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 , **and ending**

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

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

Name of foundation: H. LESLIE & ELAINE S. HOFFMAN FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 225 SOUTH LAKE AVENUE — Room/suite: 1150

City or town, state, and ZIP code: PASADENA, CA 91101

A Employer identification number: 95-6048600

B Telephone number: 626-793-0043

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 28,829,260.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	601.	601.		STATEMENT 1
	4 Dividends and interest from securities	625,860.	625,860.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,886.			
	b Gross sales price for all assets on line 6a 12,756,341.				
	7 Capital gain net income (from Part IV, line 2)		1,886.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	9,418.	9,418.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	637,765.	637,765.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000.	6,000.		54,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	32.	0.		32.
	b Accounting fees STMT 5	19,500.	3,350.		16,150.
	c Other professional fees STMT 6	431,317.	224,046.		207,271.
	17 Interest				
	18 Taxes STMT 7	6,000.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	2,152.	1,987.		91.
	24 **Total operating and administrative expenses** Add lines 13 through 23	519,001.	235,383.		277,544.
	25 Contributions, gifts, grants paid	666,623.			666,623.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,185,624.	235,383.		944,167.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-547,859.			
	b **Net investment income** (if negative, enter -0-)		402,382.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	13,422.	22,387.	22,387.
2 Savings and temporary cash investments	1,905,018.	5,707,083.	5,707,083.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations STMT 9	1,393,461.	1,438,615.	1,488,190.
b Investments - corporate stock STMT 10	12,198,279.	11,238,699.	13,231,621.
c Investments - corporate bonds STMT 11	1,719,134.	3,651,014.	3,727,699.
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 12	10,417,097.	5,027,912.	4,631,953.
14 Land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 13)	7,485.	20,327.	20,327.
16 **Total assets** (to be completed by all filers)	27,653,896.	27,106,037.	28,829,260.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	27,653,896.	27,106,037.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances**	27,653,896.	27,106,037.	
31 **Total liabilities and net assets/fund balances**	27,653,896.	27,106,037.	

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	27,653,896.
2 Enter amount from Part I, line 27a	2	-547,859.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	27,106,037.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,106,037.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
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	12,756,341.		12,754,455.	1,886.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,886.

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 1,886.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	938,108.	30,554,933.	.030702
2007	927,712.	35,970,555.	.025791
2006	2,116,150.	29,700,624.	.071249
2005	4,431,750.	27,932,408.	.158660
2004	1,443,473.	29,356,441.	.049171

2	Total of line 1, column (d)	2	.335573
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	.067115
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	25,911,112.
5	Multiply line 4 by line 3	5	1,739,024.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,024.
7	Add lines 5 and 6	7	1,743,048.
8	Enter qualifying distributions from Part XII, line 4	8	944,167.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	8,048.
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	0.
3 Add lines 1 and 2			3	8,048.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	8,048.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	10,909.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	10,909.
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	2,861.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		2,861. Refunded ▶	11	0.

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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? N/A	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 instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	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)? *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)*

			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 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 ▶ HOFFMAN ASSOCIATES, INC. Telephone no. ▶ 626-793-0043
Located at ▶ 225 S. LAKE AVE., STE 1150, PASADENA, CA ZIP+4 ▶ 91101

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 instructions.)	N/A	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?	☐ 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes [X] No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes [X] 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 [X] No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: 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 [X] No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JANE H. POPOVICH 225 S. LAKE AVE., STE. 1150 PASADENA CA	TRUSTEE 15.00	30,000.	0.	0.
J. KRISTOFFER POPOVICH 225 S. LAKE AVE., STE. 1150 PASADENA CA	TRUSTEE 15.00	30,000.	0.	0.

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

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

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

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

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

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

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

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,740,341.
b	Average of monthly cash balances	1b	3,774,200.
c	Fair market value of all other assets	1c	2,791,156.
d	**Total** (add lines 1a, b, and c)	1d	26,305,697.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	26,305,697.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	394,585.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,911,112.
6	**Minimum investment return.** Enter 5% of line 5	6	1,295,556.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,295,556.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 8,048.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	8,048.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,287,508.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,287,508.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,287,508.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	944,167.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	944,167.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	944,167.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,287,508.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 247,974.				
c From 2006 2,116,150.				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	2,364,124.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 944,167.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				944,167.
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).)	343,341.			343,341.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,020,783.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	2,020,783.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006 2,020,783.				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a 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 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 ▶ ☐ 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 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:

SEE STATEMENT 14

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 ATTACHED STATEMENT	NONE	PUBLIC CHARITY	GENERAL SUPPORT	666,623.
Total			▶ 3a	666,623.
b Approved for future payment				
Total SEE STATEMENT 15			▶ 3b	3410000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	601.	
4 Dividends and interest from securities			14	625,860.	
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	1,886.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INVESTMENT INCOME			01	1,678.	
b BOND PREMIUM					
c AMORTIZATION			14	7,740.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		637,765.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 637,765.

(See worksheet in line 13 instructions 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).

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
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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 fiducially) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 11/10/10 — Title POA

Paid Preparer's Use Only

Preparer's signature	SARAH CULLEN	Date 11/01/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	STANISLAWSKI & HARRISON, CPAS 301 N. LAKE AVE, SUITE 900 PASADENA, CA 91101		EIN ▶	
			Phone no. 626-793-3600	

Form **990-PF** (2009)

923622
02-02-10

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	100,000 SHS FED FARM CREDIT BANK	P	06/06/07	04/30/09
b	UBS #10213 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
c	UBS #10213 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
d	59 SHS ISHARES TRUST RUSSELL MIDCAP INDEX FUND	P	VARIOUS	VARIOUS
e	2,210 SHS ISHARES MSCI EAFE INDEX FUND	P	VARIOUS	VARIOUS
f	UBS #10214 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
g	UBS #10214 (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
h	CAPITAL GUARDIA (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
i	CAPITAL GUARDIA (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
j	U.S. TRUST (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
k	U.S. TRUST (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
l	CAPITAL LOSS FROM INVESTMENT IN POWERSHARES DB CO	P	11/21/08	07/07/09
m	CAPITAL LOSS FROM INVESTMENT IN POWERSHARES DB CO	P	VARIOUS	07/07/09
n	WILMINGTON TRUST (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS
o	WILMINGTON TRUST (SEE ATTACHED STATEMENT)	P	VARIOUS	VARIOUS

	(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	100,000.		99,139.	861.
b	14,207.		11,519.	2,688.
c	58,281.		109,548.	-51,267.
d	3,700.		6,646.	-2,946.
e	99,613.		180,407.	-80,794.
f	669,868.		688,620.	-18,752.
g	202,687.		230,045.	-27,358.
h	607,609.		667,861.	-60,252.
i	2,638,518.		3,365,549.	-727,031.
j	444,681.		350,946.	93,735.
k	3,582,509.		2,089,483.	1,493,026.
l	67,842.		53,773.	14,069.
m	137,426.		131,749.	5,677.
n	2,273,059.		2,577,202.	-304,143.
o	1,834,347.		2,191,968.	-357,621.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				861.
b				2,688.
c				-51,267.
d				-2,946.
e				-80,794.
f				-18,752.
g				-27,358.
h				-60,252.
i				-727,031.
j				93,735.
k				1,493,026.
l				14,069.
m				5,677.
n				-304,143.
o				-357,621.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

923591
04-24-09

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	CAPITAL GAINS FROM INVESTMENT IN PARTNERSHIPS	P	VARIOUS	VARIOUS
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	21,994.			21,994.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				21,994.
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	1,886.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-24-09

UBS Financial Services Inc.

2009 Consolidated Form 1099

2009 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different.

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (Sec.1259) for short-against-the box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase	Sale	Gains	Losses	Net Gain/Loss
Long-term Gain/Loss:	$ 99,139 18	$ 100,000 00	$ 860 82	$	$ 860 82
Sub Total:	**$ 99,139.18**	**$ 100,000.00**	**$ 860.82**	**$**	**$ 860.82**
Total:	**$ 99,139.18**	**$ 100,000.00**	**$ 860.82**	**$**	**$ 860.82**

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
FED FARM CREDIT BANK 05 400 % DUE 043014 DTD 043007 FC 10302007	Redemption	100,000 000		06/06/07	04/30/09	100,000.00	99,139.18	860.82	1	Y
Total Long-Term Gain/Loss						**100,000.00**	**99,139.18**	**860.82**		

2009 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. An asterisk (*) indicates a UBS Financial Services adjustment to cost basis The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes Gain/Loss values that may be subject to Wash Sale provisions are not indicated here "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification The potential application of the "Constructive Sale" provisions (Sec.1259) for short-against-the box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor

	Purchase	Sale	Gains	Losses	Net Gain/Loss
Short-term Gain/Loss:	$ 11,519 05	$ 14,206 62	$ 3,249.36	$ -561.79	$ 2,687.57
Long-term Gain/Loss:	109,547 80	58,281.59		-51,266 21	-51,266.21
Sub Total:	**$ 121,066.85**	**$ 72,488.21**	**$ 3,249.36**	**$ -51,828.00**	**$ -48,578.64**
Total:	**$ 121,066.85**	**$ 72,488.21**	**$ 3,249.36**	**$ -51,828.00**	**$ -48,578.64**

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
BED BATH & BEYOND INC	Trade	24.000		02/04/08	01/13/09	609.40	747.22	-137.82		Y
CISCO SYSTEMS INC	Trade	210 000		10/22/08	08/13/09	4,514 50	3,699 72	814 78		Y
	Trade	16.000		01/13/09	08/13/09	343 96	262 52	81.44		Y
EXPRESS SCRIPTS INC	Trade	11 000		02/25/08	01/13/09	584.19	722.80	-138.61		Y
GRUPO TELEVISA SA DE CV GLOBAL DEP RCT REP ORD MEXICO ADR	Trade	60.000		11/19/08	10/22/09	1,222.15	839 47	382 68		Y
HEWLETT PACKARD CO	Trade	13.000		01/15/08	01/13/09	474.91	587.52	-112.61		Y

Continued on page 11

UBS Financial Services Inc.

2009 Consolidated Form 1099

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
MERCK & CO INC NEW COM	Cash in lieu	.981		02/27/09	11/05/09	32 36	16 64	15 72		Y
SCHERING PLOUGH CORP	Trade	85 000		11/07/08	01/13/09	1,567.48	1,264 41	303 07		Y
MERGER EFF: 11/09	Exchange	255 000		11/07/08	11/05/09	2,677 50	1,605.67	1,071.83		Y
	Exchange	175 000		02/27/09	11/05/09	1,837.50	1,257.66	579 84		Y
TYCO ELECTRONICS LTD	Trade	32 000		01/13/09	03/24/09	342 67	515 42	-172 75		Y
Total Short-Term Gain/Loss						**14,206.62**	**11,519.05**	**2,687.57**		

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
AMERIPRISE FINANCIAL INC	Trade	26.000		06/05/07	01/13/09	564.45	1,669.46	-1,105.01 1		Y
CITIGROUP INC	Trade	230 000		06/05/07	03/11/09	380 02	12,364 80	-11,984 78 1		Y
COMCAST CORP NEW SPECIAL CL A	Trade	41.000		06/05/07	01/13/09	604.42	1,091.01	-486 59 1		Y
	Trade	300.000		06/05/07	06/26/09	4,172.50	7,983 00	-3,810.50 1		Y
CONOCOPHILLIPS	Trade	27.000		06/05/07	01/13/09	1,388.60	2,136 47	-747 87 1		Y
	Trade	360 000		06/05/07	08/21/09	15,915.37	28,486 22	-12,570 85 1		Y
COSTCO WHOLESALE CORP	Trade	69.000		06/05/07	01/13/09	3,404 59	3,818.46	-413 87 1		Y
GRUPO TELEVISA SA DE CV GLOBAL DEP RCT REP ORD MEXICO ADR	Trade	170.000		02/08/08	10/22/09	3,462 77	3,613.89	-151.12		Y
H & R BLOCK INC	Trade	40.000		06/05/07	01/13/09	836.83	936 32	-99.49 1		Y
	Trade	65 000		06/05/07	03/31/09	1,189.51	1,521.53	-332 02 1		Y
JPMORGAN CHASE & CO	Trade	422.000		06/05/07	01/13/09	11,061.90	21,630 88	-10,568 98 1		Y
MICROSOFT CORP	Trade	58 000		06/05/07	01/13/09	1,153 26	1,770 74	-617 48 1		Y
	Trade	15 000		06/05/07	06/19/09	364.03	457 95	-93 92 1		Y

Continued on page 12

UBS Financial Services Inc.

2009 Consolidated Form 1099

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
MICROSOFT CORP	Trade	70 000		06/05/07	10/21/09	1,864.65	2,137.10	-272 45	1	Y
PHILIP MORRIS INTL INC	Trade	315.000		06/05/07	02/27/09	10,708 65	15,517.40	-4,808.75		Y
TYCO ELECTRONICS LTD	Trade	113.000		06/05/07	03/24/09	1,210.04	4,412.57	-3,202 53	1	Y
Total Long-Term Gain/Loss						**58,281.59**	**109,547.80**	**-51,266.21**		

UBS Financial Services Inc.

2009 Consolidated Form 1099

2009 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement Realized gain/loss is based on the sales amount less the cost basis Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order An asterisk (*) indicates a UBS Financial Services adjustment to cost basis The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services. Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here. "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different.

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification The potential application of the "Constructive Sale" provisions (Sec.1259) for short-against-the box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor.

	Purchase	Sale	Gains	Losses	Net Gain/Loss
Long-term Gain/Loss.	$ 187,053 35	$ 103,313 30	$	$ -83,740.05	$ -83,740 05
Sub Total:	**$ 187,053.35**	**$ 103,313.30**	**$**	**$ -83,740.05**	**$ -83,740.05**
Total:	**$ 187,053.35**	**$ 103,313.30**	**$**	**$ -83,740.05**	**$ -83,740.05**

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ISHARES TRUST RUSSELL	Trade	24 000		06/04/07	01/27/09	1,372.91	2,703 68	-1,330 77	1	Y
MIDCAP INDEX FUND	Trade	4.000		06/04/07	02/18/09	214 87	450.61	-235 74	1	Y
	Trade	19 000		06/04/07	04/24/09	1,169 07	2,140 41	-971 34	1	Y
	Trade	12 000		06/04/07	10/26/09	943.77	1,351.84	-408.07	1	Y
		59				3,701	6,647			
ISHARES MSCI EAFE INDEX	Trade	714.000		06/04/07	06/23/09	32,130.17	58,319 52	-26,189 35	1	Y
FUND	Trade	714 000		07/24/07	06/23/09	32,130 17	58,919 28	-26,789.11	1	Y
	Trade	357 000		07/30/07	06/23/09	16,065.09	28,095 90	-12,030.81	1	Y
	Trade	26 000		01/04/08	06/23/09	1,170.01	2,027.42	-857.41		Y
	Trade	357 000		11/08/07	06/23/09	16,065 09	29,795 22	-13,730 13		Y
	Trade	28 000		01/04/08	07/28/09	1,368 10	2,183 37	-815 27		Y
	Trade	14.000		01/09/08	07/28/09	684.05	1,066 10	-382 05		Y
		2,210				99,613	180,407			
Total Long-Term Gain/Loss						**103,313.30**	**187,053.35**	**-83,740.05**		

UBS Financial Services Inc.

2009 Consolidated Form 1099

2009 Realized Gain/Loss Summary *(Includes sale proceeds not reported on Form 1099-B)*

This Realized Gain/Loss Summary is not a tax reporting document and has not been submitted to the IRS. If your sale amount matches the amount on Form 1099-B, which is reported to the IRS, it is marked as such. Please rely on the confirmations previously provided to you as your official activity record.

Estimated 2009 Gain/Loss for transactions with trade dates through 12/31/09 has been incorporated into this statement. Realized gain/loss is based on the sales amount less the cost basis. Please note that gain or loss recognized on the sale or redemption of certain Structured Products may be ordinary, and not capital, gain or loss. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products Note that the Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order An asterisk (*) indicates a UBS Financial Services adjustment to cost basis. The number "1" indicates cost basis information has been provided by a source other than UBS Financial Services Gain/Loss may not have been adjusted for all capital changes. Gain/Loss values that may be subject to Wash Sale provisions are not indicated here. "Earnings" in the Purchase Date column indicates the position sold was acquired on various dates through dividend reinvestment and that the Gain/Loss has been aggregated.

Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amount because the reporting requirements are different.

Gain/Loss from short sale closings are reported as short-term regardless of the holding period of property used to close the short position. Clients should consult their tax advisors as to whether exceptions may apply in their particular case to change this classification. The potential application of the "Constructive Sale" provisions (Sec.1259) for short-against-the box transactions is not considered. Clients should discuss the possible application of these provisions with their tax advisor

	Purchase	Sale	Gains	Losses	Net Gain/Loss
Short-term Gain/Loss:	$ 688,619 70	$ 669,867.72	$ 57,864.74	$ -76,616 72	$ -18,751.98
Long-term Gain/Loss:	230,044 85	202,687 14	9,585 60	-36,943.31	-27,357.71
Sub Total:	**$ 918,664.55**	**$ 872,554.86**	**$ 67,450.34**	**$ -113,560.03**	**$ -46,109.69**
Total:	**$ 918,664.55**	**$ 872,554.86**	**$ 67,450.34**	**$ -113,560.03**	**$ -46,109.69**

Short-Term Gain/Loss

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
ABBOTT LABS	Trade	236 000		08/06/09	09/11/09	11,056 31	10,291 96	764 35		Y
AFFILIATED COMPUTER SVCS INC CL A	Trade	285.000		12/16/08	08/25/09	12,989.87	10,974.04	2,015 83		Y
AON CORP	Trade	254 000		11/19/08	06/10/09	9,328 42	11,187.00	-1,858 58		Y
APACHE CORP	Trade	135.000		08/06/09	09/11/09	12,269 83	11,704 86	564.97		Y
APOLLO GROUP INC CL A	Trade	54 000		07/31/08	01/09/09	4,720.40	3,396.37	1,324.03		Y
APPLE INC	Trade	19.000		04/17/09	08/26/09	3,178.11	2,321.93	856 18		Y

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UBS Financial Services Inc.

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Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
APPLE INC	Trade	72.000		04/17/09	09/11/09	12,452.79	8,798.90	3,653 89		Y
AUTOZONE INC	Trade	83 000		12/16/08	08/25/09	12,456 73	10,900 81	1,555 92		Y
BIOGEN IDEC INC	Trade	243.000		01/09/09	08/25/09	12,062.28	11,796 22	266 06		Y
BJ'S WHSL CLUB INC	Trade	357 000		01/07/09	08/25/09	11,368.65	12,140.71	-772 06		Y
BMC SOFTWARE INC	Trade	135 000		03/06/08	02/18/09	3,930.09	4,496 85	-566 76		Y
BRISTOL MYERS SQUIBB CO	Trade	542.000		11/19/08	09/11/09	12,091.70	11,219.73	871.97		Y
CAMERON INTL CORP	Trade	460.000		10/09/08	02/17/09	9,239.50	12,655.11	-3,415 61		Y
CEPHALON INC	Trade	150 000		09/18/08	06/10/09	8,767 72	11,209.32	-2,441 60		Y
CISCO SYSTEMS INC	Trade	592.000		05/07/09	09/11/09	13,562.37	11,182 41	2,379 96		Y
COMMSCOPE INC	Trade	421 000		05/06/09	08/25/09	11,553 12	11,210 26	342.86		Y
CON-WAY INC	Trade	238.000		07/29/09	09/11/09	10,140 91	10,069 54	71.37		Y
CONOCOPHILLIPS	Trade	244 000		06/10/09	09/11/09	11,345 70	11,213 36	132 34		Y
DEAN FOODS CO NEW	Trade	571.000		02/17/09	08/26/09	10,448 46	11,398.99	-950 53		Y
DRESSER RAND GROUP INC	Trade	374 000		05/20/09	09/11/09	11,776.95	10,269.89	1,507 06		Y
EMC CORP MASS	Trade	995.000		03/09/09	04/27/09	11,979 49	9,820 65	2,158 84		Y
FAMILY DOLLAR STORES	Trade	390.000		12/01/08	08/25/09	11,639.72	10,370.72	1,269.00		Y
FIRSTENERGY CORP	Trade	201.000		07/14/08	03/09/09	7,455.08	16,598 88	-9,143.80		Y
FRANKLIN RESOURCES INC	Trade	124 000		08/25/09	09/11/09	12,131 84	11,786.86	344.98		Y
FREEPORT-MCMORAN COPPER & GOLD INC	Trade	185 000		08/25/09	09/11/09	12,949 66	11,854 76	1,094 90		Y

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UBS Financial Services Inc.

2009 Consolidated Form 1099

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
GEN-PROBE INC	Trade	241.000		02/03/09	08/06/09	8,918 12	11,242.94	-2,324 82		Y
GENL MILLS INC	Trade	196.000		10/14/08	03/20/09	9,339 58	12,739 06	-3,399 48		Y
GOLDMAN SACHS GROUP INC	Trade	83 000		03/23/09	09/11/09	14,718 84	8,849.44	5,869 40		Y
HARRIS CORP DELA	Trade	75 000		11/05/08	02/03/09	3,148.22	2,796.88	351.34		Y
	Trade	279 000		11/05/08	04/17/09	7,981 56	10,404 38	-2,422.82		Y
HOME DEPOT INC	Trade	458 000		06/10/09	09/11/09	12,548 87	11,291 07	1,257 80		Y
ILLINOIS TOOL WORKS INC	Trade	275 000		08/25/09	09/11/09	12,072.18	11,860 81	211 37		Y
INTEL CORP	Trade	709 000		04/27/09	09/11/09	14,108.73	10,854.86	3,253.87		Y
INTL BUSINESS MACH	Trade	124 000		02/03/09	09/11/09	14,609 30	11,374.27	3,235 03		Y
INTUITIVE SURGICAL INC NEW	Trade	66.000		06/16/08	01/09/09	6,698.39	18,512.16	-11,813 77		Y
JOY GLOBAL INC	Trade	245 000		06/10/09	08/25/09	9,940 64	10,144 35	-203 71		Y
JPMORGAN CHASE & CO	Trade	5 000		09/22/08	04/17/09	164.34	205 98	-41.64		Y
	Trade	55.000		09/22/08	08/06/09	2,252.29	2,265 80	-13.51		Y
JUNIPER NETWORKS INC	Trade	658 000		07/31/08	02/03/09	9,415 92	17,267.76	-7,851.84		Y
KNIGHT CAPITAL GROUP INC CL A	Trade	577 000		02/10/09	03/23/09	8,308.29	11,106.62	-2,798 33		Y
L-3 COMMUNICATIONS HOLDINGS CORP	Trade	154.000		01/08/09	09/11/09	11,960 87	11,837 43	123.44		Y
LENDER PROCESSING SERVICES INC	Trade	334 000		08/25/09	09/11/09	12,067 10	11,823.17	243 93		Y
MCAFEE INC	Trade	105 000		11/11/08	06/10/09	4,257 82	3,150 11	1,107.71		Y
	Trade	15 000		11/11/08	07/29/09	671.23	450 02	221 21		Y

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UBS Financial Services Inc.

2009 Consolidated Form 1099

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
MCAFEE INC	Trade	274 000		11/11/08	09/11/09	11,767 99	8,220 27	3,547 72		Y
MCKESSON CORP	Trade	222 000		08/06/09	09/11/09	12,669 21	11,616.97	1,052 24		Y
NASDAQ OMX GROUP (THE)	Trade	302 000		09/23/08	02/10/09	6,773 82	10,593.89	-3,820 07		Y
	Trade	124.000		09/25/08	02/10/09	2,781 30	4,016 25	-1,234 95		Y
NCR CORP NEW	Trade	774.000		10/24/08	02/17/09	7,698 39	11,900.64	-4,202 25		Y
NORFOLK STHN CORP	Trade	245 000		09/17/08	02/03/09	9,239.09	16,511.43	-7,272 34		Y
OMNICARE INC	Trade	91 000		09/02/08	01/07/09	2,465 45	2,911 85	-446 40		Y
	Trade	63 000		09/02/08	02/18/09	1,819 56	2,015 90	-196 34		Y
	Trade	394 000		09/02/08	08/06/09	9,214.79	12,607.37	-3,392 58		Y
PACTIV CORP	Trade	491 000		11/10/08	09/11/09	12,588.91	12,168 45	420 46		Y
PROCTER & GAMBLE CO	Trade	198.000		10/20/08	06/10/09	10,404.15	12,456 18	-2,052.03		Y
RAYTHEON CO NEW	Trade	29 000		10/28/08	09/11/09	1,338.03	1,294 76	43 27		Y
	Trade	213.000		10/28/08	09/11/09	9,827 56	9,423.31	404 25		Y
RED HAT INC	Trade	62.000		02/03/09	06/10/09	1,254 87	952 32	302.55		Y
	Trade	567 000		02/03/09	09/11/09	14,384.42	8,709.12	5,675.30		Y
ROSS STORES INC	Trade	48 000		03/20/09	08/25/09	2,243 23	1,651 08	592 15		Y
	Trade	256 000		03/20/09	09/11/09	12,031.69	8,805 76	3,225 93		Y
SAIC INC	Trade	96 000		10/21/08	02/18/09	1,842 55	1,810.20	32 35		Y
	Trade	589 000		10/21/08	09/11/09	10,536 93	11,106.36	-569 43		Y
STRAYER EDUCATION INC	Trade	48 000		11/25/08	09/11/09	9,971 74	10,909 00	-937.26		Y
TD AMERITRADE HOLDING CORP	Trade	621 000		06/10/09	09/11/09	11,972.57	11,124.47	848 10		Y
TESORO CORP	Trade	16 000		01/07/09	02/03/09	272 71	221.43	51.28		Y
	Trade	688.000		01/07/09	05/07/09	11,520.12	9,521 51	1,998 61		Y

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UBS Financial Services Inc.

2009 Consolidated Form 1099

Short-Term Gain/Loss - continued

This section includes securities held for less than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
VALEANT PHARMACEUTICALS INTL	Trade	460.000		08/25/09	09/11/09	12,318 48	11,813 95	504.53		Y
VALERO ENERGY CORP NEW	Trade	92 000		10/09/08	01/07/09	2,155 65	1,905 50	250 15		Y
	Trade	527 000		10/09/08	05/06/09	12,011.65	10,915.22	1,096.43		Y
WATSON WYATT WORLDWIDE INC*MERGER 01/2010* CL A	Trade	218.000		02/18/09	05/20/09	8,597 76	10,899 06	-2,301.30		Y
WHOLE FOODS MARKET INC	Trade	406.000		08/25/09	09/11/09	11,696.55	11,833.36	-136.81		Y
WMS INDUSTRIES INC	Trade	273.000		08/25/09	09/11/09	11,738 69	11,774.79	-36.10		Y
WSTN DIGITAL CORP	Trade	355.000		08/26/09	09/11/09	12,651 87	11,882 06	769.81		Y
Total Short-Term Gain/Loss						**669,867.72**	**688,619.70**	**-18,751.98**		

Long-Term Gain/Loss

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B.

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss	Remarks	Matches 1099-B
AEROPOSTALE INC	Trade	517 000		11/28/07	01/07/09	9,912.02	14,481 83	-4,569.81		Y
APOLLO GROUP INC CL A	Trade	139.000		07/31/08	09/11/09	9,323.88	8,742 50	581.38		Y
BECTON DICKINSON & CO	Trade	175 000		06/05/07	08/06/09	11,206.71	13,306 82	-2,100 11	1	Y
BMC SOFTWARE INC	Trade	51 000		03/06/08	04/09/09	1,702.85	1,698 81	4 04		Y
	Trade	338.000		03/06/08	09/11/09	12,319.78	11,258 78	1,061.00		Y
CHURCH & DWIGHT CO INC	Trade	243.000		11/28/07	09/11/09	13,515 31	13,504 06	11 25		Y
COLGATE PALMOLIVE CO	Trade	190.000		06/05/07	09/11/09	14,249.63	12,733.80	1,515 83	1	Y
EXPRESS SCRIPTS INC	Trade	20 000		06/05/07	06/10/09	1,254 70	1,001 94	252 76	1	Y
	Trade	18.000		06/05/07	08/26/09	1,298.85	901 75	397.10	1	Y

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UBS Financial Services Inc.

2009 Consolidated Form 1099

Long-Term Gain/Loss - continued

This section includes securities held for more than one year, and option contracts that are not reported on Form 1099-B

Security Description	Activity Type	Quantity/ Face value	Original Cost Basis	Purchase date Date Acquired	Date Sold	Sale Amount	Cost or Other Basis	Gain/Loss		Remarks	Matches 1099-B
EXPRESS SCRIPTS INC	Trade	167.000		06/05/07	09/11/09	12,877 03	8,366 23	4,510 80	1		Y
EXXON MOBIL CORP	Trade	140 000		06/05/07	09/11/09	9,920.14	11,736 20	-1,816 06	1		Y
HEWLETT PACKARD CO	Trade	56 000		06/05/07	04/17/09	2,004 28	2,551.77	-547 49	1		Y
	Trade	35 000		06/05/07	08/06/09	1,487 47	1,594 85	-107 38	1		Y
	Trade	285 000		06/05/07	09/11/09	13,249.30	12,986.68	262 62	1		Y
JACOBS ENGINEERING GROUP INC	Trade	238 000		06/05/07	02/03/09	8,875 07	14,082 43	-5,207.36	1		Y
JPMORGAN CHASE & CO	Trade	201.000		09/22/08	09/23/09	9,269 30	8,280.48	988.82			Y
	Trade	95.000		09/25/08	09/28/09	4,101.89	4,166.96	-65.07			Y
MCDONALDS CORP	Trade	239 000		08/05/08	09/11/09	13,168 56	14,891.97	-1,723 41			Y
NATL-OILWELLVARCO INC	Trade	198.000		06/05/07	01/05/09	5,629 32	9,663 04	-4,033 72	1		Y
OSI PHARMACEUTICALS INC	Trade	41 000		12/12/07	02/10/09	1,643 28	1,945 45	-302.17			Y
	Trade	300 000		12/12/07	06/10/09	8,607 55	14,235 00	-5,627 45			Y
UNTD TECHNOLOGIES CORP	Trade	264 000		06/05/07	01/08/09	14,056.92	18,629.76	-4,572.84	1		Y
VARIAN MEDICAL SYSTEMS INC	Trade	297 000		01/31/08	07/29/09	10,649.78	15,491 06	-4,841 28			Y
WAL MART STORES INC	Trade	243.000		07/01/08	09/11/09	12,363.52	13,792.68	-1,429.16			Y
Total Long-Term Gain/Loss						**202,687.14**	**230,044.85**	**-27,357.71**			

2009 Tax Information Statement

CAPITAL GUARDIAN TRUST COMPANY

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address
THE LESLIE & ELAINE HOFFMAN
FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
543 0000	710889908	ABB LTD (CHF)	12/18/2008	12/10/2009	9,665.15	7,859 73	1,805 42	0 00
200.0000	002824100	ABBOTT LABORATORIES	08/19/2008	05/15/2009	8,790.53	11,802.36	-3,011.83	0.00
300 0000	002824100	ABBOTT LABORATORIES	08/19/2008	05/15/2009	13,109 78	17,703 54	-4,593.76	0 00
400 0000	002824100	ABBOTT LABORATORIES	VARIOUS	05/18/2009	17,231 35	23,576.54	-6,345 19	0 00
300.0000	00817Y108	AETNA INC	08/19/2008	05/19/2009	7,620 43	12,830 57	-5,210 14	0 00
100 0000	052800109	AUTOLIV INC	03/25/2009	10/30/2009	3,367 42	1,607.79	1,759 63	0 00
400 0000	052800109	AUTOLIV INC	VARIOUS	11/02/2009	13,705 00	6,406.10	7,298.90	0 00
100 0000	052800109	AUTOLIV INC	03/24/2009	11/03/2009	3,398.06	1,600.00	1,798 06	0 00
.1139	627791908	BILLABONG INTERNATIONAL LTD	10/23/2009	11/05/2009	1.13	1 22	-0 09	0 00
100.0000	09062X103	BIOGEN IDEC INC	02/04/2009	11/02/2009	4,289.87	5,292.61	-1,002.74	0 00
100 0000	09062X103	BIOGEN IDEC INC	02/04/2009	11/03/2009	4,313 53	5,292.61	-979.08	0 00
100 0000	09062X103	BIOGEN IDEC INC	02/05/2009	11/04/2009	4,285.83	5,287.40	-1,001 57	0 00
100 0000	09062X103	BIOGEN IDEC INC	02/05/2009	11/05/2009	4,406.11	5,287.40	-881.29	0.00
200.0000	09062X103	BIOGEN IDEC INC	VARIOUS	11/06/2009	8,978 40	10,295.61	-1,317.21	0.00
200 0000	575602909	BMW AG	05/29/2009	08/27/2009	9,205 18	7,331.41	1,873 77	0 00
7220 3440	097873822	BOND FUND OF AMERICA CL F2	VARIOUS	12/29/2009	85,272 26	80,610.07	4,662.19	0.00
1576.0000	079805909	BP PLC	10/07/2008	07/02/2009	12,439.61	12,231.96	207 65	0.00

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THE LESLIE & ELAINE HOFFMAN
FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

CAPITAL GUARDIAN TRUST COMPANY

☐ Corrected ☐ 2nd TIN notice

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	111320107	BROADCOM CORP	02/19/2009	12/18/2009	9,380.93	5,226.90	4,154.03	0.00
904.0000	B2PF6M901	CADBURY PLC	VARIOUS	11/06/2009	11,485 84	8,088.78	3,397 06	0.00
655.0000	B2PF6M901	CADBURY PLC	VARIOUS	11/09/2009	8,341.44	5,562.30	2,779.14	0.00
200 0000	136375961	CANADIAN NATIONAL RAILWAY CO C$	08/27/2008	05/19/2009	8,212.19	10,230.21	-2,018 02	0 00
100.0000	136385952	CANADIAN NATURAL RESOURCES LTD C$	11/24/2008	02/17/2009	3,180 09	3,811.84	-631 75	0.00
100.0000	143658300	CARNIVAL CORP COMMON PAIRED STOCK	08/19/2008	05/19/2009	2,647.19	3,760 38	-1,113 19	0 00
200.0000	143658300	CARNIVAL CORP COMMON PAIRED STOCK	08/19/2008	05/20/2009	5,175.60	7,520.77	-2,345 17	0.00
400.0000	281020107	EDISON INTERNATIONAL	01/16/2009	07/31/2009	12,931.10	13,241.12	-310.02	0.00
100.0000	B0NJJ1901	ELECTRICITE DE FRANCE	10/09/2008	02/16/2009	3,901.64	6,030.06	-2,128.42	0.00
100.0000	B0NJJ1901	ELECTRICITE DE FRANCE	VARIOUS	03/13/2009	3,589 16	5,864 63	-2,275.47	0.00
50.0000	B0NJJ1901	ELECTRICITE DE FRANCE	10/29/2008	03/16/2009	1,810.88	2,849 60	-1,038.72	0 00
400 0000	595937905	ERICSSON (LM) B	09/04/2008	04/03/2009	3,567 80	4,273 03	-705.23	0 00
400.0000	595937905	ERICSSON (LM) B	09/04/2008	04/06/2009	3,541.36	4,273 03	-731.67	0.00
400.0000	595937905	ERICSSON (LM) B	09/04/2008	04/08/2009	3,511.72	4,273.03	-761.31	0.00
1200.0000	595937905	ERICSSON (LM) B	09/04/2008	04/08/2009	10,543 48	12,819.09	-2,275.61	0 00
400.0000	595937905	ERICSSON (LM) B	09/04/2008	04/09/2009	3,625.90	4,273.03	-647.13	0.00
1000.0000	595937905	ERICSSON (LM) B	VARIOUS	04/29/2009	9,480.28	10,682.59	-1,202 31	0 00
800.0000	595937905	ERICSSON (LM) B	09/04/2008	05/14/2009	6,587.85	8,546.06	-1,958 21	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
200.0000	595937905	ERICSSON (LM) B	10/21/2008	05/15/2009	1,711 72	1,487 66	224.06	0 00
1000.0000	595937905	ERICSSON (LM) B	VARIOUS	05/25/2009	8,498 24	7,297.43	1,200 81	0 00
50.0000	336433107	FIRST SOLAR INC	02/26/2009	05/26/2009	8,940 60	5,237.03	3,703 57	0 00
100 0000	369604103	GENERAL ELECTRIC CO (USD)	10/02/2008	05/20/2009	1,395 05	2,225 00	-829 95	0 00
15.0000	598061901	GIVAUDAN	VARIOUS	07/16/2009	9,058.18	11,914 24	-2,856.06	0 00
1.0000	598061901	GIVAUDAN	10/24/2008	07/17/2009	612.08	652.37	-40 29	0.00
16.0000	910LNK905	GIVAUDAN AG RTS EXP 06/29/09	VARIOUS	06/29/2009	399.89	0.00	399.89	0.00
16.0000	B3RZSF904	GIVAUDAN REG WTS EXP 04/27/09	VARIOUS	04/24/2009	125.23	0 00	125.23	0 00
400.0000	443683107	HUDSON CITY BANCORP INC	VARIOUS	05/05/2009	5,090.14	7,211.92	-2,121.78	0.00
200.0000	457983955	INMET MINING CORP C$	02/23/2009	10/29/2009	10,772 91	4,321.77	6,451.14	0.00
100.0000	457983955	INMET MINING CORP C$	02/23/2009	11/02/2009	5,476 35	2,160.89	3,315 46	0.00
100 0000	466313103	JABIL CIRCUIT INC	01/16/2008	01/14/2009	609 91	1,447.29	-837.38	0 00
300 0000	466313103	JABIL CIRCUIT INC	04/07/2008	01/15/2009	1,788.46	3,040.41	-1,251.95	0.00
100.0000	466313103	JABIL CIRCUIT INC	04/04/2008	01/16/2009	586.48	1,001.61	-415.13	0.00
100 0000	466313103	JABIL CIRCUIT INC	04/09/2008	03/09/2009	324 49	994.63	-670.14	0.00
200 0000	466313103	JABIL CIRCUIT INC	04/08/2008	03/10/2009	643.19	1,967.92	-1,324 73	0 00
100 0000	494368103	KIMBERLY-CLARK CORP	09/15/2008	05/19/2009	5,159.78	6,496.38	-1,336 60	0 00
200.0000	494368103	KIMBERLY-CLARK CORP	VARIOUS	05/19/2009	10,312 41	12,712.22	-2,399.81	0.00
200.0000	494368103	KIMBERLY-CLARK CORP	08/19/2008	05/20/2009	10,346.83	12,546.51	-2,199 68	0.00
200 0000	565849106	MARATHON OIL CORP COM	08/19/2008	02/04/2009	5,398.68	8,933.79	-3,535.11	0 00

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200 0000	565849106	MARATHON OIL CORP COM	08/19/2008	02/04/2009	5,439.14	8,933 79	-3,494.65	0 00
300.0000	654445303	NINTENDO CO LTD ADR UNSPON	08/25/2008	05/28/2009	9,848.29	17,084.25	-7,235.96	0.00
213.0000	590294906	NOKIA OYJ	06/03/2009	08/20/2009	2,651.06	3,377.87	-726 81	0 00
579 0000	590294906	NOKIA OYJ	VARIOUS	08/21/2009	7,085.54	9,021 56	-1,936.02	0.00
254.0000	590294906	NOKIA OYJ	VARIOUS	08/24/2009	3,221.79	3,808 07	-586.28	0 00
296 0000	590294906	NOKIA OYJ	05/13/2009	08/25/2009	3,722.26	4,138 48	-416 22	0 00
332.0000	590294906	NOKIA OYJ	VARIOUS	08/26/2009	4,305 36	4,590 24	-284 88	0 00
307 0000	710306903	NOVARTIS AG NAMEN	01/05/2009	05/22/2009	12,389 87	14,979.93	-2,590 06	0 00
100.0000	713448108	PEPSICO INC	01/08/2009	05/27/2009	5,032.55	5,330 35	-297 80	0 00
.0600	468232004	PERNOD RICARD SA	10/07/2008	05/26/2009	3.83	4.30	-0 47	0.00
209.0000	B1HH93907	PETROPLUS HOLDINGS AG	03/02/2009	11/17/2009	4,248.89	3,207 59	1,041 30	0.00
110.0000	B1HH93907	PETROPLUS HOLDINGS AG	03/02/2009	11/18/2009	2,222.58	1,688 21	534 37	0 00
319.0000	929PUG906	PETROPLUS HOLDINGS AG RTS EXP 09/21/09	03/02/2009	09/21/2009	697.51	0.00	697.51	0 00
22 0000	711038901	ROCHE HOLDING AG GENUSSCHEIN	08/19/2008	02/16/2009	2,744.97	3,764 19	-1,019 22	0 00
400.0000	775109960	ROGERS COMMUNICATION	VARIOUS	09/02/2009	10,947.47	10,022 19	925.28	0 00
200 0000	775109960	ROGERS COMMUNICATION	VARIOUS	09/03/2009	5,565 50	4,910.67	654.83	0 00
200 0000	048354906	SABMILLER PLC	08/20/2008	03/11/2009	2,663 36	4,170.97	-1,507 61	0 00
100.0000	048354906	SABMILLER PLC	08/20/2008	03/12/2009	1,319 26	2,085 49	-766.23	0 00
5 0000	483410007	SCHNEIDER ELECTRIC SA	05/29/2009	06/05/2009	367 15	306 77	60 38	0 00

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PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
.9538	483410007	SCHNEIDER ELECTRIC SA	05/29/2009	06/10/2009	71 62	58 52	13.10	0.00
500 0000	817315104	SEPRACOR INC	08/19/2008	06/04/2009	8,067.44	9,064.96	-997.52	0 00
1000.0000	092232909	SMITH & NEPHEW ASSOC	VARIOUS	02/20/2009	7,443 25	8,593 83	-1,150.58	0.00
300.0000	B1WY23900	SMITHS GROUP PLC	01/07/2009	04/16/2009	3,033.91	4,487 82	-1,453.91	0 00
300.0000	B1WY23900	SMITHS GROUP PLC	VARIOUS	04/17/2009	3,055.85	4,344.45	-1,288.60	0.00
300.0000	B1WY23900	SMITHS GROUP PLC	01/08/2009	04/20/2009	3,169 28	4,396 32	-1,227 04	0.00
400 0000	B1WY23900	SMITHS GROUP PLC	01/05/2009	04/22/2009	4,184.99	5,756.22	-1,571 23	0 00
400.0000	B1WY23900	SMITHS GROUP PLC	VARIOUS	04/28/2009	4,224.72	5,796.39	-1,571.67	0.00
300 0000	B1WY23900	SMITHS GROUP PLC	VARIOUS	05/05/2009	3,343.96	4,273 44	-929.48	0 00
400 0000	B1WY23900	SMITHS GROUP PLC	VARIOUS	05/14/2009	4,373.47	5,569.64	-1,196.17	0 00
400.0000	B1WY23900	SMITHS GROUP PLC	12/18/2008	05/15/2009	4,452.70	5,326.86	-874.16	0 00
200.0000	B1WY23900	SMITHS GROUP PLC	12/19/2008	05/19/2009	2,360 39	2,647.00	-286.61	0 00
400.0000	867224958	SUNCOR ENERGY INC	VARIOUS	08/24/2009	13,211.37	9,288.92	3,922 45	0.00
4500.0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	VARIOUS	03/13/2009	1,962 72	3,300.19	-1,337.47	0.00
4500 0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	04/11/2008	03/18/2009	1,985 94	3,280.43	-1,294.49	0.00
1800.0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	04/11/2008	03/19/2009	804 03	1,312 17	-508 14	0 00
800 0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	04/11/2008	03/20/2009	358 20	583.19	-224.99	0 00
100.0000	689567006	TOKYO ELECTRON LTD	03/17/2009	09/09/2009	5,566.01	3,816.60	1,749 41	0 00
100.0000	913017109	UNITED TECHNOLOGIES CORP	08/20/2008	02/26/2009	4,147 44	6,491 00	-2,343.57	0.00
600.0000	B39J2M903	UNITED UTILITIES GROUP PLC	01/08/2009	07/29/2009	4,576.90	5,546.17	-969 27	0.00

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PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
41 0000	B197DR900	VALLOUREC SA	VARIOUS	06/03/2009	5,539 90	11,346.68	-5,806.78	0 00
15.0000	B197DR900	VALLOUREC SA	VARIOUS	06/04/2009	2,004.98	3,218.54	-1,213 56	0.00
.2100	B197DR900	VALLOUREC SA	01/08/2009	07/17/2009	23 81	26.20	-2.39	0.00
29.0000	B197DR900	VALLOUREC SA	01/08/2009	08/06/2009	4,154 08	3,618 34	535 74	0 00
37.0000	B197DR900	VALLOUREC SA	VARIOUS	08/07/2009	5,244 87	3,922 18	1,322 69	0 00
25.0000	B197DR900	VALLOUREC SA	VARIOUS	08/07/2009	3,618 43	2,526 93	1,091.50	0 00
.1884	403187909	VEOLIA ENVIRONNEMENT	08/19/2008	07/03/2009	5.54	10.31	-4 77	0.00
700 0000	949746101	WELLS FARGO & CO (NEW)	VARIOUS	01/30/2009	13,302 30	19,840.00	-6,537.70	0 00
Total Short Term Sales					**607,609.20**	**667,860 66**	**-60,251.46**	**0.00**
Long Term 15% Sales								
200.0000	002824100	ABBOTT LABORATORIES	04/15/2008	05/18/2009	8,615 68	10,407.00	-1,791.32	0 00
100.0000	585284904	ACCOR	06/19/2007	04/03/2009	3,959 87	8,985 16	-5,025 29	0.00
106.0000	403197908	ADIDAS AG	07/22/2007	02/16/2009	3,537.96	6,595.81	-3,057.85	0.00
119.0000	403197908	ADIDAS AG	07/23/2007	02/17/2009	3,911 25	7,386 78	-3,475.53	0.00
400.0000	001055102	AFLAC INC	VARIOUS	01/22/2009	9,687.54	22,408.77	-12,721.23	0 00
200.0000	02364W105	AMERICA MOVIL S A B DE C.V.	06/19/2007	08/26/2009	9,419 89	12,680.53	-3,260 64	0.00
100.0000	02364W105	AMERICA MOVIL S.A.B DE C V.	06/19/2007	08/27/2009	4,662 95	6,340 27	-1,677 32	0.00
1000 0000	00206R102	AT&T INC	VARIOUS	11/20/2009	26,000.13	40,025 67	-14,025 54	0 00
600.0000	00206R102	AT&T INC	VARIOUS	11/23/2009	15,869 29	23,605.40	-7,736 11	0 00

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225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

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300.0000	00206R102	AT&T INC.	11/27/2007	11/23/2009	7,920.30	11,082 00	-3,161.70	0 00
200.0000	057224107	BAKER HUGHES INC	06/19/2007	05/18/2009	7,339.09	17,627 53	-10,288.44	0.00
100.0000	067901959	BARRICK GOLD CORP C$	06/19/2007	08/11/2009	3,384 52	2,894.43	490.09	0.00
100.0000	086516101	BEST BUY INC	10/11/2007	05/27/2009	3,564.68	4,976.29	-1,411.61	0 00
.8710	627791908	BILLABONG INTERNATIONAL LTD	06/19/2007	05/01/2009	6.60	13.00	-6 40	0.00
200.0000	575602909	BMW AG	06/19/2007	08/27/2009	9,205 18	13,364.12	-4,158.95	0.00
200.0000	097023105	BOEING CO	VARIOUS	03/04/2009	6,109.72	20,039.49	-13,929.77	0.00
100.0000	097023105	BOEING CO	07/06/2007	06/23/2009	4,364.85	9,892.44	-5,527.59	0.00
100.0000	097023105	BOEING CO	07/06/2007	06/23/2009	4,355.38	9,892.44	-5,537.06	0 00
142533.0560	097873822	BOND FUND OF AMERICA CL F2	VARIOUS	12/29/2009	1,683,315.39	1,864,573 63	-181,258 24	0.00
388.0000	400212908	BOUYGUES	VARIOUS	05/28/2009	16,357 63	33,663.48	-17,305.85	0 00
86.0000	400212908	BOUYGUES	VARIOUS	10/12/2009	4,731.73	7,088.68	-2,356.95	0.00
125 0000	400212908	BOUYGUES	08/15/2007	10/28/2009	6,161 63	8,903.43	-2,741.80	0 00
200.0000	134429109	CAMPBELL SOUP CO	06/19/2007	01/13/2009	5,801.10	7,855.57	-2,054.47	0.00
100 0000	156782104	CERNER CORP	06/19/2007	09/03/2009	6,287 46	5,615.62	671.84	0 00
100 0000	156782104	CERNER CORP	06/19/2007	11/03/2009	7,621 36	5,615.62	2,005 74	0 00
3512	612345900	COCA-COLA AMATIL LTD	06/19/2007	10/27/2009	3 38	2 72	0 66	0 00
600.0000	20030N101	COMCAST CORP CL A (NEW)	06/22/2007	08/07/2009	9,060 84	16,757 76	-7,696.92	0.00
200 0000	20030N101	COMCAST CORP CL A (NEW)	06/22/2007	08/10/2009	2,993 84	5,585 92	-2,592.08	0 00
400 0000	20030N101	COMCAST CORP CL A (NEW)	VARIOUS	08/12/2009	5,940 48	10,280 17	-4,339.69	0 00

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100.0000	20825C104	CONOCOPHILLIPS	07/05/2007	04/20/2009	3,790 46	8,071 28	-4,280.82	0.00
.0550	018270009	CRH PLC	06/19/2007	05/27/2009	1.35	2.73	-1.38	0 00
.5882	B1Y9TB906	DANONE	11/21/2007	07/17/2009	34 12	52 68	-18 56	0 00
77.0000	B1Y9TB906	DANONE	11/21/2007	07/31/2009	4,148.73	6,896 24	-2,747.51	0 00
100.0000	533004909	DASSAULT SYSTEMES SA	06/19/2007	11/19/2009	5,772.55	6,218.18	-445.63	0.00
200.0000	24702R101	DELL INC	06/19/2007	01/09/2009	2,196.52	5,571.11	-3,374.59	0.00
400.0000	247907207	DELTA PETROLEUM CORP	VARIOUS	01/05/2009	2,136.18	6,387.88	-4,251.70	0.00
2500 0000	247907207	DELTA PETROLEUM CORP	VARIOUS	01/06/2009	13,520 67	38,095.44	-24,574 77	0 00
200.0000	247907207	DELTA PETROLEUM CORP	11/27/2007	01/09/2009	1,081 59	2,686 76	-1,605.17	0.00
100 0000	247907207	DELTA PETROLEUM CORP	11/27/2007	03/10/2009	99 16	1,343.38	-1,244 22	0 00
200.0000	247907207	DELTA PETROLEUM CORP	11/27/2007	03/10/2009	198.05	2,686.76	-2,488.71	0.00
100 0000	247907207	DELTA PETROLEUM CORP	11/27/2007	03/11/2009	128.23	1,343.38	-1,215.15	0.00
100.0000	247907207	DELTA PETROLEUM CORP	11/27/2007	03/11/2009	125.00	1,343.38	-1,218.38	0.00
100 0000	247907207	DELTA PETROLEUM CORP	11/27/2007	03/12/2009	123.01	1,343.38	-1,220 37	0.00
100.0000	27579R104	EAST WEST BANCORP INC	10/04/2007	03/02/2009	629.91	3,780.50	-3,150.59	0 00
400 0000	27579R104	EAST WEST BANCORP INC	10/04/2007	03/10/2009	1,518.67	15,122.00	-13,603 33	0 00
400.0000	595937905	ERICSSON (LM) B	04/14/2008	04/23/2009	3,780.61	3,991.79	-211 18	0 00
100.0000	30231G102	EXXON MOBIL CORP	06/19/2007	06/15/2009	7,246.41	8,605 22	-1,358 81	0 00
100 0000	635693005	FANUC CO	06/19/2007	01/14/2009	6,605 50	10,053.15	-3,447.65	0 00
200 0000	635693005	FANUC CO	06/19/2007	02/04/2009	13,055 32	20,106 31	-7,050 99	0 00

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225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
100.0000	635693005	FANUC CO	06/19/2007	03/05/2009	6,346 30	10,053.15	-3,706.85	0 00
100 0000	343412102	FLUOR CORP (NEW)	08/20/2008	11/04/2009	4,566.59	7,293.00	-2,726 41	0.00
100.0000	343412102	FLUOR CORP (NEW)	03/26/2008	11/05/2009	4,543 70	7,129 84	-2,586.14	0.00
200 0000	635652001	FUJIFILM HOLDINGS CORP	11/29/2007	10/26/2009	5,299 60	9,135.97	-3,836.37	0.00
100.0000	368710406	GENENTECH INC	06/19/2007	02/13/2009	8,392 53	7,680 54	711.99	0 00
200.0000	368710406	GENENTECH INC	06/19/2007	02/13/2009	16,752.84	15,361 07	1,391 77	0.00
100 0000	368710406	GENENTECH INC	06/19/2007	02/13/2009	8,396 45	7,680.53	715.92	0.00
100.0000	368710406	GENENTECH INC	06/22/2007	02/18/2009	8,413 37	7,496 88	916.49	0.00
400.0000	369604103	GENERAL ELECTRIC CO (USD)	09/14/2007	05/20/2009	5,580.22	16,120 00	-10,539.78	0 00
100.0000	369604103	GENERAL ELECTRIC CO (USD)	06/19/2007	05/21/2009	1,332 20	3,806.36	-2,474 16	0 00
1600.0000	369604103	GENERAL ELECTRIC CO (USD)	06/19/2007	08/24/2009	22,665 81	60,901.78	-38,235.97	0 00
50 0000	38141G104	GOLDMAN SACHS GROUP INC	03/13/2008	11/10/2009	8,831.88	8,261.82	570.06	0 00
2000 0000	640866000	HANKYU HANSHIN HOLDINGS INC	06/19/2007	06/12/2009	9,250 61	10,896.34	-1,645.73	0.00
200.0000	779255900	HEINEKEN NV	09/19/2007	08/24/2009	7,965.43	13,039 24	-5,073.81	0.00
100.0000	779255900	HEINEKEN NV	09/19/2007	08/27/2009	4,254 08	6,519 62	-2,265 54	0 00
100.0000	779255900	HEINEKEN NV	09/19/2007	08/27/2009	4,241 23	6,519 62	-2,278.39	0 00
151.0000	711075903	HOLCIM LTD NAMEN	06/19/2007	09/02/2009	9,998.17	16,095 28	-6,097.11	0 00
630 0000	910KRS906	HOLCIM RTS EXP 07/23/2009	VARIOUS	07/14/2009	1,053.24	0 00	1,053 24	0 00
4000 0000	643655004	HONG KONG/CHINA GAS	06/20/2007	01/06/2009	6,148 15	7,725.71	-1,577.56	0 00
74 0000	711131904	INDITEX	06/19/2007	02/16/2009	2,900 46	4,416 65	-1,516.19	0 00

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2009 Tax Information Statement

CAPITAL GUARDIAN TRUST COMPANY

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THE LESLIE & ELAINE HOFFMAN
FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
84 0000	711131904	INDITEX	06/19/2007	02/16/2009	3,285 75	5,013.50	-1,727.75	0 00
42 0000	711131904	INDITEX	06/19/2007	02/17/2009	1,590.21	2,506 75	-916 54	0 00
800 0000	458140100	INTEL CORP	01/17/2008	01/22/2009	10,271 94	15,456.40	-5,184.46	0.00
100 0000	466313103	JABIL CIRCUIT INC	08/10/2007	03/10/2009	321 60	2,409.95	-2,088 35	0.00
300 0000	466313103	JABIL CIRCUIT INC	VARIOUS	03/11/2009	975.80	7,086.84	-6,111.04	0.00
500 0000	466313103	JABIL CIRCUIT INC	VARIOUS	03/12/2009	1,723.19	10,697.98	-8,974.79	0.00
200 0000	478366107	JOHNSON CONTROLS INC	02/27/2008	09/24/2009	5,079 76	6,993.68	-1,913 92	0.00
3900 0000	331952903	KINGFISHER PLC NEW	08/31/2007	01/06/2009	8,516 45	16,519.51	-8,003 06	0.00
200 0000	50075N104	KRAFT FOODS INC CL A	06/19/2007	04/17/2009	4,533.38	6,952.39	-2,419.01	0.00
200.0000	50075N104	KRAFT FOODS INC CL A	06/19/2007	11/18/2009	5,440.73	6,952 39	-1,511.66	0 00
100.0000	50075N104	KRAFT FOODS INC CL A	06/19/2007	11/19/2009	2,697.98	3,476.20	-778.22	0.00
32.0000	B1YXBJ905	L'AIR LIQUIDE (L)	06/19/2007	01/19/2009	2,531.26	3,653.66	-1,122.40	0 00
10.0000	B1YXBJ905	L'AIR LIQUIDE (L)	06/19/2007	01/20/2009	787.69	1,141.77	-354.08	0.00
100.0000	405780909	L'OREAL	12/17/2007	12/07/2009	11,309 11	13,598 77	-2,289.66	0.00
200 0000	580135101	MCDONALDS CORP	06/19/2007	02/12/2009	11,262 51	10,454 09	808.42	0.00
800 0000	594918104	MICROSOFT CORP	VARIOUS	03/31/2009	14,780 87	25,291 55	-10,510 68	0.00
274.0000	663710002	NEWCREST MINING NPV	VARIOUS	09/03/2009	7,347 76	8,188 18	-840.42	0 00
221 0000	663710002	NEWCREST MINING NPV	09/28/2007	10/06/2009	6,451 53	5,745.40	706.13	0 00
7.0000	590294906	NOKIA OYJ	08/19/2008	08/26/2009	90.78	177.44	-86.66	0.00
200.0000	655664100	NORDSTROM INC	VARIOUS	10/20/2009	7,057.41	7,246.02	-188.61	0 00

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CAPITAL GUARDIAN TRUST COMPANY

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
200.0000	655664100	NORDSTROM INC	01/14/2008	10/21/2009	6,993.46	6,319.56	673.90	0.00
200.0000	655664100	NORDSTROM INC	VARIOUS	10/22/2009	6,877.68	6,171.11	706.57	0 00
300.0000	655664100	NORDSTROM INC	VARIOUS	10/22/2009	10,302 57	9,465.12	837.45	0 00
100.0000	655664100	NORDSTROM INC	01/15/2008	10/26/2009	3,395.87	3,025 55	370 32	0 00
100.0000	655664100	NORDSTROM INC	01/15/2008	10/27/2009	3,247 92	3,025.55	222.37	0 00
100.0000	655664100	NORDSTROM INC	01/15/2008	10/28/2009	3,108.09	3,025 55	82 54	0 00
100.0000	681919106	OMNICOM GROUP INC	06/19/2007	02/12/2009	2,744 36	5,142.53	-2,398.17	0.00
400.0000	681919106	OMNICOM GROUP INC	VARIOUS	05/18/2009	12,616.79	20,121.15	-7,504.36	0 00
200.0000	704326107	PAYCHEX INC	06/19/2007	06/17/2009	5,377.08	7,970 35	-2,593.27	0.00
100.0000	704326107	PAYCHEX INC	06/19/2007	06/18/2009	2,668.85	3,985.18	-1,316.33	0 00
100.0000	704326107	PAYCHEX INC	06/19/2007	12/11/2009	3,175 68	3,985.18	-809.50	0.00
.3400	468232004	PERNOD RICARD SA	01/10/2008	12/01/2009	30.46	37.59	-7.13	0 00
300 0000	723484101	PINNACLE WEST CAPITAL CORP	VARIOUS	01/20/2009	9,769.62	12,116.10	-2,346.48	0.00
200.0000	723484101	PINNACLE WEST CAPITAL CORP	VARIOUS	01/21/2009	6,464 60	7,967.58	-1,502.98	0 00
200 0000	73172K104	POLYCOM INC	VARIOUS	05/22/2009	3,406.53	5,193.42	-1,786 89	0.00
300 0000	73172K104	POLYCOM INC	VARIOUS	05/26/2009	5,152.99	7,212 19	-2,059 20	0 00
132.0000	B3DCZF902	RICHEMONT CIE FIN	06/19/2007	01/19/2009	1,919.70	4,332 41	-2,412 71	0.00
132.0000	B3DCZF902	RICHEMONT CIE FIN	06/19/2007	01/19/2009	1,920 44	4,332 41	-2,411 97	0 00
100 0000	048354906	SABMILLER PLC	11/28/2007	03/12/2009	1,319 26	2,695 41	-1,376.15	0 00
200 0000	048354906	SABMILLER PLC	06/19/2007	03/16/2009	2,768 34	5,144 08	-2,375 74	0 00

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FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
200.0000	048354906	SABMILLER PLC	06/19/2007	03/19/2009	2,830 95	5,144 09	-2,313 14	0 00
200 0000	048354906	SABMILLER PLC	06/19/2007	03/20/2009	2,901.44	5,144.08	-2,242.64	0 00
300 0000	048354906	SABMILLER PLC	06/19/2007	03/27/2009	4,356.74	7,716 13	-3,359.39	0.00
500.0000	048354906	SABMILLER PLC	06/19/2007	03/31/2009	7,405.45	12,860.21	-5,454.76	0 00
400.0000	048354906	SABMILLER PLC	06/19/2007	05/27/2009	8,069.37	10,288.17	-2,218.80	0.00
300.0000	048354906	SABMILLER PLC	06/19/2007	06/01/2009	6,293 83	7,716.13	-1,422.30	0 00
300.0000	048354906	SABMILLER PLC	06/19/2007	06/03/2009	6,170.84	7,716.13	-1,545.29	0.00
400.0000	567173901	SANOFI-AVENTIS	VARIOUS	02/19/2009	23,571.26	33,070.68	-9,499 42	0.00
300.0000	484628904	SAP AG	VARIOUS	11/20/2009	14,545.70	15,770 47	-1,224.77	0.00
300.0000	484628904	SAP AG	06/19/2007	12/08/2009	13,479.19	15,385.34	-1,906.15	0 00
100.0000	803111103	SARA LEE CORP	06/19/2007	06/11/2009	914.13	1,761.35	-847.22	0.00
100.0000	803111103	SARA LEE CORP	06/19/2007	06/23/2009	904 86	1,761.35	-856 49	0 00
300.0000	803111103	SARA LEE CORP	06/19/2007	06/24/2009	2,795.29	5,284.06	-2,488 77	0.00
100 0000	803111103	SARA LEE CORP	06/19/2007	06/25/2009	932.88	1,761.35	-828.47	0 00
100.0000	483410007	SCHNEIDER ELECTRIC SA	06/19/2007	06/05/2009	7,342.95	14,686 13	-7,343.18	0 00
1400 0000	079087003	SCOTTISH & SOUTHERN ENERGY	06/19/2007	08/03/2009	25,995 06	41,339.04	-15,343 98	0 00
200 0000	079087003	SCOTTISH & SOUTHERN ENERGY	08/16/2007	09/03/2009	3,650.39	5,683 74	-2,033 35	0 00
100.0000	079087003	SCOTTISH & SOUTHERN ENERGY	08/16/2007	09/04/2009	1,841 92	2,841.87	-999 95	0.00
400 0000	82509W103	SHOPPERS DRUG MART CORP	04/02/2008	09/02/2009	15,360 01	20,610 82	-5,250.81	0.00
5000.0000	991EDJ907	SINGAPORE TELECOMM	VARIOUS	03/06/2009	8,000 19	12,795 07	-4,794 88	0 00

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FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
100.0000	677062903	SOFTBANK CORP	06/19/2007	11/30/2009	2,368.99	2,286.28	82.71	0 00
200 0000	677062903	SOFTBANK CORP	06/19/2007	12/08/2009	4,895.32	4,572 56	322.76	0 00
100 0000	844741108	SOUTHWEST AIRLINES CO	06/19/2007	11/05/2009	834.96	1,457.29	-622 33	0 00
200 0000	844741108	SOUTHWEST AIRLINES CO	06/19/2007	11/05/2009	1,667 35	2,914 58	-1,247.23	0.00
500.0000	844741108	SOUTHWEST AIRLINES CO	06/19/2007	11/06/2009	4,220.29	7,286.46	-3,066.17	0.00
200 0000	844741108	SOUTHWEST AIRLINES CO	06/19/2007	11/06/2009	1,688.45	2,914 58	-1,226.13	0 00
.7356	040828907	STANDARD CHARTERED	06/19/2007	05/22/2009	14.97	21 51	-6.54	0 00
200.0000	867224958	SUNCOR ENERGY INC	06/19/2007	08/24/2009	6,605 69	9,114.49	-2,508.80	0 00
300 0000	686550005	SUZUKI MOTOR	06/19/2007	08/03/2009	7,684.84	8,585 73	-900.89	0.00
200.0000	686550005	SUZUKI MOTOR	VARIOUS	08/26/2009	4,877.14	5,723.82	-846.68	0 00
7500 0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	VARIOUS	05/29/2009	4,373 65	5,449.90	-1,076.25	0.00
4600.0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	VARIOUS	06/01/2009	2,637.02	3,260.75	-623.73	0 00
500.0000	B39SR2900	TELMEX INTERNACIONAL SAB DE CV	VARIOUS	06/02/2009	286.37	349.48	-63.11	0.00
.2020	88732J207	TIME WARNER CABLE INC	06/19/2007	03/30/2009	5.50	13.07	-7 57	0 00
50 0000	88732J207	TIME WARNER CABLE INC	06/19/2007	04/09/2009	1,369 35	3,235 99	-1,866 64	0.00
100 0000	887317303	TIME WARNER INC	06/19/2007	05/19/2009	2,416 43	4,619 72	-2,203 29	0 00
100 0000	887317303	TIME WARNER INC	06/19/2007	05/19/2009	2,471.82	4,619 72	-2,147 90	0 00
459 0000	490541000	TOTAL SA	06/19/2007	03/20/2009	23,475 38	36,636.16	-13,160.78	0.00
241 0000	490541000	TOTAL SA	VARIOUS	12/18/2009	14,901.57	18,845.72	-3,944 15	0 00
200.0000	907818108	UNION PACIFIC CORP	06/19/2007	06/15/2009	10,254.07	11,926.39	-1,672 32	0 00

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2009 Tax Information Statement

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Recipient's Name and Address
THE LESLIE & ELAINE HOFFMAN FDN
JANE HOFFMAN POPOVICH, PRESIDENT
225 SOUTH LAKE AVE SUITE 1150
PASADENA, CA 91101

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
200.0000	911312106	UNITED PARCEL SERVICE INC CL B	06/19/2007	05/19/2009	10,498 67	14,526.90	-4,028.23	0 00
100.0000	911312106	UNITED PARCEL SERVICE INC CL B	11/08/2007	05/20/2009	5,259.88	7,179 75	-1,919 87	0.00
100 0000	913017109	UNITED TECHNOLOGIES CORP	06/19/2007	02/26/2009	4,147.44	7,167.43	-3,020.00	0 00
300.0000	913017109	UNITED TECHNOLOGIES CORP	06/19/2007	02/27/2009	12,284 42	21,502 30	-9,217.88	0 00
100.0000	913017109	UNITED TECHNOLOGIES CORP	06/19/2007	03/04/2009	3,942.24	7,167.43	-3,225.19	0 00
417.0000	403187909	VEOLIA ENVIRONNEMENT	VARIOUS	09/04/2009	14,360.91	35,894.50	-21,533 59	0 00
1700.0000	B02YZ0905	WAL MART DE MEXICO, SAB DE C.V.	10/02/2007	02/24/2009	3,289.80	6,519.34	-3,229.54	0.00
600.0000	B02YZ0905	WAL MART DE MEXICO, SAB DE C.V.	10/02/2007	02/25/2009	1,163 72	2,300 94	-1,137.22	0.00
200.0000	931422109	WALGREEN CO	11/08/2007	08/24/2009	6,288.63	7,737.70	-1,449.07	0 00
200.0000	949746101	WELLS FARGO & CO (NEW)	08/19/2007	01/30/2009	3,800.66	7,245 45	-3,444.79	0 00
100.0000	949746101	WELLS FARGO & CO (NEW)	08/19/2007	02/02/2009	1,873 81	3,622.72	-1,748.91	0.00
474.0000	698123908	WOOLWORTHS LIMITED	06/19/2007	01/19/2009	8,219.08	11,032.03	-2,812 95	0.00
180.0000	698123908	WOOLWORTHS LIMITED	06/19/2007	12/09/2009	4,444 59	4,189.38	255.21	0.00
134.0000	698123908	WOOLWORTHS LIMITED	06/19/2007	12/10/2009	3,288 53	3,118 76	169 77	0 00
240 0000	698123908	WOOLWORTHS LIMITED	06/19/2007	12/11/2009	5,898 03	5,585 84	312.19	0.00
300 0000	98985T109	ZYMOGENETICS INC	06/19/2007	03/06/2009	1,061.03	4,785.96	-3,724 93	0.00
400.0000	98985T109	ZYMOGENETICS INC	06/19/2007	03/09/2009	1,323.75	6,381.27	-5,057.52	0.00
100 0000	98985T109	ZYMOGENETICS INC	06/19/2007	03/10/2009	330.70	1,595.32	-1,264.62	0 00
Total Long Term 15% Sales					**2,638,518 09**	**3,365,548.60**	**-727,030.51**	**0 00**
				S T.	607,609	667,861	-60,252	
				TOTAL	3,246,127	4,033,410	-787,282	

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Proceeds From Broker Transactions

This section reports your proceeds from sales during the year We report all transactions on a trade-date basis, which is the date shown in the sale date column. The net proceeds are less commissions, transfer charges, and premiums

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. Wash sales are reported with tax cost equal to proceeds. Disallowed losses from wash sales have been added to the tax cost of the repurchased securitites. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships

Short term transactions

This category includes all assets held 12 months or less

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
SAN JOSE CALIF REDEV AGY TAX	798147YF5	65000	10/22/08	08/01/09	$65,000 00	$66,382 55	$-1,382 55
COMCAST CORP	20030NAZ4	15000	06/17/09	09/08/09	$15,652 50	$14,967 75	$684 75
HONEYWELL INTL INC	438516AZ9	50000	02/19/09	09/08/09	$52,000 00	$49,806 00	$2,194 00
HEWLETT PACKARD CO	428236103	6100	12/30/08	12/18/09	$312,028 31	$219,789 71	$92,238 60
Total short term gain/loss from sales:					$444,680 81	$350,946 01	$93,734 80

Long term transactions

This category includes all assets held more than 12 months

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
JOHNSON & JOHNSON NOTES	478160AK0	100000	05/12/08	09/01/09	$100,000 00	$105 206 00	$-5,206 00
UNITED STATES TREAS NTS	912828HZ6	30000	06/13/08	09/08/09	$31,032 90	$29,271 09	$1,761 81
UNITED STATES TREAS NTS	912828DC1	168000	06/15/07	09/08/09	$182,700 00	$158,477 81	$24,222 19
SOUTHN CA EDISON DTD 1/19/05	842400EY5	55000	06/19/07	09/23/09	$57,475 00	$51,693 95	$5,781 05
AMERICAN INTL GROUP INC	026874784	40	12/06/02	10/29/09	$1,448 45	$48,701 58	$-47,253 13
AMERICAN INTL GROUP INC	026874784	75	01/10/03	10/29/09	$2,715 85	$93,195 00	$-90,479 15
ALAMEDA CNTY CALIF CTFS PARTN	010891RT8	125000	10/22/08	12/01/09	$125,000 00	$126,575 00	$-1,575 00
EXXON MOBIL CORP	30231G102	2900	12/06/02	12/18/09	$198,211 92	$102,156 76	$96,055 16

Long term transactions

This category includes all assets held more than 12 months

Description	Cusip	Number of shares exchanged	Acquisition Date	Sale date	Gross proceeds less commissions	Tax cost	Net gain or loss
EXXON MOBIL CORP	30231G102	1500	01/10/03	12/18/09	$102,523 41	$53,190 00	$49,333 41
ALCON INC PAYS IN U S DOLLARS	H01301102	2500	12/16/08	12/18/09	$398,788 00	$203,518 25	$195,269 75
GOOGLE INC CL A	38259P508	100	08/23/07	12/18/09	$59,603 96	$51,033 40	$8,570 56
GOOGLE INC CL A	38259P508	200	12/16/08	12/18/09	$119,207 93	$63,394 00	$55,813 93
ISHARES TR MSCI EAFE INDEX FD	464287465	700	08/23/07	12/18/09	$38,268 01	$54,061 00	$-15,792 99
MEDTRONIC INC	585055106	6900	05/20/97	12/18/09	$294,516 15	$116,791 12	$177,725 03
SCHLUMBERGER LTD	806857108	600	08/23/07	12/18/09	$38,017 60	$55,288 98	$-17,271 38
SCHLUMBERGER LTD	806857108	1100	11/16/07	12/18/09	$69,698 93	$101,578 51	$-31,879 58
SCHLUMBERGER LTD	806857108	2300	12/16/08	12/18/09	$145,734 13	$95,409 52	$50,324 61
ALCON INC PAYS IN U S DOLLARS	H01301102	400	08/23/07	12/18/09	$63,806 08	$53,824 00	$9,982 08
BED BATH & BEYOND INC	075896100	2400	08/29/94	12/18/09	$89,563 27	$8,575 00	$80 988 27
BED BATH & BEYOND INC	075896100	5800	08/20/93	12/18/09	$216,444 57	$17,422 66	$199 021 91
BRE PROPERTIES INC	05564E106	8442	11/04/82	12/18/09	$268,757 65	$53,331 63	$215,426 02
BP AMOCO P L C ADR	055622104	6352	05/21/97	12/18/09	$357,427 99	$210,192 00	$147,235 99
AUTOMATIC DATA PROCESSING INC	053015103	6400	11/04/82	12/18/09	$269,741 05	$5,620 61	$264,120 44
APPLE COMPUTER INC	037833100	1100	12/16/08	12/18/09	$212,895 85	$104,742 00	$108,153 85
APPLE COMPUTER INC	037833100	400	08/23/07	12/18/09	$77,416 67	$52,632 00	$24,784 67
EXXON MOBIL CORP	30231G102	900	12/16/08	12/18/09	$61,514 04	$73,600 83	$-12,086 79
Total long term gain/loss from sales:					$3,582,509 41	$2,089,482 70	$1,493,026 71

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
486. BANK OF AMERICA CORP	VAR	01/21/2009	2,725.22	9,234.61	-6,509.39
33. APPLE COMPUTER COMMON	12/01/2008	02/02/2009	2,935.91	3,009.62	-73.71
82. BANK OF HAWAII CORPORATION					
COMMON	11/03/2008	02/02/2009	2,893.93	4,213.61	-1,319.68
126. CARDINAL HEALTH INC COMMON	08/01/2008	02/02/2009	4,552.01	6,821.78	-2,269.77
34. EOG RESOURCES INC COMMON	04/01/2008	02/02/2009	2,267.35	4,061.72	-1,794.37
8. FIRST SOLAR INC	09/02/2008	02/02/2009	1,118.12	2,155.46	-1,037.34
116. FOUNDATION COAL HOLDINGS	VAR	02/02/2009	1,796.13	6,704.04	-4,907.91
41. LOCKHEED MARTIN CORP	07/01/2008	02/02/2009	3,247.49	4,062.38	-814.89
315. LUBRIZOL CORPORATION	VAR	02/02/2009	10,503.59	18,141.60	-7,638.01
31. QUALCOMM COMMON	08/01/2008	02/02/2009	1,055.15	1,720.58	-665.43
434. RADIOSHACK CORP COMMON	08/15/2008	02/02/2009	4,852.50	7,842.08	-2,989.58
105. RESMED INC COMMON	VAR	02/02/2009	4,112.56	4,277.65	-165.09
253. TETRA TECHNOLOGIES DEL					
COMMON	06/02/2008	02/02/2009	1,249.90	5,527.95	-4,278.05
132. US BANCORP COMMON NEW	03/03/2008	02/02/2009	1,904.41	4,221.69	-2,317.28
40000. CONOCOPHILLIPS SR					
UNSECURED DTD 2/15/1991 9.	05/07/2008	02/10/2009	44,528.80	45,334.80	-806.00
80. CABOT OIL & GAS CORP CL A					
COMMON	04/01/2008	02/17/2009	1,972.16	4,115.91	-2,143.75
27. FIRST SOLAR INC	09/02/2008	02/17/2009	3,785.49	7,274.68	-3,489.19
67. LILLY ELI & COMPANY COMMON	02/02/2009	02/17/2009	2,322.34	2,448.35	-126.01
32. PRECISION CASTPARTS COMMON	07/01/2008	02/17/2009	2,040.20	3,053.84	-1,013.64
338. PROTECTIVE LIFE CORP	02/02/2009	02/17/2009	1,897.09	2,764.50	-867.41
207. SNAP ON INC COMMON	08/01/2008	02/17/2009	5,643.64	11,695.98	-6,052.34
418. SPRINT CORPORATION COMMON	09/02/2008	02/17/2009	1,121.51	3,745.03	-2,623.52
99. US BANCORP COMMON NEW	03/16/2009	02/17/2009	1,779.35	1,779.35	
103. US BANCORP COMMON NEW	07/01/2008	02/17/2009	1,188.68	2,369.51	-1,180.83
139. VIACOM INC	02/02/2009	02/17/2009	2,197.70	2,006.12	191.58
33. XTO ENERGY INC COMMON	12/15/2008	02/17/2009	1,199.44	1,228.34	-28.90
4. ALLEGHANY CORP DEL NEW					
COMMON	10/01/2008	03/16/2009	1,119.86	1,476.13	-356.27
40. AMEREN CORPORATION	07/01/2008	03/16/2009	813.77	1,685.30	-871.53
443. BANCORPSOUTH INC COMMON	08/15/2008	03/16/2009	8,443.57	11,031.41	-2,587.84
222. EQT CORPORATION	VAR	03/16/2009	6,971.76	14,058.70	-7,086.94
Totals					

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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
105. ENERGEN CORP COMMON	02/02/2009	03/16/2009	2,732.59	3,075.06	-342.47
83. LOEWS CORPORATION COMMON	07/01/2008	03/16/2009	1,706.26	3,879.63	-2,173.37
39. NOBLE ENERGY INC COMMON	12/15/2008	03/16/2009	1,859.00	2,035.12	-176.12
526. OFFICEMAX INC COMMON	02/02/2009	03/16/2009	1,381.61	2,820.42	-1,438.81
111. ROBERT HALF INTERNATIONAL INC COMMON	02/02/2009	03/16/2009	1,848.94	1,859.81	-10.87
259. SEPRACOR COMMON	10/01/2008	03/16/2009	3,737.05	4,725.12	-988.07
38. JOHNSON & JOHNSON COMMON	07/01/2008	04/14/2009	1,975.00	2,424.88	-449.88
204. SCHERING-PLOUGH CORP	09/02/2008	04/14/2009	4,734.24	3,996.91	737.33
221. TECHNE CORP COMMON	VAR	04/14/2009	11,890.58	15,710.50	-3,819.92
127. TELEPHONE & DATA SYSTEMS	02/02/2009	04/14/2009	3,303.59	3,929.85	-626.26
95. UNITED STATES CELLULAR CORPORATION COMMON	02/02/2009	04/14/2009	3,239.57	3,980.33	-740.76
36. AMERICAN TOWER CORPORATION CLASS A COMMON	03/16/2009	04/16/2009	1,170.21	1,060.65	109.56
139. BANK OF HAWAII CORPORATION COMMON	11/03/2008	04/16/2009	4,886.28	7,142.57	-2,256.29
38. ENERGEN CORP COMMON	02/02/2009	04/16/2009	1,206.36	1,112.88	93.48
16. INTERCONTINENTALEXCHANGE	03/16/2009	04/16/2009	1,402.80	1,110.28	292.52
51. INTERNATIONAL BUSINESS MACHINES CORP COM	07/01/2008	04/16/2009	5,087.49	6,025.77	-938.28
86. LEAP WIRELESS INTERNATIONA L INC COMMON	03/16/2009	04/16/2009	2,908.74	3,121.96	-213.22
77. LUBRIZOL CORPORATION	07/01/2008	04/16/2009	2,893.49	3,533.72	-640.23
59. NOBLE ENERGY INC COMMON	12/15/2008	04/16/2009	3,475.44	3,078.76	396.68
778. OGE ENERGY CORP COMMON	08/01/2008	04/16/2009	18,688.01	25,328.96	-6,640.95
59. PROCTER & GAMBLE CO COMMON	12/01/2008	04/16/2009	2,909.65	3,713.12	-803.47
54. SALESFORCE COM INC	03/16/2009	04/16/2009	2,037.75	1,789.16	248.59
108. SCHERING-PLOUGH CORP	09/02/2008	04/16/2009	2,530.10	2,116.01	414.09
37. SNAP ON INC COMMON	08/01/2008	04/16/2009	1,059.91	2,090.58	-1,030.67
113. SUNTRUST BANKS COMMON	03/16/2009	04/16/2009	1,797.48	1,442.16	355.32
114. TERADATA CORP	03/16/2009	04/16/2009	1,769.32	1,962.37	-193.05
99. US BANCORP COMMON NEW	07/01/2008	04/16/2009	1,762.87	3,174.51	-1,411.64
64. UNITED STATES CELLULAR CORPORATION COMMON	02/02/2009	04/16/2009	2,178.97	2,681.49	-502.52
Totals					

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
65. ZEBRA TECHNOLOGIES CORP CL A COMMON	08/15/2008	04/16/2009	1,242.86	2,152.32	-909.46
34. AMERISOURCEBERGEN CORPORATION COMMON	01/21/2009	05/01/2009	1,146.72	1,262.50	-115.78
57. ELECTRONIC ARTS COMMON	09/02/2008	05/01/2009	1,175.73	2,845.81	-1,670.08
52. ENERGEN CORP COMMON	02/02/2009	05/01/2009	1,864.06	1,522.89	341.17
330. FRONTIER OIL CORP COMMON	12/15/2008	05/01/2009	4,205.01	4,082.50	122.51
491. LINEAR TECHNOLOGY CORP COMMON	09/02/2008	05/01/2009	10,638.50	16,206.34	-5,567.84
26. MURPHY OIL CORP COMMON	07/01/2008	05/01/2009	1,239.57	2,547.81	-1,308.24
27. SCHLUMBERGER LIMITED	07/01/2008	05/01/2009	1,328.02	2,889.88	-1,561.86
3. SEACOR SMIT INC COMMON	05/01/2008	05/01/2009	197.12	256.37	-59.25
31. STERICYCLE INC COMMON	03/16/2009	05/01/2009	1,457.80	1,503.93	-46.13
64. TELEPHONE & DATA SYSTEMS	02/02/2009	05/01/2009	1,800.97	1,980.40	-179.43
41. XTO ENERGY INC COMMON	12/15/2008	05/01/2009	1,421.73	1,526.13	-104.40
75. TYCO ELECTRONICS LTD	12/15/2008	05/01/2009	1,302.53	1,207.50	95.03
40839.044 VANGUARD INTM TERM INV G-ADM FUND	VAR	05/20/2009	363,467.49	341,021.62	22,445.87
.9 VALLEY NATIONAL BANCORP	08/15/2008	05/22/2009	10.75	18.96	-8.21
55. AMERISOURCEBERGEN CORPORATION COMMON	01/21/2009	06/01/2009	2,063.39	2,042.29	21.10
376. ANNTAYLOR STORES CORP COMMON	04/16/2009	06/01/2009	2,783.33	2,392.22	391.11
75. BANCORPSOUTH INC COMMON	08/15/2008	06/01/2009	1,678.26	1,867.62	-189.36
51. BROADCOM CORP CLASS A COMMON	04/14/2009	06/01/2009	1,317.67	1,161.89	155.78
189. CBL & ASSOCIATE PROPERTIES INC COMMON	05/01/2009	06/01/2009	1,193.97	1,531.37	-337.40
49. CHIPOTLE MEXICAN GRILL -	03/16/2009	06/01/2009	3,932.01	2,801.45	1,130.56
34. CHURCH & DWIGHT COMMON	07/01/2008	06/01/2009	1,707.35	1,909.19	-201.84
554. HORMEL FOODS CORP COMMON	12/15/2008	06/01/2009	19,406.66	16,487.54	2,919.12
39. MORGAN STANLEY DEAN WITTER & CO COMMON	03/16/2009	06/01/2009	1,197.55	1,015.27	182.28
32. NORTHERN TRUST CORP COMMON	04/14/2009	06/01/2009	1,851.06	2,033.86	-182.80
153. OFFICEMAX INC COMMON	05/01/2009	06/01/2009	1,301.56	1,152.47	149.09
Totals					

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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
130. SCOTTS CO CL A COMMON	12/15/2008	06/01/2009	4,433.77	3,766.29	667.48
10. STRAYER EDUCATION INC COMMON	10/01/2008	06/01/2009	1,875.72	2,053.23	-177.51
618. SUN MICROSYSTEMS INC	04/16/2009	06/01/2009	5,566.48	4,210.12	1,356.36
54. TELEPHONE & DATA SYSTEMS	02/02/2009	06/01/2009	1,689.40	1,670.96	18.44
34. UNITED STATES STEEL CORP NEW COMMON	04/14/2009	06/01/2009	1,202.45	917.04	285.41
91. BANCORPSOUTH INC COMMON	08/15/2008	06/15/2009	1,917.53	2,266.04	-348.51
60. BROADCOM CORP CLASS A COMMON	04/14/2009	06/15/2009	1,555.00	1,366.94	188.06
101. EXXON MOBIL CORPORATION	07/01/2008	06/15/2009	7,320.03	8,869.06	-1,549.03
110. KBR INC COMMON	12/15/2008	06/15/2009	2,093.26	1,712.82	380.44
3. NVR INC NEW COMMON	07/01/2008	06/15/2009	1,490.07	1,494.01	-3.94
94. PPL CORPORATION COMMON	02/17/2009	06/15/2009	3,096.96	2,819.38	277.58
165. PHARMACEUTICAL PRODUCT DEVELOPMENT INC COMMON	02/17/2009	06/15/2009	3,666.64	4,387.51	-720.87
11. STRAYER EDUCATION INC COMMON	10/01/2008	06/15/2009	2,232.58	2,258.55	-25.97
189. TYCO ELECTRONICS LTD	12/15/2008	06/15/2009	3,643.34	3,042.90	600.44
62. ADOBE SYSTEMS COMMON	04/16/2009	07/01/2009	1,757.49	1,502.42	255.07
44. AMAZON.COM INC COMMON	03/16/2009	07/01/2009	3,712.94	3,024.67	688.27
56. ATWOOD OCEANICS COMMON	06/15/2009	07/01/2009	1,412.69	1,509.95	-97.26
415. AVIS BUDGET GROUP INC	08/15/2008	07/01/2009	2,339.49	3,478.24	-1,138.75
95. BANK OF AMERICA CORP	06/15/2009	07/01/2009	1,260.37	1,295.09	-34.72
443. CBL & ASSOCIATE PROPERTIES INC COMMON	05/01/2009	07/01/2009	2,528.88	3,589.41	-1,060.53
184. CONVERGYS CORP COMMON	06/01/2009	07/01/2009	1,679.41	1,746.62	-67.21
29. JACOBS ENGINEERING GROUP	12/15/2008	07/01/2009	1,220.20	1,389.70	-169.50
57. JOHNSON CONTROLS COMMON	04/16/2009	07/01/2009	1,239.01	964.73	274.28
85. LAMAR ADVERTISING CO CLASS A COMMON	04/16/2009	07/01/2009	1,299.40	1,224.55	74.85
40. MONSANTO COMPANY COMMON	03/16/2009	07/01/2009	3,000.20	3,216.10	-215.90
47. MORGAN STANLEY DEAN WITTER & CO COMMON	03/16/2009	07/01/2009	1,332.29	1,223.53	108.76
24. SCHLUMBERGER LIMITED	07/01/2008	07/01/2009	1,317.97	2,568.78	-1,250.81
Totals					

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
52. SCOTTS CO CL A COMMON	12/15/2008	07/01/2009	1,821.38	1,506.51	314.87
89. SHAW GROUP INC COMMON	03/16/2009	07/01/2009	2,450.76	2,466.41	-15.65
28. STATE STREET CORPORATION	04/14/2009	07/01/2009	1,328.77	999.72	329.05
82. UNIT CORPORATION COMMON	06/01/2009	07/01/2009	2,294.07	2,816.91	-522.84
44. UNITED STATES STEEL CORP					
NEW COMMON	04/14/2009	07/01/2009	1,600.12	1,186.76	413.36
130. WEYERHAEUSER COMPANY	12/15/2008	07/01/2009	3,964.55	4,942.51	-977.96
205. YAHOO! INC COMMON	03/16/2009	07/01/2009	3,203.54	2,794.66	408.88
178. AFLAC COMMON	02/02/2009	07/07/2009	5,204.13	3,990.87	1,213.26
708. AT&T INC	12/01/2008	07/07/2009	17,196.09	19,776.21	-2,580.12
201. AECOM TECHNOLOGY CORP	02/02/2009	07/07/2009	5,883.43	4,931.48	951.95
274. AGILENT TECHNOLOGIES INC	06/01/2009	07/07/2009	5,191.47	5,102.56	88.91
520. ALCOA INC COMMON	06/15/2009	07/07/2009	4,907.73	6,100.90	-1,193.17
214. ALLIANT ENERGY CORP COMMON	12/15/2008	07/07/2009	5,531.21	6,603.31	-1,072.10
100. APPLE COMPUTER COMMON	12/01/2008	07/07/2009	13,560.04	9,120.05	4,439.99
230. ATWOOD OCEANICS COMMON	06/15/2009	07/07/2009	5,126.58	6,201.59	-1,075.01
566. AUTODESK COMMON	05/01/2009	07/07/2009	10,011.27	11,267.87	-1,256.60
283. BJ'S WHOLESALE CLUB INC	02/02/2009	07/07/2009	8,899.47	8,419.20	480.27
113. BAKER HUGHES COMMON	06/01/2009	07/07/2009	3,755.60	4,540.62	-785.02
1032. BANK OF AMERICA CORP	VAR	07/07/2009	12,525.57	12,108.95	416.62
156. BANK OF NEW YORK MELLON	04/14/2009	07/07/2009	4,331.61	4,956.51	-624.90
1328. BARE ESCENTUALS INC	VAR	07/07/2009	10,554.00	9,119.39	1,434.61
470. BIG LOTS INC COMMON	07/01/2009	07/07/2009	9,333.10	9,977.77	-644.67
288. CAMERON INTERNATIONAL					
CORPORATION	06/01/2009	07/07/2009	7,348.97	9,279.91	-1,930.94
411. CARDINAL HEALTH INC COMMON	08/01/2008	07/07/2009	12,365.93	22,251.99	-9,886.06
834. CARMAX INC COMMON	08/15/2008	07/07/2009	11,210.08	12,806.91	-1,596.83
127. CISCO SYSTEMS COMMON	03/16/2009	07/07/2009	2,313.56	2,008.19	305.37
270. COACH INC COMMON	04/16/2009	07/07/2009	6,509.04	5,009.47	1,499.57
934. COMPUWARE CORP COMMON	VAR	07/07/2009	5,985.09	6,580.79	-595.70
498. CORPORATE EXECUTIVE BOARD					
COMMON	VAR	07/07/2009	9,769.55	9,278.08	491.47
756. CORRECTIONS CORP OF					
AMERICA NEW COMMON NEW	VAR	07/07/2009	12,328.60	11,326.29	1,002.31
177. COVANCE INC COMMON	02/02/2009	07/07/2009	8,359.05	6,839.04	1,520.01
Totals					

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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
476. COVANTA HOLDING	06/15/2009	07/07/2009	7,876.54	8,039.88	-163.34
19. CULLEN FROST BANKERS	10/01/2008	07/07/2009	863.67	1,123.52	-259.85
122. DST SYSTEMS INC DEL COMMON	05/01/2009	07/07/2009	4,335.23	4,454.52	-119.29
529. EBAY INC COMMON	04/16/2009	07/07/2009	8,415.22	7,757.73	657.49
306. ECOLAB COMMON	02/17/2009	07/07/2009	11,535.41	9,754.43	1,780.98
273. ELECTRONIC ARTS COMMON	09/02/2008	07/07/2009	5,543.99	13,629.94	-8,085.95
104. EXPRESS SCRIPTS INC CL-A	04/16/2009	07/07/2009	6,972.20	6,260.02	712.18
132. FTI CONSULTING INC COMMON	11/03/2008	07/07/2009	6,683.97	7,680.09	-996.12
1820. FAIRCHILD SEMICONDUCTOR					
INTL CL-A COMMON	05/01/2009	07/07/2009	12,716.92	11,044.12	1,672.80
70. FREEPORT-MCMORAN COPPER &					
GOLD INC CLASS B	04/14/2009	07/07/2009	3,170.74	3,210.32	-39.58
90. GAMESTOP CORP CLASS A					
COMMON	07/01/2009	07/07/2009	1,846.52	2,012.09	-165.57
1589. GENERAL ELECTRIC CO COMMON	VAR	07/07/2009	17,474.89	23,517.06	-6,042.17
287. GILEAD SCIENCES COMMON	06/01/2009	07/07/2009	13,014.65	12,393.38	621.27
61. GOLDMAN SACHS GROUP INC	VAR	07/07/2009	8,749.46	6,817.92	1,931.54
209. GRACO INC COMMON	09/02/2008	07/07/2009	4,396.72	8,061.71	-3,664.99
617. INTEL CORP COMMON	VAR	07/07/2009	10,049.56	9,710.41	339.15
258. ISHARES BARCLAYS TIPS BOND					
FUND	07/28/2008	07/07/2009	25,976.09	27,438.86	-1,462.77
3129. ISHARES TRUST RUSSELL 1000					
VALUE INDEX FUND	10/02/2008	07/07/2009	140,824.83	195,503.67	-54,678.84
4421. ISHARES TRUST RUSSELL 2000					
VALUE INDEX FUND	VAR	07/07/2009	196,585.75	275,951.34	-79,365.59
3607. ISHARES TRUST RUSSELL 2000					
GROWTH INDEX FD	VAR	07/07/2009	195,034.85	251,232.47	-56,197.62
565. JP MORGAN CHASE & CO	VAR	07/07/2009	18,722.60	19,713.69	-991.09
87. JACOBS ENGINEERING GROUP	12/15/2008	07/07/2009	3,295.91	4,169.09	-873.18
721. JANUS CAPITAL GROUP INC	06/01/2009	07/07/2009	7,496.90	7,646.86	-149.96
308. JOHNSON CONTROLS COMMON	04/16/2009	07/07/2009	6,100.55	5,212.90	887.65
309. KBR INC COMMON	12/15/2008	07/07/2009	5,255.18	4,811.47	443.71
177. LAMAR ADVERTISING CO CLASS					
A COMMON	04/16/2009	07/07/2009	2,640.40	2,549.93	90.47
1010. LAS VEGAS SANDS CORP	04/16/2009	07/07/2009	6,936.29	5,385.83	1,550.46
Totals					

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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
1453. MGM MIRAGE INC COMMON	VAR	07/07/2009	8,452.61	11,757.55	-3,304.94
713. MANITOWOC CO COMMON	07/01/2009	07/07/2009	3,242.49	3,940.33	-697.84
331. MCDERMOTT INTL COMMON	02/02/2009	07/07/2009	5,788.21	3,386.76	2,401.45
789. METROPCS COMMUNICATIONS	07/01/2009	07/07/2009	9,631.71	10,378.43	-746.72
163. MORGAN STANLEY DEAN WITTER & CO COMMON	VAR	07/07/2009	4,288.00	4,138.50	149.50
606. NATIONAL INSTRS CORP	VAR	07/07/2009	13,240.81	20,387.79	-7,146.98
750. NATIONAL SEMICONDUCTOR CORP COMMON	07/01/2009	07/07/2009	9,020.90	9,601.28	-580.38
446. NEUSTAR INC CLASS A	VAR	07/07/2009	9,592.58	7,931.41	1,661.17
391. OSI PHARMACEUTICALS INC	07/01/2009	07/07/2009	10,923.39	11,003.72	-80.33
1364. OFFICEMAX INC COMMON	VAR	07/07/2009	7,089.47	7,595.85	-506.38
270. ORACLE CORP COMMON	04/14/2009	07/07/2009	5,439.78	5,073.89	365.89
338. PATTERSON-UTI ENERGY INC	12/15/2008	07/07/2009	3,913.22	3,786.44	126.78
R-01 3231. POWERSHARES DB COMMODITY	11/21/2008	07/07/2009	67,841.83	53,772.78	14,069.05
2001. RRI ENERGY INC.	VAR	07/07/2009	9,239.38	11,521.43	-2,282.05
225. RESMED INC COMMON	11/03/2008	07/07/2009	8,900.30	7,733.80	1,166.50
214. ROBERT HALF INTERNATIONAL INC COMMON	02/02/2009	07/07/2009	4,441.98	3,585.59	856.39
198. SCHERING-PLOUGH CORP	09/02/2008	07/07/2009	4,934.54	3,879.36	1,055.18
680. SEPRACOR COMMON	VAR	07/07/2009	9,912.64	11,743.42	-1,830.78
555. SMITHFIELD FOODS COMMON	05/01/2009	07/07/2009	7,302.33	4,946.44	2,355.89
88. STATE STREET CORPORATION	VAR	07/07/2009	3,953.51	2,357.86	1,595.65
73. STRAYER EDUCATION INC COMMON	VAR	07/07/2009	14,854.93	14,899.74	-44.81
315. TARGET CORP COMMON	07/18/2008	07/07/2009	11,619.83	14,948.20	-3,328.37
140. TECHNE CORP COMMON	02/17/2009	07/07/2009	8,463.83	7,671.22	792.61
312. TOTAL SYSTEM SERVICES INC COMMON	12/15/2008	07/07/2009	4,051.99	4,282.39	-230.40
210. USG CORP COMMON NEW	07/01/2009	07/07/2009	1,914.68	2,164.53	-249.85
1225. UNITED RENTALS INC COMMON	04/16/2009	07/07/2009	6,697.51	6,326.03	371.48
438. VALLEY NATIONAL BANCORP	08/15/2008	07/07/2009	5,057.74	9,225.66	-4,167.92
12500. VANGUARD EMERGING MARKETS	05/26/2009	07/07/2009	386,333.81	392,156.25	-5,822.44
182. VECTREN CORPORATION COMMON	09/02/2008	07/07/2009	4,203.63	5,065.61	-861.98
556. WALGREEN COMPANY COMMON	12/01/2008	07/07/2009	16,094.78	13,428.91	2,665.87
Totals					

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
79. WELLS FARGO & CO NEW	10/01/2008	07/07/2009	1,851.51	2,915.30	-1,063.79
Totals			2340901.00	2630975.00	-290,074.00
		PTP	<67,842>	<53,773>	<14,069>
		NET ST	2,273,059	2,577,202	-304,143

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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
15% RATE CAPITAL GAINS (LOSSES)					
885. ISHARES TRUST RUSSELL 2000 GROWTH INDEX FD	VAR	01/02/2009	46,035.32	77,137.85	-31,102.53
93. FLOWSERVE CORPORATION COMMON	12/03/2007	02/02/2009	4,792.02	8,826.79	-4,034.77
48. LOCKHEED MARTIN CORP	08/15/2007	02/02/2009	3,801.93	4,647.18	-845.25
97. LOEWS CORPORATION COMMON	07/17/2007	02/02/2009	2,307.35	4,951.36	-2,644.01
68. PRECISION CASTPARTS COMMON	06/15/2007	02/02/2009	4,330.03	8,174.91	-3,844.88
124. QUALCOMM COMMON	08/09/2007	02/02/2009	4,220.62	4,933.28	-712.66
97. US BANCORP COMMON NEW	08/09/2007	02/02/2009	1,399.46	2,930.77	-1,531.31
27. CONOCOPHILLIPS COM	06/15/2007	02/17/2009	1,186.99	2,152.85	-965.86
20. HESS CORPORATION	08/09/2007	02/17/2009	1,101.08	1,138.88	-37.80
45. ILLINOIS TOOL WORKS COMMON	08/02/2007	02/17/2009	1,469.69	2,532.99	-1,063.30
290. US BANCORP COMMON NEW	08/09/2007	02/17/2009	3,346.77	7,449.08	-4,102.31
25. ALLEGHANY CORP DEL NEW COMMON	VAR	03/16/2009	6,999.15	9,942.70	-2,943.55
204. AMEREN CORPORATION	02/01/2008	03/16/2009	4,150.20	9,170.51	-5,020.31
44. LOCKHEED MARTIN CORP	08/15/2007	03/16/2009	2,726.55	4,259.92	-1,533.37
128. LOEWS CORPORATION COMMON	VAR	03/16/2009	2,631.34	6,309.76	-3,678.42
750. ISHARES TRUST RUSSELL 2000 VALUE INDEX FUND	VAR	04/08/2009	30,855.62	61,840.39	-30,984.77
159. ALLERGAN COMMON	08/02/2007	04/14/2009	7,326.40	9,909.68	-2,583.28
242. CHURCH & DWIGHT COMMON	12/03/2007	04/14/2009	12,636.19	13,691.71	-1,055.52
51. JOHNSON & JOHNSON COMMON	02/01/2008	04/14/2009	2,650.65	3,230.47	-579.82
95. KIMBERLY CLARK CORP COMMON	08/09/2007	04/14/2009	4,607.22	6,613.14	-2,005.92
149. CORNING COMMON	06/15/2007	04/16/2009	2,218.16	3,923.91	-1,705.75
1. INTERNATIONAL BUSINESS MACHINES CORP COM	08/09/2007	04/16/2009	99.75	113.39	-13.64
73. LUBRIZOL CORPORATION	04/01/2008	04/16/2009	2,743.17	4,111.04	-1,367.87
159. NVIDIA CORP COMMON	VAR	04/16/2009	1,839.17	5,747.11	-3,907.94
.58 ALLEGHANY CORP DEL NEW	06/15/2007	04/24/2009	143.21	202.11	-58.90
236. CIENA CORPORATION COMMON	11/01/2007	05/01/2009	2,812.45	11,117.28	-8,304.83
68. CONOCOPHILLIPS COM	06/15/2007	05/01/2009	2,808.14	5,421.98	-2,613.84
Totals					

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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
117. INTERNATIONAL BUSINESS					
MACHINES CORP COM	VAR	05/01/2009	12,127.60	13,129.55	-1,001.95
127. LOCKHEED MARTIN CORP	08/15/2007	05/01/2009	10,047.65	12,295.66	-2,248.01
1. MURPHY OIL CORP COMMON	08/02/2007	05/01/2009	47.68	62.18	-14.50
15. SEACOR SMIT INC COMMON	04/01/2008	05/01/2009	985.58	1,286.22	-300.64
19. CHURCH & DWIGHT COMMON	VAR	06/01/2009	954.10	1,053.71	-99.61
17. SEACOR SMIT INC COMMON	05/01/2008	06/01/2009	1,324.35	1,452.74	-128.39
3. EXXON MOBIL CORPORATION	07/17/2007	06/15/2009	217.43	269.74	-52.31
72. SEACOR SMIT INC COMMON	05/01/2008	06/15/2009	5,611.35	6,152.77	-541.42
19. WESCO FINANCIAL CORP	VAR	06/15/2009	5,623.22	7,578.55	-1,955.33
178. WESTERN DIGITAL CORP	03/03/2008	06/15/2009	4,426.28	5,344.93	-918.65
159. AVX CORP NEW COMMON	06/02/2008	07/01/2009	1,568.10	2,131.60	-563.50
52. COLGATE PALMOLIVE COMPANY					
COMMON	VAR	07/01/2009	3,700.58	4,181.40	-480.82
157. CORNING COMMON	VAR	07/01/2009	2,544.48	3,781.13	-1,236.65
95. MURPHY OIL CORP COMMON	VAR	07/01/2009	5,228.42	5,762.64	-534.22
5. SCHLUMBERGER LIMITED	08/09/2007	07/01/2009	274.58	462.51	-187.93
538. AES CORP COMMON	VAR	07/07/2009	5,841.56	11,458.31	-5,616.75
1304. AVX CORP NEW COMMON	VAR	07/07/2009	12,935.86	14,916.91	-1,981.05
29. ALLEGHANY CORP DEL NEW					
COMMON	VAR	07/07/2009	7,778.39	9,960.28	-2,181.89
153. ALLERGAN COMMON	VAR	07/07/2009	7,160.82	8,933.73	-1,772.91
172. ARCHER-DANIELS-MIDLAND					
COMPANY COMMON	VAR	07/07/2009	4,683.00	5,796.27	-1,113.27
508. BRISTOL-MYERS SQUIBB CO	VAR	07/07/2009	10,001.35	14,456.22	-4,454.87
437. CHEVRONTEXACO CORP COMMON	07/01/2008	07/07/2009	27,477.07	43,260.38	-15,783.31
304. COCA-COLA COMPANY COMMON	VAR	07/07/2009	14,797.84	16,224.11	-1,426.27
130. COGNIZANT TECHNOLOGY					
SOLUTIONS CORP COMMON	VAR	07/07/2009	3,355.30	5,177.40	-1,822.10
230. CONOCOPHILLIPS COM	VAR	07/07/2009	9,167.19	18,210.34	-9,043.15
488. CORNING COMMON	VAR	07/07/2009	7,050.63	11,438.68	-4,388.05
195. CULLEN FROST BANKERS	02/01/2008	07/07/2009	8,863.97	10,744.29	-1,880.32
137. EQT CORPORATION	04/01/2008	07/07/2009	4,386.28	8,265.56	-3,879.28
640. EQUIFAX COMMON	VAR	07/07/2009	16,132.83	24,671.41	-8,538.58
474. EXXON MOBIL CORPORATION	VAR	07/07/2009	31,571.47	40,575.88	-9,004.41
Totals					

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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
94. GENERAL ELECTRIC CO COMMON	VAR	07/07/2009	1,033.76	3,284.07	-2,250.31
373. GENERAL MILLS INCORPORATED					
COMMON	VAR	07/07/2009	22,322.88	20,866.67	1,456.21
544. GENUINE PARTS COMPANY					
COMMON	VAR	07/07/2009	17,771.04	23,761.23	-5,990.19
18. GOOGLE INC	VAR	07/07/2009	7,150.09	9,207.78	-2,057.69
115. HEWLETT-PACKARD CO COMMON	VAR	07/07/2009	4,248.85	5,460.97	-1,212.12
187. ILLINOIS TOOL WORKS COMMON	VAR	07/07/2009	6,523.79	9,836.27	-3,312.48
133. INTERNATIONAL BUSINESS					
MACHINES CORP COM	VAR	07/07/2009	13,356.23	14,219.45	-863.22
6006. ISHARES BARCLAYS TIPS BOND					
FUND	VAR	07/07/2009	604,699.14	591,385.95	13,313.19
220. ISHARES TRUST RUSSELL 2000					
VALUE INDEX FUND	08/02/2007	07/07/2009	9,782.60	16,723.28	-6,940.68
420. ISHARES TRUST RUSSELL 2000					
GROWTH INDEX FD	08/02/2007	07/07/2009	22,709.91	34,509.14	-11,799.23
621. JOHNSON & JOHNSON COMMON	VAR	07/07/2009	34,947.86	39,102.67	-4,154.81
323. KIMBERLY CLARK CORP COMMON	VAR	07/07/2009	17,113.15	21,603.19	-4,490.04
273. LOEWS CORPORATION COMMON	VAR	07/07/2009	7,113.62	12,206.70	-5,093.08
16. MARKEL CORP (HOLDING CO)	VAR	07/07/2009	4,524.96	7,562.56	-3,037.60
1141. MICROSOFT CORP COMMON	VAR	07/07/2009	25,726.03	33,888.84	-8,162.81
37. NVR INC NEW COMMON	07/01/2008	07/07/2009	18,171.25	18,426.13	-254.88
398. NV ENERGY INC	08/09/2007	07/07/2009	4,301.58	6,127.05	-1,825.47
1119. PFIZER COMMON	VAR	07/07/2009	16,279.00	27,353.28	-11,074.28
161. PHILIP MORRIS INTL INC	VAR	07/07/2009	7,078.64	8,271.78	-1,193.14
R-02 6545. POWERSHARES DB COMMODITY	VAR	07/07/2009	137,426.41	131,749.97	5,676.44
97. QUALCOMM COMMON	08/09/2007	07/07/2009	4,242.68	3,859.10	383.58
176. SCHLUMBERGER LIMITED	VAR	07/07/2009	8,659.85	15,976.92	-7,317.07
77. SEACOR SMIT INC COMMON	05/01/2008	07/07/2009	5,688.42	6,580.05	-891.63
347. 3M COMPANY COMMON	VAR	07/07/2009	20,454.38	29,328.54	-8,874.16
739. VERIZON COMMUNICATIONS					
COMMON	VAR	07/07/2009	21,879.88	30,975.28	-9,095.40
477. WAL MART STORES COMMON	VAR	07/07/2009	22,827.44	22,604.51	222.93
138. WATERS CORP COMMON	VAR	07/07/2009	6,863.59	10,614.27	-3,750.68
386. WELLS FARGO & CO NEW	VAR	07/07/2009	9,046.64	13,659.25	-4,612.61
Totals					

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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
16. WESCO FINANCIAL CORP	VAR	07/07/2009	4,687.51	6,225.10	-1,537.59
262499.12 WILMINGTON INTERNATIONAL					
EQUITY FUND SELECT LP (RET		08/20/2009	262,497.44	183,131.98	79,365.46
94330.05 GUIDANCE CAPITAL TE FUND		12/03/2009	94,330.05	159,700.00	-65,369.95
141189.999 GUIDANCE CAPITAL BLUE					
T.E. FUND		12/03/2009	141,190.27	216,000.00	-74,809.73
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			1971773.00	2323718.00	-351,946.00
Totals			1971773.00	2323718.00	-351,946.00
		PTP	<137,426>	<131,750>	<5,676>
		NET LT	1,834,347	2,191,968	<357,622>
		NET ST	2,273,059	2,577,202	-304,143

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STATEMENT 17

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

SOURCE	AMOUNT
INTEREST INCOME ON SAVINGS & CASH INVESTMENTS	601.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	601.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS/INTEREST FROM SECURITIES/INVESTMENT PARTNERSHIPS	625,860.	0.	625,860.
TOTAL TO FM 990-PF, PART I, LN 4	625,860.	0.	625,860.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	1,678.	1,678.	
BOND PREMIUM AMORTIZATION	7,740.	7,740.	
TOTAL TO FORM 990-PF, PART I, LINE 11	9,418.	9,418.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	32.	0.		32.
TO FM 990-PF, PG 1, LN 16A	32.	0.		32.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	19,500.	3,350.		16,150.
TO FORM 990-PF, PG 1, LN 16B	19,500.	3,350.		16,150.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE FEES	318,879.	111,608.		207,271.
INVESTMENT COUNSELING	112,438.	112,438.		0.
TO FORM 990-PF, PG 1, LN 16C	431,317.	224,046.		207,271.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE	6,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,000.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	1,934.	1,915.		19.
MISCELLANEOUS	143.	72.		72.
FILING FEES	75.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,152.	1,987.		91.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US & STATE GOVERNMENT OBLIGATIONS-US TRUST	X		1,083,486.	1,108,330.
US & STATE GOVERNMENT OBLIGATIONS-UBS	X		355,129.	379,860.
US & STATE GOVERNMENT OBLIGATIONS-WT	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,438,615.	1,488,190.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,438,615.	1,488,190.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS-US TRUST	6,111,507.	7,987,860.
CORPORATE STOCKS-CAPITAL GUARDIAN	4,507,688.	4,673,947.
CORPORATE STOCKS-UBS	619,504.	569,814.
CORPORATE STOCKS-WT	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,238,699.	13,231,621.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-US TRUST	3,105,719.	3,144,462.
CORPORATE BONDS-UBS	545,295.	583,237.
CORPORATE BONDS-WT	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,651,014.	3,727,699.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN MUTUAL FUND-US TRUST	COST	0.	0.
INVESTMENT IN MUTUAL FUND-CAPITAL GUARDIAN	COST	2,824,590.	2,601,359.
INVESTMENT IN MUTUAL FUND-UBS	COST	1,078,387.	940,333.
INVESTMENT IN MUTUAL FUND-WT	COST	0.	0.
INVESTMENT IN INDEX FUND	COST	0.	0.
INVESTMENT IN ALTERNATIVE INVESTMENT-CAMDEN PRIVATE EQUITY	COST	73,800.	53,751.
INVESTMENT IN ALTERNATIVE INVESTMENT-LOCUST WOOD HEDGE FUND	COST	781,135.	834,010.
INVESTMENT IN ALTERNATIVE INVESTMENT-DB GLOBAL SELECT	COST	270,000.	202,500.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,027,912.	4,631,953.

FORM 990-PF	OTHER ASSETS	STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	2,453.	848.	848.
PURCHASED INTEREST ON BONDS	1,112.	19,479.	19,479.
ACCOUNTS RECEIVABLE	3,920.	0.	0.
TO FORM 990-PF, PART II, LINE 15	7,485.	20,327.	20,327.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 14
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

J. KRISTOFFER POPOVICH
225 S. LAKE AVE., STE 150
PASADENA, CA 91101

TELEPHONE NUMBER

N/A

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS NO FORMAL APPLICATION PROCEDURE, REQUESTS FOR GRANTS ARE RECEIVED IN ANY FORM.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CHILDREN'S HOSPITAL OF LOS ANGELES LOS ANGELES, CA	NONE GENERAL SUPPORT	PUBLIC CHARITY	260,000.
HUNTINGTON MEMORIAL HOSPITAL PASADENA, CA	NONE EMERGENCY AND TRAUMA CENTER	PUBLIC CHARITY	800,000.
UNIVERSITY OF SOUTHERN CALIFORNIA, MARSHALL SCHOOL OF BUSINESS LOS ANGELES, CA	NONE MARSHALL SCHOOL OF BUSINESS	PUBLIC CHARITY	1,850,000.
POLYTECHNIC SCHOOL PASADENA, CA	NONE GENERAL SUPPORT	PUBLIC CHARITY	500,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3B 3,410,000.

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period
RMA MONEY MKT PORTFOLIO	504,681 22	504,721 18	1.00	0 01%	Nov 23 to Dec 23	31

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**504,721.18**	**100.00%**	**504,721.18**		
Total		**$504,721.18**	**100.00%**	**$504,721.18**		

Account activity this month

You have qualified for a $150 00 Annual account fee waiver.

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 17	St Cap Gain	RMA MONEY MKT. PORTFOLIO AS OF 12/16/09	35.62
	Dec 24	Dividend	RMA MONEY MKT. PORTFOLIO AS OF 12/23/09	4.34
	Total taxable dividends			**$39.96**
	Total dividend and interest income			**$39.96**

	Date	Activity	Description	Amount ($)
Money balance activities	**Nov 30**	**Balance forward**		**$504,681.22**
	Dec 17	Bought	RMA MONEY MKT PORTFOLIO AS OF 12/16/09	35 62
	Dec 24	Bought	RMA MONEY MKT PORTFOLIO AS OF 12/23/09	4 34
	Dec 31	**Closing RMA Money Mkt. Portfolio**		**$504,721.18**

The RMA Money Market Portfolio is your primary sweep option

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/interest period	Days in period
RMA MONEY MKT PORTFOLIO	443,831 59	452,141 90	1.00	0.01%	Nov 23 to Dec 23	31

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
MORGAN STANLEY NTS B/E RATE 04 250% MATURES 05/15/10 ACCRUED INTEREST $814 59 CUSIP 61744AAN0 Moody: A2 S&P A EAI· $3,188 Current yield: 4 20%	Jun 06, 07	150,000 000	97 230	146,255 24 [1]	101 229	151,843.50	5,588 26	LT
KRAFT FOODS INC NTS RATE 06 250% MATURES 06/01/12 ACCRUED INTEREST $520 83 CUSIP 50075NAH7 Moody Baa2 S&P: BBB+ EAI· $6,250 Current yield 5 80%	Jun 06, 07	100,000 000	102 520	102,520 00 [1]	107 773	107,773 00	5,253 00	LT
GOLDMAN SACHS GROUP INC NTS RATE 04 750% MATURES 07/15/13 ACCRUED INTEREST $2,190 28 CUSIP 38141GDK7 Moody A1 S&P. A EAI. $4,750 Current yield 4 54%	Jun 06, 07	100,000 000	95 780	95,966 56 [1]	104 624	104,624 00	8,657 44	LT

continued next page

UBS

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BEAR STEARNS & CO INC NTS RATE 05 700% MATURES 11/15/14 ACCRUED INTEREST $728 33 CUSIP 07385TAJ5 Moody Aa3 S&P A+ EAI $5,700 Current yield 5 18%	Jun 06, 07	100,000 000	99 950	99,951 29 [1]	110 033	110,033 00	10,081 71	LT
PROCTER & GAMBLE CO NTS RATE 04 850% MATURES 12/15/15 ACCRUED INTEREST $215 56 CUSIP 742718BZ1 Moody Aa3 S&P AA- EAI $4,850 Current yield 4 45%	Jun 06, 07	100,000 000	96 200	96,306 84 [1]	108.964	108,964 00	12,657 16	LT
Total		**$550,000.000**		**$540,999.93**		**$583,237.50**	**$42,237.57**	

Total accrued interest: $4,469.59

Total estimated annual income: $24,738

[1] Indicates cost basis information has been provided by a source other than UBS Financial Services

Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FHLB BOND RATE 5 0000% MATURES 09/09/11 ACCRUED INTEREST $2,333 34 CUSIP 3133XF5T9 EAI $7,500 Current yield 4 72%	Jun 06, 07	150,000 000	99 500	149,315 90 [1]	105 969	158,953 50	9,637 60	LT
FHLB BOND RATE 5 2500% MATURES 09/13/13 ACCRUED INTEREST $1,575 00 CUSIP 3133XGJ96 EAI $5,250 Current yield 4 75%	Jun 06, 07	100,000 000	99 980	99,994 29 [1]	110 531	110,531 00	10,536 71	LT

continued next page

Your assets › Fixed income › Government securities (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FFCB BOND RATE 5 4500% MATURES 06/20/16 ACCRUED INTEREST $166 53 CUSIP 31331VG42 EAI. $5,450 Current yield: 4 94%	Sep 25, 08	100,000.000	106 336	106,342 23	110 375	110,375 00	4,032 77	LT
Total		**$350,000.000**		**$355,652.42**		**$379,859.50**	**$24,207.08**	

Total accrued interest: $4,074.87

Total estimated annual income: $18,200

[1] Indicates cost basis information has been provided by a source other than UBS Financial Services.

Alternative strategies

Assets held outside UBS Financial Services Inc.

These assets are held outside UBS Financial Services Inc and are included in your statement as a service to you Information about these assets, including their value, is provided by the issuer and UBS Financial Services Inc does not guarantee the accuracy of the information and is not responsible for it The value shown is not necessarily the value you would receive from the issuer if you sold the assets These assets are not covered by SIPC

Hedge funds

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share ($)	Value ($)	Unrealized gain or loss ($)	Holding period
LOCUST WOOD CAPITAL OFFSHORE LTD AS OF 11/30/09	Jun 01, 07			800,000 00	1 000	821,867 00	21,867 00	LT

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**452,141.90**	**20.13%**	**452,141.90**		
Fixed income	Corporate bonds and notes	583,237 50		540,999 93	24,738 00	42,237 57
	Government securities	379,859 50		355,652 42	18,200 00	24,207 08
	Total accrued interest	8,544.46				
	Total fixed income	**971,641.46**	**43.27%**	**896,652.35**	**42,938.00**	**66,444.65**
Alternative strategies	**Hedge funds**	**821,867.00**	**36.60%**	**800,000.00**		**21,867.00**
Total		**$2,245,650.36**	**100.00%**	**$2,148,794.25**	**$42,938.00**	**$88,311.65**

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/interest period	Days in period
RMA MONEY MKT. PORTFOLIO	41,908 44	42,629 99	1 00	0 01%	Nov 23 to Dec 23	31

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AGILENT TECHNOLOGIES INC								
Symbol: A Exchange: NYSE	Jan 15, 08	100.000	36 139	3,613 95	31 070	3,107 00	-506.95	LT
	Jul 28, 08	85.000	35 955	3,056.18	31.070	2,640.95	-415 23	LT
	Jan 13, 09	84.000	19.110	1,605.24	31.070	2,609.88	1,004.64	ST
	Feb 19, 09	40.000	15 580	623 21	31.070	1,242.80	619.59	ST
Security total		309 000		8,898 58		9,600.63	702 05	
AMER EXPRESS CO								
Symbol: AXP Exchange: NYSE								
EAI: $593 Current yield: 1.78%	Jun 5, 07	705 000	64 690	45,606 45 [1]	40.520	28,566 60	-17,039 85	LT
	Jan 13, 09	119.000	19 097	2,272 64	40 520	4,821.88	2,549 24	ST
Security total		824.000		47,879 09		33,388.48	-14,490 61	
AMERIPRISE FINANCIAL INC								
Symbol: AMP Exchange: NYSE								
EAI: $101 Current yield: 1 75%	Jun 5, 07	149 000	64 210	9,567.29 [1]	38 820	5,784.18	-3,783.11	LT
BANK OF NEW YORK MELLON CORP								
Symbol: BK Exchange NYSE								
EAI: $172 Current yield 1 29%	Jun 5, 07	205.000	42 568	8,726 48 [1]	27 970	5,733 85	-2,992.63	LT
	Feb 28, 08	50 000	46 052	2,302.62	27 970	1,398.50	-904.12	LT
	Nov 19, 08	155.000	26 979	4,181.78	27 970	4,335 35	153.57	LT
	Jan 13, 09	32 000	25 357	811 45	27.970	895 04	83 59	ST

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Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Mar 9, 09	35 000	17 954	628 40	27 970	978 95	350 55	ST
Security total		477 000		16,650 73		13,341 69	-3,309 04	
BECTON DICKINSON & CO Symbol: BDX Exchange NYSE EAI $118 Current yield 1 87%	Jul 31, 09	80 000	65 931	5,274 52	78 860	6,308 80	1,034 28	ST
BED BATH & BEYOND INC Symbol BBBY Exchange OTC	Feb 4, 08	91 000	31 134	2,833 22	38 610	3,513 51	680 29	LT
	Oct 27, 09	135 000	35 996	4,859 49	38 610	5,212 35	352 86	ST
Security total		226 000		7,692 71		8,725 86	1,033 15	
BERKSHIRE HATHAWAY INC CL B Symbol BRKB Exchange NYSE	Jun 5, 07	8 000	3,624 400	28,995 20 [1]	3,286 000	26,288 00	-2,707 20	LT
	Jan 13, 09	1 000	3,217 000	3,217 00	3,286 000	3,286 00	69 00	ST
Security total		9 000		32,212 20		29,574 00	-2,638 20	
CANADIAN NATURAL RESOURCES LTD Symbol CNQ Exchange NYSE	Dec 18, 07	190 000	68 594	13,032 96	71 950	13,670 50	637 54	LT
	Jan 13, 09	59 000	39 377	2,323 24	71 950	4,245 05	1,921 81	ST
Security total		249 000		15,356 20		17,915 55	2,559 35	
CARDINAL HEALTH INC Symbol CAH Exchange NYSE EAI $84 Current yield 2 17%	Jun 5, 07	120 000	52 325	6,279 06 [1]	32 240	3,868 80	-2,410 26	LT
CAREFUSION CORP Symbol. CFN Exchange NYSE	Jun 5, 07	60 000	40 129	2,407 74	25 010	1,500 60	-907 14	LT
COMCAST CORP NEW SPECIAL CL A Symbol CMCSK Exchange. OTC EAI $270 Current yield 2 36%	Jun 5, 07	714 000	26 610	18,999 54 [1]	16 010	11,431 14	-7,568 40	LT
CONOCOPHILLIPS Symbol: COP Exchange NYSE EAI $226 Current yield 3 92%	Jun 5, 07	93 000	79 120	7,358 94 [1]	51 070	4,749 51	-2,609 43	LT
	Mar 12, 09	20 000	36 507	730 16	51 070	1,021 40	291 24	ST
Security total		113 000		8,089 10		5,770 91	-2,318 19	
COSTCO WHOLESALE CORP Symbol COST Exchange OTC EAI. $408 Current yield 1 22%	Jun 5, 07	566 000	55 340	31,322 44 [1]	59 170	33,490 22	2,167 78	LT

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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
CVS CAREMARK CORP								
Symbol CVS Exchange· NYSE								
EAI: $159 Current yield. 0 95%	Jun 5, 07	340.000	37 800	12,852 00 ¹	32 210	10,951.40	-1,900 60	LT
	Dec 2, 08	130 000	27 186	3,534 27	32.210	4,187.30	653.03	LT
	Jan 13, 09	52 000	26 006	1,352.35	32 210	1,674 92	322.57	ST
Security total		522.000		17,738 62		16,813 62	-925 00	
DEVON ENERGY CORP NEW								
Symbol: DVN Exchange: NYSE								
EAI. $208 Current yield. 0 87%	Jun 5, 07	260 000	79 660	20,713 78 ¹	73 500	19,110 00	-1,603 78	LT
	Jan 13, 09	65.000	64 492	4,191 98	73 500	4,777 50	585 52	ST
Security total		325 000		24,905.76		23,887 50	-1,018.26	
DIAGEO PLC NEW GB SPON ADR								
Symbol· DEO Exchange NYSE								
EAI. $385 Current yield. 3 26%	Jun 5, 07	140 000	85 800	12,013 39 ¹	69 410	9,717.40	-2,295 99	LT
	Jan 13, 09	30.000	54 850	1,645 50	69.410	2,082 30	436 80	ST
Security total		170 000		13,658 89		11,799.70	-1,859.19	
EOG RESOURCES INC								
Symbol· EOG Exchange: NYSE								
EAI $157 Current yield: 0 60%	Jun 5, 07	235 000	77 880	18,302 88 ¹	97 300	22,865 50	4,562 62	LT
	Jan 13, 09	36 000	67 099	2,415 56	97 300	3,502.80	1,087 24	ST
Security total		271.000		20,718 44		26,368 30	5,649 86	
EXPRESS SCRIPTS INC								
Symbol: ESRX Exchange. OTC	Feb 25, 08	44 000	65 709	2,891 20	86.420	3,802 48	911.28	LT
GOOGLE INC CL A								
Symbol· GOOG Exchange· OTC	Oct 23, 08	10 000	350 037	3,500 37	619.980	6,199 80	2,699 43	LT
	Jan 13, 09	6 000	316 062	1,896 38	619 980	3,719.88	1,823 50	ST
	Jan 15, 09	1.000	292 826	292 83	619.980	619 98	327 15	ST
Security total		17 000		5,689 58		10,539 66	4,850 08	
GRUPO TELEVISA SA DE CV GLOBAL DEP RCT REP ORD MEXICO ADR								
Symbol: TV Exchange. NYSE								
EAI· $274 Current yield 5 62%	Nov 19, 08	235 000	13 991	3,287 91	20 760	4,878 60	1,590 69	LT

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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
H & R BLOCK INC								
Symbol HRB Exchange NYSE								
EAI $162 Current yield 2 65%	Jun 5, 07	270 000	23 400	6,320 19 [1]	22 620	6,107 40	-212 79	LT
HARLEY DAVIDSON INC								
Symbol HOG Exchange NYSE								
EAI $132 Current yield 1 59%	Jun 5, 07	250 000	61 280	15,320 00 [1]	25 200	6,300 00	-9,020 00	LT
	Jan 13, 09	79 000	14 100	1,113 90	25 200	1,990.80	876 90	ST
Security total		329 000		16,433 90		8,290 80	-8,143 10	
HEWLETT PACKARD CO								
Symbol HPQ Exchange NYSE								
EAI $61 Current yield 0 62%	Jan 15, 08	67 000	45 194	3,028 00	51 510	3,451 17	423 17	LT
	Oct 24, 08	125 000	31 884	3,985.61	51 510	6,438 75	2,453 14	LT
Security total		192 000		7,013 61		9,889 92	2,876 31	
IRON MTN INC NEW								
Symbol IRM Exchange NYSE	Jun 5, 07	415 000	26 980	11,199 85 [1]	22 760	9,445 40	-1,754 45	LT
	Jan 13, 09	42 000	23 419	983 60	22 760	955 92	-27 68	ST
Security total		457 000		12,183 45		10,401.32	-1,782.13	
JOHNSON & JOHNSON COM								
Symbol JNJ Exchange NYSE								
EAI. $392 Current yield 3 04%	Oct 21, 08	70 000	63 717	4,460 23	64 410	4,508 70	48 47	LT
	Mar 5, 09	45 000	48 221	2,169 98	64 410	2,898 45	728 47	ST
	Sep 24, 09	85 000	60 758	5,164 47	64 410	5,474 85	310 38	ST
Security total		200 000		11,794 68		12,882 00	1,087 32	
JPMORGAN CHASE & CO								
Symbol JPM Exchange NYSE								
EAI $72 Current yield 0 48%	Jun 5, 07	358 000	51 250	18,350 36 [1]	41 670	14,917 86	-3,432 50	LT
LOEWS CORP								
Symbol L Exchange NYSE								
EAI $132 Current yield 0 69%	Jun 5, 07	420 000	51 640	21,690 48 [1]	36 350	15,267 00	-6,423 48	LT
	Jan 13, 09	106 000	26 570	2,816 46	36 350	3,853 10	1,036 64	ST
Security total		526 000		24,506 94		19,120 10	-5,386 84	
MERCK & CO INC NEW COM								
Symbol MRK Exchange NYSE								
EAI $596 Current yield 4 16%	Nov 7, 08	147 000	14 881	2,187 55	36 540	5,371 38	3,183 83	LT

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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Feb 27, 09	100 000	16 967	1,696 78	36.540	3,654 00	1,957 22	ST
	Mar 19, 09	145 000	26.347	3,820 40	36 540	5,298 30	1,477.90	ST
Security total		392.000		7,704.73		14,323.68	6,618 95	
MICROSOFT CORP Symbol: MSFT Exchange: OTC EAI: $271 Current yield: 1 70%	Jun 5, 07	512.000	30 530	15,631 36 [1]	30.480	15,605 76	-25 60	LT
	Mar 6, 08	10 000	27 902	279 03	30 480	304 80	25 77	LT
Security total		522.000		15,910.39		15,910 56	0 17	
MOODYS CORP Symbol: MCO Exchange NYSE EAI: $71 Current yield: 1.56%	Jun 5, 07	170.000	70 180	11,930 60 [1]	26 800	4,556 00	-7,374 60	LT
NEWS CORP INC DELA CL A Symbol. NWSA Exchange: OTC EAI: $96 Current yield: 0 88%	Jun 5, 07	675 000	22.470	15,167 25 [1]	13 690	9,240 75	-5,926.50	LT
	Jan 13, 09	126 000	8.747	1,102.22	13.690	1,724.94	622.72	ST
Security total		801.000		16,269 47		10,965.69	-5,303 78	
OCCIDENTAL PETROLEUM CRP Symbol: OXY Exchange. NYSE EAI: $578 Current yield: 1 62%	Jun 5, 07	345.000	58 050	20,028 73 [1]	81.350	28,065.75	8,037 02	LT
	Jan 13, 09	93.000	56 490	5,253 61	81.350	7,565 55	2,311 94	ST
Security total		438.000		25,282.34		35,631 30	10,348.96	
PFIZER INC Symbol: PFE Exchange: NYSE EAI: $220 Current yield 3 97%	Mar 3, 09	305 000	11 968	3,650.33	18.190	5,547 95	1,897 62	ST
PHILIP MORRIS INTL INC Symbol PM Exchange NYSE EAI: $341 Current yield: 4 81%	Jun 5, 07	135 000	49 261	6,650 32 [1]	48.190	6,505 65	-144 67	LT
	Jan 13, 09	12.000	42 360	508 32	48 190	578 28	69 96	ST
Security total		147 000		7,158 64		7,083 93	-74 71	
PROCTER & GAMBLE CO Symbol: PG Exchange NYSE EAI: $303 Current yield: 2 91%	Jun 5, 07	150 000	63 580	9,538 10 [1]	60 630	9,094 50	-443 60	LT
	Jan 13, 09	22 000	59 517	1,309 39	60 630	1,333 86	24 47	ST

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UBS

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Security total		172 000		10,847 49		10,428 36	-419 13	
PROGRESSIVE CORP OHIO								
Symbol. PGR Exchange NYSE	Jun 5, 07	755 000	23 190	17,508 45 [1]	17 990	13,582 45	-3,926 00	LT
	Jan 13, 09	121 000	14 396	1,742 01	17 990	2,176 79	434 78	ST
Security total		876 000		19,250 46		15,759 24	-3,491 22	
SEALED AIR CORP NEW								
Symbol SEE Exchange NYSE								
EAI $333 Current yield. 2 20%	Jun 5, 07	630 000	31 910	20,103 30 [1]	21 860	13,771 80	-6,331 50	L
	Jan 13, 09	64 000	14 749	943 94	21 860	1,399 04	455 10	ST
Security total		694 000		21,047 24		15,170 84	-5,876 40	
TEXAS INSTRUMENTS								
Symbol TXN Exchange NYSE								
EAI $271 Current yield 1 84%	May 28, 08	255 000	32 327	8,243 61	26 060	6,645 30	-1,598 31	LT
	Aug 6, 08	80 000	24 378	1,950 27	26 060	2,084 80	134 53	LT
	Nov 5, 08	190 000	18 703	3,553 74	26 060	4,951 40	1,397 66	LT
	Jan 13, 09	39 000	14 827	578 25	26 060	1,016 34	438 09	ST
Security total		564 000		14,325 87		14,697 84	371 97	
TRANSATLANTIC HLDGS INC								
Symbol TRH Exchange NYSE								
EAI $112 Current yield 1 54%	Jun 5, 07	120 000	71 980	8,638 79 [1]	52 110	6,253 20	-2,385 59	LT
	Mar 16, 09	20 000	31 133	622 68	52 110	1,042 20	419 52	ST
Security total		140 000		9,261 47		7,295 40	-1,966 07	
TRANSOCEAN LTD								
Symbol RIG Exchange NYSE	Jun 5, 07	55 000	99 714	5,484 31 [1]	82 800	4,554 00	-930 31	L
	Jan 13, 09	16 000	52 230	835 68	82 800	1,324 80	489 12	ST
Security total		71 000		6,319 99		5,878 80	-441 19	
TYCO INTL LTD								
Symbol TYC Exchange NYSE								
EAI $74 Current yield 2 23%	Jun 5, 07	93 000	52 128	4,847 91 [1]	35 680	3,318 24	-1,529 67	LT
UNITEDHEALTH GROUP INC								
Symbol UNH Exchange NYSE								
EAI $6 Current yield 0 09%	Jun 5, 07	175 000	54 760	9,584 44 [1]	30 480	5,334 00	-4,250 44	LT
	Jan 13, 09	40 000	25 927	1,037 08	30 480	1,219 20	182 12	ST
Security total		215 000		10,621 52		6,553 20	-4,068 32	

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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
VULCAN MATERIALS CO NEW (HOLDING COMPANY) Symbol VMC Exchange NYSE EAI $89 Current yield 1 90%	Jun 5, 07	65 000	119 500	7,767.98 [1]	52 670	3,423 55	-4,344 43	LT
	Jan 13, 09	24 000	58 470	1,403 28	52 670	1,264 08	-139 20	ST
Security total		89 000		9,171 26		4,687 63	-4,483 63	
WELLS FARGO & CO NEW Symbol WFC Exchange NYSE EAI. $234 Current yield 0 74%	Jun 5, 07	625.000	35 800	22,380 00 [1]	26 990	16,868.75	-5,511 25	LT
	Jan 13, 09	91.000	24 459	2,225 77	26.990	2,456 09	230 32	ST
	Jan 26, 09	165 000	16 273	2,685 11	26 990	4,453.35	1,768 24	ST
	Mar 6, 09	290 000	8 589	2,490 81	26 990	7,827 10	5,336 29	ST
Security total		1,171 000		29,781 69		31,605 29	1,823 60	
Total				**$619,504.13**		**$569,814.07**	**-$49,690.06**	

Total estimated annual income: $7,701

[1] Indicates cost basis information has been provided by a source other than UBS Financial Services

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	Cash and money balances	42,629.99	6.96%	42,629.99		
Equities	Common stock	569,814.07	93.04%	619,504.13	7,701.00	-49,690.06
Total		**$612,444.06**	**100.00%**	**$662,134.12**	**$7,701.00**	**-$49,690.06**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 1	Dividend	CONOCOPHILLIPS PAID ON 113	56 50
	Dec 1	Dividend	PFIZER INC PAID ON 305	48 80
	Dec 1	Dividend	WELLS FARGO & CO NEW PAID ON 1171	58 55
	Dec 4	Dividend	TRANSATLANTIC HLDGS INC PAID ON 140	28 00
	Dec 8	Dividend	JOHNSON & JOHNSON COM PAID ON 200	98 00

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Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period
Cash	0 00	57 53				
RMA MONEY MKT. PORTFOLIO	62 14	112.65	1 00	0 01%	Nov 23 to Dec 23	31
Total	**$62.14**	**$170.18**				

Equities

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FINANCIAL SECTOR SPDR TRUST								
ETF								
Symbol XLF Exchange. NYSE								
EAI: $1,724 Current yield: 1 45%	Apr 8, 08	1,152.000	26 160	30,136 32	14 400	16,588 80	-13,547 52	LT
	Jul 16, 08	2,525 000	18 160	45,854 00	14 400	36,360 00	-9,494 00	LT
	Aug 13, 08	1,946.000	20 530	39,951 38	14 400	28,022 40	-11,928 98	LT
	Sep 22, 08	2,368 000	21 090	49,941 12	14 400	34,099 20	-15,841 92	LT
	Earnings	259 000	11 623	3,010 54	14 400	3,729 60	719 06	
Security total		8,250 000		168,893.36		118,800 00	-50,093 36	
ISHARES TRUST RUSSELL 2000								
INDEX FUND								
Symbol: IWM Exchange NYSE								
EAI· $3,637 Current yield. 1 62%	Jun 4, 07	491.106	84 854	41,672 35 [1]	62 440	30,664 68	-11,007 67	LT
	Jul 9, 07	0 930	84 152	78 22 [1]	62 440	58.04	-20 18	LT
	Jul 24, 07	492 000	81 784	40,237 75 [1]	62 440	30,720 48	-9,517 27	LT
	Jul 30, 07	246 000	77 124	18,972 51 [1]	62 440	15,360 24	-3,612 27	LT
	Oct 3, 07	2 964	80 952	239 96 [1]	62 440	185 08	-54 88	LT
	Nov 8, 07	246 000	77 474	19,058 61	62 440	15,360 24	-3,698 37	LT

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Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Jan 9, 08	246 000	69 470	17,089 62	62 440	15,360 24	-1,729 38	LT
	Aug 13, 08	875 000	73 910	64,671 25	62 440	54,635 00	-10,036 25	LT
	Sep 22, 08	339 000	73 180	24,808 02	62 440	21,167 16	-3,640 86	LT
	Oct 17, 08	560 000	53 480	29,948 80	62 440	34,966 40	5,017 60	LT
	Earnings	91 000	54 929	4,998 59	62 440	5,682 04	683 45	
Security total		3,590 000		261,775 68		224,159 60	-37,616 08	
ISHARES TRUST RUSSELL MIDCAP INDEX FUND Symbol IWR Exchange NYSE EAI $5,791 Current yield 1 98%	Jun 4, 07	384 585	112 653	43,324 69 [1]	82 510	31,732 08	-11,592 61	LT
	Jul 9, 07	1 302	110 787	144 29 [1]	82 510	107 46	-36 83	LT
	Jul 24, 07	444 000	110 853	49,218 81 [1]	82 510	36,634 44	-12,584 37	LT
	Jul 30, 07	222 000	105 003	23,310 71 [1]	82 510	18,317 22	-4,993 49	LT
	Oct 3, 07	3 113	108 644	338 20 [1]	82 510	256 85	-81 35	LT
	Nov 8, 07	222 000	105 123	23,337 35	82 510	18,317 22	-5,020 13	LT
	Jan 9, 08	222 000	95 840	21,276 48	82 510	18,317.22	-2,959 26	LT
	Aug 13, 08	798 000	93 600	74,692 80	82 510	65,842 98	-8,849 82	LT
	Sep 22, 08	833 000	89 936	74,916 91	82 510	68,730 83	-6,186 08	LT
	Oct 17, 08	312 000	63 980	19,961.76	82 510	25,743 12	5,781 36	LT
	Earnings	111 000	70 530	7,828 88	82 510	9,158 61	1,329 73	
Security total		3,553 000		338,350 88		293,158 03	-45,192 85	
ISHARES MSCI EAFE INDEX FUND Symbol EFA Exchange NYSE EAI $3,218 Current yield 2 61%	Jan 9, 08	343 000	76 149	26,119 42	55 280	18,961 04	-7,158 38	L.
	Sep 22, 08	1,239 000	60 440	74,885 16	55 280	68,491 92	-6,393 24	LT
	Oct 17, 08	444 000	44 960	19,962 24	55 280	24,544 32	4,582 08	LT
	Earnings	207 000	51 829	10,728 80	55 280	11,442 96	714 16	
Security total		2,233 000		131,695.62		123,440 24	-8,255 38	
ISHARES MSCI EMERGING MARKETS INDEX FUND Symbol EEM Exchange NYSE EAI $105 Current yield 0 06%	Jun 4, 07	771 000	43 156	33,273 79 [1]	41 500	31,996 50	-1,277 29	LT
	Jul 24, 07	771 000	47 620	36,715 02 [1]	41 500	31,996 50	-4,718 52	LT

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Your assets › Equities › Closed end mutual funds (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Jul 30, 07	384 000	44.620	17,134 08 [1]	41.500	15,936.00	-1,198 08	LT
	Nov 8, 07	384.000	51.916	19,936.00	41 500	15,936 00	-4,000.00	LT
	Jan 9, 08	384 000	48 883	18,771 19	41 500	15,936 00	-2,835.19	LT
	Sep 22, 08	676 000	37 199	25,147 15	41 500	28,054 00	2,906 85	LT
	Oct 17, 08	803 000	24 909	20,002 33	41 500	33,324 50	13,322 17	LT
	Earnings	183 000	36 566	6,691 64	41.500	7,594 50	902.86	
Security total		4,356 000		177,671.20		180,774 00	3,102 80	
Total				**$1,078,386.74**		**$940,331.87**	**-$138,054.87**	

Total estimated annual income: $14,475

[1] Indicates cost basis information has been provided by a source other than UBS Financial Services

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	170.18	0.02%	170.18		
Equities	**Closed end mutual funds**	940,331.87	99.98%	1,078,386.74	14,475.00	-138,054.87
Total		**$940,502.05**	**100.00%**	**$1,078,556.92**	**$14,475.00**	**-$138,054.87**

Account activity this month

	Date	Activity	Description	Amount ($)
Dividend and interest income				
Taxable dividends	Dec 30	Dividend	ISHARES TRUST RUSSELL 2000 INDEX FUND	905 31
	Dec 30	Dividend	ISHARES TRUST RUSSELL MIDCAP INDEX FUND	1,441 25
	Dec 31	Dividend	ISHARES MSCI EAFE INDEX FUND	1,097.56
	Dec 31	Dividend	ISHARES MSCI EMERGING MARKETS INDEX FUND	1,395 86
	Total taxable dividends			**$4,839.98**
	Total dividend and interest income			**$4,839.98**

THE LESLIE & ELAINE HOFFMAN FOUNDATION

Detailed Holdings List by Country

As of December 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
Cash and Cash Equivalents									
GOLDMAN SACHS FINANCIAL SQUARE TREASURY	222,029	1.00	222,029	1.00	222,029	2 9	0	22	0.0
SSGA US GOV MONEY MARKET FUND	188,735	1.00	188,735	1.00	188,735	2.5	0	0	0.0
PENDING PURCHASES/SALES			(3,024)		(3,024)	0.0			
Total Cash and Cash Equivalents			**407,739**		**407,739**	**5.3**	**0**	**22**	**0.0**
Fixed Income									
MUTUAL FUNDS - FIXED									
AMERICAN HIGH-INCOME TRUST CL F2	19,901	12.14	241,632	10.61	211,146	2 7	(30,486)	16,809	8.0
CAPITAL WORLD BOND FUND CL F2	11,820	19.20	226,997	20.04	236,877	3.1	9,880	9,157	3.9
INTERMEDIATE BOND FUND OF AMERICA CL F2	134,493	13.15	1,768,588	13.14	1,767,243	23.0	(1,345)	57,399	3.3
TOTAL MUTUAL FUNDS - FIXED			**2,237,216**		**2,215,265**	**28.8**	**(21,951)**	**83,365**	**3.8**
Total Fixed Income			**2,237,216**		**2,215,265**	**28.8**	**(21,951)**	**83,365**	**3.8**
			+ 587,374		+ 386,094				
			2,824,590		2,601,359				
Equity									
AUSTRALIA									
BHP BILLITON LTD (AUD)	908	25.25	22,923	38.73	35,169	0.5	12,246	955	2 7
BILLABONG INTERNATIONAL LTD	1,782	9 35	16,653	9.84	17,527	0.2	874	865	4.9
COCA-COLA AMATIL LTD	3,789	7.00	26,516	10.36	39,242	0 5	12,726	1,969	5 0
NEWCREST MINING NPV	1,280	22.91	29,325	31.74	40,621	0 5	11,296	172	0.4
QANTAS AIRWAYS LTD	3,774	1.85	6,980	2 69	10,136	0.1	3,156	291	2.9
TELSTRA CORP	4,103	2.52	10,331	3.08	12,641	0.2	2,310	1,474	11.7

Detailed Holdings List by Country

As of December 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
TOTAL AUSTRALIA			**112,729**		**155,337**	**2.0**	**42,608**	**5,727**	**3.7**
BELGIUM									
OMEGA PHARMA SA	328	55.54	18,217	50.39	16,528	0.2	(1,689)	282	1.7
TOTAL BELGIUM			**18,217**		**16,528**	**0.2**	**(1,689)**	**282**	**1.7**
CANADA									
BARRICK GOLD CORP C$	1,100	28.94	31,839	39.64	43,607	0.6	11,768	421	1.0
CAMECO CORP C$	2,100	25.62	53,794	32.44	68,129	0.9	14,335	321	0.5
CANADIAN NATURAL RESOURCES LTD C$	800	64.69	51,750	72.67	58,135	0.8	6,385	184	0.3
POTASH CORP OF SASKATCHEWAN INC US$	300	80.00	23,999	108.50	32,550	0.4	8,551	120	0.4
ROGERS COMMUNICATION	400	24.20	9,679	31 26	12,503	0 2	2,824	444	3.6
SUNCOR ENERGY INC	300	22.99	6,897	35 58	10,674	0.1	3,777	0	0.0
TOTAL CANADA			**177,957**		**225,597**	**2.9**	**47,640**	**1,489**	**0.7**
DENMARK									
NOVO NORDISK A/S B	200	55 48	11,096	63.96	12,792	0.2	1,695	231	1.8
TOTAL DENMARK			**11,096**		**12,792**	**0.2**	**1,695**	**231**	**1.8**
FINLAND									
NOKIA OYJ	564	25.35	14,296	12 79	7,212	0.1	(7,084)	323	4.5
TOTAL FINLAND			**14,296**		**7,212**	**0.1**	**(7,084)**	**323**	**4.5**
FRANCE									
BOUYGUES	601	71.23	42,808	52 22	31,382	0 4	(11,425)	1,379	4.4
DANONE	425	66.01	28,056	61.40	26,095	0.3	(1,961)	731	2.8
ESSILOR INTL	600	60 02	36,011	59.85	35,910	0 5	(101)	568	1.6

As of December 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
GDF SUEZ	200	38.74	7,748	43 42	8,683	0.1	935	401	4 6
L'AIR LIQUIDE (L)	370	114.18	42,245	119.03	44,040	0.6	1,795	1,193	2.7
L'OREAL	450	117.91	53,061	111.82	50,318	0.7	(2,744)	929	1.9
LVMH MOET HENNESSY LOUIS VUITTON SA	74	92.60	6,853	112 36	8,315	0 1	1,462	170	2 0
PERNOD RICARD SA	680	88.18	59,962	85.88	58,401	0.8	(1,561)	478	0.8
PEUGEOT SA	200	63.51	12,701	33.92	6,785	0.1	(5,916)	0	0.0
VEOLIA ENVIRONNEMENT	1,026	65.49	67,195	33.15	34,013	0.4	(33,182)	1,780	5.2
VINCI SA	200	53.30	10,659	56.58	11,316	0.1	657	464	4 1
VIVENDI UNIVERSAL SA	500	28 28	14,139	29.81	14,905	0.2	766	1,003	6.7
TOTAL FRANCE			**381,438**		**330,164**	**4.3**	**(51,275)**	**9,096**	**2.8**
GERMANY									
BAYER AG	200	80.39	16,078	80.55	16,110	0.2	32	401	2.5
BMW AG	200	29.28	5,855	45.87	9,175	0.1	3,320	86	0.9
LINDE AG	69	99.31	6,852	120.20	8,294	0.1	1,442	178	2 2
METRO AG	100	48.06	4,806	61.50	6,150	0.1	1,344	169	2.8
SAP AG	800	53 66	42,929	47.42	37,937	0.5	(4,992)	573	1 5
TOTAL GERMANY			**76,521**		**77,666**	**1.0**	**1,146**	**1,408**	**1.8**
HONG KONG									
HONG KONG/CHINA GAS	11,400	1.93	22,018	2 52	28,671	0.4	6,653	515	1.8
TOTAL HONG KONG			**22,018**		**28,671**	**0.4**	**6,653**	**515**	**1.8**
IRELAND									
CRH PLC	1,314	28 30	37,186	27.38	35,978	0.5	(1,208)	1,262	3.5
TOTAL IRELAND			**37,186**		**35,978**	**0.5**	**(1,208)**	**1,262**	**3.5**

Capital Guardian℠

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
JAPAN									
CANON INC	700	52.73	36,909	41.98	29,387	0.4	(7,521)	827	2.8
FANUC CO	200	90.33	18,066	92.66	18,532	0.2	466	55	0.3
JGC CORP	2,000	18.18	36,354	18.32	36,635	0.5	281	451	1.2
KEYENCE CORP	220	180.02	39,604	206.15	45,354	0.6	5,750	142	0.3
MURATA MANUFACTURING CO LTD	400	44.53	17,813	49.39	19,756	0 3	1,943	301	1.5
NINTENDO CO LTD ADR UNSPON	950	43.54	41,360	29.59	28,113	0.4	(13,246)	1,189	4.2
SMC CORP	300	98.60	29,580	113 06	33,919	0.4	4,339	322	1.0
SOFTBANK CORP	2,800	21.88	61,259	23.30	65,239	0.8	3,980	150	0 2
SUZUKI MOTOR	1,100	25.72	28,294	24.48	26,929	0.4	(1,366)	118	0 4
TERUMO CORP	200	53.34	10,668	60.13	12,026	0.2	1,358	69	0.6
TREND MICRO INC	700	34.22	23,951	37.90	26,531	0.3	2,580	729	2.8
TOTAL JAPAN			**343,857**		**342,421**	**4.5**	**(1,436)**	**4,353**	**1.3**
KOREA, REPUBLIC OF									
SAMSUNG ELEC GDS N/V PF	150	228 63	34,295	225.10	33,765	0.4	(530)	408	1 2
TOTAL KOREA, REPUBLIC OF			**34,295**		**33,765**	**0.4**	**(530)**	**408**	**1.2**
LUXEMBOURG									
SES FDR CL A (PARIS)	400	21.95	8,781	22.59	9,034	0 1	253	378	4 2
TOTAL LUXEMBOURG			**8,781**		**9,034**	**0.1**	**253**	**378**	**4.2**
MEXICO									
AMERICA MOVIL S.A B DE C.V.	500	58.32	29,160	46.98	23,490	0.3	(5,670)	227	1.0
WAL MART DE MEXICO, SAB DE C.V.	1,300	3.83	4,985	4.49	5,833	0.1	848	61	1.0
TOTAL MEXICO			**34,145**		**29,323**	**0.4**	**(4,822)**	**288**	**1.0**
NETHERLANDS									

Detailed Holdings List by Country

As of December 31, 2009

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
KONINKLIJKE KPN NV	2,000	16.91	33,812	16.97	33,946	0.4	135	1,806	5.3
ROYAL DUTCH SHELL CL A ADR	1,800	77.97	140,339	60.11	108,198	1.4	(32,141)	5,141	4.8
TOTAL NETHERLANDS			**174,151**		**142,144**	**1.9**	**(32,006)**	**6,947**	**4.9**
PANAMA									
CARNIVAL CORP COMMON PAIRED STOCK	200	37.60	7,521	31.69	6,338	0 1	(1,183)	0	0.0
TOTAL PANAMA			**7,521**		**6,338**	**0.1**	**(1,183)**	**0**	**0.0**
PORTUGAL									
JERONIMO MARTINS SGPS SA	1,200	6 85	8,218	10 01	12,016	0.2	3,798	189	1.6
TOTAL PORTUGAL			**8,218**		**12,016**	**0.2**	**3,798**	**189**	**1.6**
SINGAPORE									
DBS GROUP HOLDINGS LTD	2,000	6.32	12,643	10.96	21,924	0 3	9,281	797	3.6
TOTAL SINGAPORE			**12,643**		**21,924**	**0.3**	**9,281**	**797**	**3.6**
SOUTH AFRICA									
SASOL SPON ADR	200	35.08	7,016	39.94	7,988	0.1	972	217	2.7
TOTAL SOUTH AFRICA			**7,016**		**7,988**	**0.1**	**972**	**217**	**2.7**
SPAIN									
INDITEX	85	53.26	4,527	62.20	5,287	0.1	760	128	2 4
TOTAL SPAIN			**4,527**		**5,287**	**0.1**	**760**	**128**	**2.4**
SWEDEN									
HENNES & MAURITZ AB	580	60.68	35,192	55.54	32,216	0.4	(2,977)	1,257	3 9
SANDVIK AB	600	9.80	5,881	12.08	7,246	0.1	1,364	264	3.7
VOLVO AB B	582	8.52	4,958	8.59	4,999	0.1	40	163	3 3

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
TOTAL SWEDEN			**46,032**		**44,460**	**0.6**	**(1,573)**	**1,683**	**3.8**
SWITZERLAND									
HOLCIM LTD NAMEN	479	101 87	48,797	77 82	37,275	0.5	(11,522)	1,528	4.1
NESTLE SA REG	1,600	37.53	60,052	48 53	77,645	1.0	17,593	2,165	2.8
RICHEMONT CIE FIN	356	30 22	10,757	33 57	11,952	0 2	1,195	103	0 9
ROCHE HOLDING AG GENUSSCHEIN	378	172.95	65,374	169.95	64,239	0.8	(1,135)	1,827	2.8
SONOVA HOLDING AG	205	90.40	18,531	121.32	24,871	0 3	6,340	198	0.8
SWISSCOM AG REG	30	328.06	9,842	382.43	11,473	0.1	1,631	551	4.8
TRANSOCEAN LTD	100	89.79	8,979	82.80	8,280	0 1	(699)	0	0 0
TOTAL SWITZERLAND			**222,332**		**235,735**	**3.1**	**13,403**	**6,373**	**2.7**
UNITED KINGDOM									
ANGLO AMERICAN PLC	100	44.47	4,447	43.77	4,377	0.1	(70)	0	0 0
BG GROUP PLC	2,700	14.47	39,072	18.14	48,975	0 6	9,903	590	1.2
DIAGEO PLC	900	16 59	14,930	17.51	15,758	0 2	828	583	3.7
HSBC HOLDINGS PLC UKP	6,647	8.78	58,347	11.46	76,152	1.0	17,805	5,471	7.2
IMPERIAL TOBACCO PLC	902	29.24	26,372	31.61	28,512	0 4	2,139	1,182	4 1
NATIONAL GRID PLC	1,400	11.13	15,579	10.96	15,343	0 2	(236)	921	6.0
RECKITT BENCKISER GROUP PLC	600	55.98	33,591	54.21	32,524	0 4	(1,067)	980	3 0
RIO TINTO PLC REG	1,373	40.52	55,627	54.78	75,212	1 0	19,585	1,141	1 5
SABMILLER PLC	200	25 72	5,144	29 46	5,892	0.1	748	0	0.0
SHIRE PLC	3,500	14.34	50,202	19.56	68,460	0.9	18,259	425	0.6
STANDARD CHARTERED	1,515	26.40	39,997	25.32	38,357	0 5	(1,640)	1,053	2 8
TESCO PLC	8,300	7.45	61,874	6.90	57,311	0 7	(4,562)	1,829	3.2
UNILEVER PLC	1,900	31.36	59,578	32.19	61,163	0.8	1,585	2,196	3.6
TOTAL UNITED KINGDOM			**464,759**		**528,036**	**6.9**	**63,277**	**16,371**	**3.1**

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
UNITED STATES									
ADOBE SYSTEMS INC	300	35 74	10,722	36.78	11,034	0.1	312	0	0.0
AGILENT TECHNOLOGIES INC	1,500	33.80	50,694	31.07	46,605	0.6	(4,089)	0	0.0
AIR PRODUCTS & CHEMICALS INC	600	83.63	50,179	81.06	48,636	0.6	(1,543)	1,080	2.2
ALLEGHENY TECHNOLOGIES INC	1,300	52.69	68,502	44.77	58,201	0.8	(10,301)	936	1.6
ALLERGAN INC	900	55 89	50,300	63.01	56,709	0.7	6,409	180	0.3
ALLSTATE CORP (THE)	800	27 36	21,888	30.04	24,032	0.3	2,144	640	2.7
AMERICAN MEDICAL SYS HLDGS	600	17.95	10,769	19 29	11,574	0 2	805	0	0.0
AMERICAN TOWER CORP CL A	700	42.22	29,556	43.21	30,247	0.4	691	0	0.0
AMERICAN WATER WORKS	1,500	19 29	28,938	22.41	33,615	0 4	4,677	1,260	3.8
APPLE INC	150	155.36	23,305	210.73	31,610	0.4	8,305	0	0.0
BAXTER INTERNATIONAL INC	300	58 96	17,688	58.68	17,604	0.2	(84)	348	2 0
BERKSHIRE HATHAWAY INC CL B	9	3,053.70	27,483	3,286.00	29,574	0.4	2,091	0	0.0
BEST BUY INC	200	49.76	9,953	39 46	7,892	0 1	(2,061)	112	1.4
BOEING CO	200	49.65	9,930	54.13	10,826	0.1	896	336	3 1
BROADCOM CORP	300	17 42	5,227	31.47	9,441	0 1	4,214	0	0 0
CELGENE CORP	700	62 03	43,420	55.68	38,976	0.5	(4,444)	0	0.0
CERNER CORP	1,100	51.76	56,931	82 44	90,684	1 2	33,753	0	0.0
CHEVRON CORP	300	68.43	20,529	76.99	23,097	0.3	2,568	816	3.5
CISCO SYSTEMS INC	2,600	23.28	60,516	23.94	62,244	0.8	1,728	0	0 0
COCA-COLA CO	500	50.80	25,399	57.00	28,500	0.4	3,101	820	2.9
COMCAST CORP CL A (NEW)	600	19.37	11,622	16 86	10,116	0.1	(1,506)	227	2.2
COSTCO WHOLESALE CORP	500	62.11	31,056	59.17	29,585	0.4	(1,471)	360	1.2
DANAHER CORP	400	79.48	31,792	75 20	30,080	0 4	(1,712)	64	0 2
DAVITA INC	900	56.10	50,490	58.74	52,866	0.7	2,376	0	0.0
EBAY INC	1,200	26.51	31,816	23.53	28,236	0 4	(3,580)	0	0.0
ECOLAB INC	700	33.06	23,142	44.58	31,206	0.4	8,064	434	1.4

Capital Guardian

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
EDISON INTERNATIONAL	700	32 59	22,816	34 78	24,346	0 3	1,530	882	3.6
EMERSON ELECTRIC CO	500	42.36	21,181	42.60	21,300	0.3	119	670	3.2
ENERGIZER HOLDINGS INC	200	81.81	16,361	61.28	12,256	0.2	(4,105)	0	0 0
FEDEX CORP	400	68 31	27,323	83.45	33,380	0.4	6,057	176	0.5
FIRST SOLAR INC	175	113.55	19,872	135.40	23,695	0.3	3,823	0	0.0
FLUOR CORP (NEW)	100	71.30	7,130	45.04	4,504	0.1	(2,626)	50	1.1
GENERAL ELECTRIC CO (USD)	800	38 06	30,451	15.13	12,104	0.2	(18,347)	320	2.6
GENERAL MILLS INC	400	67.36	26,944	70.81	28,324	0.4	1,380	784	2 8
GOLDMAN SACHS GROUP INC	525	130.18	68,347	168.84	88,641	1.2	20,295	735	0.8
GOOGLE INC CL A	110	472.29	51,952	619.98	68,198	0.9	16,246	0	0 0
HANESBRANDS INC	300	27.27	8,180	24.11	7,233	0.1	(947)	0	0.0
HEWLETT-PACKARD CO	300	31.34	9,402	51.51	15,453	0.2	6,051	96	0.6
HUDSON CITY BANCORP INC	400	16 89	6,758	13 73	5,492	0 1	(1,266)	240	4.4
ILLINOIS TOOL WORKS INC	1,000	50.42	50,416	47.99	47,990	0.6	(2,426)	1,240	2.6
INTERNATIONAL BUSINESS MACHINES CORP	500	106.48	53,239	130.90	65,450	0.9	12,211	1,100	1 7
IRON MOUNTAIN INC	1,400	22.28	31,197	22.76	31,864	0.4	667	0	0.0
JOHNSON & JOHNSON	800	56.39	45,116	64.41	51,528	0 7	6,412	1,568	3 0
JPMORGAN CHASE & CO	1,300	44.16	57,412	41.67	54,171	0.7	(3,241)	260	0.5
JUNIPER NETWORKS INC	300	25 96	7,788	26 67	8,001	0.1	213	0	0.0
KRAFT FOODS INC CL A	800	33 42	26,738	27.18	21,744	0.3	(4,994)	928	4 3
LOWES COMPANIES INC	3,300	30.41	100,348	23.39	77,187	1 0	(23,161)	1,188	1.5
MARATHON OIL CORP COM	300	35.81	10,742	31.22	9,366	0.1	(1,376)	288	3.1
MAXIM INTEGRATED PRODS INC	600	13.04	7,824	20.32	12,192	0.2	4,368	480	3 9
MCDONALDS CORP	100	52.27	5,227	62.44	6,244	0.1	1,017	220	3.5
MEDTRONIC INC	750	42 63	31,975	43.98	32,985	0 4	1,010	615	1 9
MERCK & CO INC	1,400	28.28	39,592	36.54	51,156	0.7	11,564	2,128	4 2

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
MICROCHIP TECHNOLOGY INC	700	30 26	21,179	29.05	20,335	0.3	(844)	952	4.7
MICROSOFT CORP	1,500	30.50	45,752	30.48	45,720	0.6	(32)	780	1.7
MONSANTO CO NEW COM	300	87 42	26,227	81 75	24,525	0.3	(1,702)	318	1.3
NATIONAL INSTRUMENTS CORP	700	33.75	23,625	29 45	20,615	0.3	(3,010)	336	1.6
NORDSTROM INC	100	30 26	3,026	37.58	3,758	0 0	732	64	1 7
NORFOLK SOUTHERN CORP	200	40.71	8,143	52.42	10,484	0.1	2,341	272	2.6
NUCOR CORP	400	35.36	14,145	46.65	18,660	0.2	4,515	576	3.1
OMNICOM GROUP INC	200	46.94	9,387	39.15	7,830	0.1	(1,557)	120	1.5
PAYCHEX INC	1,300	39.19	50,949	30.64	39,832	0.5	(11,117)	1,612	4.1
PEPSICO INC	900	65.16	58,645	60 80	54,720	0.7	(3,925)	1,620	3.0
PHILIP MORRIS INTERNATIONAL INC	300	51.96	15,588	48.19	14,457	0 2	(1,131)	696	4.8
POLYCOM INC	300	20.81	6,242	24.97	7,491	0.1	1,249	0	0.0
PROCTER & GAMBLE CO	500	53 06	26,530	60.63	30,315	0.4	3,785	880	2 9
PROGRESSIVE CORP OHIO	2,100	19.78	41,544	17.99	37,779	0.5	(3,765)	0	0.0
QUALCOMM INC	800	48.91	39,126	46 26	37,008	0 5	(2,118)	544	1.5
SCHWAB CHARLES NEW	2,200	17.86	39,296	18.82	41,404	0.5	2,108	528	1.3
SYNTHES INC	175	137.90	24,132	130.79	22,889	0 3	(1,243)	186	0 8
TARGET CORP	800	61.91	49,531	48.37	38,696	0 5	(10,835)	544	1.4
THE WALT DISNEY CO	2,200	29 01	63,829	32.25	70,950	0.9	7,121	770	1.1
UNION PACIFIC CORP	500	59.63	29,816	63.90	31,950	0.4	2,134	540	1.7
UNITED PARCEL SERVICE INC CL B	200	71.80	14,360	57.37	11,474	0.1	(2,886)	360	3.1
UNITED TECHNOLOGIES CORP	200	71.67	14,335	69.41	13,882	0.2	(453)	308	2.2
UNITEDHEALTH GROUP INC	800	27 83	22,268	30.48	24,384	0 3	2,116	24	0.1
URBAN OUTFITTERS INC	600	16.32	9,791	34.99	20,994	0.3	11,203	0	0.0
VISA INC CL A	300	66.15	19,846	87.46	26,238	0.3	6,392	150	0.6
VULCAN MATERIALS CO	300	64.85	19,454	52.67	15,801	0.2	(3,653)	300	1.9
WAL-MART STORES INC	100	50 11	5,011	53.45	5,345	0.1	334	109	2.0

Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Annual Income	Yield(%)
TOTAL UNITED STATES			**2,287,953**		**2,365,530**	**30.8**	**77,576**	**34,170**	**1.4**
MUTUAL FUNDS - EQUITY									
EMERGING MARKETS GROWTH FUND INC	44,895	13 08	587,374	8.60	386,094	5 0	(201,279)	5,836	1.5
TOTAL MUTUAL FUNDS - EQUITY			**587,374**		**386,094**	**5.0**	**(201,279)**	**5,836**	**1.5**
Total Equity			**5,095,062**		**5,060,041**	**65.9**	**(35,023)**	**98,473**	**1.9**
Total Net Assets			**7,740,018**		**7,683,045**	**100.0**	**(56,974)**	**181,860**	**2.4**

Settlement Date

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Bank of America Private Wealth Management

Portfolio Detail

HOFFMAN FOUNDATION

Dec. 01, 2009 through Dec. 31, 2009

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
4,180,938.980	COLUMBIA CASH RESERVES TRUST CLASS	19765K845	$4,180,938.98	$160.14	$4,180,938.98 1.000	$0.00	$710.76	0.0%
	Total Cash Equivalents		**$4,180,938.98**	**$160.14**	**$4,180,938.98**	**$0.00**	**$710.76**	**0.0%**
Total Cash/Currency			**$4,180,938.98**	**$160.14**	**$4,180,938.98**	**$0.00**	**$710.76**	**0.0%**

Equities

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
3,500.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$188,965.00 53.990	$0.00	$134,307.88 38.374	$54,657.12	$5,600.00	3.0%
2,000.000	APACHE CORP Ticker: APA	037411105 ENR	206,340.00 103.170	0.00	201,796.00 100.898	4,544.00	1,200.00	0.6
5,385.000	AT&T INC Ticker: T	00206R102 TEL	150,941.55 28.030	0.00	19,323.71 3.588	131,617.84	9,046.80	6.0
5,200.000	AUTOMATIC DATA PROCESSING INC Ticker: ADP	053015103 IFT	222,664.00 42.820	2,176.00	220,401.91 42.385	2,262 09	7,072.00	3.2
5,500.000	BANK AMER CORP Ticker: BAC	060505104 FIN	82,830.00 15.060	0.00	97,202.00 17.673	-14,372.00	220.00	0.3
45.000	BERKSHIRE HATHAWAY INC DEL CL B Ticker: BRK B	084670207 FIN	147,870.00 3,286.000	0.00	105,956.17 2,354.582	41,913.83	0.00	0.0
3,200.000	CATERPILLAR INC Ticker: CAT	149123101 IND	182,368.00 56.990	0.00	164,862.35 51.519	17,505.65	5,376.00	2.9
9,900.000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	237,006.00 23.940	0.00	14,904.43 1.505	222,101.57	0.00	0.0
4,400.000	COCA COLA CO Ticker: KO	191216100 CNS	250,800.00 57.000	0.00	200,860.00 45.650	49,940.00	7,216.00	2.9

(1) Market Value in the Portfolio Detail section does not include Accrued Income

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
3,200.000	CONOCOPHILLIPS Ticker: COP	20825C104 ENR	163,424.00 51.070	0.00	198,195.30 61.936	-34,771.30	6,400.00	3.9
2,600.000	COSTCO WHSL CORP NEW Ticker: COST	22160K105 CNS	153,842.00 59.170	0.00	146,104.24 56.194	7,737.76	1,872.00	1.2
2,900.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	197,751.00 68.190	0.00	199,221.30 68.697	-1,470.30	4,872.00	2.5
1,700.000	FEDEX CORP Ticker: FDX	31428X106 IND	141,865.00 83.450	187.00	129,605.00 76.238	12,260.00	748 00	0.5
3,800.000	FPL GROUP INC Ticker: FPL	302571104 UTL	200,716.00 52.820	0.00	111,262.43 29.280	89,453.57	7,182.00	3.6
12,800.000	GENERAL ELEC CO Ticker: GE	369604103 IND	193,664.00 15.130	1,280.00	129,408.42 10.110	64,255.58	5,120.00	2.6
3,900.000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT	200,889.00 51.510	488.00	200,530.20 51.418	358.80	1,248.00	0.6
9,500.000	INTEL CORP Ticker: INTC	458140100 IFT	193,800.00 20.400	0.00	2,876.86 0.303	190,923.14	5,320.00	2.7
3,500.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	225,435.00 64.410	0.00	205,534.00 58.724	19,901.00	6,860.00	3.0
8,614.000	KRAFT FOODS INC CL A COM Ticker: KFT	50075N104 CNS	234,128 52 27.180	2,498.06	150,425.34 17.463	83,703.18	9,992.24	4.3
4,600.000	MEDTRONIC INC Ticker: MDT	585055106 HEA	202,308.00 43.980	0.00	197,869.00 43.015	4,439.00	3,772.00	1.9
6,218.000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105 HEA	227,205.72 36.540	2,362.84	75,092.78 12.077	152,112.94	9,451.36	4.2
8,000.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	243,840.00 30.480	0.00	50,276.18 6.285	193,563.82	4,160 00	1.7
1,600.000	NOBLE ENERGY INC Ticker: NBL	655044105 ENR	113,952.00 71.220	0.00	68,086.00 42.554	45,866.00	1,152.00	1.0
5,000.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	240,950.00 48.190	2,900.00	28,097.59 5.620	212,852.41	11,600.00	4.8

Settlement Date

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Portfolio Detail

HOFFMAN FOUNDATION

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
4,200.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	254,646 00 60.630	0.00	253,087.38 60.259	1,558.62	7,392.00	2.9
0.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	0.00 65.090	840.00	0.00	0.00	0.00	0 0
5,900.000	SOUTHERN CO Ticker: SO	842587107 UTL	196,588.00 33.320	0.00	199,304.95 33.781	-2,716.95	10,325.00	5.3
1,900.000	STATE STR CORP Ticker: STT	857477103 FIN	82,726.00 43.540	19.00	71,503.00 37.633	11,223.00	76.00	0.1
4,000.000	TARGET CORP Ticker: TGT	87612E106 CND	193,480.00 48.370	0.00	167,965.02 41.991	25,514.98	2,720.00	1.4
2,700.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	154,899.00 57.370	0.00	157,943.52 58.498	-3,044.52	4,860.00	3.1
6,190.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	139,336.90 22.510	309.50	24,152.33 3.902	115,184.57	1,238 00	0.9
6,100.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	202,093.00 33.130	0.00	201,068.20 32.962	1,024.80	11,590.00	5.7
3,800.000	WAL-MART STORES INC Ticker: WMT	931142103 CNS	203,110.00 53.450	0.00	200,529.80 52.771	2,580.20	4,142.00	2.0
6,200.000	WALGREEN CO Ticker: WAG	931422109 CNS	227,664.00 36.720	0.00	193,919.88 31.277	33,744.12	3,410.00	1.5
5,800.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	156,542.00 26.990	0.00	139,227.90 24.005	17,314.10	1,160 00	0.7
	Total U.S. Large Cap		**$6,414,639.69**	**$13,060.40**	**$4,660,901.07**	**$1,753,738.62**	**$162,393.40**	**2.5%**
U.S. Mid Cap								
4,200.000	BED BATH & BEYOND INC Ticker: BBBY	075896100 CND	$162,162.00 38.610	$0.00	$157,594.50 37.523	$4,567.50	$0.00	0.0%
4,600.000	GENUINE PARTS CO Ticker: GPC	372460105 CND	174,616.00 37.960	1,080.00	155,740.19 33.857	18,875.81	7,360.00	4.2

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Portfolio Detail

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Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Mid Cap (cont)								
2,000.000	GRAINGER W W INC Ticker: GWW	384802104 IND	193,660.00 96.830	0.00	193,855.00 96.928	-195.00	3,680.00	1.9
	Total U.S. Mid Cap		**$530,438.00**	**$1,080.00**	**$507,189.69**	**$23,248.31**	**$11,040.00**	**2.1%**
U.S. Small Cap								
6,100.000	TRANSCEND SVCS INC NEW COM Ticker: TRCR	893929208 HEA	$130,357.00 21.370	$0.00	$59,884.00 9.817	$70,473.00	$0.00	0.0%
	Total U.S. Small Cap		**$130,357.00**	**$0.00**	**$59,884.00**	**$70,473.00**	**$0.00**	**0.0%**
International Developed								
1,000.000	ALCON INC SWITZERLAND Ticker: ACL	H01301102 HEA	$164,350.00 164.350	$0.00	$160,200.00 160.200	$4,150.00	$3,645.00	2.2%
3,500.000	BP P L C SPONSORED ADR UNITED KINGDOM Ticker: BP	055622104 ENR	202,895.00 57.970	0.00	198,030.00 56.580	4,865.00	11,760.00	5.8
4,350.000	NESTLE S A SPONSORED ADR SWITZERLAND Ticker. NSRG Y	641069406 CNS	211,240.35 48.561	0.00	207,018.40 47.590	4,221.95	3,497.40	1.7
	Total International Developed		**$578,485.35**	**$0.00**	**$565,248.40**	**$13,236.95**	**$18,902.40**	**3.3%**
Emerging Markets								
3,000.000	TEVA PHARMACEUTICAL INDS LTD ADR ISRAEL Ticker: TEVA	881624209 HEA	$168,540.00 56.180	$0.00	$158,133.60 52.711	$10,406.40	$1,446.00	0.9%
	Total Emerging Markets		**$168,540.00**	**$0.00**	**$158,133.60**	**$10,406.40**	**$1,446.00**	**0.9%**
Total Equities			**$7,822,460.04**	**$14,140.40**	**$5,951,356.76**	**$1,871,103.28**	**$193,781.80**	**2.5%**

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income								
Investment Grade Taxable								
100,000.000	***2000*** RELIANCE GROUP HLDGS INC BD ***IN DEFAULT*** DTD 11/15/93 9.000% DUE 11/15/00 Moody's: NA S&P: NA	7594647G9	$0.00	$0.00	$78,756.53 78.757	-$78,756.53	$0.00	0.0%
40,000.000	***2010*** WACHOVIA CORP GLOBAL MEDIUM TERM SR NT DTD 05/27/05 4.375% DUE 06/01/10 Moody's: A1 S&P: AA-	92976WAT3	40,657.20 101.643	145.83	38,732.80 96.832	1,924.40	1,750.00	4.3 0.4
40,000.000	GENERAL ELEC CAP CORP MTN DTD 10/21/05 4.875% DUE 10/21/10 Moody's: AA2 S&P: AA+	36962GS62	41,366.00 103.415	379.17	39,146.40 97.866	2,219.60	1,950.00	4.7 0.5
100,000.000	SBC COMMUNICATIONS INC NT DTD 11/14/05 5.300% DUE 11/15/10 Moody's: A2 S&P: A	78387GAS2	103,954.00 103.954	677.22	104,158.00 104.158	-204.00	5,300.00	5.1 0.7
190,000.000	***2011*** FEDERAL NATL MTG ASSN NT DTD 03/26/01 5.500% DUE 03/15/11 Moody's: AAA S&P: AAA	31359MHK2	200,807 20 105.688	3,076.94	192,128.27 101.120	8,678.93	10,450.00	5.2 0.6
80,000.000	FEDERAL NATL MTG ASSN BENCHMARK NT DTD 10/19/06 5.000% DUE 10/15/11 Moody's: AAA S&P: AAA	31359MZ30	85,500.00 106.875	844.44	83,097.20 103.872	2,402.80	4,000.00	4.7 0.9
200,000.000	***2012*** PFIZER INC SR UNSECD NT DTD 03/24/09 4.450% DUE 03/15/12 Moody's: A1 S&P: AA	717081CZ4	211,530.00 105.765	2,620.55	212,400.00 106.200	-870 00	8,900.00	4.2 1.7

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Portfolio Detail

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
200,000.000	FORTUNE BRANDS INC SR UNSECD NT DTD 11/23/09 3.000% DUE 06/01/12 Moody's: BAA3 S&P: BBB-	349631AQ4	198,222.00 99.111	633.33	200,921.00 100.461	-2,699.00	6,000.00	3.0 3.3
50,000.000	CONSOLIDATED EDISON CO NY INC NT DTD 06/24/02 5.625% DUE 07/01/12 Moody's: A3 S&P: A-	209111DZ3	54,013.50 108.027	1,406.25	52,350.00 104.700	1,663.50	2,812.50	5.2 2.2
100,000.000	LOS ANGELES CALIF CMNTY REDEV TAX ALLOC BDS-TAXBL DTD 06/26/08 06.000 DUE 09/01/12 NON-CALLABLE FIXED RT NO SINK FUND Moody's: AA1 S&P: AAA	54439NBX4	108,980.00 108.980	1,999.99	105,397.00 105.397	3,583.00	6,000.00	5 5 2.5
50,000.000	BOTTLING GROUP LLC SR NT DTD 05/15/03 4.625% DUE 11/15/12 Moody's: AA2 S&P: A+	10138MAB1	53,599.00 107.198	295.48	51,475.00 102.950	2,124.00	2,312.50	4.3 1.9
40,000.000	INTERNATIONAL BUSINESS MACHS CORP NT DTD 11/27/02 4.750% DUE 11/29/12 Moody's: A1 S&P: A+	459200BA8	42,973.60 107.434	168.89	38,243.20 95.608	4,730.40	1,900.00	4.4 1.8
40,000.000	ABBOTT LABORATORIES SR UNSECD NT DTD 11/09/07 5.150% DUE 11/30/12 Moody's: A1 S&P: AA	002819AA8	43,718.00 109.295	177.39	41,215.60 103.039	2,502.40	2,060.00	4.7 1.7
	2013							
200,000.000	VERIZON FLA INC NT DTD 10/01/02 6.125% DUE 01/15/13 Moody's: BAA1 S&P: A	923474AA8	213,504.00 106.752	5,648.61	217,406.00 108.703	-3,902.00	12,250.00	5.7 3.1
100,000.000	HEWLETT PACKARD CO NT DTD 03/03/08 4.500% DUE 03/01/13 Moody's: A2 S&P: A	428236AQ6	106,016.00 106.016	1,500.00	101,561.00 101.561	4,455.00	4,500.00	4.2 2.4

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Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
200,000.000	CSX CORP NT DTD 09/07/07 5.750% DUE 03/15/13 Moody's: BAA3 S&P: BBB-	126408GL1	216,362 00 108.181	3,386.11	219,236.00 109.618	-2,874.00	11,500.00	5.3 2.9
200,000.000	MATTEL INC SR UNSECD NT DTD 03/07/08 5.625% DUE 03/15/13 Moody's: BAA2 S&P: BBB-	577081AS1	211,282.00 105.641	3,312.50	215,682.00 107.841	-4,400.00	11,250.00	5.3 3.6
100,000.000	WYETH NT DTD 02/14/03 5.500% DUE 03/15/13 Moody's: A1 S&P: AA	983024AA8	108,729.00 108.729	1,619.44	101,735 00 101.735	6,994.00	5,500.00	5.1 2.5
200,000.000	FEDERAL HOME LN BKS CONS BD DTD 08/24/09 2.625% DUE 09/13/13 Moody's: AAA S&P: AAA	3133XUPZ0	201,750.00 100.875	1,852.08	202,700.00 101.350	-950.00	5,250.00	2.6 2.2
100,000.000	BERKSHIRE HATHAWAY FIN CORP SR NT DTD 04/15/04 4.625% DUE 10/15/13 Moody's: AA2 S&P: AAA	084664AD3	106,609.00 106.609	976.39	101,714.00 101.714	4,895.00	4,625.00	4.3 2.7
200,000.000	***2014*** DUKE ENERGY CORP SR NT DTD 01/26/09 6.300% DUE 02/01/14 Moody's: BAA2 S&P: BBB+	264399EQ5	219,924.00 109.962	5,250.00	224,300.00 112.150	-4,376.00	12,600.00	5.7 3.5
100,000.000	HEWLETT-PACKARD CO SR UNSECD NT DTD 02/26/09 4.750% DUE 06/02/14 Moody's: A2 S&P: A	428236AV5	106,786.00 106.786	382.64	100,338.00 100.338	6,448.00	4,750.00	4.4 3.0
200,000.000	FEDERAL HOME LN BKS CONS BD DTD 08/12/09 3.250% DUE 09/12/14 Moody's: AAA S&P: AAA	3133XUMR1	203,126.00 101.563	2,509.72	204,000.00 102.000	-874.00	6,500.00	3.2 2.8

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
Investment Grade Taxable (cont)								
200,000.000	***2015*** BOEING CO SR UNSECD NT DTD 07/28/09 3.500% DUE 02/15/15 Moody's: A2 S&P: A	097023AY1	200,562.00 100.281	3,072.22	205,980.00 102.990	-5,418.00	7,000.00	3.5 3.2
200,000.000	CONNECTICUT ST GO BDS-TAXBL DTD 04/30/08 04.400 DUE 03/15/15 NON-CALLABLE FIXED RT NO SINK FUND Moody's: AA3 S&P: AA	20772GD96	207,402.00 103.701	2,591.11	200,000.00 100.000	7,402.00	8,800.00	4.2 3.6
200,000.000	***2026*** COCA COLA ENTERPRISES INC DEB DTD 09/30/96 7.000% DUE 10/01/26 Moody's: A3 S&P: A	191219AW4	230,610.00 115.305	3,500.00	224,290.00 112.145	6,320.00	14,000.00	6.1 5.6
	Total Investment Grade Taxable		**$3,517,982.50**	**$48,026.30**	**$3,556,963.00**	**-$38,980.50**	**$161,960.00**	**4.6%**
Investment Grade Tax Exempt								
100,000.000	***2010*** CALIFORNIA ST REV ANTIC NTS DTD 09/29/09 03.000 DUE 06/23/10 NON-CALLABLE FIXED RT NO SINK FUND Moody's: PRIME1;M S&P: SP-1	13063A5U4	$100,765.00 100.765	$772.60	$101,090.00 101.090	-$325.00	$3,000.00	3.0% 1.4
	Total Investment Grade Tax Exempt		**$100,765.00**	**$772.60**	**$101,090.00**	**-$325.00**	**$3,000.00**	**3.0%**
International Developed Bonds								
100,000 000	***2011*** CONOCO FDG CO NT CO GTD CANADA DTD 10/11/01 6.350% DUE 10/15/11 Moody's: A1 S&P: A	20825UAB0	$108,796.00 108.796	$1,340.56	$107,493.00 107 493	$1,303.00	$6,350.00	5.8% 1.2

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)								
International Developed Bonds (cont)								
100,000.000	BURLINGTON RES FIN CO GTD NT CANADA DTD 06/01/02 6.500% DUE 12/01/11 Moody's: A2 S&P: A	12201PAM8	109,446.00 109.446	541.66	104,239.00 104.239	5,207.00	6,500.00	5.9 1.4
	Total International Developed Bonds		**$218,242.00**	**$1,882.22**	**$211,732.00**	**$6,510.00**	**$12,850.00**	**5.9%**
Global High Yield Taxable								
200,000.000	***2012*** WEYERHAEUSER CO NT DTD 09/15/02 6.750% DUE 03/15/12 Moody's: BA1 S&P: BBB-	962166BP8	$211,894.00 105.947	$3,975.00	$212,100.00 106.050	-$206.00	$13,500.00	6.4% 3.5
200,000.000	MOTOROLA INC SR UNSECD NT DTD 11/01/07 5.375% DUE 11/15/12 Moody's: BAA3 S&P: BB+	620076AY5	203,908.00 101.954	1,373.61	207,000.00 103.500	-3,092.00	10,750.00	5.3 4.1
	Total Global High Yield Taxable		**$415,802.00**	**$5,348.61**	**$419,100.00**	**-$3,298.00**	**$24,250.00**	**5.8%**
Total Fixed Income			**$4,252,791.50**	**$56,029.73**	**$4,288,885.00**	**-$36,093.50**	**$202,060.00**	**4.8%**
Real Estate								
Public REITs								
5,000.000	BRE PROPERTIES INC CL A	05564E106	$165,400.00 33.080	$3,165.75	$160,150.00 32.030	$5,250.00	$7,500.00	4.5%
	Total Public REITs		**$165,400.00**	**$3,165.75**	**$160,150.00**	**$5,250.00**	**$7,500.00**	**4.5%**
Total Real Estate			**$165,400.00**	**$3,165.75**	**$160,150.00**	**$5,250.00**	**$7,500.00**	**4.5%**
Total Portfolio			**$16,421,590.52**	**$73,496.02**	**$14,581,330.74**	**$1,840,259.78**	**$404,052.56**	**2.5%**
Accrued Income			$73,496.02					

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Real Estate (cont)								
Public REITs (cont)								
Total			**$16,495,086.54**					