Form **990-PF**

Department of the Treasury Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

ENVELOPE POSTMARK DATE APR 3 0 2010

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: CRADDOCK, RUBY J - MEMORIAL TRUST

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

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

A Employer identification number: 87-6231926

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

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,375,069

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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 ▶ [X] 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	30,698	29,177		
	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	-41,790			
	b Gross sales price for all assets on line 6a 142,255				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	0	0	0	
	12 **Total.** Add lines 1 through 11	-11,092	29,177	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)	1,012	0	0	1,012
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	655	553	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)	20,559	15,419	0	5,140
	24 **Total operating and administrative expenses.** Add lines 13 through 23	22,226	15,972	0	6,152
	25 Contributions, gifts, grants paid	70,000			70,000
	26 **Total expenses and disbursements** Add lines 24 and 25	92,226	15,972	0	76,152
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-103,318			
	b **Net investment income** (if negative, enter -0-)		13,205		
	c **Adjusted net income** (if negative, enter -0-)			0	

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

(HTA)

One

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	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1,829	1,829
	2	Savings and temporary cash investments	251,096	47,531	47,531
	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)	836,342	856,482	789,009
	c	Investments—corporate bonds (attach schedule)	200,000	170,000	179,775
	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)	230,487	337,206	356,925
	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)	1,517,925	1,413,048	1,375,069
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	1,517,925	1,413,048	
	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)	1,517,925	1,413,048	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,517,925	1,413,048	

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	1,517,925
2	Enter amount from Part I, line 27a	2	-103,318
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	241
4	Add lines 1, 2, and 3	4	1,414,848
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	1,800
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,413,048

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-41,790
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	93,898	1,579,091	0 059463
2007	1,492	1,740,603	0 000857
2006			0 000000
2005			0 000000
2004			0 000000

2	**Total** of line 1, column (d)	2	0 060320
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 030160
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,235,560
5	Multiply line 4 by line 3	5	37,264
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	132
7	Add lines 5 and 6	7	37,396
8	Enter qualifying distributions from Part XII, line 4	8	76,152

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	132
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	132
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	132
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 233		
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	233
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	0
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	101
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 101 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A

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

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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

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

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A PO Box 53456, MAC S4101-22G Phoenix AZ 8!	TRUSTEE 4 00	20,558	0	0
	00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions) If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	1,091,541
b	Average of monthly cash balances			1b	162,835
c	Fair market value of all other assets (see page 24 of the instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	1,254,376
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	1,254,376
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	18,816
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	1,235,560
6	**Minimum investment return.** Enter 5% of line 5			6	61,778

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	61,778
2a	Tax on investment income for 2009 from Part VI, line 5	2a	132		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	132
3	Distributable amount before adjustments Subtract line 2c from line 1			3	61,646
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	61,646
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	61,646

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	76,152
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	76,152
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	132
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	76,020

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				61,646
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			69,765	
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 ▶ $ 76,152				
a	Applied to 2008, but not more than line 2a			69,765	
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				6,387
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				55,259
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)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			► **3a**	70,000
b *Approved for future payment*				
NONE				
				0
				0
				0
				0
				0
				0
				0
				0
				0
Total			► **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	30,698	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-41,790	
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		-11,092	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -11,092

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
	4/27/2010	VP AND TRUST OFFICER

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed	Preparer's identifying number (see **Signature** on page 30 of the instructions)
	4/27/2010	☒	P00364310

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

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

	Amount
Long Term CG Distributions	
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	142,255	184,045	-41,790
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis (Enter one field only): Cost	Cost or Other Basis (Enter one field only): Donated Value	Expense of Sale and Cost of Improve-ments	Depreciation
1	X	APACHE CORP	037411105			11/14/2007		9/28/2009	18,539	20,191			
2	X	APACHE CORP	037411105			4/4/2008		9/28/2009	5,562	7,602			
3	X	IPATH DOW JONES-UBS COM	06738C778			2/5/2008		9/4/2009	3,716	5,797			
4	X	IPATH DOW JONES-UBS COM	06738C778			5/8/2008		9/4/2009	11,149	19,675			
5	X	IPATH DOW JONES-UBS COM	06738C778			6/17/2008		9/4/2009	7,433	14,012			
6	X	IPATH DOW JONES-UBS COM	06738C778			1/24/2008		9/4/2009	7,433	11,240			
7	X	GENERAL ELECTRIC CO	369604103			9/10/2007		3/13/2009	2,827	11,790			
8	X	GENERAL ELECTRIC CO	369604103			2/5/2008		3/13/2009	942	3,493			
9	X	GENZYME CORP	372917104			1/23/2008		10/28/2009	10,313	15,260			
10	X	GENZYME CORP	372917104			6/17/2008		10/28/2009	5,157	6,785			
11	X	GILEAD SCIENCES INC	375558103			10/17/2007		11/30/2009	9,203	8,409			
12	X	GILEAD SCIENCES INC	375558103			6/17/2008		11/30/2009	4,602	5,404			
13	X	HARBOR HIGH-YIELD BOND I	411511553			5/5/2008		11/23/2009	30,000	30,000			
14	X	HUSSMAN STRATEGIC GROV	448108100			5/12/2009		9/4/2009	25,000	24,387			
15	X	L/T CAPITAL GAIN DIVIDENDS							244	0			
16	X	UNRECAPTURED SECTION 12							135	0			

Line 16b (990-PF) - Accounting Fees

	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)
		1,012	0	0	1,012
1	TAX PREP FEES	1,012			1,012
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		655	553	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	553	553		
2	ESTIMATED EXCISE PAYMENTS	102			
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		20,559	15,419	0	5,140
	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	WELLS FARGO TRUSTEE FEES	20,559	15,419		5,140
3					
4					
5					
6					
7					
8					
9					
10					

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

			836,342	856,482	549,277	789,009
	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		836,342	856,482	549,277	789,009
2						
3						
4						
5						
6						
7						
8						
9						
10						

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

				200,000	170,000	195,320	179,775
	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			200,000	170,000	195,320	179,775
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

			230,487	337,206	356,925
	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		230,487	337,206	356,925
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	142,255	0	184,045	-41,790	0	0	0	-41,790
1	APACHE CORP	037411105		11/14/2007	9/28/2009	18,539	0	20,191	-1,652			0	-1,652
2	APACHE CORP	037411105		4/4/2008	9/28/2009	5,562	0	7,602	-2,040			0	-2,040
3	IPATH DOW JONES-UBS COMMODITY I	06738C778		2/5/2008	9/4/2009	3,716	0	5,797	-2,081			0	-2,081
4	IPATH DOW JONES-UBS COMMODITY I	06738C778		5/8/2008	9/4/2009	11,149	0	19,675	-8,526			0	-8,526
5	IPATH DOW JONES-UBS COMMODITY I	06738C778		6/17/2008	9/4/2009	7,433	0	14,012	-6,579			0	-6,579
6	IPATH DOW JONES-UBS COMMODITY I	06738C778		1/24/2008	9/4/2009	7,433	0	11,240	-3,807			0	-3,807
7	GENERAL ELECTRIC CO	369604103		9/10/2007	3/13/2009	2,827	0	11,790	-8,963			0	-8,963
8	GENERAL ELECTRIC CO	369604103		2/5/2008	3/13/2009	942	0	3,493	-2,551			0	-2,551
9	GENZYME CORP	372917104		1/23/2008	10/28/2009	10,313	0	15,260	-4,947			0	-4,947
10	GENZYME CORP	372917104		6/17/2008	10/28/2009	5,157	0	6,785	-1,628			0	-1,628
11	GILEAD SCIENCES INC	375558103		10/17/2007	11/30/2009	9,203	0	8,409	794			0	794
12	GILEAD SCIENCES INC	375558103		6/17/2008	11/30/2009	4,602	0	5,404	-802			0	-802
13	HARBOR HIGH-YIELD BOND INSTL #202	411511553		5/5/2008	11/23/2009	30,000	0	30,000	0			0	0
14	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/12/2009	9/4/2009	25,000	0	24,387	613			0	613
15	L/T CAPITAL GAIN DIVIDENDS					244	0	0	244			0	244
16	UNRECAPTURED SECTION 1250 GAIN					135	0	0	135			0	135

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

		Date		Amount
1	Credit from prior year return		1	131
2	First quarter estimated tax payment		2	0
3	Second quarter estimated tax payment	5/13/2009	3	102
4	Third quarter estimated tax payment		4	0
5	Fourth quarter estimated tax payment		5	0
6	Other payments		6	0
7	Total		7	233

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

20,558

	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	20,558
2										
3										
4										
5										
6										
7										
8										
9										
10										

Benefits	Expense Account	Explanation
0	0	

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	69,765
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	69,765

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

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

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

Recipient(s) paid during the year

Name	HUMANE SOCIETY OF UTAH
Person / Business	[ ] Person [X] Business
Street	4242 SOUTH 300 WEST
City	MURRAY
State	UT
Zip code	84107
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	17,500

Name	BIRCH CREEK SERVICE RANCH
Person / Business	[ ] Person [X] Business
Street	PO BOX 423
City	SPRING CITY
State	UT
Zip code	84662
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	5,833

Name	LEARNING FOR LIFE
Person / Business	[ ] Person [X] Business
Street	1329 WEST WALNUT HILL LANE, P O BOX 152225
City	IRVING
State	TX
Zip code	75015-2225
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	11,667

Name	COMMUNITY NURSING SERVICES
Person / Business	[ ] Person [X] Business
Street	383 W VINE STREET #300
City	MURRAY
State	UT
Zip code	84123
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	17,500

Name	EPILEPSY ASSOCIATION OF UTAH
Person / Business	[ ] Person [X] Business
Street	1995 WEST 9000 SOUTH, LEVEL B
City	WEST JORDON
State	UT
Zip code	84088
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL SUPPORT GRANT
Amount	17,500

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

Statement A

CRADDOCK, RUBY J. - MEMORIAL TRUST

EIN: 87-6231926

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

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Equivalents							
CASH							
INCOME			$1,829 22	$1,829 22	$0 00		
Total Cash			**$1,829.22**	**$1,829.22**	**$0 00**		
MONEY MARKET							
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59 *Asset held in Invested Income Portfolio*	38,114.470		$38,114 47	$38,114 47	$0 00	$95 99	0 25%
FIDELITY INSTITUTIONAL MONEY MARKET PORTFOLIO CLASS I #59	9,416 440		9,416 44	9,416 44	0 00	23 72	0 25
Total Money Market			**$47,530.91**	**$47,530.91**	**$0.00**	**$119.71**	**0.25%**
Total Cash & Equivalents			**$49,360.13**	**$49,360.13**	**$0.00**	**$119.71**	**0.24%**

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income							
MUTUAL FUNDS							
HARBOR HIGH-YIELD BOND INSTITUTIONAL BOND FUND #2024 CUSIP 411511553	6,679 390	$10 480	$70,000 01	$70,000 01	$0 00	$4,007 63	5 72%
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616 CUSIP 880208400	8,650 519	12 690	109,775 09	100,000 00	9,775 09	4,922 15	4 48
Total Mutual Funds			**$179,775.10**	**$170,000.01**	**$9,775.09**	**$8,929.78**	**4.97%**
Total Fixed Income			**$179,775.10**	**$170,000.01**	**$9,775.09**	**$8,929.78**	

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
CONSUMER DISCRETIONARY							
COMCAST CORP CLASS A SYMBOL CMCSA CUSIP 20030N101	1,000 000	$16 860	$16,860 00	$20,196 00	- $3,336 00	$378 00	2 24%
Total Consumer Discretionary			**$16,860.00**	**$20,196.00**	**- $3,336.00**	**$378.00**	**2.24%**
CONSUMER STAPLES							
COCA COLA CO SYMBOL. KO CUSIP 191216100	275 000	$57 000	$15,675 00	$12,493 00	$3,182 00	$451 00	2 88%
NESTLE S A REGISTERED SHARES - ADR SPONSORED ADR SYMBOL NSRGY CUSIP 641069406	500 000	48 350	24,175 00	22,190 00	1,985 00	402 00	1 66
PEPSICO INC SYMBOL PEP CUSIP 713448108	200 000	60 800	12,160 00	13,734 00	- 1,574 00	360 00	2 96
PROCTER & GAMBLE CO SYMBOL PG CUSIP 742718109	50 000	60 630	3,031 50	3,242 50	- 211 00	88 00	2 90
SYSCO CORP SYMBOL. SYY CUSIP 871829107	800 000	27 940	22,352 00	25 809 84	- 3,457 84	800 00	3 58
Total Consumer Staples			**$77,393.50**	**$77,469.34**	**- $75.84**	**$2,101.00**	**2.71%**
ENERGY							
BAKER HUGHES INC COM SYMBOL BHI CUSIP 057224107	200 000	$40 480	$8,096 00	$18,296 46	- $10,200 46	$120 00	1 48%
CHEVRON CORP SYMBOL CVX CUSIP 166764100	300 000	76 990	23,097 00	27,087 69	- 3,990 69	816 00	3 53
MARATHON OIL CORP SYMBOL MRO CUSIP 565849106	200 000	31 220	6,244 00	10,660 00	- 4,416 00	192 00	3 07
PETROLEO BRASILEIRO S A - COMM - ADR SPONSORED ADR SYMBOL PBR CUSIP 71654V408	300 000	47 680	14,304 00	12,732 25	1,571 75	106 80	0 75
Total Energy			**$51,741.00**	**$68,776.40**	**- $17,035.40**	**$1,234.80**	**2.39%**

WELLS FARGO

Account Statement For:
CRADDOCK, RUBY J - MEMORIAL TRUST

Period Covered December 1, 2009 - December 31, 2009

Account Number 72435100

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
FINANCIALS							
AFLAC INC SYMBOL AFL CUSIP· 001055102	350 000	$46 250	$16,187 50	$15,782 20	$405 30	$392 00	2 42%
Total Financials			**$16,187.50**	**$15,782.20**	**$405.30**	**$392.00**	**2.42%**
HEALTH CARE							
ABBOTT LABS SYMBOL ABT CUSIP 002824100	500 000	$53 990	$26,995 00	$25,962 40	$1,032 60	$800 00	2 96%
GILEAD SCIENCES INC SYMBOL GILD CUSIP 375558103	300 000	43 270	12,981 00	12,300 00	681 00	0 00	0 00
MEDCO HEALTH SOLUTIONS INC SYMBOL MHS CUSIP 58405U102	250 000	63 910	15.977 50	10,749 70	5,227 80	0 00	0 00
QUEST DIAGNOSTICS INC SYMBOL DGX CUSIP 74834L100	100 000	60 380	6,038 00	4,849 00	1,189 00	40 00	0 66
ST JUDE MED INC SYMBOL STJ CUSIP 790849103	250 000	36 780	9,195 00	11,114 75	- 1,919 75	0 00	0 00
Total Health Care			**$71,186 50**	**$64,975.85**	**$6,210.65**	**$840.00**	**1.18%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INDUSTRIALS							
BOEING CO SYMBOL BA CUSIP 097023105	200 000	$54 130	$10,826 00	$19,186 50	- $8,360 50	$336 00	3 10%
CATERPILLAR INC SYMBOL CAT CUSIP 149123101	300 000	56 990	17,097 00	24,312 92	- 7,215 92	504 00	2 95
FIRST SOLAR INC SYMBOL FSLR CUSIP 336433107	30 000	135 400	4,062 00	8,260 80	- 4,198 80	0 00	0 00
GENERAL ELECTRIC CO SYMBOL GE CUSIP 369604103	1,000 000	15 130	15,130 00	28,195 97	- 13,065 97	400 00	2 64
ITT CORPORATION SYMBOL ITT CUSIP 450911102	300 000	49 740	14,922 00	19,245 52	- 4,323 52	255 00	1 71
L-3 COMMUNICATIONS CORP COM SYMBOL LLL CUSIP 502424104	300 000	86 950	26,085 00	30,419 36	- 4,334 36	420 00	1 61
POWERSHARES DYN WATER RESOURCES SYMBOL PHO CUSIP 73935X575	1,000 000	16 860	16,860 00	21,990 00	- 5,130 00	77 00	0 46
PRECISION CASTPARTS CORP SYMBOL PCP CUSIP 740189105	200 000	110 350	22,070 00	25,156 22	- 3,086 22	24 00	0 11
Total Industrials			**$127,052.00**	**$176,767.29**	**- $49,715.29**	**$2,016 00**	**1.59%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INFORMATION TECHNOLOGY							
ACTIVISION BLIZZARD INC SYMBOL ATVI CUSIP 00507V109	600 000	$11 110	$6,666 00	$7,332 48	- $666 48	$0 00	0 00%
AMPHENOL CORP CL A SYMBOL APH CUSIP 032095101	500 000	46 180	23 090 00	21,052 64	2,037 36	30 00	0 13
APPLE INC SYMBOL AAPL CUSIP 037833100	250 000	210 732	52,683 00	41,386 28	11,296 72	0 00	0 00
CISCO SYSTEMS INC SYMBOL CSCO CUSIP 17275R102	1,000 000	23 940	23,940 00	32,012 64	- 8,072 64	0 00	0 00
GOOGLE INC CL A SYMBOL GOOG CUSIP. 38259P508	57 000	619 980	35,338 86	18,578 61	16,760 25	0 00	0 00
INTEL CORP COMM SYMBOL INTC CUSIP 458140100	1,000 000	20 400	20,400 00	21,747 19	- 1,347 19	560 00	2 74
ISHARES TR S & P GLOBAL TECHNOLOGY SECTOR INDEX FUND SYMBOL IXN CUSIP 464287291	300 000	56 010	16,803 03	13,565 37	3,237 66	84 30	0 50
VISA INC-CLASS A SHRS SYMBOL V CUSIP. 92826C839	400 000	87 460	34,984 00	21,079 76	13,904 24	200 00	0 57
Total Information Technology			**$213,904.89**	**$176,754 97**	**$37,149.92**	**$874 30**	**0.41%**
MATERIALS							
MONSANTO CO NEW SYMBOL MON CUSIP 61166W101	300 000	$81 750	$24,525 00	$38,466 99	- $13,941 99	$318 00	1 30%
Total Materials			**$24,525.00**	**$38,466.99**	**- $13,941.99**	**$318.00**	**1.30%**
TELECOMMUNICATION SERVICES							
VERIZON COMMUNICATIONS SYMBOL VZ CUSIP 92343V104	300 000	$33 130	$9,939 00	$11,505 45	- $1,566 45	$570 00	5 73%
VODAFONE GROUP PLC NEW SYMBOL VOD CUSIP 92857W209	200 000	23 090	4,618 00	6,906 00	- 2,288 00	258 20	5 59
Total Telecommunication Services			**$14,557.00**	**$18,411.45**	**- $3,854.45**	**$828.20**	**5.69%**

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities *(continued)*							
MUTUAL FUNDS							
ISHARES INC MSCI PACIFIC EX-JAPAN INDEX FD SYMBOL. EPP CUSIP 464286665	900 000	$41 370	$37,233 00	$46,888 22	- $9,655 22	$1,285 20	3 45%
ISHARES MSCI HONG KONG INDEX SYMBOL EWH CUSIP 464286871	1,300 000	15 660	20,358 00	20,406 62	- 48 62	540 80	2 66
ISHARES RUSSELL 2000 GROWTH INDEX FUND SYMBOL IWO CUSIP. 464287648	300 000	68 070	20,421 00	25,725 00	- 5,304 00	;70 70	0 84
ISHARES S&P LATIN AMERICA 40 SYMBOL ILF CUSIP 464287390	1,000 000	47 790	47,790 00	49,310 00	- 1,520 00	73 00	0 15
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL EEM CUSIP 464287234	1,200 000	41 500	49,800 00	56,552 00	- 6,752 00	28 80	0 06
Total Mutual Funds			**$175,602.00**	**$198,881.84**	**- $23,279.84**	**$2,098.50**	**1.20%**
Total Equities			**$789,009 39**	**$856,482.33**	**- $67,472.94**	**$11,080.80**	**1.40%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Alternative Investments							
OTHER							
HUSSMAN STRATEGIC GROWTH FUND #601 SYMBOL HSGFX CUSIP 448108100	2,012 021	$12 780	$25,713 63	$25,613 03	$100 60	$50 30	0 20%
IPATH DOW JONES-UBS COMMODITY INDEX TOTAL RETURN ETN DUE JUNE 12, 2036 SYMBOL DJP CUSIP 06738C778	1,000 000	42 260	42,260 00	55,954 78	- 13,694 78	0 00	0 00
ISHARES COMEX GOLD TRUST SYMBOL IAU CUSIP 464285105	600 000	107 370	64,422 00	43,808 08	20,613 92	0 00	0 00
MERRILL LYNCH & CO 11/28/07 11/30/2010 1 43X LONG RICI SHORT USD PRINCIPAL PROTECTED CUSIP 59018YL33	40,000 000	95 560	38,224 00	40,000 00	- 1,776 00	0 00	0 00
POWERSHARES LISTED PRIVATE EQUITY PORTFOLIO SYMBOL PSP CUSIP 73935X195	6,000 000	9 010	54,060 00	50,580 00	3,480 00	3,726 00	6 89
Total Other			**$224,679.63**	**$215,955.89**	**$8,723.74**	**$3,776 30**	**1.68%**
Total Alternative Investments			**$224,679.63**	**$215,955.89**	**$8,723 74**	**$3,776 30**	**1.68%**

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Estate & Specialty Assets							
REAL ESTATE INVESTMENT TRUSTS (REITs)							
AVALONBAY CMNTYS INC COM SYMBOL AVB CUSIP 053484101	300 000	$82 110	$24,633 00	$21,020 25	$3,612 75	$1,071 00	4 35%
HCP INC SYMBOL HCP CUSIP. 40414L109	2,100 000	30 540	64,134 00	60,229 86	3,904 14	3,864 00	6 02
Total Real Estate Investment Trusts (REITs)			**$88,767.00**	**$81,250.11**	**$7,516.89**	**$4,935 00**	**5.56%**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Estate & Specialty Assets *(continued)*							
REAL ESTATE FUNDS							
CB RICHARD ELLIS REALTY TRUST	4,347 826	$10 000	$43,478 26	$40,000 00	$3,478 26	$2,500 00	5 75%
Total Real Estate Funds			**$43,478.26**	**$40,000.00**	**$3,478.26**	**$2,500.00**	**5.75%**
Total Real Estate & Specialty Assets			**$132,245.26**	**$121,250 11**	**$10,995 15**	**$7,435.00**	**5.62%**

	Account Value as of 12/31/09	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$1,375,069 51**	**$1,413,048.47**	**- $37,978.96**	**$31,341.59**