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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning MAR 1, 2009, and ending FEB 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 JOHN B. AND JOAN H. CARLEY FOUNDATION		A Employer identification number 82-0515935
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 2375 N. TOWERVIEW LANE		B Telephone number 208-343-1339
	City or town, state, and ZIP code BOISE, ID 83702		C If exemption application is pending, check here ☐
	H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,257,590.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	243,713.		N/A	
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	92,086.	92,014.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	40,152.			
b	Gross sales price for all assets on line 6a	933,216.			
7	Capital gain net income (from Part IV, line 2)		40,152.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	375,951.	132,166.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes STMT 2	1,149.	165.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 3	11,183.	11,183.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	12,332.	11,348.		0.
25	Contributions, gifts, grants paid	140,000.			140,000.
26	Total expenses and disbursements. Add lines 24 and 25	152,332.	11,348.		140,000.
27	Subtract line 26 from line 12	223,619.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		120,818.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	300,591.	43,609.	43,609.
	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 4	1,622,301.	2,095,827.	2,213,981.
	c Investments - corporate bonds			
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)	1,922,892.	2,139,436.	2,257,590.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	8,059.	984.	
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	8,059.	984.		
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.			
	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	1,914,833.	2,138,452.	
30 Total net assets or fund balances	1,914,833.	2,138,452.		
31 Total liabilities and net assets/fund balances	1,922,892.	2,139,436.		

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	1,914,833.
2 Enter amount from Part I, line 27a	2	223,619.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,138,452.
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	2,138,452.

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 STATEMENT 8 - SHORT TERM GAIN/LOSS	P	VARIOUS	VARIOUS
b SEE STATEMENT 9 - LONG TERM GAIN/LOSS	P	VARIOUS	VARIOUS
c CAPITAL GAIN DISTRIBUTION	P	VARIOUS	VARIOUS
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 532,243.		493,280.	38,963.
b 399,005.		399,784.	<779.>
c 1,968.			1,968.
d			
e			

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			38,963.
b			<779.>
c			1,968.
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	40,152.
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	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	75,000.	2,038,136.	.036798
2007	228,377.	2,190,284.	.104268
2006	160,000.	2,072,374.	.077206
2005	159,193.	1,781,951.	.089336
2004	109,197.	1,540,234.	.070896

2 Total of line 1, column (d)	2	.378504
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	.075701
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,058,887.
5 Multiply line 4 by line 3	5	155,860.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,208.
7 Add lines 5 and 6	7	157,068.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	140,000.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	2,416.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	3	2,416.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	2,416.
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	1,200.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,200.
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	1,216.
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 ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T.		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?		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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ ID		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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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 ► JOAN H. CARLEY Telephone no ► 208-343-1339 Located at ► 2375 N. TOWERVIEW LANE BOISE, IDAHO ZIP+4 ► 83702			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ►		
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	2b	
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) N/A	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

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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))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

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.

(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
CHRISTOPHER S. CARLEY	PRESIDENT			
237 ROBIN HOOD PLACE				
COSTA MESA, CA 92627	0.00	0.	0.	0.
PETER J. CARLEY	VICE PRESIDENT			
203 SUMMIT RIDGE RD				
BOISE, ID 83702	0.00	0.	0.	0.
KATHRYN A. CARLEY ZIMMERMAN	SECRETARY			
2599 OVERVIEW PLACE				
BOISE, ID 83702	0.00	0.	0.	0.
SCOT D. CARLEY	TREASURER			
2375 N. TOWERVIEW LANE				
BOISE, ID 83702	0.00	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 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	1,918,141.
b	Average of monthly cash balances	1b	172,100.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,090,241.
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	2,090,241.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,354.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,058,887.
6	Minimum investment return. Enter 5% of line 5	6	102,944.

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	102,944.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	2,416.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,416.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	100,528.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	100,528.
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	100,528.

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	140,000.
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	140,000.
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	140,000.

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.

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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				100,528.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	33,791.			
b From 2005	71,709.			
c From 2006	60,063.			
d From 2007	122,109.			
e From 2008				
f Total of lines 3a through e	287,672.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 140,000.				
a Applied to 2008, but not more than line 2a			0.	
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				100,528.
e Remaining amount distributed out of corpus	39,472.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	327,144.			
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	33,791.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	293,353.			
10 Analysis of line 9				
a Excess from 2005	71,709.			
b Excess from 2006	60,063.			
c Excess from 2007	122,109.			
d Excess from 2008				
e Excess from 2009	39,472.			

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	92,014.	72.
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	40,152.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		0.		132,166.	72.
13 Total Add line 12, columns (b), (d), and (e)					132,238.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

Employer identification number

JOHN B. AND JOAN H. CARLEY FOUNDATION

82-0515935

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

JOHN B. AND JOAN H. CARLEY FOUNDATION

82-0515935

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CARLEY 1999 CHARITABLE LEAD ANNUITY TRUST 2375 N. TOWERVIEW LANE BOISE, ID 83702	\$ 243,713.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST	<9,775.>	0.	<9,775.>
MUNICIPAL BOND INTEREST	72.	0.	72.
WELLS FARGO	101,789.	0.	101,789.
TOTAL TO FM 990-PF, PART I, LN 4	92,086.	0.	92,086.

FORM 990-PF	TAXES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	165.	165.		0.
FEDERAL TAXES	984.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,149.	165.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	11,183.	11,183.		0.
TO FORM 990-PF, PG 1, LN 23	11,183.	11,183.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	2,095,827.	2,213,981.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,095,827.	2,213,981.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 5

NAME OF CONTRIBUTOR

ADDRESS

THE JOHN B. AND JOAN H. CARLEY 1999 CHARITABLE LEAD ANNUITY TRUST
2375 N. TOWERVIEW LANE
BOISE, ID 83702

JOHN B. AND JOHN H. CARLEY
FOUNDATION
28-Feb-10

SHORT TERM CAPITAL GAINS

Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
Account - 1508-4380						
GRAINGER W W INC	10/30/2008	3/4/2009	19	1,209.90	1,451.02	(241.12)
CF INDUSTRIES HOLDINGS	10/29/2008	3/12/2009	13	856.90	733.44	123.46
GILEAD SCIENCES INC	10/30/2008	3/16/2009	24	1,059.61	1,119.62	(60.01)
URBAN OUTFITTERS INC	5/16/2008	3/27/2009	4	64.84	124.67	(59.83)
URBAN OUTFITTERS INC	5/30/2008	3/27/2009	24	389.07	776.05	(386.98)
FASTENAL CO	10/29/2008	4/23/2009	27	948.02	1,102.29	(154.27)
PRECISION CASTPARTS CORP	11/14/2008	5/7/2009	11	879.67	620.06	259.61
PRICELINE COM INC NEW	10/29/2008	5/27/2009	10	1,072.12	572.60	499.52
MCAFFEE INCORPORATED	11/11/2008	6/2/2009	29	1,131.75	872.65	259.10
MCAFFEE INCORPORATED	5/20/2009	6/2/2009	14	546.37	541.07	5.30
ACCENTURE LTD	10/31/2008	6/10/2009	29	886.37	955.44	(69.07)
ACCENTURE LTD	5/20/2009	6/10/2009	13	397.34	396.10	1.24
GILEAD SCIENCES INC	10/30/2008	6/12/2009	27	1,202.78	1,259.56	(56.78)
GILEAD SCIENCES INC	5/20/2009	6/12/2009	13	579.13	551.33	27.80
NIKE INC CLASS B	10/29/2008	6/15/2009	39	2,185.11	2,130.38	54.73
NIKE INC CLASS B	10/29/2008	6/25/2009	26	1,327.67	1,420.25	(92.58)
NIKE INC CLASS B	5/20/2009	6/25/2009	3	153.20	154.17	(0.97)
PRAXAIR INC	10/29/2008	6/25/2009	10	701.10	629.30	71.80
APPLE INC	10/30/2008	6/30/2009	4	569.15	447.36	121.79
AMAZON COM INC	10/30/2008	7/2/2009	21	1,680.71	1,193.85	486.86
T ROWE PRICE GROUP INC	10/30/2008	7/9/2009	15	562.83	576.40	(13.57)
T ROWE PRICE GROUP INC	10/30/2008	7/10/2009	11	410.71	422.69	(11.98)
PRICELINE COM INC NEW	10/29/2008	7/17/2009	4	463.70	229.04	234.66
PRICELINE COM INC NEW	5/20/2009	7/17/2009	7	811.50	733.11	78.39
DELL INC	10/29/2008	7/20/2009	64	824.81	802.91	21.90
DELL INC	5/20/2009	7/20/2009	24	309.31	270.18	39.13
NOKIA CORP SPONSORED ADR	10/29/2008	7/23/2009	89	1,181.26	1,440.69	(259.43)
NOKIA CORP SPONSORED ADR	5/20/2009	7/23/2009	37	491.09	572.62	(81.53)
BARD C R INC	11/7/2008	8/7/2009	10	734.46	861.09	(126.63)
BARD C R INC	5/20/2009	8/7/2009	5	367.24	360.75	6.49
FACTSET RESERACH SYS INC	10/29/2008	8/10/2009	5	274.09	190.35	83.74
FACTSET RESERACH SYS INC	10/29/2008	8/11/2009	7	379.36	266.49	112.87
FACTSET RESERACH SYS INC	12/26/2008	8/11/2009	8	433.56	338.08	95.48
FACTSET RESERACH SYS INC	12/26/2008	8/12/2009	4	220.28	169.03	51.25
FACTSET RESERACH SYS INC	5/20/2009	8/12/2009	13	715.93	723.71	(7.78)
COCA COLA COMPANY	10/29/2008	8/13/2009	21	1,010.04	955.71	54.33
COCA COLA COMPANY	5/20/2009	8/13/2009	8	384.78	376.80	7.98
GENL DYNAMICS CORP COM	11/7/2008	8/13/2009	21	1,192.83	1,292.69	(99.86)
GENL DYNAMICS CORP COM	5/20/2009	8/13/2009	11	624.83	632.03	(7.20)
STRYKER CORP	11/11/2008	8/19/2009	26	1,038.21	1,263.49	(225.28)
STRYKER CORP	2/17/2009	8/19/2009	8	319.45	336.51	(17.06)
STRYKER CORP	5/20/2009	8/19/2009	17	678.84	679.58	(0.74)
SEAHAWK DRILLING INC	6/19/2009	8/25/2009	0.19996	5.22	4.92	0.30
QUALCOMM INC	10/30/2008	8/31/2009	33	1,522.81	1,308.43	214.38
QUALCOMM INC	5/20/2009	8/31/2009	16	738.34	682.72	55.62
SEAHAWK DRILLING INC	6/19/2009	9/1/2009	4	94.23	98.45	(4.22)
AMETEK INC	10/30/2008	9/4/2009	5	158.91	162.25	(3.34)
AMETEK INC	10/30/2008	9/8/2009	12	385.31	389.40	(4.09)
AMETEK INC	5/20/2009	9/8/2009	9	288.99	281.96	7.03
NIKE INC CLASS B	5/20/2009	9/10/2009	28	1,540.92	1,438.89	102.03
WMS INDS INC DEL	10/30/2008	9/10/2009	15	645.57	353.22	292.35
WMS INDS INC DEL	10/30/2008	9/15/2009	6	258.04	141.28	116.76
WMS INDS INC DEL	5/20/2009	9/15/2009	10	430.07	323.20	106.87
APPLE INC	10/30/2008	9/21/2009	5	917.99	559.20	358.79
RESEARCH IN MOTION LTD	10/30/2008	10/2/2009	19	1,250.44	903.94	346.50
COACH INC	10/29/2008	10/6/2009	45	1,475.69	877.73	597.96
BLACKROCK INC	10/29/2008	10/9/2009	4	858.77	551.24	307.53

JOHN B. AND JOHN H. CARLEY
FOUNDATION
28-Feb-10

SHORT TERM CAPITAL GAINS

Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
ALLERGAN INC	3/3/2009	10/15/2009	15	867.81	535.30	332.51
ALLERGAN INC	5/20/2009	10/15/2009	7	404.98	317.17	87.81
EMERSON ELECTRIC CO	4/1/2009	10/21/2009	31	1,242.74	911.00	331.74
EMERSON ELECTRIC CO	5/20/2009	10/21/2009	15	601.34	504.14	97.20
GOOGLE INC CL A	10/30/2008	10/28/2009	1	542.82	366.36	176.46
3M CO	8/14/2009	11/6/2009	29	2,185.67	2,064.38	121.29
ABB LTD -SPONS ADR F	7/31/2009	11/6/2009	69	1,344.91	1,262.84	82.07
AGCO CORP	5/20/2009	11/6/2009	13	376.37	366.86	9.51
AGRIUM INC	5/27/2009	11/6/2009	22	1,101.59	1,114.81	(13.22)
AGRIUM INC	6/16/2009	11/6/2009	20	1,001.46	954.73	46.73
ALEXION PHARMACEUTICALS	7/31/2009	11/6/2009	28	1,252.40	1,233.51	18.89
ALTERA CORPORATION	5/20/2009	11/6/2009	46	910.38	730.30	180.08
AMAZON COM INC	5/20/2009	11/6/2009	23	2,901.22	1,812.35	1,088.87
AMERICA MOVIL SERIES L	5/20/2009	11/6/2009	24	1,113.50	919.35	194.15
AMPHENOL CORP NEW	5/20/2009	11/6/2009	15	627.32	509.59	117.73
ANGLO AMERICAN PLC ADR	7/14/2009	11/6/2009	55	1,079.06	784.36	294.70
ANGLO AMERICAN PLC ADR	7/15/2009	11/6/2009	51	1,000.60	753.57	247.03
ANSYS INC	5/20/2009	11/6/2009	13	532.13	379.86	152.27
APACHE CORP COMMON	5/20/2009	11/6/2009	9	886.21	740.87	145.34
APPLE INC	5/20/2009	11/6/2009	16	3,104.40	2,032.64	1,071.76
ATWOOD OCEANICS INC	10/22/2009	11/6/2009	20	746.98	777.13	(30.15)
ATWOOD OCEANICS INC	10/23/2009	11/6/2009	17	634.95	666.33	(31.38)
AVON PRODUCTS INC	12/23/2008	11/6/2009	27	895.94	622.68	273.26
AVON PRODUCTS INC	5/20/2009	11/6/2009	12	398.20	295.92	102.28
BAIDU INC ADR	2/24/2009	11/6/2009	6	2,451.95	818.94	1,633.01
BAIDU INC ADR	5/20/2009	11/6/2009	3	1,225.98	749.64	476.34
BARRICK GOLD CORP	3/16/2009	11/6/2009	27	1,121.36	800.74	320.62
BARRICK GOLD CORP	5/20/2009	11/6/2009	11	456.86	398.97	57.89
BLACKROCK INC	5/20/2009	11/6/2009	4	904.62	552.68	351.94
BLACKROCK INC	5/27/2009	11/6/2009	7	1,583.09	1,082.28	500.81
BROADCOM CORP	11/25/2008	11/6/2009	30	804.05	452.99	351.06
BROADCOM CORP	11/26/2008	11/6/2009	22	589.63	335.81	253.82
BROADCOM CORP	5/20/2009	11/6/2009	24	643.25	547.44	95.81
BUCYRUS INTERNATIONAL INC	5/20/2009	11/6/2009	11	552.91	288.53	264.38
BUCYRUS INTERNATIONAL INC	9/1/2009	11/6/2009	23	1,156.09	681.80	474.29
CAMERON INTERNATIONAL CRP	5/20/2009	11/6/2009	12	469.20	376.55	92.65
CAMERON INTERNATIONAL CRP	6/17/2009	11/6/2009	31	1,212.10	886.64	325.46
CELGENE CORP	5/20/2009	11/6/2009	8	424.23	323.20	101.03
CHECK POINT SOFTWARE F	3/30/2009	11/6/2009	10	324.63	215.16	109.47
CHECK POINT SOFTWARE F	3/31/2009	11/6/2009	19	616.79	417.72	199.07
CHECK POINT SOFTWARE F	5/20/2009	11/6/2009	14	454.49	335.72	118.77
CISCO SYS INC	5/20/2009	11/6/2009	48	1,139.21	893.57	245.64
CME GROUP INC	11/13/2008	11/6/2009	4	1,221.60	885.63	335.97
CME GROUP INC	5/20/2009	11/6/2009	3	916.21	841.47	74.74
COACH INC	5/20/2009	11/6/2009	42	1,425.14	1,049.06	376.08
COGNIZANT TECHNOLOGY	10/21/2009	11/6/2009	45	1,927.87	1,864.97	62.90
CUMMINS INC	10/8/2009	11/6/2009	30	1,381.76	1,408.19	(26.43)
DENTSPLY INTL INC NEW	5/20/2009	11/6/2009	8	267.86	242.08	25.78
DEVON ENERGY CORP NEW	6/9/2009	11/6/2009	25	1,701.73	1,600.56	101.17
DOLBY LABORATORIES INC-A	11/10/2008	11/6/2009	21	878.62	654.03	224.59
DOLBY LABORATORIES INC-A	5/20/2009	11/6/2009	8	334.72	323.92	10.80
EBAY INC	5/20/2009	11/6/2009	30	700.00	539.27	160.73
EBAY INC	8/10/2009	11/6/2009	46	1,073.34	1,030.93	42.41
ENSCO INTL INC	1/21/2009	11/6/2009	10	477.32	267.00	210.32
ENSCO INTL INC	1/22/2009	11/6/2009	15	715.99	403.04	312.95
ENSCO INTL INC	5/20/2009	11/6/2009	21	1,002.39	740.83	261.56
EXPEDIA INC	10/7/2009	11/6/2009	57	1,332.73	1,370.37	(37.64)
FIRST SOLAR INC	5/20/2009	11/6/2009	3	353.10	607.41	(254.31)
FLIR SYSTEMS INC	5/20/2009	11/6/2009	19	545.25	485.82	59.43

JOHN B. AND JOHN H. CARLEY
FOUNDATION
28-Feb-10

SHORT TERM CAPITAL GAINS

Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
FLUOR CORP (NEW)	5/20/2009	11/6/2009	10	452 99	462 70	(9 71)
FRANKLIN RESOURCES	8/20/2009	11/6/2009	13	1,428 28	1,208 82	219 46
FTI CONSULTING INC	5/20/2009	11/6/2009	9	407 24	481 04	(73 80)
GAMESTOP CORP CLASS A	5/20/2009	11/6/2009	49	1,201.61	1,295 02	(93 41)
GEN-PROBE INC	5/20/2009	11/6/2009	9	369 18	404 82	(35 64)
GOLDMAN SACHS GROUP INC	1/28/2009	11/6/2009	11	1,885 45	945 33	940 12
GOLDMAN SACHS GROUP INC	7/27/2009	11/6/2009	5	857 03	826 29	30 74
GOOGLE INC CL A	5/20/2009	11/6/2009	5	2,754.58	2,001 75	752 83
GRAFTECH INTERNATIONAL	8/14/2009	11/6/2009	107	1,480 52	1,610 85	(130 33)
GUESS? INC	5/20/2009	11/6/2009	15	569 42	342.08	227 34
HALLIBURTON COMPANY	5/20/2009	11/6/2009	14	432 20	317.38	114 82
HALLIBURTON COMPANY	6/17/2009	11/6/2009	43	1,327 49	931 78	395 71
HONEYWELL INTERNATIONAL	5/20/2009	11/6/2009	19	712.56	635.55	77 01
INTERCONTINENTALEXCHANGE	2/25/2009	11/6/2009	10	1,055 59	582 24	473 35
INTERCONTINENTALEXCHANGE	5/20/2009	11/6/2009	6	633 36	605 64	27 72
INTUITIVE SURGICAL INC	5/20/2009	11/6/2009	3	767 99	460 89	307 10
ITT CORP	9/30/2009	11/6/2009	26	1,344 94	1,352 64	(7 70)
JABIL CIRCUIT INC	10/14/2009	11/6/2009	94	1,343 60	1,410 54	(66 94)
JACOBS ENGINEERING GROUP	11/10/2008	11/6/2009	31	1,356 13	1,142 71	213 42
JACOBS ENGINEERING GROUP	5/20/2009	11/6/2009	18	787 44	726 48	60 96
JUNIPER NETWORK INC	11/25/2008	11/6/2009	48	1,217 73	764 05	453 68
JUNIPER NETWORK INC	5/20/2009	11/6/2009	23	583.50	531 02	52 48
LINEAR TECHNOLOGY CORP	11/17/2008	11/6/2009	35	936 67	750 31	186 36
LINEAR TECHNOLOGY CORP	5/20/2009	11/6/2009	15	401 44	336 15	65 29
LKQ CORP	2/27/2009	11/6/2009	48	825 28	648 98	176 30
LKQ CORP	5/20/2009	11/6/2009	25	429 84	385 40	44 44
MARVELL TECHNOLOGY	5/7/2009	11/6/2009	88	1,293.03	969.74	323 29
MARVELL TECHNOLOGY	5/20/2009	11/6/2009	47	690.60	529 03	161 57
MEMC ELECTR MATLS INC	5/20/2009	11/6/2009	17	214 93	308.00	(93 07)
MERCADOLIBRE INC	10/6/2009	11/6/2009	15	674 73	606 03	68 70
MERCADOLIBRE INC	10/7/2009	11/6/2009	20	899 66	809 57	90 09
NATIONAL OILWELL VARCO	2/27/2009	11/6/2009	20	865 22	525 17	340 05
NATIONAL OILWELL VARCO	5/20/2009	11/6/2009	27	1,168 05	1,015 20	152 85
NETAPP INC	5/20/2009	11/6/2009	29	824.28	509.41	314 87
NEW ORIENTAL EDUCAT SP	7/29/2009	11/6/2009	5	349.13	349 70	(0 57)
NEW ORIENTAL EDUCAT SP	7/30/2009	11/6/2009	13	907.77	937 21	(29 44)
NOBLE CP BAAR NAMEN-AKT	5/20/2009	11/6/2009	24	1,009 02	733 04	275 98
NOBLE ENERGY INC	5/20/2009	11/6/2009	18	1,193 02	1,057 14	135 88
NUANCE COMMUNICATIONS	5/20/2009	11/6/2009	56	767.33	677 38	89 95
NUCOR CORP	3/3/2009	11/6/2009	24	941.28	753 10	188 18
NUCOR CORP	5/20/2009	11/6/2009	12	470.64	501 12	(30 48)
ORACLE CORP	2/11/2009	11/6/2009	72	1,545.22	1,286 34	258 88
ORACLE CORP	5/20/2009	11/6/2009	36	772.62	688.95	83 67
PARKER HANNIFIN CORP	5/20/2009	11/6/2009	9	506.07	398.52	107 55
PERKINELMER INC	6/30/2009	11/6/2009	50	946 02	864 31	81 71
PERKINELMER INC	7/1/2009	11/6/2009	18	340 57	315.24	25.33
PRIDE INTL INC	6/19/2009	11/6/2009	63	1,916.03	1,479.66	436 37
RESEARCH IN MOTION LTD	5/20/2009	11/6/2009	15	872.38	1,152 26	(279.88)
SCHLUMBERGER LTD	6/16/2009	11/6/2009	34	2,175.76	1,947 05	228 71
SEAGATE TECHNOLOGY	8/31/2009	11/6/2009	90	1,378.94	1,244 67	134 27
STARBUCKS CORP	6/17/2009	11/6/2009	111	2,348 99	1,589.82	759 17
STEC INC	8/13/2009	11/6/2009	37	488 75	1,274.25	(785 50)
STERLITE INDUS INDIA LTD	7/17/2009	11/6/2009	104	1,771 28	1,212 32	558 96
SUNCOR ENERGY INC NEW	6/25/2009	11/6/2009	52	1,709 81	1,549.10	160 71
SUNPOWER CORP CL A	5/20/2009	11/6/2009	4	106 09	115.52	(9 43)
SUNPOWER CORP CL A	9/28/2009	11/6/2009	28	742 70	848 64	(105 94)
T ROWE PRICE GROUP INC	5/20/2009	11/6/2009	24	1,192.86	928 55	264 31
TRANSOCEAN LTD	5/20/2009	11/6/2009	10	849 99	741 30	108 69
TRIMBLE NAVIGATION LTD	12/31/2008	11/6/2009	15	334 10	322 06	12.04

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
TRIMBLE NAVIGATION LTD	1/2/2009	11/6/2009	12	267 28	265 10	2 18
TRIMBLE NAVIGATION LTD	5/20/2009	11/6/2009	32	712 76	637 03	75 73
UNITED TECHNOLOGIES CORP	5/20/2009	11/6/2009	13	844 48	679 38	165 10
VARIAN MEDICAL SYSTEMS	3/3/2009	11/6/2009	19	825.72	556 86	268 86
VARIAN MEDICAL SYSTEMS	5/20/2009	11/6/2009	9	391 14	321.93	69 21
WATERS CORPORATION	5/20/2009	11/6/2009	8	473 79	367 12	106 67
WATERS CORPORATION	6/30/2009	11/6/2009	16	947 60	816 95	130 65
MINDRAY MEDICAL INTL LTD	11/6/2009	11/9/2009	25	849.24	820.70	28 54
Account - 2587-3841						
FHLMC 5 125% 3/15/24	5/7/2009	10/14/2009	40,000	40,000 00	39,960 00	40 00
VMBF-SHORT-TERM	10/7/2009	11/11/2009	3,142 68	49,937 15	50,000 00	(62.85)
BANK OF AMER 7% 2/8/10	5/7/2009	12/11/2009	54,000	53,935 20	53,986 60	(51 40)
TIMKEN CO 5 75% 2/15/10	2/17/2009	12/23/2009	27,000	27,212 87	27,130 95	81 92
Account - 8541-5876						
GENZYME CORPORATION	5/16/2008	3/3/2009	9	465 64	622 47	(156 83)
GENENTECH INC	11/13/2008	3/12/2009	5	470.09	398 75	71 34
KOHL'S CORP	10/22/2008	3/13/2009	15	572.53	466 49	106 04
MCDONALDS CORP	7/9/2008	3/13/2009	3	157 02	177 74	(20.72)
RAYTHEON COMPANY	3/25/2008	3/13/2009	18	616 31	1,171.57	(555.26)
RAYTHEON COMPANY	9/11/2008	3/13/2009	6	205.44	357.58	(152 14)
MCDONALDS CORP	7/9/2008	3/24/2009	10	546 38	592 46	(46 08)
APOLLO GROUP INC CL A	1/16/2009	3/26/2009	19	1,484 08	1,655 95	(171 87)
AMAZON COM INC	12/4/2008	3/27/2009	8	567 09	393.68	173 41
KOHL'S CORP	10/22/2008	3/30/2009	1	41 06	31.09	9 97
KOHL'S CORP	10/30/2008	3/30/2009	12	492 78	396.08	96 70
COVIDIEN LTD	5/9/2008	4/2/2009	24	789 9	1,171 69	(381 79)
COVIDIEN LTD	7/9/2008	4/2/2009	16	526 61	767 87	(241 26)
JUNIPER NETWORK INC	11/20/2008	4/6/2009	58	931 65	820 46	111 19
JUNIPER NETWORK INC	12/9/2008	4/6/2009	34	546 15	622 04	(75.89)
FRPRT-MCMRN CPPR & GLD B	2/5/2009	4/7/2009	12	494.79	342.65	152 14
BHP BILLITON LTD	2/9/2009	4/9/2009	26	1,221 55	1,209.59	11 96
WAL-MART STORES INC	6/12/2008	4/9/2009	11	553 24	657 22	(103 98)
EXXON MOBIL CORP	10/31/2008	4/13/2009	24	1,639 57	1,827 41	(187 84)
EXXON MOBIL CORP	11/13/2008	4/13/2009	8	546 53	579 76	(33.23)
EXXON MOBIL CORP	11/21/2008	4/13/2009	6	409 90	424 48	(14.58)
PHILIP MORRIS INTL INC	7/15/2008	4/13/2009	15	557 01	803 18	(246.17)
WYETH	11/17/2008	4/14/2009	25	1,051.49	829.4	222 09
COSTCO WHSL CORP NEW	7/30/2008	4/20/2009	19	843.3	1,199.99	(356 69)
COSTCO WHSL CORP NEW	8/7/2008	4/20/2009	5	221 92	329.33	(107.41)
COSTCO WHSL CORP NEW	10/7/2008	4/20/2009	4	177 55	241.48	(63 93)
MARSH&MC LENNAN COS INC	7/10/2008	4/23/2009	18	358 25	523 32	(165 07)
MARSH&MC LENNAN COS INC	9/10/2008	4/23/2009	11	218.94	355.87	(136.93)
STAPLES INC	5/14/2008	4/29/2009	13	275.17	306.44	(31.27)
CHUBB CORP	9/19/2008	5/1/2009	26	1,014.18	1,555.33	(541.15)
CHUBB CORP	9/24/2008	5/1/2009	7	273 05	352.68	(79.63)
GENZYME CORPORATION	5/16/2008	5/1/2009	23	1,218 39	1,590.74	(372.35)
KOHL'S CORP	10/30/2008	5/1/2009	5	212 74	165 03	47 71
KOHL'S CORP	11/21/2008	5/1/2009	18	765 90	456 74	309 16
POTASH CORP OF SASK INC	12/16/2008	5/4/2009	8	769.23	589 67	179 56
POTASH CORP OF SASK INC	2/4/2009	5/4/2009	6	576.93	476 71	100 22
HEWLETT-PACKARD COMPANY	6/6/2008	5/8/2009	19	652.26	913 38	(261.12)
QUALCOMM INC	6/12/2008	5/8/2009	4	169.35	197 18	(27.83)
QUALCOMM INC	7/31/2008	5/8/2009	9	381.04	503.4	(122.36)
ABB LTD -SPONS ADR F	3/25/2009	5/13/2009	79	1,144.48	1,125 49	18 99
CANADIAN NATL RY CO F	4/6/2009	5/13/2009	23	878 67	873 97	4 70
CANADIAN NATL RY CO F	4/9/2009	5/13/2009	9	343.83	362.17	(18 34)
FRPRT-MCMRN CPPR & GLD B	2/5/2009	5/13/2009	7	326.64	199 88	126 76
FRPRT-MCMRN CPPR & GLD B	2/5/2009	5/13/2009	5	233 31	142.77	90 54
QUALCOMM INC	7/31/2008	5/13/2009	4	160	223 73	(63.73)
QUALCOMM INC	9/24/2008	5/13/2009	8	320 01	358 67	(38 66)
QUALCOMM INC	12/16/2008	5/13/2009	2	80 01	71 24	8 77
TARGET CORP	3/13/2009	5/13/2009	17	686.68	507.22	179 46

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
CUMMINS INC	4/23/2009	5/14/2009	13	391 85	409 67	(17 82)
DEERE & CO	8/13/2008	5/14/2009	2	81 62	131 58	(49 96)
PHILIP MORRIS INTL INC	7/15/2008	5/19/2009	10	423 47	535 44	(111.97)
PHILIP MORRIS INTL INC	9/8/2008	5/19/2009	1	42 35	55 16	(12 81)
DEERE & CO	8/13/2008	5/22/2009	11	476 94	723 68	(246 74)
DEERE & CO	3/23/2009	5/22/2009	16	693 75	536.64	157 11
CA INC	3/3/2009	5/27/2009	59	989 51	990 46	(0 95)
JOHNSON & JOHNSON	9/18/2008	5/27/2009	12	656 94	843 04	(186.10)
TARGET CORP	3/13/2009	5/29/2009	19	742 82	566 88	175 94
TARGET CORP	3/25/2009	5/29/2009	19	742 83	617 61	125 22
APOLLO GROUP INC CL A	5/13/2009	6/1/2009	20	1,211 71	1,220 82	(9 11)
VERIZON COMMUNICATIONS	10/27/2008	6/1/2009	11	322 68	303.95	18 73
VERIZON COMMUNICATIONS	11/12/2008	6/1/2009	24	704 06	699.8	4 26
KROGER COMPANY COMMON	10/22/2008	6/3/2009	26	590 71	671 5	(80 79)
KROGER COMPANY COMMON	10/22/2008	6/12/2009	21	454 24	542 35	(88 11)
KROGER COMPANY COMMON	11/6/2008	6/12/2009	20	432 61	544 87	(112 26)
CNOOC LTD-ADR	4/14/2009	6/17/2009	2	247 00	225.30	21 70
HESS CORPORATION	6/1/2009	6/17/2009	14	744 11	953.55	(209 44)
CNOOC LTD-ADR	4/14/2009	6/26/2009	10	1,263 47	1,126 50	136 97
XTO ENERGY INC	9/16/2008	6/26/2009	8	305 34	387 21	(81 87)
XTO ENERGY INC	5/19/2009	6/26/2009	7	267 19	296 06	(28 87)
BOEING CO	6/1/2009	7/6/2009	24	965 28	1,136.73	(171.45)
FRPRT-MCMRN CPPR & GLD B	2/5/2009	7/6/2009	18	815 03	513.97	301 06
FRPRT-MCMRN CPPR & GLD B	2/6/2009	7/6/2009	15	679 2	448.35	230 85
FRPRT-MCMRN CPPR & GLD B	5/1/2009	7/6/2009	6	271 68	262.30	9 38
SCHLUMBERGER LTD	11/24/2008	7/6/2009	11	561 38	499.53	61 85
GOLDMAN SACHS GROUP INC	3/13/2009	7/8/2009	5	685 74	489.05	196 69
BRISTOL MYERS SQUIBB CO	11/14/2008	7/20/2009	31	614 48	612 42	2 06
CELGENE CORP	5/27/2009	7/20/2009	14	653 62	572 79	80 83
COLGATE PALMOLIVE CO	10/7/2008	7/20/2009	3	220 15	221.21	(1 06)
PHILIP MORRIS INTL INC	9/8/2008	7/20/2009	16	695 68	882.51	(186 83)
AETNA INC	1/8/2009	7/21/2009	59	1,452 88	1,766 24	(313 36)
AETNA INC	1/29/2009	7/21/2009	21	517 14	684 90	(167.76)
BRISTOL MYERS SQUIBB CO	11/14/2008	7/21/2009	13	260 96	256 82	4 14
BRISTOL MYERS SQUIBB CO	2/25/2009	7/21/2009	39	782 89	808 7	(25 81)
GENL MILLS INC	3/27/2009	7/21/2009	23	1,342 25	1,170.31	171 94
GENL MILLS INC	5/13/2009	7/21/2009	11	641 96	588.09	53 87
UNITED PARCEL SERVICE-B	11/26/2008	7/21/2009	6	311 94	343.58	(31 64)
CME GROUP INC	5/29/2009	7/22/2009	4	1,122 04	1,277.62	(155 58)
COVIDIEN PLC SHS	5/14/2009	7/22/2009	33	1,169 90	1,183 39	(13 49)
EMERSON ELECTRIC CO	4/9/2009	8/4/2009	17	610 06	542.38	67 68
LOWES COMPANIES INC	12/4/2008	8/5/2009	18	405.97	402 62	3 35
SYMANTEC CORP	5/6/2009	8/5/2009	71	1,083 03	1,245.68	(162.65)
INTEL CORP	12/9/2008	8/7/2009	37	689 77	520.75	169 02
LOCKHEED MARTIN CORP	9/5/2008	8/21/2009	4	300.09	461.73	(161.64)
LOCKHEED MARTIN CORP	9/17/2008	8/21/2009	3	225 07	332.36	(107 29)
AMAZON COM INC	12/4/2008	9/2/2009	8	624 31	393.68	230.63
UNITED STATES STEEL CORP	5/4/2009	9/4/2009	14	590 74	435.85	154 89
LOCKHEED MARTIN CORP	9/17/2008	9/10/2009	1	73 44	110.78	(37.34)
LOCKHEED MARTIN CORP	1/23/2009	9/10/2009	9	661.02	730.35	(69 33)
LOCKHEED MARTIN CORP	5/14/2009	9/10/2009	2	146.9	162.63	(15.73)
UNITED STATES STEEL CORP	5/4/2009	9/11/2009	5	232 18	155 65	76 53
UNITED STATES STEEL CORP	6/10/2009	9/11/2009	14	650 1	552.76	97 34
UNITED STATES STEEL CORP	7/20/2009	9/11/2009	14	650.11	539.88	110 23
YUM BRANDS INC	6/15/2009	9/11/2009	25	836.17	859.51	(23 34)
YUM BRANDS INC	7/6/2009	9/11/2009	10	334 48	348.09	(13.61)
CELGENE CORP	5/27/2009	9/18/2009	16	840.94	654.61	186 33
TIME WARNER INC NEW	5/1/2009	9/18/2009	12	351 99	272.05	79 94
CUMMINS INC	4/23/2009	9/21/2009	8	352 99	252.1	100 89
QUALCOMM INC	12/16/2008	10/8/2009	13	541 85	463 03	78 82
QUALCOMM INC	1/15/2009	10/8/2009	16	666 89	556 44	110 45
QUALCOMM INC	3/5/2009	10/8/2009	14	583 53	485 4	98 13
QUALCOMM INC	4/16/2009	10/8/2009	11	458 5	450.25	8 25
BROADCOM CORP	5/28/2009	10/12/2009	20	600 75	488.95	111 80
TRANSOCEAN LTD	5/21/2009	10/13/2009	9	797 32	644.84	152 48

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
ASML HOLDING NV-NY	8/7/2009	10/19/2009	53	1,574.16	1,363.10	211.06
BHP BILLITON LTD	7/21/2009	10/28/2009	20	1,347.84	1,187.26	160.58
GOLDMAN SACHS GROUP INC	3/13/2009	11/2/2009	6	1,026.52	586.84	439.68
GOLDMAN SACHS GROUP INC	4/2/2009	11/2/2009	5	855.44	570.78	284.66
GOLDMAN SACHS GROUP INC	4/30/2009	11/2/2009	2	342.18	256.4	85.78
ABBOTT LABORATORIES	5/8/2009	11/6/2009	11	564.30	498.39	65.91
ACCENTURE PLC IRELAND	5/1/2009	11/6/2009	40	1,565.55	1,190.59	374.96
ADOBE SYSTEMS INC	4/30/2009	11/6/2009	64	2,214.34	1,741.06	473.28
ADOBE SYSTEMS INC	7/21/2009	11/6/2009	24	830.38	748.80	81.58
ALLERGAN INC	11/2/2009	11/6/2009	12	710.01	686.7	23.31
ALLERGAN INC	11/4/2009	11/6/2009	12	710.03	695.04	14.99
AMAZON COM INC	12/4/2008	11/6/2009	10	1,259.66	492.08	767.58
AMAZON COM INC	12/9/2008	11/6/2009	11	1,385.63	564.48	821.15
AMAZON COM INC	7/24/2009	11/6/2009	4	503.87	344.91	158.96
AMERICAN EXPRESS CO	7/20/2009	11/6/2009	45	1,671.70	1,299.12	372.58
AMGEN INC	6/26/2009	11/6/2009	36	1,966.98	1,895.75	71.23
ANALOG DEVICES INC	8/24/2009	11/6/2009	48	1,267.16	1,354.00	(86.84)
APPLE INC	11/24/2008	11/6/2009	8	1,551.00	695.06	855.94
APPLE INC	12/9/2008	11/6/2009	4	775.5	401.88	373.62
APPLE INC	10/30/2009	11/6/2009	1	193.88	194.56	(0.68)
BAXTER INTERNATIONAL INC	5/8/2009	11/6/2009	14	769.01	711.91	57.10
BAXTER INTERNATIONAL INC	5/12/2009	11/6/2009	8	439.44	413.27	26.17
BECTON DICKINSON & CO	1/16/2009	11/6/2009	7	490.97	507.43	(16.46)
BEST BUY CO INC	7/21/2009	11/6/2009	36	1,448.96	1,292.36	156.60
BROADCOM CORP	5/28/2009	11/6/2009	29	775.73	708.97	66.76
CATERPILLAR INC	7/24/2009	11/6/2009	32	1,830.67	1,305.60	525.07
CISCO SYS INC	11/14/2008	11/6/2009	34	805.57	579.12	226.45
CISCO SYS INC	4/9/2009	11/6/2009	32	758.19	573.49	184.70
CISCO SYS INC	7/30/2009	11/6/2009	30	710.81	657.9	52.91
CITRIX SYSTEMS INC	10/9/2009	11/6/2009	34	1,319.50	1,422.45	(102.95)
CITRIX SYSTEMS INC	10/23/2009	11/6/2009	10	388.09	393.37	(5.28)
CUMMINS INC	4/23/2009	11/6/2009	16	736.3	504.2	232.10
CUMMINS INC	5/1/2009	11/6/2009	12	552.22	410.28	141.94
CUMMINS INC	7/21/2009	11/6/2009	14	644.27	554.71	89.56
CVS CAREMARK CORP	5/4/2009	11/6/2009	19	561.24	604.83	(43.59)
CVS CAREMARK CORP	5/5/2009	11/6/2009	18	531.7	579.88	(48.18)
CVS CAREMARK CORP	7/24/2009	11/6/2009	20	590.79	676.54	(85.75)
DIRECTV GROUP INC/THE	9/10/2009	11/6/2009	55	1,566.90	1,369.87	197.03
DIRECTV GROUP INC/THE	9/21/2009	11/6/2009	13	370.36	344.32	26.04
DIRECTV GROUP INC/THE	10/30/2009	11/6/2009	14	398.85	366.86	31.99
EMC CORP	4/9/2009	11/6/2009	87	1,447.85	1,150.17	297.68
EMC CORP	6/3/2009	11/6/2009	52	865.39	662.25	203.14
EMC CORP	10/30/2009	11/6/2009	22	366.13	367.58	(1.45)
EMERSON ELECTRIC CO	4/9/2009	11/6/2009	10	411.68	319.04	92.64
EMERSON ELECTRIC CO	5/1/2009	11/6/2009	9	370.52	311.66	58.86
EMERSON ELECTRIC CO	9/11/2009	11/6/2009	16	658.71	637.64	21.07
FRPRT-MCMRN CPPR & GLD B	7/20/2009	11/6/2009	22	1,745.43	1,251.91	493.52
FRPRT-MCMRN CPPR & GLD B	7/22/2009	11/6/2009	12	952.06	706.93	245.13
GILEAD SCIENCES INC	11/12/2008	11/6/2009	13	600.58	579.63	20.95
GILEAD SCIENCES INC	4/7/2009	11/6/2009	14	646.78	665.69	(18.91)
GILEAD SCIENCES INC	5/13/2009	11/6/2009	13	600.6	582.1	18.50
HEWLETT-PACKARD COMPANY	11/25/2008	11/6/2009	17	831.8	563.53	268.27
HEWLETT-PACKARD COMPANY	12/15/2008	11/6/2009	15	733.94	530.59	203.35
HEWLETT-PACKARD COMPANY	6/26/2009	11/6/2009	19	929.67	715.88	213.79
HONEYWELL INTERNATIONAL	9/14/2009	11/6/2009	36	1,349.96	1,415.09	(65.13)
INTEL CORP	12/9/2008	11/6/2009	98	1,854.35	1,379.27	475.08
INTEL CORP	12/16/2008	11/6/2009	33	624.43	504.07	120.36
JOHNSON & JOHNSON	7/9/2009	11/6/2009	32	1,924.74	1,810.49	114.25
JOHNSON & JOHNSON	10/28/2009	11/6/2009	11	661.64	657.46	4.18
JOHNSON CONTROLS INC	7/21/2009	11/6/2009	55	1,435.46	1,311.40	124.06
JOY GLOBAL INC (WIS)	9/18/2009	11/6/2009	29	1,559.28	1,385.89	173.39
JPMORGAN CHASE & CO	3/13/2009	11/6/2009	44	1,894.59	1,023.23	871.36
JPMORGAN CHASE & CO	6/10/2009	11/6/2009	10	430.59	352.94	77.65
LOWES COMPANIES INC	12/4/2008	11/6/2009	36	750.21	805.21	(55.00)
LOWES COMPANIES INC	12/5/2008	11/6/2009	23	479.31	514.18	(34.87)

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LOWES COMPANIES INC	7/21/2009	11/6/2009	31	646 03	635 61	10 42
MICROSOFT CORP	3/6/2009	11/6/2009	32	910.12	486 69	423 43
MICROSOFT CORP	6/17/2009	11/6/2009	25	711 04	584 89	126 15
MICROSOFT CORP	7/6/2009	11/6/2009	31	881 69	714 94	166 75
NATIONAL OILWELL VARCO	4/15/2009	11/6/2009	37	1,600 20	1,262.70	337 50
NATIONAL OILWELL VARCO	7/21/2009	11/6/2009	19	821 73	691 23	130 50
NATIONAL OILWELL VARCO	10/13/2009	11/6/2009	14	605 49	646 21	(40.72)
OCCIDENTAL PETE CORP	1/6/2009	11/6/2009	11	882 73	684 29	198 44
OCCIDENTAL PETE CORP	2/4/2009	11/6/2009	9	722.24	501 03	221 21
PARKER HANNIFIN CORP	9/11/2009	11/6/2009	28	1,572 43	1,392 14	180 29
PENNEY J C CO INC	9/11/2009	11/6/2009	44	1,341 95	1,391 10	(49 15)
PENNEY J C CO INC	9/18/2009	11/6/2009	11	335 5	372 71	(37.21)
PHILIP MORRIS INTL INC	11/19/2008	11/6/2009	15	728.38	565 9	162 48
PHILIP MORRIS INTL INC	11/2/2009	11/6/2009	13	631 27	628 83	2 44
POTASH CORP OF SASK INC	7/20/2009	11/6/2009	11	1,055 74	1,008 43	47 31
POTASH CORP OF SASK INC	7/23/2009	11/6/2009	6	575 87	566.76	9.11
PRAXAIR INC	3/13/2009	11/6/2009	17	1,385 12	1,088 57	296 55
PROCTER & GAMBLE CO	5/19/2009	11/6/2009	23	1,408 48	1,219 23	189 25
PROCTER & GAMBLE CO	6/25/2009	11/6/2009	16	979 81	829 76	150 05
PROCTER & GAMBLE CO	7/6/2009	11/6/2009	23	1,408.48	1,198 20	210 28
PROCTER & GAMBLE CO	7/8/2009	11/6/2009	13	796 11	681 05	115 06
ST JUDE MEDICAL INC	2/17/2009	11/6/2009	30	1,041 26	1,155 77	(114 51)
ST JUDE MEDICAL INC	5/12/2009	11/6/2009	16	555.34	602 19	(46 85)
ST JUDE MEDICAL INC	10/30/2009	11/6/2009	12	416 52	410 8	5 72
STAPLES INC	4/9/2009	11/6/2009	25	552 74	519 03	33 71
TARGET CORP	10/9/2009	11/6/2009	29	1,436 33	1,440 24	(3 91)
TEVA PHARMACEUTICAL ADR	6/29/2009	11/6/2009	26	1,350 66	1,258 31	92 35
TIME WARNER INC NEW	5/1/2009	11/6/2009	40	1,232 36	906 81	325 55
TIME WARNER INC NEW	5/13/2009	11/6/2009	23	708.62	557 2	151 42
UNION PACIFIC CORP	4/3/2009	11/6/2009	19	1,177 01	873 62	303 39
UNION PACIFIC CORP	4/9/2009	11/6/2009	7	433.64	325 19	108 45
UNION PACIFIC CORP	7/21/2009	11/6/2009	10	619.49	588 95	30 54
UNITED PARCEL SERVICE-B	11/26/2008	11/6/2009	14	765 35	801 68	(36.33)
UNITED PARCEL SERVICE-B	4/2/2009	11/6/2009	11	601.36	588 1	13 26
UNITED TECHNOLOGIES CORP	5/14/2009	11/6/2009	4	259.8	204 53	55 27
UNITED TECHNOLOGIES CORP	5/21/2009	11/6/2009	12	779 41	601 82	177.59
UNITED TECHNOLOGIES CORP	7/20/2009	11/6/2009	5	324.76	273 69	51 07
UNITED TECHNOLOGIES CORP	9/10/2009	11/6/2009	5	324.76	309 02	15 74
VISA INC CLASS A	4/13/2009	11/6/2009	24	1,905 07	1,457 55	447 52
WALGREEN COMPANY	4/20/2009	11/6/2009	35	1,381 43	1,041.46	339.97
WALGREEN COMPANY	4/29/2009	11/6/2009	22	868.33	681.78	186 55
WELLS FARGO COMPANY	10/12/2009	11/6/2009	48	1,292 63	1,436 77	(144 14)
WYNN RESORTS LTD	9/28/2009	11/6/2009	20	1,180 16	1,406 31	(226.15)
YAHOO INC	8/6/2009	11/6/2009	137	2,181.52	2,026 44	155 08
YAHOO INC	9/17/2009	11/6/2009	21	334 4	366 33	(31 93)
GOOGLE INC CL A	10/29/2009	11/6/2009	1	549 67	549 67	0 00
TCW TOTAL RTN BD FD CL-I	12/16/2009	2/19/2010	2,761.34	27,585.80	28,000.00	(414.20)
TOTAL				532,242.90	493,279.99	38,962.91

JOHN B. AND JOHN H. CARLEY FOUNDATION
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LONG TERM CAPITAL GAINS

Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
Account - 1508-4380						
DUN & BRADSTREET CORP	6/5/2007	6/18/2009	6	481.40	611.97	(130.57)
DUN & BRADSTREET CORP	6/20/2007	6/18/2009	8	641.88	815.66	(173.78)
AGCO CORP	10/30/2008	11/6/2009	24	694.82	726.96	(32.14)
ALTERA CORPORATION	10/30/2008	11/6/2009	95	1,880.11	1,703.34	176.77
AMAZON COM INC	10/30/2008	11/6/2009	31	3,910.32	1,762.35	2,147.97
AMERICA MOVIL SERIES L	10/30/2008	11/6/2009	40	1,855.83	1,253.82	602.01
AMPHENOL CORP NEW	10/29/2008	11/6/2009	36	1,505.55	991.08	514.47
ANSYS INC	10/29/2008	11/6/2009	29	1,187.05	781.43	405.62
APACHE CORP COMMON	10/29/2008	11/6/2009	19	1,870.87	1,490.36	380.51
APPLE INC	10/30/2008	11/6/2009	28	5,432.70	3,131.52	2,301.18
BLACKROCK INC	10/29/2008	11/6/2009	2	452.30	275.62	176.68
BUCYRUS INTERNATIONAL INC	10/29/2008	11/6/2009	20	1,005.28	448.60	556.68
CAMERON INTERNATIONAL CRP	10/29/2008	11/6/2009	23	899.30	531.76	367.54
CELGENE CORP	10/29/2008	11/6/2009	17	901.48	1,077.96	(176.48)
CISCO SYS INC	10/29/2008	11/6/2009	110	2,610.66	2,028.08	582.58
COACH INC	10/29/2008	11/6/2009	6	203.58	117.03	86.55
COACH INC	10/30/2008	11/6/2009	10	339.31	193.60	145.71
COACH INC	10/31/2008	11/6/2009	22	746.50	434.88	311.62
DENTSPLY INTL INC NEW	1/19/2007	11/6/2009	17	569.17	527.64	41.53
DENTSPLY INTL INC NEW	4/7/2008	11/6/2009	5	167.40	198.75	(31.35)
DENTSPLY INTL INC NEW	5/16/2008	11/6/2009	7	234.36	292.33	(57.97)
EBAY INC	10/29/2008	11/6/2009	72	1,680.00	1,149.84	530.16
ENSCO INTL INC	10/28/2008	11/6/2009	20	954.65	670.98	283.67
FIRST SOLAR INC	10/29/2008	11/6/2009	6	706.17	764.28	(58.11)
FLIR SYSTEMS INC	10/29/2008	11/6/2009	35	1,004.40	1,058.79	(54.39)
FLUOR CORP (NEW)	10/29/2008	11/6/2009	20	905.97	781.20	124.77
FTI CONSULTING INC	10/29/2008	11/6/2009	20	904.97	1,096.58	(191.61)
GAMESTOP CORP CLASS A	2/28/2007	11/6/2009	30	735.66	787.78	(52.12)
GAMESTOP CORP CLASS A	10/30/2008	11/6/2009	8	196.17	239.44	(43.27)
GEN-PROBE INC	10/30/2008	11/6/2009	20	820.38	911.79	(91.41)
GOOGLE INC CL A	10/30/2008	11/6/2009	10	5,509.15	3,663.59	1,845.56
GUESS? INC	10/29/2008	11/6/2009	35	1,328.63	780.24	548.39
HALLIBURTON COMPANY	10/30/2008	11/6/2009	30	926.15	588.60	337.55
HONEYWELL INTERNATIONAL	10/29/2008	11/6/2009	43	1,612.63	1,308.71	303.92
INTUITIVE SURGICAL INC	10/29/2008	11/6/2009	6	1,535.96	1,050.24	485.72
JACOBS ENGINEERING GROUP	12/11/2006	11/6/2009	6	262.47	250.68	11.79
MEMC ELECTR MATLS INC	10/30/2008	11/6/2009	39	493.06	658.93	(165.87)
NATIONAL OILWELL VARCO	10/29/2008	11/6/2009	26	1,124.77	728.72	396.05
NATIONAL OILWELL VARCO	11/3/2008	11/6/2009	19	821.95	567.47	254.48
NETAPP INC	10/29/2008	11/6/2009	51	1,449.58	711.30	738.28
NOBLE CP BAAR NAMEN-AKT	10/29/2008	11/6/2009	44	1,849.86	1,347.43	502.43
NOBLE ENERGY INC	8/22/2007	11/6/2009	3	198.83	177.92	20.91
NOBLE ENERGY INC	9/6/2007	11/6/2009	3	198.83	190.57	8.26
NOBLE ENERGY INC	10/30/2008	11/6/2009	4	265.11	192.32	72.79
NUANCE COMMUNICATIONS	10/29/2008	11/6/2009	102	1,397.61	969.36	428.25
PARKER HANNIFIN CORP	10/29/2008	11/6/2009	18	1,012.12	687.24	324.88
RESEARCH IN MOTION LTD	10/30/2008	11/6/2009	11	639.74	523.32	116.42
SUNPOWER CORP CL A	10/30/2008	11/6/2009	11	291.76	410.62	(118.86)
T ROWE PRICE GROUP INC	10/30/2008	11/6/2009	24	1,192.86	922.22	270.64
TRANSOCEAN LTD	10/30/2008	11/6/2009	18	1,529.96	1,416.60	113.36
TRIMBLE NAVIGATION LTD	10/30/2008	11/6/2009	35	779.56	704.20	75.36
UNITED TECHNOLOGIES CORP	10/30/2008	11/6/2009	27	1,753.90	1,436.13	317.77
WATERS CORPORATION	10/30/2008	11/6/2009	14	829.14	632.09	197.05
Account - 2587-3841						
UST IDX 1.75% 01/15/28	5/9/2008	5/13/2009	25,000	23,170.19	24,597.21	(1,427.02)
UST IDX INFL 2% 01/15/26	5/9/2008	5/13/2009	25,000	25,364.76	27,022.22	(1,657.46)
COUNTRYWIDE 6% 05/19/28	5/9/2008	5/19/2009	25,000	25,000.00	25,000.00	0.00

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
ROYAL BK SCOTLAND 6 35%	8/2/2006	6/24/2009	400	4,019 89	9,920.00	(5,900 11)
ROYAL BK SCOTLAND 6 35%	6/11/2007	6/24/2009	400	4,019 90	9,832 00	(5,812 10)
ROYAL BK SCOTLAND 6.35%	6/11/2007	6/24/2009	400	4,023 89	9,832 00	(5,808 11)
R-G PREMIER 5 4% 073109	7/25/2007	7/31/2009	25,000	25,000 00	25,000 00	0 00
STRATEGIC 4 21% 05/07/18	5/5/2008	8/7/2009	50,000	50,000 00	50,000 00	0 00
FHLMC 5 5% 8/15/24	5/5/2008	10/14/2009	34,000	34,000 00	33,626 00	374 00
FHLB 6% 06/01/22	6/11/2007	12/1/2009	20,000	20,000 00	19,737 50	262 50
Account - 8541-5876						
GENENTECH INC	1/15/2008	3/12/2009	19	1,786 31	1,322 61	463 70
MCDONALDS CORP	6/6/2007	3/13/2009	7	366 37	355 39	10 98
PROCTER & GAMBLE CO	6/1/2007	3/24/2009	4	191 02	253 16	(62 14)
PROCTER & GAMBLE CO	6/6/2007	3/24/2009	18	859 62	1,139 22	(279 60)
BAXTER INTERNATIONAL INC	6/1/2007	4/13/2009	11	551 09	627 99	(76 90)
FPL GROUP INC	10/12/2007	4/15/2009	28	1,405.59	1,773 65	(368 06)
NORTHERN TRUST CORP	10/10/2007	4/23/2009	7	382.06	506 09	(124 03)
COCA COLA COMPANY	6/1/2007	4/30/2009	19	820 55	1,001 11	(180 56)
EXELON CORPORATION	6/1/2007	4/30/2009	7	325 95	534 8	(208 85)
PEPSICO INCORPORATED	10/19/2006	4/30/2009	15	759.16	945 45	(186 29)
AMERICAN TOWER CORP CL A	7/18/2007	5/5/2009	13	382 05	562 25	(180.20)
EXELON CORPORATION	6/1/2007	5/6/2009	14	663 66	1,069.60	(405 94)
EXELON CORPORATION	6/6/2007	5/6/2009	12	568.86	872 64	(303 78)
BECTON DICKINSON & CO	6/1/2007	5/12/2009	7	443 87	531 65	(87 78)
BECTON DICKINSON & CO	6/6/2007	5/12/2009	7	443.88	524.37	(80 49)
BECTON DICKINSON & CO	7/26/2007	5/12/2009	5	317 05	392 01	(74.96)
BECTON DICKINSON & CO	8/20/2007	5/12/2009	1	63 42	77 05	(13 63)
APPLE INC	6/6/2007	5/13/2009	3	363 38	371.82	(8 44)
DEERE & CO	3/10/2008	5/14/2009	2	81.61	165 14	(83.53)
DEERE & CO	4/18/2008	5/14/2009	4	163 24	377 88	(214 64)
COLGATE PALMOLIVE CO	6/7/2006	5/19/2009	6	384 15	365.64	18 51
JOHNSON & JOHNSON	11/9/2007	5/27/2009	6	328 46	390 87	(62.41)
BAXTER INTERNATIONAL INC	6/1/2007	6/2/2009	2	97 02	114 18	(17 16)
BAXTER INTERNATIONAL INC	6/6/2007	6/2/2009	16	776.23	914.56	(138 33)
STAPLES INC	5/14/2008	6/17/2009	15	304 68	353 57	(48.89)
COLGATE PALMOLIVE CO	6/7/2006	6/25/2009	4	285 56	243.76	41 80
COLGATE PALMOLIVE CO	6/6/2007	6/25/2009	9	642 53	599.76	42 77
CISCO SYS INC	11/22/2006	6/26/2009	26	491 06	700 57	(209.51)
CISCO SYS INC	6/1/2007	6/26/2009	7	132.21	188 09	(55.88)
XTO ENERGY INC	9/18/2007	6/26/2009	12	458 02	605.24	(147 22)
SCHLUMBERGER LTD	3/28/2006	7/6/2009	1	51.03	62 74	(11.71)
SCHLUMBERGER LTD	6/6/2007	7/6/2009	11	561 37	879 23	(317.86)
SCHLUMBERGER LTD	2/19/2008	7/6/2009	9	459 3	779.86	(320 56)
SCHLUMBERGER LTD	7/1/2008	7/6/2009	7	357.24	749.36	(392 12)
COLGATE PALMOLIVE CO	6/6/2007	7/20/2009	3	220.14	199 92	20 22
COLGATE PALMOLIVE CO	8/2/2007	7/20/2009	11	807 2	741 11	66 09
DANAHER CORP	6/1/2007	7/20/2009	11	693.41	806.96	(113 55)
LOCKHEED MARTIN CORP	10/11/2007	7/20/2009	3	241.67	338 50	(96.83)
LOCKHEED MARTIN CORP	2/19/2008	7/20/2009	4	322.23	430.59	(108 36)
WAL-MART STORES INC	6/12/2008	7/20/2009	10	483.7	597.46	(113 76)
WAL-MART STORES INC	6/24/2008	7/20/2009	3	145.12	172.65	(27.53)
COCA COLA COMPANY	6/1/2007	7/24/2009	5	246.53	263 45	(16.92)
COCA COLA COMPANY	6/6/2007	7/24/2009	18	887.54	937.08	(49 54)
COCA COLA COMPANY	4/7/2008	7/24/2009	14	690.32	847 5	(157.18)
OCCIDENTAL PETE CORP	1/25/2008	7/24/2009	6	431.22	390 45	40 77
STAPLES INC	5/14/2008	7/30/2009	1	20 96	23.57	(2.61)
STAPLES INC	6/11/2008	7/30/2009	32	670.85	783.05	(112.20)
ORACLE CORP	8/27/2007	8/7/2009	33	708.85	656.32	52 53
GILEAD SCIENCES INC	10/23/2007	8/21/2009	14	646 13	602 39	43.74
LOCKHEED MARTIN CORP	2/19/2008	8/21/2009	3	225.06	322.93	(97 87)
WAL-MART STORES INC	6/24/2008	9/11/2009	11	557 95	633 03	(75.08)
WAL-MART STORES INC	6/27/2008	9/11/2009	14	710.12	800 74	(90 62)
WAL-MART STORES INC	7/9/2008	9/11/2009	2	101 45	116.63	(15 18)
NORTHERN TRUST CORP	10/10/2007	9/18/2009	13	758 34	939.86	(181.52)
NORTHERN TRUST CORP	9/9/2008	9/18/2009	5	291 67	415 66	(123 99)
AMERICAN TOWER CORP CL A	7/18/2007	9/25/2009	9	328.01	389 25	(61.24)

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss
AMERICAN TOWER CORP CL A	8/15/2007	9/25/2009	11	400.91	423.05	(22 14)
AMERICAN TOWER CORP CL A	4/18/2008	9/25/2009	8	291.57	328 75	(37 18)
AMERICAN TOWER CORP CL A	9/9/2008	9/25/2009	17	619 6	681 96	(62 36)
AMERICAN TOWER CORP CL A	9/10/2008	9/25/2009	8	291.58	309 18	(17 60)
TRANSOCEAN LTD	4/17/2008	10/13/2009	5	442 95	760 85	(317 90)
TRANSOCEAN LTD	7/1/2008	10/13/2009	5	442 95	757.17	(314 22)
MONSANTO CO NEW	6/6/2007	10/30/2009	10	681 62	608 5	73 12
MONSANTO CO NEW	9/9/2008	10/30/2009	4	272.65	394 68	(122 03)
MICROSOFT CORP	6/1/2007	11/4/2009	13	367.36	398 55	(31 19)
ABBOTT LABORATORIES	6/1/2007	11/6/2009	3	153 89	168 54	(14 65)
ABBOTT LABORATORIES	6/6/2007	11/6/2009	18	923.37	986 4	(63 03)
ABBOTT LABORATORIES	7/26/2007	11/6/2009	7	359 09	360 19	(1 10)
ABBOTT LABORATORIES	7/9/2008	11/6/2009	11	564.28	631 79	(67 51)
APPLE INC	3/24/2008	11/6/2009	7	1,357 12	975.19	381 93
APPLE INC	3/25/2008	11/6/2009	3	581.62	427 36	154 26
APPLE INC	4/18/2008	11/6/2009	2	387.75	323 91	63 84
APPLE INC	10/22/2008	11/6/2009	8	1,551 00	791.12	759 88
BAXTER INTERNATIONAL INC	6/6/2007	11/6/2009	1	54 92	57 16	(2 24)
BAXTER INTERNATIONAL INC	11/13/2007	11/6/2009	10	549 29	575.15	(25 86)
BECTON DICKINSON & CO	8/20/2007	11/6/2009	9	631.24	693 38	(62.14)
CDA NATURAL RES LTD	6/1/2007	11/6/2009	9	584 53	610.56	(26 03)
CDA NATURAL RES LTD	6/6/2007	11/6/2009	21	1,363 92	1,415 19	(51 27)
CDA NATURAL RES LTD	9/24/2008	11/6/2009	4	259 80	317.39	(57 59)
CDA NATURAL RES LTD	9/30/2008	11/6/2009	3	194.85	198 54	(3 69)
CISCO SYS INC	6/1/2007	11/6/2009	2	47 38	53 74	(6 36)
CISCO SYS INC	6/6/2007	11/6/2009	51	1,208 36	1,358.50	(150 14)
DANAHER CORP	6/1/2007	11/6/2009	1	71.68	73 36	(1 68)
DANAHER CORP	6/6/2007	11/6/2009	9	645 20	650.34	(5 14)
DANAHER CORP	4/18/2008	11/6/2009	10	716 89	755.73	(38.84)
GILEAD SCIENCES INC	10/23/2007	11/6/2009	12	554 38	516 32	38 06
GILEAD SCIENCES INC	9/24/2008	11/6/2009	6	277 19	278.95	(1 76)
GOOGLE INC CL A	6/6/2007	11/6/2009	1	549.66	520.00	29 66
GOOGLE INC CL A	2/8/2008	11/6/2009	2	1,099.33	1,031 62	67 71
GOOGLE INC CL A	6/13/2008	11/6/2009	1	549.66	574.16	(24.50)
GOOGLE INC CL A	6/25/2008	11/6/2009	2	1,099 34	1,105 77	(6 43)
HEWLETT-PACKARD COMPANY	6/6/2008	11/6/2009	4	195 71	192.28	3 43
HEWLETT-PACKARD COMPANY	7/17/2008	11/6/2009	16	782.86	694.34	88 52
HEWLETT-PACKARD COMPANY	9/24/2008	11/6/2009	9	440 36	416.44	23 92
INTL BUSINESS MACH CORP	4/15/2008	11/6/2009	14	1,724.19	1,632 38	91 81
INTL BUSINESS MACH CORP	4/16/2008	11/6/2009	4	492 62	479.85	12 77
INTL BUSINESS MACH CORP	6/24/2008	11/6/2009	7	862 10	864 18	(2 08)
INTL BUSINESS MACH CORP	7/8/2008	11/6/2009	6	738.94	741.04	(2.10)
INTL BUSINESS MACH CORP	10/16/2008	11/6/2009	5	615.79	453.59	162 20
MICROSOFT CORP	6/1/2007	11/6/2009	40	1,137 64	1,226 28	(88 64)
MICROSOFT CORP	6/6/2007	11/6/2009	28	796.35	851.76	(55 41)
MICROSOFT CORP	8/6/2007	11/6/2009	30	853.23	876.11	(22 88)
MICROSOFT CORP	10/17/2007	11/6/2009	26	739.47	809 14	(69 67)
MICROSOFT CORP	10/14/2008	11/6/2009	25	711.03	601.81	109 22
OCCIDENTAL PETE CORP	1/25/2008	11/6/2009	6	481.48	390.45	91 03
OCCIDENTAL PETE CORP	9/10/2008	11/6/2009	6	481.48	412.18	69 30
ORACLE CORP	8/27/2007	11/6/2009	30	642.88	596 65	46 23
ORACLE CORP	8/31/2007	11/6/2009	30	642 88	609 33	33 55
ORACLE CORP	4/1/2008	11/6/2009	34	728 6	690 32	38 28
PEPSICO INCORPORATED	10/19/2006	11/6/2009	9	553 3	567.27	(13 97)
PEPSICO INCORPORATED	6/6/2007	11/6/2009	11	676.27	738 98	(62 71)
PEPSICO INCORPORATED	7/25/2007	11/6/2009	5	307.39	340 24	(32.85)
PEPSICO INCORPORATED	8/15/2007	11/6/2009	7	430 35	476 3	(45 95)
PEPSICO INCORPORATED	7/7/2008	11/6/2009	11	676.28	736 55	(60.27)
PEPSICO INCORPORATED	10/7/2008	11/6/2009	2	122.96	134.72	(11.76)
PETROLEO BRASILEIRO - SA	7/5/2007	11/6/2009	14	681.35	452.27	229 08
PETROLEO BRASILEIRO - SA	7/12/2007	11/6/2009	18	876.04	602.4	273 64
PHILIP MORRIS INTL INC	9/8/2008	11/6/2009	3	145.67	165.46	(19 79)
PHILIP MORRIS INTL INC	10/6/2008	11/6/2009	19	922 61	873.82	48 79
RANGE RESOURCES CORP	5/1/2008	11/6/2009	21	1,052 48	1,375 01	(322 53)
RANGE RESOURCES CORP	9/5/2008	11/6/2009	6	300.72	254.81	45 91
STAPLES INC	6/11/2008	11/6/2009	22	486.4	538 34	(51.94)

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Description of property	Date Acquired	Date Sold	Quantity	Proceeds	Basis	Gain or Loss	
STAPLES INC	9/24/2008	11/6/2009	15	331.64	344.55	(12.91)	
UNITED TECHNOLOGIES CORP	10/14/2008	11/6/2009	26	1,688.71	1,448.22	240.49	
WAL-MART STORES INC	7/9/2008	11/6/2009	12	612.71	699.75	(87.04)	
WAL-MART STORES INC	8/7/2008	11/6/2009	7	357.41	401.28	(43.87)	
WAL-MART STORES INC	9/11/2008	11/6/2009	6	306.36	372.64	(66.28)	
WAL-MART STORES INC	9/23/2008	11/6/2009	5	255.3	297.8	(42.50)	
CATERPILLAR 6 05%8/15/36	12/3/2008	2/19/2010	50000	51449.5	43210.81	8,238.69	
			932.23	TOTAL	399,004.56	399,783.66	(779.10)