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

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

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

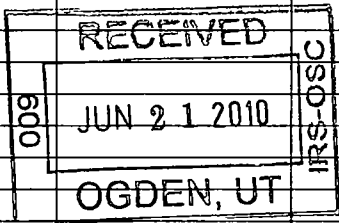
G Check all that apply.  Initial return  Amended return  Initial return of a former public charity  Address change  Name change  Final return

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE GEORGIA B. RIDDER FOUNDATION		A Employer identification number 95-4813547
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (818) 752-2880
	4705 LAUREL CANYON BLVD. 204		
	City or town, state, and ZIP code VALLEY VILLAGE, CA 91607-3998		

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) ▶ \$ 3,648,068.  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 page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (attach schedule)	764,913.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	68,798.	68,798.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-69,448.			
b	Gross sales price for all assets on line 6a 427,529.				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	18,817.	18,817.		ATCH 2
12	Total. Add lines 1 through 11	783,080.	87,615.		
13	Compensation of officers, directors, trustees, etc.	5,000.	500.		4,500.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 3	4,000.	0.	0.	4,000.
c	Other professional fees (attach schedule) *	15,486.	15,486.		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) *	3,586.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	73,601.	73,516.		85.
24	Total operating and administrative expenses. Add lines 13 through 23	101,673.	89,502.	0.	8,585.
25	Contributions, gifts, grants paid	50,000.			50,000.
26	Total expenses and disbursements. Add lines 24 and 25	151,673.	89,502.	0.	58,585.
27	Subtract line 26 from line 12	631,407.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		-0-		
c	Adjusted net income (if negative, enter -0-)			-0-	



SCANNED JUN 25 2010

Operating and Administrative Expenses

110 0114

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 . . . . .		17,725.	17,725.	17,725.
	2	Savings and temporary cash investments . . . . .		413,057.	530,227.	530,227.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) * *		254,638.	153,443.	150,025.
	b	Investments - corporate stock (attach schedule) ATCH 8		1,356,049.	1,856,241.	2,107,085.
	c	Investments - corporate bonds (attach schedule) ATCH 9		554,097.	738,584.	789,066.
	i	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 10		50,238.	53,940.	53,940.	
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		2,645,804.	3,350,160.	3,648,068.	
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	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 . . . . .		2,645,804.	3,350,160.		
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .		2,645,804.	3,350,160.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .		2,645,804.	3,350,160.		

**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	2,645,804.
2	Enter amount from Part I, line 27a . . . . .	2	631,407.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 11 . . . . .	3	72,949.
4	Add lines 1, 2, and 3 . . . . .	4	3,350,160.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	3,350,160.

\*\* ATCH 7

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	SEE PART IV SCHEDULE				
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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			
a					
b					
c					
d					
e					
2	Capital gain net income or (net capital loss) . . . . .		2	-69,448.	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. . . . .			3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . .  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	156,576.	2,422,820.	0.064626
2007	58,262.	2,359,300.	0.024695
2006	104,111.	1,568,190.	0.066389
2005	20.	1,141,525.	0.000018
2004	2,423.	402,619.	0.006018
2	Total of line 1, column (d) . . . . .		0.161746
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 . . . . .		0.032349
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .		2,676,046.
5	Multiply line 4 by line 3 . . . . .		86,567.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		
7	Add lines 5 and 6 . . . . .		86,567.
8	Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18		58,585.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of 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 ruling letter if necessary - see instructions)		
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	0.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	0.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6 a	2,120.
b	Exempt foreign organizations-tax withheld at source	6 b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6 c	0.
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments Add lines 6a through 6d	7	2,120.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	2,120.
11	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input type="checkbox"/> 2,120. <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a		X
1 b		X
1 c		X
2		X
3		X
4 a		X
4 b		X
5		X
6	X	
7	X	
8 a		
8 b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . . 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address NONE
14 The books are in care of MICHAEL S. WHALEN Telephone no 818-752-2880
Located at ATTACHMENT 12 ZIP + 4 91607-3998
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) 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? X Yes No
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) 3b X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If yes, did the foundation receive any proceeds or have any net income...

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions). Table with columns: (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. Row 1: ATTACHMENT 13, 5,000., 0., 0.

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,436,722.
b	Average of monthly cash balances	1b	228,141.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	51,935.
d	<b>Total</b> (add lines 1a, b, and c)	1d	2,716,798.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,716,798.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	40,752.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,676,046.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	133,802.

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

1	Minimum investment return from Part X, line 6	1	133,802.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	133,802.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	133,802.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	133,802.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	58,585.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	<b>Qualifying distributions</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	58,585.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	58,585.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				133,802.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .				
b Total for prior years 20 07, 20 06, 20 05 . . . . .				
3 Excess distributions carryover, if any, to 2009.				
a From 2004 . . . . .				
b From 2005 . . . . .				
c From 2006 . . . . .				
d From 2007 . . . . .				
e From 2008 . . . . . 15,195.				
f Total of lines 3a through e . . . . .	15,195.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 58,585.				
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .				58,585.
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) )	15,195.			15,195.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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 . . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				60,022.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .				
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 XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII; d Amounts included in line 2c not used directly for active conduct of exempt activities; e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i></p> <p>ATTACHMENT 14</p>				
<b>Total.</b> . . . . . ▶ <b>3a</b>				50,000.
<i>b Approved for future payment</i>				
<b>Total.</b> . . . . . ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Other investment income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No, Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE



**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

**2009**

<b>Name of the organization</b> THE GEORGIA B. RIDDER FOUNDATION	<b>Employer identification number</b> 95-4813547
---------------------------------------------------------------------	-----------------------------------------------------

**Organization type (check one)**

**Filers of:**

**Section:**

Form 990 or 990-EZ

- 501(c)( ) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization <b>THE GEORGIA B. RIDDER FOUNDATION</b>	Employer identification number <b>95-4813547</b>
--------------------------------------------------------------	-----------------------------------------------------

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GEORGIA RIDDER CHARITABLE TRUST <hr/> 4705 LAUREL CANYON BOULEVARD, SUITE 204 <hr/> VALLEY VILLAGE, CA 91607-3998	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	RIDDER FAMILY TRUST <hr/> 4705 LAUREL CANYON BOULEVARD, SUITE 204 <hr/> VALLEY VILLAGE, CA 91607-3998	\$ 464,913.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
<i>R</i>			
FILING FEES	15,115.	15,115.	
	85.		85.
	58,401.	58,401.	
TOTALS	<u>73,601.</u>	<u>73,516.</u>	<u>85.</u>

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS AND INTEREST FROM SECURITIES	72,791.	72,791.
ACCRUED INTEREST PAID	-3,993.	-3,993.
TOTAL	<u>68,798.</u>	<u>68,798.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER PORTFOLIO INCOME - FROM LLC	18,817.	18,817.
TOTALS	<u>18,817.</u>	<u>18,817.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX RETURN PREPARATION	4,000.			4,000.
TOTALS	<u>4,000.</u>	<u>0.</u>	<u>0.</u>	<u>4,000.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGER FEES	15,486.	15,486.
TOTALS	<u>15,486.</u>	<u>15,486.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	3,586.
TOTALS	<u>3,586.</u>

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

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. GOVT DEBT SECURITIES	254,638.	153,443.	150,025.
US OBLIGATIONS TOTAL	<u>254,638.</u>	<u>153,443.</u>	<u>150,025.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PUBLICLY TRADED EQUITIES - SEE STATEMENT ATTACHED	1,356,049.	1,856,241.	2,107,085.
TOTALS	<u>1,356,049.</u>	<u>1,856,241.</u>	<u>2,107,085.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS - SEE STATEMENT ATTACHED	554,097.	738,584.	789,066.
TOTALS	<u>554,097.</u>	<u>738,584.</u>	<u>789,066.</u>

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
RIDDER THOROUGHBRED STBLS LLC	50,238.	53,940.	53,940.
TOTALS	<u>50,238.</u>	<u>53,940.</u>	<u>53,940.</u>

ATTACHMENT 11

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
RIDDER FAMILY TRUST DTD 11/23/1982 - FINAL YEAR DEDUCTIONS	72,949.
TOTAL	<u>72,949.</u>

FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

4705 LAUREL CANYON BLVD., SUITE 204 VALLEY VILLAGE, CA

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

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MICHAEL S WHALEN 4705 LAUREL CANYON BLVD. 204 VALLEY VILLAGE, CA 91607-3998	PRESIDENT/DIRECTOR 1.00	5,000.	0.	0.
<u>GRAND TOTALS</u>		<u>5,000.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

HUNTINGTON HOSPITAL  
100 W CALIFORNIA BLVD  
PASADENA, CA 91105

NONE  
509(A) (1)

TO SUPPORT AND PROMOTE PUBLIC HEALTH

50,000

TOTAL CONTRIBUTIONS PAID

50,000

# Capital Gains and Losses

**2009**

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

Name of estate or trust

THE GEORGIA B. RIDDER FOUNDATION

Employer identification number

95-4813547

Note: Form 5227 filers need to complete only Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 611.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet					4 ( )
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back					5 611.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b -55,511.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8 -14,548.
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet					11 ( )
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back					12 -70,059.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
13	Net short-term gain or (loss)	13		611.
14	Net long-term gain or (loss):			
a	Total for year	14a		-70,059.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-69,448.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>		16
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	
a	The loss on line 15, column (3) or b \$3,000	( 3,000 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23.	25		
26	Subtract line 25 from line 24.	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22.	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% ( 15 )			30
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).			31
32	Add lines 30 and 31			32
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041).			33
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36).			34





**Spears Abacus Advisors LLC**  
**REALIZED GAINS AND LOSSES**  
**GEORGIA B. RIDDER FOUNDATION**  
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
<b>CORPORATE BONDS</b>							
3/17/08	10/16/09	10,000	CITIZENS COMMUNICATIONS CO 6 250% Due 01-15-13	9,100	9,990		890
5/15/09	12/17/09	50,000	FISHER SCIENTIFIC INTL COMPANY GUARNT 6 750% Due 08-15-14	51,009	51,688	679	
				<b>60,109</b>	<b>61,678</b>	<b>679</b>	<b>890</b>
<b>US GOVERNMENT AGENCY INSTRUMENTS</b>							
12/18/07	10/9/09	100,000	FEDERAL HOME LN BKS 5 100% Due 10-09-12	101,195	100,000		-1,195
				<b>101,195</b>	<b>100,000</b>	<b>0</b>	<b>-1,195</b>
<b>COMMON STOCK</b>							
7/27/07	4/13/09	325	AMERICAN EXPRESS CO COM	19,111	6,634		-12,477
7/27/07	4/24/09	75	AMERICAN EXPRESS CO COM	4,410	1,889		-2,521
10/19/07	4/24/09	150	AMERICAN EXPRESS CO COM	8,684	3,778		-4,906
11/21/07	4/24/09	25	AMERICAN EXPRESS CO COM	1,366	630		-737
				<b>33,572</b>	<b>12,930</b>	<b>0</b>	<b>-20,641</b>
7/2/04	1/29/09	60	AUTOMATIC DATA PROCESSING INC COM	2,210	2,257		46
10/5/04	1/29/09	60	AUTOMATIC DATA PROCESSING INC COM	2,332	2,257		-75
2/17/05	1/29/09	80	AUTOMATIC DATA PROCESSING INC COM	3,072	3,009		-63
				<b>7,614</b>	<b>7,522</b>	<b>0</b>	<b>-92</b>
1/23/09	4/29/09	100	CERNER CORP COM	3,582	5,386	1,804	
1/23/09	6/29/09	275	CERNER CORP COM	9,851	17,654	7,803	
				<b>13,433</b>	<b>23,040</b>	<b>9,607</b>	<b>0</b>
1/17/07	4/23/09	350	CITRIX SYSTEMS INC COM	10,484	8,804		-1,680
4/12/07	6/16/09	200	CITRIX SYSTEMS INC COM	6,633	6,769		136
1/24/07	6/16/09	150	CITRIX SYSTEMS INC COM	4,810	5,077		266
1/24/07	11/23/09	250	CITRIX SYSTEMS INC COM	8,017	9,620		1,603
1/23/08	11/23/09	100	CITRIX SYSTEMS INC COM	3,075	3,848		773
1/17/07	11/23/09	200	CITRIX SYSTEMS INC COM	5,991	7,696		1,705
12/29/08	11/23/09	350	CITRIX SYSTEMS INC COM	8,115	13,468	5,353	
				<b>47,125</b>	<b>55,281</b>	<b>5,353</b>	<b>2,803</b>
5/16/08	1/26/09	215	COVANCE INC COM	17,285	7,458	-9,826	
6/6/08	1/26/09	100	COVANCE INC COM	8,069	3,469	-4,600	
10/31/08	1/26/09	145	COVANCE INC COM	6,809	5,030	-1,779	
12/29/08	1/26/09	150	COVANCE INC COM	6,501	5,203	-1,297	
				<b>38,663</b>	<b>21,161</b>	<b>-17,503</b>	<b>0</b>
3/14/08	10/29/09	250	E M C CORP MASS COM	3,749	4,171		422
12/21/06	10/29/09	250	E M C CORP MASS COM	3,413	4,171		759
2/2/06	10/29/09	100	E M C CORP MASS COM	1,343	1,668		325
				<b>8,505</b>	<b>10,011</b>	<b>0</b>	<b>1,506</b>
3/19/08	9/11/09	1000	FELCOR LODGING TR INC COM	12,605	4,747		-7,858
				<b>12,605</b>	<b>4,747</b>	<b>0</b>	<b>-7,858</b>
11/17/05	9/15/09	202	LIBERTY GLOBAL INC SER A	4,998	4,993		-5
				<b>4,998</b>	<b>4,993</b>	<b>0</b>	<b>-5</b>
10/26/00	4/29/09	300	MARRIOTT INTL INC NEW CL A	5,370	6,832		1,462
12/21/06	7/23/09	100	37 MARRIOTT INTL INC NEW CL A	4,659	2,142		-2,517
7/13/06	7/23/09	225	83 MARRIOTT INTL INC NEW CL A	8,509	4,819		-3,690
12/27/07	7/23/09	150	55 MARRIOTT INTL INC NEW CL A	5,087	3,212		-1,874

**Spears Abacus Advisors LLC**  
**REALIZED GAINS AND LOSSES**  
**GEORGIA B. RIDDER FOUNDATION**  
From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
12/29/08	7/23/09	173	25 MARRIOTT INTL INC NEW CL A	3,085	3,697	612	
12/29/08	7/30/09	0	39 MARRIOTT INTL INC NEW CL A	7	9	3	
12/29/08	8/25/09	2	MARRIOTT INTL INC NEW CL A	35	50	14	
12/29/08	9/3/09	0	01 MARRIOTT INTL INC NEW CL A	0	0	0	
				<b>26,751</b>	<b>20,760</b>	<b>629</b>	<b>-6,620</b>
11/18/08	10/22/09	150	MONSANTO CO NEW COM	11,302	11,208	-93	
12/29/08	10/22/09	75	MONSANTO CO NEW COM	5,026	5,604	578	
				<b>16,328</b>	<b>16,813</b>	<b>484</b>	<b>0</b>
12/5/05	8/18/09	100	NOKIA CORP SPONSORED ADR	1,767	1,247		-520
12/24/03	8/18/09	100	NOKIA CORP SPONSORED ADR	1,684	1,247		-437
1/8/03	8/18/09	150	NOKIA CORP SPONSORED ADR	2,363	1,870		-492
1/13/05	8/18/09	350	NOKIA CORP SPONSORED ADR	5,303	4,364		-939
1/30/03	8/18/09	50	NOKIA CORP SPONSORED ADR	718	623		-95
				<b>11,834</b>	<b>9,351</b>	<b>0</b>	<b>-2,483</b>
8/31/07	10/28/09	200	PHARMACEUTICAL PROD DEV INC COM	7,004	4,610		-2,394
2/6/07	10/28/09	200	PHARMACEUTICAL PROD DEV INC COM	6,817	4,610		-2,207
1/12/07	10/28/09	475	PHARMACEUTICAL PROD DEV INC COM	15,937	10,950		-4,987
12/29/08	10/28/09	300	PHARMACEUTICAL PROD DEV INC COM	8,294	6,916	-1,378	
				<b>38,052</b>	<b>27,086</b>	<b>-1,378</b>	<b>-9,588</b>
2/20/09	11/11/09	725	QUANTA SVCS INC COM	12,544	15,239	2,695	
				<b>12,544</b>	<b>15,239</b>	<b>2,695</b>	<b>0</b>
4/27/06	5/12/09	150	STRYKER CORP COM	6,625	6,119		-506
3/26/08	7/16/09	100	STRYKER CORP COM	6,406	4,003		-2,403
5/12/08	7/16/09	100	STRYKER CORP COM	6,392	4,003		-2,388
12/21/06	7/16/09	25	STRYKER CORP COM	1,375	1,001		-374
11/20/06	7/16/09	100	STRYKER CORP COM	5,171	4,003		-1,167
				<b>25,968</b>	<b>19,129</b>	<b>0</b>	<b>-6,839</b>
6/23/06	9/30/09	225	WELLS FARGO & CO NEW COM	7,372	6,303		-1,069
12/27/07	9/30/09	200	WELLS FARGO & CO NEW COM	6,122	5,603		-519
12/29/08	9/30/09	175	WELLS FARGO & CO NEW COM	4,859	4,903	44	
				<b>18,353</b>	<b>16,809</b>	<b>44</b>	<b>-1,588</b>
7/9/07	8/19/09	550	XILINX INC COM	15,377	11,780		-3,598
2/28/08	8/19/09	175	XILINX INC COM	3,950	3,748		-202
				<b>19,328</b>	<b>15,528</b>	<b>0</b>	<b>-3,800</b>
TOTAL GAINS						19,585	8,387
TOTAL LOSSES						(12,974)	(63,898)
						<b>496,977</b>	<b>442,077</b>
						<b>611</b>	<b>(55,511)</b>

**TOTAL REALIZED GAIN/LOSS** (54,900)  
**NO CAPITAL GAINS DISTRIBUTIONS**



Spears Abacus Advisors LLC  
**PORTFOLIO APPRAISAL - SETTLED TRADES**  
**GEORGIA B. RIDDER FOUNDATION**  
 December 31, 2009

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
<b>CASH AND EQUIVALENTS</b>							
	Schwab Govt Money Market Fund		530,227 46		530,227 46	14 8	0 0
			530,227 46		530,227 46	14 8	0 0
<b>TREASURY NOTES</b>							
50,000	UNITED STATES TREAS NTS 5 000% Due 02-15-11	101 59	50,794 60	104 80	52,400 40	1 5	4 8
			50,794 60		52,400 40	1 5	4 8
<b>GOVERNMENT BONDS</b>							
100,000	FEDERAL FARM CR BKS CONS 5 500% Due 04-05-17	102 65	102,647 50	97 62	97,625 00	2 7	5 6
			102,647 50		97,625 00	2 7	5 6
<b>CORPORATE BONDS</b>							
50,000	XEROX CORP 7 125% Due 06-15-10	102 65	51,325 00	102 29	51,143 20	1 4	7 0
50,000	GENERAL ELEC CAP CORP MTN BE 5 720% Due 08-22-11	100 02	50,010 00	101 69	50,845 90	1 4	5 6
100,000	SEARIVER MARITIME FINL HLDGS 0 000% Due 09-01-12	73 28	73,282 50	92 83	92,833 30	2 6	0 0
40,000	CITIZENS COMMUNICATIONS CO 6 250% Due 01-15-13	91 00	36,400 00	100 25	40,100 00	1 1	6 2
100,000	AMERICAN EXPRESS CR CORP MTNBE 5 875% Due 05-02-13	100 00	100,000 00	107 32	107,315 90	3 0	5 5
50,000	HOST MARRIOTT L P 7 125% Due 11-01-13	99 75	49,875 00	101 62	50,812 50	1 4	7 0
50,000	STAPLES INC 9 750% Due 01-15-14	103 80	51,900 00	121 85	60,922 55	1 7	8 0
50,000	WYNN LAS VEGAS LLC / WYNN 6 625% Due 12-01-14	96 75	48,375 00	96 62	48,312 50	1 4	6 9
50,000	BANK NEW YORK INC SUB CORE NT 4 950% Due 03-15-15	99 31	49,655 00	105 04	52,518 30	1 5	4 7
50,000	CORNING INC 6 050% Due 06-15-15	80 05	40,025 00	100 80	50,402 45	1 4	6 0
50,000	MGM MIRAGE 6 625% Due 07-15-15	94 75	47,375 00	77 75	38,875 00	1 1	8 5
50,000	OWENS CORNING NEW 6 500% Due 12-01-16	99 55	49,775 00	102 41	51,203 65	1 4	6 3
50,000	GENERAL ELECTRIC CO 5 250% Due 12-06-17	100 00	50,000 00	102 19	51,093 25	1 4	5 1
			697,997 50		746,378 50	20 9	5 5



Spears Abacus Advisors LLC  
**PORTFOLIO APPRAISAL - SETTLED TRADES**  
**GEORGIA B. RIDDER FOUNDATION**  
*December 31, 2009*

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
<b>CONVERTIBLE BONDS</b>							
50,000	HOLOGIC INC 2 000% Due 12-15-37	81 17	40,587 50	85 37	42,687 50	1 2	2 3
			40,587 50		42,687 50	1 2	2 3
<b>COMMON STOCK</b>							
1,000 00	ACE LTD SHS	53 58	53,579 85	50 40	50,400 00	1 4	2 5
800 00	ALLERGAN INC COM	47 11	37,687 96	63 01	50,408 00	1 4	0 3
2,325 00	ALTERA CORP COM	20 77	48,279 40	22 63	52,614 75	1 5	0 9
1,600 00	AMDOCS LTD ORD	28 58	45,729 43	28 53	45,648 00	1 3	0 0
950 00	AMERICAN EXPRESS CO COM	36 07	34,266 05	40 52	38,494 00	1 1	1 8
425 00	APACHE CORP COM	61 11	25,973 77	103 17	43,847 25	1 2	0 6
370 00	APPLE INC COM	105 42	39,006 67	210 73	77,970 84	2 2	0 0
1,100 00	AUTOMATIC DATA PROCESSING INC COM	41 16	45,276 38	42 82	47,102 00	1 3	3 2
1,200 00	BAXTER INTL INC COM	54 89	65,870 51	58 68	70,416 00	2 0	2 0
1,000 00	CELGENE CORP COM	37 53	37,525 09	55 68	55,680 00	1 6	0 0
3,700 00	CISCO SYS INC COM	20 85	77,149 16	23 94	88,578 00	2 5	0 0
3,700 00	COMCAST CORP NEW CL A	19 17	70,945 17	16 86	62,382 00	1 7	2 2
2,300 00	CROWN CASTLE INTL CORP COM	24 16	55,561 60	39 04	89,792 00	2 5	0 0
2,500 00	CVS CAREMARK CORPORATION COM	30 53	76,320 49	32 21	80,525 00	2 3	1 1
2,500 00	E M C CORP MASS COM	10 95	27,376 92	17 47	43,675 00	1 2	0 0
850 00	F M C CORP COM NEW	54 68	46,475 35	55 76	47,396 00	1 3	0 9
1,600 00	GENERAL ELECTRIC CO COM	35 86	57,379 88	15 13	24,208 00	0 7	2 6
300 00	GOLDMAN SACHS GROUP INC COM	111 54	33,461 13	168 84	50,652 00	1 4	0 8
150 00	GOOGLE INC CL A	403 31	60,496 31	619 98	92,997 00	2 6	0 0
3,300 00	JABIL CIRCUIT INC COM	16 41	54,153 52	17 37	57,321 00	1 6	1 6
600 00	JOHNSON & JOHNSON COM	55 53	33,320 95	64 41	38,646 00	1 1	3 0
950 00	KOHL'S CORP COM	50 03	47,526 41	53 93	51,233 50	1 4	0 0
975 00	MEDTRONIC INC COM	46 21	45,050 51	43 98	42,880 50	1 2	1 9
2,550 00	MICROSOFT CORP COM	26 30	67,061 55	30 48	77,724 00	2 2	1 7
850 00	NESTLE S A SPONSORED ADR	39 13	33,259 68	48 56	41,276 93	1 2	2 0
2,000 00	ORACLE CORP COM	21 30	42,608 95	24 53	49,060 00	1 4	0 8
700 00	PROCTER & GAMBLE CO COM	58 82	41,171 00	60 63	42,441 00	1 2	3 2
1,600 00	QUALCOMM INC COM	42 28	67,648 88	46 26	74,016 00	2 1	1 6
800 00	SCHLUMBERGER LTD COM	56 06	44,848 54	65 09	52,072 00	1 5	1 3



Spears Abacus Advisors LLC  
PORTFOLIO APPRAISAL - SETTLED TRADES  
**GEORGIA B. RIDDER FOUNDATION**  
December 31, 2009

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
155 00	SIMON PPTY GROUP INC NEW COM	58 88	9,126 66	79 80	12,369 00	0 3	3 0
900 00	ST JUDE MED INC COM	36 70	33,029 05	36 78	33,102 00	0 9	0 0
2,612 00	STAPLES INC COM	20 66	53,970 59	24 59	64,229 08	1 8	1 5
875 00	STATE STR CORP COM	57 88	50,642 29	43 54	38,097 50	1 1	0 1
425 00	STRYKFR CORP COM	43 07	18,306 39	50 37	21,407 25	0 6	1 2
1,000 00	TARGET CORP COM	47 63	47,627 34	48 37	48,370 00	1 4	1 4
1,700 00	THERMO FISHER SCIENTIFIC INC COM	47 89	81,408 93	47 69	81,073 00	2 3	0 0
300 00	TORTOISE ENERGY INFRSTRCTR CP COM	28 56	8,568 99	31 02	9,306 00	0 3	7 0
2,200 00	WEATHERFORD INTERNATIONAL LTD REG	12 93	28,453 10	17 91	39,402 00	1 1	0 0
900 00	WELLS FARGO & CO NEW COM	25 08	22,573 58	26 99	24,291 00	0 7	0 7
2,500 00	WESTERN UN CO COM	18 81	47,019 90	18 85	47,125 00	1 3	0 3
1,050 00	XTO ENERGY INC COM	38 57	40,502 74	46 53	48,856 50	1 4	1 1
			1,856,240 66		2,107,085 10	58 9	1 0
<b>TOTAL PORTFOLIO</b>			<b>3,278,495.22</b>		<b>3,576,403.96</b>	<b>100.0</b>	<b>2.0</b>

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

▶ **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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>THE GEORGIA B. RIDDER FOUNDATION</b>	Employer identification number <b>95-4813547</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>4705 LAUREL CANYON BLVD.</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>VALLEY VILLAGE, CA 91607-3998</b>	

**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 |

• The books are in the care of ▶ MICHAEL S. WHALEN

Telephone No ▶ 818 752-2880      FAX No. ▶ 818 752-2990

- 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 08/15, 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.	<b>3a</b>	\$ 565.
3b 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	<b>3b</b>	\$ 2,120.
3c <b>Balance Due.</b> 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	<b>3c</b>	\$

**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

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-14,548.	
156,981.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 156,370.				P	611.	
285,096.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 340,607.				P	-55,511.	
TOTAL GAIN (LOSS) .....							<u>-69,448.</u>	