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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

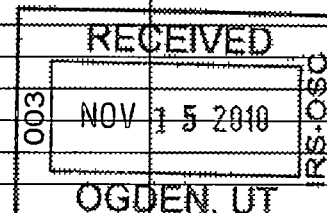
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation BARTON FAMILY FOUNDATION		A Employer identification number 91-6563332
	C/O PETERSON SULLIVAN, LLP		B Telephone number 206-382-7777
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	
	601 UNION STREET	2300	
	City or town, state, and ZIP code SEATTLE, WA 98101		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,343,655. (Part I, column (d) must be on cash basis)			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	400,069.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	2,678.	2,678.		STATEMENT 1
4	Dividends and interest from securities	131,166.	131,166.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-94,564.			
b	Gross sales price for all assets on line 6a	3,016,669.			
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 or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	439,349.	133,844.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	3,426.	1,713.		1,713.
c	Other professional fees STMT 4	18,670.	18,670.		0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 5	9,216.	0.		9,216.
24	Total operating and administrative expenses. Add lines 13 through 23	31,312.	20,383.		10,929.
25	Contributions, gifts, grants paid	240,033.			240,033.
26	Total expenses and disbursements. Add lines 24 and 25	271,345.	20,383.		250,962.
27	Subtract line 26 from line 12	168,004.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		113,461.		
c	Adjusted net income (if negative, enter -0-)			N/A	



917 23

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		-9.	-9.
	2 Savings and temporary cash investments	1,263,771.	811,815.	811,815.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 6	1,553,204.	2,619,894.	2,711,784.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,646,721.	1,200,000.	820,065.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	4,463,696.	4,631,700.	4,343,655.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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 ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,463,696.	4,631,700.	
	30 Total net assets or fund balances	4,463,696.	4,631,700.	
	31 Total liabilities and net assets/fund balances	4,463,696.	4,631,700.	

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	4,463,696.
2 Enter amount from Part I, line 27a	2	168,004.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,631,700.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,631,700.

(d) Date sold
(mo , day, yr)

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	1,135.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,135.
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	1,135.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,052.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	400.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,452.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	1.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	316.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \blacktriangleright \$ 0. (2) On foundation managers \blacktriangleright \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \blacktriangleright \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) \blacktriangleright 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ PETERSON SULLIVAN, LLP Telephone no ▶ 206-382-7777 Located at ▶ 601 UNION STREET, SUITE 2300, SEATTLE, WA ZIP+4 ▶ 98101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 N/A ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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 instructions) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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) N/A	3b	
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

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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)?

☐ 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)?

N/A

5b

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

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
RICHARD BARTON 601 UNION STREET, SUITE 2300 SEATTLE, WA 98101	CO-TRUSTEE 1.00	0.	0.	0.
SARAH BARTON 601 UNION STREET, SUITE 2300 SEATTLE, WA 98101	CO-TRUSTEE 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

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

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.

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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	2,224,695.
b	Average of monthly cash balances	1b	713,171.
c	Fair market value of all other assets	1c	692,496.
d	Total (add lines 1a, b, and c)	1d	3,630,362.
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	3,630,362.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	54,455.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,575,907.
6	Minimum investment return. Enter 5% of line 5	6	178,795.

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	178,795.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,135.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,135.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	177,660.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	177,660.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	177,660.

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	250,962.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	250,962.
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	5	1,135.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	249,827.

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.

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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				177,660.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				52,472.
f Total of lines 3a through e	52,472.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 250,962.				
a Applied to 2008, but not more than line 2a			0.	
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				177,660.
e Remaining amount distributed out of corpus	73,302.			
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:	125,774.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr			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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	125,774.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				52,472.
e Excess from 2009				73,302.

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)

	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had \$5,000 or more in assets at any time during the year-see 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))

SEE STATEMENT 8

- 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 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

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

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**BARTON FAMILY FOUNDATION
C/O PETERSON SULLIVAN, LLP**Employer identification number**

91-6563332

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 33 1/3% 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).

LHA 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

BARTON FAMILY FOUNDATION
C/O PETERSON SULLIVAN, LLP

Employer identification number

91-6563332

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RICHARD BARTON 1020 37TH AVE. E SEATTLE, WA 98112	\$ 400,069.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

Name of organization

Employer identification number

**BARTON FAMILY FOUNDATION
C/O PETERSON SULLIVAN, LLP**

91-6563332

Part II Noncash Property (see instructions)[illegible]

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	29717.682 SHS GOLDMAN SACHS LARGE CAP VALUE CLASS	P	06/04/08	01/23/09
b	348.598 SHS GOLDMAN SACHS LARGE CAP VALUE CLASS A	P	12/09/08	01/23/09
c	1388 SHS ISHARES RUSSELL 2000 INDEX FUND	P	08/26/08	01/23/09
d	28571.429 SHS GOLDMAN SACHS CONCENTRATED GRO MUTU	P	06/04/08	01/23/09
e	11406.844 SHS GOLDMAN SACHS HIGH YIELD A MUTUAL F	P	12/19/08	01/23/09
f	122685.518 SHS GOLDMAN SACHS HIGH YIELD INSTL MUT	P	12/19/08	07/24/09
g	29 SHS APPLE, INC. CMN	D	12/09/08	12/10/09
h	80 SHS APPLE, INC. CMN	D	11/25/08	12/10/09
i	40 SHS AK STEEL HOLDING CORP CMN	D	11/25/08	12/10/09
j	340 SHS ADVANCED MICRO DEVICES INC CMN	D	12/09/08	12/10/09
k	80 SHS AMERIPRISE FINANCIAL, INC. CMN	D	11/25/08	12/10/09
l	40 SHS AMERIPRISE FINANCIAL, INC. CMN	D	12/09/08	12/10/09
m	200 SHS AMAZON.COM INC CMN	D	12/09/08	12/10/09
n	100 SHS ANADARKO PETROLEUM CORP CMN	D	10/24/08	12/10/09
o	60 SHS ARCSIGHT, INC. CMN	D	12/09/08	12/10/09

(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 237,444.		400,000.	-162,556.
b 2,785.		2,921.	-136.
c 60,045.		100,283.	-40,238.
d 224,000.		400,000.	-176,000.
e 58,800.		55,209.	3,591.
f 764,331.		594,791.	169,540.
g 5,738.		2,926.	2,812.
h 15,828.		7,231.	8,597.
i 816.		273.	543.
j 2,967.		761.	2,206.
k 3,018.		1,269.	1,749.
l 1,509.		821.	688.
m 27,006.		10,322.	16,684.
n 5,836.		2,921.	2,915.
o 1,387.		359.	1,028.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-162,556.
b			-136.
c			-40,238.
d			-176,000.
e			3,591.
f			169,540.
g			2,812.
h			8,597.
i			543.
j			2,206.
k			1,749.
l			688.
m			16,684.
n			2,915.
o			1,028.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	20 SHS BEST BUY CO INC CMN SERIES	D	11/25/08	12/10/09
b	80 SHS BEST BUY CO INC CMN SERIES	D	10/24/08	12/10/09
c	4 SHS FRANKLIN RESOURCES INC CMN	D	11/18/08	12/10/09
d	40 SHS PEABODY ENERGY CORPORATION CMN	D	12/09/08	12/10/09
e	40 SHS BUCYRUS INTERNATIONAL INC CMN	D	12/09/08	12/10/09
f	100 SHS CBS CORPORATION CMN CLASS B	D	11/25/08	12/10/09
g	40 SHS CROWN CASTLE INTL CORP COMMON STOCK	D	11/25/08	12/10/09
h	20 SHS CARNIVAL CORPORATION CMN	D	11/25/08	12/10/09
i	20 SHS CF INDUSTRIES HOLDINGS, INC. CMN	D	10/24/08	12/10/09
j	100 SHS CHICO'S FAS INC CMN	D	12/09/08	12/10/09
k	60 SHS CIGNA CORPORATION CMN	D	11/25/08	12/10/09
l	80 SHS CIGNA CORPORATION CMN	D	12/09/08	12/10/09
m	40 SHS CREE, INC. CMN	D	12/09/08	12/10/09
n	20 SHS SALESFORCE.COM, INC CMN	D	10/24/08	12/10/09
o	20 SHS COMPUTER SCIENCES CORP CMN	D	10/24/08	12/10/09

(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 864.		399.	465.
b 3,456.		1,783.	1,673.
c 441.		208.	233.
d 1,727.		898.	829.
e 2,032.		719.	1,313.
f 1,390.		584.	806.
g 1,432.		484.	948.
h 642.		346.	296.
i 1,746.		892.	854.
j 1,388.		329.	1,059.
k 2,096.		679.	1,417.
l 2,794.		1,172.	1,622.
m 2,073.		576.	1,497.
n 1,291.		534.	757.
o 1,110.		547.	563.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			465.
b			1,673.
c			233.
d			829.
e			1,313.
f			806.
g			948.
h			296.
i			854.
j			1,059.
k			1,417.
l			1,622.
m			1,497.
n			757.
o			563.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	80 SHS COMPUTER SCIENCES CORP CMN	D	12/09/08	12/10/09
b	60 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS	D	10/24/08	12/10/09
c	140 SHS COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS	D	12/09/08	12/10/09
d	20 SHS COMMUNITY HEALTH SYS INC CMN	D	11/25/08	12/10/09
e	60 SHS COMMUNITY HEALTH SYS INC CMN	D	12/09/08	12/10/09
f	100 SHS DRESS BARN INC CMN	D	12/09/08	12/10/09
g	80 SHS D.R. HORTON, INC. CMN	D	10/24/08	12/10/09
h	40 SHS DIODES INC CMN	D	12/09/08	12/10/09
i	180 SHS DISCOVERY COMMUNICATIONS, INC. CMN	D	12/09/08	12/10/09
j	592 SHS DENBURY RESOURCES INC CMN	D	11/20/08	12/10/09
k	380 SHS DIRECTV CMN	D	12/09/08	12/10/09
l	60 SHS BRINKER INTERNATIONAL INC CMN	D	12/09/08	12/10/09
m	400 SHS FORD MOTOR COMPANY CMN	D	11/25/08	12/10/09
n	160 SHS FAIRCHILD SEMICON INTL CMN	D	12/09/08	12/10/09
o	60 SHS FREEPORT-MCMORAN COPPER & GOLD CMN	D	11/25/08	12/10/09

(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 4,440.		2,395.	2,045.
b 2,644.		1,006.	1,638.
c 6,170.		2,613.	3,557.
d 598.		250.	348.
e 1,793.		894.	899.
f 2,086.		919.	1,167.
g 800.		417.	383.
h 778.		180.	598.
i 4,989.		2,372.	2,617.
j 7,936.		3,374.	4,562.
k 12,561.		3,669.	8,892.
l 822.		455.	367.
m 3,568.		667.	2,901.
n 1,506.		533.	973.
o 4,656.		1,332.	3,324.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			2,045.
b			1,638.
c			3,557.
d			348.
e			899.
f			1,167.
g			383.
h			598.
i			2,617.
j			4,562.
k			8,892.
l			367.
m			2,901.
n			973.
o			3,324.

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

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)
If (loss), enter "-0-" in Part I, line 8 }

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	80 SHS FREEPORT-MCMORAN COPPER & GOLD CMN	D	10/24/08	12/10/09
b	120 SHS FREEPORT-MCMORAN COPPER & GOLD CMN	D	12/09/08	12/10/09
c	20 SHS FACTSET RESEARCH SYSTEMS INC CMN	D	12/09/08	12/10/09
d	20 SHS FLOWSERVE CORPORATION CMN	D	10/24/08	12/10/09
e	20 SHS FLOWSERVE CORPORATION CMN	D	12/09/08	12/10/09
f	40 SHS GUESS ?, INC. CMN	D	12/09/08	12/10/09
g	40 SHS CORNING INCORPORATED CMN	D	11/25/08	12/10/09
h	820 SHS CORNING INCORPORATED CMN	D	12/09/08	12/10/09
i	20 SHS GOODRICH CORPORATION CMN	D	10/24/08	12/10/09
j	20 SHS HARMAN INTL INDS INC (NEW) CMN	D	12/09/08	12/10/09
k	80 SHS HARTFORD FINANCIAL SRVCS GROUP CMN	D	11/25/08	12/10/09
l	20 SHS HERBALIFE LTD. CMN	D	12/09/08	12/10/09
m	40 SHS HEALTH NET, INC. CMN	D	11/25/08	12/10/09
n	20 SHS HEALTH NET, INC. CMN	D	12/09/08	12/10/09
o	200 SHS HRPT PROPERTIES TRUST CMN	D	12/09/08	12/10/09

(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 6,208.		1,971.	4,237.
b 9,311.		2,386.	6,925.
c 1,494.		781.	713.
d 1,898.		926.	972.
e 1,898.		987.	911.
f 1,752.		631.	1,121.
g 734.		359.	375.
h 15,050.		7,279.	7,771.
i 1,217.		668.	549.
j 726.		317.	409.
k 1,915.		567.	1,348.
l 858.		368.	490.
m 937.		339.	598.
n 469.		204.	265.
o 1,249.		581.	668.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			4,237.
b			6,925.
c			713.
d			972.
e			911.
f			1,121.
g			375.
h			7,771.
i			549.
j			409.
k			1,348.
l			490.
m			598.
n			265.
o			668.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	200 SHS HERTZ GLOBAL HOLDINGS, INC. CMN	D	11/25/08	12/10/09
b	20 SHS INVERNESS MEDICAL INNOVATIONS, CMN	D	12/09/08	12/10/09
c	160 SHS IMMUNOGEN INC. CMN	D	12/09/08	12/10/09
d	60 SHS ISLE OF CAPRIS CASINO INC CMN	D	12/09/08	12/10/09
e	100 SHS SUN MICROSYSTEMS, INC. CMN	D	11/25/08	12/10/09
f	340 SHS SUN MICROSYSTEMS, INC. CMN	D	12/09/08	12/10/09
g	60 SHS JOY GLOBAL INC. CMN	D	12/09/08	12/10/09
h	40 SHS KLA-TENCOR CORPORATION CMN	D	10/24/08	12/10/09
i	200 SHS CARMAX, INC. CMN	D	12/09/08	12/10/09
j	60 SHS KOHL'S CORP (WISCONSIN) CMN	D	10/24/08	12/10/09
k	8 SHS LIFE TECHNOLOGIES CORPORATION CMN	D	12/01/08	12/10/09
l	20 SHS LIFE TECHNOLOGIES CORPORATION CMN	D	12/09/08	12/10/09
m	460 SHS LIBERTY MEDIA HLDG CORP CMN SERIES A INTE	D	12/09/08	12/10/09
n	40 SHS LKQ CORPORATION CMN	D	12/09/08	12/10/09
o	40 SHS LEGG MASON INC CMN	D	10/24/08	12/10/09

(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 2,160.		461.	1,699.
b 845.		363.	482.
c 1,392.		661.	731.
d 460.		212.	248.
e 849.		298.	551.
f 2,887.		1,311.	1,576.
g 3,119.		1,315.	1,804.
h 1,454.		760.	694.
i 4,095.		1,702.	2,393.
j 3,307.		1,654.	1,653.
k 404.		190.	214.
l 1,011.		443.	568.
m 4,903.		1,183.	3,720.
n 737.		406.	331.
o 1,088.		614.	474.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,699.
b			482.
c			731.
d			248.
e			551.
f			1,576.
g			1,804.
h			694.
i			2,393.
j			1,653.
k			214.
l			568.
m			3,720.
n			331.
o			474.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	120 SHS LINCOLN NATL.CORP.INC. CMN	D	11/25/08	12/10/09
b	38 SHS LIBERTY MEDIA-STARZ SR A CMN SERIES A	D	12/09/08	12/10/09
c	180 SHS LIMITED BRANDS, INC. CMN	D	12/09/08	12/10/09
d	60 SHS LUBRIZOL CORPORATION CMN	D	12/09/08	12/10/09
e	20 SHS MASTERCARD INCORPORATED CMN CLASS A	D	11/25/08	12/10/09
f	20 SHS MACERICH COMPANY CMN	D	11/25/08	12/10/09
g	20 SHS MACERICH COMPANY CMN	D	12/09/08	12/10/09
h	20 SHS MEDNAX INC CMN	D	12/09/08	12/10/09
i	140 SHS MCDERMOTT INTL CMN	D	12/09/08	12/10/09
j	100 SHS MEDCO HEALTH SOLUTIONS, INC. CMN	D	10/24/08	12/10/09
k	20 SHS THE MOSAIC COMPANY CMN	D	11/25/08	12/10/09
l	100 SHS THE MOSAIC COMPANY CMN	D	12/09/08	12/10/09
m	240 SHS MOTOROLA INC CMN	D	11/25/08	12/10/09
n	1020 SHS MOTOROLA INC CMN	D	12/09/08	12/10/09
o	60 SHS MERCK & CO., INC. CMN	D	11/25/08	12/10/09

(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 2,753.		1,121.	1,632.
b 1,843.		634.	1,209.
c 3,298.		1,740.	1,558.
d 4,290.		2,122.	2,168.
e 4,866.		2,683.	2,183.
f 595.		229.	366.
g 595.		269.	326.
h 1,134.		618.	516.
i 3,176.		1,187.	1,989.
j 6,490.		3,503.	2,987.
k 1,197.		545.	652.
l 5,986.		3,237.	2,749.
m 2,023.		961.	1,062.
n 8,598.		4,294.	4,304.
o 2,267.		439.	1,828.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,632.
b			1,209.
c			1,558.
d			2,168.
e			2,183.
f			366.
g			326.
h			516.
i			1,989.
j			2,987.
k			652.
l			2,749.
m			1,062.
n			4,304.
o			1,828.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	173 SHS MERCK & CO., INC. CMN	D	10/24/08	12/10/09
b	280 SHS MARVELL TECHNOLOGY GROUP LTD. CMN	D	12/09/08	12/10/09
c	60 SHS MORGAN STANLEY CMN	D	11/25/08	12/10/09
d	500 SHS MORGAN STANLEY CMN	D	12/09/08	12/10/09
e	240 SHS MICRON TECHNOLOGY, INC. CMN	D	12/09/08	12/10/09
f	180 SHS MICRON TECHNOLOGY, INC. CMN	D	11/25/08	12/10/09
g	80 SHS MYLAN INC CMN	D	10/24/08	12/10/09
h	40 SHS MYLAN INC CMN	D	12/09/08	12/10/09
i	40 SHS NETSUITE INC. CMN	D	12/09/08	12/10/09
j	125 SHS NEWMONT MINING CORPORATION CMN	D	11/14/08	12/10/09
k	80 SHS NEWMONT MINING CORPORATION CMN	D	10/24/08	12/10/09
l	80 SHS NETAPP, INC. CMN	D	10/24/08	12/10/09
m	140 SHS NETAPP, INC. CMN	D	12/09/08	12/10/09
n	240 SHS NVIDIA CORP CMN	D	12/09/08	12/10/09
o	120 SHS NVIDIA CORP CMN	D	10/24/08	12/10/09

(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 6,538.		807.	5,731.
b 5,174.		1,802.	3,372.
c 1,803.		832.	971.
d 15,022.		7,753.	7,269.
e 2,075.		534.	1,541.
f 1,556.		391.	1,165.
g 1,461.		497.	964.
h 730.		394.	336.
i 619.		331.	288.
j 6,466.		3,183.	3,283.
k 4,138.		1,904.	2,234.
l 2,660.		980.	1,680.
m 4,655.		1,953.	2,702.
n 3,713.		1,889.	1,824.
o 1,856.		800.	1,056.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			5,731.
b			3,372.
c			971.
d			7,269.
e			1,541.
f			1,165.
g			964.
h			336.
i			288.
j			3,283.
k			2,234.
l			1,680.
m			2,702.
n			1,824.
o			1,056.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	20 SHS OCEANEERING INTL INC CMN	D	12/09/08	12/10/09
b	180 SHS ON SEMICONDUCTOR CORP CMN	D	12/09/08	12/10/09
c	160 SHS PALM, INC. CMN	D	12/09/08	12/10/09
d	20 SHS PRECISION CASTPARTS CORP. CMN	D	10/24/08	12/10/09
e	60 SHS PRECISION CASTPARTS CORP. CMN	D	12/09/08	12/10/09
f	100 SHS PRIDE INTERNATIONAL INC CMN	D	12/09/08	12/10/09
g	100 SHS PRINCIPAL FINANCIAL GROUP, INC CMN	D	11/25/08	12/10/09
h	140 SHS PROLOGIS CMN	D	12/09/08	12/10/09
i	40 SHS POWER INTEGRATIONS INC CMN	D	12/09/08	12/10/09
j	100 SHS PRUDENTIAL FINANCIAL INC CMN	D	11/25/08	12/10/09
k	840 SHS QUANTUM CORPORATION DLT & STORAGE SYSTEMS	D	12/09/08	12/10/09
l	140 SHS RED HAT, INC. CMN	D	12/09/08	12/10/09
m	40 SHS ROVI CORPORATION CMN	D	12/09/08	12/10/09
n	260 SHS RETAIL VENTURES INC CMN	D	12/09/08	12/10/09
o	40 SHS SBA COMMUNICATIONS CORP CMN	D	11/25/08	12/10/09

(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 1,087.		456.	631.
b 1,478.		541.	937.
c 1,912.		279.	1,633.
d 2,199.		1,059.	1,140.
e 6,597.		3,286.	3,311.
f 3,166.		1,305.	1,861.
g 2,331.		1,238.	1,093.
h 1,889.		843.	1,046.
i 1,448.		715.	733.
j 4,783.		1,986.	2,797.
k 2,360.		225.	2,135.
l 3,860.		1,749.	2,111.
m 1,178.		441.	737.
n 1,994.		345.	1,649.
o 1,314.		520.	794.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			631.
b			937.
c			1,633.
d			1,140.
e			3,311.
f			1,861.
g			1,093.
h			1,046.
i			733.
j			2,797.
k			2,135.
l			2,111.
m			737.
n			1,649.
o			794.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	20 SHS SBA COMMUNICATIONS CORP CMN	D	12/09/08	12/10/09
b	100 SHS SOUTHERN COPPER CORPORATION CMN	D	11/25/08	12/10/09
c	100 SHS SOUTHERN COPPER CORPORATION CMN	D	12/09/08	12/10/09
d	40 SHS SOLERA HOLDINGS INC CMN	D	12/09/08	12/10/09
e	80 SHS STAGE STORES INC CMN	D	12/09/08	12/10/09
f	60 SHS STEEL DYNAMICS, INC. CMN	D	11/25/08	12/10/09
g	40 SHS STEEL DYNAMICS, INC. CMN	D	12/09/08	12/10/09
h	80 SHS SKYWORKS SOLUTIONS INC CMN	D	12/09/08	12/10/09
i	155 SHS VIACOM INC. CMN CLASS B	D	11/21/08	12/10/09
j	93 SHS VIACOM INC. CMN CLASS B	D	11/21/08	12/10/09
k	37 SHS VIACOM INC. CMN CLASS B	D	11/21/08	12/10/09
l	60 SHS VIRGIN MEDIA INC CMN	D	11/25/08	12/10/09
m	120 SHS VIRGIN MEDIA INC CMN	D	12/09/08	12/10/09
n	60 SHS VARIAN SEMICONDUCTOR EQUIPMENT ASSOCIATES	D	12/09/08	12/10/09
o	160 SHS WESTERN DIGITAL CORP CMN	D	12/09/08	12/10/09

(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 657.		329.	328.
b 3,265.		1,298.	1,967.
c 3,265.		1,452.	1,813.
d 1,416.		772.	644.
e 961.		542.	419.
f 1,078.		429.	649.
g 718.		406.	312.
h 1,105.		337.	768.
i 4,780.		2,015.	2,765.
j 2,868.		1,196.	1,672.
k 1,141.		478.	663.
l 991.		240.	751.
m 1,981.		531.	1,450.
n 2,032.		1,084.	948.
o 6,277.		2,060.	4,217.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			328.
b			1,967.
c			1,813.
d			644.
e			419.
f			649.
g			312.
h			768.
i			2,765.
j			1,672.
k			663.
l			751.
m			1,450.
n			948.
o			4,217.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	20 SHS WADDELL & REED FIN., INC. CLASS A COMMON	D	12/09/08	12/10/09
b	80 SHS WYNDHAM WORLDWIDE CORP. CMN	D	11/25/08	12/10/09
c	40 SHS WYNDHAM WORLDWIDE CORP. CMN	D	12/09/08	12/10/09
d	80 SHS XL CAPITAL LTD CL-A CMN CLASS A	D	11/25/08	12/10/09
e	60 SHS XL CAPITAL LTD CL-A CMN CLASS A	D	12/09/08	12/10/09
f	20 SHS TERRA INDUSTRIES INC CMN	D	12/09/08	12/10/09
g	62 SHS AMAZON.COM INC CMN	P	01/26/09	01/30/09
h	51 SHS GENENTECH INC. CMN	P	01/26/09	01/30/09
i	34 SHS HESS CORPORATION CMN	P	01/26/09	02/03/09
j	102 SHS THERMO FISHER SCIENTIFIC INC CMN	P	01/26/09	02/05/09
k	30 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	02/09/09
l	85 SHS HEWLETT-PACKARD CO. CMN	P	01/26/09	02/09/09
m	24 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	02/10/09
n	391 SHS NEWELL RUBBERMAID INC CMN	P	01/26/09	02/11/09
o	124 SHS NEWELL RUBBERMAID INC CMN	P	01/26/09	02/12/09

(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 584.		260.	324.
b 1,604.		308.	1,296.
c 802.		236.	566.
d 1,438.		438.	1,000.
e 1,079.		385.	694.
f 855.		291.	564.
g 3,658.		3,075.	583.
h 4,139.		4,315.	-176.
i 1,874.		2,108.	-234.
j 3,898.		3,567.	331.
k 1,678.		1,655.	23.
l 3,110.		3,036.	74.
m 1,298.		1,324.	-26.
n 3,018.		3,516.	-498.
o 954.		1,115.	-161.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			324.
b			1,296.
c			566.
d			1,000.
e			694.
f			564.
g			583.
h			-176.
i			-234.
j			331.
k			23.
l			74.
m			-26.
n			-498.
o			-161.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	218 SHS SCHERING-PLOUGH CORP CMN	P	01/26/09	02/13/09
b	67 SHS TEVA PHARMACEUTICAL IND LTD ADS	P	01/26/09	02/18/09
c	305 SHS WILLIAMS COMPANIES INC. (THE) CMN	P	01/26/09	02/24/09
d	48 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	02/24/09
e	73 SHS AMAZON.COM INC CMN	P	01/26/09	03/03/09
f	195 SHS JOHNSON CONTROLS INC CMN	P	01/26/09	03/04/09
g	475 SHS GENERAL ELECTRIC CO CMN	P	01/26/09	03/04/09
h	55 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	03/09/09
i	75 SHS GENENTECH INC. CMN	P	01/26/09	03/09/09
j	348 SHS SCHERING-PLOUGH CORP CMN	P	01/26/09	03/09/09
k	89 SHS GENENTECH INC. CMN	P	01/26/09	03/09/09
l	15 SHS GOOGLE, INC. CMN CLASS A	P	01/26/09	03/10/09
m	150 SHS SUNCOR ENERGY INC. CMN	P	01/26/09	03/12/09
n	445 SHS TIME WARNER INC. CMN	P	01/26/09	03/13/09
o	337 SHS UNILEVER N.V. NY SHS (NEW) ADR CMN	P	01/26/09	03/17/09

(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 4,230.		4,059.	171.
b 3,105.		2,819.	286.
c 3,416.		4,258.	-842.
d 2,333.		2,648.	-315.
e 4,513.		3,620.	893.
f 2,171.		2,553.	-382.
g 3,020.		5,938.	-2,918.
h 2,528.		3,034.	-506.
i 6,749.		6,345.	404.
j 7,174.		6,480.	694.
k 8,008.		7,529.	479.
l 4,619.		4,910.	-291.
m 3,663.		3,059.	604.
n 3,640.		4,308.	-668.
o 6,263.		7,895.	-1,632.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			171.
b			286.
c			-842.
d			-315.
e			893.
f			-382.
g			-2,918.
h			-506.
i			404.
j			694.
k			479.
l			-291.
m			604.
n			-668.
o			-1,632.

- 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 }
- 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)
If (loss), enter "-0-" in Part I, line 8 }

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	270 SHS UNILEVER N.V. NY SHS (NEW) ADR CMN	P	01/26/09	03/18/09
b	71 SHS HESS CORPORATION CMN	P	01/26/09	03/19/09
c	70 SHS TEVA PHARMACEUTICAL IND LTD ADS	P	01/26/09	03/19/09
d	55 SHS HESS CORPORATION CMN	P	01/26/09	03/23/09
e	337 SHS SPRINT NEXTEL CORPORATION CMN	P	01/26/09	03/24/09
f	515 SHS SPRINT NEXTEL CORPORATION CMN	P	01/26/09	03/25/09
g	52 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/26/09	03/26/09
h	0.66 SHS TIME WARNER CABLE INC. CMN	P	01/26/09	03/27/09
i	47 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/26/09	03/27/09
j	77 SHS GILEAD SCIENCES CMN	P	01/26/09	03/30/09
k	85 SHS RESEARCH IN MOTION LIMITED CMN	P	01/26/09	04/01/09
l	33 SHS CAMPBELL SOUP CO CMN	P	02/10/09	04/07/09
m	302 SHS MICROSOFT CORPORATION CMN	P	01/26/09	04/07/09
n	120 SHS MORGAN STANLEY CMN	P	01/26/09	04/07/09
o	101 SHS TIME WARNER CABLE INC. CMN	P	01/26/09	04/08/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,010.		6,325.	-1,315.
b 4,577.		4,403.	174.
c 3,066.		2,945.	121.
d 3,572.		3,411.	161.
e 1,257.		872.	385.
f 1,947.		1,332.	615.
g 2,523.		3,308.	-785.
h 17.			17.
i 2,175.		2,990.	-815.
j 3,399.		3,759.	-360.
k 3,870.		4,335.	-465.
l 867.		996.	-129.
m 5,667.		5,371.	296.
n 2,874.		2,406.	468.
o 2,687.		2,915.	-228.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-1,315.
b			174.
c			121.
d			161.
e			385.
f			615.
g			-785.
h			17.
i			-815.
j			-360.
k			-465.
l			-129.
m			296.
n			468.
o			-228.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	162 SHS CAMPBELL SOUP CO CMN	P	02/10/09	04/08/09
b	69 SHS AMGEN INC. CMN	P	01/26/09	04/13/09
c	509 SHS PFIZER INC. CMN	P	01/29/09	04/14/09
d	29 SHS EVEREST RE GROUP LTD CMN	P	01/26/09	04/16/09
e	89 SHS WAL MART STORES INC CMN	P	01/26/09	04/17/09
f	15 SHS EVEREST RE GROUP LTD CMN	P	01/26/09	04/17/09
g	230 SHS FORTUNE BRANDS, INC. CMN	P	01/26/09	04/17/09
h	11 SHS GOOGLE, INC. CMN CLASS A	P	01/26/09	04/17/09
i	126 SHS LOWES COMPANIES INC CMN	P	01/26/09	04/21/09
j	37 SHS BECTON DICKINSON & CO CMN	P	01/26/09	04/23/09
k	144 SHS PROCTER & GAMBLE COMPANY (THE) CMN	P	03/13/09	04/23/09
l	246 SHS TD AMERITRADE HOLDING CORPORAT CMN	P	01/26/09	04/23/09
m	85 SHS VISA INC. CMN CLASS A	P	01/26/09	04/23/09
n	254 SHS SCHERING-PLOUGH CORP CMN	P	01/26/09	04/23/09
o	78 SHS COACH INC CMN	P	01/26/09	04/23/09

(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 4,249.		4,888.	-639.
b 3,288.		3,747.	-459.
c 6,784.		7,700.	-916.
d 2,162.		1,928.	234.
e 4,537.		4,344.	193.
f 1,095.		997.	98.
g 7,895.		8,616.	-721.
h 4,360.		3,600.	760.
i 2,468.		2,632.	-164.
j 2,364.		2,704.	-340.
k 7,094.		6,665.	429.
l 4,056.		2,927.	1,129.
m 4,934.		3,707.	1,227.
n 5,487.		4,729.	758.
o 1,699.		1,150.	549.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-639.
b			-459.
c			-916.
d			234.
e			193.
f			98.
g			-721.
h			760.
i			-164.
j			-340.
k			429.
l			1,129.
m			1,227.
n			758.
o			549.

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 }

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)
If (loss), enter "-0-" in Part I, line 8 }

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	197 SHS WESTERN UNION COMPANY (THE) CMN	P	01/26/09	04/24/09
b	220 SHS NEWELL RUBBERMAID INC CMN	P	01/26/09	04/29/09
c	42 SHS EXXON MOBIL CORPORATION CMN	P	01/26/09	04/30/09
d	150 SHS HALLIBURTON COMPANY CMN	P	01/26/09	04/30/09
e	93 SHS AMGEN INC. CMN	P	01/26/09	05/01/09
f	92 SHS LOWES COMPANIES INC CMN	P	01/26/09	05/01/09
g	143 SHS MARRIOTT INTERNATIONAL, INC. CMN CLASS A	P	01/26/09	05/05/09
h	43 SHS AMGEN INC. CMN	P	01/26/09	05/07/09
i	35 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	05/07/09
j	183 SHS AT&T INC CMN	P	01/26/09	05/07/09
k	308 SHS MARRIOTT INTERNATIONAL, INC. CMN CLASS A	P	01/26/09	05/07/09
l	110 SHS EXXON MOBIL CORPORATION CMN	P	01/26/09	05/08/09
m	94 SHS WYETH CMN	P	01/26/09	05/08/09
n	75 SHS AMGEN INC. CMN	P	01/26/09	05/08/09
o	32 SHS THE MOSAIC COMPANY CMN	P	02/09/09	05/11/09

(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 3,405.		2,870.	535.
b 1,844.		1,978.	-134.
c 2,815.		3,335.	-520.
d 3,002.		2,922.	80.
e 4,492.		5,051.	-559.
f 1,930.		1,922.	8.
g 3,436.		2,528.	908.
h 2,018.		2,335.	-317.
i 2,205.		1,931.	274.
j 4,667.		4,930.	-263.
k 7,207.		5,446.	1,761.
l 7,775.		8,734.	-959.
m 4,139.		4,139.	0.
n 3,538.		4,073.	-535.
o 1,437.		1,450.	-13.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			535.
b			-134.
c			-520.
d			80.
e			-559.
f			8.
g			908.
h			-317.
i			274.
j			-263.
k			1,761.
l			-959.
m			0.
n			-535.
o			-13.

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 }

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)
If (loss), enter "-0-" in Part I, line 8 }

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	5 SHS THE MOSAIC COMPANY CMN	P	02/10/09	05/11/09
b	33 SHS EOG RESOURCES INC CMN	P	01/26/09	05/12/09
c	46 SHS THE MOSAIC COMPANY CMN	P	02/10/09	05/12/09
d	148 SHS SUNCOR ENERGY INC. CMN	P	01/26/09	05/12/09
e	49 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/27/09	05/14/09
f	23 SHS AIR PRODUCTS & CHEMICALS INC CMN	P	01/26/09	05/14/09
g	298 SHS MICROSOFT CORPORATION CMN	P	01/26/09	05/18/09
h	68 SHS RANGE RESOURCES CORPORATION CMN	P	01/26/09	05/18/09
i	50 SHS RESEARCH IN MOTION LIMITED CMN	P	01/26/09	05/18/09
j	160 SHS MERCK & CO. INC. CMN	P	01/26/09	05/18/09
k	148 SHS TIME WARNER INC. CMN	P	01/26/09	05/27/09
l	193 SHS ELECTRONIC ARTS CMN	P	01/26/09	05/29/09
m	11 SHS CME GROUP INC. CMN CLASS A	P	01/26/09	05/29/09
n	163 SHS KRAFT FOODS INC. CMN CLASS A	P	04/07/09	06/02/09
o	254 SHS TD AMERITRADE HOLDING CORPORAT CMN	P	01/26/09	06/03/09

(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 225.		225.	0.
b 2,368.		2,273.	95.
c 2,080.		2,073.	7.
d 4,598.		3,018.	1,580.
e 3,018.		2,686.	332.
f 1,417.		1,269.	148.
g 6,089.		5,300.	789.
h 2,797.		2,438.	359.
i 3,745.		2,550.	1,195.
j 4,097.		4,443.	-346.
k 3,488.		3,233.	255.
l 4,307.		3,180.	1,127.
m 3,488.		1,893.	1,595.
n 4,399.		3,664.	735.
o 4,560.		3,023.	1,537.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			95.
c			7.
d			1,580.
e			332.
f			148.
g			789.
h			359.
i			1,195.
j			-346.
k			255.
l			1,127.
m			1,595.
n			735.
o			1,537.

- 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 }
- 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)
If (loss), enter "-0-" in Part I, line 8 }

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	103 SHS STARWOOD HOTELS & RESORTS CMN	P	05/07/09	06/03/09
b	135 SHS ST JUDE MEDICAL INC CMN	P	01/26/09	06/03/09
c	46 SHS EOG RESOURCES INC CMN	P	01/26/09	06/04/09
d	250 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	01/26/09	06/04/09
e	95 SHS CHUBB CORP CMN	P	01/26/09	06/05/09
f	29 SHS LABORATORY CORPORATION OF AMER CMN	P	01/26/09	06/05/09
g	84 SHS WASTE MANAGEMENT INC CMN	P	01/26/09	06/08/09
h	28 SHS LABORATORY CORPORATION OF AMER CMN	P	01/26/09	06/08/09
i	45 SHS PRECISION CASTPARTS CORP. CMN	P	01/26/09	06/08/09
j	132 SHS WASTE MANAGEMENT INC CMN	P	01/26/09	06/09/09
k	9 SHS GOOGLE, INC. CMN CLASS A	P	01/26/09	06/09/09
l	44 SHS RESEARCH IN MOTION LIMITED CMN	P	01/26/09	06/22/09
m	70 SHS ST JUDE MEDICAL INC CMN	P	01/26/09	06/24/09
n	70 SHS ZIMMER HLDGS INC CMN	P	01/26/09	06/25/09
o	277 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	01/26/09	06/25/09

(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 2,536.		2,119.	417.
b 5,447.		4,400.	1,047.
c 3,374.		3,168.	206.
d 5,155.		2,773.	2,382.
e 3,902.		3,932.	-30.
f 1,781.		1,732.	49.
g 2,361.		2,733.	-372.
h 1,708.		1,672.	36.
i 3,920.		2,892.	1,028.
j 3,674.		4,294.	-620.
k 3,911.		2,946.	965.
l 3,010.		2,244.	766.
m 2,819.		2,281.	538.
n 3,031.		2,788.	243.
o 5,355.		3,072.	2,283.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			417.
b			1,047.
c			206.
d			2,382.
e			-30.
f			49.
g			-372.
h			36.
i			1,028.
j			-620.
k			965.
l			766.
m			538.
n			243.
o			2,283.

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

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)
If (loss), enter "-0-" in Part I, line 8 }

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	40 SHS INTL BUSINESS MACHINES CORP CMN	P	03/19/09	06/26/09
b	43 SHS TRANSOCEAN LTD. CMN	P	02/20/09	06/29/09
c	86 SHS MICROSOFT CORPORATION CMN	P	01/26/09	07/01/09
d	73 SHS RANGE RESOURCES CORPORATION CMN	P	01/26/09	07/02/09
e	23 SHS INTL BUSINESS MACHINES CORP CMN	P	03/19/09	07/02/09
f	43 SHS INTL BUSINESS MACHINES CORP CMN	P	04/21/09	07/02/09
g	58 SHS JOHNSON & JOHNSON CMN	P	01/26/09	07/09/09
h	98 SHS COACH INC CMN	P	01/26/09	07/09/09
i	92 SHS VIACOM INC. CMN CLASS B	P	01/26/09	07/14/09
j	78 SHS PHILIP MORRIS INTL INC CMN	P	01/26/09	07/14/09
k	71 SHS BOEING COMPANY CMN	P	01/26/09	07/14/09
l	885 SHS DELL INC CMN	P	01/26/09	07/14/09
m	49 SHS VIACOM INC. CMN CLASS B	P	01/26/09	07/15/09
n	13 SHS THE MOSAIC COMPANY CMN	P	02/10/09	07/17/09
o	57 SHS THE MOSAIC COMPANY CMN	P	04/09/09	07/17/09

(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 4,207.		3,692.	515.
b 3,251.		2,517.	734.
c 2,073.		1,529.	544.
d 2,929.		2,617.	312.
e 2,357.		2,123.	234.
f 4,407.		4,396.	11.
g 3,278.		3,287.	-9.
h 2,351.		1,445.	906.
i 1,932.		1,417.	515.
j 3,327.		3,282.	45.
k 2,864.		3,060.	-196.
l 10,650.		9,213.	1,437.
m 1,053.		755.	298.
n 675.		586.	89.
o 2,959.		2,531.	428.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			515.
b			734.
c			544.
d			312.
e			234.
f			11.
g			-9.
h			906.
i			515.
j			45.
k			-196.
l			1,437.
m			298.
n			89.
o			428.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	65 SHS LABORATORY CORPORATION OF AMER CMN	P	01/26/09	07/20/09
b	38 SHS THE MOSAIC COMPANY CMN	P	04/09/09	07/20/09
c	38 SHS LABORATORY CORPORATION OF AMER CMN	P	01/26/09	07/21/09
d	69 SHS VISA INC. CMN CLASS A	P	01/26/09	07/21/09
e	370 SHS LINEAR TECHNOLOGY CORP CMN	P	01/26/09	07/21/09
f	565 SHS ACTIVISION BLIZZARD INC CMN	P	01/26/09	07/21/09
g	74 SHS BAXTER INTERNATIONAL INC CMN	P	01/26/09	07/21/09
h	100 SHS ZIMMER HLDGS INC CMN	P	01/26/09	07/24/09
i	104 SHS THERMO FISHER SCIENTIFIC INC CMN	P	01/26/09	07/24/09
j	57 SHS AT&T INC CMN	P	01/26/09	07/28/09
k	184 SHS AT&T INC CMN	P	03/03/09	07/28/09
l	248 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	01/26/09	08/04/09
m	80 SHS M&T BANK CORPORATION CMN	P	01/26/09	08/05/09
n	5 SHS DOW CHEMICAL CO CMN	P	05/11/09	08/07/09
o	145 SHS DOW CHEMICAL CO CMN	P	05/08/09	08/07/09

(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 4,343.		3,882.	461.
b 1,864.		1,687.	177.
c 2,563.		2,270.	293.
d 4,610.		3,009.	1,601.
e 9,139.		8,813.	326.
f 6,719.		5,325.	1,394.
g 3,954.		4,305.	-351.
h 4,398.		3,983.	415.
i 4,606.		3,637.	969.
j 1,456.		1,536.	-80.
k 4,699.		4,215.	484.
l 4,699.		2,750.	1,949.
m 4,792.		3,018.	1,774.
n 115.		86.	29.
o 3,344.		2,526.	818.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			461.
b			177.
c			293.
d			1,601.
e			326.
f			1,394.
g			-351.
h			415.
i			969.
j			-80.
k			484.
l			1,949.
m			1,774.
n			29.
o			818.

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 }

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)
If (loss), enter "-0-" in Part I, line 8 }

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold e.g. real estate. 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	25 SHS RESEARCH IN MOTION LIMITED CMN	P	01/26/09	08/07/09
b	116 SHS STARWOOD HOTELS & RESORTS CMN	P	05/07/09	08/11/09
c	95 SHS VISA INC. CMN CLASS A	P	01/26/09	08/19/09
d	52 SHS HESS CORPORATION CMN	P	01/26/09	08/19/09
e	95 SHS NIKE CLASS-B CMN CLASS B	P	01/26/09	08/20/09
f	50 SHS NIKE CLASS-B CMN CLASS B	P	04/17/09	08/20/09
g	52 SHS HESS CORPORATION CMN	P	01/26/09	08/20/09
h	141 SHS PROCTER & GAMBLE COMPANY (THE) CMN	P	03/13/09	08/25/09
i	55 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/26/09	08/27/09
j	80 SHS PARTNERRE LTD BERMUDA CMN	P	01/26/09	08/28/09
k	40 SHS PARTNERRE LTD BERMUDA CMN	P	01/26/09	08/31/09
l	218 SHS ABB LTD SPONSORED ADR CMN	P	03/23/09	09/09/09
m	75 SHS THE TRAVELERS COMPANIES, INC CMN	P	01/26/09	09/10/09
n	254 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	05/15/09	09/10/09
o	43 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	06/29/09	09/10/09

(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 1,950.		1,275.	675.
b 3,114.		2,387.	727.
c 6,316.		4,143.	2,173.
d 2,645.		3,225.	-580.
e 5,405.		4,393.	1,012.
f 2,845.		2,680.	165.
g 2,658.		3,225.	-567.
h 7,544.		6,526.	1,018.
i 3,402.		3,499.	-97.
j 5,941.		5,319.	622.
k 2,951.		2,659.	292.
l 4,387.		3,107.	1,280.
m 3,639.		2,876.	763.
n 5,562.		4,558.	1,004.
o 942.		859.	83.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			675.
b			727.
c			2,173.
d			-580.
e			1,012.
f			165.
g			-567.
h			1,018.
i			-97.
j			622.
k			292.
l			1,280.
m			763.
n			1,004.
o			83.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	12 SHS GOOGLE, INC. CMN CLASS A	P	08/03/09	09/10/09
b	83 SHS AMYLIN PHARMACEUTICALS, INC. CMN	P	01/26/09	09/10/09
c	105 SHS WEATHERFORD INTERNATIONAL LTD CMN	P	06/29/09	09/11/09
d	257 SHS TIME WARNER INC. CMN	P	01/26/09	09/11/09
e	219 SHS AMYLIN PHARMACEUTICALS, INC. CMN	P	01/26/09	09/11/09
f	70 SHS HESS CORPORATION CMN	P	01/26/09	09/14/09
g	68 SHS AMYLIN PHARMACEUTICALS, INC. CMN	P	01/26/09	09/14/09
h	655 SHS ACTIVISION BLIZZARD INC CMN	P	01/26/09	09/14/09
i	345 SHS ACTIVISION BLIZZARD INC CMN	P	05/18/09	09/15/09
j	311 SHS ORACLE CORPORATION CMN	P	03/24/09	09/16/09
k	168 SHS MORGAN STANLEY CMN	P	01/26/09	09/21/09
l	133 SHS THERMO FISHER SCIENTIFIC INC CMN	P	01/26/09	09/21/09
m	76 SHS RESEARCH IN MOTION LIMITED CMN	P	01/26/09	09/25/09
n	99 SHS ZIMMER HLDGS INC CMN	P	01/26/09	09/29/09
o	92 SHS ENTERGY CORPORATION CMN	P	01/26/09	09/30/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,564.		5,438.	126.
b 1,039.		934.	105.
c 2,313.		2,099.	214.
d 7,568.		5,614.	1,954.
e 2,758.		2,464.	294.
f 3,735.		4,341.	-606.
g 873.		765.	108.
h 7,692.		6,173.	1,519.
i 3,961.		4,022.	-61.
j 6,873.		5,608.	1,265.
k 5,312.		3,368.	1,944.
l 6,007.		4,651.	1,356.
m 5,296.		3,876.	1,420.
n 5,308.		3,943.	1,365.
o 7,343.		7,360.	-17.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			126.
b			105.
c			214.
d			1,954.
e			294.
f			-606.
g			108.
h			1,519.
i			-61.
j			1,265.
k			1,944.
l			1,356.
m			1,420.
n			1,365.
o			-17.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	119 SHS THERMO FISHER SCIENTIFIC INC CMN	P	05/04/09	09/30/09
b	82 SHS THERMO FISHER SCIENTIFIC INC CMN	P	01/26/09	09/30/09
c	125 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	03/03/09	10/01/09
d	234 SHS RANGE RESOURCES CORPORATION CMN	P	01/26/09	10/05/09
e	97 SHS WYETH CMN	P	01/26/09	10/06/09
f	243 SHS WESTERN UNION COMPANY (THE) CMN	P	01/26/09	10/06/09
g	128 SHS HESS CORPORATION CMN	P	01/26/09	10/08/09
h	168 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	03/03/09	10/09/09
i	47 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	03/30/09	10/09/09
j	38 SHS TRANSOCEAN LTD. CMN	P	03/26/09	10/13/09
k	26 SHS TRANSOCEAN LTD. CMN	P	02/20/09	10/13/09
l	169 SHS WASTE MANAGEMENT INC CMN	P	01/26/09	10/13/09
m	58 SHS MERCK & CO. INC. CMN	P	01/26/09	10/13/09
n	75 SHS TARGET CORPORATION CMN	P	01/26/09	10/13/09
o	203 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	04/08/09	10/14/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,172.		4,420.	752.
b 3,533.		2,868.	665.
c 1,970.		1,577.	393.
d 11,189.		8,389.	2,800.
e 4,736.		4,271.	465.
f 4,521.		3,541.	980.
g 7,253.		7,938.	-685.
h 2,599.		2,120.	479.
i 727.		642.	85.
j 3,328.		2,452.	876.
k 2,277.		1,522.	755.
l 4,901.		5,498.	-597.
m 1,908.		1,611.	297.
n 3,809.		2,568.	1,241.
o 3,117.		2,856.	261.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			752.
b			665.
c			393.
d			2,800.
e			465.
f			980.
g			-685.
h			479.
i			85.
j			876.
k			755.
l			-597.
m			297.
n			1,241.
o			261.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	166 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	03/30/09	10/14/09
b	30 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	05/27/09	10/14/09
c	205 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	05/27/09	10/15/09
d	244 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	08/03/09	10/15/09
e	105 SHS STARWOOD HOTELS & RESORTS CMN	P	05/07/09	10/15/09
f	5 SHS TRANSOCEAN LTD. CMN	P	03/26/09	10/16/09
g	0.84 SHS PFIZER INC. CMN	P	01/26/09	10/16/09
h	144 SHS WYETH CMN	P	01/26/09	10/16/09
i	43 SHS TRANSOCEAN LTD. CMN	P	09/10/09	10/16/09
j	77 SHS MORGAN STANLEY CMN	P	01/26/09	10/21/09
k	81 SHS MORGAN STANLEY CMN	P	02/13/09	10/21/09
l	36 SHS SCHLUMBERGER LTD CMN	P	01/26/09	10/21/09
m	274 SHS COACH INC CMN	P	01/26/09	10/21/09
n	100 SHS STATE STREET CORPORATION (NEW) CMN	P	04/23/09	10/22/09
o	101 SHS ZIMMER HLDGS INC CMN	P	01/26/09	10/22/09

(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 2,549.		2,266.	283.
b 461.		433.	28.
c 3,168.		2,957.	211.
d 3,771.		3,677.	94.
e 3,618.		2,161.	1,457.
f 456.		323.	133.
g 15.			15.
h 7,242.		6,340.	902.
i 3,924.		3,507.	417.
j 2,682.		1,544.	1,138.
k 2,822.		1,868.	954.
l 2,515.		1,526.	989.
m 9,178.		4,041.	5,137.
n 4,573.		3,549.	1,024.
o 5,521.		4,023.	1,498.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			283.
b			28.
c			211.
d			94.
e			1,457.
f			133.
g			15.
h			902.
i			417.
j			1,138.
k			954.
l			989.
m			5,137.
n			1,024.
o			1,498.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	123 SHS MICROSOFT CORPORATION CMN	P	01/26/09	10/26/09
b	47 SHS GILEAD SCIENCES CMN	P	01/26/09	10/26/09
c	162 SHS ACTIVISION BLIZZARD INC CMN	P	05/18/09	10/28/09
d	71 SHS ACTIVISION BLIZZARD INC CMN	P	06/09/09	10/28/09
e	162 SHS ACTIVISION BLIZZARD INC CMN	P	06/08/09	10/28/09
f	141 SHS PFIZER INC. CMN	P	01/26/09	10/28/09
g	175 SHS WELLS FARGO & CO (NEW) CMN	P	05/08/09	10/28/09
h	88 SHS PHILIP MORRIS INTL INC CMN	P	01/26/09	10/28/09
i	88 SHS BECTON DICKINSON & CO CMN	P	01/26/09	10/28/09
j	41 SHS HESS CORPORATION CMN	P	05/12/09	10/29/09
k	118 SHS HESS CORPORATION CMN	P	01/26/09	10/29/09
l	99 SHS KOHL'S CORP (WISCONSIN) CMN	P	08/27/09	10/30/09
m	31 SHS KOHL'S CORP (WISCONSIN) CMN	P	08/28/09	10/30/09
n	457 SHS ELECTRONIC ARTS CMN	P	01/26/09	10/30/09
o	39 SHS MASTERCARD INCORPORATED CMN CLASS A	P	07/21/09	10/30/09

(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 3,551.		2,187.	1,364.
b 2,065.		2,295.	-230.
c 1,862.		1,888.	-26.
d 816.		905.	-89.
e 1,862.		2,055.	-193.
f 2,447.		2,490.	-43.
g 4,861.		4,547.	314.
h 4,327.		3,703.	624.
i 5,887.		6,431.	-544.
j 2,310.		2,613.	-303.
k 6,648.		7,318.	-670.
l 5,746.		5,255.	491.
m 1,799.		1,636.	163.
n 8,325.		7,530.	795.
o 8,570.		7,057.	1,513.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,364.
b			-230.
c			-26.
d			-89.
e			-193.
f			-43.
g			314.
h			624.
i			-544.
j			-303.
k			-670.
l			491.
m			163.
n			795.
o			1,513.

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
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) If (loss), enter "-0-" in Part I, line 8 }	3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate. 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	155 SHS P G & E CORPORATION CMN	P	01/26/09	11/03/09
b	60 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/26/09	11/03/09
c	73 SHS MONSANTO COMPANY CMN	P	10/28/09	11/11/09
d	36 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/26/09	11/13/09
e	21 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/30/09	11/13/09
f	59 SHS MONSANTO COMPANY CMN	P	07/02/09	11/13/09
g	83 SHS MONSANTO COMPANY CMN	P	06/24/09	11/13/09
h	23 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	01/30/09	11/19/09
i	44 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	06/04/09	11/19/09
j	39 SHS DEVON ENERGY CORPORATION (NEW) CMN	P	06/11/09	11/19/09
k	153 SHS VIACOM INC. CMN CLASS B	P	01/26/09	12/02/09
l	40 SHS EXPRESS SCRIPTS COMMON CMN	P	06/08/09	12/02/09
m	110 SHS HALLIBURTON COMPANY CMN	P	09/10/09	12/03/09
n	11 SHS CME GROUP INC. CMN CLASS A	P	01/26/09	12/03/09
o	210 SHS THE HOME DEPOT, INC. CMN	P	01/26/09	12/07/09

(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 6,339.		5,957.	382.
b 3,936.		3,817.	119.
c 5,481.		5,229.	252.
d 2,417.		2,290.	127.
e 1,410.		1,305.	105.
f 4,318.		4,294.	24.
g 6,075.		6,448.	-373.
h 1,594.		1,429.	165.
i 3,050.		2,890.	160.
j 2,703.		2,611.	92.
k 4,591.		2,356.	2,235.
l 3,485.		2,562.	923.
m 3,151.		2,826.	325.
n 3,661.		1,893.	1,768.
o 5,924.		4,811.	1,113.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			382.
b			119.
c			252.
d			127.
e			105.
f			24.
g			-373.
h			165.
i			160.
j			92.
k			2,235.
l			923.
m			325.
n			1,768.
o			1,113.

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
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) If (loss), enter "-0-" in Part I, line 8 }	3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	385 SHS COMCAST CORPORATION CMN CLASS A VOTING	P	01/26/09	12/08/09
b	26 SHS EXXON MOBIL CORPORATION CMN	P	01/26/09	12/14/09
c	50 SHS JOHNSON & JOHNSON CMN	P	01/26/09	12/14/09
d	51 SHS DIRECTV CMN	P	10/08/09	12/14/09
e	72 SHS HALLIBURTON COMPANY CMN	P	09/10/09	12/14/09
f	65 SHS VIACOM INC. CMN CLASS B	P	01/26/09	12/14/09
g	16 SHS TARGET CORPORATION CMN	P	01/26/09	12/14/09
h	55 SHS THE TRAVELERS COMPANIES, INC CMN	P	01/26/09	12/14/09
i	45 SHS BOEING COMPANY CMN	P	01/26/09	12/14/09
j	37 SHS BP P.L.C. SPONSORED ADR CMN	P	11/03/09	12/14/09
k	91 SHS CISCO SYSTEMS, INC. CMN	P	08/19/09	12/14/09
l	32 SHS EOG RESOURCES INC CMN	P	01/26/09	12/14/09
m	27 SHS CHEVRON CORPORATION CMN	P	10/29/09	12/14/09
n	290 SHS BANK OF AMERICA CORP CMN	P	04/13/09	12/14/09
o	66 SHS HONEYWELL INTL INC CMN	P	01/26/09	12/14/09

(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 6,556.		5,891.	665.
b 1,816.		2,064.	-248.
c 3,254.		2,834.	420.
d 1,698.		1,392.	306.
e 2,076.		1,850.	226.
f 1,969.		1,001.	968.
g 759.		548.	211.
h 2,783.		2,109.	674.
i 2,516.		1,940.	576.
j 2,108.		2,130.	-22.
k 2,194.		1,940.	254.
l 2,924.		2,204.	720.
m 2,113.		2,092.	21.
n 4,504.		3,170.	1,334.
o 2,735.		2,183.	552.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			665.
b			-248.
c			420.
d			306.
e			226.
f			968.
g			211.
h			674.
i			576.
j			-22.
k			254.
l			720.
m			21.
n			1,334.
o			552.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	108 SHS FORD MOTOR COMPANY CMN	P	10/28/09	12/14/09
b	122 SHS JPMORGAN CHASE & CO CMN	P	01/26/09	12/14/09
c	35 SHS PRUDENTIAL FINANCIAL INC CMN	P	01/26/09	12/14/09
d	105 SHS SLM CORPORATION CMN	P	01/26/09	12/14/09
e	39 SHS BIOGEN IDEC INC. CMN	P	01/26/09	12/14/09
f	45 SHS WELLPOINT, INC. CMN	P	01/26/09	12/14/09
g	60 SHS CBS CORPORATION CMN CLASS B	P	11/18/09	12/14/09
h	106 SHS DISH NETWORK CORPORATION CMN CLASS A	P	04/23/09	12/14/09
i	80 SHS INVESCO LTD. CMN	P	01/26/09	12/14/09
j	66 SHS STAPLES, INC. CMN	P	04/23/09	12/14/09
k	23 SHS FRANKLIN RESOURCES INC CMN	P	01/26/09	12/14/09
l	18 SHS STATE STREET CORPORATION (NEW) CMN	P	04/23/09	12/14/09
m	57 SHS HEWLETT-PACKARD CO. CMN	P	01/26/09	12/14/09
n	109 SHS DOW CHEMICAL CO CMN	P	05/11/09	12/14/09
o	18 SHS GENERAL MILLS INC CMN	P	01/26/09	12/14/09

(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 975.		774.	201.
b 5,032.		3,118.	1,914.
c 1,717.		912.	805.
d 1,248.		1,023.	225.
e 1,914.		1,904.	10.
f 2,604.		1,864.	740.
g 847.		817.	30.
h 2,246.		1,402.	844.
i 1,757.		956.	801.
j 1,614.		1,385.	229.
k 2,479.		1,208.	1,271.
l 712.		639.	73.
m 2,888.		2,036.	852.
n 2,933.		1,867.	1,066.
o 1,245.		1,076.	169.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			201.
b			1,914.
c			805.
d			225.
e			10.
f			740.
g			30.
h			844.
i			801.
j			229.
k			1,271.
l			73.
m			852.
n			1,066.
o			169.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	39 SHS JOHNSON CONTROLS INC CMN	P	04/17/09	12/14/09
b	70 SHS NEWELL RUBBERMAID INC CMN	P	09/28/09	12/14/09
c	18 SHS EVEREST RE GROUP LTD CMN	P	01/26/09	12/14/09
d	49 SHS THE BANK OF NY MELLON CORP CMN	P	10/22/09	12/14/09
e	39 SHS BROADCOM CORP CL-A CMN CLASS A	P	10/28/09	12/14/09
f	13 SHS FREEPORT-MCMORAN COPPER & GOLD CMN	P	05/07/09	12/14/09
g	23 SHS UNITED STATES STEEL CORPORATIO CMN	P	08/07/09	12/14/09
h	77 SHS UNILEVER N.V. NY SHS (NEW) ADR CMN	P	01/26/09	12/14/09
i	37 SHS PHILIP MORRIS INTL INC CMN	P	01/26/09	12/14/09
j	23 SHS LAM RESEARCH CORP CMN	P	09/11/09	12/14/09
k	35 SHS COVIDIEN PLC CMN	P	09/30/09	12/14/09
l	50 SHS BAXTER INTERNATIONAL INC CMN	P	01/26/09	12/14/09
m	21 SHS TJX COMPANIES INC (NEW) CMN	P	04/07/09	12/14/09
n	53 SHS EMERSON ELECTRIC CO. CMN	P	03/19/09	12/14/09
o	28 SHS AMERICAN ELECTRIC POWER INC CMN	P	04/07/09	12/14/09

(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 1,077.		677.	400.
b 1,055.		1,098.	-43.
c 1,516.		1,196.	320.
d 1,320.		1,419.	-99.
e 1,186.		1,053.	133.
f 1,011.		673.	338.
g 1,109.		1,033.	76.
h 2,464.		1,804.	660.
i 1,851.		1,557.	294.
j 882.		796.	86.
k 1,662.		1,512.	150.
l 2,954.		2,909.	45.
m 793.		541.	252.
n 2,250.		1,469.	781.
o 995.		734.	261.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			400.
b			-43.
c			320.
d			-99.
e			133.
f			338.
g			76.
h			660.
i			294.
j			86.
k			150.
l			45.
m			252.
n			781.
o			261.

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

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)
If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 23 SHS SCHLUMBERGER LTD CMN		P	07/10/09	12/14/09
b 16 SHS APACHE CORP. CMN		P	10/08/09	12/14/09
c 34 SHS MARSH & MCLENNAN CO INC CMN		P	09/10/09	12/14/09
d 27 SHS WAL MART STORES INC CMN		P	01/26/09	12/14/09
e 50 SHS OCCIDENTAL PETROLEUM CORP CMN		P	01/26/09	12/14/09
f 35 SHS GENERAL ELECTRIC CO CMN		P	11/23/09	12/14/09
g 66 SHS GENERAL ELECTRIC CO CMN		P	11/24/09	12/14/09
h 19 SHS QUALCOMM INC CMN		P	10/09/09	12/14/09
i 22 SHS J.C. PENNEY CO INC (HLDNG CO) CMN		P	05/07/09	12/14/09
j 45 SHS AFLAC INCORPORATED CMN		P	05/08/09	12/14/09
k 565 SHS SPRINT NEXTEL CORPORATION CMN		P	01/26/09	12/14/09
l 39 SHS NEWFIELD EXPLORATION CO. CMN		P	10/05/09	12/14/09
m 27 SHS ENTERGY CORPORATION CMN		P	01/26/09	12/14/09
n 34 SHS FIRSTENERGY CORP CMN		P	01/26/09	12/14/09
o 77 SHS MARRIOTT INTERNATIONAL, INC. CMN CLASS A		P	01/26/09	12/14/09

(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 1,427.		1,154.	273.
b 1,574.		1,598.	-24.
c 744.		792.	-48.
d 1,458.		1,318.	140.
e 3,851.		2,895.	956.
f 560.		560.	0.
g 1,057.		1,060.	-3.
h 851.		784.	67.
i 630.		688.	-58.
j 2,115.		1,627.	488.
k 2,277.		1,461.	816.
l 1,746.		1,705.	41.
m 2,260.		2,160.	100.
n 1,599.		1,755.	-156.
o 2,096.		1,350.	746.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			273.
b			-24.
c			-48.
d			140.
e			956.
f			0.
g			-3.
h			67.
i			-58.
j			488.
k			816.
l			41.
m			100.
n			-156.
o			746.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	118 SHS LOWES COMPANIES INC CMN	P	01/26/09	12/14/09
b	44 SHS SUNCOR ENERGY INC. CMN	P	01/26/09	12/14/09
c	119 SHS CHARLES SCHWAB CORPORATION CMN	P	01/26/09	12/14/09
d	27 SHS VISA INC. CMN CLASS A	P	01/26/09	12/14/09
e	48 SHS MERCK & CO., INC. CMN	P	01/26/09	12/14/09
f	59 SHS JOHNSON & JOHNSON CMN	P	01/26/09	12/14/09
g	66 SHS HALLIBURTON COMPANY CMN	P	01/26/09	12/14/09
h	58 SHS BAXTER INTERNATIONAL INC CMN	P	01/26/09	12/14/09
i	30 SHS MC DONALDS CORP CMN	P	01/26/09	12/14/09
j	31 SHS NORTHERN TRUST CORP CMN	P	10/22/09	12/14/09
k	65 SHS PROCTER & GAMBLE COMPANY (THE) CMN	P	02/11/09	12/14/09
l	21 SHS NIKE CLASS-B CMN CLASS B	P	10/21/09	12/14/09
m	5 SHS EXPRESS SCRIPTS COMMON CMN	P	06/09/09	12/14/09
n	69 SHS ST JUDE MEDICAL INC CMN	P	01/26/09	12/14/09
o	65 SHS PEPSICO INC CMN	P	01/26/09	12/14/09

(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 2,837.		2,465.	372.
b 1,535.		897.	638.
c 2,128.		1,717.	411.
d 2,267.		1,178.	1,089.
e 1,809.		1,333.	476.
f 3,840.		3,344.	496.
g 1,903.		1,286.	617.
h 3,427.		3,374.	53.
i 1,859.		1,755.	104.
j 1,491.		1,655.	-164.
k 4,083.		3,340.	743.
l 1,341.		1,377.	-36.
m 442.		319.	123.
n 2,664.		2,249.	415.
o 3,982.		3,335.	647.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			372.
b			638.
c			411.
d			1,089.
e			476.
f			496.
g			617.
h			53.
i			104.
j			-164.
k			743.
l			-36.
m			123.
n			415.
o			647.

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

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)
If (loss), enter "-0-" in Part I, line 8 }

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	41 SHS AVON PRODUCTS INC. CMN	P	03/13/09	12/14/09
b	168 SHS CISCO SYSTEMS, INC. CMN	P	01/26/09	12/14/09
c	49 SHS SCHLUMBERGER LTD CMN	P	01/26/09	12/14/09
d	147 SHS MICROSOFT CORPORATION CMN	P	01/26/09	12/14/09
e	162 SHS ORACLE CORPORATION CMN	P	03/19/09	12/14/09
f	76 SHS STAPLES, INC. CMN	P	07/22/09	12/14/09
g	14 SHS OCCIDENTAL PETROLEUM CORP CMN	P	09/17/09	12/14/09
h	28 SHS THERMO FISHER SCIENTIFIC INC CMN	P	01/26/09	12/14/09
i	26 SHS APPLE, INC. CMN	P	01/26/09	12/14/09
j	20 SHS UNITED TECHNOLOGIES CORP CMN	P	01/26/09	12/14/09
k	26 SHS EXPRESS SCRIPTS COMMON CMN	P	06/08/09	12/14/09
l	20 SHS PRAXAIR, INC CMN SERIES	P	01/26/09	12/14/09
m	44 SHS GILEAD SCIENCES CMN	P	01/26/09	12/14/09
n	50 SHS MORGAN STANLEY CMN	P	05/18/09	12/14/09
o	70 SHS AMERICAN TOWER CORPORATION CMN CLASS A	P	01/26/09	12/14/09

(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 1,385.		703.	682.
b 4,050.		2,754.	1,296.
c 3,041.		2,077.	964.
d 4,417.		2,614.	1,803.
e 3,765.		2,909.	856.
f 1,859.		1,615.	244.
g 1,078.		1,108.	-30.
h 1,370.		979.	391.
i 5,088.		2,355.	2,733.
j 1,394.		976.	418.
k 2,299.		1,665.	634.
l 1,627.		1,225.	402.
m 2,060.		2,148.	-88.
n 1,488.		1,364.	124.
o 2,841.		2,165.	676.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			682.
b			1,296.
c			964.
d			1,803.
e			856.
f			244.
g			-30.
h			391.
i			2,733.
j			418.
k			634.
l			402.
m			-88.
n			124.
o			676.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 Shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	52 SHS COSTCO WHOLESALE CORPORATION CMN	P	03/04/09	12/14/09
b	78 SHS BROADCOM CORP CL-A CMN CLASS A	P	06/09/09	12/14/09
c	77 SHS CROWN CASTLE INTL CORP COMMON STOCK	P	01/26/09	12/14/09
d	56 SHS TARGET CORPORATION CMN	P	01/26/09	12/14/09
e	32 SHS BIOGEN IDEC INC. CMN	P	09/09/09	12/14/09
f	3 SHS GOOGLE, INC. CMN CLASS A	P	01/26/09	12/14/09
g	101 SHS WESTERN UNION COMPANY (THE) CMN	P	01/26/09	12/14/09
h	7 SHS CME GROUP INC. CMN CLASS A	P	01/26/09	12/14/09
i	36 SHS COCA-COLA COMPANY (THE) CMN	P	01/26/09	12/14/09
j	31 SHS TEVA PHARMACEUTICAL IND LTD ADS	P	01/26/09	12/14/09
k	78 SHS QUALCOMM INC CMN	P	01/26/09	12/14/09
l	6 SHS FRANKLIN RESOURCES INC CMN	P	01/26/09	12/15/09
m	38 SHS EXPRESS SCRIPTS COMMON CMN	P	06/09/09	12/15/09
n	4 SHS EXPRESS SCRIPTS COMMON CMN	P	07/17/09	12/15/09
o	103 SHS UNILEVER N.V. NY SHS (NEW) ADR CMN	P	01/26/09	12/16/09

(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	3,087.		2,139.	948.
b	2,371.		2,135.	236.
c	2,814.		1,545.	1,269.
d	2,657.		1,918.	739.
e	1,571.		1,634.	-63.
f	1,787.		982.	805.
g	1,929.		1,472.	457.
h	2,339.		1,205.	1,134.
i	2,134.		1,558.	576.
j	1,663.		1,304.	359.
k	3,494.		2,844.	650.
l	629.		315.	314.
m	3,368.		2,427.	941.
n	355.		267.	88.
o	3,325.		2,413.	912.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			948.
b			236.
c			1,269.
d			739.
e			-63.
f			805.
g			457.
h			1,134.
i			576.
j			359.
k			650.
l			314.
m			941.
n			88.
o			912.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

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		(h) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	15 SHS FRANKLIN RESOURCES INC CMN	P	01/26/09	12/16/09
b	38 SHS UNILEVER N.V. NY SHS (NEW) ADR CMN	P	01/26/09	12/17/09
c	60 SHS THE TRAVELERS COMPANIES, INC CMN	P	01/26/09	12/17/09
d	50 SHS EXPRESS SCRIPTS COMMON CMN	P	07/17/09	12/17/09
e	41 SHS VIACOM INC. CMN CLASS B	P	01/26/09	12/23/09
f	11 SHS VIACOM INC. CMN CLASS B	P	09/11/09	12/23/09
g	73 SHS CHEVRON CORPORATION CMN	P	10/29/09	12/23/09
h	91 SHS PHILIP MORRIS INTL INC CMN	P	01/26/09	12/23/09
i	126 SHS LOWES COMPANIES INC CMN	P	01/26/09	12/23/09
j	26 SHS VISA INC. CMN CLASS A	P	01/26/09	12/23/09
k	56 SHS VIACOM INC. CMN CLASS B	P	09/11/09	12/24/09
l	51 SHS VIACOM INC. CMN CLASS B	P	09/11/09	12/28/09
m	18 SHS EOG RESOURCES INC CMN	P	01/26/09	12/29/09
n	122 SHS J.C. PENNEY CO INC (HLDNG CO) CMN	P	05/07/09	12/29/09
o	18 SHS EOG RESOURCES INC CMN	P	01/26/09	12/30/09

(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 1,555.		788.	767.
b 1,206.		890.	316.
c 2,923.		2,301.	622.
d 4,256.		3,333.	923.
e 1,209.		631.	578.
f 324.		289.	35.
g 5,647.		5,655.	-8.
h 4,446.		3,829.	617.
i 2,949.		2,632.	317.
j 2,237.		1,134.	1,103.
k 1,655.		1,470.	185.
l 1,511.		1,338.	173.
m 1,795.		1,240.	555.
n 3,302.		3,818.	-516.
o 1,782.		1,240.	542.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			767.
b			316.
c			622.
d			923.
e			578.
f			35.
g			-8.
h			617.
i			317.
j			1,103.
k			185.
l			173.
m			555.
n			-516.
o			542.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	ALPHA + MANAGERS: PORTFOLIO 1 OFFSHORE L.P.	P	VARIOUS	01/22/09
b	ALPHA + MANAGERS: PORTFOLIO 2 OFFSHORE L.P.	P	VARIOUS	01/22/09
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 93,521.			93,521.
b 88,124.		446,721.	-358,597.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			93,521.
b			-358,597.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	-94,564.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST INCOME	2,678.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,678.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	131,166.	0.	131,166.
TOTAL TO FM 990-PF, PART I, LN 4	131,166.	0.	131,166.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,426.	1,713.		1,713.
TO FORM 990-PF, PG 1, LN 16B	3,426.	1,713.		1,713.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT SERVICES	18,670.	18,670.		0.
TO FORM 990-PF, PG 1, LN 16C	18,670.	18,670.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE FEES	9,167.	0.		9,167.	
MISCELLANEOUS EXPENSE	49.	0.		49.	
TO FORM 990-PF, PG 1, LN 23	9,216.	0.		9,216.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
GS GLOBAL INCOME FUND	900,720.	872,711.		
GS BROKERAGE	650,315.	512,168.		
GS LARGE CAP GROWTH	548,663.	707,104.		
GS LARGE CAP VALUE	520,196.	619,801.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,619,894.	2,711,784.		

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
GOLMAN SACHS NON-US EQUITY MANAGERS: PORTFOLIO 2	COST	1,200,000.	820,065.	
TOTAL TO FORM 990-PF, PART II, LINE 13		1,200,000.	820,065.	

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	8
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NAME OF MANAGER

RICHARD BARTON
SARAH BARTON

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN FRIENDS OF WHISTLER C/O WELLS FARGO BANK 999 3RD AVENUE, LOBBY LEVEL SEATTLE, WA 98104	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
ARCS FOUNDATION 4616 25TH AVE NE SEATTLE, WA 98105	N/A GENERAL AND UNRESTRICTED	PUBLIC	7,500.
AMERICANS FOR UNFPA 370 LEXINGTON, SUITE 702 NEW YORK, NY 10017	N/A GENERAL AND UNRESTRICTED	PUBLIC	500.
ARBORETUM FOUNDATION 2300 ARBORETUM DRIVE EAST SEATTLE, WA 98112	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
BIG BROTHERS & BIG SISTERS OF KING & PIERCE COUNTY 1600 SOUTH GRAHAM ST. SEATTLE, WA 98108	N/A GENERAL AND UNRESTRICTED	PUBLIC	2,500.
BOY SCOUTS OF AMERICA CHIEF SEATTLE 3210 RAINIER AVE SOUTH, PO BOX 440408 SEATTLE, WA 98114	N/A GENERAL AND UNRESTRICTED	PUBLIC	5,000.
CARING FOR CARCINOID FOUNDATION 198 TREMONT ST, BOX 456 BOSTON, MA 02116	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
CHILDHAVEN 316 BROADWAY SEATTLE, WA 98122	N/A GENERAL AND UNRESTRICTED	PUBLIC	500.

CHILDREN'S HOSPITAL FOUNDATION 4800 SAND POINT WAY NE SEATTLE, WA 98105	N/A GENERAL AND UNRESTRICTED	PUBLIC	5,000.
CITY YEAR SEATTLE 2203 23RD AVE S SEATTLE, WA 98144	N/A GENERAL AND UNRESTRICTED	PUBLIC	5,000.
COMMON SENSE MEDIA 650 TOWNSEND, SUITE 375 SAN FRANCISCO, CA 94103	N/A GENERAL AND UNRESTRICTED	PUBLIC	10,000.
EPIPHANY SCHOOL 3710 E HOWELL ST SEATTLE, WA 98122	N/A GENERAL AND UNRESTRICTED	PUBLIC	30,978.
FARESTART 700 VIRGINIA ST SEATTLE, WA 98101	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
FOOD ALLERGY INITIATIVE NORTHWEST 1414 AVENUE OF THE AMERICAS, SUITE 1804 NEW YORK, NY 10019	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
FRED HUTCHISON CANCER RESEARCH CENTER 1100 FAIRVIEW AVENUE NORTH SEATTLE, WA 98109	N/A GENERAL AND UNRESTRICTED	PUBLIC	4,166.
FUSE INNOVATION FUND 1402 THIRD AVENUE #510 SEATTLE, WA 98101	N/A GENERAL AND UNRESTRICTED	PUBLIC	2,500.
HENRY GALLERY ASSOCIATION 15TH AVE NE, NE 41ST ST SEATTLE, WA 98195	N/A GENERAL AND UNRESTRICTED	PUBLIC	25,500.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	N/A GENERAL AND UNRESTRICTED	PUBLIC	500.

ORGANIZATION	RESTRICTIONS	STATUS	AMOUNT
JEWISH FAMILY SERVICE 1601 16TH AVENUE SEATTLE, WA 98122	N/A GENERAL AND UNRESTRICTED	PUBLIC	800.
LEV FOUNDATION PO BOX 3831 BEVERLY HILLS, CA 90212	N/A GENERAL AND UNRESTRICTED	PUBLIC	20,000.
MARY'S PLACE 766 THOMAS STREET SEATTLE, WA 98109	N/A GENERAL AND UNRESTRICTED	PUBLIC	250.
METHOW CONSERVANCY 315 RIVERSIDE AVENUE, PO BOX 71 WINTHROP, WA 98862	N/A GENERAL AND UNRESTRICTED	PUBLIC	3,000.
MONTANA LAND RELIANCE PO BOX 355 HELENA, MT 59624	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
NEW FUTURES 630 SW 149TH ST, SUITE B BURIEN, WA 98166	N/A GENERAL AND UNRESTRICTED	PUBLIC	10,000.
OAK KNOLL SCHOOL 44 BLACKBURN ROAD SUMMIT, NJ 07901	N/A GENERAL AND UNRESTRICTED	PUBLIC	2,000.
PATH 2201 WESTLAKE AVENUE, SUITE 200 SEATTLE, WA 98121	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
RAINIER SCHOLARS 2100 24TH AVENUE SOUTH SEATTLE, WA 98144	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
RECOVERY CAFE 2022 BOREN AVE SEATTLE, WA 98109	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.

SEATTLE ART MUSEUM 1300 FIRST AVENUE SEATTLE, WA 98101	N/A GENERAL AND UNRESTRICTED	PUBLIC	7,500.
SEATTLE CHAPTER OF AMIGOS DE LAS AMERICAS P.O. BOX 30129 SEATTLE, WA 98113	N/A GENERAL AND UNRESTRICTED	PUBLIC	250.
SEATTLE MUSIC PARTNERS 4533 SUNNYSIDE AVE N SEATTLE, WA 98103	N/A GENERAL AND UNRESTRICTED	PUBLIC	500.
STANFORD UNIVERSITY 551 SERRA MALL STANFORD, CA 94305	N/A GENERAL AND UNRESTRICTED	PUBLIC	10,000.
SUMMER SEARCH 2100 24TH AVE SOUTH, SUITE 350 SEATTLE, WA 98144	N/A GENERAL AND UNRESTRICTED	PUBLIC	35,000.
UNIVERSITY OF WASHINGTON MEDICINE 325 NINTH AVE SEATTLE, WA 98104	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
WASHINGTON STATE CASA 603 STEWART ST., SUITE 206 SEATTLE, WA 98101	N/A GENERAL AND UNRESTRICTED	PUBLIC	1,000.
WILLIAMS COLLEGE 880 MAIN STREET WILLIAMSTOWN, MA 01267	N/A GENERAL AND UNRESTRICTED	PUBLIC	15,089.
WOMEN'S FUNDING ALLIANCE 603 STEWART, SUITE 207 SEATTLE, WA 98101	N/A GENERAL AND UNRESTRICTED	PUBLIC	5,000.
YEAR UP 210 SPEAR STREET SAN FRANCISCO, CA 94105	N/A GENERAL AND UNRESTRICTED	PUBLIC	20,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

240,033.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization BARTON FAMILY FOUNDATION C/O PETERSON SULLIVAN, LLP	Employer identification number 91-6563332
	Number, street, and room or suite no. If a P.O. box, see instructions. 601 UNION STREET, NO. 2300	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SEATTLE, WA 98101	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PETERSON SULLIVAN, LLP

- The books are in the care of **601 UNION STREET, SUITE 2300 - SEATTLE, WA 98101**

Telephone No. **206-382-7777**

FAX No. **206-382-7700**

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010.**

5 For calendar year **2009**, or other tax year beginning _____, and ending _____.

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

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	1,452.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	1,452.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **▶**

Title **▶ CPA**

Date **▶**

Form **8868** (Rev 4-2009)

COPY