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

2009

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

For calendar year 2009, or tax year beginning **FEB 1, 2009**, and ending **JAN 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 AUGUSTYN FOUNDATION TRUST			A Employer identification number 95-3673855
	Number and street (or P O box number if mail is not delivered to street address) 5467 AYON AVENUE			B Telephone number (626)969-8011
	City or town, state, and ZIP code IRWINDALE, CA 91706			C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,156,962.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
		1 Contributions, gifts, grants, etc., received	665.	N/A
		2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments		
		3	116.	116.
		4 Dividends and interest from securities	86,284.	86,284.
		5a Gross rents		
		b Net rental income or (loss)		
		6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	25,920.	
		7 Capital gain net income (from Part IV, line 2)		25,920.
		8 Net short-term capital gain		
		9 Income modifications Gross sales less returns 10a and allowances		
		b Less Cost of goods sold		
c Gross profit or (loss)				
11 Other income	992.	0.	STATEMENT 3	
12 Total. Add lines 1 through 11	113,977.	112,320.		
Operating and Administrative Expenses		13 Compensation of officers, directors, trustees, etc	0.	0.
		14 Other employee salaries and wages		
		15 Pension plans, employee benefits		
		16a Legal fees		
		b Accounting fees	1,500.	0.
		c Other professional fees		
		17 Interest		
		18 Taxes	1,125.	48.
		19 Depreciation and depletion		
		20 Occupancy		
		21 Travel, conferences, and meetings		
		22 Printing and publications		
		23 Other expenses	9,016.	9,016.
		24 Total operating and administrative expenses. Add lines 13 through 23	11,641.	9,064.
25 Contributions, gifts, grants paid	114,407.		114,407.	
26 Total expenses and disbursements. Add lines 24 and 25	126,048.	9,064.	115,992.	
27 Subtract line 26 from line 12:	<12,071. >			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		103,256.		
c Adjusted net income (if negative, enter -0-)		N/A		

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		327.	5,008.	5,008.
	2 Savings and temporary cash investments		179,526.	309,435.	309,435.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 7	528,925.	507,240.	559,010.
	c Investments - corporate bonds	STMT 8	1,374,986.	1,250,010.	1,283,509.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		2,083,764.	2,071,693.	2,156,962.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		2,083,764.	2,071,693.	
	30 Total net assets or fund balances		2,083,764.	2,071,693.	
	31 Total liabilities and net assets/fund balances		2,083,764.	2,071,693.	

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	2,083,764.
2 Enter amount from Part I, line 27a	2	<12,071. >
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	2,071,693.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,071,693.

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 CITIZENS TRUST - SEE ATTACHED STATEMENT			P	VARIOUS	VARIOUS
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 1,157,774.			1,131,854.	25,920.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				25,920.	
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	25,920.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	123,646.	1,942,944.	.063638
2007	86,685.	1,614,400.	.053695
2006	57,189.	1,054,797.	.054218
2005	57,992.	880,673.	.065850
2004	47,904.	712,444.	.067239

2 Total of line 1, column (d)

2 .304640

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 .060928

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 2,108,067.

5 Multiply line 4 by line 3

5 128,440.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 1,033.

7 Add lines 5 and 6

7 129,473.

8 Enter qualifying distributions from Part XII, line 4

8 115,992.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	} 1 2 3 4 5	2,065. 0. 2,065. 0. 2,065.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 6b 6c 6d	992.
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	992.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	1,073.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	11	Refunded

Part VII-A Statements Regarding Activities

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?	Yes 1a 1b 1c	No X X X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		
	<i>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</i>		
c	Did the foundation file Form 1120-POL for this year?		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		
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?	N/A	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	<u>CA</u>		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13 X

14 The books are in care of ► **JOSEPH P. AUGUSTYN** Telephone no. ► **626-969-8011**
 Located at ► **5467 AYON AVENUE, IRWINDALE, CA** ZIP+4 ► **91706**

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

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

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

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 X No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► **N/A**

1b N/A

1b ►

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?

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 X No

If "Yes," list the years ► **_____**

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) **N/A**

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 X No

b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) **N/A**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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? **4a X**

4b X

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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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No Yes No Yes No Yes No Yes No

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

N/A

5b



Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

6b

X

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

If "Yes" to 6b, file Form 8870.

 Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

7b



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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH P. AUGUSTYN 5467 AYON AVENUE IRWINDALE, CA 91706	TRUSTEE 1.00	0.	0.	0.
GRETCHEN J. AUGUSTYN 5467 AYON AVENUE IRWINDALE, CA 91706	TRUSTEE 1.00	0.	0.	0.

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

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

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



0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

►

0
Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3

►

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,876,263.
b	Average of monthly cash balances	1b	263,907.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,140,170.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,140,170.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,103.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,108,067.
6	Minimum investment return. Enter 5% of line 5	6	105,403.

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

1	Minimum investment return from Part X, line 6	1	105,403.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,065.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,065.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	103,338.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	103,338.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	103,338.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	115,992.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	115,992.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	115,992.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				103,338.
2 Undistributed income, if any, as of the end of 2008			0.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	12,512.			
b From 2005	14,392.			
c From 2006	5,392.			
d From 2007	7,450.			
e From 2008	27,491.			
f Total of lines 3a through e	67,237.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 115,992.			0.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount			103,338.	
e Remaining amount distributed out of corpus	12,654.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	79,891.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.	
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	12,512.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	67,379.			
10 Analysis of line 9:				
a Excess from 2005	14,392.			
b Excess from 2006	5,392.			
c Excess from 2007	7,450.			
d Excess from 2008	27,491.			
e Excess from 2009	12,654.			

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHMENT 1				114,407.
Total			► 3a	114,407.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	116.	
5 Net rental income or (loss) from real estate:			14	86,284.	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	25,920.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a IRS REFUND - 2008			992.		
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			992.	112,320.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	113,312.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization:		
(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.		

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

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

 Signature of officer or trustee		6/8/10	Trustee
		Date	Title
Paid Preparer's Use Only	Preparer's signature 	Date 6/4/10	Check if self- employed <input type="checkbox"/>
Firm's name (or yours if self-employed), address, and ZIP code		RSM MCGLADREY, INC. 251 SOUTH LAKE AVE., STE. 300 PASADENA, CA 91101	
		EIN 	Phone no. (626) 795-8590



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
GAIN DISTRIBUTIONS					
03/06/09	LONG TERM CAPITAL GAINS DIVIDEND ON 200 SHS PLUM CREEK TIMBER CO INC (FORMERLY CUSIP NUMBER 729237107) AT 0.42 PER SHARE PAYABLE 03/06/09 EX DATE 02/18/09		84.00		84.00
05/29/09	LONG TERM CAPITAL GAINS DIVIDEND ON 200 SHS PLUM CREEK TIMBER CO INC (FORMERLY CUSIP NUMBER 729237107) AT 0.42 PER SHARE PAYABLE 05/29/09 EX DATE 05/13/09		84.00		84.00
08/31/09	LONG TERM CAPITAL GAINS DIVIDEND ON 200 SHS PLUM CREEK TIMBER CO INC (FORMERLY CUSIP NUMBER 729237107) AT 0.42 PER SHARE PAYABLE 08/31/09 EX DATE 08/12/09		84.00		84.00
TOTAL GAIN DISTRIBUTIONS		0.00	252.00	0.00	252.00



CITIZENTRUST

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ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
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SALES

01/13/09	REDEEMED 01/13/09 50,000 UNITS FEDERAL FARM CREDIT BANK DTD 2/6/08 3.74% 02/13/2012-2008 ENTIRE ISSUE CALL FOR REDEMPTION	50,000.00		50,000.00-
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ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
02/05/09	SOLD 200 SHS GENERAL ELECTRIC CO ON 02/02/09 AT 11.7789 THRU NATL. FINANCIAL SERV. CORP COMMISSIONS PAID 10.00 EXPENSES PAID 0.02	2,345.36		7,016.00-	4,670.64-
02/18/09	REDEEMED 02/18/09 50,000 UNITS FARMER MAC 4.125% 02/18/2011-2009 ENTIRE ISSUE CALL FOR REDEMPTION	50,000.00		50,000.00-	
02/23/09	MATURED 125,000 UNITS FEDERAL FARM CREDIT BANK DTD 2/23/07 5% 02/23/2009	125,000.00		125,205.50-	205.50-
02/23/09	SOLD 100 SHS CHEVRON CORP ON 02/18/09 AT 66.6437 THRU NATL FINANCIAL SERV. CORP COMMISSIONS PAID 5.00 EXPENSES PAID 0.03	6,659.34		5,362.00-	1,297.34
03/23/09	SOLD 600 SHS WHITNEY HOLDING CORP ON 03/18/09 AT 11.2118 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 30.00 EXPENSES PAID 0.04	6,697.04		17.007.96-	10,310.92-
05/27/09	SOLD 50,000 UNITS FEDERAL FARM CREDIT BANK 3.75% 02/05/2014 ON 05/26/09 AT 103.50 THRU WEDBUSH MORGAN SEC. INC. NSCC	51,750.00		49,853.00-	1,897.00
06/04/09	SOLD 500 SHS BADGER METER INC ON 06/01/09 AT 42.0617 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 25.00 EXPENSES PAID 0.54	21,005.31		12,235.95-	8,769.36
06/17/09	SOLD 200 SHS OVERSEAS SHIPHOLDING GROUP ON 06/12/09 AT 41.5815 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.22	8,306.08		5,497.58-	2,808.50
07/01/09	SOLD 600 SHS FRONTIER COMMUNICATIONS CORP (FORMERLY CITIZENS COMMUNICATIONS CO) ON 06/26/09 AT 7.0425 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 30.00 EXPENSES PAID 0.11	4,195.39		8,237.78-	5,042.39-
07/21/09	SOLD 400 SHS CSX CORP ON 07/16/09 AT 37.1034 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.38	14,820.98		8,758.00-	6,062.98



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
07/21/09	SOLD 200 SHS HEINZ (H J.) CO ON 07/16/09 AT 37.0544 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.19	7,400.69		7,241.90-	158.79
07/28/09	SOLD 50,000 UNITS CSX CORP SR. UNSEC'D CALL @ MAKE WHOLE + 20 BP SHORT 1ST CPN DTD 2/1/04 5.5% 08/01/2013 ON 07/23/09 AT 102.947 THRU CAP INSTITUTIONAL SERVICES INC COMMISSIONS PAID 50.00	51,423.50		51,194.50-	229.00
08/20/09	SOLD 1,000 SHS DUKE ENERGY CORP (FORMERLY CINERGY CORP) (FORMERLY DUKE ENERGY CORP) ON 08/17/09 AT 15.2451 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 30.00 EXPENSES PAID 0.40	15,214.70		15,772.00-	557.30-
08/21/09	SOLD 400 SHS OTTER TAIL CORP ON 08/18/09 AT 23.70 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.25	9,459.75		11,091.98-	1,632.23-
08/27/09	SOLD 400 SHS OTTER TAIL CORP ON 08/24/09 AT 24.1398 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.26	9,755.66		8,931.40-	2,824.26
09/01/09	SOLD 75,000 UNITS CANADIAN PAC RR CO 5.75% 05/15/2013 ON 08/27/09 AT 105.728 THRU MERRILL LYNCH PEIRCE FEN. AND SMITH COMMISSIONS PAID 75.00	79,221.00		69,342.00-	9,879.00
09/08/09	SOLD 200 SHS ELI LILLY & CO ON 09/02/09 AT 32.9029 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.17	6,570.41		10,896.00-	4,325.59-
09/14/09	SOLD 300 SHS HERSHEY ON 09/09/09 AT 41.0091 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.32	12,287.41		11,389.22-	918.18
09/14/09	SOLD 100 SHS EXXON MOBIL CORP (FORMERLY EXXON CORP CUSIP #302290101) ON 09/09/09 AT 70.7679 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.19	7,071.60		5,887.99-	1,183.61



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
09/21/09	SOLD 600 SHS CINCINNATI FINANCIAL CORP ON 09/16/09 AT 25.5100 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 25.00 EXPENSES PAID 0.33	12,730.12		15,129.37-	2,399.25-
09/22/09	SOLD 200 SHS PLUM CREEK TIMBER CO INC (FORMERLY CUSIP NUMBER 729237107) ON 09/17/09 AT 32.6807 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.17	8,525.87		7,357.00-	831.03-
09/23/09	SOLD 200 SHS PEPSICO INC ON 09/18/09 AT 59.6022 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.31	11,910.13		10,979.22-	830.91
09/29/09	SOLD 150 SHS CAMPBELL SOUP CO ON 09/24/09 AT 32.7553 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 7.50 EXPENSES PAID 0.12	4,805.68		5,923.50-	1,017.82-
09/30/09	SOLD 50,000 UNITS FEDERAL FARM CREDIT BANK 4.375% 12/27/2010 ON 09/30/09 AT 103.875 THRU WEBBUSH MORGAN SEC., INC. NSCC	51,937.50		50,844.00-	1,093.50
10/08/09	SOLD 200 SHS LANDAUER INC ON 10/05/09 AT 53.3777 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.28	10,665.26		10,990.72-	325.46-
10/22/09	SOLD 200 SHS BADGER METER INC ON 10/19/09 AT 39.78 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.21	7,945.79		4,685.88-	3,279.91
10/22/09	SOLD 100 SHS OVERSEAS SHIPHOLDING GROUP ON 10/19/09 AT 45.575 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.12	4,552.38		2,748.79-	1,803.59
10/22/09	SOLD 437 SHS GORMAN-RUPP CO ON 10/19/09 AT 24.0154 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 21.85 EXPENSES PAID 0.27	10,472.61		6,291.68-	4,180.93



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
10/27/09	SOLD 125 SHS MINE SAFETY APPLIANCE CO ON 10/22/09 AT 26.5019 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 6.25 EXPENSES PAID 0.09	3,306.40		4,575.83-	1,269.23-
11/06/09	SOLD 400 SHS ALEXANDER & BALDWIN INC ON 11/03/09 AT 27.1529 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.28	10,840.88		15,829.82-	4,988.94-
11/09/09	SOLD 275 SHS MINE SAFETY APPLIANCE CO ON 11/01/09 AT 24.2326 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 13.75 EXPENSES PAID 0.17	6,650.05		10,066.37-	3,416.32-
11/10/09	SOLD 100 SHS BURLINGTON NORTHERN SANTA FE CORP ON 11/05/09 AT 97.2097 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.25	9,715.72		5,026.00-	4,689.72
11/19/09	SOLD 75,000 UNITS NORFOLK SOUTHERN CORP 8.625% 05/15/2010 ON 11/18/09 AT 103.807 THRU MERRILL LYNCH PEIRCE FEN AND SMITH COMMISSIONS PAID 75.00	77,780.25		77,359.50-	420.75
11/25/09	SOLD 500 SHS TEXAS PACIFIC LAND TRUST ON 11/20/09 AT 28.2063 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 25.00 EXPENSES PAID 0.37	14,077.78		21,609.00-	7,531.22-
12/03/09	SOLD 50,000 UNITS HERSHEY 5% 04/01/2013 ON 11/30/09 AT 107.361 THRU CAP INSTITUTIONAL SERVICES INC COMMISSIONS PAID 50.00	53,630.50		50,468.00-	3,162.50
12/11/09	SOLD 400 SHS LAM RESEARCH CORP ON 12/08/09 AT 37.75 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.39	15,079.61		13,710.68-	1,368.93
12/11/09	SOLD 200 SHS PEPSICO INC ON 12/08/09 AT 63.325 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.33	12,654.67		10,953.28-	1,701.39



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/11/09	SOLD 125 SHS APPLE INC COM ON 12/08/09 AT 190.59 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 6.25 EXPENSES PAID 0.62	23,818.88		21,553.40-	2,263.48
12/11/09	SOLD 100 SHS MASTERCARD INC. ON 12/08/09 AT 237.60 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 5.00 EXPENSES PAID 0.62	23,754.38		20,772.35-	2,982.03
12/11/09	SOLD 200 SHS ISHARES MSCI EAFE INDEX FUND ON 12/08/09 AT 55.61 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 10.00 EXPENSES PAID 0.29	11,111.71		13,743.98-	2,832.27-
12/11/09	SOLD 300 SHS AMPHENOL CORP CLASS A ON 12/08/09 AT 44.01 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.34	13,187.66		9,490.77-	3,696.89
12/11/09	SOLD 300 SHS AMPCO-PITTSBURGH CORP ON 12/08/09 AT 29.5467 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.23	8,848.78		5,051.64-	3,797.14
12/11/09	SOLD 300 SHS CONOCOPHILLIPS ON 12/08/09 AT 50.1601 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.39	15,032.73		15,758.67-	726.94-
12/11/09	SOLD 800 SHS SJW CORP ON 12/08/09 AT 21.8958 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 30.00 EXPENSES PAID 0.34	13,167.14		14,337.95-	1,170.81-
12/17/09	SOLD 400 SHS BANK OF NEW YORK MELLON CORP ON 12/14/09 AT 28.0742 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 20.00 EXPENSES PAID 0.27	10,729.41		11,872.00-	1,142.59-
12/17/09	SOLD 300 SHS CONOCOPHILLIPS ON 12/14/09 AT 50.9163 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 15.00 EXPENSES PAID 0.40	15,259.49		14,599.92-	659.57

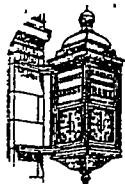


ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2009 THROUGH DECEMBER 31, 2009

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
12/17/09	SOLD 1,000 SHS TRINITY INDUSTRIES INC ON 12/14/09 AT 18.6533 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 50.00 EXPENSES PAID 0.18	18,602.82		19,929.74-	1,326.92-
TOTAL SALES		1,018,076.52	0.00	1,001,539.62-	18,536.90

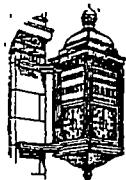


ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

TRANSACTION DETAIL (CONTINUED)

DATE	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST	GAIN / LOSS
SALES					
01/08/10	SOLD 75,000 UNITS UNION PACIFIC CORP 5 45% 01/31/2013 ON 01/05/10 AT 107.533 THRU CAP INSTITUTIONAL SERVICES INC COMMISSIONS PAID 75.00	80,574.75		76,027.50-	4,547.25
01/12/10	SOLD 700 SHS ARCHER DANIELS MIDLAND ON 01/07/10 AT 31.3304 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 35.00 EXPENSES PAID 0.56	21,895.72		18,490.99-	3,404.73
01/15/10	MATURED 50,000 UNITS BERKSHIRE HATHAWAY FIN 4.125% 01/15/2010	50,000.00		50,603.00-	603.00-
01/27/10	SOLD 600 SHS VARIAN SEMICONDUCTOR EQUIPMENT ON 01/22/10 AT 31.2847 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 30.00 EXPENSES PAID 0.24	18,740.60		14,287.38-	4,453.22
01/29/10	SOLD 700 SHS GATX CORP ON 01/26/10 AT 26.098 THRU FIDELITY CAPITAL MARKETS COMMISSIONS PAID 35.00 EXPENSES PAID 0.23	18,233.37		20,905.41-	2,672.04-
TOTAL SALES		189,444.44	0.00	180,314.28-	9,130.16

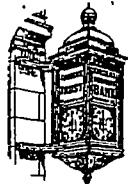


ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

PORTFOLIO STATEMENT

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
COMMON STOCK						
ABBOTT LABORATORIES	ABT	200 000	10,588.00 10,618.00	52.94 53.09	320.00 80.00	3.02
AMPCO-PITTSBURGH CORP	AP	400.000	10,212.00 5,880.88	25.53 14.70	288.00	2.82
AMPHENOL CORP CLASS A	APH	400.000	15,936.00 12,654.36	39.84 31.64	24.00	0.15
APPLE INC COM	AAPL	100.000	19,206.25 17,242.72	192.06 172.43		
BADGER METER INC	BMI	300.000	11,337.00 6,998.82	37.79 23.33	144.00	1.27
BAXTER INT'L INC COMMON	BAX	300 000	17,277.00 17,751.33	57.59 59.17	348.00	2.01
BOEING CO	BA	200.000	12,120.00 12,431.22	60.60 62.16	336.00	2.77
CAMPBELL SOUP CO	CPB	350.000	11,588.50 11,972.03	33.11 34.21	385.00 96.25	3.32
COACH INC	COH	500 000	17,440.00 16,524.25	34.88 33.05	150.00	0.86
DARDEN RESTAURANTS INC	DRI	1,000.000	36,960.00 33,711.40	36.96 33.71	1,000.00 250.00	2.71
EXXON MOBIL CORP (FORMERLY EXXON CORP CUSIP #302290101)	XOM	100.000	6,443.00 5,619.00	64.43 56.19	168.00	2.61
FLOWSERVE CORP	FLS	300.000	27,051.00 24,966.09	90.17 83.22	324.00	1.20
FRANKLIN RESOURCES INC	BEN	100 000	9,903.00 10,664.00	99.03 106.64	88.00	0.89



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
COMMON STOCK						
GORMAN-RUPP CO	GRC	500.000	12,115.00 7,198.72	24.23 14.40	210.00	1.73
HELMERICH & PAYNE INC	HP	400.000	16,732.00 15,625.00	41.83 39.06	80.00	0.48
HEWLETT PACKARD CO	HPQ	500.000	23,535.00 22,805.00	47.07 45.61	160.00	0.68
INTERNATIONAL BUSINESS MACHINES CORP	IBM	100.000	12,239.00 7,576.00	122.39 75.76	220.00	1.80
JOHNSON & JOHNSON INC	JNJ	100.000	6,286.00 6,389.00	62.86 63.89	196.00	3.12
LAM RESEARCH CORP	LRCX	400.000	13,204.00 13,710.68	33.01 34.28		
MASTERCARD INC.	MA	100.000	24,990.00 20,772.35	249.90 207.72	60.00 15.00	0.24
MCDONALD'S CORP	MCD	100.000	6,243.00 2,938.00	62.43 29.38	220.00	3.52
MESABI TRUST	MSB	1,000.000	13,820.00 13,583.00	13.82 13.58	2,200.00 550.00	15.92
MICROSOFT CORP	MSFT	200.000	5,636.00 5,471.98	28.18 27.36	104.00	1.85
MORGAN STANLEY (FORMERLY DEAN WITTER DISCOVER & CO #24240V101/MORGAN STANLEY D.W & CO)	MS	1,000.000	26,780.00 30,072.50	26.78 30.07	200.00 50.00	0.75
NATIONAL FUEL GAS CO	NFG	200.000	9,384.00 6,090.00	46.92 30.45	268.00	2.86
NORFOLK SOUTHERN CORP	NSC	200.000	9,412.00 10,363.50	47.06 51.82	272.00	2.89
OVERSEAS SHIPHOLDING GROUP	OSG	200.000	8,922.00 5,497.58	44.61 27.49	350.00	3.92
PEABODY ENERGY CORP	BTU	400.000	16,848.00 15,139.00	42.12 37.85	112.00	0.66
PEPSICO INC	PEP	200.000	11,924.00 10,953.28	59.62 54.77	360.00	3.02
PRICELINE.COM, INC	PCLN	75.000	14,651.25 17,011.74	195.35 226.82		
RESEARCH IN MOTION	RIMM	200.000	12,582.02 16,865.62	62.91 84.33		



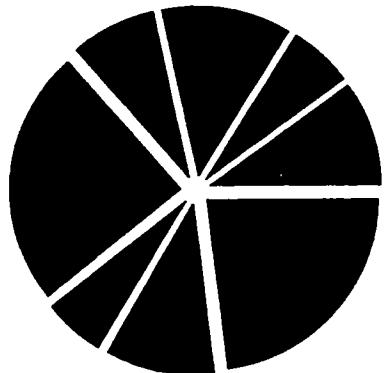
ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

PORTFOLIO STATEMENT (CONTINUED)

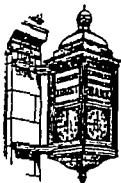
DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
COMMON STOCK						
SMUCKER J.M CO NEW	SJM	200.000	12,014.00 9,207.20	60.07 46.04	280.00	2.33
TEVA PHARMACEUTICAL SPONS ADR	TEVA	400.000	22,688.00 15,629.32	56.72 39.07	192.80	0.85
THERMO FISHER SCIENTIFIC INC	TMO	500.000	23,075.00 18,467.05	46.15 36.93		
UNION PACIFIC CORP	UNP	100.000	6,050.00 5,963.87	60.50 59.64	108.00	1.79
VALE SA-SP ADR (FORMERLY COMPANHIA VALE DO RIO DOCE)	VALE	300.000	7,737.00 8,244.00	25.79 27.48	135.00	1.74
WAL-MART STORES INC	WMT	300.000	16,029.00 16,373.64	53.43 54.58	327.00	2.04
SEAGATE TECHNOLOGY HOLDINGS	STX	1,200.000	20,052.00 18,258.12	16.71 15.22	324.00	1.62
* TOTAL COMMON STOCK			559,010.02 507,240.25		9,953.80 1,041.25	1.78

BOND QUALITY SUMMARY



S & P QUALITY RATING	MARKET VALUE	PERCENT
AAA	127,898.50	10.0%
AA	78,402.00	6.1%
AA-	156,519.75	12.2%
A+	102,574.00	8.0%
A	313,081.40	24.4%
A-	76,272.75	5.9%
BBB+	132,924.00	10.4%
BBB	295,836.75	23.0%
Total	1,283,509.15	100.0%

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
BONDS						



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
BONDS						
BELLSOUTH CORP 5.2% 09/15/2014	A	30,000 000	32,678.70 32,688.90	108.93 108.96	1,560.00 585.00	4.77 3.16
BURLINGTON NORTHERN SANTA FE 6.75% 07/15/2011	BBB	75,000.000	80,803.50 76,320.00	107.74 101.76	5,062.50 210.94	6.27 1.45
BURLINGTON NORTHERN SANTA FE 5.9% 07/01/2012	BBB	75,000.000	81,723.00 74,733.00	108.96 99.64	4,425.00 356.46	5.41 2.13
CATERPILLAR FINANCIAL SERV CORP DTD 06/14/05 4.3% 06/01/2010	A	70,000.000	70,810.60 70,212.80	101.16 100.30	3,010.00 493.31	4.25 0.83
CHEVRON CORP SR UNSECURED SERIES MAKE WHOLE DTD 03/03/09 3.45% 03/03/2012	AA	75,000 000	78,402.00 78,778.50	104.54 105.04	2,587.50 1,056.56	3.30 1.20
FEDERAL FARM CREDIT BANK 3.35% 07/07/2010	AAA	50,000.000	50,687.50 50,170.00	101.38 100.34	1,675.00 107.01	3.30 0.15
FEDERAL FARM CREDIT BANK DTD 12/26/06 4.8% 10/26/2010	AAA	50,000.000	51,625.00 49,812.50	103.25 99.63	2,400.00 626.67	4.65 0.40
FEDERAL HOME LOAN BANK DTD 7/27/05 5% 07/27/2010-2006	AAA	25,000.000	25,586.00 24,968.75	102.34 99.88	1,250.00 10.42	4.89
GATX FINANCIAL CORP DTD 10/5/06 5.5% 02/15/2012	BBB+	75,000.000	78,679.50 72,750.00	104.91 97.00	4,125.00 1,890.63	5.24 3.01
HJ HEINZ FINANCE CO 6% 03/15/2012	BBB	75,000 000	81,585.75 76,431.00	108.78 101.91	4,500.00 1,687.50	5.52 1.78
LONG BEACH CALIF CMNTY COLLEGE DIST DTD 11/29/05 REF-2002 ELECTION-SER C NON-CALLABLE 3.75% 05/01/2010	AA-	75,000.000	75,583.50 77,298.75	100.78 103.07	2,812.50 695.31	3.72 0.56
NATIONAL RURAL UTILITIES DTD 09/30/03 4.375% 10/01/2010	A+	100,000.000	102,574.00 101,000.00	102.57 101.00	4,375.00 1,446.18	4.27 0.53
NATIONAL RURAL UTIL COOP SERIES NOTZ 3.9% 08/15/2010	A	75,000.000	76,153.50 75,000.00	101.54 100.00	2,925.00 1,340.63	3.84 1.05
NIAGARA MOHAWK POWER SR UNSECURED DTD 09/28/09 SERIES 144A MAKE WHOLE 3.553% 10/01/2014	A-	75,000.000	76,272.75 76,569.00	101.70 102.09	2,664.75 903.05	3.49 3.16
NORFOLK SOUTHERN CORP 5.257% 09/17/2014	BBB+	50,000.000	54,244.50 50,392.00	108.49 100.78	2,628.50 971.08	4.85 3.27
OHIO POWER COMPANY SERIES J 5.3% 11/01/2010	BBB	50,000.000	51,724.50 50,864.50	103.45 101.73	2,650.00 655.14	5.12 0.70
PRAXAIR INC MAKE-WHOLE DTD 11/16/09 1.75% 11/15/2012	A	80,000.000	80,021.60 80,692.00	100.03 100.87	1,400.00 291.67	1.75 1.74



ACCOUNT NUMBER:

STATEMENT PERIOD: JANUARY 01, 2010 THROUGH JANUARY 31, 2010

PORTFOLIO STATEMENT (CONTINUED)

DESCRIPTION	RATING	PAR VALUE	TOTAL COST	TOTAL MARKET/ COST PRICE	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	YIELD CURRENT/ MATURITY
BONDS							
SCHWAB CHARLES CORP NEW 4.95% 06/01/2014	A	50,000.00	53,417.00 50,350.00	106.83 100.70	2,475.00 405.63	4.63 3.25	
UNITED PARCEL SERVICE 4.5% 01/15/2013	AA-	75,000.00	80,936.25 80,977.97	107.92 107.97	3,375.00 140.63	4.17 1.86	
* TOTAL BONDS			1,283,509.15 1,250,009.67			55,900.75 13,873.82	4.36

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

SOURCE	AMOUNT
CITIZENS BUSINESS BANK	116.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	116.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIZENS BUSINESS BANK	86,284.	0.	86,284.
TOTAL TO FM 990-PF, PART I, LN 4	86,284.	0.	86,284.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
IRS REFUND - 2008	992.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	992.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,500.	0.		1,500.
TO FORM 990-PF, PG 1, LN 16B	1,500.	0.		1,500.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEE	75.	0.		75.
FRANCHISE TAX BOARD	10.	0.		10.
FOREIGN TAXES PAID	48.	48.		0.
INTERNAL REVENUE SERVICE	992.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,125.	48.		85.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	9,016.	9,016.		0.
TO FORM 990-PF, PG 1, LN 23	9,016.	9,016.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIZENS BANK - SEE ATTACHED	507,240.	559,010.
TOTAL TO FORM 990-PF, PART II, LINE 10B	507,240.	559,010.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIZENS BANK - SEE ATTACHED	1,250,010.	1,283,509.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,250,010.	1,283,509.

Augustyn Foundation Trust
FEIN: 95-3673855

<u>Name</u>	<u>Relationship</u>	<u>Purpose</u>	<u>Amount</u>
American Cancer Society	None	Support of Public Charity	2,000
American Institute for Roman Culture	None	Support of Public Charity	2,500
American Red Cross	None	Support of Public Charity	1,000
Assn. of Small Foundations	None	Support of Public Charity	495
Boy Scouts of America - SGV Council	None	Support of Public Charity	1,500
Boy Scouts of America - Crater Lake	None	Support of Public Charity	500
Boys Town	None	Support of Public Charity	1,000
Braille Institute	None	Support of Public Charity	1,000
Casa Colina Foundation	None	Support of Public Charity	1,000
Center for Blind/ Visually Impaired Children	None	Support of Public Charity	1,000
Damien High School	None	Support of Public Charity	1,000
David & Margaret Home	None	Support of Public Charity	1,000
Defenders of Wildlife	None	Support of Public Charity	10,000
Diocese of San Bernardino	None	Support of Public Charity	1,000
Doctors Without Borders	None	Support of Public Charity	2,000
Dominican Sisters Mary/Eucharist	None	Support of Public Charity	1,000
Eternal Word Television Network	None	Support of Public Charity	1,000
Ettie Lee Youth & Family Services	None	Support of Public Charity	1,000
Flintridge Sacred Heart Academy	None	Support of Public Charity	1,000
Girl Scouts - Spanish Trails Council	None	Support of Public Charity	500
Greenpeace Fund	None	Support of Public Charity	2,000
Guide Dogs of the Desert	None	Support of Public Charity	500
Inland Hospice	None	Support of Public Charity	500
International Life Services	None	Support of Public Charity	1,000
Kiski	None	Support of Public Charity	5,000
Leroy Haynes Center	None	Support of Public Charity	1,000
Marian Homes	None	Support of Public Charity	1,000
McKeever Environmental Center	None	Support of Public Charity	1,000
National Wildlife Federation	None	Support of Public Charity	3,000
Nature Conservancy	None	Support of Public Charity	2,000
Pacific Lodge Boys' Home	None	Support of Public Charity	1,000
Priestly Fraternity of St Peter	None	Support of Public Charity	1,000
Raymond Alf Museum	None	Support of Public Charity	4,000
Right to Life	None	Support of Public Charity	1,500
Salvation Army	None	Support of Public Charity	1,000
San Secondo D'Asti	None	Support of Public Charity	1,500
Save the Children	None	Support of Public Charity	6,912
Save the Redwoods League	None	Support of Public Charity	2,000
Schlitz Audubon Nature Center	None	Support of Public Charity	1,000
Smile Train	None	Support of Public Charity	2,000
Special Olympics	None	Support of Public Charity	1,000
Special Operations Fund	None	Support of Public Charity	1,000
St Anne's	None	Support of Public Charity	1,000
St Joseph Indian School	None	Support of Public Charity	1,000
St Lawrence Seminary	None	Support of Public Charity	1,000
St Lucy's Priory High School	None	Support of Public Charity	500
St Michael's Preparatory School	None	Support of Public Charity	1,500
St Monica School	None	Support of Public Charity	2,500
St Scholastica Priory	None	Support of Public Charity	2,000
Virginia Intermont	None	Support of Public Charity	500
Vital Ground	None	Support of Public Charity	5,000
Webb Schools	None	Support of Public Charity	2,000
World Wildlife Fund	None	Support of Public Charity	5,000
Yosemite Fund	None	Support of Public Charity	<u>20,000</u>

114,407