPLE INC	82.85	67.68	1,657.07	1,353.70	303.37
05/31/2006	01/15/2009	10	APPLE INC	82.85	60.57	828.53	605.68	222.85
07/20/2004	01/15/2009	25	CITIGROUP INC	3.81	43.89	95.24	1,097.25	-1,002.01
03/23/2005	01/15/2009	100	CITIGROUP INC	3.81	44.73	380.95	4,473.18	-4,092.23
02/11/2008	01/15/2009	50	CITIGROUP INC	3.81	25.83	190.47	1,291.30	-1,100.83
07/20/2004	01/16/2009	15	**ALCON INC	83.47	86.55	1,252.00	1,298.25	-46.25
09/09/2005	01/16/2009	6	**ALCON INC	83.47	122.63	500.80	735.80	-235.00
11/02/2006	01/22/2009	25	AMERISOURCEBERGEN CORP	37.57	45.09	939.25	1,127.34	-188.09
11/06/2006	01/22/2009	25	AMERISOURCEBERGEN CORP	37.57	44.09	939.25	1,102.25	-163.00
12/05/2006	01/22/2009	50	AMERISOURCEBERGEN CORP	37.57	45.32	1,878.51	2,266.20	-387.69
08/20/2007	01/22/2009	15	MCKESSON CORP	39.81	57.51	597.20	862.71	-265.51
03/22/2007	01/22/2009	90	MACY'S INC	9.60	46.09	864.40	4,148.48	-3,284.08
03/22/2007	01/22/2009	5	MACY'S INC	9.60	46.09	48.02	230.47	-182.45
09/21/2007	01/23/2009	25	AT&T INC	25.07	42.52	626.71	1,063.06	-436.35
05/18/2007	01/23/2009	4	ABBOTT LABORATORIES	52.68	59.11	210.72	236.44	-25.72
06/07/2007	01/23/2009	10	ABBOTT LABORATORIES	52.68	54.35	526.81	543.49	-16.68
04/22/2008	01/23/2009	10	BECTON DICKINSON & CO	71.45	84.81	714.48	848.06	-133.58
11/10/2006	01/23/2009	40	BLACK & DECKER CORP	36.29	85.32	1,451.70	3,412.76	-1,961.06
07/03/2008	01/23/2009	40	SCHERING-PLOUGH CORP	18.49	19.82	739.78	792.92	-53.14
03/23/2005	01/26/2009	4	GOOGLE INC-CL A	326.88	179.29	1,307.53	717.17	590.36
07/10/2008	01/30/2009	11	APACHE CORP	76.08	119.73	836.87	1,317.03	-480.16
12/12/2006	01/30/2009	10	**BP PLC-SPONS ADR	42.86	68.35	428.60	683.54	-254.94
10/18/2007	01/30/2009	25	**BP PLC-SPONS ADR	42.86	75.75	1,071.50	1,893.76	-822.26
11/02/2007	01/30/2009	15	**BP PLC-SPONS ADR	42.86	78.19	642.90	1,172.83	-529.93
11/13/2006	01/30/2009	10	CONOCOPHILLIPS	48.01	62.88	480.07	628.76	-148.69
12/07/2006	01/30/2009	10	CONOCOPHILLIPS	48.01	69.24	480.07	692.44	-212.37
12/07/2006	01/30/2009	35	CONOCOPHILLIPS	48.01	69.24	1,680.25	2,423.54	-743.29
01/08/2007	01/30/2009	5	CONOCOPHILLIPS	48.01	67.97	240.04	339.86	-99.82
03/23/2005	01/30/2009	2	GOOGLE INC-CL A	340.54	179.29	681.08	358.59	322.49
12/29/2008	01/30/2009	70	TEXTRON INC	8.94	12.75	625.79	892.30	-266.51
06/06/2008	02/04/2009	10	HARTFORD FINANCIAL SVCS GRP	15.19	72.26	151.85	722.60	-570.75
06/16/2008	02/04/2009	20	HARTFORD FINANCIAL SVCS GRP	15.19	72.68	303.71	1,453.69	-1,149.98
12/18/2008	02/05/2009	20	AFLAC INC	23.43	45.95	468.50	919.05	-450.55
04/30/2007	02/05/2009	3	CME GROUP INC	180.66	524.69	541.99	1,574.06	-1,032.07
08/13/2007	02/05/2009	2	CME GROUP INC	180.66	587.90	361.32	1,175.81	-814.49
02/11/2008	02/06/2009	125	CITIGROUP INC	3.93	25.83	490.65	3,228.27	-2,737.62
09/22/2008	02/06/2009	50	CITIGROUP INC	3.93	20.01	196.26	1,000.26	-804.00
06/16/2005	02/06/2009	23	GILEAD SCIENCES INC	52.57	21.83	1,209.20	502.12	707.08
09/06/2006	02/06/2009	9	MONSANTO CO	84.14	47.74	757.29	429.70	327.59

# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/09/2007	02/09/2009	65	MORGAN STANLEY	23.48	62.26	1,525.88	4,046.92	-2,521.04
10/04/2007	02/09/2009	15	MORGAN STANLEY	23.48	66.86	352.13	1,002.89	-650.76
10/28/2008	02/12/2009	12	GOLDMAN SACHS GROUP INC	93.04	95.25	1,116.51	1,142.99	-26.48
11/23/2007	02/12/2009	10	MEDCO HEALTH SOLUTIONS INC	46.12	48.58	461.22	485.85	-24.63
12/12/2007	02/12/2009	10	MEDCO HEALTH SOLUTIONS INC	46.12	49.65	461.23	496.51	-35.28
07/22/2005	02/12/2009	150	SPRINT NEXTEL CORP	2.42	22.65	363.24	3,397.85	-3,034.61
08/19/2005	02/12/2009	25	SPRINT NEXTEL CORP	2.42	23.50	60.54	587.59	-527.05
10/24/2008	02/17/2009	45	ACTIVISION BLIZZARD INC	9.53	11.28	428.68	507.74	-79.06
11/12/2008	02/17/2009	40	ACTIVISION BLIZZARD INC	9.53	11.95	381.05	478.16	-97.11
12/18/2008	02/17/2009	50	ACTIVISION BLIZZARD INC	9.53	9.44	476.31	471.90	4.41
01/27/2009	02/17/2009	120	DELL INC	9.00	10.18	1,080.10	1,221.01	-140.91
08/19/2005	02/20/2009	100	SPRINT NEXTEL CORP	3.14	23.50	313.95	2,350.37	-2,036.42
10/11/2006	02/20/2009	75	SPRINT NEXTEL CORP	3.14	17.84	235.46	1,338.28	-1,102.82
10/06/2006	02/24/2009	5	JPMORGAN CHASE & CO	20.77	46.96	103.84	234.82	-130.98
10/10/2006	02/24/2009	65	JPMORGAN CHASE & CO	20.77	47.34	1,349.91	3,077.35	-1,727.44
05/31/2006	02/25/2009	10	APPLE INC	89.86	60.57	898.64	605.69	292.95
09/14/2006	02/25/2009	35	CISCO SYSTEMS INC	14.77	22.69	516.81	794.22	-277.41
11/08/2006	02/25/2009	15	CISCO SYSTEMS INC	14.77	25.04	221.49	375.63	-154.14
03/23/2005	02/25/2009	2	GOOGLE INC-CL A	344.02	179.29	688.03	358.59	329.44
06/25/2007	02/25/2009	15	TEVA PHARMACEUTICAL-SP ADR	44.99	40.69	674.87	610.30	64.57
08/13/2007	02/26/2009	4	CHE GROUP INC	185.87	587.91	743.49	2,351.63	-1,608.14
10/06/2008	02/27/2009	5	ERICSSON (LM) TEL-SP ADR	8.27	7.50	41.36	37.52	3.84
10/06/2008	02/27/2009	5	ERICSSON (LM) TEL-SP ADR	8.27	7.50	41.36	37.52	3.84
10/06/2008	02/27/2009	5	ERICSSON (LM) TEL-SP ADR	8.27	7.50	41.36	37.52	3.84
10/06/2008	02/27/2009	150	ERICSSON (LM) TEL-SP ADR	8.27	7.50	1,240.70	1,125.73	114.97
10/06/2008	02/27/2009	5	ERICSSON (LM) TEL-SP ADR	8.27	7.50	41.36	37.52	3.84
10/06/2008	02/27/2009	10	ERICSSON (LM) TEL-SP ADR	8.27	7.50	82.71	75.04	7.67
01/16/2008	03/03/2009	6	CATERPILLAR INC	22.76	64.73	136.57	388.40	-251.83
02/11/2008	03/03/2009	15	CATERPILLAR INC	22.76	68.67	341.43	1,029.98	-688.55
10/12/2007	03/04/2009	15	DEERE & CO	26.64	77.30	399.58	1,159.43	-759.85
02/09/2009	03/11/2009	45	WELLS FARGO & COMPANY	11.99	19.20	539.49	863.83	-324.34
03/30/2007	03/12/2009	75	BANK OF AMERICA CORP	5.19	51.01	389.58	3,825.55	-3,435.97
05/08/2007	03/12/2009	25	BANK OF AMERICA CORP	5.19	51.30	129.86	1,282.38	-1,152.52
02/05/2008	03/12/2009	75	BANK OF AMERICA CORP	5.19	42.76	389.58	3,207.35	-2,817.77
02/07/2008	03/12/2009	25	BANK OF AMERICA CORP	5.19	43.10	129.86	1,077.52	-947.66
01/07/2009	03/12/2009	15	BANK OF AMERICA CORP	5.19	13.98	77.92	209.73	-131.81
02/11/2008	03/13/2009	45	J.C. PENNEY CO INC	16.52	49.11	743.59	2,209.89	-1,466.30
09/06/2006	03/16/2009	7	MONSANTO CO	82.61	47.74	578.29	334.21	244.08
08/11/2005	03/17/2009	25	GENENTECH INC	93.80	87.65	2,345.09	2,191.22	153.87
11/08/2005	03/17/2009	25	GENENTECH INC	93.80	93.18	2,345.09	2,329.43	15.66
06/28/2007	03/17/2009	10	GENENTECH INC	93.80	75.69	938.03	756.86	181.17
12/29/2008	03/18/2009	175	FIFTH THIRD BANCORP	2.16	7.70	377.76	1,346.92	-969.16
10/10/2006	03/18/2009	5	JPMORGAN CHASE & CO	26.61	47.34	133.04	236.72	-103.68
10/10/2006	03/18/2009	15	JPMORGAN CHASE & CO	26.61	47.34	399.11	710.16	-311.05
07/20/2004	03/20/2009	12	PHILIP MORRIS INTERNATIONAL	38.22	25.97	458.65	311.69	146.96
08/06/2007	03/20/2009	8	PHILIP MORRIS INTERNATIONAL	38.22	46.98	305.76	375.84	-70.08
06/02/2006	03/23/2009	100	AMERICAN INTERNATIONAL GROUP	1.47	61.21	146.72	6,121.23	-5,974.51
06/06/2006	03/23/2009	35	AMERICAN INTERNATIONAL GROUP	1.47	60.29	51.36	2,110.10	-2,058.74
08/25/2006	03/23/2009	20	AMERICAN INTERNATIONAL GROUP	1.47	62.93	29.35	1,258.69	-1,229.34

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/18/2006	03/23/2009	35	AMERICAN INTERNATIONAL GROUP	1.47	65.61	51.36	2,296.35	-2,244.99
10/27/2006	03/23/2009	35	AMERICAN INTERNATIONAL GROUP	1.47	67.60	51.36	2,365.90	-2,314.54
03/10/2008	03/23/2009	25	AMERICAN INTERNATIONAL GROUP	1.47	43.26	36.68	1,081.49	-1,044.81
04/22/2008	03/23/2009	25	AMERICAN INTERNATIONAL GROUP	1.47	45.60	36.68	1,140.03	-1,103.35
05/12/2008	03/23/2009	50	AMERICAN INTERNATIONAL GROUP	1.47	38.00	73.36	1,900.00	-1,826.64
01/07/2009	03/23/2009	110	BANK OF AMERICA CORP	7.37	13.98	810.94	1,538.10	-727.16
05/21/2007	03/23/2009	10	TRAVELERS COS INC/THE	39.87	55.99	398.69	559.86	-161.17
06/27/2007	03/23/2009	5	TRAVELERS COS INC/THE	39.87	52.63	199.35	263.13	-63.78
06/30/2008	03/24/2009	140	GANNETT CO	2.43	21.85	340.65	3,059.14	-2,718.49
10/04/2007	03/24/2009	10	MORGAN STANLEY	24.67	66.86	246.68	668.60	-421.92
11/02/2007	03/24/2009	20	MORGAN STANLEY	24.67	59.03	493.37	1,180.59	-687.22
09/04/2008	03/25/2009	45	NVIDIA CORP	10.10	11.48	454.51	516.82	-62.31
11/02/2007	03/25/2009	20	***ROYAL DUTCH SHELL PLC-ADR	47.32	85.29	946.45	1,705.76	-759.31
04/08/2008	03/25/2009	10	***ROYAL DUTCH SHELL PLC-ADR	47.32	72.59	473.23	725.87	-252.64
07/20/2004	03/26/2009	32	ALTRIA GROUP INC	17.19	11.49	550.20	367.65	182.55
06/28/2007	03/26/2009	5	GENENTECH INC	95.00	75.69	475.00	475.00	96.57
10/16/2008	03/26/2009	30	GENENTECH INC	95.00	82.61	2,850.00	2,478.23	371.77
02/10/2009	03/26/2009	10	GENENTECH INC	95.00	83.30	950.00	833.03	116.97
09/13/2005	03/26/2009	25	MERCK & CO INC	27.41	28.84	685.23	720.91	-35.68
11/14/2006	03/26/2009	30	MERCK & CO INC	27.41	43.67	822.27	1,309.98	-487.71
01/17/2008	03/26/2009	15	SUPERVALU INC	15.20	28.06	227.93	420.90	-192.97
04/29/2008	03/26/2009	40	SUPERVALU INC	15.20	32.03	607.80	1,281.37	-673.57
06/28/2006	03/27/2009	130	PFIZER INC	14.15	22.95	1,839.86	2,983.54	-1,143.68
07/20/2004	04/03/2009	25	HEWLETT-PACKARD CO	34.19	20.05	854.73	501.33	353.40
12/28/2006	04/03/2009	5	HEWLETT-PACKARD CO	34.19	41.43	170.95	207.14	-36.19
12/12/2007	04/03/2009	20	MEDCO HEALTH SOLUTIONS INC	41.58	49.65	831.51	993.04	-161.53
01/19/2006	04/03/2009	15	SCHLUMBERGER LTD	44.99	55.14	674.79	827.10	-152.31
07/20/2004	04/03/2009	218	BERNSTEIN INTERNATIONAL	10.97	18.32	2,400.00	3,993.76	-1,593.76
07/20/2004	04/03/2009	.000	PORTFOLIO					
07/20/2004	04/03/2009	.778	BERNSTEIN INTERNATIONAL	10.97	18.32	0.00	14.25	-14.25
	04/06/2009		TIME WARNER INC			14.34		14.34
	04/06/2009		TIME WARNER CABLE INC			21.52		21.52
06/07/2007	04/08/2009	25	ABBOTT LABORATORIES	43.53	54.35	1,088.15	1,358.74	-270.59
11/06/2008	04/08/2009	25	BUNGE LTD	56.03	41.48	1,400.81	1,037.10	363.71
12/09/2008	04/08/2009	10	BUNGE LTD	56.03	41.50	560.33	415.00	145.33
07/13/2007	04/08/2009	18	COLGATE-PALMOLIVE CO	60.23	68.36	1,084.08	1,230.48	-146.40
09/13/2007	04/09/2009	20	**DEUTSCHE BANK AG-REGISTERED	48.77	126.28	975.35	2,525.56	-1,550.21
07/20/2004	04/09/2009	6	GOLDMAN SACHS GROUP INC	119.04	88.81	714.23	532.86	181.37
11/02/2007	04/09/2009	15	MORGAN STANLEY	24.07	59.03	361.10	885.45	-524.35
01/19/2007	04/09/2009	20	METLIFE INC	25.94	61.16	518.86	1,223.25	-704.39
01/19/2007	04/09/2009	20	METLIFE INC	25.94	61.16	518.86	1,223.25	-704.39
02/11/2008	04/09/2009	5	J.C. PENNEY CO INC	24.59	49.11	122.97	245.55	-122.58
11/10/2008	04/09/2009	10	J.C. PENNEY CO INC	24.59	20.26	245.94	202.63	43.31
12/09/2008	04/13/2009	12	BUNGE LTD	57.30	41.50	687.55	498.00	189.55
10/10/2006	04/13/2009	15	JPMORGAN CHASE & CO	33.29	47.34	499.38	710.16	-210.78
01/16/2008	04/13/2009	5	JPMORGAN CHASE & CO	33.29	41.49	166.46	207.45	-40.99
10/14/2008	04/13/2009	75	**NOKIA CORP-SPON ADR	13.69	17.44	1,026.83	1,308.17	-281.34
08/08/2008	04/13/2009	6	**TOYOTA MOTOR CORP -SPON ADR	77.52	87.96	465.14	527.76	-62.62

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/15/2008	04/13/2009	10	WAL-MART STORES INC	51.58	49.71	515.80	497.10	18.70
01/19/2007	04/14/2009	10	METLIFE INC	27.01	61.16	270.09	611.63	-341.54
10/30/2008	04/14/2009	10	METLIFE INC	27.01	31.38	270.10	313.83	-43.73
06/28/2007	04/16/2009	15	ABBOTT LABORATORIES	42.50	53.82	637.56	807.29	-169.73
07/13/2007	04/16/2009	12	COLGATE-PALMOLIVE CO	59.11	68.36	709.28	820.33	-111.05
07/23/2007	04/16/2009	2	COLGATE-PALMOLIVE CO	59.11	68.71	118.21	137.43	-19.22
12/18/2008	04/16/2009	40	TJX COMPANIES INC	27.10	20.80	1,084.02	832.08	251.94
08/08/2008	04/17/2009	7	**TOYOTA MOTOR CORP -SPON ADR	76.87	87.96	538.11	615.73	-77.62
03/23/2005	04/20/2009	3	GOOGLE INC-CL A	380.06	179.30	1,140.19	537.89	602.30
04/18/2005	04/20/2009	2	GOOGLE INC-CL A	380.06	185.50	760.13	371.00	389.13
08/09/2004	04/22/2009	43	ALTRIA GROUP INC	16.56	10.98	712.21	471.96	240.25
06/10/2008	04/22/2009	75	MOTOROLA INC	5.66	9.04	424.82	678.09	-253.27
09/06/2006	04/24/2009	5	MONSANTO CO	82.12	47.74	410.59	238.72	171.87
08/08/2008	04/24/2009	7	**TOYOTA MOTOR CORP -SPON ADR	80.40	87.96	562.81	615.74	-52.93
05/23/2007	04/28/2009	40	AUTOLIV INC	23.53	58.78	941.21	2,351.22	-1,410.01
08/09/2004	04/28/2009	32	ALTRIA GROUP INC	16.84	10.98	538.82	351.23	187.59
08/06/2007	04/28/2009	3	ALTRIA GROUP INC	16.84	20.78	50.51	62.34	-11.83
06/28/2007	04/28/2009	10	ABBOTT LABORATORIES	43.18	53.82	431.83	538.20	-106.37
11/23/2007	04/28/2009	10	ABBOTT LABORATORIES	43.18	55.29	431.83	552.92	-121.09
02/26/2009	04/28/2009	15	PRUDENTIAL FINANCIAL INC	25.92	19.91	388.80	298.62	90.18
01/22/2008	04/28/2009	10	**TEVA PHARMACEUTICAL-SP ADR	45.22	46.37	452.17	463.74	-11.57
02/15/2008	04/28/2009	20	WAL-MART STORES INC	48.75	49.71	975.01	994.20	-19.19
09/25/2008	04/28/2009	10	WAL-MART STORES INC	48.75	59.69	487.51	596.92	-109.41
04/08/2008	04/29/2009	15	**ROYAL DUTCH SHELL PLC-ADR	46.07	72.59	691.01	1,088.81	-397.80
11/06/2006	04/29/2009	25	VERIZON COMMUNICATIONS INC	30.89	35.41	772.34	885.23	-112.89
03/26/2008	04/29/2009	30	VERIZON COMMUNICATIONS INC	30.89	36.22	926.80	1,086.54	-159.74
07/25/2008	05/01/2009	19	BECTON DICKINSON & CO	61.06	85.28	1,160.05	1,620.35	-460.30
01/16/2008	05/01/2009	15	COCA-COLA CO/THE	42.34	62.91	635.13	943.69	-308.56
10/17/2007	05/01/2009	10	EOG RESOURCES INC	66.08	81.69	660.81	816.93	-156.12
01/16/2008	05/01/2009	2	EOG RESOURCES INC	66.08	89.23	132.16	178.46	-46.30
10/06/2008	05/01/2009	75	**ERICSSON (LM) TEL-SP ADR	8.33	7.51	624.51	562.89	61.62
12/28/2006	05/01/2009	25	HEWLETT-PACKARD CO	35.84	41.43	896.08	1,035.71	-139.63
02/20/2007	05/01/2009	5	MICROSOFT CORP	20.00	28.67	100.01	143.34	-43.33
12/07/2007	05/01/2009	20	MICROSOFT CORP	20.00	34.47	400.05	689.43	-289.38
08/06/2007	05/01/2009	15	PHILIP MORRIS INTERNATIONAL	36.89	46.98	553.37	704.72	-151.35
07/10/2008	05/01/2009	20	PHILIP MORRIS INTERNATIONAL	36.89	53.37	737.82	1,067.45	-329.63
12/18/2008	05/01/2009	15	TJX COMPANIES INC	27.88	20.80	418.23	312.03	106.20
07/25/2008	05/04/2009	11	BECTON DICKINSON & CO	60.79	85.28	668.68	938.10	-269.42
06/16/2005	05/04/2009	27	GILEAD SCIENCES INC	44.74	21.83	1,207.98	589.44	618.54
11/08/2006	05/04/2009	13	MCDONALD'S CORP	52.62	41.93	684.00	545.08	138.92
01/22/2008	05/04/2009	15	**TEVA PHARMACEUTICAL-SP ADR	44.22	46.37	663.33	695.62	-32.29
09/25/2008	05/04/2009	8	WAL-MART STORES INC	50.78	59.69	406.26	477.54	-71.28
07/23/2007	05/05/2009	12	COLGATE-PALMOLIVE CO	61.70	68.72	740.45	824.62	-84.17
12/02/2008	05/05/2009	20	MOLSON COORS BREWING CO -B	42.08	42.88	841.52	857.51	-15.99
01/21/2009	05/06/2009	20	HONEYWELL INTERNATIONAL INC	32.84	31.80	656.88	636.09	20.79
09/09/2005	05/07/2009	10	**ALCON INC	96.26	122.63	962.60	1,226.34	-263.74
08/13/2007	05/07/2009	15	CELGENE CORP	41.72	60.41	625.80	906.09	-280.29
10/06/2008	05/07/2009	15	EASTMAN CHEMICAL COMPANY	40.42	48.48	606.29	727.14	-120.85
09/25/2008	05/07/2009	12	LOCKHEED MARTIN CORP	79.35	109.24	952.14	1,310.88	-358.74

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/07/2007	05/07/2009	10	MICROS0FT CORP	19.32	34.47	193.18	344.72	-151.54
03/16/2009	05/07/2009	20	MICROS0FT CORP	19.32	16.86	386.37	337.25	49.12
06/11/2008	05/07/2009	20	QUALCOMM INC	41.91	46.61	838.20	932.16	-93.96
01/22/2008	05/07/2009	10	**TEVA PHARMACEUTICAL - SP ADR	44.34	46.37	443.41	463.74	-20.33
04/22/2009	05/08/2009	25	PACCAR INC	33.98	33.43	849.61	835.72	13.89
07/20/2004	05/08/2009	15	PEPSICO INC	49.45	51.72	741.75	775.77	-34.02
01/16/2008	05/11/2009	4	COCA-COLA CO/THE	42.83	62.91	171.32	251.66	-80.34
03/24/2008	05/11/2009	6	COCA-COLA CO/THE	42.83	61.14	256.97	366.82	-109.85
04/29/2008	05/12/2009	9	BAXTER INTERNATIONAL INC	50.83	62.96	457.47	566.68	-109.21
01/06/2009	05/12/2009	65	BRISTOL-MYERS SQUIBB CO	20.43	23.16	1,327.91	1,505.67	-177.76
07/20/2004	05/12/2009	10	PEPSICO INC	49.22	51.72	492.18	517.19	-25.01
11/08/2006	05/13/2009	25	CISCO SYSTEMS INC	18.16	25.04	454.02	626.05	-172.03
10/17/2008	05/15/2009	45	HOME DEPOT INC	24.33	19.53	1,094.68	878.71	215.97
02/10/2009	05/15/2009	5	HOME DEPOT INC	24.33	22.46	121.63	112.31	9.32
04/25/2006	05/18/2009	15	FRANKLIN RESOURCES INC	63.62	96.42	954.24	1,446.28	-492.04
02/26/2009	05/18/2009	55	PRUDENTIAL FINANCIAL INC	39.07	19.91	2,148.69	1,094.94	1,053.75
12/18/2008	05/19/2009	30	TJX COMPANIES INC	28.86	20.80	865.66	624.07	241.59
11/23/2007	05/20/2009	15	ABBOTT LABORATORIES	43.57	55.29	653.50	829.39	-175.89
01/21/2009	05/20/2009	15	JACOBS ENGINEERING GROUP INC	40.40	43.23	606.01	648.39	-42.38
12/05/2007	05/22/2009	55	ALLSTATE CORP	26.47	51.50	1,455.75	2,832.60	-1,376.85
09/06/2006	05/22/2009	5	MONSANTO CO	85.13	47.74	425.63	238.72	186.91
11/08/2006	05/26/2009	50	CISCO SYSTEMS INC	18.50	25.04	925.18	1,252.10	-326.92
10/30/2008	05/26/2009	15	METLIFE INC	30.29	31.38	454.34	470.75	-16.41
12/12/2008	05/26/2009	10	METLIFE INC	30.29	28.91	302.89	289.11	13.78
10/28/2008	05/26/2009	30	SCHWAB (CHARLES) CORP	17.43	16.17	522.87	485.21	37.66
11/12/2008	05/26/2009	5	SCHWAB (CHARLES) CORP	17.43	16.57	87.15	82.83	4.32
09/06/2006	05/28/2009	12	MONSANTO CO	79.22	47.75	950.63	572.95	377.68
09/04/2008	05/28/2009	75	NVIDIA CORP	10.50	11.49	787.58	861.38	-73.80
04/13/2009	05/28/2009	50	NETAPP INC	18.70	16.54	934.87	826.76	108.11
08/28/2008	05/28/2009	65	SAFEWAY INC	19.95	26.36	1,296.77	1,713.71	-416.94
09/05/2008	05/28/2009	10	SAFEWAY INC	19.95	25.55	199.50	255.50	-56.00
07/20/2004	05/29/2009	334	BERNSTEIN INTERNATIONAL	12.76	18.32	4,270.00	6,118.88	-1,848.88
07/20/2004	05/29/2009	000	PORTFOLIO					
07/20/2004	05/29/2009	639	BERNSTEIN INTERNATIONAL	12.76	18.31	0.00	11.70	-11.70
07/25/2008	06/01/2009	14	DEVON ENERGY CORPORATION	65.41	94.48	915.76	1,322.68	-406.92
11/12/2008	06/01/2009	25	SCHWAB (CHARLES) CORP	18.19	16.57	454.72	414.20	40.52
06/07/2007	06/02/2009	20	EMERSON ELECTRIC CO	34.56	47.41	691.15	948.15	-257.00
04/25/2006	06/04/2009	10	FRANKLIN RESOURCES INC	72.69	96.42	726.93	964.20	-237.27
12/19/2006	06/04/2009	1	FRANKLIN RESOURCES INC	72.69	112.51	72.69	112.51	-39.82
12/28/2006	06/04/2009	20	HEWLETT-PACKARD CO	35.78	41.43	715.68	828.57	-112.89
09/06/2006	06/04/2009	2	MONSANTO CO	82.00	47.75	164.01	95.50	68.51
02/20/2007	06/04/2009	11	MONSANTO CO	82.00	55.69	902.04	612.55	289.49
12/22/2008	06/09/2009	55	**SANOFI-AVENTIS ADR	32.37	32.63	1,780.52	1,794.61	-14.09
07/26/2004	06/10/2009	11	CHEVRON CORP	70.83	46.67	779.09	513.41	265.68
02/17/2009	06/11/2009	25	LINCOLN NATIONAL CORP	18.97	13.14	474.16	328.49	145.67
07/10/2008	06/12/2009	2	PHILIP MORRIS INTERNATIONAL	43.41	53.38	86.82	106.75	-19.93
08/15/2008	06/12/2009	8	PHILIP MORRIS INTERNATIONAL	43.41	55.32	347.29	442.55	-95.26
07/26/2004	06/16/2009	15	CHEVRON CORP	70.16	46.67	1,052.41	700.11	352.30

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Open Date	Close Date	Quantity	Description	Unit Cost	Unit Price	Total Proceeds	Total Cost	Gain or Loss
07/12/2006	06/16/2009	1	CHEVRON CORP	65.24	70.16	70.16	65.24	4.92
12/21/2007	06/16/2009	20	MORGAN STANLEY	53.90	28.15	562.96	1,078.06	-515.10
08/19/2008	06/16/2009	20	MORGAN STANLEY	53.90	28.15	562.96	755.85	-192.89
02/26/2009	06/17/2009	55	COMCAST CORP-CL A	13.92	13.79	758.37	765.74	-7.37
05/16/2008	06/19/2009	50	WESTERN DIGITAL CORP	34.65	25.19	1,259.43	1,732.28	-472.85
08/08/2008	06/19/2009	25	WESTERN DIGITAL CORP	29.19	25.19	629.72	729.64	-99.92
08/09/2004	06/22/2009	45	WESTERN DIGITAL CORP	28.27	25.19	1,259.43	1,413.37	-153.94
06/27/2007	06/23/2009	35	PHILIP MORRIS INTERNATIONAL	24.81	41.60	1,472.16	1,116.63	355.53
07/08/2008	06/24/2009	35	TRAVELERS COS INC/THE	52.63	40.75	1,441.05	1,841.95	-400.90
11/06/2008	06/24/2009	22	AMGEN INC	50.09	51.12	1,124.71	1,102.08	22.63
12/28/2008	06/24/2009	7	AMGEN INC	59.51	51.12	357.86	416.56	-58.70
01/16/2008	06/26/2009	35	HEWLETT-PACKARD CO	41.43	37.52	1,313.31	1,450.01	-136.70
02/22/2008	06/26/2009	13	EOG RESOURCES INC	89.23	68.68	892.81	1,160.05	-267.24
02/20/2007	06/26/2009	12	EOG RESOURCES INC	99.00	68.68	824.13	1,187.97	-363.84
12/12/2008	06/26/2009	30	MONSANTO CO	55.69	75.68	2,290.80	2,290.80	0.00
04/29/2008	06/26/2009	8	METLIFE INC	28.91	29.82	239.36	445.49	-206.13
12/29/2008	06/26/2009	95	TYSON FOODS INC-CL A	17.85	12.67	1,203.37	1,696.10	-492.73
11/08/2006	06/29/2009	15	TYSON FOODS INC-CL A	7.92	12.67	190.00	118.87	71.13
11/21/2006	06/29/2009	10	CISCO SYSTEMS INC	25.04	19.03	190.25	250.43	-60.18
07/20/2004	06/30/2009	25	CISCO SYSTEMS INC	26.95	19.03	475.64	673.87	-198.23
07/20/2004	06/30/2009	368	BERNSTEIN INTERNATIONAL	18.32	12.51	4,615.00	6,741.76	-2,126.76
07/20/2004	06/30/2009	.000	PORTFOLIO	18.31	12.51	0.00	16.57	-16.57
07/20/2004	06/30/2009	.905	BERNSTEIN INTERNATIONAL	18.31	12.51	0.00	16.57	-16.57
12/01/2008	07/01/2009	120	CORNING INC	8.64	16.20	1,944.20	1,036.95	907.25
11/06/2008	07/14/2009	6	AMGEN INC	59.51	58.22	349.35	357.06	-7.71
02/05/2009	07/14/2009	10	AMGEN INC	56.37	58.22	582.24	563.74	18.50
04/08/2008	07/22/2009	15	**ROYAL DUTCH SHELL PLC-ADR	72.59	51.10	766.46	1,088.82	-322.36
02/05/2009	07/22/2009	20	**ROYAL DUTCH SHELL PLC-ADR	49.84	51.10	1,021.95	996.77	25.18
07/08/2009	07/22/2009	150	**ROYAL DUTCH SHELL PLC-ADR	46.56	51.10	7,664.63	6,984.44	680.19
04/28/2009	07/23/2009	40	LIBERTY ENTERTAINMENT-CL A	23.81	26.93	1,077.36	952.55	124.81
07/12/2006	07/24/2009	19	CHEVRON CORP	65.24	68.16	1,295.05	1,239.58	55.47
07/21/2006	07/24/2009	25	CHEVRON CORP	65.06	68.16	1,704.00	1,626.44	77.56
08/21/2006	07/24/2009	20	CHEVRON CORP	67.16	68.16	1,363.20	1,343.17	20.03
03/30/2009	07/24/2009	9	CHEVRON CORP	66.46	68.16	613.44	598.12	15.32
07/08/2009	07/24/2009	67	CHEVRON CORP	62.57	68.16	4,566.72	4,192.02	374.70
12/23/2005	07/24/2009	45	EXXON MOBIL CORP	56.93	71.66	3,224.52	2,561.72	662.80
04/26/2007	07/24/2009	55	EXXON MOBIL CORP	80.29	71.66	3,941.09	4,415.77	-474.68
07/08/2009	07/24/2009	100	EXXON MOBIL CORP	66.10	71.66	7,165.61	6,609.53	556.08
08/15/2008	07/27/2009	10	PHILIP MORRIS INTERNATIONAL	55.32	46.63	466.28	553.19	-86.91
05/31/2006	07/29/2009	10	APPLE INC	60.57	159.09	1,590.85	605.69	985.16
08/23/2006	07/29/2009	15	APPLE INC	67.55	159.09	2,386.28	1,013.27	1,373.01
06/03/2009	07/29/2009	85	**INGERSOLL-RAND PLC	21.09	27.67	2,351.95	1,792.51	559.44
07/08/2009	07/29/2009	40	**INGERSOLL-RAND PLC	19.77	27.67	1,106.80	790.64	316.16
11/08/2006	07/29/2009	7	MCDONALD'S CORP	41.93	56.33	394.33	293.51	100.82
09/10/2008	07/29/2009	15	MCDONALD'S CORP	63.52	56.33	844.97	952.81	-107.84
10/09/2008	07/29/2009	45	MCDONALD'S CORP	54.60	56.33	2,534.91	2,457.12	77.79
02/10/2009	07/29/2009	10	MCDONALD'S CORP	58.47	56.33	563.31	584.72	-21.41
07/08/2009	07/29/2009	23	MCDONALD'S CORP	56.83	56.33	1,295.62	1,307.18	-11.56

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Open Date	Close Date	Quantity	Description	Unit Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/16/2008	08/03/2009	25	THE WALT DISNEY CO	25.52	23.52	637.95	587.92	50.03
12/02/2008	08/03/2009	30	THE WALT DISNEY CO.	25.52	20.55	765.53	616.44	149.09
12/18/2008	08/03/2009	20	THE WALT DISNEY CO.	25.52	23.40	510.35	468.04	42.31
07/08/2009	08/03/2009	120	THE WALT DISNEY CO.	25.52	22.21	3,062.12	2,665.20	396.92
07/08/2009	08/04/2009	45	MCDONALD'S CORP	55.01	56.83	2,475.28	2,557.53	-82.25
09/05/2008	08/04/2009	65	SAFEMAY INC	18.86	25.55	1,225.68	1,660.80	-435.12
07/08/2009	08/04/2009	130	TORCHMARK CORP	39.13	33.27	5,086.48	4,324.71	761.77
06/07/2007	08/05/2009	20	EMERSON ELECTRIC CO	34.84	47.41	696.83	948.15	-251.32
03/16/2009	08/05/2009	40	EMERSON ELECTRIC CO	34.84	27.35	1,393.67	1,094.07	299.60
03/20/2009	08/05/2009	20	EMERSON ELECTRIC CO	34.84	27.69	696.84	553.76	143.08
03/26/2009	08/05/2009	15	EMERSON ELECTRIC CO	34.84	28.94	522.63	434.08	88.55
07/08/2009	08/05/2009	60	EMERSON ELECTRIC CO	34.84	30.66	2,090.51	1,839.71	250.80
12/12/2008	08/06/2009	30	METLIFE INC	35.28	28.91	1,058.27	867.35	190.92
01/20/2009	08/06/2009	30	METLIFE INC	35.28	26.29	1,058.28	788.74	269.54
01/22/2009	08/06/2009	15	METLIFE INC	35.28	24.89	529.14	373.38	155.76
07/10/2008	08/07/2009	2	APACHE CORP	87.29	119.73	174.57	239.46	-64.89
08/13/2008	08/07/2009	10	APACHE CORP	87.29	105.73	872.88	1,057.35	-184.47
01/21/2009	08/07/2009	6	APACHE CORP	87.29	71.71	523.73	430.26	93.47
03/31/2009	08/07/2009	17	APACHE CORP	87.29	64.73	1,483.90	1,100.39	383.51
07/08/2009	08/07/2009	10	APACHE CORP	87.29	65.80	872.88	658.04	214.84
10/17/2007	08/07/2009	1	PROCTER & GAMBLE CO	51.91	70.58	51.91	70.58	-18.67
10/08/2008	08/07/2009	25	PROCTER & GAMBLE CO	51.91	66.22	1,297.78	1,655.62	-357.84
07/08/2009	08/07/2009	94	PROCTER & GAMBLE CO	51.91	52.13	4,879.65	4,899.81	-20.16
12/29/2008	08/07/2009	65	TYSON FOODS INC-CL A	11.21	7.92	728.66	515.12	213.54
07/08/2009	08/10/2009	135	CHEVRON CORP	69.25	62.57	9,348.80	8,446.61	902.19
09/30/2005	08/10/2009	100	GENWORTH FINANCIAL INC-CL A	8.74	32.20	874.17	3,220.19	-2,346.02
12/06/2006	08/10/2009	75	GENWORTH FINANCIAL INC-CL A	8.74	32.98	655.63	2,473.59	-1,817.96
05/19/2009	08/10/2009	90	MASCO CORP	14.90	10.27	1,341.27	924.49	416.78
07/08/2009	08/10/2009	185	MASCO CORP	14.90	8.33	2,757.06	1,541.95	1,215.11
07/03/2008	08/13/2009	15	HARTFORD FINANCIAL SVCS GRP	19.65	64.95	294.71	974.19	-679.48
07/08/2008	08/13/2009	15	HARTFORD FINANCIAL SVCS GRP	19.65	64.36	294.71	965.37	-670.66
07/14/2008	08/13/2009	20	HARTFORD FINANCIAL SVCS GRP	19.65	58.17	392.95	1,163.42	-770.47
07/08/2009	08/13/2009	425	HARTFORD FINANCIAL SVCS GRP	19.65	10.33	8,350.15	4,389.19	3,960.96
			***TAIWAN SEMICONDUCTOR MFG CO			6.46		6.46
10/06/2008	08/18/2009	20	***ERICSSON (LM) TEL-SP ADR	9.36	7.51	187.11	150.11	37.00
12/19/2008	08/18/2009	75	***ERICSSON (LM) TEL-SP ADR	9.36	7.83	701.68	587.18	114.50
07/08/2009	08/19/2009	5	EXXON MOBIL CORP	67.41	66.09	337.07	330.47	6.60
07/08/2009	08/19/2009	200	EXXON MOBIL CORP	67.41	66.10	13,482.94	13,219.06	263.88
07/08/2009	08/19/2009	110	EMERSON ELECTRIC CO	34.61	30.66	3,807.16	3,372.81	434.35
02/22/2008	08/20/2009	3	E0G RESOURCES INC	73.59	99.00	220.76	297.00	-76.24
03/10/2008	08/20/2009	10	E0G RESOURCES INC	73.59	114.43	735.91	1,144.33	-408.42
07/24/2008	08/20/2009	15	E0G RESOURCES INC	73.59	103.37	1,103.86	1,550.54	-446.68
01/21/2009	08/20/2009	10	E0G RESOURCES INC	73.59	63.07	735.91	630.73	105.18
02/20/2007	08/24/2009	1	MONSANTO CO	84.57	55.69	84.57	55.69	28.88
09/11/2007	08/24/2009	15	MONSANTO CO	84.57	71.49	1,268.48	1,072.28	196.20
09/29/2008	08/24/2009	11	MONSANTO CO	84.57	102.10	930.22	1,123.06	-192.84
05/06/2008	08/27/2009	15	NIKE INC -CL B	56.01	67.27	840.12	1,009.02	-168.90
04/29/2008	09/02/2009	95	CARDINAL HEALTH INC	25.10	38.02	2,384.51	3,612.25	-1,227.74
04/29/2008	09/03/2009	47	CAREFUSION CORP	18.61	30.18	874.44	1,418.42	-543.98

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Open Date	Close Date	Quantity	Description	Unit Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/29/2008	09/09/2009	21	BAXTER INTERNATIONAL INC	55.97	62.97	1,175.47	1,322.28	-146.81
10/09/2008	09/09/2009	25	BAXTER INTERNATIONAL INC	55.97	60.96	1,399.37	1,524.01	-124.64
07/08/2009	09/09/2009	79	BAXTER INTERNATIONAL INC	55.97	52.65	4,422.00	4,159.13	262.87
10/06/2008	09/10/2009	30	EASTMAN CHEMICAL COMPANY	51.73	48.48	1,552.02	1,454.30	97.72
07/08/2009	09/10/2009	95	EASTMAN CHEMICAL COMPANY	51.73	35.17	4,914.73	3,341.44	1,573.29
01/16/2008	09/10/2009	24	JPMORGAN CHASE & CO	42.76	41.49	1,026.34	995.79	30.55
09/25/2008	09/10/2009	30	JPMORGAN CHASE & CO	42.76	42.55	1,282.93	1,276.56	6.37
09/26/2008	09/10/2009	85	JPMORGAN CHASE & CO	42.76	40.50	3,634.95	3,442.50	192.45
07/08/2009	09/10/2009	45	PROCTER & GAMBLE CO	55.88	52.13	2,514.45	2,345.66	168.79
07/08/2009	09/10/2009	200	TEXTRON INC	18.62	8.83	3,724.60	1,766.44	1,958.16
05/05/2009	09/11/2009	10	NUCOR CORP	46.43	44.09	464.28	440.89	23.39
05/07/2009	09/11/2009	10	NUCOR CORP	46.43	43.81	464.29	438.09	26.20
08/06/2007	09/14/2009	23	ALTRIA GROUP INC	18.04	20.78	414.86	477.97	-63.11
01/16/2008	09/14/2009	22	ALTRIA GROUP INC	18.04	23.97	396.83	527.28	-130.45
08/25/2008	09/14/2009	120	ALTRIA GROUP INC	18.04	20.95	2,164.51	2,514.05	-349.54
07/08/2009	09/14/2009	785	ALTRIA GROUP INC	18.04	16.35	14,159.52	12,834.67	1,324.85
			CAREFUSION CORP			9.80		9.80
03/24/2008	09/16/2009	15	COCA-COLA CO/THE	52.34	61.14	785.03	917.08	-132.05
07/08/2009	09/16/2009	60	EMERSON ELECTRIC CO	40.50	30.66	2,429.75	1,839.71	590.04
11/19/2007	09/16/2009	10	FLUOR CORP	55.78	66.96	557.77	669.61	-111.84
12/12/2007	09/16/2009	20	MEDCO HEALTH SOLUTIONS INC	55.76	49.65	1,115.23	993.04	122.19
03/18/2008	09/16/2009	45	MEDCO HEALTH SOLUTIONS INC	55.76	43.52	2,509.27	1,958.44	550.83
07/08/2009	09/16/2009	10	MEDCO HEALTH SOLUTIONS INC	55.76	47.68	557.61	476.76	80.85
07/08/2009	09/16/2009	80	MCDONALD'S CORP	55.42	56.83	4,433.70	4,546.72	-113.02
03/16/2009	09/16/2009	20	MICROSOFT CORP	25.09	16.86	501.74	337.25	164.49
03/03/2008	09/21/2009	30	APPLE INC	182.14	123.27	5,464.29	3,698.14	1,766.15
05/29/2008	09/21/2009	5	APPLE INC	182.14	187.27	910.72	936.33	-25.61
05/07/2009	09/22/2009	10	**TOYOTA MOTOR CORP -SPON ADR	83.19	82.00	831.91	820.01	11.90
12/02/2008	09/23/2009	8	GOLDMAN SACHS GROUP INC	186.06	64.08	1,488.44	512.64	975.80
12/18/2008	09/23/2009	25	GOLDMAN SACHS GROUP INC	186.06	79.48	4,651.39	1,986.90	2,664.49
06/16/2005	09/23/2009	25	GILEAD SCIENCES INC	46.16	21.83	1,154.09	545.79	608.30
08/15/2006	09/23/2009	75	GILEAD SCIENCES INC	46.16	30.98	3,462.29	2,323.41	1,138.88
12/03/2008	09/23/2009	225	NEWS CORP	12.12	7.57	2,727.63	1,703.03	1,024.60
01/12/2009	09/23/2009	100	NEWS CORP	12.12	8.52	1,212.28	852.33	359.95
02/09/2009	09/23/2009	150	NEWS CORP	12.12	6.72	1,818.42	1,008.27	810.15
04/17/2009	09/23/2009	75	NEWS CORP	12.12	8.16	909.21	611.64	297.57
05/12/2009	09/24/2009	14	GOLDMAN SACHS GROUP INC	183.08	133.70	2,563.12	1,871.83	691.29
07/10/2008	09/28/2009	3	APACHE CORP	93.01	119.73	279.02	359.20	-80.18
07/23/2008	09/28/2009	19	APACHE CORP	93.01	111.73	1,767.13	2,122.83	-355.70
07/25/2008	09/28/2009	20	APACHE CORP	93.01	109.41	1,860.13	2,188.15	-328.02
07/08/2009	09/28/2009	25	APACHE CORP	93.01	65.80	2,325.16	1,645.11	680.05
07/08/2009	09/28/2009	28	APACHE CORP	93.01	65.80	2,604.19	1,842.52	761.67
04/23/2009	09/29/2009	20	ELI LILLY & CO	33.41	32.51	668.28	650.12	18.16
05/07/2009	09/29/2009	60	ELI LILLY & CO	33.41	35.25	2,004.85	2,114.93	-110.08
07/08/2009	10/01/2009	145	EXXON MOBIL CORP	67.75	66.10	9,823.97	9,583.83	240.14
12/28/2006	10/05/2009	20	HEWLETT-PACKARD CO	45.58	41.43	911.55	828.58	82.97
03/15/2007	10/05/2009	55	HEWLETT-PACKARD CO	45.58	39.63	2,506.76	2,179.57	327.19
02/04/2008	10/06/2009	40	**BP PLC-SPONS ADR	52.53	64.47	2,101.26	2,578.89	-477.63
07/08/2009	10/06/2009	150	**BP PLC-SPONS ADR	52.53	45.09	7,879.74	6,764.22	1,115.52

# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/16/2008	10/06/2009	61	JPMORGAN CHASE & CO	44.73	41.49	2,728.51	2,530.96	197.55
06/02/2009	10/06/2009	40	JPMORGAN CHASE & CO	44.73	35.25	1,789.18	1,410.00	379.18
07/06/2009	10/06/2009	15	JPMORGAN CHASE & CO	44.73	32.02	670.94	480.30	190.64
07/08/2009	10/06/2009	35	JPMORGAN CHASE & CO	44.73	32.81	1,565.54	1,148.33	417.21
04/28/2009	10/06/2009	15	UNION PACIFIC CORP	59.10	46.99	886.51	704.90	181.61
07/08/2009	10/06/2009	55	UNION PACIFIC CORP	59.10	48.92	3,250.52	2,690.52	560.00
04/30/2009	10/06/2009	13	VISA INC - CLASS A SHRS	68.01	67.09	884.10	872.13	11.97
05/06/2009	10/06/2009	24	VISA INC - CLASS A SHRS	68.01	66.91	1,632.18	1,605.77	26.41
07/08/2009	10/06/2009	23	VISA INC - CLASS A SHRS	68.01	58.93	1,564.17	1,355.37	208.80
03/05/2009	10/08/2009	12	LOWE'S COS INC	20.84	13.50	250.06	162.03	88.03
04/23/2009	10/08/2009	40	LOWE'S COS INC	20.84	20.66	833.50	826.41	7.09
06/10/2009	10/08/2009	58	LOWE'S COS INC	20.84	20.67	1,208.57	1,198.66	9.91
07/01/2009	10/08/2009	30	LOWE'S COS INC	20.84	19.46	625.12	583.89	41.23
07/09/2009	10/08/2009	135	LOWE'S COS INC	20.84	18.88	2,813.06	2,549.13	263.93
07/08/2009	10/12/2009	100	MCDONALD'S CORP	56.79	56.83	5,679.25	5,683.40	-4.15
07/08/2009	10/13/2009	50	APACHE CORP	97.39	65.80	4,869.55	3,290.23	1,579.32
01/15/2009	10/13/2009	90	CAPITAL ONE FINANCIAL CORP	38.07	24.85	3,426.35	2,236.63	1,189.72
06/12/2009	10/13/2009	20	CATERPILLAR INC	52.57	37.34	1,051.33	746.73	304.60
07/09/2009	10/13/2009	180	CATERPILLAR INC	52.57	30.92	9,461.93	5,565.27	3,896.66
07/20/2004	10/13/2009	5	PEPSICO INC	60.87	51.72	304.37	258.60	45.77
04/30/2007	10/13/2009	30	PEPSICO INC	60.87	66.37	1,826.08	1,991.02	-164.94
01/21/2009	10/13/2009	10	PEPSICO INC	60.87	50.55	608.69	505.46	103.23
02/10/2009	10/13/2009	10	PEPSICO INC	60.87	50.98	608.69	509.81	98.88
03/20/2009	10/13/2009	10	PEPSICO INC	60.87	50.01	608.69	500.09	108.60
07/08/2009	10/13/2009	10	PEPSICO INC	60.87	55.11	608.69	551.13	57.56
01/22/2008	10/13/2009	45	***TEVA PHARMACEUTICAL-SP ADR	51.09	46.37	2,299.07	2,086.87	212.20
04/24/2008	10/13/2009	40	***TEVA PHARMACEUTICAL-SP ADR	51.09	46.17	2,043.63	1,846.84	196.79
09/29/2008	10/13/2009	25	***TEVA PHARMACEUTICAL-SP ADR	51.09	45.39	1,277.27	1,134.83	142.44
07/10/2009	10/14/2009	145	AMERICAN TOWER CORP-CL A	37.76	30.63	5,474.63	4,441.25	1,033.38
04/22/2008	10/15/2009	50	MERCK & CO. INC.	33.28	38.80	1,663.94	1,940.20	-276.26
06/05/2008	10/15/2009	25	MERCK & CO. INC.	33.28	38.60	831.97	965.01	-133.04
06/27/2008	10/15/2009	70	MERCK & CO. INC.	33.28	37.18	2,329.52	2,602.94	-273.42
07/02/2008	10/15/2009	50	MERCK & CO. INC.	33.28	38.45	1,663.94	1,922.57	-258.63
07/25/2008	10/15/2009	25	MERCK & CO. INC.	33.28	32.69	831.97	817.31	14.66
07/08/2009	10/15/2009	330	MERCK & CO. INC.	33.28	28.34	10,982.00	9,352.76	1,629.24
07/08/2009	10/15/2009	50	MERCK & CO. INC.	33.28	28.34	1,663.94	1,417.08	246.86
04/18/2005	10/19/2009	50	MERCK & CO. INC.	33.28	28.34	1,663.94	1,417.08	246.86
07/08/2009	10/22/2009	13	GOOGLE INC-CL A	551.19	185.50	7,165.47	2,411.53	4,753.94
07/08/2009	10/22/2009	25	APACHE CORP	101.27	65.80	2,531.74	1,645.12	886.62
05/01/2009	10/22/2009	75	EMERSON ELECTRIC CO	40.00	30.66	2,999.82	2,299.65	700.17
05/06/2009	10/26/2009	15	FREEMPORT-MCMORAN COPPER	82.92	45.18	1,243.83	677.64	566.19
07/01/2009	10/26/2009	30	FREEMPORT-MCMORAN COPPER	82.92	52.29	2,487.66	1,568.66	919.00
07/08/2009	10/26/2009	15	FREEMPORT-MCMORAN COPPER	82.92	51.95	1,243.83	464.65	779.18
07/08/2009	10/26/2009	70	FREEMPORT-MCMORAN COPPER	82.92	45.72	5,804.55	3,200.37	2,604.18
07/21/2009	10/27/2009	275	ALTERA CORPORATION	20.65	17.21	5,677.73	4,733.71	944.02
07/23/2009	10/27/2009	25	ALTERA CORPORATION	20.65	18.84	516.16	471.08	45.08
07/08/2009	10/27/2009	50	CHEVRON CORP	76.05	62.57	3,802.65	3,128.37	674.28
08/13/2007	10/27/2009	55	CELGENE CORP	52.04	60.41	2,862.17	3,322.37	-460.20
03/10/2008	10/27/2009	35	CELGENE CORP	52.04	55.74	1,821.39	1,950.81	-129.42

# Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/08/2009	10/27/2009	10	CELGENE CORP	52.04	46.52	520.40	465.19	55.21
07/06/2009	10/27/2009	20	ENSCO INTERNATIONAL INC	49.00	32.86	980.00	657.15	322.85
07/08/2009	10/27/2009	35	ENSCO INTERNATIONAL INC	49.00	32.92	1,715.01	1,152.30	562.71
07/08/2009	10/27/2009	125	MEDCO HEALTH SOLUTIONS INC	57.19	47.68	7,148.16	5,959.52	1,188.64
07/08/2009	10/28/2009	225	LIMITED BRANDS INC	17.31	11.25	3,894.03	2,531.47	1,362.56
06/04/2009	10/28/2009	20	***PETROLEO BRASILEIRO-SPON AD	39.75	34.70	794.96	693.97	100.99
06/05/2009	10/28/2009	20	***PETROLEO BRASILEIRO-SPON AD	39.75	35.14	794.96	702.83	92.14
07/09/2009	10/28/2009	85	***PETROLEO BRASILEIRO-SPON AD	39.75	29.70	3,378.61	2,524.80	853.81
07/08/2009	10/29/2009	63	OCCIDENTAL PETROLEUM CORP	79.39	60.37	5,001.88	3,803.46	1,198.42
10/02/2007	10/30/2009	50	AT&T INC	26.11	42.38	1,305.57	2,118.95	-813.38
10/26/2007	10/30/2009	50	AT&T INC	26.11	41.30	1,305.58	2,065.01	-759.43
01/29/2009	11/04/2009	21	E0G RESOURCES INC	85.83	68.72	1,802.53	1,443.09	359.44
07/08/2009	11/04/2009	49	E0G RESOURCES INC	85.83	60.87	4,205.89	2,982.42	1,223.47
01/04/2007	11/04/2009	20	KOHL'S CORP	57.11	67.87	1,142.24	1,357.48	-215.24
04/22/2008	11/04/2009	20	KOHL'S CORP	57.11	45.79	1,142.23	915.78	226.45
09/10/2008	11/04/2009	15	KOHL'S CORP	57.11	53.06	856.67	795.97	60.70
03/20/2009	11/04/2009	30	KOHL'S CORP	57.11	40.86	1,713.35	1,225.95	487.40
07/03/2008	11/04/2009	110	SCHERING-PLOUGH CORP	10.50	8.39	1,155.00	923.03	231.97
07/08/2009	11/04/2009	740	SCHERING-PLOUGH CORP	10.50	10.81	7,770.00	8,001.52	-231.52
07/08/2009	11/04/2009	75	UNION PACIFIC CORP	59.60	48.92	4,469.71	3,668.89	800.82
09/16/2009	11/06/2009	100	AETNA INC	28.80	30.62	2,879.88	3,062.38	-182.50
07/23/2009	11/09/2009	200	ALTERA CORPORATION	20.07	18.84	4,013.90	3,768.69	245.21
07/23/2007	11/09/2009	1	COLGATE-PALMOLIVE CO	80.19	68.72	80.19	68.72	11.47
08/15/2007	11/09/2009	15	COLGATE-PALMOLIVE CO	80.19	65.76	1,202.79	986.43	216.36
07/09/2009	11/09/2009	44	COLGATE-PALMOLIVE CO	80.19	73.19	3,528.19	3,220.21	307.98
01/19/2006	11/09/2009	25	SCHLUMBERGER LTD	65.15	55.14	1,628.71	1,378.51	250.20
02/05/2007	11/09/2009	25	SCHLUMBERGER LTD	65.15	65.42	1,628.71	1,635.43	-6.72
06/25/2007	11/09/2009	15	SCHLUMBERGER LTD	65.15	87.47	977.23	1,312.12	-334.89
07/08/2009	11/10/2009	125	APACHE CORP	100.10	65.80	12,512.21	8,225.57	4,286.64
05/06/2009	11/11/2009	45	***TAIWAN SEMICONDUCTOR-SP ADR	10.24	11.01	460.81	495.47	-34.66
05/18/2009	11/11/2009	50	***TAIWAN SEMICONDUCTOR-SP ADR	10.24	10.43	512.01	521.58	-9.57
07/08/2009	11/11/2009	834	***TAIWAN SEMICONDUCTOR-SP ADR	10.24	9.09	8,540.33	7,579.23	961.10
11/21/2006	11/13/2009	95	MERCK & CO INC	23.56	26.96	2,238.36	2,560.74	-322.38
01/09/2007	11/13/2009	30	CISCO SYSTEMS INC	23.56	28.52	706.85	855.68	-148.83
07/08/2009	11/16/2009	75	E0G RESOURCES INC	90.69	60.87	6,801.72	4,564.95	2,236.77
10/17/2007	11/16/2009	14	PROCTER & GAMBLE CO	62.35	70.58	872.86	988.08	-115.22
10/08/2008	11/16/2009	20	PROCTER & GAMBLE CO	62.35	66.22	1,246.93	1,324.50	-77.57
04/17/2009	11/16/2009	30	PROCTER & GAMBLE CO	62.35	51.70	1,870.40	1,550.94	319.46
07/08/2009	11/16/2009	36	PROCTER & GAMBLE CO	62.35	52.13	2,244.49	1,876.53	367.96
04/17/2009	11/19/2009	30	DU PONT (E.I.) DE NEMOURS	34.70	28.37	1,040.99	851.04	189.95
06/03/2009	11/19/2009	40	DU PONT (E.I.) DE NEMOURS	34.70	29.30	1,387.98	1,171.88	216.10
06/10/2009	11/19/2009	30	DU PONT (E.I.) DE NEMOURS	34.70	26.42	1,040.99	792.47	248.52
06/24/2009	11/19/2009	35	DU PONT (E.I.) DE NEMOURS	34.70	24.89	1,214.49	871.04	343.45
01/06/2009	11/19/2009	50	***GLAXOSMITHKLINE PLC-SPON AD	41.46	37.06	2,072.84	1,852.78	220.06
07/08/2009	11/19/2009	75	***GLAXOSMITHKLINE PLC-SPON AD	41.46	34.78	3,109.25	2,608.49	500.76
07/08/2009	11/19/2009	69	OCCIDENTAL PETROLEUM CORP	81.46	60.37	5,618.29	4,165.71	1,452.58
09/14/2009	11/19/2009	75	UNITED TECHNOLOGIES CORP	67.73	61.43	5,080.08	4,607.39	472.69
05/26/2009	11/24/2009	70	US BANCORP	23.75	18.85	1,662.18	1,319.49	342.69

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Open Date	Close Date	Quantity	Description	Unit Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss		
05/27/2009	11/24/2009	35	US BANCORP	23.75	18.62	831.09	651.63	179.46		
07/06/2009	11/24/2009	40	US BANCORP	23.75	17.08	949.82	683.28	266.54		
07/08/2009	11/24/2009	80	US BANCORP	23.75	16.62	1,899.63	1,329.30	570.33		
07/09/2009	11/25/2009	25	**PETROLEO BRASILEIRO-SPON AD	46.24	29.70	1,156.01	742.59	413.42		
08/06/2009	11/25/2009	125	**PETROLEO BRASILEIRO-SPON AD	46.24	34.91	5,780.07	4,363.84	1,416.23		
09/18/2009	11/25/2009	35	**RIO TINTO PLC-SPON ADR	210.05	179.81	7,351.85	6,293.32	1,058.53		
12/05/2007	11/30/2009	25	ALLSTATE CORP	28.10	51.50	702.38	1,287.55	-585.17		
01/16/2008	11/30/2009	20	ALLSTATE CORP	28.10	50.36	561.90	1,007.20	-445.30		
03/10/2008	11/30/2009	35	ALLSTATE CORP	28.10	47.20	983.32	1,652.11	-668.79		
07/08/2009	11/30/2009	70	ALLSTATE CORP	28.10	23.55	1,966.65	1,648.16	318.49		
07/08/2009	11/30/2009	200	ALLSTATE CORP	28.10	23.55	5,619.00	4,709.04	909.96		
01/22/2009	11/30/2009	10	METLIFE INC	33.22	24.89	332.25	248.92	83.33		
07/08/2009	11/30/2009	90	METLIFE INC	33.22	26.57	2,990.24	2,391.25	598.99		
12/22/2008	12/01/2009	80	VIACOM INC-CLASS B	29.97	17.14	2,397.55	1,370.84	1,026.71		
07/08/2009	12/01/2009	195	VIACOM INC-CLASS B	29.97	20.62	5,844.04	4,020.78	1,823.26		
02/17/2009	12/02/2009	35	LINCOLN NATIONAL CORP	23.31	13.14	815.72	459.89	355.83		
07/08/2009	12/03/2009	50	UNION PACIFIC CORP	64.54	48.92	3,227.03	2,445.94	781.09		
02/04/2008	12/07/2009	13	COSTCO WHOLESALE CORP	59.28	67.79	770.63	881.31	-110.68		
02/15/2008	12/07/2009	17	COSTCO WHOLESALE CORP	59.28	63.33	1,007.75	1,076.57	-68.82		
03/14/2008	12/07/2009	15	COSTCO WHOLESALE CORP	59.28	62.17	889.19	932.58	-43.39		
02/10/2009	12/07/2009	35	COSTCO WHOLESALE CORP	59.28	44.45	2,074.77	1,555.80	518.97		
07/08/2009	12/07/2009	20	COSTCO WHOLESALE CORP	59.28	45.02	1,185.58	900.39	285.19		
07/09/2009	12/07/2009	75	CATERPILLAR INC	57.83	30.92	4,337.08	2,318.87	2,018.21		
07/28/2009	12/07/2009	75	CATERPILLAR INC	57.83	42.81	4,337.08	3,210.45	1,126.63		
02/05/2009	12/15/2009	20	**ACE LTD	49.21	43.70	984.25	873.99	110.26		
04/21/2009	12/15/2009	15	**ACE LTD	49.21	44.58	738.19	668.74	69.45		
07/08/2009	12/15/2009	40	**ACE LTD	49.21	41.99	1,968.50	1,679.64	288.86		
08/31/2009	12/15/2009	125	BLACK & DECKER CORP	62.58	43.91	7,822.03	5,489.01	2,333.02		
12/01/2008	12/15/2009	20	CORNING INC	18.89	8.64	377.73	172.83	204.90		
01/22/2009	12/15/2009	85	CORNING INC	18.89	9.39	1,605.37	797.86	807.51		
07/08/2009	12/15/2009	295	CORNING INC	18.89	14.06	5,571.58	4,147.70	1,423.88		
07/08/2009	12/15/2009	100	PROCTER & GAMBLE CO	62.19	52.13	6,218.51	5,212.57	1,005.94		
07/20/2004	12/15/2009	75	TIME WARNER INC	30.30	34.90	2,272.79	2,617.83	-345.04		
09/04/2008	12/15/2009	33	TIME WARNER INC	30.30	33.70	1,000.03	1,112.07	-112.04		
09/05/2008	12/15/2009	8	TIME WARNER INC	30.30	33.05	242.43	264.38	-21.95		
11/28/2008	12/15/2009	9	TIME WARNER INC	30.30	18.38	272.74	165.39	107.35		
07/23/2009	12/18/2009	60	FEDEX CORP	84.81	64.27	5,088.55	3,856.19	1,232.36		
09/09/2005	12/18/2009	8	GOOGLE INC-CL A	597.96	297.51	4,783.66	2,380.07	2,403.59		
07/09/2009	12/18/2009	225	LOWE'S COS INC	23.59	18.88	5,307.17	4,248.57	1,058.60		
07/09/2009	12/18/2009	150	LOWE'S COS INC	23.59	18.88	3,538.11	2,832.38	705.73		
07/08/2009	12/18/2009	150	METLIFE INC	35.42	26.57	5,312.70	3,985.41	1,327.29		
05/28/2009	12/24/2009	10	AMAZON.COM INC	138.44	76.92	1,384.37	769.25	615.12		
08/19/2009	12/24/2009	25	AMAZON.COM INC	138.44	81.33	3,460.91	2,033.28	1,427.63		
SUBTOTAL FOR LONG-TERM								791,136.10	789,768.03	1,368.07
TOTAL								791,136.10	789,768.03	1,368.07