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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service (77)

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

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

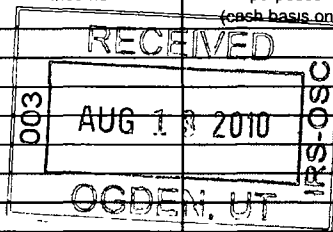
Check all that apply. Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

ENVELOPE - POSTMARK DATE AUG 10 2010

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation BROWN, SAMUEL R T/U/W		A Employer identification number 95-6088139
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 352-3705
	Wells Fargo Bank, N A - P O Box 63954, MAC A0330-011		
	City or town, state, and ZIP code SAN FRANCISCO CA 94163		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization:	<input type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1. Foreign organizations, check here <input type="checkbox"/>
<input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
	5,725,902 (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	139,397	139,397		
5 a Gross rents			0	
b Net rental income or (loss)			0	
6 a Net gain or (loss) from sale of assets not on line 10	1,859			
b Gross sales price for all assets on line 6a	2,027,773			
7 Capital gain net income (from Part IV, line 2)		1,859		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	172,586	172,586	0	
12 Total. Add lines 1 through 11	313,842	313,842	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	1,388	0	0	1,388
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,397	1,397	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	63,132	48,237	0	14,895
24 Total operating and administrative expenses. Add lines 13 through 23	65,917	49,634	0	16,283
25 Contributions, gifts, grants paid	202,532			202,532
26 Total expenses and disbursements. Add lines 24 and 25	268,449	49,634	0	218,815
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	45,393			
b Net investment income (if negative, enter -0-)		264,208		
c Adjusted net income (if negative, enter -0-)			0	



SCANNED AUG 16 2010

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	773,564	24,410	24,410
	2 Savings and temporary cash investments		0	
	3 Accounts receivable <input type="checkbox"/> ----- 0			
	Less allowance for doubtful accounts <input type="checkbox"/> ----- 0	0	0	0
	4 Pledges receivable <input type="checkbox"/> ----- 0			
	Less allowance for doubtful accounts <input type="checkbox"/> ----- 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> ----- 0			
	Less allowance for doubtful accounts <input type="checkbox"/> ----- 0	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	1,855,936	2,264,299	2,441,238
	c Investments—corporate bonds (attach schedule)	1,520,452	1,600,416	1,628,710
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> ----- 0			
Less accumulated depreciation (attach schedule) <input type="checkbox"/> ----- 0	0	0	0	
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	338,994	682,114	1,631,544	
14 Land, buildings, and equipment basis <input type="checkbox"/> ----- 0				
Less accumulated depreciation (attach schedule) <input type="checkbox"/> ----- 0	0	0	0	
15 Other assets (describe <input type="checkbox"/> -----)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,488,946	4,571,239	5,725,902	
Liabilities	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe <input type="checkbox"/> -----)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	4,488,946	4,571,239	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	4,488,946	4,571,239		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,488,946	4,571,239		

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	4,488,946
2 Enter amount from Part I, line 27a		2	45,393
3 Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement		3	222,700
4 Add lines 1, 2, and 3		4	4,757,039
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement		5	185,800
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	4,571,239

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	1,859	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	259,072	5,480,612	0.047271
2007	247,274	5,580,099	0.044314
2006	266,960	5,154,575	0.051791
2005	247,217	4,967,877	0.049763
2004	206,453	4,822,672	0.042809
2 Total of line 1, column (d)		2	0.235948
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.047190
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	5,253,900
5 Multiply line 4 by line 3		5	247,932
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	2,642
7 Add lines 5 and 6		7	250,574
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		8	218,815

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,284
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	5,284
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	5,284
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,688
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	8,688
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,404
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> 3,404 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
b	N/A	
5		X
6	X	
7	X	
8 a		
b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X		
14	The books are in care of Wells Fargo Bank, N A Telephone no (800) 352-3705 Located at P O Box 63954, MAC A0330-011 SAN FRANCISCO CA ZIP+4 94163			
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	X 0

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

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

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here **5b** N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. P O Box 63954, MAC A0330-011 SAN FRANC	Trustee	4 00 59,542	0	0
.....	.....	00 0	0	0
.....	.....	00 0	0	0
.....	.....	00 0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,113,402
b	Average of monthly cash balances	1b	220,507
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,333,909
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	5,333,909
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	80,009
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,253,900
6	Minimum investment return. Enter 5% of line 5	6	262,695

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

1	Minimum investment return from Part X, line 6	1	262,695
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,284
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,284
3	Distributable amount before adjustments Subtract line 2c from line 1	3	257,411
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	257,411
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	257,411

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	218,815
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	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	218,815
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	218,815

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				257,411
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			137,684	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2009				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>218,815</u>				
a Applied to 2008, but not more than line 2a			137,684	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				81,131
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				176,280
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005	0			
b Excess from 2006	0			
c Excess from 2007	0			
d Excess from 2008	0			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the 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				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	202,532
b Approved for future payment NONE				
Total			▶ 3b	0

BROWN, SAMUEL R T/U/W

95-6088139

Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name Williams College				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street PO Box 67					
City Williamstown		State MA	Zip code 01267-0067	Foreign Country	
Relationship None		Foundation Status 501 (c)(3) Public Charity			
Purpose of grant/contribution Scholarship					Amount 40,507

Name Grinnell College				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 733 Broad Street					
City Grinnel		State IA	Zip code 50112	Foreign Country	
Relationship None		Foundation Status 501 (c)(3) Public Charity			
Purpose of grant/contribution Scholarship					Amount 40,507

Name Leland Stanford Jr University				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 326 Galvez Street					
City Stanford		State CA	Zip code 64305-6105	Foreign Country	
Relationship None		Foundation Status 501 (c)(3) Public Charity			
Purpose of grant/contribution Scholarship					Amount 40,506

Name University of Southern California				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 840 Child's Way, University Park					
City Los Angeles		State CA	Zip code 90089-2541	Foreign Country	
Relationship None		Foundation Status 501 (c)(3) Public Charity			
Purpose of grant/contribution Scholarship					Amount 40,506

Name Pomona College				<input type="checkbox"/> Person	<input checked="" type="checkbox"/> Business
Street 550 N College Avenue					
City Claremont		State CA	Zip code 91711-6326	Foreign Country	
Relationship None		Foundation Status 501 (c)(3) Public Charity			
Purpose of grant/contribution Scholarship					Amount 40,506

Name				<input type="checkbox"/> Person	<input type="checkbox"/> Business
Street					
City		State	Zip code	Foreign Country	
Relationship		Foundation Status			
Purpose of grant/contribution					Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Net Gain or Loss
									2,027,773	0	2,025,914	1,859	
									0	0	0	0	
1	X	AMPHENOL CORP CL A	032095101			10/16/2007		11/12/2009	10,787	9,909			
2	X	APACHE CORP	037411105			8/27/2008		11/12/2009	15,007	17,521			
3	X	APPLE INC	037833100			1/25/2008		11/12/2009	25,497	16,718			
4	X	BANK OF AMERICA CORP	060505104			5/13/2005		2/27/2009	3,275	37,240			
5	X	BANK OF AMERICA CORP	060505104			1/29/2008		2/27/2009	1,687	17,863			
6	X	CVS/CAREMARK CORPORAT	126650100			5/13/2005		11/12/2009	4,495	4,036			
7	X	CHEVRON CORP	166764100			5/13/2005		11/12/2009	1,960	1,285			
8	X	CISCO SYSTEMS INC	17275R102			5/13/2005		11/12/2009	4,740	3,762			
9	X	COLGATE PALMOLIVE CO	194162103			6/7/2006		11/12/2009	36,814	27,381			
10	X	DIAGEO PLC - ADR	25243Q205			3/27/2008		11/12/2009	13,466	16,736			
11	X	E M C CORP MASS	268648102			5/13/2005		11/12/2009	16,112	13,252			
12	X	EXXON MOBIL CORPORATION	30231G102			5/13/2005		11/12/2009	16,364	12,170			
13	X	FPL GROUP INC	302571104			1/17/2006		11/12/2009	10,227	8,322			
14	X	GILEAD SCIENCES INC	375558103			5/14/2007		11/12/2009	4,897	4,082			
15	X	GOLDMAN SACHS ULT-SH DU	38141W208			3/25/2009		6/9/2009	130,000	128,678			
16	X	GOLDMAN SACHS ULT-SH DU	38141W208			3/25/2009		8/18/2009	76,960	76,177			
17	X	GOLDMAN SACHS ULT-SH DU	38141W208			3/25/2009		10/21/2009	360,000	355,937			
18	X	GOOGLE INC	38259P508			2/8/2008		11/12/2009	14,270	12,923			
19	X	HALLIBURTON CO	406216101			12/14/2005		11/12/2009	10,892	11,615			
20	X	HEWLETT PACKARD CO	428236103			1/17/2006		11/12/2009	1,238	786			
21	X	HEWLETT PACKARD CO	428236103			5/13/2005		11/12/2009	21,050	8,640			
22	X	HOME DEPOT INC	437076102			5/13/2005		11/12/2009	18,447	24,638			
23	X	INTEL CORP	458140100			5/13/2005		11/12/2009	4,995	6,291			
24	X	INTERNATIONAL BUSINESS M	459200101			5/13/2005		11/12/2009	38,084	21,906			
25	X	JPMORGAN CHASE & CO	46625H100			5/13/2008		11/12/2009	12,196	12,991			
26	X	JPMORGAN CHASE & CO	46625H100			1/29/2008		11/12/2009	18,848	19,728			
27	X	JOHNSON & JOHNSON	478160104			5/13/2005		11/12/2009	12,158	13,416			
28	X	ELI LILLY & CO COM	532457108			12/21/2005		11/12/2009	13,143	21,578			
29	X	METLIFE INC	59156R108			8/18/2009		12/9/2009	26,825	26,465			
30	X	METLIFE INC	59156R108			11/12/2009		12/9/2009	5,365	5,304			
31	X	MICROSOFT CORP	594918104			5/13/2005		11/12/2009	38,517	33,470			
32	X	MONSANTO CO NEW	61166W101			9/12/2008		11/12/2009	11,164	16,785			
33	X	PEPSICO INC	713448108			5/13/2005		11/12/2009	21,860	19,789			
34	X	PETROLEO BRASILEIRO S A	71654V408			1/17/2006		11/12/2009	39,279	16,759			
35	X	PFIZER INC	717081103			5/13/2005		11/12/2009	9,718	15,345			
36	X	PRAXAIR INC COM	74005P104			1/17/2006		11/12/2009	20,784	12,938			
37	X	PUBLIC SVC ENTERPRISE GR	744573106			1/17/2006		11/12/2009	781	846			
38	X	QUEST DIAGNOSTICS INC	74834L100			5/13/2005		11/12/2009	7,236	6,535			
39	X	TARGET CORP	87612E106			5/13/2005		11/12/2009	1,251	1,204			
40	X	UNION PACIFIC CORP	907818108			7/10/2009		11/12/2009	18,954	14,936			
41	X	UNITED TECHNOLOGIES COF	913017109			5/13/2005		11/12/2009	28,559	21,448			
42	X	VERIZON COMMUNICATIONS	92343V104			5/13/2005		11/12/2009	10,612	11,518			
43	X	WAL MART STORES INC	931142103			5/13/2005		11/12/2009	13,345	11,782			
44	X	TAXABLE TOTAL RETURN BO	991283912			6/1/1993		11/13/2009	109,890	110,873			
45	X	TAXABLE TOTAL RETURN BO	991283912			12/15/1993		11/13/2009	46,837	46,819			
46	X	TAXABLE TOTAL RETURN BO	991283912			6/15/1994		11/13/2009	397,351	372,782			
47	X	TAXABLE TOTAL RETURN BO	991283912			7/15/1994		11/13/2009	50,004	46,733			
48	X	TAXABLE TOTAL RETURN BO	991283912			1/7/1999		11/13/2009	147,959	137,362			
49	X	TAXABLE TOTAL RETURN BO	991283912			7/1/1994		11/13/2009	68,146	63,084			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Net Gain or Loss
								2,027,773	2,025,914			1,859
								0	0			0
Totals												
								2,027,773	2,025,914			1,859
								0	0			0
50	X	GENERAL DYNAMICS CORP	369550108			5/13/2005	7/10/2009	38,598	39,512			
51	X	Short Term CTF							32,519			
52	X	Long Term CTF							55,525			
53	X	Partnership Gains						17,329				

Line 11 (990-PF) - Other Income

		172,586	172,586	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Fee Rebate	2,354	2,354	
2	Other Partnership Income	170,232	170,232	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16b (990-PF) - Accounting Fees

		1,388	0	0	1,388
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Tax Prep Fees	1,388			1,388
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		1,397	1,397	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	1,397	1,397		
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		63,132	48,237	0	14,895
1	Amortization See attached statement	0	0	0	0
2	Trustee Fees	59,542	44,657		14,885
3	Partnership Expenses	3,580	3,580		
4	State Filing Fees	10			10
5					
6					
7					
8					
9					
10					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,855,936	2,264,299	0	2,441,238
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
1	Stock	1,855,936	2,264,299		2,441,238
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Partnership Distribution	1	214,962
2	CTF Income Timing Difference	2	1,469
3	Undistributed CTF Capital Gain	3	6,268
4	Cost Basis Adjustment	4	1
5	Total	5	222,700

Line 5 - Decreases not included in Part III, Line 2

1	Partnership Income Adjustment	1	185,781
2	Mutual Fund Timing Difference	2	19
3	Total	3	185,800

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount		Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
	Long Term CG Distributions	Short Term CG Distributions										
	0	0	0	2,027,773	0	2,025,914	1,859	0	0	0	1,859	
	0	0										
Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1 AMPHENOL CORP CL A	032095101		10/16/2007	11/12/2009	10,787	0	9,909	878	0	0	0	878
2 APACHE CORP	037411105		8/27/2008	11/12/2009	15,007	0	17,521	-2,514	0	0	0	-2,514
3 APPLE INC	037833100		1/25/2008	11/12/2009	25,497	0	16,718	8,779	0	0	0	8,779
4 BANK OF AMERICA CORP	060505104		5/13/2005	2/27/2009	3,275	0	37,240	-33,965	0	0	0	-33,965
5 BANK OF AMERICA CORP	060505104		1/29/2008	2/27/2009	1,687	0	17,863	-16,176	0	0	0	-16,176
6 CVS/CAREMARK CORPORATION	126650100		5/13/2005	11/12/2009	4,495	0	4,036	459	0	0	0	459
7 CHEVRON CORP	166764100		5/13/2005	11/12/2009	1,960	0	1,285	675	0	0	0	675
8 CISCO SYSTEMS INC	17275R102		5/13/2005	11/12/2009	4,740	0	3,762	978	0	0	0	978
9 COLGATE PALMOLIVE CO	194162103		6/7/2006	11/12/2009	36,814	0	27,381	9,433	0	0	0	9,433
10 DIAGEO PLC - ADR	25243Q205		3/27/2008	11/12/2009	13,466	0	16,736	-3,270	0	0	0	-3,270
11 E M C CORP MASS	268648102		5/13/2005	11/12/2009	16,112	0	13,252	2,860	0	0	0	2,860
12 EXXON MOBIL CORPORATION	30231G102		5/13/2005	11/12/2009	16,364	0	12,170	4,194	0	0	0	4,194
13 FPL GROUP INC	302571104		1/17/2006	11/12/2009	10,227	0	8,322	1,905	0	0	0	1,905
14 GILEAD SCIENCES INC	375558103		5/14/2007	11/12/2009	4,697	0	4,082	615	0	0	0	615
15 GOLDMAN SACHS ULT-SH DUR GVT-I #38141W208	38141W208		3/25/2009	6/9/2009	130,000	0	128,678	1,322	0	0	0	1,322
16 GOLDMAN SACHS ULT-SH DUR GVT-I #38141W208	38141W208		3/25/2009	8/18/2009	76,960	0	76,177	783	0	0	0	783
17 GOLDMAN SACHS ULT-SH DUR GVT-I #38141W208	38259P508		3/25/2009	10/21/2009	360,000	0	355,937	4,063	0	0	0	4,063
18 GOOGLE INC	406216101		2/8/2008	11/12/2009	14,270	0	12,923	1,347	0	0	0	1,347
19 HALLIBURTON CO	428236103		12/14/2005	11/12/2009	10,892	0	11,615	-723	0	0	0	-723
20 HEWLETT PACKARD CO	428236103		1/17/2006	11/12/2009	1,238	0	786	452	0	0	0	452
21 HEWLETT PACKARD CO	437076102		5/13/2005	11/12/2009	21,050	0	8,640	12,410	0	0	0	12,410
22 HOME DEPOT INC	458140100		5/13/2005	11/12/2009	18,447	0	24,638	-6,191	0	0	0	-6,191
23 INTEL CORP	458140100		5/13/2005	11/12/2009	4,995	0	6,291	-1,296	0	0	0	-1,296
24 INTERNATIONAL BUSINESS MACHS CO	459200101		5/13/2005	11/12/2009	38,084	0	21,906	16,178	0	0	0	16,178
25 JPMORGAN CHASE & CO	46625H100		5/13/2005	11/12/2009	12,196	0	12,991	-795	0	0	0	-795
26 JPMORGAN CHASE & CO	46625H100		1/29/2008	11/12/2009	18,848	0	19,728	-880	0	0	0	-880
27 JOHNSON & JOHNSON	478160104		5/13/2005	11/12/2009	12,158	0	13,416	-1,258	0	0	0	-1,258
28 ELLI LILLY & CO COM	532457108		12/21/2005	11/12/2009	13,143	0	21,578	-8,435	0	0	0	-8,435
29 METLIFE INC	59156R108		8/18/2009	12/9/2009	26,825	0	26,465	360	0	0	0	360
30 METLIFE INC	59156R108		11/12/2009	12/9/2009	5,365	0	5,304	61	0	0	0	61
31 MICROSOFT CORP	594918104		5/13/2005	11/12/2009	38,517	0	33,470	5,047	0	0	0	5,047
32 MONSANTO CO NEW	61166W101		9/12/2008	11/12/2009	11,164	0	16,785	-5,621	0	0	0	-5,621
33 PEPSICO INC	713448108		5/13/2005	11/12/2009	21,860	0	19,789	2,071	0	0	0	2,071
34 PETROLEO BRASILEIRO SA - COMM - A71654V408	717081103		1/17/2006	11/12/2009	39,279	0	16,759	22,520	0	0	0	22,520
35 PFIZER INC	717081103		5/13/2005	11/12/2009	9,718	0	15,345	-5,627	0	0	0	-5,627
36 PRAXAIR INC COM	74005P104		1/17/2006	11/12/2009	20,784	0	12,938	7,846	0	0	0	7,846
37 PUBLIC SVC ENTERPRISE GROUP INC	744573106		1/17/2006	11/12/2009	781	0	846	-65	0	0	0	-65
38 QUEST DIAGNOSTICS INC	74834L100		5/13/2005	11/12/2009	7,236	0	6,535	701	0	0	0	701
39 TARGET CORP	87612E106		5/13/2005	11/12/2009	1,251	0	1,204	47	0	0	0	47
40 UNION PACIFIC CORP	907818108		7/10/2009	11/12/2009	18,954	0	14,936	4,018	0	0	0	4,018
41 UNITED TECHNOLOGIES CORP	913071109		5/13/2005	11/12/2009	28,559	0	21,448	7,111	0	0	0	7,111
42 VERIZON COMMUNICATIONS	92343V104		5/13/2005	11/12/2009	10,612	0	11,518	-906	0	0	0	-906
43 WAL MART STORES INC	931142103		5/13/2005	11/12/2009	13,345	0	11,782	1,563	0	0	0	1,563
44 TAXABLE TOTAL RETURN BOND FUND	991283912		6/1/1993	11/13/2009	109,890	0	110,873	-983	0	0	0	-983
45 TAXABLE TOTAL RETURN BOND FUND	991283912		12/15/1993	11/13/2009	46,937	0	46,819	18	0	0	0	18
46 TAXABLE TOTAL RETURN BOND FUND	991283912		6/15/1994	11/13/2009	397,351	0	372,782	24,569	0	0	0	24,569
47 TAXABLE TOTAL RETURN BOND FUND	991283912		7/15/1994	11/13/2009	50,004	0	46,733	3,271	0	0	0	3,271
48 TAXABLE TOTAL RETURN BOND FUND	991283912		7/17/1999	11/13/2009	137,959	0	137,362	5,962	0	0	0	5,962
49 TAXABLE TOTAL RETURN BOND FUND	991283912		7/1/1994	11/13/2009	68,146	0	63,084	5,062	0	0	0	5,062
50 GENERAL DYNAMICS CORP	369550108		5/13/2005	7/10/2009	38,598	0	39,512	-914	0	0	0	-914
51 Short Term CTF					0	0	0	0	0	0	0	0
52 Long Term CTF					0	0	55,525	-55,525	0	0	0	-55,525
53 Partnership Gains					17,329	0	0	17,329	0	0	0	17,329

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank, N.A.		P O Box 63954, MAC A0330-011	SAN FRANCISCO	CA	94163		Trustee	4	59,542
2										
3										
4										
5										
6										
7										
8										
9										
10										

59,542

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
Program Service Revenue		Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	Fee Rebate			01	2,354	
2	Other Partnership Income			01	170,232	
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	3,688
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	3,688

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	137,684
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	137,684

Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers

List Managers who contributed more than 2%
of the total contributions received by the foundation

List Managers who own 10% or more of the stock
of a corporation of which the foundation has a 10%
or greater interest

1 NONE _____
2 _____
3 _____
4 _____
5 _____
6 _____
7 _____
8 _____
9 _____
10 _____

NONE _____

Account Statement For:
BROWN, SAMUEL R.T./U/W

Period Covered December 1, 2009 - December 31, 2009
Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

CASH

INCOME

Total Cash

MONEY MARKET

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Asset held in Invested Income Portfolio

WELLS FARGO ADVANTAGE CASH
INVESTMENT MONEY MARKET SERVICE
#250

Total Money Market

Total Cash & Equivalents

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH							
INCOME			\$5,329.12	\$5,329.12	\$0.00		
Total Cash			\$5,329.12	\$5,329.12	\$0.00		
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	1,271.550		\$1,271.55	\$1,271.55	\$0.00	\$0.13	0.01%
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	17,809.420		17,809.42	17,809.42	0.00	1.78	0.01
Total Money Market			\$19,080.97	\$19,080.97	\$0.00	\$1.91	0.01%
Total Cash & Equivalents			\$24,410.09	\$24,410.09	\$0.00	\$1.91	0.01%

ASSET DESCRIPTION

Fixed Income

MUTUAL FUNDS

GOLDMAN SACHS ULTRA SHORT DURATION
GOVERNMENT FUND INSTITUTIONAL SHARES
#450

CUSIP: 38141W208

PUTNAM FLOATING RATE INC FUND #1857

CUSIP: 746763226

TEMPLETON GLOBAL BOND FUND - ADVISOR
CLASS #616

CUSIP: 880208400

Total Mutual Funds

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
GOLDMAN SACHS ULTRA SHORT DURATION GOVERNMENT FUND INSTITUTIONAL SHARES #450	17,009.634	\$8.860	\$150,705.36	\$149,207.78	\$1,497.58	\$5,051.86	3.35%
CUSIP: 38141W208							
PUTNAM FLOATING RATE INC FUND #1857	23,837.902	8.540	203,575.68	200,000.00	3,575.68	7,938.02	3.90
CUSIP: 746763226							
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616	25,157.233	12.690	319,245.29	320,000.00	- 754.71	14,314.47	4.48
CUSIP: 880208400							
Total Mutual Funds			\$673,526.33	\$669,207.78	\$4,318.55	\$27,304.35	4.05%

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PRIVATE CLIENT SERVICES

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009

Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income (continued)							
COMMON TRUST FUNDS							
TAXABLE INTERMEDIATE TERM BOND FUND DIF CUSIP: 999708902	77,189,754	\$9,700	\$748,740.61	\$737,748.61	\$10,992.00	\$29,538.74	3.94%
TAXABLE TOTAL RETURN BOND FUND DIF CUSIP: 991283912	28,712,573	7.190	206,443.40	193,459.69	12,983.71	10,180.96	4.93
Total Common Trust Funds			\$955,184.01	\$931,208.30	\$23,975.71	\$39,719.70	4.16%
Total Fixed Income			\$1,628,710.34	\$1,600,416.08	\$28,294.26	\$67,024.05	

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities							
CONSUMER DISCRETIONARY							
AMAZON.COM INC COM SYMBOL: AMZN CUSIP: 023135106	200,000	\$134.520	\$26,904.00	\$26,020.00	\$884.00	\$0.00	0.00%
BEST BUY INC SYMBOL: BBY CUSIP: 086516101	550,000	39.460	21,703.00	23,248.50	-1,545.50	308.00	1.42
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	850,000	28.930	24,590.50	25,216.38	-625.88	765.00	3.11
TARGET CORP SYMBOL: TGT CUSIP: 87612E106	675,000	48.370	32,649.75	32,501.25	148.50	459.00	1.41
WALT DISNEY CO SYMBOL: DIS CUSIP: 254687106	1,075,000	32.250	34,668.75	31,562.00	3,106.75	376.25	1.08
YUM BRANDS INC COM SYMBOL: YUM CUSIP: 988498101	900,000	34.970	31,473.00	23,377.50	8,095.50	756.00	2.40
Total Consumer Discretionary			\$171,989.00	\$161,925.63	\$10,063.37	\$2,664.25	1.55%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009
Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
CONSUMER STAPLES							
CVS/CAREMARK CORPORATION SYMBOL: CVS CUSIP: 126650100	1,250,000	\$32.210	\$40,262.50	\$33,637.50	\$6,625.00	\$381.25	0.95%
NESTLE S A REGISTERED SHARES - ADR SPONSORED ADR SYMBOL: NSRGY CUSIP: 641069406	700,000	48.350	33,845.00	33,439.00	406.00	562.80	1.66
PEPSICO INC SYMBOL: PEP CUSIP: 713448108	475,000	60.800	28,880.00	26,856.50	2,023.50	855.00	2.96
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	475,000	60.630	28,799.25	25,996.75	2,802.50	836.00	2.90
WAL MART STORES INC SYMBOL: WMT CUSIP: 931142103	600,000	53.450	32,070.00	28,278.00	3,792.00	654.00	2.04
Total Consumer Staples			\$163,856.75	\$148,207.75	\$15,649.00	\$3,289.05	2.01%
ENERGY							
APACHE CORP SYMBOL: APA CUSIP: 037411105	275,000	\$103.170	\$28,371.75	\$32,121.84	-\$3,750.09	\$165.00	0.58%
CHEVRON CORP SYMBOL: CVX CUSIP: 166764100	600,000	76.990	46,194.00	30,840.00	15,354.00	1,632.00	3.53
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	700,000	68.190	47,733.00	37,863.00	9,870.00	1,176.00	2.46
HALLIBURTON CO SYMBOL: HAL CUSIP: 406216101	750,000	30.090	22,567.50	24,888.75	-2,321.25	270.00	1.20
PETROLEO BRASILEIRO S.A. - COMM - ADR SPONSORED ADR SYMBOL: PBR CUSIP: 71654V408	925,000	47.680	44,104.00	20,003.12	24,100.88	329.30	0.75
Total Energy			\$188,970.25	\$145,716.71	\$43,253.54	\$3,572.30	1.89%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009

Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
FINANCIALS							
AMERICAN EXPRESS CO SYMBOL: AXP CUSIP: 025816109	525 000	\$40 520	\$21,273 00	\$23,803 78	-\$2,530 78	\$378.00	1.78%
BANK NEW YORK MELLON CORP COM COM	1,133 000	27 970	31,690 01	36,361 34	-4,671 33	407 88	1 29
SYMBOL: BK CUSIP: 064058100							
BANK OF AMERICA CORP SYMBOL: BAC CUSIP: 060505104	1,825 000	15 060	27,484 50	30,927 50	-3,443 00	73 00	0 27
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104	200 000	168 840	33,768 00	33,084 52	683 48	280 00	0 83
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	900 000	41 670	37,503 00	41,778 00	-4,275 00	180 00	0 48
TRAVELERS COMPANIES, INC SYMBOL: TRV CUSIP: 89417E109	625 000	49 860	31,162 50	31,282 75	-120 25	825 00	2 65
US BANCORP DEL NEW SYMBOL: USB CUSIP: 902973304	1,250 000	22 510	28,137 50	35,387 50	-7,250 00	250 00	0 89
Total Financials			\$211,018.51	\$232,625.39	-\$21,606.88	\$2,393.88	1.13%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered: December 1, 2009 - December 31, 2009
Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
HEALTH CARE							
ABBOTT LABS SYMBOL: ABT CUSIP: 002824100	675 000	\$53.990	\$36,443.25	\$32,921.50	\$3,521.75	\$1,080.00	2.96%
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	475 000	43.270	20,553.25	19,389.83	1,163.42	0.00	0.00
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	550 000	64.410	35,425.50	36,892.74	-1,467.24	1,078.00	3.04
MEDCO HEALTH SOLUTIONS INC SYMBOL: MHS CUSIP: 58405U102	500 000	63.910	31,955.00	30,970.00	985.00	0.00	0.00
POWERSHARES DYN BIOTECH & GENOME SYMBOL: PBE CUSIP: 73935X856	1,399 000	16.650	23,293.35	25,523.94	-2,230.59	422.50	1.81
QUEST DIAGNOSTICS INC SYMBOL: DGX CUSIP: 74834L100	425 000	60.380	25,661.50	22,219.00	3,442.50	170.00	0.66
TEVA PHARMACEUTICAL INDUSTRIES - ADR SPONSORED ADR SYMBOL: TEVA CUSIP: 881624209	450 000	56.180	25,281.00	23,692.50	1,588.50	216.90	0.86
UNITEDHEALTH GROUP INC SYMBOL: UNH CUSIP: 91324P102	825 000	30.480	25,146.00	35,458.75	-10,312.75	24.75	0.10
Total Health Care			\$223,758.85	\$227,068.26	-\$3,309.41	\$2,992.15	1.34%
INDUSTRIALS							
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	700 000	\$75.200	\$52,640.00	\$40,854.00	\$11,786.00	\$112.00	0.21%
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	1,975 000	15.130	29,881.75	68,227.25	-38,345.50	790.00	2.64
JACOBS ENGR GROUP INC SYMBOL: JEC CUSIP: 469814107	725 000	37.610	27,267.25	45,888.00	-18,620.75	0.00	0.00
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	475 000	63.900	30,352.50	23,648.16	6,704.34	513.00	1.69
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	725 000	69.410	50,322.25	36,587.12	13,735.13	1,116.50	2.22
Total Industrials			\$190,463.75	\$215,204.53	-\$24,740.78	\$2,531.50	1.33%

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PRIVATE CLIENT SERVICES

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009
Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INFORMATION TECHNOLOGY							
AMPHENOL CORP CL A SYMBOL: APH CUSIP: 032095101	750,000	\$46.180	\$34,635.00	\$26,388.07	\$8,246.93	\$45.00	0.13%
APPLE INC SYMBOL: AAPL CUSIP: 037833100	200,000	210.732	42,146.40	26,749.12	15,397.28	0.00	0.00
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	1,250,000	23.940	29,925.00	23,512.50	6,412.50	0.00	0.00
E M C CORP MASS SYMBOL: EMC CUSIP: 268648102	1,750,000	17.470	30,572.50	24,277.50	6,295.00	0.00	0.00
GOOGLE INC CL A SYMBOL: GOOG CUSIP: 38259P508	44,000	619.980	27,279.12	22,744.66	4,534.46	0.00	0.00
HEWLETT PACKARD CO SYMBOL: HPQ CUSIP: 428236103	675,000	51.510	34,769.25	13,722.75	21,046.50	216.00	0.62
INTEL CORP COMM SYMBOL: INTC CUSIP: 458140100	1,550,000	20.400	31,620.00	39,003.89	-7,383.89	868.00	2.74
INTERNATIONAL BUSINESS MACHS CORP COM SYMBOL: IBM CUSIP: 459200101	250,000	130.900	32,725.00	18,255.00	14,470.00	550.00	1.68
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	1,075,000	30.480	32,766.00	27,154.50	5,611.50	559.00	1.71
Total Information Technology			\$296,438.27	\$221,807.99	\$74,630.28	\$2,238.00	0.75%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009

Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

MATERIALS

BHP BILLITON LIMITED - ADR
SPONSORED ADR
SYMBOL: BHP CUSIP: 088606108
MONSANTO CO NEW
SYMBOL: MON CUSIP: 61166W101
PRAXAIR INC COM
SYMBOL: PX CUSIP: 74005P104

Total Materials

TELECOMMUNICATION SERVICES

AT & T INC
SYMBOL: T CUSIP: 00206R102
VERIZON COMMUNICATIONS
SYMBOL: VZ CUSIP: 92343V104

Total Telecommunication Services

UTILITIES

FPL GROUP INC
SYMBOL: FPL CUSIP: 302571104
PUBLIC SVC ENTERPRISE GROUP INC
SYMBOL: PEG CUSIP: 744573106

Total Utilities

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
BHP BILLITON LIMITED - ADR	250,000	\$76.580	\$19,145.00	\$18,182.50	\$962.50	\$410.00	2.14%
MONSANTO CO NEW	250,000	81.750	20,437.50	27,975.00	-7,537.50	265.00	1.30
PRAXAIR INC COM	275,000	80.310	22,085.25	14,231.25	7,854.00	440.00	1.99
Total Materials			\$61,667.75	\$60,388.75	\$1,279.00	\$1,115.00	1.81%
AT & T INC	900,000	\$28.030	\$25,227.00	\$23,814.72	\$1,412.28	\$1,512.00	5.99%
VERIZON COMMUNICATIONS	750,000	33.130	24,847.50	24,680.62	166.88	1,425.00	5.73
Total Telecommunication Services			\$50,074.50	\$48,495.34	\$1,579.16	\$2,937.00	5.87%
FPL GROUP INC	450,000	\$52.820	\$23,769.00	\$18,724.50	\$5,044.50	\$850.50	3.58%
PUBLIC SVC ENTERPRISE GROUP INC	750,000	33.250	24,937.50	25,368.75	-431.25	997.50	4.00
Total Utilities			\$48,706.50	\$44,093.25	\$4,613.25	\$1,848.00	3.79%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered: December 1, 2009 - December 31, 2009

Account Number 3301000-000



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
MUTUAL FUNDS							
ARTISAN MID CAP VALUE FUND #1464 SYMBOL: ARTQX CUSIP: 04314H709	10,017.547	\$17.980	\$180,115.50	\$178,100.00	\$2,015.50	\$661.16	0.37%
ISHARES MSCI EAFE SYMBOL: EFA CUSIP: 464287465	4,057.000	55.280	224,270.96	205,524.22	18,746.74	5,846.14	2.61
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL: EEM CUSIP: 464287234	2,850.000	41.500	118,275.00	96,103.50	22,171.50	68.40	0.06
ISHARES TR RUSSELL MIDCAP GROWTH INDEX FUND SYMBOL: IWP CUSIP: 464287481	4,028.000	45.340	182,629.52	154,038.14	28,591.38	1,595.09	0.87
ROYCE LOW-PRICED STOCK-INV FUND #266 SYMBOL: RYLPX CUSIP: 780905808	9,181.728	14.050	129,003.28	125,000.00	4,003.28	156.09	0.12
Total Mutual Funds			\$834,294.26	\$758,765.86	\$75,528.40	\$8,326.88	1.00%
Total Equities			\$2,441,238.39	\$2,264,299.46	\$176,938.93	\$33,908.01	1.39%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
POWERSHARES DB COMMODITY INDEX SYMBOL: DBC CUSIP: 739355105	10,025.000	\$24.620	\$246,815.50	\$227,955.18	\$18,860.32	\$0.00	0.00%
THE ENDOWMENT TEI FUND LP Total Other	16,369.798	15.679	256,662.06	275,000.00	-18,337.94	0.00	0.00%
Total Alternative Investments			\$503,477.56	\$502,955.18	\$522.38	\$0.00	0.00%

Account Statement For:
BROWN, SAMUEL R.T/U/W

Period Covered December 1, 2009 - December 31, 2009
Account Number 3301000-000

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION

Real Estate & Specialty Assets

REAL ESTATE FUNDS

SPDR DJ WILSHIRE INTERNATIONAL REAL
ESTATE ETF
SYMBOL: RWX CUSIP: 78463X863

Total Real Estate Funds

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
3,169,000	\$34.890	\$110,566.41	\$115,164.95	-\$4,598.54	\$7,456.66	6.74%
		\$110,566.41	\$115,164.95	-\$4,598.54	\$7,456.66	6.74%

ASSET DESCRIPTION

Real Estate & Specialty Assets

CLOSELY HELD INTERESTS

SOUTH TEXAS LAND LP
CUSIP: 3U0004276
Valued as of 09/15/09

Total Closely Held Interests

Total Real Estate & Specialty Assets

QUANTITY	PRICE	VALUE CARRIED AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
2,543,750	\$400,000	\$1,017,500.00	\$63,994.00	\$953,506.00	\$35,612.50	3.50%
		\$1,017,500.00	\$63,994.00	\$953,506.00	\$35,612.50	3.50%
		\$1,128,066.41	\$179,158.95	\$948,907.46	\$43,069.16	3.82%

ACCOUNT VALUE AS OF 12/31/09	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$5,725,902.79	\$4,571,239.76	\$1,154,663.03	\$144,003.13

TOTAL ASSETS

Form **8868**
 (Rev. April 2009)
 Department of the Treasury
 Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization BROWN, SAMUEL R T/U/W	Employer identification number 95-6088139
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P O box, see instructions Wells Fargo Bank, N A - P O Box 63954, MAC A0330-011	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN FRANCISCO	CA 94163

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

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

• The books are in the care of ▶ Wells Fargo Bank, N A P O Box 63954, MAC A0330-011 SAN FRANCISCO CA

Telephone No ▶ (800) 352-3705 FAX No ▶ _____

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ calendar year 2009 or
 ▶ tax year beginning _____, and ending _____

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	5,310
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,688
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	5,000

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
 (HTA)

Form **8868** (Rev 4-2009)