Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: AMBER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): PO BOX 63 — Room/suite:

City or town: LOS ALTOS — State: CA — ZIP code: 94023-1797

A Employer identification number: 77-0351840

B Telephone number (see the instructions): (650) 323-5000

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: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 849,823.

J Accounting method ☐ Cash [X] Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)	1,000.			
	2 Ck ► [X] if the foundn is **not** req to att Sch B				
	3 Interest on savings and temporary cash investments	67.	67.		
	4 Dividends and interest from securities	22,636.	22,636.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	23,703.	22,703.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,500.			1,500.
	c Other prof fees (attach sch) L-16c Stmt	4,781.	4,781.		
	17 Interest				
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	585.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	99.	10.		89.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	6,965.	4,791.		1,589.
	25 Contributions, gifts, grants paid	45,000.			45,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	51,965.	4,791.		46,589.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-28,262.			
	b **Net investment income** (if negative, enter -0-)		17,912.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	49,639.	29,801.	29,801.
	3 Accounts receivable ► 538.			
	Less: allowance for doubtful accounts ►	688.	538.	538.
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	1,617.	1,184.	1,184.
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	709,098.	818,300.	818,300.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see *instructions* Also, see *page 1, item I*)	761,042.	849,823.	849,823.
LIABILITIES	17 Accounts payable and accrued expenses	5,412.	1,318.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	5,412.	1,318.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	755,630.	848,505.	
	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, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	755,630.	848,505.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	761,042.	849,823.	

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	755,630.
2	Enter amount from Part I, line 27a	2	-28,262.
3	Other increases not included in line 2 (itemize) ► NET UNREALIZED GAIN IN FAIR MARKET VALUE OF SECURITIES	3	199,216.
4	Add lines 1, 2, and 3	4	926,584.
5	Decreases not included in line 2 (itemize) ► NET REALIZED CAPITAL LOSSES	5	78,079.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	848,505.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a PUBLICLY TRADED SECURITIES			
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	298,847.		376,926.	-78,079.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-78,079.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-78,079.
3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	50,500.	943,614.	0.053518
2007	49,585.	1,070,123.	0.046336
2006	49,249.	1,007,294.	0.048892
2005	46,568.	988,776.	0.047097
2004	46,503.	967,239.	0.048078

2 **Total** of line 1, column (d)	2	0.243921
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	0.048784
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	758,736.
5 Multiply line 4 by line 3	5	37,014.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	179.
7 Add lines 5 and 6	7	37,193.
8 Enter qualifying distributions from Part XII, line 4	8	46,589.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	179.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	179.
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	179.
6	Credits/Payments			
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 1,363.		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	1,363.
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	1,184.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 1,184.	**Refunded** ►	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► CA - California			
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*	8b	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)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

Part VII-A Statements Regarding Activities *Continued*

			Yes	No
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?	13	X	

Website address ► N/A

14 The books are in care of ► TIMOTHY O. ROBBINS, CPA Telephone no. ► (916) 354-1198

Located at ► 6347 RIO OSO DRIVE, RANCHO MURIETA, CA ZIP + 4 ► 95683

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
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1 b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions)	2 b		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. ► 20__ , 20__ , 20__ , 20__ .			
3 a	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)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4 b		X

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 [X] 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 [X] No

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

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

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

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 [X] 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 [X] No

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LYSBETH W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	PRESIDENT 1.00	0.	0.	0.
LYSANNA ANDERSON 35 SNECKER CT MENLO PARK CA 94025	VICE PRESIDENT 1.00	0.	0.	0.
DANE F. ANDERSON PO BOX 976 CLINTON WA 98236	SECRETARY/TREASURER 1.00	0.	0.	0.
BRENTON W. ANDERSON PO BOX 63 LOS ALTOS CA 94023	CHIEF FINANCIAL OFFICER 1.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

Total number of other employees paid over $50,000 ► None

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE	N/A	
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 NONE	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ►	None

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	740,676.
b Average of monthly cash balances	1b	29,614.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	770,290.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	770,290.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	11,554.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	758,736.
6 **Minimum investment return.** Enter 5% of line 5	6	37,937.

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	37,937.
2a Tax on investment income for 2009 from Part VI, line 5	2a	179.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b			
c Add lines 2a and 2b			2c	179.
3 Distributable amount before adjustments. Subtract line 2c from line 1			3	37,758.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	37,758.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	37,758.

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	46,589.
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 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	46,589.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	179.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	46,410.

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				37,758.
2 Undistributed income, if any, as of the end of 2009.				
a Enter amount for 2008 only			46,410.	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004 0.				
b From 2005 0.				
c From 2006 0.				
d From 2007 0.				
e From 2008 0.				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 46,589.				
a Applied to 2008, but not more than line 2a			46,410.	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				179.
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).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				37,579.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005 0.				
b Excess from 2006 0.				
c Excess from 2007 0.				
d Excess from 2008 0.				
e Excess from 2009 0.				

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 organization had $5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

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

LYSBETH W. ANDERSON

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
WHIDBEY WALDORF SCHOOL 6335 OLD PIETILA ROAD CLINTON WA 98236		501(c)(3)	GENERAL FUND	15,000.
STANFORD UNIVERSITY 326 GALVEZ ST STANFORD CA 94305		501(c)(3)	JASPER RIDGE BIOLOGICAL PRESERVE	3,000.
STANFORD UNIVERSITY 326 GALVEZ ST STANFORD CA 94305		501(c)(3)	HOPKINS MARINE STATION	3,000.
IDYLLWILD ARTS ACADEMY 52500 TEMECULA ROAD IDYLLWILD CA 92549		501(c)(3)	GENERAL FUND	5,000.
PLANNED PARENTHOOD 1046 W TAYLOR, STE 100 SAN JOSE CA 95126		501(c)(3)	GENERAL FUND	10,000.
OWL RESEARCH INSTITUTE PO BOX 39 CHARLO MT 59824		501(c)(3)	GENERAL FUND	4,000.
WOODLAND SCHOOL 360 LA CUESTA DR PORTOLA VALLEY CA 94028		501(c)(3)	AFTER-SCHOOL MANDARIN-CHINESE LANGUAGE PROGRAM	5,000.
Total			► **3a**	45,000.
***b** Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	67.	
4 Dividends and interest from securities			14	22,636.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				22,703.	

13 Total. Add line 12, columns (b), (d), and (e) .. 13 22,703.

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

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

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 the instructions.)
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

SIGN HERE

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

► Lynette W. Anderson | 1/July/10 | ► PRESIDENT

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only			
Preparer's signature ►	TIMOTHY O. ROBBINS	Date 06/22/10	Check if self-employed ► ☒	Preparer's Identifying number (See Signature in the instrs)
Firm's name (or yours if self-employed), address, and ZIP code ►	TIMOTHY O. ROBBINS, CPA 6347 RIO OSO DR RANCHO MURIETA CA 95683		EIN ► Phone no ► (916) 354-1198	

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

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAX WITHHELD FROM DIVIDE	406.			
EXCISE TAX ON INVESTMENT INCOME	179.			
Total	585.			

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FILING FEES	85.			85.
BANK CHARGE	10.	10.		
POSTAGE	4.			4.
Total	99.	10.		89.

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TIMOTHY O. ROBBINS,	BOOKKEEPING & PREPARAT	1,500.			1,500.
Total		1,500.			1,500.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MT EDEN	INVESTMENT ADVISOR FEES	4,781.	4,781.		
Total		4,781.	4,781.		

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

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
SEE STATEMENT	818,300.	818,300.
Total	818,300.	818,300.

PAGE 2, PART II - LINE 10b - COLUMN (a)

NUMBER OF SHARES	NAME OF COMPANY/ FUND	ENDING VALUE
275.00	AFLAC INC	12,606.00
1,293.76	ARTIO INTL EQUITY FUND	31,787.73
400.00	AT & T	11,400.00
425.00	AUTOMATIC DATA PROCESSING	16,719.50
300.00	BEST BUY	8,433.00
250.00	BP PLC	11,685.00
200.00	CHEVRON TEXAVCO CORP	14,794.00
800.00	CISCO	13,040.00
150 00	COLGATE-PALMOLIVE	10,281.00
170.00	COSTCO	8,925.00
686.91	DIAMOND HILL LONG SHORT	9,500.01
1,382.44	DODGE & COX INTL	30,275.48
325.00	DOMINION RES INC	11,648.00
1,000.00	EMC CORP	10,470.00
450.00	EMERSON ELECTRIC	16,474.50
125.00	EOG RESOURCES	8,322.50
135.00	FRANKLIN RESOURCES	8,610.30
50.00	GENENTECH	4,145.50
650.00	GENERAL ELECTRIC	10,530.00
30.00	GOOGLE INC	9,229.50
9,471.24	HARBOR BOND FUND	107,024.95
340.00	ISHARES BARCLAYS INTERM BD FD	32,541.40
100.00	JACOBS ENGINEERING GROUP	4,810.00
175.00	JOHNSON & JOHNSON	10,470.25
1,275.09	LEUTHOLD ASSET ALLOC	9,690.65
500.00	LINEAR TECHNOLOGY	11,060.00
475.00	LOWES COMPANIES INC	10,222.00
200.00	MCDONALDS	12,438.00
625.00	MICROSOFT	12,150.00
401.94	NATIXIS GATEWAY	9,710.77
800.00	NOKIA	12,480.00
350.00	NOVARTIS AG SPON ADR	17,416.00
300.00	PEPSICO INC	16,431.00
425 00	PHARMACEUTICAL PROD	12,329.25
946.90	PIMCO ALL ASSET FUND	9,554.19
750.00	POWERSHS ETF	9,885.00
100.00	PROCTOR & GAMBLE	6,182.00
925.00	PROGRESSIVE CORP	13,699 25
300.00	ROCKWELL COLLINS	11,727.00
200.00	SCHLUMBERGER	8,466.00
1,016.80	T ROWE PRICE HIGH YIELD	4,768.80
400.00	TEVA PHARMACEUTICALS	17,028.00
275.00	TIFFANY & CO	6,498.25
700.00	TIME WARNER	7,042.00
75.00	TRANSOCEAN INC	3,543.75
300.00	UNITED PARCEL SERVICE	16,548.00
1,492.54	VAUGHAN NELSON SMALL CAP	25,999.99
350.00	WALGREEN COMP	8,634.50
450.00	WELLS FARGO BANK	13,266.00
600.00	WESTERN UNION	8,604.00
		709,098.02

PAGE 2, PART II - LINE 10b - COLUMNS (b) & (c)

NUMBER OF SHARES	NAME OF COMPANY/ FUND	BEGINNING VALUE
275.00	AFLAC INC	12,718.75
200.00	AUTOMATIC DATA PROCESSING	8,564.00
200.00	BEST BUY	7,892.00
200.00	CHEVRON TEXAVCO CORP	15,398.00
140.00	CHURCH & DWIGHT CO	8,463.00
800.00	CISCO	19,152.00
120.00	COLGATE-PALMOLIVE	9,858.00
170.00	COSTCO	10,058.90
997.20	DIAMOND HILL LONG SHORT	16,264.28
700.00	EMC CORP	12,229.00
200 00	EMERSON ELECTRIC	8,520.00
125.00	EOG RESOURCES	12,162.50
150 00	EXELON CORP	7,330.50
200.00	EXXON MOBIL CORP	13,638.00
160.00	FPL GROUP INC	8,451.20
50.00	FRANKLIN RESOURCES	5,267.50
650.00	GENERAL ELECTRIC	9,834.50
30.00	GOOGLE INC	18,599.40
6,813.77	HARBOR BOND FUND	82,719.22
500.00	ISHARES BARCLAYS INTERM BD FD	51,355.00
450 00	ISHARES EMERGING MRKT FD	18,675.00
600.00	ISHARES TR MSCI EAFE FD	33,168.00
200 00	JACOBS ENGINEERING GROUP	7,522.00
100 00	JOHNSON & JOHNSON	6,441.00
1,838.40	LEUTHOLD ASSET ALLOC	17,942.78
300.00	LINEAR TECHNOLOGY	9,168.00
600.00	LOWES COMPANIES INC	14,034.00
200.00	MCDONALDS	12,488.00
450 00	MICROSOFT	13,716.00
584.59	NATIXIS GATEWAY	14,755.13
1,000.00	NOKIA	12,850.00
200.00	NOVARTIS AG SPON ADR	10,886.00
1,387.91	NUVEEN TRADEWINDS INTL	32,338.30
250.00	PEPSICO INC	15,200.00
425.00	PHARMACEUTICAL PROD	9,962.00
2,921.90	PIMCO ALL ASSET FUND	33,572.61
925.00	PROGRESSIVE CORP	16,640.75
300 00	ROCKWELL COLLINS	16,608.00
150.00	SCHLUMBERGER	9,763.50
175.00	SECTOR SPDR MATERIALS FD	5,773.25
200.00	STATE STREET CORP	8,708.00
3,078.72	T ROWE PRICE HIGH YIELD	19,765.36
514.25	TEMPLETON CHINA WORLD FUND	17,654.17
300.00	TEVA PHARMACEUTICALS	16,854.00
150.00	TIFFANY & CO	6,450.00
75.00	TRANSOCEAN INC	6,210.00
200.00	UNITED PARCEL SERVICE	11,474.00
2,769.93	VAUGHAN NELSON SMALL CAP	61,797.09
300.00	WELLS FARGO BANK	8,097.00
600.00	WESTERN UNION	11,310.00
		818,299.69

AMBER FOUNDATION 2009
FORM 990-PF 77-0351840

PAGE 3, PART IV - STATEMENT REGARDING CAPITAL GAIN & LOSSES

LINE 1a

QUANTITY	SECURITY	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST BASIS FOR BOOK PURPOSES	COST BASIS FOR TAX PURPOSES	GAIN (LOSS) FOR BOOK PURPOSES	GAIN (LOSS) FOR TAX PURPOSES
98 336	ARTIO INTL EQUITY FUND	04/25/2003	06/05/2009	2,554 00	1,956 68	1,956 68	597 32	597 32
31 880	ARTIO INTL EQUITY FUND	12/30/2003	06/05/2009	827 99	844 81	844 81	(16 82)	(16 82)
83 510	ARTIO INTL EQUITY FUND	12/29/2004	06/05/2009	2,168 93	2,663 13	2,663 13	(494 20)	(494 20)
119 657	ARTIO INTL EQUITY FUND	12/28/2005	06/05/2009	3,107 75	4,356 72	4,356 72	(1,248 97)	(1,248 97)
153 334	ARTIO INTL EQUITY FUND	12/27/2006	06/05/2009	3,982 41	6,587 24	6,587 24	(2,604 83)	(2,604 83)
163.088	ARTIO INTL EQUITY FUND	06/01/2007	06/05/2009	4,235 74	8,000 00	8,000 00	(3,764 26)	(3,764 26)
122 348	ARTIO INTL EQUITY FUND	06/25/2007	06/05/2009	3,177 64	6,000 00	6,000.00	(2,822.36)	(2,822 36)
205 688	ARTIO INTL EQUITY FUND	07/18/2007	06/05/2009	5,342.15	10,500 00	10,500.00	(5,157 85)	(5,157 85)
286 608	ARTIO INTL EQUITY FUND	12/27/2007	06/05/2009	7,443 82	12,736 82	12,736.82	(5,293 00)	(5,293 00)
29.313	ARTIO INTL EQUITY FUND	12/29/2008	06/05/2009	761.32	712 31	712 31	49 01	49 01
1,103 395	CALAMOS CONV FD CL I	03/13/2009	12/14/2009	19,559 62	15,000.00	15,000 00	4,559 62	4,559 62
9.492	CALAMOS CONV FD CL I	03/19/2009	12/14/2009	168.26	130 90	130 90	37 36	37 36
10 519	CALAMOS CONV FD CL I	06/18/2009	12/14/2009	186 47	161 57	161.57	24 90	24 90
9 663	CALAMOS CONV FD CL I	09/17/2009	12/14/2009	171.29	167 65	167 65	3 64	3 64
417 753	DODGE & COX INTL	06/29/2006	03/05/2009	6,744 44	16,110.38	16,110 38	(9,365 94)	(9,365 94)
38 581	DODGE & COX INTL	12/28/2006	03/05/2009	622 87	1,682 90	1,682 90	(1,060 03)	(1,060 03)
507 519	DODGE & COX INTL	06/01/2007	03/05/2009	8,193 66	25,000 00	25,000 00	(16,806 34)	(16,806 34)
143 556	DODGE & COX INTL	06/25/2007	03/05/2009	2,317 65	7,000 00	7,000 00	(4,682 35)	(4,682 35)
126 557	DODGE & COX INTL	12/28/2007	03/05/2009	2,043 21	5,841 84	5,841 84	(3,798.63)	(3,798 63)
148 476	DODGE & COX INTL	12/22/2008	03/05/2009	2,397 08	3,112 07	3,112 07	(714 99)	(714 99)
422.297	HARBOR BOND FUND	03/31/2008	05/22/2009	4,985.00	5,135 32	5,135 32	(150 32)	(150.32)
4,265.028	HARBOR BOND FUND	03/31/2008	06/04/2009	50,495.56	51,864.68	51,864 68	(1,369.12)	(1,369 12)
376.322	HARBOR BOND FUND	04/29/2008	06/04/2009	4,455.44	4,573.03	4,573 03	(117 59)	(117.59)
400 000	AT & T	02/07/2006	07/24/2009	10,121.74	10,763.75	10,763.75	(642.01)	(642 01)
200 000	AUTOMATIC DATA PROCESSING	08/28/2002	09/09/2009	7,644 24	6,819.91	6,819.91	824 33	824 33
25 000	AUTOMATIC DATA PROCESSING	11/15/2002	09/09/2009	955 53	990.24	990.24	(34 71)	(34 71)
100 000	BEST BUY	05/28/2003	09/25/2009	3,733 95	2,268.00	2,268 00	1,465 95	1,465 95
200 000	BP PLC	12/06/2005	03/03/2009	6,892 60	13,794 17	13,794 17	(6,901 57)	(6,901 57)
50 000	BP PLC	12/15/2005	03/03/2009	1,723 15	3,319 27	3,319 27	(1,596 12)	(1,596 12)
30 000	COLGATE-PALMOLIVE	09/04/2002	11/23/2009	2,535 82	1,624 50	1,624 50	911 32	911 32
125 000	DOMINION RES INC	08/17/2006	03/04/2009	3,522 35	4,892.37	4,892 37	(1,370 02)	(1,370 02)
100 000	DOMINION RES INC	02/23/2007	03/04/2009	2,817 87	4,295 45	4,295 45	(1,477 58)	(1,477 58)
100 000	DOMINION RES INC	06/01/2007	03/04/2009	2,817 88	4,427 95	4,427 95	(1,610 07)	(1,610 07)
300 000	EMC CORP	10/01/2001	09/25/2009	5,039 92	3,426.00	3,426.00	1,613 92	1,613 92
150 000	EMERSON ELECTRIC	06/09/2006	08/18/2009	5,193 06	6,013 55	6,013 55	(820 49)	(820 49)
100 000	EMERSON ELECTRIC	06/09/2006	09/09/2009	3,839.15	4,009 04	4,009 04	(169 89)	(169 89)
50 000	FRANKLIN RESOURCES	05/08/2006	09/09/2009	4,782.42	4,601.99	4,601.99	180 43	180 43
35 000	FRANKLIN RESOURCES	05/08/2006	11/05/2009	3,811 60	3,221.40	3,221.40	590 20	590 20
50 000	GENENTECH	12/04/2008	03/26/2009	4,745 48	3,745.17	3,745 17	1,000 31	1,000 31
60 000	GENENTECH	03/05/2009	03/26/2009	5,694 57	5,038.53	5,038 53	656 04	656 04
75 000	JOHNSON & JOHNSON	02/11/2002	09/09/2009	4,560 68	4,310.68	4,310 68	250 00	250 00
200 000	LINEAR TECHNOLOGY	02/23/2007	09/09/2009	5,521.10	5,194.26	5,194 26	326 84	326 84
25 000	MICROSOFT	06/02/2000	09/09/2009	619.48	821.41	821.41	(201 93)	(201 93)
150 000	MICROSOFT	08/28/2002	09/09/2009	3,716.88	3,758.40	3,758.40	(41 52)	(41 52)
150 000	NOVARTIS AG SPON ADR	06/01/2007	09/09/2009	7,104 01	8,444.45	8,444 45	(1,340 44)	(1,340 44)
50 000	PEPSICO INC	08/10/2004	09/25/2009	2,936.47	2,538 50	2,538 50	397 97	397.97
600 000	POWER SHS FINANCIAL ETF	08/11/2008	02/20/2009	3,803 86	11,516.23	11,516 23	(7,712 37)	(7,712.37)
150 000	POWER SHS FINANCIAL ETF	09/19/2008	02/20/2009	950 96	2,379 49	2,379 49	(1,428 53)	(1,428.53)
100 000	PROCTOR & GAMBLE	02/28/2005	08/18/2009	5,231.01	5,175 35	5,175.35	55 66	55 66
50 000	SCHLUMBERGER	11/03/2006	11/06/2009	3,235 49	3,175 77	3,175.77	59 72	59.72
100 000	TEVA PHARMACEUTICALS	08/10/2004	08/18/2009	5,058 01	2,794 23	2,794 23	2,263.78	2,263 78
75 000	TIFFANY & CO	02/01/2008	09/09/2009	2,782 47	3,039 35	3,039 35	(256 88)	(256.88)
50 000	TIFFANY & CO	02/01/2008	11/04/2009	2,032 59	2,026 24	2,026 24	6 35	6 35
166 500	TIME WARNER	02/07/2006	11/23/2009	5,318 62	6,921 80	6,921 80	(1,603 18)	(1,603 18)
0.167	TIME WARNER	02/07/2006	04/03/2009	3 61	6 94	6.94	(3 33)	(3.33)
66 500	TIME WARNER	06/01/2007	11/23/2009	2,124 25	3,218 70	3,218.70	(1,094 45)	(1,094 45)
0 167	TIME WARNER	06/01/2007	04/03/2009	3 61	8 08	8 08	(4 47)	(4 47)
41 429	TIME WARNER CABLE	02/07/2006	04/17/2009	1,194 09	2,260 76	2,260 76	(1,066 67)	(1,066 67)
0 406	TIME WARNER CABLE	02/07/2006	03/27/2009	11 11	22 16	22.16	(11 05)	(11 05)
16 571	TIME WARNER CABLE	06/01/2007	04/17/2009	477 62	1,052 81	1,052.81	(575 19)	(575.19)
0 163	TIME WARNER CABLE	06/01/2007	03/27/2009	4 46	10 36	10 36	(5 90)	(5 90)
100 000	UNITED PARCEL SERVICE	09/14/2006	09/09/2009	5,530 10	7,225.13	7,225 13	(1,695 03)	(1,695.03)
200 000	WALGREEN COMP	02/23/2007	08/28/2009	6,718.87	9,089 95	9,089.95	(2,371 08)	(2,371 08)
150 000	WALGREEN COMP	06/01/2007	08/28/2009	5,039 15	6,791 45	6,791 45	(1,752 30)	(1,752 30)
75 000	WELLS FARGO BANK	04/29/2008	09/25/2009	2,103 02	2,248 86	2,248 86	(145 84)	(145.84)
75 000	WELLS FARGO BANK	06/05/2008	09/25/2009	2,103 03	2,049 93	2,049.93	53 10	53.10
175.000	WYETH	02/25/2009	10/14/2009	8,546 76	7,455 31	7,455.31	1,091 45	1,091.45
	CAPITAL GAIN DISTRIBUTIONS	VARIOUS	VARIOUS	301.84			301 84	301 84
	TOTALS			298,846.78	376,925 94	376,925.94	(78,079 16)	(78,079 16)