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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
 Internal Revenue Service (77)

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

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

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

Use the IRS label Otherwise, print or type. See Specific Instructions.	Name of foundation RICH, JUNIOR E & BLANCHE B FDN 028710		A Employer identification number 87-6173654
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800)352-3705
	Wells Fargo Bank N A - PO Box 53456, MAC S4101-22G		
	City or town, state, and ZIP code Phoenix AZ 85072		C If exemption application is pending check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 487,412	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	16,632	15,126		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	39,908			
	b Gross sales price for all assets on line 6a	41,721			
	7 Capital gain net income (from Part IV, line 2)		39,908		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total Add lines 1 through 11	56,540	55,034	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	1,750	0	0	1,750
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 11 of the instructions)	42	42	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,421	7,816	0	2,605
	24 Total operating and administrative expenses Add lines 13 through 23	12,213	7,858	0	4,355
25 Contributions, gifts, grants paid	28,870			28,870	
26 Total expenses and disbursements Add lines 24 and 25	41,083	7,858	0	33,225	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	15,457				
b Net investment income (if negative, enter -0-)		47,176			
c Adjusted not income (if negative, enter -0-)			0		

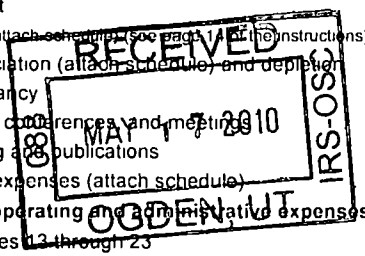
For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2009)

(HTA)

POSTMARK DATE MAY 13 2010

SCANNED MAY 20 2010



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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	97,353	6,862	6,862
	3	Accounts receivable ▶	0	0	0
		Less allowance for doubtful accounts ▶	0	0	0
	4	Pledges receivable ▶	0	0	0
		Less allowance for doubtful accounts ▶	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	0	0
		Less allowance for doubtful accounts ▶	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)	45,561	140,700	367,793
	c	Investments—corporate bonds (attach schedule)	50,000	50,000	45,255
	11	Investments—land, buildings, and equipment basis ▶	0		
	Less accumulated depreciation (attach schedule) ▶	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	55,000	64,783	67,502	
14	Land, buildings, and equipment basis ▶	0			
	Less accumulated depreciation (attach schedule) ▶	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)	247,914	262,345	487,412	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <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	247,914	262,345	
	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)	247,914	262,345		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	247,914	262,345		

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	247,914
2	Enter amount from Part I, line 27a	2	15,457
3	Other increases not included in line 2 (itemize) ▶ Federal Excise Tax Refund	3	283
4	Add lines 1, 2, and 3	4	263,654
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,309
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	262,345

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	GENERAL ELECTRIC CO		11/1/1985	12/18/2009
b	GENERAL ELECTRIC CO		11/1/1985	8/24/2009
c	ALTRIA GROUP INC		11/1/1985	8/24/2009
d	UNRECAPTURED SECTION 1250 GAIN			
e	CAPITAL GAIN DISTRIBUTION - 15%			
(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	4,758	0	256	4,502
b	20,159	0	1,194	18,965
c	13,703	0	363	13,340
d	2	0	0	2
e	3,099	0	0	3,099
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	4,502
b	0	0	0	18,965
c	0	0	0	13,340
d	0	0	0	2
e	0	0	0	3,099
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 39,908
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	{ 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	36,316	643,704	0.056417
2007	36,221	885,719	0.040894
2006	187,269	3,649,210	0.051318
2005	176,892	3,705,452	0.047738
2004	159,886	3,571,051	0.044773
2	Total of line 1, column (d)		2 0.241140
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 0.048228
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4 446,058
5	Multiply line 4 by line 3		5 21,512
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 472
7	Add lines 5 and 6		7 21,984
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 33,225

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	472
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	472
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	472
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	120	
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	120
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	352
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	0
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes" has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> UT		
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? <i>If "No," attach explanation</i>		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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? Website address ▶ N/A	13	X	
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			<input type="checkbox"/>

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)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

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	5,421	0
SHARON RICH LEWIS 2826 Pierce Ave Ogden UT 84403	Chair	1 00	5,000	0
LYNN RICH LICHFIELD 575 East 2000 N N Logan UT 84341	Chair	1 00	0	0
CAROYN RICH NEBEKER 1750 Kershaw St Ogden UT 84403	Chair	1 00	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	
3 All other program-related investments. See page 24 of the instructions	
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	382,458
b	Average of monthly cash balances	1b	70,393
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	452,851
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	452,851
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	6,793
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	446,058
6	Minimum investment return. Enter 5% of line 5	6	22,303

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	22,303
2a	Tax on investment income for 2009 from Part VI, line 5	2a	472
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	472
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,831
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,831
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	21,831

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	33,225
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	33,225
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	472
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,753

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				21,831
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			28,864	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>33,225</u>				
a Applied to 2008, but not more than line 2a			28,864	
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				4,361
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				
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				17,470
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

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

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

SHARON RICH LEWIS 2826 PIERCE AVENUE OGDEN UT 84403

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

LETTER OF APPLICATION

c Any submission deadlines

NONE, BUT SUGGEST BY SEPTEMBER 30TH

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

N/A

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	Date Sold	Gross Sales Price	Cost or Other Basis		Net Gain or Loss
										Cost	Donated Value	
Totals										41,721	1,813	39,908
Securities										0	0	0
Other sales												
1	X	GENERAL ELECTRIC CO	369604103			11/1/1985		12/18/2009	4,758	256		
2	X	GENERAL ELECTRIC CO	369604103			11/1/1985		8/24/2009	20,159	1,194		
3	X	ALTRIA GROUP INC	02209S103			11/1/1985		8/24/2009	13,703	363		
4	X	UNRECAPTURED SECTION 12							2			
5	X	CAPITAL GAIN DISTRIBUTION							3,099			
6												
7												
8												
9												
10												

Long Term CG Distributions Amount 0
 Short Term CG Distributions

Expense of Sale and Cost of Improvements Depreciation

Line 16b (990-PF) - Accounting Fees

		1,750	0	0	1,750
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Tax Prep Fees	1,750			1,750
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		42	42	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	42	42		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		10,421	7,816	0	2,605
	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	5,421	4,066		1,355
3	Co-trustee Fees	5,000	3,750		1,250
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	Beginning Balance		45,561	140,700	271,392	367,793
2	See Attached Statement			140,700	271,392	367,793
3						
4						
5						
6						
7						
8						
9						
10						

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

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	Beginning Balance		55,000	64,783	67,502
2	See Attached Statement			0	67,502
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	Federal Excise Tax Refund	1	283
2	Total	2	283

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

1	Cost Basis Adjustment	1	1,016
2	Mutual Fund Timing Difference	2	76
3	PY Return of Capital Adjustment	3	217
4	Total	4	1,309

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

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Totals		Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV 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
								41,721	0						
								0	1,813	39,908	0	0	0	0	39,908
1	GENERAL ELECTRIC CO	369604103		11/1/1985	12/18/2009	4,758		0	256	4,502					4,502
2	GENERAL ELECTRIC CO	369604103		11/1/1985	8/24/2009	20,159		0	1,194	18,965					18,965
3	ALTRIA GROUP INC	02209S103		11/1/1985	8/24/2009	13,703		0	363	13,340					13,340
4	UNRECAPTURED SECTION 1250 GAIN					2		0	0	2					2
5	CAPITAL GAIN DISTRIBUTION - 15%					3,099		0	0	3,099					3,099
6						0		0	0	0					0
7						0		0	0	0					0
8						0		0	0	0					0
9						0		0	0	0					0
10						0		0	0	0					0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	WELLS FARGO BANK N A		PO Box 53456, MAC S4101-22G	Phoenix	AZ	85072		Trustee	4	5,421
2	SHARON RICH LEWIS		2826 Pierce Ave	Ogden	UT	84403		Chair	1	5,000
3	LYNN RICH LICHFIELD		575 East 2000 N N	Logan	UT	84341		Chair	1	0
4	CAROYN RICH NEBEKER		1750 Kershaw St	Ogden	UT	84403		Chair	1	0
5										
6										
7										
8										
9										
10										

10,421

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

	Date	Amount
1 Credit from prior year return	1	120
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	120

••
•

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	28,864
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	28,864

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 _____

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

Recipient(s) paid during the year

Name ECCLES COMMUNITY ART CENTER ATTN SANDY HAVAS, DIRECTOR				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2580 JEFFERSON AVENUE					
City OGDEN		State UT	Zip code 84401	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 1,200

Name JUNIOR LEAGUE OF OGDEN				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2580 JEFFERSON AVENUE					
City OGDEN		State UT	Zip code 84401	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 200

Name BOX ELDER COMMUNITY PANTRY				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street BOX 22					
City BRIGHAM CITY		State UT	Zip code 84302	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 500

Name OGDEN PIONEER HERITAGE FOUNDATION				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street BOX 1500092					
City OGDEN		State UT	Zip code 84415	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 500

Name BOYS AND GIRLS CLUB WEBER/DAVIS				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 127 - 24TH STREET, SUITE 3					
City OGDEN		State UT	Zip code 84401	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 1,000

Name OGDEN SYMPHONY BALLET				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 638 26TH STREET					
City OGDEN		State UT	Zip code 84401-2594	Foreign Country	
Relationship None		Foundation Status 501(c)(3) Public Charity			
Purpose of grant/contribution General Support Grant					Amount 1,200

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

Recipient(s) paid during the year

Name

OGDEN SCHOOL FOUNDATION

 Person Business

Street

1950 MONROE BLVD

City

OGDEN

State

UT

Zip code

84401-0619

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

1,200

Name

WEBER SCHOOL DISTRICT FOUNDATION

 Person Business

Street

5320 SO ADAMS PARKWAY

City

OGDEN

State

UT

Zip code

84405

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

1,200

Name

UNITED WAY BREAKFAST WITH SANTA

 Person Business

Street

2955 HARRISON BLVD

City

OGDEN

State

UT

Zip code

84403

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

250

Name

THE SALVATION ARMY NATIONAL HEADQUARTERS

 Person Business

Street

PO BOX 269

City

ALEXANDRIA

State

VA

Zip code

22313

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

1,500

Name

MIDTOWN COMMUNITY HEALTH CENTER

 Person Business

Street

2240 ADAMS AVENUE

City

OGDEN

State

UT

Zip code

84401

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

2,500

Name

WEBER SCHOOL FOUNDATION WEBER HIGH SWIMMING TEAM

 Person Business

Street

430 W WEBER HIGH DRIVE

City

OGDEN

State

UT

Zip code

84414-1499

Foreign Country

Relationship

None

Foundation Status

501(c)(3) Public Charity

Purpose of grant/contribution

General Support Grant

Amount

2,000

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

Recipient(s) paid during the year

Name JUNIOR LEAGUE OF OGDEN - HEALTH CONN				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2580 JEFFERSON AVENUE					
City OGDEN	State UT	Zip code 84401	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 2,000

Name OGDEN SCHOOL FOUNDATION - SHADOW VALLEY SCHOOL				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 1950 MONROE BLVD					
City OGDEN	State UT	Zip code 84401-0619	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 2,000

Name QUARTERS FOR CHRISTMAS KSL				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street P O BOX 1160					
City SALT LAKE CITY	State UT	Zip code 84110	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 2,000

Name UNION STATION FOUNDATION				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 2501 WALL AVENUE					
City OGDEN	State UT	Zip code 84401-1359	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 1,000

Name ELIZ STEWART TREE HOUSE MUSEUM				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 347 22ND STREET					
City OGDEN	State UT	Zip code 84401	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 1,000

Name OGDEN HIGH SCHOOL RESTORATION PROJECT				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 1950 MONROE BOULEVARD					
City OGDEN	State UT	Zip code 84401-0619	Foreign Country		
Relationship None	Foundation Status 501(c)(3) Public Charity				
Purpose of grant/contribution General Support Grant					Amount 1,000

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

Recipient(s) paid during the year

Name
 OGDEN RESCUE MISSION Person Business

Street
 P O BOX 625

City OGDEN	State UT	Zip code 84402	Foreign Country
---------------	-------------	-------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 1,000
--	-----------------

Name
 PREVENT CHILD ABUSE Person Business

Street
 2955 HARRISON BOULEVARD

City OGDEN	State UT	Zip code 84403-0373	Foreign Country
---------------	-------------	------------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 1,000
--	-----------------

Name
 NAT CENTER FOR SHAKEN BABY SYNDROME Person Business

Street
 2955 HARRISON BOULEVARD

City OGDEN	State UT	Zip code 84403-0373	Foreign Country
---------------	-------------	------------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 500
--	---------------

Name
 BLANCHE B RICH ART SCHOLARSHIP WEBER STATE UNIVERSITY Person Business

Street
 3850 UNIVERSITY CIRCLE

City OGDEN	State UT	Zip code 84405	Foreign Country
---------------	-------------	-------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 500
--	---------------

Name
 OGDEN NATURE CENTER Person Business

Street
 966 WEST 12TH STREET

City OGDEN	State UT	Zip code 84404-5410	Foreign Country
---------------	-------------	------------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 500
--	---------------

Name
 WEBER COUNTY LIBRARY, HUNTSVILLE BR Person Business

Street
 131 S 7400 E

City HUNTSVILLE	State UT	Zip code 84317	Foreign Country
--------------------	-------------	-------------------	-----------------

Relationship
None

Foundation Status
501(c)(3) Public Charity

Purpose of grant/contribution General Support Grant	Amount 500
--	---------------

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

Recipient(s) paid during the year

Name
 OGDEN REGIONAL AIRPORT ASSOC Person Business

Street
 3929 SOUTH AIRPORT ROAD

City OGDEN	State UT	Zip code 84405	Foreign Country
Relationship None	Foundation Status 501(c)(3) Public Charity		
Purpose of grant/contribution General Support Grant			Amount 620

Name
 YOUR COMMUNITY CONNECTION Person Business

Street
 2261 ADAMS AVENUE

City OGDEN	State UT	Zip code 84401-1510	Foreign Country
Relationship None	Foundation Status 501(c)(3) Public Charity		
Purpose of grant/contribution General Support Grant			Amount 2,000

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

Statement A

RICH, JUNIOR E. & BLANCHE B. FOUNDATION

EIN: 87-6173654

Utah Attorney General does not require and prefers that we do not furnish a copy of Form 990 to their office



**WELLS
FARGO**

Account Statement For:
RICH, JUNIOR E. & BLANCHE B. FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

Asset held in Invested Income Portfolio

FIDELITY INSTITUTIONAL MONEY MARKET
PORTFOLIO CLASS I #59

Total Money Market

Total Cash & Equivalents

	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
	\$509.09	\$509.09	\$0.00		
	\$509.09	\$509.09	\$0.00		
	\$228.59	\$228.59	\$0.00	\$0.58	0.25%
	6,124.34	6,124.34	0.00	15.42	0.25
	\$6,352.93	\$6,352.93	\$0.00	\$16.00	0.25%
	\$6,862.02	\$6,862.02	\$0.00	\$16.00	0.23%



Account Statement For:
 RICH, JUNIOR E. & BLANCHE B. FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Fixed Income

CORPORATE OBLIGATIONS

GOLDMAN SACHS GROUP INC
 1.69X MSCI EAFE 15% BUFFER
 DTD 05/07/08 05/07/2013
 CUSIP: 38143UCL3
 MOODY'S RATING A1
 STANDARD & POOR'S RATING A
 MLN CREDIT SUISSE BUFFERED
 ACCELERATED RETURN ON RUSSELL 2000
 DTD 07/17/08 07/16/2010
 CUSIP: 22546ECA0
 MOODY'S RATING AA1
 STANDARD & POOR'S RATING A+

Total Corporate Obligations

Total Fixed Income

ASSET DESCRIPTION	PAR VALUE	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD TO MATURITY
GOLDMAN SACHS GROUP INC 1.69X MSCI EAFE 15% BUFFER DTD 05/07/08 05/07/2013 CUSIP: 38143UCL3 MOODY'S RATING A1 STANDARD & POOR'S RATING A	25,000,000	\$75.900	\$18,975.00	\$25,000.00	-\$6,025.00	\$0.00	0.00%
MLN CREDIT SUISSE BUFFERED ACCELERATED RETURN ON RUSSELL 2000 DTD 07/17/08 07/16/2010 CUSIP: 22546ECA0 MOODY'S RATING AA1 STANDARD & POOR'S RATING A+	25,000,000	105.120	26,280.00	25,000.00	1,280.00	0.00	0.00
Total Corporate Obligations			\$45,255.00	\$50,000.00	-\$4,745.00	\$0.00	
Total Fixed Income			\$45,255.00	\$50,000.00	-\$4,745.00	\$0.00	

ASSET DESCRIPTION

Equities

CONSUMER DISCRETIONARY

AMEX CONSUMER DISCR SPDR
 SYMBOL: XLY CUSIP: 81369Y407

Total Consumer Discretionary

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
AMEX CONSUMER DISCR SPDR SYMBOL: XLY CUSIP: 81369Y407	110,000	\$29.770	\$3,274.70	\$2,899.40	\$375.30	\$70.73	2.16%
Total Consumer Discretionary			\$3,274.70	\$2,899.40	\$375.30	\$70.73	2.16%



**WELLS
FARGO**

Account Statement For:
RICH, JUNIOR E & BLANCHE B FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

CONSUMER STAPLES

COCA COLA CO

SYMBOL: KO CUSIP: 191216100

CONSUMER STAPLES SECTOR SPDR TR

SH5 BEN INT

SYMBOL: XLP CUSIP: 81369Y308

KRAFT FOODS INC

CLA

SYMBOL: KFT CUSIP: 50075N104

PHILIP MORRIS INTERNATIONAL IN

SYMBOL: PM CUSIP: 718172109

Total Consumer Staples

ENERGY

AMEX ENERGY SELECT SPDR

SYMBOL: XLE CUSIP: 81369Y506

BP PLC - ADR

SPONSORED ADR

SYMBOL: BP CUSIP: 055622104

CHEVRON CORP

SYMBOL: CVX CUSIP: 166764100

Total Energy

FINANCIALS

AMEX FINANCIAL SELECT SPDR

SYMBOL: XLF CUSIP: 81369Y605

Total Financials

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
COCA COLA CO	811,000	\$57,000	\$46,227.00	\$1,294.90	\$44,932.10	\$1,330.04	2.88%
CONSUMER STAPLES SECTOR SPDR TR	165,000	26.470	4,367.55	4,096.95	270.60	78.54	1.80
KRAFT FOODS INC	519,000	27.180	14,106.42	372.98	13,733.44	602.04	4.27
Total Consumer Staples			\$100,843.47	\$6,592.98	\$94,250.49	\$3,750.62	3.72%
AMEX ENERGY SELECT SPDR	75,000	\$57,010	\$4,275.75	\$4,005.00	\$270.75	\$91.35	2.14%
CHEVRON CORP	240,000	57.970	13,912.80	9,504.48	4,408.32	806.40	5.80
Total Energy			\$56,683.55	\$16,069.19	\$40,614.36	\$2,257.75	3.98%
AMEX FINANCIAL SELECT SPDR	440,000	\$14.400	\$6,336.00	\$6,515.61	-\$179.61	\$351.56	5.55%
Total Financials			\$6,336.00	\$6,515.61	-\$179.61	\$351.56	5.55%

Account Statement For:
RICH, JUNIOR E. & BLANCHE B. FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

**WELLS
FARGO**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities <i>(continued)</i>							
HEALTH CARE							
AMEX HEALTH CARE SPDR SYMBOL: XLV CUSIP: 81369Y209	200 000	\$31.070	\$6,214.00	\$5,764.00	\$450.00	\$114.00	1.83%
BRISTOL MYERS SQUIBB CO SYMBOL: BMY CUSIP: 110122108	746 000	25.250	18,836.50	9,227.33	9,609.17	954.88	5.07
Total Health Care			\$25,050.50	\$14,991.33	\$10,059.17	\$1,068.88	4.27%
INDUSTRIALS							
AMEX INDUSTRIAL SPDR SYMBOL: XLI CUSIP: 81369Y704	200 000	\$27.790	\$5,558.00	\$5,099.50	\$458.50	\$144.40	2.60%
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	3,000 000	15.130	45,390.00	2,558.99	42,831.01	1,200.00	2.64
Total Industrials			\$50,948.00	\$7,658.49	\$43,289.51	\$1,344.40	2.64%
INFORMATION TECHNOLOGY							
AMEX TECHNOLOGY SELECT SPDR SYMBOL: XLK CUSIP: 81369Y803	425 000	\$22.930	\$9,745.25	\$8,584.75	\$1,160.50	\$135.15	1.39%
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	786.000	23.940	18,816.84	8,389.04	10,427.80	0.00	0.00
DOLBY LABORATORIES INC SYMBOL: DLB CUSIP: 25659T107	140 000	47.730	6,682.20	4,589.48	2,092.72	0.00	0.00
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	1,000 000	24.530	24,530.00	4,422.08	20,107.92	200.00	0.81
Total Information Technology			\$59,774.29	\$25,985.35	\$33,788.94	\$335.15	0.56%
MATERIALS							
AMEX MATERIALS SPDR SYMBOL: XLB CUSIP: 81369Y100	60 000	\$32.990	\$1,979.40	\$1,830.00	\$149.40	\$48.78	2.46%
Total Materials			\$1,979.40	\$1,830.00	\$149.40	\$48.78	2.46%



**WELLS
FARGO**

Account Statement For:
RICH, JUNIOR E. & BLANCHE B. FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

UTILITIES

AMEX UTILITIES SPDR
SYMBOL: XLU CUSIP: 81369Y886

Total Utilities

MUTUAL FUNDS

ISHARES MSCI EAFE
SYMBOL: IJH CUSIP: 464287465

ISHARES TR
S & P MIDCAP 400 INDEX FD
SYMBOL: IJH CUSIP: 464287507

ISHARES TR SMALLCAP 600 INDEX FD
SYMBOL: IJR CUSIP: 464287804

VANGUARD EMERGING MARKETS ETF
SYMBOL: VWO CUSIP: 922042858

Total Mutual Funds

Total Equities

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
AMEX UTILITIES SPDR	25,000	\$31.020	\$775.50	\$742.25	\$33.25	\$30.53	3.94%
Total Utilities			\$775.50	\$742.25	\$33.25	\$30.53	3.94%
ISHARES MSCI EAFE	400,000	\$55.280	\$22,112.00	\$21,052.00	\$1,060.00	\$576.40	2.61%
ISHARES TR	175,000	72.410	12,671.75	11,593.75	1,078.00	235.55	1.86
S & P MIDCAP 400 INDEX FD	200,000	54.720	10,944.00	10,237.28	706.72	135.60	1.24
ISHARES TR SMALLCAP 600 INDEX FD	400,000	41.000	16,400.00	14,532.00	1,868.00	218.00	1.33
Total Mutual Funds			\$62,127.75	\$57,415.03	\$4,712.72	\$1,165.55	1.88%
Total Equities			\$367,793.16	\$140,699.63	\$227,093.53	\$10,423.95	2.83%



Account Statement For:
 RICH, JUNIOR E. & BLANCHE B. FDN

Period Covered December 1, 2009 - December 31, 2009

Account Number 028710

ASSET DETAIL (continued)

ASSET DESCRIPTION

Alternative Investments

OTHER

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL: HSGFX CUSIP: 448108100	777 001	\$12.780	\$9,930.07	\$10,000.00	-\$69.93	\$19.43	0.20%
MLN BARCLAYS BANK LONG/SHORT BASKET NOTE BRIC VS DEVELOPED BASKET DTD 06/18/08 01/11/2011 CUSIP: 06738R2Z8	25,000 000	101.240	25,310.00	25,000.00	310.00	0.00	0.00
Total Other			\$35,240.07	\$35,000.00	\$240.07	\$19.43	0.06%
Total Alternative Investments			\$35,240.07	\$35,000.00	\$240.07	\$19.43	0.06%

ASSET DESCRIPTION

Real Estate & Specialty Assets

REAL ESTATE FUNDS

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CB RICHARD ELLIS REALTY TRUST	1,630 435	\$10.000	\$16,304.35	\$14,866.39	\$1,437.96	\$937.50	5.75%
DIVIDEND CAPITAL TOTAL REALTY TRUST CUSIP: 25537M100	1,595 745	10.000	15,957.45	14,916.16	1,041.29	877.66	5.50
Total Real Estate Funds			\$32,261.80	\$29,782.55	\$2,479.25	\$1,815.16	5.63%
Total Real Estate & Specialty Assets			\$32,261.80	\$29,782.55	\$2,479.25	\$1,815.16	5.63%

TOTAL ASSETS

ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$487,412.05	\$262,344.20	\$225,067.85	\$12,274.54