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Department of the Treasury  
Internal Revenue Service (77)

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

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

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

<b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b>	Name of foundation <b>PEI FAMILY FOUNDATION</b>			A Employer identification number <b>91-2163497</b>	
	Number and street (or P O box number if mail is not delivered to street address) <b>1492 COUNTRY CLUB DRIVE</b>		Room/suite		B Telephone number (see page 10 of the instructions) <b>650-949-4969</b>
	City or town, state, and ZIP code <b>LOS ALTOS CA 94024</b>				
<b>H</b> Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation					
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>313,552</b>		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
<b>Part I Analysis of Revenue and Expenses</b> (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))					
<b>Revenue</b>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
	1 Contributions, gifts, grants, etc., received (attach schedule)	<b>55,000</b>			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	<b>976</b>	<b>976</b>		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<b>43,746</b>			
	b Gross sales price for all assets on line 6a <b>54,026</b>				
	7 Capital gain net income (from Part IV, line 2)		<b>43,746</b>		
	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 or (loss) (attach schedule)	<b>0</b>				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	<b>99,722</b>	<b>44,722</b>	<b>0</b>		
<b>Operating and Administrative Expenses</b>	<b>RECEIVED</b> <b>3,920</b> <b>APR 02 2010</b> <b>RS OSC</b> <b>OGDEN, UT</b>				<b>2,388</b>
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	<b>2,388</b>			
	b Accounting fees (attach schedule)	<b>3,920</b>			
	c Other professional fees (attach schedule)	<b>0</b>			
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	<b>14,080</b>			
24 Total operating and administrative expenses.	<b>20,388</b>	<b>0</b>	<b>0</b>	<b>20,388</b>	
Add lines 13 through 23	<b>59,725</b>				
25 Contributions, gifts, grants paid	<b>80,113</b>	<b>0</b>	<b>0</b>	<b>80,113</b>	
26 Total expenses and disbursements. Add lines 24 and 25					
27 Subtract line 26 from line 12:	<b>19,609</b>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		<b>44,722</b>			
c Adjusted net income (if negative, enter -0-)				<b>0</b>	

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>					
1	Cash—non-interest-bearing				
2	Savings and temporary cash investments	96,171	131,182	131,182	
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
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 page 15 of the instructions)				
7	Other notes and loans receivable (attach schedule) ►				
	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)				
b	Investments—corporate stock (attach schedule)	51,895	71,493	172,386	
c	Investments—corporate bonds (attach schedule)	9,274	9,274	9,984	
11	Investments—land, buildings, and equipment, basis ►				
	Less: accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	35,000	0	0	
14	Land, buildings, and equipment, basis ►				
	Less: accumulated depreciation (attach schedule) ►				
15	Other assets (describe ► )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	192,340	211,949	313,552	
<b>Liabilities</b>					
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ► )				
23	<b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>					
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted	192,340	211,949		
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> 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				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	192,340	211,949		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	192,340	211,949		

**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	192,340
2	Enter amount from Part I, line 27a	2	19,609
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	211,949
5	Decreases not included in line 2 (itemize) ►	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	211,949

**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.)
<b>1a</b>	1000 ORCL stock	d	9/28/90	6/24/09
<b>b</b>	1000 ORCL stock	d	9/28/90	9/10/09
<b>c</b>	Citibank notes	p	5/23/08	12/04/09
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 21,307		140	21,167	
<b>b</b> 22,719		140	22,579	
<b>c</b> 10,000		10,000	0	
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b>	43,746
<b>3</b> 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			<b>3</b>	

**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	27,414	246,471	0.1112
2007	23,891	188,066	0.1270
2006	19,661	120,008	0.1638
2005	30,585	114,859	0.2663
2004	15,543	129,630	0.1199
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.7882
<b>3</b> 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			<b>3</b> .15764
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			<b>4</b> 277,603
<b>5</b> Multiply line 4 by line 3			<b>5</b> 43,761
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 447
<b>7</b> Add lines 5 and 6			<b>7</b> 44,208
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 80,113

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)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter ..... (attach copy of letter if necessary—see instructions)	1	447
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	447
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	447
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		
6	<b>Credits/Payments:</b>	6a 6b 6c 6d	152
a	2009 estimated tax payments and 2008 overpayment credited to 2009		
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	152
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	295
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ► Refunded ►	10 11	0

**Part VII-A Statements Regarding Activities**

1a	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?	Yes 1a	No X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
c	Did the foundation file Form 1120-POL for this year?	1b 1c	X 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	X
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	4a 4b	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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	5 6	X
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► California		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	7 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)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9 10	X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	X
14	The books are in care of ► Kevin Pei Located at ► 1492 Country Club Dr., Los Altos CA	Telephone no ► 650-949-4969 ZIP+4 ► 94024	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ►   15		□

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► □		
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? . . . . .		
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? . . . . . If "Yes," list the years ► 20 . . . . . , 20 . . . . . , 20 . . . . . , 20 . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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) . . . . .		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 . . . . . , 20 . . . . . , 20 . . . . . , 20 . . . . .		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) . . . . .		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		

**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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here			5b	
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	X

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).</b>				
(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
Kevin Pei, 1492 Country Club Dr. Los Altos CA 94024	Pres, Dir 5 hrs.	0	0	7,023
Melinda Pei same address	Secy, CFO, Dir 5 hrs.	0	0	7,022

**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		

**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 23 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 \_\_\_\_\_  
\_\_\_\_\_

**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	174,693
b	Average of monthly cash balances	1b	107,137
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	281,830
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	281,830
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	4,227
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	277,603
6	Minimum investment return. Enter 5% of line 5	6	13,880

**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	13,880
2a	Tax on investment income for 2009 from Part VI, line 5	2a	447
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	447
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,433
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	13,433
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	13,433

**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	80,113
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	80,113
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	447
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	79,666

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 . . . . .				13,433
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only . . . . .				
b Total for prior years: 20 ____ ,20 ____ ,20 ____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	15,543			
b From 2005 . . . . .	30,585			
c From 2006 . . . . .	19,661			
d From 2007 . . . . .	23,891			
e From 2008 . . . . .	27,414			
f Total of lines 3a through e . . . . .	117,094			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 80,113				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .	80,113			
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	13,433			13,433
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	183,774			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions . . . . .		0		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions . . . . .			0	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	2,110			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	181,664			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	30,585			
b Excess from 2006 . . . . .	19,661			
c Excess from 2007 . . . . .	23,891			
d Excess from 2008 . . . . .	27,414			
e Excess from 2009 . . . . .	80,113			

**Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)**

<b>1a</b> 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>b</b> Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	<b>Tax year</b>	<b>Prior 3 years</b>			<b>(e) Total</b>
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					0
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 3% of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "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 27 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).)

Kevin Pei and Melinda Pei

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

None

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

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

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

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

**c** Any submission deadlines:

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
United Way San Jose CA		501c3	general fund	4,000
Ronald McDonald House Stanford CA		501c3	general fund	53,000
Rice University Houston TX		501c3	general fund	2,500
Mary Immaculate Catholic Church Los Gatos CA		501c3	general fund	100
Consumers' Checkbook San Francisco CA		501c3	general fund	125
<b>Total</b>				► 3a 59,725
<b>b Approved for future payment</b>				
<b>Total</b>				► 3b 0

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	<b>Program service revenue.</b>					
a						
b						
c						
d						
e						
f						
<b>g</b>	<b>Fees and contracts from government agencies</b>					
<b>2</b>	<b>Membership dues and assessments</b>					
<b>3</b>	<b>Interest on savings and temporary cash investments</b>					
<b>4</b>	<b>Dividends and interest from securities</b>					
<b>5</b>	<b>Net rental income or (loss) from real estate</b>					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	<b>Net rental income or (loss) from personal property</b>					
<b>7</b>	<b>Other investment income</b>					
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>					
<b>9</b>	<b>Net income or (loss) from special events</b>					
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>					
<b>11</b>	<b>Other revenue: a</b>					
b						
c						
d						
e						
<b>12</b>	<b>Subtotal Add columns (b), (d), and (e)</b>		<b>0</b>		<b>44,722</b>	<b>0</b>
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>					<b>44,722</b>

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

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

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

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?	Yes	No
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			

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

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

3/29/10  
Date

President  
Title

Signature of officer or trustee		Date	✓ True
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ► <input type="checkbox"/>
	2/9/10	Preparer's identifying number (see Signature on page 30 of the instructions)	
		491-50-4486	
Firm's name (or yours if self-employed), address, and ZIP code		Ronald G. Coleman, PC, 333 W. Santa Clara St Ste 620, San Jose CA 95113	EIN ► 77-0331678 Phone no 408-29-7-0700

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

## Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

---

**Name of the organization**

---

**Employer identification number**

## PEI FAMILY FOUNDATION

91-2163497

**Organization type (check one):**

**Filers of:** \_\_\_\_\_ **Section:** \_\_\_\_\_

Form 990 or 990-EZ  501(c)(      ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

## 527 political organization

Form 990-PF  501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

### General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

## Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33½% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2009)**

Name of organization

PEI FAMILY FOUNDATION

Employer identification number

91-2163497

**Part I** **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Kevin Pei and Melinda Pei 1492 Country Club Dr. Los Altos CA 94024	\$ 55,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

Pei Charitable Foundation  
1492 Country Club Drive, Los Altos, California 94024  
91-2163497

Part I. Revenue and Expense

Expenses:

Legal fees: annual meeting, minutes, 2,388  
resolutions

Accounting fees: annual tax return prep, 3,920  
annual meetings

Other expenses:

Medical expense reimbursements	14,045
Filing fees	<u>35</u>
	14,070



## SNAPSHOT PEI FAMILY FOUNDATION

Page 1 of 9

DECEMBER 1 - DECEMBER 31, 2009  
ACCOUNT NUMBER: 6034-2385

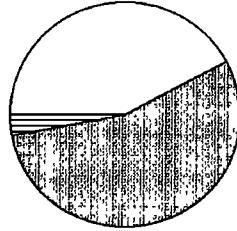
### Progress summary

	THIS PERIOD	THIS YEAR	Value over time
<b>Opening value</b>	<b>\$286,060.20</b>	<b>\$0.00</b>	320,000
Cash deposited	15,000.00	133,873.83	240,000
Securities deposited	0.00	181,109.04	
Cash withdrawn	-125.00	-57,693.97	160,000
Securities withdrawn	0.00	0.00	
Income earned	49.13	975.56	
Change in value	12,567.30	55,287.17	80,000
<b>Closing value</b>	<b>\$313,551.63</b>	<b>\$313,551.63</b>	0

01/09 02/09 03/09 04/09 05/09 06/09 07/09 08/09 09/09 10/09 11/09 12/09

### Portfolio summary

CURRENT	ASSET TYPE	PREVIOUS VALUE ON NOV 30	CURRENT VALUE ON DEC 31	ESTIMATED ANN. INCOME
	<input type="checkbox"/> Cash and sweep balances	111,258.19	38.89	41.84
	<input type="checkbox"/> Stocks and options	159,841.51	55.88	54.98
	<input checked="" type="checkbox"/> Fixed income securities	14,960.50	5.23	3.18
	<input type="checkbox"/> Mutual funds	0.00	0.00	0.00
<b>Asset value</b>		<b>\$286,060.20</b>	<b>100%</b>	<b>\$1,379</b>



# SNAPSHOT

PEI FAMILY FOUNDATION

Page 2 of 9

DECEMBER 1 - DECEMBER 31, 2009  
ACCOUNT NUMBER: 6034-2385

## Cash flow summary

	THIS PERIOD	THIS YEAR
<b>Opening value of cash and sweep balances</b>		
Deposits	\$111,258.19	55,000.00
Income and distributions	15,000.00	975.56
Securities sold and redeemed	49.13	54,026.90
Other additions	5,000.00	78,873.83
	0.00	
<b>Net additions to cash</b>	<b>\$20,049.13</b>	<b>\$188,876.29</b>
Withdrawals by check	-125.00	-57,693.97
<b>Net subtractions from cash</b>	<b>-\$125.00</b>	<b>-\$57,693.97</b>
<b>Closing value of cash and sweep balances</b>	<b>\$131,182.32</b>	

## Income summary

TAXABLE	THIS PERIOD	THIS YEAR
Money market/sweep funds	4.08	22.75
Ordinary dividends and ST capital gains	9.10	352.96
Qualified dividends	35.95	599.85
<b>Total taxable income</b>	<b>\$49.13</b>	<b>\$975.56</b>
<b>Total federally tax-exempt income</b>	<b>\$0.00</b>	<b>\$0.00</b>
<b>Total income</b>	<b>\$49.13</b>	<b>\$975.56</b>

## Gain/loss summary

	UNREALIZED	THIS PERIOD REALIZED	THIS YEAR REALIZED
Short term	23,242.39	0.00	0.00
Long term	29,010.17	0.00	0.00
<b>Total</b>	<b>\$52,252.56</b>	<b>\$0.00</b>	<b>\$0.00</b>

SNAPSHOT  
001 72 72RR



## SNAPSHOT PEI FAMILY FOUNDATION

Page 3 of 9

DECEMBER 1 - DECEMBER 31, 2009  
ACCOUNT NUMBER 6034-2385

### Your Financial Advisor

RONALD RAKOOVER  
Phone. 512-477-3767 / 800-321-5869  
100 CONGRESS AVE  
SUITE 1650  
AUSTIN TX 78701-4042

### Account profile

Full account name: PEI FAMILY FOUNDATION  
Account type: Command Asset Program  
Brokerage account number: 6034-2385  
Command account number: 9086748911  
Tax status: Non-Profit  
Investment objective/Risk tolerance: TRADING & SPECULATION  
Sweep option: BANK DEPOSIT SWEEP

### Client service information

Banking inquiries: 800-266-6263  
En espanol: 800-326-8977  
Website: www.wellsfargoadvisors.com  
(800) COMMAND

### For your consideration

Go paperless. Signing up for online documents is easy and costs nothing. To participate, go to [wellsfargoadvisors.com](http://wellsfargoadvisors.com) and click on the Access Online Login button on the upper right. If you already have a User ID and Password, please login and use the Add/Edit Documents option that is listed under Accounts & Services to enroll for online documents. If you do not have a User ID and Password, please click on the "Sign up Online" link on the right side of the Access online Login page or call 877-879-2495 for assistance.

### Document delivery status

	Paper	Electronic
Statements:	X	X
Trade confirmations:	X	X
Tax documents:		X
Shareholder communications:		X
<b>Your total available funds</b>	<b>\$216,026.32</b>	

## PEI FAMILY FOUNDATION

Page 4 of 9

DECEMBER 1 - DECEMBER 31, 2009  
ACCOUNT NUMBER: 6034-2385

### Additional Information

	THIS PERIOD	THIS YEAR
Gross proceeds	5,000.00	54,026.90

### Expense tracking summary

	THIS PERIOD	THIS YEAR		THIS PERIOD	THIS YEAR
A Accounting/Legal	0.00	720.00	Unspecified	0.00	2,500.00
C Contributions/Donations/Gift	125.00	50,125.00	Total	\$125.00	\$ 57,693.97
J Insurance - 1	0.00	4,348.97			

### Portfolio detail

### Cash and Sweep Balances

Bank Deposit Sweep - Consists of monies held in one or more FDIC-insured depository account(s) established with Wells Fargo Bank N.A. Additional funds over \$250,000 are deposited at one or more additional banks affiliated with Wells Fargo Advisors. These assets are not covered by SIPC, but are instead covered by FDIC insurance in accordance with FDIC rules. For additional information on the Bank Deposit Sweep for your account please contact Your Financial Advisor.

DESCRIPTION	% OF ACCOUNT	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
BANK DEPOSIT SWEEP Interest Period 12/01/09 - 12/31/09	41.84	0.04	131,182.32	52.47
<b>Total Cash and Sweep Balances</b>	<b>41.84</b>		<b>\$131,182.32</b>	<b>\$52.47</b>

\*APY measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period. The annual percentage yield is expressed as an annualized rate, based on a 365- or 366-day year (as applicable)

### Stocks and Options

#### Stocks

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
CERAGON NETWORKS LTD CRNT - HELD IN MARGIN									
Acquired 07/16/07 L	400	12.94	5,221.58		4,696.00	4,696.00	-525.58		
Acquired 11/08/07 L	400	13.30	5,366.16				-670.16		
<b>Total</b>	<b>3.00</b>	<b>800</b>			<b>\$10,587.74</b>	<b>11,740.00</b>	<b>\$9,392.00</b>	<b>-\$1,195.74</b>	<b>N/A</b>

WELLS FARGO

PEI FAMILY FOUNDATION

Page 5 of 9

DECEMBER 1 - DECEMBER 31, 2009  
ACCOUNT NUMBER: 6034-2385

### Stocks and Options

#### Stocks continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
CITIGROUP FUNDING INC- NOTES									
CNDX Acquired 03/25/08 L	1.55	500	10.00	5,000.00	9.7000	4,850.00	- 150.00	N/A	N/A
GENESEE & WYOMING INC CLA									
GWR - HELD IN MARGIN Acquired 07/20/07 L	1.56	150	30.75	4,647.50	32.6400	4,896.00	248.50	N/A	N/A
GOLDMAN SACHS GROUP INC GS - HELD IN MARGIN									
Acquired 09/17/08 L	5.38	100	100.00	10,035.00	168.8400	16,884.00	6,849.00	140.00	0.82
HRPT PPY'S TR REIT SBI									
HRP - HELD IN MARGIN Acquired 06/26/08 L	1.44	700	7.00	4,952.22	6.4700	4,529.00	- 423.22	336.00	7.41
INTERNATIONAL BANCSHARES CORP									
IBOC - HELD IN MARGIN Acquired 06/28/07 L	1.21	200	26.24	5,288.87	18.9100	3,782.00	- 1,506.87	68.00	1.79
NOBLE ENERGY INC NBL - HELD IN MARGIN									
Acquired 01/28/04 L	4.54	200	22.85	4,570.00	71.2200	14,244.00	9,674.00	144.00	1.01
ORACLE CORPORATION ORCL - HELD IN MARGIN									
Acquired 09/28/90 L	2,000 1,000		N/A## 0.14	28.0 140.00	28.0 140.00	49,060.00 24,530.00	24,390.00 N/A		
<b>Total</b>	<b>23.47</b>	<b>3,000</b>		<b>420 \$448.00-</b>	<b>24.5300</b>	<b>\$73,590.00</b>	<b>\$24,390.00</b>	<b>\$3600.00</b>	<b>0.82</b>
PROSHARES ULTRA S&P 500									
NON-TRADITIONAL ETF SSO - HELD IN MARGIN									
Acquired 03/05/09 S	12.20	1,000	14.90	14,996.61	38.2390	38,239.00	23,242.39	36.00	0.09
SELECT COMFORT CORP SCSS - HELD IN MARGIN									
Acquired 02/28/06 L	0.47	225	24.24	5,454.00	6.5200	1,467.00	- 3,987.00	N/A	N/A

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**Stocks and Options****Stocks continued**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ANNUAL YIELD (%)
WELLS FARGO COMPANY WFC - HELD IN MARGIN Acquired 03/20/06 L	0.16	19	297.89	5,401.31	26 9900	512.81	-4,888.50	3.80	0.74
<b>Total Stocks</b>	<b>54.98</b>			<b>\$71,073.25</b>		<b>\$172,385.81</b>	<b>\$52,252.56</b>	<b>\$1,327.80</b>	<b>0.77</b>
<b>Total Stocks and Options</b>	<b>54.98</b>			<b>\$71,073.25</b>		<b>\$172,385.81</b>	<b>\$52,252.56</b>	<b>\$1,327.80</b>	<b>0.77</b>

## Cost information for one or more securities is not available. If you have cost information and would like to see it on future statements, contact Your Financial Advisor.

**Fixed Income Securities**

Corporate and municipal bonds and other fixed income securities are priced by a computerized pricing service or, for less actively traded issues, by utilizing a yield-based matrix system to arrive at an estimated market value.

**Corporate Bonds**

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
CITIBANK NA RDMPTN LNKD TO S&P 500 INDEX CPN 0.000% DUE 02/04/10 DTD 07/30/08 Moody AA3 S&P A+ CUSIP 172986AT8 Acquired 07/25/08 L	1.59	5,000	100.00	5,000.00	100.0000	5,000.00	0.00	N/A	N/A	N/A



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## Fixed Income Securities

### Corporate Bonds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ACCRUED INTEREST	ANNUAL INCOME	ANNUAL YIELD (%)
CITIGROUP FUNDING INC MEDIUM TERM NOTES SER E RDMPNTLNKD TO BSKT CURR CPN 0.000% DUE 02/28/10 DTD 02/28/08										
Moody A3 ; S&P A CUSIP 172010FD6 Acquired 05/07/09 S	1.59	5,000	N/A##	4,174.44	99.6700	4,983.50		N/A	N/A	N/A
<b>Total Corporate Bonds</b>	<b>3.18</b>	<b>10,000</b>		<b>\$5,000.00</b>		<b>\$9,983.50</b>		<b>\$0.00</b>		
<b>Total Fixed Income Securities</b>	<b>3.18</b>			<b>\$5,000.00</b>		<b>\$9,983.50</b>		<b>\$0.00</b>		

## Cost information for one or more securities is not available If you have cost information and would like to see it on future statements, contact Your Financial Advisor

## Bank Deposit Sweep Allocation

Monies on deposit at each bank, together with any other deposits held in the same insurable capacity at each bank, are eligible for FDIC insurance up to \$250,000 per depositor, per bank in accordance with FDIC rules for a total of up to \$750,000 in FDIC insurance when deposited at multiple banks. These assets are not held in your securities brokerage account and therefore not covered by SIPC. Settlement timing differences will cause balances displayed in this section to vary from those indicated in the Portfolio detail section due to activity that occurs after 2 PM ET on the last business day of the month. If you have questions about your sweep option, including rates, please contact Your Financial Advisor.

DESCRIPTION	CURRENT VALUE	AS OF VALUE DATE
WELLS FARGO BANK, N.A	131,178.24	12/31
<b>Total Bank Deposits</b>	<b>\$131,178.24</b>	

## Activity detail

Deposits	DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT
			DEPOSIT		DEPOSIT 12/21 (1 ITEM)		
	12/22	Cash					<b>\$15,000.00</b>
					<b>Total Deposits :</b>		

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DECEMBER 1 - DECEMBER 31, 2009  
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**Activity detail continued****Income and distributions**

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT
12/01	Margin	DIVIDEND		WELLS FARGO COMPANY 120/09 19	0.95	0.95
12/30	Margin	DIVIDEND		GOLDMAN SACHS GROUP INC 123009 100	35.00	35.00
12/30	Margin	DIVIDEND		PROSHARES ULTRA S&P ETF 500 NON-TRADITIONAL ETF 123009 1,000	9.10	9.10
12/31	Cash	INTEREST		BANK DEPOSIT SWEEP	4.08	4.08
				<b>Total Income and distributions :</b>		<b>\$49.13</b>

**Securities sold and redeemed**

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT
12/04	Cash	REDEMPTION	- 5,000.00000	CITIBANK NA FLOATING RATE MEDIUM TERM BANK NOTES CPN 0.000% DUE 12/04/09 DTD 05/29/08 FC 12/04/09 CUSIP 172988AS0	5,000.00	5,000.00
				<b>Total Securities sold and redeemed :</b>		<b>\$5,000.00</b>

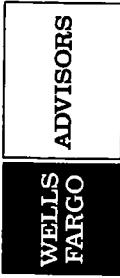
**Withdrawals by check**

Entries that display a blank in the expense code field are checks generated by the firm based upon standing or specific instructions that you have provided

DATE	ACCOUNT TYPE	CHECK NUMBER	DESCRIPTION	EXPENSE CODE	AMOUNT
12/21	Cash	0001006	BAY AREA CONSUMERS CHECHBLOH	C Contributions/Donations/Gift	-125.00
			<b>Total Withdrawals by check :</b>		<b>- \$125.00</b>

**Cash sweep activity**

Our Cash Sweep program allows you to earn a return on the idle cash balances in your account by automatically investing such balances into one of our cash sweep options. These "sweep transactions" may represent a net amount for the day and occur on settlement date. The following section displays transfers into and out of your sweep option. Transactions displayed here are Transfer To, Transfer From and Reinvested Dividends and interest. These transaction amounts are not included in your cash flow summary.



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### Cash sweep activity continued

DATE	TRANSACTION	DESCRIPTION	AMOUNT
12/01		BEGINNING BALANCE	111,258.19
12/02	TRANSFER TO	BANK DEPOSIT SWEEP	0.95
12/07	TRANSFER TO	BANK DEPOSIT SWEEP	5,000.00
12/21	TRANSFER FROM	BANK DEPOSIT SWEEP	-125.00
12/22	TRANSFER TO	BANK DEPOSIT SWEEP	15,000.00

### Realized gain/loss

	THIS PERIOD GAIN	THIS PERIOD LOSS	THIS PERIOD NET	THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term	0.00	0.00	0.00	0.00	0.00	0.00
Long term	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Realized Gain/Loss</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>

### Realized Gain/Loss Detail

Long term	DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ACQUIRED DATE	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	CITIBANK NA	5,000.0000	100.0000	05/23/08	12/04/09	5,000.00	5,000.00	0.00
	FLOATING RATE MEDIUM							
	TERM BANK NOTES							
	CPN 0.000% DUE 12/04/09							
	DTD 05/29/08 FC 12/04/09							
<b>Total Long term</b>						<b>\$ 5,000.00</b>	<b>\$ 5,000.00</b>	<b>\$ 0.00</b>