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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

, 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.

THE TRES CHICAS FOUNDATION
P.O. BOX 5145
SANTA BARBARA, CA 93150-5145

A Employer identification number

77-0544704

B Telephone number (see the instructions)

(805) 565-5946

C If exemption application is pending, check here ► **D** 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► **E** If private foundation status was terminated under section 507(b)(1)(A), check here ► **F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method: Cash Accrual
 Other (specify) _____

► \$ 4,947,300. (Part I, column (d) must be on cash basis)

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

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

| | | |
|--|--|---|
| REVENUE 1 Contributions, gifts, grants, etc, received (att sch) 2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 a Gross rents b Net rental income or (loss) 6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a. 263,300. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10 a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule) SEE STATEMENT 2 12 Total. Add lines 1 through 11 | STATEMENT 1 300,000. 24,787. 21,317. STATEMENT 2 -8,601. STATEMENT 3 246,230. STATEMENT 4 -91,273. STATEMENT 5 -45,169. STATEMENT 6 46,104. | 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16 a Legal fees (attach schedule) b Accounting fees (attach sch) SEE ST 3 3,504. c Other prof fees (attach sch) 17 Interest 18 Taxes (attach schedule)(see instr) SEE STM 4 813. 19 Depreciation (attach sch) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) SEE STATEMENT 5 6,112. 24 Total operating and administrative expenses. Add lines 13 through 23 10,429. 25 Contributions, gifts, grants paid STMT 6 157,900. 26 Total expenses and disbursements. Add lines 24 and 25 168,329. 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements 77,901. b Net investment income (if negative, enter -0-) 0. c Adjusted net income (if negative, enter -0-) 35,675. |
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| ASSETS | Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.) | Beginning of year | End of year |
|--------------------|--|--|-----------------------|----------------|
| | | | (a) Book Value | (b) Book Value |
| | | | (c) Fair Market Value | |
| ASSETS | 1 Cash – non-interest-bearing | | 769,605. | 908,962. |
| | 2 Savings and temporary cash investments | | 4,661. | 645,927. |
| | 3 Accounts receivable | ► | | |
| | Less: allowance for doubtful accounts | ► | | |
| | 4 Pledges receivable | ► | | |
| | Less: allowance for doubtful accounts | ► | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) | | | |
| | 7 Other notes and loans receivable (attach sch) | ► | | |
| | Less: allowance for doubtful accounts | ► | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments – U.S. and state government obligations (attach schedule) | | | 375,775. |
| | b Investments – corporate stock (attach schedule) | | | 881,573. |
| | c Investments – corporate bonds (attach schedule) | | | 1,100,769. |
| | 11 Investments – land, buildings, and equipment: basis | ► | | |
| | Less accumulated depreciation (attach schedule) | ► | | |
| | 12 Investments – mortgage loans | | | |
| | 13 Investments – other (attach schedule) | | | 1,034,294. |
| | 14 Land, buildings, and equipment: basis | ► | | 1,034,294. |
| | 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) | | 774,266. | 4,947,300. |
| LIABILITIES | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, & other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ►) | | | |
| | 23 Total liabilities (add lines 17 through 22) | | 0. | 0. |
| | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. | ► <input checked="" type="checkbox"/> | | |
| | 24 Unrestricted | | 774,266. | 4,947,300. |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. | ► <input type="checkbox"/> | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, building, and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances (see the instructions) | | 774,266. | 4,947,300. |
| | 31 Total liabilities and net assets/fund balances (see the instructions) | | 774,266. | 4,947,300. |
| NET ASSET 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 | 774,266. |
| | 2 Enter amount from Part I, line 27a | | 2 | 77,901. |
| | 3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 7 | | 3 | 4,095,133. |
| | 4 Add lines 1, 2, and 3 | | 4 | 4,947,300. |
| | 5 Decreases not included in line 2 (itemize) ► | | 5 | |
| | 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | | 6 | 4,947,300. |

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 | 774,266. |
| 2 Enter amount from Part I, line 27a | 2 | 77,901. |
| 3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 7 | 3 | 4,095,133. |
| 4 Add lines 1, 2, and 3 | 4 | 4,947,300. |
| 5 Decreases not included in line 2 (itemize) ► | 5 | |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 | 6 | 4,947,300. |

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 | N/A | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h)) |
| (i) Fair Market Value as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (l) Excess of column (i) over column (j), if any | | |
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |
| 2 Capital gain net income or (net capital loss) | If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | | 2 | |
| 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.)

N/A

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 | | | |
| 2007 | | | |
| 2006 | | | |
| 2005 | | | |
| 2004 | | | |

- 2 Total of line 1, column (d)
- 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
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5
- 5 Multiply line 4 by line 3
- 6 Enter 1% of net investment income (1% of Part I, line 27b)
- 7 Add lines 5 and 6
- 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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the 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 instr.) | | |
| 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 0. |
| 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 0. |
| 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 0. |
| 6 | Credits/Payments: | |
| a | 2009 estimated tax pmts and 2008 overpayment credited to 2009 | 6a |
| 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 0. |
| 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 0. |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 |
| 11 | Enter the amount of line 10 to be: Credited to 2010 estimated tax ► Refunded ► 11 | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | X | |
| 1b | X | |
| 1c | X | |
| 2 | X | |
| 3 | X | |
| 4a | X | |
| 4b | N/A | |
| 5 | X | |
| 6 | X | |
| 7 | X | |
| 8a | | |
| 8b | X | |
| 9 | X | |
| 10 | X | |

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If 'Yes,' attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction T

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?

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 XIV

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► CA

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

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

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses

BAA

Form 990-PF (2009)

Part VII-A Statements Regarding Activities Continued

| | | |
|----|-------------------------------|-----|
| 11 | | X |
| 12 | | X |
| 13 | X | |
| 14 | Telephone no ► (805) 565-5946 | |
| 15 | N/A ► 15 | N/A |

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

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

| | | Yes | No |
|-----|---|------------------------------|--|
| 1a | During the year did the foundation (either directly or indirectly): | | |
| (1) | Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) | Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? | 1b | N/A |
| | Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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.) | 2b | N/A |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) | 3b | N/A |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | X |

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Form 990-PF (2009)

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
 Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

 Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

 Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ► **c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A Yes No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

6b X

If 'Yes' to 6b, file Form 8870.

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

7b N/A

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

| (a) Name and address | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|--|---|---|---------------------------------------|
| ALISON ZUBER 531 MIRAMONTE DRIVE SANTA BARBARA, CA 93109 | CHAIRMAN 0 | 0. | 0. | 0. |
| AMISHA ZUBER 531 MIRAMONTE DRIVE SANTA BARBARA, CA 93109 | PRESIDENT 0 | 0. | 0. | 0. |
| ----- | ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- | ----- |
| ----- | ----- | ----- | ----- | ----- |

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

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

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

0

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

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

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

| Organizations and other beneficiaries served, conferences convened, research papers produced, etc | |
|---|------------|
| 1 | <u>N/A</u> |
| 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.

| 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.

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Form 990-PF (2009)

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

| | |
|----|----|
| 1a | |
| 1b | |
| 1c | |
| 1d | 0. |
| 1e | |
| 2 | |
| 3 | |
| 4 | |
| 5 | 0. |
| 6 | 0. |

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

| | |
|----|----|
| 1 | |
| 2a | |
| 2b | |
| 2c | |
| 3 | |
| 4 | |
| 5 | |
| 6 | |
| 7 | 0. |

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
 - b Program-related investments – total from Part IX-B
- 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes
- 3 Amounts set aside for specific charitable projects that satisfy the:
 - a Suitability test (prior IRS approval required)
 - b Cash distribution test (attach the required schedule)
- 4 **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4
- 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)
- 6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

| | |
|----|----------|
| 1a | 157,900. |
| 1b | |
| 2 | |
| 3a | |
| 3b | |
| 4 | 157,900. |
| 5 | |
| 6 | 157,900. |

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

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Form 990-PF (2009)

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 | | | | 0. |
| 2 Undistributed income, if any, as of the end of 2009 | | | 0. | |
| a Enter amount for 2008 only | | | | |
| b Total for prior years 20 ___, 20 ___, 20 ___ | | 0. | | |
| 3 Excess distributions carryover, if any, to 2009 | | | | |
| a From 2004 | | | | |
| b From 2005 | | | | |
| c From 2006 100,000. | | | | |
| d From 2007 157,700. | | | | |
| e From 2008 162,500. | | | | |
| f Total of lines 3a through e 420,200. | | | | |
| 4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 157,900. | | | 0. | |
| a Applied to 2008, but not more than line 2a | | | | |
| 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 | | | | 0. |
| e Remaining amount distributed out of corpus | 157,900. | | | |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | 578,100. | | | |
| a Corpus. Add lines 3f, 4c, and 4e Subtract line 5 | | 0. | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount – see instructions | | 0. | | |
| e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount – see instructions | | | 0. | |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | 0. | | | |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) | 0. | | | |
| 9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a | 578,100. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2005 | | | | |
| b Excess from 2006 100,000. | | | | |
| c Excess from 2007 157,700. | | | | |
| d Excess from 2008 162,500. | | | | |
| e Excess from 2009 157,900. | | | | |

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Form 990-PF (2009)

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

N/A

| | | | | |
|---|--|--|--|--|
| 1a 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 | ► <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5) | | | |
| b Check box to indicate whether the foundation is a private operating foundation described in section | | | | |
| 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)(ii) | | | | |
| (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))

ALISON ZUBER

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 |
|--|--|--------------------------------------|-------------------------------------|--------|
| <i>a Paid during the year</i> | | | | |
| Total | | | | ► 3a |
| <i>b Approved for future payment</i> | | | | |
| Total | | | | ► 3b |

Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (see the instructions) |
|---|---------------------------|---------------|--------------------------------------|---------------|---|
| | (a) Business code | (b) Amount | (c) Exclu- sion code | (d) Amount | |
| 1 Program service revenue. | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | 24,787. |
| 4 Dividends and interest from securities | | | | | 21,317. |
| 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 | | | | | -91,273. |
| 8 Gain or (loss) from sales of assets other than inventory | | | | | -8,601. |
| 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) | | | | | -53,770. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | -53,770. |

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

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

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 | 1c | 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 |
|---------------------|----------------------------|--|---|
| N/A | | | |
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2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A | | |
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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.

10-11-10

- PRESIDENT + CEO

| | | | | |
|---------------------------------|--|----------|---|----------------|
| Signature of officer or trustee | | Date | Title | |
| Paid Preparer's Use Only | Preparer's signature | Date | Preparer's Identifying number (See Signature in the instrs) | |
| | GARY A. YOSHIMURA, CPA 1341 EAST VALLEY ROAD SANTA BARBARA, CA 93108 | 10-11-10 | Check if self-employed <input checked="" type="checkbox"/> N/A | EIN N/A |
| | | Phone no | (805) 565-5946 | |

BAA-

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

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

2009

Name of the organization

THE TRES CHICAS FOUNDATION

Employer identification number

77-0544704

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

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)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution 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 their 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)

BAA 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

THE TRES CHICAS FOUNDATION

Employer identification number

77-0544704

Part I **Contributors** (see instructions.)

| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|---------------|--|-----------------------------------|--|
| 1 | ALISON ZUBER 531 MIRAMONTE DRIVE SANTA BARBARA, CA 93109 | \$ 300,000 | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| (a) Number | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

Name of organization

THE TRES CHICAS FOUNDATION

Employer identification number

77-0544704

Part II Noncash Property (see instructions.)

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------------|--|--|----------------------|
| | N/A | | |
| | | \$ | |
| | | | |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| | | \$ | |
| | | | |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| | | \$ | |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| | | \$ | |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| | | \$ | |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| | | \$ | |
| | | | |

BAA

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

Name of organization

THE TRES CHICAS FOUNDATION

Employer identification number

77-0544704

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of **\$1,000 or less** for the year. (Enter this information once – see instructions)

► \$

N/A

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---|------------------------|--|--|
| N/A | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| | | | |
| | | | |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| | | | |
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| | | | |

2009

FEDERAL STATEMENTS

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CLIENT 77-0544

THE TRES CHICAS FOUNDATION

77-0544704

11/12/10

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STATEMENT 1

FORM 990-PF, PART I, LINE 6A

NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

| | | | |
|----------------------|--|-------------|----------------|
| DESCRIPTION: | 100 SHS AMGEN | | |
| DATE ACQUIRED: | 3/17/2004 | | |
| HOW ACQUIRED: | PURCHASE | | |
| DATE SOLD: | 11/11/2009 | | |
| TO WHOM SOLD: | | | |
| GROSS SALES PRICE: | 5,467. | | |
| COST OR OTHER BASIS: | 6,111. | | |
| BASIS METHOD: | COST | GAIN (LOSS) | -644. |
| DESCRIPTION: | 250,000 SHS FNMA NTS CALL 3/7/08 @ 100 | | |
| DATE ACQUIRED: | 3/09/2007 | | |
| HOW ACQUIRED: | PURCHASE | | |
| DATE SOLD: | 9/07/2009 | | |
| TO WHOM SOLD: | | | |
| GROSS SALES PRICE: | 250,000. | | |
| COST OR OTHER BASIS: | 249,625. | | |
| BASIS METHOD: | COST | GAIN (LOSS) | 375. |
| DESCRIPTION: | 500 SHS SUPERVALU INC | | |
| DATE ACQUIRED: | VARIOUS | | |
| HOW ACQUIRED: | PURCHASE | | |
| DATE SOLD: | 10/12/2009 | | |
| TO WHOM SOLD: | | | |
| GROSS SALES PRICE: | 7,836. | | |
| COST OR OTHER BASIS: | 16,168. | | |
| BASIS METHOD: | COST | GAIN (LOSS) | -8,332. |
| | | TOTAL \$ | <u>-8,601.</u> |

STATEMENT 2

FORM 990-PF, PART I, LINE 11

OTHER INCOME

| | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|-------------------------|-----------------------------|------------------------------------|-------------------------------|
| OTHER INVESTMENT INCOME | \$ -91,273. | \$ -91,273. | |
| TOTAL | <u>\$ -91,273.</u> | <u>\$ -91,273.</u> | 0. |

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THE TRES CHICAS FOUNDATION

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STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| TOTAL | \$ 3,504. | \$ 3,504. | \$ 3,504. | \$ 0. |

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|------------------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAXES WITHHELD | \$ 813. | \$ 813. | \$ 813. | \$ 0. |
| TOTAL | \$ 813. | \$ 813. | \$ 813. | \$ 0. |

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

| | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|----------------------------|------------------------------|------------------------------------|-------------------------------|-------------------------------|
| BANK CHARGES | \$ 250. | \$ 250. | \$ 250. | |
| INVESTMENT MANAGEMENT FEES | 5,777. | 5,777. | 5,777. | |
| LICENSES & FEES | 85. | | 85. | |
| TOTAL | \$ 6,112. | \$ 6,027. | \$ 6,112. | \$ 0. |

STATEMENT 6
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

AMOUNT GIVEN:

PARTNERS IN HEALTH
641 HUNTINGTON AVENUE 1ST FLOOR
BOSTON, MA 02115

NONE

501(C) (3)

\$ 10,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

REGENTS OF UC
10920 WILSHIRE BLVD, #1400
LOS ANGELES, CA 90024

NONE

501(C) (3)

2009

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THE TRES CHICAS FOUNDATION

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**STATEMENT 6 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS**

| | |
|---------------------------------|---|
| AMOUNT GIVEN: | \$ 100,000. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | DOCTORS WITHOUT BORDERS |
| DONEE'S ADDRESS: | 333 7TH AVE 2ND FLOOR NEW YORK, NY 10001 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 5,000. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | ST. THOMAS MOORE CATHOLIC CHURCH |
| DONEE'S ADDRESS: | 8035 S. QUEBEC ST. ENGLEWOOD, CO 80112 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 2,500. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | CENTRAL ASIA INSTITUTE |
| DONEE'S ADDRESS: | PO BOX 7209 BOZEMAN, MT 59771 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 10,000. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | DIRECT RELIEF INTERNATIONAL |
| DONEE'S ADDRESS: | 27 S. LA PATERA LANE SANTA BARBARA, CA 93117 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 10,000. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | ROC WHEELS, INC. |
| DONEE'S ADDRESS: | 301 GALLATIN PARK DR. BOZEMAN, MT 59715 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 10,500. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | SAVA FOUNDATION |
| DONEE'S ADDRESS: | 1786 FIFTH STREET BERKELEY, CA 94710 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |
| AMOUNT GIVEN: | 5,000. |
| CLASS OF ACTIVITY: | |
| DONEE'S NAME: | C.L.U.E. SANTA BARBARA |
| DONEE'S ADDRESS: | 1345 S. BURLINTON AVE. SUITE 206 LOS ANGELES, CA 90006 |
| RELATIONSHIP OF DONEE: | NONE |
| ORGANIZATIONAL STATUS OF DONEE: | 501(C) (3) |

2009

FEDERAL STATEMENTS

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THE TRES CHICAS FOUNDATION

77-0544704

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STATEMENT 6 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN: \$ 2,500.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

OPERATION SMILE
6435 TIDEWATER DRIVE
NORFOLD, VA 23509

RELATIONSHIP OF DONEE:

NONE

ORGANIZATIONAL STATUS OF DONEE:

501 (C) (3)

AMOUNT GIVEN:

2,400.

TOTAL \$ 157,900.

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

TRANSFER-SEE ATTACHED

\$ 4,095,133.
TOTAL \$ 4,095,133.

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FEDERAL SUPPORTING DETAIL

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THE TRES CHICAS FOUNDATION

77-0544704

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NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

UNREALIZED INVEST LOSS

TOTAL \$ -91,273.

BALANCE SHEET
OTHER (FORM 990-PF)[O]

LIMITED PARTNERSHIP
MUTUAL FUNDS

TOTAL \$ 1,034,294.

**PLAN OF DISTRIBUTION AND TERMINATION
OF
THE LITA ANNENBERG HAZEN FOUNDATION**

This Plan of Distribution and Termination (the "Plan") is for the purpose of effecting the complete distribution of all of the property of The Lita Annenberg Hazen Foundation (the "Foundation"), a charitable trust governed by the laws of the State of New York, and the eventual voluntary termination of the Foundation. The Foundation's Committee (the "Committee") has adopted the plan unanimously. The Plan is to occur in substantially the following manner:

1. *Effectiveness.* This Plan shall be effective as of the first date (the "Effective Date") by which all of the undersigned, being all of the members of the Committee, shall execute this Plan.
2. *Provision for Liabilities.* The Foundation shall pay and discharge, or make adequate provision for the payment and discharge of, or set aside a reserve fund for, and/or shall assign responsibility for in a manner that is proportionate with the assignment and distribution of assets, the payment or discharge of all debts, expenses, taxes and liabilities of the Foundation.
3. *Distribution to Charitable Organizations.* Subject to the payment of or the making of other provisions for the debts, expenses, taxes and the liabilities of the Foundation pursuant to Section 2 of this Plan, any remaining assets of the Foundation (the "Distributable Assets") shall be distributed as follows:
 - (a) One-half (1/2) of the Distributable Assets shall be distributed to The Hazen Polsky Foundation, Inc., a nonprofit, non-stock corporation organized and existing under the laws of the State of Delaware;
 - (b) One-fourth (1/4) of the Distributable Assets shall be distributed to the Big Blue Sky Foundation, a nonprofit public benefit corporation organized and existing under the laws of the State of California; and
 - (c) One-fourth (1/4) of the Distributable Assets shall be distributed to Tres Chicas, a nonprofit public benefit corporation organized and existing under the laws of the State of California.

The distributions in paragraphs (a), (b) and (c) above shall be made only on the conditions that, at the time of each distribution to such organization, the trustees of the Foundation (the "Trustees") shall have received assurance from each such organization that (i) it is not a private operating foundation within the

meaning of Section 4942(j)(3) of the Internal Revenue Code, as amended, (the “Code”), (ii) it has not committed either willful repeated acts (or failures to act) or a willful and flagrant act (or failure to act) giving rise to liability for tax under chapter 42 of the Code, (iii) it is effectively controlled (within the meaning of the regulations under Section 507 of the Code), directly or indirectly, by the same persons who effectively control the Foundation, (iv) it is a “charitable organization” as defined in Section (A) of Article Second of the Declaration of Trust establishing the Foundation, and (v) it shall execute one or more Agreements of Receipt and Assumption of Liabilities substantially in the form of Attachment 1 hereto concurrent with or before receiving any Distributable Assets.

4. *Government Filings.* The Trustees shall make all required filings with federal, state and local government authorities, including but not limited to: (i) an accounting and a final Form CHAR500 filed with the New York Charities Bureau and (ii) after all of the Foundation’s assets have been distributed, a final Form 990PF and a statement of voluntary termination filed with the Internal Revenue Service.

5. *Implementation of the Plan.* The Committee directs the Trustees to implement this Plan. Such implementation of this Plan shall be under the further direction of the Trustees, who shall have full authority to carry out the provisions of this Plan without further action by the Committee.

6. *Completion of the Plan.* It is intended that implementation of this Plan be completed as soon as practicable after the Effective Date.

7. *Counterparts.* This instrument may be executed individually in counterparts, each of which shall be an original and all of which when taken together shall constitute a fully executed original of this instrument.

IN WITNESS WHEREOF, the undersigned have executed this Plan of Distribution and Termination as of the Effective Date.

June 9, 2009

Date

Cynthia H. Polsky
Cynthia H. Polsky

Date

Alison C. C. Zuber

Date

Adam Z. Cherry

Date

Alexander M. Polsky

Date

Nicholas A. Polsky

Date

Amisha Zuber

IN WITNESS WHEREOF, the undersigned have executed this Plan of Distribution and Termination as of the Effective Date.

Date

Cynthia H. Polsky

10 June 2009

Date

Alison C. C. Zuber

Alison C. C. Zuber

Date

Adam Z. Cherry

Date

Alexander M. Polsky

Date

Nicholas A. Polsky

010/09

Date

Amisha Zuber

Amisha Zuber

IN WITNESS WHEREOF, the undersigned have executed this Plan of Distribution and Termination as of the Effective Date.

Date

Cynthia H. Polsky

Date

Alison C. C. Zuber

DateAdam Z. Cherry

Adam Z. Cherry

Date

Alexander M. Polsky

Date

Nicholas A. Polsky

Date

Amisha Zuber

IN WITNESS WHEREOF, the undersigned have executed this Plan of Distribution and Termination as of the Effective Date.

Date

Cynthia H. Polsky

Date

Alison C. C. Zuber

Date

Adam Z. Cherry

Date

Alexander M. Polsky



Date

Nicholas A. Polsky

Date

Amisha Zuber

IN WITNESS WHEREOF, the undersigned have executed this Plan of Distribution and Termination as of the Effective Date.

Date

Cynthia H. Polsky

Date

Alison C. C. Zuber

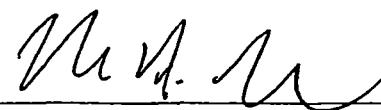
Date

Adam Z. Cherry

Date

Alexander M. Polsky

Date



Nicholas A. Polsky

Date

Amisha Zuber

**LAH Foundation-Termination
computed at cost**

| Asset Name | date | Total Shares/Par | cost | 50% TO Hazen Polsky Foundation | 25% TO Tres Chicas Foundation | 25% TO Big Blue Sky Goldman Sacs Acct |
|------------|------|------------------|------|--------------------------------|-------------------------------|---------------------------------------|
|------------|------|------------------|------|--------------------------------|-------------------------------|---------------------------------------|

**Transfer from LAH Foundation Alt Inv Acct
12-35-040-3856292**

| Asset Name | date | Total Shares/Par | cost | 50% TO Hazen Polsky Foundation 12-35-040-3870589 | 25% TO Tres Chicas Foundation 12-35-040-3873448 | 25% TO Big Blue Sky Goldman Sacs Acct #027-21583-9 |
|---------------------------|------------|------------------|------------|--|---|--|
| GS MEZZANINE PARTNERS III | 12/31/2009 | 768,166 00 | 662,235 00 | 331,117 50 | 165,558 75 | \$165,558 75 |

**Transfer from LAH Foundation Main
12-35-040-3928267**

| Asset Name | date | Total Shares/Par | cost | 50% TO Hazen Polsky Foundation 12-35-040-3870589 | 25% TO Tres Chicas Foundation 12-35-040-3873448 | 25% TO Big Blue Sky Goldman Sacs Acct #027-21583-9 |
|---|-----------|------------------|--------------|--|---|--|
| DIAMOND HILL LONG-SH FUND | 8/14/2009 | 27,129 680 | 500,000 00 | 250,000 000 | 125,000 000 | 125,000 000 |
| FED HOME LOAN MTG CORP 1/15/10 | 8/10/2009 | 1,000,000 00 | 1,000,000 00 | 500,000 00 | 250,000 00 | 250,000 00 |
| FEDERAL Home Loan Bank Bonds | 8/10/2009 | 375,000 00 | 375,000 00 | 250,000 00 | 125,000 00 | |
| FEDERAL Home Loan Bank Bonds | 9/2/2009 | 125,000 00 | 125,000 00 | | | 125,000 00 |
| Federal Natl Mtg Assn call 3/7/08 6% | 8/10/2009 | 750,000 00 | 748,875 00 | 499,250 00 | 249,625 00 | |
| Federal Natl Mtg Assn call 3/7/08 6% | 9/2/2009 | 250,000 00 | 249,625 00 | | | 249,625 00 |
| First Eagle Overseas Fd Class FD #902 | 8/14/2009 | 67,253 058 | 1,325,458 00 | 662,729 500 | 331364 75 | 331,364 750 |
| Ford Mtr Co Del 6 5% due 8/1/18 | 8/11/2009 | 750,000 00 | 721,838 00 | 336,858 00 | 192,490 00 | 192,490 00 |
| General Elec Cap Cop | 8/10/2009 | 750,000 00 | 769,328 00 | 359,020 00 | 205,154 00 | 205,154 00 |
| Int Paper Co 5 50% due 1/15/14 | 8/10/2009 | 750,000 00 | 746,325 00 | 348,285 00 | 199,020 00 | 199,020 00 |
| JPMORGAN CHASE & CO SUB NT 06.125% DUE 06/27/2017 | 8/10/2009 | 600,000 00 | 606,216 00 | 303,108 00 | 151,554 00 | 151,554 00 |
| Longleaf Partners FDS Tr | 8/14/2009 | 27,352 298 | 1,000,000 00 | 500,000 000 | 250,000 000 | 250,000 000 |
| Target Corp Nts | 8/10/2009 | 750,000 00 | 751,687 50 | 350,787 500 | 200,450 000 | 200,450 000 |
| Third Avenue Internatl Value Fund | 8/14/2009 | 26,737 968 | 500,000 00 | 250,000 000 | 125,000 000 | 125,000 000 |
| Venzon Communications Inc | 8/10/2009 | 500,000 00 | 484,214 00 | 242,107 000 | 121,053 500 | 121,053 500 |

9,903,567.50 4,852,145.00 2,525,711.25 2,525,711.25

Transfer from LAH Foundation Mairs
12-35-550-3928267

| Asset Name | date | Total Shares/Par | cost | 50% TO Hazen Polsky Foundation 12-35-040-3870589 | 25% TO Tres Chicas Foundation 12-35-040-3873448 | 25% TO Big Blue Sky Goldman Sacs Acct #027-21583-9 |
|---------------------------|----------|------------------|------------|---|--|--|
| AMGEN INC | 8/7/2009 | 1,000 | 58,706.70 | 29,353 350 | 14,676 675 | 14,676 675 |
| Associated Banc Corp | 8/7/2009 | 4,000 | 126,410 26 | 63,205 130 | 31,602 565 | 31,602 565 |
| Baxter International Inc | 8/7/2009 | 2,000 | 68,749 90 | 34,374 950 | 17,187 475 | 17,187 475 |
| Bernis Company | 8/7/2009 | 4,000 | 103 026 90 | 51,513 450 | 25,756 725 | 25,756 725 |
| CH Robinson Worldwide Inc | 8/7/2009 | 1,000 | 52,026 95 | 26,013 475 | 13,006 738 | 13,006 738 |
| Conocophillips | 8/7/2009 | 2,100 | 75,579 81 | 37,789 905 | 18,894 953 | 18,894 953 |
| Corning Inc | 8/7/2009 | 2,000 | 41,001 40 | 20,500 700 | 10,250 350 | 10,250 350 |
| Daktronics Inc | 8/7/2009 | 1,500 | 23,788 10 | 11,894 050 | 5,947 025 | 5,947 025 |
| Donaldson Inc | 8/7/2009 | 3,500 | 104,643 85 | 52,321 925 | 26,160 963 | 26,160 963 |
| Ecolab Inc | 8/7/2009 | 3,000 | 98,901 37 | 49,450 685 | 24,725 343 | 24,725 343 |
| Emerson Electric Co | 8/7/2009 | 3,000 | 101,309 90 | 50,654 950 | 25,327 475 | 25,327 475 |
| Fastenal Co | 8/7/2009 | 1,500 | 53,451 95 | 26,725 975 | 13,362 988 | 13,362 988 |
| Fiserv Inc | 8/7/2009 | 1,300 | 58,842 66 | 29,421 330 | 14,710 665 | 14,710 665 |
| G & K Services Inc, Cl A | 8/7/2009 | 1,200 | 45,754 58 | 22,877 290 | 11,438 645 | 11,438 645 |
| General Electric Co | 8/7/2009 | 4,200 | 138,229 83 | 69,114 915 | 34,557 458 | 34,557 458 |
| General Mills Inc | 8/7/2009 | 2,500 | 117,758 85 | 58,879 425 | 29,439 713 | 29,439 713 |
| Graco Inc | 8/7/2009 | 4,000 | 141,493 85 | 70,746 925 | 35,373 463 | 35,373 463 |
| Home Depot Inc | 8/7/2009 | 1,500 | 53,200 24 | 26,600 120 | 13,300 060 | 13,300 060 |
| Honeywell Intl Inc | 8/7/2009 | 3,000 | 109,614 90 | 54,807 450 | 27,403 725 | 27,403 725 |
| Hormel Foods Corp | 8/7/2009 | 2,100 | 75,543 66 | 37,771 830 | 18,885 915 | 18,885 915 |
| Intel Corp | 8/7/2009 | 4,000 | 92,599 90 | 46,299 950 | 23,149 975 | 23,149 975 |
| Johnson & Johnson | 8/7/2009 | 3,000 | 180,724 90 | 90,362 450 | 45,181 225 | 45,181 225 |
| Lilly Eli & Co | 8/7/2009 | 1,000 | 55,572 95 | 27,786 475 | 13,893 238 | 13,893 238 |
| Medtronic Inc | 8/7/2009 | 1,800 | 69,572 74 | 34,786 370 | 17,393 185 | 17,393 185 |
| Microsoft | 8/7/2009 | 3,600 | 104,867 10 | 52,433 550 | 26,216 775 | 26,216 775 |
| Patterson Cos Inc | 8/7/2009 | 1,000 | 32,469 65 | 16,234 825 | 8,117 413 | 8,117 413 |
| Pentair Inc | 8/7/2009 | 4,000 | 149,817 85 | 74,908 925 | 37,454 463 | 37,454 463 |
| Pfizer Inc. | 8/7/2009 | 3,800 | 124,327 77 | 62,163 885 | 31,081 943 | 31,081 943 |
| Principal Financial Group | 8/7/2009 | 3,200 | 130,085 35 | 65,042 675 | 32,521 338 | 32,521 338 |
| St Jude Medical Inc | 8/7/2009 | 1,300 | 49,782 80 | 24,891 400 | 12,445 700 | 12,445 700 |
| Stratasys Inc | 8/7/2009 | 3,000 | 37,485 90 | 18,742 950 | 9,371 475 | 9,371 475 |
| Supervalu Inc | 8/7/2009 | 2,000 | 64,671 90 | 32,335 950 | 16,167 975 | 16,167 975 |
| Surmodics Inc | 8/7/2009 | 1,500 | 56,572 40 | 28,286 200 | 14,143 100 | 14,143 100 |
| TCF Financial Corp | 8/7/2009 | 5,000 | 135,824 80 | 67,912 400 | 33,956 200 | 33,956 200 |
| Target Corp | 8/7/2009 | 2,200 | 71,220 55 | 35,610 275 | 17,805 138 | 17,805 138 |
| Techne Corp | 8/7/2009 | 1,000 | 38,569 95 | 19,284 975 | 9,642 488 | 9,642 488 |
| 3M Company | 8/7/2009 | 1,750 | 134,709 19 | 67,354 595 | 33,677 298 | 33,677 298 |
| Toro Co | 8/7/2009 | 3,000 | 114,804 90 | 57,402 450 | 28,701 225 | 28,701 225 |
| US Bancorp Del Com New | 8/7/2009 | 4,200 | 121,204 80 | 60,602 400 | 30,301 200 | 30,301 200 |
| United Parcel Service | 8/7/2009 | 500 | 38,020 80 | 19,010 400 | 9,505 200 | 9,505 200 |
| Valspar Corp | 8/7/2009 | 4,000 | 88,933 87 | 44,466 935 | 22,233 468 | 22,233 468 |
| Venzon Communications Inc | 8/7/2009 | 1,300 | 45,408 04 | 22,704 020 | 11,352 010 | 11,352 010 |
| Zimmer Holdings Inc. | 8/7/2009 | 1,000 | 65,439 95 | 32,719.975 | 16,359.988 | 16,359.988 |

3,650,723.72 1,825,361.86 912,680.93 912,680.93

| | | | | | |
|---|--|---------------|--------------|--------------|--------------|
| total securities from brokerage | | 13,554,291 22 | 6,677,506 86 | 3,438,392 18 | 3,438,392 18 |
| total securities including GS Mezzanine | | 14,216,526 22 | 7,008,624 36 | 3,603,950 93 | 3,603,950 93 |
| cash distributions | | 2,158,148 31 | 1,175,784 49 | 491,181 91 | 491,181 91 |
| total distributions - at cost | | 16,374,674 53 | 8,184,408 85 | 4,095,132 84 | 4,095,132 84 |

Lita Annenberg Hazen (LAH) Foundation Termination Distribution

| Lita Annenberg Hazen (LAH) Foundation Termination Distribution | | | | | | |
|--|------------|------------------|--------------|-------------------------|------------------------|----------------------------|
| Asset Name | date | Total Shares/Par | total | Hazen Polsky Foundation | Tres Chicas Foundation | Big Blue Sky Goldman Sachs |
| Distributed from LAH Foundation Alt Inv Acct | | | | | | |
| 12-35-040-3656292 | | | | | | |
| GS MEZZANINE PARTNERS III | 12/31/2009 | 768,166.00 | 699,265.00 | 349,632.50 | 174,816.25 | \$174,816.25 |
| Distributed from LAH Foundation Main | | | | | | |
| 12-35-040-3928267 | | | | | | |
| DIAMOND HILL LONG-SH FUND | 8/14/2009 | 27,129.680 | 405,046.12 | 202,523.060 | 101,261.530 | 101,261.530 |
| FED HOME LOAN MTG CORP 1/15/10 | 8/10/2009 | 1,000,000.00 | 1,001,073.33 | 500,536.67 | 250,268.33 | 250,268.33 |
| FEDERAL Home Loan Bank Bonds | 8/10/2009 | 500,000.00 | 524,036.25 | 262,018.13 | 131,009.06 | 131,009.06 |
| Federal Natl Mtg Assn call 3/7/08 6% | 8/10/2009 | 1,000,000.00 | 1,029,303.33 | 514,651.67 | 257,325.83 | 257,325.83 |
| First Eagle Overseas Fd Class FD #90 | 8/14/2009 | 67,253.058 | 1,256,287.12 | 628,143.58 | 314,071.77 | 314,071.77 |
| Ford Mtr Co Del 6.5% due 8/1/18 | 8/11/2009 | 750,000.00 | 522,333.34 | 243,755.56 | 139,288.89 | 139,288.89 |
| General Elec Cap Cop | 8/10/2009 | 750,000.00 | 817,646.88 | 381,568.54 | 218,039.17 | 218,039.17 |
| Int Paper Co 5.50% due 1/15/14 | 8/10/2009 | 750,000.00 | 744,342.49 | 347,359.83 | 198,491.33 | 198,491.33 |
| JPMORGAN CHASE & CO SUB NT 06.125% DUE 06/27/2017 | 8/10/2009 | 600,000.00 | 638,709.51 | 319,354.75 | 159,677.38 | 159,677.38 |
| Longleaf Partners FDS Tr | 8/14/2009 | 27,352.298 | 554,157.56 | 277,078.76 | 138,539.40 | 138,539.40 |
| Target Corp Nts | 8/10/2009 | 750,000.00 | 814,872.49 | 380,273.83 | 217,299.33 | 217,299.33 |
| Third Avenue Internatl Value Fund | 8/14/2009 | 26,737.968 | 381,550.80 | 190,775.40 | 95,387.70 | 95,387.70 |
| Verizon Communications Inc | 8/10/2009 | 500,000.00 | 544,237.77 | 272,118.89 | 136,059.44 | 136,059.44 |
| | | | 9,233,598.99 | 4,520,158.67 | 2,356,719.16 | 2,356,719.16 |
| Distributed from LAH Foundation Mairs | | | | | | |
| 12-35-550-3928267 | | | | | | |
| AMGEN INC | 8/7/2009 | 1,000 | 62,310.00 | 31,155.00 | 15,577.50 | 15,577.50 |
| Associated Banc Corp | 8/7/2009 | 4,000 | 43,360.00 | 21,680.00 | 10,840.00 | 10,840.00 |
| Baxter International Inc. | 8/7/2009 | 2,000 | 112,740.00 | 58,370.00 | 28,185.00 | 28,185.00 |
| Bemis Company | 8/7/2009 | 4,000 | 105,280.00 | 52,640.00 | 26,320.00 | 26,320.00 |
| CH Robinson Worldwide Inc | 8/7/2009 | 1,000 | 54,530.00 | 27,265.00 | 13,632.50 | 13,632.50 |
| Conocophillips | 8/7/2009 | 2,100 | 91,791.00 | 45,895.50 | 22,947.75 | 22,947.75 |
| Corning Inc | 8/7/2009 | 2,000 | 34,000.00 | 17,000.00 | 8,500.00 | 8,500.00 |
| Daktronics Inc | 8/7/2009 | 1,500 | 12,570.00 | 6,285.00 | 3,142.50 | 3,142.50 |
| Donaldson Inc | 8/7/2009 | 3,500 | 133,035.00 | 66,517.50 | 33,258.75 | 33,258.75 |
| Ecolab Inc | 8/7/2009 | 3,000 | 124,530.00 | 62,265.00 | 31,132.50 | 31,132.50 |
| Emerson Electric Co | 8/7/2009 | 3,000 | 109,140.00 | 54,570.00 | 27,285.00 | 27,285.00 |



Lita Annenberg Hazen (LAH) Foundation Termination Distribution

| Asset Name | date | Total Shares/Par | total | Hazen Polsky Foundation | Tres Chicas Foundation | Big Blue Sky Goldman Sachs |
|----------------------------|----------|------------------|--------------|-------------------------|------------------------|----------------------------|
| Fastenal Co | 8/7/2009 | 1,500 | 53,355.00 | 26,677.50 | 13,338.75 | 13,338.75 |
| Fiserv In | 8/7/2009 | 1,300 | 61,633.00 | 30,816.50 | 15,408.25 | 15,408.25 |
| G & K Services Inc. Cl A | 8/7/2009 | 1,200 | 27,264.00 | 13,632.00 | 6,816.00 | 6,816.00 |
| General Electric Co | 8/7/2009 | 4,200 | 56,280.00 | 28,140.00 | 14,070.00 | 14,070.00 |
| General Mills Inc. | 8/7/2009 | 2,500 | 147,275.00 | 73,637.50 | 38,818.75 | 38,818.75 |
| Graco Inc | 8/7/2009 | 4,000 | 98,960.00 | 49,480.00 | 24,740.00 | 24,740.00 |
| Home Depot Inc | 8/7/2009 | 1,500 | 38,910.00 | 19,455.00 | 9,727.50 | 9,727.50 |
| Honeywell Intl Inc | 8/7/2009 | 3,000 | 104,100.00 | 52,050.00 | 26,025.00 | 26,025.00 |
| Hormel Foods Corp | 8/7/2009 | 2,100 | 75,411.00 | 37,705.50 | 18,852.75 | 18,852.75 |
| Intel Corp | 8/7/2009 | 4,000 | 77,000.00 | 38,500.00 | 19,250.00 | 19,250.00 |
| Johnson & Johnson | 8/7/2009 | 3,000 | 182,670.00 | 91,335.00 | 45,667.50 | 45,667.50 |
| Lilly Eli & Co. | 8/7/2009 | 1,000 | 34,890.00 | 17,445.00 | 8,722.50 | 8,722.50 |
| Medtronic Inc | 8/7/2009 | 1,800 | 63,756.00 | 31,878.00 | 15,939.00 | 15,939.00 |
| Microsoft | 8/7/2009 | 3,600 | 84,872.00 | 42,336.00 | 21,168.00 | 21,168.00 |
| Patterson Cos Inc | 8/7/2009 | 1,000 | 25,360.00 | 12,680.00 | 6,340.00 | 6,340.00 |
| Pentair Inc | 8/7/2009 | 4,000 | 109,280.00 | 54,640.00 | 27,320.00 | 27,320.00 |
| Pfizer Inc. | 8/7/2009 | 3,800 | 60,534.00 | 30,267.00 | 15,133.50 | 15,133.50 |
| Principal Financial Group | 8/7/2009 | 3,200 | 75,840.00 | 37,920.00 | 18,960.00 | 18,960.00 |
| St. Jude Medical Inc | 8/7/2009 | 1,300 | 49,023.00 | 24,511.50 | 12,255.75 | 12,255.75 |
| Stratasys Inc | 8/7/2009 | 3,000 | 47,340.00 | 23,670.00 | 11,835.00 | 11,835.00 |
| Supervalu Inc | 8/7/2009 | 2,000 | 29,660.00 | 14,830.00 | 7,415.00 | 7,415.00 |
| Surmodics Inc | 8/7/2009 | 1,500 | 33,540.00 | 16,770.00 | 8,385.00 | 8,385.00 |
| TCF Financial Corp | 8/7/2009 | 5,000 | 70,700.00 | 35,350.00 | 17,675.00 | 17,675.00 |
| Target Corp | 8/7/2009 | 2,200 | 95,964.00 | 47,982.00 | 23,991.00 | 23,991.00 |
| Techne Corp | 8/7/2009 | 1,000 | 63,820.00 | 31,910.00 | 15,955.00 | 15,955.00 |
| 3M Company | 8/7/2009 | 1,750 | 123,410.00 | 61,634.48 | 30,887.76 | 30,887.76 |
| Toro Co | 8/7/2009 | 3,000 | 103,980.00 | 51,990.00 | 25,995.00 | 25,995.00 |
| US Bancorp Del Com New | 8/7/2009 | 4,200 | 85,722.00 | 42,861.00 | 21,430.50 | 21,430.50 |
| United Parcel Service | 8/7/2009 | 500 | 26,865.00 | 13,432.50 | 6,716.25 | 6,716.25 |
| Valspar Corp | 8/7/2009 | 4,000 | 101,280.00 | 50,640.00 | 25,320.00 | 25,320.00 |
| Verizon Communications Inc | 8/7/2009 | 1,300 | 41,691.00 | 20,845.50 | 10,422.75 | 10,422.75 |
| Zimmer Holdings Inc. | 8/7/2009 | 1,000 | 46,600.00 | 23,300.00 | 11,650.00 | 11,650.00 |
| | | | 3,180,071.00 | 1,589,964.98 | 795,053.01 | 795,053.01 |

| <u>Lita Annenberg Hazen (LAH) Foundation Termination Distribution</u> | | | | | | |
|---|------------|------------------|---------------|--------------------------|------------------------|----------------------------|
| Asset Name | date | Total Shares/Par | total | Hazen Polksky Foundation | Tres Chicas Foundation | Big Blue Sky Goldman Sachs |
| Cash distributions | | | | | | |
| | 8/10/2009 | | 1,696,457.19 | 940,539.51 | 377,958.84 | 377,958.84 |
| | 8/28/2009 | | 9,806.94 | 4,903.46 | 2,451.74 | 2,451.74 |
| | 12/23/2009 | | 451,751.96 | 230,275.42 | 110,738.27 | 110,738.27 |
| | | | 2,158,018.09 | 1,175,718.39 | 491,148.85 | 491,148.85 |
| Summary totals | | | | | | |
| <u>total securities at fair market value</u> | | | 13,112,932.99 | 6,459,756.15 | 3,326,588.42 | 3,326,588.42 |
| <u>total cash distributions</u> | | | 2,158,148.31 | 1,175,784.49 | 491,181.91 | 491,181.91 |
| <u>total distribs at fmv</u> | | | 15,271,081.30 | 7,635,540.64 | 3,817,770.33 | 3,817,770.33 |