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

OMB No. 1545-0052

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 2009, 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.

G.A.G. CHARITABLE CORPORATION
132 N. EL CAMINO REAL #325
ENCINITAS, CA 92024

A Employer identification number

95-2568756

B Telephone number (see the instructions)

(541) 899-1099

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 2,059,160.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (all sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	35.	35.	N/A	
	4 Dividends and interest from securities	51,846.	51,846.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-209,234.			
	b Gross sales price for all assets on line 6a	479,533.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
ADMINISTRATIVE AND OPERATING EXPENSES	10a Gross sales (less returns and allowances)				
	b Less (Cost of goods sold)				
	c Gross profit (loss) (att sch)				
	11 Other income (attach schedule) SEE STATEMENT 1	88.	88.		
	12 Total. Add lines 1 through 11	-157,265.	51,969.		
	13 Compensation of officers, directors, trustees, etc	76,000.	32,680.		43,320.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) SEE ST 2	11,158.	8,369.		2,790.
17 Interest					
18 Taxes (attach schedule)(see instr) SEE STM 3	637.				
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) SEE STATEMENT 4	6,656.	3,114.		3,542.	
24 Total operating and administrative expenses. Add lines 13 through 23	94,451.	44,163.		49,652.	
25 Contributions, gifts, grants paid PART XV	54,085.			54,085.	
26 Total expenses and disbursements. Add lines 24 and 25	148,536.	44,163.		103,737.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-305,801.				
b Net investment income (if negative, enter -0-)		7,806.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing		3,947.	3,947.
	2 Savings and temporary cash investments	156,590.	160,858.	160,858.
	3 Accounts receivable	2,160.		
	Less allowance for doubtful accounts	2,160.	2,160.	2,160.
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,119.	4,555.	4,555.
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,749,122.	1,341,702.	1,285,938.
	c Investments – corporate bonds (attach schedule)	503,894.	590,289.	601,702.
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	2,416,885.	2,103,511.	2,059,160.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)	7,573.		
	23 Total liabilities (add lines 17 through 22)	7,573.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds	2,409,312.	2,103,511.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	2,409,312.	2,103,511.	
31 Total liabilities and net assets/fund balances (see the instructions)	2,416,885.	2,103,511.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,409,312.
2 Enter amount from Part I, line 27a	2	-305,801.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	2,103,511.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,103,511.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a PUBLICLY TRADED SECURITIES-ST		P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES-LT		P	VARIOUS	VARIOUS
c SCHWAB-CAPITAL GAIN DIST-LT		P	VARIOUS	VARIOUS
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 60,467.		74,527.	-14,060.
b 418,635.		614,240.	-195,605.
c 431.			431.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-14,060.
b			-195,605.
c			431.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-209,234.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3	-14,060.

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 N/A

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b .		1	156.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	156.
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	156.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,830.	
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	1,830.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,674.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input 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 type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>KEITH M. SPRAGUE, C.P.A.</u> Telephone no <u>(559) 625-0320</u> Located at <u>822 W. CENTER, VISALIA, CA</u> ZIP + 4 <u>93291</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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
1 a 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 checked="" type="checkbox"/> Yes <input 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
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?	1 c	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	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)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOROTHY SALANT 500 SUMMIT AVENUE MILL VALLEY, CA 94941	PRESIDENT 5.00	30,000.	0.	0.
PETER SALANT 5288 LITTLE APPELATE JACKSONVILLE, OR 97530	CFO 4.00	20,000.	0.	0.
WILLIAM RYBNICK 145 ARGYLE ROAD BROOKLYN, NY 11218	ADMINISTRATOR 1.00 DIRECTOR	6,000.	0.	0.
ANTHONY SALANT 2450 TETEN WAY OLIVENHAIN, CA 92024	ADMINISTRATOR 3.00 SECRETARY	20,000.	0.	0.

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

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

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

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 – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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.

1	N/A	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

1	N/A	
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	1,866,362.
b Average of monthly cash balances	1b	35,627.
c Fair market value of all other assets (see instructions)	1c	6,991.
d Total (add lines 1a, b, and c)	1d	1,908,980.
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	1,908,980.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	28,635.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,880,345.
6 Minimum investment return. Enter 5% of line 5	6	94,017.

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	94,017.
2a Tax on investment income for 2009 from Part VI, line 5	2a	156.	
b Income tax for 2009 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		156.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		93,861.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		93,861.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		93,861.

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	103,737.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	103,737.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	103,737.

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				93,861.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			96,587.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 103,737.				
a Applied to 2008, but not more than line 2a			96,587.	
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				7,150.
e Remaining amount distributed out of corpus	0.			
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	0.			
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 instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				86,711.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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)				
a Paid during the year SEE ATTACHED SCHEDULE			SEE ATTACHED SCHEDULE	54,085.
Total				3a 54,085.
b Approved for future payment				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	35.	
4	Dividends and interest from securities			14	51,846.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			1	88.	
8	Gain or (loss) from sales of assets other than inventory					-209,234.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				51,969.	-209,234.
13	Total. Add line 12, columns (b), (d), and (e)				13	-157,265.

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]

2009

FEDERAL STATEMENTS

PAGE 1

CLIENT 3839

G.A.G. CHARITABLE CORPORATION

95-2568756

11/09/10

01 34PM

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 88.	\$ 88.	\$ 88.
TOTAL	\$ 88.	\$ 88.	\$ 88.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	\$ 11,158.	\$ 8,369.		\$ 2,790.
TOTAL	\$ 11,158.	\$ 8,369.		\$ 2,790.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON NET INVESTMENT INCOME	\$ 161.			
FILING FEES	85.			
FOREIGN TAX PAID	391.			
TOTAL	\$ 637.	\$ 0.		\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 35.	\$ 26.		\$ 9.
CONFERENCES	70.	52.		18.
MISCELLANEOUS	363.	272.		91.
OFFICE AND ADMINISTRATION	285.	214.		71.
PAYROLL TAXES	5,865.	2,522.		3,343.
POSTAGE	38.	28.		10.
TOTAL	\$ 6,656.	\$ 3,114.		\$ 3,542.

G.A.G. CHARITABLE CORPORATION

YEAR ENDED 12/31/2009

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
American Friends Service Committee 1501 Cherry St. Philadelphia, PA 19102	"	"	\$ 1,000
Amnesty International USA 5 Penn Plaza New York, NY 10001	"	"	500
Applegate ACCESS %ACCESS, Inc 3630 Aviation Way Medford, OR 97501	"	"	1,500
Camelot Theatre P.O. Box 780 Talent, OR 97540	"	"	500
Claremont-McKenna College Bauer Center, Room 322 500 E Ninth St Claremont, CA 91711	"	"	1,750
Community Resource Center 650 2nd Street Encinitas, CA 92024	"	"	1,000
Farm School Sentinel Elm Farm Moore Hill Road Athol, MA 01331	"	"	500
Friends of the Redwoods 40 Camino Alto Mill Valley, CA 94941	"	"	250
Friends of Ruch Library 7919 Highway 238 Jacksonville, OR 97530	"	"	500
Grand Canyon Trust 1400 16th St. NW - Suite 300 Washington, DC 20036	"	"	1,000

G.A.G. CHARITABLE CORPORATION
YEAR ENDED 12/31/2009

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Halleck Creek Riding Club P.O. Box 189 Inverness, CA 94937	"	"	\$ 500
Happy Trails Riding Academy P.O. Box 572 Visalia, CA 93279	"	"	500
Harvard Magazine 7 Ware St. Cambridge, MA 02138	"	"	135
Hospice By the Bay Foundation 17 East Sir Francis Drake Blvd Larkspur, CA 94939	"	"	250
International Crane Foundation E-11376 Shady Lane Rd, Box 447 Baraboo, WI 53913	"	"	100
Klamath-Siskiyou Wildlands Center P.O. Box 102 Ashland, OR 97520	"	"	3,500
La Costa Canyon High School Foundation One Maverick Way Carlsbad, CA 92009	"	"	2,400
Los Angeles Family School 2646 Griffith Park Blvd Los Angeles, CA 90039	"	"	500
Marin Community Food Bank 75 Digital Dr. Novato, CA 94949	"	"	1,000
Medford Schools Foundation P.O. Box 1126 Medford, OR 97501	"	"	1,000
MedicAlert Foundation 2323 Colorado Ave. Turlock, CA 95382	"	"	100

G.A.G. CHARITABLE CORPORATION
YEAR ENDED 12/31/2009

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Mendocino Coast Botanical Gardens 18220 No. Highway 1 Fort Bragg, CA 95437	"	"	\$ 100
Mill Valley Library Foundation 375 Throckmorton Mill Valley, CA 94941	"	"	250
National Alliance for the Mentally Ill, Marin 710 C St., #215 San Rafael, CA 94901	"	"	250
National Dance Institute 594 Broadway, Room 805 New York, NY 10012	"	"	4,000
National Multiple Sclerosis Society NYC Chapter 733 Third Avenue, 3rd Floor New York, NY 10017-3288	"	"	800
Natural Resources Defense Council 40 West 20th St. New York, NY 10114	"	"	1,000
O'Hanlon Center for the Arts 616 Throckmorton Ave. Mill Valley, CA 94941	"	"	1,000
Pacific Ridge School 6269 El Fuerte St. Carlsbad, CA 92009	"	"	1,000
Pesticide Action Network 965 Mission St., #514 San Francisco, CA 94103	"	"	2,500
Public Citizen Foundation 2000 P St., NW, Suite 605 Washington, DC 20036	"	"	2,500

G.A.G. CHARITABLE CORPORATION
YEAR ENDED 12/31/2009

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Public Radio , Jefferson 1250 Siskiyou Blvd. Ashland, OR 97520-5025	"	"	\$ 1,000
Public Radio & Television-KPBS 5200 Campanile Dr. San Diego State University San Diego, CA 92182-5400	"	"	2,400
Public Radio & Television, KQED 2601 Mariposa St. San Francisco, CA 94110-1400	"	"	4,000
Public Radio KZYZ&Z P.O. Box 1 Philo, CA 95466	"	"	300
Resource Renewal Institute Building A, Fort Mason Center San Francisco, CA 94123	"	"	3,000
Rogue Valley Youth Choruses 23 South Central Ave. Medford, OR 97501	"	"	500
San Diego Youth Symphony 1650 El Prado, #207A San Diego, CA 92101	"	"	450
San Francisco Symphony, Friends of Davis Symphony Hall 201 Van Ness San Francisco, CA 94102	"	"	1,500
San Elijo Lagoon Conservancy P.O. Box 230634 Encinitas, CA 92023	"	"	1,750
Schroon Lake Association Box 5 Schroon Lake, NY 12870	"	"	500
Southern Poverty Law Center P.O. Box 2087 Montgomery, AL 36102	"	"	2,000

G.A.G. CHARITABLE CORPORATION
YEAR ENDED 12/31/2009

95-2568756

<u>Name & Address</u>	<u>Relationship & Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
St. Vincent De Paul Society of Marin P.O. Box 150527 San Rafael, CA 94915	"	"	\$ 500
Tractors for our Daily Bread 3310 Germann Drive Manhattan, KS 66503	"	"	500
Voices for Children, Inc. 2851 Meadow Lark Dr. San Diego, CA 92123	"	"	2,300
Women's Initiative for Self Employment 1398 Valencia St. San Francisco, CA 94110	"	"	1,500
			\$ <u>54,085</u>

G.A.G. Charitable Corporation
Schedule 1
December 31, 2009

Investments - Part II, Line 10b

Common Stock

	Shares	Book Value	Market Value
Energy			
	160 Anadarko Petroleum	5,739	9,987
	75 Apache Corp.	8,928	7,738
	187 BP PLC ADR	7,255	10,840
	139 Chevron Corp	12,351	10,702
	138 Exxon Mobil Corp	1,695	9,410
	307 Oil/Gas Services ETF	12,357	8,743
	169 Royal Dutch Shell	12,363	10,159
	38 Schlumberger Ltd	3,415	2,474
	375 Suncor Energy Inc.	15,249	13,241
		<u>79,352</u>	<u>83,294</u>
Materials			
	780 SPDR Basic Mat ETF	29,920	25,732
		<u>29,920</u>	<u>25,732</u>
Industrials			
	110 3M Company	8,696	9,094
	162 Caterpillar Inc	10,078	9,232
	229 Emerson Electric Co.	11,790	9,756
	143 General Dynamics	11,779	9,748
	310 General Electric Co.	2,696	4,690
	202 Honeywell	11,768	7,918
	166 United Parcel Serv.	11,774	9,524
	166 United Tech Corp.	11,789	11,522
		<u>80,370</u>	<u>71,484</u>
Consumer Discretionary			
	432 Comcast Class A	8,484	7,284
	310 Home Depot, Inc.	2,811	8,968
	145 McDonalds Corp.	8,120	9,054
	216 Omnicom Group	9,620	8,456
	470 Starbucks Corp	8,492	10,838
	164 Target Corporation	8,984	7,933
	165 Time Warner	5,719	4,808
	265 Walt Disney Hold Co	6,118	8,546
		<u>58,348</u>	<u>65,887</u>

G.A.G. Charitable Corporation**Schedule 1****December 31, 2009**

	Shares	Book Value	Market Value
Consumer Staples			
	300 CVS Caremark Corp	5,937	9,663
	209 Coca-Cola Company	12,233	11,913
	115 Colgate-Palmolive Co.	6,704	9,447
	186 Costco Wholesale	12,229	11,006
	309 Kraft Foods	9,610	8,399
	184 Procter & Gamble Co	12,278	11,156
	244 Wal-Mart Stores Inc.	12,238	13,042
	330 Walgreen Company	12,235	12,117
		<hr/> 83,464	<hr/> 86,743
Health Care			
	204 Abbott Laboratories	11,282	11,014
	242 Amgen	13,724	13,690
	285 Bristol-Myers Squibb	5,350	7,196
	178 Johnson & Johnson	11,241	11,465
	225 Lilly, Eli & Co.	11,250	8,035
	230 Medtronic Inc.	11,256	10,115
	220 Merck & Co Inc	9,635	8,039
	149 Nasdaq Biotech ETF	11,199	12,193
	266 Pfizer Inc.	4,680	4,838
		<hr/> 89,617	<hr/> 86,585
Financials			
	270 American Express Co	12,495	10,940
	595 Bank of America Corp.	10,564	8,961
	3 Berkshire Hathaway B.	14,040	9,858
	70 Goldman Sachs	8,940	11,819
	283 JP Morgan Chase	12,509	11,792
	308 Morgan Stanley	12,859	9,117
	215 Travelers Co	10,458	10,720
	372 US Bancorp	12,496	8,374
	389 Wells Fargo & Co	12,465	10,499
		<hr/> 106,826	<hr/> 92,080
Information Technology			
	505 Cisco Systems	19,108	12,090
	350 Dell Inc.	3,040	5,026
	365 EMC Corp.	25,541	6,377
	27 Google	13,880	16,740
	248 Hewlett-Packard	12,114	12,775
	106 Int Bus. Mach. (IBM)	12,029	13,875
	590 Intel	12,122	12,036
	428 Microsoft Inc.	6,701	13,045
	631 Oracle Corp.	12,112	15,478
	275 Qualcomm	12,180	12,721
	443 eBay	15,970	10,424
	232 iSh GS Semi Indx ETF	12,120	11,421
		<hr/> 156,917	<hr/> 142,008

G.A.G. Charitable Corporation

Schedule 1

December 31, 2009

Shares	Book Value	Market Value
Telecommunication Services		
410 Vgd Telecom ETF	<u>24,077</u>	<u>23,169</u>
	24,077	23,169
Utilities		
475 SPDR Utilities ETF	17,175	14,734
167 Vgd Utility ETF	<u>13,447</u>	<u>10,885</u>
	30,622	25,619
Miscellaneous		
2,000 MassMutual Corp Inv.	<u>92,660</u>	<u>100,400</u>
	92,660	100,400
<u>STOCK FUNDS (US Small-Medium)</u>		
1,312.373 DFA Tax Mgd Tgt Val	16,991	21,759
5,141.950 DFA US Micro Cap	52,981	54,299
2,007.248 DFA US Small Cap	31,357	33,080
1,279.735 Longleaf Small Cap	27,945	27,860
280 000 S&P 600/Growth ETF	12,568	15,999
803 564 Vangd Extd Mkt Sig	24,930	22,564
1,055.274 Vangd Sm Cap Gr Ind	18,726	17,760
2,192 319 Vangd Sm Cap Val Ind	<u>32,182</u>	<u>28,632</u>
	217,680	221,953
<u>STOCK FUNDS (Foreign)</u>		
862.595 DFA Emerging Mkts	21,752	23,463
4,645.954 DFA Int'l Large Cap	102,840	87,112
1,919.425 DFA Int'l Lg Cap Val	36,944	32,726
2,285 164 DFA Int'l Small Cap	35,273	32,518
335.720 Vngd Int'l Value	12,233	10,276
594 000 iShares MSCI Gr ETF	<u>40,155</u>	<u>32,741</u>
	249,197	218,836
<u>REAL ESTATE SECURITIES</u>		
3,343.011 DFA Intl REIT	16,535	16,109
1,511 243 DFA Real Estate	<u>26,117</u>	<u>26,039</u>
	42,652	42,148
TOTAL STOCKS	<u><u>\$ 1,341,702</u></u>	<u><u>\$ 1,285,938</u></u>

G.A.G. Charitable Corporation
Schedule 1
December 31, 2009

Investments - Part II, Line 10c

CORPORATE BONDS

Shares		Book Value	Market Value
200,000	Morgan Stan - Float	200,000	190,770
	2.379% Due 11-01-13	<u>200,000</u>	<u>190,770</u>

BOND FUNDS

710.000	Barclays TIP ETF	70,736	73,769
6,780.357	DFA 1 Yr Fixed Inc.	69,125	69,838
5,603.530	PIMCo Hi Yld Instl	37,609	49,311
876.923	Vangd It Invest Grd	8,570	8,436
3,267.286	Vangd St Bond Sig.	33,458	34,045
10,461.216	Vangd St Inv Grd Adm	106,518	110,784
4,119.637	Vanguard GNMA	43,031	43,833
		<u>369,047</u>	<u>390,016</u>

FOREIGN BOND FUNDS

2,062.664	DFA Two-Year Global	21,242	20,916
		<u>21,242</u>	<u>20,916</u>

TOTAL BONDS	<u><u>\$ 590,289</u></u>	<u><u>\$ 601,702</u></u>
--------------------	--------------------------	--------------------------

App **lication for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service► **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 ☒
- 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
	G.A.G. CHARITABLE CORPORATION	95-2568756
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	132 N. EL CAMINO REAL #325	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ENCINITAS, CA 92024	

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 (section 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 |

- The books are in the care of ► KEITH M. SPRAGUE, C.P.A.

Telephone No ► (559) 625-0320 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 8/15, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 20 09 or
 - ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 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 \$	0.
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 \$	1,830.
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.**BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.**Form **8868** (Rev. 4-2009)

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

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
	G.A.G. CHARITABLE CORPORATION	95-2568756
	Number, street, and room or suite number. If a P.O. box, see instructions	For IRS use only
	MORRIS, SPRAGUE, GROEN & NEESE CPA'S 822 WEST CENTER AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	VISALIA, CA 93291-6014	

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

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

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

- The books are in care of ☒ KEITH M. SPRAGUE, C.P.A.
Telephone No ☒ (559) 625-0320 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.

- I request an additional 3-month extension of time until 11/15, 2010.
- For calendar year 2009, or other tax year beginning , 20 , and ending , 20 .
- If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension ADDITIONAL TIME IS NECESSARY TO GATHER IMPORTANT ACCOUNTING INFORMATION NEEDED TO COMPLETE THE ANNUAL FINANCIAL STATEMENT. THE 990-PF WILL BE PREPARED BASED ON THE FINANCIAL STATEMENT AS SOON AS IT IS COMPLETED.

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 \$	0.
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 \$	1,830.
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 instrs	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 ☒ Keith M. Sprague Title CPA Date 11/9/10