Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2009

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

G Check all that apply. [ ] Initial return [ ] Initial Return of a former public charity [ ] Final return
[ ] Amended return [X] Address change [ ] Name change

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

ALBERTA B FARRINGTON FOUNDATION
5825 E. PINNACLE VISTA DR.
SCOTTSDALE, AZ 85266

A Employer identification number: 86-0717723

B Telephone number (see the instructions): (480) 948-1692

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

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

I Fair market value of all assets at end of year (*from Part II, column (c), line 16*) ► $ 13,006,515.

J Accounting method: [X] 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).*)

	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 (att sch)				
	2	Ck ► [X] if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	6,772.	6,772.	6,772.	
	4	Dividends and interest from securities	13,776.	13,776.	13,776.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-913,073.			
	b	Gross sales price for all assets on line 6a 6,936,470.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain			0.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule) SEE STATEMENT 1	-14,521.	-14,521.		
	12	**Total.** Add lines 1 through 11	-907,046.	6,027.	20,548.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	67,600.	22,533.		45,067.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	21,304.	7,101.		14,203.
	16a	Legal fees (attach schedule) SEE ST 2	83.	28.		55.
	b	Accounting fees (attach sch) SEE ST 3	6,800.	2,267.		4,533.
	c	Other prof fees (attach sch) SEE ST 4	25,927.	25,927.		
	17	Interest	1,845.	1,845.		
	18	Taxes (attach schedule)(see instr) SEE STM 5	30,135.	1,626.		3,252.
	19	Depreciation (attach sch) and depletion	173.	173.		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 6	32,960.	32,220.		740.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	186,827.	93,720.		67,850.
	25	Contributions, gifts, grants paid PART XV	731,775.			731,775.
	26	**Total expenses and disbursements.** Add lines 24 and 25	918,602.	93,720.	0.	799,625.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-1,825,648.			
	b	**Net investment income** (if negative, enter -0-)		0.		
	c	**Adjusted net income** (if negative, enter -0-)			20,548.	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments			
	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)			
	b Investments – corporate stock (attach schedule)	13,640,657.	13,006,515.	13,006,515.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment. basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment: basis ► 4,283.			
	Less: accumulated depreciation (attach schedule) SEE STMT 7 ► 4,283.	173.		
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	13,640,830.	13,006,515.	13,006,515.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
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 ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	13,640,830.	13,006,515.	
	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)	13,640,830.	13,006,515.	
	31 Total liabilities and net assets/fund balances (see the instructions)	13,640,830.	13,006,515.	

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	13,640,830.
2	Enter amount from Part I, line 27a	2	-1,825,648.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	1,191,333.
4	Add lines 1, 2, and 3	4	13,006,515.
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	13,006,515.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 9			
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) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-913,073.
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	-260,711.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	858,265.	15,957,000.	0.053786
2007	841,341.	17,927,000.	0.046931
2006	806,256.	17,127,180.	0.047075
2005	603,722.	16,351,788.	0.036921
2004	795,364.	16,006,250.	0.049691

2	**Total** of line 1, column (d)	2	0.234404
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	0.046881
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,123,732.
5	Multiply line 4 by line 3	5	615,254.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	615,254.
8	Enter qualifying distributions from Part XII, line 4	8	799,625.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1. Date of ruling or determination letter. ________ **(attach copy of letter if necessary - see instr.)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	0.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 19,912.		
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	19,912.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	19,912.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 19,912.	**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 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 ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► N/A			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *Continued*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► GERI J CAVANAGH Telephone no ► (480) 948-1692
Located at ► 5825 E. PINNACLE VISTA DR. SCOTTSDALE AZ ZIP + 4 ► 85266

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐
and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

		Line	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 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 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 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)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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
MICHAEL CAVANAGH 8103 DEL PICO SCOTTSDALE, AZ 85257	SECRETARY/TR 10.00	1,000.	0.	0.
GERI J CAVANAGH 5825 E. PINNACLE VISTA DR. SCOTTSDALE, AZ 85266	PRESIDENT 20.00	64,600.	21,304.	0.
JAMIE HUFFORD 1851 GREENTREE TEMPE, AZ 85284	DIRECTOR 2.00	1,000.	0.	0.
HARRY CAVANAGH, JR. 6317 4TH DRIVE PHOENIX, AZ 85013	DIRECTOR 2.00	1,000.	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	13,323,586.
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	13,323,586.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	13,323,586.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	199,854.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,123,732.
6	**Minimum investment return.** Enter 5% of line 5	6	656,187.

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	656,187.
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	656,187.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	656,187.
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	656,187.

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	799,625.
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	799,625.
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	799,625.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				656,187.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			727,882.	
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				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► $ 799,625.				
a Applied to 2008, but not more than line 2a			727,882.	
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				71,743.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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				584,444.
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	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATTACHED	NONE	N/A	ALL OF THE CONTRIBUTIONS ARE TO PUBLIC CHARITIES AND ARE GENERALLY NOT RESTRICTED AS TO USE.	731,775.
Total			► 3a	731,775.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6,772.	
4 Dividends and interest from securities			14	13,776.	
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			14	-913,073.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a ORDINARY INCOME FROM K-1			14	-14,521.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-907,046.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -907,046.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions)
N/A	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
(1)	Cash	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
N/A			

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

b If 'Yes,' complete the following schedule

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

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

► Geri G Cavanagh 11-15-10 ► President

Signature of officer or trustee Date Title

Paid Preparer's Use Only			
Preparer's signature ►	Date 11/15/10	Check if self-employed ► ☐	Preparer's Identifying number (See Signature in the instrs) P00311217
Firm's name (or yours if self-employed), address, and ZIP code ►	CARNEAL & HUNT, P.L.C. 1222 E MISSOURI AVE STE 200 PHOENIX, AZ 85014-2922	EIN ► 86-0661421	Phone no ► (602) 957-8366

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM K-1	$ -14,521.	$ -14,521.	
TOTAL	$ -14,521.	$ -14,521.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	$ 83.	$ 28.		$ 55.
TOTAL	$ 83.	$ 28.	$ 0.	$ 55.

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
	$ 6,800.	$ 2,267.		$ 4,533.
TOTAL	$ 6,800.	$ 2,267.	$ 0.	$ 4,533.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	$ 25,927.	$ 25,927.		
TOTAL	$ 25,927.	$ 25,927.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARIZONA BUSINESS INCOME TAX	$ 932.			
FEDERAL BUSINESS INCOME TAX	2,006.			
FEDERAL EXCISE TAX	22,319.			
FOREIGN TAXES PAID	13.	$ 4.		$ 9.
PAYROLL TAXES	4,865.	1,622.		3,243.
TOTAL	$ 30,135.	$ 1,626.	$ 0.	$ 3,252.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	$ 495.	$ 165.		$ 330.
EXPENSES FROM K-1	31,851.	31,851.		
LICENSES AND FEES	10.	3.		7.
OFFICE EXPENSES	604.	201.		403.
TOTAL	$ 32,960.	$ 32,220.	$ 0.	$ 740.

STATEMENT 7
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
MACHINERY AND EQUIPMENT	$ 4,283.	$ 4,283.	$ 0.	$ 0.
TOTAL	$ 4,283.	$ 4,283.	$ 0.	$ 0.

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

INCREASE IN UNREALIZED APPR	$ 1,191,333.
TOTAL	$ 1,191,333.

STATEMENT 9
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	SEE ATTACHED STATEMENT	PURCHASED	VARIOUS	VARIOUS
2	SEE ATTACHED STATEMENT	PURCHASED	VARIOUS	VARIOUS
3	2,308,000,000 MS MTN LINK MSCI WORLD INDEX	PURCHASED	7/20/2007	7/29/2009
4	505 SHS SEAGATE TECH MERGER	PURCHASED	VARIOUS	9/23/2009
5	373,000 US TREAS BILLS	PURCHASED	10/03/2008	1/02/2009
6	421,000 US TREAS BILLS	PURCHASED	11/07/2008	1/22/2009
7	FROM K-1	PURCHASED	VARIOUS	VARIOUS
8	FROM K-1 SEC 1256 CONTRACT	PURCHASED	VARIOUS	VARIOUS
9	FROM K-1 SEC 1256 CONTRACT	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	4052000.		4249016.	-197,016.				$-197,016.
2	58,229.		172,061.	-113,832.				-113,832.
3	2032189.		2570771.	-538,582.				-538,582.
4	52.		0.	52.				52.
5	373,000.		372,599.	401.				401.
6	421,000.		420,760.	240.				240.
7	0.		22,075.	-22,075.				-22,075.
8	0.		25,357.	-25,357.				-25,357.
9	0.		16,904.	-16,904.				-16,904.
							TOTAL	$-913,073.

Charity Contibutions - Last year:4

1/1/2009 through 12/31/2009 (Accrual Basis)

Date	Description	Memo	Amount
EXPENSES			**-731,775.00**
Charity			**-731,775.00**
12/4/2009	All Saints Neumann Center		-20,000 00
3/25/2009	American Cancer Society		-10,000 00
12/4/2009	Arizona Science Center		-5,000.00
11/6/2009	Arizona Silverbelle		-20,000.00
1/30/2009	Arizona State University		-9,025.00
8/13/2009	Arizona State University		-8,000.00
9/1/2009	Arizona State University		-10,500.00
12/4/2009	Assn of Small Foundations		-1,000.00
12/4/2009	ASU Foundation	4 of 5 Gymnastics	-50,000.00
12/4/2009	ASU Foundation	8 of 8 Softball	-50,000.00
2/25/2009	Banner Health Foundation	Ryliegh's fund 10,000	-60,000.00
12/4/2009	Banner Health Foundation	children's hospital	-25,000.00
12/4/2009	Boys & Girls Club Of Metropolita...		-5,000.00
1/13/2009	Career Concepts for Youth		-25,000 00
12/4/2009	Career Concepts for Youth		-10,000.00
5/11/2009	Catholic Community Foundation		-5,000.00
12/4/2009	Christ Child Society		-2,500.00
12/4/2009	Crossroads, Inc.		-5,000.00
2/25/2009	Cystic Fibrosis Foundation		-5,000 00
12/4/2009	Desert Botanical Gardens	3 of 5	-50,000.00
5/12/2009	Diocese Of Phoenix		-25,000.00
4/29/2009	Father Ryan High School		-10,000.00
1/30/2009	Franciscan University of Steuben...		-8,000.00
8/13/2009	Franciscan University of Steuben...		-8,000.00
12/4/2009	GBS/CIDP Foundation		-5,000.00
12/4/2009	Helping Hands Housing Services		-3,000.00
1/22/2009	Hunkapi Horse Therapy		-30,000.00
1/22/2009	Junior Golf Association of AZ		-50,000.00
4/29/2009	Lady Bug Charities		-250.00
12/4/2009	Little Sisters of the Poor		-5,000 00
10/16/2009	McKenna Youth Foundation		-1,000.00
12/4/2009	Our Lady Of Solitude Monastery		-20,000.00
12/4/2009	Recording For The Blind		-1,000.00
12/4/2009	Ryan House		-10,000.00
12/4/2009	Safe Haven, Inc		-5,000.00
12/4/2009	Sisters Of St. Benedict		-4,000.00
1/22/2009	St. Joseph's Catholic Church	Adoration	-10,000.00
3/13/2009	St. Joseph's Catholic Church	Security	-4,000.00
9/4/2009	St. Joseph's Catholic Church		-10,000.00
12/9/2009	St. Joseph's Catholic Church		-1,500.00
12/4/2009	St. Mary of the Angels	youth group	-25,000.00
12/4/2009	St Mary's Food Bank		-25,000.00
12/4/2009	St. Peter Mission School		-2,500.00
12/4/2009	St. Vincent de Paul		-20,000.00
12/4/2009	Sun Angel Foundation	Maintenance	-10,000.00
2/25/2009	Ville De Marie Academy		-40,000.00
5/11/2009	Ville De Marie Academy		-10,000.00
12/4/2009	Ville De Marie Academy		-12,500.00

Contribution Address List for A.B. Farrington 2009

2/15/2010

All Saints Newman Center	230 E. University Drive Tempe, AZ 85281
American Cancer Society	1850 N. Central Ave Phoenix, AZ 85004
Arizona Science Center	600 E. Washington St.
Arizona Silverbelle	1961 E. McNair Drive Tempe, AZ 85283
Arizona State University	P.O. Box 2260 Tempe, AZ 85280
Arizona State University Foundation	P.O. Box 872505 Tempe, AZ 852872505
Assn of Small Foundations	P.O. Box 247 Winooski, VT 05404
Banner Health Foundation	P.O. Box 1897 Phoenix, AZ 850011897
Boys & Girls Club of Metropolitan Phoenix	2645 N. 24th Street Phoenix, AZ 85008

Contribution Address List for A.B. Farrington 2009 2/15/2010

Career Concepts for Youth	P.O. Box 32864 Phoenix, AZ 85064
Catholic Community Foundation	400 E. Monroe Street Phoenix, AZ 85004
Catholic Diocese of Phoenix	"
Christ Child Society	4633 N. 54th Street Phoenix, AZ 850181904
Crossroads, Inc.	1845 East Ocotillo Road Phoenix, AZ 85016
Cystic Fibrosis Foundation	3800 N. Central Avenue Suite 700 Phoenix, AZ 85012
Desert Botanical Gardens	1201 N. Galvin Parkway Phoenix, AZ 85008
Father Ryan High School	700 Norwood Drive Nashville, TN 37204
Franciscian University of Steubenville	1235 University Blvd. Steubenville, Ohio 43952
GBS/CIDP Foundation	The Holly Building 104 1/2 Forrest Avenue Narberth, PA 19072

Contribution Address List for A.B. Farrington 2009 2/15/2010

Helping Hands Housing Services	Helping Hands Housing Services 3837 E. Wier Ave. Suite 4 Phoenix, AZ 85040
Hunkapi Horse Therapy	10401 E. McDowell Mt. Ranch Road #2382 Scottsdale, AZ 85255
Junior Golf Association of Arizona	10888 N. 19th Avenue Phoenix, AZ 850294905
Lady Bug Charities	 ,
Little Sisters of the Poor	1900 Mark Avenue Gallup, NM 87301
McKenna Youth Foundation	1971 W. Maplewood Street Chandler, AZ 85248
Our Lady of Solitude Monastery	P.O. Box 92 Black Canyon City, AZ 85324
Recording for the Blind	3627 E. Indian School Rd. Suite 108 Phoenix, AZ 85048
Ryan House	P.O. Box 16234 Phoenix, AZ 85011
Safe Haven, Inc.	2345 W. Buckeye Road Phoenix, AZ 85009

Contribution Address List for A.B. Farrington 2009 2/15/2010

Sisters of St. Benedict	8502 West Pinchot Avenue Phoenix, AZ 85037
Society of St. Vincent De Paul	P.O. Box 13600 Phoenix, AZ 85002
St. Joseph's Catholic Church	11001 N. 40th Street Phoenix, AZ 85028
St. Mary of the Angels	P.O. Box 819 Pinetop, AZ 85935
St. Mary's Food Bank	2841 North 31st Avenue Phoenix, AZ 85009
St. Peter's Indian Mission	7433 E. Tuckey Lane Scottsdale, AZ 85250
Sun Angel Foundation	P.O. Box 872205 Tempe, AZ 852872205
Ville De Marie Academy	6535 E. Osborn Road #404 Scottsdale, AZ 85251

2009 Year End Summary

UBS

UBS Financial Services Inc.
8501 N SCOTTSDALE RD
SUITE 100
SCOTTSDALE AZ 85253-2748

CPP1002091381 1209 GA 0

Account name: THE ALBERTA B FARRINGTON FOUNDATION
Account type: PACE Multi
Account number: GA 21554 Z1

Your Financial Advisor:
ZILVETI WEALTH MANAGEMENT GROU
Phone 480-443-5400/800-447-1259

THE ALBERTA B FARRINGTON
FOUNDATION
BRANDES INVEST
7570 N SILVERCREST WAY
PARADISE VALLEY AZ 85253-2851

Summary of gains and losses

	Amount ($)
Short term	-197,015 92
Long term	-113,832 02
Total	**$-310,847.94**

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information.

We may not adjust gains and losses for all capital changes. Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium. Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided.

Short-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
DIAMOND HILL LONG-SHORT FUND CLASS A	FIFO	24 943	Dec 31, 08	Jun 16, 09	360 68	341 47		19 21	
	FIFO	10 119	Dec 17, 08	Jun 16, 09	146 32	143 89		2 43	

continued next page

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
	FIFO	878 129	Dec 04, 08	Jun 16, 09	12,697 75	11,617 65		1,080 10	
	FIFO	64 829	Feb 06, 09	Jun 16, 09	937 43	885 56		51 87	
	FIFO	1,412 876	Dec 04, 08	Feb 11, 09	18,706 48	18,692 35		14 13	
EVERGREEN ASSET ALLOCATION FUND CLASS A	FIFO	3,236 419	Jun 16, 09	Nov 19, 09	37,348 27	32,267 10		5,081 17	
	FIFO	1,892 168	Aug 03, 09	Nov 19, 09	21,835 62	20,321 88		1,513 74	
GATEWAY FUND CLASS A	FIFO	8 577	Dec 31, 08	Jun 16, 09	202 42	207 31	-4 89		
	FIFO	523 968	Dec 04, 08	Jun 16, 09	12,365 64	11,935 99		429 65	
	FIFO	28 242	Feb 06, 09	Jun 16, 09	666 51	674 14	-7 63		
	FIFO	3 980	Earnings	Jun 16, 09	93 93	89 79		4 14	
	FIFO	806 585	Dec 04, 08	Feb 11, 09	18,890 23	18,374 01		516 22	
IVY GLOBAL NATURAL RESOURCES FUND CLASS A	FIFO	1,632 681	Dec 11, 08	Feb 06, 09	19,151 35	16,734 98		2,416 37	
	FIFO	31 069	Dec 11, 08	Feb 06, 09	364 44	318 46		45 98	
	FIFO	3,563 889	Dec 11, 08	Feb 06, 09	41,804 42	36,529 86		5,274 56	
	FIFO	5,872 680	Jun 20, 08	Feb 06, 09	68,886 53	250,005 25	-181,118 72		
	FIFO	1,506 478	Sep 03, 08	Feb 06, 09	17,670 99	50,005 24	-32,334 25		
UBS PACE MONEY MARKET INVESTMENT FUND CLASS P	FIFO	294 040	Dec 15, 08	Nov 19, 09	294 04	294 04			
	FIFO	1,947 090	Dec 31, 08	Nov 19, 09	1,947 09	1,947 09			
	FIFO	723,134 780	Dec 04, 08	Nov 19, 09	723,134 78	723,134 78			
	FIFO	195,585 720	Feb 06, 09	Nov 19, 09	195,585 72	195,585 72			
	FIFO	609,656 400	Aug 03, 09	Nov 19, 09	609,656 40	609,656 40			
	FIFO	3,747 330	Earnings	Nov 19, 09	3,747 33	3,747 33			
	FIFO	9,886 780	Dec 04, 08	Oct 23, 09	9,886 78	9,886 78			
	FIFO	2,455 100	Dec 04, 08	Oct 20, 09	2,455 10	2,455 10			
	FIFO	6,048 200	Dec 04, 08	Jul 24, 09	6,048 20	6,048 20			
	FIFO	25,000 000	Dec 04, 08	Jun 29, 09	25,000 00	25,000 00			
	FIFO	2,193,473 240	Dec 04, 08	Jun 16, 09	2,193,473 24	2,193,473 24			
	FIFO	1,926 550	Dec 04, 08	Apr 23, 09	1,926 55	1,926 55			
	FIFO	1,106 790	Dec 04, 08	Feb 11, 09	1,106 79	1,106 79			
	FIFO	5,609 460	Dec 04, 08	Jan 23, 09	5,609 46	5,609 46			
Total					**$4,052,000 49**	**$4,249,016 41**	**-$213,465 49**	**$16,449.57**	**-$197,015.92**

Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value ($)	Purchase date	Sale date	Sale amount ($)	Purchase amount ($)	Loss ($)	Gain ($)	Net gain or loss ($)
IVY GLOBAL NATURAL RESOURCES FUND CLASS A	FIFO	2,322 176	Dec 14, 06	Feb 06, 09	27,239 12	71,430 13	-44,191 01		
	FIFO	2,641 920	Dec 13, 07	Feb 06, 09	30,989 72	100,630 73	-69,641 01		
Total					**$58,228.84**	**$172,060.86**	**-$113,832.02**		**-$113,832.02**
Net capital gains/losses:									**-$310,847.94**

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► [ ]

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing *(e-file).* Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	Employer identification number
File by the due date for filing your return See instructions	ALBERTA B FARRINGTON FOUNDATION	86-0717723
	Number, street, and room or suite number If a P O box, see instructions 5825 E. PINNACLE VISTA DR.	
	City, town or post office, state, and ZIP code For a foreign address, see instructions SCOTTSDALE, AZ 85266	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► GERI J CAVANAGH

Telephone No. ► (480) 948-1692 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► [ ] . If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15 , 20 10 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

► [X] calendar year 20 09 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	**3a**	$ 0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 19,912.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II | **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of Exempt Organization ALBERTA B FARRINGTON FOUNDATION	**Employer identification number** 86-0717723
File by the extended due date for filing the return See instructions	Number, street, and room or suite number If a P O box, see instructions CARNEAL & HUNT, P.L.C. 1222 E MISSOURI AVE STE 200	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions PHOENIX, AZ 85014-2922	

Check type of return to be filed (File a separate application for each return)

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ► GERI J CAVANAGH

Telephone No. ► (480) 948-1692 FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ► [ ] If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15, 20 10.

5 For calendar year 2009, or other tax year beginning ______, 20__, and ending ______, 20__

6 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO ACCUMULATE THE INFORMATION TO PREPARE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**8a**	$ 0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	**8b**	$ 19,912.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instrs	**8c**	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► [signature] Title ► CPA Date ► 8/12/10