Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: TIRZAH M DEWHURST 015490-00-04

Number and street (or P O box number if mail is not delivered to street address): P O BOX 45174 | Room/suite

City or town, state, and ZIP code: SAN FRANCISCO, CA 94145-0174

A Employer identification number: 95-6010715

B Telephone number (see page 10 of the instructions): (858) 522-6605

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 [X] 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)* ▶ $ 1,195,171.

J Accounting method: [X] 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)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	35,759.	35,537.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	25,920.			
	b Gross sales price for all assets on line 6a 478,725.				
	7 Capital gain net income (from Part IV, line 2)		25,920.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	930.			STMT 2
	12 **Total** Add lines 1 through 11	62,609.	61,457.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,256.	10,692.		3,564.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	528.	206.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	10.			10.
	24 **Total operating and administrative expenses** Add lines 13 through 23	15,794.	10,898.	NONE	4,574.
	25 Contributions, gifts, grants paid	52,656.			52,656.
	26 **Total expenses and disbursements** Add lines 24 and 25	68,450.	10,898.	NONE	57,230.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-5,841.			
	b **Net investment income** (if negative, enter -0-)		50,559.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	4,511.	58,401.	58,401.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 6	288,943.	126,915.	152,855.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 7	846,733.	948,935.	983,915.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,140,187.	1,134,251.	1,195,171.
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	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ X			
27	Capital stock, trust principal, or current funds	1,140,187.	1,134,251.	
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** (see page 17 of the instructions)	1,140,187.	1,134,251.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,140,187.	1,134,251.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,140,187.
2	Enter amount from Part I, line 27a	2	-5,841.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,134,346.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	95.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,134,251.

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 DETAIL			
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) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	25,920.
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	64,014.	1,348,178.	0.04748186070
2007	72,554.	1,485,155.	0.04885281334
2006	68,356.	1,444,437.	0.04732362851
2005	93,612.	1,420,625.	0.06589494061
2004	46,856.	1,376,637.	0.03403656883

2	**Total** of line 1, column (d)	2	0.24358981199
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	0.04871796240
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,123,222.
5	Multiply line 4 by line 3	5	54,721.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	506.
7	Add lines 5 and 6	7	55,227.
8	Enter qualifying distributions from Part XII, line 4	8	57,230.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b	1	506.
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	506.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	506.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 644.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	644.
8	Enter any **penalty** for underpayment of estimated tax Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	138.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 138. **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 9			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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 ▶ N/A

14 The books are in care of ▶ UNION BANK Telephone no ▶ (858)552-6605

Located at ▶ 4660 LA JOLLA VILLAGE DR, SAN DIEGO, CA ZIP + 4 ▶ 92122

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.

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ 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			
	(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			
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			
	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) STMT 10		2b		X
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?	☐ 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		
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)*

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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).

(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
SEE STATEMENT 11		14,256.	-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."

(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
SEE STATEMENT 12		NONE	NONE	NONE

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
SEE STATEMENT 13		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 NONE	
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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. 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	1,089,679.
b	Average of monthly cash balances	1b	50,648.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	1,140,327.
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	NONE
3	Subtract line 2 from line 1d	3	1,140,327.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	17,105.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,123,222.
6	**Minimum investment return.** Enter 5% of line 5	6	56,161.

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	56,161.
2a	Tax on investment income for 2009 from Part VI, line 5	2a: 506.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b:		
c	Add lines 2a and 2b		2c	506.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	55,655.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	55,655.
6	Deduction from distributable amount (see page 25 of the instructions)		6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	55,655.

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	57,230.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	57,230.
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	506.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	56,724.

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				55,655.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			NONE	
b Total for prior years 20 07 ,20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 ...... NONE				
b From 2005 ...... 2,905.				
c From 2006 ...... NONE				
d From 2007 ...... 2,082.				
e From 2008 ...... NONE				
f **Total** of lines 3a through e	4,987.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 57,230.				
a Applied to 2008, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				55,655.
e Remaining amount distributed out of corpus	1,575.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	6,562.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				NONE
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	6,562.			
10 Analysis of line 9				
a Excess from 2005 ... 2,905.				
b Excess from 2006 ... NONE				
c Excess from 2007 ... 2,082.				
d Excess from 2008 ... NONE				
e Excess from 2009 ... 1,575.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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)

	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
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 Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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
a *Paid during the year*				
SEE STATEMENT 14				
Total . . . . ▶ **3a**				52,656.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities			14	35,759.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	25,920.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			1	930.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				62,609.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . 13 62,609.

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

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 (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date 04/26/2010 | Title VICE PRESIDENT

Paid Preparer's Use Only

Preparer's signature	Date 04/26/2010	Check if self-employed ▶ ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00353001
Firm's name (or yours if self-employed), address, and ZIP code	KPMG LLP 2020 N CENTRAL AVE, STE 700 PHOENIX, AZ 85004	EIN ▶ 13-5565207	Phone no

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 SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					37.	
		TOTAL SHORT-TERM GAIN FROM FORM 6781					274.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					283.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-85.	
		TOTAL LONG-TERM GAIN FROM FORM 6781					412.	
		23. AOL INC				P	11/28/2008	12/14/2009
		PROPERTY TYPE: SECURITIES						
601.00		340.00					261.00	
		.1818 AOL INC				P	11/28/2008	12/30/2009
		PROPERTY TYPE: SECURITIES						
4.00		3.00					1.00	
		40. AT & T INC COM				P	11/28/2008	06/24/2009
		PROPERTY TYPE: SECURITIES						
988.00		1,130.00					-142.00	
		20. AT & T INC COM				P	11/28/2008	10/26/2009
		PROPERTY TYPE: SECURITIES						
505.00		565.00					-60.00	
		1900. ALCOA INC				P	08/05/2009	08/21/2009
		PROPERTY TYPE: SECURITIES						
23,829.00		25,309.00					-1,480.00	
		250. ALCOA INC				P	08/05/2009	09/01/2009
		PROPERTY TYPE: SECURITIES						
2,891.00		3,330.00					-439.00	
		550. ALCOA INC				P	08/05/2009	10/26/2009
		PROPERTY TYPE: SECURITIES						
7,339.00		7,326.00					13.00	

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)	
		40. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES				P	10/02/2008	08/21/2009
1,306.00		1,399.00					-93.00	
		100. AMGEN INC PROPERTY TYPE: SECURITIES				P	10/02/2008	10/09/2009
5,897.00		5,925.00					-28.00	
		40. AMGEN INC PROPERTY TYPE: SECURITIES				P	10/02/2008	10/26/2009
2,163.00		2,370.00					-207.00	
		160. AMGEN INC PROPERTY TYPE: SECURITIES				P	10/02/2008	11/10/2009
8,763.00		9,480.00					-717.00	
		175. ARCHER DANIELS MIDLAND CO PROPERTY TYPE: SECURITIES				P	07/20/2009	08/04/2009
5,042.00		5,056.00					-14.00	
		30. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES				P	11/28/2008	11/18/2009
1,313.00		1,199.00					114.00	
		30. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES				P	11/28/2008	12/07/2009
1,317.00		1,199.00					118.00	
		125. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
3,401.00		3,770.00					-369.00	
		45. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
1,665.00		1,357.00					308.00	
		25. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	11/10/2009
972.00		754.00					218.00	
		55. AVERY DENNISON CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	11/18/2009
2,190.00		1,659.00					531.00	

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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)	
		75. CHEVRON CORP. COMMON STOCK PROPERTY TYPE: SECURITIES				P	11/28/2008	06/24/2009
4,970.00		5,803.00					-833.00	
		50. CHEVRON CORP. COMMON STOCK PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
3,577.00		3,869.00					-292.00	
		1500. CITIGROUP INC PROPERTY TYPE: SECURITIES				P	08/03/2009	08/21/2009
7,029.00		4,783.00					2,246.00	
		600. CITIGROUP INC PROPERTY TYPE: SECURITIES				P	08/03/2009	08/25/2009
2,835.00		1,913.00					922.00	
		90. COCA-COLA CO PROPERTY TYPE: SECURITIES				P	11/28/2008	08/03/2009
4,445.00		4,089.00					356.00	
		110. COCA-COLA CO PROPERTY TYPE: SECURITIES				P	09/01/2009	10/26/2009
5,857.00		5,351.00					506.00	
		150. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES				P	08/05/2009	08/21/2009
9,616.00		9,583.00					33.00	
		40. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES				P	08/05/2009	09/01/2009
2,398.00		2,555.00					-157.00	
		10. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES				P	08/05/2009	10/26/2009
667.00		639.00					28.00	
		50. DIAGEO PLC SPON ADR NEW PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
3,114.00		2,784.00					330.00	
		100. DIAGEO PLC SPON ADR NEW PROPERTY TYPE: SECURITIES				P	11/28/2008	11/18/2009
6,884.00		5,567.00					1,317.00	

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)	
		50. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
1,633.00		1,244.00					389.00	
		70. DU PONT E I DE NEMOURS & CO PROPERTY TYPE: SECURITIES				P	11/28/2008	12/07/2009
2,254.00		1,742.00					512.00	
		300. EBAY INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/13/2009
6,653.00		3,942.00					2,711.00	
		200. EBAY INC PROPERTY TYPE: SECURITIES				P	11/28/2008	09/25/2009
4,670.00		2,628.00					2,042.00	
		200. EBAY INC PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
4,637.00		2,628.00					2,009.00	
		50. EBAY INC PROPERTY TYPE: SECURITIES				P	11/28/2008	12/07/2009
1,177.00		657.00					520.00	
		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
1,394.00		1,590.00					-196.00	
		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
2,088.00		2,386.00					-298.00	
		250. FOREST LABS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
7,206.00		5,825.00					1,381.00	
		150. FOREST LABS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	11/10/2009
4,304.00		3,495.00					809.00	
		350. HOME DEPOT INC PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
8,160.00		8,323.00					-163.00	

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)	
		250. INTEL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	08/13/2009
4,720.00		3,470.00					1,250.00	
		50. INTEL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
935.00		694.00					241.00	
		50. INTEL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
986.00		694.00					292.00	
		50. INTEL CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	11/10/2009
970.00		694.00					276.00	
		125. INTERNATIONAL PAPER CO PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
2,453.00		1,580.00					873.00	
		60. ISHARES BARCLAYS AGGREGATE PROPERTY TYPE: SECURITIES				P	12/26/2008	03/17/2009
6,028.00		6,250.00					-222.00	
		650. ISHARES S&P 500 GROWTH INDEX PROPERTY TYPE: SECURITIES				P	10/02/2008	09/04/2009
33,455.00		35,929.00					-2,474.00	
		100. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES				P	10/02/2008	03/17/2009
3,520.00		5,418.00					-1,898.00	
		650. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES				P	10/02/2008	07/10/2009
28,534.00		35,216.00					-6,682.00	
		45. ISHARES RUSSELL 2000 GRWTH IDX PROPERTY TYPE: SECURITIES				P	08/04/2009	09/04/2009
2,737.00		2,766.00					-29.00	
		650. ISHARES S&P SMALLCAP 600 GROWTH FD PROPERTY TYPE: SECURITIES				P	10/02/2008	08/04/2009
33,188.00		37,967.00					-4,779.00	

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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)	
		40. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
2,355.00		2,264.00					91.00	
		55. KIMBERLY CLARK CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	12/14/2009
3,576.00		3,114.00					462.00	
		250. KOHLS CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
10,732.00		8,065.00					2,667.00	
		50. MERCK & CO COM PROPERTY TYPE: SECURITIES				P	07/20/2009	11/18/2009
1,703.00		1,398.00					305.00	
		125. OCCIDENTAL PETE CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
9,640.00		7,113.00					2,527.00	
		75. PETROLEO BRASILEIRO SA ADR PROPERTY TYPE: SECURITIES				P	10/06/2009	11/18/2009
3,893.00		3,476.00					417.00	
		25. PETROLEO BRASILEIRO SA ADR PROPERTY TYPE: SECURITIES				P	10/06/2009	12/17/2009
1,181.00		1,159.00					22.00	
		350. PFIZER INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
5,593.00		5,625.00					-32.00	
		300. POWERSHARES DB COMMODITY IND PROPERTY TYPE: SECURITIES				P	08/04/2009	11/18/2009
7,428.00		7,294.00					134.00	
		100. POWERSHARES DB COMMODITY IND PROPERTY TYPE: SECURITIES				P	08/04/2009	12/07/2009
2,421.00		2,496.00					-75.00	
		100. POWERSHARES DB COMMODITY IND PROPERTY TYPE: SECURITIES				P	08/04/2009	12/11/2009
2,355.00		2,496.00					-141.00	

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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)	
		150. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/03/2009
8,055.00		6,794.00					1,261.00	
		50. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
2,684.00		2,265.00					419.00	
		200. RAYONIER INC (REIT) PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
7,172.00		6,630.00					542.00	
		35. RAYONIER INC (REIT) PROPERTY TYPE: SECURITIES				P	11/28/2008	09/01/2009
1,453.00		1,160.00					293.00	
		150. ROBERT HALF INTL INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
3,879.00		3,035.00					844.00	
		500. ROBERT HALF INTL INC PROPERTY TYPE: SECURITIES				P	11/28/2008	11/18/2009
11,960.00		10,115.00					1,845.00	
		75. ROCKWELL AUTOMATION, INC. COMMON STO PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
2,257.00		2,339.00					-82.00	
		25. ROCKWELL AUTOMATION, INC. COMMON STO PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
1,000.00		780.00					220.00	
		15. ROCKWELL AUTOMATION, INC. COMMON STO PROPERTY TYPE: SECURITIES				P	11/28/2008	11/18/2009
695.00		468.00					227.00	
		45. SPDR GOLD TRUST SHS PROPERTY TYPE: SECURITIES				P	09/04/2009	12/07/2009
5,028.00		4,375.00					653.00	
		20. SPDR GOLD TRUST SHS PROPERTY TYPE: SECURITIES				P	09/04/2009	12/11/2009
2,186.00		1,945.00					241.00	

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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)	
		150. SCANA CORP NEW PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
5,196.00		5,057.00					139.00	
		250. AMEX ENERGY SEL IDX PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
13,668.00		12,643.00					1,025.00	
		900. SOUTHWEST AIRLS CO PROPERTY TYPE: SECURITIES				P	07/14/2009	08/19/2009
7,583.00		6,177.00					1,406.00	
		200. SOUTHWEST AIRLS CO PROPERTY TYPE: SECURITIES				P	07/14/2009	09/01/2009
1,612.00		1,373.00					239.00	
		450. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
10,992.00		6,998.00					3,994.00	
		700. TEXAS INSTRS INC PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
16,752.00		10,886.00					5,866.00	
		50. 3M CO PROPERTY TYPE: SECURITIES				P	07/20/2009	08/13/2009
3,613.00		3,168.00					445.00	
		.3331 TIME WARNER INC PROPERTY TYPE: SECURITIES				P	11/28/2008	04/15/2009
6.00		7.00					-1.00	
		28. TIME WARNER INC PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
855.00		552.00					303.00	
		.1195 TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES				P	11/28/2008	04/17/2009
3.00		3.00						
		21. TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES				P	11/28/2008	08/21/2009
749.00		543.00					206.00	

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)	
		50. TIME WARNER CABLE INC PROPERTY TYPE: SECURITIES				P	11/28/2008	10/26/2009
2,033.00		1,293.00					740.00	
		75. THE TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
3,449.00		3,213.00					236.00	
		30. THE TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES				P	11/28/2008	09/01/2009
1,486.00		1,285.00					201.00	
		95. THE TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
4,479.00		4,070.00					409.00	
		25. THE TRAVELERS COS INC COM PROPERTY TYPE: SECURITIES				P	11/28/2008	12/07/2009
1,263.00		1,071.00					192.00	
		200. VODAFONE GROUP SPON ADR PROPERTY TYPE: SECURITIES				P	08/03/2009	10/26/2009
4,455.00		4,047.00					408.00	
		150. WAL MART STORES INC PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
7,194.00		8,492.00					-1,298.00	
		75. WASTE MGMT INC DEL PROPERTY TYPE: SECURITIES				P	11/28/2008	08/04/2009
2,128.00		2,147.00					-19.00	
		300. WELLS FARGO & CO COM PROPERTY TYPE: SECURITIES				P	11/28/2008	06/22/2009
7,138.00		8,547.00					-1,409.00	
		40. WELLS FARGO & CO COM PROPERTY TYPE: SECURITIES				P	11/28/2008	09/01/2009
1,058.00		1,140.00					-82.00	
		50. WISCONSIN ENERGY CORP PROPERTY TYPE: SECURITIES				P	11/28/2008	09/21/2009
2,252.00		2,128.00					124.00	

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 GAIN(LOSS)							25,920.	

Form **6781**

Department of the Treasury
Internal Revenue Service

Gains and Losses From Section 1256 Contracts and Straddles

▶ Attach to your tax return.

OMB No 1545-0644

2009

Attachment Sequence No **82**

Name(s) shown on tax return: TIRZAH M DEWHURST 015490-00-04

Identifying number: 95-6010715

Check all applicable boxes (see instructions)
A ☐ Mixed straddle election
B ☐ Straddle-by-straddle identification election
C ☐ Mixed straddle account election
D ☐ Net section 1256 contracts loss election

Part I Section 1256 Contracts Marked to Market

	(a) Identification of account	(b) (Loss)	(c) Gain
1	SEE STATEMENT 15		686.

2	Add the amounts on line 1 in columns (b) and (c)	2 ( )	686.
3	Net gain or (loss) Combine line 2, columns (b) and (c)	3	686.
4	Form 1099-B adjustments See instructions and attach schedule	4	
5	Combine lines 3 and 4	5	686.
	Note: *If line 5 shows a net gain, skip line 6 and enter the gain on line 7 Partnerships and S corporations, see instructions*		
6	If you have a net section 1256 contracts loss and checked box D above, enter the amount of loss to be carried back Enter the loss as a positive number	6	
7	Combine lines 5 and 6	7	686.
8	**Short-term capital gain or (loss).** Multiply line 7 by 40% (.40) Enter here and include on the appropriate line of Schedule D (see instructions)	8	274.
9	**Long-term capital gain or (loss).** Multiply line 7 by 60% (.60) Enter here and include on the appropriate line of Schedule D (see instructions)	9	412.

Part II Gains and Losses From Straddles. Attach a separate schedule listing each straddle and its components.

Section A - Losses From Straddles

	(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Loss If column (e) is more than (d), enter difference Otherwise, enter -0-	(g) Unrecognized gain on offsetting positions	(h) Recognized loss. If column (f) is more than (g), enter difference Otherwise, enter -0-
10								

11a	Enter the short-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)	11a	( )
b	Enter the long-term portion of losses from line 10, column (h), here and include on the appropriate line of Schedule D (see instructions)	11b	( )

Section B - Gains From Straddles

	(a) Description of property	(b) Date entered into or acquired	(c) Date closed out or sold	(d) Gross sales price	(e) Cost or other basis plus expense of sale	(f) Gain If column (d) is more than (e), enter difference Otherwise, enter -0-
12						

13a	Enter the short-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)	13a	
b	Enter the long-term portion of gains from line 12, column (f), here and include on the appropriate line of Schedule D (see instructions)	13b	

Part III Unrecognized Gains From Positions Held on Last Day of Tax Year. Memo Entry Only (see instructions)

	(a) Description of property	(b) Date acquired	(c) Fair market value on last business day of tax year	(d) Cost or other basis as adjusted	(e) Unrecognized gain If column (c) is more than (d), enter difference Otherwise, enter -0-
14					

For Paperwork Reduction Act Notice, see page 4

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI	486.	486.
FOREIGN DIVIDENDS	3,534.	3,534.
NONDIVIDEND DISTRIBUTIONS	222.	
DOMESTIC DIVIDENDS	8,113.	8,113.
NONQUALIFIED FOREIGN DIVIDENDS	148.	148.
NONQUALIFIED DOMESTIC DIVIDENDS	23,256.	23,256.
TOTAL	35,759.	35,537.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		930.
	TOTALS	930.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - PRINCIPAL	322.	
FOREIGN TAXES ON QUALIFIED FOR	203.	203.
FOREIGN TAXES ON NONQUALIFIED	3.	3.
TOTALS	528.	206.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
CA STATE FILING FEE	10.	10.
TOTALS	10.	10.

TIRZAH M DEWHURST 015490-00-04 95-6010715

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET STMT	126,915.	152,855.
TOTALS	126,915.	152,855.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
ISHARES BARCLAYS AGGREGATE	C	544,884.	567,545.
ISHARES MSCI EAFE INDEX	C	61,807.	66,336.
ISHARES MSCI PACIFIC EX JPN	C	18,964.	22,754.
ISHARES RUSSELL 2000 GRWTH IDX	C	35,322.	41,182.
ISHARES RUSSELL 2000 VALUE IDX	C	67,296.	60,652.
ISHARES S&P 500 GROWTH INDEX	C	30,401.	31,895.
ABSOLUTE STRATEGIES FD	C	14,655.	15,290.
LAZARD CAP ALLOC OPP STRAT I	C	11,500.	11,461.
POWERSHARES DB	C	2,161.	2,462.
SPDR GOLD TRUST SHS	C	2,431.	2,683.
SPDR S&P 500 ETF TR UNIT SER 1	C	8,744.	8,915.
ISHARES BARCLAYS TIPS BOND	C	118,345.	119,485.
ISHARES RUSSELL MIDCAP VALUE	C	32,425.	33,255.
AMEX ENERGY SEL IDX	C		
ISHARES S&P SMALLCAP 600 GROWT	C		
TOTALS		948,935.	983,915.

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

DESCRIPTION		AMOUNT
MUTUAL FUND INCOME TIMING DIFF		95.
	TOTAL	95.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

CA

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
==

THIS QUESTION DOES NOT APPLY. THE FOUNDATION DOES NOT HAVE ANY UNDISTRIBUTED INCOME FROM PRIOR YEARS.

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

OFFICER NAME:
UNION BANK
ADDRESS:
400 CALIFORNIA STREET
SAN FRANCISCO, CA 94104
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .... 14,256.

TOTAL COMPENSATION: 14,256.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
==

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
==

NAME:
NONE

STATEMENT 13

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
REES-STEALY RESEARCH FOUNDATION
ADDRESS:
ATTN: AMI ABBOTT
SAN DIEGO, CA 92101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 52,656.

TOTAL GRANTS PAID: 52,656.

TIRZAH M DEWHURST 015490-00-04 95-6010715

FORM 6781, PART I -- SECTION 1256 CONTRACTS MARKED TO MARKET

DESCRIPTION	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR BASIS	LOSS	GAIN
POWERSHARES DB COMMODITY INDEX TRAC		OPEN				686.
TOTAL GAINS AND LOSSES						686.

TIRZAH M DEWHURST 015490-00-04 95-6010715

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
40. AT & T INC COM	11/28/2008	06/24/2009	988.00	1,130.00	-142.00
20. AT & T INC COM	11/28/2008	10/26/2009	505.00	565.00	-60.00
1900. ALCOA INC	08/05/2009	08/21/2009	23,829.00	25,309.00	-1,480.00
250. ALCOA INC	08/05/2009	09/01/2009	2,891.00	3,330.00	-439.00
550. ALCOA INC	08/05/2009	10/26/2009	7,339.00	7,326.00	13.00
40. AMERICAN EXPRESS CO	10/02/2008	08/21/2009	1,306.00	1,399.00	-93.00
175. ARCHER DANIELS	07/20/2009	08/04/2009	5,042.00	5,056.00	-14.00
30. AUTOMATIC DATA	11/28/2008	11/18/2009	1,313.00	1,199.00	114.00
125. AVERY DENNISON CORP	11/28/2008	08/04/2009	3,401.00	3,770.00	-369.00
45. AVERY DENNISON CORP	11/28/2008	10/26/2009	1,665.00	1,357.00	308.00
25. AVERY DENNISON CORP	11/28/2008	11/10/2009	972.00	754.00	218.00
55. AVERY DENNISON CORP	11/28/2008	11/18/2009	2,190.00	1,659.00	531.00
75. CHEVRON CORP. COMMON	11/28/2008	06/24/2009	4,970.00	5,803.00	-833.00
50. CHEVRON CORP. COMMON	11/28/2008	09/21/2009	3,577.00	3,869.00	-292.00
1500. CITIGROUP INC	08/03/2009	08/21/2009	7,029.00	4,783.00	2,246.00
600. CITIGROUP INC	08/03/2009	08/25/2009	2,835.00	1,913.00	922.00
90. COCA-COLA CO	11/28/2008	08/03/2009	4,445.00	4,089.00	356.00
110. COCA-COLA CO	09/01/2009	10/26/2009	5,857.00	5,351.00	506.00
150. DEVON ENERGY	08/05/2009	08/21/2009	9,616.00	9,583.00	33.00
40. DEVON ENERGY	08/05/2009	09/01/2009	2,398.00	2,555.00	-157.00
10. DEVON ENERGY	08/05/2009	10/26/2009	667.00	639.00	28.00
50. DIAGEO PLC SPON ADR	11/28/2008	10/26/2009	3,114.00	2,784.00	330.00
100. DIAGEO PLC SPON ADR	11/28/2008	11/18/2009	6,884.00	5,567.00	1,317.00
50. DU PONT E I DE NEMOURS	11/28/2008	08/21/2009	1,633.00	1,244.00	389.00
300. EBAY INC	11/28/2008	08/13/2009	6,653.00	3,942.00	2,711.00
200. EBAY INC	11/28/2008	09/25/2009	4,670.00	2,628.00	2,042.00
200. EBAY INC	11/28/2008	10/26/2009	4,637.00	2,628.00	2,009.00
20. EXXON MOBIL CORP	11/28/2008	08/21/2009	1,394.00	1,590.00	-196.00
30. EXXON MOBIL CORP	11/28/2008	09/21/2009	2,088.00	2,386.00	-298.00
250. FOREST LABS INC	11/28/2008	09/21/2009	7,206.00	5,825.00	1,381.00
150. FOREST LABS INC	11/28/2008	11/10/2009	4,304.00	3,495.00	809.00
350. HOME DEPOT INC	11/28/2008	06/22/2009	8,160.00	8,323.00	-163.00
Totals					

TIRZAH M DEWHURST 015490-00-04 95-6010715

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
250. INTEL CORP	11/28/2008	08/13/2009	4,720.00	3,470.00	1,250.00
50. INTEL CORP	11/28/2008	08/21/2009	935.00	694.00	241.00
50. INTEL CORP	11/28/2008	10/26/2009	986.00	694.00	292.00
50. INTEL CORP	11/28/2008	11/10/2009	970.00	694.00	276.00
125. INTERNATIONAL PAPER	11/28/2008	08/04/2009	2,453.00	1,580.00	873.00
60. ISHARES BARCLAYS	12/26/2008	03/17/2009	6,028.00	6,250.00	-222.00
650. ISHARES S&P 500	10/02/2008	09/04/2009	33,455.00	35,929.00	-2,474.00
100. ISHARES MSCI EAFE	10/02/2008	03/17/2009	3,520.00	5,418.00	-1,898.00
650. ISHARES MSCI EAFE	10/02/2008	07/10/2009	28,534.00	35,216.00	-6,682.00
45. ISHARES RUSSELL 2000	08/04/2009	09/04/2009	2,737.00	2,766.00	-29.00
650. ISHARES S&P SMALLCAP	10/02/2008	08/04/2009	33,188.00	37,967.00	-4,779.00
40. KIMBERLY CLARK CORP	11/28/2008	08/04/2009	2,355.00	2,264.00	91.00
250. KOHLS CORP	11/28/2008	06/22/2009	10,732.00	8,065.00	2,667.00
50. MERCK & CO COM	07/20/2009	11/18/2009	1,703.00	1,398.00	305.00
125. OCCIDENTAL PETE CORP	11/28/2008	09/21/2009	9,640.00	7,113.00	2,527.00
75. PETROLEO BRASILEIRO SA	10/06/2009	11/18/2009	3,893.00	3,476.00	417.00
25. PETROLEO BRASILEIRO SA	10/06/2009	12/17/2009	1,181.00	1,159.00	22.00
350. PFIZER INC	11/28/2008	08/04/2009	5,593.00	5,625.00	-32.00
300. POWERSHARES DB	08/04/2009	11/18/2009	7,428.00	7,294.00	134.00
100. POWERSHARES DB	08/04/2009	12/07/2009	2,421.00	2,496.00	-75.00
100. POWERSHARES DB	08/04/2009	12/11/2009	2,355.00	2,496.00	-141.00
150. QUEST DIAGNOSTICS INC	11/28/2008	08/03/2009	8,055.00	6,794.00	1,261.00
50. QUEST DIAGNOSTICS INC	11/28/2008	08/04/2009	2,684.00	2,265.00	419.00
200. RAYONIER INC (REIT)	11/28/2008	06/22/2009	7,172.00	6,630.00	542.00
35. RAYONIER INC (REIT)	11/28/2008	09/01/2009	1,453.00	1,160.00	293.00
150. ROBERT HALF INTL INC	11/28/2008	08/04/2009	3,879.00	3,035.00	844.00
500. ROBERT HALF INTL INC	11/28/2008	11/18/2009	11,960.00	10,115.00	1,845.00
75. ROCKWELL AUTOMATION,	11/28/2008	06/22/2009	2,257.00	2,339.00	-82.00
25. ROCKWELL AUTOMATION,	11/28/2008	08/21/2009	1,000.00	780.00	220.00
15. ROCKWELL AUTOMATION,	11/28/2008	11/18/2009	695.00	468.00	227.00
45. SPDR GOLD TRUST SHS	09/04/2009	12/07/2009	5,028.00	4,375.00	653.00
20. SPDR GOLD TRUST SHS	09/04/2009	12/11/2009	2,186.00	1,945.00	241.00
150. SCANA CORP NEW	11/28/2008	08/04/2009	5,196.00	5,057.00	139.00
250. AMEX ENERGY SEL IDX	11/28/2008	09/21/2009	13,668.00	12,643.00	1,025.00
900. SOUTHWEST AIRLS CO	07/14/2009	08/19/2009	7,583.00	6,177.00	1,406.00
Totals					

TIRZAH M DEWHURST 015490-00-04 95-6010715

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
200. SOUTHWEST AIRLS CO	07/14/2009	09/01/2009	1,612.00	1,373.00	239.00
450. TEXAS INSTRS INC	11/28/2008	08/21/2009	10,992.00	6,998.00	3,994.00
700. TEXAS INSTRS INC	11/28/2008	09/21/2009	16,752.00	10,886.00	5,866.00
50. 3M CO	07/20/2009	08/13/2009	3,613.00	3,168.00	445.00
.3331 TIME WARNER INC	11/28/2008	04/15/2009	6.00	7.00	-1.00
28. TIME WARNER INC	11/28/2008	10/26/2009	855.00	552.00	303.00
.1195 TIME WARNER CABLE	11/28/2008	04/17/2009	3.00	3.00	
21. TIME WARNER CABLE INC	11/28/2008	08/21/2009	749.00	543.00	206.00
50. TIME WARNER CABLE INC	11/28/2008	10/26/2009	2,033.00	1,293.00	740.00
75. THE TRAVELERS COS INC	11/28/2008	08/04/2009	3,449.00	3,213.00	236.00
30. THE TRAVELERS COS INC	11/28/2008	09/01/2009	1,486.00	1,285.00	201.00
95. THE TRAVELERS COS INC	11/28/2008	09/21/2009	4,479.00	4,070.00	409.00
200. VODAFONE GROUP SPON	08/03/2009	10/26/2009	4,455.00	4,047.00	408.00
150. WAL MART STORES INC	11/28/2008	06/22/2009	7,194.00	8,492.00	-1,298.00
75. WASTE MGMT INC DEL	11/28/2008	08/04/2009	2,128.00	2,147.00	-19.00
300. WELLS FARGO & CO COM	11/28/2008	06/22/2009	7,138.00	8,547.00	-1,409.00
40. WELLS FARGO & CO COM	11/28/2008	09/01/2009	1,058.00	1,140.00	-82.00
50. WISCONSIN ENERGY CORP	11/28/2008	09/21/2009	2,252.00	2,128.00	124.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			451,475.00	427,590.00	23,885.00
Totals			451,475.00	427,590.00	23,885.00

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TIRZAH M DEWHURST 015490-00-04 95-6010715

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
23. AOL INC	11/28/2008	12/14/2009	601.00	340.00	261.00
.1818 AOL INC	11/28/2008	12/30/2009	4.00	3.00	1.00
100. AMGEN INC	10/02/2008	10/09/2009	5,897.00	5,925.00	-28.00
40. AMGEN INC	10/02/2008	10/26/2009	2,163.00	2,370.00	-207.00
160. AMGEN INC	10/02/2008	11/10/2009	8,763.00	9,480.00	-717.00
30. AUTOMATIC DATA	11/28/2008	12/07/2009	1,317.00	1,199.00	118.00
70. DU PONT E I DE NEMOURS	11/28/2008	12/07/2009	2,254.00	1,742.00	512.00
50. EBAY INC	11/28/2008	12/07/2009	1,177.00	657.00	520.00
55. KIMBERLY CLARK CORP	11/28/2008	12/14/2009	3,576.00	3,114.00	462.00
25. THE TRAVELERS COS INC	11/28/2008	12/07/2009	1,263.00	1,071.00	192.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			27,015.00	25,901.00	1,114.00
Totals			27,015.00	25,901.00	1,114.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
LONG-TERM 15% CAPITAL GAIN DIVIDENDS	283.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		283.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		283.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS	37.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		37.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS	-85.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-85.00

UnionBank

Holdings - Reporting as of Trade Date
Account 015490-00-04 - TIRZAH M DEWHURST TA/I

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Cash & Cash Equivalents	CASH			015490-00-04	TIRZAH M DEWHURST TA/I	2,446 4500	$1 0000 USD	31-Dec-2009	$2,446 45 USD	$2,446 45 USD	$0 00 USD
Cash & Cash Equivalents	CASH			015490-00-04	TIRZAH M DEWHURST TA/I	-2,446 4500	$1 0000 USD	31-Dec-2009	($2,446 45) USD	($2,446 45) USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	015490-00-04	TIRZAH M DEWHURST TA/I	55,954 3000	$1 0000 USD	31-Dec-2009	$55,954 30 USD	$55,954 30 USD	$0 00 USD
Cash & Cash Equivalents	HIGHMARK DIVERSIFIED MMKT FD	431114883S	US4311148831	015490-00-04	TIRZAH M DEWHURST TA/I	2,446 4500	$1 0000 USD	31-Dec-2009	$2,446 45 USD	$2,446 45 USD	$0 00 USD
Mutual Funds/ Commingled Funds	ABSOLUTE STRATEGIES FD CL I #212-102	34984T600	US34984T6001	015490-00-04	TIRZAH M DEWHURST TA/I	1,463 1230	$10 4500 USD	31-Dec-2009	$14,655 25 USD	$15,289 64 USD	$634 39 USD
Mutual Funds/ Commingled Funds	ISHARES BARCLAYS AGGREGATE	464287226	US4642872265	015490-00-04	TIRZAH M DEWHURST TA/I	5,500 0000	$103 1900 USD	31-Dec-2009	$544,883 85 USD	$567,545 00 USD	$22,661 15 USD
Mutual Funds/ Commingled Funds	ISHARES BARCLAYS TIPS BOND	464287176	US4642871762	015490-00-04	TIRZAH M DEWHURST TA/I	1,150 0000	$103 9000 USD	31-Dec-2009	$118,345 26 USD	$119,485 00 USD	$1,139 74 USD
Mutual Funds/ Commingled Funds	ISHARES MSCI EAFE INDEX	464287465	US4642874659	015490-00-04	TIRZAH M DEWHURST TA/I	1,200 0000	$55 2800 USD	31-Dec-2009	$61,807 07 USD	$66,336 00 USD	$4,528 93 USD
Mutual Funds/ Commingled Funds	ISHARES MSCI PACIFIC EX JPN	464286665	US4642866655	015490-00-04	TIRZAH M DEWHURST TA/I	550 0000	$41 3700 USD	31-Dec-2009	$18,964 00 USD	$22,753 50 USD	$3,789 50 USD
Mutual Funds/ Commingled Funds	ISHARES RUSSELL 2000 GRWTH IDX	464287648	US4642876480	015490-00-04	TIRZAH M DEWHURST TA/I	605 0000	$68 0700 USD	31-Dec-2009	$35,322 30 USD	$41,182 35 USD	$5,860 05 USD
Mutual Funds/ Commingled Funds	ISHARES RUSSELL 2000 VALUE IDX FD	464287630	US4642876308	015490-00-04	TIRZAH M DEWHURST TA/I	1,045 0000	$58 0400 USD	31-Dec-2009	$67,296 33 USD	$60,651 80 USD	($6,644 53) USD
Mutual Funds/ Commingled Funds	ISHARES RUSSELL MIDCAP VALUE	464287473	US4642874733	015490-00-04	TIRZAH M DEWHURST TA/I	900 0000	$36 9500 USD	31-Dec-2009	$32,425 20 USD	$33,255 00 USD	$829 80 USD
Mutual Funds/ Commingled Funds	ISHARES S&P 500 GROWTH INDEX	464287309	US4642873099	015490-00-04	TIRZAH M DEWHURST TA/I	550 0000	$57 9900 USD	31-Dec-2009	$30,401 25 USD	$31,894 50 USD	$1,493 25 USD
Mutual Funds/ Commingled Funds	LAZARD CAP ALLOC OPP STRAT I #1237	52106N491	US52106N4916	015490-00-04	TIRZAH M DEWHURST TA/I	1,302 3780	$8 8000 USD	31-Dec-2009	$11,500 00 USD	$11,460 93 USD	($39 07) USD
Mutual Funds/ Commingled Funds	POWERSHARES DB COMMODITY IND	73935S105	US73935S1050	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$24 6200 USD	31-Dec-2009	$2,160 58 USD	$2,462 00 USD	$301 42 USD
Mutual Funds/ Commingled Funds	SPDR GOLD TRUST SHS	78463V107	US78463V1070	015490-00-04	TIRZAH M DEWHURST TA/I	25 0000	$107 3100 USD	31-Dec-2009	$2,430 75 USD	$2,682 75 USD	$252 00 USD
Mutual Funds/ Commingled Funds	SPDR S&P 500 ETF TR UNIT SER 1 S&P	78462F103	US78462F1030	015490-00-04	TIRZAH M DEWHURST TA/I	80 0000	$111 4400 USD	31-Dec-2009	$8,744 00 USD	$8,915 20 USD	$171 20 USD
Equities	3M CO	88579Y101	US88579Y1010	015490-00-04	TIRZAH M DEWHURST TA/I	50 0000	$82 6700 USD	31-Dec-2009	$3,167 73 USD	$4,133 50 USD	$965 77 USD
Equities	AMERICAN EXPRESS CO	025816109	US0258161092	015490-00-04	TIRZAH M DEWHURST TA/I	160 0000	$40 5200 USD	31-Dec-2009	$5,595 20 USD	$6,483 20 USD	$888 00 USD
Equities	ARCHER DANIELS MIDLAND CO	039483102	US0394831020	015490-00-04	TIRZAH M DEWHURST TA/I	75 0000	$31 3100 USD	31-Dec-2009	$2,166 88 USD	$2,348 25 USD	$181 37 USD
Equities	AT & T INC COM	00206R102	US00206R1023	015490-00-04	TIRZAH M DEWHURST TA/I	140 0000	$28 0300 USD	31-Dec-2009	$3,956 40 USD	$3,924 20 USD	($32 20) USD

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Holdings - Reporting as of Trade Date
Account 015490-00-04 - TIRZAH M. DEWHURST TA/I

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	AUTOMATIC DATA PROCESSING INC	053015103	US0530151036	015490-00-04	TIRZAH M DEWHURST TA/I	90 0000	$42 8200 USD	31-Dec-2009	$3,596 40 USD	$3,853 80 USD	$257 40 USD
Equities	BERKSHIRE HATHAWAY INC DEL CL B	084670207	US0846702076	015490-00-04	TIRZAH M DEWHURST TA/I	3 0000	$3,286 0000 USD	31-Dec-2009	$9,907 47 USD	$9,858 00 USD	($49 47) USD
Equities	CHEVRON CORP COMMON STOCK	166764100	US1667641005	015490-00-04	TIRZAH M DEWHURST TA/I	75 0000	$76 9900 USD	31-Dec-2009	$5,802 75 USD	$5,774 25 USD	($28 50) USD
Equities	COCA-COLA CO	191216100	US1912161007	015490-00-04	TIRZAH M DEWHURST TA/I	150 0000	$57 0000 USD	31-Dec-2009	$7,104 25 USD	$8,550 00 USD	$1,445 75 USD
Equities	DEVON ENERGY CORPORATION	25179M103	US25179M1036	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$73 5000 USD	31-Dec-2009	$6,388 73 USD	$7,350 00 USD	$961 27 USD
Equities	DIAGEO PLC SPON ADR NEW	25243Q205	US25243Q2057	015490-00-04	TIRZAH M DEWHURST TA/I	50 0000	$69 4100 USD	31-Dec-2009	$2,783 50 USD	$3,470 50 USD	$687 00 USD
Equities	DU PONT E I DE NEMOURS & CO	263534109	US2635341090	015490-00-04	TIRZAH M DEWHURST TA/I	30 0000	$33 6700 USD	31-Dec-2009	$746 40 USD	$1,010 10 USD	$263 70 USD
Equities	EBAY INC	278642103	US2786421030	015490-00-04	TIRZAH M DEWHURST TA/I	250 0000	$23 5300 USD	31-Dec-2009	$3,285 12 USD	$5,882 50 USD	$2,597 38 USD
Equities	EXXON MOBIL CORP	30231G102	US30231G1022	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$68 1900 USD	31-Dec-2009	$7,851 00 USD	$6,819 00 USD	($1,032 00) USD
Equities	GENERAL MLS INC	370334104	US3703341046	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$70 8100 USD	31-Dec-2009	$5,852 52 USD	$7,081 00 USD	$1,228 48 USD
Equities	INTERNATIONAL PAPER CO	460146103	US4601461035	015490-00-04	TIRZAH M DEWHURST TA/I	225 0000	$26 7800 USD	31-Dec-2009	$2,844 00 USD	$6,025 50 USD	$3,181 50 USD
Equities	KELLOGG CO	487836108	US4878361082	015490-00-04	TIRZAH M DEWHURST TA/I	165 0000	$53 2000 USD	31-Dec-2009	$7,763 71 USD	$8,778 00 USD	$1,014 29 USD
Equities	KIMBERLY CLARK CORP	494368103	US4943681035	015490-00-04	TIRZAH M DEWHURST TA/I	55 0000	$63 7100 USD	31-Dec-2009	$3,113 55 USD	$3,504 05 USD	$390 50 USD
Equities	MERCK & CO COM	58933Y105	US58933Y1055	015490-00-04	TIRZAH M DEWHURST TA/I	200 0000	$36 5400 USD	31-Dec-2009	$5,592 66 USD	$7,308 00 USD	$1,715 34 USD
Equities	OCCIDENTAL PETE CORP	674599105	US6745991058	015490-00-04	TIRZAH M DEWHURST TA/I	75 0000	$81 3500 USD	31-Dec-2009	$3,944 25 USD	$6,101 25 USD	$2,157 00 USD
Equities	PUBLIC STORAGE INC	74460D109	US74460D1090	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$81 4500 USD	31-Dec-2009	$6,714 81 USD	$8,145 00 USD	$1,430 19 USD
Equities	RAYONIER INC (REIT)	754907103	US7549071030	015490-00-04	TIRZAH M DEWHURST TA/I	65 0000	$42 1600 USD	31-Dec-2009	$2,154 75 USD	$2,740 40 USD	$585 65 USD
Equities	ROCKWELL AUTOMATION, INC COMMON STO	773903109	US7739031091	015490-00-04	TIRZAH M DEWHURST TA/I	35 0000	$46 9800 USD	31-Dec-2009	$1,091 30 USD	$1,644 30 USD	$553 00 USD
Equities	TEXAS INSTRS INC	882508104	US8825081040	015490-00-04	TIRZAH M DEWHURST TA/I	150 0000	$26 0600 USD	31-Dec-2009	$2,332 72 USD	$3,909 00 USD	$1,576 28 USD
Equities	THE TRAVELERS COS INC COM	89417E109	US89417E1091	015490-00-04	TIRZAH M DEWHURST TA/I	75 0000	$49 8600 USD	31-Dec-2009	$3,213 00 USD	$3,739 50 USD	$526 50 USD
Equities	TIME WARNER INC	887317303	US8873173038	015490-00-04	TIRZAH M DEWHURST TA/I	255 0000	$29 1400 USD	31-Dec-2009	$4,680 97 USD	$7,430 70 USD	$2,749 73 USD
Equities	VODAFONE GROUP SPON ADR	92857W209	US92857W2098	015490-00-04	TIRZAH M DEWHURST TA/I	150 0000	$23 0900 USD	31-Dec-2009	$2,874 00 USD	$3,463 50 USD	$589 50 USD

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Holdings - Reporting as of Trade Date
Account 015490-00-04 - TIRZAH M DEWHURST TA/I

As of 31-Dec-2009

Pending Transactions Included

Asset Type	Asset Name	CUSIP	ISIN	Owning Account Number	Owning Account Name	Shares / Units	Price	Date Priced	Cost Basis	Market Value	Net Unrealized Gain/Loss
Equities	WASTE MGMT INC DEL	94106L109	US94106L1098	015490-00-04	TIRZAH M DEWHURST TA/I	125 0000	$33 8100 USD	31-Dec-2009	$3,577 50 USD	$4,226 25 USD	$648 75 USD
Equities	WELLS FARGO & CO COM	949746101	US9497461015	015490-00-04	TIRZAH M DEWHURST TA/I	160 0000	$26 9900 USD	31-Dec-2009	$4,558 40 USD	$4,318 40 USD	($240 00) USD
Equities	WISCONSIN ENERGY CORP	976657106	US9766571064	015490-00-04	TIRZAH M DEWHURST TA/I	100 0000	$49 8300 USD	31-Dec-2009	$4,255 00 USD	$4,983 00 USD	$728 00 USD
Subtotals											
Cash & Cash Equivalents									$58,400 75 USD	$58,400 75 USD	$0 00 USD
Mutual Funds/ Commingled Funds									$948,935 84 USD	$983,913 67 USD	$34,977 83 USD
Equities									$126,914 97 USD	$152,855 15 USD	$25,940 18 USD
Totals									$1,134,251 56 USD	$1,195,169 57 USD	$60,918 01 USD