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

Name of foundation

HORNTHAL FAMILY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

2234 BEACH STREET

Room/suite

City or town, state, and ZIP code

SAN FRANCISCO, CA 94123

A Employer identification number

94-3300777

B Telephone number

415-563-6336

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 1,832,237. (Part I, column (d) must be on cash basis.)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)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 ☐

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			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	21,560.	21,560.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	132,569.			
b	Gross sales price for all assets on line 6a	2,430,201.			
7	Capital gain net income (from Part IV, line 2)		132,569.		
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	-2,734.	-2,734.		STATEMENT 2
12	Total. Add lines 1 through 11	151,395.	151,395.		
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	9,000.	0.		4,700.
c	Other professional fees				
17	Interest	8.	0.		0.
18	Taxes	52.	52.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	12,892.	0.		12,892.
22	Printing and publications				
23	Other expenses	447.	300.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	22,399.	352.		17,592.
25	Contributions, gifts, grants paid	108,430.			108,430.
26	Total expenses and disbursements. Add lines 24 and 25	130,829.	352.		126,022.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	20,566.			
b	Net investment income (if negative, enter -0-)		151,043.		
c	Adjusted net income (if negative, enter -0-)			N/A	

A

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	586,868.	524,880.	524,880.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶ 8,326.				
	Less: allowance for doubtful accounts ▶	7,126.	8,326.	8,326.	
	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	1,269,840.	1,350,530.	1,299,031.	
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	1,863,834.	1,883,736.	1,832,237.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 7)	37,541.	36,875.		
23 Total liabilities (add lines 17 through 22)	37,541.	36,875.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted				
	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	1,826,293.	1,846,861.	
		30 Total net assets or fund balances	1,826,293.	1,846,861.	
31 Total liabilities and net assets/fund balances	1,863,834.	1,883,736.			

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	1,826,293.
2 Enter amount from Part I, line 27a	2	20,566.
3 Other increases not included in line 2 (itemize) ▶ CURRENT YEAR ADJUSTMENT	3	2.
4 Add lines 1, 2, and 3	4	1,846,861.
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	1,846,861.

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			
b SEE ATTACHED STATEMENTS			
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 2,430,201.		2,297,585.	132,569.

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			132,569.

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** 132,569.

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

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 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	112,352.	1,719,425.	.065343
2007	157,974.	1,997,337.	.079092
2006	163,988.	2,023,276.	.081051
2005	137,383.	2,230,860.	.061583
2004	129,624.	2,104,300.	.061600

2 Total of line 1, column (d)	2 .348669
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 .069734
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4 1,586,101.
5 Multiply line 4 by line 3	5 110,605.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 1,510.
7 Add lines 5 and 6	7 112,115.
8 Enter qualifying distributions from Part XII, line 4	8 126,022.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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)			
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		1	1,510.
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	1,510.
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	1,510.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,075.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,075.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	565.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 565. Refunded <input type="checkbox"/>	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
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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 instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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?	13	X	
Website address ► N/A				
14	The books are in care of ► JAMES J. HORNTAL	Telephone no. ► 415-563-6336		
Located at ► 2234 BEACH STREET, SAN FRANCISCO, CA		ZIP+4 ► 94123		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	► <input type="checkbox"/>		
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)?	N/A	1b
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

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
JAMES J. HORNTAL 2234 BEACH STREET SAN FRANCISCO, CA 94123	PRESIDENT, CHAIR	0.00	0.	0.
BETHANY S. HORNTAL 2234 BEACH STREET SAN FRANCISCO, CA 94123	VP, TREASURER	0.00	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

Form 990-PF (2009)

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	1,120,928.
b	Average of monthly cash balances	1b	489,327.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,610,255.
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	1,610,255.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,154.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,586,101.
6	Minimum investment return. Enter 5% of line 5	6	79,305.

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	79,305.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,510.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,510.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,795.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	77,795.
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	77,795.

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	126,022.
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	126,022.
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	1,510.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	124,512.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				77,795.
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	24,701.			
b From 2005	27,718.			
c From 2006	63,504.			
d From 2007	62,931.			
e From 2008	27,819.			
f Total of lines 3a through e	206,673.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	126,022.			
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				77,795.
e Remaining amount distributed out of corpus	48,227.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	254,900.			
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	24,701.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	230,199.			
10 Analysis of line 9:				
a Excess from 2005	27,718.			
b Excess from 2006	63,504.			
c Excess from 2007	62,931.			
d Excess from 2008	27,819.			
e Excess from 2009	48,227.			

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

- | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| (1) Cash | 1a(1) |
| (2) Other assets | 1a(2) |
| b Other transactions: | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) |
| (3) Rental of facilities, equipment, or other assets | 1b(3) |
| (4) Reimbursement arrangements | 1b(4) |
| (5) Loans or loan guarantees | 1b(5) |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c |
| 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. | |

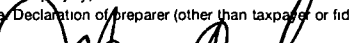


	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

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

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) is based on all information of which preparer has any knowledge.

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 11/4/2010	Title PRESIDENT
Paid Preparer's Use Only	Preparer's signature 	Date 11/4/2010	Check if self-employed <input type="checkbox"/>	Preparer's identifying number
	Firm's name (or yours if self-employed), address, and ZIP code WTAS LLC 100 FIRST STREET, SUITE 1600 SAN FRANCISCO, CA 94105	EIN  Phone no. (415) 764-2700		

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 STATEMENT D-1 (ML #240-04A28)	P	VARIOUS	VARIOUS
b 10,000 UNITS AIG PPN ASIAN CURR	P	02/05/08	06/08/09
c K-1 FLOW-THRU: SUBURBAN PROPANE PARTNERS (LONG TE	P	VARIOUS	VARIOUS
d K-1 FLOW-THRU: ENTERPRISE PRODUCTS PARTNERS (SECT	P	VARIOUS	VARIOUS
e K-1 FLOW-THRU: TC PIPELINES (SECTION 1231 LOSS)	P	VARIOUS	VARIOUS
f K-1 FLOW-THRU: KINDER MORGAN ENERGY PARTNERS (SEC	P	VARIOUS	VARIOUS
g K-1 FLOW-THRU: K-SEA TRANSPORTATION PARTNERS (SEC	P	VARIOUS	VARIOUS
h 1,000 UNITS ENTERPRISE PRODUCTS PARTNERS	P	09/25/09	10/21/09
i 2,700 UNITS ENCORE ENERGY PARTNERS	P	07/06/09	08/07/09
j 1,200 UNITS PLAINS ALL-AMERICAN PIPELINE	P	VARIOUS	VARIOUS
k 200 UNITS SUBURBAN PROPANE PARTNERS	P	08/14/09	10/21/09
l 1,000 UNITS ENERGY TRANSFER PARTNERS	P	VARIOUS	VARIOUS
m 1,000 UNITS ONEOK PARTNERS	P	06/22/09	07/16/09
n 1,000 UNITS K-SEA TRANSPORTATION PARTNERS	P	08/12/09	10/21/09
o 1,500 UNITS KINDER MORGAN ENERGY PARTNERS	P	VARIOUS	VARIOUS

(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 2,013,535.		1,898,018.	115,517.
b 100,000.		102,586.	-2,586.
c			-7.
d			-18.
e			-19.
f			-5.
g			2.
h 29,493.		27,508.	1,985.
i 43,342.		38,895.	4,447.
j 51,416.		48,230.	3,186.
k 8,803.		8,102.	701.
l 41,304.		39,410.	1,894.
m 46,487.		45,253.	1,234.
n 21,923.		18,793.	3,130.
o 73,898.		70,790.	3,108.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			115,517.
b			-2,586.
c			-7.
d			-18.
e			-19.
f			-5.
g			2.
h			1,985.
i			4,447.
j			3,186.
k			701.
l			1,894.
m			1,234.
n			3,130.
o			3,108.

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	132,569.
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

2009 Cash Contributions, Gifts, Grants, and Similar Amounts

Date	Donees Name	Contribution	Status of Recipient
25-Feb	TED	\$ 6,000 00	501(c)(3)
25-Feb	Brown Paper Tickets	\$ 103 00	501(c)(3)
20-Mar	CGI	\$ 20,000 00	501(c)(3)
24-Mar	Sundance	\$ 150 00	501(c)(3)
24-Mar	Skoll	\$ 729 00	501(c)(3)
9-Apr	Foundation Fighting Blindness	\$ 500 00	501(c)(3)
23-Apr	JVS	\$ 125 00	501(c)(3)
23-Apr	Tufts	\$ 17 00	501(c)(3)
13-May	P E F Israel Endowment Fund	\$ 500 00	501(c)(3)
26-May	Congregation Emanu-El	\$ 36 00	501(c)(3)
26-May	Stern Grove Festival	\$ 1,300 00	501(c)(3)
26-May	Breast Cancer Fund	\$ 100 00	501(c)(3)
22-Jun	Foundation Fighting Blindness	\$ 100.00	501(c)(3)
22-Jun	Mann Academy	\$ 50 00	501(c)(3)
22-Jun	JCRC	\$ 5,000 00	501(c)(3)
22-Jun	JCC	\$ 20,000 00	501(c)(3)
22-Jun	Contemporary Jewish Museum	\$ 1,800 00	501(c)(3)
27-Jun	JCEF - Mt. Zion Health	\$ 100 00	501(c)(3)
26-Aug	Congregation Emanu-El	\$ 3,000.00	501(c)(3)
26-Aug	Council on Foreign Relations	\$ 380 00	501(c)(3)
26-Aug	TED India	\$ 4,800 00	501(c)(3)
26-Aug	YPO SEN Summit	\$ 300 00	501(c)(3)
26-Oct	Contemporary Jewish Museum	\$ 150 00	501(c)(3)
21-Nov	Breast Cancer Fund	\$ 2,000 00	501(c)(3)
22-Dec	Sager Foundation	\$ 1,015 00	501(c)(3)
22-Dec	AJWS	\$ 1,800 00	501(c)(3)
22-Dec	NARAL Foundation	\$ 1,500.00	501(c)(3)
30-Dec	UCSF - CFBBCC	\$ 2,500 00	501(c)(3)
30-Dec	IMC	\$ 1,000 00	501(c)(3)
30-Dec	JVS	\$ 1,000 00	501(c)(3)
30-Dec	Upstart Bay Area	\$ 500 00	501(c)(3)
30-Dec	Amazon Conservation Team	\$ 500 00	501(c)(3)
30-Dec	Crsay Field Dog Group	\$ 250 00	501(c)(3)
30-Dec	SF Jewish Film Festival	\$ 250 00	501(c)(3)
30-Dec	Huckleberry Youth Program	\$ 100 00	501(c)(3)
30-Dec	Meals on Wheels	\$ 120 00	501(c)(3)
30-Dec	SF Food Bank	\$ 100 00	501(c)(3)
30-Dec	Bones Pet Rescue	\$ 50 00	501(c)(3)
30-Dec	Tufts Hillel	\$ 100 00	501(c)(3)
30-Dec	Penn Hillel	\$ 100 00	501(c)(3)
30-Dec	Penn Parents	\$ 100 00	501(c)(3)
30-Dec	Tufts Parents	\$ 100 00	501(c)(3)
30-Dec	SFMOMA	\$ 105 00	501(c)(3)
30-Dec	Harvard Business School	\$ 250 00	501(c)(3)
30-Dec	Princeton '78	\$ 250 00	501(c)(3)
30-Dec	Princeton AG	\$ 250 00	501(c)(3)
30-Dec	Friends of Princeton Track	\$ 100 00	501(c)(3)
30-Dec	Council on Foreign Relations	\$ 500 00	501(c)(3)
30-Dec	CLAL	\$ 10,000 00	501(c)(3)
30-Dec	Peaceworks Fondation	\$ 10,000.00	501(c)(3)
30-Dec	Just Vision	\$ 500 00	501(c)(3)
30-Dec	JPEF	\$ 180 00	501(c)(3)
30-Dec	ASPCA	\$ 140 00	501(c)(3)
30-Dec	SFSPCA	\$ 100 00	501(c)(3)
30-Dec	Leukemia & Lymphoma Society	\$ 100.00	501(c)(3)
30-Dec	SF AIDS Foundation	\$ 70 00	501(c)(3)
30-Dec	Glide Memorial	\$ 500 00	501(c)(3)
30-Dec	Magen David	\$ 180 00	501(c)(3)
30-Dec	Alzheimers	\$ 180 00	501(c)(3)
30-Dec	American Cancer Society	\$ 300 00	501(c)(3)
30-Dec	American Heart Association	\$ 200 00	501(c)(3)
30-Dec	Brain Tumor Society	\$ 500 00	501(c)(3)
30-Dec	Project Homeless Connect	\$ 100 00	501(c)(3)
30-Dec	JDC (Agahozo Shalom Youth Village)	\$ 500 00	501(c)(3)
30-Dec	Breakthrough Collaborative	\$ 100 00	501(c)(3)
30-Dec	SF JCF	\$ 5,000 00	501(c)(3)
TOTAL		\$ 108,430.00	



Merrill Lynch

THE HORNTAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
3,500,000	ML&CO ARN XAU	10/30/07	01/16/09	21,889.92	35,000.00	(13,310.08) L1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,255.99	1,300.00	(44.01) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,257.99	1,299.99	(42.00) S1
300,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	3,773.97	3,900.00	(126.03) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,257.99	1,300.00	(42.01) S1
200,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	2,515.98	2,600.00	(84.02) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,257.99	1,300.00	(42.01) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,258.99	1,300.01	(41.02) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,258.99	1,300.00	(41.01) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,258.99	1,299.99	(41.00) S1
400,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	5,035.97	5,200.00	(164.03) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,259.99	1,300.00	(40.01) S1
200,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	2,521.98	2,600.00	(78.02) S1
100,000	INSITUFORM TECHNLS CL A	02/10/09	02/24/09	1,260.99	1,300.01	(39.02) S1
678,000	SPECTRA ENERGY CORP	02/10/09	02/24/09	8,698.69	9,729.30	(1,030.61) S1
322,000	WHITING PETROLEUM CORP	02/10/09	02/24/09	4,134.45	4,620.70	(486.25) S1
300,000	WHITING PETROLEUM CORP	01/29/09	02/24/09	6,349.28	8,700.00	(2,350.72) S1
1,000	C&S SELECT UTILITY	01/22/08	03/26/09	25,000.00	25,000.00	0.00
1,000	C&S SELECT UTILITY	03/25/09	03/26/09	25,000.00	25,000.00	0.00
3,500,000	ML&CO STR ACC REDEMP CLD	08/27/08	03/17/09	37,590.00	35,000.00	2,590.00 S1
400,000	ALEXANDRIA REAL EST EQTS	03/19/09	04/02/09	15,303.91	15,299.99	3.92 S1
100,000	ALEXANDRIA REAL EST EQTS	03/19/09	04/02/09	3,828.97	3,825.00	3.97 S1
200,000	ALEXANDRIA REAL EST EQTS	03/19/09	04/02/09	7,655.95	7,650.01	5.94 S1
1,500,000	DUKE REALTY CORP NEW	04/16/09	04/16/09	13,139.66	11,475.00	1,664.66 S1
328,000	DUKE REALTY CORP NEW	04/16/09	04/16/09	2,876.48	2,509.20	367.28 S1
2,250,000	ML&CO. ARN SPX	01/30/08	04/06/09	13,426.48	22,500.00	(9,073.52) L1
500,000	VENTAS INC	04/07/09	04/16/09	13,724.64	11,949.99	1,774.65 S1
900,000	VENTAS INC	04/07/09	04/16/09	24,713.36	21,510.00	3,203.36 S1
100,000	VENTAS INC	04/07/09	04/16/09	2,746.92	2,390.01	356.91 S1
256,000	ACADIA REALTY TRUST	04/14/09	04/28/09	3,481.51	3,059.19	422.32 S1
44,000	ACADIA REALTY TRUST	04/14/09	04/28/09	598.38	525.81	72.57 S1
1,000,000	BANK OF AMERICA CORP	05/19/09	05/20/09	11,779.69	9,999.99	1,779.70 S1
3,400,000	CHIMERA INVESTMENT CORP	04/15/09	05/14/09	12,032.29	10,200.00	1,832.29 S1
100,000	CHIMERA INVESTMENT CORP	04/15/09	05/14/09	354.39	300.00	54.39 S1
6,500,000	CHIMERA INVESTMENT CORP	04/15/09	05/26/09	21,383.80	19,500.00	1,883.80 S1



Merrill Lynch

THE HORNTHAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
350,000	CLIFFS NATURAL RESOURCES	05/13/09	05/20/09	8,886.77	7,350.00	1,336.77 S
5,000,000	DHT MARITIME INC	03/27/08	05/04/09	21,794.43	21,750.00	44.43 S
1,500,000	FORD MOTOR CO NEW	05/12/09	05/14/09	7,889.79	7,125.00	764.79 S
300,000	LASALLE HOTEL PTYS BN I	04/23/09	04/28/09	3,272.16	3,030.00	242.16 S
1,300,000	MGM MIRAGE INC 1 CT COM	05/13/09	05/14/09	10,256.73	9,100.00	1,156.73 S
1,000,000	MGM MIRAGE INC 1 CT COM	05/13/09	05/26/09	7,159.81	6,999.99	159.82 S
1,700,000	MGM MIRAGE INC 1 CT COM	05/13/09	05/26/09	12,173.21	11,900.01	273.20 S
250,000	PRINCIPAL FINANCIAL GRP	05/11/09	05/20/09	5,434.86	4,937.49	497.37 S
100,000	PRINCIPAL FINANCIAL GRP	05/11/09	05/20/09	2,175.94	1,975.00	200.94 S
300,000	PRINCIPAL FINANCIAL GRP	05/11/09	05/20/09	6,530.83	5,925.00	605.83 S
100,000	STATE STREET CORP	05/18/09	05/26/09	4,338.88	3,900.00	438.88 S
50,000	STATE STREET CORP	05/18/09	05/26/09	2,169.45	1,950.00	219.45 S
250,000	VORNADO REALTY TRUST COM	04/22/09	04/28/09	11,627.83	10,750.00	877.83 S
600,000	NAVIOS MARITIME PARTNERS	05/05/09	05/14/09	5,399.88	6,192.00	(792.14) S
400,000	NAVIOS MARITIME PARTNERS	05/05/09	05/14/09	3,601.90	4,128.00	(526.10) S
2,000,000	BRANDYWNE RLTY T SBI NEW	05/27/09	06/01/09	15,419.60	12,600.00	2,819.60 S
5,000,000	ML MITTS'NKY'SV - 15130.50	12/01/05	06/05/09	50,000.00	57,259.00	(7,259.00)
1,200,000	BROOKDALE SR LIVING INC	06/02/09	06/22/09	71,651.69	12,900.00	(1,248.31) S
300,000	BROOKDALE SR LIVING INC	06/02/09	06/22/09	2,913.67	3,225.00	(311.33) S
1,000	C&S SELECT UTILITY COR	01/22/08	03/28/09	25,000.00	25,000.00	0.00
1,000	C&S SELECT UTILITY CXL	03/25/09	03/26/09	25,000.00	25,000.00	0.00
650,000	CLIFFS NATURAL RESOURCES	05/13/09	06/01/09	19,090.78	13,650.00	5,440.78 S
100,000	HIGHWOODS PTYS INC	05/27/09	06/12/09	2,200.94	2,148.99	50.95 S
200,000	HIGHWOODS PTYS INC	05/27/09	06/12/09	4,401.90	4,300.01	101.89 S
100,000	KILROY REALTY CORP	05/29/09	06/12/09	2,029.94	2,000.00	29.94 S
100,000	KILROY REALTY CORP	05/29/09	06/12/09	2,030.48	2,000.00	30.48 S
100,000	PRUDENTIAL FINANCIAL INC	06/02/09	06/12/09	3,791.00	3,900.00	(109.00) S
200,000	PRINCIPAL FINANCIAL GRP	05/11/09	06/12/09	4,169.89	3,950.00	219.89 S
900,000	PRINCIPAL FINANCIAL GRP	05/11/09	06/12/09	18,766.22	17,775.01	991.21 S
1,900,000	STONE ENERGY CORP COM	06/10/09	06/22/09	12,311.68	15,200.00	(2,888.32) S
200,000	SIMON PROPERTY GROUP DEL	05/07/09	06/01/09	11,175.71	10,000.00	1,175.71 S
1,000,000	ASSURED GUARANTY LTD	06/18/09	07/22/09	13,943.23	11,000.00	2,943.23 S
452,000	AMERIPRISE FINL INC	06/11/09	07/08/09	9,948.26	11,299.99	(1,351.73) S
300,000	AMERIPRISE FINL INC	06/11/09	07/08/09	6,605.83	7,500.00	(894.17) S
748,000	AMERIPRISE FINL INC	06/11/09	07/08/09	16,478.02	18,700.01	(2,221.99) S
3,000	C&S SELECT UTILITY	01/22/08	07/22/09	75,000.00	75,000.00	(0.01) L
1,000,000	BANK OF AMERICA CORP	05/19/09	07/16/09	12,880.96	10,000.00	2,880.96 S
400,000	CAL DIVE INTL INC DEL	06/04/09	07/08/09	2,959.92	3,400.00	(440.08) S



Merrill Lynch

THE HORNTAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
1,400,000	CAL DIVE INTL INC DEL	08/04/09	07/08/09	10,373.73	11,900.00	(1,526.27) ST
100,000	CAL DIVE INTL INC DEL	06/04/09	07/08/09	741.23	850.00	(108.77) ST
100,000	CAL DIVE INTL INC DEL	06/04/09	07/08/09	741.48	850.00	(108.52) ST
500,000	ENERGIZER HLDGS INC COM	05/14/09	07/16/09	27,474.74	24,500.00	2,974.74 ST
1,000,000	FORD MOTOR CO NEW	06/04/09	07/22/09	6,079.84	4,750.00	1,329.84 ST
500,000	IESI-BFC LTD SHS	06/04/09	07/22/09	6,196.64	4,999.99	1,196.65 ST
700,000	JONES LANG LASALLE INC	06/10/09	07/08/09	20,675.23	24,500.00	(3,824.77) ST
500,000	STEEL DYNAMICS INC COM	06/03/09	07/22/09	8,030.69	6,749.99	1,280.70 ST
350,000	STATE STREET CORP	05/18/09	07/16/09	16,400.57	13,650.00	2,750.57 ST
1,000	SIMON PROPERTY GROUP DEL	06/25/09	07/08/09	47.01	52.88	(5.87) ST
200,000	VULCAN MATERIALS CO	06/11/09	07/08/09	8,347.79	8,199.98	147.80 ST
400,000	VULCAN MATERIALS CO	06/11/09	07/08/09	16,686.33	16,400.01	286.32 ST
900,000	ASSURED GUARANTY LTD	06/18/09	08/10/09	15,290.60	9,900.00	5,390.60 ST
100,000	ASSURED GUARANTY LTD	06/18/09	08/10/09	1,699.10	1,100.00	599.10 ST
1,000,000	BANK OF AMERICA CORP	05/19/09	08/04/09	15,180.10	10,000.01	5,180.09 ST
800,000	DEAN FOODS CO NEW	05/05/09	08/04/09	17,037.08	14,600.00	2,437.08 ST
1,600,000	DISCOVER FINL SVCS	07/07/09	08/10/09	19,650.52	14,800.00	4,850.52 ST
200,000	EMPRESAS ICA SA DE CV	07/10/09	08/17/09	1,485.96	1,180.00	305.96 ST
500,000	EMPRESAS ICA SA DE CV	07/10/09	08/17/09	3,719.90	2,949.99	769.91 ST
2,500,000	FORD MOTOR CO NEW	05/12/09	08/04/09	20,649.71	11,875.00	8,774.71 ST
100,000	GREEN MOUNTN COFFEE ROS	08/06/09	08/17/09	5,859.85	6,724.99	(865.14) ST
100,000	GREEN MOUNTN COFFEE ROS	08/06/09	08/17/09	5,859.85	6,725.00	(865.15) ST
100,000	GREEN MOUNTN COFFEE ROS	08/06/09	08/17/09	5,859.85	6,725.01	(865.16) ST
200,000	GENESEE & WYOM CL A	06/16/09	08/04/09	5,418.86	4,900.00	518.86 ST
100,000	GENESEE & WYOM CL A	06/16/09	08/04/09	2,711.93	2,450.00	261.93 ST
500,000	LINCOLN NTL CORP IND NPV	06/18/09	08/04/09	10,969.96	7,499.99	3,469.97 ST
300,000	OSHKOSH CORPORATION	08/06/09	08/17/09	7,440.65	7,499.99	(59.34) ST
350,000	PETROHAWK ENERGY CORP	08/05/09	08/17/09	7,409.31	8,001.00	(591.69) ST
100,000	RANDGOLD RESOURCES ADR	07/30/09	08/10/09	5,757.86	5,950.00	(192.14) ST
600,000	RUBY TUESDAY INC PV\$01	07/22/09	08/10/09	4,355.89	4,050.00	305.89 ST
1,300,000	RUBY TUESDAY INC PV\$01	07/22/09	08/10/09	726.98	674.99	51.99 ST
100,000	SIGNATURE BANK	06/02/09	08/10/09	9,463.76	8,775.01	688.75 ST
50,000	SIGNATURE BANK	06/02/09	08/17/09	2,841.43	2,600.00	241.43 ST
100,000	SIGNATURE BANK	06/02/09	08/17/09	1,420.71	1,300.00	120.71 ST
100,000	SIGNATURE BANK	06/02/09	08/17/09	2,843.43	2,599.99	243.44 ST
50,000	SIGNATURE BANK	06/02/09	08/17/09	2,843.43	2,600.00	243.43 ST
				1,422.71	1,300.00	122.71 ST



Merrill Lynch

THE HORNTAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
100.0000	SIGNATURE BANK	06/02/09	08/17/09	2,847.43	2,800.00	247.43 S
100.0000	SIGNATURE BANK	06/02/09	08/17/09	2,847.43	2,800.01	247.42 S
200.0000	STEEL DYNAMICS INC COM	06/03/09	08/17/09	3,120.92	2,700.00	420.92 S
300.0000	STEEL DYNAMICS INC COM	06/03/09	08/17/09	4,681.41	4,050.00	631.41 S
500.0000	STEEL DYNAMICS INC COM	06/03/09	08/17/09	7,802.35	6,750.01	1,052.34 S
200.0000	TEEKAY OFFSHORE PARTNERS	07/30/09	08/17/09	2,502.93	2,863.99	(361.06) S
1,800.0000	ASSURED GUARANTY LTD	06/18/09	09/08/09	32,057.16	19,800.00	12,257.16 S
200.0000	ASSURED GUARANTY LTD	08/18/09	09/08/09	3,573.91	2,200.00	1,373.91 S
1,000.0000	AMERICAN WTR WKS CO INC	06/04/09	09/08/09	19,469.49	17,250.00	2,219.49 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	876.98	625.00	251.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	876.98	625.00	251.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	876.98	624.99	251.99 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
500.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	4,389.88	3,125.00	1,264.88 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
400.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	3,511.91	2,500.00	1,011.91 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
400.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	3,511.91	2,500.00	1,011.91 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
100.0000	BROADPOINT GLEACHER SECS	07/28/09	09/23/09	877.98	625.00	252.98 S
10,000.0000	CHIMERA INVESTMENT CORP	05/27/09	09/23/09	878.23	625.01	253.22 S
400.0000	EMPRESAS ICA SA DE CV	07/10/09	08/31/09	37,989.02	32,200.00	5,789.02 S
1,400.0000	EMPRESAS ICA SA DE CV	07/10/09	09/21/09	3,703.90	2,360.00	1,343.90 S
500.0000	GOVT PTYS INCOME TR	06/02/09	09/21/09	12,968.42	8,260.01	4,708.41 S
350.0000	HCP INC	08/05/09	09/08/09	10,774.72	10,000.00	774.72 S
150.0000	HCP INC	08/05/09	09/08/09	9,201.26	8,662.50	538.76 S
500.0000	HCP INC	08/05/09	09/24/09	4,338.54	3,712.49	624.05 S
1,000.0000	IESI-BFC LTD SHS	06/04/09	09/08/09	14,455.63	12,375.01	2,080.62 S
600.0000	LINCOLN NTL CORP IND NPV	06/16/09	09/08/09	12,969.66	10,000.01	2,969.65 S
400.0000	LINCOLN NTL CORP IND NPV	06/16/09	09/08/09	14,303.63	9,000.00	5,303.63 S
100.0000	OSHKOSH CORPORATION	08/16/09	09/08/09	9,539.75	6,000.01	3,539.74 S
100.0000	OSHKOSH CORPORATION	08/06/09	09/08/09	3,176.92	2,500.00	676.92 S
100.0000	OSHKOSH CORPORATION	08/06/09	09/08/09	3,175.92	2,500.00	675.92 S
400.0000	OSHKOSH CORPORATION	08/06/09	09/21/09	12,032.40	10,000.01	2,032.39 S



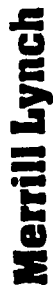
Merrill Lynch

THE HORNTAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
300.0000	RANDGOLD RESOURCES ADR	07/30/09	09/08/09	21,290.45	17,850.00	3,440.45 ST
100.0000	SENECA FOODS CRP NEW CLA	07/15/09	08/21/09	2,762.83	2,200.00	562.83 ST
280.0000	SENECA FOODS CRP NEW CLA	07/15/09	09/21/09	7,736.20	6,159.99	1,576.21 ST
20.0000	SENECA FOODS CRP NEW CLA	07/15/09	09/21/09	552.80	440.01	112.89 ST
350.0000	TRW AUTOMOTIVE HLDGS CRP	08/11/09	09/08/09	5,949.84	6,125.00	(175.16) ST
650.0000	TRW AUTOMOTIVE HLDGS CRP	08/11/09	09/24/09	10,713.48	11,375.00	(661.52) ST
4,000.0000	U-STORE-IT TR	08/13/09	09/23/09	25,199.34	21,000.00	4,199.34 ST
400.0000	TEEKAY OFFSHORE PARTNERS	07/30/09	09/24/09	6,436.35	5,728.01	708.34 ST
1,220.0000	B & G FOODS INC NEW	09/14/09	10/16/09	9,588.95	9,760.00	(171.05) ST
580.0000	B & G FOODS INC NEW	08/14/09	10/16/09	4,559.20	4,640.00	(80.80) ST
500.0000	COLONIAL PTYS T SBI ALA	08/30/09	10/22/09	5,420.36	4,750.00	670.36 ST
2,600.0000	CEMEX SAB DE CV SPND ADR	09/22/09	10/27/09	29,745.05	32,500.00	(2,754.95) ST
600.0000	CATHAY GENERAL BANCORP	10/13/09	10/27/09	5,588.76	5,550.00	38.76 ST
800.0000	CAL DIVE INTL INC DEL	09/17/09	10/27/09	5,844.93	5,999.99	(155.06) ST
800.0000	COUSINS PROPS INC	09/15/09	10/05/09	6,496.39	5,800.00	696.39 ST
1,700.0000	COUSINS PROPS INC	09/15/09	10/16/09	13,261.19	12,325.00	936.19 ST
100.0000	APOLLO INVESTMENT CORP	08/12/09	10/05/09	925.98	874.99	50.99 ST
200.0000	APOLLO INVESTMENT CORP	08/12/09	10/05/09	1,851.95	1,750.00	101.95 ST
100.0000	APOLLO INVESTMENT CORP	08/12/09	10/05/09	925.98	875.00	50.98 ST
350.0000	APOLLO INVESTMENT CORP	08/12/09	10/05/09	3,240.96	3,062.50	178.46 ST
1,500.0000	APOLLO INVESTMENT CORP	08/12/09	10/16/09	14,415.23	13,125.01	1,290.22 ST
200.0000	GAYLORD ENTMT CO NEW COM	09/24/09	10/05/09	3,579.91	4,359.99	(780.08) ST
700.0000	GAYLORD ENTMT CO NEW COM	08/24/09	10/05/09	12,543.68	15,260.01	(2,716.33) ST
350.0000	GENWORTH FINL INC COM	09/15/09	10/05/09	4,046.43	4,112.50	(66.07) ST
650.0000	GENWORTH FINL INC COM	09/15/09	10/16/09	7,280.72	7,637.50	(356.78) ST
300.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/05/09	1,831.95	1,724.99	206.96 ST
700.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/05/09	4,507.88	4,025.00	482.88 ST
200.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/05/09	1,291.97	1,150.00	141.97 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
100.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	647.98	575.00	72.98 ST
200.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	1,295.97	1,150.00	145.97 ST



THE HORNTAL FAMILY FOUNDATION

ENR Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
1,700.0000	GREAT LAKES DREDGE DOCK	08/13/09	10/22/09	11,015.88	9,775.01	1,240.87 S
600.0000	HERCULES OFFSHORE INC	09/24/09	10/16/09	2,999.38	3,000.00	(0.62) S
2,200.0000	MUELLER WTR PRODS INC CO	09/17/09	10/27/09	11,242.59	10,450.00	792.59 S
3,500.0000	ML&CO BEAR SPX ARN	08/27/08	10/30/09	41,660.00	35,000.00	6,660.00 L
100.0000	OPENTABLE INC	09/22/09	10/27/09	2,599.93	2,799.99	(200.06) S
100.0000	OPENTABLE INC	09/22/09	10/27/09	2,600.83	2,800.00	(199.07) S
100.0000	PS BUSINESS PARKS INC	08/11/09	10/16/09	4,887.04	4,850.00	237.04 S
650.0000	PETROHAWK ENERGY CORP	08/05/09	10/27/09	16,744.68	14,859.00	1,885.68 S
100.0000	TANGER FACTORY OUTLT CEN	08/11/09	10/05/09	3,644.21	3,550.00	94.21 S
675.0000	ARTIO GLOBAL INVS INC	09/23/09	10/29/09	15,860.07	17,550.00	(1,689.93) S
50.0000	AGA MED HLDGS INC	10/20/09	11/16/09	607.98	724.99	(117.01) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,215.97	1,450.00	(234.03) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,215.97	1,450.00	(234.03) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,217.97	1,450.00	(232.03) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,217.97	1,450.00	(232.03) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,217.97	1,450.00	(232.03) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,217.97	1,450.00	(232.03) S
200.0000	AGA MED HLDGS INC	10/20/09	11/16/09	2,435.94	2,900.00	(464.06) S
100.0000	AGA MED HLDGS INC	10/20/09	11/16/09	1,217.97	1,450.00	(232.03) S
200.0000	AGA MED HLDGS INC	10/20/09	11/16/09	2,435.94	2,900.01	(464.07) S
850.0000	AMERICAN WTR WKS CO INC	08/13/09	11/16/09	17,407.55	16,362.50	1,045.05 S
200.0000	AMERICAN WTR WKS CO INC	08/13/09	11/16/09	4,098.07	3,850.00	248.07 S
200.0000	AMERICAN WTR WKS CO INC	08/13/09	11/16/09	4,098.89	3,850.00	248.89 S
1,000.0000	BANCO SANTANDER BRZL SA	10/07/09	11/05/09	12,381.08	13,403.30	(1,022.22) S
100.0000	CATHAY GENERAL BANCORP	10/13/09	11/05/09	783.98	924.99	(141.01) S
1,300.0000	CAL DIVE INTL INC DEL	09/17/09	11/05/09	10,191.87	12,025.01	(1,833.14) S
1,200.0000	EMERGENCY MEDICAL SVS-A	08/06/09	10/29/09	10,057.78	12,000.01	(1,942.23) S
500.0000	MARSHALL AND ILSLEY CORP	07/29/09	11/05/09	23,979.37	20,000.00	3,979.37 S
1,500.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	7,592.65	8,625.00	(1,032.35) S
400.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	9,178.76	10,000.00	(820.24) S
200.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	7,343.81	8,000.00	(656.19) S
200.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	3,673.91	3,999.99	(326.08) S
100.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	3,683.91	4,000.00	(316.09) S
100.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	1,842.95	2,000.00	(157.05) S



Merrill Lynch

EMA Fiscal Statement

THE HORNTAL FAMILY FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
100.0000	PENNYMAC MTG INVT TR	07/29/09	11/05/09	1,843.95	2,000.01	(156.06) ST
400.0000	SUNSTONE HOTEL INVS INC	10/16/09	11/20/09	2,972.24	2,680.00	82.24 ST
400.0000	STARWOOD PPTY TR INC	08/11/09	11/16/09	8,035.79	8,000.00	35.79 ST
600.0000	STARWOOD PPTY TR INC	08/11/09	11/16/09	12,059.68	12,000.00	59.68 ST
900.0000	STARWOOD PPTY TR INC	08/11/09	11/16/09	18,089.54	18,000.00	89.54 ST
100.0000	STARWOOD PPTY TR INC	08/11/09	11/16/09	2,007.99	2,000.00	7.99 ST
300.0000	STIFEL FINANCIAL CORP	09/09/09	10/29/09	15,889.93	16,800.00	(910.07) ST
25.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	688.98	550.00	138.98 ST
41.0000	VERISK ANALYTICS INC	10/08/09	10/28/09	1,130.34	902.00	228.34 ST
159.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	4,383.52	3,498.00	885.52 ST
100.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	2,758.93	2,200.00	558.93 ST
300.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	8,270.78	6,600.00	1,670.78 ST
100.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	2,756.93	2,200.00	556.93 ST
100.0000	VERISK ANALYTICS INC	10/06/09	10/28/09	2,757.93	2,200.00	557.93 ST
900.0000	AMEREN CORP	09/09/09	10/28/09	24,173.83	22,725.00	1,448.83 ST
300.0000	ARCHIPELAGO LEARNING INC	11/19/09	12/08/09	4,994.87	4,950.00	44.87 ST
100.0000	ARCHIPELAGO LEARNING INC	11/19/09	12/08/09	1,664.96	1,649.99	14.97 ST
100.0000	ARCHIPELAGO LEARNING INC	11/19/09	12/08/09	1,665.96	1,650.00	15.96 ST
100.0000	ARCHIPELAGO LEARNING INC	11/19/09	12/08/09	1,666.96	1,650.01	16.95 ST
2,500.0000	BAC ARN GOLDSPOT	01/29/09	12/03/09	35,704.08	25,000.00	10,704.08 ST
100.0000	CREXUS INVT CORP	09/16/09	12/18/09	1,432.96	1,500.00	(67.04) ST
1,200.0000	CREXUS INVT CORP	09/16/09	12/18/09	17,219.56	18,000.00	(780.44) ST
125.0000	CREXUS INVT CORP	09/16/09	12/18/09	1,784.95	1,875.00	(80.05) ST
175.0000	CREXUS INVT CORP	09/16/09	12/18/09	2,512.94	2,825.00	(312.06) ST
400.0000	CREXUS INVT CORP	09/16/09	12/18/09	5,751.85	6,000.00	(248.15) ST
200.0000	COLONY FINANCIAL INC	09/23/09	12/18/09	4,121.89	3,999.99	121.90 ST
300.0000	COLONY FINANCIAL INC	09/23/09	12/18/09	6,185.84	6,000.00	185.84 ST
200.0000	COLONY FINANCIAL INC	09/23/09	12/18/09	4,127.89	4,000.00	127.89 ST
600.0000	COLONY FINANCIAL INC	09/23/09	12/18/09	12,395.68	12,000.00	395.68 ST
500.0000	COLONY FINANCIAL INC	09/23/09	12/18/09	10,342.23	10,000.01	342.22 ST
500.0000	EURAND N V	10/22/09	12/01/09	5,979.85	5,625.00	354.85 ST
49.0000	EURAND N V	10/22/09	12/01/09	586.02	551.24	34.78 ST
400.0000	EURAND N V	10/22/09	12/01/09	4,783.88	4,500.00	283.88 ST
100.0000	EURAND N V	10/22/09	12/01/09	1,195.97	1,125.00	70.97 ST
351.0000	EURAND N V	10/22/09	12/01/09	4,197.85	3,948.75	249.10 ST
200.0000	EURAND N V	10/22/09	12/01/09	2,389.94	2,250.01	139.93 ST
200.0000	HEALTH CARE REIT INC COM	09/01/09	12/01/09	8,933.87	8,080.00	853.87 ST
400.0000	SENIOR HSG PPTYS TRSBI	09/10/09	12/03/09	8,559.78	7,776.00	783.78 ST
600.0000	SENIOR HSG PPTYS TRSBI	09/10/09	12/03/09	12,840.21	11,664.00	1,176.21 ST
200.0000	TENNECO INC DEL	11/18/09	12/01/09	2,961.92	3,300.00	(338.08) ST



Merrill Lynch

THE HORNTHAL FAMILY FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Price	Cost Basis	Gain or (Loss)
700.0000	TENNECO INC DEL	11/18/09	12/01/09	10,373.73	11,550.00	(1,176.27) \$
100.0000	TENNECO INC DEL	11/18/09	12/01/09	1,482.48	1,650.00	(167.54) \$
				2,013,535	1,898,018	115,517

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
K-1 FLOW-THRU: ENCORE ENERGY PARTNERS	1.	0.	1.
K-1 FLOW-THRU: ENTERPRISE PRODUCTS PARTNERS	2.	0.	2.
K-1 FLOW-THRU: K-SEA TRANSPORTATION PARTNERS	2.	0.	2.
K-1 FLOW-THRU: KINDER MORGAN ENERGY PARTNERS	28.	0.	28.
K-1 FLOW-THRU: ONEOK PARTNERS	14.	0.	14.
K-1 FLOW-THRU: PLAINS ALL AMERICAN PIPELINE	1.	0.	1.
K-1 FLOW-THRU: SUBURBAN PROPANE PARTNERS	2.	0.	2.
MERRILL LYNCH 270-04A28	20,967.	0.	20,967.
MERRILL LYNCH 270-04A75	543.	0.	543.
TOTAL TO FM 990-PF, PART I, LN 4	21,560.	0.	21,560.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1: ENTERPRISE PRODUCTS PARTNERS (ORDINARY BUSINESS LOSS)	-476.	-476.	
K-1: ENCORE ENERGY PARTNERS (ORDINARY BUSINESS INCOME)	299.	299.	
K-1: PLAINS ALL AMERICAN PIPELINE (ORDINARY BUSINESS INCOME)	29.	29.	
K-1: SUBURBAN PROPANE PARTNERS (ORDINARY BUSINESS LOSS)	-192.	-192.	
K-1: TC PIPELINES (ORDINARY BUSINESS LOSS)	-209.	-209.	
K-1: ONEOK PARTNERS (ORDINARY BUSINESS LOSS)	-570.	-570.	
K-1: PIONEER SOUTHWEST ENERGY PARTNERS (ORDINARY BUSINESS INCOME)	47.	47.	
K-1: K-SEA TRANSPORTATION PARTNERS (ORDINARY BUSINESS LOSS)	-368.	-368.	
K-1: KINDER MORGAN ENERGY PARTNERS (ORDINARY BUSINESS LOSS)	-1,337.	-1,337.	
K-1: ENCORE ENERGY PARTNERS (ROYALTY INCOME)	31.	31.	

K-1: K-SEA TRANSPORTATION PARTNERS
(OTHER INCOME)

12.

12.

TOTAL TO FORM 990-PF, PART I, LINE 11

-2,734.

-2,734.

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	9,000.	0.		4,700.
TO FORM 990-PF, PG 1, LN 16B	9,000.	0.		4,700.

FORM 990-PF

TAXES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD (ML 270-04A75)	50.	50.		0.
K-1: K-SEA TRANSPORTATION PARTNERS (FOREIGN TAX WITHHELD)	2.	2.		0.
TO FORM 990-PF, PG 1, LN 18	52.	52.		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
BANK FEE	300.	300.		0.
FILING FEE - FRANCHISE TAX BOARD	10.	0.		0.
REGISTRY OF CHARITABLE FEE	25.	0.		0.
K-1: ENCORE ENERGY PARTNERS (SECTION 59(E)(2) EXPENDITURES)	46.	0.		0.
K-1: PIONEER SOUTHWEST ENERGY PARTNERS (SECTION 59(E)(2) EXPENDITURES)	28.	0.		0.

K-1: KINDER MORGAN ENERGY PARTNERS (SECTION 59(E)(2) EXPENDITURES)	31.	0.	0.
K-1: SUBURBAN PROPANE PARTNERS (NONDEDUCTIBLE EXPENSES)	1.	0.	0.
K-1: ONEOK PARTNERS (NONDEDUCTIBLE EXPENSES)	1.	0.	0.
K-1: K-SEA TRANSPORTATION PARTNERS (NONDEDUCTIBLE EXPENSES)	3.	0.	0.
K-1: KINDER MORGAN ENERGY PARTNERS (NONDEDUCTIBLE EXPENSES)	2.	0.	0.
TO FORM 990-PF, PG 1, LN 23	447.	300.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH 270-04A75	351,362.	300,729.
MERRILL LYNCH 270-04A28	999,168.	998,302.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,350,530.	1,299,031.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	7
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OTHER CURRENT LIABILITIES - UNCLEARED CHECKS	37,541.	36,875.
TOTAL TO FORM 990-PF, PART II, LINE 22	37,541.	36,875.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

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

Do not complete **Part II** unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete
Part I only ☐

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

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

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	Employer identification number
	HORNTHAL FAMILY FOUNDATION	94-3300777
	Number, street, and room or suite no. If a P.O. box, see instructions. 2234 BEACH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94123	

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

- | | | |
|-------------------------------------------------|-------------------------------------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

JAMES J. HORNTHAL

- The books are in the care of ▶
- 2234 BEACH STREET - SAN FRANCISCO, CA 94123**

Telephone No. ▶ **415-563-6336**

FAX No. ▶

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

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,075.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,075.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

HOR069.SF001
J. GRAHAM
OGDEN, UT

- 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	Employer identification number
	HORNTHAL FAMILY FOUNDATION	94-3300777
	Number, street, and room or suite no. If a P.O. box, see instructions. 2234 BEACH STREET	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94123	

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.

JAMES J. HORNTHAL

- The books are in the care of **2234 BEACH STREET - SAN FRANCISCO, CA 94123**

Telephone No. **415-563-6336**

FAX No.

- 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

TAXPAYER REQUIRES ADDITIONAL TIME TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX 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	\$	2,075.
8b 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	\$	2,075.
8c 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 **PRESIDENT CPA** Date **8/15/2010**

Form 8868 (Rev. 4-2009)