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 07/01 **, 2009, and ending** 06/30, **20**10

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: LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE TRUST 407260017

A Employer identification number: 02-6119238

Number and street (or P O box number if mail is not delivered to street address): PO BOX 477 | Room/suite

B Telephone number (see page 10 of the instructions): (603) 229-5756

City or town, state, and ZIP code: CONCORD, NH 03302-0477

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: [X] 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)* ▶ $ 1,228,202.

J Accounting method: [X] 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	9.	9.		STMT 1
	4 Dividends and interest from securities	35,752.	35,748.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-2,282.			
	b Gross sales price for all assets on line 6a 1,106,954.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	829.			STMT 5
	12 **Total.** Add lines 1 through 11	34,308.	35,757.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,842.	13,842.		
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 6	575.	575.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 7	70.	70.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 8	75.	75.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	14,562.	14,562.	NONE	NONE
	25 Contributions, gifts, grants paid	58,772.			58,772.
	26 **Total expenses and disbursements** Add lines 24 and 25	73,334.	14,562.	NONE	58,772.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-39,026.			
	b **Net investment income** (if negative, enter -0-)		21,195.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED SEP 14 2010 OGDEN, UT 301 IRS-OSC

ENVELOPE POSTMARK DATE SEP 10 2010

SCANNED OCT 04 2010

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			
	2 Savings and temporary cash investments	16,506.	36,676.	36,676.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) STMT 9	102,130.	163,498.	166,696.
	b Investments - corporate stock (attach schedule) STMT 10	861,645.	815,676.	782,883.
	c Investments - corporate bonds (attach schedule) STMT 12	314,838.	240,232.	241,947.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,295,119.	1,256,082.	1,228,202.
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	1,295,119.	1,256,082.	
	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)	1,295,119.	1,256,082.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,295,119.	1,256,082.	

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	1,295,119.
2	Enter amount from Part I, line 27a	2	-39,026.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,256,093.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	11.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,256,082.

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	-2,282.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	75,767.	1,176,502.	0.06440023051
2007	74,938.	1,519,832.	0.04930676548
2006	73,308.	1,512,369.	0.04847229744
2005	71,326.	1,440,959.	0.04949897950
2004	99,589.	1,387,479.	0.07177694221

2 **Total** of line 1, column (d)	2	0.28345521514
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05669104303
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,252,753.
5 Multiply line 4 by line 3	5	71,020.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	212.
7 Add lines 5 and 6	7	71,232.
8 Enter qualifying distributions from Part XII, line 4	8	58,772.

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	424.
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	424.
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	424.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 248.		
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	248.
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	176.
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?	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 14			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ TD Bank, N.A. Telephone no ▶ (603)229-5756

Located at ▶ 143 NORTH MAIN STREET, CONCORD, NH ZIP + 4 ▶ 03301

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

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		13,842.	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		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
SEE STATEMENT 17		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	1,250,488.
b	Average of monthly cash balances	1b	21,342.
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	1,271,830.
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	1,271,830.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	19,077.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,252,753.
6	**Minimum investment return.** Enter 5% of line 5	6	62,638.

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	62,638.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	424.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	424.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	62,214.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	62,214.
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	62,214.

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	58,772.
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	58,772.
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	58,772.

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				62,214.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			NONE	
b	Total for prior years 20 07 ,20 ____, 20 ____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ...... 1,457.				
b	From 2005 ...... NONE				
c	From 2006 ...... 5,784.				
d	From 2007 ...... 268.				
e	From 2008 ...... 17,436.				
f	Total of lines 3a through e	24,945.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 58,772.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				58,772.
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).)	3,442.			3,442.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	21,503.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				
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	21,503.			
10	Analysis of line 9				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... 3,799.				
c	Excess from 2007 ... 268.				
d	Excess from 2008 ... 17,436.				
e	Excess from 2009 ...				

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

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

1 Information Regarding Foundation Managers:

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

NONE

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.

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 19				
Total . . . . ▶ **3a**				58,772.
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	9.	
4 Dividends and interest from securities			14	35,746.	
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	-2,276.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b 990PF REFUND			1	829.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				34,308.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 34,308.

(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

Tricia J Smith | 08/16/2010 | Trustee

Signature of officer or trustee TRICIA J. SMITH | Date | Title

Paid Preparer's Use Only

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					329.	
		190. AT&T INC PROPERTY TYPE: SECURITIES					07/24/2008	12/01/2009
5,149.00		6,048.00					-899.00	
		10000. AT&T INC 5.8% 02/15/2019 DTD 02/0 PROPERTY TYPE: SECURITIES					12/03/2009	03/11/2010
10,654.00		10,828.00					-174.00	
		130. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES					03/25/2009	12/01/2009
5,208.00		3,239.00					1,969.00	
		200. ABERCROMBIE & FITCH CO CL A PROPERTY TYPE: SECURITIES					03/24/2009	01/11/2010
6,528.00		4,818.00					1,710.00	
		230. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
9,517.00		13,513.00					-3,996.00	
		10. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
396.00		588.00					-192.00	
		260. AMGEN INC PROPERTY TYPE: SECURITIES					04/16/2007	11/02/2009
13,650.00		15,629.00					-1,979.00	
		80. APACHE CORP COM PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
7,821.00		5,969.00					1,852.00	
		290. AUTODESK INC PROPERTY TYPE: SECURITIES					01/08/2009	12/01/2009
6,966.00		5,393.00					1,573.00	
		10. AUTODESK INC PROPERTY TYPE: SECURITIES					12/22/2008	06/01/2010
288.00		181.00					107.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		430. AUTODESK INC PROPERTY TYPE: SECURITIES					12/22/2008	06/24/2010
11,437.00		6,905.00					4,532.00	
		10000. BP CAPITAL MARKETS 5.250% 11/07/2 PROPERTY TYPE: SECURITIES					12/09/2009	04/08/2010
11,008.00		11,094.00					-86.00	
		104.451 BARON ASSET FD GROWTH & INC PROPERTY TYPE: SECURITIES					12/15/2009	06/02/2010
4,518.00		4,241.00					277.00	
		50000. BEAR STEARNS CO 4.500% 10/28/2010 PROPERTY TYPE: SECURITIES					12/10/2003	12/01/2009
51,452.00		50,000.00					1,452.00	
		80. BHP BILLITON LTD PROPERTY TYPE: SECURITIES					05/01/2009	12/01/2009
6,202.00		3,907.00					2,295.00	
		120. BHP BILLITON LTD PROPERTY TYPE: SECURITIES					03/25/2009	05/05/2010
8,264.00		5,538.00					2,726.00	
		50000. CATERPILLAR FIN CRP 5.05% 12/1/20 PROPERTY TYPE: SECURITIES					04/17/2007	12/01/2009
52,133.00		49,996.00					2,137.00	
		15000. CATERPILLAR FIN SE 6.125% 02/17/2 PROPERTY TYPE: SECURITIES					12/02/2009	04/08/2010
16,848.00		17,010.00					-162.00	
		100. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
7,900.00		7,751.00					149.00	
		10. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/16/2007	01/11/2010
807.00		775.00					32.00	
		10. CHEVRONTEXACO CORP PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
730.00		775.00					-45.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		130. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES					02/15/2008	12/01/2009
6,240.00		5,459.00					781.00	
		10. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES					11/09/2007	06/01/2010
746.00		418.00					328.00	
		60. CIMAREX ENERGY CO PROPERTY TYPE: SECURITIES					11/09/2007	06/24/2010
4,349.00		2,506.00					1,843.00	
		410. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					10/04/2007	12/01/2009
9,779.00		13,247.00					-3,468.00	
		10. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES					10/04/2007	06/01/2010
231.00		323.00					-92.00	
		15000. CISCO SYSTEMS INC 5.25% 02/22/201 PROPERTY TYPE: SECURITIES					12/10/2009	03/11/2010
15,661.00		15,812.00					-151.00	
		50. CLOROX CO PROPERTY TYPE: SECURITIES					07/07/2009	12/01/2009
3,037.00		2,823.00					214.00	
		70. CLOROX CO PROPERTY TYPE: SECURITIES					05/12/2008	12/01/2009
4,252.00		3,904.00					348.00	
		170. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					02/15/2008	08/26/2009
5,936.00		5,543.00					393.00	
		60. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					06/23/2009	12/01/2009
2,716.00		1,493.00					1,223.00	
		160. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					02/15/2008	12/01/2009
7,243.00		5,217.00					2,026.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		60. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					06/23/2009	02/18/2010
2,835.00		1,493.00					1,342.00	
		50. COGNIZANT TECHNLGY SLTNS COR PROPERTY TYPE: SECURITIES					01/08/2009	02/18/2010
2,363.00		1,030.00					1,333.00	
		70. COLGATE PALMOLIVE PROPERTY TYPE: SECURITIES					11/26/2008	12/01/2009
6,001.00		4,420.00					1,581.00	
		25000. CONOCO FUNDING CO 6.35% 10/15/201 PROPERTY TYPE: SECURITIES					04/17/2007	12/01/2009
27,428.00		26,213.00					1,215.00	
		130. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
8,978.00		10,735.00					-1,757.00	
		10. DIAGEO PLC ADR PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
622.00		826.00					-204.00	
		170. WALT DISNEY CO PROPERTY TYPE: SECURITIES					03/11/2008	12/01/2009
5,215.00		5,277.00					-62.00	
		680. E M C CORP MASS PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
11,519.00		10,010.00					1,509.00	
		20. E M C CORP MASS PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
372.00		294.00					78.00	
		10. EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES					02/18/2010	06/01/2010
459.00		475.00					-16.00	
		90. EXELON CORP COM PROPERTY TYPE: SECURITIES					07/07/2009	12/01/2009
4,407.00		4,319.00					88.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		160. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES					09/08/2008	12/01/2009
5,152.00		5,522.00					-370.00	
		10. EXPEDITORS INTL WASH INC PROPERTY TYPE: SECURITIES					09/08/2008	06/01/2010
377.00		345.00					32.00	
		100. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
7,596.00		7,786.00					-190.00	
		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					04/16/2007	01/11/2010
1,403.00		1,557.00					-154.00	
		140. FASTENAL CO COM PROPERTY TYPE: SECURITIES					06/22/2007	12/01/2009
5,201.00		5,904.00					-703.00	
		190. FASTENAL CO COM PROPERTY TYPE: SECURITIES					04/16/2007	01/11/2010
8,711.00		7,678.00					1,033.00	
		30000. FED FARM CREDIT BK 3.875% 08/25/2 PROPERTY TYPE: SECURITIES					12/17/2009	03/11/2010
31,347.00		31,557.00					-210.00	
		50000. FEDERAL HME LN BK 4% 11/13/2009 D PROPERTY TYPE: SECURITIES					01/22/2003	11/13/2009
50,000.00		50,371.00					-371.00	
		5000. FED HOME LN MTG 4.75% 11/17/2015 D PROPERTY TYPE: SECURITIES					11/20/2009	12/01/2009
5,569.00		5,515.00					54.00	
		25000. FED HOME LN MTG 3.250% 02/25/201 PROPERTY TYPE: SECURITIES					02/21/2008	12/18/2009
25,807.00		25,198.00					609.00	
		1109.175 FIDELITY ADVISOR EMERGING MARKE PROPERTY TYPE: SECURITIES					12/15/2009	05/12/2010
23,104.00		23,026.00					78.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		19.508 FIDELITY ADVISOR EMERGING MARKET PROPERTY TYPE: SECURITIES					12/15/2009	06/02/2010
385.00		405.00					-20.00	
		665.779 FIDELITY ADVISOR DIVERSIFIED INT PROPERTY TYPE: SECURITIES					02/24/2006	12/01/2009
10,293.00		15,000.00					-4,707.00	
		210. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
4,719.00		6,119.00					-1,400.00	
		10. GALLAGHER ARTHUR J & CO PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
245.00		291.00					-46.00	
		40000. GOLDMAN SACHS 5.700% 09/01/2012 D PROPERTY TYPE: SECURITIES					10/13/2004	12/01/2009
43,500.00		42,630.00					870.00	
		130. HEWLETT PACKARD PROPERTY TYPE: SECURITIES					01/08/2009	12/01/2009
6,451.00		4,848.00					1,603.00	
		230. HOME DEPOT INC PROPERTY TYPE: SECURITIES					04/04/2008	12/01/2009
6,435.00		6,675.00					-240.00	
		10. HOME DEPOT INC PROPERTY TYPE: SECURITIES					04/04/2008	06/01/2010
337.00		290.00					47.00	
		150. ILLINOIS TOOL WKS INC PROPERTY TYPE: SECURITIES					02/08/2008	12/01/2009
7,296.00		8,020.00					-724.00	
		10. ILLINOIS TOOL WKS INC PROPERTY TYPE: SECURITIES					02/08/2008	06/01/2010
455.00		484.00					-29.00	
		130. ISHARES COHEN & STEERS RLTY PROPERTY TYPE: SECURITIES					12/15/2009	06/01/2010
7,514.00		6,707.00					807.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		230. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
9,665.00		11,548.00					-1,883.00	
		10. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
389.00		502.00					-113.00	
		40000. JP MORGAN CHASE 5.750% 01/02/2013 PROPERTY TYPE: SECURITIES					10/13/2004	12/01/2009
43,200.00		42,857.00					343.00	
		120. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					10/13/2004	12/01/2009
7,622.00		6,806.00					816.00	
		10. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES					03/16/2010	06/01/2010
591.00		645.00					-54.00	
		1268.92 MFS RESEARCH INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					12/15/2009	05/12/2010
17,245.00		18,095.00					-850.00	
		76.952 MFS RESEARCH INTERNATIONAL FUND I PROPERTY TYPE: SECURITIES					12/15/2009	06/02/2010
985.00		1,097.00					-112.00	
		130. MEDTRONIC INC PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
5,537.00		6,725.00					-1,188.00	
		190. MEDTRONIC INC PROPERTY TYPE: SECURITIES					04/16/2007	03/16/2010
8,550.00		9,829.00					-1,279.00	
		380. MICROSOFT CORP PROPERTY TYPE: SECURITIES					10/04/2007	12/01/2009
11,373.00		11,104.00					269.00	
		10. MICROSOFT CORP PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
261.00		287.00					-26.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					09/22/2008	12/01/2009
4,125.00		3,775.00					350.00	
		10. MONSANTO CO NEW PROPERTY TYPE: SECURITIES					08/03/2007	06/01/2010
492.00		652.00					-160.00	
		130. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
7,292.00		7,388.00					-96.00	
		240. NOVARTIS A G SPONSORED ADR PROPERTY TYPE: SECURITIES					04/16/2007	05/27/2010
10,767.00		13,639.00					-2,872.00	
		10000. ONTARIO PROV CDA 4.5% 2/03/2015 D PROPERTY TYPE: SECURITIES					12/09/2009	06/01/2010
10,799.00		10,839.00					-40.00	
		210. PAYCHEX INC COM PROPERTY TYPE: SECURITIES					06/20/2008	12/01/2009
6,638.00		6,833.00					-195.00	
		10. PAYCHEX INC COM PROPERTY TYPE: SECURITIES					06/20/2008	06/01/2010
283.00		325.00					-42.00	
		120. PEPSICO PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
7,657.00		7,751.00					-94.00	
		15000. PEPSICO INC 3.750% 03/01/2014 DTD PROPERTY TYPE: SECURITIES					12/08/2009	06/01/2010
15,704.00		15,811.00					-107.00	
		280. PETSMART INC COM PROPERTY TYPE: SECURITIES					06/22/2007	12/01/2009
7,328.00		8,884.00					-1,556.00	
		190. PETSMART INC COM PROPERTY TYPE: SECURITIES					06/22/2007	01/11/2010
5,084.00		6,028.00					-944.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		190. PETSMART INC COM PROPERTY TYPE: SECURITIES					06/22/2007	01/12/2010
5,026.00		6,028.00					-1,002.00	
		54.54 T ROWE PRICE GROWTH STOCK FUND PROPERTY TYPE: SECURITIES					05/12/2010	06/02/2010
1,484.00		1,573.00					-89.00	
		110. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES					02/08/2008	12/01/2009
6,926.00		6,509.00					417.00	
		100. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					05/12/2008	12/01/2009
5,872.00		4,989.00					883.00	
		10. QUEST DIAGNOSTICS INC COM PROPERTY TYPE: SECURITIES					01/25/2008	06/01/2010
520.00		495.00					25.00	
		100. RESEARCH IN MOTION LTD PROPERTY TYPE: SECURITIES					03/06/2009	11/02/2009
5,457.00		3,602.00					1,855.00	
		25000. SBC COMMUNICATIONS 4.125% 09/15/2 PROPERTY TYPE: SECURITIES					04/17/2007	09/15/2009
24,410.00		24,410.00						
		30. SEMPRA ENERGY COMMON PROPERTY TYPE: SECURITIES					07/22/2008	07/07/2009
1,446.00		1,644.00					-198.00	
		200. SEMPRA ENERGY COMMON PROPERTY TYPE: SECURITIES					10/13/2004	07/07/2009
9,641.00		7,168.00					2,473.00	
		60. SIGMA ALDRICH CORP PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
3,220.00		2,508.00					712.00	
		130. SOUTHERN CO PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
4,208.00		4,879.00					-671.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10. SOUTHERN CO PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
324.00		375.00					-51.00	
		40. STATE STREET CORP COM PROPERTY TYPE: SECURITIES					01/08/2009	12/01/2009
1,698.00		1,702.00					-4.00	
		70. STATE STREET CORP COM PROPERTY TYPE: SECURITIES					11/10/2008	12/01/2009
2,971.00		2,856.00					115.00	
		160. STRYKER CORP COM PROPERTY TYPE: SECURITIES					11/02/2009	12/01/2009
8,122.00		7,493.00					629.00	
		280. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES					09/06/2007	12/01/2009
7,269.00		10,014.00					-2,745.00	
		10. TEXAS INSTRUMENTS PROPERTY TYPE: SECURITIES					09/06/2007	06/01/2010
245.00		358.00					-113.00	
		80. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES					07/22/2008	12/01/2009
3,818.00		4,722.00					-904.00	
		110. 3M CO PROPERTY TYPE: SECURITIES					02/08/2008	12/01/2009
8,651.00		9,018.00					-367.00	
		350. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES					04/14/2008	12/01/2009
8,495.00		11,404.00					-2,909.00	
		10. US BANCORP DEL NEW PROPERTY TYPE: SECURITIES					04/14/2008	06/01/2010
235.00		323.00					-88.00	
		10. ULTRA PETROLEUM CORP PROPERTY TYPE: SECURITIES					12/16/2009	06/01/2010
455.00		508.00					-53.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		120. UNITED TECHNOLOGIES PROPERTY TYPE: SECURITIES					06/22/2007	12/01/2009
8,169.00		8,435.00					-266.00	
		25000. UNITED TECH CORP 6.10% 5/15/2012 PROPERTY TYPE: SECURITIES					04/17/2007	12/01/2009
27,750.00		26,098.00					1,652.00	
		521.241 VANGUARD MID-CAP INDEX FUND #859 PROPERTY TYPE: SECURITIES					04/12/2006	06/02/2010
8,924.00		9,789.00					-865.00	
		140. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES					09/22/2008	12/01/2009
4,514.00		4,479.00					35.00	
		50000. VERIZON PENNSYLV 5.650% 11/15/201 PROPERTY TYPE: SECURITIES					12/12/2003	12/01/2009
53,344.00		52,634.00					710.00	
		490. WALGREEN CO PROPERTY TYPE: SECURITIES					03/31/2008	07/07/2009
14,258.00		21,718.00					-7,460.00	
		250. WELLS FARGO & COMPANY COM NEW PROPERTY TYPE: SECURITIES					08/26/2009	12/01/2009
6,998.00		6,260.00					738.00	
		10. WELLS FARGO & COMPANY COM NEW PROPERTY TYPE: SECURITIES					03/16/2010	06/01/2010
286.00		302.00					-16.00	
		9000. WELLS FARGO & CO 5.125% 09/15/2016 PROPERTY TYPE: SECURITIES					11/20/2009	06/10/2010
9,300.00		9,241.00					59.00	
		6000. WELLS FARGO & CO 5.125% 09/15/2016 PROPERTY TYPE: SECURITIES					11/20/2009	06/10/2010
6,222.00		6,161.00					61.00	
		6000. WYETH 5.500% 02/01/2014 DTD 12/16/ PROPERTY TYPE: SECURITIES					04/08/2010	04/20/2010
6,642.00		6,618.00					24.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		140. XTO ENERGY INC PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
6,019.00		6,325.00					-306.00	
		217. XTO ENERGY INC PROPERTY TYPE: SECURITIES					04/16/2007	12/16/2009
10,282.00		9,803.00					479.00	
		220. YUM BRANDS INC PROPERTY TYPE: SECURITIES					07/19/2007	12/01/2009
7,764.00		7,576.00					188.00	
		110. ZIMMER HLDGS INC PROPERTY TYPE: SECURITIES					04/16/2007	12/01/2009
6,456.00		9,751.00					-3,295.00	
		10. ZIMMER HLDGS INC PROPERTY TYPE: SECURITIES					04/16/2007	06/01/2010
546.00		886.00					-340.00	
		70. ACE LTD PROPERTY TYPE: SECURITIES					07/07/2009	12/01/2009
3,485.00		3,006.00					479.00	
		10. ACE LTD PROPERTY TYPE: SECURITIES					03/16/2010	06/01/2010
487.00		511.00					-24.00	
		70. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES					11/10/2008	12/01/2009
6,093.00		5,382.00					711.00	
		40. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES					06/23/2009	05/14/2010
2,634.00		2,918.00					-284.00	
		70. TRANSOCEAN LTD ZUG NAMEN AKT PROPERTY TYPE: SECURITIES					11/10/2008	05/14/2010
4,610.00		5,382.00					-772.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-2,282.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TD ASSET MGMT US GOVT PORT INSTL #2	9.	9.
TOTAL	9.	9.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	687.	687.
AT&T INC 5.8% 02/15/2019 DTD 02/03/2009	158.	158.
ABERCROMBIE & FITCH CO CL A	116.	116.
AMERICAN EXPRESS CO	324.	324.
APACHE CORP COM	102.	102.
BP CAPITAL MARKETS 5.250% 11/07/2013 DTD	174.	174.
BANK OF AMERICA 5.75% 12/01/2017 DTD 1	398.	398.
BANK OF AMER CORP 3.125% 06/15/2012 DTD	245.	245.
BEAR STEARNS CO 4.500% 10/28/2010 DTD 10	1,350.	1,350.
BHP BILLITON LTD	265.	265.
CATERPILLAR FIN CRP 5.05% 12/1/2010 DTD	1,284.	1,284.
CATERPILLAR FIN SE 6.125% 02/17/2014 DTD	322.	322.
CHEVRONTEXACO CORP	536.	536.
CIMAREX ENERGY CO	73.	73.
CISCO SYSTEMS INC 5.25% 02/22/2011 DTD 0	199.	199.
CLOROX CO	500.	500.
COLGATE PALMOLIVE	284.	284.
CONOCOPHILLIPS 4.750% 02/01/2014 DTD 02/	62.	62.
CONOCO FUNDING CO 6.35% 10/15/2011 DTD 1	1,010.	1,010.
CREDIT SUISSE FB 6.500% 01/15/2012 DTD 0	67.	67.
DIAGEO PLC ADR	654.	654.
WALT DISNEY CO	84.	84.
EMERSON ELECTRIC CO	157.	157.
EXELON CORP COM	452.	452.
EXPEDITORS INTL WASH INC	132.	132.
EXXON MOBIL CORP	356.	356.
FASTENAL CO COM	122.	122.
FED HOME LN MTG 5.00% 01/30/2014 DTD 01/	72.	72.
FED FARM CREDIT BK 3.875% 08/25/2011 DTD	271.	271.
FEDERAL HME LN BK 4% 11/13/2009 DTD 11/1	989.	989.
FED HOME LN MTG 4.75% 11/17/2015 DTD 10/	350.	350.
FED HOME LN MTG 3.250% 02/25/2011 DTD 0	661.	661.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FNMA 5.375% 06/12/2017 DTD 06/08/07	135.	135.
GALLAGHER ARTHUR J & CO	557.	557.
GE COMPANY 5.00% 02/01/2013 DTD 1/28/200	71.	71.
GENERAL ELEC CAP 3.000% 12/09/2011 DTD 1	228.	228.
GOLDMAN SACHS 5.700% 09/01/2012 DTD 08/2	1,729.	1,729.
HEWLETT PACKARD	84.	84.
HOME DEPOT INC	445.	445.
ILLINOIS TOOL WKS INC	400.	400.
ISHARES TR US TIPS BD FD	192.	188.
ISHARES COHEN & STEERS RLTY	1,123.	1,123.
J P MORGAN CHASE & CO	83.	83.
JP MORGAN CHASE 5.750% 01/02/2013 DTD 11	2,121.	2,121.
JPMORGAN CHASE & CO 6.00% 01/15/2018 DTD	60.	60.
JOHNSON & JOHNSON	530.	530.
JPMORGAN CHASE & CO 3.125% 12/01/11 DTD	227.	227.
MEDTRONIC INC	170.	170.
MICROSOFT CORP	374.	374.
MONSANTO CO NEW	111.	111.
NOVARTIS A G SPONSORED ADR	467.	467.
ONTARIO PROV CDA 4.5% 2/03/2015 DTD 2/03	213.	213.
PIMCO HIGH YLD FUND INSTL #108	1,826.	1,826.
PAYCHEX INC COM	570.	570.
PEPSICO	365.	365.
PEPSICO INC 3.750% 03/01/2014 DTD 03/02/	270.	270.
PETSMART INC COM	132.	132.
PROCTER & GAMBLE CO	385.	385.
QUEST DIAGNOSTICS INC COM	80.	80.
SBC COMMUNICATIONS 4.125% 09/15/2009 DTD	1,106.	1,106.
SEMPRA ENERGY COMMON	90.	90.
SIGMA ALDRICH CORP	78.	78.
SOUTHERN CO	485.	485.
STATE STREET CORP COM	9.	9.
STRYKER CORP COM	108.	108.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TD ASSET MGMT US GOVT PORT INSTL #2	6.	6.
TEXAS INSTRUMENTS	262.	262.
3M CO	454.	454.
US BANCORP DEL NEW	137.	137.
U S TREASURY NOTE 5.000% 08/15/2011 DTD	99.	99.
U S TREAS. BONDS 4.25% 11/15/2014 DTD 11	1,063.	1,063.
U S TREASURY NOTE 4.125% 08/31/2012 DTD	147.	147.
U S TREASURY NOTE 3.125% 05/15/2019 DTD	127.	127.
UNITED TECHNOLOGIES	384.	384.
UNITED TECH CORP 6.10% 5/15/2012 DTD 4/2	843.	843.
VANGUARD GNMA FUND #36	697.	697.
VANGUARD MID-CAP INDEX FUND #859	937.	937.
VERIZON COMMUNICATIONS	546.	546.
VERIZON PENNSYLV 5.650% 11/15/2011 DTD 1	1,562.	1,562.
WAL-MART STORES 4.55% 5/1/2013 DTD 4/29/	23.	23.
WELLS FARGO & COMPANY COM NEW	101.	101.
WELLS FARGO & CO 5.125% 09/15/2016 DTD 0	427.	427.
WYETH 5.500% 02/01/2014 DTD 12/16/03	9.	9.
XTO ENERGY INC	89.	89.
YUM BRANDS INC	367.	367.
ACE LTD	192.	192.
TOTAL	35,752.	35,748.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
990PF REFUND		829.
	TOTALS	829.

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	575.	575.		
TOTALS	575.	575.	NONE	NONE

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	70.	70.
TOTALS	70.	70.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE/PROBATE FEES	75.	75.
TOTALS	75.	75.

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
10000 FED HOME LN MTG 5.00%	11,129.	11,253.
15000 FED HOME LN MTG 4.75%	16,545.	16,913.
5000 FNMA 5.375% 6/12/2017	5,661.	5,835.
10000 US TREAS BONS 5.000%	10,770.	10,518.
14000 US TREAS BONDS 4.000%	15,035.	15,353.
25000 US TREAS BONS 4.25%	26,561.	27,846.
15000 US TREASURY NOTE 4.875%	16,720.	17,365.
15000 US TREASURY NOTE 4.125%	16,284.	16,133.
15000 US TREASURY NOTE 3.125%	14,838.	15,315.
30000 US TREASURY NOTE .875%	29,955.	30,165.
TOTALS	163,498.	166,696.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
170 APOLLO GROUP INC CL A	10,160.	7,220.
240 WALT DISNEY CO	7,450.	7,560.
360 HOME DEPOT INC	9,939.	10,105.
340 YUM BRANDS INC	11,708.	13,274.
190 CLOROX CO	10,498.	11,810.
120 COLGATE PALMOLIVE CO	7,487.	9,451.
190 DIAGEO PLC ADR	14,002.	11,921.
170 PEPSICO INCORPORATED	10,642.	10,362.
160 PROCTOR & GAMBLE CO	8,892.	9,597.
140 APACHE CORPORATION	10,615.	11,787.
150 CHEVRON CORPORATION	11,499.	10,179.
150 CIMAREX ENERGY CO	6,265.	10,737.
210 EXXON MOBIL CORP	15,430.	11,985.
260 ULTRA PETROLEUM CORP	12,957.	11,505.
140 ACE LTD	6,258.	7,207.
340 AMERICAN EXPRESS CO	13,686.	13,498.
320 GALLAHER ARTHUR J & CO	8,390.	7,802.
320 JP MORGAN CHASE & CO	15,778.	11,715.
170 STATE STREET CORP	6,937.	5,749.
520 US BANCORP DEL NEW	12,651.	11,622.
430 WELLS FARGO & CO NEW	6,767.	11,008.
220 ABBOTT LABS CO	10,486.	10,292.
210 JOHNSON & JOHNSON CO	11,987.	12,403.
140 QUEST DIAGNOSTICS INC COM	6,924.	6,968.
230 STRYKER CORP	10,771.	11,514.
210 THERMO FISHER SCIENTIFIC I	10,913.	10,301.
150 ZIMMER HLDGS INC	13,297.	8,108.
240 EMERSON ELECTRIC CO	10,740.	10,486.
250 EXPEDITORS INTL WASH INC	8,628.	8,628.

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
260 ILLINOIS TOOL WKS INC	12,313.	10,733.
180 3M CO	13,944.	14,218.
180 UNITED TECHNOLOGIES	12,402.	11,684.
600 CISCO SYSTEMS INC	14,300.	12,786.
230 COGNIZANT TECHNOLOGY SOLUT	4,392.	11,514.
790 EMC CORPORATION/ MASS	11,629.	14,457.
220 HEWLETT PACKARD CO	8,556.	9,522.
410 LINEAR TECHNOLOGY	11,863.	11,402.
520 MICROSOFT CORPORATION	14,934.	11,965.
390 PAYCHEX INC	10,715.	10,128.
410 TEXAS INSTRUMENTS	11,803.	9,545.
210 ECOLAB INC	10,174.	9,431.
70 MONSANTO CO NEW	4,562.	3,235.
100 SIGMA-ALDRICH CORP COMMON	4,180.	4,983.
320 AT&T INC	10,185.	7,741.
220 VERIZON COMMUNICATIONS	7,038.	6,164.
200 EXELON CORP	9,637.	7,594.
200 SOUTHERN CO	7,107.	6,656.
959.859 BARON GROWTH FUND #587	38,970.	39,354.
842.009 FIDELITY ADVISOR EMERG	17,480.	16,242.
710 ISHARES COHEN & STEERS RLT	36,630.	38,986.
4547.115 MFS RESEARCH INTERNAT	64,842.	56,975.
1837.282 T ROWE PRICE GROWTH S	52,987.	46,502.
1037.411 T ROWE PRICE NEW ERA	44,273.	38,913.
4831.928 VANGUARD MID-CAP INDE	79,003.	77,359.
TOTALS	815,676.	782,883.

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
15000 BANK OF AMER CORP 3.125%	15,727.	15,665.
15000 BANK OF AMERICA 5.75%	15,479.	15,556.
10000 CONOCOPHILLIPS 4.750%	10,883.	10,998.
10000 CREDIT SUISSE FB 6.500%	10,997.	10,716.
10000 GE COMPANY 5.00%	10,698.	10,724.
15000 GENERAL ELEC CAP 3.00%	15,610.	15,495.
10000 JP MORGAN CHASE & CO 6.0	10,813.	11,042.
15000 JP MORGAN CHASE & CO 3.1	15,665.	15,518.
10000 ONTARIO PROVINCE 2.950%	10,168.	10,252.
10000 PEPSICO INC 3.100%	10,326.	10,412.
10000 SBC COMMUNICATIONS 5.10%	10,859.	11,093.
10000 WAL-MART STORES 4.55%	10,760.	10,877.
10000 WELLS FARGO & CO 5.625%	10,646.	10,932.
120 ISHARES TR US TIPS BD FD	12,751.	12,829.
4636.448 PIMCO HIGH YLD FUND I	40,569.	41,033.
2618.608 VANGUARD GNMA FUND 36	28,281.	28,805.
TOTALS	240,232.	241,947.

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

DESCRIPTION		AMOUNT
ROUNDING		11.
	TOTAL	11.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

NH

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

OFFICER NAME:
TD Bank, N.A.
ADDRESS:
PO Box 477
Concord, NH 03302-0477
TITLE:
Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 13,842.

TOTAL COMPENSATION: 13,842.

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

EMPLOYEE NAME:
None

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

NAME:
None

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	1,237,728.	25,464.	
FEBRUARY	1,264,592.	22,207.	
MARCH	1,310,138.	19,453.	
APRIL	1,331,367.	16,876.	
MAY	1,268,535.	-985.	
JUNE	1,191,522.	36,547.	
JULY	1,204,766.	9,989.	
AUGUST	1,226,990.	5,806.	
SEPTEMBER	1,224,881.	28,072.	
OCTOBER	1,217,773.	25,898.	
NOVEMBER	1,256,779.	36,019.	
DECEMBER	1,270,780.	30,753.	
TOTAL	15,005,851.	256,099.	
AVERAGE FMV	1,250,488.	21,342.	

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

RECIPIENT NAME:
CATHOLIC FOREIGN MISSION
SOCIETY OF AMERICA, INC.
ADDRESS:
PO BOX 306
MARYKNOLL, NY 10545-0306
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAILY OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 29,386.

RECIPIENT NAME:
OUR LADY OF VICTORY HOMES OF CHARITY
ATTN: MSGR. PAUL BURKARD
ADDRESS:
780 RIDGE ROAD
LACKAWANNA, NY 14218
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DAILY OPERATIONS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID .... 29,386.

TOTAL GRANTS PAID: 58,772.

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
10000. AT&T INC 5.8%					
02/15/2019 DTD 02/03/2009	12/03/2009	03/11/2010	10,654.00	10,828.00	-174.00
130. ABERCROMBIE & FITCH	03/25/2009	12/01/2009	5,208.00	3,239.00	1,969.00
200. ABERCROMBIE & FITCH	03/24/2009	01/11/2010	6,528.00	4,818.00	1,710.00
290. AUTODESK INC	01/08/2009	12/01/2009	6,966.00	5,393.00	1,573.00
10000. BP CAPITAL MARKETS					
5.250% 11/07/2013 DTD 11/07/08	12/09/2009	04/08/2010	11,008.00	11,094.00	-86.00
104.451 BARON ASSET FD	12/15/2009	06/02/2010	4,518.00	4,241.00	277.00
80. BHP BILLITON LTD	05/01/2009	12/01/2009	6,202.00	3,907.00	2,295.00
15000. CATERPILLAR FIN SE					
6.125% 02/17/2014 DTD 02/12/09	12/02/2009	04/08/2010	16,848.00	17,010.00	-162.00
15000. CISCO SYSTEMS INC					
5.25% 02/22/2011 DTD 02/22/06	12/10/2009	03/11/2010	15,661.00	15,812.00	-151.00
50. CLOROX CO	07/07/2009	12/01/2009	3,037.00	2,823.00	214.00
60. COGNIZANT TECHNLGY	06/23/2009	12/01/2009	2,716.00	1,493.00	1,223.00
60. COGNIZANT TECHNLGY	06/23/2009	02/18/2010	2,835.00	1,493.00	1,342.00
10. EMERSON ELECTRIC CO	02/18/2010	06/01/2010	459.00	475.00	-16.00
90. EXELON CORP COM	07/07/2009	12/01/2009	4,407.00	4,319.00	88.00
30000. FED FARM CREDIT BK					
3.875% 08/25/2011 DTD 06/25/08	12/17/2009	03/11/2010	31,347.00	31,557.00	-210.00
5000. FED HOME LN MTG					
4.75% 11/17/2015 DTD 10/21/2005	11/20/2009	12/01/2009	5,569.00	5,515.00	54.00
1109.175 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	12/15/2009	05/12/2010	23,104.00	23,026.00	78.00
19.508 FIDELITY ADVISOR					
EMERGING MARKET CLASS I FUND #1290	12/15/2009	06/02/2010	385.00	405.00	-20.00
130. HEWLETT PACKARD	01/08/2009	12/01/2009	6,451.00	4,848.00	1,603.00
130. ISHARES COHEN &	12/15/2009	06/01/2010	7,514.00	6,707.00	807.00
10. JOHNSON & JOHNSON	03/16/2010	06/01/2010	591.00	645.00	-54.00
1268.92 MFS RESEARCH					
INTERNATIONAL FUND I FUND #899	12/15/2009	05/12/2010	17,245.00	18,095.00	-850.00
76.952 MFS RESEARCH					
Totals INTERNATIONAL FUND I FUND #899					

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	12/15/2009	06/02/2010	985.00	1,097.00	-112.00
10000. ONTARIO PROV CDA					
4.5% 2/03/2015 DTD 2/03/2005	12/09/2009	06/01/2010	10,799.00	10,839.00	-40.00
15000. PEPSICO INC 3.750%					
03/01/2014 DTD 03/02/09	12/08/2009	06/01/2010	15,704.00	15,811.00	-107.00
54.54 T ROWE PRICE GROWTH	05/12/2010	06/02/2010	1,484.00	1,573.00	-89.00
100. RESEARCH IN MOTION	03/06/2009	11/02/2009	5,457.00	3,602.00	1,855.00
30. SEMPRA ENERGY COMMON	07/22/2008	07/07/2009	1,446.00	1,644.00	-198.00
40. STATE STREET CORP COM	01/08/2009	12/01/2009	1,698.00	1,702.00	-4.00
160. STRYKER CORP COM	11/02/2009	12/01/2009	8,122.00	7,493.00	629.00
10. ULTRA PETROLEUM CORP	12/16/2009	06/01/2010	455.00	508.00	-53.00
250. WELLS FARGO & COMPANY	08/26/2009	12/01/2009	6,998.00	6,260.00	738.00
10. WELLS FARGO & COMPANY	03/16/2010	06/01/2010	286.00	302.00	-16.00
9000. WELLS FARGO & CO					
5.125% 09/15/2016 DTD 09/07/2004	11/20/2009	06/10/2010	9,300.00	9,241.00	59.00
6000. WELLS FARGO & CO					
5.125% 09/15/2016 DTD 09/07/2004	11/20/2009	06/10/2010	6,222.00	6,161.00	61.00
6000. WYETH 5.500%					
02/01/2014 DTD 12/16/03	04/08/2010	04/20/2010	6,642.00	6,618.00	24.00
70. ACE LTD	07/07/2009	12/01/2009	3,485.00	3,006.00	479.00
10. ACE LTD	03/16/2010	06/01/2010	487.00	511.00	-24.00
40. TRANSOCEAN LTD ZUG	06/23/2009	05/14/2010	2,634.00	2,918.00	-284.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			271,457.00	257,029.00	14,428.00
Totals			271,457.00	257,029.00	14,428.00

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
190. AT&T INC	07/24/2008	12/01/2009	5,149.00	6,048.00	-899.00
230. AMERICAN EXPRESS CO	04/16/2007	12/01/2009	9,517.00	13,513.00	-3,996.00
10. AMERICAN EXPRESS CO	04/16/2007	06/01/2010	396.00	588.00	-192.00
260. AMGEN INC	04/16/2007	11/02/2009	13,650.00	15,629.00	-1,979.00
80. APACHE CORP COM	04/16/2007	12/01/2009	7,821.00	5,969.00	1,852.00
10. AUTODESK INC	12/22/2008	06/01/2010	288.00	181.00	107.00
430. AUTODESK INC	12/22/2008	06/24/2010	11,437.00	6,905.00	4,532.00
50000. BEAR STEARNS CO					
4.500% 10/28/2010 DTD 10/28/03	12/10/2003	12/01/2009	51,452.00	50,000.00	1,452.00
120. BHP BILLITON LTD	03/25/2009	05/05/2010	8,264.00	5,538.00	2,726.00
50000. CATERPILLAR FIN CRP					
5.05% 12/1/2010 DTD 11/30/2005	04/17/2007	12/01/2009	52,133.00	49,996.00	2,137.00
100. CHEVRONTEXACO CORP	04/16/2007	12/01/2009	7,900.00	7,751.00	149.00
10. CHEVRONTEXACO CORP	04/16/2007	01/11/2010	807.00	775.00	32.00
10. CHEVRONTEXACO CORP	04/16/2007	06/01/2010	730.00	775.00	-45.00
130. CIMAREX ENERGY CO	02/15/2008	12/01/2009	6,240.00	5,459.00	781.00
10. CIMAREX ENERGY CO	11/09/2007	06/01/2010	746.00	418.00	328.00
60. CIMAREX ENERGY CO	11/09/2007	06/24/2010	4,349.00	2,506.00	1,843.00
410. CISCO SYSTEMS INC	10/04/2007	12/01/2009	9,779.00	13,247.00	-3,468.00
10. CISCO SYSTEMS INC	10/04/2007	06/01/2010	231.00	323.00	-92.00
70. CLOROX CO	05/12/2008	12/01/2009	4,252.00	3,904.00	348.00
170. COGNIZANT TECHNLGY	02/15/2008	08/26/2009	5,936.00	5,543.00	393.00
160. COGNIZANT TECHNLGY	02/15/2008	12/01/2009	7,243.00	5,217.00	2,026.00
50. COGNIZANT TECHNLGY	01/08/2009	02/18/2010	2,363.00	1,030.00	1,333.00
70. COLGATE PALMOLIVE	11/26/2008	12/01/2009	6,001.00	4,420.00	1,581.00
25000. CONOCO FUNDING CO					
6.35% 10/15/2011 DTD 10/11/2001	04/17/2007	12/01/2009	27,428.00	26,213.00	1,215.00
130. DIAGEO PLC ADR	04/16/2007	12/01/2009	8,978.00	10,735.00	-1,757.00
10. DIAGEO PLC ADR	04/16/2007	06/01/2010	622.00	826.00	-204.00
170. WALT DISNEY CO	03/11/2008	12/01/2009	5,215.00	5,277.00	-62.00
680. E M C CORP MASS	04/16/2007	12/01/2009	11,519.00	10,010.00	1,509.00
20. E M C CORP MASS	04/16/2007	06/01/2010	372.00	294.00	78.00
Totals					

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
160. EXPEDITORS INTL WASH	09/08/2008	12/01/2009	5,152.00	5,522.00	-370.00
10. EXPEDITORS INTL WASH	09/08/2008	06/01/2010	377.00	345.00	32.00
100. EXXON MOBIL CORP	04/16/2007	12/01/2009	7,596.00	7,786.00	-190.00
20. EXXON MOBIL CORP	04/16/2007	01/11/2010	1,403.00	1,557.00	-154.00
140. FASTENAL CO COM	06/22/2007	12/01/2009	5,201.00	5,904.00	-703.00
190. FASTENAL CO COM	04/16/2007	01/11/2010	8,711.00	7,678.00	1,033.00
50000. FEDERAL HME LN BK					
4% 11/13/2009 DTD 11/12/2002	01/22/2003	11/13/2009	50,000.00	50,371.00	-371.00
25000. FED HOME LN MTG					
3.250% 02/25/2011 DTD 01/14/08	02/21/2008	12/18/2009	25,807.00	25,198.00	609.00
665.779 FIDELITY ADVISOR					
DIVERSIFIED INTERNATIONAL CLASS I FUND	02/24/2006	12/01/2009	10,293.00	15,000.00	-4,707.00
210. GALLAGHER ARTHUR J &	04/16/2007	12/01/2009	4,719.00	6,119.00	-1,400.00
10. GALLAGHER ARTHUR J &	04/16/2007	06/01/2010	245.00	291.00	-46.00
40000. GOLDMAN SACHS					
5.700% 09/01/2012 DTD 08/27/02	10/13/2004	12/01/2009	43,500.00	42,630.00	870.00
230. HOME DEPOT INC	04/04/2008	12/01/2009	6,435.00	6,675.00	-240.00
10. HOME DEPOT INC	04/04/2008	06/01/2010	337.00	290.00	47.00
150. ILLINOIS TOOL WKS INC	02/08/2008	12/01/2009	7,296.00	8,020.00	-724.00
10. ILLINOIS TOOL WKS INC	02/08/2008	06/01/2010	455.00	484.00	-29.00
230. J P MORGAN CHASE & CO	04/16/2007	12/01/2009	9,665.00	11,548.00	-1,883.00
10. J P MORGAN CHASE & CO	04/16/2007	06/01/2010	389.00	502.00	-113.00
40000. JP MORGAN CHASE					
5.750% 01/02/2013 DTD 11/25/02	10/13/2004	12/01/2009	43,200.00	42,857.00	343.00
120. JOHNSON & JOHNSON	10/13/2004	12/01/2009	7,622.00	6,806.00	816.00
130. MEDTRONIC INC	04/16/2007	12/01/2009	5,537.00	6,725.00	-1,188.00
190. MEDTRONIC INC	04/16/2007	03/16/2010	8,550.00	9,829.00	-1,279.00
380. MICROSOFT CORP	10/04/2007	12/01/2009	11,373.00	11,104.00	269.00
10. MICROSOFT CORP	04/16/2007	06/01/2010	261.00	287.00	-26.00
50. MONSANTO CO NEW	09/22/2008	12/01/2009	4,125.00	3,775.00	350.00
10. MONSANTO CO NEW	08/03/2007	06/01/2010	492.00	652.00	-160.00
130. NOVARTIS A G	04/16/2007	12/01/2009	7,292.00	7,388.00	-96.00
240. NOVARTIS A G	04/16/2007	05/27/2010	10,767.00	13,639.00	-2,872.00
210. PAYCHEX INC COM	06/20/2008	12/01/2009	6,638.00	6,833.00	-195.00
10. PAYCHEX INC COM	06/20/2008	06/01/2010	283.00	325.00	-42.00
Totals					

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
120. PEPSICO	04/16/2007	12/01/2009	7,657.00	7,751.00	-94.00
280. PETSMART INC COM	06/22/2007	12/01/2009	7,328.00	8,884.00	-1,556.00
190. PETSMART INC COM	06/22/2007	01/11/2010	5,084.00	6,028.00	-944.00
190. PETSMART INC COM	06/22/2007	01/12/2010	5,026.00	6,028.00	-1,002.00
110. PROCTER & GAMBLE CO	02/08/2008	12/01/2009	6,926.00	6,509.00	417.00
100. QUEST DIAGNOSTICS INC	05/12/2008	12/01/2009	5,872.00	4,989.00	883.00
10. QUEST DIAGNOSTICS INC	01/25/2008	06/01/2010	520.00	495.00	25.00
25000. SBC COMMUNICATIONS					
4.125% 09/15/2009 DTD 11/03/2004	04/17/2007	09/15/2009	24,410.00	24,410.00	
200. SEMPRA ENERGY COMMON	10/13/2004	07/07/2009	9,641.00	7,168.00	2,473.00
60. SIGMA ALDRICH CORP	04/16/2007	12/01/2009	3,220.00	2,508.00	712.00
130. SOUTHERN CO	04/16/2007	12/01/2009	4,208.00	4,879.00	-671.00
10. SOUTHERN CO	04/16/2007	06/01/2010	324.00	375.00	-51.00
70. STATE STREET CORP COM	11/10/2008	12/01/2009	2,971.00	2,856.00	115.00
280. TEXAS INSTRUMENTS	09/06/2007	12/01/2009	7,269.00	10,014.00	-2,745.00
10. TEXAS INSTRUMENTS	09/06/2007	06/01/2010	245.00	358.00	-113.00
80. THERMO ELECTRON CORP	07/22/2008	12/01/2009	3,818.00	4,722.00	-904.00
110. 3M CO	02/08/2008	12/01/2009	8,651.00	9,018.00	-367.00
350. US BANCORP DEL NEW	04/14/2008	12/01/2009	8,495.00	11,404.00	-2,909.00
10. US BANCORP DEL NEW	04/14/2008	06/01/2010	235.00	323.00	-88.00
120. UNITED TECHNOLOGIES	06/22/2007	12/01/2009	8,169.00	8,435.00	-266.00
25000. UNITED TECH CORP					
6.10% 5/15/2012 DTD 4/29/2002	04/17/2007	12/01/2009	27,750.00	26,098.00	1,652.00
521.241 VANGUARD MID-CAP	04/12/2006	06/02/2010	8,924.00	9,789.00	-865.00
140. VERIZON COMMUNICATION	09/22/2008	12/01/2009	4,514.00	4,479.00	35.00
50000. VERIZON PENNSYLV					
5.650% 11/15/2011 DTD 11/13/01	12/12/2003	12/01/2009	53,344.00	52,634.00	710.00
490. WALGREEN CO	03/31/2008	07/07/2009	14,258.00	21,718.00	-7,460.00
140. XTO ENERGY INC	04/16/2007	12/01/2009	6,019.00	6,325.00	-306.00
217. XTO ENERGY INC	04/16/2007	12/16/2009	10,282.00	9,803.00	479.00
220. YUM BRANDS INC	07/19/2007	12/01/2009	7,764.00	7,576.00	188.00
110. ZIMMER HLDGS INC	04/16/2007	12/01/2009	6,456.00	9,751.00	-3,295.00
10. ZIMMER HLDGS INC	04/16/2007	06/01/2010	546.00	886.00	-340.00
70. TRANSOCEAN LTD ZUG	11/10/2008	12/01/2009	6,093.00	5,382.00	711.00
70. TRANSOCEAN LTD ZUG	11/10/2008	05/14/2010	4,610.00	5,382.00	-772.00
Totals					

LILLIAN PRENDERGAST IRREVOCABLE CHARITABLE 02-6119238

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			835,168.00	852,207.00	-17,039.00
Totals			835,168.00	852,207.00	-17,039.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

FREDDIE MAC	28.00	
FOREST LABS INC	152.00	
JANUS OVERSEAS FUND	18.00	
SCUDDER INT'L FUND INC	52.00	
VANGUARD GNMA FUND #36	79.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		329.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		329.00