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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

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

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

G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
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)

\$ 4,947,300.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

REVENUE

1 Contributions, gifts, grants, etc., received (att sch)

300,000.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

24,787.

24,787.

24,787.

4 Dividends and interest from securities

21,317.

21,317.

21,317.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-8,601.

b Gross sales price for all assets on line 6a 263,303.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 2

-91,273.

-91,273.

12 Total. Add lines 1 through 11

246,230.

-45,169.

46,104.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 3

3,504.

3,504.

3,504.

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instr) SEE STM 4

813.

813.

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.

6,027.

6,112.

24 Total operating and administrative expenses. Add lines 13 through 23

10,429.

10,344.

10,429.

25 Contributions, gifts, grants paid STMT 6

157,900.

157,900.

26 Total expenses and disbursements. Add lines 24 and 25

168,329.

10,344.

10,429.

157,900.

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.

SCANNED NOV 30 2010

OPERATING AREA

ADMINISTRATIVE EXPENSES

910

17

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.	908,962.
	2 Savings and temporary cash investments	4,661.	645,927.	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.	375,775.
	b Investments — corporate stock (attach schedule)		881,573.	881,573.
	c Investments — corporate bonds (attach schedule)		1,100,769.	1,100,769.
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)		1,034,294.	1,034,294.
	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)	774,266.	4,947,300.	4,947,300.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	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"/>			
FUND ASSETS	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.	
FUND ASSETS	31 Total liabilities and net assets/fund balances (see the instructions)	774,266.	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)
1 a 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))
(j) Fair Market Value as of 12/31/69	(k) 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)	<div><div>If gain, also enter in Part I, line 7</div><div>If (loss), enter -0- in Part I, line 7</div></div>	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)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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.

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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 <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)		1	0.
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			
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>GARY H. YOSHIMURA, CPA</u> Telephone no <u>(805) 565-5946</u> Located at <u>924 LAGUNA STREET, SUITE A SANTA BARBARA CA</u> ZIP + 4 <u>93101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>		N/A	<input type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5b** N/A**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ NoN/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? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870

6b X**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a Average monthly fair market value of securities	1a
b Average of monthly cash balances	1b
c Fair market value of all other assets (see instructions)	1c
d Total (add lines 1a, b, and c)	1d 0.
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
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 0.
6 Minimum investment return. Enter 5% of line 5	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	1
2a Tax on investment income for 2009 from Part VI, line 5	2a
b Income tax for 2009. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c
3 Distributable amount before adjustments. Subtract line 2c from line 1	3
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5
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 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	1a 157,900.
b Program-related investments — total from Part IX-B	1b
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3 Amounts set aside for specific charitable projects that satisfy the:	
a Suitability test (prior IRS approval required)	3a
b Cash distribution test (attach the required schedule)	3b
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 157,900.
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
6 Adjusted qualifying distributions. Subtract line 5 from line 4	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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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				
a Enter amount for 2008 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
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.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	578,100.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	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.			

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

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

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

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 the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year. ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of 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

Employer identification number

THE TRES CHICAS FOUNDATION

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="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE TRES CHICAS FOUNDATION

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		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

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

Name of organization

Employer identification number

THE TRES CHICAS FOUNDATION

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

2009

FEDERAL STATEMENTS

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CLIENT 77-0544

THE TRES CHICAS FOUNDATION

77-0544704

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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>	<u>0.</u>

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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:

PARTNERS IN HEALTH

641 HUNTINGTON AVENUE 1ST FLOOR

BOSTON, MA 02115

RELATIONSHIP OF DONEE:

NONE

ORGANIZATIONAL STATUS OF DONEE:

501 (C) (3)

AMOUNT GIVEN:

\$ 10,000.

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

REGENTS OF UC

10920 WILSHIRE BLVD, #1400

LOS ANGELES, CA 90024

RELATIONSHIP OF DONEE:

NONE

ORGANIZATIONAL STATUS OF DONEE:

501 (C) (3)

CLIENT 77-0544

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. BURLINGTON AVE. SUITE 206
LOS ANGELES, CA 90006

RELATIONSHIP OF DONEE:

NONE

ORGANIZATIONAL STATUS OF DONEE:

501(C) (3)

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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:

OPERATION SMILE

DONEE'S ADDRESS:

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

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

2009

FEDERAL SUPPORTING DETAIL

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NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

UNREALIZED INVEST LOSS

	\$	-91,273.
TOTAL	\$	<u>-91,273.</u>

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

LIMITED PARTNERSHIP
MUTUAL FUNDS

	\$	176,117.
		858,177.
TOTAL	\$	<u>1,034,294.</u>

**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

10 June 2009

Date

Cynthia H. Polsky

Alison C. C. Zuber
Alison C. C. Zuber

Date

Adam Z. Cherry

Date

Alexander M. Polsky

Date

6/10/09
Date

Nicholas A. Polsky

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

6.10.09
Date

Adam 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

7/7/2009

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

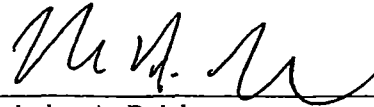
Date

Nicholas A. Polsky

Date

Amisha Zuber

7/7/09



**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
12-35-040-3656292**

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	1,325,459 00	662,729 500	331,364 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
Bemis 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, C I 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						
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
			9,233,696.99	4,620,158.67	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	56,370.00	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. CI A	8/7/2009	1,200	27,284.00	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	36,818.75	36,818.75
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	84,672.00	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

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
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
			2,158,016.09	1,175,718.39	491,148.85	491,148.85
Summary totals						
total securities at fair market value			13,112,932.99	6,459,756.15	3,326,588.42	3,326,588.42
total cash distributions			2,158,148.31	1,175,784.49	491,181.91	491,181.91
total distribs at fmv			15,271,081.30	7,635,540.64	3,817,770.33	3,817,770.33