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

2009

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

For calendar year 2009, or tax year beginning JUL 1, 2009 , and ending JUN 30, 2010				
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change				
Use the IRS label Otherwise, print or type See Specific Instructions.		Name of foundation THE MACAULEY FOUNDATION, INC. Number and street (or P O box number if mail is not delivered to street address) 131 HAZEL PLAIN RD Room/suite City or town, state, and ZIP code WOODBURY, CT 06798	A Employer identification number 06-1439255 B Telephone number 203-263-3816	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,951,301. (Part I, column (d) must be on cash basis)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books 413,750. 73,034. 2,408,397. 2,507,267. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans—employee benefits 16a Legal fees b Accounting fees c Other professionals 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements Add lines 24 and 25 27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	(b) Net investment income N/A 73,034. 2,408,397. 2,895,181. 2,481,431. 0. 0. 52,260. 0. 1,950. 0. 11,779. 7,346. 189. 0. 19,553. 13,504. 85,731. 20,850. 724,750. 810,481. 20,850. 2,084,700. 2,460,581. N/A	(c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)
RECEIVED IRS-OSC NOV 22 2010 OPENED		STMT 2 STMT 3 STMT 4		

SCANNED NOV 30 2010
Operating and Administrative Expenses

P

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
			(a) Book Value	(b) Book Value
			(c) Fair Market Value	
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments		184,963.	72,119.
3	Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons			
7	Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock	STMT 6	599,625.	1,896,439.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
12	Investments - mortgage loans			
13	Investments - other			
14	Land, buildings, and equipment: basis ►	3,483.		
	Less accumulated depreciation	STMT 7 ►	3,198.	474.
15	Other assets (describe ►)			285.
16	Total assets (to be completed by all filers)		785,062.	1,968,843.
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	Foundations that follow SFAS 117, check here ►	<input checked="" type="checkbox"/>		
	and complete lines 24 through 26 and lines 30 and 31			
24	Unrestricted		785,062.	1,968,843.
25	Temporarily restricted			
26	Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ►	<input type="checkbox"/>		
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
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		785,062.	1,968,843.
31	Total liabilities and net assets/fund balances		785,062.	1,968,843.

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	785,062.
2	Enter amount from Part I, line 27a	2	2,084,700.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2,869,762.
5	Decreases not included in line 2 (itemize) ►	5	900,919.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,968,843.

Form 990-PF (2009)

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 VARIOUS STOCKS - SCHEDULE			P	VARIOUS	VARIOUS
b VARIOUS OPTIONS - SCHEDULE			P	VARIOUS	VARIOUS
c 47,000 SH GREIF BROS STOCK			D	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS					
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 90,850.		85,223.			5,627.
b 17,707.		1,192.			16,515.
c 2,397,970.		12,455.			2,385,515.
d 740.					740.
e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					5,627.
b					16,515.
c					2,385,515.
d					740.
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		2,408,397.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3		N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	670,639.	2,122,069.	.316031
2007	1,056,571.	3,327,254.	.317550
2006	293,000.	2,643,155.	.110852
2005	739,883.	2,175,535.	.340092
2004	1,351,456.	2,807,069.	.481447

2 Total of line 1, column (d)	2	1.565972
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	.313194
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,949,063.
5 Multiply line 4 by line 3	5	610,435.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,606.
7 Add lines 5 and 6	7	635,041.
8 Enter qualifying distributions from Part XII, line 4	8	724,750.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	24,606.
Date of ruling or determination letter:				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2	2	0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	24,606.	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6	Credits/Payments:	5	24,606.	
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	8,160.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	8,160.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	16,446.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	11		
			Refunded ►	

Part VII-A Statements Regarding Activities

	Yes	No
1a	<input checked="" type="checkbox"/>	
1b	<input checked="" type="checkbox"/>	
1c	<input checked="" type="checkbox"/>	
2	<input checked="" type="checkbox"/>	
3	<input checked="" type="checkbox"/>	
4a	<input checked="" type="checkbox"/>	
4b	<input checked="" type="checkbox"/>	
5	<input checked="" type="checkbox"/>	
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►	
	CT	
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	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	
	N/A	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>THEMACAULEYFOUNDATION.COM</u>		
14	The books are in care of ► <u>THE MACAULEY FOUNDATION</u>	Telephone no. ► <u>203-263-3816</u>
	Located at ► <u>131 HAZEL PLAIN ROAD, WOODBURY, CT</u>	ZIP+4 ► <u>06798</u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15 N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	►
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	X No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	X No
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	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))?

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

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

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

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

Yes No

Yes No

Yes No

Yes No

Yes No

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

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

Yes No

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

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

Yes No

6b

X

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

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

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?

Yes No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED	0.00	0.	0.	0.

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

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

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

►

0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ► **0**
Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

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

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3 ► **0.**

Form 990-PF (2009)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	1,497,537.
b Average of monthly cash balances	1b	481,207.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	1,978,744.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,978,744.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,681.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,949,063.
6 Minimum investment return Enter 5% of line 5	6	97,453.

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

1 Minimum investment return from Part X, line 6	1	97,453.
2a Tax on investment income for 2009 from Part VI, line 5	2a	24,606.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	24,606.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	72,847.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	72,847.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	72,847.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	724,750.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	724,750.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	24,606.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	700,144.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				72,847.
2 Undistributed income, if any, as of the end of 2008			0.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	1,237,991.			
b From 2005	647,400.			
c From 2006	167,160.			
d From 2007	908,066.			
e From 2008	572,682.			
f Total of lines 3a through e	3,533,299.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 724,750.			0.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount			72,847.	
e Remaining amount distributed out of corpus	651,903.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	4,185,202.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	1,237,991.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,947,211.			
10 Analysis of line 9:				
a Excess from 2005	647,400.			
b Excess from 2006	167,160.			
c Excess from 2007	908,066.			
d Excess from 2008	572,682.			
e Excess from 2009	651,903.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE ATTACHED				724,750.
Total			► 3a	724,750.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	73,034.	
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	2,408,397.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		2,481,431.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13		2,481,431.

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

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).
THE INVESTMENT INCOME AND SALES OF SECURITIES PROVIDE FUNDS WHICH ARE DISBURSED TO CHARITABLE ORGANIZATIONS.	

923621
02-02-10

Form 990-PF (2009)

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

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
- (2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

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

Yes No

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self- employed	Preparer's identifying number
	FIECH, PIACENTE & STANO, CPA'S, LLP 199 MAIN STREET WHITE PLAINS, NY 10601		EIN	Phone no. 914-949-3900

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2009

Name of the organization

THE MACAULEY FOUNDATION, INC.

Employer identification number

06-1439255

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ► \$ _____

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

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

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

Name of organization

THE MACAULEY FOUNDATION, INC.

Employer identification number

06-1439255**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>ROBERT C. MACAULEY</u> <u>12227 NORTH CIRCLE</u> <u>NORTH PALM BEACH, FL 33408</u>	\$ <u>100,000.</u>	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
2	<u>ROBERT C. MACAULEY</u> <u>12227 NORTH CIRCLE</u> <u>NORTH PALM BEACH, FL 33408</u>	\$ <u>258,150.</u>	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
3	<u>ROBERT C. MACAULEY</u> <u>12227 NORTH CIRCLE</u> <u>NORTH PALM BEACH, FL 33408</u>	\$ <u>55,600.</u>	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

Employer identification number

THE MACAULEY FOUNDATION, INC.

06-1439255

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	5,000 SH. GREIF CO. COMMON STOCK	\$ 258,150.	11/30/09
3	1,000 SH. GREIF CO. COMMON STOCK	\$ 55,600.	04/23/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP GLOBAL MARKETS	29,428.	740.	28,688.
GREIF BROS	44,346.	0.	44,346.
TOTAL TO FM 990-PF, PART I, LN 4	73,774.	740.	73,034.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIECH, PIACENTE & STANO CPA'S LLP - PREPARATION OF 990PF	1,950.	0.	0.	
TO FORM 990-PF, PG 1, LN 16B	1,950.	0.	0.	

FORM 990-PF

TAXES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAXES	7,346.	7,346.	0.	
PAYROLL TAXES	4,433.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	11,779.	7,346.	0.	

FORM 990-PF

OTHER EXPENSES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXP	4,402.	0.		0.
ASSET MANAGEMENT FEES	13,504.	13,504.		0.
FILING FEES	398.	0.		0.
BANK CHARGES	200.	0.		0.
WORKERS COMPENSATION				
INSURANCE	341.	0.		0.
PAYROLL SERVICE FEES	708.	0.		0.
TO FORM 990-PF, PG 1, LN 23	19,553.	13,504.		0.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 5

DESCRIPTION	AMOUNT
TAX BASIS ADJUSTMENT TO CARRYING VALUE OF INVESTMENTS SOLD	900,919.
TOTAL TO FORM 990-PF, PART III, LINE 5	900,919.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GREIF BROTHERS CORP CLASS B COMMON STOCK STOCKS, MUTUAL FUNDS, ETC	0. 1,896,439.	0. 1,878,897.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,896,439.	1,878,897.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,841.	1,841.	0.
COMPUTER	1,642.	1,357.	285.
TOTAL TO FM 990-PF, PART II, LN 14	3,483.	3,198.	285.

**THE MACAULEY FOUNDATION
CONTRIBUTIONS, GIFTS AND GRANTS PAID
FYE JUNE 30, 2010**

The Macauley Foundation						
CONTRIBUTIONS, GIFTS AND GRANTS PAID						
FISCAL YEAR ENDED JUNE 30, 2010						
EIN: 06-1439255						
Aiding Romania's Children			\$ 5,000			
212 W Lancaster						
Paoli, PA 19301						
AmeriCares Free Clinics			200,000			
88 Hamilton Avenue						
Stamford, Connecticut 06902						
AmeriCares			70,000			
88 Hamilton Avenue						
Stamford, Connecticut 06902						
BPCRF (Breast and Prostate Cancer Research Foundation)			2,500			
1735 York Avenue						
New York, New York 10128						
Bridgeport Rescue Mission			7,000			
1088 Fairfield Avenue						
P O Box 9057						
Bridgeport, Connecticut 06601-9057						
Builders Beyond Borders			5,000			
8 Willard Road						
Norwalk, Connecticut 06851						
Children of the Light			24,000			
3615 62nd Street E						
Bradenton, Florida 34208						
The Denan Project			31,000			
P O Box 543						
Woodbury, Connecticut 06798						
Education and Hope			7,500			
P O Box 486						
Norwalk, Connecticut 06856						
Fraternite Notre Dame			24,000			
Triborough Station						
P O Box 1713						
New York, New York 10035						
Friends of Children			70,000			
88 Hamilton Avenue						
Stamford, Connecticut 06902						
Glasswing International			5,000			
25 Orchard Street						
Amherst, Massachusetts 01002						
Good Counsel Homes			7,500			
P O Box 6068						
Hoboken, New Jersey 07030						

THE MACAULEY FOUNDATION
CONTRIBUTIONS, GIFTS AND GRANTS PAID
FYE JUNE 30, 2010

The Grace Children's Foundation				25,000			
697 West End Avenue, Suite 14E							
New York, New York 10025							
Haitian Health Foundation				24,250			
97 Sherman Street							
Norwich, Connecticut 06360							
Hope for Haiti				5,000			
1021 5th Avenue North							
Naples, FL 34102							
Indian Mobile Mission				8,500			
P O Box 838							
Snowflake, Arizona 85937							
The Kellermann Foundation				30,000			
P O Box 1901							
Penn Valley, California 95946							
Little Brtches Therapeutic Riding				10,000			
P O Box 120							
Woodbury, Connecticut							
Lost Tree Charitable Foundation				5,000			
11555 Lost Street Way							
North Palm Beach, Florida 33408							
Mayo Foundation				50,000			
13400 East Shea Boulevard							
Scottsdale, Arizona 85259							
Lynchburg College				2,000			
1501 Lakeside Drive							
Lynchburg VA 24501							
Meds & Food For Kids				10,000			
4488 Forest Park Avenue							
St Louis, Missouri 63108							
Senior Gleaners				15,000			
1951 Bell Avenue							
Sacramento, California 95838-3039							
SHARE				50,000			
591 Mountain Road							
New City, New York 10956							
Star of the Sea				15,000			
P O Box 313230							
Jamaica, New York 11431							
Waveny Care Center				4,500			
3 Farm Road							
New Canaan, Connecticut 06840							
Waterbury Youth Services				12,000			
95 North Main Street, #2							
Waterbury, Connecticut 06702							
TOTAL				\$ 724,750			
							X

THE MACAULEY FOUNDATION, INC
EIN 06-1439255
FORM 990 PF

LIST OF OFFICERS, DIRECTORS AND KEY EMPLOYEES

<u>NAME, ADDRESS, TITLE</u>	<u>COMPENSATION</u>
ROBERT C MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 PRESIDENT AND DIRECTOR	0
ALMA JANE MACAULEY 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 EXECUTIVE V P. AND DIRECTOR	0
MELINDA RICE MACAULEY 760 GUERRERO STREET SAN FRANCISCO, CA 94110 DIRECTOR	0
ROBERT C. MACAULEY JR , M D 12227 NORTH CIRCLE NORTH PALM BEACH, FL 33408 DIRECTOR	0
ANNE MARIE WEIRETHER 2400 UPPER COLD RIVER RD CUTTINGSVILLE, VT 05738 SECRETARY	0

MACAULEY FOUNDATION -- CAPITAL GAINS AND LOSSES -- FYE 6/30/10

Date Sold		Pur.Date	Proceeds	Cost	Gain(Loss)
12/18/09	1 CALL AT&T	04/17/10	50		50
12/18/09	1 CALL ALCOA INC	04/17/10	66		66
12/18/09	1 CALL ALTRIA GROUP INC	03/20/10	39	81	(42)
12/18/09	1 CALL ARCH COAL INC	04/17/10	80	100	(20)
12/18/09	1 CALL AUTOMATIC DATA PROCESSING INC	02/20/10	42		42
12/18/09	1 CALL BANK OF AMERICA	02/20/10	33		33
12/18/09	1 CALL BANK OF NEW YORK MELLON CORP	03/20/10	79		79
12/18/09	1 CALL BARRICK GOLD CORP CAD	01/16/10	54		54
12/18/09	1 CALL BAXTER INTL INC	02/20/10	120		120
12/18/09	1 CALL BECTON DICKINSON & CO	03/20/10	105	10	95
12/18/09	1 CALL BHP BILLITON LTD SPONS	02/20/10	170		170
12/18/09	1 CALL BRISTOL MYERS SQUIBB CO	03/20/10	64	2	62
12/18/09	1 CALL CATERPILLAR INC	02/20/10	114		114
12/18/09	1 CALL CHESAPEAKE ENERGY CORP	04/17/10	104		104
12/18/09	1 CALL COCA-COLA CO	02/20/10	56		56
12/18/09	1 CALL CONOCOPHILLIPS	02/20/10	43		43
12/18/09	1 CALL CONSOLIDATED EDISON INC	05/22/10	25		25
12/18/09	1 CALL DEVON ENERGY CORP NEW	04/17/10	170		170
12/18/09	1 CALL DIAGEO PLC SPON ADR-NEW	04/17/10	100		100
12/18/09	1 CALL EXELON CORP	04/17/10	65		65
12/18/09	1 CALL EXXON MOBIL CORP	04/17/10	95		95
12/18/09	1 CALL GENERAL ELECTRIC CO	03/20/10	36	50	(14)
12/18/09	1 CALL GOLDMAN SACHS GROUP INC	01/16/10	145		145
12/18/09	1 CALL HEWLETT PACKARD CO	02/20/10	69		69
12/18/09	1 CALL HOME DEPOT	02/20/10	61		61
12/18/09	1 CALL HONEYWELL INTL INC	03/20/10	70	118	(48)
12/18/09	1 CALL INTL BUSINESS MACHINES CORP	04/17/10	153		153
12/18/09	10 CALL ISHARES S&P GSCI COMMODITY	01/16/10	260		260
12/18/09	8 CALL ISHARES S&P GSCI COMMODITY	04/17/10	864		864
12/18/09	8 CALL ISHARES S&P GSCI COMMODITY	04/17/10	488		488
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	01/16/10	112		112
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	02/20/10	112		112
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	03/20/10	330	12	318
12/18/09	2 CALL ISHARES RUSSELL 2000 INDEX FD	03/31/10	192	202	(10)
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	03/20/10	258	108	150
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	03/20/10	150		150
12/18/09	3 CALL ISHARES DJ US REAL ESTATE INDEX	06/19/10	357		357
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	906		906
12/18/09	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	594		594
12/18/09	1 CALL JPMORGAN CHASE & CO	03/20/10	120	1	119
12/18/09	1 CALL JOHNSON & JOHNSON	04/17/10	41		41
12/18/09	1 CALL ELI LILLY CO	04/17/10	85		85
12/18/09	1 CALL MCDONALDS CORP	03/20/10	116	123	(7)
12/18/09	1 CALL MERCK & CO INC NEW	04/17/10	104		104
12/18/09	1 CALL METLIFE INC	03/20/10	90		90
12/18/09	1 CALL MICROSOFT CORP	04/17/10	55		55
12/18/09	1 CALL MONSANTO CO NEW	04/17/10	214		214
12/18/09	1 CALL NIKE INC CL B	04/17/10	173		173
12/18/09	1 CALL NORFOLK SOUTHERN CORP	03/20/10	163	32	131
12/18/09	1 CALL NUCOR CORP	04/17/10	154		154
12/18/09	1 CALL JC PENNEY CO IN	02/20/10	65		65
12/18/09	1 CALL PHILIP MORRIS INTL INC	03/20/10	28	2	26
12/18/09	1 CALL PROCTER & GAMBLE CO	04/17/10	117		117
12/18/09	1 CALL PRUDENTIAL FINANCIAL INC	03/20/10	89		89
12/18/09	1 CALL QUALCOMM INC	04/17/10	102		102
12/18/09	1 CALL SCHLUMBERGER LTD	02/20/10	110	117	(7)
12/18/09	1 CALL STATE STREET CORP	02/20/10	160		160
12/18/09	1 CALL 3M COMPANY	04/17/10	93		93
12/18/09	1 CALL UNITED PARCEL SERVICE CL B	04/17/10	55		55
12/18/09	1 CALL VALERO ENERGY CORP-NEW	03/20/10	43		43
12/18/09	1 CALL VERIZON COMMUNICATIONS	04/17/10	46		46
12/18/09	1 CALL WAL-MART STORES INC	03/20/10	88	52	36
12/18/09	1 CALL WELLS FARGO & CO NEW	04/17/10	111		111
12/18/09	1 CALL YUM BRANDS INC	04/17/10	85		85
12/18/09	200 SHS RUSSELL 2000	01/15/10	12,600	12,177	423
01/19/10	1 CALL BARRICK GOLD CORP CAD	02/20/10	67		67
01/19/10	1 CALL GOLDMAN SACHS GROUP INC	02/20/10	145		145
01/19/10	1 CALL UNITED TECHNOLOGIES CORP	02/20/10	61		61
01/19/10	1 CALL WELLS FARGO & CO NEW	04/17/10	60		60
01/02/10	5 CALL NOKIA CORP	07/17/10	340		340
02/23/10	1 CALL AUTOMATIC DATA PROCESSING INC	05/22/10	60		60
02/23/10	1 CALL BARRICK GOLD CORP CAD	04/17/10	94		94
02/23/10	1 CALL BAXTER INTL INC	05/22/10	110		110

02/23/10	1 CALL BHP BILLITON LTD SPONS	04/17/10	140		140
02/23/10	1 CALL CATERPILLAR INC	04/17/10	170		170
02/23/10	1 CALL COCA-COLA CO	05/22/10	76		76
02/23/10	1 CALL CONOCOPHILLIPS	05/22/10	72		72
02/23/10	1 CALL GOLDMAN SACHS GROUP INC	04/17/10	270		270
02/23/10	1 CALL HEWLETT PACKARD CO	05/22/10	66		66
02/23/10	1 CALL HOME DEPOT	05/22/10	56	15	41
02/23/10	1 CALL JC PENNEY CO IN	05/22/10	95		95
02/23/10	1 CALL SCHLUMBERGER LTD	04/17/10	127		127
02/19/10	100 SHS STATE STREET CORP	02/19/10	4,400	4,157	243
02/23/10	1 CALL UNITED TECHNOLOGIES CORP	04/17/10	130		130
02/23/10	5 CALL VANGUARD EMERGINE MARKETS	04/17/10	375		375
03/19/10	1 CALL BECTON DICKINSON & CO	09/18/10	160		160
03/19/10	1 CALL BRISTOL MYERS SQUIBB CO	06/19/10	50	88	(38)
03/19/10	1 CALL HONEYWELL INTL INC	06/19/10	106		106
03/19/10	2 CALL ISHARES RUSSELL 2000 INDEX FD	05/22/10	166		166
03/19/10	6 CALL ISHARES TR MSCI EAFE INDEX FD	06/19/10	504		504
03/19/10	2 CALL ISHARES RUSSELL 2000 INDEX FD	06/30/10	186		186
03/19/10	3 CALL ISHARES DJ US REAL ESTATE INDEX	09/18/10	366		366
03/19/10	1 CALL JPMORGAN CHASE & CO	06/19/10	122		122
03/19/10	1 CALL MCDONALDS CORP	03/20/10	123		123
03/19/10	2 CALL NORFOLK SOUTHERN CORP	06/19/10	190		190
03/19/10	1 CALL PHILIP MORRIS INTL INC	09/18/10	144		144
03/19/10	1 CALL WAL-MART STORES INC	09/18/10	74		74
03/18/10	100 SHS GENERAL ELECTRIC CO	03/18/10	1,750	1,571	179
03/19/10	100 SHS BANK NEW YORK MELLON	03/19/10	2,900	2,666	234
03/19/10	100 SHS METLIFE INC	03/19/10	4,000	3,530	470
03/19/10	100 SHS VALERO ENERGY CORP	03/19/10	1,900	1,682	218
03/25/10	1 CALL BANK NEW YORK MELLON	06/19/10	61		61
03/29/10	1 CALL BRISTOL MYERS SQUIBB CO	09/18/10	85		85
04/13/10	100 SHS YUM BRANDS INC	04/13/10	3,700	3,447	253
04/16/10	1 CALL SCHLUMBERGER LTD	05/22/10	98		98
04/16/10	200 SHS CATERPILLAR INC	04/16/10	12,500	11,425	1,075
04/16/10	100 SHS NIKE INC	04/16/10	7,000	6,466	534
04/16/10	100 SHS UNITED PARCEL SERVICE	04/16/10	6,500	5,808	692
04/16/10	100 SHS UNITED TECHNOLOGIES CORP	04/16/10	7,000	6,926	74
04/16/10	500 SHS VANGUARD EMERGING	04/16/10	20,500	19,999	501
04/16/10	100 SHS WELLS FARGO & CO	04/16/10	3,000	2,685	315
04/16/10	100 SHS WELLS FARGO & CO	04/16/10	3,100	2,685	415
04/23/10	1 CALL ARCH COAL INC	07/17/10	100		100
04/23/10	1 CALL BARRICK GOLD CORP CAD	07/17/10	123		123
04/23/10	1 CALL BHP BILLITON LTD SPONS	06/19/10	90		90
04/23/10	1 CALL DIAGEO PLC SPON ADR-NEW	06/19/10	55		55
04/23/10	1 CALL EXXON MOBIL CORP	10/16/10	99		99
04/23/10	1 CALL GOLDMAN SACHS GROUP INC	07/17/10	235		235
04/23/10	1 CALL INTL BUSINESS MACHINES CORP	07/17/10	96		96
04/23/10	1 CALL JOHNSON & JOHNSON	10/16/10	55		55
04/23/10	1 CALL ELI LILLY CO	10/16/10	37		37
04/23/10	1 CALL MERCK & CO INC NEW	10/16/10	66		66
04/23/10	1 CALL MICROSOFT CORP	10/16/10	103		103
04/23/10	2 CALL MONSANTO CO	07/17/10	110		110
04/23/10	2 CALL NUCOR CORP	07/17/10	166		166
04/23/10	1 CALL PROCTER & GAMBLE CO	10/16/10	97		97
04/23/10	1 CALL PRUDENTIAL FINANCIAL INC	06/19/10	115		115
04/23/10	1 CALL 3M COMPANY	07/17/10	161		161
04/23/10	1 CALL VALERO ENERGY CORP-NEW	06/19/10	34		34
05/11/10	3 CALL SPDR GOLD TR	07/17/10	603		603
05/21/10	1 CALL HOME DEPOT	08/21/10	118	80	38
05/26/10	2 CALL AT&T INC	10/16/10	74		74
05/26/10	2 CALL ALTRIA GROUP	09/18/10	58		58
05/26/10	1 CALL AUTOMATIC DATA PROCESSING INC	08/21/10	60		60
05/26/10	2 CALL BANK OF AMERICA CORP	08/21/10	90		90
05/26/10	1 CALL BAXTER INTL INC	08/21/10	70		70
05/26/10	1 CALL COCA-COLA CO	08/21/10	48		48
05/26/10	1 CALL CONOCOPHILLIPS	08/21/10	112		112
05/26/10	1 CALL CONSOLIDATED EDISON INC	08/21/10	45		45
05/26/10	1 CALL DEVON ENERGY CORP NEW	07/17/10	69		69
05/26/10	1 CALL GENERAL ELECTRIC CO	09/18/10	76		76
05/26/10	1 CALL HEWLETT PACKARD CO	08/21/10	63		63
05/26/10	1 CALL JC PENNEY CO IN	08/21/10	93		93
05/26/10	1 CALL SCHLUMBERGER LTD	08/21/10	102		102
			108,557	86,414	22,143
	STOCKS		90,850	85,223	5,627
	OPTIONS		17,707	1,192	16,515
	Total Short Term Gain (loss)		108,557	86,415	22,142

2009 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	C Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	990-PF			Beginning Accumulated Depreciation	Current Year Deduction	Ending Accumulated Depreciation
									Reduction In Basis	Basis For Depreciation	Current Sec 179 Expense			
1 COMPUTER		11/07/03	200DB	5.00	HY17	1,841.			921.	920.		0.	920.	
2 COMPUTER		01/19/07	200DB	5.00	HY17	1,642.				1,642.	1,168.	189.	1,357.	
* TOTAL 990-PF PG 1 DEPR						3,483.			921.	2,562.	2,088.	189.	2,277.	