Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Edwards Mother Earth Foundation
c/o Foundation Source
501 Silverside Road #123
Wilmington, DE 19809-1377

A Employer identification number: 91-1789783

B Telephone number (see the instructions): 800-839-1754

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ►$ 29,131,887.

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE 1 Contributions, gifts, grants, etc, received (att sch)				
2 Ck ► [X] if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments	577.	577.	N/A	
4 Dividends and interest from securities	667,174.	667,174.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-110,206.			
b Gross sales price for all assets on line 6a 4,836,702.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule) See Statement 1	-11,229.	1,659.		
12 **Total.** Add lines 1 through 11	546,316.	669,410.		
OPERATING AND ADMINISTRATIVE EXPENSES 13 Compensation of officers, directors, trustees, etc	28,000.			28,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	1,018.			1,018.
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch) See St 2	140,253.	73,910.		66,343.
17 Interest				
18 Taxes (attach schedule)(see instr) See Stm 3	20,975.	7,675.		
19 Depreciation (attach sch) and depletion				
20 Occupancy	265.			265.
21 Travel, conferences, and meetings	31,592.			31,592.
22 Printing and publications	204.			204.
23 Other expenses (attach schedule) See Statement 4	91,368.	24,866.		66,502.
24 **Total operating and administrative expenses.** Add lines 13 through 23	313,675.	106,451.		193,924.
25 Contributions, gifts, grants paid Part XV	1,308,050.			1,308,050.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,621,725.	106,451.		1,501,974.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-1,075,409.			
b **Net investment income** (if negative, enter -0-)		562,959.		
C **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	4,162,361.	3,299,385.	3,299,385.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►	242.		
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule) Statement 5	6,417,551.	6,425,583.	6,603,015.
	b Investments – corporate stock (attach schedule) Statement 6	16,647,576.	16,828,823.	18,297,954.
	c Investments – corporate bonds (attach schedule) Statement 7	1,193,537.	829,365.	881,533.
	11 Investments – land, buildings, and equipment basis ► 175,035.			
	Less accumulated depreciation (attach schedule) See Stmt 8 ►	175,035.	175,035.	50,000.
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) Statement 9	229,476.	192,178.	
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	28,825,778.	27,750,369.	29,131,887.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	28,825,778.	27,750,369.	
	30 **Total net assets or fund balances** (see the instructions)	28,825,778.	27,750,369.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	28,825,778.	27,750,369.	

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	28,825,778.
2	Enter amount from Part I, line 27a	2	-1,075,409.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	27,750,369.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	27,750,369.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Publicly-traded securities	P	Various	Various
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	4,836,702.		4,946,908.	-110,206.
b				
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-110,206.
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	-110,206.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	3	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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	1,492,775.	30,491,854.	0.048957
2007	1,755,867.	33,813,589.	0.051928
2006	1,488,727.	32,444,571.	0.045885
2005	1,408,770.	30,569,476.	0.046084
2004	1,287,318.	28,342,304.	0.045420

2	**Total** of line 1, column (d)	2	0.238274
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	0.047655
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	26,449,602.
5	Multiply line 4 by line 3	5	1,260,456.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,630.
7	Add lines 5 and 6	7	1,266,086.
8	Enter qualifying distributions from Part XII, line 4	8	1,501,974.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary - see instr.)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [X] and enter 1% of Part I, line 27b		1	5,630.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	5,630.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	5,630.
6	Credits/Payments			
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 25,300.		
b	Exempt foreign organizations – tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	25,300.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	0.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	19,670.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ► 6,000.	**Refunded** ►	11	13,670.

Part VII-A Statements Regarding Activities

		Line	Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► 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)? *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

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Part VII-A | Statements Regarding Activities *Continued*

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

Website address ► N/A

14 The books are in care of ► Foundation Source Telephone no ► 800-839-1754

Located at ► 501 Silverside Road Wilmington DE ZIP + 4 ► 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

If 'Yes' to 6b, file Form 8870

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

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

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

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

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Statement 10		28,000.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Charles Schwab & Co. 211 Main Street San Francisco, CA 94105	Investment Mgmt	73,910.
David Gardiner and Associates, LLC 910 17th Street NW Suite 210 Washington, DC 20006	Consulting	66,343.
Foundation Source 55 Walls Drive Fairfield, CT 06824	Administration	60,974.
Total number of others receiving over $50,000 for professional services ►		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes			
a Average monthly fair market value of securities		1a	22,330,551.
b Average of monthly cash balances		1b	4,471,837.
c Fair market value of all other assets (see instructions)		1c	50,000.
d **Total** (add lines 1a, b, and c)		1d	26,852,388.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	26,852,388.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	402,786.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	26,449,602.
6 **Minimum investment return.** Enter 5% of line 5		6	1,322,480.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6		1	1,322,480.
2a Tax on investment income for 2009 from Part VI, line 5	2a 5,630.		
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	5,630.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	1,316,850.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	1,316,850.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,316,850.

Part XII **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	1,501,974.
b Program-related investments – total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,501,974.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	5,630.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,496,344.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,316,850.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,476,063.	
b Total for prior years 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► $ 1,501,974.				
a Applied to 2008, but not more than line 2a			1,476,063.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				25,911.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				1,290,939.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See attachment	N/A	Public	See attachment	1,308,050.
Total			► 3a	1,308,050.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	577.	
4 Dividends and interest from securities			14	667,174.	
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	-110,206.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Foreign tax refund			1	1,659.	
b Passthrough K-1 Income	525990	-12,888.			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-12,888.		559,204.	
13 Total. Add line 12, columns (b), (d), and (e)				13	546,316.

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

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If 'Yes,' complete the following schedule.

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

SIGN HERE

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

Frank D. Martin — Signature of officer or trustee

Date: 10/10/10

Title: TREASURER

Paid Preparer's Use Only			
Preparer's signature	Jeffrey D. Haskell	Date 08-06-2010	Check if self employed ☐ Preparer's Identifying number (See Signature in the instrs)
Firm's name (or yours if self employed), address, and ZIP code	Foundation Source 55 Walls Drive Fairfield, CT 06824	EIN	Phone no (800) 839-1754

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Foreign tax refund	$ 1,659.	$ 1,659.	
Passthrough K-1 Income	-12,888.		
Total	$ -11,229.	$ 1,659.	$ 0.

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Grant administration	$ 66,343.			$ 66,343.
Investment management services	73,910.	$ 73,910.		
Total	$ 140,253.	$ 73,910.		$ 66,343.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	$ 13,300.			
Foreign tax	6,538.	$ 6,538.		
Property tax	1,137.	1,137.		
Total	$ 20,975.	$ 7,675.		$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Administrative fees	$ 60,974.			$ 60,974.
Bank charges	456.	$ 456.		
Breeder's awards expense	3,200.			3,200.
Dues and memberships	495.			495.
Indemnification insurance	725.			725.
K-1 expenses	24,410.	24,410.		
Office supplies	184.			184.
Other communications	186.			186.
Payroll processing fees	538.			538.
Postage	165.			165.

Statement 4 (continued)
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
State or local filing fees	$ 35.			$ 35.
Total	$ 91,368.	$ 24,866.		$ 66,502.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

U.S. Government Obligations	Valuation Method	Book Value	Fair Market Value
Government Obligations - See Attachment	Cost	$ 6,425,583.	$ 6,603,015.
		$ 6,425,583.	$ 6,603,015.
	Total	$ 6,425,583.	$ 6,603,015.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate Stock - See Attachment	Cost	$ 16,828,823.	$ 18,297,954.
	Total	$ 16,828,823.	$ 18,297,954.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate Bonds - See Attachment	Cost	$ 829,365.	$ 881,533.
	Total	$ 829,365.	$ 881,533.

Statement 8
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Land	$ 175,035.		$ 175,035.	$ 50,000.
Total	$ 175,035.	$ 0.	$ 175,035.	$ 50,000.

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

Other Investments	Valuation Method	Book Value	Fair Market Value
Westshore Improvement, LLC	Cost	$ 192,178.	$ 0.
	Total	$ 192,178.	$ 0.

Statement 10
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Sonia Baker 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Pres/Dir 10 hrs/wk	$ 13,500.	$ 0.	$ 0.
Jonathan D Edwards 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	VP/Dir. < 1 hr/wk	1,500.	0.	0.
Andrew M. Bell 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,000.	0.	0.
Eric Rayl 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Treas/Dir. < 1 hr/wk	1,500.	0.	0.
Frank Martin 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,500.	0.	0.
Tara Reinertson 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,500.	0.	0.

Statement 10 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen-sation	Contri-bution to EBP & DC	Expense Account/ Other
Johanna M Bell 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	$ 1,500.	$ 0.	$ 0.
Kendall C Baker 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Sec/Dir. < 1 hr/wk	1,500.	0.	0.
Kristie Rayl 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,500.	0.	0.
Marcy Edwards 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,500.	0.	0.
Ruth Edwards 501 Silverside Road, Ste 123 Wilmington, DE 19809-1377	Director < 1 hr/wk	1,500.	0.	0.
	Total	$ 28,000.	$ 0.	$ 0.

Edwards Mother Earth Foundation
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Form 990-PF, Part II, Line 10a - Columns (b) & (c) – U.S. and State Government Obligations

Shares	Description/Symbol/CUSIP Number	Line 10a - Column (b) Book Value	Line 10a - Column (c) Fair Market Value
300000	UNITED STATES TREAS BILLS 0 0% 01/28/2010 (912795S77)	$299,958 00	$299,994 00
300000	UNITED STATES TREAS BILLS 0 0% 02/11/2010 (912795T27)	$299,638 62	$299,988 00
300000	UNITED STATES TREAS BILLS 0 0% 04/01/2010 (912795UL3)	$299,901 00	$299,958 00
300000	UNITED STATES TREAS BILLS 0 0% 05/20/2010 (912795UR0)	$299,820 00	$299,829 00
600000	UNITED STATES TREAS BILLS 0 0% 06/10/2010 (912795UT6)	$598,666 34	$599,490 00
300000	UNITED STATES TREAS BILLS 0 0% 07/15/2010 DT (912795UY5)	$299,525 21	$299,664 00
572430	US TIPS 2 375% 01/15/2025 (912810FR4)	$603,302 21	$604,005 24
542802	US TIPS 2 000% 01/15/2026 (912810FS2)	$511,058 05	$546,618 03
116619	US TIPS 2 000% 01/15/2014 (912828BW9)	$118,357 00	$123,543 85
343102	US TIPS 2 000% 07/15/2014 (912828CP3)	$358,137 35	$363,474 97
1000000	US T NOTE - 3 500% - 02/15/2010 (912828DL1)	$960,139 17	$1,003,750 00
1000000	US TREASURY NOTE 04 125% 8/15/10 (912828ED8)	$974,350 00	$1,023,440 00
517655	US TIPS 1 625% 01/15/2018 (912828HN3)	$501,642 75	$530,839 85
200000	US TIPS 1 375% 07/15/2018 (912828JE1)	$197,412 42	$200,962 00
101063	US TIPS 2 125% 01/15/2019 (912828JX9)	$103,675 16	$107,458 11
	TOTAL	**$6,425,583**	**$6,603,015**

Edwards Mother Earth Foundation
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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
11000	ABB LTD (ABB)	$119,275 35	$210,100 00
7000	ABBOTT LABS (ABT)	$288,447 90	$377,930 00
3000	ARCHER DANIELS MDLND (ADM)	$107,887 95	$93,930 00
15000	AUTOMATIC DATA PROCESSING INC (ADP)	$655,774 35	$642,300 00
1000	AIR PRODS & CHEM INC (APD)	$48,654 85	$81,060 00
10000	ASTRAZENECA (AZN)	$534,803 10	$469,400 00
2000	BECTON DICKINSON & CO (BDX)	$139,158 35	$157,720 00
1000	BALLARD POWER SYSTEMS INC (BLDP)	$26,224 00	$1,890 00
5000	BP P L C SPONSORED ADR (BP)	$324,939 10	$289,850 00
150	BERKSHIRE HATHAWAY INC CLASS B (BRK-B)	$394,216 47	$492,900 00
10000	CANON INC (CAJ)	$367,636 00	$423,200 00
1000	CONOCOPHILLIPS (COP)	$23,090 54	$51,070 00
5000	COSTCO WHOLESALE CORP NEW (COST)	$170,047 54	$295,850 00
15000	CISCO SYSTEMS INC (CSCO)	$281,912 81	$359,100 00
4000	CENOVUS ENERGY INC (CVE)	$67,462 67	$100,800 00
6000	DAKTRONICS, INC - COMMON STOCK (DAKT)	$71,277 15	$55,260 00
1000	DANAHER CORP (DHR)	$56,495 95	$75,200 00
20000	WALT DISNEY HOLDINGS CO (DIS)	$589,187 35	$645,000 00
4000	ENCANA CORP (ECA)	$73,112 45	$129,560 00
10000	CONS EDISON INC (ED)	$461,192 60	$454,300 00
25000	EMC CORP-MASS (EMC)	$339,261 30	$436,750 00
4000	EMERSON ELECTRIC CO (EMR)	$99,180 88	$170,400 00
2000	ENERGY CONVERSION DEVICES, INC (ENER)	$65,737 95	$21,140 00
1000	ISHARES MSCI CANADA INDEX FD (EWC)	$25,963 45	$26,330 00
50000	ISHARES MSCI-JAPAN (EWJ)	$648,623 85	$487,000 00
20000	ISHARES INC MSCI SWITZERLAND INDEX FD (EWL)	$374,931 90	$445,200 00
2000	EXPEDITORS INTL WASH INC (EXPD)	$65,634 10	$69,540 00
15000	GENERAL ELECTRIC CO (GE)	$513,399 74	$226,950 00

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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
10000	GLAXOSMITHKLINE PLC (GSK)	$465,507 13	$422,500 00
3800	H J HEINZ COMPANY (HNZ)	$127,292 99	$162,488 00
5000	HEWLETT PACKARD CO (HPQ)	$87,265 89	$257,550 00
1500	ISHARES NASDAQ BIOTECHNOLOGY (IBB)	$112,462.85	$122,745 00
25000	INTEL CORP (INTC)	$523,764 00	$510,000 00
10000	JOHNSON & JOHNSON (JNJ)	$583,625 90	$644,100 00
5000	KIMBERLY CLARK CORP (KMB)	$308,000 92	$318,550 00
10000	COCA-COLA CO (KO)	$432,424 40	$570,000 00
5000	STEINWAY MUSICAL (LVB)	$124,929 60	$79,550 00
2000	MEDTRONIC INC (MDT)	$96,904 20	$87,960 00
5000	3M CO (MMM)	$351,732 95	$413,350 00
25000	MICROSOFT CORPORATION (MSFT)	$684,930 90	$762,000 00
2300	FPL GROUP INC (NEE)	$126,508 95	$121,486 00
1300	NORFOLK SOUTHERN CORP (NSC)	$55,862 37	$68,146 00
2000	NOVO NORDISK A S (NVO)	$46,622 55	$127,700 00
500	OCCIDENTAL PETE CORP (OXY)	$22,996 77	$40,675 00
4000	PS WILDERHILL ENRGY (PBW)	$67,946 90	$44,000 00
15000	PACCAR INC (PCAR)	$447,662 82	$544,050 00
1000	PLUM CREEK TIMBER REIT (PCL)	$30,228 95	$37,760 00
7000	PEPSICO INC (PEP)	$346,557 95	$425,600 00
10000	PROCTER GAMBLE CO (PG)	$559,825 70	$606,300 00
2000	ROYAL DUTCH SHELL PLC (RDS-A)	$88,747 15	$120,220 00
7000	RBC BEARINGS INCORPORATED (ROLL)	$246,740 75	$170,310 00
3000	SAP AKTIENGESELL ADS (SAP)	$111,065 35	$140,430 00
10000	STARBUCKS CORP COM (SBUX)	$170,273 85	$230,600 00
4000	SNAP ON INC (SNA)	$134,383 92	$169,040 00
10000	SOUTHERN CO (SO)	$351,387 85	$333,200 00
30845	SCHWAB INTERNATIONAL INDEX FUND - SELECT SHARES (SWISX)	$400,000 56	$512,643 15
13541	SCHWAB SMALL-CAP INDEX FUND-SELECT SHARES (SWSSX)	$200,000 00	$227,218 68
2500	STRYKER CORPORATION (SYK)	$52,014 55	$125,925 00

Edwards Mother Earth Foundation
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Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock

Shares	Description/Symbol		Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
2200	TOYOTA MTR CORP (TM)		$153,660 50	$185,152 00
3000	TOTAL FINA ELF S A (TOT)		$190,651 63	$192,120 00
5560	TOOTSIE ROLL INDS INC (TR)		$144,016 36	$152,232 80
1000	TREX CO INC (TREX)		$40,255 00	$19,600 00
7000	UNITED PARCEL SERVICE (UPS)		$464,076 80	$401,590 00
5000	UNITED TECHNOLOGIES CORP (UTX)		$362,388 95	$347,050 00
20000	WALGREEN CO (WAG)		$645,813 30	$734,400 00
9000	WASHINGTON FED INC (WFSL)		$191,238 08	$174,060 00
4200	WASTE MANAGEMENT INC (WM)		$109,221 30	$142,002 00
8000	MATERIALS SS SPDR FD (XLB)		$236,302 55	$263,920 00
		TOTAL	**$16,828,823**	**$18,297,954**

Edwards Mother Earth Foundation
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Form 990-PF, Part II, Line 10c - Columns (b) & (c) - Investments: Corporate Bonds

Shares	Description/Symbol/CUSIP Number	Line 10c - Column (b) Book Value	Line 10c - Column (c) Fair Market Value
250000	ABBOTT LABS NT 4 350% 03/15/2014 (002824AQ3)	$249,417 50	$264,162 50
100000	JOHNSON & JOHNSON DEB - 3 800% - 05/15/2013 (478160AM6)	$96,580 00	$106,105 00
500000	WACHOVIA BANK NATL ASSN MT SUB 4 875% 2/1/15 (92976GAD3)	$483,367 00	$511,265 00
	TOTAL	**$829,365**	**$881,533**

Edwards Mother Earth Foundation
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Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
ARIZONA CENTER FOR LAW IN THE PUBLIC INTEREST 202 E MCDOWELL RD STE 153, PHOENIX, AZ 85004	N/A	509(a)(1)	ARIZONA ENERGY EFFICIENCY PROJECT	$19,000 00
ARIZONA PIRG EDUCATION FUND 130 N CENTRAL AVE STE 202, PHOENIX, AZ 85004	N/A	509(a)(1)	ARIZONA ENERGY EFFICIENCY PROJECT	$39,000 00
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET NW, WASHINGTON, DC 20036	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
BACKCOUNTRY BICYCLE TRAILS CLUB 418 NE 72ND ST, SEATTLE, WA 98115	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,500 00
BOISE NORDIC FOUNDATION INC PO BOX 85, BOISE, ID 83701	N/A	509(a)(2)	DEVO PROGRAM DEVELOPMENT SUPPORT - GENERAL	$700 00
BOISE PUBLIC SCHOOLS EDUCATION FOUNDATION INC 8169 W VICTORY RD, BOISE, ID 83709	N/A	509(a)(1)	ROOSEVELT ELEMENTARY - 4TH GRADE LOG CABIN WRITERS IN RESIDENCE PROJECT	$2,000 00
CALVARY COMMUNITY CHURCH-A CALVARY CHAPEL 12612 N BLACK CANYON HWY 86-0455903, PHOENIX, AZ 85029	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$950 00
CAMP FIRE USA 4241 21ST AVE W STE 200, SEATTLE, WA 98199	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00

Edwards Mother Earth Foundation
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Taxable Year Ending December 31, 2009

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

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
CASCADE ARTS AND CULTURAL COUNCIL PO BOX 72, DUVALL, WA 98019	N/A	509(a)(1)	NORTHWEST ART CENTER IN DUVALL PROGRAM	$4,000 00
CASCADE ARTS AND CULTURAL COUNCIL PO BOX 72, DUVALL, WA 98019	N/A	509(a)(1)	TO SUPPORT PROGRAMS AT THE NORTHWEST ART CENTER	$9,000 00
CHILDRENS CANCER ASSOCIATION 433 NW 4TH AVE STE 100, PORTLAND, OR 97209	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$250 00
COFAN SURVIVAL FUND INC PO BOX 1095, CONIFER, CO 80433	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$110,000 00
COLORADO PUBLIC INTEREST RESEARCH FOUNDATION INC 1536 WYNKOOP ST STE 100, DENVER, CO 80202	N/A	509(a)(1)	COLORADO ENERGY EFFICIENCY PROJECT	$30,000 00
CUB CONSUMER EDUCATION AND RESEARCHFUND 309 W WASHINGTON ST STE 800, CHICAGO, IL 60606	N/A	509(a)(1)	ILLINOIS ENERGY EFFICIENCY PARTNERSHIP	$45,000 00
EARTH MINISTRY 6512 23RD AVE NW STE 317, SEATTLE, WA 98117	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$10,000 00
ENVIRONMENT COLORADO RESEARCH AND POLICY CENTER INC 1536 WYNKOOP ST STE 100, DENVER, CO 80202	N/A	509(a)(1)	COLORADO ENERGY EFFICIENCY PROJECT	$60,000 00

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ENVIRONMENT ILLINOIS RESEARCH AND EDUCATION CENTER NFP 407 S DEARBORN ST STE 701, CHICAGO, IL 60605	N/A	509(a)(1)	ILLINOIS ENERGY EFFICIENCY PARTNERSHIP	$45,000 00
ENVIRONMENT OHIO RESEARCH & POLICY CENTER INC 203 E BROAD ST STE 3, COLUMBUS, OH 43215	N/A	509(a)(1)	OHIO'S CAMPAIGN FOR AN ENERGY EFFICIENT ECONOMY	$55,000 00
ENVIRONMENTAL COALITION OF SOUTH SEATTLE 8201 10TH AVE S , SEATTLE, WA 98108	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100,000 00
ENVIRONMENTAL LAW & POLICY CENTER OF THE MIDWEST 35 E WACKER DR STE 1300, CHICAGO, IL 60601	N/A	509(a)(1)	ILLINOIS ENERGY EFFICIENCY PARTNERSHIP	$90,000 00
FELINE RESCUE 4410 70TH AVENUE CT W, UNIVERSITY PL, WA 98466	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$100 00
HOPELINK 16225 NE 87TH ST STE A1, REDMOND, WA 98052	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,200 00
IDAHO CONSERVATION LEAGUE INC 710 N 6TH STREET, BOISE, ID 83702	N/A	509(a)(1)	INCREASING ENERGY EFFICIENCY AND CONSERVATION MEASURES AS A WAY TO RESPOND TO THE CHALLENGE OF GLOBAL WARMING	$90,000 00
IDAHO HUMANE SOCIETY INC 4775 W DORMAN ST, BOISE, ID 83705	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$200 00

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IDAHO OFFICE OF ENERGY RESOURCES 304 NORTH 8TH STREETSUITE 238P O BOX 83720, BOISE, ID 83720	N/A	509(a)(1)	BOISE METRO CHAMBER ENERGY TASK FORCE	$17,500 00
IDAHO WOMENS CHARITABLE FOUNDATION 912 N 17TH ST, BOISE, ID 83702	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,100 00
IDAHO WOMENS CHARITABLE FOUNDATION 912 N 17TH ST, BOISE, ID 83702	N/A	509(a)(1)	PARTIAL 2010 CONTRIBUTION	$100 00
LEAGUE TO SAVE LAKE TAHOE 955 EMERALD BAY RD, S LAKE TAHOE, CA 96150	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
MARINE CONSERVATION BIOLOGY INSTITUTE 2122 112TH AVENUE NE, SUITE B-300, BELLEVUE, WA 98004	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$108,000 00
NATURE BRIDGE 28 GEARY STREET SUITE 650, SAN FRANCISCO, CA 94108	N/A	509(a)(2)	ARMSTRONG SCHOLARS PROGRAM	$1,000 00
NATURE CONSERVANCY 4245 N FAIRFAX DRIVE, ARLINGTON, VA 22203	N/A	509(a)(1)	CLIMATE CHANGE/GREEN HOUSE GAS EMISSIONS PROGRAM	$2,000 00
OAKLAND RELEAF 835 57TH ST, OAKLAND, CA 94608	N/A	509(a)(1)	TREE PLANTING IN WEST OAKLAND	$4,000 00

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OCCIDENTAL ARTS AND ECOLOGY CENTER 15290 COLEMAN VALLEY RD, OCCIDENTAL, CA 95465	N/A	509(a)(2)	GREEN HOUSE INITIATIVE	$5,000 00
OHIO ENVIRONMENTAL COUNCIL 1207 GRANDVIEW AVE STE 201, COLUMBUS, OH 43212	N/A	509(a)(1)	OHIO'S CAMPAIGN FOR AN ENERGY EFFICIENT ECONOMY	$76,000 00
SAIL SAND POINT 7777 62ND AVE NE, SEATTLE, WA 98115	N/A	509(a)(1)	PIER REPAIR PROJECT	$1,000 00
SAILING FOUNDATION 2609 151ST PLACE NE, REDMOND, WA 98052	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$3,500 00
SIERRA CLUB FOUNDATION 85 2ND ST STE 750, SAN FRANCISCO, CA 94105	N/A	509(a)(1)	OHIO'S CAMPAIGN FOR AN ENERGY EFFICIENT ECONOMY	$55,000 00
SIERRA CLUB FOUNDATION 85 2ND ST STE 750, SAN FRANCISCO, CA 94105	N/A	509(a)(1)	SIERRA CLUB'S ARIZONA ENERGY EFFICIENCY PROJECT	$38,500 00
SOUTHWEST ENERGY EFFICIENCY PROJECT LLC 2260 BASELINE RD STE 212, BOULDER, CO 80302	N/A	509(a)(1)	ARIZONA ENERGY EFFICIENCY PROJECT	$50,000 00
SOUTHWEST ENERGY EFFICIENCY PROJECT LLC 2260 BASELINE RD STE 212, BOULDER, CO 80302	N/A	509(a)(1)	COLORADO ENERGY EFFICIENCY PROJECT	$85,000 00

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THE BICYCLE ALLIANCE OF WASHINGTON PO BOX 2904, SEATTLE, WA 98111	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00
THE CENTER SCHOOL COMMUNITY ASSOCIATION 305 HARRISON ST, SEATTLE, WA 98109	N/A	509(a)(2)	5,000 FOR THE MUN 2009-2010 PROGRAM AND 5,000 FOR THE INTEGRATED ARTS PROGRAM SCHOLARSHIP	$10,000 00
THE SNAKE RIVER ALLIANCE EDUCATION FUND INC PO BOX 1731, BOISE, ID 83701	N/A	509(a)(1)	IDAHO'S 2007 ENERGY PLAN	$63,000 00
TROUT UNLIMITED PO BOX 1971, BOISE, ID 83701	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$6,000 00
UNIVERSITY COOPERATIVE SCHOOL 5601 UNIVERSITY WAY NE, SEATTLE, WA 98105	N/A	509(a)(1)	ENERGY EFFICIENCY PROGRAM	$6,000 00
WASHINGTON TRAILS ASSOCIATION 2019 3RD AVE STE 100, SEATTLE, WA 98121	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$1,000 00
WASHINGTON WILDERNESS COALITION 123 NW 36TH ST, SEATTLE, WA 98107	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$1,000 00
WESTERN RESOURCE ADVOCATES 2260 BASELINE RD STE 200, BOULDER, CO 80302	N/A	509(a)(1)	ARIZONA ENERGY EFFICIENCY PROJECT	$38,000 00

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WOODLAND COMMUNITY SERVICE CENTER PO BOX 1475, WOODLAND, WA 98674	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$350 00
WOODLAND COMMUNITY SERVICE CENTER PO BOX 1475, WOODLAND, WA 98674	N/A	509(a)(1)	TWO PART-TIME STAFF POSITIONS FOR FOOD BANK AND GENERAL OPERATIONS	$8,500 00
WOODLAND COMMUNITY SERVICE CENTER PO BOX 1475, WOODLAND, WA 98674	N/A	509(a)(1)	VOLUNTEER COMPENSATION FUND	$1,250 00
WOODLAND PARK ZOOLOGICAL SOCIETY 601 N 59TH ST, SEATTLE, WA 98103	N/A	509(a)(1)	GENERAL & UNRESTRICTED	$2,000 00
WORLD WILDLIFE FUND INC 1250 24TH ST N W , WASHINGTON, DC 20037	N/A	509(a)(1)	ADOPT A PANDA PROGRAM	$250 00
WORLD WILDLIFE FUND INC 1250 24TH ST N W , WASHINGTON, DC 20037	N/A	509(a)(1)	POLAR BEAR ADOPTION PROGRAM	$100 00
YWCA OF SEATTLE-KING COUNTY- SNOHOMISH COUNTY 1118 FIFTH AVENUE, SEATTLE, WA 98101	N/A	509(a)(2)	GENERAL & UNRESTRICTED	$4,000 00
YWCA OF SEATTLE-KING COUNTY- SNOHOMISH COUNTY 1118 FIFTH AVENUE, SEATTLE, WA 98101	N/A	509(a)(2)	MARCH 2009 BELLEVUE YWCA LUNCHEON	$1,000 00
			TOTAL:	**$1,308,050**