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

**2009**

Department of the Treasury  
Internal Revenue Service

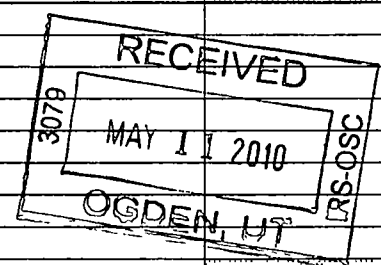
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

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

Use the IRS label. Otherwise, print or type See Specific Instructions.	Name of foundation <b>JOHN W. HANCOCK FOUNDATION</b>	A Employer identification number <b>95-2554914</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>192 MARINA DRIVE</b>	B Telephone number <b>(562) 598-3351</b>
	City or town, state, and ZIP code <b>LONG BEACH, CA 90803</b>	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>784,827.</b> (Part I, column (d) must be on cash basis.)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	16,614.	16,614.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	30,232.			
b Gross sales price for all assets on line 6a <b>51,732.</b>				
7 Capital gain net income (from Part IV, line 2)		30,232.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	46,846.	46,846.		
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 <b>STMT 2</b>	550.	550.		0.
c Other professional fees				
17 Interest				
18 Taxes <b>STMT 3</b>	702.	702.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	1,252.	1,252.		0.
25 Contributions, gifts, grants paid	74,885.			74,885.
26 Total expenses and disbursements. Add lines 24 and 25	76,137.	1,252.		74,885.
27 Subtract line 26 from line 12	-29,291.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		45,594.		
c Adjusted net income (if negative, enter -0-)			N/A	



SCANNED MAY 17 2010

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		60,596.	43,626.	43,626.	
	2	Savings and temporary cash investments		4,732.	13,911.	13,911.	
	3	Accounts receivable ▶					
		Less allowance for doubtful accounts ▶					
	4	Pledges receivable ▶					
		Less allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U S and state government obligations					
	b	Investments - corporate stock STMT 4			430,621.	409,121.	727,290.
	c	Investments - corporate bonds					
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	<b>Total assets (to be completed by all filers)</b>			<b>495,949.</b>	<b>466,658.</b>	<b>784,827.</b>	
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					
	22	Other liabilities (describe ▶)					
23	<b>Total liabilities (add lines 17 through 22)</b>			<b>0.</b>	<b>0.</b>		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	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 ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31						
	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			495,949.	466,658.		
30	<b>Total net assets or fund balances</b>			<b>495,949.</b>	<b>466,658.</b>		
31	<b>Total liabilities and net assets/fund balances</b>			<b>495,949.</b>	<b>466,658.</b>		

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	495,949.
2	Enter amount from Part I, line 27a	2	-29,291.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	466,658.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>466,658.</b>

**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 FRANKLIN RESOURCES - 500 SHRS	D	01/01/98	11/05/09
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 51,732.		21,500.	30,232.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (j) over col (k), if any	
a			30,232.
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	30,232.
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	79,112.	791,704.	.099926
2007	61,256.	967,236.	.063331
2006	40,030.	868,950.	.046067
2005	23,275.	674,085.	.034528
2004	23,350.	519,445.	.044952

2 Total of line 1, column (d)	2	.288804
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	.057761
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	678,256.
5 Multiply line 4 by line 3	5	39,177.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	456.
7 Add lines 5 and 6	7	39,633.
8 Enter qualifying distributions from Part XII, line 4 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	8	74,885.

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

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits. Values include 456.00 and 0.00.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes 'Yes' and 'No' columns. Values include 'X' and 'N/A'. Includes sub-rows 8a and 8b.

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ JOHN W. HANCOCK III Telephone no ▶ 562-598-3351 Located at ▶ 192 MARINA DRIVE, LONG BEACH, CA ZIP+4 ▶ 90803			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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)?  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
JOHN W. HANCOCK III 192 MARINA DRIVE LONG BEACH, CA 90803	FOUNDATION MANAGER 4.00	0.	0.	0.

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

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

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

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

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

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

**Part IX-B** Summary of Program-Related Investments

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

Total. Add lines 1 through 3 ▶ 0.

**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	627,153.
b	Average of monthly cash balances	1b	52,111.
c	Fair market value of all other assets	1c	9,321.
d	Total (add lines 1a, b, and c)	1d	688,585.
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	688,585.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	10,329.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	678,256.
6	Minimum investment return. Enter 5% of line 5	6	33,913.

**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	33,913.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	456.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	456.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,457.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	33,457.
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	33,457.

**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	74,885.
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	74,885.
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	456.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,429.

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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				33,457.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007			13,202.	
<b>e</b> From 2008			40,651.	
<b>f</b> Total of lines 3a through e	53,853.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 74,885.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				33,457.
<b>e</b> Remaining amount distributed out of corpus	41,428.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	95,281.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	95,281.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005				
<b>b</b> Excess from 2006				
<b>c</b> Excess from 2007			13,202.	
<b>d</b> Excess from 2008			40,651.	
<b>e</b> Excess from 2009			41,428.	



**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 5				
<b>Total</b>			▶ 3a	74,885.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			▶ 3b	0.



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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Declaration of preparer: 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: John W. Hancock, Date: 5-7-2010, Title: Manager. Preparer's signature: Joe G. Orsell, Date: 5-6-10, Check if self-employed: [ ], Preparer's identifying number: [ ], Firm's name: CRISELL & ASSOCIATES, CPA'S, 2199 E. WILLOW ST., SIGNAL HILL, CALIFORNIA 90755, Phone no: (562) 595-0501.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
FRANKLIN RESOURCES INC	8,700.	0.	8,700.	
HONEYWELL INTERNATIONAL	7,903.	0.	7,903.	
UBS FINANCIAL CASHFUND	11.	0.	11.	
TOTAL TO FM 990-PF, PART I, LN 4	16,614.	0.	16,614.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTANT FEE	550.	550.		0.	
TO FORM 990-PF, PG 1, LN 16B	550.	550.		0.	

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CALIFORNIA FRANCHISE TAX	10.	10.		0.	
FEDERAL TAX ON INVESTMENT INCOME	567.	567.		0.	
DOMESTIC STOCK FILING FEE	50.	50.		0.	
MAINTENANCE FEE	75.	75.		0.	
TO FORM 990-PF, PG 1, LN 18	702.	702.		0.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
HONEYWELL INTERNATIONAL, INC. - COMMON	160,771.	251,055.	
FRANKLIN RESOURCES, INC. - COMMON	248,350.	476,235.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	409,121.	727,290.	

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	5
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALS ASSOC GREATER L.A. CHAPTER PO BOX 565 AGOURA HILLS, CA 91376-0565	NONE IN MEMORY OF BERNICE HANCOCK	PUBLIC	250.
ALGALITA MARINE RESEARCH FOUNDATION 148 N MARINA DRIVE LONG BEACH, CA 90803	NONE PACIFIC EXPLORATION 2009	PUBLIC	250.
AMERICAN CANCER SOCIETY 936 PINE AVENUE LONG BEACH, CA 90813	NONE DONATION FOR LONG BEACH GALA	PUBLIC	250.
AMERICAN RED CROSS 3150 E 29TH ST LONG BEACH, CA 90806-2397	NONE SUPPORT	PUBLIC	250.
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, #100 LONG BEACH, CA 90802	NONE IN MEMORY OF JEANNE BRODEUR	PUBLIC	250.
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, #100 LONG BEACH, CA 90802	NONE MAKING WAVES CAPITAL PLEDGE #2	PUBLIC	20,000.

JOHN W. HANCOCK FOUNDATION

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CALIFORNIA CONF FOR EQUALITY & JUSTICE 444 W OCEAN BLVD, STE 940 LONG BEACH, CA 90802	NONE BUILDING BRIDGES YOUTH PROGRAMS	PUBLIC	250.
CALIFORNIA CONF FOR EQUALITY & JUSTICE 444 W OCEAN BLVD, STE 940 LONG BEACH, CA 90802	NONE ADOPT-A-STUDENT PROGRAM	PUBLIC	250.
CSULB FOUNDATION 6300 STATE UNIVERSITY DR, #306 LONG BEACH, CA 90815	NONE PRESIDENT'S ASSOCIATES MEMBERSHIP	PUBLIC	1,250.
FOOD FINDERS 3434 ATLANTIC LONG BEACH, CA 90807	NONE KEEP THE TRUCKS ROLLING CAMPAIGN	PUBLIC	100.
FRIENDS OF COLORADO LAGOON 203 ARGONNE, SUITE B (#140) LONG BEACH, CA 90803	NONE SUPPORT	PUBLIC	100.
HATHAWAY-SYCAMORES CHILD & FAMILY SERVICES 210 S DE LACEY AVE, STE 110 PASADENA, CA 91105	NONE SUPPORT	PUBLIC	250.
HOLLYWOOD BOWL PO BOX 1951 LOS ANGELES, CA 900781951	NONE SUPPORT	PUBLIC	5,160.
INTERNATIONAL CITY THEATRE PO BOX 32069 LONG BEACH, CA 908322069	NONE FEATURED ROLE LEVEL	PUBLIC	250.
KCET 4401 SUNSET BLVD LOS ANGELES, CA 900276017	NONE SUPPORT	PUBLIC	250.
KOCE PO BOX 25112 SANTA ANA, CA 927995112	NONE MEMBERSHIP RENEWAL	PUBLIC	150.

Organization Name and Address	Category	Public/Other	Amount
CLASICAL KUSC PO BOX 80354 LOS ANGELES, CA 900800354	NONE SUPPORT - PLEDGE	PUBLIC	250.
LEUKEMIA & LYMPHOMA SOCIETY 7118 PEABODY STREET LONG BEACH, CA 90808	NONE NORRIS BLOOD HOUNDS - IN MEMORY OF CARMEN'S BROTHER	PUBLIC	100.
LONG BEACH AQUARIUM 320 GOLDEN SHORE, #100 LONG BEACH, CA 90802	NONE SPONSORSHIP DONATION	PUBLIC	1,200.
LONG BEACH BLAST 737 PINE AVENUE, STE 201 LONG BEACH, CA 90813	NONE 2009 GOLD SPONSOR	PUBLIC	500.
LONG BEACH CITY COLLEGE FOUNDATION 4901 E CARSON ST (B-12) LONG BEACH, CA 908081780	NONE GATEWAY TO GREATNESS PLEDGE #3	PUBLIC	5,000.
LONG BEACH CITY COLLEGE FOUNDATION 4901 E CARSON ST (B-12) LONG BEACH, CA 908081706	NONE PRESIDENT'S CIRCLE	PUBLIC	1,000.
LONG BEACH COMMUNITY FOUNDATION 400 OCEANGATE, STE 800 LONG BEACH, CA 90802	NONE FOUNDERS FUND COMMITMENT	PUBLIC	5,000.
LONG BEACH DAY NURSERY 1548 CHESTNUT AVENUE LONG BEACH, CA 90813	NONE 2009 NURSERY GOLF TOURNAMENT	PUBLIC	125.
LONG BEACH MEMORIAL 2801 ATLANTIC AVENUE LONG BEACH, CA 908019961	NONE IN MEMORY OF MARCELLA CRAIG	PUBLIC	250.
LONG BEACH PUBLIC LIBRARY FOUNDATION 154 QUINCY AVENUE LONG BEACH, CA 90803	NONE GRAPE EXPECTATIONS - CHARDONNAY LEVEL	PUBLIC	2,000.

LONG BEACH SYMPHONY 111 W OCEAN BLVD, #22 LONG BEACH, CA 90802	NONE CRESCENDO UNDERWRITING DONATION	PUBLIC	1,000.
LONG BEACH SYMPHONY ORCHESTRA 110 W OCEAN BLVD, #22 LONG BEACH, CA 90802	NONE LBSO CLASSIC GOLF TOURNAMENT SPONSORSHIP	PUBLIC	1,000.
MMCF/STEEL MAGNOLIAS PO BOX 41158 LONG BEACH, CA 90803	NONE MEMORIAL MED CTR/STEEL MAGNOLIAS OF STRAMSKI CENTER GALA	PUBLIC	250.
MEMORIAL MEDICAL CENTER FOUNDATION PO BOX 1428 LONG BEACH, CA 908019961	NONE BUILDING FOR CHILDREN	PUBLIC	20,000.
MUSEUM OF LATIN AMERICAN ART 628 ALAMITOS AVE LONG BEACH, CA 908029928	NONE COLLEAGUE MOLAA MEMBERSHIP	PUBLIC	200.
MUSIC CENTER 135 N GRAND AVENUE LOS ANGELES, CA 900123013	NONE FUND FOR THE PERFORMING ARTS	PUBLIC	250.
NANCY EGAN SCHOLARSHIP FUND/OCHSA C/O ORANGE COUNTY HIGH 1010 N MAIN ST SANTA ANA, CA 92701	NONE IN MEMORY OF NANCY EGAN	PUBLIC	250.
NATIONAL MPS SOCIETY PO BOX 1486 DURHAM, NC 27709	NONE IN HONOR OF BRYCE CHESSE	PUBLIC	250.
NATIONAL PARK FOUNDATION PO BOX 17394 BALTIMORE, MD 212981394	NONE SUPPORT	PUBLIC	100.
PARTNERS OF PARKS 5001 DEUKMEJIAN DRIVE LONG BEACH, CA 908049986	NONE PARK STEWARD LEVEL	PUBLIC	150.

<p>RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 908159943</p>	<p>NONE CAPITAL CAMPAIGN FUND</p>	<p>PUBLIC</p>	<p>5,000.</p>
<p>RANCHO LOS ALAMITOS FOUNDATION 6400 BIXBY HILL ROAD LONG BEACH, CA 908159943</p>	<p>NONE SUPPORT EDUCATIONAL PROGRAMS</p>	<p>PUBLIC</p>	<p>1,250.</p>
<p>TODD CANCER INSTITUTE 2801 ATLANTIC AVENUE LONG BEACH, CA 908011428</p>	<p>NONE IN MEMORY OF SANDI SHADDEN</p>	<p>PUBLIC</p>	<p>250.</p>
<p>WOODS HOLE OCEANOGRAPHIC INSTITUTION ASSOC FENNO HOUSE, MS #40 WOODS HOLE, MA 02543</p>	<p>NONE EXPLORER LEVEL</p>	<p>PUBLIC</p>	<p>250.</p>
<p>TOTAL TO FORM 990-PF, PART XV, LINE 3A</p>			<p><u>74,885.</u></p>