Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: Foundation of Caring Fund

Number and street (or P O box number if mail is not delivered to street address): P O Box 2255 | Room/suite:

City or town, state, and ZIP code: Wenatchee WA 98807

A Employer identification number: 91-1461620

B Telephone number (see page 10 of the instructions): (509) 663-8564

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 16,167,577

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	7	7		
	4 Dividends and interest from securities	992,505	992,505		
	5a Gross rents		0		
	b Net rental income or (loss) 0				
	6a Net gain or (loss) from sale of assets not on line 10	13,828			
	b Gross sales price for all assets on line 6a 13,828				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances 0				
	b Less Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	73	73	0	
	12 **Total.** Add lines 1 through 11	1,006,413	992,585	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	5,000	0	0	0
	c Other professional fees (attach schedule)	126,700	126,700	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	15,829	1,696	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)	530	0	0	0
	24 **Total operating and administrative expenses.** Add lines 13 through 23	148,059	128,396	0	0
	25 Contributions, gifts, grants paid	724,800			724,800
	26 **Total expenses and disbursements.** Add lines 24 and 25	872,859	128,396	0	724,800
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	133,554			
	b **Net investment income** (if negative, enter -0-)		864,189		
	c **Adjusted net income** (if negative, enter -0-)			0	

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(HTA)

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	18,076	41,100	41,100
	2	Savings and temporary cash investments	625,878	642,077	642,077
	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) ▶ 308,694			
		Less allowance for doubtful accounts ▶ 0	350,809	308,694	308,694
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	696,984	3,127,501	3,204,208
	b	Investments—corporate stock (attach schedule)	5,927,251	9,331,792	9,705,411
	c	Investments—corporate bonds (attach schedule)	7,496,829	2,109,596	2,166,087
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,477,451	100,000	100,000
	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)	16,593,278	15,660,760	16,167,577
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	16,593,278	15,660,760	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	16,593,278	15,660,760	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,593,278	15,660,760	

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	16,593,278
2	Enter amount from Part I, line 27a	2	133,554
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	16,726,832
5	Decreases not included in line 2 (itemize) ▶ Capital Loss from Investments	5	1,066,072
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,660,760

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 Publicly traded securities sold through a broker			
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	5,410,970	0	6,477,042	-1,066,072
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a	0	0	0	-1,066,072
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	-1,052,244
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008			0 000000
2007			0.000000
2006			0.000000
2005			0.000000
2004			0.000000

2 **Total** of line 1, column (d)	2	0.000000
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	0.000000
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0
7 Add lines 5 and 6	7	0
8 Enter qualifying distributions from Part XII, line 4	8	0

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	17,284
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	17,284
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	17,284
6	Credits/Payments.		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 14,000		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 4,400		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	18,400
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,116
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 1,116 **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		
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) ▶ WA			
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)*

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

14 The books are in care of ▶ Thomas H Dye Telephone no. ▶ 509 663-8564

Located at ▶ P O Box 2255 Wenatchee WA ZIP+4 ▶ 98801

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

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

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b	N/A	
	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)*

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** *If "Yes" to 6b, file Form 8870*		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas H. Dye P.O. Box 2255 Wenatchee WA 98807	President 5 00	0	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 ▶

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 ▶

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable etc purposes:		
a	Average monthly fair market value of securities	1a	13,752,982
b	Average of monthly cash balances	1b	811,722
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	14,564,704
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	14,564,704
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	218,471
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,346,233
6	**Minimum investment return.** Enter 5% of line 5	6	717,312

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	717,312
2a	Tax on investment income for 2009 from Part VI, line 5	2a	17,284		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	17,284
3	Distributable amount before adjustments Subtract line 2c from line 1			3	700,028
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	700,028
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	700,028

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	724,800
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	724,800
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	724,800

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					700,028
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				621,759	
b Total for prior years 20 ____, 20____, 20___			0		
3 Excess distributions carryover, if any, to 2009					
a From 2004	0				
b From 2005	0				
c From 2006	0				
d From 2007	0				
e From 2008	0				
f **Total** of lines 3a through e		0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 724,800					
a Applied to 2008, but not more than line 2a				621,759	
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					103,041
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					596,987
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)

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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))

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Cascade Christian Academy 600 N Western Ave Wenatchee WA 98801	None	Public	Support 11th and 12th grade classes and	608,800
Oregon Health & Science Univ. Foundation 1121 SW Salmon St Suite 200 Portland OR 97205-2(	None	Public	Support organ transplant and donation services	1,000
Christian Record Services, Inc. P.O. Box 6097 Lincoln NE 68506-0097	None	Public	Support services to the blind	2,000
Wenatchee Valley YMCA 217 Orondo St Wenatchee WA 98801	None	Public	Support youth camp programs	3,000
Auburn Adventist Academy 5000 Auburn Way South Auburn WA 98092	None	Public	Support the scholarship fund and building maint	10,000
Upper Columbia Corp P.O. Box 19039 Spokane WA 99224-5319	None	Public	Support fundraising for a new church facility	100,000
Total			▶ 3a	724,800
b *Approved for future payment*				
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			14	7	
4 Dividends and interest from securities			14	992,505	
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	13,828	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a Securities Litigation Income		0	18	73	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		1,006,413	0

13 Total. Add line 12, columns (b), (d), and (e) 13 1,006,413

(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)
	NA

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		
	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

Thomas [signature] | Aug. 16, 2010 | President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

	Date	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions)
Preparer's signature [signature] CPA	8/16/2010		P00024376
Firm's name (or yours if self-employed), address, and ZIP code	Cimco Enterprises, Inc. P.O Box 2255 Wenatchee, WA 98807-2255	EIN ▶ 91-1193237	Phone no (509) 663-8566

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

	Amount
Long Term CG Distributions	13,828
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	13,828	0	13,828
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	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1													
2													
3													
4													
5													
6													
7													
8													
9													
10													

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		73	73	0
1	Litigation Settlement	73	73	
2				
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16b (990-PF) - Accounting Fees

		5,000	0	0	0
	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	Cimco Enterprises, Inc	5,000			
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

		126,700	126,700	0	0
	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	UBS Financial Services, Inc.	92,683	92,683		
2	Stifel, Nicolaus & Co., Inc	34,017	34,017		
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		15,829	1,696	0	0
1	Income tax	14,133			
2	Tax on investment income	1,696	1,696		
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		530	0	0	0
	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	License and Fees	530			
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 7 (990-PF) - Other Notes

	Borrower's Name	Check "X" if Business	Check "X" if 501(c)3 Org.	Original Amount	Net Balance Due Beginning of Year	Balance Due End of Year	Allowance for Doubtful Accts End of Year	FMV of Other Notes	Security Provided
				576,460	350,809	308,694	0	308,694	
1	Highlander Associates	X		576,460	350,809	308,694		308,694	Minority partnership int
2					0				
3					0				
4					0				
5					0				
6					0				
7					0				
8					0				
9					0				
10					0				

Part

	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Consideration FMV	Relationship
1	7/17/1995	4/1/2015	$6,275 per month	10.00%	Received contribution			none
2								
3								
4								
5								
6								
7								
8								
9								
10								

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		696,984	3,127,501	750,136	3,204,208		
	Description	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	Check "X" if Federal Obligation	Check "X" if State/ Local Obligation
1	Strategic Advisor Fund-UBS Closed AC	100,005	0	144,124	0	X	X
2	Pimco Fund-UBS Closed AC	596,979	0	606,012	0	X	X
3	Allianz Global Managed Account	0	3,027,808		3,108,219	X	X
4	Horizon Account	0	99,693		95,989		X
5							
6							
7							
8							
9							
10							

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

			5,927,251	9,331,792	4,364,468	9,705,411
	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Strategic Advisor Mgd Fund-UBS Closed AC	Publicly Traded	3,155,052	0	2,467,636	0
2	Alliance Bernstein Fund-UBS Closed AC	Publicly Traded	577,787	0	317,704	0
3	Marsico Capital fund-UBS Closed AC	Publicly Traded	468,270	0	393,085	0
4	NFJ Investment fund-UBS Closed AC	Publicly Traded	873,558	0	542,576	0
5	Chartwell Investments Fund-UBS Closed AC	Publicly Traded	255,334	0	204,005	0
6	Newton Capital fund-UBS Closed AC	Publicly Traded	597,250	0	439,462	0
7	Allianz Global Mutual Fund	Publicly Traded	0	2,134,342	0	2,067,146
8	Atalanta Sosnoff Mgd Acct	Publicly Traded	0	501,620	0	573,611
9	Davis Managed Account	Publicly Traded	0	651,438	0	681,504
10	Kayne Anderson Managed Account	Publicly Traded	0	258,966	0	268,039
11	Gratry Managed Account	Publicly Traded	0	472,827	0	504,686
12	Horizon Account Stock	Publicly Traded	0	1,058,102	0	1,501,445
13	Horizon Account Stock Mutual Fund	Publicly Traded	0	4,254,497	0	4,108,980
14						

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

				7,496,829	2,109,596	6,778,058	2,166,087
	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Strategic Advisor-UBS Closed AC	Various	Various	3,322,234	0	2,799,730	
2	Pimco-UBS Closed AC	Various	Various	4,174,595	0	3,978,328	0
3	Horizon Account	Various	Various	0	2,109,596	0	2,166,087
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
			1,477,451	100,000	100,000
1	Certificate of Deposit	AT COST	1,086,973	100,000	100,000
2	Mutual Funds	AT COST	390,478	0	0
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	13,828
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	5,410,970	0	6,477,042	-1,066,072	0	0	0	-1,066 072
1	Publicly traded securities sold through a broker					5,410,970	0	6,477,042	-1,066,072			0	-1,066 072
2							0		0			0	0
3						0	0	0	0			0	0
4						0	0	0	0			0	0
5						0	0	0	0			0	0
6						0	0	0	0			0	0
7						0	0	0	0			0	0
8						0	0	0	0			0	0
9						0	0	0	0			0	0
10						0	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
1	Thomas H Dye		P.O. Box 2255	Wenatchee	WA	98807		President	5
2									
3									
4									
5									
6									
7									
8									
9									
10									

Part

	Compensation	Benefits	Expense Account	Explanation
	0	0	0	
1	0	0	0	
2				
3				
4				
5				
6				
7				
8				
9				
10				

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

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	Securities Litigation Income			18	73	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

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

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment	4/23/2009	2	2,750
3	Second quarter estimated tax payment	6/3/2009	3	3,750
4	Third quarter estimated tax payment	9/4/2009	4	3,750
5	Fourth quarter estimated tax payment	12/14/2009	5	3,750
6	Other payments		6	
7	Total		7	14,000

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	
2		2	621,759
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	621,759

Foundation of Caring Fund N
91-1461620

A-3

Alliance Global Managed Acct.

his section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel Actual prices may vary and ɔu may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only Cost basis may be djusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, or listed option premiums. The Gain/Loss information should not be used for tax preparation without the ssistance of your tax advisor.

ET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
ENERAL MONEY MARKET	253,306.24	253,306.24	126 65	0.05%
otal Net Cash Equivalents	**$253,306.24**	**$253,306.24**	**$126.65**	**0.05%**

ORTFOLIO ASSETS

orporate/Government onds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
S TREASURY NOTE NFLATION INDEX NOTE ɔPN 2.375% DUE 04/15/11 ƆTD 04/15/06 FC 10/15/06 *Remaining Balance: $342,008.80* *Original Cost: 344,266.85* ƆUSIP: 912828FB1	S&P: AAA Moody: Aaa	314,000	102.9530 352,108 31	102.6288 350,999.68	1,718.27	1,108 63	8,121.88	2.31%
S TREASURY NFLATION INDEX NOTE ɔPN 3.000% DUE 07/15/12 ƆTD 07/15/02 FC 01/15/03 *Remaining Balance: $325,850.40* *Original Cost: 328,805.16* ƆUSIP: 912828AF7	S&P: AAA Moody: Aaa	271,000	107.5160 350,341.31	104.7331 341,273.21	4,489.30	9,068 09	9,774 53	2 79%
S TREASURY NOTE ɔPN 4.000% DUE 02/15/15 ƆTD 02/15/05 FC 08/15/05 ƆUSIP: 912828DM9	S&P· AAA Moody: Aaa	205,000	106.2810 217,876.05	108.2374 221,886.72	3,075.00	-4,010 67	8,200 00	3 76%

2170440

NICOLAUS

Foundation of Caring (M)
91-1461620
M-A

FOUNDATION OF CARING FD
PIMCO
C/O TOM DYE
ALLIANZ GLOBAL MANAGED ACCOUNT

December 1 -
December 31, 2009
Account Number YN42 2044-7126

ASSET DETAILS (continued)

Corporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FEDL NATL MTG ASSN POOL #735580 CPN 5.000% DUE 06/01/35 DTD 05/01/05 FC 06/25/05 *Remaining Balance: $206,029.78* *Original Cost: 256,282.95* CUSIP: 31402RFV6		361,000	102.8708 211,944.48	98 1457 202,209.38	858.46	9,735 10	10,301 48	4 86%
FEDL NATL MTG ASSN POOL #745275 CPN 5 000% DUE 02/01/36 DTD 01/01/06 FC 02/25/06 *Remaining Balance: $165,065 15* *Original Cost. 181,973.34* CUSIP: 31403C6L0		252,000	102.7458 169,597.50	103 0558 170,109 24	687 77	-511.75	8,253.25	4 87%
FEDL HOME LOAN MTG CORP POOL #G03432 GOLD CPN 5 500% DUE 11/01/37 DTD 10/01/07 FC 11/15/07 *Remaining Balance. $346,529 12* *Original Cost. 545,845.39* CUSIP: 3128M5ED8		547,000	104 9312 363,617 16	102.1601 354,014 37	1,588.26	9,602 78	19,059 10	5 24%
FEDL NATL MTG ASSN POOL #889579 CPN 6.000% DUE 05/01/38 DTD 05/01/08 FC 06/25/08 *Remaining Balance: $606,941.22* *Original Cost: 824,768.99* CUSIP. 31410KJY1		859,000	106 2583 644,925.41	100.7235 611,332.41	3,034.71	33,593 00	36,416 47	5 65%
FEDL NATL MTG ASSN POOL #889697 CPN 6 000% DUE 07/01/38 DTD 06/01/08 FC 07/25/08 *Remaining Balance $50,013 35* CUSIP. 31410KNN0		65,000	106 1958 53,112.07	107.2500 53,639.31	250 07	-527 24	3,000 80	5 65%
FEDL NATL MTG ASSN POOL #988580 CPN 6.000% DUE 08/01/38 DTD 08/01/08 FC 09/25/08 *Remaining Balance $171,576.73* *Original Cost 249,830.86* CUSIP: 31415TFV7		247,000	106.1958 182,207.28	103 4539 177,502.89	857.88	4,704 39	10,294 60	5 65%

91-146162O

A-3.9

:orporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
EDL NATL MTG ASSN POOL #190391 CPN 6.000% DUE 09/01/38 DTD 08/01/08 FC 09/25/08 *Remaining Balance: $225,129.23* *O[illegible] Cost: 293,005 63* CU[illegible] 31368HNG4		317,000	106.1958 239,077.78	104.0250 234,190.72	1,125.65	4,887 05	13,507 75	5 65%
EDL HOME LOAN MTG CORP POOL #G04877 GOLD CPN 6.000% DUE 10/01/38 DTD 10/01/08 FC 11/15/08 *Remaining Balance. $48,504.11* *Original Cost: 61,078.63* CUSIP: 3128M6XE3		61,000	106.2683 51,544 48	100.1621 48,582.74	242.52	2,961 74	2,910.24	5 65%
EDL NATL MTG ASSN POOL #995069 CPN 6.000% DUE 10/01/38 DTD 11/01/08 FC 12/25/08 *Remaining Balance: $250,979.67* *Original Cost: 333,726 88* CUSIP: 31416BMS4		328,000	106.1958 266,529.86	102.2818 256,706.55	1,254.90	9,823.31	15,058 78	5 65%
EDL NATL MTG ASSN POOL #889982 CPN 5.500% DUE 11/01/38 DTD 10/01/08 FC 11/25/08 *Re[illegible]ing Balance: $5,089.23* *Ori[illegible] Cost: 5,578.04* CUSIP. 31410KXK5		7,000	104.8687 5,337.01	105.3396 5,360.98	23.33	-23 97	279.90	5 24%
Total Corporate/Government Bonds		**3,834,000**	**$3,108,218.70**	**$3,027,808.20**	**$19,206.12**	**$80,410.46**	**$145,178.78**	**4.67%**

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment¹/ Cumulative Return²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
LLIANZ GLOBAL INV MANAGED ACCOUNTS TRUST FIXED INCOME SHS SER C CUSIP: 01882B205		83,480	12.1900 1,017,621.20	11 5260 962,188.88	962,188 88 55,432.32	55,432 32	N/A	N/A

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FOUNDATION OF CARING FD
PIMCO
C/O TOM DYE
ALLIANZ GLOBAL MANAGED ACCOUNT

December 1 -
December 31, 2009
Account Number

YN42 2044-7126

ASSET DETAILS (continued)

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment[1]/ Cumulative Return[2]	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
ALLIANZ GLOBAL INV MANAGED ACCOUNTS TRUST FIXED INCOME SHS SER M CUSIP: 01882B304		108,759	9.6500 1,049,524.35	10 7775 1,172,151.75	1,172,151.75 -122,627.40	-122,627 40	N/A	N/A
Total Mutual Funds			**$2,067,145.55**	**$2,134,340.63**		**-$67,195.08**	**$0.00**	**0.00%**
Total Net Portfolio Assets			**$5,175,364.25**	**$5,162,148.83** A-3		**$13,215.38**	**$145,178.78**	**2.81%**
Total Net Portfolio Value			**$5,428,670.49**	**$5,415,455.07**		**$13,215.38**	**$145,305.43**	**2.68%**

[1] **Original Investment:** Total amount invested in the purchased shares still held in the account. Does not include shares purchased through automatic reinvestment of capital gains and dividends

[2] **Cumulative Return:** Current Value minus Original Investment. This is the capital appreciation (depreciation) of all shares purchased, including shares purchased through automatic reinvestment of capital gains and dividends

* Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing Unrealized gains or losses are provided for your information only and should not be used for tax purposes.

ACTIVITY SUMMARY

Type of Activity	Activity	Year-to-date	This period
	Opening Balance - Net Cash Equivalents		**$182,908.57**
Buy and Sell Transactions	Assets Bought	-387,423 65	-61,305.90
	Assets Sold/Redeemed		
Deposits	Deposits Made To Your Account	385,242 87 A-3	
Withdrawals	Withdrawals From Your Account		
Income and Distributions	Income and Distributions	267,153.16	131,703 57
Money Market Activity	Money Market Activity		
Margin Interest	Margin Interest Charged		
Other	Other Transactions	-11,666 14	Fees
Cash Management Activity	Card Activity		
	ACH/ATM Activity		
Checkwriting Activity	Checks You Wrote		
	Closing Balance - Net Cash Equivalents		**$253,306.24**

CASH EQUIVALENTS

Cash	Money Market	Margin
$0.00	**$182,908.57**	**$0.00**
-61,305.90		
131,703.57		
-70,397 67	70,397 67	
$0.00	**$253,306.24**	**$0.00**

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Atalanta Sosnoff Mgd Acct.

his section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel. Actual prices may vary and ou may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be djusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, or listed option premiums. The Gain/Loss information should not be used for tax preparation without the ssistance of your tax advisor.

IET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
;ENERAL MONEY MARKET	27,734.87	27,734.87	13 87	0 05%
otal Net Cash Equivalents	**$27,734.87**	**$27,734.87**	**$13.87**	**0.05%**

ORTFOLIO ASSETS

:quities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
DOBE SYSTEMS INC DELAWARE CUSIP: 00724F101	ADBE	168	36.7800 6,179.04	34.4999 5,795.98	383 06	N/A	N/A
MERICAN TOWER CORP CL A CUSIP: 029912201	AMT	238	43.2100 10,283 98	37 7292 8,979.55	1,304 43	N/A	N/A
PPLE INC CUSIP: 037833100	AAPL	171	210.7320 36,035.17	158.5786 27,116.94	8,918 22	N/A	N/A
A F AMERICA CORP CU . 060505104	BAC	750	15.0600 11,295.00	17.9107 13,433.00	-2,138 00	30.00	0 27%
AXTER INTERNATIONAL INC CUSIP: 071813109	BAX	106	58.6800 6,220.08	57.9924 6,147.19	72 89	122.96	1 98%
APITAL ONE FINANCIAL CORP CUSIP: 14040H105	COF	232	38.3400 8,894 88	38.6799 8,973 74	-78 86	46 40	0 52%
ELGENE CORP CUSIP: 151020104	CELG	106	55.6800 5,902.08	55 3099 5,862.85	39 23	N/A	N/A
ISCO SYSTEMS INC CUSIP: 17275R102	CSCO	1,075	23.9400 25,735.50	23.7865 25,570.54	164 96	N/A	N/A
ISNEY WALT COMPANY CUSIP 254687106	DIS	411	32.2500 13,254.75	28 6911 11,792.03	1,462 72	143 85	1 09%

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FOUNDATION OF CARING FD
C/O TOM DYE
ATALANTA SOSNOFF MGD ACCOUNT

December 1 -
December 31, 2009
Account Number

YN42 6198-7245

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ASSET DETAILS (continued)

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
DIRECTV CL A CUSIP. 25490A101	DTV	449	33.3500 14,974 15	31.1987 14,008.23	965 92	N/A	N/A
DOW CHEMICAL COMPANY CUSIP: 260543103	DOW	624	27.6300 17,241.12	20.4190 12,741.47	4,499 65	374 40	2 17%
EXPRESS SCRIPTS INC CUSIP: 302182100	ESRX	220	86.4200 19,012.40	80.9399 17,806.78	1,205 62	N/A	N/A
FEDEX CORPORATION CUSIP: 31428X106	FDX	68	83.4500 5,674.60	89.6634 6,097 11	-422 51	29 92	0 53%
FREEPORT MCMORAN COPPER & GOLD CUSIP: 35671D857	FCX	152	80.2900 12,204 08	75.1285 11,419.53	784 55	N/A	N/A
GENERAL DYNAMICS CORP COMMON CUSIP: 369550108	GD	214	68.1700 14,588.38	68.8307 14,729.78	-141 40	325 28	2 23%
GILEAD SCIENCES INC CUSIP: 375558103	GILD	204	43.2700 8,827 08	45.4499 9,271 77	-444 69	N/A	N/A
GOLDMAN SACHS GROUP INC CUSIP· 38141G104	GS	148	168.8400 24,988.32	111.3595 16,481.20	8,507 12	207 20	0 83%
GOOGLE INC CLASS A CUSIP: 38259P508	GOOG	61	619.9800 37,818 78	397.3267 24,236 93	13,581 85	N/A	N/A
HEWLETT-PACKARD COMPANY CUSIP: 428236103	HPQ	580	51 5100 29,875.80	47 6287 27,624.66	2,251.14	185 60	0 62%
INTERNATIONAL BUSINESS MACHINES CORP CUSIP: 459200101	IBM	213	130.9000 27,881.70	106 0278 22,583.93	5,297 77	468 60	1 68%
JPMORGAN CHASE & COMPANY CUSIP 46625H100	JPM	406	41.6700 16,918.02	28.9922 11,770.82	5,147 20	81 20	0 48%
KOHL'S CORP CUSIP. 500255104	KSS	154	53 9300 8,305.22	59 9368 9,230 26	-925 04	N/A	N/A
MEDCO HEALTH SOLUTIONS INC CUSIP. 58405U102	MHS	241	63.9100 15,402.31	55.7092 13,425.92	1,976 39	N/A	N/A
MERCK & COMPANY INC NEW CUSIP. 58933Y105	MRK	358	36 5400 13,081 32	32 9672 11,802.25	1,279 07	544 16	4 16%
MICROSOFT CORP CUSIP· 594918104	MSFT	683	30.4800 20,817 84	25 8000 17,621.40	3,196 44	355 16	1 71%

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Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
)CCIDENTAL PETROLEUM CORP CUSIP: 674599105	OXY	245	81.3500 19,930.75	80.6785 19,766.23	164.52	323.40	1 62%
)RACLE CORP C[illegible]: 68389X105	ORCL	539	24.5300 13,221.67	21.8001 11,750 28	1,471.39	107.80	0 82%
'F[illegible] INC CUSIP: 717081103	PFE	323	18 1900 5,875.37	18.2900 5,907.67	-32 30	232 56	3.96%
'RAXAIR INC CUSIP: 74005P104	PX	64	80.3100 5,139.84	73.1492 4,681.55	458 29	102 40	1 99%
'RECISION CASTPARTS CORP CUSIP: 740189105	PCP	106	110.3500 11,697.10	108.4298 11,493.56	203 54	12.72	0 11%
;ALESFORCE.COM INC CUSIP. 79466L302	CRM	85	73.7700 6,270.45	72.4500 6,158.25	112 20	N/A	N/A
;TAPLES INC CUSIP: 855030102	SPLS	352	24.5900 8,655.68	23.3099 8,205.08	450 60	116 16	1 34%
M COMPANY CUSIP: 88579Y101	MMM	199	82.6700 16,451.33	77.5542 15,433.28	1,018.05	405.96	2.47%
INION PACIFIC CORP CUSIP: 907818108	UNP	273	63.9000 17,444.70	57.9731 15,826 66	1,618 04	294.84	1.69%
INITED TECHNOLOGIES CORP CUSIP. 913017109	UTX	243	69.4100 16,866.63	61.5596 14,958.98	1,907 65	374 22	2 22%
'AL[illegible]A ADR C[illegible] 91912E105	VALE	213	29.0300 6,183.39	25.3499 5,399.53	783 86	101.70	1 64%
ISA INC CLASS A CUSIP: 92826C839	V	146	87.4600 12,769.16	63 1731 9,223.27	3,545 89	73.00	0 57%
RANSOCEAN LIMITED NAMEN AKT CUSIP: H8817H100	RIG	262	82.8000 21,693.60	69.8171 18,292.07	3,401 53	N/A	N/A
Total Equities			**$573,611.27**	**$501,620.27**	**$71,990.99**	**$5,059.49**	**0.88%**
Total Net Portfolio Assets			**$573,611.27**	**$501,620.27** A-3	**$71,990.99**	**$5,059.49**	**0.88%**
Total Net Portfolio Value			**$601,346.14**	**$529,355.14**	**$71,990.99**	**$5,073.36**	**0.84%**

Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing. Unrealized gains or losses are provided for your information only and should not be used for tax purposes

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IET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
ASH	-2,006.08	-2,006 08		
ENERAL MONEY MARKET	42,995.45	42,995.45	21 50	0 05%
otal Net Cash Equivalents	**$40,989.37**	**$40,989.37**	**$21.50**	

ORTFOLIO ASSETS

quities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
GILENT TECHNOLOGIES INC CUSIP: 00846U101	A	400	31 0700 12,428 00	27.4792 10,991.68	1,436 32	N/A	N/A
MERICAN EXPRESS COMPANY CUSIP. 025816109	AXP	875	40.5200 35,455.00	34 4394 30,134.48	5,320.52	630 00	1 78%
MERIPRISE FINANCIAL INC CUSIP· 03076C106	AMP	165	38.8200 6,405 30	36 9192 6,091.67	313 63	112.20	1 75%
ANK OF NEW YORK M N CORP CUSIP: 064058100	BK	715	27.9700 19,998.55	28 1445 20,123.30	-124 75	257 40	1 29%
ECTON DICKINSON & COMPANY CUSIP 075887109	BDX	100	78.8600 7,886.00	68 8792 6,887.92	998 08	148 00	1 88%
ED BATH & BEYOND INC CUSIP 075896100	BBBY	270	38.6100 10,424.70	36.4192 9,833.18	591 52	N/A	N/A
ERKSHIRE HATHAWAY INC CLASS B CUSIP: 084670207	BRK/B	13	3,286 0000 42,718.00	3,270.8800 42,521.44	196 56	N/A	N/A
LOCK H & R INC CUSIP. 093671105	HRB	285	22.6200 6,446.70	19.2399 5,483.37	963 33	171.00	2 65%
VS CAREMARK CORP CUSIP. 126650100	CVS	650	32.2100 20,936.50	35.8924 23,330.08	-2,393 58	198 25	0 95%

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Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ANADIAN NATURAL RESOURCES LIMITED CUSIP. 136385101	CNQ	305	71 9500 21,944.75	69 6585 21,245.84	698 91	121 29	0 55%
ARDINAL HEALTH INC CUSIP: 14149Y108	CAH	178	32.2400 5,738.72	26 3548 4,691.15	1,047 57	124 60	2 17%
A SION CORP CUSIP: 14170T101	CFN	89	25.0100 2,225.89	20 1767 1,795 73	430 16	N/A	N/A
OMCAST CORP NEW CLASS A SPECIAL CUSIP: 20030N200	CMCSK	800	16.0100 12,808.00	14 6299 11,703.92	1,104 08	302 40	2 36%
ONOCOPHILLIPS CUSIP: 20825C104	COP	95	51.0700 4,851.65	70 8900 6,734 55	-1,882 90	190 00	3 92%
OSTCO WHOLESALE CORP CUSIP: 22160K105	COST	675	59.1700 39,939 75	57 9999 39,149.95	789 80	486 00	1 22%
EVON ENERGY CORPORATION NEW CUSIP: 25179M103	DVN	425	73 5000 31,237.50	68.0992 28,942.16	2,295 34	272 00	0 87%
ISNEY WALT COMPANY CUSIP. 254687106	DIS	220	32.2500 7,095.00	32.4235 7,133.17	-38 17	77 00	1 09%
OG RESOURCES INC CUSIP: 26875P101	EOG	305	97.3000 29,676.50	89 4099 27,270 02	2,406 48	176 90	0 60%
XPRESS SCRIPTS INC CU 302182100	ESRX	50	86 4200 4,321.00	79.7800 3,989.00	332 00	N/A	N/A
OO E INC CLASS A CUSIP· 38259P508	GOOG	27	619.9800 16,739.46	517 3700 13,968.99	2,770 47	N/A	N/A
RUPO TELEVISA SA DE CV GDR REPTSG ORDINARY PART CTF CUSIP: 40049J206	TV	271	20 7600 5,625.96	18.5292 5,021 41	604 55	322 21	5 73%
ARLEY DAVIDSON INC CUSIP: 412822108	HOG	384	25.2000 9,676 80	27 4758 10,550.69	-873 89	153 60	1 59%
EWLETT-PACKARD COMPANY CUSIP 428236103	HPQ	275	51.5100 14,165.25	47 0892 12,949 53	1,215 72	88 00	0 62%
ON MOUNTAIN INC DE CUSIP: 462846106	IRM	575	22 7600 13,087.00	27 2794 15,685 66	-2,598 66	N/A	N/A

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Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
PMORGAN CHASE & COMPANY CUSIP: 46625H100	JPM	455	41 6700 18,959.85	45 3899 20,652.40	-1,692 55	91 00	0 48%
OHNSON & JOHNSON CUSIP: 478160104	JNJ	250	64 4100 16,102 50	61 6592 15,414.80	687 70	490 00	3 04%
OE CORP CUSIP: 540424108	L	635	36.3500 23,082.25	34 6494 22,002 37	1,079 88	158 75	0 69%
IERCK & COMPANY INC NEW CUSIP. 58933Y105	MRK	547	36 5400 19,987.38	30.3087 16,578 87	3,408 51	831 44	4 16%
IICROSOFT CORP CUSIP: 594918104	MSFT	618	30.4800 18,836.64	17.9273 11,079.10	7,757 54	321 36	1 71%
IOODYS CORPORATION CUSIP: 615369105	MCO	215	26.8000 5,762.00	22.2192 4,777 13	984 87	90 30	1 57%
IEWS CORP CLASS A CUSIP: 65248E104	NWSA	900	13.6900 12,321.00	12.2299 11,006.91	1,314 09	108 00	0 88%
CCIDENTAL PETROLEUM CORP CUSIP: 674599105	OXY	520	81.3500 42,302.00	79.4899 41,334.76	967.24	686 40	1 62%
FIZER INC CUSIP: 717081103	PFE	451	18.1900 8,203.69	25.8485 11,657.68	-3,453 99	324 72	3 96%
ROCTER & GAMBLE COMPANY CUSIP: 742718109	PG	215	60.6300 13,035 45	57.5000 12,362.50	672 95	378 40	2 90%
R SSIVE CORP OH CU : 743315103	PGR	1,140	17.9900 20,508 60	16.2894 18,569 92	1,938 68	N/A	N/A
EALED AIR CORP NEW CUSIP: 81211K100	SEE	880	21.8600 19,236.80	19.5788 17,229.34	2,007 46	422 40	2 20%
EXAS INSTRUMENTS INC CUSIP: 882508104	TXN	738	26.0600 19,232.28	23.2700 17,173.26	2,059 02	354 24	1 84%
RANSATLANTIC HLDGS INC CUSIP. 893521104	TRH	172	52 1100 8,962.92	52.1077 8,962 52	0 40	137.60	1 54%
ULCAN MATERIALS COMPANY CUSIP: 929160109	VMC	107	52.6700 5,635.69	51 5892 5,520.04	115 65	107 00	1 90%
ELLS FARGO & CO NEW CUSIP. 949746101	WFC	1,345	26.9900 36,301 55	29.1199 39,166.27	-2,864 72	269 00	0 74%
RANSOCEAN LIMITED NAMEN AKT CUSIP: H8817H100	RIG	84	82 8000 6,955 20	90.2400 7,580.16	-624 96	N/A	N/A

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ASSET DETAILS (continued)

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
YCO INTERNATIONAL LTD CUSIP: H89128104	TYC	119	35.6800 4,245 92	34.7999 4,141.19	104 73	97 67	2 30%
Total Equities			**$681,503.70**	**$651,438.11**	**$30,065.59**	**$8,699.13**	**1.28%**
Total Net Portfolio Assets			**$681,503.70**	**$651,438.11** A-3	**$30,065.59**	**$8,699.13**	**1.28%**
Total Net Portfolio Value			**$722,493.07**	**$692,427.48**	**$30,065.59**	**$8,720.63**	**1.21%**

Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing. Unrealized gains or losses are provided for your information only and should not be used for tax purposes.

ACTIVITY SUMMARY / CASH EQUIVALENTS

Type of Activity	Activity	Year-to-date	This period	Cash	Money Market	Margin
	Opening Balance - Net Cash Equivalents		**$44,873.41**	**$35.82**	**$44,837.59**	**$0.00**
Buy and Sell Transactions	Assets Bought	-621,749.14 A-3	A-3 -13,666.50	-13,666.50		
	Assets Sold/Redeemed ② 5785.50 +	629,748.69 = 635,534.19	8,917.77	8,917.77		
Deposits	Deposits Made To Your Account	26,207.15 A-3				
Withdrawals	Withdrawals From Your Account					
Income and Distributions	Income and Distributions	2,897.32	864 69	864 69		
Money Market Activity	Money Market Activity			1,842.14	-1,842.14	
Margin Interest	Margin Interest Charged					
Other	Other Transactions	① 3,885.35				
Cash Management Activity	Card Activity					
	ACH/ATM Activity					
Checkwriting Activity	Checks You Wrote					
	Closing Balance - Net Cash Equivalents		**$40,989.37**	**-$2,006.08**	**$42,995.45**	**$0.00**

ACTIVITY DETAILS / CASH EQUIVALENTS

	This period	Cash	Money Market	Margin
Opening Balance - Net Cash Equivalents	**$44,873.41**	**$35.82**	**$44,837.59**	**$0.00**

Assets Bought

Date	Activity	Quantity	Price	Description	Total	Cash	Money Market	Margin
2/17/2009	Asset Bought	165.000	26.7930	BANK OF NEW YORK MELLON CORP CUSIP 064058100	-4,420.85	-4,420 85		

Merger proceeds ② 5785.50
Wrap fee (1900.15) A-3
net ① 3885.35

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ıET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimate Yield %
3ENERAL MONEY MARKET	17,510.37	17,510.37	8.76	0.05%
'otal Net Cash Equivalents	**$17,510.37**	**$17,510.37**	**$8.76**	**0.05%**

'ORTFOLIO ASSETS

:quities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
.BM INDUSTRIES INC CUSIP: 000957100	ABM	267	20.6600 5,516.22	20.8063 5,555.28	-39 06	144 18	2 61%
BAXIS INC CUSIP· 002567105	ABAX	455	25.5500 11,625.25	25.8178 11,747.09	-121 84	N/A	N/A
DVISORY BOARD COMPANY CUSIP. 00762W107	ABCO	209	30 6500 6,405.85	26 4199 5,521.76	884 09	N/A	N/A
NSYS INC CUSIP: 03662Q105	ANSS	328	43.4600 14,254.88	42.2682 13,863 97	390 91	N/A	N/A
P ROUP INC CUSIP: 038336103	ATR	149	35 7400 5,325.26	38.4385 5,727.33	-402 07	89 40	1 68%
LACKBAUD INC CUSIP. 09227Q100	BLKB	567	23.6300 13,398.21	24.6300 13,965.21	-567 00	226 80	1 69%
ROWN & BROWN INC CUSIP: 115236101	BRO	562	17.9700 10,099.14	19.2173 10,800 15	-701 01	174 22	1 73%
ARBO CERAMICS INC CUSIP: 140781105	CRR	211	68.1700 14,383 87	53 1563 11,215.98	3,167 89	151 92	1 06%
HATTEM INC CUSIP: 162456107	CHTT	130	93 3000 12,129.00	66.0399 8,585.19	3,543 81	N/A	N/A
OHEN & STEERS INC CUSIP· 19247A100	CNS	381	22.8400 8,702 04	25.1799 9,593.54	-891 50	76 20	0 88%

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SSET DETAILS (continued)

:quities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
OMPUTER PROGS & SYS INC CUSIP: 205306103	CPSI	209	46 0500 9,624 45	43.0800 9,003.72	620.73	300 96	3 13%
XPONENT INC CUSIP: 30214U102	EXPO	98	27.8400 2,728.32	28.0900 2,752.82	-24.50	N/A	N/A
AC T RESEARCH SYSTEMS IN CUSIP: 303075105	FDS	206	65.8700 13,569.22	67 2151 13,846.32	-277 10	164 80	1 21%
EDERATED INVS INC PA CLASS B NON-VOTING CUSIP: 314211103	FII	275	27.5000 7,562.50	25.9885 7,146.84	415 66	264 00	3 49%
INANCIAL FED CORP CUSIP: 317492106	FIF	333	27.5000 9,157 50	24 0099 7,995.30	1,162 20	199 80	2 18%
ORWARD AIR CORP CUSIP: 349853101	FWRD	368	25.0300 9,211.04	24.9924 9,197.22	13.82	103 04	1.12%
IAEMONETICS CORP MASS CUSIP· 405024100	HAE	177	55.1500 9,761.55	55.1589 9,763.13	-1 58	N/A	N/A
IEICO CORP NEW CL A CUSIP: 422806208	HEI/A	287	35.9600 10,320.52	33.5799 9,637.43	683 09	34 44	0 33%
IENRY JACK & ASSOC INC CUSIP. 426281101	JKHY	458	23.1400 10,598.12	24 1434 11,057.70	-459.58	155.72	1 47%
INCOLN ELECTRIC HOLDINGS INC C 533900106	LECO	205	53.4600 10,959.30	47.3999 9,716.98	1,242 32	229 60	2 10%
OOL CORPORATION CUSIP 73278L105	POOL	327	19 0800 6,239.16	23 0400 7,534.08	-1,294 92	170.04	2.73%
BC BEARINGS INC CUSIP: 75524B104	ROLL	361	24.3300 8,783.13	25.6500 9,259 65	-476 52	N/A	N/A
OLLINS INC CUSIP: 775711104	ROL	215	19 2800 4,145.20	19 1585 4,119 08	26 12	60 20	1 45%
OPER INDUSTRIES INC NEW CUSIP: 776696106	ROP	272	52.3700 14,244.64	50.9199 13,850 21	394 43	103 36	0.73%
CANSOURCE INC CUSIP: 806037107	SCSC	275	26.7000 7,342 50	30.2027 8,305.75	-963 25	N/A	N/A
ECHNE CORP CUSIP. 878377100	TECH	180	68 5600 12,340 80	64 3199 11,577.58	763 22	187 20	1 52%

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:quities	Symbol/ Bond Rating	Quantity	Current Pnce/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimate Yield %
EMPUR PEDIC INTERNATIONAL INC CUSIP: 88023U101	TPX	379	23.6300 8,955.77	20.2100 7,659 58	1,296 19	N/A	N/A
TEINER LEISURE LTD CUSIP: P8744Y102	STNR	268	39.7600 10,655.68	37.1911 9,967.21	688 47	N/A	N/A
T Equities			**$268,039.12**	**$258,966.10**	**$9,073.02**	**$2,835.88**	**1.06%**
Total Net Portfolio Assets			**$268,039.12**	**$258,966.10** A-3	**$9,073.02**	**$2,835.88**	**1.06%**
Total Net Portfolio Value			**$285,549.49**	**$276,476.47**	**$9,073.02**	**$2,844.64**	**1.00%**

Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing Unrealized gains or losses are provided for your information only and should not be used for tax purposes

ACTIVITY SUMMARY / CASH EQUIVALENTS

ype of Activity	Activity	Year-to-date	This period	Cash	Money Market	Margir
	Opening Balance - Net Cash Equivalents		**$17,270.43**	**$0.00**	**$17,270.43**	**$0.0(**
uy and Sell Transactions	Assets Bought	-261,051.90 A-3				
	Assets Sold/Redeemed	264,652.69				
eposits	Deposits Made To Your Account	14,067.22				
/ithdrawals	Withdrawals From Your Account					
come and Distributions	Income and Distributions	582.98	239 94	239.94		
loney Market Activity	Money Market Activity			-239 94	239 94	
lar in Interest	Margin Interest Charged					
t	Other Transactions	-740 62 A-3				
ash Management Activity	Card Activity					
	ACH/ATM Activity					
heckwriting Activity	Checks You Wrote					
	Closing Balance - Net Cash Equivalents		**$17,510.37**	**$0.00**	**$17,510.37**	**$0.00**

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Gratry Managed Acct

his section shows the cash equivalents and/or securities in your account. Prices obtained from outside sources are considered reliable but are not guaranteed by Stifel Actual prices may vary and ou may receive more or less than your original purchase price. Contact your Financial Advisor for current price quotes. Gain/Loss is provided for informational purposes only. Cost basis may be djusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, or listed option premiums. The Gain/Loss information should not be used for tax preparation without the ssistance of your tax advisor.

ET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
ASH	176.40	176.40		
ENERAL MONEY MARKET	38,989.44	38,989 44	19 49	0 05%
otal Net Cash Equivalents	**$39,165.84**	**$39,165.84**	**$19.49**	**0.05%**

ORTFOLIO ASSETS

quities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
BB LIMITED SPONSORED ADR CUSIP. 000375204	ABB	640	19.1000 12,224.00	16.3730 10,478 74	1,745.26	284.80	2.33%
MERICA MOVIL S A B DE CV SPONSORED ADR REPSTG SERIES L CUSIP: 02364W105	AMX	295	46.9800 13,859.10	44.0592 12,997.46	861 64	133 90	0 97%
US LIA & NEW ZEALAND BA NG GROUP LIMITED SPONSORED ADR CUSIP: 052528304	ANZBY	315	20.5000 6,457.50	22.1886 6,989.40	-531.90	265.54	4 11%
G GROUP PLC ADR FINAL INSTALLMENT NEW CUSIP: 055434203	BRGYY	155	90.5000 14,027.50	87.9670 13,634 89	392 61	152.55	1 09%
P PLC SPONSORED ADR CUSIP. 055622104	BP	250	57.9700 14,492.50	52 1800 13,045.00	1,447 50	840 00	5 80%
ANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS NEW 2004 CUSIP. 059460303	BBD	645	21.8700 14,106.15	19.5600 12,616.20	1,489 95	162 79	1 15%

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Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimate Yield %
¦AYER A G SPONSORED ADR CUSIP: 072730302	BAYRY	190	79.8000 15,162.00	69.5404 13,212.67	1,949 33	260.98	1 72%
¦NOOC LTD SPONS ADR C… 126132109	CEO	90	155 4500 13,990.50	145.4800 13,093.20	897 30	418 03	2 99%
¦ANADIAN NATIONAL RAILWAY COMPANY CUSIP 136375102	CNI	260	54.3600 14,133.60	51.4699 13,382 17	751 43	248 66	1 76%
¦ANADIAN NATURAL RESOURCES LIMITED CUSIP 136385101	CNQ	190	71.9500 13,670.50	69 6892 13,240.95	429.55	75 56	0 55%
HINA LIFE INSURANCE COMPANY LIMITED SPONS ADR REPRSTG H SHARES CUSIP: 16939P106	LFC	185	73 3500 13,569 75	68 7170 12,712.65	857 10	84 08	0 62%
HINA UNICOM HONG KONG LIMITED CUSIP: 16945R104	CHU	1,025	13 1100 13,437.75	13 2374 13,568.36	-130 61	270 39	2 01%
BS GROUP HLDGS LTD SPONS ADR CUSIP: 23304Y100		355	44 0000 15,620.00	37 3300 13,252.15	2,367 85	551 45	3 53%
ANONE SPONSORED ADR CU… 23636T100	DANOY	1,100	12 1900 13,409.00	12.0000 13,200 00	209 00	253.99	1 89%
…ON…G ƎONSORED ADR ƆUSIP. 268780103	EONGY	320	41.7500 13,360 00	40.9600 13,107.20	252 80	472 28	3 54%
RESENIUS MEDICAL CARE AG & CO KGAA ƎONSORED ADR REPSTG SHS ƆUSIP: 358029106	FMS	265	53 0100 14,047.65	49 4693 13,109.36	938 29	153 51	1 09%
SBC HOLDINGS PLC ƎONSORED ADR NEW ƆUSIP: 404280406	HBC	226	57.0900 12,902.34	39.4152 8,907 84	3,994 50	384.20	2 98%
ƆNINKLIJKE AHOLD NV ƎONSORED ADR 2007 ƆUSIP: 500467402	AHONY	1,075	13.2500 14,243.75	11 8246 12,711.45	1,532 30	192 21	1 35%

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SSET DETAILS (continued)

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
IDEC CORPORATION SPONS ADR CUSIP: 654090109	NJ	620	23.2100 14,390.20	23 0381 14,283.65	106 55	410.31	2.85%
IOVARTIS AG SP[illegible]ORED ADR CU[illegible]66987V109	NVS	265	54.4300 14,423.95	54 5042 14,443.62	-19.67	386.15	2.68%
IOVO NORDISK AS ADR CUSIP· 670100205	NVO	210	63.8500 13,408.50	63.0270 13,235.67	172 83	164.13	1.22%
OSCO SPONSORED ADR CUSIP: 693483109	PKX	125	131.1000 16,387.50	102.0040 12,750 50	3,637 00	163 55	1 00%
ETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR CUSIP 71654V408	PBR	275	47.6800 13,112.00	45.8192 12,600 28	511 72	256.32	1 95%
OYAL BANK CANADA MONTREAL CUSIP: 780087102	RY	250	53 5500 13,387.50	53 6385 13,409.63	-22 13	473 45	3 54%
IEMENS A G SPONS ADR CUSIP· 826197501	SI	140	91.7000 12,838.00	95.1547 13,321.66	-483 66	248 57	1 94%
OCIEDAD QUIMICA Y MINERA DE CHILE S A SPONS ADR RPSTG SER B CUSIP: 833635105	SQM	355	37.5700 13,337.35	36.5396 12,971 56	365 79	342 00	2.56%
YN[illegible]NTA AG S[illegible]ORED ADR CU[illegible]: 87160A100	SYT	275	56.2700 15,474.25	44.4555 12,225.27	3,248 98	244 99	1 58%
ELEFONICA S A SPONSORED ADR CUSIP. 879382208	TEF	155	83.5200 12,945.60	84.5577 13,106 44	-160 84	540 51	4 18%
ENARIS S A SPONSORED ADR CUSIP. 88031M109	TS	360	42 6500 15,354.00	37.5500 13,518.00	1,836.00	309.60	2 02%
ESCO PLC SPONSORED ADR CUSIP: 881575302	TSCDY	650	20.5700 13,370.50	19.3046 12,547.98	822 52	362 57	2 71%
EVA PHARMACEUTICAL INDUSTRIES LIMITED ADR CUSIP. 881624209	TEVA	265	56.1800 14,887.70	50 5699 13,401.02	1,486 68	127.86	0 86%

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Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
OYOTA MOTOR CORP SPONSORED ADR CUSIP: 892331307	TM	165	84.1600 13,886.40	77.9977 12,869.62	1,016.78	179.43	1.29%
ALE S A ADR CUSIP: 91912E105	VALE	500	29.0300 14,515.00	25 4590 12,729 50	1,785 50	238 75	1 64%
E ENVIRONMENT SPONSORED ADR CUSIP: 92334N103	VE	405	32.8800 13,316.40	33 3154 13,492.73	-176 33	575 26	4 32%
ESTAS WIND SYSTEMS A/S UTD KINGDOM UNSPONS ADR REP 1/3 OF 1 ORD SHARE CUSIP: 925458101	VWDRY	575	20.3000 11,672.50	21 5900 12,414.25	-741 75	N/A	N/A
ESTPAC BANKING CORP SPONSORED ADR CUSIP: 961214301	WBK	110	113.0200 12,432.20	118.3312 13,016.43	-584.23	520.46	4 19%
OGITECH INTERNATIONAL SA NAMEN AKT CUSIP: H50430232	LOGI	750	17 1100 12,832.50	17.6399 13,229.93	-397 43	N/A	N/A
Total Equities			**$504,685.64**	**$472,827.43**	**$31,858.21**	**$10,748.83**	**2.13%**
Total Net Portfolio Assets			**$504,685.64**	**$472,827.43** A-3	**$31,858.21**	**$10,748.83**	**2.13%**
Total Net Portfolio Value			**$543,851.48**	**$511,993.27**	**$31,858.21**	**$10,768.32**	**1.98%**

Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing. Unrealized gains or losses are provided for your rmation only and should not be used for tax purposes.

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Horizon Acct

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IET CASH EQUIVALENTS

	Current value	Cost Basis	Estimated Annualized Income	Estimated Yield %
ENERAL MONEY MARKET	263,370.98	263,370.98	131.69	0 05%
otal Net Cash Equivalents	**$263,370.98**	**$263,370.98**	**$131.69**	**0.05%**

ORTFOLIO ASSETS

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis		Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
T&T INC CUSIP: 00206R102	T	2,300	28.0300 64,469.00	26 4420 60,816.63	Bot 8285.82	3,652 37	3,864 00	5 99%
BBOTT LABORATORIES CUSIP: 002824100	ABT	548	53 9900 29,586.52	46.4263 25,441.62		4,144 90	876 80	2 96%
EST BUY COMPANY INC CUSIP: 086516101	BBY	750	39.4600 29,595.00	41.1326 30,849.44		-1,254 44	420.00	1 42%
IT GROUP INC NEW CUSIP 125581801	CIT	1,825	27.6100 50,388.25	N/A N/A		N/A	N/A	N/A
O L PROPERTIES TRUST SBI CUSIP: 195872106	CLP	350	11.7300 4,105.50	42.0687 14,724.04		-10,618.54	210.00	5 12%
ONOCOPHILLIPS CUSIP 20825C104	COP	600	51.0700 30,642.00	50.7994 30,479.64	BOT	162 36	1,200 00	3 92%
OSTCO WHOLESALE CORP CUSIP: 22160K105	COST	1,050	59.1700 62,128 50	38 5439 40,471.09		21,657 37	756 00	1 22%
ARDEN RESTAURANTS INC CUSIP. 237194105	DRI	1,081	35.0700 37,910.67	24.3512 26,323.62		11,587 02	1,081 00	2.85%

STIFEL NICOLAUS

91-1461620
FOUNDATION OF CARING FD
C/O TOM DYE
HORIZON ACCOUNT

December 1 -
December 31, 2009
Account Number

YN42 2129-6916

ASSET DETAILS (continued)

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
EL PASO CORPORATION CUSIP: 28336L109	EP	539	9.8300 5,298.37	60 2578 32,478.98	-27,180.66	21 56	0 41%
	EP M	2	9 8300 19.66	10.3400 20.68	-1 02	0 08	0 41%
	Subtotal	541	9 8300 5,318 03	60 0733 32,499 66	-27,181 68	21 64	0 41%
GENERAL ELECTRIC COMPANY CUSIP 369604103	GE	1,187	15.1300 17,959.31	27 3365 32,448 43	-14,489 16	474 80	2 64%
MCDONALDS CORP CUSIP 580135101	MCD	753	62.4400 47,017.32	54 4403 40,993.55	6,023 77	1,656 60	3 52%
PEPSICO INC CUSIP: 713448108	PEP	975	60 8000 59,280.00	48.8617 47,640.14	11,639.83	1,755.00	2 96%
	PEP M	7	60 8000 425.60	58 7700 411.39	14 21	12 60	2 96%
	Subtotal	982	60 8000 59,705 60	48.9323 48,051 53	11,654 04	1,767 60	2 96%
PROCTER & GAMBLE COMPANY CUSIP. 742718109	PG	563	60.6300 34,134.69	43.7754 24,645.53	9,489.10	990 88	2 90%
REALTY INCOME CORP CUSIP 756109104	O	1,000	25 9100 25,910 00	24.6068 24,606 83	1,303 17	1,716 00	6 62%
3M COMPANY CUSIP. 88579Y101	MMM	400	82.6700 33,068.00	82.6499 33,059.96 ← OT	8 04	816.00	2.47%
U S BANCORP DE NEW CUSIP 902973304	USB	1,917	22.5100 43,151.67	25.5702 49,018 08	-5,866.45	383 40	0 89%
VERIZON COMMUNICATIONS INC CUSIP: 92343V104	VZ	1,000	33.1300 33,130.00	32.9794 32,979.40 Bct	150 60	1,900 00	5 73%
WAL-MART STORES INC CUSIP 931142103	WMT	250	53 4500 13,362.50	48.9678 12,241 95	1,120 55	272 50	2 04%
WELLS FARGO & CO NEW CUSIP: 949746101	WFC	13,900	26 9900 375,161.00	N/A N/A	N/A	2,780 00	0.74%
ISHARES DOW JONES *SELECT DIVIDEND INDEX* FUND CUSIP. 464287168	DVY	850	43 9100 37,323.50	58 1369 49,416 36	-12,092 86	1,411.59	3.78%
I SHARES TRUST MSCI EAFE INDEX FUND CUSIP. 464287465	EFA	1,230	55.2800 67,994 40	61 9232 76,165.54	-8,171 14	1,772.30	2 61%

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ASSET DETAILS (continued)

Equities	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
HARES TR DOW JONES US HLTHCARE SECTOR INDEX FD CUSIP· 464287762	IYH	1,600	63.8201 102,112.16	55.8337 89,333 85	12,778.31	1,567 68	1.54%
OWERSHARES QQQ TRUST UN[illegible]SER 1 CU[illegible]73935A104	QQQQ	2,000	45.7500 91,500.00	37 8083 75,616.64	15,883 36	422 40	0 46%
TANDARD & POORS DEP RCPTS SERIES 1 CUSIP: 78462F103	SPY	1,300	111 4400 144,872.00	113.7863 147,922.20	-3,050.20	2,831.53	1 95%
ECTOR SPDR TR SHS BEN INT HEALTH CARE CUSIP: 81369Y209	XLV	600	31.0700 18,642.00	31 7716 19,062.96	-420 96	305.40	1 64%
ECTOR SPDR TR SBI ENERGY CUSIP: 81369Y506	XLE	400	57.0100 22,804 00	50.2075 20,082.98	2,721 02	394 00	1 73%
ECTOR SPDR TR SBI INDUSTRIAL CUSIP: 81369Y704	XLI	700	27.7900 19,453.00	29.7870 20,850.90	-1,397 90	403 20	2 07%
Total Equities			**$1,501,444.62**	**$1,058,102.43**	**$17,792.65**	**$30,295.32**	**2.02%**

Municipal Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
NIVERSITY CO ENTERPRISE SY[illegible]M REV SUBSER B 2 BA[illegible]/E TXBL CPN 5.479% DUE 06/01/24 DTD 12/17/09 FC 06/01/10 CALL 06/01/19 @ 100.000 CUSIP: 91417KNB3	S&P: AA- Moody·Aa3	50,000	97.6470 48,823 50	100.5600 50,280.00	106.54	-1,456 50	2,739 50	5 61%
ERCE CNTY WA SCH DIST 403 BETHEL SER B BUILD AMER BD DIRECT B/E TXBL CPN 5 595% DUE 12/01/27 DTD 12/17/09 FC 06/01/10 CALL 12/01/19 @ 100.000 CUSIP· 720611RQ7	Moody.Aa1	50,000	94.3300 47,165.00	98.8260 49,413.00	108.79	-2,248 00	2,797.50	5 93%
Total Municipal Bonds		**100,000**	**$95,988.50**	**$99,693.00**	**$215.33**	**-$3,704.50**	**$5,537.00**	**5.77%**

unicipal Bonds held may or may not be tax free. Please consult with your tax advisor

ASSET DETAILS (continued)

Corporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
FIRSTMERIT BANK NA AKRON OH CTF DEP FDIC ACT/365 SEMI CPN 4.050% DUE 04/30/10 DTD 10/31/08 FC 04/30/09 CUSIP: 320844MW0		90,000	101.0730" 90,965.70	99 7500 89,775.00	609.16	1,190 70	3,645.00	4.01%
GENL MOTORS ACCEPT CORP SMARTNOTES B/E QUARTERLY SURVIVOR OPTION VARIABLE CPN 0 000% DUE 08/16/10 DTD 08/19/03 FC 11/15/03 CUSIP: 37042G6V3	S&P. CCC Moody: Ca	100,000	95.5000 95,500.00	100.0000 100,000.00	N/A	-4,500 00	N/A	N/A
WASHINGTON MUTUAL BANK HENDERSON NV CTF DEP FDIC ACT/365 SEMI CPN 4.450% DUE 09/02/10 DTD 09/02/05 FC 03/02/06 CUSIP: 939369CL6		50,000	102.3410" 51,170 50	100.0000 50,000.00	731.51	1,170.50	2,225 00	4.35%
FIDELITY BANK NORCROSS GA CTF DEP FDIC ACT/365 SEMI CPN 4.200% DUE 10/08/10 DTD 10/08/08 FC 04/08/09 CUSIP· 316041AY8		90,000	102.4600" 92,214.00	99.6000 89,640.00	869.92	2,574 00	3,780 00	4 10%
GOLDMAN SACHS BANK USA SALT LAKE CITY UT CD FDIC ACT/365 SEMI CPN 3.900% DUE 05/16/11 DTD 05/14/08 FC 11/14/08 CUSIP: 381426JG1		50,000	103.1990" 51,599.50	99 4000 49,700 00	251 10	1,899 50	1,950.00	3 78%
DEERE JOHN CAP CORP MEDIUM TERM NOTE B/E CPN 5.650% DUE 07/25/11 DTD 07/25/06 FC 01/25/07 CUSIP: 24422EQB8	S&P: A Moody. A2	50,000	106.5940 53,297.00	100.8750 50,437.50	1,224 17	2,859 50	2,825.00	5.30%
FORD MOTOR CREDIT NOTES CPN 7.250% DUE 10/25/11 DTD 10/25/01 FC 04/25/02 CUSIP. 345397TY9	S&P· B- Moody· B3	50,000	100.9890 50,494.50	107 1280 53,564.00	664.58	-3,069 50	3,625.00	7 18%

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ɪorporate/Government ɪonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
ERIZON PENNSYLVANIA NOTE B/E CALL @ MAKE WHOLE +30BP CPN 5.650% DUE 11/15/11 DTD 11/13/01 FC 05/15/02 C 92344TAA6	S&P: A Moody: Baa1	50,000	105.9690 52,984.50	106 3210 53,160.50	360.97	-176 00	2,825 00	5 33%
ENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTE B/E CPN 4.375% DUE 11/21/11 DTD 11/19/04 FC 05/21/05 CUSIP: 36962GM68	S&P: AA+ Moody. Aa2	100,000	104.1480 104,148.00	100 6300 100,630.00	486.11	3,518 00	4,375 00	4.20%
EAR STEARNS COMPANIES INC SENIOR NOTE CPN 5.350% DUE 02/01/12 DTD 01/25/07 FC 08/01/07 CUSIP: 073902PP7	S&P: A+ Moody: Aa3	100,000	106.2570 106,257.00	98.7060 98,706.00	2,229 17	7,551 00	5,350 00	5 03%
3M CORP NOTES MAKE WHOLE CALL +12 5BP CPN 4.750% DUE 11/29/12 DTD 11/27/02 FC 05/29/03 CUSIP: 459200BA8	S&P: A+ Moody A1	50,000	107.4340 53,717.00	102.4260 51,213.00	211.11	2,504 00	2,375 00	4.42%
IORGAN STANLEY GL L NOTE B/E 300% DUE 03/01/13 DTD 02/26/03 FC 09/01/03 CUSIP: 617446HR3	S&P: A Moody: A2	100,000	105.4000 105,400.00	100 8720 100,872.00	1,766 67	4,528 00	5,300 00	5 03%
IT GROUP INC NEW SECURED NOTE SER A B/E CPN 7.000% DUE 05/01/13 DTD 12/10/09 FC 01/10/10 CALL 01/01/10 @ 103 500 CUSIP: 125581FT0		21,207	93.2500 19,775.52	N/A N/A	86.60	N/A	1,484 49	7 51%
APITAL ONE NA MCLEAN VA CTF DEP FDIC ACT/365 SEMI CPN 4.500% DUE 05/14/13 DTD 05/14/08 FC 11/14/08 CUSIP: 14042EPX2		50,000	105.1400" 52,570.00	99.0000 49,500.00	289.73	3,070 00	2,250 00	4 23%

ASSET DETAILS (continued)

Corporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
GOLDMAN SACHS BANK USA SALT LAKE CITY UT CD FDIC ACT/365 SEMI CPN 4 400% DUE 05/14/13 DTD 05/14/08 FC 11/14/08 CUSIP: 381426JH9		50,000	104 8210 * 52,410.50	99.0000 49,500.00	283.29	2,910.50	2,200.00	4.20%
DOW CHEMICAL CO INTERNOTES B/E SEMI SURVIVOR OPTION CPN 4 300% DUE 06/15/13 DTD 06/19/03 FC 12/15/03 CUSIP: 26054LDS9	S&P: BBB- Moody: Baa3	25,000	97 4410 24,360.25	91.0200 22,755.00	47.78	1,605.25	1,075.00	4 41%
KRAFT FOODS INC NOTES CPN 5.250% DUE 10/01/13 DTD 09/25/03 FC 04/01/04 CUSIP: 50075NAL8	S&P: BBB+ Moody: Baa2	100,000	105 6740 105,674.00	100 4010 100,401.00	1,312.50	5,273 00	5,250.00	4.97%
GOLDMAN SACHS GROUP INC NOTES B/E CPN 5.150% DUE 01/15/14 DTD 01/13/04 FC 07/15/04 CUSIP: 38143UAB7	S&P: A Moody: A1	50,000	105.7860 52,893.00	99.2830 49,641.50	1,187.36	3,251.50	2,575 00	4 87%
PFIZER INC NOTE CPN 4.500% DUE 02/15/14 DTD 02/03/04 FC 08/15/04 CUSIP: 717081AR4	S&P: AA Moody: A1	50,000	105.9930 52,996.50	100.3850 50,192.50	850.00	2,804 00	2,250.00	4 25%
WASTE MANAGEMENT INC SENIOR NOTE CPN 5.000% DUE 03/15/14 DTD 03/05/04 FC 09/15/04 CUSIP: 94106LAR0	S&P: BBB Moody. Baa3	100,000	105.4370 105,437.00	98.0990 98,099.00	1,472.22	7,338.00	5,000 00	4 74%
WELLS FARGO & CO NEW SUBORDINATED NOTES CPN 4.625% DUE 04/15/14 DTD 04/06/04 FC 10/15/04 CUSIP: 949746FS5	S&P: A+ Moody: A2	50,000	101 9810 50,990.50	97.8890 48,944.50	488.19	2,046 00	2,312 50	4.54%

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Corporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
IT GROUP INC NEW SECURED NOTE SER A B/E CPN 7.000% DUE 05/01/14 DTD 12/10/09 FC 01/10/10 CALL 01/01/10 @ 103.500 C[illegible] 125581FU7		31,811	92.8750 29,544.46	N/A N/A	129.90	N/A	2,226 77	7 54%
TNEY BOWES INC B/E CPN 4 875% DUE 08/15/14 DTD 08/18/04 FC 02/15/05 CUSIP: 72447WAU3	S&P: A Moody: A1	25,000	104.7600 26,190.00	98.7240 24,681.00	460.42	1,509 00	1,218 75	4 65%
ASHINGTON MUTUAL BANK GLOBAL MEDIUM TERM NOTES B/E CPN 5.650% DUE 08/15/14 DTD 08/05/04 FC 02/15/05 CUSIP: 93933WAB2	Moody: Wr	200,000	0.5000 1,000.00	99 8323 199,664.50	N/A	-198,664.50	N/A	N/A
ELLSOUTH CORP NOTES CPN 5.200% DUE 09/15/14 DTD 09/13/04 FC 03/15/05 CUSIP: 079860AG7	S&P: A Moody: A2	25,000	107 0990 26,774 75	100 3680 25,092.00	382 78	1,682.75	1,300.00	4.86%
IT GROUP INC NEW SECURED NOTE SER A B/E CP[illegible]000% DUE 05/01/15 D[illegible]10/09 FC 02/10/10 CALL 01/01/10 @ 103.500 CUSIP: 125581FV5		31,811	89 5000 28,470.84	N/A N/A	129 90	N/A	2,226.77	7 82%
APITAL ONE BANK USA NA GLEN ALLEN VA CTF DEP FDIC ACT/365 SEMI CPN 4 750% DUE 05/14/15 DTD 05/14/08 FC 11/14/08 CUSIP. 14041AW39		50,000	106.4470" 53,223.50	98.7500 49,375.00	305 82	3,848.50	2,375 00	4 46%
EUTSCHE TELEKOM NTERNATIONAL FINANCE B V NOTE CPN 5 750% DUE 03/23/16 DTD 03/23/06 FC 09/23/06 CUSIP: 25156PAH6	S&P· BBB+ Moody. Baa1	150,000	106.1850 159,277.50	100.9200 151,380.00	2,347.92	7,897 50	8,625 00	5 42%

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FOUNDATION OF CARING FD
C/O TOM DYE
HORIZON ACCOUNT

December 1 -
December 31, 2009
Account Number

YN42 2129-6916

ASSET DETAILS (continued)

Corporate/Government Bonds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Accrued Income	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
JOHN HANCOCK SIGNATURE NOTES B/E SEMI SURVIVOR OPTION CPN 5.000% DUE 04/15/16 DTD 04/08/04 FC 10/15/04 CALL 10/15/06 @ 100.000 CUSIP: 41013MU24	S&P: AA+ Moody: A1	50,000	99.3150 49,657.50	100.0000 50,000.00	527.78	-342 50	2,500.00	5 03%
CIT GROUP INC NEW SECURED NOTE SER A B/E CPN 7.000% DUE 05/01/16 DTD 12/10/09 FC 02/10/10 CALL 01/01/10 @ 103.500 CUSIP: 125581FW3		53,019	88.0000 46,656.72	N/A N/A	216.49	N/A	3,711 33	7.95%
MORGAN STANLEY SENIOR GLOBAL MEDIUM TERM NOTE SER F B/E CPN 5.750% DUE 10/18/16 DTD 10/18/06 FC 04/18/07 CUSIP: 61746BDB9	S&P: A Moody: A2	150,000	103.7560 155,634.00	101.4480 152,172.00	1,748.96	3,462 00	8,625 00	5.54%
TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOTE B/E CPN 5.750% DUE 02/17/17 DTD 02/16/07 FC 08/17/07 CALL 02/17/10 @ 100.000 CUSIP: 89233PC46	S&P: AA Moody: Aa1	100,000	100.4120 100,412.00	100.5000 100,500 00	2,140.28	-88.00	5,750 00	5 73%
CIT GROUP INC NEW SECURED NOTE SER A B/E CPN 7.000% DUE 05/01/17 DTD 12/10/09 FC 03/10/10 CALL 01/01/10 @ 103.500 CUSIP: 125581FX1		74,226	86.7500 64,391.05	N/A N/A	303.09	N/A	5,195.82	8 07%
Total Corporate/Government Bonds		**2,317,074**	**$2,166,087.29**	**$2,109,596.00**	**$24,115.48**	**-$132,347.30**	**$106,426.43**	**4.91%**

*The price assigned to this instrument may have been provided by a national pricing service and is derived from a 'market-driven pricing model.' This price may not be the actual price you would receive in the event of a sale prior to the maturity of the C.D. Additional information is available upon request.

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Mutual Funds

Open-End Funds

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment[1]/ Cumulative Return[2]	Unrealized Gain/(-)Loss[4]	Estimated Annualized Income	Estimated Yield %
LLIANZ FUNDS MULTI MANAGER SERIES NFJ DIVIDEND VALUE FD CL A C 018918243		7,064.225	10 3700 73,256.01	16 7888 118,600 02	[BOT 722.90] 100,005.25 -26,749.24	-45,344.12	2,352 38	3 21%
MER BALANCED FUND INC CL A CUSIP: 024071102	ABALX M	10,806.492	16.2100 175,173.23	17.6478 190,711.13	[BOT 1020.64] 151,893 70 23,279.53	-15,538.04	4,862 92	2 78%
ALAMOS INVESTMENT TRUST NEW GROWTH FUND CLASS A CUSIP: 128119302	CVGRX M	1,525.518	44.4600 67,824.53	57 5173 87,743 71	75,000 00 -7,175.47	-19,919.20	N/A	N/A
APITAL INCOME BLDR FUND CLASS A CUSIP: 140193103	M	2,883.221	47.8900 138,077.45	46.6869 134,608.57	[BOT 1750.44] 87,500.02 50,577.43	3,468 75	5,406 03	3 92%
APITAL WORLD GROWTH & INCOME FUND INC CL A CUSIP: 140543109	CWGIX	3,492.439	34.0800 119,022.32	37.5117 131,007.15	[BOT 1105.11] 125,034 68 -6,012.36	-11,984 90	2,968 57	2 49%
	CWGIX M	2,679.552	34.0800 91,319.13	41 7263 111,807.67	67,470 57 23,848.56	-20,488 60	2,277 61	2 49%
	Subtotal	6,171.991	34.0800 210,341.45	39 3414 242,814.82	192,505.25 17,836.20	-32,473.50	5,246.18	2 49%
OH & STEERS REALTY S C U 192476109	CSRSX	1,458.858	47 0600 68,653 85	81.8913 119,467.73	[509.59] 100,000.03 -31,346.18	-50,813 93	2,485.89	3 62%
OLUMBIA FUNDS SER TR MARSICO GROWTH FUND CLASS A CUSIP 19765H222	NMGIX	4,832.469	17.0300 82,296.94	20 7965 100,498.20	100,005.25 -17,708.31	-18,201 28	280.28	0.34%
WS VALUE SERIES INC DREMAN SMALL CAP VALUE FUND CLASS A CUSIP. 23338F820	KDSAX	1,970.173	31 0300 61,134.46	25.4642 50,168.97	50,000 01 11,134.45	10,965 49	374 33	0 61%
URO PAC GROWTH FD CLASS F 1 CUSIP. 298706409	AEGFX	4,890 571	38 1500 186,575.28	27 4816 134,400.89	131,357.00 55,218.28	52,174 38	3,746.17	2 01%

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91-1461628
FOUNDATION OF CARING FD
C/O TOM DYE
HORIZON ACCOUNT

December 1 -
December 31, 2009
Account Number.

YN42 2129-6916

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ASSET DETAILS (continued)

Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment¹/ Cumulative Return²	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
FIRST EAGLE FUNDS INC GLOBAL FUND CLASS A CUSIP· 32008F507		4,130.687	39 9800 165,144.86	32.3662 133,694.80	131,357 01 33,787.85	31,450.06	590.68	0 36%
GROWTH FUND AMER INC CL A CUSIP· 399874106	AGTHX M	11,999.249	27 3300 327,939.47	27.1141 325,349.28	244,214 20 83,725 27	2,590 07	2,807 82	0 86%
GROWTH FUND AMER INC CL F 1 CUSIP: 399874403		3,206.867	27 1500 87,066.43	23.6077 75,706.74	75,000 00 12,066 43	11,359 69	772 85	0 89%
JANUS INVESTMENT FUND MID CAP VALUE FUND CL A CUSIP: 47103C266	JDPAX	4,440.834	19.8000 87,928.51	16.9133 75,109.21	75,000.00 12,928 51	12,819 30	586 19	0 67%
LAZARD FDS EMERGING MKTS PORTFOLIO RETAIL SH CUSIP: 52106N764	LZOEX	5,515.804	18.2800 100,828.89	22.6867 125,135.38	100,000.00 828.89	-24,306 56	2,360 76	2 34%
LORD ABBETT SMALL CAP BLEND FD CL A CUSIP· 54400M104	LSBAX	3,063 725	13.3900 41,023.27	16.3000 49,938.71	49,938 71 -8,915 44	-8,915.44	N/A	N/A
	LSBAX M	5,397.858	13 3900 72,277.31	16.8811 91,121.60	75,828.16 -3,550.85	-18,844 32	N/A	N/A
	Subtotal	8,461.583	13.3900 113,300.58	16.6707 141,060 31	125,766.87 -12,466.29	-27,759.76	N/A	N/A
NEW CENTURY PORTFOLIOS ALTERNATIVE STRATEGIES PORT CUSIP: 64353H309	NCHPX	13,374 382	11.5200 154,072 88	11.3584 151,912 11	150,000 00 4,072.88	2,160.75	4,239.67	2 75%
NEW PERSPECTIVE FD INC CL A CUSIP: 648018109	ANWPX	5,469.154	25.6400 140,229.10	27.0628 148,010.65	120,607 75 19,621.35	-7,781 61	3,013.50	2 15%
	ANWPX M	4,739.449	25 6400 121,519.47	30 1295 142,797 30	79,397.50 42,121.97	-21,277 87	2,611 43	2 15%
	Subtotal	10,208.603	25 6400 261,748.57	28.4866 290,807 95	200,005.25 61,743 32	-29,059 48	5,624 93	2 15%
RS INVESTMENT TRUST VALUE FUND CLASS A CUSIP: 74972H309	RSVAX	3,512.087	20.6500 72,524.59	30.7713 108,071 52	100,000.00 -27,475.41	-35,546 97	126.43	0 17%

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Mutual Funds	Symbol/ Bond Rating	Quantity	Current Price/ Current Value	Average Unit Cost/ Cost Basis	Original Investment[1]/ Cumulative Return[2]	Unrealized Gain/(-)Loss*	Estimated Annualized Income	Estimated Yield %
Open-End Funds								
EMPLETON GLOBAL BOND FD CL A CUSIP: 880208103	TPINX	77,550.991	12.7200 986,448 60	11 5562 896,194.20	775,005 25 211,443.35	90,254 18	41,877 53	4 25%
H URG INVT TR IN ALUE FD CL A CUSIP 885215657	TGVAX	7,241 045	24 8100 179,650.32	18 4322 133,468 19	132,357.00 47,293 32	46,182 12	1,607 51	0 89%
ASH MUTL INVS FD INC CL A CUSIP: 939330106	AWSHX M	19,672.917	24.6400 484,740.67	28 8724 568,003 97	287,500.01 197,240.66	-83,263.54	13,967 77	2 88%
Closed-End Funds								
UVEEN QUALITY PREFERRED INCOME FUND II CUSIP. 67072C105	JPS	3,345	7.2505 24,252.92	15.2372 50,968 48	50,968.48 -26,715.56	-26,715 56	2,167 56	8 94%
Total Mutual Funds			**$4,108,980.49**	**$4,254,496.18**	BOT 26421.35	**-$145,517.15**	**$101,483.88**	**2.47%**
Total Net Portfolio Assets			**$7,872,500.90**	**$7,521,887.61** A3?		**-$263,776.30**	**$243,742.63**	**3.10%**
Total Net Portfolio Value			**$8,135,871.88**	**$7,785,258.59**		**-$263,776.30**	**$243,874.32**	**3.00%**

Original Investment: Total amount invested in the purchased shares still held in the account. Does not include shares purchased through automatic reinvestment of capital gains and dividends
Cumulative Return: Current Value minus Original Investment. This is the capital appreciation (depreciation) of all shares purchased, including shares purchased through automatic reinvestment of capital gains and dividends.
Asset held in margin account
Please note "Unrealized Gain/(-)Loss" does not equal the total current value minus the total cost if any value or cost amounts are missing. Unrealized gains or losses are provided for your mation only and should not be used for tax purposes.

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

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

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

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

Type or print	Name of Exempt Organization	**Employer identification number**
File by the due date for filing your return See instructions	Foundation of Caring Fund	91 : 1461620
	Number, street, and room or suite no. If a P O box, see instructions. P.O. Box 2255	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Wenatchee, WA 98807-2255	

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

☐ Form 990 ☐ Form 990-T (corporation) ☐ Form 4720
☐ Form 990-BL ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 5227
☐ Form 990-EZ ☐ Form 990-T (trust other than above) ☐ Form 6069
☑ Form 990-PF ☐ Form 1041-A ☐ Form 8870

- The books are in the care of ▶ Thomas H. Dye

Telephone No. ▶ (509) 663-8564 FAX No. ▶ (509) 663-0461

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15 , 20 10 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☑ calendar year 20 09 or
▶ ☐ tax year beginning ______, 20___, and ending ______, 20___.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 18,400
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 14,000
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 4,400

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