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 06/01 **, 2009, and ending** 05/31, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
393 MARKET STREET

City or town, state, and ZIP code
WARREN, RI 02885

A Employer identification number
05-6011809

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

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,818,365.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B.				
	3 Interest on savings and temporary cash investments	6.	6.		STMT 1
	4 Dividends and interest from securities	65,728.	65,320.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	40,123.			
	b Gross sales price for all assets on line 6a 1,050,530.				
	7 Capital gain net income (from Part IV, line 2)		40,123.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,219.			STMT 6
	12 **Total.** Add lines 1 through 11	107,076.	105,449.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,500.	NONE		2,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 7	800.	NONE	NONE	800.
	c Other professional fees (attach schedule) STMT 8	16,452.	9,871.		6,581.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 9	614.	614.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 10	66,362.			66,362.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	86,728.	10,485.	NONE	76,243.
	25 Contributions, gifts, grants paid	65,448.			65,448.
	26 **Total expenses and disbursements** Add lines 24 and 25	152,176.	10,485.	NONE	141,691.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-45,100.			
	b **Net investment income** (if negative, enter -0-)		94,964.		
	c **Adjusted net income** (if negative, enter -0-)				

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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	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing		18,710.	18,710.
2	Savings and temporary cash investments	68,496.	70,803.	70,803.
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 ▶			
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)	2,075,789.	2,009,438.	2,199,252.
14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 11)	33,174.	33,174.	529,600.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,177,459.	2,132,125.	2,818,365.
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	2,177,459.	2,132,125.	
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)	2,177,459.	2,132,125.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,177,459.	2,132,125.	

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	2,177,459.
2	Enter amount from Part I, line 27a	2	-45,100.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,132,359.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	234.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,132,125.

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	40,123.
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? [X] 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			
2007			
2006			
2005			
2004			

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

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	1,899.
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	1,899.
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	1,899.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,192.		
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	1,192.
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	707.
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

		Line	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 13			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ PRIVATE BANK TAX SERVICES Telephone no. ▶ (401)278-6825

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ▶ 02901-1802

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	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)*

			Yes	No
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**		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 14		2,500.	-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	2,223,385.
b	Average of monthly cash balances	1b	60,206.
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	2,283,591.
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	2,283,591.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	34,254.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,249,337.
6	**Minimum investment return.** Enter 5% of line 5	6	112,467.

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	112,467.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,899.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,899.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	110,568.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	110,568.
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	110,568.

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	141,691.
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	141,691.
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	141,691.

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				110,568.
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only			83,250.	
b	Total for prior years: 20____,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 NONE				
b	From 2005 NONE				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 141,691.				
a	Applied to 2008, but not more than line 2a			83,250.	
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				58,441.
e	Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				52,127.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 NONE				
b	Excess from 2006 NONE				
c	Excess from 2007 NONE				
d	Excess from 2008 NONE				
e	Excess from 2009 NONE				

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 15

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 17				
Total . . . . ▶ **3a**				65,448.
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			14	6.	
4 Dividends and interest from securities			14	65,728.	
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	40,123.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b EXCISE TAX REFUND			01	1,219.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				107,076.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 107,076.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ [signature] 7/26/10 ▶ Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 7/20/10	Check if self-employed ▶ ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00146417
Firm's name (or yours if self-employed), address, and ZIP code	▶ BANK OF AMERICA, N.A. P O BOX 1802 PROVIDENCE, RI 02901-1802		EIN ▶ 94-1687665 Phone no

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHECKING ACCT INT	4.	4.
SAVINGS ACCT INT	2.	2.
TOTAL	6.	6.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	1,529.	1,529.
ABBOTT LABORATORIES	410.	410.
AMPHENOL CORP NEW CL A	3.	3.
APACHE CORPORATION	71.	71.
AVON PRODUCTS INC	462.	462.
BEST BUY INCORPORATED	84.	84.
BURLINGTON NORTHERN SANTA FE CORP	186.	186.
CELANESE CORP DEL SER A COM	27.	27.
CHEVRONTEXACO CORP COM	296.	296.
COCA COLA CO COM	246.	246.
COLUMBIA ACORN FUND CLASS Z SHARES	176.	176.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	2,092.	2,092.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	859.	859.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	4,632.	4,632.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	799.	799.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	504.	504.
COLUMBIA CORE BOND FUND CLASS Z SHARES	2,208.	2,208.
COLUMBIA INTERNATIONAL STOCK FUND CLASS	3,180.	3,180.
COLUMBIA MID CAP GROWTH FUND CLASS Z SHA	18.	18.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	194.	157.
COMCAST CORP	125.	125.
DEVON ENERGY CORPORATION	79.	79.
DISNEY WALT CO	144.	144.
DISCOVER FINL SVCS COM	19.	19.
DOVER CORPORATION	30.	30.
DU PONT E I DE NEMOURS & CO NT	3,458.	3,458.
DUN & BRADSTREET CORP DEL NEW COM	153.	153.
EOG RESOURCES INC	18.	18.
ENTERGY CORP NEW COM	371.	
EXELON CORP COM	483.	483.
EXXON MOBIL CORPORATION	932.	932.
FPL GROUP INC COM	214.	214.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL HOME LN BKS CONS BD	2,313.	2,313.
FLOWSERVE CORP	42.	42.
GENERAL ELEC CO	311.	311.
GENERAL ELEC CO 01/28/2003 5% 02/01/2013	2,500.	2,500.
GOLDMAN SACHS GROUP INC	240.	240.
HARBOR INTERNATIONAL FUND INSTL CL	436.	436.
HARTFORD FINANCIAL SVCS GRP	159.	159.
HEINZ H J CO	391.	391.
HESS CORP COM	63.	63.
HEWLETT PACKARD COMPANY	182.	182.
HOME DEPOT INC	304.	304.
INTERNATIONAL BUSINESS MACHS	701.	701.
IBM CORP DEB	3,750.	3,750.
INTERNATIONAL BUSINESS MACHS CORP NT	1,188.	1,188.
ISHARES MSCI EMERGING MKTS INDEX FUND	501.	501.
J P MORGAN CHASE & CO COM	149.	149.
JOHNSON & JOHNSON	610.	610.
KIMBERLY CLARK CORP COM	836.	836.
LOCKHEED MARTIN CORPORATION	220.	220.
LOWES COMPANIES INCORPORATED	95.	95.
MCKESSON HBOC INC	122.	122.
MERCK & CO INC COM	498.	498.
MERCK & CO INC NEW COM	249.	249.
METLIFE INC	241.	241.
MICROSOFT CORPORATION	627.	627.
MOLSON COORS BREWING CO CL B	62.	62.
MONSANTO CO NEW COM	117.	117.
NEWS CORP CL A	49.	49.
NIKE INC CL B	96.	96.
NORDSTROM INCORPORATED	75.	75.
NORWEST FINANCIAL INC SENIOR NOTE	1,713.	1,713.
OCCIDENTAL PETROLEUM CORPORATION	399.	399.
PNC BK CORP	62.	62.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PACKAGING CORP OF AMERICA	53.	53.
PARKER HANNIFIN CORPORATION	54.	54.
PEPSICO INCORPORATED	493.	493.
PFIZER INC	306.	306.
PHILIP MORRIS INTL INC COM	902.	902.
PIMCO FOREIGN BOND FUND UNHEDGED INSTL C	762.	762.
PIMCO COMMODITY REALRETURN STRATEGY FUND	1,675.	1,675.
POLO RALPH LAUREN CORPORATION	12.	12.
POTASH CORP SASK INC	13.	13.
PRAXAIR INCORPORATED	168.	168.
RIO TINTO PLC SPONSORED ADR	63.	63.
SCHLUMBERGER LIMITED	126.	126.
SEMPRA ENERGY	172.	172.
SOUTHERN CO	171.	171.
STAPLES INCORPORATED	181.	181.
STATE STREET CORP	7.	7.
TEXAS INSTRS INC	338.	338.
US BANCORP DEL COM NEW	124.	124.
UNITED PARCEL SERVICE CL B	42.	42.
UNITED STATES TREAS BOND DTD 05/15/86 7.	3,625.	3,625.
US TREASURY BONDS 7.50% 11/15/16	3,000.	3,000.
UNITED STATES TREAS NTS DTD 05/15/04	3,563.	3,563.
UNITED STATES TREAS NTS DTD 12/15/04 3.5	1,750.	1,750.
UNITED TECHNOLOGIES CORP	761.	761.
VERIZON COMMUNICATIONS	276.	276.
WACHOVIA CORP GLOBAL MEDIUM TERM 4.375%	2,188.	2,188.
WAL-MART STORES INCORPORATED	429.	429.
WASTE MANAGEMENT INC	370.	370.
WELLS FARGO COMPANY	36.	36.
YUM BRANDS INC COM	205.	205.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	77.	77.
AXIS CAPITAL HOLDINGS LTD COM	165.	165.
INVESCO LTD COM	141.	141.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NOBLE CORP COM	17.	17.
TYCO INTL LTD NEW F COM	160.	160.
TOTAL	65,728.	65,320.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
EXCISE TAX REFUND		1,219.
	TOTALS	1,219.

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	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVT MGT FEES	16,452.	9,871.	6,581.
TOTALS	16,452.	9,871.	6,581.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	614.	614.
TOTALS	614.	614.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
BLDG & GROUND MAINT	9,937.	9,937.
UTILITIES	8,515.	8,515.
PROPERTY TAX	7,194.	7,194.
ENVIRONMENTAL SURVEY	1,860.	1,860.
INSURANCE	4,147.	4,147.
TRASH REMOVAL	2,159.	2,159.
HEATING SYSTEM EXP	32,500.	32,500.
RI AG FILING FEE	50.	50.
TOTALS	66,362.	66,362.

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA 05-6011809

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
REAL ESTATE	33,174.	33,174.	529,600.
TOTALS	33,174.	33,174.	529,600.

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

DESCRIPTION		AMOUNT
ADJ CARRYING VALUE		234.
	TOTAL	234.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
RI

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

OFFICER NAME:
DOUGLAS DOMINA
ADDRESS:
393 MARKET ST
WARREN, RI 02885
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 1,500.

OFFICER NAME:
ELY BARKETT
ADDRESS:
15 HANLEY ST
WARREN, RI 02885
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 1,000.

OFFICER NAME:
LINDA R FRANCIS
ADDRESS:
BANK OF AMERICA
WARREN, RI

OFFICER NAME:
SANDRA AYERS
ADDRESS:
30 LAUREL LANE
WARREN, RI 02885
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 2,500.

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

RECIPIENT NAME:
DOUGLAS M. DOMINA
ADDRESS:
393 MARKET STREET
WARREN, RI 02895
FORM, INFORMATION AND MATERIALS:
(1) THE PURPOSE OF THE FUNDS, AND (2) A STATEMENT THAT THE FUNDS WILL BE USED FOR THE NEEDY OF WARREN, RI
SUBMISSION DEADLINES:
THE FUNDS ARE DISTRIBUTED ANNUALLY, EVERY JULY.
RESTRICTIONS OR LIMITATIONS ON AWARDS:
THE FUNDS MUST BE USED FOR THE NEEDY OF WARREN, RI

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

RECIPIENT NAME:
EAST BAY COMMUNITY ACTION PROGRAM
PROGRAM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
ST VINCENT DEPAUL SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
TOWN OF WARREN-SOCIAL
SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 19,200.

RECIPIENT NAME:
BAPTIST CHURCH OF WARREN
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
AMOUNT OF GRANT PAID .... 3,500.

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

RECIPIENT NAME:
AMERICAN LEGION AUX
UNIT 11
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
EAST BAY CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
TOWN OF WARREN
FIRE DEPT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
AMOUNT OF GRANT PAID .... 1,048.

RECIPIENT NAME:
WE SHARE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE NEEDY OF WARREN, RI
AMOUNT OF GRANT PAID .... 4,000.

TOTAL GRANTS PAID: 65,448.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Employer identification number: 05-6011809

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	23,921.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	23,921.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr.)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,142.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	15,060.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	16,202.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			23,921.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			16,202.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			40,123.

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

Part IV **Capital Loss Limitation**

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

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

Part V **Tax Computation Using Maximum Capital Gains Rates**

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Employer identification number: 05-6011809

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 340. AGCO CORP	12/31/2008	12/18/2009	10,320.00	8,113.00	2,207.00
120. ADOBE SYS INC	12/31/2008	12/18/2009	4,456.00	2,567.00	1,889.00
95. AMGEN INC	12/31/2008	12/18/2009	5,293.00	5,500.00	-207.00
130. AUTODESK INC (DEL)	12/31/2008	12/18/2009	3,157.00	2,579.00	578.00
50. BEST BUY INCORPORATED	01/13/2009	12/18/2009	1,992.00	1,374.00	618.00
155. BURLINGTON NORTHERN SANTA FE CORP	12/31/2008	12/18/2009	15,248.00	11,719.00	3,529.00
75. CISCO SYSTEMS INCORPORATED	01/13/2009	12/18/2009	1,731.00	1,229.00	502.00
165. DEVON ENERGY CORPORATION	12/31/2008	12/18/2009	11,474.00	10,748.00	726.00
50. DUN & BRADSTREET CORP DEL NEW COM	12/31/2008	12/18/2009	4,060.00	3,802.00	258.00
90. EXXON MOBIL CORPORATION	01/13/2009	12/18/2009	6,120.00	7,005.00	-885.00
120. GENERAL ELEC CO	01/13/2009	12/18/2009	1,882.00	1,785.00	97.00
5. GOLDMAN SACHS GROUP INC	12/31/2008	12/18/2009	807.00	422.00	385.00
820. HARTFORD FINANCIAL SVCS GRP	12/31/2008	12/18/2009	18,958.00	13,599.00	5,359.00
90. HARTFORD FINANCIAL SVCS GRP	01/13/2009	12/18/2009	2,081.00	1,394.00	687.00
310. HEINZ H J CO	12/31/2008	12/18/2009	12,913.00	11,717.00	1,196.00
60. HESS CORP COM	12/31/2008	12/18/2009	3,437.00	3,254.00	183.00
120. HEWLETT PACKARD COMPANY	12/31/2008	12/18/2009	6,132.00	4,408.00	1,724.00
250. HOME DEPOT INC	12/31/2008	12/18/2009	7,111.00	5,904.00	1,207.00
230. JOHNSON & JOHNSON	12/31/2008	12/18/2009	14,716.00	13,691.00	1,025.00
35. JOHNSON & JOHNSON	01/13/2009	12/18/2009	2,239.00	2,056.00	183.00
80. MCKESSON HBOC INC	01/13/2009	12/18/2009	5,070.00	3,349.00	1,721.00
325. METLIFE INC	12/31/2008	12/18/2009	11,477.00	11,399.00	78.00
210. NEWS CORP CL A	12/31/2008	12/18/2009	2,767.00	1,896.00	871.00
125. NIKE INC CL B	12/31/2008	12/18/2009	8,085.00	6,397.00	1,688.00

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Employer identification number: 05-6011809

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 175. NOKIA CORPORATION SPONSORED ADR	12/31/2008	12/18/2009	2,162.00	2,786.00	-624.00
70. OCCIDENTAL PETROLEUM CORPORATION	12/31/2008	12/18/2009	5,586.00	4,184.00	1,402.00
65. POTASH CORP SASK INC	12/31/2008	12/18/2009	6,912.00	4,827.00	2,085.00
130. SOUTHERN CO	12/31/2008	12/18/2009	4,366.00	4,812.00	-446.00
60. STATE STREET CORP	01/13/2009	12/18/2009	2,485.00	2,337.00	148.00
70. TEXAS INSTRS INC	12/31/2008	12/18/2009	1,759.00	1,090.00	669.00
295. VERIZON COMMUNICATION S	12/31/2008	12/18/2009	9,648.00	10,055.00	-407.00
180. WAL-MART STORES INCORPORATED	12/31/2008	12/18/2009	9,438.00	10,053.00	-615.00
45. WAL-MART STORES INCORPORATED	01/13/2009	12/18/2009	2,360.00	2,345.00	15.00
135. WASTE MANAGEMENT INC	12/31/2008	12/18/2009	4,437.00	4,438.00	-1.00
40. WASTE MANAGEMENT INC	01/13/2009	12/18/2009	1,315.00	1,289.00	26.00
460. INVESCO LTD COM	12/31/2008	12/18/2009	9,915.00	6,499.00	3,416.00
170. AT&T INC	12/18/2009	05/21/2010	4,153.00	4,647.00	-494.00
140. APOLLO GROUP INC CL A	12/18/2009	05/21/2010	7,700.00	8,128.00	-428.00
130. CHEVRONTEXACO CORP COM	12/18/2009	05/21/2010	9,532.00	9,991.00	-459.00
230. E M C CORP MASS	12/18/2009	05/21/2010	4,067.00	3,939.00	128.00
140. FPL GROUP INC COM	12/18/2009	05/21/2010	6,997.00	7,607.00	-610.00
25. LOCKHEED MARTIN CORPORATION	12/18/2009	05/21/2010	1,999.00	1,906.00	93.00
260. MOLSON COORS BREWING CO CL B	12/18/2009	05/21/2010	10,761.00	11,190.00	-429.00
95. PEPSICO INCORPORATED	12/18/2009	05/21/2010	5,955.00	5,615.00	340.00
1700. PFIZER INC	12/18/2009	05/21/2010	25,780.00	31,204.00	-5,424.00
60. POLO RALPH LAUREN CORPORATION	12/18/2009	05/21/2010	5,041.00	4,702.00	339.00
140. STAPLES INCORPORATED	12/18/2009	05/21/2010	2,985.00	3,407.00	-422.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 23,921.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

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Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side	Employer identification number
JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA	05-6011809

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 50000. NORWEST FINANCIAL INC SENIOR NOTE	10/23/1997	07/15/2009	50,000.00	50,766.00	-766.00
50000. UNITED STATES TREAS NTS DTD 12/15/04 3.500% DUE	12/14/2004	12/15/2009	50,000.00	49,861.00	139.00
135. AMAZON COM INC	10/09/2007	12/18/2009	17,047.00	12,881.00	4,166.00
200. AUTODESK INC (DEL)	04/02/2007	12/18/2009	4,857.00	7,620.00	-2,763.00
120. AVON PRODUCTS INC	04/24/2008	12/18/2009	3,739.00	4,826.00	-1,087.00
250. BEST BUY INCORPORATED	06/26/2008	12/18/2009	9,958.00	10,113.00	-155.00
150. CISCO SYSTEMS INCORPORATED	12/29/1994	12/18/2009	3,463.00	291.00	3,172.00
200. COCA COLA CO COM	12/16/2005	12/18/2009	11,291.00	8,270.00	3,021.00
166.113 COLUMBIA ACORN FUND CLASS Z SHARES	12/20/2002	12/18/2009	4,000.00	2,586.00	1,414.00
581.395 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	07/30/2003	12/18/2009	11,715.00	10,000.00	1,715.00
234.742 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	06/20/2003	12/18/2009	4,730.00	4,000.00	730.00
418.702 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	02/25/2003	12/18/2009	8,437.00	6,000.00	2,437.00
701.262 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	10/10/2002	12/18/2009	14,130.00	10,000.00	4,130.00
2043.189 COLUMBIA SMALL CAP CORE FUND CLASS Z SHARE	04/05/2002	12/18/2009	24,682.00	32,303.00	-7,621.00
1428.571 COLUMBIA SMALL CAP CORE FUND CLASS Z SHARE	10/24/2001	12/18/2009	17,257.00	20,000.00	-2,743.00
100. DUN & BRADSTREET CORP DEL NEW COM	02/26/2007	12/18/2009	8,120.00	9,080.00	-960.00
165. ENTERGY CORP NEW COM	12/08/2006	12/18/2009	13,560.00	15,105.00	-1,545.00
80. EXELON CORP COM	12/16/2005	12/18/2009	3,963.00	4,458.00	-495.00
200. EXPRESS SCRIPTS INC CL A	10/09/2007	12/18/2009	17,013.00	11,756.00	5,257.00
458. EXXON MOBIL CORPORATION	06/20/1961	12/18/2009	31,145.00	650.00	30,495.00
192. EXXON MOBIL CORPORATION	03/09/1970	12/18/2009	13,057.00	270.00	12,787.00
565. GENERAL ELEC CO	01/11/1957	12/18/2009	8,862.00	340.00	8,522.00
45. GILEAD SCIENCES INC	06/26/2008	12/18/2009	1,933.00	2,412.00	-479.00
50. GOLDMAN SACHS GROUP INC	06/26/2008	12/18/2009	8,075.00	8,876.00	-801.00
150. HARTFORD FINANCIAL SVCS GRP	09/23/2004	12/18/2009	3,468.00	9,531.00	-6,063.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Employer identification number

05-6011809

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo, day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 150. HESS CORP COM	04/24/2008	12/18/2009	8,594.00	16,314.00	-7,720.00
200. HOME DEPOT INC	06/26/2008	12/18/2009	5,689.00	5,050.00	639.00
165. INTERNATIONAL BUSINESS MACHS	04/02/2007	12/18/2009	20,991.00	15,584.00	5,407.00
250. J P MORGAN CHASE & CO COM	12/08/2006	12/18/2009	10,081.00	11,654.00	-1,573.00
150. JOHNSON & JOHNSON	06/26/2008	12/18/2009	9,597.00	9,751.00	-154.00
25. LABORATORY CORP AMER HLDGS COM NEW	04/02/2007	12/18/2009	1,873.00	1,812.00	61.00
350. MERCK & CO INC NEW COM	02/27/2008	12/18/2009	13,126.00	15,985.00	-2,859.00
250. MERCK & CO INC NEW COM	04/02/2007	12/18/2009	9,376.00	11,239.00	-1,863.00
55. MERCK & CO INC NEW COM	03/11/2008	12/18/2009	2,063.00	2,434.00	-371.00
300. NEWS CORP CL A	12/20/2007	12/18/2009	3,952.00	6,113.00	-2,161.00
300. NEWS CORP CL A	04/24/2008	12/18/2009	3,952.00	5,323.00	-1,371.00
500. NOKIA CORPORATION SPONSORED ADR	04/02/2007	12/18/2009	6,178.00	11,309.00	-5,131.00
140. PRAXAIR INCORPORATED	12/08/2006	12/18/2009	11,232.00	8,680.00	2,552.00
15. RIO TINTO PLC SPONSORED ADR	12/08/2006	12/18/2009	3,043.00	3,255.00	-212.00
200. SCHLUMBERGER LIMITED	12/08/2006	12/18/2009	12,631.00	13,502.00	-871.00
120. SOUTHWESTERN ENERGY CO	04/24/2008	12/18/2009	5,620.00	4,554.00	1,066.00
100. STATE STREET CORP	12/20/2007	12/18/2009	4,142.00	7,962.00	-3,820.00
200. STATE STREET CORP	04/24/2008	12/18/2009	8,285.00	13,752.00	-5,467.00
30. UNITED TECHNOLOGIES CORP	12/29/2005	12/18/2009	2,078.00	1,681.00	397.00
300. WAL-MART STORES INCORPORATED	06/26/2008	12/18/2009	15,730.00	17,291.00	-1,561.00
250. WASTE MANAGEMENT INC	06/26/2008	12/18/2009	8,216.00	9,459.00	-1,243.00
50000. DU PONT E I DE NEMOURS & CO NT	05/07/2004	04/30/2010	50,000.00	50,000.00	
75. AT&T INC	01/13/2009	05/21/2010	1,832.00	1,919.00	-87.00
30. AT&T INC	12/16/2005	05/21/2010	733.00	749.00	-16.00
120. ADOBE SYS INC	12/31/2008	05/21/2010	3,817.00	2,567.00	1,250.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: JOSEPH W MARTIN TRUST C/O DOUGLAS M. DOMINA

Employer identification number 05-6011809

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

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 773.994 COLUMBIA ACORN INTERNATIONAL FUND CL Z	11/04/2005	05/21/2010	25,000.00	24,853.00	147.00
723.589 COLUMBIA INTERNATIONAL STOCK FUND CL	02/24/2004	05/21/2010	7,156.00	10,000.00	-2,844.00
1814.224 COLUMBIA INTERNATIONAL STOCK FUND CL	01/12/2004	05/21/2010	17,943.00	25,000.00	-7,057.00
307.22 COLUMBIA INTERNATIONAL STOCK FUND CL	07/27/2004	05/21/2010	3,038.00	4,000.00	-962.00
4887.586 COLUMBIA INTERNATIONAL STOCK FUND CL	01/07/2003	05/21/2010	48,338.00	47,428.00	910.00
385. COMCAST CORP	12/31/2008	05/21/2010	6,454.00	6,452.00	2.00
515. DEAN FOODS CO NEW COM	12/31/2008	05/21/2010	5,302.00	9,174.00	-3,872.00
210. DISNEY WALT CO	12/08/2006	05/21/2010	6,802.00	7,052.00	-250.00
15. DISNEY WALT CO	12/20/2007	05/21/2010	486.00	484.00	2.00
75. FPL GROUP INC COM	04/24/2008	05/21/2010	3,748.00	5,022.00	-1,274.00
150. KIMBERLY CLARK CORP COM	12/08/2006	05/21/2010	9,144.00	10,038.00	-894.00
160. KIMBERLY CLARK CORP COM	12/31/2008	05/21/2010	9,753.00	8,376.00	1,377.00
30. KIMBERLY CLARK CORP COM	01/13/2009	05/21/2010	1,829.00	1,561.00	268.00
85. LOCKHEED MARTIN CORPORATION	12/31/2008	05/21/2010	6,796.00	7,196.00	-400.00
110. MONSANTO CO NEW COM	12/08/2006	05/21/2010	5,976.00	5,313.00	663.00
45. PEPSICO INCORPORATED	09/09/1998	05/21/2010	2,821.00	1,403.00	1,418.00
70. STAPLES INCORPORATED	06/26/2008	05/21/2010	1,492.00	1,677.00	-185.00
250. YUM BRANDS INC COM	12/20/2007	05/21/2010	9,932.00	9,319.00	613.00
110. AXIS CAPITAL HOLDINGS LTD COM	12/31/2008	05/21/2010	3,166.00	3,167.00	-1.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					15,060.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
RIO TINTO PLC SPONSORED ADR	1,142.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,142.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,142.00

Bank of America

Portfolio Detail

Account: 36-16-100-8552891 JOSEPH W. MARTIN

May 01, 2010 through May 31, 2010

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
563.990	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	$563.99	$0.51	$563.99 1.000	$0.00	$0.56	0.1%
70,238.740	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	70,238.74	7.88	70,238.74 1.000	0.00	70 24	0.1
	Total Cash Equivalents		**$70,802.73**	**$8.39**	**$70,802.73**	**$0.00**	**$70.80**	**0.1%**
Total Cash/Currency			**$70,802.73**	**$8.39**	**$70,802.73**	**$0.00**	**$70.80**	**0.1%**
Equities								

(2)Industry Sector Codes
CND = Consumer Discretionary
CNS = Consumer Staples
ENR = Energy
FIN = Financials
HEA = Health Care
IND = Industrials
IFT = Information Technology
MAT = Materials
OEQ = Other Equities
TEL = Telecommunication Services
UTL = Utilities

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
U.S. Large Cap								
420.000	ABBOTT LABS Ticker: ABT	002824100 HEA	$19,975.20 47.560	$0.00	$20,218.98 48.140	-$243.78	$739.20	3.7%
135.000	ADOBE SYS INC Ticker: ADBE	00724F101 IFT	4,330.80 32.080	0.00	2,888.30 21.395	1,442.50	0.00	0.0
170.000	ALLERGAN INC Ticker: AGN	018490102 HEA	10,232.30 60.190	0.00	9,752.05 57.365	480.25	34.00	0 3
110.000	AMAZON COM INC Ticker: AMZN	023135106 CND	13,800.60 125.460	0.00	13,300.16 120.911	500.44	0.00	0.0
165.000	AMERICAN TOWER CORP CL A Ticker: AMT	029912201 TEL	6,687.45 40.530	0.00	6,584.32 39.905	103.13	0 00	0.0
150.000	AMGEN INC Ticker: AMGN	031162100 HEA	7,767.00 51.780	0.00	8,676.47 57.843	-909.47	0.00	0.0
235.000	APACHE CORP Ticker: APA	037411105 ENR	21,041.90 89.540	0.00	23,489.12 99.954	-2,447.22	141.00	0.7

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Settlement Date

Bank of America

Portfolio Detail

Account: 36-16-100-8552891 JOSEPH W. MARTIN

May 01, 2010 through May 31, 2010

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
115.000	APPLE INC Ticker: AAPL	037833100 IFT	29,541.20 256.880	0.00	23,591.63 205.145	5,949.57	0.00	0.0
730.000	AT&T INC Ticker: T	00206R102 TEL	17,739.00 24.300	0.00	18,235.40 24.980	-496.40	1,226.40	6.9
455 000	AVON PRODS INC Ticker: AVP	054303102 CNS	12,052 95 26.490	100.10	16,317.89 35.863	-4,264.94	400.40	3.3
305.000	CHEVRON CORP Ticker: CVX	166764100 ENR	22,530.35 73.870	219.60	23,440.11 76.853	-909.76	878.40	3.9
640.000	CISCO SYS INC Ticker: CSCO	17275R102 IFT	14,822.40 23.160	0.00	1,240.00 1.938	13,582.40	0.00	0.0
150.000	DIRECTV CL A COM Ticker: DTV	25490A101 CND	5,653.50 37.690	0.00	4,964.87 33.099	688.63	0.00	0.0
185.000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND	6,182.70 33.420	0.00	5,945.19 32.136	237.51	64.75	1.0
1,090.000	EMC CORP Ticker: EMC	268648102 IFT	20,295.80 18.620	0.00	12,389.43 11.366	7,906.37	0.00	0 0
60.000	EOG RES INC Ticker: EOG	26875P101 ENR	6,290.40 104.840	0.00	5,573.10 92.885	717.30	37 20	0 6
170.000	EXELON CORP Ticker: EXC	30161N101 UTL	6,562.00 38.600	89.25	9,472.40 55.720	-2,910.40	357.00	5.4
365.000	FIFTH THIRD BANCORP Ticker: FITB	316773100 FIN	4,745.00 13.000	0.00	4,706.68 12.895	38.32	14.60	0.3
435.000	GENERAL ELEC CO Ticker: GE	369604103 IND	7,112.25 16.350	0.00	261.70 0.602	6,850.55	174.00	2.4
155 000	GENERAL MLS INC Ticker: GIS	370334104 CNS	11,040.65 71.230	0.00	11,011.97 71.045	28.68	303.80	2.8
120.000	GILEAD SCIENCES INC Ticker: GILD	375558103 HEA	4,310.40 35.920	0.00	6,276.35 52.303	-1,965.95	0.00	0.0
130.000	GOLDMAN SACHS GROUP INC Ticker: GS	38141G104 FIN	18,753 80 144.260	45.50	10,859.82 83.537	7,893.98	182.00	1.0

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Units	Description	CUSIP / Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
480.000	HEWLETT PACKARD CO Ticker: HPQ	428236103 IFT	22,084.80 46.010	0.00	14,604.93 30.427	7,479.87	153.60	0.7
195 000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	24,425.70 125.260	126.75	17,357.57 89.013	7,068.13	507.00	2.1
620.000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	24,539.60 39.580	0.00	24,313.74 39.216	225.86	124.00	0.5
650.000	LOWES COS INC Ticker: LOW	548661107 CND	16,087.50 24.750	0.00	15,351.15 23.617	736.35	286.00	1.8
195.000	MCKESSON CORP Ticker: MCK	58155Q103 HEA	13,650.00 70.000	0.00	7,599.69 38.973	6,050.31	140.40	1.0
185 000	MEDCO HLTH SOLUTIONS INC Ticker: MHS	58405U102 HEA	10,665.25 57.650	0.00	11,251.51 60.819	-586.26	0.00	0 0
1,205.000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	31,089.00 25.800	156.65	26,843.75 22.277	4,245.25	626.60	2.0
250.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	20,627.50 82.510	0.00	14,595.78 58.383	6,031.72	380.00	1.8
205.000	PEPSICO INC Ticker: PEP	713448108 CNS	12,892.45 62.890	0.00	6,392.42 31.183	6,500.03	393.60	3.1
0.000	PFIZER INC Ticker: PFE	717081103 HEA	0.00 15.230	306.00	0.00	0.00	0.00	0 0
575.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	25,369.00 44.120	0.00	26,588.84 46.241	-1,219.84	1,334.00	5.3
245.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	15,373.75 62.750	0.00	12,789.24 52.201	2,584.51	98.00	0.6
110.000	PRICE T ROWE GROUP INC Ticker: TROW	74144T108 FIN	5,447.20 49.520	0.00	5,518.15 50.165	-70.95	118.80	2.2
415 000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	25,352.35 61.090	0.00	25,410.41 61.230	-58.06	799.71	3.2
255.000	PRUDENTIAL FINL INC Ticker: PRU	744320102 FIN	14,716.05 57.710	0.00	12,623.06 49.502	2,092.99	178.50	1.2
220.000	SEMPRA ENERGY Ticker: SRE	816851109 UTL	10,120.00 46 000	0.00	12,141.80 55.190	-2,021.80	343.20	3.4

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Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Large Cap (cont)								
210.000	SOUTHWESTERN ENERGY CO Ticker: SWN	845467109 ENR	7,898.10 37.610	0.00	7,968.97 37.947	-70.87	0.00	0.0
395.000	STAPLES INC Ticker: SPLS	855030102 CND	8,500.40 21.520	0.00	7,927.40 20.069	573.00	142.20	1.7
125.000	TARGET CORP Ticker: TGT	87612E106 CND	6,816.25 54.530	0.00	6,723.12 53.785	93.13	85.00	1.2
685.000	TEXAS INSTRS INC Ticker: TXN	882508104 IFT	16,727.70 24.420	0.00	10,670.51 15.577	6,057.19	328.80	2.0
270.000	THERMO FISHER SCIENTIFIC CORP Ticker: TMO	883556102 HEA	14,056.20 52.060	0.00	13,305.08 49.278	751.12	0.00	0.0
310.000	TJX COS INC NEW Ticker: TJX	872540109 CND	14,092.60 45.460	0.00	13,543.84 43.690	548.76	186.00	1.3
170.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	10,669.20 62.760	42.30	10,179.95 59.882	489.25	319.60	3.0
460.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	30,994.80 67.380	195.50	14,858.75 32.302	16,136.05	782.00	2.5
670.000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	16,053.20 23.960	0.00	20,364.22 30.394	-4,311.02	134.00	0 8
725.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	20,800.25 28.690	36.25	19,281.38 26.595	1,518.87	145.00	0 7
	Total U.S. Large Cap		**$690,516.50**	**$1,317.90**	**$597,401.20**	**$93,115.30**	**$12,158.76**	**1.8%**
U.S. Mid Cap								
100 000	ALPHA NAT RES INC Ticker: ANR	02076X102 MAT	$3,837.00 38.370	$0.00	$3,507.42 35.074	$329.58	$0.00	0.0%
225.000	AMPHENOL CORP NEW CL A Ticker: APH	032095101 IFT	9,540.00 42.400	0.00	9,685.13 43 045	-145.13	13.50	0.1

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Equities (cont)								
U.S. Mid Cap (cont)								
160.000	AXIS CAP HLDGS LTD BERMUDA Ticker: AXS	G0692U109 FIN	4,864.00 30.400	0.00	4,485.25 28.033	378.75	134.40	2.8
335.000	CELANESE CORP DEL SER A COM Ticker: CE	150870103 MAT	9,604.45 28.670	0.00	10,849.88 32.388	-1,245.43	53.60	0.6
140.000	CLOROX CO Ticker: CLX	189054109 CNS	8,794.80 62.820	0.00	8,750.70 62.505	44.10	308.00	3.5
3,398.718	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRN X	197199409 OEQ	86,837.24 25.550	0.00	47,413.62 13.950	39,423.62	166.54	0.2
6,385.960	COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker: NAMA X	19765J830 OEQ	72,799.94 11.400	0.00	64,300.00 10.069	8,499.94	613.05	0.8
1,010.000	DISCOVER FINL SVCS Ticker: DFS	254709108 FIN	13,584.50 13.450	0.00	14,146.90 14.007	-562.40	80.80	0.6
115.000	DOVER CORP Ticker: DOV	260003108 IND	5,162.35 44.890	29.90	4,646.58 40.405	515.77	119.60	2 3
75.000	FLOWSERVE CORP Ticker: FLS	34354P105 IND	7,132.50 95.100	0.00	7,147.88 95.305	-15.38	87.00	1.2
590.000	GANNETT INC Ticker: GCI	364730101 CND	9,168.60 15.540	0.00	8,534.35 14.465	634.25	94.40	1.0
165.000	LABORATORY CORP AMER HLDGS NEW COM Ticker: LH	50540R409 HEA	12,475.65 75.610	0.00	11,632.81 70.502	842.84	0.00	0.0
780.000	MYLAN INC Ticker: MYL	628530107 HEA	15,163.20 19.440	0.00	14,494.58 18.583	668.62	0.00	0.0
395 000	NABORS INDS INC ISIN BMG6359F1032 BERMUDA Ticker: NBR	G6359F103 ENR	7,516.85 19.030	0.00	8,573.48 21.705	-1,056.63	0.00	0.0
155.000	NAVISTAR INTL CORP NEW Ticker: NAV	63934E108 IND	8,397.90 54.180	0.00	5,385.48 34.745	3,012.42	0.00	0.0

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Equities (cont)								
U.S. Mid Cap (cont)								
470.000	NORDSTROM INC Ticker: JWN	655664100 CND	18,659.00 39.700	94.00	16,311.35 34.705	2,347.65	376.00	2.0
355.000	PACKAGING CORP AMER Ticker: PKG	695156109 MAT	7,859.70 22.140	0.00	8,304.38 23.393	-444.68	213.00	2.7
215.000	PARKER HANNIFIN CORP Ticker: PH	701094104 IND	13,213.90 61.460	55.90	11,553.03 53.735	1,660.87	223.60	1.7
335 000	PRINCIPAL FINL GROUP INC Ticker: PFG	74251V102 FIN	9,108.65 27.190	0.00	7,910.03 23.612	1,198.62	167.50	1 8
260.000	QUESTAR CORP Ticker: STR	748356102 UTL	11,663.60 44.860	33.80	11,331.11 43.581	332.49	135.20	1.2
	Total U.S. Mid Cap		**$335,383.83**	**$213.60**	**$278,963.96**	**$56,419.87**	**$2,786.19**	**0.8%**
U.S. Small Cap								
2,481.814	COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES Ticker: CMSC X	19765P596 OEQ	$63,906.71 25.750	$0.00	$58,000.00 23.370	$5,906.71	$0.00	0.0%
1,226.766	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZ X	19765N567 OEQ	49,634.95 40.460	0.00	46,200.00 37.660	3,434.95	264.98	0.5
	Total U.S. Small Cap		**$113,541.66**	**$0.00**	**$104,200.00**	**$9,341.66**	**$264.98**	**0.2%**
International Developed								
2,836.052	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACIN X	197199813 OEQ	$92,426.93 32.590	$0.00	$65,147.06 22.971	$27,279.87	$1,505.94	1.6%
4,806.514	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker. NMOA X	19765H636 OEQ	45,709.95 9.510	0.00	56,859.58 11.830	-11,149.63	1,432.34	3 1
951.645	HARBOR INTERNATIONAL FUND INSTL CL Ticker: HAIN X	411511306 OEQ	45,888.32 48.220	0.00	54,827.50 57.613	-8,939.18	670.91	1.5

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Equities (cont)								
International Developed (cont)								
185.000	NOBLE CORP ISIN CH0033347318 SWITZERLAND Ticker: NE	H5833N103 ENR	5,377.95 29.070	0.00	7,574.02 40.941	-2,196.07	43.29	0.8
235.000	RIO TINTO PLC SPONSORED ADR UNITED KINGDOM Ticker: RTP	767204100 MAT	10,833.50 46.100	0.00	11,555.22 49.171	-721.72	105.75	1.0
385.000	TYCO INTL LTD NEW F COM SWITZERLAND Ticker: TYC	H89128104 IND	13,933.15 36.190	0.00	13,667.43 35.500	265.72	294.14	2.1
	Total International Developed		**$214,169.80**	**$0.00**	**$209,630.81**	**$4,538.99**	**$4,052.37**	**1.9%**
Emerging Markets								
865.000	ISHARES MSCI EMERGING MKTS INDEX FUND Ticker: EEM	464287234 OEQ	$32,956.50 38.100	$0.00	$37,627.25 43.500	-$4,670.75	$503.43	1.5%
3,292.181	LAZARD FUNDS INC EMERGING MKTS PORTFOLIO INSTL Ticker: LZEM X	52106N889 OEQ	57,481.48 17.460	0.00	56,000.00 17.010	1,481.48	1,530.86	2.7
	Total Emerging Markets		**$90,437.98**	**$0.00**	**$93,627.25**	**-$3,189.27**	**$2,034.29**	**2.2%**
Total Equities			**$1,444,049.77**	**$1,531.50**	**$1,283,823.22**	**$160,226.55**	**$21,296.59**	**1.5%**
Fixed Income								
Investment Grade Taxable								
50,000.000	***2010*** WACHOVIA CORP GLOBAL MEDIUM TERM SR NT DTD 05/27/05 4.375% DUE 06/01/10 Moody's: A1 S&P: NR	92976WAT3	$50,000.00 100.000	$1,093.75	$51,135.00 102.270	-$1,135.00	$2,187.50	4.4%

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Fixed Income (cont)								
Investment Grade Taxable (cont)								
50,000.000	***2012*** FEDERAL HOME LN BKS CONS BD DTD 10/05/07 4.625% DUE 10/10/12 Moody's: AAA S&P: AAA	3133XML66	54,047.00 108.094	327.60	51,004.35 102.009	3,042.65	2,312.50	4.3 1 2
50,000.000	INTERNATIONAL BUSINESS MACHS CORP NT DTD 11/27/02 4.750% DUE 11/29/12 Moody's: A1 S&P: A+	459200BA8	54,090.50 108.181	1,200.69	51,939.50 103.879	2,151.00	2,375.00	4 4 1.5
50,000.000	***2013*** GENERAL ELEC CO NT DTD 01/28/03 5.000% DUE 02/01/13 Moody's: AA2 S&P: AA+	369604AY9	53,526.00 107.052	833.33	49,813.00 99.626	3,713.00	2,500.00	4.7 2.5
50,000.000	IBM CORP DEB DTD 06/15/93 7.500% DUE 06/15/13 Moody's: A1 S&P: A+	459200AL5	58,210.00 116.420	1,729.16	50,111.00 100.222	8,099.00	3,750.00	6 4 1.9
75,000.000	***2014*** UNITED STATES TREAS NT DTD 05/17/04 4.750% DUE 05/15/14 Moody's: AAA S&P: AAA	912828CJ7	83,724.75 111.633	164 57	76,081.05 101.441	7,643.70	3,562.50	4.3 1.7
50,000.000	***2016*** UNITED STATES TREAS BD DTD 05/15/86 7.25% DUE 05/15/16 Moody's: AAA S&P: AAA	912810DW5	63,289.00 126.578	167.46	50,609.37 101.219	12,679.63	3,625 00	5.7 2.5
40,000.000	UNITED STATES TREAS BD DTD 11/15/86 7.50% DUE 11/15/16 Moody's. AAA S&P: AAA	912810DX3	51,600 00 129.000	138.59	41,262.50 103.156	10,337.50	3,000.00	5.8 2.6
6,898.103	COLUMBIA CORE BOND FUND CLASS Z SHARES	19765L371	74,844.42 10.850	221.77	75,000.00 10.873	-155.58	2,766.14	3.7
7,560.484	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765H362	75,075.61 9.930	194.28	75,000.00 9.920	75.61	2,623.49	3.5

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Fixed Income (cont)								
Investment Grade Taxable (cont)								
	Total Investment Grade Taxable		**$618,407.28**	**$6,071.20**	**$571,955.77**	**$46,451.51**	**$28,702.13**	**4.6%**
International Developed Bonds								
2,295.684	PIMCO FOREIGN BOND FUND UNHEDGED INSTL CL	722005220	$22,589.53 9.840	$41.84	$24,809.45 10.807	-$2,219.92	$727.73	3.2%
	Total International Developed Bonds		**$22,589.53**	**$41.84**	**$24,809.45**	**-$2,219.92**	**$727.73**	**3.2%**
Global High Yield Taxable								
8,083.141	COLUMBIA HIGH INCOME FUND CLASS Z SHARES	19765H495	$62,563.51 7.740	$0 00	$70,000.00 8.660	-$7,436.49	$4,631.64	7.4%
	Total Global High Yield Taxable		**$62,563.51**	**$0.00**	**$70,000.00**	**-$7,436.49**	**$4,631.64**	**7.4%**
Total Fixed Income			**$703,560.32**	**$6,113.04**	**$666,765.22**	**$36,795.10**	**$34,061.50**	**4.8%**
Real Estate								
Public REITs								
544.959	COLUMBIA REAL ESTATE EQUITY FUND CLASS Z SHARES	19765P547	$6,043.60 11.090	$0.00	$9,850.65 18.076	-$3,807.05	$193.46	3.2%
	Total Public REITs		**$6,043.60**	**$0.00**	**$9,850.65**	**-$3,807.05**	**$193.46**	**3.2%**
Total Real Estate			**$6,043.60**	**$0.00**	**$9,850.65**	**-$3,807.05**	**$193.46**	**3.2%**
Tangible Assets								
Commodities								
6,096.070	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	$45,598.60 7.480	$0.00	$49,000.00 8.038	-$3,401.40	$3,749.08	8.2%
	Total Commodities		**$45,598.60**	**$0.00**	**$49,000.00**	**-$3,401.40**	**$3,749.08**	**8.2%**
Total Tangible Assets			**$45,598.60**	**$0.00**	**$49,000.00**	**-$3,401.40**	**$3,749.08**	**8.2%**

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Tangible Assets (cont)								
Commodities (cont)								
Total Portfolio			**$2,270,055.02**	**$7,652.93**	**$2,080,241.82**	**$189,813.20**	**$59,371.43**	**2.6%**
Accrued Income			$7,652.93					
Total			**$2,277,707.95**					

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