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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 02/01 **, 2009, and ending** 01/31,2010

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: GORE FAMILY FOUNDATION 23-64487

Number and street (or P O box number if mail is not delivered to street address) | Room/suite: P.O. BOX 803878

City or town, state, and ZIP code: CHICAGO, IL 60680

A Employer identification number 59-6497544

B Telephone number (see page 10 of the instructions) (312) 630-6000

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 18,520,526.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	691,628.	690,524.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-802,173.			
	b Gross sales price for all assets on line 6a 14,995,716.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,654.			STMT 2
	12 **Total** Add lines 1 through 11	-108,891.	690,524.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	84,857.	4,243.		80,614.
	14 Other employee salaries and wages	84,829.	NONE	NONE	84,829.
	15 Pension plans, employee benefits	30,106.	NONE	NONE	30,106.
	16a Legal fees (attach schedule)	79,492.			79,492.
	b Accounting fees (attach schedule) STMT 3	20,415.	10,207.	NONE	10,208.
	c Other professional fees (attach schedule) STMT 4	52,311.	52,311.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	17,645.	2,945.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	17,591.			17,591.
	21 Travel, conferences, and meetings	9,621.	NONE	NONE	9,621.
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	13,524.			13,524.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	410,391.	69,706.	NONE	325,985.
	25 Contributions, gifts, grants paid	487,811.			487,811.
	26 **Total expenses and disbursements** Add lines 24 and 25	898,202.	69,706.	NONE	813,796.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-1,007,093.			
	b **Net investment income** (if negative, enter -0-)		620,818.		
	c **Adjusted net income** (if negative, enter -0-)				

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2-14

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	2,422,591.	836,204.	836,204.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) STMT 7	4,149,613.	1,000,730.	1,050,299.
	b	Investments - corporate stock (attach schedule) STMT 8	8,779,303.	7,072,059.	8,139,105.
	c	Investments - corporate bonds (attach schedule)	2,593,692.	7,024,853.	7,352,235.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	3.	1,007,001.	1,142,683.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶	2,720.		
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	17,947,922.	16,940,847.	18,520,526.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	2,314.		
	23	**Total liabilities** (add lines 17 through 22)	2,314.		
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	17,945,608.	16,940,847.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	17,945,608.	16,940,847.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	17,947,922.	16,940,847.	

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	17,945,608.
2	Enter amount from Part I, line 27a	2	-1,007,093.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	4,817.
4	Add lines 1, 2, and 3	4	16,943,332.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	2,485.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,940,847.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(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				

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	-802,173.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,021,376.	18,768,314.	0.05442023189
2007	776,017.	21,194,526.	0.03661402949
2006	842,842.	20,223,914.	0.04167551345
2005	810,542.	19,968,609.	0.04059080930
2004	967,079.	20,163,630.	0.04796155256

2 **Total** of line 1, column (d)	2	0.22126213669
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04425242734
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	15,747,244.
5 Multiply line 4 by line 3	5	696,854.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,208.
7 Add lines 5 and 6	7	703,062.
8 Enter qualifying distributions from Part XII, line 4	8	813,796.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	6,208.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	6,208.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	6,208.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 12,000.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 9,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	21,000.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	14,792.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 6,208. **Refunded** ▶	11	8,584.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ______ (2) On foundation managers ▶$ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 11			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ NORTHERN TRUST Telephone no ▶ 312630600

Located at ▶ P.O BOX 803878, CHICAGO, IL ZIP + 4 ▶ 60680

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . . [ ] Yes [X] No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . [ ] Yes [X] No
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . . . [ ] Yes [X] No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . [ ] Yes [X] No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**
Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ [ ]

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . . [ ] Yes [ ] No
If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: X
If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		84,857.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		60,354.	7,780.	NONE

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,987,050.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	15,987,050.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	15,987,050.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	239,806.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,747,244.
6	**Minimum investment return.** Enter 5% of line 5	6	787,362.

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

1	Minimum investment return from Part X, line 6			1	787,362.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	6,208.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,208.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	781,154.
4	Recoveries of amounts treated as qualifying distributions			4	4,817.
5	Add lines 3 and 4			5	785,971.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	785,971.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	813,796.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	813,796.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	6,208.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	807,588.

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

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

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					785,971.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				NONE	
b Total for prior years 20____, 20____, 20____			NONE		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	NONE				
b From 2005	NONE				
c From 2006	NONE				
d From 2007	NONE				
e From 2008	103,007.				
f Total of lines 3a through e		103,007.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 813,796.					
a Applied to 2008, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2009 distributable amount					785,971.
e Remaining amount distributed out of corpus		27,825.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		130,832.			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a		130,832.			
10 Analysis of line 9:					
a Excess from 2005	NONE				
b Excess from 2006	NONE				
c Excess from 2007	NONE				
d Excess from 2008	103,007.				
e Excess from 2009	27,825.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				
Total . . . . ▶ **3a**				487,811.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	691,628.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,654.	
8 Gain or (loss) from sales of assets other than inventory			18	-802,173.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-108,891.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -108,891.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

[signature] 10/12/12 Chairman

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature [signature]	Date 09/06/2012	Check if self-employed ☐
Preparer's identifying number (See **Signature** on page 30 of the instructions)	P00080740	
Firm's name (or yours if self-employed), address, and ZIP code	THE NORTHERN TRUST COMPANY P.O. BOX 803878 CHICAGO, IL 60680	EIN ▶ Phone no 312-630-6000

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					8,977.	
		75. HUDSON CITY BANCORP PROPERTY TYPE: SECURITIES					10/31/2008	02/03/2009
862.00		1,396.00					-534.00	
		19. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					07/14/2008	02/03/2009
720.00		985.00					-265.00	
		52. ALBEMARLE CORP PROPERTY TYPE: SECURITIES					12/05/2008	02/04/2009
1,211.00		1,661.00					-450.00	
		11. ALLIANCE DATA SYSTEMS CORP PROPERTY TYPE: SECURITIES					07/03/2008	02/05/2009
453.00		626.00					-173.00	
		17. PENN NATL GAMING INC PROPERTY TYPE: SECURITIES					09/10/2008	02/06/2009
377.00		482.00					-105.00	
		15. SMITH INTERNATIONAL INC PROPERTY TYPE: SECURITIES					10/29/2008	02/06/2009
366.00		488.00					-122.00	
		39. GUESS INC COM PROPERTY TYPE: SECURITIES					10/03/2008	02/09/2009
689.00		1,446.00					-757.00	
		10. METTLER TOLEDO INTERNATIONAL INC PROPERTY TYPE: SECURITIES					12/30/2008	02/09/2009
627.00		665.00					-38.00	
		13. HARRIS CORP DEL PROPERTY TYPE: SECURITIES					12/03/2007	02/10/2009
562.00		816.00					-254.00	
		9. ALLEGHENY ENERGY INC PROPERTY TYPE: SECURITIES					06/18/2008	02/12/2009
253.00		487.00					-234.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		24. AMPHENOL CORP NEW CL A PROPERTY TYPE: SECURITIES					08/26/2008	02/12/2009
662.00		1,146.00					-484.00	
		28. INTUIT PROPERTY TYPE: SECURITIES					12/03/2007	02/12/2009
635.00		827.00					-192.00	
		31. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					12/03/2007	02/13/2009
714.00		943.00					-229.00	
		8. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					05/01/2008	02/13/2009
999.00		608.00					391.00	
		13. SHERWIN WILLIAMS CO PROPERTY TYPE: SECURITIES					12/08/2008	02/13/2009
617.00		742.00					-125.00	
		31. SMITH INTERNATIONAL INC PROPERTY TYPE: SECURITIES					10/29/2008	02/13/2009
740.00		1,008.00					-268.00	
		11. ALLIANCE DATA SYSTEMS CORP PROPERTY TYPE: SECURITIES					07/31/2008	02/17/2009
373.00		635.00					-262.00	
		32. CENTRAL EUROPEAN DIST CORP PROPERTY TYPE: SECURITIES					02/03/2009	02/17/2009
366.00		1,449.00					-1,083.00	
		2. CENTRAL EUROPEAN DIST CORP PROPERTY TYPE: SECURITIES					01/17/2008	02/17/2009
23.00		103.00					-80.00	
		50. MARVELL TECHNOLOGY GROUP LTD ORD PROPERTY TYPE: SECURITIES					06/13/2008	02/17/2009
370.00		854.00					-484.00	
		5. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES					07/25/2008	02/25/2009
380.00		285.00					95.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					05/01/2008	02/25/2009
116.00		76.00					40.00	
		22. #REORG/ALBERTO-CULVER CO NEW COM CAS PROPERTY TYPE: SECURITIES					01/29/2008	03/05/2009
485.00		573.00					-88.00	
		39. ALLIANCE DATA SYSTEMS CORP PROPERTY TYPE: SECURITIES					09/26/2008	03/05/2009
1,026.00		2,289.00					-1,263.00	
		46. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					01/04/2008	03/05/2009
895.00		1,375.00					-480.00	
		66. REPUBLIC SVCS INC PROPERTY TYPE: SECURITIES					01/06/2009	03/05/2009
1,144.00		1,715.00					-571.00	
		7. GAMESTOP CORP CL A COM PROPERTY TYPE: SECURITIES					02/15/2008	03/06/2009
153.00		328.00					-175.00	
		18. METTLER TOLEDO INTERNATIONAL INC PROPERTY TYPE: SECURITIES					12/30/2008	03/12/2009
817.00		1,197.00					-380.00	
		27. JOHN WILEY & SONS INC CLASS A PROPERTY TYPE: SECURITIES					04/30/2008	03/12/2009
813.00		1,252.00					-439.00	
		39. ALLEGHENY ENERGY INC PROPERTY TYPE: SECURITIES					06/18/2008	03/13/2009
833.00		2,110.00					-1,277.00	
		34. BURGER KING HLDGS INC COM PROPERTY TYPE: SECURITIES					06/13/2008	03/13/2009
740.00		955.00					-215.00	
		15. C H ROBINSON WORLDWIDE INC COM NEW C PROPERTY TYPE: SECURITIES					12/17/2008	03/13/2009
631.00		786.00					-155.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		27. NII HLDGS INC COM NEW CL B NEW PROPERTY TYPE: SECURITIES					01/04/2008	03/13/2009
390.00		1,355.00					-965.00	
		32. HARRIS CORP DEL PROPERTY TYPE: SECURITIES					02/01/2008	03/16/2009
1,019.00		1,928.00					-909.00	
		8. ADVANCED AUTO PARTS INC PROPERTY TYPE: SECURITIES					12/19/2008	03/20/2009
317.00		265.00					52.00	
		9. CONTINENTAL RES INC COM PROPERTY TYPE: SECURITIES					04/18/2008	03/20/2009
207.00		375.00					-168.00	
		16. URS CORP NEW PROPERTY TYPE: SECURITIES					12/09/2008	03/20/2009
620.00		637.00					-17.00	
		21. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					09/29/2008	03/23/2009
469.00		516.00					-47.00	
		3. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					01/04/2008	03/23/2009
67.00		87.00					-20.00	
		31. COACH INC PROPERTY TYPE: SECURITIES					03/13/2008	03/23/2009
496.00		892.00					-396.00	
		2. INTUITIVE SURGICAL INC COM NEW STK PROPERTY TYPE: SECURITIES					06/04/2007	03/23/2009
191.00		284.00					-93.00	
		200000. FED FARM CR BK 3.150% 3/2 PROPERTY TYPE: SECURITIES					03/24/2008	03/24/2009
200,000.00		200,000.00						
		200000. FED FARM CR BK 4.000% 4/0 PROPERTY TYPE: SECURITIES					03/24/2008	04/01/2009
200,000.00		200,000.00						

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		200000. FED HOME LN BK 3.800% 4/0 PROPERTY TYPE: SECURITIES					03/24/2008	04/03/2009
200,000.00		200,000.00						
		200000. FED FARM CR BK 2.650% 4/1 PROPERTY TYPE: SECURITIES					04/15/2008	04/15/2009
200,000.00		200,000.00						
		4. INTUITIVE SURGICAL INC COM NEW STK PROPERTY TYPE: SECURITIES					10/20/2008	04/29/2009
588.00		766.00					-178.00	
		1. INTUITIVE SURGICAL INC COM NEW STK PROPERTY TYPE: SECURITIES					06/04/2007	04/29/2009
147.00		142.00					5.00	
		500000. FED HOME LN BK 5.375% 6/0 PROPERTY TYPE: SECURITIES					05/21/2007	06/01/2009
500,000.00		500,000.00						
		500000. FHLB CONS BD DTD 06/01/2007 5.25 PROPERTY TYPE: SECURITIES					05/21/2007	06/01/2009
500,000.00		500,000.00						
		500000. FED NATL MTG ASSN 5.000% 6/0 PROPERTY TYPE: SECURITIES					05/20/2003	06/04/2009
500,000.00		500,000.00						
		.9132 #REORG/HARRIS STRATEX NAME CHANGE PROPERTY TYPE: SECURITIES					05/28/2009	06/05/2009
5.00		5.00						
		61384.82 MFO RIDGEWORTH FDS INTL EQTY IN PROPERTY TYPE: SECURITIES					11/29/2007	06/11/2009
697,332.00		1036000.00					-338668.00	
		15772.871 MFO RIDGEWORTH FDS HIGH INCOME PROPERTY TYPE: SECURITIES					08/25/2008	06/11/2009
85,804.00		100,000.00					-14,196.00	
		21715.611 MFO RIDGEWORTH FDS HIGH INCOME PROPERTY TYPE: SECURITIES					04/08/2008	06/11/2009
118,133.00		140,500.00					-22,367.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		21942.178 MFO RIDGEWORTH FDS SEIX FLTG R PROPERTY TYPE: SECURITIES					08/25/2008	06/11/2009
178,390.00		200,000.00					-21,610.00	
		6500. AT&T INC PROPERTY TYPE: SECURITIES					09/10/1984	06/18/2009
156,776.00		25,792.00					130,984.00	
		42. ADVANCED AUTO PARTS INC PROPERTY TYPE: SECURITIES					01/07/2009	06/18/2009
1,769.00		1,385.00					384.00	
		18. AECOM TECHNOLOGY CORP DELAWARE COM PROPERTY TYPE: SECURITIES					02/09/2009	06/18/2009
530.00		494.00					36.00	
		99. AECOM TECHNOLOGY CORP DELAWARE COM PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
2,914.00		2,579.00					335.00	
		34. AFFILIATED MANAGERS GROUP PROPERTY TYPE: SECURITIES					03/05/2009	06/18/2009
1,956.00		1,363.00					593.00	
		5. AFFILIATED MANAGERS GROUP PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
288.00		545.00					-257.00	
		48. AIRGAS INC PROPERTY TYPE: SECURITIES					02/02/2009	06/18/2009
1,942.00		2,370.00					-428.00	
		22. AIRGAS INC PROPERTY TYPE: SECURITIES					05/21/2008	06/18/2009
890.00		1,289.00					-399.00	
		110. #REORG/ALBERTO-CULVER CO NEW COM CA PROPERTY TYPE: SECURITIES					04/29/2008	06/18/2009
2,709.00		2,890.00					-181.00	
		85. ALTERA CORP PROPERTY TYPE: SECURITIES					03/24/2009	06/18/2009
1,364.00		1,500.00					-136.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1250. ALTRIA GROUP INC PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
20,400.00		27,294.00					-6,894.00	
		50. AMETEK INC NEW PROPERTY TYPE: SECURITIES					03/02/2009	06/18/2009
1,694.00		1,441.00					253.00	
		66. AMPHENOL CORP NEW CL A PROPERTY TYPE: SECURITIES					01/16/2009	06/18/2009
2,105.00		2,033.00					72.00	
		26. APOLLO GROUP INC CL A PROPERTY TYPE: SECURITIES					09/30/2008	06/18/2009
1,730.00		1,552.00					178.00	
		21. BALL CORPORATION PROPERTY TYPE: SECURITIES					09/19/2008	06/18/2009
873.00		907.00					-34.00	
		73. BALL CORPORATION PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
3,034.00		3,330.00					-296.00	
		63. BED BATH & BEYOND INC PROPERTY TYPE: SECURITIES					03/05/2009	06/18/2009
1,748.00		1,426.00					322.00	
		2524. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					10/21/2008	06/18/2009
55,971.00		61,811.00					-5,840.00	
		66. BROADCOM CORP CL A PROPERTY TYPE: SECURITIES					09/30/2008	06/18/2009
1,664.00		1,473.00					191.00	
		48. BROADCOM CORP CL A PROPERTY TYPE: SECURITIES					04/24/2008	06/18/2009
1,210.00		1,304.00					-94.00	
		28. BROWN & BROWN INC PROPERTY TYPE: SECURITIES					01/07/2009	06/18/2009
543.00		559.00					-16.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		75. BROWN & BROWN INC PROPERTY TYPE: SECURITIES					06/05/2008	06/18/2009
1,456.00		1,466.00					-10.00	
		22. #REORG/BUCYRUS INTL INC NEW COM CL A PROPERTY TYPE: SECURITIES					11/11/2008	06/18/2009
592.00		538.00					54.00	
		15. #REORG/BUCYRUS INTL INC NEW COM CL A PROPERTY TYPE: SECURITIES					03/11/2008	06/18/2009
404.00		784.00					-380.00	
		79. BURGER KING HLDGS INC COM PROPERTY TYPE: SECURITIES					02/13/2009	06/18/2009
1,315.00		1,880.00					-565.00	
		51. BURGER KING HLDGS INC COM PROPERTY TYPE: SECURITIES					06/16/2008	06/18/2009
849.00		1,453.00					-604.00	
		2750. CVS CORP PROPERTY TYPE: SECURITIES					02/21/2007	06/18/2009
85,205.00		91,162.00					-5,957.00	
		174. CENTRAL EUROPEAN DIST CORP PROPERTY TYPE: SECURITIES					03/13/2009	06/18/2009
4,740.00		1,869.00					2,871.00	
		2300. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					03/29/1983	06/18/2009
157,838.00		20,473.00					137,365.00	
		33. CHURCH & DWIGHT INC PROPERTY TYPE: SECURITIES					03/02/2009	06/18/2009
1,735.00		1,677.00					58.00	
		22. CHURCH & DWIGHT INC PROPERTY TYPE: SECURITIES					05/07/2008	06/18/2009
1,157.00		1,200.00					-43.00	
		6500. CISCO SYS INC PROPERTY TYPE: SECURITIES					02/17/2005	06/18/2009
123,887.00		136,754.00					-12,867.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		28. COACH INC PROPERTY TYPE: SECURITIES					09/25/2008	06/18/2009
710.00		817.00					-107.00	
		17. COACH INC PROPERTY TYPE: SECURITIES					03/13/2008	06/18/2009
431.00		469.00					-38.00	
		66. COGNIZANT TECHNOLOGY SOLUTION CL A PROPERTY TYPE: SECURITIES					02/25/2009	06/18/2009
1,687.00		1,228.00					459.00	
		40. COGNIZANT TECHNOLOGY SOLUTION CL A PROPERTY TYPE: SECURITIES					03/11/2008	06/18/2009
1,022.00		1,168.00					-146.00	
		2500. CONSOLIDATED EDISON INC COM PROPERTY TYPE: SECURITIES					03/29/1983	06/18/2009
92,706.00		28,169.00					64,537.00	
		47. CONTINENTAL RES INC COM PROPERTY TYPE: SECURITIES					02/09/2009	06/18/2009
1,287.00		1,432.00					-145.00	
		21. CONTINENTAL RES INC COM PROPERTY TYPE: SECURITIES					05/21/2008	06/18/2009
575.00		1,055.00					-480.00	
		1500. CORNING INC PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
22,784.00		31,858.00					-9,074.00	
		1500. CORNING INC PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
22,784.00		36,075.00					-13,291.00	
		2800. DIRECTV GROUP INC PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
63,025.00		78,202.00					-15,177.00	
		63. DOLBY LABORATORIES INC CL A PROPERTY TYPE: SECURITIES					06/13/2008	06/18/2009
2,308.00		2,917.00					-609.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		39. DUN & BRADSTREET CORP DEL NEW PROPERTY TYPE: SECURITIES					04/08/2008	06/18/2009
3,126.00		3,523.00					-397.00	
		4000. EMC CORP MASS PROPERTY TYPE: SECURITIES					06/30/2008	06/18/2009
51,159.00		58,800.00					-7,641.00	
		20. ECOLAB INC PROPERTY TYPE: SECURITIES					01/07/2009	06/18/2009
762.00		696.00					66.00	
		68. ECOLAB INC PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
2,590.00		3,377.00					-787.00	
		350. EXELON CORP PROPERTY TYPE: SECURITIES					06/30/2008	06/18/2009
17,503.00		31,542.00					-14,039.00	
		700. EXELON CORP PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
35,005.00		56,700.00					-21,695.00	
		50. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES					11/14/2008	06/18/2009
1,640.00		1,424.00					216.00	
		39. FMC TECHNOLOGIES INC PROPERTY TYPE: SECURITIES					03/03/2008	06/18/2009
1,445.00		2,278.00					-833.00	
		33. FACTSET RESH SYS INC PROPERTY TYPE: SECURITIES					01/14/2009	06/18/2009
1,606.00		1,366.00					240.00	
		9. FASTENAL CO PROPERTY TYPE: SECURITIES					07/14/2008	06/18/2009
303.00		397.00					-94.00	
		81. FASTENAL CO PROPERTY TYPE: SECURITIES					02/29/2008	06/18/2009
2,725.00		3,224.00					-499.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		103. F5 NETWORKS INC PROPERTY TYPE: SECURITIES					02/25/2009	06/18/2009
3,508.00		2,195.00					1,313.00	
		119. FISERV INC PROPERTY TYPE: SECURITIES					02/08/2008	06/18/2009
5,397.00		6,205.00					-808.00	
		50. GAMESTOP CORP CL A COM PROPERTY TYPE: SECURITIES					01/09/2009	06/18/2009
1,145.00		1,682.00					-537.00	
		22. GAMESTOP CORP CL A COM PROPERTY TYPE: SECURITIES					05/23/2008	06/18/2009
504.00		1,070.00					-566.00	
		4500. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					11/17/1975	06/18/2009
53,099.00		3,483.00					49,616.00	
		2000. GENWORTH FINANCIAL INC PROPERTY TYPE: SECURITIES					06/30/2008	06/18/2009
11,900.00		35,998.00					-24,098.00	
		87. GUESS INC COM PROPERTY TYPE: SECURITIES					03/19/2009	06/18/2009
2,090.00		1,557.00					533.00	
		64. HANSEN NATURAL CORP COM PROPERTY TYPE: SECURITIES					02/02/2009	06/18/2009
1,934.00		1,773.00					161.00	
		782. HARRIS CORP DEL PROPERTY TYPE: SECURITIES					11/03/2008	06/18/2009
22,693.00		39,250.00					-16,557.00	
		63. HARRIS CORP DEL PROPERTY TYPE: SECURITIES					03/03/2008	06/18/2009
1,828.00		3,311.00					-1,483.00	
		209. #REORG/HARRIS STRATEX NAME CHANGE A PROPERTY TYPE: SECURITIES					05/28/2009	06/18/2009
1,287.00		1,121.00					166.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
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		2000. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
74,278.00		91,118.00					-16,840.00	
		3000. HOME DEPOT INC PROPERTY TYPE: SECURITIES					05/28/1993	06/18/2009
69,944.00		30,727.00					39,217.00	
		37. HUDSON CITY BANCORP PROPERTY TYPE: SECURITIES					01/07/2009	06/18/2009
472.00		589.00					-117.00	
		48. J B HUNT TRANS SVCS INC PROPERTY TYPE: SECURITIES					10/23/2008	06/18/2009
1,510.00		1,562.00					-52.00	
		5. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					07/29/2008	06/18/2009
478.00		440.00					38.00	
		13. ITT EDUCATIONAL SERVICES INC PROPERTY TYPE: SECURITIES					05/01/2008	06/18/2009
1,243.00		988.00					255.00	
		55. IHS INC COM CL A COM CL A PROPERTY TYPE: SECURITIES					01/22/2009	06/18/2009
2,670.00		2,105.00					565.00	
		5400. INTEL CORP PROPERTY TYPE: SECURITIES					07/02/1997	06/18/2009
86,722.00		96,703.00					-9,981.00	
		85. INTERACTIVE BROKERS GROUP INC CL COM PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
1,232.00		2,582.00					-1,350.00	
		62. INTUIT PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
1,710.00		1,857.00					-147.00	
		15. JACOBS ENGR GROUP INC PROPERTY TYPE: SECURITIES					12/09/2008	06/18/2009
631.00		778.00					-147.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		89. JARDEN CORP COM PROPERTY TYPE: SECURITIES					03/12/2009	06/18/2009
1,599.00		1,389.00					210.00	
		41. JARDEN CORP COM PROPERTY TYPE: SECURITIES					06/12/2008	06/18/2009
737.00		847.00					-110.00	
		35. KIRBY EXPLORATION, INC. PROPERTY TYPE: SECURITIES					02/10/2009	06/18/2009
1,083.00		844.00					239.00	
		147. LKQ CORP COM LKQ CORP PROPERTY TYPE: SECURITIES					06/04/2008	06/18/2009
2,325.00		2,964.00					-639.00	
		46. L-3 COMMUNICATIONS HLDGS INC PROPERTY TYPE: SECURITIES					01/30/2009	06/18/2009
3,301.00		3,910.00					-609.00	
		1200. LINCOLN NATIONAL CORP IND PROPERTY TYPE: SECURITIES					05/25/2006	06/18/2009
18,828.00		66,859.00					-48,031.00	
		1250. LOCKHEED MARTIN CORP PROPERTY TYPE: SECURITIES					11/01/2002	06/18/2009
104,097.00		70,875.00					33,222.00	
		26. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
486.00		1,956.00					-1,470.00	
		3. MARRIOTT INTL INC NEW CL A PROPERTY TYPE: SECURITIES					04/28/2009	06/18/2009
67.00		63.00					4.00	
		800. MCDONALDS CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
46,821.00		49,712.00					-2,891.00	
		2000. MCDONALDS CORP PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
117,052.00		112,860.00					4,192.00	

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		37. MEDNAX INC COM PROPERTY TYPE: SECURITIES					09/22/2008	06/18/2009
1,511.00		2,006.00					-495.00	
		1000. MERCK & CO INC PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
25,639.00		43,410.00					-17,771.00	
		5600. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					05/19/2000	06/18/2009
130,925.00		193,828.00					-62,903.00	
		640. MFC MIDCAP SPDR TR UNIT SER 1 STD & PROPERTY TYPE: SECURITIES					08/27/2007	06/18/2009
66,705.00		99,828.00					-33,123.00	
		600. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
49,417.00		69,594.00					-20,177.00	
		26. NII HLDGS INC COM NEW CL B NEW PROPERTY TYPE: SECURITIES					02/28/2008	06/18/2009
508.00		1,088.00					-580.00	
		92. NETAPP INC COM STK PROPERTY TYPE: SECURITIES					09/19/2008	06/18/2009
1,734.00		2,236.00					-502.00	
		1550. NIKE INC CLASS B PROPERTY TYPE: SECURITIES					05/12/2005	06/18/2009
86,908.00		59,946.00					26,962.00	
		16. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					01/26/2009	06/18/2009
832.00		892.00					-60.00	
		1200. NORTHERN TRUST CORP PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
62,413.00		83,700.00					-21,287.00	
		29. PAYCHEX INC PROPERTY TYPE: SECURITIES					10/13/2008	06/18/2009
768.00		822.00					-54.00	

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		79. PENN NATL GAMING INC PROPERTY TYPE: SECURITIES					10/09/2008	06/18/2009
2,232.00		1,894.00					338.00	
		103. PITNEY BOWES INC PROPERTY TYPE: SECURITIES					03/02/2009	06/18/2009
2,210.00		2,985.00					-775.00	
		59. PRICE T ROWE GROUP INC PROPERTY TYPE: SECURITIES					03/05/2009	06/18/2009
2,420.00		1,491.00					929.00	
		17. PRICELINE COM INC COM PROPERTY TYPE: SECURITIES					03/17/2009	06/18/2009
1,863.00		1,435.00					428.00	
		24. RANGE RES CORP PROPERTY TYPE: SECURITIES					12/05/2008	06/18/2009
1,077.00		907.00					170.00	
		98. RESMED INC PROPERTY TYPE: SECURITIES					03/23/2009	06/18/2009
3,895.00		3,721.00					174.00	
		29. ROCKWELL COLLINS INC PROPERTY TYPE: SECURITIES					09/18/2008	06/18/2009
1,267.00		1,456.00					-189.00	
		131. ST JUDE MEDICAL INC PROPERTY TYPE: SECURITIES					01/29/2008	06/18/2009
5,316.00		5,254.00					62.00	
		132. SCIENTIFIC GAMES CORP PROPERTY TYPE: SECURITIES					03/17/2009	06/18/2009
2,339.00		1,910.00					429.00	
		51. SCOTTS CO CL A PROPERTY TYPE: SECURITIES					03/03/2009	06/18/2009
1,827.00		1,607.00					220.00	
		52. SOUTHWESTERN ENERGY CO COM PROPERTY TYPE: SECURITIES					01/05/2009	06/18/2009
2,161.00		1,686.00					475.00	

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		91. STARBUCKS CORP PROPERTY TYPE: SECURITIES					03/23/2009	06/18/2009
1,299.00		1,025.00					274.00	
		11. STERICYCLE INC PROPERTY TYPE: SECURITIES					01/15/2009	06/18/2009
555.00		533.00					22.00	
		46. STERICYCLE INC PROPERTY TYPE: SECURITIES					12/03/2007	06/18/2009
2,319.00		2,752.00					-433.00	
		42. SUPERIOR ENERGY SERVICES INC COM PROPERTY TYPE: SECURITIES					02/10/2009	06/18/2009
829.00		686.00					143.00	
		47. SUPERIOR ENERGY SERVICES INC COM PROPERTY TYPE: SECURITIES					05/06/2008	06/18/2009
928.00		2,362.00					-1,434.00	
		2500. TEXAS INSTRUMENTS INC PROPERTY TYPE: SECURITIES					02/21/2007	06/18/2009
52,999.00		78,569.00					-25,570.00	
		750. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
30,794.00		45,210.00					-14,416.00	
		500. UNION PACIFIC CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/18/2009
25,619.00		39,505.00					-13,886.00	
		59. VARIAN MED SYS INC PROPERTY TYPE: SECURITIES					06/06/2008	06/18/2009
2,176.00		2,896.00					-720.00	
		1500. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
45,029.00		54,482.00					-9,453.00	
		1750. WESTERN DIGITAL CORP PROPERTY TYPE: SECURITIES					03/24/2008	06/18/2009
42,394.00		51,293.00					-8,899.00	

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		68. JOHN WILEY & SONS INC CLASS A PROPERTY TYPE: SECURITIES					12/16/2008	06/18/2009
2,263.00		2,890.00					-627.00	
		14. JOHN WILEY & SONS INC CLASS A PROPERTY TYPE: SECURITIES					04/30/2008	06/18/2009
466.00		649.00					-183.00	
		71. XTO ENERGY CORP PROPERTY TYPE: SECURITIES					01/04/2008	06/18/2009
2,809.00		3,601.00					-792.00	
		1500. ACE LTD COM STK PROPERTY TYPE: SECURITIES					08/27/2007	06/18/2009
64,543.00		89,138.00					-24,595.00	
		54. NOBLE CORPORATION (SWITZERLAND) COM PROPERTY TYPE: SECURITIES					03/12/2009	06/18/2009
1,797.00		1,285.00					512.00	
		1250. AFLAC INC PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
38,749.00		78,916.00					-40,167.00	
		1000. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES					11/29/2007	06/19/2009
47,509.00		57,020.00					-9,511.00	
		1500. AIR PRODUCTS & CHEMICALS INC PROPERTY TYPE: SECURITIES					08/25/2008	06/19/2009
97,938.00		136,307.00					-38,369.00	
		400. APACHE CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/19/2009
30,623.00		44,632.00					-14,009.00	
		800. APACHE CORP PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
61,246.00		85,912.00					-24,666.00	
		500. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
69,025.00		67,055.00					1,970.00	

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		6000. BK AMER CORP COM PROPERTY TYPE: SECURITIES					08/16/2005	06/19/2009
77,639.00		230,335.00					-152696.00	
		1000. BANK NEW YORK MELLON CORP COM STK PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
29,359.00		46,500.00					-17,141.00	
		49. C R BARD INC PROPERTY TYPE: SECURITIES					03/16/2009	06/19/2009
3,651.00		4,288.00					-637.00	
		1000. C R BARD INC PROPERTY TYPE: SECURITIES					08/16/2005	06/19/2009
74,503.00		65,236.00					9,267.00	
		750. CVS CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/19/2009
23,895.00		27,758.00					-3,863.00	
		1250. CVS CORP PROPERTY TYPE: SECURITIES					02/21/2007	06/19/2009
39,824.00		41,437.00					-1,613.00	
		1635. CONOCOPHILLIPS PROPERTY TYPE: SECURITIES					05/16/2003	06/19/2009
71,088.00		57,676.00					13,412.00	
		1250. DANAHER CORP PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
77,195.00		96,424.00					-19,229.00	
		2500. WALT DISNEY CO PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
59,398.00		78,414.00					-19,016.00	
		250. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
8,242.00		12,425.00					-4,183.00	
		1000. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
32,969.00		49,120.00					-16,151.00	

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		1529. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					03/03/2009	06/19/2009
101,976.00		97,459.00					4,517.00	
		35. EXPRESS SCRIPTS INC CL A PROPERTY TYPE: SECURITIES					01/04/2008	06/19/2009
2,334.00		2,557.00					-223.00	
		3600. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					12/13/1976	06/19/2009
256,764.00		10,623.00					246,141.00	
		500. FLUOR CORP PROPERTY TYPE: SECURITIES					08/25/2008	06/19/2009
25,293.00		38,073.00					-12,780.00	
		1500. GENERAL DYNAMICS CORP PROPERTY TYPE: SECURITIES					02/06/2002	06/19/2009
88,641.00		66,003.00					22,638.00	
		4000. GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES					11/17/1975	06/19/2009
48,268.00		3,096.00					45,172.00	
		600. GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES					11/29/2007	06/19/2009
85,362.00		137,056.00					-51,694.00	
		200. GOOGLE INC CL A PROPERTY TYPE: SECURITIES					05/21/2007	06/19/2009
83,551.00		93,928.00					-10,377.00	
		1600. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES					05/19/2000	06/19/2009
169,996.00		173,572.00					-3,576.00	
		6950. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					05/20/2004	06/19/2009
239,136.00		265,893.00					-26,757.00	
		2500. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					02/26/1993	06/19/2009
141,004.00		26,697.00					114,307.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		926. LABORATORY CORP AMER HLDGS NEW PROPERTY TYPE: SECURITIES					11/24/2008	06/19/2009
61,318.00		64,789.00					-3,471.00	
		1550. MCKESSON HBOC INC PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
69,210.00		87,870.00					-18,660.00	
		3000. ORACLE CORPORATION PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
62,134.00		63,688.00					-1,554.00	
		2000. PEPSICO INC PROPERTY TYPE: SECURITIES					08/26/1998	06/19/2009
107,789.00		69,035.00					38,754.00	
		1250. PHILIP MORRIS INTERNATIONAL PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
53,224.00		62,194.00					-8,970.00	
		3250. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					08/26/1991	06/19/2009
165,650.00		33,702.00					131,948.00	
		1700. SCHLUMBERGER LTD ISIN #AN806857108 PROPERTY TYPE: SECURITIES					11/21/2006	06/19/2009
94,374.00		104,060.00					-9,686.00	
		2000. TJX COS INC NEW PROPERTY TYPE: SECURITIES					03/24/2008	06/19/2009
61,631.00		67,920.00					-6,289.00	
		1320. TARGET CORP PROPERTY TYPE: SECURITIES					08/16/2005	06/19/2009
52,524.00		58,155.00					-5,631.00	
		1300. THE TRAVELERS COMPANIES INC. PROPERTY TYPE: SECURITIES					06/30/2008	06/19/2009
55,626.00		56,846.00					-1,220.00	
		2400. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES					08/08/2001	06/19/2009
130,883.00		89,456.00					41,427.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2500. WAL MART STORES INC					05/20/2004	06/19/2009
		PROPERTY TYPE: SECURITIES						
120,872.00		145,565.00					-24,693.00	
		2200. WELLS FARGO & CO NEW					06/30/2008	06/19/2009
		PROPERTY TYPE: SECURITIES						
51,831.00		53,062.00					-1,231.00	
		1500. ZIMMER HLDGS INC					11/29/2007	06/19/2009
		PROPERTY TYPE: SECURITIES						
63,497.00		112,444.00					-48,947.00	
		160. MARVELL TECHNOLOGY GROUP LTD ORD					01/15/2009	06/19/2009
		PROPERTY TYPE: SECURITIES						
1,910.00		1,444.00					466.00	
		19. MARVELL TECHNOLOGY GROUP LTD ORD					06/13/2008	06/19/2009
		PROPERTY TYPE: SECURITIES						
227.00		319.00					-92.00	
		6500. CITIGROUP CAP XVI GTD ENHANCED TR					12/05/2006	06/29/2009
		PROPERTY TYPE: SECURITIES						
112,695.00		163,795.00					-51,100.00	
		5000. MERRILL LYNCH PFD CAP TR III					02/20/1998	06/29/2009
		PROPERTY TYPE: SECURITIES						
83,068.00		126,588.00					-43,520.00	
		250000. FFCB BD 4.1 07-07-2011/07-07-200					07/01/2008	07/07/2009
		PROPERTY TYPE: SECURITIES						
250,000.00		250,000.00						
		13844.24 MFO ALLIANZ FDS NFJ SMALL-CAP V					12/11/2008	07/13/2009
		PROPERTY TYPE: SECURITIES						
272,593.00		402,320.00					-129727.00	
		4143. MFO BOSTON CO SMALL CAP TAX-SENSIT					11/29/2007	07/13/2009
		PROPERTY TYPE: SECURITIES						
100,923.00		174,627.00					-73,704.00	
		1133.94 MFO FORUM FDS ABSOLUTE STRATEGIE					12/10/2008	07/13/2009
		PROPERTY TYPE: SECURITIES						
10,909.00		10,058.00					851.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		28409.29 MFO FORUM FDS ABSOLUTE STRATEGI PROPERTY TYPE: SECURITIES					06/30/2008	07/13/2009
273,297.00		300,000.00					-26,703.00	
		2388.91 MFO GOLDMAN SACHS TR EMERGING MK PROPERTY TYPE: SECURITIES					08/25/2008	07/13/2009
27,377.00		50,000.00					-22,623.00	
		14263.41 MFO GOLDMAN SACHS TR EMERGING M PROPERTY TYPE: SECURITIES					06/30/2008	07/13/2009
163,459.00		350,000.00					-186541.00	
		1363.14 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					08/25/2008	07/13/2009
12,445.00		25,000.00					-12,555.00	
		6670.88 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					06/30/2008	07/13/2009
60,905.00		125,000.00					-64,095.00	
		200000. FFCB BD 4.125 07-17-2009 PROPERTY TYPE: SECURITIES					09/09/2005	07/17/2009
200,000.00		199,713.00					287.00	
		133000. AT&T BROADBAND 8.375% DUE 03-15- PROPERTY TYPE: SECURITIES					08/11/1994	07/20/2009
151,620.00		129,788.00					21,832.00	
		250000. FHLB CONS BD 4.5 07-23-2012/07-2 PROPERTY TYPE: SECURITIES					07/01/2008	07/23/2009
250,000.00		250,000.00						
		200000. FHLB BD 3.55 07-23-2010/07-23-20 PROPERTY TYPE: SECURITIES					07/01/2008	07/23/2009
200,000.00		200,000.00						
		12105.62 MFB NORTHERN FDS GLOBAL REAL ES PROPERTY TYPE: SECURITIES					07/20/2009	08/17/2009
75,418.00		67,958.00					7,460.00	
		6500. USB CAP X 6.50% TRUST PFD SEC PROPERTY TYPE: SECURITIES					11/21/2006	08/20/2009
144,468.00		165,425.00					-20,957.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25836.42 MFB NORTHN FDS GLOBAL FXD INC F PROPERTY TYPE: SECURITIES					08/17/2009	08/31/2009
304,353.00		297,830.00					6,523.00	
		79239.3 OPPENHEIMER INTL BD FD CL A PROPERTY TYPE: SECURITIES					08/31/2009	09/14/2009
511,094.00		500,000.00					11,094.00	
		200000. GILLETTE CO SR NT 3.8% DUE 09-15 PROPERTY TYPE: SECURITIES					04/23/2008	09/15/2009
200,000.00		202,914.00					-2,914.00	
		7000. MERRILL LYNCH PFD CAP TR III PROPERTY TYPE: SECURITIES					06/19/1998	09/29/2009
136,584.00		173,141.00					-36,557.00	
		20973.62 MFB NORTHERN INSTL FDS EQUITY I PROPERTY TYPE: SECURITIES					06/19/2009	09/29/2009
221,062.00		191,909.00					29,153.00	
		16382.64 MFO OPPENHEIMER INTL BD FD CL Y PROPERTY TYPE: SECURITIES					09/16/2009	09/29/2009
106,651.00		106,487.00					164.00	
		23057.74 MFB NORTHERN INSTL FDS EQUITY I PROPERTY TYPE: SECURITIES					06/19/2009	10/05/2009
238,417.00		210,978.00					27,439.00	
		2755.47 MFB NORTHN MID CAP INDEX FD FD PROPERTY TYPE: SECURITIES					07/22/2009	10/20/2009
25,929.00		21,878.00					4,051.00	
		11414.13 MFB NORTHERN INSTL FDS INTL EQU PROPERTY TYPE: SECURITIES					09/29/2009	10/20/2009
96,107.00		92,683.00					3,424.00	
		23890.42 MFB NORTHERN INSTL FDS EQUITY I PROPERTY TYPE: SECURITIES					06/19/2009	10/20/2009
259,211.00		218,597.00					40,614.00	
		250000. WAL MART STORES INC DEB NON CALL PROPERTY TYPE: SECURITIES					06/01/1993	10/26/2009
287,540.00		250,000.00					37,540.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3190.45 MFB NORTHERN FDS GLOBAL REAL EST PROPERTY TYPE: SECURITIES					06/19/2009	10/27/2009
22,046.00		17,643.00					4,403.00	
		16766.82 MFO OPPENHEIMER INTL BD FD CL Y PROPERTY TYPE: SECURITIES					09/16/2009	10/27/2009
109,655.00		108,984.00					671.00	
		3373.93 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES					08/25/2008	10/27/2009
27,700.00		64,456.00					-36,756.00	
		100. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					07/20/2009	10/27/2009
10,150.00		9,315.00					835.00	
		7584.66 MFB NORTHERN FDS GLOBAL REAL EST PROPERTY TYPE: SECURITIES					06/19/2009	10/30/2009
51,424.00		41,943.00					9,481.00	
		11953.06 MFB NORTHERN INSTL FDS EQUITY I PROPERTY TYPE: SECURITIES					06/19/2009	10/30/2009
123,236.00		109,371.00					13,865.00	
		21972.02 MFO OPPENHEIMER INTL BD FD CL Y PROPERTY TYPE: SECURITIES					09/16/2009	10/30/2009
143,697.00		142,818.00					879.00	
		382.37 PIMCO COMMODITY REALRETURN STRATE PROPERTY TYPE: SECURITIES					08/12/2009	10/30/2009
3,086.00		2,944.00					142.00	
		6144.15 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES					08/25/2008	10/30/2009
49,583.00		90,544.00					-40,961.00	
		200000. FFCB DTD 11/06/2002 4.35 11-06-2 PROPERTY TYPE: SECURITIES					08/18/2005	11/06/2009
200,000.00		199,900.00					100.00	
		9220. MFB NORTHERN INSTL FDS EQUITY INDE PROPERTY TYPE: SECURITIES					06/19/2009	11/16/2009
101,881.00		84,363.00					17,518.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		4681.94 MFB NORTHERN FDS GLOBAL REAL EST PROPERTY TYPE: SECURITIES					06/19/2009	11/25/2009
32,914.00		25,891.00					7,023.00	
		11865.01 MFB NORTHERN INSTL FDS EQUITY I PROPERTY TYPE: SECURITIES					06/19/2009	11/25/2009
130,871.00		108,565.00					22,306.00	
		1888.19 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES					11/17/2009	11/25/2009
16,144.00		15,974.00					170.00	
		100. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					07/20/2009	11/25/2009
11,618.00		9,315.00					2,303.00	
		9197.46 MFO OPPENHEIMER INTL BD FD CL Y PROPERTY TYPE: SECURITIES					09/16/2009	11/30/2009
61,531.00		59,644.00					1,887.00	
		6857.68 PIMCO COMMODITY REALRETURN STRAT PROPERTY TYPE: SECURITIES					11/17/2009	11/30/2009
58,496.00		54,266.00					4,230.00	
		200. MFC SPDR GOLD TR GOLD SHS PROPERTY TYPE: SECURITIES					07/20/2009	11/30/2009
22,949.00		18,514.00					4,435.00	
		50000. WELLS FARGO & CO NEW MTN 4.2% DUE PROPERTY TYPE: SECURITIES					05/06/2008	01/15/2010
50,000.00		50,474.00					-474.00	
TOTAL GAIN(LOSS)		....					---------- -802,173. ==========	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND & INTEREST		691,628.	690,524.
	TOTAL	691,628.	690,524.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
DEFERRED INCOME		-51.
EXCISE TAX REFUND		1,705.
	TOTALS	1,654.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING &AUDITING	20,415.	10,207.		10,208.
TOTALS	20,415.	10,207.	NONE	10,208.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT-SUNTRUST		36,391.	36,391.
INVESTMENT-NORTHERN		15,920.	15,920.
	TOTALS	52,311.	52,311.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	2,945.	2,945.
ESTIMATED TAX	12,000.	
EXCISE TAX-PY	2,700.	
TOTALS	17,645.	2,945.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
COUNCIL ON SMALL FDN	500.	500.
PROPERTY &WIND INSUR	1,606.	1,606.
PHONE	4,669.	4,669.
OTHER OFFICE EXPENSE	4,431.	4,431.
MISC EXPENSES	2,318.	2,318.
TOTALS	13,524.	13,524.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	1,000,730.	1,050,299.
TOTALS	1,000,730.	1,050,299.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED		7,072,059.	8,139,105.
	TOTALS	7,072,059.	8,139,105.

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

DESCRIPTION		AMOUNT
RECOVERIES		4,817.
	TOTAL	4,817.

STATEMENT 9

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

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		2,485.
	TOTAL	2,485.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

FL

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

OFFICER NAME:
THEODORE THOMAS GORE, JR.
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
NANCY G SARAVIA
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
PAUL A GORE
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
LORENA GORE DUNLAP
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 10,121.

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

OFFICER NAME:
DAVID S GORE
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
CHARLES H GORE
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
PATRICIA PALMER SCHIFF
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

OFFICER NAME:
STEVE KNAPP
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

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

OFFICER NAME:
KATHLEEN P. WHITNEY
ADDRESS:
C/O 4747 N OCEAN DR 208
FT LAUDERDALE, FL 33308
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2
COMPENSATION .... 9,342.

TOTAL COMPENSATION: 84,857.

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

EMPLOYEE NAME:
DIANE FIORE
ADDRESS:
C/O 4747 N OCEAN DR 208
FORT LAUDERDALE, FL 33308
TITLE:
OFFICE MGR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION	60,354.
CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	7,780.

TOTAL COMPENSATION:	60,354.
TOTAL CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS:	7,780.

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

RECIPIENT NAME:
VARIOUS-SEE ATTACHED
ADDRESS:
VARIOUS-SEE ATTACHED

RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
P
AMOUNT OF GRANT PAID .... 487,811.

TOTAL GRANTS PAID: 487,811.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-298,861.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-298,861.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			8,977.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-512,289.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-503,312.

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

Part III Summary of Parts I and II. **Caution:** *Read the instructions* ***before*** *completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			-298,861.
14 **Net long-term gain or (loss):**				
a Total for year	14a			-503,312.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-802,173.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000)

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 75. HUDSON CITY BANCORP	10/31/2008	02/03/2009	862.00	1,396.00	-534.00
19. ROCKWELL COLLINS INC	07/14/2008	02/03/2009	720.00	985.00	-265.00
52. ALBEMARLE CORP	12/05/2008	02/04/2009	1,211.00	1,661.00	-450.00
11. ALLIANCE DATA SYSTEMS CORP	07/03/2008	02/05/2009	453.00	626.00	-173.00
17. PENN NATL GAMING INC	09/10/2008	02/06/2009	377.00	482.00	-105.00
15. SMITH INTERNATIONAL INC	10/29/2008	02/06/2009	366.00	488.00	-122.00
39. GUESS INC COM	10/03/2008	02/09/2009	689.00	1,446.00	-757.00
10. METTLER TOLEDO INTERNATIONAL INC	12/30/2008	02/09/2009	627.00	665.00	-38.00
9. ALLEGHENY ENERGY INC	06/18/2008	02/12/2009	253.00	487.00	-234.00
24. AMPHENOL CORP NEW CL A	08/26/2008	02/12/2009	662.00	1,146.00	-484.00
8. ITT EDUCATIONAL SERVICES INC	05/01/2008	02/13/2009	999.00	608.00	391.00
13. SHERWIN WILLIAMS CO	12/08/2008	02/13/2009	617.00	742.00	-125.00
31. SMITH INTERNATIONAL INC	10/29/2008	02/13/2009	740.00	1,008.00	-268.00
11. ALLIANCE DATA SYSTEMS CORP	07/31/2008	02/17/2009	373.00	635.00	-262.00
32. CENTRAL EUROPEAN DIST CORP	02/03/2009	02/17/2009	366.00	1,449.00	-1,083.00
50. MARVELL TECHNOLOGY GROUP LTD ORD	06/13/2008	02/17/2009	370.00	854.00	-484.00
5. APOLLO GROUP INC CL A	07/25/2008	02/25/2009	380.00	285.00	95.00
1. ITT EDUCATIONAL SERVICES INC	05/01/2008	02/25/2009	116.00	76.00	40.00
39. ALLIANCE DATA SYSTEMS CORP	09/26/2008	03/05/2009	1,026.00	2,289.00	-1,263.00
66. REPUBLIC SVCS INC	01/06/2009	03/05/2009	1,144.00	1,715.00	-571.00
18. METTLER TOLEDO INTERNATIONAL INC	12/30/2008	03/12/2009	817.00	1,197.00	-380.00
27. JOHN WILEY & SONS INC CLASS A	04/30/2008	03/12/2009	813.00	1,252.00	-439.00
39. ALLEGHENY ENERGY INC	06/18/2008	03/13/2009	833.00	2,110.00	-1,277.00
34. BURGER KING HLDGS INC COM	06/13/2008	03/13/2009	740.00	955.00	-215.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
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2009

Name of estate or trust: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	15. C H ROBINSON WORLDWIDE INC COM NEW COM NEW	12/17/2008	03/13/2009	631.00	786.00	-155.00
	8. ADVANCED AUTO PARTS INC	12/19/2008	03/20/2009	317.00	265.00	52.00
	9. CONTINENTAL RES INC COM	04/18/2008	03/20/2009	207.00	375.00	-168.00
	16. URS CORP NEW	12/09/2008	03/20/2009	620.00	637.00	-17.00
	21. BERKLEY W R CORP COM	09/29/2008	03/23/2009	469.00	516.00	-47.00
	200000. FED FARM CR BK 3.150% 3/24/11	03/24/2008	03/24/2009	200,000.00	200,000.00	
	200000. FED FARM CR BK 2.650% 4/15/10	04/15/2008	04/15/2009	200,000.00	200,000.00	
	4. INTUITIVE SURGICAL INC COM NEW STK	10/20/2008	04/29/2009	588.00	766.00	-178.00
	.9132 #REORG/HARRIS STRATEX NAME CHANGE AVIAT N	05/28/2009	06/05/2009	5.00	5.00	
	15772.871 MFO RIDGEWORTH FDS HIGH INCOME FD CL I	08/25/2008	06/11/2009	85,804.00	100,000.00	-14,196.00
	21942.178 MFO RIDGEWORTH FDS SEIX FLTG RATE INC FDCL	08/25/2008	06/11/2009	178,390.00	200,000.00	-21,610.00
	42. ADVANCED AUTO PARTS INC	01/07/2009	06/18/2009	1,769.00	1,385.00	384.00
	18. AECOM TECHNOLOGY CORP DELAWARE COM	02/09/2009	06/18/2009	530.00	494.00	36.00
	34. AFFILIATED MANAGERS GROUP	03/05/2009	06/18/2009	1,956.00	1,363.00	593.00
	48. AIRGAS INC	02/02/2009	06/18/2009	1,942.00	2,370.00	-428.00
	85. ALTERA CORP	03/24/2009	06/18/2009	1,364.00	1,500.00	-136.00
	50. AMETEK INC NEW	03/02/2009	06/18/2009	1,694.00	1,441.00	253.00
	66. AMPHENOL CORP NEW CL A	01/16/2009	06/18/2009	2,105.00	2,033.00	72.00
	26. APOLLO GROUP INC CL A	09/30/2008	06/18/2009	1,730.00	1,552.00	178.00
	21. BALL CORPORATION	09/19/2008	06/18/2009	873.00	907.00	-34.00
	63. BED BATH & BEYOND INC	03/05/2009	06/18/2009	1,748.00	1,426.00	322.00
	2524. BERKLEY W R CORP COM	10/21/2008	06/18/2009	55,971.00	61,811.00	-5,840.00
	66. BROADCOM CORP CL A	09/30/2008	06/18/2009	1,664.00	1,473.00	191.00
	28. BROWN & BROWN INC	01/07/2009	06/18/2009	543.00	559.00	-16.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 22. #REORG/BUCYRUS INTL INC NEW COM CL A CASH MERGE	11/11/2008	06/18/2009	592.00	538.00	54.00
79. BURGER KING HLDGS INC COM	02/13/2009	06/18/2009	1,315.00	1,880.00	-565.00
174. CENTRAL EUROPEAN DIST CORP	03/13/2009	06/18/2009	4,740.00	1,869.00	2,871.00
33. CHURCH & DWIGHT INC	03/02/2009	06/18/2009	1,735.00	1,677.00	58.00
28. COACH INC	09/25/2008	06/18/2009	710.00	817.00	-107.00
66. COGNIZANT TECHNOLOGY SOLUTION CL A	02/25/2009	06/18/2009	1,687.00	1,228.00	459.00
47. CONTINENTAL RES INC COM	02/09/2009	06/18/2009	1,287.00	1,432.00	-145.00
1500. CORNING INC	08/25/2008	06/18/2009	22,784.00	31,858.00	-9,074.00
2800. DIRECTV GROUP INC	08/25/2008	06/18/2009	63,025.00	78,202.00	-15,177.00
4000. EMC CORP MASS	06/30/2008	06/18/2009	51,159.00	58,800.00	-7,641.00
20. ECOLAB INC	01/07/2009	06/18/2009	762.00	696.00	66.00
350. EXELON CORP	06/30/2008	06/18/2009	17,503.00	31,542.00	-14,039.00
50. EXPEDITORS INTL WASH INC	11/14/2008	06/18/2009	1,640.00	1,424.00	216.00
33. FACTSET RESH SYS INC	01/14/2009	06/18/2009	1,606.00	1,366.00	240.00
9. FASTENAL CO	07/14/2008	06/18/2009	303.00	397.00	-94.00
103. F5 NETWORKS INC	02/25/2009	06/18/2009	3,508.00	2,195.00	1,313.00
50. GAMESTOP CORP CL A COM	01/09/2009	06/18/2009	1,145.00	1,682.00	-537.00
2000. GENWORTH FINANCIAL INC	06/30/2008	06/18/2009	11,900.00	35,998.00	-24,098.00
87. GUESS INC COM	03/19/2009	06/18/2009	2,090.00	1,557.00	533.00
64. HANSEN NATURAL CORP COM	02/02/2009	06/18/2009	1,934.00	1,773.00	161.00
782. HARRIS CORP DEL	11/03/2008	06/18/2009	22,693.00	39,250.00	-16,557.00
209. #REORG/HARRIS STRATEX NAME CHANGE AVIAT NETWORKS	05/28/2009	06/18/2009	1,287.00	1,121.00	166.00
37. HUDSON CITY BANCORP	01/07/2009	06/18/2009	472.00	589.00	-117.00
48. J B HUNT TRANS SVCS INC	10/23/2008	06/18/2009	1,510.00	1,562.00	-52.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
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2009

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1a 5. ITT EDUCATIONAL SERVICES INC	07/29/2008	06/18/2009	478.00	440.00	38.00
55. IHS INC COM CL A COM CL A	01/22/2009	06/18/2009	2,670.00	2,105.00	565.00
15. JACOBS ENGR GROUP INC	12/09/2008	06/18/2009	631.00	778.00	-147.00
89. JARDEN CORP COM	03/12/2009	06/18/2009	1,599.00	1,389.00	210.00
35. KIRBY EXPLORATION, INC.	02/10/2009	06/18/2009	1,083.00	844.00	239.00
46. L-3 COMMUNICATIONS HLDGS INC	01/30/2009	06/18/2009	3,301.00	3,910.00	-609.00
3. MARRIOTT INTL INC NEW CL A	04/28/2009	06/18/2009	67.00	63.00	4.00
800. MCDONALDS CORP	08/25/2008	06/18/2009	46,821.00	49,712.00	-2,891.00
37. MEDNAX INC COM	09/22/2008	06/18/2009	1,511.00	2,006.00	-495.00
600. MONSANTO CO NEW	08/25/2008	06/18/2009	49,417.00	69,594.00	-20,177.00
92. NETAPP INC COM STK	09/19/2008	06/18/2009	1,734.00	2,236.00	-502.00
16. NORTHERN TRUST CORP	01/26/2009	06/18/2009	832.00	892.00	-60.00
29. PAYCHEX INC	10/13/2008	06/18/2009	768.00	822.00	-54.00
79. PENN NATL GAMING INC	10/09/2008	06/18/2009	2,232.00	1,894.00	338.00
103. PITNEY BOWES INC	03/02/2009	06/18/2009	2,210.00	2,985.00	-775.00
59. PRICE T ROWE GROUP INC	03/05/2009	06/18/2009	2,420.00	1,491.00	929.00
17. PRICELINE COM INC COM	03/17/2009	06/18/2009	1,863.00	1,435.00	428.00
24. RANGE RES CORP	12/05/2008	06/18/2009	1,077.00	907.00	170.00
98. RESMED INC	03/23/2009	06/18/2009	3,895.00	3,721.00	174.00
29. ROCKWELL COLLINS INC	09/18/2008	06/18/2009	1,267.00	1,456.00	-189.00
132. SCIENTIFIC GAMES CORP	03/17/2009	06/18/2009	2,339.00	1,910.00	429.00
51. SCOTTS CO CL A	03/03/2009	06/18/2009	1,827.00	1,607.00	220.00
52. SOUTHWESTERN ENERGY CO COM	01/05/2009	06/18/2009	2,161.00	1,686.00	475.00
91. STARBUCKS CORP	03/23/2009	06/18/2009	1,299.00	1,025.00	274.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . .

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2009

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(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 11. STERICYCLE INC	01/15/2009	06/18/2009	555.00	533.00	22.00
42. SUPERIOR ENERGY SERVICES INC COM	02/10/2009	06/18/2009	829.00	686.00	143.00
750. THERMO ELECTRON CORP	08/25/2008	06/18/2009	30,794.00	45,210.00	-14,416.00
500. UNION PACIFIC CORP	08/25/2008	06/18/2009	25,619.00	39,505.00	-13,886.00
68. JOHN WILEY & SONS INC CLASS A	12/16/2008	06/18/2009	2,263.00	2,890.00	-627.00
54. NOBLE CORPORATION (SWITZERLAND) COM USD0.10	03/12/2009	06/18/2009	1,797.00	1,285.00	512.00
1250. AFLAC INC	06/30/2008	06/19/2009	38,749.00	78,916.00	-40,167.00
1500. AIR PRODUCTS & CHEMICALS INC	08/25/2008	06/19/2009	97,938.00	136,307.00	-38,369.00
400. APACHE CORP	08/25/2008	06/19/2009	30,623.00	44,632.00	-14,009.00
49. C R BARD INC	03/16/2009	06/19/2009	3,651.00	4,288.00	-637.00
750. CVS CORP	08/25/2008	06/19/2009	23,895.00	27,758.00	-3,863.00
1250. DANAHER CORP	06/30/2008	06/19/2009	77,195.00	96,424.00	-19,229.00
2500. WALT DISNEY CO	06/30/2008	06/19/2009	59,398.00	78,414.00	-19,016.00
250. EMERSON ELECTRIC CO	06/30/2008	06/19/2009	8,242.00	12,425.00	-4,183.00
1529. EXPRESS SCRIPTS INC CL A	03/03/2009	06/19/2009	101,976.00	97,459.00	4,517.00
500. FLUOR CORP	08/25/2008	06/19/2009	25,293.00	38,073.00	-12,780.00
926. LABORATORY CORP AMER HLDGS NEW	11/24/2008	06/19/2009	61,318.00	64,789.00	-3,471.00
1550. MCKESSON HBOC INC	06/30/2008	06/19/2009	69,210.00	87,870.00	-18,660.00
3000. ORACLE CORPORATION	06/30/2008	06/19/2009	62,134.00	63,688.00	-1,554.00
1300. THE TRAVELERS COMPANIES INC.	06/30/2008	06/19/2009	55,626.00	56,846.00	-1,220.00
2200. WELLS FARGO & CO NEW	06/30/2008	06/19/2009	51,831.00	53,062.00	-1,231.00
160. MARVELL TECHNOLOGY GROUP LTD ORD	01/15/2009	06/19/2009	1,910.00	1,444.00	466.00
13844.24 MFO ALLIANZ FDS NFJ SMALL-CAP VALUE FD INST	12/11/2008	07/13/2009	272,593.00	402,320.00	-129,727.00
1133.94 MFO FORUM FDS ABSOLUTE STRATEGIES FD INST	12/10/2008	07/13/2009	10,909.00	10,058.00	851.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . .

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2009

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1a 2388.91 MFO GOLDMAN SACHS TR EMERGING MKTS EQUITY FD	08/25/2008	07/13/2009	27,377.00	50,000.00	-22,623.00
1363.14 ROWE T PRICE REAL ESTATE FD COM	08/25/2008	07/13/2009	12,445.00	25,000.00	-12,555.00
12105.62 MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	07/20/2009	08/17/2009	75,418.00	67,958.00	7,460.00
25836.42 MFB NORTHN FDS GLOBAL FXD INC FD FUND	08/17/2009	08/31/2009	304,353.00	297,830.00	6,523.00
79239.3 OPPENHEIMER INTL BD FD CL A	08/31/2009	09/14/2009	511,094.00	500,000.00	11,094.00
20973.62 MFB NORTHERN INSTL FDS EQUITY INDEX PORT	06/19/2009	09/29/2009	221,062.00	191,909.00	29,153.00
16382.64 MFO OPPENHEIMER INTL BD FD CL Y	09/16/2009	09/29/2009	106,651.00	106,487.00	164.00
23057.74 MFB NORTHERN INSTL FDS EQUITY INDEX PORT	06/19/2009	10/05/2009	238,417.00	210,978.00	27,439.00
2755.47 MFB NORTHN MID CAP INDEX FD FD	07/22/2009	10/20/2009	25,929.00	21,878.00	4,051.00
11414.13 MFB NORTHERN INSTL FDS INTL EQUITY INDEX	09/29/2009	10/20/2009	96,107.00	92,683.00	3,424.00
23890.42 MFB NORTHERN INSTL FDS EQUITY INDEX PORT	06/19/2009	10/20/2009	259,211.00	218,597.00	40,614.00
3190.45 MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	06/19/2009	10/27/2009	22,046.00	17,643.00	4,403.00
16766.82 MFO OPPENHEIMER INTL BD FD CL Y	09/16/2009	10/27/2009	109,655.00	108,984.00	671.00
100. MFC SPDR GOLD TR GOLD SHS	07/20/2009	10/27/2009	10,150.00	9,315.00	835.00
7584.66 MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	06/19/2009	10/30/2009	51,424.00	41,943.00	9,481.00
11953.06 MFB NORTHERN INSTL FDS EQUITY INDEX PORT	06/19/2009	10/30/2009	123,236.00	109,371.00	13,865.00
21972.02 MFO OPPENHEIMER INTL BD FD CL Y	09/16/2009	10/30/2009	143,697.00	142,818.00	879.00
382.37 PIMCO COMMODITY REALRETURN STRATEGY FUND	08/12/2009	10/30/2009	3,086.00	2,944.00	142.00
9220. MFB NORTHERN INSTL FDS EQUITY INDEX PORTFOLIO	06/19/2009	11/16/2009	101,881.00	84,363.00	17,518.00
4681.94 MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD	06/19/2009	11/25/2009	32,914.00	25,891.00	7,023.00
11865.01 MFB NORTHERN INSTL FDS EQUITY INDEX PORT	06/19/2009	11/25/2009	130,871.00	108,565.00	22,306.00
1888.19 PIMCO COMMODITY REALRETURN STRATEGY FUND	11/17/2009	11/25/2009	16,144.00	15,974.00	170.00
100. MFC SPDR GOLD TR GOLD SHS	07/20/2009	11/25/2009	11,618.00	9,315.00	2,303.00
9197.46 MFO OPPENHEIMER INTL BD FD CL Y	09/16/2009	11/30/2009	61,531.00	59,644.00	1,887.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 6857.68 PIMCO COMMODITY REALRETURN STRATEGY FUND	11/17/2009	11/30/2009	58,496.00	54,266.00	4,230.00
200. MFC SPDR GOLD TR GOLD SHS	07/20/2009	11/30/2009	22,949.00	18,514.00	4,435.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -298,861.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 13. HARRIS CORP DEL	12/03/2007	02/10/2009	562.00	816.00	-254.00
28. INTUIT	12/03/2007	02/12/2009	635.00	827.00	-192.00
31. BERKLEY W R CORP COM	12/03/2007	02/13/2009	714.00	943.00	-229.00
2. CENTRAL EUROPEAN DIST CORP	01/17/2008	02/17/2009	23.00	103.00	-80.00
22. #REORG/ALBERTO-CULVER CO NEW COM CASH MERGER EFF	01/29/2008	03/05/2009	485.00	573.00	-88.00
46. BERKLEY W R CORP COM	01/04/2008	03/05/2009	895.00	1,375.00	-480.00
7. GAMESTOP CORP CL A COM	02/15/2008	03/06/2009	153.00	328.00	-175.00
27. NII HLDGS INC COM NEW CL B NEW	01/04/2008	03/13/2009	390.00	1,355.00	-965.00
32. HARRIS CORP DEL	02/01/2008	03/16/2009	1,019.00	1,928.00	-909.00
3. BERKLEY W R CORP COM	01/04/2008	03/23/2009	67.00	87.00	-20.00
31. COACH INC	03/13/2008	03/23/2009	496.00	892.00	-396.00
2. INTUITIVE SURGICAL INC COM NEW STK	06/04/2007	03/23/2009	191.00	284.00	-93.00
200000. FED FARM CR BK 4.000% 4/01/13	03/24/2008	04/01/2009	200,000.00	200,000.00	
200000. FED HOME LN BK 3.800% 4/02/12	03/24/2008	04/03/2009	200,000.00	200,000.00	
1. INTUITIVE SURGICAL INC COM NEW STK	06/04/2007	04/29/2009	147.00	142.00	5.00
500000. FED HOME LN BK 5.375% 6/01/12	05/21/2007	06/01/2009	500,000.00	500,000.00	
500000. FHLB CONS BD DTD 06/01/2007 5.25 06-01-2011	05/21/2007	06/01/2009	500,000.00	500,000.00	
500000. FED NATL MTG ASSN 5.000% 6/04/18	05/20/2003	06/04/2009	500,000.00	500,000.00	
61384.82 MFO RIDGEWORTH FDS INTL EQTY INDEX FD CL	11/29/2007	06/11/2009	697,332.00	1,036,000.00	-338,668.00
21715.611 MFO RIDGEWORTH FDS HIGH INCOME FD CL I	04/08/2008	06/11/2009	118,133.00	140,500.00	-22,367.00
6500. AT&T INC	09/10/1984	06/18/2009	156,776.00	25,792.00	130,984.00
99. AECOM TECHNOLOGY CORP DELAWARE COM	01/04/2008	06/18/2009	2,914.00	2,579.00	335.00
5. AFFILIATED MANAGERS GROUP	01/04/2008	06/18/2009	288.00	545.00	-257.00
22. AIRGAS INC	05/21/2008	06/18/2009	890.00	1,289.00	-399.00
110. #REORG/ALBERTO-CULVER CO NEW COM CASH MERGER EFF	04/29/2008	06/18/2009	2,709.00	2,890.00	-181.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1250. ALTRIA GROUP INC	03/24/2008	06/18/2009	20,400.00	27,294.00	-6,894.00
73. BALL CORPORATION	01/04/2008	06/18/2009	3,034.00	3,330.00	-296.00
48. BROADCOM CORP CL A	04/24/2008	06/18/2009	1,210.00	1,304.00	-94.00
75. BROWN & BROWN INC	06/05/2008	06/18/2009	1,456.00	1,466.00	-10.00
15. #REORG/BUCYRUS INTL INC NEW COM CL A CASH MERGE	03/11/2008	06/18/2009	404.00	784.00	-380.00
51. BURGER KING HLDGS INC COM	06/16/2008	06/18/2009	849.00	1,453.00	-604.00
2750. CVS CORP	02/21/2007	06/18/2009	85,205.00	91,162.00	-5,957.00
2300. CHEVRONTEXACO CORP	03/29/1983	06/18/2009	157,838.00	20,473.00	137,365.00
22. CHURCH & DWIGHT INC	05/07/2008	06/18/2009	1,157.00	1,200.00	-43.00
6500. CISCO SYS INC	02/17/2005	06/18/2009	123,887.00	136,754.00	-12,867.00
17. COACH INC	03/13/2008	06/18/2009	431.00	469.00	-38.00
40. COGNIZANT TECHNOLOGY SOLUTION CL A	03/11/2008	06/18/2009	1,022.00	1,168.00	-146.00
2500. CONSOLIDATED EDISON INC COM	03/29/1983	06/18/2009	92,706.00	28,169.00	64,537.00
21. CONTINENTAL RES INC COM	05/21/2008	06/18/2009	575.00	1,055.00	-480.00
1500. CORNING INC	03/24/2008	06/18/2009	22,784.00	36,075.00	-13,291.00
63. DOLBY LABORATORIES INC CL A	06/13/2008	06/18/2009	2,308.00	2,917.00	-609.00
39. DUN & BRADSTREET CORP DEL NEW	04/08/2008	06/18/2009	3,126.00	3,523.00	-397.00
68. ECOLAB INC	01/04/2008	06/18/2009	2,590.00	3,377.00	-787.00
700. EXELON CORP	03/24/2008	06/18/2009	35,005.00	56,700.00	-21,695.00
39. FMC TECHNOLOGIES INC	03/03/2008	06/18/2009	1,445.00	2,278.00	-833.00
81. FASTENAL CO	02/29/2008	06/18/2009	2,725.00	3,224.00	-499.00
119. FISERV INC	02/08/2008	06/18/2009	5,397.00	6,205.00	-808.00
22. GAMESTOP CORP CL A COM	05/23/2008	06/18/2009	504.00	1,070.00	-566.00
4500. GENERAL ELECTRIC CO	11/17/1975	06/18/2009	53,099.00	3,483.00	49,616.00
63. HARRIS CORP DEL	03/03/2008	06/18/2009	1,828.00	3,311.00	-1,483.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: GORE FAMILY FOUNDATION 23-64487

Employer identification number: 59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. HEWLETT PACKARD CO COM	03/24/2008	06/18/2009	74,278.00	91,118.00	-16,840.00
3000. HOME DEPOT INC	05/28/1993	06/18/2009	69,944.00	30,727.00	39,217.00
13. ITT EDUCATIONAL SERVICES INC	05/01/2008	06/18/2009	1,243.00	988.00	255.00
5400. INTEL CORP	07/02/1997	06/18/2009	86,722.00	96,703.00	-9,981.00
85. INTERACTIVE BROKERS GROUP INC CL COM	01/04/2008	06/18/2009	1,232.00	2,582.00	-1,350.00
62. INTUIT	01/04/2008	06/18/2009	1,710.00	1,857.00	-147.00
41. JARDEN CORP COM	06/12/2008	06/18/2009	737.00	847.00	-110.00
147. LKQ CORP COM LKQ CORP	06/04/2008	06/18/2009	2,325.00	2,964.00	-639.00
1200. LINCOLN NATIONAL CORP IND	05/25/2006	06/18/2009	18,828.00	66,859.00	-48,031.00
1250. LOCKHEED MARTIN CORP	11/01/2002	06/18/2009	104,097.00	70,875.00	33,222.00
26. MEMC ELECTRONIC MATERIALS	01/04/2008	06/18/2009	486.00	1,956.00	-1,470.00
2000. MCDONALDS CORP	03/24/2008	06/18/2009	117,052.00	112,860.00	4,192.00
1000. MERCK & CO INC	03/24/2008	06/18/2009	25,639.00	43,410.00	-17,771.00
5600. MICROSOFT CORP COM	05/19/2000	06/18/2009	130,925.00	193,828.00	-62,903.00
640. MFC MIDCAP SPDR TR UNIT SER 1 STD & POORS	08/27/2007	06/18/2009	66,705.00	99,828.00	-33,123.00
26. NII HLDGS INC COM NEW CL B NEW	02/28/2008	06/18/2009	508.00	1,088.00	-580.00
1550. NIKE INC CLASS B	05/12/2005	06/18/2009	86,908.00	59,946.00	26,962.00
1200. NORTHERN TRUST CORP	03/24/2008	06/18/2009	62,413.00	83,700.00	-21,287.00
131. ST JUDE MEDICAL INC	01/29/2008	06/18/2009	5,316.00	5,254.00	62.00
46. STERICYCLE INC	12/03/2007	06/18/2009	2,319.00	2,752.00	-433.00
47. SUPERIOR ENERGY SERVICES INC COM	05/06/2008	06/18/2009	928.00	2,362.00	-1,434.00
2500. TEXAS INSTRUMENTS INC	02/21/2007	06/18/2009	52,999.00	78,569.00	-25,570.00
59. VARIAN MED SYS INC	06/06/2008	06/18/2009	2,176.00	2,896.00	-720.00
1500. VERIZON COMMUNICATIONS	03/24/2008	06/18/2009	45,029.00	54,482.00	-9,453.00
1750. WESTERN DIGITAL CORP	03/24/2008	06/18/2009	42,394.00	51,293.00	-8,899.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
GORE FAMILY FOUNDATION 23-64487	59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 14. JOHN WILEY & SONS INC CLASS A	04/30/2008	06/18/2009	466.00	649.00	-183.00
71. XTO ENERGY CORP	01/04/2008	06/18/2009	2,809.00	3,601.00	-792.00
1500. ACE LTD COM STK	08/27/2007	06/18/2009	64,543.00	89,138.00	-24,595.00
1000. ABBOTT LABORATORIES	11/29/2007	06/19/2009	47,509.00	57,020.00	-9,511.00
800. APACHE CORP	03/24/2008	06/19/2009	61,246.00	85,912.00	-24,666.00
500. APPLE COMPUTER INC	03/24/2008	06/19/2009	69,025.00	67,055.00	1,970.00
6000. BK AMER CORP COM	08/16/2005	06/19/2009	77,639.00	230,335.00	-152,696.00
1000. BANK NEW YORK MELLON CORP COM STK	03/24/2008	06/19/2009	29,359.00	46,500.00	-17,141.00
1000. C R BARD INC	08/16/2005	06/19/2009	74,503.00	65,236.00	9,267.00
1250. CVS CORP	02/21/2007	06/19/2009	39,824.00	41,437.00	-1,613.00
1635. CONOCOPHILLIPS	05/16/2003	06/19/2009	71,088.00	57,676.00	13,412.00
1000. EMERSON ELECTRIC CO	03/24/2008	06/19/2009	32,969.00	49,120.00	-16,151.00
35. EXPRESS SCRIPTS INC CL A	01/04/2008	06/19/2009	2,334.00	2,557.00	-223.00
3600. EXXON MOBIL CORP	12/13/1976	06/19/2009	256,764.00	10,623.00	246,141.00
1500. GENERAL DYNAMICS CORP	02/06/2002	06/19/2009	88,641.00	66,003.00	22,638.00
4000. GENERAL ELECTRIC CO	11/17/1975	06/19/2009	48,268.00	3,096.00	45,172.00
600. GOLDMAN SACHS GROUP INC	11/29/2007	06/19/2009	85,362.00	137,056.00	-51,694.00
200. GOOGLE INC CL A	05/21/2007	06/19/2009	83,551.00	93,928.00	-10,377.00
1600. INTL BUSINESS MACHINES CORP	05/19/2000	06/19/2009	169,996.00	173,572.00	-3,576.00
6950. J P MORGAN CHASE & CO	05/20/2004	06/19/2009	239,136.00	265,893.00	-26,757.00
2500. JOHNSON & JOHNSON	02/26/1993	06/19/2009	141,004.00	26,697.00	114,307.00
2000. PEPSICO INC	08/26/1998	06/19/2009	107,789.00	69,035.00	38,754.00
1250. PHILIP MORRIS INTERNATIONAL	03/24/2008	06/19/2009	53,224.00	62,194.00	-8,970.00
3250. PROCTER & GAMBLE CO	08/26/1991	06/19/2009	165,650.00	33,702.00	131,948.00
1700. SCHLUMBERGER LTD ISIN #AN8068571086	11/21/2006	06/19/2009	94,374.00	104,060.00	-9,686.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
GORE FAMILY FOUNDATION 23-64487	59-6497544

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2000. TJX COS INC NEW	03/24/2008	06/19/2009	61,631.00	67,920.00	-6,289.00
1320. TARGET CORP	08/16/2005	06/19/2009	52,524.00	58,155.00	-5,631.00
2400. UNITED TECHNOLOGIES CORP	08/08/2001	06/19/2009	130,883.00	89,456.00	41,427.00
2500. WAL MART STORES INC	05/20/2004	06/19/2009	120,872.00	145,565.00	-24,693.00
1500. ZIMMER HLDGS INC	11/29/2007	06/19/2009	63,497.00	112,444.00	-48,947.00
19. MARVELL TECHNOLOGY GROUP LTD ORD	06/13/2008	06/19/2009	227.00	319.00	-92.00
6500. CITIGROUP CAP XVI GTD ENHANCED TR PFD SECS-TR	12/05/2006	06/29/2009	112,695.00	163,795.00	-51,100.00
5000. MERRILL LYNCH PFD CAP TR III	02/20/1998	06/29/2009	83,068.00	126,588.00	-43,520.00
250000. FFCB BD 4.1 07-07-2011/07-07-2009	07/01/2008	07/07/2009	250,000.00	250,000.00	
4143. MFO BOSTON CO SMALL CAP TAX-SENSIT IVE EQUITY F	11/29/2007	07/13/2009	100,923.00	174,627.00	-73,704.00
28409.29 MFO FORUM FDS ABSOLUTE STRATEGIES FD INST	06/30/2008	07/13/2009	273,297.00	300,000.00	-26,703.00
14263.41 MFO GOLDMAN SACHS TR EMERGING MKTS EQUITY FD	06/30/2008	07/13/2009	163,459.00	350,000.00	-186,541.00
6670.88 ROWE T PRICE REAL ESTATE FD COM	06/30/2008	07/13/2009	60,905.00	125,000.00	-64,095.00
200000. FFCB BD 4.125 07-17-2009	09/09/2005	07/17/2009	200,000.00	199,713.00	287.00
133000. AT&T BROADBAND 8.375% DUE 03-15-2013 03-15	08/11/1994	07/20/2009	151,620.00	129,788.00	21,832.00
250000. FHLB CONS BD 4.5 07-23-2012/07-23-2009 07-23	07/01/2008	07/23/2009	250,000.00	250,000.00	
200000. FHLB BD 3.55 07-23-2010/07-23-2009	07/01/2008	07/23/2009	200,000.00	200,000.00	
6500. USB CAP X 6.50% TRUST PFD SEC	11/21/2006	08/20/2009	144,468.00	165,425.00	-20,957.00
200000. GILLETTE CO SR NT 3.8% DUE 09-15-2009 REG	04/23/2008	09/15/2009	200,000.00	202,914.00	-2,914.00
7000. MERRILL LYNCH PFD CAP TR III	06/19/1998	09/29/2009	136,584.00	173,141.00	-36,557.00
250000. WAL MART STORES INC DEB NON CALLABLE DTD 06	06/01/1993	10/26/2009	287,540.00	250,000.00	37,540.00
3373.93 PIMCO COMMODITY REALRETURN STRATEGY FUND	08/25/2008	10/27/2009	27,700.00	64,456.00	-36,756.00
6144.15 PIMCO COMMODITY REALRETURN STRATEGY FUND	08/25/2008	10/30/2009	49,583.00	90,544.00	-40,961.00
200000. FFCB DTD 11/06/2002 4.35 11-06-2009	08/18/2005	11/06/2009	200,000.00	199,900.00	100.00
50000. WELLS FARGO & CO NEW MTN 4.2% DUE 01-15-2010	05/06/2008	01/15/2010	50,000.00	50,474.00	-474.00
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					-512,289.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	8,977.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	8,977.00

STATEMENT 1