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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments	23,859	70,955	70,955
	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)	1,065,199	614,139	850,179
	c Investments—corporate bonds (attach schedule)	319,370	312,767	322,057
	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)	72,466	195,465	819,977
	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)	1,480,894	1,193,326	2,063,168
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 ▶ TENANT SECURITY DEPOSIT)	2,999	2,999	
	23 Total liabilities (add lines 17 through 22)	2,999	2,999	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,477,895	1,190,327	
	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)	1,477,895	1,190,327	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,480,894	1,193,326	

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	1,477,895
2 Enter amount from Part I, line 27a	2	-290,310
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,742
4 Add lines 1, 2, and 3	4	1,190,327
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,190,327

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	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	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	-245,781
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	0

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	238,883	1,955,103	0.122184
2007	104,735	2,250,664	0.046535
2006	108,463	1,972,659	0.054983
2005	68,632	1,635,553	0.041963
2004	78,228	1,539,164	0.050825

2 Total of line 1, column (d)	2	0.316490
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	0.063298
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,762,887
5 Multiply line 4 by line 3	5	111,587
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	905
7 Add lines 5 and 6	7	112,492
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8	135,254

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	905
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, 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	905
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	905
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,838		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,838	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	933	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 933 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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) AZ		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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?☐ 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? If "Yes" to 6b, file Form 8870**6b** X**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?**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; MAC S4101-22G Phoenix AZ 8	TRUSTEE 4.00	22,780	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
.....		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	1,707,007
b	Average of monthly cash balances	1b	82,726
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,789,733
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	1,789,733
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	26,846
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,762,887
6	Minimum investment return. Enter 5% of line 5	6	88,144

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	88,144
2a	Tax on investment income for 2009 from Part VI, line 5	2a	905
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	905
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	87,239
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	87,239
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	87,239

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	135,254
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	135,254
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	905
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	134,349

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				87,239
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	2,670			
b From 2005	NONE			
c From 2006	15,482			
d From 2007	NONE			
e From 2008	144,804			
f Total of lines 3a through e	162,956			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 135,254				
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				87,239
e Remaining amount distributed out of corpus	48,015			
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	210,971			
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)	2,670			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	208,301			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	15,482			
c Excess from 2007	0			
d Excess from 2008	144,804			
e Excess from 2009	48,015			

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)

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

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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				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 XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	37,378	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property			16	82,090	
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	-245,781	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a		0		0	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		-126,313	0
13	Total. Add line 12, columns (b), (d), and (e)				13	-126,313

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

[illegible]

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

Recipient(s) paid during the year

Name BRANDEIS UNIVERSITY				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street PO BOX 9110					
City WALTHAM		State MA	Zip code 02454-9110	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 14,282

Name HADASSAH MEDICAL RELIEF ASSN INC				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 50 W 58TH STREET					
City NEW YORK		State NY	Zip code 10019	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 14,282

Name ROW NEUROLOGICAL FOUNDATION				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 3110 N CENTRAL AVENUE					
City PHOENIZ		State AZ	Zip code 85012	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Chanty			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 28,563

Name AMERICAN CANCER SOCIETY				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street PO BOX 720366					
City OKLAHOMA CITY		State OK	Zip code 73162	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 14,282

Name AMERICAN HEART ASSOCIATION				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street PO BOX 22035					
City ST PETERSBURG		State FL	Zip code 33742	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 14,282

Name ARIZONA CHAPTER OF MS SOCIETY				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 315 S 48TH ST STE 101					
City TEMPE		State AZ	Zip code 85281-2343	Foreign Country	
Relationship NONE		Foundation Status 501(c)(3) Public Chanty			
Purpose of grant/contribution GENERAL SUPPORT GRANT					Amount 14,282

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

Recipient(s) paid during the year

Name

CYSTIC FIBROSIS FOUNDATION

☐ Person ☒ Business

Street

6931 ARLINGTON ROAD STE 200

City

BETHESDA

State

MD

Zip code

28014

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

14,282

Name

UNIVERSITY OF ARIZONA FOUNDATION

☐ Person ☒ Business

Street

PO BOX 210109

City

TUCSON

State

AZ

Zip code

85721

Foreign Country

Relationship

NONE

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

14,292

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

☐ Person ☐ Business

Street

City

State

Zip code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Account Statement For:
GOLDBERG, JOSEPH FBO CHARITIES TUW

Period Covered: December 1, 2009 - December 31, 2009

Account Number 0900051900

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

Asset held in Invested Income Portfolio

Total Money Market

Total Cash & Equivalents

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH							
INCOME			\$8,424.92	\$8,424.92	\$0.00		
Total Cash			\$8,424.92		\$0.00		
MONEY MARKET							
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	60,791.880		\$60,791.88	\$60,791.88	\$0.00	\$153.10	0.25%
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	1,738.130		1,738.13	1,738.13	0.00	4.38	0.25
<i>Asset held in Invested Income Portfolio</i>							
Total Money Market			\$62,530.01	\$62,530.01	\$0.00	\$157.48	0.25%
Total Cash & Equivalents			\$70,954.93	\$70,954.93	\$0.00	\$157.48	0.22%

ASSET DESCRIPTION

Fixed Income

MUTUAL FUNDS

ISHARES BARCLAYS AGGREGATE BOND FUND
CUSIP: 464287226

ISHARES BARCLAYS TIPS BOND FUND
CUSIP: 464287176

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

CUSIP: 880208400

Total Mutual Funds

Total Fixed Income

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ISHARES BARCLAYS AGGREGATE BOND FUND CUSIP: 464287226	1,800.000	\$103.190	\$185,742.00	\$182,881.92	\$2,860.08	\$7,218.00	3.89%
ISHARES BARCLAYS TIPS BOND FUND CUSIP: 464287176	500.000	103.900	51,950.00	49,885.22	2,064.78	2,021.00	3.89
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616	6,648.167	12.690	84,365.24	80,000.00	4,365.24	3,782.81	4.48
CUSIP: 880208400							
Total Mutual Funds			\$322,057.24	\$312,767.14	\$9,290.10	\$13,021.81	4.04%
Total Fixed Income			\$322,057.24	\$312,767.14	\$9,290.10	\$13,021.81	

Account Statement For:
GOLDBERG, JOSEPH FBO CHARITIES TUW

Period Covered: December 1, 2009 - December 31, 2009

Account Number 0900051900

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities

MUTUAL FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
ISHARES MSCI EAFE SYMBOL: EFA CUSIP: 464287465	3,300,000	\$55.280	\$182,424.00	\$131,813.88	\$50,610.12	\$4,755.30	2.61%
ISHARES S & P 500 INDEX FUND SYMBOL: IVV CUSIP: 464287200	4,100,000	111.810	458,421.00	343,727.60	114,693.40	9,807.20	2.14
ISHARES TR S & P MIDCAP 400 INDEX FD SYMBOL: UH CUSIP: 464287507	1,200,000	72.410	86,892.00	60,576.00	26,316.00	1,615.20	1.86
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL: EEM CUSIP: 464287234	1,500,000	41.500	62,250.00	34,257.00	27,993.00	36.00	0.06
ISHARES TR SMALLCAP 600 INDEX FD SYMBOL: IJR CUSIP: 464287804	1,100,000	54.720	60,192.00	43,764.71	16,427.29	745.80	1.24
Total Mutual Funds			\$850,179.00	\$614,139.19	\$236,039.81	\$16,959.50	1.99%
Total Equities			\$850,179.00	\$614,139.19	\$236,039.81	\$16,959.50	1.99%

ASSET DESCRIPTION

Alternative Investments

OTHER

GATEWAY FUND - Y #1986 SYMBOL: GTEYX CUSIP: 367829884	3,392,706	\$25.240	\$85,631.90	\$80,000.00	\$5,631.90	\$1,804.92	2.11%
PIMCO COMMODITY REAL RETURN STRATEGY FUND CLASS P #1921 SYMBOL: PCRFX CUSIP: 72201M842	6,623,803	8.280	54,845.09	40,000.00	14,845.09	3,278.78	5.98
Total Other			\$140,476.99	\$120,000.00	\$20,476.99	\$5,083.70	3.62%
Total Alternative Investments			\$140,476.99	\$120,000.00	\$20,476.99	\$5,083.70	3.62%

6 of 16

PRIVATE CLIENT SERVICES

Account Statement For:
GOLDBERG, JOSEPH FBO CHARITIES TUW

Period Covered: December 1, 2009 - December 31, 2009

Account Number 0900051900

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Real Estate & Specialty Assets

REAL PROPERTY

SWC 89A & MINGUS AVENUE
COTTONWOOD AZ 86326

Commercial
YAVAPAI COUNTY AP# 40641001 3
ASSET MANAGER: DAVID OSSELAER
PHONE#: 480-348-4019
Valued as of 07/13/09

2483 EAST WHITE MOUNTAIN BLVD
PINETOP AZ 85935

Commercial
NAVAJO COUNTY AP# 21143016
ASSET MANAGER: RICK SCHREIBER
PHONE#: 480-348-4021
Valued as of 06/09/09

500 S BEELINE HWY
PAYSON AZ 85541

GILA COUNTY APIN# 30403178
ASSET MANAGER: RICK SCHREIBER
PHONE# 480-348-4021
Valued as of 02/03/09

Total Real Property

Total Real Estate & Specialty Assets

TOTAL ASSETS

QUANTITY	PRICE	VALUE CARRIED AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
0.450	\$425,000.000	\$191,250.00	\$25,875.00	\$165,375.00	\$19,800.00	10.35%
0.450	695,000.000	312,750.00	24,075.00	288,675.00	16,200.00	5.18
0.450	390,000.000	175,500.00	25,515.00	149,985.00	13,950.00	7.95
		\$679,500.00	\$75,465.00	\$604,035.00	\$49,950.00	7.35%
		\$679,500.00	\$75,465.00	\$604,035.00	\$49,950.00	7.35%
		ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	
		\$2,063,168.16	\$1,193,326.26	\$869,841.90	\$85,172.49	

Account Statement For:
GOLDBERG, JOSEPH FBO CHARITIES TUW

Period Covered: December 1, 2009 - December 31, 2009

Account Number 0900051900

**WELLS
FARGO**

LIABILITY DETAIL

LIABILITY DESCRIPTION
45% INTEREST OF SECURITY DEPOSIT
FROM TENANT TIME OUT, INC
P.O. BOX 306, PAYSON, AZ 85541
\$4000.00 SECURITY DEPOSIT
\$2600.00 LAST MONTH RENT
TOTAL LIABILITIES

BALANCE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
- \$2,999.25	- \$2,999.25	\$0.00	\$0.00
- \$2,999.25	- \$2,999.25	\$0.00	\$0.00

TOTAL ACCOUNT VALUE

ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$2,060,168.91	\$1,190,327.01	\$869,841.90	\$85,172.49

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

Index		Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Totals		Cost, Other Basis and Expenses		Expense of Sale and Cost of Improve-ments	Net Gain or Loss
									Gross Sales	0	1,183,431	0		
			Long Term CG Distributions	0										
			Short Term CG Distributions	0										
			Amount	0										
			0	0										
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[illegible]

Line 16b (990-PF) - Accounting Fees

		1,012	0	0	1,012
	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	ACCOUNTING FEES	1,012			1,012
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		582	582	582	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes	
1	FOREIGN TAXES PAID	582	582			
2						
3						
4						
5						
6						
7						
8						
9						
10						

Line 23 (990-PF) - Other Expenses

		33,856	28,161	0	5,695
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	22,781	17,086		5,695
3	RENTAL EXPENSES	11,075	11,075		
4					
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
1	CORPORATE STOCK		1,065,199	614,139	874,006	850,179
2						
3						
4						
5						
6						
7						
8						
9						
10						

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

	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			319,370	312,767	304,801	322,057
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

				72,466	195,465	819,977
	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year	
1	OTHER INVESTMENTS		72,466	195,465	819,977	
2						
3						
4						
5						
6						
7						
8						
9						
10						

Part II, Line 22 (990-PF) - Other Liabilities

	Description	2,999 Beginning Balance	2,999 Ending Balance
1	TENANT SECURITY DEPOSIT	2,999	2,999
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	COST BASIS ADJUSTMENT	1	1,254
2	MUTUAL FUND TIMING DIFFERENCE	2	242
3	UNDISTRIBUTED CTF CAPITAL GAIN	3	410
4	FEDERAL EXCISE TAX REFUND	4	836
5	Total	5	2,742

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

Long Term CG Distributions														Amount	
Short CG Distributions														0	
														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		
1	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/28/1985	1/16/2009	3,719	0	7,450	-3,731			0	-3,731		
2	LEGG MASON PARTNERS EQUITY FUNI	524695103		11/19/1992	1/16/2009	39,963	0	64,840	-24,877			0	-24,877		
3	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/2/1993	1/16/2009	1,962	0	3,149	-1,187			0	-1,187		
4	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/1/1994	1/16/2009	23,543	0	38,571	-15,028			0	-15,028		
5	LEGG MASON PARTNERS EQUITY FUNI	524695103		9/2/1994	1/16/2009	8,018	0	12,079	-4,061			0	-4,061		
6	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/2/1995	1/16/2009	31,134	0	42,340	-11,206			0	-11,206		
7	LEGG MASON PARTNERS EQUITY FUNI	524695103		5/7/1996	1/16/2009	22,221	0	38,359	-16,138			0	-16,138		
8	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/19/1997	1/16/2009	34,120	0	68,320	-34,200			0	-34,200		
9	LEGG MASON PARTNERS EQUITY FUNI	524695103		12/23/1998	1/16/2009	9,383	0	20,026	-10,643			0	-10,643		
10	LEGG MASON PARTNERS EQUITY FUNI	524695103		8/8/2000	1/16/2009	125,928	0	269,146	-143,218			0	-143,218		
11	LEGG MASON PARTNERS EQUITY FUNI	524695103		8/9/2000	1/16/2009	42,650	0	90,875	-48,225			0	-48,225		
12	LEGG MASON PARTNERS EQUITY FUNI	524695103		8/10/2000	1/16/2009	38,385	0	82,350	-43,965			0	-43,965		
13	LEGG MASON PARTNERS EQUITY FUNI	524695103		4/26/2001	1/16/2009	23,884	0	38,836	-14,952			0	-14,952		
14	LEGG MASON PARTNERS EQUITY FUNI	524695103		8/14/2002	1/16/2009	3,992	0	4,507	-515			0	-515		
15	LEGG MASON PARTNERS EQUITY FUNI	524695103		1/7/2008	1/16/2009	42,769	0	70,196	-27,427			0	-27,427		
16	VERIZON COMMUNICATIONS	92343V104		3/23/1977	1/13/2009	1,080	0	294	786			0	786		
17	VERIZON COMMUNICATIONS	92343V104		3/27/1976	1/13/2009	7,160	0	1,530	5,630			0	5,630		
18	VERIZON COMMUNICATIONS	92343V104		3/27/1976	1/16/2009	24,009	0	5,342	18,667			0	18,667		
19	VERIZON COMMUNICATIONS	92343V104		3/27/1976	1/16/2009	5,541	0	1,251	4,290			0	4,290		
20	TAXABLE SHORT-TERM BOND FUND	999612906		4/1/1992	2/13/2009	31,904	0	33,534	-1,630			0	-1,630		
21	TAXABLE SHORT-TERM BOND FUND	999612906		5/1/1991	2/13/2009	18,096	0	18,775	-679			0	-679		
22	TAXABLE SHORT-TERM BOND FUND	999612906		5/1/1991	4/30/2009	4,956	0	5,094	-138			0	-138		
23	TAXABLE SHORT-TERM BOND FUND	999612906		9/30/1994	4/30/2009	15,391	0	15,437	-46			0	-46		
24	TAXABLE SHORT-TERM BOND FUND	999612906		8/7/2007	4/30/2009	38,561	0	39,289	-728			0	-728		
25	TAXABLE INTERMEDIATE TERM BD FD	999708902		4/1/1992	2/13/2009	4,572	0	4,905	-333			0	-333		
26	TAXABLE INTERMEDIATE TERM BD FD	999708902		8/31/1993	2/13/2009	42,865	0	48,925	-6,060			0	-6,060		
27	TAXABLE INTERMEDIATE TERM BD FD	999708902		5/15/1996	2/13/2009	10,662	0	11,282	-620			0	-620		
28	TAXABLE INTERMEDIATE TERM BD FD	999708902		6/6/2008	2/13/2009	11,900	0	12,299	-399			0	-399		
29	TAXABLE INTERMEDIATE TERM BD FD	999708902		9/30/1994	4/30/2009	22,876	0	23,465	-589			0	-589		
30	TAXABLE INTERMEDIATE TERM BD FD	999708902		8/7/2007	4/30/2009	96,878	0	99,159	-2,281			0	-2,281		
31	TAXABLE INTERMEDIATE TERM BD FD	999708902		6/6/2008	4/30/2009	7,172	0	7,379	-207			0	-207		
32	AT & T INC	00206R102		3/27/1976	1/13/2009	17,442	0	1,908	15,534			0	15,534		
33	AT & T INC	00206R102		3/27/1976	1/13/2009	3,078	0	292	2,786			0	2,786		
34	AT & T INC	00206R102		3/27/1976	1/16/2009	49,820	0	4,865	44,955			0	44,955		
35	EXXON MOBIL CORPORATION	30231G102		3/27/1976	1/13/2009	23,362	0	714	22,648			0	22,648		
36	EXXON MOBIL CORPORATION	30231G102		3/27/1976	1/16/2009	115,334	0	3,568	111,766			0	111,766		
37	ISHARES S & P 500 INDEX FUND	464287200		1/16/2009	8/28/2009	41,395	0	33,534	7,861			0	7,861		
38	ISHARES TR MSCI EMERGING MARKET	464287234		1/16/2009	8/28/2009	14,409	0	9,135	5,274			0	5,274		
39	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/9/1989	1/16/2009	40,944	0	58,584	-17,640			0	-17,640		
40	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/7/1978	1/16/2009	43	0	45	-2			0	-2		
41	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/18/1977	1/16/2009	77	0	99	-22			0	-22		
42	LEGG MASON PARTNERS EQUITY FUNI	524695103		1/21/1975	1/16/2009	26	0	31	-5			0	-5		
43	LEGG MASON PARTNERS EQUITY FUNI	524695103		1/29/1976	1/16/2009	34	0	52	-18			0	-18		
44	LEGG MASON PARTNERS EQUITY FUNI	524695103		1/2/1974	1/16/2009	785	0	1,540	-755			0	-755		
45	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/5/1979	1/16/2009	9,383	0	10,826	-1,443			0	-1,443		
46	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/27/1980	1/16/2009	77	0	124	-47			0	-47		
47	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/27/1980	1/16/2009	810	0	1,208	-398			0	-398		
48	LEGG MASON PARTNERS EQUITY FUNI	524695103		1/20/1981	1/16/2009	8,530	0	16,360	-7,830			0	-7,830		
49	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/2/1981	1/16/2009	1,297	0	1,979	-682			0	-682		
50	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/1/1982	1/16/2009	3,753	0	5,388	-1,635			0	-1,635		
51	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/2/1981	1/16/2009	1,842	0	2,617	-775			0	-775		
52	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/2/1982	1/16/2009	1,612	0	2,290	-678			0	-678		
53	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/1/1983	1/16/2009	2,354	0	4,326	-1,972			0	-1,972		
54	LEGG MASON PARTNERS EQUITY FUNI	524695103		11/15/1983	1/16/2009	5,989	0	13,425	-7,436			0	-7,436		
55	LEGG MASON PARTNERS EQUITY FUNI	524695103		2/3/1984	1/16/2009	15,527	0	28,394	-12,867			0	-12,867		
56	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/4/1986	1/16/2009	5,754	0	9,778	-4,024			0	-4,024		
57	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/3/1987	1/16/2009	830	0	1,597	-767			0	-767		
58	LEGG MASON PARTNERS EQUITY FUNI	524695103		3/3/1992	1/16/2009	21,410	0	35,730	-14,320			0	-14,320		
59	LONG TERM CAPITAL GAIN					656	0	0	656			0	656		
60	CTF SHORT TERM					1,564	0	0	1,564			0	1,564		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	1,838
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	1,838

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

1 NONE
2 _____
3 _____
4 _____
5 _____
6 _____
7 _____
8 _____
9 _____
10 _____

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

NONE

