ENVELOPE POSTMARK DATE APR 3 0 2010

Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
M B STANTON C/O WELLS FARGO BANK, N.A 0101622500

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
Wells Fargo Bank N A - PO Box 53456, MAC S4101-22G

City or town, state, and ZIP code
Phoenix AZ 85072

A Employer identification number
84-6027976

B Telephone number (see page 10 of the instructions)
(800) 352-3705

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, col (c), line 16)* ▶ $ 14,737,114

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 page 11 of the instructions))*

	Line	Description	(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 (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	677,368	655,784		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	-455,159			
	b	Gross sales price for all assets on line 6a 1,484,495				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	2,246	2,246	0	
	12	**Total.** Add lines 1 through 11	224,455	658,030	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	925	0	0	925
	c	Other professional fees (attach schedule)	0	0	0	0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	27,408	1,216	0	0
	19	Depreciation (attach schedule) and depletion			0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	79,387	60,077	0	19,310
	24	**Total operating and administrative expenses.** Add lines 13 through 23	107,720	61,293	0	20,235
	25	Contributions, gifts, grants paid	655,332			655,332
	26	**Total expenses and disbursements.** Add lines 24 and 25	763,052	61,293	0	675,567
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-538,597			
	b	**Net investment income** (if negative, enter -0-)		596,737		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

(HTA)

10 P

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		0	
2	Savings and temporary cash investments	492,986	62,270	62,270
3	Accounts receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
4	Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
7	Other notes and loans receivable (attach schedule) ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
8	Inventories for sale or use		0	
9	Prepaid expenses and deferred charges		0	
10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
b	Investments—corporate stock (attach schedule)	3,646,011	3,522,772	4,216,031
c	Investments—corporate bonds (attach schedule)	8,793,470	8,447,319	8,576,265
11	Investments—land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,474,804	1,784,941	1,882,548
14	Land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
15	Other assets (describe ▶)	0	0	0
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	14,407,271	13,817,302	14,737,114
Liabilities				
17	Accounts payable and accrued expenses		0	
18	Grants payable			
19	Deferred revenue		0	
20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
21	Mortgages and other notes payable (attach schedule)	0	0	
22	Other liabilities (describe ▶)	0	0	
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	14,407,271	13,817,302	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	14,407,271	13,817,302	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	14,407,271	13,817,302	

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	14,407,271
2	Enter amount from Part I, line 27a	2	-538,597
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	35,208
4	Add lines 1, 2, and 3	4	13,903,882
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	86,580
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,817,302

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

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

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** -455,159

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 **3**

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	757,252	13,582,857	0 055751
2007			0 000000
2006			0 000000
2005			0 000000
2004			0 000000

2 **Total** of line 1, column (d)	2	0 055751
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 055751
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,432,596
5 Multiply line 4 by line 3	5	748,881
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,967
7 Add lines 5 and 6	7	754,848
8 Enter qualifying distributions from Part XII, line 4	8	675,567

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	11,935
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2		3	11,935
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	11,935
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 13,001		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	13,001
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	1,066
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 1,066 **Refunded** ▶		11	0

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wells Fargo Bank N A Telephone no ▶ (800)352-3705

Located at ▶ PO Box 53456, MAC S4101-22G Phoenix AZ ZIP+4 ▶ 85072

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 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 page 20 of 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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	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

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** 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** No: 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**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A PO Box 53456 Phoenix AZ 85072	TRUSTEE 4 00	77,242	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 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 page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	13,440,460
b	Average of monthly cash balances			1b	196,693
c	Fair market value of all other assets (see page 24 of the instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	13,637,153
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	13,637,153
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	204,557
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	13,432,596
6	**Minimum investment return.** Enter 5% of line 5			6	671,630

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

1	Minimum investment return from Part X, line 6			1	671,630
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,935		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,935
3	Distributable amount before adjustments Subtract line 2c from line 1			3	659,695
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	659,695
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	659,695

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	675,567
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	675,567
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	675,567

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				659,695
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 NONE				
b	From 2005 NONE				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 91,205				
f	**Total** of lines 3a through e	91,205			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 675,567				
a	Applied to 2008, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d	Applied to 2009 distributable amount				659,695
e	Remaining amount distributed out of corpus	15,872			
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	107,077			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the 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 page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	107,077			
10	Analysis of line 9				
a	Excess from 2005 0				
b	Excess from 2006 0				
c	Excess from 2007 0				
d	Excess from 2008 91,205				
e	Excess from 2009 15,872				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3a	655,332
b *Approved for future payment*				
NONE				
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			▶ 3b	0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	677,368	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-455,159	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a ROYALTY INCOME		0	15	2,246	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		224,455	0

13 Total. Add line 12, columns (b), (d), and (e) 13 224,455

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(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
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

b If "Yes," complete the following schedule

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

Sign Here

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

John M Solanta

Signature of officer or trustee | Date 4/21/2010 | Title VP & TRUST OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ▶	Preparer's identifying number (see **Signature** on page 30 of the instructions)
[signature]	4/21/2010	☒	P00364310

Firm's name (or yours if self-employed), address, and ZIP code		
	PRICEWATERHOUSECOOPERS, LLP	EIN ▶ 13-4008324
	600 GRANT STREET, PITTSBURGH 15219-2777	Phone no 412-355-6000

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Equivalents							
CASH							
INCOME			$3,871 56	$3,871 56	$0 00		
Total Cash			**$3,871.56**	**$3,871.56**	**$0.00**		
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT FUND INSTITUTIONAL CLASS - #451 *Asset held in Invested Income Portfolio*	2,650.420		$2,650 42	$2,650 42	$0 00	$3 56	0 13%
WELLS FARGO ADVANTAGE CASH INVESTMENT FUND INSTITUTIONAL CLASS - #451	55,748 190		55,748 19	55,748.19	0 00	74 88	0.13
Total Money Market			**$58,398.61**	**$58,398.61**	**$0.00**	**$78.44**	**0.13%**
Total Cash & Equivalents			**$62,270.17**	**$62,270.17**	**$0.00**	**$78.44**	**0.13%**

ASSET DETAIL *(continued)*

Asset Description	Par Value	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income							
GOVERNMENT OBLIGATIONS							
FED FARM CREDIT BK DTD 11/18/05 4 875 12/16/2015 CUSIP: 31331VGU4 MOODY'S RATING AAA STANDARD & POOR'S RATING AAA	250,000 000	$107.750	$269,375 00	$256,972 75	$12,402.25	$12,187.50	3 43%
FED HOME LN MTG CORP MED TERM NOTE DTD 03/27/09 3.750 03/27/2019 CUSIP. 3137EACA5 MOODY'S RATING AAA STANDARD & POOR'S RATING· AAA	150,000.000	98.031	147,046.50	144,373 50	2,673 00	5,625.00	4.01
GNMA I POOL #780466 7 5000 12/15/2023 CUSIP. 36225AQT0 MOODY'S RATING N/A STANDARD & POOR'S RATING N/A	4,478 580	112.377	5,032.89	4,492 60	540.29	335.89	6.16
Total Government Obligations			**$421,454.39**	**$405,838.85**	**$15,615.54**	**$18,148.39**	
CORPORATE OBLIGATIONS							
CITIGROUP INC DTD 01/16/01 6 500 01/18/2011 CUSIP: 172967BC4 MOODY'S RATING A3 STANDARD & POOR'S RATING. A	250,000.000	$104 572	$261,430 00	$249,680 00	$11,750.00	$16,250 00	2 06%
DAIMLERCHRYSLER NA HLDG DTD 06/08/00 8 000 06/15/2010 CUSIP: 233835AK3 MOODY'S RATING. A3 STANDARD & POOR'S RATING· BBB+	250,000 000	103 014	257,535.00	254,452 50	3,082 50	20,000 00	7.77
GOLDMAN SACHS GROUP INC DTD 08/27/02 5 700 09/01/2012 CUSIP: 38141GCG7 MOODY'S RATING A1 STANDARD & POOR'S RATING A	250,000 000	107 566	268,915 00	255,285 00	13,630 00	14,250 00	2.74

ASSET DETAIL *(continued)*

Asset Description	Par Value	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Yield to Maturity
Fixed Income *(continued)*							
CORPORATE OBLIGATIONS *(continued)*							
HONEYWELL INTERNATIONAL DTD 03/01/00 7 500 03/01/2010 CUSIP: 438516AK2 MOODY'S RATING A2 STANDARD & POOR'S RATING· A	250,000 000	101 203	253,007.50	271,625.00	- 18,617 50	18,750 00	7 41
MORGAN ST DEAN WITTER DTD 06/09/00 8 000 06/15/2010 CUSIP: 617446DX4 MOODY'S RATING A2 STANDARD & POOR'S RATING A	250,000 000	103 114	257,785.00	252,732 50	5,052 50	20,000.00	7 76
Total Corporate Obligations			**$1,298,672.50**	**$1,283,775.00**	**$14,897.50**	**$89,250.00**	

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income							
PREFERRED SECURITIES							
BAC CAP TR V CUSIP: 055184204 STANDARD & POOR'S RATING BB	2,950 000	$19 500	$57,525 00	$75,195 50	- $17,670.50	$4,425 00	7 69%
BANK OF AMERICA CORP CUSIP: 060505724 STANDARD & POOR'S RATING BB	5,000 000	22 300	111,500 00	125,000 00	- 13,500 00	9,065 00	8 13
DB CAPITAL FUNDING VIII CUSIP: 25153U204 STANDARD & POOR'S RATING BBB+	2,000 000	22 580	45,160 00	50,940 00	- 5,780 00	3,188 00	7 06
GENL ELEC CAPITAL CORP CUSIP: 369622493 STANDARD & POOR'S RATING AA+	5,811.000	23 500	136,558.50	149,807 91	- 13,249 41	8,536.36	6.25

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income *(continued)*							
PREFERRED SECURITIES *(continued)*							
HSBC HOLDINGS PLC ADR CUSIP: 404280604 STANDARD & POOR'S RATING A-	5,000 000	21 390	106,950 00	94,162 00	12,788 00	7,750 00	7 25
ING GROEP NV CUSIP: 456837400 STANDARD & POOR'S RATING. BB	5,000.000	16.870	84,350.00	125,350 00	- 41,000.00	7,750 00	9.19
JP MORGAN CHASE 7% SERIES CUSIP: 46623D200 STANDARD & POOR'S RATING BBB+	5,000.000	25.450	127,250 00	102,938.90	24,311 10	8,750 00	6 88
Total Preferred Securities			**$669,293.50**	**$723,394.31**	**- $54,100.81**	**$49,464.36**	**7.39%**
MUTUAL FUNDS							
BLACKROCK CORPOR HI YLD III CUSIP: 09255M104	13,600 000	$6 350	$86,360 00	$100,623 00	- $14,263 00	$8,976 00	10.39%
DODGE & COX INCOME FD COM CUSIP: 256210105	86,302 791	12.960	1,118,484 17	1,110,053.32	8,430.85	58,426.99	5.22
DRYDEN HIGH YIELD FUND-CLASS A #87 CUSIP. 262438104	36,170 272	5.240	189,532 23	165,502 24	24,029 99	16,095 77	8 49
WESTERN ASSET HIGH INCOME FUND 11 IN CUSIP: 95766J102	20,000.000	9 160	183,190 00	151,833.00	31,357.00	22,800.00	12 45
Total Mutual Funds			**$1,577,566.40**	**$1,528,011.56**	**$49,554.84**	**$106,298.76**	**6.74%**
COMMON TRUST FUNDS							
TAXABLE INTERMEDIATE TERM BOND FUND DIF CUSIP: 999708902	302,423 036	$9 700	$2,933,503 44	$2,856,943 68	$76,559 76	$115,730 34	3 94%
TAXABLE TOTAL RETURN BOND FUND DIF CUSIP: 991283912	233,070 181	7.190	1,675,774.60	1,649,355 31	26,419.29	82,642 49	4 93
Total Common Trust Funds			**$4,609,278.04**	**$4,506,298.99**	**$102,979.05**	**$198,372.83**	**4.30%**
Total Fixed Income			**$8,576,264.83**	**$8,447,318.71**	**$128,946.12**	**$461,534.34**	

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
CONSUMER DISCRETIONARY							
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	1,200 000	$28 930	$34,716.00	$28,972 44	$5,743 56	$1,080 00	3 11%
MCDONALDS CORP SYMBOL· MCD CUSIP: 580135101	1,000.000	62 440	62,440 00	59,038 20	3,401 80	2,200.00	3.52
OMNICOM GROUP SYMBOL: OMC CUSIP. 681919106	2,000 000	39 150	78,300 00	84,542 25	- 6,242.25	1,200 00	1 53
TARGET CORP SYMBOL: TGT CUSIP: 87612E106	2,000 000	48 370	96,740 00	59,598 20	37,141.80	1,360 00	1.41
Total Consumer Discretionary			**$272,196.00**	**$232,151.09**	**$40,044.91**	**$5,840.00**	**2.15%**
CONSUMER STAPLES							
CVS/CAREMARK CORPORATION SYMBOL: CVS CUSIP: 126650100	1,500 000	$32 210	$48,315 00	$45,570 00	$2,745 00	$457 50	0.95%
PEPSICO INC SYMBOL: PEP CUSIP: 713448108	2,500 000	60.800	152,000.00	37,453 63	114,546 37	4,500.00	2 96
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	1,000 000	60.630	60,630 00	56,320 00	4,310.00	1,760 00	2 90
SYSCO CORP SYMBOL: SYY CUSIP: 871829107	2,500 000	27 940	69,850 00	74,702 50	- 4,852.50	2,500.00	3 58
Total Consumer Staples			**$330,795.00**	**$214,046.13**	**$116,748.87**	**$9,217.50**	**2.79%**
ENERGY							
CHEVRON CORP SYMBOL· CVX CUSIP: 166764100	2,500 000	$76 990	$192,475 00	$110,995 00	$81,480 00	$6,800 00	3 53%
CONOCOPHILLIPS SYMBOL: COP CUSIP: 20825C104	3,500 000	51 070	178,745 00	192,232 44	- 13,487 44	7,000.00	3.92
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP· 30231G102	3,000.000	68 190	204,570 00	73,228.83	131,341 17	5,040.00	2 46
Total Energy			**$575,790.00**	**$376,456.27**	**$199,333.73**	**$18,840.00**	**3.27%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
FINANCIALS							
AFLAC INC SYMBOL: AFL CUSIP. 001055102	2,000 000	$46.250	$92,500 00	$90,368.61	$2,131 39	$2,240 00	2 42%
AMERICAN EXPRESS CO SYMBOL: AXP CUSIP. 025816109	1,500.000	40.520	60,780.00	27,160 62	33,619 38	1,080.00	1 78
BANK NEW YORK MELLON CORP COM COM SYMBOL: BK CUSIP 064058100	2,500 000	27.970	69,925.00	91,127 47	- 21,202.47	900 00	1 29
BANK OF AMERICA CORP SYMBOL: BAC CUSIP· 060505104	4,500 000	15.060	67,770 00	52,020 00	15,750 00	180 00	0.27
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	3,000.000	41 670	125,010.00	106,154.96	18,855 04	600 00	0 48
TRAVELERS COMPANIES, INC SYMBOL: TRV CUSIP: 89417E109	1,500 000	49 860	74,790 00	76,520 00	- 1,730 00	1,980.00	2 65
Total Financials			**$490,775.00**	**$443,351.66**	**$47,423.34**	**$6,980.00**	**1.42%**
HEALTH CARE							
ABBOTT LABS SYMBOL: ABT CUSIP: 002824100	1,500 000	$53 990	$80,985 00	$69,075.00	$11,910 00	$2,400.00	2 96%
BRISTOL MYERS SQUIBB CO SYMBOL. BMY CUSIP 110122108	1,000.000	25 250	25,250 00	27,960 00	- 2,710 00	1,280.00	5 07
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	2,000.000	64 410	128,820.00	91,417 50	37,402 50	3,920 00	3 04
MERCK & CO INC NEW SYMBOL: MRK CUSIP: 58933Y105	1,250 000	36 540	45,675 00	42,365 84	3,309.16	1,900 00	4 16
PFIZER INC SYMBOL: PFE CUSIP 717081103	3,985 000	18 190	72,487 15	18,360 46	54,126.69	2,869 20	3 96
Total Health Care			**$353,217.15**	**$249,178.80**	**$104,038.35**	**$12,369.20**	**3.50%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INDUSTRIALS							
EMERSON ELECTRIC CO SYMBOL: EMR CUSIP: 291011104	2,000 000	$42 600	$85,200 00	$1,792 85	$83,407.15	$2,680 00	3.15%
GENERAL ELECTRIC CO SYMBOL. GE CUSIP. 369604103	6,500.000	15 130	98,345 00	29,344 79	69,000 21	2,600.00	2 64
HONEYWELL INTERNATIONAL INC SYMBOL: HON CUSIP: 438516106	1,000 000	39.200	39,200.00	33,508 00	5,692 00	1,210 00	3.09
UNITED TECHNOLOGIES CORP SYMBOL UTX CUSIP. 913017109	1,000 000	69 410	69,410 00	65,430 00	3,980 00	1,540 00	2 22
3M CO COM SYMBOL. MMM CUSIP: 88579Y101	1,000.000	82 670	82,670 00	70,832.50	11,837.50	2,040 00	2 47
Total Industrials			**$374,825.00**	**$200,908.14**	**$173,916.86**	**$10,070.00**	**2.69%**
INFORMATION TECHNOLOGY							
HEWLETT PACKARD CO SYMBOL: HPQ CUSIP: 428236103	1,500 000	$51 510	$77,265 00	$40,815 00	$36,450 00	$480 00	0 62%
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100	4,000 000	20 400	81,600 00	126,457 50	- 44,857 50	2,240 00	2 74
MICROSOFT CORP SYMBOL: MSFT CUSIP· 594918104	3,000 000	30 480	91,440 00	96,427 50	- 4,987.50	1,560.00	1 71
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	1,500 000	24 530	36,795 00	30,553 65	6,241.35	300 00	0 81
Total Information Technology			**$287,100.00**	**$294,253.65**	**- $7,153.65**	**$4,580.00**	**1.60%**
MATERIALS							
MEADWESTVACO CORP SYMBOL: MWV CUSIP. 583334107	2,000 000	$28 630	$57,260.00	$47,425 20	$9,834 80	$1,840 00	3.21%
PRAXAIR INC COM SYMBOL· PX CUSIP: 74005P104	1,000.000	80 310	80,310 00	82,371 50	- 2,061 50	1,600.00	1 99
Total Materials			**$137,570.00**	**$129,796.70**	**$7,773.30**	**$3,440.00**	**2.50%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
TELECOMMUNICATION SERVICES							
AT & T INC SYMBOL. T CUSIP: 00206R102	2,500 000	$28 030	$70,075.00	$62,875.00	$7,200.00	$4,200 00	5 99%
VERIZON COMMUNICATIONS SYMBOL: VZ CUSIP: 92343V104	4,000.000	33 130	132,520 00	39,989.22	92,530 78	7,600.00	5 73
Total Telecommunication Services			**$202,595.00**	**$102,864.22**	**$99,730.78**	**$11,800.00**	**5.82%**
UTILITIES							
DOMINION RES INC VA SYMBOL: D CUSIP: 25746U109	2,000.000	$38 920	$77,840.00	$78,120 00	- $280 00	$3,500 00	4 50%
FPL GROUP INC SYMBOL: FPL CUSIP: 302571104	1,500.000	52.820	79,230.00	79,191 85	38.15	2,835 00	3 58
PUBLIC SVC ENTERPRISE GROUP INC SYMBOL: PEG CUSIP: 744573106	2,000 000	33.250	66,500 00	37,477 50	29,022.50	2,660.00	4 00
Total Utilities			**$223,570.00**	**$194,789.35**	**$28,780.65**	**$8,995.00**	**4.02%**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities *(continued)*							
MUTUAL FUNDS							
COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FUND CLASS Z #298 SYMBOL: NMOAX CUSIP 19765H636	9,432.395	$10.680	$100,737 98	$160,000 00	- $59,262 02	$2,810.85	2 79%
DODGE & COX INTERNATIONAL STOCK FUND SYMBOL DODFX CUSIP: 256206103	2,273 761	31 850	72,419.29	100,000 00	- 27,580.71	991 36	1.37
DODGE & COX STOCK FUND #145 SYMBOL: DODGX CUSIP: 256219106	2,724 644	96 140	261,947 27	271,100 00	- 9,152 73	3,255 95	1.24
ISHARES TR RUSSELL MIDCAP INDEX FD SYMBOL. IWR CUSIP. 464287499	4,000 000	82 510	330,040.00	317,476 00	12,564 00	5,220 00	1.58
T ROWE PRICE EMERGING MARKETS STOCK FUND SYMBOL. PRMSX CUSIP: 77956H864	3,364.738	30.090	101,244.97	150,000 00	- 48,755 03	504 71	0 50
TWEEDY BROWNE FD INC GLOBAL VALUE FUND #1 SYMBOL: TBGVX CUSIP: 901165100	4,773 969	21 200	101,208 14	86,400 00	14,808 14	3,594 80	3.55
Total Mutual Funds			**$967,597.65**	**$1,084,976.00**	**- $117,378.35**	**$16,377.67**	**1.69%**
Total Equities			**$4,216,030.80**	**$3,522,772.01**	**$693,258.79**	**$108,509.37**	**2.57%**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
AETOS BALANCED PORTFOLIO	450 000	$947.919	$426,563.56	$450,000.00	- $23,436 44	$0 00	0 00%
GATEWAY FUND - Y #1986 SYMBOL. GTEYX CUSIP: 367829884	17,443.067	25 240	440,263 01	450,000.00	- 9,736.99	9,279 71	2 11
IPATH DOW JONES-UBS COMMODITY INDEX TOTAL RETURN ETN DUE JUNE 12, 2036 SYMBOL: DJP CUSIP· 06738C778	3,100.000	42 260	131,006.00	147,064 00	- 16,058.00	0 00	0 00
Total Other			**$997,832.57**	**$1,047,064.00**	**- $49,231.43**	**$9,279.71**	**0.93%**
Total Alternative Investments			**$997,832.57**	**$1,047,064.00**	**- $49,231.43**	**$9,279.71**	**0.93%**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Estate & Specialty Assets							
REAL ESTATE FUNDS							
CB RICHARD ELLIS REALTY TRUST	18,517.378	$10.000	$185,173 78	$143,342 95	$41,830 83	$10,647 49	5 75%
DIVIDEND CAPITAL TOTAL REALTY TRUST CUSIP: 25537M100	26,595 745	10 000	265,957 45	241,837 70	24,119 75	14,627 66	5 50
ISHARES TR COHEN & STEERS REALTY MAJORS INDEX FUND SYMBOL· ICF CUSIP: 464287564	8,000 000	52 520	420,160 00	352,693 98	67,466 02	15,488 00	3 69
Total Real Estate Funds			**$871,291.23**	**$737,874.63**	**$133,416.60**	**$40,763.15**	**4.68%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Value Carried as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Estate & Specialty Assets							
OIL, GAS & MINERALS							
NATRONA CO , WYOMING MI000801 UND 6 0985% W.I SALT CREEK UNIT - TRACT H T 40 N, R 70 W ASSET MANAGER CHARLES "TRAVIS" HERINGERPHONE# 303-863-5719 Valued as of 11/30/09	1 000	$13,247 730	$13,247 73	$1 00	$13,246 73	$0 00	0.00%
SWEETWATER CO , WYO MI000802 UND 7/160 OF 1% ORRI BAXTER BASIN UNIT - LSE 08343-B T 16 N, R 103 W ASSET MANAGER· CHARLES "TRAVIS" HERINGERPHONE# 303-863-5719 Valued as of 11/30/09	1.000	176 350	176 35	1 00	175 35	0 00	0 00
Total Oil, Gas & Minerals			**$13,424.08**	**$2.00**	**$13,422.08**	**$0.00**	**0.00%**
Total Real Estate & Specialty Assets			**$884,715.31**	**$737,876.63**	**$146,838.68**	**$40,763.15**	**4.61%**

	Account Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$14,737,113.68**	**$13,817,301.52**	**$919,812.16**	**$620,165.01**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name	HOLY NAME PROVINCE
Person / Business	[ ] Person [X] Business
Street	129 WEST 31ST STREET
City	NEW YORK
State	NY
Zip code	10001
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	655,332

Name	
Person / Business	[ ] Person [ ] Business
Street	
City	
State	
Zip code	
Foreign Country	
Relationship	
Foundation Status	
Purpose of grant/contribution	
Amount	0

Name	
Person / Business	[ ] Person [ ] Business
Street	
City	
State	
Zip code	
Foreign Country	
Relationship	
Foundation Status	
Purpose of grant/contribution	
Amount	0

Name	
Person / Business	[ ] Person [ ] Business
Street	
City	
State	
Zip code	
Foreign Country	
Relationship	
Foundation Status	
Purpose of grant/contribution	
Amount	0

Name	
Person / Business	[ ] Person [ ] Business
Street	
City	
State	
Zip code	
Foreign Country	
Relationship	
Foundation Status	
Purpose of grant/contribution	
Amount	0

Name	
Person / Business	[ ] Person [ ] Business
Street	
City	
State	
Zip code	
Foreign Country	
Relationship	
Foundation Status	
Purpose of grant/contribution	
Amount	0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions		Securities	1,484,495	1,939,654	-455,159
Short Term CG Distributions		Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only) Cost	Donated Value	Expense of Sale and Cost of Improvements	Depreciation
1	X	ABBOTT LABS	002824100			2/22/2005		6/4/2009	22,265	23,025			
2	X	AIR PRODS & CHEMS INC CO	009158106			12/26/2006		10/22/2009	81,127	71,110			
3	X	ALTRIA GROUP INC	02209S103			2/6/2009		6/4/2009	16,940	16,918			
4	X	AMERIPRISE FINL INC	03076C106			6/4/2009		12/9/2009	37,042	30,076			
5	X	BP PLC - ADR	055622104			6/5/2002		2/6/2009	4,584	4,940			
6	X	BP PLC - ADR	055622104			10/17/2003		2/6/2009	18,336	17,380			
7	X	BP PLC - ADR	055622104			10/10/2002		6/4/2009	20,383	15,524			
8	X	BP PLC - ADR	055622104			10/15/2002		6/4/2009	10,192	8,312			
9	X	BP PLC - ADR	055622104			10/17/2003		6/4/2009	20,383	17,380			
10	X	BANK OF AMERICA CORP	060505104			5/14/2007		1/9/2009	8	68			
11	X	BANK OF AMERICA CORP	060505104			1/28/2004		2/6/2009	1,228	8,063			
12	X	BANK OF AMERICA CORP	060505104			5/14/2007		2/6/2009	4,031	69,570			
13	X	BANK OF AMERICA CORP	060505104			1/13/2004		2/6/2009	5,032	31,476			
14	X	BANK OF AMERICA CORP	060505104			1/13/2004		3/18/2009	5,830	33,130			
15	X	BANK OF AMERICA CORP	060505104			2/2/1994		3/18/2009	14,840	12,901			
16	X	BLACKROCK CORPOR HIGH Y	09255L106			5/17/2006		3/18/2009	25,397	50,519			
17	X	BLACKROCK CORPOR HIGH Y	09255L106			7/21/2006		3/18/2009	25,018	49,900			
18	X	CARNIVAL CORP	143658300			11/29/2007		2/6/2009	31,457	66,912			
19	X	CHESAPEAKE ENERGY CORF	165167107			8/18/2008		10/22/2009	20,842	34,033			
20	X	CITIGROUP INC	172967101			11/29/2007		2/6/2009	5,928	48,420			
21	X	CITIGROUP INC	172967101			11/29/2007		12/9/2009	3,880	32,280			
22	X	CREDIT SUISSE FB USA 4 700	22541LAN3			10/20/2004		6/1/2009	150,000	155,386			
23	X	CREDIT SUISSE FB USA 4 700	22541LAN3			2/14/2005		6/1/2009	100,000	102,134			
24	X	DCT INDUSTRIAL TRUST INC	233153105			11/23/2005		10/15/2009	30,867	56,728			
25	X	DU PONT E I DE NEMOURS &	263534109			1/12/2006		10/22/2009	33,479	40,610			
26	X	DU PONT E I DE NEMOURS &	263534109			2/6/2009		10/22/2009	33,479	24,619			
27	X	EXELON CORPORATION	30161N101			2/6/2009		12/9/2009	24,919	29,027			
28	X	FED HOME LN MTG CORP 5 7	3134A3EM4			3/27/2006		3/15/2009	100,000	102,094			
29	X	GNMA POOL #780019 9 500	36225AAU4			7/29/1996		1/15/2009	142	152			
30	X	GNMA POOL #780019 9 500	36225AAU4			7/29/1996		2/15/2009	148	159			
31	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		3/15/2009	142	153			
32	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		4/15/2009	137	147			
33	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		5/15/2009	99	107			
34	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		6/15/2009	84	90			
35	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		7/15/2009	69	74			
36	X	GNMA POOL #780019 9 500	36225AAU4			7/29/1996		8/15/2009	34	37			
37	X	GNMA POOL #780019 9.500	36225AAU4			7/29/1996		9/15/2009	3	3			
38	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		1/15/2009	64	65			
39	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		2/15/2009	87	88			
40	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		3/15/2009	49	49			
41	X	GNMA POOL #780466 7.500	36225AQT0			1/8/1997		4/15/2009	92	92			
42	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		5/15/2009	93	93			
43	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		6/15/2009	126	126			
44	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		7/15/2009	154	154			
45	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		8/15/2009	132	133			
46	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		9/15/2009	32	32			
47	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		10/15/2009	65	65			
48	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		11/15/2009	46	46			
49	X	GNMA POOL #780466 7 500	36225AQT0			1/8/1997		12/15/2009	113	114			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,484,495	1,939,654	-455,159
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only) Cost	Donated Value	Expense of Sale and Cost of Improvements	Depreciation
50	X	GNMA POOL #780466 7 500°	36225AQT0			1/8/1997		12/25/2009	60	60			
51	X	GENERAL ELECTRIC CO	369604103			10/22/1990		6/4/2009	20,429	6,772			
52	X	JOHNSON & JOHNSON	478160104			10/28/1999		2/6/2009	29,201	26,317			
53	X	JOHNSON & JOHNSON	478160104			10/28/1999		6/4/2009	27,829	26,317			
54	X	MARATHON OIL CORP	565849106			8/18/2008		12/9/2009	30,728	44,885			
55	X	MARATHON OIL CORP	565849106			6/4/2009		12/9/2009	15,364	15,738			
56	X	METLIFE INC	59156R108			6/4/2009		12/9/2009	53,676	47,070			
57	X	MORGAN STANLEY HIGH YIE	61744M104			5/17/2006		3/18/2009	31,646	50,484			
58	X	MORGAN STANLEY HIGH YIE	61744M104			4/3/2007		3/18/2009	28,769	48,232			
59	X	NOKIA CORPORATION - ADR	654902204			10/19/2001		12/9/2009	8,736	14,175			
60	X	NOKIA CORPORATION - ADR	654902204			10/23/2001		12/9/2009	1,248	2,129			
61	X	NOKIA CORPORATION - ADR	654902204			5/19/2003		12/9/2009	8,736	11,837			
62	X	PEPSICO INC	713448108			8/9/1991		2/6/2009	53,430	14,981			
63	X	PFIZER INC	717081103			4/17/1963		2/6/2009	7,440	185			
64	X	PFIZER INC	717081103			4/17/1963		6/4/2009	14,680	369			
65	X	PUBLIC SVC ENTERPRISE GR	744573106			6/26/2001		6/4/2009	27,671	20,047			
66	X	PUBLIC SVC ENTERPRISE GR	744573106			1/28/2004		6/4/2009	32,555	22,475			
67	X	PUBLIC SVC ENTERPRISE GR	744573106			5/19/2003		6/4/2009	4,883	2,967			
68	X	QUESTAR CORP	748356102			6/3/1996		2/6/2009	36,015	8,262			
69	X	QUESTAR CORP	748356102			6/3/1996		3/18/2009	28,677	8,262			
70	X	ROCKWELL AUTOMATION IN(	773903109			2/6/2009		10/22/2009	32,286	19,682			
71	X	SAFEWAY INC NEW	786514208			11/21/2007		6/4/2009	20,549	33,310			
72	X	US BANCORP DEL NEW	902973304			5/14/2007		3/18/2009	35,775	86,675			
73	X	VERIZON COMMUNICATIONS	92343V104			3/21/1988		6/4/2009	29,640	9,997			
74	X	WYETH ADDED CORP ACTIOI	983024100			8/18/2008		10/15/2009	50,252	43,129			
75	X	LT CTF LOSS								145,930			
76	X	ST CTF LOSS								74,853			
77	X	LT CAP GAIN DISTRIBUTION							4,757				
78	X	UNRECAPTURED 1250 GAIN							65				
79													

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		2,246	2,246	0
1	ROYALTY INCOME	2,246	2,246	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16b (990-PF) - Accounting Fees

		925	0	0	925
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREPARATION FEES	925			925
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		27,408	1,216	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,003	1,003		
2	PY EXCISE TAX DUE	13,191			
3	ROYALTY TAXES	213	213		
4	ESTIMATED EXCISE PAYMENTS	13,001			
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		79,387	60,077	0	19,310
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	77,242	57,932		19,310
3	ADR FEES	5	5		
4	ROYALTY EXPENSES	2,140	2,140		
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
			3,646,011	3,522,772	3,528,995	4,216,031
1	CORPORATE STOCK		3,646,011	3,522,772	3,528,995	4,216,031
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				8,793,470	8,447,319	8,012,807	8,576,265
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	CORPORATE BONDS			8,793,470	8,447,319	8,012,807	8,576,265
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

			1,474,804	1,784,941	1,882,548
	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		1,474,804	1,784,941	1,882,548
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	20,778
2	UNDISTRIBUTED CTF CAPITAL GAIN	2	14,430
3	Total	3	35,208

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	1,740
2	LOSS ON PY SETTLED IN CY	2	70,080
3	PY RETURN OF CAPITAL ADJUSTMENT	3	14,760
4	Total	4	86,580

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,484,495	0	1,939,654	-455,159	0	0	0	-455,159
1	ABBOTT LABS	002824100		2/22/2005	6/4/2009	22,265	0	23,025	-760			0	-760
2	AIR PRODS & CHEMS INC COM	009158106		12/26/2006	10/22/2009	81,127	0	71,110	10,017			0	10,017
3	ALTRIA GROUP INC	02209S103		2/6/2009	6/4/2009	16,940	0	16,918	22			0	22
4	AMERIPRISE FINL INC	03076C106		6/4/2009	12/9/2009	37,042	0	30,076	6,966			0	6,966
5	BP PLC - ADR	055622104		6/5/2002	2/6/2009	4,584	0	4,940	-356			0	-356
6	BP PLC - ADR	055622104		10/17/2003	2/6/2009	18,336	0	17,380	956			0	956
7	BP PLC - ADR	055622104		10/10/2002	6/4/2009	20,383	0	15,524	4,859			0	4,859
8	BP PLC - ADR	055622104		10/15/2002	6/4/2009	10,192	0	8,312	1,880			0	1,880
9	BP PLC - ADR	055622104		10/17/2003	6/4/2009	20,383	0	17,380	3,003			0	3,003
10	BANK OF AMERICA CORP	060505104		5/14/2007	1/9/2009	8	0	68	-60			0	-60
11	BANK OF AMERICA CORP	060505104		1/28/2004	2/6/2009	1,228	0	8,063	-6,835			0	-6,835
12	BANK OF AMERICA CORP	060505104		5/14/2007	2/6/2009	4,031	0	69,570	-65,539			0	-65,539
13	BANK OF AMERICA CORP	060505104		1/13/2004	2/6/2009	5,032	0	31,476	-26,444			0	-26,444
14	BANK OF AMERICA CORP	060505104		1/13/2004	3/18/2009	5,830	0	33,130	-27,300			0	-27,300
15	BANK OF AMERICA CORP	060505104		2/2/1994	3/18/2009	14,840	0	12,901	1,939			0	1,939
16	BLACKROCK CORPOR HIGH YLD FDCO	09255L106		5/17/2006	3/18/2009	25,397	0	50,519	-25,122			0	-25,122
17	BLACKROCK CORPOR HIGH YLD FDCO	09255L106		7/21/2006	3/18/2009	25,018	0	49,900	-24,882			0	-24,882
18	CARNIVAL CORP	143658300		11/29/2007	2/6/2009	31,457	0	66,912	-35,455			0	-35,455
19	CHESAPEAKE ENERGY CORP COM	165167107		8/18/2008	10/22/2009	20,842	0	34,033	-13,191			0	-13,191
20	CITIGROUP INC	172967101		11/29/2007	2/6/2009	5,928	0	48,420	-42,492			0	-42,492
21	CITIGROUP INC	172967101		11/29/2007	12/9/2009	3,880	0	32,280	-28,400			0	-28,400
22	CREDIT SUISSE FB USA 4 700% 6/01/09	22541LAN3		10/20/2004	6/1/2009	150,000	0	155,386	-5,386			0	-5,386
23	CREDIT SUISSE FB USA 4 700% 6/01/09	22541LAN3		2/14/2005	6/1/2009	100,000	0	102,134	-2,134			0	-2,134
24	DCT INDUSTRIAL TRUST INC	233153105		11/23/2005	10/15/2009	30,867	0	56,728	-25,861			0	-25,861
25	DU PONT E I DE NEMOURS & CO	263534109		1/12/2006	10/22/2009	33,479	0	40,610	-7,131			0	-7,131
26	DU PONT E I DE NEMOURS & CO	263534109		2/6/2009	10/22/2009	33,479	0	24,619	8,860			0	8,860
27	EXELON CORPORATION	30161N101		2/6/2009	12/9/2009	24,919	0	29,027	-4,108			0	-4,108
28	FED HOME LN MTG CORP 5 750% 3/15/	3134A3EM4		3/27/2006	3/15/2009	100,000	0	102,094	-2,094			0	-2,094
29	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	1/15/2009	142	0	152	-10			0	-10
30	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	2/15/2009	148	0	159	-11			0	-11
31	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	3/15/2009	142	0	153	-11			0	-11
32	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	4/15/2009	137	0	147	-10			0	-10
33	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	5/15/2009	99	0	107	-8			0	-8
34	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	6/15/2009	84	0	90	-6			0	-6
35	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	7/15/2009	69	0	74	-5			0	-5
36	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	8/15/2009	34	0	37	-3			0	-3
37	GNMA POOL #780019 9 500% 12/15/09	36225AAU4		7/29/1996	9/15/2009	3	0	3	0			0	0
38	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	1/15/2009	64	0	65	-1			0	-1
39	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	2/15/2009	87	0	88	-1			0	-1
40	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	3/15/2009	49	0	49	0			0	0
41	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	4/15/2009	92	0	92	0			0	0
42	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	5/15/2009	93	0	93	0			0	0
43	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	6/15/2009	126	0	126	0			0	0
44	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	7/15/2009	154	0	154	0			0	0
45	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	8/15/2009	132	0	133	-1			0	-1
46	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	9/15/2009	32	0	32	0			0	0
47	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	10/15/2009	65	0	65	0			0	0
48	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	11/15/2009	46	0	46	0			0	0
49	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	12/15/2009	113	0	114	-1			0	-1
50	GNMA POOL #780466 7 500% 12/15/23	36225AQT0		1/8/1997	12/25/2009	60	0	60	0			0	0
51	GENERAL ELECTRIC CO	369604103		10/22/1990	6/4/2009	20,429	0	6,772	13,657			0	13,657
52	JOHNSON & JOHNSON	478160104		10/28/1999	2/6/2009	29,201	0	26,317	2,884			0	2,884
53	JOHNSON & JOHNSON	478160104		10/28/1999	6/4/2009	27,829	0	26,317	1,512			0	1,512
54	MARATHON OIL CORP	565849106		8/18/2008	12/9/2009	30,728	0	44,885	-14,157			0	-14,157
55	MARATHON OIL CORP	565849106		6/4/2009	12/9/2009	15,364	0	15,738	-374			0	-374
56	METLIFE INC	59156R108		6/4/2009	12/9/2009	53,676	0	47,070	6,606			0	6,606
57	MORGAN STANLEY HIGH YIELD FUND I	61744M104		5/17/2006	3/18/2009	31,646	0	50,484	-18,838			0	-18,838
58	MORGAN STANLEY HIGH YIELD FUND I	61744M104		4/3/2007	3/18/2009	28,769	0	48,232	-19,463			0	-19,463
59	NOKIA CORPORATION - ADR	654902204		10/19/2001	12/9/2009	8,736	0	14,175	-5,439			0	-5,439
60	NOKIA CORPORATION - ADR	654902204		10/23/2001	12/9/2009	1,248	0	2,129	-881			0	-881

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,484,495	0	1,939,654	-455,159	0	0	0	-455,159
61	NOKIA CORPORATION - ADR	654902204		5/19/2003	12/9/2009	8,736	0	11,837	-3,101			0	-3,101
62	PEPSICO INC	713448108		8/9/1991	2/6/2009	53,430	0	14,981	38,449			0	38,449
63	PFIZER INC	717081103		4/17/1963	2/6/2009	7,440	0	185	7,255			0	7,255
64	PFIZER INC	717081103		4/17/1963	6/4/2009	14,680	0	369	14,311			0	14,311
65	PUBLIC SVC ENTERPRISE GROUP INC	744573106		6/26/2001	6/4/2009	27,671	0	20,047	7,624			0	7,624
66	PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/28/2004	6/4/2009	32,555	0	22,475	10,080			0	10,080
67	PUBLIC SVC ENTERPRISE GROUP INC	744573106		5/19/2003	6/4/2009	4,883	0	2,967	1,916			0	1,916
68	QUESTAR CORP	748356102		6/3/1996	2/6/2009	36,015	0	8,262	27,753			0	27,753
69	QUESTAR CORP	748356102		6/3/1996	3/18/2009	28,677	0	8,262	20,415			0	20,415
70	ROCKWELL AUTOMATION INC	773903109		2/6/2009	10/22/2009	32,286	0	19,682	12,604			0	12,604
71	SAFEWAY INC NEW	786514208		11/21/2007	6/4/2009	20,549	0	33,310	-12,761			0	-12,761
72	US BANCORP DEL NEW	902973304		5/14/2007	3/18/2009	35,775	0	86,675	-50,900			0	-50,900
73	VERIZON COMMUNICATIONS	92343V104		3/21/1988	6/4/2009	29,640	0	9,997	19,643			0	19,643
74	WYETH ADDED CORP ACTION	983024100		8/18/2008	10/15/2009	50,252	0	43,129	7,123			0	7,123
75	LT CTF LOSS					0	0	145,930	-145,930			0	-145,930
76	ST CTF LOSS					0	0	74,853	-74,853			0	-74,853
77	LT CAP GAIN DISTRIBUTION					4,757	0	0	4,757			0	4,757
78	UNRECAPTURED 1250 GAIN					65	0	0	65			0	65
79						0	0	0	0			0	0

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

77,242

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A		PO Box 53456	Phoenix	AZ	85072		TRUSTEE	4	77,242
2										
3										
4										
5										
6										
7										
8										
9										
10										

0	0	
Benefits	Expense Account	Explanation

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	ROYALTY INCOME			15	2,246	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

	List Managers who contributed more than 2% of the total contributions received by the foundation	List Managers who own 10% or more of the stock of a corporation of which the foundation has a 10% or greater interest
1	NONE	NONE
2		
3		
4		
5		
6		
7		
8		
9		
10		