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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type See Specific Instructions.	Name of foundation HAROLD K.L. CASTLE FOUNDATION		A Employer identification number 99-6005445
	Number and street (or P O box number if mail is not delivered to street address) 1197 AULOA ROAD	Room/suite	B Telephone number 8082637073
	City or town, state, and ZIP code KAILUA, HI 96734		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 ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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 ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 157,214,726.		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	

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)
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		52,072.	53,279.		
4 Dividends and interest from securities		2,049,772.	2,050,285.		
5a Gross rents		5,151,681.	5,111,624.		STATEMENT 2
b Net rental income or (loss) 2,623,343.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		6,575,039.			STATEMENT 1
b Gross sales price for all assets on line 6a 115146029.					
7 Capital gain net income (from Part IV, line 2)			6,600,008.		
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		72,381.	72,381.		STATEMENT 4
12 Total. Add lines 1 through 11		13,900,945.	13,887,577.		
13 Compensation of officers, directors, trustees, etc		255,714.	53,718.		201,996.
14 Other employee salaries and wages		274,993.	117,157.		157,836.
15 Pension plans, employee benefits		106,176.	26,408.		79,768.
16a Legal fees STMT 5		12,824.	4,129.		8,695.
b Accounting fees STMT 6		30,980.	9,975.		21,005.
c Other professional fees STMT 7		518,347.	447,319.		71,994.
17 Interest					
18 Taxes STMT 8		611,771.	319,094.		24,217.
19 Depreciation and depletion		911,293.	908,245.		
20 Occupancy		10,289.	0.		10,289.
21 Travel, conferences, and meetings		32,583.	10,491.		22,092.
22 Printing and publications					
23 Other expenses STMT 9		1,475,625.	1,396,084.		79,541.
24 Total operating and administrative expenses. Add lines 13 through 23		4,240,595.	3,292,620.		677,433.
25 Contributions, gifts, grants paid		7,494,846.			7,494,846.
26 Total expenses and disbursements. Add lines 24 and 25		11,735,441.	3,292,620.		8,172,279.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		2,165,504.			
b Net investment income (if negative, enter -0-)			10,594,957.		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		192,085.	570,895.	570,895.
	2	Savings and temporary cash investments		12,084,617.	35,322,642.	35,322,642.
	3	Accounts receivable ▶ 215,282.				
		Less: allowance for doubtful accounts ▶ 12,833.		361,977.	202,449.	202,449.
	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		2,014,794.	241,989.	241,989.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 10		54,079,023.	43,053,580.	45,471,199.
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment basis ▶ 5,113,731.				
		Less: accumulated depreciation ▶		5,113,731.	5,113,731.	42,675,000.
	12	Investments - mortgage loans				
	13	Investments - other STMT 11		15,729,688.	792,292.	678,981.
	14	Land, buildings, and equipment basis ▶ 32,539,058.				
		Less: accumulated depreciation STMT 16 ▶ 7,283,544.		18,450,298.	25,255,514.	32,045,454.
	15	Other assets (describe ▶ OTHER ASSETS)		23,494.	6,117.	6,117.
	16	Total assets (to be completed by all filers)		108,049,707.	110,559,209.	157,214,726.
	17	Accounts payable and accrued expenses		347,304.	508,089.	
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue		277,558.	237,501.	
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 12)		479,357.	774,878.	
	23	Total liabilities (add lines 17 through 22)		1,104,219.	1,520,468.	
Foundations that follow SFAS 117, check here	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ X				
	27	Capital stock, trust principal, or current funds		106,945,488.	109,038,741.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30	Total net assets or fund balances		106,945,488.	109,038,741.	
31	Total liabilities and net assets/fund balances		108,049,707.	110,559,209.		

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	106,945,488.
2	Enter amount from Part I, line 27a	2	2,165,504.
3	Other increases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED GAIN/LOSS	3	14,645,953.
4	Add lines 1, 2, and 3	4	123,756,945.
5	Decreases not included in line 2 (itemize) ▶ CHANGE IN FMV ADJUSTMENT	5	14,718,204.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	109,038,741.

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 115,146,029.		108,546,021.	6,600,008.

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			6,600,008.

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 6,600,008.

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	8,335,686.	160,921,002.	.051800
2007	7,570,711.	174,146,760.	.043473
2006	8,034,250.	164,518,046.	.048835
2005	7,545,187.	158,287,413.	.047668
2004	7,077,177.	154,376,978.	.045843

2 Total of line 1, column (d)	2	.237619
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	.047524
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	148,483,737.
5 Multiply line 4 by line 3	5	7,056,541.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	105,950.
7 Add lines 5 and 6	7	7,162,491.
8 Enter qualifying distributions from Part XII, line 4	8	9,703,631.

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	105,950.
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	105,950.
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	105,950.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	137,550.	
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	137,550.	
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	31,600.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 31,600. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ HI		
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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **WWW.CASTLEFOUNDATION.ORG**

14 The books are in care of **CARLTON K.C. AU** Telephone no. **808-263-8900**
 Located at **1197 AULOA ROAD, KAILUA, HI** ZIP+4 **96734**

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)?		
Organizations relying on a current notice regarding disaster assistance check here ☐	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?	☐ Yes ☒ No	
If "Yes," list the years N/A	2b	
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.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☒ Yes ☐ No

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

☐ Yes ☒ No

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

5b

X

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?

STATEMENT 17

☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

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

N/A

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
SEE STATEMENT 13		255,713.	46,969.	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
MATTHEW LORIN	PROGRAM OFFICER FOR EDUCATION			
1197 AULOA ROAD, KAILUA, HI 96734	40.00	84,073.	17,584.	0.
DONA ELIZABETH MURPH	GRANTS/OFFICE MANAGER			
1197 AULOA ROAD, KAILUA, HI 96734	40.00	61,704.	17,947.	0.

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
COVE DEVELOPMENT, INC. - 500 ALAKAWA STREET, BUILDING 206, HONOLULU, HI 96817	CONSTRUCTION	3,536,031.
CONSTRUCTORS HAWAII, INC. 740 KOHOU STREET, HONOLULU, HI 96817	CONSTRUCTION	1,071,403.
HEATH CONSTRUCTION SERVICES, INC. - 1210 WARD AVENUE, SUITE 201, HONOLULU, HI 96814	CONSTRUCTION	105,231.
SECURITAS SECURITY - 1000 BISHOP STREET, SUITE 608, HONOLULU, HI 96813	SECURITY	92,068.
KLEENCO CORPORATION 3015 KOAPAKA STREET, HONOLULU, HI 96819	JANITORIAL	83,134.

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 NOT APPLICABLE	
	0.
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 NOT APPLICABLE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)

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	62,537,349.	
b Average of monthly cash balances	1b	14,778,301.	
c Fair market value of all other assets	1c	73,429,261.	
d Total (add lines 1a, b, and c)	1d	150,744,911.	
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	150,744,911.	
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,261,174.	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	148,483,737.	
6 Minimum investment return. Enter 5% of line 5	6	7,424,187.	

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	7,424,187.
2a Tax on investment income for 2009 from Part VI, line 5	2a	105,950.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	105,950.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	7,318,237.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	7,318,237.
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	7,318,237.

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	8,172,279.
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	1,531,352.
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	9,703,631.
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	105,950.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,597,681.

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				7,318,237.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			7,876,659.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 9,703,631.				
a Applied to 2008, but not more than line 2a			7,876,659.	
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				1,826,972.
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		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				5,491,265.
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	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part 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 STATEMENT 15				7494846.
Total				7494846.
b Approved for future payment SEE STATEMENT 15				1140356.
Total				1140356.

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	MERRILL LYNCH 20M-04012	P	VARIOUS	VARIOUS
b	MERRILL LYNCH 20M-04014	P	VARIOUS	VARIOUS
c	J.P. MORGAN A17109-00-9	P	VARIOUS	VARIOUS
d	J.P. MORGAN A17111-00-5	P	VARIOUS	VARIOUS
e	J.P. MORGAN A17113-00-1	P	VARIOUS	VARIOUS
f	J.P. MORGAN A17123-00-0	P	VARIOUS	VARIOUS
g	J.P. MORGAN A17129-00-7	P	VARIOUS	VARIOUS
h	J.P. MORGAN Q85492-00-9	P	VARIOUS	VARIOUS
i	J.P. MORGAN Q85522-00-3	P	VARIOUS	VARIOUS
j	J.P. MORGAN Q85524-00-9	P	VARIOUS	VARIOUS
k	J.P. MORGAN Q85525-00-6	P	VARIOUS	VARIOUS
l	J.P. MORGAN Q85529-00-8	P	VARIOUS	VARIOUS
m	J.P. MORGAN Q85530-00-6	P	VARIOUS	VARIOUS
n	J.P. MORGAN Q85544-00-7	P	VARIOUS	VARIOUS
o	J.P. MORGAN Q85545-00-4	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	2,841,397.	4,613,913.	<1,772,516.>
b	1,561,264.	1,694,613.	<133,349.>
c	5,501,004.	5,538,914.	<37,910.>
d	2,196,783.	1,627,794.	568,989.
e	1,993,020.	1,604,527.	388,493.
f	658.		658.
g	4,026,616.	3,870,827.	155,789.
h	18,814,309.	17,628,348.	1,185,961.
i	1,404,760.	1,530,983.	<126,223.>
j	2,417,158.	1,757,664.	659,494.
k	6,399,943.	5,092,998.	1,306,945.
l	7,016,957.	5,205,528.	1,811,429.
m	8,028,568.	6,956,651.	1,071,917.
n	5,886,831.	6,468,461.	<581,630.>
o	5,041,046.	4,613,604.	427,442.

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			<1,772,516.>
b			<133,349.>
c			<37,910.>
d			568,989.
e			388,493.
f			658.
g			155,789.
h			1,185,961.
i			<126,223.>
j			659,494.
k			1,306,945.
l			1,811,429.
m			1,071,917.
n			<581,630.>
o			427,442.

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

HAROLD K.L. CASTLE FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	J.P. MORGAN Q85573-00-6	P	VARIOUS	VARIOUS
b	MERRILL LYNCH 20M-02059	P	VARIOUS	VARIOUS
c	MERRILL LYNCH 20M-04001	P	VARIOUS	VARIOUS
d	MERRILL LYNCH 20M-04003	P	VARIOUS	VARIOUS
e	MERRILL LYNCH 20M-04005	P	VARIOUS	VARIOUS
f	MERRILL LYNCH 20M-04007	P	VARIOUS	VARIOUS
g	MERRILL LYNCH 20M-04008	P	VARIOUS	VARIOUS
h	MERRILL LYNCH 20M-04009	P	VARIOUS	VARIOUS
i	MERRILL LYNCH 20M-04010	P	VARIOUS	VARIOUS
j	MERRILL LYNCH 20M-04010 SUPP	P	VARIOUS	VARIOUS
k	MERRILL LYNCH 20M-04011	P	VARIOUS	VARIOUS
l	MERRILL LYNCH 20M-04014 SUPP	P	VARIOUS	VARIOUS
m	MERRILL LYNCH 20M-04018	P	VARIOUS	VARIOUS
n	J.P. MORGAN PARTNERS H&Q FUND II L.P.	P	VARIOUS	VARIOUS
o	INTERNATIONAL VENTURE FUND 1, L.P.	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 1,972,624.		1,807,042.	165,582.
b 4,640,424.		4,137,167.	503,257.
c 4,073,770.		4,174,784.	<101,014.>
d 555,347.		1,052,674.	<497,327.>
e 549,455.		674,551.	<125,096.>
f 10,905,031.		9,752,984.	1,152,047.
g 4,561,907.		4,119,865.	442,042.
h 4,594,031.		4,778,909.	<184,878.>
i 8,174,784.		7,662,743.	512,041.
j 36,034.		27,897.	8,137.
k 915.			915.
l 69,731.		69,731.	0.
m 1,865,902.		1,974,120.	<108,218.>
n 15,760.			15,760.
o		108,729.	<108,729.>

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			165,582.
b			503,257.
c			<101,014.>
d			<497,327.>
e			<125,096.>
f			1,152,047.
g			442,042.
h			<184,878.>
i			512,041.
j			8,137.
k			915.
l			0.
m			<108,218.>
n			15,760.
o			<108,729.>

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	6,600,008.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MERRILL LYNCH 20M-04012			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,841,397.	4,613,913.	0.	0.	<1,772,516.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MERRILL LYNCH 20M-04014			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,561,264.	1,694,613.	0.	0.	<133,349.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
J.P. MORGAN A17109-00-9			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
5,501,004.	5,538,914.	0.	0.	<37,910.>	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17111-00-5	2,196,783.	1,627,794.	0.	0.	568,989.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17113-00-1	1,993,020.	1,604,527.	0.	0.	388,493.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17123-00-0	658.	658.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17129-00-7	4,026,616.	3,870,827.	0.	0.	155,789.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85492-00-9	18,814,309.	17,628,348.	0.	0.	1,185,961.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85522-00-3	1,404,760.	1,530,983.	0.	0.	<126,223.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85524-00-9	2,417,158.	1,757,165.	0.	0.	659,993.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85525-00-6	6,399,943.	5,092,998.	0.	0.	1,306,945.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85529-00-8	7,016,957.	5,205,528.	0.	0.	1,811,429.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85530-00-6	8,028,568.	6,956,651.	0.	0.	1,071,917.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85544-00-7	5,886,831.	6,468,461.	0.	0.	<581,630.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN Q85545-00-4	5,041,046.	4,613,604.	0.	0.	427,442.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
J.P. MORGAN Q85573-00-6	1,972,624.	1,807,042.	0.	PURCHASED 0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MERRILL LYNCH 20M-02059	4,640,424.	4,137,167.	0.	PURCHASED 0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MERRILL LYNCH 20M-04001	4,073,770.	4,174,784.	0.	PURCHASED 0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MERRILL LYNCH 20M-04003	555,347.	1,052,674.	0.	PURCHASED 0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04005	549,455.	674,551.	0.	0.	<125,096.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04007	10,905,031.	9,752,984.	0.	0.	1,152,047.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04008	4,561,907.	4,119,865.	0.	0.	442,042.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04009	4,594,031.	4,778,909.	0.	0.	<184,878.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04010	8,174,784.	7,662,741.	0.	0.	512,043.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04010 SUPP	36,034.	36,034.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04011	915.	915.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MERRILL LYNCH 20M-04014 SUPP	69,731.	69,731.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
MERRILL LYNCH 20M-04018	1,865,902.	1,974,120.	0.	0.	<108,218.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
J.P. MORGAN PARTNERS H&Q FUND II L.P.	15,760.	15,760.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PURCHASED	VARIOUS	VARIOUS			
INTERNATIONAL VENTURE FUND 1, L.P.	0.	108,729.	0.	0.	<108,729.>

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

6,575,039.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL PROPERTY	1	5,151,681.
TOTAL TO FORM 990-PF, PART I, LINE 5A		5,151,681.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		2,528,338.	
- SUBTOTAL -	1		2,528,338.
TOTAL RENTAL EXPENSES			2,528,338.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			2,623,343.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	72,381.	72,381.	
TOTAL TO FORM 990-PF, PART I, LINE 11	72,381.	72,381.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12,824.	4,129.		8,695.
TO FM 990-PF, PG 1, LN 16A	12,824.	4,129.		8,695.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	30,980.	9,975.		21,005.
TO FORM 990-PF, PG 1, LN 16B	30,980.	9,975.		21,005.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	71,994.	0.		71,994.
MANAGEMENT FEE - PARTNERSHIPS	21,997.	22,963.		0.
MANAGEMENT FEE - INVESTMENTS	424,356.	424,356.		0.
TO FORM 990-PF, PG 1, LN 16C	518,347.	447,319.		71,994.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	268,460.	0.		0.
HAWAII GENERAL EXCISE TAX	246,042.	246,042.		0.
FOREIGN TAXES	59,774.	59,774.		0.
PAYROLL TAXES	37,495.	13,278.		24,217.
TO FORM 990-PF, PG 1, LN 18	611,771.	319,094.		24,217.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	23,743.	7,606.		16,137.
OFFICE EXPENSE	38,863.	11,811.		27,052.
AUTO & TRUCK	3,314.	0.		3,314.
DUES & SUBSCRIPTIONS	8,476.	0.		8,476.
EVENTS	5,875.	0.		5,875.
REPAIRS & MAINTENANCE	13,318.	0.		13,318.
SERVICE FEES	7,918.	2,549.		5,369.
BUILDING & GROUNDS	1,315,930.	1,315,930.		0.
BAD DEBT EXPENSE	58,188.	58,188.		0.
TO FORM 990-PF, PG 1, LN 23	1,475,625.	1,396,084.		79,541.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
J.P. MORGAN	43,053,580.	45,471,199.
TOTAL TO FORM 990-PF, PART II, LINE 10B	43,053,580.	45,471,199.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-OTHER BONDS	COST	359,833.	408,720.
LIMITED PARTNERSHIPS	COST	432,459.	270,261.
TOTAL TO FORM 990-PF, PART II, LINE 13		792,292.	678,981.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OTHER LIABILITIES	144,694.	222,916.
FEDERAL EXCISE TAX DUE	320,000.	551,962.
DUE TO BROKER, NET	14,663.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	479,357.	774,878.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES C. MCINTOSH 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR/CHAIRMAN 0.50	0.	0.	0.
HENRY M. D'OLIER 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR/PRESIDENT/CEO 20.00	81,460.	6,965.	0.
CORBETT KALAMA 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
RANDOLPH G. MOORE 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
CARLTON K.C. AU 1197 AULOA ROAD KAILUA, HI 96734	TREASURER/CFO 4.00	17,317.	2,779.	0.
SUSAN L. SUMIDA 1197 AULOA ROAD KAILUA, HI 96734	SECRETARY 0.50	0.	0.	0.
TERRENCE R. GEORGE 1197 AULOA ROAD KAILUA, HI 96734	EXECUTIVE DIRECTOR 40.00	156,936.	37,225.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		255,713.	46,969.	0.

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

NAME AND ADDRESSES OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH MURPH, GRANTS MANAGER/OFFICE MANAGER
1197 Auloa Road
KAILUA, HI 96734

TELEPHONE NUMBER

808-263-7073

FORM AND CONTENT OF APPLICATIONS

A WRITTEN PROPOSAL WITH COVER LETTER SHOULD BE SUBMITTED. THE COVER LETTER SHOULD INCLUDE A CONTACT PERSON WITH A DAYTIME PHONE NUMBER AND EMAIL ADDRESS AND SHOULD BE SIGNED BY THE ORGANIZATION'S BOARD CHAIRMAN AND EXECUTIVE DIRECTOR. THE PROPOSAL SHOULD INCLUDE A BRIEF STATEMENT OF THE ORGANIZATION'S MISSION AND GOALS; A DESCRIPTION OF THE PROJECT OR PROGRAM GOALS AND THE SPECIFIC, QUANTIFIABLE OUTCOMES THAT WOULD BE ACHIEVED IF THIS GRANT IS AWARDED; AN EXPLANATION OF HOW THE ORGANIZATION IS QUALIFIED TO ACHIEVE THESE GOALS; AN EVALUATION PLAN; AND AN INDICATION OF OTHER SOURCES OF EXPECTED FUNDING. THE OUTCOMES FROM THE PROPOSAL ARE INCLUDED IN THE GRANT AGREEMENT, AND THE GRANTEE WILL BE EXPECTED TO REPORT ON ITS PROGRESS AGAINST THESE OUTCOMES AT THE CONCLUSION OF THE GRANT. ADDITIONAL REQUIRED INFORMATION INCLUDES THE ORGANIZATION'S BUDGET FOR THE CURRENT FISCAL YEAR, THE PROPOSED PROJECT OR PROGRAM BUDGET INCLUDING DETAILS ON SOURCES AND USES OF FUNDS, THE PREVIOUS YEAR'S AUDITED FINANCIAL STATEMENTS, THE MOST RECENT IRS FORM 990, A LIST OF THE ORGANIZATION'S CURRENT OFFICES AND DIRECTORS, AND SUBMISSION OF EVIDENCE THAT THE BOARD HAS ADOPTED A CONFLICT OF INTEREST POLICY. THE FOUNDATION'S STAFF INDEPENDENTLY CONFIRM THAT THE APPLICANT (IF NOT A PUBLIC SCHOOL) RETAINS ITS CURRENT STATUS UNDER IRS SECTION 501(C)(3).

ANY SUBMISSION DEADLINES

GRANT INQUIRIES MAY BE SUBMITTED AT ANY TIME ONLINE THROUGH THE FOUNDATION'S WEBSITE, WWW.CASTLEFOUNDATION.ORG. PROPOSALS ARE REVIEWED WHEN SUBMITTED AT THE NEXT MEETING OF THE DIRECTORS. THE FOUNDATION'S DIRECTORS TYPICALLY MEET SIX TIMES EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS WILL BE MADE ONLY TO IRC SECTION 501(C)(3) DESIGNATED CHARITABLE ORGANIZATIONS WITH PUBLIC CHARITY STATUS WORKING FOR THE BENEFIT OF THE PEOPLE OF THE STATE OF HAWAII OR TO GOVERNMENT AGENCIES SUCH AS PUBLIC SCHOOLS.

Schedule of Appropriations and Payments

Fiscal Year 2009

HAROLD K L. CASTLE FOUNDATION
12/31/2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
After-School All-Stars 9225 West Sunset Blvd. Ste 500 West Hollywood, CA 90069 For After-School All-Stars Hawaii \$70,000.00 2009	501(c)(3)	\$0.00	\$70,000.00	\$0.00	\$35,000.00	\$35,000.00
American Youth Soccer Organization AYSO - VIP Coordinator PO Box 911 Kailua, HI 96734 For Malama the Ana in 96734 and 96795 Working together to make the Windward Community a beautiful place to live. \$5,000.00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Arizona Memorial Museum Association 1 Arizona Memorial Place Honolulu, HI 96818 To replace and upgrade the Visitor Center at the USS Arizona Memorial \$100,000.00 2005	501(c)(3)	\$40,000.00	\$0.00	\$0.00	\$20,000.00	\$20,000.00
Bishop Museum 1525 Bernice Street Honolulu, HI 96817-0916 For restoration of Hawaiian Hall and upgrades to the Science Adventure Center \$1,700,000.00 2008	501(c)(3)	\$1,200,000.00	\$0.00	\$0.00	\$900,000.00	\$300,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Blueprint for Change	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
1500 South Beretania Street Suite 314 Honolulu, HI 96826 Planning grant for a Neighborhood Place in the community of Waimanalo \$25,000.00 2009						
Boys & Girls Club of Hawaii	501(c)(3)	\$800,000.00	\$0.00	\$0.00	\$400,000.00	\$400,000.00
1523 Kalakaua Avenue, Suite 202 Honolulu, HI 96826 Challenge grant to establish a Boys & Girls Club in Kailua \$2,000,000.00 2005						
Boys & Girls Club of Hawaii	501(c)(3)	\$0.00	\$250.00	\$0.00	\$250.00	\$0.00
1523 Kalakaua Avenue, Suite 202 Honolulu, HI 96826 To match a contribution made by Matt Lorin \$250.00 2009						
Castle Medical Center	501(c)(3)	-\$156,066.00	\$0.00	\$156,066.00	\$0.00	\$0.00
640 Ulukahi Street Kailua, HI 96734-4498 For the \$15.5 million Phase II capital campaign \$1,842,527.00 2004						

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Child and Family Service 91-1841 Fort Weaver Road Ewa Beach, HI 96706 For renovation of two therapeutic group homes for youths located in Windward Oahu \$165,000.00 2008	501(c)(3)	\$165,000.00	\$0.00	\$0.00	\$82,500.00	\$82,500.00
Common Grace P.O. Box 31116 Honolulu, HI 96820 To strengthen partnerships between local churches and Windward Oahu public schools by providing caring mentors for at-risk children \$18,000.00 2009	501(c)(3)	\$0.00	\$18,000.00	\$0.00	\$18,000.00	\$0.00
Community Conservation Network 212 Merchant Street, Suite 200 Honolulu, HI 96813 For building community capacity for effective nearshore marine conservation in the Main Hawaiian Islands \$0.00 2008	501(c)(3)	\$700,000.00	\$0.00	-\$700,000.00	\$0.00	\$0.00
Community Links Hawaii 1003 Bishop Street, Suite 2605 Honolulu, HI 96813 For startup support for HawaiiSchoolGuide.com, a one-stop online resource for information on all Hawaii schools from preschool to college \$0.00 2008	501(c)(3)	\$0.00	\$0.00	-\$40,000.00	-\$40,000.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Council on Foundations Inc. 2121 Crystal Drive, Suite 700 Arlington, VA 22202 For membership dues for 2009 \$18,670.00 2009	501(c)(3)	\$0.00	\$18,670 00	\$0.00	\$18,670.00	\$0 00
Enterprise Honolulu 737 Bishop Street, Suite 2040 Honolulu, HI 96813 For support of the creation and retention of living-wage jobs in Hawaii through economic diversification \$175,000.00 2007	501(c)(3)	\$25,000 00	\$0 00	\$0.00	\$25,000.00	\$0 00
Families & Friends Of Castle 45-386 Kaneohe Bay Drive Kaneohe, HI 96744 Castle Cafe Painting \$2,000.00 2009	501(c)(3)	\$0.00	\$2,000 00	\$0.00	\$0 00	\$2,000 00
Families & Friends Of Castle 45-386 Kaneohe Bay Drive Kaneohe, HI 96744 Cafe Mall Keystone Mania \$1,161 44 2009	501(c)(3)	\$0 00	\$1,161 44	\$0.00	\$1,161.44	\$0.00
Family Promise, Inc. 69 N Kainalu Drive Kailua, HI 96734 For a Windward Day Center for Windward Oahu homeless families \$75,000 00 2009	501(c)(3)	\$0 00	\$75,000 00	\$0 00	\$37,500.00	\$37,500 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Friends of Kailua High School Kailua High School 451 Ulumanu Drive Kailua, HI 96734 For clearing land for a community garden at Waimanalo Teen Project \$5,000.00 2009	Government	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Friends Of The D T Fleming Arboretum At Pu U Mahoe Inc 2625A Olinda Rd Makawao, Maui, Hawaii 96768 For educational outreach to improve appreciation of the importance of watershed restoration and habitat enhancement. \$5,000.00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Future Leaders For Peace 2910 Derby Street Berkeley, California 94705 For Future Leaders For Peace in Windward Oahu \$0.00 2008	501(c)(3)	\$20,000.00	\$0.00	-\$20,000.00	\$0.00	\$0.00
Good Bears Of The World 711 Twinview Drive Honolulu, HI 96817 For a three-fold project to stencil storm drains in Enchanted Lakes, to teach volleyball clinics to beginners and to collect and distribute stuffed animals to local charities. \$5,000.00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 To create an incentive plan to reward teachers and schools that demonstrate significant results in transforming struggling K-3 readers into achieving readers \$0.00 2004	501(c)(3)	\$62,875.00	\$0.00	\$0.00	\$0.00	\$62,875.00
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 For the 2007 Windward Youth Leadership Fund \$0.00 2006	501(c)(3)	-\$50,000.00	\$0.00	\$0.00	\$0.00	-\$50,000.00
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 For the Harold K.L. Castle Foundation Fellows Program \$0.00 2008	501(c)(3)	\$66,859.00	\$0.00	-\$66,859.00	\$0.00	\$0.00
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 For the 2009 Windward Youth Leadership Fund \$24,911.06 2008	501(c)(3)	\$50,000.00	\$0.00	-\$25,088.94	\$0.00	\$24,911.06

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 For building community capacity for effective nearshore marine conservation in the Main Hawaiian Islands \$250,000.00 2009	501(c)(3)	\$0 00	\$250,000.00	\$0.00	\$250,000 00	\$0 00
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 Support for policy reforms required by Race to the Top \$75,000.00 2009	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$0 00	\$75,000.00
Grantees To Be Determined 146 Hekili St, Suite 203 Kailua, HI 96734 Amplifying Involvement in Community-Based Marine Resources Management Through Capacity-Building For more effective support to communities who are managing marine resources through capacity-building for HCSN and communities statewide. \$205,000 00 2010	501(c)(3)	\$0 00	\$0 00	\$5,000.00	\$0.00	\$5,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Grantees To Be Determined						
146 Hekili St, Suite 203 Kailua, HI 96734	501(c)(3)	\$0.00	\$7,500.00	\$0.00	\$0.00	\$7,500.00
For administration of the Windward Youth Leadership Fund Grant Program to market, vet, and evaluate the proposals and projects						
\$7,500.00 2009						
Hawaii 3R's						
735 Bishop Street, Suite 336 Honolulu, HI 96813	501(c)(3)	\$300,000.00	\$0.00	\$0.00	\$0.00	\$300,000.00
For Windward Oahu area high school science lab renovations						
\$300,000.00 2008						
Hawaii Community Foundation						
1164 Bishop Street, Suite 800 Honolulu, HI 96813	501(c)(3)	\$0.00	\$49,750.00	\$0.00	\$49,750.00	\$0.00
For a matching grant for a collaborative project between St. Anthony School and St John Vianney School to refocus curriculum on 21st-century skills.						
\$49,750.00 2009						
Hawaii Community Foundation						
1164 Bishop Street, Suite 800 Honolulu, HI 96813	501(c)(3)	\$0.00	\$0.00	\$125,000.00	\$0.00	\$125,000.00
For a challenge grant to support community coastal restoration projects in partnership with NOAA's Community-based Restoration Program						
\$250,000.00 2010						

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Hawaii Community Foundation 1164 Bishop Street, Suite 800 Honolulu, HI 96813 For creation and facilitation of an Environmental Funders Group to increase the amount and effectiveness of environmental grantmaking in Hawaii \$25,000 00 2009	501(c)(3)	\$0 00	\$25,000.00	\$0.00	\$12,500.00	\$12,500.00
Hawaii Community Foundation 1164 Bishop Street, Suite 800 Honolulu, HI 96813 For the Hawaii Community Stabilization Initiative (CSI) \$500,000.00 2009	501(c)(3)	\$0 00	\$500,000 00	\$0.00	\$100,000 00	\$400,000.00
Hawaii Conservation Alliance Foundation 1151 Punchbowl Street, Room 224 Honolulu, HI 96813 For HCA's Effective Conservation Scorecard \$20,000 00 2008	501(c)(3)	\$10,000.00	\$0.00	\$0.00	\$10,000.00	\$0 00
Hawaii Council On Economic Education 1136 Union Mall, Suite 310 Honolulu, Hawaii 96813 For a teacher training program designed to empower graduating Windward Oahu public school students to make smart economic and financial choices \$29,277 00 2008	501(c)(3)	\$15,000.00	\$0.00	-\$723.00	\$14,277.00	\$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Hawaii Maoli P. O. Box 1135 Honolulu, Hawaii 96807 For publication of a booklet on distinguished kama'aina of Kane'ohe and for installation of informational ahupua'a boundary markers in Ko'olaupoko \$53,960.00 2008	501(c)(3)	\$53,960.00	\$0.00	\$0.00	\$23,960.00	\$30,000.00
Hawaii Pacific University 1166 Fort Street Honolulu, HI 96813 Toward Capital Campaign 1986 - 1989 \$1,500,000.00 1986	501(c)(3)	\$750,000.00	\$0.00	\$0.00	\$0.00	\$750,000.00
Hawaii Pacific University 1166 Fort Street Honolulu, HI 96813 For an unsolicited grant in memory of cherished Director, William Auli, in gratitude for his long and selfless service to the Harold K.L. Castle Foundation \$35,000.00 2009	501(c)(3)	\$0.00	\$35,000.00	\$0.00	\$35,000.00	\$0.00
Hawaii Wildlife Fund P.O. Box 790637 Paia, Maui, HI 96779 For a final tie-off grant for building community capacity for effective nearshore marine conservation on Maui \$75,000.00 2008	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Hawaiian Educational Council, Inc. 1585 Kapiolani Blvd. #1212 Honolulu, HI 96814 For expansion and deepening of the Hawaii Change Leaders Project to create transformational leadership in Hawaii's public schools \$300,000.00 2008	501(c)(3)	\$200,000.00	\$0.00	\$0.00	\$200,000.00	\$0.00
Hawaiian Educational Council, Inc. 1585 Kapiolani Blvd. #1212 Honolulu, HI 96814 For education strategy consultations with Tony Wagner \$12,000.00 2008	501(c)(3)	\$12,000.00	\$0.00	\$0.00	\$12,000.00	\$0.00
Hawaiian Educational Council, Inc. 1585 Kapiolani Blvd. #1212 Honolulu, HI 96814 For a trip by Hawaii education leaders to New Tech High Schools in California to adapt this 21st Century School model to Hawaii \$20,000.00 2009	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Hawaiian Educational Council, Inc. 1585 Kapiolani Blvd. #1212 Honolulu, HI 96814 For Academy 21. Leadership for 21st Century Education \$200,000.00 2009	501(c)(3)	\$0.00	\$200,000.00	\$0.00	\$100,000.00	\$100,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Hawaiian Islands Ministries P.O. Box 777 Honolulu, HI 96808 For upgrading of audio-visual equipment \$50,000.00 2008	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Honolulu Theatre for Youth 1149 Bethel Street, Suite 700 Honolulu, HI 96813 For an educational theatre program to benefit Windward Oahu youth \$25,000 00 2007	501(c)(3)	\$15,000.00	\$0 00	\$0.00	\$5,000.00	\$10,000.00
Hui Malama I Ke Kai Foundation 41-1537 Kalamanaole Highway, Suite 201B Waimanalo, HI 96795 For a one-time grant to support the organization's leadership component as it transitions from a university project to an independent Waimanalo-based organization \$79,740 00 2008	501(c)(3)	\$79,740 00	\$0 00	\$0 00	\$25,800 00	\$53,940 00
Hula Preservation Society P.O. Box 6274 Kaneohe, HI 96744 For a project to help preserve three rare ancient hula types \$20,000.00 2009	501(c)(3)	\$0 00	\$20,000 00	\$0 00	\$20,000.00	\$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
The Institute for EthnoMedicine 3214 North University Avenue #316 Provo, UT 84604 For matching funds to find a cure for BMAA neurotoxins \$100,000.00 2008	501(c)(3)	\$50,000 00	\$0.00	\$0 00	\$50,000.00	\$0 00
Institute for Human Services, Inc. 546 Ka'aahi Street Honolulu, HI 96817 an unsolicited grant award for the 2009 Christmas card sponsored donation recipient to assist homeless families and individuals \$2,500 00 2009	501(c)(3)	\$0.00	\$2,500.00	\$0.00	\$2,500.00	\$0.00
Iolani School 563 Kamoku Street Honolulu, HI 96826 For an unsolicited grant in memory of cherished Director, William Ault, in gratitude for his long and selfless service to the Harold K.L. Castle Foundation \$35,000.00 2009	501(c)(3)	\$0 00	\$35,000 00	\$0 00	\$35,000 00	\$0 00
Junior Achievement Of Hawaii 1136 Union Mall Suite 310 Honolulu, HI 96813 For one-time support to Expand Financial Literacy Education classes to Windward O'ahu public schools. \$5,000 00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$2,500.00	\$2,500.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Kailua High School 451 Ulumanu Drive Kailua, Hawaii 96734 For the Community Assistants, a youth partnership with the Honolulu Police Department's Windward Community Policing Team \$5,000.00 2007	Government	\$5,000.00	\$0.00	\$0.00	\$5,000.00	\$0.00
Kailua High School 451 Ulumanu Drive Kailua, Hawaii 96734 Waimanalo & Kailua Beach Clean up - Because our school is made up of students residing in both Waimanalo and Kailua, we would like to clean up the beaches in both communities. \$0.00 2009	Government	\$0.00	\$5,000.00	-\$5,000.00	\$0.00	\$0.00
Kailua High School 451 Ulumanu Drive Kailua, Hawaii 96734 For K-Town Graffiti Wipeout, a youth led project to paint over the graffiti in the Keolu Skatepark in partnership with Community Policing. \$5,000.00 2009	Government	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Kailua High School 451 Ulumanu Drive Kailua, Hawaii 96734 Kailua High School Boys Basketball Program Beach Pick Up \$3,000.00 2009	Government	\$0.00	\$3,000.00	\$0.00	\$0.00	\$3,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Kailua High School 451 Ulumanu Drive Kailua, Hawaii 96734 For the purchase of a new euphonium for the school band \$4,500 00 2009	Government	\$0 00	\$4,500 00	\$0 00	\$4,500 00	\$0.00
Kailua-Waimanalo Foursquare Church 43 Oneawa Street, Suite 203 Kailua, Hawaii 96734 New Hope Kailua Beach and School Cleanup \$5,000 00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$0.00	\$5,000 00
Kalaheo High School 730 Iliana St Kailua, HI 96734 For Save the Earth .. Easy as 1, 2, 3 Project for school-wide service learning including community service activities to educate students about environmental issues \$5,000 00 2009	Government	\$0.00	\$5,000 00	\$0 00	\$5,000.00	\$0.00
Kanu Hawaii 1363 Manu Mele St Kailua, HI 96734 For start-up support of an organization that works to engage mass numbers of people in personal action to address the issues most troubling to Hawaii's younger residents \$246,000 00 2007	501(c)(3)	\$82,000.00	\$0.00	\$0.00	\$82,000.00	\$0 00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Kanu O Ka Aina Learning Ohana P.O. Box 398 Kamuela, HI 96743 For capital support to complete the Halau Poki-Early Childhood Education Complex \$150,000.00 2008	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Kawai Nui Heritage Foundation P.O. Box 17 Kaihua, HI 96734-0017 For an unsolicited grant for organizing a public forum on the status and importance of Kawaiunui Marsh \$4,000.00 2008	501(c)(3)	\$5,000.00	\$0.00	-\$1,000.00	\$0.00	\$4,000.00
Kawaiahao Church 957 Punchbowl Street Honolulu, HI 96813 For a capital campaign for a building that will house homeless projects, foster care programs, keiki and kupuna mentoring programs, biblical education programs, and other ministries \$250,000.00 2006	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$0.00	\$100,000.00
KCAA Pre-Schools of Hawaii 2707 South King Street Honolulu, HI 96826 For the Center for Early Education and Development (CEED) to provide a comprehensive training program for early education professionals in Hawaii. \$400,000.00 2008	501(c)(3)	\$400,000.00	\$0.00	\$0.00	\$0.00	\$400,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Ke Ali'i Pauahi Foundation Kamehameha Schools 567 S. King St., Ste. 160 Honolulu, HI 96813-3036 To improve educational outcomes for children aged 0-8 in Waimanalo and Koolauloa \$1,250,000.00 2004	501(c)(3)	\$500,000.00	\$0.00	\$0.00	\$250,000.00	\$250,000.00
Ke Kula O Samuel M. Kamakau Inc. Laboratory Public Charter School 45-035 Kaneohe Bay Drive Kaneohe, HI 96744 For capital support to develop a campus in Haiku Valley, Kaneohe \$700,000.00 2008	Government	\$700,000.00	\$0.00	\$0.00	\$400,000.00	\$300,000.00
Koolau Baptist Church 45-633 Keneke Street P O. Box 1642 Kaneohe, HI 96744 For Phase II of the Master School Improvement Plan \$350,000.00 2004	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$0.00	\$150,000.00
Kualoa-Heeia Ecumenical Youth Project 47-200 Waihee Road Kaneohe, HI 96744 For general operational support of core agency functions and capacity to ensure continued programs and services to the north end of Kaneohe Bay and beyond. \$70,000.00 2009	501(c)(3)	\$0.00	\$70,000.00	\$0.00	\$20,000.00	\$50,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Lawyers For Equal Justice P.O. Box 37952 Honolulu, HI 96837-0952 For a one-time start-up funding for the Veterans Project, providing legal help to disabled veterans trying to access denied benefits and services from the Veterans Administration \$60,000.00 2008	501(c)(3)	\$60,000 00	\$0 00	\$0 00	\$40,000 00	\$20,000 00
Le Jardin Academy Inc. 917 Kalaniana'ole Highway Kailua, HI 96734 Matching grant for Phase 2 of the capital campaign \$3,000,000.00 2004	501(c)(3)	\$2,825,000 00	\$0 00	-\$1,000,000.00	\$300,000.00	\$1,525,000 00
Le Jardin Academy Inc. 917 Kalaniana'ole Highway Kailua, HI 96734 For Protectors Against Illegal Noticeable Tags (PAINT) \$5,000.00 2007	501(c)(3)	\$5,000.00	\$0 00	\$0 00	\$5,000 00	\$0 00
Malama Kai Foundation P O. Box 6882 Kamuela, HI 96743 For building community capacity for effective nearshore marine conservation on Hawai Island \$100,000.00 2008	501(c)(3)	\$100,000 00	\$0 00	\$0.00	\$43,000 00	\$57,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Maui Community Arts & Cultural Center One Cameron Way Kahului, Maui, HI 96732 For a challenge grant for capital funds to complete Pundy's Dream \$1,000,000.00 2008	501(c)(3)	\$1,000,000.00	\$0.00	\$0.00	\$500,000.00	\$500,000.00
Maui Family YMCA 250 Kanaloa Avenue Kahului, HI 96732 For Campaign: Expanding the Experience, a \$10 million capital and endowment campaign for renovation and expansion \$500,000.00 2006	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$150,000.00	\$0.00
Maui Historical Society 2375-A Main Street Wailuku, HI 96793 For a comprehensive catalog of the marine and land shells of Hawaii \$20,000.00 2009	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Mental Health America of Hawaii 1124 Fort Street Mall Suite 205 Honolulu, HI 96813 To match a contribution made by Elizabeth Murph \$150.00 2009	501(c)(3)	\$0.00	\$150.00	\$0.00	\$150.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Mental Health America of Hawaii 1124 Fort Street Mall Suite 205 Honolulu, HI 96813 Dollars for Doers grant in recognition of the volunteer time contributed by Elizabeth Murph \$250 00 2009	501(c)(3)	\$0 00	\$250.00	\$0 00	\$250.00	\$0.00
Mid-Pacific Institute 2445 Kaala Street Honolulu, HI 96822-2299 For an unsolicited grant in memory of cherished Director, William Aull, in gratitude for his long and selfless service to the Harold K.L. Castle Foundation \$35,000 00 2009	501(c)(3)	\$0 00	\$35,000.00	\$0.00	\$35,000 00	\$0.00
Hawaian Mission Children's Society 553 S King Street Honolulu, HI 96813-3002 For the museum's education and exhibition program and a new outreach project serving schools in Windward Oahu \$150,000.00 2008	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$40,000.00	\$110,000.00
Moanalua High School 2825 Ala Ilima Street Honolulu, HI 96818 For a one-to-one matching grant for the Hawaii Public Schools model complex time-task study \$108,053.00 2008	Government	\$100,000.00	\$0.00	\$8,053.00	\$108,053.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
National Tropical Botanical Garden 3530 Papalina Road Kalaheo, Kauai, HI 96741 For a community-led effort to improve marine resource management in Lawa'i Bay, Kauai \$30,000.00 2009	501(c)(3)	\$0 00	\$30,000 00	\$0.00	\$30,000.00	\$0 00
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 For the development and implementation of biological monitoring protocols at 11 community-based marine management sites in the main Hawaiian Islands \$300,000 00 2007	501(c)(3)	\$100,000 00	\$0 00	\$0.00	\$100,000.00	\$0.00
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 For the Fair Catch Campaign of social marketing supporting responsible nearshore ocean use in Hawaii \$130,000.00 2008	501(c)(3)	\$130,000 00	\$0 00	\$0 00	\$130,000.00	\$0.00
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 For building capacity for effective nearshore marine conservation in the Main Hawaiian Islands \$1,000,000.00 2008	501(c)(3)	\$1,000,000 00	\$0 00	\$0 00	\$250,000.00	\$750,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 For support for travel of top DOCARE officers to Hampton, Virginia for the CALEA Conference to learn best practices and accreditation \$20,000.00 2009	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
New Distinction Corporation 2540 Ferdinand Avenue Honolulu, HI 96822 For startup support for HawaiiSchoolGuide.com, a one-stop online resource for information on all Hawaii schools from preschool to college \$40,000.00 2009	Expenditure Responsibility Grant	\$0.00	\$40,000.00	\$0.00	\$40,000.00	\$0.00
International Church of the Foursquare Gospel- Leeward Oahu Foursquare Gospel 94-050 Farrington Hwy., Unit A-1 Waipahu, HI 96797 To match a contribution made by Ann Matsukado \$2,500.00 2009	501(c)(3)	\$0.00	\$2,500.00	\$0.00	\$2,500.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Nonprofit Finance Fund						
760 Market Street	501(c)(3)	\$57,125.00	\$0.00	\$0.00	\$57,125.00	\$0.00
Suite 333						
San Francisco, CA 94102						
For a workshop on capital management for non-profit leaders and an in-depth Nonprofit Business Analysis (NBA) for five Hawaii nonprofit organizations and for unsolicited supplemental funding for an additional 6th organization						
\$100,875.00						
2008						
Nonprofit Finance Fund						
760 Market Street	501(c)(3)	\$0.00	\$5,600.00	\$0.00	\$5,600.00	\$0.00
Suite 333						
San Francisco, CA 94102						
"Managing in Tough Times" Workshops for Hawaii Nonprofit Organizations						
\$5,600.00						
2009						
Nonprofit Finance Fund						
760 Market Street	501(c)(3)	\$0.00	\$93,820.00	\$0.00	\$43,820.00	\$50,000.00
Suite 333						
San Francisco, CA 94102						
For expert financial consulting for six Hawaii nonprofit organizations to help weather the recession						
\$93,820.00						
2009						

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Oceanic Institute 41-202 Kalanianaʻole Hwy Waimanalo, HI 96795 For operational expenses and an assessment of the differences in nearshore soft-bottom fish assemblages between a bay where lay-gillnets are banned (Kailua) and another where lay-gillnets are allowed (Waimanalo) \$500,000 00 2007	501(c)(3)	\$300,000.00	\$0.00	\$0.00	\$0.00	\$300,000.00
The Pacific American Foundation 146 Hekili Street Suite 203 Kailua, HI 96734 For He'e Nalu, an experiential surf and environmental science program for at-risk youth \$90,000.00 2008	501(c)(3)	\$90,000.00	\$0.00	\$0.00	\$30,000.00	\$60,000.00
Parents and Children Together 1485 Linapuni Street, Suite 105 Honolulu, HI 96819 For capital funds to help purchase a transitional housing residence for women leaving the PACT short-term emergency and crisis shelter in Windward Oahu \$200,000 00 2008	501(c)(3)	\$200,000.00	\$0.00	-\$100,000.00	\$200,000.00	-\$100,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Parents and Children Together 1485 Linapuni Street, Suite 105 Honolulu, HI 96819 For student community service for the 5Rs Festival of Fun in Kaneohe \$2,280 00 2009	501(c)(3)	\$0 00	\$5,000 00	-\$2,720.00	\$2,280 00	\$0.00
Parents and Children Together 1485 Linapuni Street, Suite 105 Honolulu, HI 96819 For 5Rs 96744, an intergenerational character education initiative in the Kaneohe community \$55,000.00 2009	501(c)(3)	\$0 00	\$55,000.00	\$0 00	\$27,500.00	\$27,500.00
Parent Participation Nursery School 92 Kaneohe Bay Drive Kailua, HI 96734 For a capital improvement project to restore, renew, and revitalize the school while making it environmentally sound, safer, and more accessible for young children \$20,000 00 2009	501(c)(3)	\$0.00	\$20,000 00	\$0.00	\$0.00	\$20,000.00
Pop Warner Little Scholars Inc 47-766 Lamaula Rd Kaneohe, HI 96744 Kahalu'u Cleanup and Giving Project \$5,000.00 2009	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000 00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Kailua Mustangs Pop Warner Association P. O. Box 1321 Kailua, Hawaii 96734 For giving Kailua Intermediate School a Clean-Up In and Out \$5,000 00 2009	501(c)(3)	\$0 00	\$5,000.00	\$0 00	\$5,000 00	\$0.00
Presbyterian Church USA 45-550 Kionaole Road Kaneohe, HI 96744 For the installation of an underground electrical power source for a well-used outdoor venue to preclude the necessity of multiple portable generators \$25,000.00 2008	501(c)(3)	\$25,000.00	\$0.00	\$0 00	\$25,000 00	\$0.00
PTA Hawaii Congress Kalaheo High PTSA 730 Iliana Street Kailua, HI 96734 \$70.00 per student participant in the 1997 "Project Graduation" celebration \$13,160 00 1996	501(c)(3)	\$21,840.00	\$0.00	\$0.00	\$0.00	\$21,840 00
Pta Hawaii Congress 281 Ihiau Street Kailua, HI 96734 For the Akahi Elementary Student-Designed, Community-Built Playground Project \$90,000.00 2008	501(c)(3)	\$90,000 00	\$0 00	\$0.00	\$80,115.17	\$9,884 83

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Rainbow Schools	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
56-463 Kam Highway Kahuku, HI 96731						
For a challenge grant for a new playground structure required for re-accreditation for Rainbow School						
Kaneohe						
\$10,000.00						
2009						
Salvation Army - Hawaiian and Pacific Islands Division	501(c)(3)	\$750,000.00	\$0.00	\$0.00	\$250,000.00	\$500,000.00
Divisional Headquarters						
2950 Manoa Road						
Honolulu, HI 96822						
For the Salvation Army Kroc Center						
Hawaii, a new community center in the						
Ewa Villages/East Kapolei area						
\$1,000,000.00						
2006						
University of Hawaii Foundation	501(c)(3)	\$40,000.00	\$0.00	\$0.00	\$20,000.00	\$20,000.00
School of Ocean and Earth Science and Technology						
2525 Correa Rd., HIG 238						
Honolulu, HI 96822						
For work to restore Maunaloa Bay and its adjacent watersheds						
\$70,000.00						
2008						
Seabury Hall	501(c)(3)	\$1,000,000.00	\$0.00	\$0.00	\$0.00	\$1,000,000.00
480 Olinda Road						
Makawao, Maui, HI 96768						
For capital expansion and improvements						
\$1,000,000.00						
2006						

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Special Olympics Hawaii Inc 45-501 Noni Place Kaneohe, HI 96744 For a one-time grant for the 2009 Windward Special Olympics Bowling Program \$3,000.00 2009	501(c)(3)	\$0.00	\$3,000.00	\$0.00	\$3,000.00	\$0.00
Teach For America 99-080 Kauhale St. Suite C-20 Aiea, HI 96701 To recruit outstanding teachers to close the achievement gap in Hawaii's public schools \$750,000.00 2007	501(c)(3)	\$750,000.00	\$0.00	\$0.00	\$250,000.00	\$500,000.00
Teach For America 99-080 Kauhale St Suite C-20 Aiea, HI 96701 To help the Hawaii Department of Education craft statewide teacher induction standards \$33,141.00 2008	501(c)(3)	\$33,141.00	\$0.00	\$0.00	\$33,141.00	\$0.00
Teach For America 99-080 Kauhale St. Suite C-20 Aiea, HI 96701 For support toward a Teach For America video produced by KGMB Channel 9 \$2,500.00 2009	501(c)(3)	\$0.00	\$2,500.00	\$0.00	\$2,500.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Teach For America 99-080 Kauhale St. Suite C-20 Aiea, HI 96701 For support to create an alumni relations position at Teach For America, Hawaii \$120,000.00 2009	501(c)(3)	\$0.00	\$120,000.00	\$0.00	\$0.00	\$120,000.00
Tri-Isle Resource Conservation & Development Council, Inc. 77 Hookele St., Ste 202 Kahului, HI 96732-3516 For building Malama Maunaloa's capacity to restore Maunaloa Bay and its adjacent watersheds \$37,500.00 2009	501(c)(3)	\$0.00	\$37,500.00	\$0.00	\$25,000.00	\$12,500.00
Trinity Presbyterian Church, Inc. 875 Aulua Road Kailua, HI 96734 For capital support to double the number of classes in Junior Kindergarten through Sixth Grade and to build a middle and high school program \$500,000.00 2007	501(c)(3)	\$250,000.00	\$0.00	\$0.00	\$0.00	\$250,000.00
The Trust for Public Land 116 New Montgomery, Suite 300 San Francisco, CA 94105 For support toward work to explore the feasibility of acquiring Queens Retreat (also known as the Boyd/Irwin/Hedemann Estate). \$10,000.00 2009	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 To implement the Measure-Up Mathematics curriculum program at Waimanalo Elementary & Intermediate School \$150,000 00 2004	501(c)(3)	\$15,486.56	\$0 00	\$0 00	\$15,486.56	\$0.00
University of Hawaii Foundation P O Box 11270 Honolulu, HI 96828-0270 For development of methods to control alien algae on Hawaii's reefs - propagation of native sea urchins \$20,525.75 2006	501(c)(3)	\$0 00	\$0 00	-\$1,774 25	-\$1,774 25	\$0.00
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For continued implementation of the Hawaii P-20 Initiative Strategic Plan and a supplemental fund for improving new teacher training, mentoring and retention using The New Teacher Center of the University of California at Santa Cruz \$1,399,000 00 2008	501(c)(3)	\$754,000 00	\$0 00	\$100,000.00	\$468,000.00	\$386,000.00
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For the Pacific Center for Environmental Studies \$85,000 00 2008	501(c)(3)	\$65,000 00	\$0 00	\$0.00	\$20,000.00	\$45,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For the University of Hawaii Sea Grant College Program's Community Based Coral Reef Awareness and Management in West Hawaii \$79,700.00 2008	501(c)(3)	\$29,700.00	\$0.00	\$0.00	\$29,700.00	\$0.00
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For the development of a marine science learning center at Moku o Lo'e (Hawai Institute of Marine Biology) \$391,418.00 2008	501(c)(3)	\$391,418.00	\$0.00	\$0.00	\$391,418.00	\$0.00
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For the University of Hawaii Sea Grant College Program's Community Based Coral Reef Awareness and Management in West Hawaii \$95,356.00 2009	501(c)(3)	\$0.00	\$95,356.00	\$0.00	\$50,000.00	\$45,356.00
University of Hawaii Foundation P.O. Box 11270 Honolulu, HI 96828-0270 For the Dr. Edwin C. Cadman Endowed Fund for the Study of Neurodegenerative Disorders \$15,000.00 2009	501(c)(3)	\$0.00	\$15,000.00	\$0.00	\$15,000.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Veterans Of Foreign Wars Windward Post No 10154 Veterans Of Foreign 46280 Heeia St Kaneohe, Hawaii 96744 For Venturing Crew 303's Clearing Out Invasive Species \$5,000 00 2009	501(c)(19)	\$0 00	\$5,000 00	\$0.00	\$0 00	\$5,000 00
Waikiki Health Center 758 Kapahulu Ave Ste A-319 Honolulu, HI 96816 For support to utilize the Mobile Medical Clinic and medically-equipped vans to provide expanded medical, behavioral health, and social services to homeless families and individuals living in Windward Oahu \$25,000.00 2008	501(c)(3)	\$25,000 00	\$0.00	\$0 00	\$25,000.00	\$0.00
The Wildlife Society 1421 Aalapapa Drive Kailua, HI 96734 For the Kawaiu Marsh Wetland Restoration and Habitat Enhancement Project \$240,000 00 2006	501(c)(3)	\$240,000 00	\$0 00	\$0 00	\$0 00	\$240,000.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Windward Arts Council P.O. Box 1704 Kailua, HI 96734 For Windward Arts Council Teen Arts Achievement Awards for 2008, 2009 and 2010 \$5,400.00 2008	501(c)(3)	\$3,600.00	\$0.00	\$0.00	\$1,800.00	\$1,800.00
Windward Baptist Church 47528 Kamehameha Hwy Kaneohe, HI 96744 For support for repairs, land purchase and capacity building for the Rebuilders Additions Ministry (RAM) \$158,600.00 2007	501(c)(3)	\$125,000.00	\$0.00	\$0.00	\$0.00	\$125,000.00
Windward Oahu District Office 46-169 Kamehameha Highway Kaneohe, HI 96744 Creating a model through facilitation of the Consolidation Study for Ka'a'awa Elementary School \$0.00 2009	Government	\$0.00	\$5,000.00	-\$5,000.00	\$0.00	\$0.00
Windward Oahu District Office 46-169 Kamehameha Highway Kaneohe, HI 96744 For Building Capacity for Networking School Community Council Leadership and Advocacy for Public Education in the Castle Complex \$16,666.00 2009	Government	\$0.00	\$16,666.00	\$0.00	\$16,666.00	\$0.00

Fiscal Year 2009

Recipient and/or Purpose	Tax Status	Beginning Balance 2009	Newly Allocated 2009	Amended 2009	Amount Paid 2009	Ending Balance 2009
Windward Oahu Foursquare Church 45-815 Pookela St. Kaneohe, HI 96744 For Hope in Action Food Drive providing holiday food and gift cards to the residents of Koolau Village and Kaneohe Senior Housing as well as canned goods to the local Food Bank \$2,677.50 2007	501(c)(3)	\$5,000.00	\$0.00	-\$2,322.50	\$2,677.50	\$0.00
Windward Soccer Club 25 Malunui Ave, Suite 102 Kailua, HI 96734 For Operation Pill Box Clean-up II, "The Sequel" and Make that Stream Nice and Clean (Kaelepu Stream and Mural Clean-up) \$3,970.00 2009	501(c)(3)	\$0.00	\$5,000.00	-\$1,030.00	\$3,970.00	\$0.00
YMCA of Honolulu 1200 Kailua Road Kailua, HI 96734 Toward the \$30 million "Reaching for Tomorrow" capital campaign, with \$1.5 million earmarked for renovation and expansion of the Windward YMCA \$600,000.00 2002	501(c)(3)	\$900,000.00	\$0.00	-\$900,000.00	\$0.00	\$0.00
Grand Totals (131 items)		\$18,407,678.56	\$2,214,673.44	-\$2,477,398.69	\$7,494,846.42	\$10,650,106.89
APPROVED AND PAID IN 2009			<u>-\$1,074,317.56</u>			
APPROVED IN 2009 FOR FUTURE YEARS			<u>\$1,140,356</u>			

HAROLD K.L. CASTLE FOUNDATION

99-6005445

FORM 990-PF, PART II, BALANCE SHEETS, LINE 11:

COST BASIS				
DESCRIPTION	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
REAL ESTATE FOR LEASE	3,534,866			3,534,866
LAND	1,578,865			1,578,865
	5,113,731	-	-	5,113,731

FORM 990-PF, PART II, BALANCE SHEETS, LINE 14:

COST BASIS				
DESCRIPTION	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
146 HEKILI - BUILDING & IMPROVEMENTS	2,096,463			2,096,463
MERCH ROW - BUILDING & IMPROVEMENTS	2,389,714	15,943		2,405,657
KAILUA VILLAGE - BLDG & IMPROVEMENTS	1,650,323	25,000		1,675,323
145 HEKILI - BUILDING & IMPROVEMENTS	-			-
151 HEKILI - BUILDING & IMPROVEMENTS	-	6,008,351		6,008,351
609 KAILUA - BLDG & IMPROVEMENTS	4,397,492			4,397,492
591 KAILUA - BLDG & IMPROVEMENTS	6,620,891			6,620,891
PARKING GARAGE - BLDG	7,549,453			7,549,453
FOUNDATION OFFICE	-	1,637,276		1,637,276
	24,704,336	7,686,570	-	32,390,906
FURNITURE & FIXTURES	118,211	29,941		148,152
	24,822,547	7,716,511	-	32,539,058

ACCUMULATED DEPRECIATION				
DESCRIPTION	BEGINNING BALANCE	DEPRECIATION	DISPOSALS	ENDING BALANCE
146 HEKILI - BUILDING & IMPROVEMENTS	1,847,265	150,972		1,998,237
MERCH ROW - BUILDING & IMPROVEMENTS	2,227,979	139,192		2,367,171
KAILUA VILLAGE - BLDG & IMPROVEMENTS	400,048	43,932		443,980
145 HEKILI - BUILDING & IMPROVEMENTS	-	-		-
151 HEKILI - BUILDING & IMPROVEMENTS	-	72,932		72,932
609 KAILUA - BLDG & IMPROVEMENTS	502,821	118,207		621,028
591 KAILUA - BLDG & IMPROVEMENTS	452,661	189,075		641,736
PARKING GARAGE - BLDG	826,475	193,935		1,020,410
FOUNDATION OFFICE	-			-
	6,257,249	908,245	-	7,165,494
FURNITURE & FIXTURES	115,002	3,048		118,050
	6,372,251	911,293	-	7,283,544

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION
TIN 99-6005445
TAX YEAR ENDED DECEMBER 31, 2009

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee:	Halau Mohala `Ilima 1110 Aalapapa St. Kailua, HI 96734
Amount of Grant:	\$ \$7,500.00
Date of Grant:	- o Approved on June 23, 2008 - o Grant period is from 6/23/2008 to 9/23/2008 - o Payments to date: - o The one and only payment was released on June 30, 2008.
Purpose of Grant:	For support to perpetuate the Hawaiian Culture through participation in the 10th Festival of Pacific Arts. Specifically as one of Windward Oahu's cultural leaders, Halau Mohala Ilima will share impactful ways they are perpetuating the Native Hawaiian culture through the practice and teaching of their ancient arts to young people from Polynesia, Micronesia and Melanesia.
Amounts Expended by Grantee:	Based on the most recent grantee report, grantee has expended \$7,500.00 as of December 1, 2008
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom.
Dates of Reports Received from the Grantee:	The final report is overdue.
Dates and Results of any Verification of the Grantee's Reports:	To verify the contents of the report and to monitor the progress of the project, Terrence George and Mitch D'Olier met with Mapuana de Silva, head of the Halau, two weeks after their return from the Festival of Pacific Arts. We confirmed that the funds were used solely for the purpose of the grant.

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION
TIN: 99-6005445
TAX YEAR ENDED: DECEMBER 31, 2009

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53-4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee:	KEL Management Services Inc 54024 Hauula Homestead Rd Hauula, HI 96717
Amount of Grant:	\$ \$50,000.00
Date of Grant:	- o Approved on August 21, 2007 - o Grant period is from 9/1/2007 to 8/31/2008 - o Payments to date: (1) \$25,000.00 Scheduled: 12/1/2007 Paid 11/19/2007--Check No. 2690 (2) \$25,000.00 Scheduled: 4/1/2008 Paid: 6/12/2008--Check No. 3222 Grand Total= \$50,000.00
Purpose of Grant:	For support of KEL Elder Social Centers, a provider of culturally sensitive quality care and support services for frail, elderly and disabled seniors and their families
Amounts Expended by Grantee:	Grantee has expended approximately \$50,000.00 to date.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom.
Dates of Reports Received from the Grantee:	See attachment listing dates of emails from and meetings with the grantee reporting on their progress. (1) Sep. 11, 2009 email from grantee (2) Dec. 31, 2009 letter requesting final report
Dates and Results of any Verification of the Grantee's Reports:	Numerous attempts by Foundation staff to contact Ms. Keliko Isol in 2009 were unsuccessful. The grant has now been closed.

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION
TIN: 99-6005445
TAX YEAR ENDED: DECEMBER 31, 2009

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53-4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants

Name and Address of Grantee:	LUA, Inc. 1171 Kuila Place Kailua, HI 96734
Amount of Grant:	\$ \$50,000.00
Date of Grant:	- o Approved on October 27, 2004 - o Grant period is from 10/27/2004 to 12/31/2010 - o Payments to date: 1 \$25,000.00 Scheduled: 12/27/2004 -- Check No: 7089 Paid: 12/27/2004 2. \$25,000.00 Scheduled: 12/1/2005 -- Check No: 819 Paid: 12/1/2005 Grand Total=\$50,000.00
Purpose of Grant.	To establish the Pa Alaka'i Leadership Training Center in Kailua
Amounts Expended by Grantee.	Grantee has expended approximately \$50,000 00 as of December 31, 2009.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom. A final report is due on February 1, 2011.
Dates of Reports Received from the Grantee:	Dates of emails from and meetings with the grantee reporting on their progress: • May 24, 2005 • April 21, 2006 (extended with approval of Terrence George from the original due date of December 1, 2005). • IRS 501©(3) nonprofit status achieved March 2, 2007 with exemption effective as of November 23, 2004 • April 30, 2007 • March 31, 2008 • August 28, 2008 (no-cost extension, new end date of Dec. 31, 2008) • September 16, 2009 • October 7, 2009 • November 3, 2009 (no-cost extension; new end date of Dec 31, 2010 approved by Directors on Oct 26, 2009)

Dates and Results of any Verification of the Grantee's Reports:	To verify the contents of the report and to monitor the progress of the project, Terrence George and/or Grants Manager Elizabeth Murph spoke and/or corresponded with Mr. Thomas K Kaulukukui Jr. on September 16, October 7, and November 3, 2009 as noted on the attached sheet to monitor the grantee's progress.
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SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION

TIN: 99-6005445

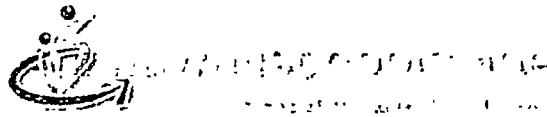
TAX YEAR ENDED: DECEMBER 31, 2009

FORM 990-PF, PART VII-B, LINE 5

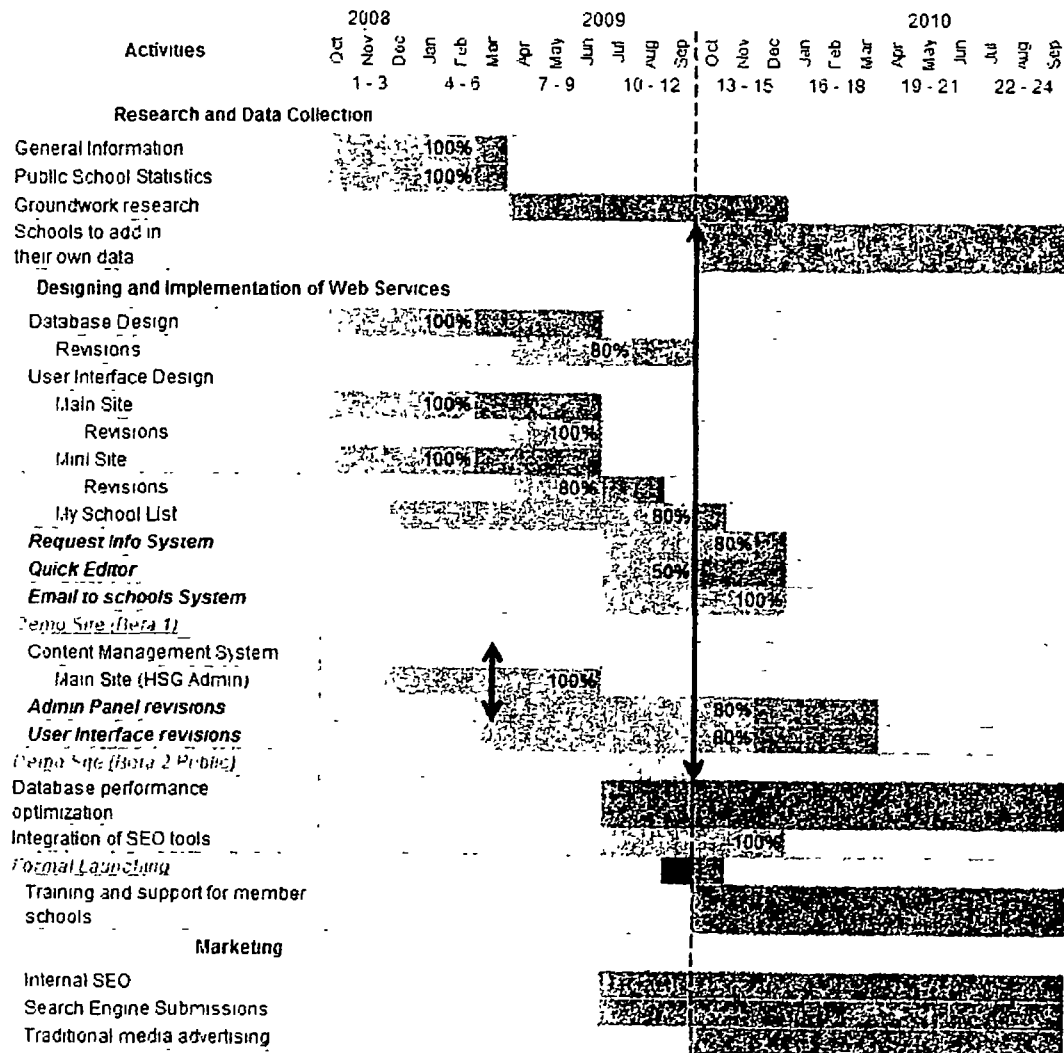
The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee:	New Distinction Corporation 2540 Ferdinand Avenue Honolulu, HI 96822
Amount of Grant:	\$40,000
Date of Grant:	- o Approved February 19, 2009 to New Distinction Corp. (originally authorized on July 11, 2008 as a grant to Community Links Hawaii, as fiscal sponsor for the same work; since rescinded due to inability of both groups to agree on a fiscal sponsorship contract.) - o Grant period is from July 11, 2008 to July 10, 2010. - o The one-and-only payment of \$40,000 was made on May 14, 2009. The grant money was originally paid to Community Links on August 21, 2008, and returned in its entirety by them on March 10, 2009 after the original grant was rescinded. - o Grant was closed December 9, 2009
Purpose of Grant:	For one-time startup support for HawaiiSchoolGuide.com, a one-stop online resource for information on all Hawaii schools from preschool to college. Specifically, it is the grantee's intent to develop a website with the following functionality: 1. Search: Fully customizable and filtered search function, making it simple for parents to look for schools that are within geographic proximity and/or fill specific educational needs. 2. School Statistics & Demographic Information: Enrollment rates, teacher-to-student ratio, staff directory, tuition reports, percentage of students receiving tuition assistance... Tools are also available to create customizable charts comparing multiple schools' statistics. Information about the school's surrounding community including real estate information is included. 3. Mini Sites & School Central Admin: Each school may have a mini website including easy to use online school admin area for updates of information which will update the main site in real time along with creating syndicated content for any site subscribing to their data feed. 4. Financial Aid, Deadlines and Requirements Checklist: Parents

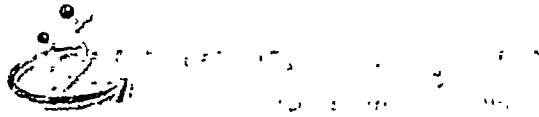
	and students can generate a consolidated checklist with deadlines and requirements needed for the schools of interest. This will also include access to information on how to apply and a database of financial aid offered. 5. School News, Information and Comments: Important news, articles, facts and resources pertaining to Hawaii public and private schools will be posted. Site users will be able to post comments on related school topics. 6. Schools Quick Request: Allows user to fill out one simple form and directly request information from multiple schools. 7. Forum/Social Networking: Online forum to answer any and all questions relating to schools in Hawaii with dedicated sections for parents, teachers and students. 8. School Calendar: A calendar feature to allow schools to publish schedules such as school days and holidays, exam schedules, plays, recitals and other extracurricular events, PTSA meetings, open house, application deadlines for enrollees and other important school events for parents and students to keep track.
Amounts Expended by Grantee:	Since the grant was originally made to the 501c3 fiscal sponsor, Community Links Hawaii, which had not spent any funds before the original grant was rescinded, no grant funds had been expended as of December 31, 2008. Based on a September 10, 2009 telephone conversation between Foundation Program Officer Matthew Lorin and New Distinction Corporation staff member Kari Leong, the Grantee had expended approximately \$36,000 to that date. In their final report, received September 23, 2009, the Grantee reported having expended \$40,000. Detail of expenditures along with an expenditure timeline are attached at Tab A
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom.
Dates of Reports Received from the Grantee:	See attachment listing dates of emails from and meetings with the grantee reporting on their progress. Final report was received on September 23, 2009. Grant was formally closed December 9, 2009.
Dates and Results of any Verification of the Grantee's Reports:	To verify the contents of the report and to monitor the progress of the project, Terrence George and/or Matthew Lorin (Education Program Officer) met with Evan Leong, Executive Director, on three occasions as noted on the attached sheet at Tab B to monitor the grantee's progress.



Development Timeline As of 23 September 2009



Scheduled Activity
Percent Completed
Ongoing



Final Budget

Allocation	Amount
Personnel	\$ 21,500.00
Consultant Fees	\$ 16,420.77
Wireless	\$ 809.07
Advertising/Promotions	-
Legal Services	\$ 920.16
Rent	\$ 350.00
Accounting	-
Total	\$ 40,000.00

**Emails and Meetings relating to Grant #3187 between
Harold K.L. Castle Foundation & New Distinction Corporation**

	From	Email Subject	Received	Size
1	KARI LEONG	Re: Letter attached	9/30/2008	9 KB
2	KARI LEONG	Re: mcinerny address	9/30/2008	8 KB
3	KARI LEONG	RE: mcinerny address	9/29/2008	8 KB
4	KARI LEONG	mcinerny address	9/28/2008	8 KB
5	Kari	letter	9/24/2008	8 KB

	Date	Meeting Subject	Attendees
1	12/5/08	Community Links/HSG to clear up status of HSG	TRG/ML
2	1/7/09	Matt/Kari Leong re possible alignments, relationships and partnerships	ML/KL
3	5/19/09	KL/Robin Danner re possible alignment	KL/RD

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. ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization HAROLD K L CASTLE FOUNDATION	Employer identification number 99-6005445
	Number, street, and room or suite no. If a P O box, see instructions 1199 Auloa Road	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Kailua HI 96744	

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

- | | | |
|---|--|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

- The books are in the care of ▶ **CARLTON AU**

Telephone No ▶ **(808) 263-8900**

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	\$
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	\$
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0

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

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

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization		Employer identification number
	HAROLD K L. CASTLE FOUNDATION		99-6005445
	Number, street, and room or suite no. If a P O box, see instructions		For IRS use only
	1199 Auloa Road		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	Kailua HI 96744		

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

- | | | | |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of _____
Telephone No _____ 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 is for.

4 I request an additional 3-month extension of time until 11/15/2010

5 For calendar year 2009, or other tax year beginning _____, and ending _____

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

7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return

8 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.	8a	\$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$
c Balance Due. Subtract line 8b from line 8a. 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.	8c	\$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Alvin M. M... Title Agent Date 8/10/2010