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Return of 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

, 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

L.L.W.W. FOUNDATION

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

625 SOUTH FAIR OAKS AVENUE

Room/suite

360

City or town, state, and ZIP code

SOUTH PASADENA, CA 91030

A Employer identification number

95-3464689

B Telephone number

(626) 441-5188

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, col. (c), line 16)

\$ 14,991,466.

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).)

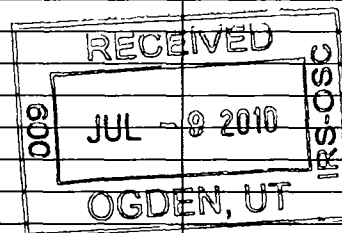
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received			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	2,164.	2,164.		STATEMENT 1
	4	Dividends and interest from securities	242,938.	242,938.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<490,628.>			
	b	Gross sales price for all assets on line 6a	2,460,698.			
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	22,138.	22,138.		STATEMENT 3
	12	Total. Add lines 1 through 11	<223,388.>	267,240.		
	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	STMT 4	4,638.	2,319.	2,319.
	c	Other professional fees				
	17	Interest				
	18	Taxes	STMT 5	220.	220.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses	STMT 6	100,508.	50,239.	50,269.
	24	Total operating and administrative expenses. Add lines 13 through 23		105,366.	52,778.	52,588.
	25	Contributions, gifts, grants paid		863,480.		863,480.
	26	Total expenses and disbursements. Add lines 24 and 25		968,846.	52,778.	916,068.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<1,192,234.>			
	b	Net investment income (if negative, enter -0-)		214,462.		
	c	Adjusted net income (if negative, enter -0-)			N/A	



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	8,583.	2,460.	2,460.
	2 Savings and temporary cash investments	348,567.	379,772.	379,772.
	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 STMT 7	351,154.	350,756.	375,607.
	b Investments - corporate stock STMT 8	8,593,489.	7,585,774.	8,255,438.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	4,965,135.	4,761,742.	5,975,507.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	0.	2,682.	2,682.
	16 Total assets (to be completed by all filers)	14,266,928.	13,083,186.	14,991,466.
	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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	14,266,928.	13,083,186.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	14,266,928.	13,083,186.	
	31 Total liabilities and net assets/fund balances	14,266,928.	13,083,186.	

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	14,266,928.
2 Enter amount from Part I, line 27a	2	<1,192,234.>
3 Other increases not included in line 2 (itemize) ▶ 2008 FEDERAL EXCISE TAX REFUND	3	8,492.
4 Add lines 1, 2, and 3	4	13,083,186.
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	13,083,186.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
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 2,460,698.		2,951,326.	<490,628.>

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			<490,628.>

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	<490,628.>
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	1,601,431.	17,027,825.	.094048
2007	1,602,428.	21,125,325.	.075853
2006	1,271,525.	20,063,804.	.063374
2005	793,491.	19,131,364.	.041476
2004	1,068,658.	18,710,825.	.057114

2 Total of line 1, column (d)	2	.331865
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	.066373
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,915,202.
5 Multiply line 4 by line 3	5	857,221.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,145.
7 Add lines 5 and 6	7	859,366.
8 Enter qualifying distributions from Part XII, line 4	8	916,068.

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)	1	2,145.
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	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	2,145.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	2,145.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	3,000.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments:	6c	
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6d	
b	Exempt foreign organizations - tax withheld at source	7	3,000.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	
7	Total credits and payments. Add lines 6a through 6d	10	855.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 855. Refunded		

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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LINDA J. BLINKENBERG Telephone no. ▶ (626) 441-5188
 Located at ▶ 625 SO. FAIR OAKS AVE., SUITE 360, S PASADENA, CA ZIP+4 ▶ 91030

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 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	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?	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.) <u>N/A</u>	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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870.

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAURA-LEE W. WOODS 1600 HUNTINGTON DRIVE SO PASADENA, CA 91030	PRESIDENT/DIR	0.00	0.	0.
MICHAEL J. CASEY 1600 HUNTINGTON DRIVE SO PASADENA, CA 91030	VICE PRES./DIR	0.00	0.	0.
LINDA J. BLINKENBERG 625 S. FAIR OAKS AVENUE STE. 360 SO PASADENA, CA 91030	SECRETARY/DIR	0.00	0.	0.
GREG E. CUSTER 1600 HUNTINGTON DRIVE SO PASADENA, CA 91030	CFO/DIR	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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	7,680,062.
b Average of monthly cash balances	1b	360,816.
c Fair market value of all other assets	1c	5,071,002.
d Total (add lines 1a, b, and c)	1d	13,111,880.
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	13,111,880.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	196,678.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,915,202.
6 Minimum investment return. Enter 5% of line 5	6	645,760.

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	645,760.
2a Tax on investment income for 2009 from Part VI, line 5	2a	2,145.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,145.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	643,615.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	643,615.
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	643,615.

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	916,068.
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	916,068.
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	2,145.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	913,923.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				643,615.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	515,861.			
e From 2008	755,244.			
f Total of lines 3a through e	1,271,105.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$	916,068.			
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				643,615.
e Remaining amount distributed out of corpus	272,453.			
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	1,543,558.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	1,543,558.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	515,861.			
d Excess from 2008	755,244.			
e Excess from 2009	272,453.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

5010 1

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE				863,480.
b Approved for future payment SEE ATTACHED SCHEDULE				1,875,000.
Total			3a	863,480.
			3b	1,875,000.

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
	(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	2,164.	
4 Dividends and interest from securities			14	242,938.	
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			14	22,138.	
8 Gain or (loss) from sales of assets other than inventory			18	<490,628.>	
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)		0.		<223,388.>	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 <223,388.>	

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

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

[illegible]

Part XVII

- | | |
|-----|----|
| Yes | No |
|-----|----|

[illegible]

- ☐ Yes ☒ No

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

Sign Here	Signature of officer or trustee <u>David J. Blinkenberg</u>		Date <u>6/3/10</u>	Title <u>SECRETARY/DIR/CFO</u>	
	Paid Preparer's Use Only	Preparer's signature <u>[Signature]</u>	Date <u>6/2/10</u>	Check if self-employed <input type="checkbox"/>	Preparer's identifying number <u>000148176</u>
Firm's name (or yours if self-employed), address, and ZIP code <u>WHITTIER TRUST COMPANY</u> <u>1600 HUNTINGTON DRIVE</u> <u>SO PASADENA, CA 91030</u>		EIN <u>95-4195174</u>		Phone no. <u>626-441-5111</u>	

Form **990-PF** (2009)

L.L.W.W. FOUNDATION

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	SCHEDULE ATTACHED-00 5010	P	VARIOUS	VARIOUS
b	SCHEDULE ATTACHED-00 5010	P	VARIOUS	VARIOUS
c	SCHEDULE ATTACHED-73 5010	P	VARIOUS	VARIOUS
d	SCHEDULE ATTACHED-82 5010	P	VARIOUS	VARIOUS
e	SCHEDULE ATTACHED-82 5010	P	VARIOUS	VARIOUS
f	CLASS ACTION PROCEEDS-00 5010	P	VARIOUS	VARIOUS
g	CLASS ACTION PROCEEDS-82 5010	P	VARIOUS	VARIOUS
h	SHORT-TERM GAINS FROM PARTNERSHIPTS-SCHEDULE ATTA	P	VARIOUS	12/31/09
i	LONG-TERM LOSSES FROM PARNTERSHIPS-SCHEDULE ATTAC		VARIOUS	12/31/09
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,198,317.		1,400,717.	<202,400.>
b 18,703.		28,283.	<9,580.>
c 8,211.		19,897.	<11,686.>
d 313,338.		430,197.	<116,859.>
e 797,125.		933,440.	<136,315.>
f 6,587.			6,587.
g 2,474.			2,474.
h 115,943.			115,943.
i		138,792.	<138,792.>
j			
k			
l			
m			
n			
o			

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

(i) 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			<202,400.>
b			<9,580.>
c			<11,686.>
d			<116,859.>
e			<136,315.>
f			6,587.
g			2,474.
h			115,943.
i			<138,792.>
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<490,628.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
WHITTIER TR CO. - NOMINEE 00 5010 PROV. TEMP. FD.	2,016.
WHITTIER TR CO. - NOMINEE 73 5010 PROV. TEMP. FD.	31.
WHITTIER TR CO. - NOMINEE 82 5010 PROV. TEMP. FD.	117.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,164.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ENERGY TRANSFER	893.	0.	893.
WHITTIER TR CO. - NOMINEE 00 5010 DIV.	12,873.	0.	12,873.
WHITTIER TR CO. - NOMINEE 00 5010 DIV.	68,039.	0.	68,039.
WHITTIER TR CO. - NOMINEE 00 5010 U.S. GOV'T INTEREST	23,102.	0.	23,102.
WHITTIER TR CO. - NOMINEE 73 5010 DIV.	22,123.	0.	22,123.
WHITTIER TR CO. - NOMINEE 73 5010 DIV.	111,365.	0.	111,365.
WHITTIER TR CO. - NOMINEE 82 5010 DIV.	4,543.	0.	4,543.
TOTAL TO FM 990-PF, PART I, LN 4	242,938.	0.	242,938.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PRTNRSHPS. - SCHEDULE ATTACHED	22,138.	22,138.	
TOTAL TO FORM 990-PF, PART I, LINE 11	22,138.	22,138.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION FEE - ALLOCATED 50% TO CHARITABLE	4,638.	2,319.		2,319.	
TO FORM 990-PF, PG 1, LN 16B	4,638.	2,319.		2,319.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX WITTHELD	220.	220.		0.	
TO FORM 990-PF, PG 1, LN 18	220.	220.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATION EXPENSE - ALLOCATED 50% TO CHARITABLE	98,686.	49,343.		49,343.	
BANK SERVICE CHARGE	20.	10.		10.	
FILING FEE	30.	0.		30.	
INSURANCE EXPENSE	1,772.	886.		886.	
TO FORM 990-PF, PG 1, LN 23	100,508.	50,239.		50,269.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST NTS 7.25 5/15/16	X		103,490.	123,789.
UST NTS 6.5 2/15/10	X		247,266.	251,818.
TOTAL U.S. GOVERNMENT OBLIGATIONS			350,756.	375,607.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			350,756.	375,607.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
OWENS WTS EX SER B	2,207.	14.
COMMON STOCKS-SEE ATTACHED SCHEDULE-73 5010	806,554.	834,791.
COMMON STOCKS-SEE ATTACHED SCHEDULE-82-5010	5,341,648.	5,908,955.
FOREIGN EQUITIES-82 5010	288,726.	390,807.
JPM CHASE	62,500.	63,125.
PPL CAPITAL	200,000.	204,720.
BB&T 8.95 9/15/63	0.	0.
CITIGROUP 8.5	0.	0.
JPM 8.625	0.	0.
MERRILL 8.625	0.	0.
FIFTH STREET	0.	0.
S&P DEPOSITARY RECEIPT	0.	0.
CITIGROUP	273,889.	243,884.
BB&T CAP TR VII	156,250.	161,562.
BANK AMERICA CORP	250,000.	245,400.
FPL 8.75 3/1/69	25,000.	28,790.
VOR 7.875 9/30/39	175,000.	170,310.
EXCEL MARITIME	4,000.	3,080.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,585,774.	8,255,438.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FDN QUALITY GRW FD	COST	930,766.	1,323,255.
FDN RELATIVE GRW FD	COST	1,040,174.	970,456.
FDN AGGRESSIVE GR FD	COST	1,236,811.	1,026,692.
FDN VALUE FD	COST	500,987.	1,369,967.
FDN INTERNATIONAL FD	COST	1,053,004.	1,285,137.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,761,742.	5,975,507.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FUND DISTRIBUTION RECEIVED IN 2010	0.	2,682.	2,682.
TO FORM 990-PF, PART II, LINE 15	0.	2,682.	2,682.

**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 ☒
- 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 L.L.W.W. FOUNDATION	Employer identification number 95-3464689
	Number, street, and room or suite no. If a P.O. box, see instructions 625 SOUTH FAIR OAKS AVENUE, NO. 360	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SOUTH PASADENA, CA 91030	

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 |

LINDA J. BLINKENBERG - 625 SO. FAIR OAKS AVE., SUITE

- The books are in the care of ▶ **360, S PASADENA, CA - 91030**

Telephone No ▶ **(626) 441-5188**

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	\$ 2,145.
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	\$ 3,000.
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)

LLWW FOUNDATION						
I.D.#95-3464689	12/31/2009					
OTHER INCOME						
990-PF, PAGE 1, LINE 11						
NET INCOME(LOSS) FROM PARTNERSHIPS						
			SHORT-TERM	LONG-TERM		
		INCOME	CAP GAINS	CAP GAINS		
		OR (LOSS)	OR (LOSS)	OR (LOSS)	NET INCOME	
WHITTIER EQUITIES FUND VII	2,001	44,024	(13,371)	32,654		
WHITTIER EQUITIES FUND VIII	(1,158)	23,230	(39,492)	(17,420)		
WHITTIER EQUITIES FUND IX	(5,094)	45,461	(38,416)	1,951		
WHITTIER EQUITIES FUND X	7,937	9,263	(48,030)	(30,830)		
WHITTIER EQUITIES FUND XI	18,452	(6,035)	517	12,934		
TOTAL NET INCOME	22,138	115,943	(138,792)	(711)		

L.L.W.W. FOUNDATION						
I.D.#95-3464689	12/31/09					
OTHER INVESTMENTS - PARTNERSHIPS			AT COST			
PARTNERSHIPS		BEG. BAL	INCOME	CONTR.	W/D	END. BAL.
WHITTIER EQUITIES FUND VII		898,112	32,654	4,868	(4,868)	930,766
WHITTIER EQUITIES FUND VIII		1,057,594	(17,420)			1,040,174
WHITTIER EQUITIES FUND IX		1,234,860	1,951			1,236,811
WHITTIER EQUITIES FUND X		532,436	(30,830)	9,681	(10,300)	500,987
WHITTIER EQUITIES FUND XI		1,242,133	12,934	23,855	(225,918)	1,053,004
TOTAL OTHER INVESTMENTS		4,965,135	(711)	38,404	(241,086)	4,761,742

0021

TAX LEDGER
PREPARED FOR ACCOUNT # 52 00 5010 0 0L - LLWW FOUNDATION

PROCESS DATE 01/07/2010

FOR TAX YEAR ENDED 12/31/2009

PAGE 1
ACCOUNT SITUS = CA
TAX ID# = 953464689
STATE TAX ID# = 0948408

SECTION A - CAPITAL GAINS & LOSSES

			SHORT TERM SALES & MATURITIES		DATE		CAPITAL PROCEEDS TO		COST BASIS	SHORT TERM GAIN OR LOSS
SHARES/PAR	SECURITY	REG	ACQUIRED	SOLD			INCOME CASH	PRINCIPAL CASH		
1000.0000	AMERIPRISE FINL INC NT SR 7.75% 2039 (03076C205)	1	05/27/09	09/30/09				24699.36	-25000.00	-300.64
2371.0000	AMERIPRISE FINL INC NT SR 7.75% 2039 (03076C205)	1	05/27/09	10/05/09			58691.65	-59275.00	-583.35	
1629.0000	AMERIPRISE FINL INC NT SR 7.75% 2039 (03076C205)	1	05/27/09	10/06/09			40247.16	-40725.00	-477.84	
2240.0000	BB&T CAPITAL TRUST V ENHANCED TR PF (05530J205)	1	09/03/08	05/12/09			55894.18	-56000.00	-105.82	
500.0000	BB&T CAPITAL TRUST V ENHANCED TR PF (05530J205)	1	09/03/08	05/13/09			12482.28	-12500.00	-17.72	
2260.0000	BB&T CAPITAL TRUST V ENHANCED TR PF (05530J205)	1	09/03/08	05/14/09			56434.81	-56500.00	-65.19	
755.0000	BB&T CAP TR VI GTD ENHNCD PFD (05531B201)	1	07/21/09	07/30/09			19214.75	-18875.00	339.75	
1745.0000	BB&T CAP TR VI GTD ENHNCD PFD (05531B201)	1	07/21/09	08/26/09			45373.89	-43625.00	1748.89	
1000.0000	ENERGY TRANSFER PRTRNS L P UNIT LTD PARTN (29273R109)	1	04/15/09	06/11/09			43463.38	-37550.00	5913.38	
1400.0000	FIFTH STREET FINANCE CORP COM (31678A103)	1	07/08/08	06/23/09			13089.66	-13146.56	-56.90	
10000.0000	JPMORGAN CHASE & CO DEP 1/400 SR J (46625H621)	1	08/14/08	07/15/09			258967.33	-250000.00	8967.33	
500.0000	KINDER MORGAN ENERGY PARTNER UT LTD PARTNER (494550106)	1	06/09/09	06/23/09			24199.37	-25750.00	-1550.63*	
5965.0000	SPDR TR S&P 500 (78462F103)	1	07/10/08	06/23/09			532839.75	-749270.81	-216431.06	
1000.0000	SUNTECH PWR HLDGS CO LTD ADR (86800C104)	1	05/22/09	05/22/09			12719.67	-12500.00	219.67	
TOTAL SHORT TERM SALES & MATURITIES								1198317.24	1400717.37	-202400.13
TOTAL SHORT TERM GAIN & LOSSES										-202400.13
			LONG TERM SALES & MATURITIES		DATE		CAPITAL PROCEEDS TO		COST BASIS	LONG TERM GAIN OR LOSS
SHARES/PAR	SECURITY	REG	ACQUIRED	SOLD			INCOME CASH	PRINCIPAL CASH		
0.8300	CITIGROUP INC COM (172967101)	1	04/06/04	08/11/09				3.63	-43.38	-39.75
2000.0000	FIFTH STREET FINANCE CORP COM (31678A103)	1	06/11/08	06/23/09			18699.51	-28240.00	-9540.49	
TOTAL LONG TERM SALES & MATURITIES								18703.14	28283.38	-9580.24
TOTAL LONG TERM GAIN & LOSSES										-9580.24
TOTAL CAPITAL GAINS & LOSSES										-211980.37

0021

TAX LEDGER
PREPARED FOR ACCOUNT # 52 00 5010 0 0L - LLWW FOUNDATION

PROCESS DATE 01/07/2010

FOR TAX YEAR ENDED 12/31/2009

PAGE 2
ACCOUNT SITUS = CA
TAX ID# = 953464689
STATE TAX ID# = 0948408

SECTION A - CAPITAL GAINS & LOSSES

* - SEE POTENTIAL WASH SALE SECTION

0021

TAX LEDGER
PREPARED FOR ACCOUNT # 34 73 5010 0 0L - LLWW FOUNDATION VALUE STRATEGYACCOUNT SITUS = PAGE 1
TAX ID# = CA
STATE TAX ID# =

PROCESS DATE 01/07/2010

FOR TAX YEAR ENDED 12/31/2009

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD			
85.0000	DIAMONDS TR UNIT SER 1	1	08/07/03	06/05/09	7459.41	-7748.60	-289.19
605.0000	GENERAL MTRS CORP COM	1	01/20/06	05/13/09	751.75	-12148.40	-11396.65
	(252787106)						
	(370442105)						
	TOTAL LONG TERM SALES & MATURITIES				8211.16	19897.00	-11685.84
	TOTAL LONG TERM GAIN & LOSSES						-11685.84
	TOTAL CAPITAL GAINS & LOSSES						-11685.84

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	SHORT TERM GAIN OR LOSS
			ACQUIRED	SOLD			
1550.0000	APPLIED MATLS INC COM	1	07/25/08	04/09/09	17530.05	-26381.00	-8850.95
	(038222105)						
400.0000	BANK OF AMERICA CORPORATION	1	07/23/08	07/15/09	5398.86	-13461.80	-8062.94
	COM	1					
550.0000	BURLINGTON NORTHN SANTA FE C	1	07/22/08	01/14/09	35071.27	-53347.47	-18276.20
	COM	1					
1850.0000	DELL INC	1	02/17/09	03/09/09	14840.80	-16779.50	-1938.70M
	(24702R101)						
150.0000	DELL INC	1	02/19/09	03/09/09	1203.31	-1228.50	-25.19M
	(24702R101)						
250.0000	ENTERGY CORP NEW COM	1	08/25/08	03/30/09	16698.24	-25699.60	-9001.36
	(29364G103)						
150.0000	GILEAD SCIENCES INC COM	1	11/14/08	01/14/09	7144.46	-7238.69	-94.23
	(375558103)						
50.0000	GILEAD SCIENCES INC COM	1	11/14/08	06/29/09	2365.12	-2412.89	-47.77
	(375558103)						
180.0000	GOLDMAN SACHS GROUP INC COM	1	06/29/09	11/23/09	30843.40	-26830.31	4013.09
	(38141G104)						
600.0000	HEWLETT PACKARD CO COM	1	07/22/08	01/14/09	21132.24	-26013.54	-4881.30
	(428236103)						
200.0000	INTUITIVE SURGICAL INC	1	04/21/08	01/14/09	19839.23	-58404.18	-38564.95
	(46120E602)						
150.0000	JOHNSON & JOHNSON COM	1	02/05/08	01/14/09	8660.95	-9458.70	-797.75
	(478160104)						
300.0000	JOHNSON & JOHNSON COM	1	11/14/08	03/17/09	15135.01	-18522.27	-3387.26
	(478160104)						
500.0000	METLIFE INC COM	1	03/17/09	11/12/09	17195.71	-10370.00	6825.71
	(59156R108)						
1900.0000	NVIDIA CORP COM	1	03/18/09	05/06/09	22078.38	-19818.90	2259.48
	(67066G104)						
25.0000	ORACLE CORP COM	1	02/05/08	01/14/09	404.75	-483.50	-78.75
	(68389X105)						
175.0000	POTASH CORP SASK INC COM	1	07/22/08	06/26/09	15943.47	-37571.13	-21627.66
	(73755L107)						
75.0000	POTASH CORP SASK INC COM	1	04/09/09	08/21/09	7217.78	-6377.87	839.91
	(73755L107)						
100.0000	POTASH CORP SASK INC COM	1	11/14/08	08/21/09	9623.70	-7326.42	2297.28
	(73755L107)						
210.0000	PRICE T ROWE GROUP INC COM	1	11/14/08	06/26/09	8689.16	-6941.11	1748.05
	(74144T108)						
300.0000	SIMON PPTY GROUP INC NEW	1	07/09/08	02/17/09	10501.26	-25538.55	-15037.29M
	COM	1					
7.0900	SIMON PPTY GROUP INC NEW	1	03/19/09	03/25/09	245.70	-240.62	5.08
	COM	1					
230.0000	STATE STR CORP COM	1	07/23/08	06/26/09	10921.02	-16485.76	-5564.74
	(857477103)						

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	SHORT TERM GAIN OR LOSS
			ACQUIRED	SOLD			
150.0000	TJX COS INC NEW COM	1	11/14/08	01/14/09	2942.98	-3311.16	-368.18
	(872540109)						
100.0000	TJX COS INC NEW COM	1	03/31/09	12/09/09	3704.93	-2572.00	1132.93
	(872540109)						
0.2100	TEVA PHARMACEUTICAL INDS LTD	1	01/14/09	01/26/09	8.79	-8.93	-0.14M
	ADR	1					
259.3770	TIME WARNER CABLE INC COM	1	11/14/08	07/15/09	7996.96	-7371.93	625.03
	(88732J207)						
TOTAL SHORT TERM SALES & MATURITIES					313337.53	430196.33	-116858.80
TOTAL SHORT TERM GAIN & LOSSES							-116858.80

SHARES/PAR	SECURITY	REG	DATE		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD			
25.0000	AT&T INC COM	1	02/05/08	07/27/09	640.93	-926.75	-285.82
	(00206R102)						
1550.0000	AT&T INC COM	1	06/30/05	07/27/09	39737.88	-31093.82	8644.06
	(00206R102)						
270.0000	ABBOTT LABS COM	1	03/29/06	06/29/09	12845.14	-11577.60	1267.54
	(002824100)						
300.0000	ABBOTT LABS COM	1	03/29/06	08/21/09	13601.65	-12864.00	737.65
	(002824100)						
75.0000	AMERICAN EXPRESS CO COM	1	08/04/06	02/19/09	988.64	-3966.00	-2977.36
	(025816109)						
10.0000	AMERICAN EXPRESS CO COM	1	02/01/06	02/19/09	131.82	-526.10	-394.28
	(025816109)						
460.0000	AMERICAN EXPRESS CO COM	1	06/30/05	02/19/09	6063.64	-21530.94	-15467.30
	(025816109)						
507.0000	AMERICAN EXPRESS CO COM	1	06/18/92	02/19/09	6683.18	-4090.84	2592.34
	(025816109)						
80.0000	AUTOMATIC DATA PROCESSING	1	11/09/99	05/01/09	2805.24	-3505.39	-700.15
	INCOME	1					
100.0000	AUTOMATIC DATA PROCESSING	1	02/08/00	05/01/09	3506.55	-4212.33	-705.78
	INCOME	1					
250.0000	AUTOMATIC DATA PROCESSING	1	05/05/99	05/01/09	8766.37	-10121.43	-1355.06
	INCOME	1					
10.0000	AUTOMATIC DATA PROCESSING	1	02/01/06	05/01/09	350.66	-398.89	-48.23
	INCOME	1					
200.0000	AUTOMATIC DATA PROCESSING	1	01/11/05	05/01/09	7013.10	-7732.13	-719.03
	INCOME	1					
535.0000	BANK OF AMERICA CORPORATION	1	06/16/08	07/15/09	7220.98	-14920.98	-7700.00
	COM	1					
1010.0000	CATERPILLAR INC DEL COM	1	02/05/08	09/21/09	52936.98	-68701.16	-15764.18
	(149123101)						

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PREPARED FOR ACCOUNT # 42 82 5010 0 0L - LLWW FOUNDATION CORPORATE AMERICA

TAX LEDGER

ACCOUNT SITUS = CA
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FOR TAX YEAR ENDED 12/31/2009

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES DATE		CAPITAL PROCEEDS TO INCOME CASH	PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD				
295.0000	CHEVRON CORP COM	(166764100)	06/30/05	07/15/09	18988.81		-16506.55	2482.26
625.0000	CHINA MOBILE HONG KONG LTD	(16941M109)	02/05/08	04/09/09	28098.71		-46582.51	-18483.80
150.0000	CISCO SYS INC COM	(17275R102)	01/09/02	01/14/09	2344.76		-3184.50	-839.74
385.0000	CONOCOPHILLIPS	(20825C104)	07/22/08	08/21/09	17005.28		-32462.28	-15457.00
100.0000	ENTERGY CORP NEW COM	(29364G103)	07/13/07	03/30/09	6679.29		-11046.31	-4367.02
25.0000	ENTERGY CORP NEW COM	(29364G103)	02/05/08	03/30/09	1669.82		-2669.25	-999.43
175.0000	ENTERGY CORP NEW COM	(29364G103)	06/30/05	03/30/09	11688.76		-13253.83	-1565.07
20.0000	ENTERGY CORP NEW COM	(29364G103)	11/16/05	03/30/09	1335.86		-1364.68	-28.82
74.5000	FREEPORT-MCMORAN COPPER & GO	(35671D857)	04/10/07	04/09/09	3263.05		-5244.30	-1981.25
175.5000	FREEPORT-MCMORAN COPPER & GO	(35671D857)	03/20/07	04/09/09	7686.77		-10808.17	-3121.40
725.0000	GENENTECH INC COM NEW	(368710406)	07/13/07	03/26/09	68875.00		-54791.80	14083.20
50.0000	GENENTECH INC COM NEW	(368710406)	02/05/08	03/26/09	4750.00		-3545.33	1204.67
75.0000	GENERAL ELECTRIC CO COM	(369604103)	09/11/07	01/14/09	1053.00		-2958.75	-1905.75
75.0000	GENERAL ELECTRIC CO COM	(369604103)	01/11/05	01/14/09	1052.99		-2669.72	-1616.73
200.0000	GILEAD SCIENCES INC COM	(375558103)	02/05/08	06/29/09	9460.50		-9021.04	439.46
610.0000	HERSHEY CO COM	(427866108)	02/05/08	07/15/09	22976.16		-21491.28	1484.88
300.0000	HERSHEY CO COM	(427866108)	02/05/08	08/21/09	11870.18		-10569.48	1300.70
100.0000	JOHNSON & JOHNSON COM	(478160104)	02/05/08	03/17/09	5045.00		-6305.80	-1260.80
150.0000	JOHNSON & JOHNSON COM	(478160104)	03/29/06	03/17/09	7567.50		-8949.00	-1381.50
10.0000	JOHNSON & JOHNSON COM	(478160104)	02/01/06	03/17/09	504.50		-580.70	-76.20
140.0000	JOHNSON & JOHNSON COM	(478160104)	11/07/00	03/17/09	7063.00		-6452.95	610.05
400.0000	JOHNSON & JOHNSON COM	(478160104)	11/07/00	08/21/09	24407.37		-18437.00	5970.37
150.0000	MACYS INC COM	(55616P104)	06/30/05	01/14/09	1424.99		-5520.04	-4095.05

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TAX LEDGER

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FOR TAX YEAR ENDED 12/31/2009

SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES DATE		CAPITAL PROCEEDS TO INCOME CASH	PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			ACQUIRED	SOLD				
700.0000	MEDTRONIC INC COM	(585055106)	01/25/07	03/17/09	19781.89		-37561.65	-17779.76
400.0000	METLIFE INC COM	(59156R108)	06/30/06	11/04/09	13568.03		-20538.12	-6970.09
300.0000	METLIFE INC COM	(59156R108)	06/30/06	11/12/09	10317.42		-15403.59	-5086.17
665.0000	METLIFE INC COM	(59156R108)	11/16/05	11/12/09	22870.29		-33437.00	-10566.71
150.0000	MICROSOFT CORP COM	(594918104)	01/09/02	01/14/09	2853.42		-5216.09	-2362.67
600.0000	NOBLE ENERGY INC COM	(655044105)	02/05/08	07/15/09	34314.62		-43309.74	-8995.12
125.0000	ORACLE CORP COM	(68389X105)	06/30/06	01/14/09	2023.74		-1833.09	190.65
1000.0000	ORACLE CORP COM	(68389X105)	06/30/06	02/17/09	17079.90		-14664.70	2415.20
75.0000	ORACLE CORP COM	(68389X105)	06/30/06	03/18/09	1194.71		-1099.85	94.86
25.0000	ORACLE CORP COM	(68389X105)	08/04/06	03/18/09	398.24		-366.00	32.24
100.0000	ORACLE CORP COM	(68389X105)	03/29/06	03/18/09	1592.94		-1379.00	213.94
900.0000	ORACLE CORP COM	(68389X105)	06/30/05	03/18/09	14336.46		-12033.00	2303.46
100.0000	POTASH CORP SASK INC COM	(73755L107)	07/22/08	08/21/09	9623.70		-21469.22	-11845.52
500.0000	QUALCOMM INC COM	(747525103)	11/16/99	07/15/09	22952.01		-22644.37	307.64
5.0000	QUALCOMM INC COM	(747525103)	11/16/05	07/15/09	229.52		-225.12	4.40
25.0000	QUALCOMM INC COM	(747525103)	02/05/08	07/15/09	1147.60		-1020.00	127.60
200.0000	QUALCOMM INC COM	(747525103)	11/09/99	07/15/09	9180.81		-7553.06	1627.75
90.0000	QUALCOMM INC COM	(747525103)	08/04/06	07/15/09	4131.36		-3227.56	903.80
135.0000	QUALCOMM INC COM	(747525103)	08/04/06	10/13/09	5566.55		-4841.35	725.20
30.0000	QUALCOMM INC COM	(747525103)	06/30/05	10/13/09	1237.01		-997.20	239.81
435.0000	QUALCOMM INC COM	(747525103)	01/09/02	10/13/09	17936.68		-10279.05	7657.63
25.0000	SCHLUMBERGER LTD COM	(806857108)	02/05/08	07/15/09	1355.51		-1928.00	-572.49
455.0000	SCHLUMBERGER LTD COM	(806857108)	06/30/05	07/15/09	24670.33		-17360.52	7309.81

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TAX LEDGER
PREPARED FOR ACCOUNT # 42 82 5010 0 0L - LLWM FOUNDATION CORPORATE AMERICAACCOUNT SITUS = CA
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SECTION A - CAPITAL GAINS & LOSSES

SHARES/PAR	SECURITY	REG	LONG TERM SALES & MATURITIES		CAPITAL PROCEEDS TO INCOME CASH PRINCIPAL CASH	COST BASIS	LONG TERM GAIN OR LOSS
			DATE	DATE			
2000.0000	STARBUCKS CORP COM	1	07/13/07	04/16/09	23108.21	-52351.00	-29242.79
	(855244109)						
25.0000	STARBUCKS CORP COM	1	02/05/08	04/16/09	288.85	-469.00	-180.15
	(855244109)						
250.0000	TJX COS INC NEW COM	1	11/14/08	12/09/09	9262.31	-5518.60	3743.71
	(872540109)						
295.0000	TJX COS INC NEW COM	1	11/25/08	12/09/09	10929.53	-6147.18	4782.35
	(872540109)						
0.6666	TIME WARNER INC COM NEW	1	06/30/05	04/29/09	15.60	-25.34	-9.74
	(887317303)						
0.5975	TIME WARNER CABLE INC COM	1	06/30/05	04/23/09	17.36	-29.82	-12.46
	(88732J207)						
83.0725	TIME WARNER CABLE INC COM	1	06/30/05	07/15/09	2561.24	-4145.90	-1584.66
	(88732J207)						
12.5505	TIME WARNER CABLE INC COM	1	08/04/06	07/15/09	386.95	-620.44	-233.49
	(88732J207)						
500.0000	TRAVELERS COMPANIES, INC COM	1	06/04/07	11/04/09	25459.30	-27673.20	-2213.90
	(89417E109)						
300.0000	TRAVELERS COMPANIES, INC COM	1	02/01/06	11/04/09	15275.58	-13751.85	1523.73
	(89417E109)						
10.0000	UNITED PARCEL SERVICE INC CL B	1	02/01/06	01/14/09	479.35	-747.80	-268.45
	(911312106)						
125.0000	UNITED PARCEL SERVICE INC CL B	1	08/04/06	01/14/09	5991.81	-8661.25	-2669.44
	(911312106)						
15.0000	UNITED PARCEL SERVICE INC CL B	1	08/07/03	01/14/09	719.02	-942.00	-222.98
	(911312106)						
10.0000	UNITED TECHNOLOGIES CORP COM	1	02/01/06	03/31/09	430.51	-580.60	-150.09
	(913017109)						
830.0000	UNITED TECHNOLOGIES CORP COM	1	06/30/05	03/31/09	35732.72	-42805.59	-7072.87
	(913017109)						
	TOTAL LONG TERM SALES & MATURITIES				797125.14	933440.48	-136315.34
	TOTAL LONG TERM GAIN & LOSSES						-136315.34
	TOTAL CAPITAL GAINS & LOSSES						-253174.14

* - SEE POTENTIAL WASH SALE SECTION

Report-Date *April 21, 2010*

THE WHITTIER TRUST COMPANY

Time Prepared *09:03:14 AM*Requested By *Myrna Dichosa*Includes *Account: 34 73 5010 0 0L LLWW FOUNDATION VALUE STRATEGY**Account Holdings as of 12/31/2009*

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
US LARGE CAP EQUITIES						
00206R102	AT&T INC	605 0000	22,712 97	28 03	16,958 15	12/31/2009
013817101	ALCOA	605 0000	20,238 47	16 12	9,752 60	12/31/2009
025816109	AMERICAN EXPRESS	605 0000	29,006 16	40 52	24,514 60	12/31/2009
060505104	BANK OF AMERICA	605 0000	23,631 30	15 06	9,111 30	12/31/2009
097023105	BOEING CO	605 0000	23,518 31	54.13	32,748 65	12/31/2009
149123101	CATERPILLAR INC	605 0000	12,382 84	56 99	34,478 95	12/31/2009
166764100	CHEVRON	605 0000	53,137 15	76 99	46,578 95	12/31/2009
17275R102	CISCO SYS INC	605 0000	12,097 94	23 94	14,483 70	12/31/2009
191216100	COCA COLA CO	605 0000	32,803 33	57 00	34,485 00	12/31/2009
254687106	DISNEY WALT CO	605 0000	20,219 20	32 25	19,511 25	12/31/2009
263534109	DU PONT	605 0000	32,520 02	33 67	20,370 35	12/31/2009
30231G102	EXXON-MOBIL	605 0000	24,159 72	68.19	41,254 95	12/31/2009
369604103	GENERAL ELECTRIC	605 0000	27,489 99	15.13	9,153 65	12/31/2009
428236103	HEWLETT-PACKARD	605 0000	28,725 23	51 51	31,163 55	12/31/2009
437076102	HOME DEPOT	605 0000	32,480 15	28 93	17,502 65	12/31/2009
458140100	INTEL CORP	605 0000	32,430 37	20.40	12,342 00	12/31/2009
459200101	I B M	605 0000	65,771 63	130 90	79,194 50	12/31/2009
46625H100	JP MORGAN CHASE	605 0000	19,857 50	41.67	25,210 35	12/31/2009
478160104	JOHNSON & JOHNSON	605 0000	24,905 24	64 41	38,968 05	12/31/2009
50075N104	KRAFT FOODS	605 0000	20,063 89	27.18	16,443 90	12/31/2009
580135101	MCDONALDS CORP	605 0000	19,709 31	62 44	37,776 20	12/31/2009
58933Y105	MERCK & CO	605 0000	20,134 76	36 54	22,106.70	12/31/2009
594918104	MICROSOFT CORP	605 0000	32,726 23	30 48	18,440 40	12/31/2009
717081103	PFIZER INC	605 0000	21,695 30	18 19	11,004 95	12/31/2009
742718109	PROCTER & GAMBLE	605 0000	27,791 86	60 63	36,681 15	12/31/2009
88579Y101	3M CO COM	605 0000	26,600.34	82 67	50,015 35	12/31/2009
89417E109	TRAVELERS	605 0000	27,012 40	49 86	30,165 30	12/31/2009
913017109	UTD TECHNOLOGIES	605 0000	15,445.65	69 41	41,993 05	12/31/2009
92343V104	VERIZON COMM	605 0000	21,804 89	33 13	20,043.65	12/31/2009
931142103	WAL MART STORES	605 0000	35,481 80	53.45	32,337 25	12/31/2009
Total	US LARGE CAP EQUITIES	18,150.0000	806,553.95		834,791.10	

Report Date *April 21, 2010*

THE WHITTIER TRUST COMPANY

Time Prepared *09:03:14 AM*Requested By *Myrna Dichosa*Includes *Account: 42 82 5010 0 0L LLWW FOUNDATION CORPORATE AMERICA**Account Holdings as of 12/31/2009*

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
US LARGE CAP EQUITIES						
001055102	AFLAC	1,150 0000	50,914 41	46 25	53,187 50	12/31/2009
00184X105	AOL INC COM	128 7271	2,421 25	23 28	2,996 77	12/31/2009
00206R102	AT&T INC	1,398 0000	27,592 49	28 03	39,185 94	12/31/2009
002824100	ABBOTT LABS	870 0000	32,655.15	53 99	46,971 30	12/31/2009
009158106	AIR PRODUCTS	600 0000	33,531 59	81 06	48,636 00	12/31/2009
037411105	APACHE CORP	850 0000	63,107 91	103 17	87,694 50	12/31/2009
037833100	APPLE COMPUTER	520 0000	81,538 96	210 732	109,580 64	12/31/2009
060505104	BANK OF AMERICA	4,459 0000	52,463 05	15 06	67,152 54	12/31/2009
075887109	BECTON DICKINSON	735 0000	41,817 91	78 86	57,962 10	12/31/2009
086516101	BEST BUY	875 0000	29,486 28	39 46	34,527 50	12/31/2009
126650100	CVS CORP	775.0000	24,048 56	32 21	24,962 75	12/31/2009
151020104	CELGENE CORP	950 0000	57,861.29	55 68	52,896 00	12/31/2009
165167107	CHESAPEAKE ENERGY	775 0000	14,915 96	25 88	20,057 00	12/31/2009
166764100	CHEVRON	1,390 0000	77,776 61	76 99	107,016 10	12/31/2009
17275R102	CISCO SYS INC	4,165.0000	77,787 45	23 94	99,710 10	12/31/2009
20030N101	COMCAST CL A	2,310 0000	46,154 27	16 86	38,946 60	12/31/2009
242370104	DEAN FOODS	2,225 0000	66,921 33	18 04	40,139 00	12/31/2009
244199105	DEERE & CO	1,375 0000	62,210 19	54 09	74,373 75	12/31/2009
24702R101	DELL INC	1,850 0000	15,151 50	14 36	26,566 00	12/31/2009
25179M103	DEVON ENERGY	975 0000	60,747.42	73.50	71,662 50	12/31/2009
254687106	DISNEY WALT CO	1,150 0000	23,034 84	32 25	37,087 50	12/31/2009
268648102	EMC CORP	1,940 0000	25,756 40	17 47	33,891 80	12/31/2009
278642103	EBAY INC	900 0000	19,908 00	23 53	21,177 00	12/31/2009
291011104	EMERSON ELECTRIC	2,245.0000	74,528 57	42 60	95,637 00	12/31/2009
30161N101	EXELON CORP	1,260 0000	75,336 35	48 87	61,576 20	12/31/2009
30231G102	EXXON-MOBIL	2,215 0000	147,503 23	68 19	151,040 85	12/31/2009
35671D857	FREEPORT - MCMORAN	560 0000	23,759 66	80 29	44,962 40	12/31/2009
369604103	GENERAL ELECTRIC	5,315 0000	163,228 02	15 13	80,415 95	12/31/2009
372917104	GENZYME	600 0000	35,689.44	49 01	29,406 00	12/31/2009
375558103	GILEAD SCIENCES	1,600 0000	61,977 29	43 27	69,232 00	12/31/2009
38141G104	GOLDMAN SACHS	255 0000	25,162 04	168.84	43,054 20	12/31/2009
38259P508	GOOGLE INC	105 0000	53,068 61	619 98	65,097 90	12/31/2009
427866108	HERSHEY FOODS	340 0000	11,978 74	35 79	12,168 60	12/31/2009
428236103	HEWLETT-PACKARD	1,155 0000	39,498 95	51 51	59,494 05	12/31/2009
452308109	ILLINOIS TOOL WKS	1,335 0000	57,182 61	47 99	64,066 65	12/31/2009
458140100	INTEL CORP	2,365 0000	45,014 50	20.40	48,246 00	12/31/2009
459200101	I B M	755 0000	56,963 74	130 90	98,829 50	12/31/2009
464287200	ISHARES S&P 500	7,965 0000	823,130 80	111 81	890,566 65	12/31/2009
46625H100	JP MORGAN CHASE	2,725.0000	132,104 71	41 67	113,550 75	12/31/2009
478160104	JOHNSON & JOHNSON	625 0000	26,731 99	64 41	40,256 25	12/31/2009
482480100	KLA INSTRUMENTS	750 0000	17,718 83	36 16	27,120 00	12/31/2009
53217V109	LIFE TECH	1,425 0000	58,913 89	52 22	74,413 50	12/31/2009
548661107	LOWES COS	1,660 0000	33,266 40	23 39	38,827 40	12/31/2009
55616P104	MACY'S INC	2,955.0000	68,490.16	16 76	49,525 80	12/31/2009
57636Q104	MASTER CARD INC.	130 0000	22,328 98	255 98	33,277 40	12/31/2009
580135101	MCDONALDS CORP	970.0000	27,024 20	62 44	60,566.80	12/31/2009
58155Q103	MCKESSON HBOC INC	1,175 0000	46,188 38	62 50	73,437 50	12/31/2009
58405U102	MEDCO HEALTH	1,000 0000	31,990 28	63 91	63,910 00	12/31/2009
594918104	MICROSOFT CORP	4,060 0000	108,713 11	30 48	123,748 80	12/31/2009
595017104	MICROCHIP TECH	950 0000	22,237 70	29 05	27,597 50	12/31/2009
61166W101	MONSANTO NEW	430 0000	47,046 26	81 75	35,152 50	12/31/2009
68389X105	ORACLE SYSTEMS	3,425 0000	54,698 95	24 53	84,015 25	12/31/2009
713448108	PEPSICO INC	1,310 0000	61,922 22	60 80	79,648 00	12/31/2009

Report Date *April 21, 2010*

THE WHITTIER TRUST COMPANY

Time Prepared *09:03:14 AM*Requested By *Myrna Dichosa*Includes *Account: 42 82 5010 0 0L LLWW FOUNDATION CORPORATE AMERICA**Account Holdings as of 12/31/2009*

Cusip No	Security Name	Shares / Par	Investment	Unit Price	Market Value	Price Date
718172109	PHILIP MORRIS INTL	1,385 0000	32,741 07	48.19	66,743 15	12/31/2009
74144T108	PRICE T ROWE GROUP	1,290 0000	42,638 24	53 25	68,692 50	12/31/2009
742718109	PROCTER & GAMBLE	1,725 0000	100,223 20	60.63	104,586.75	12/31/2009
747525103	QUALCOMM INC	415 0000	8,500 20	46 26	19,197 90	12/31/2009
755111507	RAYTHEON	1,000 0000	39,064 60	51 52	51,520 00	12/31/2009
78462F103	SPDR S&P 500	8,270 0000	963,047 10	111.44	921,608 80	12/31/2009
816851109	SEMPRA CORP	850 0000	38,139 75	55.98	47,583 00	12/31/2009
857477103	STATE STREET	1,210 0000	78,185 78	43 54	52,683 40	12/31/2009
871829107	SYSCO CORP	1,865 0000	62,150.10	27 94	52,108 10	12/31/2009
872540109	TJX COMPANIES	605 0000	12,606 93	36 55	22,112 75	12/31/2009
87612E106	TARGET CORP	1,170 0000	57,274 86	48.37	56,592 90	12/31/2009
883556102	THERMO ELECT CORP	1,380 0000	53,744 97	47 69	65,812 20	12/31/2009
88579Y101	3M CO COM	660 0000	47,766 89	82.67	54,562 20	12/31/2009
887317303	TIME WARNER	1,416 0000	34,484.07	29 14	41,262 24	12/31/2009
89417E109	TRAVELERS	630 0000	28,122.79	49 86	31,411 80	12/31/2009
907818108	UNION PACIFIC	900 0000	37,337 07	63 90	57,510 00	12/31/2009
911312106	UNITED PARCEL	610 0000	38,070 00	57 37	34,995 70	12/31/2009
931142103	WAL MART STORES	2,045.0000	102,408 06	53 45	109,305 25	12/31/2009
949746101	WELLS FARGO	3,090 0000	92,270 79	26 99	83,399 10	12/31/2009
959802109	WESTERN UN CO	1,700 0000	31,670 11	18 85	32,045 00	12/31/2009
Total	US LARGE CAP EQUITIES	116,241.7271	5,341,648.01		5,908,955 03	
FOREIGN EQUITIES						
088606108	BHP LTD ADR	500 0000	31,644 15	76 58	38,290 00	12/31/2009
204409601	CEMIG SA - SPONS ADR	3,000 0000	41,202 90	18 06	54,180 00	12/31/2009
25243Q205	DIAGEO PLC	610 0000	32,490 49	69 41	42,340 10	12/31/2009
71654V408	PETROLEO BRASI	720 0000	28,027 37	47 68	34,329 60	12/31/2009
806857108	SCHLUMBERGER LTD	1,480 0000	56,469.40	65 09	96,333 20	12/31/2009
881624209	TEVA PHARM	1,308 0000	55,539 29	56 18	73,483 44	12/31/2009
91912E105	COMPANHIA VALE	1,200 0000	24,552 00	29 03	34,836 00	12/31/2009
H27013103	WEATHER FORD INT	950 0000	18,800.79	17 91	17,014 50	12/31/2009
Total	FOREIGN EQUITIES	9,768.0000	288,726.39		390,806.84	

LLWW FOUNDATION, 95-3464689

CONTRIBUTIONS PAID

FISCAL YEAR ENDED DECEMBER 31, 2009

RECIPIENT/ADDRESS	ORGANIZATION STATUS	PURPOSE	CONTRIBUTION AMOUNT
Armand Hammer Museum of Art and Cultural Center at UCLA <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Oranges and Sardines Exhibition	\$ 10,000
Armand Hammer Museum of Art and Cultural Center AT UCLA <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Heat Waves in a Swamp. The Paintings of Charles Burchfield - 2:1 Challenge	\$ 50,000
Armand Hammer Museum of Art and Cultural Center at UCLA <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Heat Waves in a Swamp: The Paintings of Charles Burchfield	\$ 50,000
The Armitage Foundation Ltd. <i>New York, NY</i>	170(b)(1)(A)(vi)	Armitage Gone Dance Program	\$ 1,000
The Armitage Foundation Ltd. <i>New York, NY</i>	170(b)(1)(A)(vi)	Program Support	\$ 5,000
Art Santa Fe Presents Inc. <i>Santa Fe, NM</i>	170(b)(1)(A)(vi)	Profile of Ed Moses	\$ 1,000
Art Santa Fe Presents Inc <i>Santa Fe, NM</i>	170(b)(1)(A)(vi)	Profile of Ed Moses	\$ 10,000
Bard College <i>Annandale-on-Hudson, NY</i>	170(b)(1)(A)(ii)	Center for Curatorial Studies Library	\$ 15,000
Bennington College <i>Bennington, VT</i>	170(b)(1)(A)(ii)	Peter Drucker for Excellence and Innovation	\$ 525,000
California Heritage Museum <i>Santa Monica, CA</i>	170(b)(1)(A)(vi)	Program Support	\$ 35,000
Carnegie Museum of Pittsburgh <i>Pittsburgh, PA</i>	170(b)(1)(A)(vi)	In Honor of Richard Armstrong	\$ 1,000
The Chinati Foundation <i>Fullerton, CA</i>	170(b)(1)(A)(vi)	Annual Newsletter	\$ 10,000

The Colleagues <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	In Memory of Ellie Simpson, Barbara Thompson, William Davidson and Sandy Payne	\$	4,000
The Colleagues <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Children's Institute International Programs	\$	5,000
The Colleagues <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Children's Program	\$	250
Creative Time <i>New York, NY</i>	170(b)(1)(A)(vi)	Program Support	\$	1,000
The Fabric Workshop, Inc <i>Philadelphia, PA</i>	170(b)(1)(A)(vi)	Artists-in-Residence Program	\$	45,000
The Fabric Workshop, Inc <i>Philadelphia, PA</i>	170(b)(1)(A)(vi)	Program Support	\$	5,000
The International Council of the Museum of Modern Art <i>New York, NY</i>	501(C)(3), 509 (a)(2)	Support Programs	\$	5,730
The International Council of the Museum of Modern Art <i>New York, NY</i>	501(C)(3), 509 (a)(2)	Beyond Revolution A Sourcebook for Contemporary Chinese Art	\$	10,000
Los Angeles Opera Company <i>Los Angeles, CA</i>	170(b)(1)(A)(vi)	Program Support	\$	1,500
Marlborough School <i>Los Angeles, CA</i>	10(b)(1)(A)(ii)	In Memory of Cynthia Michel	\$	1,000
Museum Associates/dba Los Angeles County Museum of Modern Art (LACMA) <i>Los Angeles, CA</i>	501(C)(3), 509 (a)(2)	Program Support	\$	5,000
Museum of Modern Art <i>New York, NY</i>	170(b)(1)(A)(vi)	2009 Annual Fund	\$	5,000
Music Associates of Aspen (Aspen Music School) <i>Aspen, CO</i>	170(b)(1)(A)(vi)	Scholarship Support	\$	15,000
Santa Barbara Museum of Natural History <i>Santa Barbara, CA</i>	170(b)(1)(A)(vi)	Butterflies Alive Program	\$	10,000
Santa Monica Museum of Art <i>Santa Monica, CA</i>	170(b)(1)(A)(vi)	Allen Ruppersberg Exhibition Challenge Grant	\$	15,000
Santa Monica Museum of Art <i>Santa Monica, CA</i>	170(b)(1)(A)(vi)	Incognito Cogniscenti	\$	1,000

Sita Santa Fe <i>Santa Fe, NM</i>	170(b)(1)(A)(vi)	Pretty Is As Pretty Does Exhibition	\$	10,000
Smithsonian Institution Archives of American Art <i>Washington, DC</i>	170(b)(1)(A)(vi)	Salute to Richard Artschwager, Douglas Cramer, Jack Lenor Larsen and Klaus Kertess	\$	1,000
Whitney Museum of Art	170(b)(1)(A)(vi)	National Committee	\$	10,000
			<hr/>	
TOTAL CONTRIBUTIONS			\$	863,480

LLWW FOUNDATION, 95-3464689

COMMITMENT STATUS

AS OF JANUARY 1, 2010

ORGANIZATION/ADDRESS	ORGANIZATION STATUS	PURPOSE	COMMITMENT AMOUNT
Bennington College <i>Palo Alto, CA</i>	170(b)(1)(a)(ii)	Support Peter Drucker Fund for Excellence and Innovation	\$ 1,875,000
TOTAL COMMITMENTS			\$ 1,875,000