Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

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: E. C. BROWN TRUST 34112004

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: P.O. BOX 2742

City or town, state, and ZIP code: PORTLAND, OR 97208-2742

A Employer identification number: 93-6019291

B Telephone number (see page 10 of the instructions): (503) 225-2903

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 4,563,794.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	97,963.	97,963.		STMT 1
	5a Gross rents	91,843.	91,843.	91,843.	
	b Net rental income or (loss) 84,308				
	6a Net gain or (loss) from sale of assets not on line 10	-44,928.			
	b Gross sales price for all assets on line 6a 493,103.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	4,389.			STMT 2
	12 **Total** Add lines 1 through 11	149,267.	189,806.	91,843.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	47,462.	35,597.		11,866.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	925.	NONE	NONE	925.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	2,415.	703.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	7,900.			365.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	58,702.	36,300.	NONE	13,156.
	25 Contributions, gifts, grants paid	216,777.			216,777.
	26 **Total expenses and disbursements** Add lines 24 and 25	275,479.	36,300.	NONE	229,933.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-126,212.			
	b **Net investment income** (if negative, enter -0-)		153,506.		
	c **Adjusted net income** (if negative, enter -0-)			91,843.	

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	47,320.	207,757.	207,757.
	3	Accounts receivable ▶			
		Less· allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less· allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 6	594,106.	320,700.	342,650.
	b	Investments - corporate stock (attach schedule) STMT 7	1,078,771.	1,069,245.	1,536,910.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	1,164,651.	1,161,799.	1,126,477.
	14	Land, buildings, and equipment basis ▶ 114,747.			
		Less accumulated depreciation (attach schedule) ▶	114,747.	114,747.	1,350,000.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,999,595.	2,874,248.	4,563,794.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27	Capital stock, trust principal, or current funds	2,999,595.	2,874,248.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,999,595.	2,874,248.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,999,595.	2,874,248.	

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	2,999,595.
2	Enter amount from Part I, line 27a	2	-126,212.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	865.
4	Add lines 1, 2, and 3	4	2,874,248.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,874,248.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-44,928.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	196,850.	4,539,530.	0.04336352001
2007	169,381.	4,909,924.	0.03449768265
2006	214,522.	4,244,457.	0.05054168295
2005	213,265.	4,188,270.	0.05091959210
2004	191,425.	4,220,786.	0.04535292716

2	**Total** of line 1, column (d)	2	0.22467540487
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04493508097
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,125,370.
5	Multiply line 4 by line 3	5	185,374.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,535.
7	Add lines 5 and 6	7	186,909.
8	Enter qualifying distributions from Part XII, line 4	8	229,933.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	1,535.
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	
3	Add lines 1 and 2	3	1,535.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,535.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 3,424.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	3,424.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,889.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 768. **Refunded** ▶	11	1,121.

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ UNION BANK, N.A. Telephone no ▶ (503)225-2903

Located at ▶ 407 S. W. BROADWAY, PORTLAND, OR ZIP + 4 ▶ 97205

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.) STMT 11	2b		X
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		47,462.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 14		NONE

Total number of others receiving over $50,000 for professional services . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	2,743,641.
b	Average of monthly cash balances	1b	222,885.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	1,221,667.
d	**Total** (add lines 1a, b, and c)	1d	4,188,193.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,188,193.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	62,823.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,125,370.
6	**Minimum investment return.** Enter 5% of line 5	6	206,269.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	206,269.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,535.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,535.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	204,734.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	204,734.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	204,734.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	229,933.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	229,933.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,535.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	228,398.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				204,734.
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only			48,212.	
b	Total for prior years 20 07 ,20___,20___		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ... NONE				
b	From 2005 ... NONE				
c	From 2006 ... NONE				
d	From 2007 ... NONE				
e	From 2008 ... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 229,933.				
a	Applied to 2008, but not more than line 2a			48,212.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				181,721.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				23,013.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... NONE				
e	Excess from 2009 ... NONE				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total . . . . ▶ **3a**				216,777.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	97,963.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	84,308.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-44,928.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	4,389.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				141,732.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 141,732.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee — Date 04/22/2010 — Title VICE PRESIDENT

Paid Preparer's Use Only

Preparer's signature	Date 04/22/2010	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00353001
Firm's name (or yours if self-employed), address, and ZIP code	KPMG LLP 2020 N CENTRAL AVE, STE 700 PHOENIX, AZ 85004	EIN 13-5565207	Phone no

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					86.	
		30. AFLAC INC PROPERTY TYPE: SECURITIES				P	08/04/2005	02/17/2009
522.00		1,334.00					-812.00	
		70. ALLSTATE CORP PROPERTY TYPE: SECURITIES				P	02/17/2009	07/22/2009
1,742.00		1,353.00					389.00	
		200. ALLSTATE CORP PROPERTY TYPE: SECURITIES				P	11/01/2007	07/22/2009
4,980.00		10,351.00					-5,371.00	
		50. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES				P	04/19/2000	02/17/2009
1,828.00		2,204.00					-376.00	
		40. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES				P	02/24/2000	02/17/2009
1,460.00		1,607.00					-147.00	
		100. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	11/04/2002	07/22/2009
2,660.00		6,446.00					-3,786.00	
		300. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	05/08/2003	07/22/2009
7,977.00		15,626.00					-7,649.00	
		100. BAXTER INTL INC PROPERTY TYPE: SECURITIES				P	05/08/2003	02/17/2009
5,837.00		2,283.00					3,554.00	
		300. DELL INC COM PROPERTY TYPE: SECURITIES				P	10/08/2004	02/17/2009
2,661.00		10,818.00					-8,157.00	
		750. DELL INC COM PROPERTY TYPE: SECURITIES				P	10/08/2004	07/22/2009
9,946.00		27,075.00					-17,129.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. EMERSON ELEC CO PROPERTY TYPE: SECURITIES				P	05/16/2006	02/17/2009
1,511.00		2,131.00					-620.00	
		50. EMERSON ELEC CO PROPERTY TYPE: SECURITIES				P	08/04/2005	02/17/2009
1,494.00		1,703.00					-209.00	
		200. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES				P	05/08/2000	02/17/2009
14,366.00		8,079.00					6,287.00	
		25000. FNMA 6.375% 6/15 PROPERTY TYPE: SECURITIES				P	05/09/2000	06/15/2009
25,000.00		25,000.00						
		100000. FNMA 6.375% 6/1 PROPERTY TYPE: SECURITIES				P	05/09/2000	06/15/2009
100,000.00		100,000.00						
		60000. FNMA NTS 4.250% 5/15 PROPERTY TYPE: SECURITIES				P	06/09/2004	05/15/2009
60,000.00		59,644.00					356.00	
		100000. FNMA NTS 4.250% 5/1 PROPERTY TYPE: SECURITIES				P	06/09/2004	05/15/2009
100,000.00		99,406.00					594.00	
		50. FISERV INC PROPERTY TYPE: SECURITIES				P	10/14/2005	02/17/2009
1,690.00		2,239.00					-549.00	
		150. GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES				P	11/01/2007	02/17/2009
7,345.00		6,840.00					505.00	
		40. HOSPIRA INC COM PROPERTY TYPE: SECURITIES				P	04/03/2008	02/17/2009
1,014.00		1,718.00					-704.00	
		200. INTEL CORP PROPERTY TYPE: SECURITIES				P	10/24/1994	02/17/2009
2,666.00		753.00					1,913.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES				P	10/23/1987	02/17/2009
9,144.00		2,973.00					6,171.00	
		15. INTERNATIONAL BUSINESS MACHS CORP PROPERTY TYPE: SECURITIES				P	10/08/2004	02/17/2009
1,364.00		1,308.00					56.00	
		200. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES				P	03/13/2008	02/17/2009
7,322.00		14,080.00					-6,758.00	
		100. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES				P	09/08/2005	02/17/2009
3,661.00		5,708.00					-2,047.00	
		150. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES				P	03/13/2007	02/17/2009
5,476.00		10,751.00					-5,275.00	
		100. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES				P	02/22/1994	02/17/2009
5,636.00		1,035.00					4,601.00	
		200. LINEAR TECHNOLOGY CORP PROPERTY TYPE: SECURITIES				P	10/08/2004	02/17/2009
4,670.00		7,434.00					-2,764.00	
		40. LOWES COS INC PROPERTY TYPE: SECURITIES				P	11/04/2002	02/17/2009
685.00		844.00					-159.00	
		140. MCGRAW-HILL COS INC PROPERTY TYPE: SECURITIES				P	10/08/2004	09/22/2009
3,692.00		5,586.00					-1,894.00	
		250. MCGRAW-HILL COS INC PROPERTY TYPE: SECURITIES				P	05/16/2006	09/22/2009
6,613.00		13,457.00					-6,844.00	
		200. MEDCO HEALTH SOLUTIONS INC COM PROPERTY TYPE: SECURITIES				P	01/13/2004	02/17/2009
9,120.00		3,466.00					5,654.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		150. MIDCAP SPDR TR UT SER 1 PROPERTY TYPE: SECURITIES				P	09/08/2005	02/17/2009
13,299.00		19,626.00					-6,327.00	
		120. NOVARTIS AG SPNSRD ADR PROPERTY TYPE: SECURITIES				P	03/13/2007	02/17/2009
5,018.00		6,744.00					-1,726.00	
		796.178 PIONEER HIGH YIELD CL Y # PROPERTY TYPE: SECURITIES				P	10/31/2007	02/18/2009
5,000.00		9,070.00					-4,070.00	
		70. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES				P	02/03/2005	02/17/2009
3,534.00		3,737.00					-203.00	
		75. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES				P	05/19/1987	02/17/2009
3,788.00		405.00					3,383.00	
		100. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES				P	05/08/2003	02/17/2009
5,054.00		2,996.00					2,058.00	
		50. 3M CO PROPERTY TYPE: SECURITIES				P	03/08/1989	02/17/2009
2,388.00		808.00					1,580.00	
		100. US BANCORP PROPERTY TYPE: SECURITIES				P	11/22/1994	02/17/2009
1,081.00		791.00					290.00	
		150. US BANCORP PROPERTY TYPE: SECURITIES				P	07/17/1984	02/17/2009
1,645.00		273.00					1,372.00	
		1213.592 VNGRD L/T INVESTMENT GRADE ADM PROPERTY TYPE: SECURITIES				P	08/01/2007	02/18/2009
10,000.00		10,777.00					-777.00	
		1527.495 VNGRD ST TERM INVMT GRADE ADM PROPERTY TYPE: SECURITIES				P	08/01/2005	02/18/2009
15,000.00		16,100.00					-1,100.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		100. WELLS FARGO & CO COM PROPERTY TYPE: SECURITIES				P	10/30/1987	02/17/2009
1,428.00		151.00					1,277.00	
		100. WEYERHAEUSER CO PROPERTY TYPE: SECURITIES				P	01/22/1996	04/15/2009
3,042.00		4,215.00					-1,173.00	
		350. WEYERHAEUSER CO PROPERTY TYPE: SECURITIES				P	10/24/1989	04/15/2009
10,658.00		9,086.00					1,572.00	
TOTAL GAIN(LOSS)							-44,928.	

9E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
E. C. BROWN TRUST 34112004	93-6019291

DESCRIPTION OF PROPERTY

6TH AVENUE 514 SW

	Yes		No	Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME		91,843.	
OTHER INCOME			
TOTAL GROSS INCOME			91,843.
OTHER EXPENSES:			
INSURANCE		558.	
OTHER EXPENSES		6,977.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS Beneficiary's Portion			
TOTAL EXPENSES			7,535.
TOTAL RENT OR ROYALTY INCOME (LOSS)			84,308.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			84,308.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	6,977.
	6,977.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	6,695.	6,695.
DOMESTIC DIVIDENDS	32,365.	32,365.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	8,000.	8,000.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	26,228.	26,228.
NONQUALIFIED FOREIGN DIVIDENDS	1,009.	1,009.
NONQUALIFIED DOMESTIC DIVIDENDS	23,666.	23,666.
TOTAL	97,963.	97,963.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		4,389.
	TOTALS	4,389.

STATEMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	925.			925.
TOTALS	925.	NONE	NONE	925.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	275.	275.
FEDERAL ESTIMATES - PRINCIPAL	1,712.	
FOREIGN TAXES ON QUALIFIED FOR	363.	363.
FOREIGN TAXES ON NONQUALIFIED	65.	65.
TOTALS	2,415.	703.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	7,535.	
OR STATE FILING FEE	363.	363.
MISC FEES	2.	2.
TOTALS	7,900.	365.

E. C. BROWN TRUST 34112004 93-6019291

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET STMT	320,700.	342,650.
TOTALS	320,700.	342,650.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET STMT	1,069,245.	1,536,910.
TOTALS	1,069,245.	1,536,910.

E. C. BROWN TRUST 34112004 93-6019291

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET STMT	C	1,161,799.	1,126,477.
TOTALS		1,161,799.	1,126,477.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
MUTUAL FUNDS INCOME TIMING DIF		865.
	TOTAL	865.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=======================================
OR

STATEMENT 10

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
==

THIS QUESTION DOES NOT APPLY. THE FOUNDATION DOES NOT HAVE ANY UNDISTRIBUTED INCOME FROM PRIOR YEARS.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
UNION BANK, N.A.
ADDRESS:
407 S. W. BROADWAY
PORTLAND,, OR 97205
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .... 47,462.

TOTAL COMPENSATION: 47,462.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME:
NONE
TYPE OF SERVICE:
0.00

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
E.C. BROWN FOUNDATION
#301140000 C/O UNION BANK, N.A.
ADDRESS:
P.O. BOX 2742
PORTLAND, OR 97208-2742
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 216,777.

TOTAL GRANTS PAID: 216,777.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
6TH AVENUE 514 SW	91,843.		7,535.	84,308.
TOTALS	91,843.		7,535.	84,308.

E. C. BROWN TRUST 34112004 93-6019291

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
70. ALLSTATE CORP	02/17/2009	07/22/2009	1,742.00	1,353.00	389.00
40. HOSPIRA INC COM	04/03/2008	02/17/2009	1,014.00	1,718.00	-704.00
200. ISHARES MSCI EAFE	03/13/2008	02/17/2009	7,322.00	14,080.00	-6,758.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			10,078.00	17,151.00	-7,073.00
Totals			10,078.00	17,151.00	-7,073.00

E. C. BROWN TRUST 34112004 93-6019291

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
30. AFLAC INC	08/04/2005	02/17/2009	522.00	1,334.00	-812.00
200. ALLSTATE CORP	11/01/2007	07/22/2009	4,980.00	10,351.00	-5,371.00
50. AUTOMATIC DATA	04/19/2000	02/17/2009	1,828.00	2,204.00	-376.00
40. AUTOMATIC DATA	02/24/2000	02/17/2009	1,460.00	1,607.00	-147.00
100. AVERY DENNISON CORP	11/04/2002	07/22/2009	2,660.00	6,446.00	-3,786.00
300. AVERY DENNISON CORP	05/08/2003	07/22/2009	7,977.00	15,626.00	-7,649.00
100. BAXTER INTL INC	05/08/2003	02/17/2009	5,837.00	2,283.00	3,554.00
300. DELL INC COM	10/08/2004	02/17/2009	2,661.00	10,818.00	-8,157.00
750. DELL INC COM	10/08/2004	07/22/2009	9,946.00	27,075.00	-17,129.00
50. EMERSON ELEC CO	05/16/2006	02/17/2009	1,511.00	2,131.00	-620.00
50. EMERSON ELEC CO	08/04/2005	02/17/2009	1,494.00	1,703.00	-209.00
200. EXXON MOBIL CORP	05/08/2000	02/17/2009	14,366.00	8,079.00	6,287.00
25000. FNMA					
6.375% 6/15/09	05/09/2000	06/15/2009	25,000.00	25,000.00	
100000. FNMA					
6.375% 6/15/09	05/09/2000	06/15/2009	100,000.00	100,000.00	
60000. FNMA NTS					
4.250% 5/15/09	06/09/2004	05/15/2009	60,000.00	59,644.00	356.00
100000. FNMA NTS					
4.250% 5/15/09	06/09/2004	05/15/2009	100,000.00	99,406.00	594.00
50. FISERV INC	10/14/2005	02/17/2009	1,690.00	2,239.00	-549.00
150. GILEAD SCIENCES INC	11/01/2007	02/17/2009	7,345.00	6,840.00	505.00
200. INTEL CORP	10/24/1994	02/17/2009	2,666.00	753.00	1,913.00
100. INTERNATIONAL	10/23/1987	02/17/2009	9,144.00	2,973.00	6,171.00
15. INTERNATIONAL BUSINESS	10/08/2004	02/17/2009	1,364.00	1,308.00	56.00
100. ISHARES MSCI EAFE	09/08/2005	02/17/2009	3,661.00	5,708.00	-2,047.00
150. ISHARES MSCI EAFE	03/13/2007	02/17/2009	5,476.00	10,751.00	-5,275.00
100. JOHNSON & JOHNSON	02/22/1994	02/17/2009	5,636.00	1,035.00	4,601.00
200. LINEAR TECHNOLOGY	10/08/2004	02/17/2009	4,670.00	7,434.00	-2,764.00
40. LOWES COS INC	11/04/2002	02/17/2009	685.00	844.00	-159.00
140. MCGRAW-HILL COS INC	10/08/2004	09/22/2009	3,692.00	5,586.00	-1,894.00
250. MCGRAW-HILL COS INC	05/16/2006	09/22/2009	6,613.00	13,457.00	-6,844.00
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
200. MEDCO HEALTH	01/13/2004	02/17/2009	9,120.00	3,466.00	5,654.00
150. MIDCAP SPDR TR UT SER	09/08/2005	02/17/2009	13,299.00	19,626.00	-6,327.00
120. NOVARTIS AG SPNSRD	03/13/2007	02/17/2009	5,018.00	6,744.00	-1,726.00
796.178 PIONEER HIGH YIELD					
CL Y #724	10/31/2007	02/18/2009	5,000.00	9,070.00	-4,070.00
70. PROCTER & GAMBLE CO	02/03/2005	02/17/2009	3,534.00	3,737.00	-203.00
75. PROCTER & GAMBLE CO	05/19/1987	02/17/2009	3,788.00	405.00	3,383.00
100. QUEST DIAGNOSTICS INC	05/08/2003	02/17/2009	5,054.00	2,996.00	2,058.00
50. 3M CO	03/08/1989	02/17/2009	2,388.00	808.00	1,580.00
100. US BANCORP	11/22/1994	02/17/2009	1,081.00	791.00	290.00
150. US BANCORP	07/17/1984	02/17/2009	1,645.00	273.00	1,372.00
1213.592 VNGRD L/T					
INVESTMENT GRADE ADM #568	08/01/2007	02/18/2009	10,000.00	10,777.00	-777.00
1527.495 VNGRD ST TERM					
INVMT GRADE ADM #539	08/01/2005	02/18/2009	15,000.00	16,100.00	-1,100.00
100. WELLS FARGO & CO COM	10/30/1987	02/17/2009	1,428.00	151.00	1,277.00
100. WEYERHAEUSER CO	01/22/1996	04/15/2009	3,042.00	4,215.00	-1,173.00
350. WEYERHAEUSER CO	10/24/1989	04/15/2009	10,658.00	9,086.00	1,572.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			482,939.00	520,880.00	-37,941.00
Totals			482,939.00	520,880.00	-37,941.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
LONG-TERM 15% CAPITAL GAIN DIVIDENDS	86.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		86.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		86.00

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Holdings - Reporting as of Trade Date
Account. 34112004 - BROWN,E C CHARI TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Cash & Cash Equivalents	CASH			34112004	BROWN,E C CHARI TW	13,227 3900	$1 0000 USD	31-Dec-2009	$13,227 39 USD	$13,227 39 USD	$0 00 USD
Cash & Cash Equivalents	CASH			34112004	BROWN,E C CHARI TW	-13,227 3900	$1 0000 USD	31-Dec-2009	($13,227 39) USD	($13,227 39) USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	34112004	BROWN,E C CHARI TW	155,608 8100	$1 0000 USD	31-Dec-2009	$155,608 81 USD	$155,608 81 USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	34112004	BROWN,E C CHARI TW	13,227 3900	$1 0000 USD	31-Dec-2009	$13,227 39 USD	$13,227 39 USD	$0 00 USD
Mutual Funds/ Commingled Funds	AMEX FINANCIAL SELECT SPDR	81369Y605	US81369Y6059	34112004	BROWN,E C CHARI TW	1,140 0000	$14 4000 USD	31-Dec-2009	$19,620 00 USD	$16,416 00 USD	($3,204 00) USD
Mutual Funds/ Commingled Funds	ISHARES MSCI EAFE INDEX	464287465	US4642874659	34112004	BROWN,E C CHARI TW	1,300 0000	$55 2800 USD	31-Dec-2009	$68,236 00 USD	$71,864 00 USD	$3,628 00 USD
Mutual Funds/ Commingled Funds	ISHARES RUSSELL 2000 INDEX FD	464287655	US4642876555	34112004	BROWN,E C CHARI TW	1,325 0000	$62 4400 USD	31-Dec-2009	$77,075 42 USD	$82,733 00 USD	$5,657 58 USD
Mutual Funds/ Commingled Funds	ISHARES S&P SMALLCAP 600 INDEX FD	464287804	US4642878049	34112004	BROWN,E C CHARI TW	1,520 0000	$54 7200 USD	31-Dec-2009	$97,843 84 USD	$83,174 40 USD	($14,669 44) USD
Mutual Funds/ Commingled Funds	MIDCAP SPDR TR UT SER 1	595635103	US5956351036	34112004	BROWN,E C CHARI TW	1,020 0000	$131 7400 USD	31-Dec-2009	$124,442 80 USD	$134,374 80 USD	$9,932 00 USD
Mutual Funds/ Commingled Funds	PIONEER HIGH YIELD CL Y #724	72369B406		34112004	BROWN,E C CHARI TW	7,374 0560	$9 1200 USD	31-Dec-2009	$78,510 50 USD	$67,251 39 USD	($11,259 11) USD
Mutual Funds/ Commingled Funds	VNGRD L/T INVESTMENT GRADE ADM #568	922031778		34112004	BROWN,E C CHARI TW	11,261 2610	$8 9200 USD	31-Dec-2009	$100,000 00 USD	$100,450 45 USD	$450 45 USD
Mutual Funds/ Commingled Funds	VNGRD SHORT-TERM CORP ADM FD #539	922031836		34112004	BROWN,E C CHARI TW	15,405 3610	$10 5900 USD	31-Dec-2009	$162,757 01 USD	$163,142 77 USD	$385 76 USD
Mutual Funds/ Commingled Funds	VNGRD TOTAL INTL STK INDEX FD #113	921909602	US9219096024	34112004	BROWN,E C CHARI TW	7,343 9940	$14 4100 USD	31-Dec-2009	$127,000 00 USD	$105,826 95 USD	($21,173 05) USD
Equities	3M CO	88579Y101	US88579Y1010	34112004	BROWN,E C CHARI TW	320 0000	$82 6700 USD	31-Dec-2009	$5,171 81 USD	$26,454 40 USD	$21,282 59 USD
Equities	ABBOTT LABS COM	002824100	US0028241000	34112004	BROWN,E C CHARI TW	400 0000	$53 9900 USD	31-Dec-2009	$21,744 00 USD	$21,596 00 USD	($148 00) USD
Equities	AIR PRODS & CHEMS INC	009158106	US0091581068	34112004	BROWN,E C CHARI TW	300 0000	$81 0600 USD	31-Dec-2009	$16,260 00 USD	$24,318 00 USD	$8,058 00 USD
Equities	AT & T INC COM	00206R102	US00206R1023	34112004	BROWN,E C CHARI TW	450 0000	$28 0300 USD	31-Dec-2009	$17,113 50 USD	$12,613 50 USD	($4,500 00) USD
Equities	AUTOMATIC DATA PROCESSING INC	053015103	US0530151036	34112004	BROWN,E C CHARI TW	450 0000	$42 8200 USD	31-Dec-2009	$18,666 81 USD	$19,269 00 USD	$602 19 USD
Equities	BAXTER INTL INC	071813109	US0718131099	34112004	BROWN,E C CHARI TW	550 0000	$58 6800 USD	31-Dec-2009	$12,556 50 USD	$32,274 00 USD	$19,717 50 USD
Equities	BERKSHIRE HATHAWAY INC DEL CL B	084670207	US0846702076	34112004	BROWN,E C CHARI TW	17 0000	$3,286 0000 USD	31-Dec-2009	$49,612 03 USD	$55,862 00 USD	$6,249 97 USD

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Holdings - Reporting as of Trade Date
Account: 34112004 - BROWN,E C CHARI TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	CHEVRON CORP COMMON STOCK	166764100	US1667641005	34112004	BROWN,E C CHARI TW	430 0000	$76 9900 USD	31-Dec-2009	$7,232 51 USD	$33,105 70 USD	$25,873 19 USD
Equities	CISCO SYS INC	17275R102	US17275R1023	34112004	BROWN,E C CHARI TW	700 0000	$23 9400 USD	31-Dec-2009	$17,975 16 USD	$16,758 00 USD	($1,217 16) USD
Equities	COSTCO WHOLESALE CORP	22160K105	US22160K1051	34112004	BROWN,E C CHARI TW	220 0000	$59 1700 USD	31-Dec-2009	$1,663 75 USD	$13,017 40 USD	$11,353 65 USD
Equities	COVIDIEN PLC COM	G2554F105	IE00B3QN1M21	34112004	BROWN,E C CHARI TW	250 0000	$47 8900 USD	31-Dec-2009	$10,373 96 USD	$11,972 50 USD	$1,598 54 USD
Equities	CVS CAREMARK CORPORATION	126650100	US1266501006	34112004	BROWN,E C CHARI TW	500 0000	$32 2100 USD	31-Dec-2009	$20,694 60 USD	$16,105 00 USD	($4,589 60) USD
Equities	DISNEY (WALT) COMPANY HOLDING CO	254687106	US2546871060	34112004	BROWN,E C CHARI TW	700 0000	$32 2500 USD	31-Dec-2009	$19,839 01 USD	$22,575 00 USD	$2,735 99 USD
Equities	EMERSON ELEC CO	291011104	US2910111044	34112004	BROWN,E C CHARI TW	350 0000	$42 6000 USD	31-Dec-2009	$14,918 75 USD	$14,910 00 USD	($8 75) USD
Equities	EXELON CORP	30161N101	US30161N1019	34112004	BROWN,E C CHARI TW	270 0000	$48 8700 USD	31-Dec-2009	$14,177 70 USD	$13,194 90 USD	($982 80) USD
Equities	EXXON MOBIL CORP	30231G102	US30231G1022	34112004	BROWN,E C CHARI TW	480 0000	$68 1900 USD	31-Dec-2009	$17,035 19 USD	$32,731 20 USD	$15,696 01 USD
Equities	FEDEX CORP	31428X106	US31428X1063	34112004	BROWN,E C CHARI TW	280 0000	$83 4500 USD	31-Dec-2009	$29,470 55 USD	$23,366 00 USD	($6,104 55) USD
Equities	FISERV INC	337738108	US3377381088	34112004	BROWN,E C CHARI TW	300 0000	$48 4800 USD	31-Dec-2009	$15,300 00 USD	$14,544 00 USD	($756 00) USD
Equities	FLUOR CORP (NEW)	343412102	US3434121022	34112004	BROWN,E C CHARI TW	280 0000	$45 0400 USD	31-Dec-2009	$11,085 20 USD	$12,611 20 USD	$1,526 00 USD
Equities	GENERAL ELEC CO	369604103	US3696041033	34112004	BROWN,E C CHARI TW	650 0000	$15 1300 USD	31-Dec-2009	$2,211 36 USD	$9,834 50 USD	$7,623 14 USD
Equities	GENERAL MLS INC	370334104	US3703341046	34112004	BROWN,E C CHARI TW	250 0000	$70 8100 USD	31-Dec-2009	$12,469 95 USD	$17,702 50 USD	$5,232 55 USD
Equities	GILEAD SCIENCES INC	375558103	US3755581036	34112004	BROWN,E C CHARI TW	600 0000	$43 2700 USD	31-Dec-2009	$22,314 00 USD	$25,962 00 USD	$3,648 00 USD
Equities	GOLDMAN SACHS GROUP INC	38141G104	US38141G1040	34112004	BROWN,E C CHARI TW	140 0000	$168 8400 USD	31-Dec-2009	$12,082 00 USD	$23,637 60 USD	$11,555 60 USD
Equities	GOOGLE INC-CL A	38259P508	US38259P5089	34112004	BROWN,E C CHARI TW	37 0000	$619 9800 USD	31-Dec-2009	$12,730 59 USD	$22,939 26 USD	$10,208 67 USD
Equities	HOSPIRA INC COM	441060100	US4410601003	34112004	BROWN,E C CHARI TW	500 0000	$51 0000 USD	31-Dec-2009	$21,473 05 USD	$25,500 00 USD	$4,026 95 USD
Equities	INTEL CORP	458140100	US4581401001	34112004	BROWN,E C CHARI TW	500 0000	$20 4000 USD	31-Dec-2009	$1,882 81 USD	$10,200 00 USD	$8,317 19 USD
Equities	INTERNATIONAL BUSINESS MACHS CORP	459200101	US4592001014	34112004	BROWN,E C CHARI TW	170 0000	$130 9000 USD	31-Dec-2009	$5,053 25 USD	$22,253 00 USD	$17,199 75 USD
Equities	JACOBS ENGR GROUP INC	469814107	US4698141078	34112004	BROWN,E C CHARI TW	280 0000	$37 6100 USD	31-Dec-2009	$10,432 80 USD	$10,530 80 USD	$98 00 USD
Equities	JOHNSON & JOHNSON	478160104	US4781601046	34112004	BROWN,E C CHARI TW	590 0000	$64 4100 USD	31-Dec-2009	$6,103 55 USD	$38,001 90 USD	$31,898 35 USD

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Holdings - Reporting as of Trade Date
Account: 34112004 - BROWN,E C CHARI TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	JOHNSON CTLS INC	478366107	US4783661071	34112004	BROWN,E C CHARI TW	1,000 0000	$27 2400 USD	31-Dec-2009	$18,716 67 USD	$27,240 00 USD	$8,523 33 USD
Equities	JPMORGAN CHASE & CO	46625H100	US46625H1005	34112004	BROWN,E C CHARI TW	390 0000	$41 6700 USD	31-Dec-2009	$6,386 30 USD	$16,251 30 USD	$9,865 00 USD
Equities	KIMBERLY CLARK CORP	494368103	US4943681035	34112004	BROWN,E C CHARI TW	200 0000	$63 7100 USD	31-Dec-2009	$9,885 01 USD	$12,742 00 USD	$2,856 99 USD
Equities	LAUDER ESTEE COS INC CL A	518439104	US5184391044	34112004	BROWN,E C CHARI TW	310 0000	$48 3600 USD	31-Dec-2009	$14,070 90 USD	$14,991 60 USD	$920 70 USD
Equities	LIFE TECH CORP COM	53217V109	US53217V1098	34112004	BROWN,E C CHARI TW	243 0000	$52 2200 USD	31-Dec-2009	$5,099 38 USD	$12,689 46 USD	$7,590 08 USD
Equities	LINEAR TECHNOLOGY CORP	535678106	US5356781063	34112004	BROWN,E C CHARI TW	200 0000	$30 5600 USD	31-Dec-2009	$7,434 00 USD	$6,112 00 USD	($1,322 00) USD
Equities	LOWES COS INC	548661107	US5486611073	34112004	BROWN,E C CHARI TW	400 0000	$23 3900 USD	31-Dec-2009	$8,439 55 USD	$9,356 00 USD	$916 45 USD
Equities	MARATHON OIL CORP	565849106	US5658491064	34112004	BROWN,E C CHARI TW	820 0000	$31 2200 USD	31-Dec-2009	$9,746 52 USD	$25,600 40 USD	$15,853 88 USD
Equities	MCDONALDS CORP	580135101	US5801351017	34112004	BROWN,E C CHARI TW	265 0000	$62 4400 USD	31-Dec-2009	$14,847 95 USD	$16,546 60 USD	$1,698 65 USD
Equities	MEDCO HEALTH SOLUTIONS INC COM	58405U102	US58405U1025	34112004	BROWN,E C CHARI TW	260 0000	$63 9100 USD	31-Dec-2009	$3,924 57 USD	$16,616 60 USD	$12,692 03 USD
Equities	NIKE INC CL B	654106103	US6541061031	34112004	BROWN,E C CHARI TW	440 0000	$66 0700 USD	31-Dec-2009	$6,182 00 USD	$29,070 80 USD	$22,888 80 USD
Equities	NOKIA CORP SPNSRD ADR	654902204	US6549022043	34112004	BROWN,E C CHARI TW	490 0000	$12 8500 USD	31-Dec-2009	$13,477 39 USD	$6,296 50 USD	($7,180 89) USD
Equities	NOVARTIS AG SPNSRD ADR	66987V109	US66987V1098	34112004	BROWN,E C CHARI TW	480 0000	$54 4300 USD	31-Dec-2009	$26,388 96 USD	$26,126 40 USD	($262 56) USD
Equities	ORACLE CORP	68389X105	US68389X1054	34112004	BROWN,E C CHARI TW	700 0000	$24 5300 USD	31-Dec-2009	$12,039 93 USD	$17,171 00 USD	$5,131 07 USD
Equities	PARKER HANNIFIN CORP	701094104	US7010941042	34112004	BROWN,E C CHARI TW	340 0000	$53 8800 USD	31-Dec-2009	$26,809 00 USD	$18,319 20 USD	($8,489 80) USD
Equities	PEPSICO INC	713448108	US7134481081	34112004	BROWN,E C CHARI TW	300 0000	$60 8000 USD	31-Dec-2009	$18,786 00 USD	$18,240 00 USD	($546 00) USD
Equities	PRAXAIR INC	74005P104	US74005P1049	34112004	BROWN,E C CHARI TW	195 0000	$80 3100 USD	31-Dec-2009	$16,220 10 USD	$15,660 45 USD	($559 65) USD
Equities	PROCTER & GAMBLE CO	742718109	US7427181091	34112004	BROWN,E C CHARI TW	275 0000	$60 6300 USD	31-Dec-2009	$1,485 41 USD	$16,673 25 USD	$15,187 84 USD
Equities	QUEST DIAGNOSTICS INC	74834L100	US74834L1008	34112004	BROWN,E C CHARI TW	500 0000	$60 3800 USD	31-Dec-2009	$14,980 00 USD	$30,190 00 USD	$15,210 00 USD
Equities	TEVA PHARMACEUTICAL SPNSRD ADR	881624209	US8816242098	34112004	BROWN,E C CHARI TW	270 0000	$56 1800 USD	31-Dec-2009	$15,071 00 USD	$15,168 60 USD	$97 60 USD
Equities	TEXAS INSTRS INC	882508104	US8825081040	34112004	BROWN,E C CHARI TW	500 0000	$26 0600 USD	31-Dec-2009	$3,079 69 USD	$13,030 00 USD	$9,950 31 USD

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Holdings - Reporting as of Trade Date
Account: 34112004 - BROWN,E C CHARI TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	TRANSOCEAN LTD COM	H8817H100	CH0048265513	34112004	BROWN,E C CHARI TW	174 0000	$82 8000 USD	31-Dec-2009	$21,514 32 USD	$14,407 20 USD	($7,107 12) USD
Equities	UNITED TECHNOLOGIES CORP	913017109	US9130171096	34112004	BROWN,E C CHARI TW	500 0000	$69 4100 USD	31-Dec-2009	$16,120 32 USD	$34,705 00 USD	$18,584 68 USD
Equities	US BANCORP	902973304	US9029733048	34112004	BROWN,E C CHARI TW	950 0000	$22 5100 USD	31-Dec-2009	$1,730 90 USD	$21,384 50 USD	$19,653 60 USD
Equities	VERIZON COMMUNICATIONS	92343V104	US92343V1044	34112004	BROWN,E C CHARI TW	650 0000	$33 1300 USD	31-Dec-2009	$13,701 09 USD	$21,534 50 USD	$7,833 41 USD
Equities	WAL MART STORES INC	931142103	US9311421039	34112004	BROWN,E C CHARI TW	280 0000	$53 4500 USD	31-Dec-2009	$3,343.20 USD	$14,966 00 USD	$11,622 80 USD
Equities	WELLS FARGO & CO COM	949746101	US9497461015	34112004	BROWN,E C CHARI TW	1,100 0000	$26 9900 USD	31-Dec-2009	$1,659 17 USD	$29,689 00 USD	$28,029 83 USD
Government Obligations	FHLB BDS 5 000% 5/13/11	3133X7C69	US3133X7C692	34112004	BROWN,E C CHARI TW	100,000 0000	105 531%	31-Dec-2009	$100,312 50 USD	$105,531 00 USD	$5,218 50 USD
Government Obligations	FHLMC NTS 5 125% 7/15/12	3134A4QD9		34112004	BROWN,E C CHARI TW	100,000 0000	108 625%	31-Dec-2009	$100,125 00 USD	$108,625 00 USD	$8,500 00 USD
Real Estate	6TH AVENUE 514 SW			34112004	BROWN,E C CHARI TW	1 0000	$1,350,000 0000 USD	09-Jul-2009	$114,746 69 USD	$1,350,000 00 USD	$1,235,253 31 USD
Subtotals											
Cash & Cash Equivalents									$168,836 20 USD	$168,836 20 USD	$0 00 USD
Mutual Funds/ Commingled Funds									$855,485 57 USD	$825,233 76 USD	($30,251 81) USD
Equities									$738,783 72 USD	$1,124,617 72 USD	$385,834 00 USD
Government Obligations									$200,437 50 USD	$214,156 00 USD	$13,718 50 USD
Real Estate									$114,746 69 USD	$1,350,000 00 USD	$1,235,253 31 USD
Totals									$2,078,289 68 USD	$3,682,843 68 USD	$1,604,554 00 USD

UnionBank

Holdings - Reporting as of Trade Date
Account. 34112013 - BROWN, E.C. 6TH AVE TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Cash & Cash Equivalents	CASH			34112013	BROWN, E C 6TH AVE TW	1,985 0400	$1 0000 USD	31-Dec-2009	$1,985 04 USD	$1,985 04 USD	$0 00 USD
Cash & Cash Equivalents	CASH			34112013	BROWN, E C 6TH AVE TW	-1,985 0400	$1 0000 USD	31-Dec-2009	($1,985 04) USD	($1,985 04) USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	34112013	BROWN, E C 6TH AVE TW	36,935 9000	$1 0000 USD	31-Dec-2009	$36,935 90 USD	$36,935 90 USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	34112013	BROWN, E C 6TH AVE TW	1,985 0400	$1 0000 USD	31-Dec-2009	$1,985 04 USD	$1,985 04 USD	$0 00 USD
Mutual Funds/ Commingled Funds	AMEX FINANCIAL SELECT SPDR	81369Y605	US81369Y6059	34112013	BROWN, E C 6TH AVE TW	400 0000	$14 4000 USD	31-Dec-2009	$8,188 00 USD	$5,760 00 USD	($2,428 00) USD
Mutual Funds/ Commingled Funds	ISHARES MSCI EAFE INDEX	464287465	US4642874659	34112013	BROWN, E C 6TH AVE TW	450 0000	$55 2800 USD	31-Dec-2009	$22,776 00 USD	$24,876 00 USD	$2,100 00 USD
Mutual Funds/ Commingled Funds	ISHARES RUSSELL 2000 INDEX FD	464287655	US4642876555	34112013	BROWN, E C 6TH AVE TW	450 0000	$62 4400 USD	31-Dec-2009	$24,487 25 USD	$28,098 00 USD	$3,610 75 USD
Mutual Funds/ Commingled Funds	ISHARES S&P SMALLCAP 600 INDEX FD	464287804	US4642878049	34112013	BROWN, E C 6TH AVE TW	520 0000	$54 7200 USD	31-Dec-2009	$32,980 98 USD	$28,454 40 USD	($4,526 58) USD
Mutual Funds/ Commingled Funds	MIDCAP SPDR TR UT SER 1	595635103	US5956351036	34112013	BROWN, E C 6TH AVE TW	365 0000	$131 7400 USD	31-Dec-2009	$42,850 85 USD	$48,085 10 USD	$5,234 25 USD
Mutual Funds/ Commingled Funds	PIONEER HIGH YIELD CL Y #724	72369B406		34112013	BROWN, E C 6TH AVE TW	2,553 2790	$9 1200 USD	31-Dec-2009	$26,926 94 USD	$23,285 90 USD	($3,641 04) USD
Mutual Funds/ Commingled Funds	VNGRD L/T INVESTMENT GRADE ADM #568	922031778		34112013	BROWN, E C 6TH AVE TW	3,853 9760	$8 9200 USD	31-Dec-2009	$34,223 30 USD	$34,377 47 USD	$154 17 USD
Mutual Funds/ Commingled Funds	VNGRD ST TERM INVMT GRADE ADM #539	922031836		34112013	BROWN, E C 6TH AVE TW	6,892 2350	$10 5900 USD	31-Dec-2009	$72,880 22 USD	$72,988 77 USD	$108 55 USD
Mutual Funds/ Commingled Funds	VNGRD TOTAL INTL STK INDEX INV #113	921909602	US9219096024	34112013	BROWN, E C 6TH AVE TW	2,450 8990	$14 4100 USD	31-Dec-2009	$41,000 00 USD	$35,317 45 USD	($5,682 55) USD
Equities	3M CO	88579Y101	US88579Y1010	34112013	BROWN, E C 6TH AVE TW	150 0000	$82 6700 USD	31-Dec-2009	$9,249 00 USD	$12,400 50 USD	$3,151 50 USD
Equities	ABBOTT LABS COM	002824100	US0028241000	34112013	BROWN, E C 6TH AVE TW	150 0000	$53 9900 USD	31-Dec-2009	$8,148 00 USD	$8,098 50 USD	($49 50) USD
Equities	AFLAC INC	001055102	US0010551028	34112013	BROWN, E C 6TH AVE TW	100 0000	$46 2500 USD	31-Dec-2009	$4,445 00 USD	$4,625 00 USD	$180 00 USD
Equities	AIR PRODS & CHEMS INC	009158106	US0091581068	34112013	BROWN, E C 6TH AVE TW	100 0000	$81 0600 USD	31-Dec-2009	$5,417 00 USD	$8,106 00 USD	$2,689 00 USD
Equities	AT & T INC COM	00206R102	US00206R1023	34112013	BROWN, E C 6TH AVE TW	180 0000	$28 0300 USD	31-Dec-2009	$6,405 60 USD	$5,045 40 USD	($1,360 20) USD
Equities	AUTOMATIC DATA PROCESSING INC	053015103	US0530151036	34112013	BROWN, E C 6TH AVE TW	160 0000	$42 8200 USD	31-Dec-2009	$6,429 29 USD	$6,851 20 USD	$421 91 USD
Equities	BANK AMER CORP	060505104	US0605051046	34112013	BROWN, E C 6TH AVE TW	162 0000	$15 0600 USD	31-Dec-2009	$2,864 47 USD	$2,439 72 USD	($424 75) USD
Equities	BAXTER INTL INC	071813109	US0718131099	34112013	BROWN, E C 6TH AVE TW	200 0000	$58 6800 USD	31-Dec-2009	$6,229 67 USD	$11,736 00 USD	$5,506 33 USD

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Holdings - Reporting as of Trade Date
Account: 34112013 - BROWN, E.C 6TH AVE TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	BERKSHIRE HATHAWAY INC DEL CL B	084670207	US0846702076	34112013	BROWN, E C 6TH AVE TW	6 0000	$3,286 0000 USD	31-Dec-2009	$16,986 61 USD	$19,716 00 USD	$2,729 39 USD
Equities	CHEVRON CORP COMMON STOCK	166764100	US1667641005	34112013	BROWN, E C 6TH AVE TW	160 0000	$76 9900 USD	31-Dec-2009	$10,854 40 USD	$12,318 40 USD	$1,464 00 USD
Equities	CISCO SYS INC	17275R102	US17275R1023	34112013	BROWN, E C 6TH AVE TW	300 0000	$23 9400 USD	31-Dec-2009	$7,692 00 USD	$7,182 00 USD	($510 00) USD
Equities	COSTCO WHOLESALE CORP	22160K105	US22160K1051	34112013	BROWN, E C 6TH AVE TW	80 0000	$59 1700 USD	31-Dec-2009	$2,635 00 USD	$4,733 60 USD	$2,098 60 USD
Equities	COVIDIEN PLC COM	G2554F105	IE00B3QN1M21	34112013	BROWN, E C 6TH AVE TW	100 0000	$47 8900 USD	31-Dec-2009	$3,793 67 USD	$4,789 00 USD	$995 33 USD
Equities	CVS CAREMARK CORPORATION	126650100	US1266501006	34112013	BROWN, E C 6TH AVE TW	170 0000	$32 2100 USD	31-Dec-2009	$7,367 80 USD	$5,475 70 USD	($1,892 10) USD
Equities	DISNEY (WALT) COMPANY HOLDING CO	254687106	US2546871060	34112013	BROWN, E C 6TH AVE TW	200 0000	$32 2500 USD	31-Dec-2009	$5,664 34 USD	$6,450 00 USD	$785 66 USD
Equities	EMERSON ELEC CO	291011104	US2910111044	34112013	BROWN, E C 6TH AVE TW	150 0000	$42 6000 USD	31-Dec-2009	$5,109 00 USD	$6,390 00 USD	$1,281 00 USD
Equities	EXELON CORP	30161N101	US30161N1019	34112013	BROWN, E C 6TH AVE TW	120 0000	$48 8700 USD	31-Dec-2009	$9,874 70 USD	$5,864 40 USD	($4,010 30) USD
Equities	EXXON MOBIL CORP	30231G102	US30231G1022	34112013	BROWN, E C 6TH AVE TW	180 0000	$68 1900 USD	31-Dec-2009	$6,282 13 USD	$12,274 20 USD	$5,992 07 USD
Equities	FEDEX CORP	31428X106	US31428X1063	34112013	BROWN, E C 6TH AVE TW	100 0000	$83 4500 USD	31-Dec-2009	$11,297 00 USD	$8,345 00 USD	($2,952 00) USD
Equities	FISERV INC	337738108	US3377381088	34112013	BROWN, E C 6TH AVE TW	110 0000	$48 4800 USD	31-Dec-2009	$4,924 70 USD	$5,332 80 USD	$408 10 USD
Equities	FLUOR CORP (NEW)	343412102	US3434121022	34112013	BROWN, E C 6TH AVE TW	100 0000	$45 0400 USD	31-Dec-2009	$3,912 00 USD	$4,504 00 USD	$592 00 USD
Equities	GENERAL ELEC CO	369604103	US3696041033	34112013	BROWN, E C 6TH AVE TW	200 0000	$15 1300 USD	31-Dec-2009	$5,732 00 USD	$3,026 00 USD	($2,706 00) USD
Equities	GENERAL MLS INC	370334104	US3703341046	34112013	BROWN, E C 6TH AVE TW	100 0000	$70 8100 USD	31-Dec-2009	$3,101 25 USD	$7,081 00 USD	$3,979 75 USD
Equities	GILEAD SCIENCES INC	375558103	US3755581036	34112013	BROWN, E C 6TH AVE TW	220 0000	$43 2700 USD	31-Dec-2009	$8,174 01 USD	$9,519 40 USD	$1,345 39 USD
Equities	GOLDMAN SACHS GROUP INC	38141G104	US38141G1040	34112013	BROWN, E C 6TH AVE TW	50 0000	$168 8400 USD	31-Dec-2009	$4,254 00 USD	$8,442 00 USD	$4,188 00 USD
Equities	GOOGLE INC-CL A	38259P508	US38259P5089	34112013	BROWN, E C 6TH AVE TW	14 0000	$619 9800 USD	31-Dec-2009	$4,790 10 USD	$8,679 72 USD	$3,889 62 USD
Equities	HOSPIRA INC COM	441060100	US4410601003	34112013	BROWN, E C 6TH AVE TW	160 0000	$51 0000 USD	31-Dec-2009	$6,871 38 USD	$8,160 00 USD	$1,288 62 USD
Equities	INTEL CORP	458140100	US4581401001	34112013	BROWN, E C 6TH AVE TW	180 0000	$20 4000 USD	31-Dec-2009	$2,402 98 USD	$3,672 00 USD	$1,269 02 USD
Equities	INTERNATIONAL BUSINESS MACHS CORP	459200101	US4592001014	34112013	BROWN, E C 6TH AVE TW	70 0000	$130 9000 USD	31-Dec-2009	$6,104 00 USD	$9,163 00 USD	$3,059 00 USD

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Holdings - Reporting as of Trade Date
Account: 34112013 - BROWN, E.C. 6TH AVE TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	JACOBS ENGR GROUP INC	469814107	US4698141078	34112013	BROWN, E C 6TH AVE TW	100 0000	$37 6100 USD	31-Dec-2009	$3,679 00 USD	$3,761 00 USD	$82 00 USD
Equities	JOHNSON & JOHNSON	478160104	US4781601046	34112013	BROWN, E C 6TH AVE TW	220 0000	$64 4100 USD	31-Dec-2009	$3,193 60 USD	$14,170 20 USD	$10,976 60 USD
Equities	JOHNSON CTLS INC	478366107	US4783661071	34112013	BROWN, E C 6TH AVE TW	300 0000	$27 2400 USD	31-Dec-2009	$5,615 00 USD	$8,172 00 USD	$2,557 00 USD
Equities	JPMORGAN CHASE & CO	46625H100	US46625H1005	34112013	BROWN, E C 6TH AVE TW	150 0000	$41 6700 USD	31-Dec-2009	$2,456 27 USD	$6,250 50 USD	$3,794 23 USD
Equities	KIMBERLY CLARK CORP	494368103	US4943681035	34112013	BROWN, E C 6TH AVE TW	50 0000	$63 7100 USD	31-Dec-2009	$2,482 57 USD	$3,185 50 USD	$702 93 USD
Equities	LAUDER ESTEE COS INC CL A	518439104	US5184391044	34112013	BROWN, E C 6TH AVE TW	110 0000	$48 3600 USD	31-Dec-2009	$4,989 60 USD	$5,319 60 USD	$330 00 USD
Equities	LIFE TECH CORP COM	53217V109	US53217V1098	34112013	BROWN, E C 6TH AVE TW	132 0000	$52 2200 USD	31-Dec-2009	$2,770 03 USD	$6,893 04 USD	$4,123 01 USD
Equities	LINEAR TECHNOLOGY CORP	535678106	US5356781063	34112013	BROWN, E C 6TH AVE TW	110 0000	$30 5600 USD	31-Dec-2009	$4,070 10 USD	$3,361 60 USD	($708 50) USD
Equities	LOWES COS INC	548661107	US5486611073	34112013	BROWN, E C 6TH AVE TW	160 0000	$23 3900 USD	31-Dec-2009	$3,375 82 USD	$3,742 40 USD	$366 58 USD
Equities	MARATHON OIL CORP	565849106	US5658491064	34112013	BROWN, E C 6TH AVE TW	270 0000	$31 2200 USD	31-Dec-2009	$3,235 95 USD	$8,429 40 USD	$5,193 45 USD
Equities	MCDONALDS CORP	580135101	US5801351017	34112013	BROWN, E C 6TH AVE TW	100 0000	$62 4400 USD	31-Dec-2009	$5,590 00 USD	$6,244 00 USD	$654 00 USD
Equities	MEDCO HEALTH SOLUTIONS INC COM	58405U102	US58405U1025	34112013	BROWN, E C 6TH AVE TW	80 0000	$63 9100 USD	31-Dec-2009	$3,653 60 USD	$5,112 80 USD	$1,459 20 USD
Equities	NIKE INC CL B	654106103	US6541061031	34112013	BROWN, E C 6TH AVE TW	120 0000	$66 0700 USD	31-Dec-2009	$1,686 00 USD	$7,928 40 USD	$6,242 40 USD
Equities	NOKIA CORP SPNSRD ADR	654902204	US6549022043	34112013	BROWN, E C 6TH AVE TW	200 0000	$12 8500 USD	31-Dec-2009	$4,899 40 USD	$2,570 00 USD	($2,329 40) USD
Equities	NOVARTIS AG SPNSRD ADR	66987V109	US66987V1098	34112013	BROWN, E C 6TH AVE TW	180 0000	$54 4300 USD	31-Dec-2009	$9,682 50 USD	$9,797 40 USD	$114 90 USD
Equities	ORACLE CORP	68389X105	US68389X1054	34112013	BROWN, E C 6TH AVE TW	260 0000	$24 5300 USD	31-Dec-2009	$4,466 77 USD	$6,377 80 USD	$1,911 03 USD
Equities	PARKER HANNIFIN CORP	701094104	US7010941042	34112013	BROWN, E C 6TH AVE TW	100 0000	$53 8800 USD	31-Dec-2009	$7,887 00 USD	$5,388 00 USD	($2,499 00) USD
Equities	PEPSICO INC	713448108	US7134481081	34112013	BROWN, E C 6TH AVE TW	130 0000	$60 8000 USD	31-Dec-2009	$8,119 80 USD	$7,904 00 USD	($215 80) USD
Equities	PRAXAIR INC	74005P104	US74005P1049	34112013	BROWN, E C 6TH AVE TW	65 0000	$80 3100 USD	31-Dec-2009	$5,412 55 USD	$5,220 15 USD	($192 40) USD
Equities	PROCTER & GAMBLE CO	742718109	US7427181091	34112013	BROWN, E C 6TH AVE TW	100 0000	$60 6300 USD	31-Dec-2009	$5,338 00 USD	$6,063 00 USD	$725 00 USD
Equities	QUEST DIAGNOSTICS INC	74834L100	US74834L1008	34112013	BROWN, E C 6TH AVE TW	200 0000	$60 3800 USD	31-Dec-2009	$5,981 00 USD	$12,076 00 USD	$6,095 00 USD

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Holdings - Reporting as of Trade Date
Account: 34112013 - BROWN, E C. 6TH AVE TW

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	TEVA PHARMACEUTICAL SPNSRD ADR	881624209	US8816242098	34112013	BROWN, E C 6TH AVE TW	120 0000	$56 1800 USD	31-Dec-2009	$6,692 24 USD	$6,741 60 USD	$49 36 USD
Equities	TRANSOCEAN LTD COM	H8817H100	CH0048265513	34112013	BROWN, E C 6TH AVE TW	56 0000	$82 8000 USD	31-Dec-2009	$6,905 36 USD	$4,636 80 USD	($2,268 56) USD
Equities	UNITED TECHNOLOGIES CORP	913017109	US9130171096	34112013	BROWN, E C 6TH AVE TW	150 0000	$69 4100 USD	31-Dec-2009	$4,836 09 USD	$10,411 50 USD	$5,575 41 USD
Equities	US BANCORP	902973304	US9029733048	34112013	BROWN, E C 6TH AVE TW	279 0000	$22 5100 USD	31-Dec-2009	$2,207 65 USD	$6,280 29 USD	$4,072 64 USD
Equities	VERIZON COMMUNICATIONS	92343V104	US92343V1044	34112013	BROWN, E C 6TH AVE TW	244 0000	$33 1300 USD	31-Dec-2009	$5,987 59 USD	$8,083 72 USD	$2,096 13 USD
Equities	WAL MART STORES INC	931142103	US9311421039	34112013	BROWN, E C 6TH AVE TW	80 0000	$53 4500 USD	31-Dec-2009	$3,876 00 USD	$4,276 00 USD	$400 00 USD
Equities	WELLS FARGO & CO COM	949746101	US9497461015	34112013	BROWN, E C 6TH AVE TW	360 0000	$26 9900 USD	31-Dec-2009	$10,205 40 USD	$9,716 40 USD	($489 00) USD
Equities	XILINX INC	983919101	US9839191015	34112013	BROWN, E C 6TH AVE TW	150 0000	$25 0600 USD	31-Dec-2009	$4,155 00 USD	$3,759 00 USD	($396 00) USD
Government Obligations	FHLB BDS 5 000% 5/13/11	3133X7C69	US3133X7C692	34112013	BROWN, E C 6TH AVE TW	60,000 0000	105 531%	31-Dec-2009	$60,187 50 USD	$63,318 60 USD	$3,131 10 USD
Government Obligations	FHLMC NTS 5 125% 7/15/12	3134A4QD9		34112013	BROWN, E C 6TH AVE TW	60,000 0000	108 625%	31-Dec-2009	$60,075 00 USD	$65,175 00 USD	$5,100 00 USD
Subtotals											
Cash & Cash Equivalents									$38,920 94 USD	$38,920 94 USD	$0 00 USD
Mutual Funds/ Commingled Funds									$306,313 54 USD	$301,243 09 USD	($5,070 45) USD
Equities									$330,460 99 USD	$412,292 64 USD	$81,831 65 USD
Government Obligations									$120,262 50 USD	$128,493 60 USD	$8,231 10 USD
Totals									$795,957 97 USD	$880,950 27 USD	$84,992 30 USD