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 03/01, 2009, and ending 02/28, 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: WAITE M B-BRAND FOUNDATION T/W 20 -102110327380

A Employer identification number: 34-6563471

Number and street (or P O box number if mail is not delivered to street address): KEYBANK N.A., P.O. BOX 10099 | Room/suite

B Telephone number (see page 10 of the instructions): (419) 259-8655

City or town, state, and ZIP code: TOLEDO, OH 43699-0099

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,328,157.

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

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

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	32,036.	32,036.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-59,866.			
	b Gross sales price for all assets on line 6a 1,531,903.				
	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)	-43,286.	-46,612.		STMT 2
	12 **Total** Add lines 1 through 11	-71,116.	-14,576.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	17,535.	13,151.		4,384.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	164.	164.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	257.			257.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	19,206.	13,315.	NONE	5,891.
	25 Contributions, gifts, grants paid	145,300.			145,300.
	26 **Total expenses and disbursements** Add lines 24 and 25	164,506.	13,315.	NONE	151,191.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-235,622.			
	b **Net investment income** (if negative, enter -0-)		-0-		
	c **Adjusted net income** (if negative, enter -0-)				

SCANNED JAN 1 4 2011

ENVELOPE POSTMARK DATE JAN 1 1 2010

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	2,119,978.	1,911,277.	2,328,157.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,119,978.	1,911,277.	2,328,157.
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 ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
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	2,119,978.	1,911,277.	
	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)	2,119,978.	1,911,277.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,119,978.	1,911,277.	

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	2,119,978.
2	Enter amount from Part I, line 27a	2	-235,622.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	26,926.
4	Add lines 1, 2, and 3	4	1,911,282.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	5.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,911,277.

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	-59,866.
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	193,258.	2,554,409.	0.07565663917
2007	251,056.	3,460,054.	0.07255840516
2006	249,731.	3,541,196.	0.07052165427
2005	261,082.	3,434,055.	0.07602732047
2004	245,920.	3,464,903.	0.07097456985

2 **Total** of line 1, column (d)	2	0.36573858892
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	0.07314771778
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,130,980.
5 Multiply line 4 by line 3	5	155,876.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	155,876.
8 Enter qualifying distributions from Part XII, line 4	8	151,191.

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 ▶ ☐ and enter 1% of Part I, line 27b	1	NONE
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	NONE
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	NONE
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 468.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	468.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	468.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ Refunded ▶	11	468.

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 9			
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)*

		Line	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 ▶ KEYBANK NATIONAL ASSOCIATION Telephone no ▶ (419)259-4968

Located at ▶ P O BOX 10099, TOLEDO, OH ZIP + 4 ▶ 43699-0099

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.

				Line	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 ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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 ☒ 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 ☒ 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 10		17,535.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	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	2,163,431.
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	2,163,431.
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	2,163,431.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	32,451.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,130,980.
6	**Minimum investment return.** Enter 5% of line 5	6	106,549.

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	106,549.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	NONE		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	NONE
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	106,549.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	106,549.
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	106,549.

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	151,191.
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	151,191.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	151,191.

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					106,549.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				NONE	
b Total for prior years 20 07 ,20 ,20			NONE		
3 Excess distributions carryover, if any, to 2009.					
a From 2004	79,007.				
b From 2005	102,568.				
c From 2006	79,969.				
d From 2007	82,102.				
e From 2008	66,470.				
f **Total** of lines 3a through e		410,116.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 151,191.					
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					106,549.
e Remaining amount distributed out of corpus		44,642.			
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		454,758.			
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)		79,007.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		375,751.			
10 Analysis of line 9					
a Excess from 2005	102,568.				
b Excess from 2006	79,969.				
c Excess from 2007	82,102.				
d Excess from 2008	66,470.				
e Excess from 2009	44,642.				

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 ▶ [ ] 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:

SEE STATEMENT 12

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 13				
Total . . . . ▶ **3a**				145,300.
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	32,036.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-59,866.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b TAX REFUND			1	3,326.	
c PARTNERSHIP INCOME			1	-46,612.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-71,116.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -71,116.

(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

Jeffrey K. Koogler, VP | 01/04/2011 | Vice President

Signature of officer or trustee JEFFREY K. KOOGLER | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

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 SHORT-TERM CAPITAL GAIN DIVIDENDS					NONE	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,885.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,454.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-4,186.	
		200. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	03/03/2009
5,111.00		6,381.00					-1,270.00	
		400. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	03/03/2009
19,248.00		9,853.00					9,395.00	
		1500. KIMCO REALTY CORP REIT PROPERTY TYPE: SECURITIES					04/11/2005	03/03/2009
12,150.00		39,911.00					-27,761.00	
		500. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					04/11/2005	03/03/2009
27,606.00		24,310.00					3,296.00	
		100. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					09/09/2005	03/03/2009
5,521.00		4,832.00					689.00	
		200. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	03/03/2009
9,522.00		11,408.00					-1,886.00	
		1000. WALGREEN CO COM PROPERTY TYPE: SECURITIES					12/24/2007	03/03/2009
22,990.00		39,053.00					-16,063.00	
		1400. AFLAC INC COM PROPERTY TYPE: SECURITIES					10/15/2003	03/20/2009
25,829.00		49,518.00					-23,689.00	

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)	
		200. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					12/09/2002	03/20/2009
9,579.00		7,924.00					1,655.00	
		200. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					06/02/2008	03/20/2009
13,485.00		19,929.00					-6,444.00	
		300. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	03/20/2009
8,283.00		9,572.00					-1,289.00	
		200. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	03/20/2009
10,363.00		4,927.00					5,436.00	
		200. PEPSICO INC COM PROPERTY TYPE: SECURITIES					09/25/2007	03/20/2009
10,017.00		14,349.00					-4,332.00	
		400. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					09/09/2005	03/20/2009
25,496.00		19,328.00					6,168.00	
		200. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	03/20/2009
9,302.00		11,408.00					-2,106.00	
		500. AT&T INC COM PROPERTY TYPE: SECURITIES					07/16/2008	03/30/2009
12,570.00		15,969.00					-3,399.00	
		100. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					12/09/2002	03/30/2009
4,717.00		3,962.00					755.00	
		100. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					06/02/2008	03/30/2009
6,688.00		9,965.00					-3,277.00	
		200. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	03/30/2009
10,526.00		4,927.00					5,599.00	

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)	
		100. PEPSICO INC COM PROPERTY TYPE: SECURITIES					09/25/2007	03/30/2009
5,208.00		7,175.00					-1,967.00	
		1000. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					07/27/2005	03/30/2009
28,399.00		33,175.00					-4,776.00	
		500. US BANCORP COM PROPERTY TYPE: SECURITIES					04/09/2007	03/30/2009
7,305.00		17,335.00					-10,030.00	
		200. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					07/10/2006	03/30/2009
8,522.00		12,576.00					-4,054.00	
		500. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	03/30/2009
7,400.00		17,807.00					-10,407.00	
		100. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					12/09/2002	04/28/2009
4,320.00		3,962.00					358.00	
		100. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES					02/02/2009	04/28/2009
3,317.00		3,047.00					270.00	
		100. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					06/02/2008	04/28/2009
6,658.00		9,965.00					-3,307.00	
		300. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	04/28/2009
9,840.00		9,572.00					268.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	04/28/2009
5,078.00		2,463.00					2,615.00	
		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	04/28/2009
4,996.00		5,704.00					-708.00	

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)	
		100. US BANCORP COM PROPERTY TYPE: SECURITIES					04/09/2007	04/28/2009
1,809.00		3,467.00					-1,658.00	
		500. US BANCORP COM PROPERTY TYPE: SECURITIES					03/02/2006	04/28/2009
9,045.00		15,338.00					-6,293.00	
		500. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	04/28/2009
9,910.00		17,807.00					-7,897.00	
		100. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					06/02/2008	05/01/2009
6,578.00		9,965.00					-3,387.00	
		100. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	05/01/2009
6,578.00		9,218.00					-2,640.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	05/01/2009
5,174.00		2,463.00					2,711.00	
		100. PEPSICO INC COM PROPERTY TYPE: SECURITIES					05/13/2008	05/01/2009
4,893.00		6,728.00					-1,835.00	
		500. US BANCORP COM PROPERTY TYPE: SECURITIES					03/02/2006	05/01/2009
9,085.00		15,338.00					-6,253.00	
		500. US BANCORP COM PROPERTY TYPE: SECURITIES					09/09/2004	05/01/2009
9,085.00		14,845.00					-5,760.00	
		100. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					07/10/2006	05/01/2009
4,884.00		6,288.00					-1,404.00	
		100. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/23/2006	05/01/2009
4,884.00		5,868.00					-984.00	

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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)	
		300. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	05/01/2009
6,045.00		10,684.00					-4,639.00	
		100. CATERPILLAR INC DEL COM PROPERTY TYPE: SECURITIES					02/02/2009	05/07/2009
4,029.00		3,047.00					982.00	
		200. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	05/07/2009
13,691.00		18,436.00					-4,745.00	
		200. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	05/07/2009
7,260.00		6,381.00					879.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	05/07/2009
5,450.00		2,463.00					2,987.00	
		200. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					11/03/2008	05/07/2009
10,740.00		11,642.00					-902.00	
		1200. US BANCORP COM PROPERTY TYPE: SECURITIES					09/09/2004	05/07/2009
25,955.00		35,628.00					-9,673.00	
		100. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/23/2006	05/07/2009
5,195.00		5,868.00					-673.00	
		1000. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	05/07/2009
26,829.00		35,614.00					-8,785.00	
		500. AT&T INC COM PROPERTY TYPE: SECURITIES					07/16/2008	05/28/2009
12,105.00		15,969.00					-3,864.00	
		800. BRANDYWINE BLUE FUND OPEN-END FUND PROPERTY TYPE: SECURITIES					02/02/2009	05/28/2009
14,760.00		15,112.00					-352.00	

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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)	
		775. BRANDYWINE BLUE FUND OPEN-END FUND PROPERTY TYPE: SECURITIES					02/10/2009	05/28/2009
14,299.00		14,524.00					-225.00	
		300. BRANDYWINE BLUE FUND OPEN-END FUND PROPERTY TYPE: SECURITIES					02/18/2009	05/28/2009
5,535.00		5,532.00					3.00	
		530. BRANDYWINE BLUE FUND OPEN-END FUND PROPERTY TYPE: SECURITIES					02/17/2009	05/28/2009
9,779.00		9,763.00					16.00	
		300. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	05/28/2009
9,732.00		9,572.00					160.00	
		100. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					01/30/2009	05/28/2009
3,450.00		3,505.00					-55.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	05/28/2009
5,445.00		2,463.00					2,982.00	
		200. PEPSICO INC COM PROPERTY TYPE: SECURITIES					05/13/2008	05/28/2009
10,062.00		13,456.00					-3,394.00	
		200. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	05/28/2009
10,454.00		11,408.00					-954.00	
		100. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/23/2006	05/28/2009
5,207.00		5,868.00					-661.00	
		200. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					11/20/2008	06/11/2009
7,053.00		6,381.00					672.00	
		100. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					11/03/2008	06/11/2009
5,836.00		5,821.00					15.00	

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)	
		200. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					09/09/2005	06/11/2009
8,822.00		6,352.00					2,470.00	
		800. US BANCORP COM PROPERTY TYPE: SECURITIES					09/09/2004	06/11/2009
14,760.00		23,752.00					-8,992.00	
		50. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					12/09/2002	07/24/2009
2,244.00		1,981.00					263.00	
		50. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					02/27/2009	07/24/2009
4,313.00		3,227.00					1,086.00	
		100. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	07/24/2009
2,117.00		1,589.00					528.00	
		50. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	07/24/2009
3,417.00		4,609.00					-1,192.00	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	07/24/2009
6,123.00		2,463.00					3,660.00	
		200. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					11/03/2008	07/24/2009
11,186.00		11,642.00					-456.00	
		200. PEPSICO INC COM PROPERTY TYPE: SECURITIES					05/13/2008	07/24/2009
11,244.00		13,456.00					-2,212.00	
		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	07/24/2009
5,556.00		5,704.00					-148.00	
		.999 TAIWAN SEMICONDUCTOR MFG CO SPONS A PROPERTY TYPE: SECURITIES					03/30/2009	08/21/2009
10.00		9.00					1.00	

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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)	
		400. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES					02/02/2009	08/27/2009
9,924.00		8,872.00					1,052.00	
		100. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					05/01/2009	08/27/2009
2,438.00		1,996.00					442.00	
		300. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					09/09/2005	08/27/2009
13,707.00		9,528.00					4,179.00	
		100. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	08/27/2009
5,321.00		5,704.00					-383.00	
		500. AT&T INC COM PROPERTY TYPE: SECURITIES					07/16/2008	09/03/2009
12,525.00		15,969.00					-3,444.00	
		500. AT&T INC COM PROPERTY TYPE: SECURITIES					11/03/2008	09/03/2009
12,525.00		13,875.00					-1,350.00	
		25. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					03/03/2009	09/03/2009
1,850.00		1,118.00					732.00	
		25. APPLE INC COM PROPERTY TYPE: SECURITIES					02/19/2009	09/03/2009
4,143.00		2,270.00					1,873.00	
		33. KT DIVERSIFIED EQUITY FUND PROPERTY TYPE: SECURITIES					03/30/2009	09/03/2009
4,993.00		3,756.00					1,237.00	
		100. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	09/03/2009
2,196.00		1,589.00					607.00	
		400. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES					02/02/2009	09/03/2009
9,786.00		8,872.00					914.00	

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)	
		100. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/31/1996	09/03/2009
5,951.00		2,463.00					3,488.00	
		100. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					05/01/2009	09/03/2009
3,244.00		2,777.00					467.00	
		25. AIR PRODUCTS & CHEMICALS INC COM PROPERTY TYPE: SECURITIES					03/03/2009	09/10/2009
1,885.00		1,118.00					767.00	
		25. APPLE INC COM PROPERTY TYPE: SECURITIES					02/19/2009	09/10/2009
4,301.00		2,270.00					2,031.00	
		127. KT DIVERSIFIED EQUITY FUND PROPERTY TYPE: SECURITIES					03/30/2009	09/10/2009
20,048.00		14,486.00					5,562.00	
		34. KT DIVERSIFIED EQUITY FUND PROPERTY TYPE: SECURITIES					03/20/2009	09/10/2009
5,367.00		3,767.00					1,600.00	
		25. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	09/10/2009
594.00		397.00					197.00	
		25. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	09/10/2009
1,770.00		2,305.00					-535.00	
		536. ISHARES MSCI EMERGING MKTS INDEX CL PROPERTY TYPE: SECURITIES					05/01/2009	09/10/2009
20,014.00		15,458.00					4,556.00	
		150. L-3 COMMUNICATIONS CORPORATION COM PROPERTY TYPE: SECURITIES					03/03/2009	09/10/2009
11,517.00		9,579.00					1,938.00	
		50. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					09/09/2005	09/10/2009
2,254.00		1,588.00					666.00	

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)	
		25. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					05/07/2009	09/10/2009
1,430.00		1,441.00					-11.00	
		100. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	09/10/2009
2,745.00		3,561.00					-816.00	
		25. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES					05/07/2009	09/10/2009
2,007.00		1,910.00					97.00	
		350. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					12/09/2002	09/17/2009
16,352.00		13,867.00					2,485.00	
		131. ISHARES MSCI EMERGING MKTS INDEX CL PROPERTY TYPE: SECURITIES					05/01/2009	09/17/2009
5,109.00		3,778.00					1,331.00	
		200. MILLIPORE CORP COM PROPERTY TYPE: SECURITIES					03/03/2009	09/17/2009
14,168.00		10,504.00					3,664.00	
		100. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					05/01/2009	10/08/2009
2,541.00		1,996.00					545.00	
		300. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					03/03/2009	10/08/2009
7,623.00		4,829.00					2,794.00	
		25. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					05/01/2009	10/08/2009
995.00		694.00					301.00	
		300. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/10/2006	10/08/2009
17,187.00		17,112.00					75.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					05/07/2009	10/08/2009
3,052.00		2,881.00					171.00	

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)	
		600. WELLS FARGO CO COM PROPERTY TYPE: SECURITIES					02/08/2007	10/08/2009
17,502.00		21,368.00					-3,866.00	
		25. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES					05/07/2009	10/08/2009
2,214.00		1,910.00					304.00	
		25. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES					02/27/2009	10/08/2009
2,214.00		1,521.00					693.00	
		25. APPLE INC COM PROPERTY TYPE: SECURITIES					02/19/2009	10/14/2009
4,779.00		2,270.00					2,509.00	
		25. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	10/14/2009
1,883.00		2,305.00					-422.00	
		100. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/23/2006	10/14/2009
6,338.00		5,868.00					470.00	
		200. COPART INC COM PROPERTY TYPE: SECURITIES					04/28/2009	10/26/2009
6,632.00		6,271.00					361.00	
		100. COPART INC COM PROPERTY TYPE: SECURITIES					03/20/2009	10/26/2009
3,316.00		2,988.00					328.00	
		200. COPART INC COM PROPERTY TYPE: SECURITIES					03/03/2009	10/26/2009
6,632.00		5,243.00					1,389.00	
		200. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					03/23/2006	10/26/2009
13,194.00		11,736.00					1,458.00	
		75. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/27/2009	11/05/2009
1,854.00		1,192.00					662.00	

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)	
		125. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/02/2009	11/05/2009
3,090.00		1,974.00					1,116.00	
		100. CHEVRON CORP COM PROPERTY TYPE: SECURITIES					09/25/2007	11/05/2009
7,709.00		9,218.00					-1,509.00	
		75. MONSANTO CO COM PROPERTY TYPE: SECURITIES					04/02/2009	11/05/2009
5,208.00		6,404.00					-1,196.00	
		25. MONSANTO CO COM PROPERTY TYPE: SECURITIES					04/28/2009	11/05/2009
1,736.00		2,049.00					-313.00	
		100. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					04/28/2009	11/05/2009
3,175.00		1,736.00					1,439.00	
		182.013 KT DIVERSIFIED EQUITY FUND PROPERTY TYPE: SECURITIES					03/20/2009	11/30/2009
29,173.00		20,917.00					8,256.00	
		200. KT DIVERSIFIED EQUITY FUND PROPERTY TYPE: SECURITIES					01/30/2009	11/30/2009
32,056.00		22,499.00					9,557.00	
		500. ENERGY TRANSFER PARTNERS LIMITED PA PROPERTY TYPE: SECURITIES					05/15/2008	11/30/2009
21,541.00		25,015.00					-3,474.00	
		1000. ENERGY TRANSFER PARTNERS LIMITED P PROPERTY TYPE: SECURITIES					12/13/2007	11/30/2009
43,082.00		49,003.00					-5,921.00	
		500. KINDER MORGAN ENERGY PARTNERS LIMIT PROPERTY TYPE: SECURITIES					05/20/2008	11/30/2009
29,102.00		30,103.00					-1,001.00	
		500. KINDER MORGAN ENERGY PARTNERS LIMIT PROPERTY TYPE: SECURITIES					11/03/2008	11/30/2009
29,102.00		27,544.00					1,558.00	

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)	
		500. KINDER MORGAN ENERGY PARTNERS LIMIT PROPERTY TYPE: SECURITIES					12/13/2007	11/30/2009
29,102.00		26,280.00					2,822.00	
		50. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/02/2009	12/03/2009
1,166.00		790.00					376.00	
		100. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES					02/10/2009	12/03/2009
5,172.00		7,271.00					-2,099.00	
		100. GENZYME CORP GENL DIVISION COM PROPERTY TYPE: SECURITIES					07/24/2009	12/03/2009
5,172.00		5,273.00					-101.00	
		95. HARBOR INTERNATIONAL FD OPEN-END FUN PROPERTY TYPE: SECURITIES					11/05/2009	12/03/2009
5,347.00		5,119.00					228.00	
		300. HARBOR INTERNATIONAL FD OPEN-END FU PROPERTY TYPE: SECURITIES					09/17/2009	12/03/2009
16,884.00		16,023.00					861.00	
		475. HARBOR INTERNATIONAL FD OPEN-END FU PROPERTY TYPE: SECURITIES					10/08/2009	12/03/2009
26,733.00		25,327.00					1,406.00	
		906. HARBOR INTERNATIONAL FD OPEN-END FU PROPERTY TYPE: SECURITIES					09/10/2009	12/03/2009
50,990.00		47,112.00					3,878.00	
		233. ISHARES MSCI EMERGING MKTS INDEX CL PROPERTY TYPE: SECURITIES					05/01/2009	12/03/2009
9,802.00		6,720.00					3,082.00	
		300. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES					02/17/2009	12/03/2009
19,536.00		14,108.00					5,428.00	
		200. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES					02/18/2009	12/03/2009
13,024.00		9,254.00					3,770.00	

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)	
		100. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES					02/19/2009	12/03/2009
6,512.00		4,603.00					1,909.00	
		300. ISHARES RUSSELL 2000 GWTH INDEX CLO PROPERTY TYPE: SECURITIES					03/30/2009	12/03/2009
19,536.00		13,374.00					6,162.00	
		100. BURLINGTON NORTHERN SANTA FE COM PROPERTY TYPE: SECURITIES					03/03/2009	12/10/2009
9,854.00		5,551.00					4,303.00	
		325. CHESAPEAKE ENERGY CORP COM PROPERTY TYPE: SECURITIES					02/02/2009	12/10/2009
7,351.00		5,132.00					2,219.00	
		50. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES					01/30/2009	12/10/2009
2,498.00		1,752.00					746.00	
		200. AT&T INC COM PROPERTY TYPE: SECURITIES					11/03/2008	12/17/2009
5,454.00		5,550.00					-96.00	
		500. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES					03/30/2009	12/17/2009
13,282.00		13,458.00					-176.00	
		300. ENERGY TRANSFER PARTNERS LIMITED PA PROPERTY TYPE: SECURITIES					12/13/2007	12/17/2009
13,221.00		14,701.00					-1,480.00	
		500. ENTERPRISE PRODUCTS PARTNERS LIMITE PROPERTY TYPE: SECURITIES					11/03/2008	12/17/2009
15,810.00		12,251.00					3,559.00	
		200. KINDER MORGAN ENERGY PARTNERS LIMIT PROPERTY TYPE: SECURITIES					12/13/2007	12/17/2009
11,942.00		10,512.00					1,430.00	
		100. AT&T INC COM PROPERTY TYPE: SECURITIES					11/03/2008	01/15/2010
2,574.00		2,775.00					-201.00	

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)	
		25. APPLE INC COM PROPERTY TYPE: SECURITIES					02/19/2009	01/15/2010
5,182.00		2,270.00					2,912.00	
		25. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES					05/07/2009	01/15/2010
2,433.00		1,925.00					508.00	
		50. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					05/01/2009	01/15/2010
3,534.00		2,446.00					1,088.00	
		25. TRANSOCEAN LTD FGN COM PROPERTY TYPE: SECURITIES					02/27/2009	01/15/2010
2,286.00		1,521.00					765.00	
		25. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					02/27/2009	02/16/2010
2,940.00		1,614.00					1,326.00	
		25. PEABODY ENERGY CORP COM PROPERTY TYPE: SECURITIES					05/01/2009	02/16/2010
1,159.00		694.00					465.00	
		150. T ROWE PRICE GROUP INC COM PROPERTY TYPE: SECURITIES					09/09/2005	02/16/2010
7,491.00		4,764.00					2,727.00	
		501.001 TAIWAN SEMICONDUCTOR MFG CO SPON PROPERTY TYPE: SECURITIES					03/30/2009	02/16/2010
4,940.00		4,436.00					504.00	
		502.999 TAIWAN SEMICONDUCTOR MFG CO SPON PROPERTY TYPE: SECURITIES					03/20/2009	02/16/2010
4,960.00		4,410.00					550.00	
		100. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					04/28/2009	02/16/2010
3,095.00		1,736.00					1,359.00	

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)	
TOTAL GAIN(LOSS)							-59,866.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		18,382.	18,382.
MUTUAL FUNDS		11,979.	11,979.
COMMON TRUST FUNDS		1,624.	1,624.
IRS REFUND INTEREST		48.	48.
SEC SETTLEMENT INT		3.	3.
	TOTAL	32,036.	32,036.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAX REFUND		3,326.	
PARTNERSHIP INCOME		-46,612.	-46,612.
	TOTALS	-43,286.	-46,612.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	164.	164.
TOTALS	164.	164.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-PRINCI	256.	256.
OTHER NON-ALLOCABLE EXPENSE -	1.	1.
TOTALS	257.	257.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	C	1,911,277.	2,328,157.
TOTALS		1,911,277.	2,328,157.

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

DESCRIPTION	AMOUNT
PARTNERSHIP ADJUSTMT/TAXABLE INCOME VS C	26,926.
TOTAL	26,926.

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

DESCRIPTION		AMOUNT
ROUNDING		5.
	TOTAL	5.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
OH

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

OFFICER NAME:
KEYBANK NATIONAL ASSOCIATION
ADDRESS:
PO BOX 10099
TOLEDO, OH 43699-0099
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 17,535.

OFFICER NAME:
GREGORY G ALEXANDER
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
GREGORY S SHUMAKER
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:
HOPE J WELLES
ADDRESS:
112 ROCKLEDGE DR
PERRYSBURG, OH 43551
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:
PHIL H WOLF
ADDRESS:
C/O KEYBANK N.A. PO BOX 10099
TOLEDO, OH 43699-0099
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 17,535.

FORM 990PF, PART XV - LINES 2a - 2d
===================================

RECIPIENT NAME:
SHUMAKER, LOOP & KENDRICK
ADDRESS:
1000 JACKSON
TOLEDO, OH 43624
FORM, INFORMATION AND MATERIALS:
NO SPECIFIC FORM
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
INFORMATION IS AVAILABLE FROM GREGORY ALEXANDER. SEE LINE 2A FOR ADDRESS AND TELEPHONE INFORMATION.

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

RECIPIENT NAME:
SEE ATTACHED
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 145,300.

TOTAL GRANTS PAID: 145,300.

PRIVATE FOUNDATIONS
MONTHLY SUMMARY

REPORT TAC-CRR40
RUN DATE 13MAR10
BUS DATE 2010-03-12
PAGE 1
SAR ID TAC000PCRR40

ACCOUNT	ACCOUNT NAME		TAX ANALYST/NAME	FISCAL YEAR 2010 - 0228
20 10 211 0327380	WAITE M B-BRAND FOUNDATION	T/W	328 M E ESTRADA	419-259-4968

MONTH	MARKET VALUE	CASH	OTHER
MARCH	1,762,591.65	0.00	1,762,591.65
APRIL	1,904,693.68	0.00	1,904,693.68
MAY	2,028,333.89	0.00	2,028,333.89
JUNE	2,015,401.14	0.00	2,015,401.14
JULY	2,156,887.84	0.00	2,156,887.84
AUGUST	2,172,669.25	0.00	2,172,669.25
SEPTEMBER	2,271,745.54	0.00	2,271,745.54
OCTOBER	2,229,863.00	0.00	2,229,863.00
NOVEMBER	2,341,307.02	0.00	2,341,307.02
DECEMBER	2,398,528.99	0.00	2,398,528.99
JANUARY	2,304,378.26	0.00	2,304,378.26
FEBRUARY	2,374,769.06	0.00	2,374,769.06
MONTHLY AVG	2,163,430.78	0.00	2,163,430.78

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-03-13
BUS DATE 2010-03-12
PAGE 1
SAR ID TAC000PCRR41

BK-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
20-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
FISCAL YEAR CODE 0231 AS OF 02-28-2010

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
G98255105	XL CAPITAL LTD FGN COM CL A	11,418.75	0.00	10,608.62	625.000
H5833N103	NOBLE CORP FGN COM	27,469.00	0.00	17,307.50	650.000
H8817H100	TRANSOCEAN LTD FGN COM	19,955.00	0.00	15,199.00	250.000
00078H158	ASTON OPTIMUM MID CAP FUND OPEN-END FUND CL I	122,847.85	0.00	95,004.10	4,585.586
00206R102	AT&T INC COM	17,367.00	0.00	19,425.00	700.000
00724F101	ADOBE SYSTEMS INC COM	10,395.00	0.00	8,370.50	300.000
009158106	AIR PRODUCTS & CHEMICALS INC COM	10,287.00	0.00	6,706.50	150.000
015565732	ALGER SMIDCAP GROWTH OPEN-END FUND CL A	65,150.00	0.00	60,750.00	5,000.000
023135106	AMAZON COM INC COM	14,800.00	0.00	8,067.50	125.000
037411105	APACHE CORP COM	7,773.00	0.00	7,041.00	75.000
037833100	APPLE INC COM	20,462.00	0.00	9,078.00	100.000
054303102	AVON PRODS INC COM	12,176.00	0.00	7,085.01	400.000
064149107	BANK OF NOVA SCOTIA FGN COM	15,900.50	0.00	15,892.00	350.000
071813109	BAXTER INTERNATIONAL INC COM	11,386.00	0.00	11,776.00	200.000
088606108	BHP BILLITON LTD SPONS ADR	10,999.50	0.00	5,200.50	150.000
126650100	CVS/CAREMARK CORP COM	20,250.00	0.00	15,817.00	600.000
151020104	CELGENE CORP COM	10,416.00	0.00	10,067.75	175.000
17275R102	CISCO SYS INC	24,330.00	0.00	15,390.00	1,000.000

CHARITABLE TRUSTS HOLDINGS REPORT

BK-RG-OFF-ACCOUNT 20-10-211-0327380 — ACCOUNT NAME: WAITE M B-BRAND FOUNDATION T/W — AS OF 02-28-2010
FISCAL YEAR CODE 0231
TAX ANALYST/NAME: 328 M E ESTRADA 419-259-4968

REPORT TAC-CRR41
RUN DATE 2010-03-13
BUS DATE 2010-03-12

SAR ID TAC000PCRR41

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	COM				
222816100	COVANCE INC COM	16,986.00	0.00	13,742.00	300.000
231021106	CUMMINS INC COM	15,614.50	0.00	13,793.01	275.000
254687106	WALT DISNEY CO COM	15,620.00	0.00	8,154.00	500.000
256206103	DODGE & COX INTERNATIONAL STOC F OPEN-END FUND	114,257.52	0.00	121,218.88	3,756.000
26875P101	EOG RESOURCES INC COM	23,512.50	0.00	15,123.50	250.000
277905642	EATON VANCE LARGE-CAP VALUE FUND OPEN-END FUND CL I	78,462.80	0.00	64,694.00	4,692.751
278058102	EATON CORP COM	13,624.00	0.00	8,566.25	200.000
29273R109	ENERGY TRANSFER PARTNERS LIMITED PARTNERSHIP	78,676.00	0.00	63,116.20	1,700.000
293792107	ENTERPRISE PRODUCTS PARTNERS LIMITED PARTNERSHIP	65,520.00	0.00	41,208.95	2,000.000
302130109	EXPEDITORS INTL WASH INC COM	7,294.00	0.00	6,564.50	200.000
31428X106	FEDEX CORP COM	8,476.00	0.00	8,976.00	100.000
35671D857	FREEPORT-MCMORAN COPPER & GOLD COM	9,395.00	0.00	8,951.25	125.000
369604103	GENERAL ELEC CO COM	17,666.00	0.00	17,190.98	1,100.000
38259P508	GOOGLE INC COM CL A	10,536.00	0.00	6,588.60	20.000
411511306	HARBOR INTERNATIONAL FD OPEN-END FUND	256,703.66	0.00	208,773.01	4,961.416
428236103	HEWLETT PACKARD CO COM	27,934.50	0.00	17,415.00	550.000
458140100	INTEL CORP COM	14,371.00	0.00	10,002.00	700.000

CHARITABLE TRUSTS HOLDINGS REPORT

REPORT TAC-CRR41
RUN DATE 2010-03-13
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K-RG-OFF-ACCOUNT ACCOUNT NAME TAX ANALYST/NAME
20-10-211-0327380 WAITE M B-BRAND FOUNDATION T/W 328 M E ESTRADA 419-259-4968
FISCAL YEAR CODE 0231 AS OF 02-28-2010

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
45865V100	INTERCONTINENTALEXCHANGE INC COM	10,729.00	0.00	10,637.00	100.000
459902102	INTERNATIONAL GAME TECHNOLOGY COM	7,020.00	0.00	8,528.00	400.000
464287234	ISHARES MSCI EMERGING MKTS INDEX CLOSED-END FUND	81,816.00	0.00	54,377.00	2,100.000
46625H100	JP MORGAN CHASE & CO COM	16,788.00	0.00	8,752.00	400.000
48242W106	KBR INC COM	10,355.00	0.00	10,264.00	500.000
494550106	KINDER MORGAN ENERGY PARTNERS LIMITED PARTNERSHIP	83,590.00	0.00	68,327.87	1,300.000
585055106	MEDTRONIC INC COM	21,700.00	0.00	27,245.00	500.000
626124242	MUNDER MIDCAP CORE GROWTH FUND OPEN-END FUND CL Y	113,606.80	0.00	80,051.64	4,922.305
68389X105	ORACLE CORP COM	17,255.00	0.00	11,980.69	700.000
693390700	PIMCO FUNDS-TOTAL RETURN FUND OPEN-END FUND INSTL CL	150,988.28	0.00	151,654.41	13,738.697
693391104	PIMCO REAL RETURN FUND OPEN-END FUND INSTL CL	41,539.50	0.00	42,266.25	3,825.000
704549104	PEABODY ENERGY CORP COM	16,089.50	0.00	7,849.51	350.000
73935S105	POWERSHARES DB COMMODITY INDEX CLOSED-END FUND	47,260.00	0.00	43,239.00	2,000.000
74144T108	T ROWE PRICE GROUP INC COM	15,207.00	0.00	9,528.00	300.000
747525103	QUALCOMM INC COM	14,673.16	0.00	15,088.00	400.000
74762E102	QUANTA SERVICES INC COM	7,600.00	0.00	9,133.00	400.000
7495200A1	KT SHORT TERM DEPOSIT FUND	116,403.79	0.00	116,403.79	116,403.790
77956H864	T ROWE PRICE EMERGING MKTS STK	94,613.95	0.00	75,106.70	3,335.000

CHARITABLE TRUSTS HOLDINGS REPORT

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BK-RG-OFF-ACCOUNT 20-10-211-0327380
ACCOUNT NAME WAITE M B-BRAND FOUNDATION T/W
FISCAL YEAR CODE 0231 AS OF 02-28-2010
TAX ANALYST/NAME 328 M E ESTRADA 419-259-4968

CUSIP	ASSET NAME	PRINCIPAL MV	INCOME MV	TAX COST	UNITS
	OPEN-END FUND				
806407102	HENRY SCHEIN INC COM	11,366.00	0.00	7,860.00	200.000
806857108	SCHLUMBERGER LTD FGN COM	21,385.00	0.00	14,158.50	350.000
808513105	SCHWAB CHARLES CORP NEW COM	18,310.00	0.00	14,740.00	1,000.000
881624209	TEVA PHARMACEUTICAL INDS LTD SPONS ADR	24,004.00	0.00	16,696.00	400.000
883556102	THERMO FISHER SCIENTIFIC INC COM	14,631.00	0.00	10,670.01	300.000
913017109	UNITED TECHNOLOGIES CORP COM	13,730.00	0.00	11,735.75	200.000
917047102	URBAN OUTFITTERS INC COM	9,660.00	0.00	5,208.00	300.000
921928107	VANGUARD MORGAN GROWTH FD INC OPEN-END FUND	118,378.00	0.00	106,737.50	7,850.000
92826C839	VISA INC COM CL A	12,792.00	0.00	10,385.00	150.000
983919101	XILINX INC COM	10,332.00	0.00	7,741.98	400.000
989701107	ZIONS BANCORP COM	3,708.00	0.00	3,640.00	200.000
995084027	PROPERTY LOCATION DEED IN NAME OF ADOLF BRAND & PLAT FOR #16 IN SEC 25 OF WOODLAWN CEMETERY ASSN	1.00	0.00	0.00	1.000
998155436	CHARITABLE SMALL CAP FUND	41,205.00	0.00	25,020.08	202.793
	*** TOTAL ***	2,374,769.06	0.00	1,957,888.79	200,094.338
		- 46,612.00		46,612.00	
		$ 2,328,157.06		1,911,276.79	

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of Exempt Organization WAITE M B-BRAND FOUNDATION T/W 20 -102110327380	**Employer identification number** 34-6563471
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. KEYBANK N.A., P.O. BOX 10099	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TOLEDO, OH 43699-0099	

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

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

- The books are in the care of ▶ KEYBANK NATIONAL ASSOCIATION

Telephone No. ▶ (419)259-4968 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . ▶ [ ] If it is for part of the group, check this box . . ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 10/15 ,2010 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year ______ or
▶ [X] tax year beginning 03/01, 2009 , and ending 02/28, 2010 .

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$	912.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$	468.
c **Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$	1,000.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box .... ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

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

Type or print	Name of Exempt Organization WAITE M B-BRAND FOUNDATION T/W -102110327380	**Employer identification number** 34-6563471
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O box, see instructions. KEYBANK N.A., P.O. BOX 10099	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TOLEDO, OH 43699-0099	

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

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

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

• The books are in the care of ▶ KEYBANK NATIONAL ASSOCIATION

Telephone No. ▶ (419)259-4968 FAX No. ▶

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

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

4 I request an additional 3-month extension of time until 01/15/2011.

5 For calendar year ______, or other tax year beginning 03/01/2009, and ending 02/28/2010.

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

7 State in detail why you need the extension MORE TIME IS NEEDED TO COLLECT INVESTMENT INFORMATION.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 912.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 1,468.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ NONE

Signature and Verification

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

Signature ▶ Jeffrey K. Koogler, VP Title ▶ Date ▶