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990-PF

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

OMB No 1545-0052

Form Department of the Treasury Internal Revenue Service

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

2009

For calendar year 2009, or tax year beginning 07/01, 2009, and ending 06/30, 2010

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

Name of foundation: VILA B WEBBER 1985 CHARITABLE TRUST. Address: SILVER BRIDGE ADVISORS, PO BOX 9350, BOSTON, MA 02114. Employer ID: 22-2824617. Telephone: (617) 526-5800.

H Check type of organization: [X] Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$3,855,412. J Accounting method: [X] Cash.

Table with 4 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total 129,955) and Operating and Administrative Expenses (Total 207,070).

ENVELOPE NOV 15 2010 POSTMARK DATE

SCANNED NOV 24 2010

RECEIVED NOV 24 2010 IRS-OSC

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	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	457,974.	446,758.	446,758.
	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	3,345,814.	3,249,905.	3,408,654.
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
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)	3,803,788.	3,696,663.	3,855,412.	
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 <input type="checkbox"/>				
	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. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,803,788.	3,696,663.	
	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)	3,803,788.	3,696,663.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,803,788.	3,696,663.		

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)	3,803,788.
2	Enter amount from Part I, line 27a	-107,127.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 6	2.
4	Add lines 1, 2, and 3	3,696,663.
5	Decreases not included in line 2 (itemize)	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	3,696,663.

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) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	12,985.	
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	194,396.	3,906,906.	0.04975702001
2007	177,854.	4,737,833.	0.03753910279
2006	211,035.	4,674,336.	0.04514758888
2005	226,383.	4,487,239.	0.05045039945
2004	223,166.	4,176,855.	0.05342919493
2 Total of line 1, column (d)			0.23632330606
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			0.04726466121
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4,058,743.
5 Multiply line 4 by line 3			191,835.
6 Enter 1% of net investment income (1% of Part I, line 27b)			921.
7 Add lines 5 and 6			192,756.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			207,070.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments (6a-6d), total credits, penalty, tax due, overpayment, and amount of line 10 to be credited to 2010 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Questions cover political activities, unrelated business income, liquidation, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 SILVER BRIDGE ADVISORS LLC Telephone no. (617) 526-5800
Located at 60 STATE STREET, BOSTON, MA ZIP + 4 02109
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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? Yes No X
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 X
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? Yes No **6b** X
- If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **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 8		3,000.	-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 9		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 10		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 NOT APPLICABLE	
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	3,662,466.
b	Average of monthly cash balances	1b	458,085.
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	4,120,551.
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	4,120,551.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	61,808.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,058,743.
6	Minimum investment return. Enter 5% of line 5	6	202,937.

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	202,937.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	921.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	921.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	202,016.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	202,016.
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	202,016.

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	207,070.
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	207,070.
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	921.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	206,149.

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				202,016.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,438.	
b Total for prior years 20 07, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2009.				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 207,070.				
a Applied to 2008, but not more than line 2a			1,438.	
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				202,016.
e Remaining amount distributed out of corpus	3,616.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,616.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,616.			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	3,616.			

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)

Table with 5 columns: (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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).

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

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 <i>Paid during the year</i> SEE STATEMENT 14				
Total				▶ 3a 204,000.
b <i>Approved for future payment</i>				
Total				▶ 3b

**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)	
53,556.00		50000. IBM CORP PROPERTY TYPE: SECURITIES 54,384.00		5.700%	9/14		01/27/2009	07/13/2009
							-828.00	
10,256.00		140. COLGATE-PALMOLIVE CO PROPERTY TYPE: SECURITIES 8,257.00					08/08/2006	07/15/2009
							1,999.00	
		. RIO TINTO PLC SPONS ADR PROPERTY TYPE: SECURITIES						07/20/2009
1,368.00							1,368.00	
19,879.00		585. BMC SOFTWARE INC PROPERTY TYPE: SECURITIES 19,141.00					07/29/2008	07/30/2009
							738.00	
18,517.00		680. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 18,503.00					12/02/2008	07/31/2009
							14.00	
1,431.00		40. ACCENTURE PLC CL A PROPERTY TYPE: SECURITIES 1,292.00					01/14/2009	09/15/2009
							139.00	
19,316.00		540. ACCENTURE PLC CL A PROPERTY TYPE: SECURITIES 13,784.00					05/27/2005	09/15/2009
							5,532.00	
2,441.00		40. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 2,256.00					12/02/2008	09/18/2009
							185.00	
8,847.00		145. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 4,936.00					08/07/2006	09/18/2009
							3,911.00	
50,000.00		50000. U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 51,031.00		4.000%	9/30		06/30/2008	09/30/2009
							-1,031.00	
11,841.00		165. 3M CO. PROPERTY TYPE: SECURITIES 8,950.00					01/20/2009	10/02/2009
							2,891.00	

**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)	
11,033.00		205. ACE LIMITED PROPERTY TYPE: SECURITIES 12,408.00				07/03/2007	10/02/2009	
						-1,375.00		
2,268.00		50. AFLAC INC PROPERTY TYPE: SECURITIES 2,096.00				07/21/2004	10/15/2009	
						172.00		
		50. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 3,985.00				06/27/2008	10/15/2009	
3,421.00						-564.00		
3,459.00		150. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 3,224.00				07/29/2008	10/15/2009	
						235.00		
2,409.00		100. CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 2,358.00				06/27/2008	10/15/2009	
						51.00		
3,525.00		45. COLGATE-PALMOLIVE CO PROPERTY TYPE: SECURITIES 2,654.00				08/08/2006	10/15/2009	
						871.00		
2,143.00		45. ENSCO INTERNATIONAL INC PROPERTY TYPE: SECURITIES 3,668.00				06/27/2008	10/15/2009	
						-1,525.00		
4,447.00		75. EATON CORP PROPERTY TYPE: SECURITIES 4,739.00				07/21/2004	10/15/2009	
						-292.00		
2,904.00		40. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 2,989.00				01/14/2009	10/15/2009	
						-85.00		
2,541.00		35. EXXON MOBIL CORPORATION PROPERTY TYPE: SECURITIES 359.00				08/16/1989	10/15/2009	
						2,182.00		
10,039.00		784.929 FORWARD INTL SMALL COMPANY-IN PROPERTY TYPE: SECURITIES 6,860.00				12/02/2008	10/15/2009	
						3,179.00		

**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)	
29,974.00		2613.24 HARBOR INTERNATIONAL GROWTH PROPERTY TYPE: SECURITIES 19,861.00				01/15/2009	10/15/2009	
14,989.00		350.795 HARDING LOEVNER EMERG MKTS PROPERTY TYPE: SECURITIES 8,517.00				12/02/2008	10/15/2009	
		50. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 1,468.00				02/05/1997	10/15/2009	
3,030.00		75. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES 1,954.00				12/02/2008	10/15/2009	
1,978.00		10. MCDONALDS CORP PROPERTY TYPE: SECURITIES 574.00				01/14/2009	10/15/2009	
579.00		45. MCDONALDS CORP PROPERTY TYPE: SECURITIES 2,696.00				07/29/2008	10/15/2009	
2,605.00		40. NIKE INC CL B PROPERTY TYPE: SECURITIES 1,858.00				01/14/2009	10/15/2009	
2,573.00		5. NIKE INC CL B PROPERTY TYPE: SECURITIES 218.00				12/09/2004	10/15/2009	
322.00		60. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 1,755.00				02/05/1997	10/15/2009	
3,416.00		60. TARGET CORPORATION PROPERTY TYPE: SECURITIES 2,862.00				06/27/2008	10/15/2009	
3,013.00		50. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 1,713.00				06/27/2008	10/15/2009	
1,452.00								

**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)	
3,105.00		100. WELLS FARGO & COMPANY - NEW PROPERTY TYPE: SECURITIES 3,079.00				07/21/2004	10/15/2009 26.00	
6,328.00		235. WELLS FARGO & COMPANY - NEW PROPERTY TYPE: SECURITIES 7,236.00				07/21/2004	11/06/2009 -908.00	
18,621.00		695. KRAFT FOODS INC CL A PROPERTY TYPE: SECURITIES 18,109.00				12/02/2008	11/10/2009 512.00	
10,947.00		140. CHEVRONTEXACO CORP. PROPERTY TYPE: SECURITIES 9,152.00				07/29/2008	11/13/2009 1,795.00	
2,579.00		40. EATON CORP PROPERTY TYPE: SECURITIES 2,432.00				01/14/2009	12/11/2009 147.00	
14,504.00		225. EATON CORP PROPERTY TYPE: SECURITIES 13,680.00				07/21/2004	12/11/2009 824.00	
2,722.00		35. CHEVRONTEXACO CORP. PROPERTY TYPE: SECURITIES 2,009.00				02/10/2005	12/15/2009 713.00	
3,102.00		50. MCDONALDS CORP PROPERTY TYPE: SECURITIES 2,870.00				01/14/2009	12/15/2009 232.00	
6,748.00		160. ENSCO INTERNATIONAL INC PROPERTY TYPE: SECURITIES 4,304.00				01/14/2009	12/24/2009 2,444.00	
11,443.00		455. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 9,778.00				07/29/2008	01/06/2010 1,665.00	
2,813.00		40. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 1,998.00				01/14/2009	01/06/2010 815.00	

**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)	
8,439.00		120. UNITED TECHNOLOGIES CORP PROPERTY TYPE: SECURITIES 4,551.00					08/29/2007	01/06/2010
22,646.00		290. BECTON DICKINSON & CO PROPERTY TYPE: SECURITIES 22,440.00					12/02/2008	01/08/2010
		340. RESEARCH IN MOTION LIMITED PROPERTY TYPE: SECURITIES 15,331.00					01/14/2009	01/08/2010
22,201.00		15428.641 MAINSTAY INTERNATIONAL EQ I PROPERTY TYPE: SECURITIES 247,862.00					06/30/2008	01/14/2010
197,487.00		330. ACE LIMITED PROPERTY TYPE: SECURITIES 18,598.00					12/02/2008	02/12/2010
15,872.00		50. APPLE COMPUTER INC PROPERTY TYPE: SECURITIES 8,542.00					11/23/2007	03/05/2010
10,953.00		160. AFLAC INC PROPERTY TYPE: SECURITIES 6,706.00					07/21/2004	03/26/2010
8,631.00		400. PHILIP MORRIS INTERNATIONAL PROPERTY TYPE: SECURITIES 19,180.00					01/14/2009	03/26/2010
20,888.00		180. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 9,553.00					01/14/2009	04/30/2010
13,002.00		820. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 13,291.00					08/18/2009	05/03/2010
11,143.00		625. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 10,501.00					12/02/2008	05/03/2010
8,493.00								

**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)	
21,224.00		500. STATE STREET CORP PROPERTY TYPE: SECURITIES 18,100.00					12/02/2008	05/04/2010
							3,124.00	
6,331.00		110. MONSANTO CO NEW PROPERTY TYPE: SECURITIES 8,270.00					10/09/2009	05/11/2010
		220. MONSANTO CO NEW PROPERTY TYPE: SECURITIES 17,472.00					02/27/2009	05/11/2010
12,663.00							-4,809.00	
150,000.00		150000. MBNA CRED CARD ABS 4.100% 10/1 PROPERTY TYPE: SECURITIES 145,031.00					07/11/2007	05/17/2010
							4,969.00	
12,515.00		100. INTL BUSINESS MACHINES CORP PROPERTY TYPE: SECURITIES 8,610.00					07/21/2004	05/28/2010
							3,905.00	
17,027.00		665. BRISTOL MYERS SQUIBB CO PROPERTY TYPE: SECURITIES 13,539.00					12/02/2008	06/18/2010
							3,488.00	
17,367.00		305. SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 22,807.00					12/02/2008	06/25/2010
							-5,440.00	
TOTAL GAIN (LOSS)							----- 12,985. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
US GOVERNMENT INT REPORTED AS NONQUALIFI		
FOREIGN DIVIDENDS	16.	16.
NONDIVIDEND DISTRIBUTIONS	1,696.	1,696.
DOMESTIC DIVIDENDS	137.	
CORPORATE INTEREST	19,860.	19,860.
FOREIGN INTEREST	44,117.	44,117.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	4,763.	4,763.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	17,500.	17,500.
NONQUALIFIED FOREIGN DIVIDENDS	4,500.	4,500.
NONQUALIFIED DOMESTIC DIVIDENDS	8,011.	8,011.
	16,507.	16,507.
TOTAL	117,107.	116,970.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	7,703.
TOTALS	----- 7,703. =====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES	36,855.	36,855.
TOTALS	36,855.	36,855.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	46.	46.
FOREIGN TAXES ON QUALIFIED FOR	861.	861.
FOREIGN TAXES ON NONQUALIFIED	90.	90.
TOTALS	997.	997.

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

MA FILING FEE

70.

70.

TOTALS

70.
=====

70.
=====

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

DESCRIPTION	AMOUNT
-----	-----
ROUNDING	2.
TOTAL	2.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MA

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

OFFICER NAME:

CHERYL B. GEMBORYS

ADDRESS:

C/O WCPH AND D LLP, 60 STATE ST
BOSTON,, MA 02109

TITLE:

TRUSTEE

COMPENSATION 3,000.

OFFICER NAME:

JOHN J. REGAN

ADDRESS:

C/O WCPH AND D LLP, 60 STATE ST
BOSTON, MA 02109

TITLE:

TRUSTEE

OFFICER NAME:

JENNIFER C. SNYDER

ADDRESS:

C/O WCPH AND D LLP, 60 STATE ST
BOSTON, MA 02109

TITLE:

TRUSTEE

OFFICER NAME:

A. SILVANA GINER

ADDRESS:

C/O WCPH AND D LLP, 60 STATE ST
BOSTON, MA 02109

TITLE:

TRUSTEE

TOTAL COMPENSATION: 3,000.

=====

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

=====

RECIPIENT NAME:

BURNT ISLAND LIGHT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

THE HILLSIDE SCHOOL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

ROXBURY LATIN SCHOOL

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 85,000.

RECIPIENT NAME:

FREEDOM RIDERS

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:
 ROSIE'S PLACE
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL FUND
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
 OCEAN CLASSROOM
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL FUND
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
 WOMEN'S LUNCH PLACE
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL FUND
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
 SOUTHPORT MEMORIAL
 LIBRARY
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL FUND
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 13,000.

RECIPIENT NAME:
BOOTHBAY REGION STUDENT
AID FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BOOTHBAY REGION YMCA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:
ADA COMSTOCK SCHOLORSHIP FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
YOUNG AUDIENCES OF MA INC.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID 15,000.

=====

RECIPIENT NAME:
 DISCOVERING JUSTICE
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 17,500.

RECIPIENT NAME:
 THE FARM SCHOOL
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:
 SOUTHPORT HISTORICAL
 SOCIETY
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 GENERAL SUPPORT
 FOUNDATION STATUS OF RECIPIENT:
 PUBLIC
 AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID: 204,000.
 =====

Vila Webber 1985 Charitable Trust

EIN 22-2824617

Form 990 PF fye 6/30/10

John J. Regan, Jennifer C. Snyder and A. Silvana Giner receive no direct compensation as trustees of this trust. However, they are partners of the firm Wilmer Cutler Pickering Hale and Dorr LLP. Silver Bridge Advisors LLC which is a subsidiary of Wilmer Cutler Pickering Hale and Dorr LLP does receive compensation for investment management services based on a percentage of the assets of the trust and for tax preparation services based on hourly charges



Investment Detail

23105023375 | WEBBER, VILA B 1985 CHARITABLE TR

08-Nov-2010 3 27 PM ET

This is a printable page only and may require the Landscape print layout (see the FAQ for more details)

Asset Types: Cash, Cash Equivalents, Domestic Equity, Fixed Income, International Equity,
International Fixed Income, Other

Data Current as of: 30-Jun-2010

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash	11.588%	\$446,757.65	\$446,757.65	\$0.00
Domestic Equity	35.521%	\$1,369,461.81	\$1,286,840.57	\$82,621.24
Fixed Income	34.365%	\$1,324,913.52	\$1,194,233.96	\$130,679.56
International Equity	16.452%	\$634,274.64	\$691,479.31	(\$57,204.67)
International Fixed Income	2.075%	\$80,003.25	\$77,350.50	\$2,652.75
Other	0.000%	\$1.00	\$1.00	\$0.00
Totals		\$3,855,411.87	\$3,696,662.99	\$158,748.88

DETAIL

Cash: 11.588%								
Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
CASH - INCOME	-	0.371%	14,320.7100	1.0000		\$14,320.71	\$14,320.71	\$0.00
CASH - INVESTED INCOME	-	(0.371)%	(14,320.7100)	1.0000		(\$14,320.71)	(\$14,320.71)	\$0.00
SEI DAILY INCOME PRIME OBL #34 Ticker:34 Asset ID:783965403	783965403 34	11.216%	432,436.9400	100.0000%	30-Jun-2010	\$432,436.94	\$432,436.94	\$0.00
SEI DAILY INCOME PRIME OBL #34 Ticker:34 Asset ID:783965403	783965403 34	0.371%	14,320.7100	100.0000%	30-Jun-2010	\$14,320.71	\$14,320.71	\$0.00
Subtotal		11.588%				\$446,757.65	\$446,757.65	\$0.00

Domestic Equity: 35.521%								
Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ACTIVISION BLIZZARD, INC Ticker:ATVI Asset ID:00507V109	00507V109 ATVI	0.458%	1,685.0000	10.4900	30-Jun-2010	\$17,675.65	\$18,996.96	(\$1,321.31)
AETNA INC Ticker:AET Asset ID:00817Y108	00817Y108 AET	0.472%	690.0000	26.3800	30-Jun-2010	\$18,202.20	\$22,078.05	(\$3,875.85)
AFLAC INC Ticker:AFL Asset ID:001055102	001055102 AFL	0.625%	565.0000	42.6700	30-Jun-2010	\$24,108.55	\$14,005.68	\$10,102.87
AMAZON COM INC Ticker:AMZN Asset ID:023135106	023135106 AMZN	0.241%	85.0000	109.2600	30-Jun-2010	\$9,287.10	\$10,325.57	(\$1,038.47)

AMGEN INC Ticker:AMGN Asset ID:031162100	031162100 AMGN	0.491%	360 0000	52 6000	30-Jun-2010	\$18,936 00	\$19,494 40	(\$558 40)
APPLE INC Ticker:AAPL Asset ID:037833100	037833100 AAPL	1.174%	180 0000	251 5300	30-Jun-2010	\$45,275 40	\$21,872 23	\$23,403 17
ASTON RIVER ROAD SELECT VALUE Ticker:ARIMX Asset ID:00080Y884	00080Y884 ARIMX	2.595%	12,396.6940	8.0700	30-Jun-2010	\$100,041 32	\$120,000 00	(\$19,958 68)
CELGENE CORP Ticker:CELG Asset ID:151020104	151020104 CELG	0.422%	320 0000	50.8200	30-Jun-2010	\$16,262 40	\$15,563 65	\$698.75
CHESAPEAKE ENERGY CORP Ticker:CHK Asset ID:165167107	165167107 CHK	0.793%	1,460 0000	20 9500	30-Jun-2010	\$30,587 00	\$24,661 26	\$5,925 74
CHEVRON CORPORATION Ticker:CVX Asset ID:166764100	166764100 CVX	0.378%	215 0000	67 8600	30-Jun-2010	\$14,589 90	\$12,339.92	\$2,249 98
CISCO SYSTEMS INC Ticker:CSCO Asset ID:17275R102	17275R102 CSCO	0.746%	1,350 0000	21.3100	30-Jun-2010	\$28,768 50	\$29,183 25	(\$414.75)
COHEN & STEERS INSTL RLTY SH Ticker:CSRIX Asset ID:19247U106	19247U106 CSRIX	1.359%	1,661 6820	31.5300	30-Jun-2010	\$52,392 83	\$50,000.00	\$2,392 83
COLGATE PALMOLIVE CO Ticker:CL Asset ID:194162103	194162103 CL	0.429%	210.0000	78 7600	30-Jun-2010	\$16,539 60	\$12,384 98	\$4,154 62
COMCAST CORP- CL A Ticker:CMCSA Asset ID:20030N101	20030N101 CMCSA	0.324%	720 0000	17.3700	30-Jun-2010	\$12,506 40	\$10,375 20	\$2,131 20
CONCHO RESOURCES Ticker:CXO Asset ID:20605P101	20605P101 CXO	0.301%	210 0000	55 3300	30-Jun-2010	\$11,619 30	\$10,182 19	\$1,437.11
CORNING INC Ticker:GLW Asset ID:219350105	219350105 GLW	0.530%	1,265 0000	16 1500	30-Jun-2010	\$20,429.75	\$21,542 37	(\$1,112.62)
CVS CAREMARK CORP Ticker:CVS Asset ID:126650100	126650100 CVS	0.589%	775 0000	29 3200	30-Jun-2010	\$22,723 00	\$27,188 96	(\$4,465.96)
DIAMOND HILL LONG/SHORT-I Ticker:DHLSX Asset ID:25264S833	25264S833 DHLSX	3.010%	7,799 6890	14.8800	30-Jun-2010	\$116,059.37	\$125,000 00	(\$8,940.63)
EMERSON ELEC CO Ticker:EMR Asset ID:291011104	291011104 EMR	0.499%	440 0000	43 6900	30-Jun-2010	\$19,223.60	\$14,577 20	\$4,646.40
EXXON MOBIL CORPORATION Ticker:XOM Asset ID:30231G102	30231G102 XOM	0.725%	490 0000	57 0700	30-Jun-2010	\$27,964.30	\$5,020 93	\$22,943.37
GENERAL ELECTRIC CORP Ticker:GE Asset ID:369604103	369604103 GE	0.903%	2,415 0000	14 4200	30-Jun-2010	\$34,824.30	\$24,726 06	\$10,098.24
GENZYME CORP- GENERAL Ticker:GENZ Asset ID:372917104	372917104 GENZ	0.579%	440.0000	50 7700	30-Jun-2010	\$22,338 80	\$24,010.22	(\$1,671 42)
GOOGLE INC-CL A Ticker:GOOG Asset ID:38259P508	38259P508 GOOG	0.289%	25.0000	444 9500	30-Jun-2010	\$11,123.75	\$14,999 41	(\$3,875 66)
HOLOGIC INC Ticker:HOLX Asset ID:436440101	436440101 HOLX	0.535%	1,480 0000	13 9300	30-Jun-2010	\$20,616 40	\$25,691 87	(\$5,075 47)
INTEL CORP	436440101	0.600%	1,055 0000	10 4500	30-Jun-2010	\$24,400 75	\$10,400 40	(\$14,000 35)

INTEL CORP Ticker:INTC Asset ID:458140100	458140100 INTC	0.533%	1,235,000	19,450	30-Jun-2010	\$24,409.75	\$42,109.13	(\$17,699.38)
INTERNATIONAL BUSINESS MACHINES CORP Ticker:IBM Asset ID:459200101	459200101 IBM	0.528%	165,000	123,480	30-Jun-2010	\$20,374.20	\$14,206.09	\$6,168.11
JOHNSON & JOHNSON Ticker:JNJ Asset ID:478160104	478160104 JNJ	0.582%	380,000	59,060	30-Jun-2010	\$22,442.80	\$11,157.75	\$11,285.05
JP MORGAN CHASE & CO Ticker:JPM Asset ID:46625H100	46625H100 JPM	0.631%	665,000	36,610	30-Jun-2010	\$24,345.65	\$21,069.12	\$3,276.53
L3 COMMUNICATIONS HLDGS INC COM Ticker:LLL Asset ID:502424104	502424104 LLL	0.597%	325,000	70,840	30-Jun-2010	\$23,023.00	\$22,757.51	\$265.49
MCDONALDS CORP Ticker:MCD Asset ID:580135101	580135101 MCD	0.752%	440,000	65,870	30-Jun-2010	\$28,982.80	\$24,877.97	\$4,104.83
MICROSOFT CORP Ticker:MSFT Asset ID:594918104	594918104 MSFT	0.847%	1,420,000	23,010	30-Jun-2010	\$32,674.20	\$21,211.86	\$11,462.34
MORGAN STANLEY Ticker:MS Asset ID:617446448	617446448 MS	0.698%	1,160,000	23,210	30-Jun-2010	\$26,923.60	\$35,486.35	(\$8,562.75)
MOSAIC CO COM Ticker:MOS Asset ID:61945A107	61945A107 MOS	0.465%	460,000	38,980	30-Jun-2010	\$17,930.80	\$23,752.31	(\$5,821.51)
NIKE INC-CLASS B Ticker:NKE Asset ID:654106103	654106103 NKE	0.543%	310,000	67,550	30-Jun-2010	\$20,940.50	\$12,363.56	\$8,576.94
NYSE EURONEXT INC Ticker:NYX Asset ID:629491101	629491101 NYX	0.577%	805,000	27,630	30-Jun-2010	\$22,242.15	\$22,189.27	\$52.88
PROCTER & GAMBLE CO Ticker:PG Asset ID:742718109	742718109 PG	0.615%	395,000	59,980	30-Jun-2010	\$23,692.10	\$11,551.46	\$12,140.64
QUALCOMM INC Ticker:QCOM Asset ID:747525103	747525103 QCOM	0.537%	630,000	32,840	30-Jun-2010	\$20,689.20	\$24,798.26	(\$4,109.06)
TARGET CORP Ticker:TGT Asset ID:87612E106	87612E106 TGT	0.638%	500,000	49,170	30-Jun-2010	\$24,585.00	\$24,894.28	(\$309.28)
TCM SMALL-MID CAP GROWTH Ticker:TCMMX Asset ID:742935323	742935323 TCMMX	2.611%	7,220,217	13,940	30-Jun-2010	\$100,649.82	\$80,000.00	\$20,649.82
THIRD AVENUE REAL ESTATE VAL Ticker:TAREX Asset ID:884116401	884116401 TAREX	2.643%	5,207,178	19,570	30-Jun-2010	\$101,904.47	\$100,000.00	\$1,904.47
UNITED TECHNOLOGIES CORP Ticker:UTX Asset ID:913017109	913017109 UTX	0.589%	350,000	64,910	30-Jun-2010	\$22,718.50	\$12,118.75	\$10,599.75
US BANCORP NEW Ticker:USB Asset ID:902973304	902973304 USB	0.632%	1,090,000	22,350	30-Jun-2010	\$24,361.50	\$27,286.76	(\$2,925.26)
VERIZON COMMUNICATIONS Ticker:VZ Asset ID:92343V104	92343V104 VZ	0.756%	1,040,000	28,020	30-Jun-2010	\$29,140.80	\$33,380.95	(\$4,240.15)
WAL MART Ticker:WMT Asset ID:931142103	931142103 WMT	0.704%	565,000	48,070	30-Jun-2010	\$27,159.55	\$28,227.37	(\$1,067.82)

STOKES INC Ticker WMT Asset ID 931142103	WMT							
WELLS FARGO & CO Ticker WFC Asset ID 949746101	949746101 WFC	0.471%	710 0000	25 6000	30-Jun-2010	\$18,176.00	\$19,181.46	(\$1,005.46)
Subtotal		35.521%				\$1,369,461.81	\$1,286,840.57	\$82,621.24

Fixed Income: 34.365%

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
CATERPILLAR INC 5.700% 8/15/16 Asset ID 149123BM2	149123BM2	2.225%	75,000 0000	114.3750%	30-Jun-2010	\$85,781.25	\$74,108.25	\$11,673.00
COMCAST CORP 5.875% 2/15/18 Asset ID 20030NAR2	20030NAR2	1.443%	50,000 0000	111.2680%	30-Jun-2010	\$55,634.00	\$51,952.00	\$3,682.00
DELAWARE HIGH YIELD OPPORT I Ticker DHOIX Asset ID 245908843	245908843 DHOIX	2.650%	26,400 1980	3.8700	30-Jun-2010	\$102,168.77	\$80,000.00	\$22,168.77
FHLB 4.750% 12/10/10 Asset ID 3133XDTA9	3133XDTA9	3.968%	150,000.0000	102.0000%	30-Jun-2010	\$153,000.00	\$154,524.00	(\$1,524.00)
FHLMC 4.500% 1/15/13 Asset ID 3134A4SA3	3134A4SA3	2.823%	100,000 0000	108.8440%	30-Jun-2010	\$108,844.00	\$95,815.50	\$13,028.50
GENERAL ELECTRIC MTN 5.450% 1/15/13 Asset ID 36962GZY3	36962GZY3	2.091%	75,000 0000	107.4640%	30-Jun-2010	\$80,598.00	\$74,039.55	\$6,558.45
GOLDMAN SACHS 5.125% 1/15/15 Asset ID 38141GEA8	38141GEA8	1.362%	50,000 0000	105.0440%	30-Jun-2010	\$52,522.00	\$47,296.50	\$5,225.50
MORGAN STANLEY 5.375% 10/15/15 Asset ID 61746SBR9	61746SBR9	1.970%	75,000 0000	101.2870%	30-Jun-2010	\$75,965.25	\$68,462.25	\$7,503.00
OLD DOMIN ELEC 6.250% 6/01/11 Asset ID 679574AF0	679574AF0	2.028%	75,000 0000	104.2680%	30-Jun-2010	\$78,201.00	\$76,754.25	\$1,446.75
ORACLE CORP 5.250% 1/15/16 Asset ID 68402LAC8	68402LAC8	2.207%	75,000.0000	113.4730%	30-Jun-2010	\$85,104.75	\$71,447.25	\$13,657.50
PEGTF ABS 6.61% 6/15/15 Ticker PGT6615 Asset ID 69361YAF0	69361YAF0 PGT6615	4.301%	150,000 0000	110.5480%	30-Jun-2010	\$165,822.00	\$156,832.03	\$8,989.97
PITNEY BOWES INC 4.625% 10/01/12 Asset ID 724479AF7	724479AF7	1.380%	50,000 0000	106.4210%	30-Jun-2010	\$53,210.50	\$47,643.00	\$5,567.50
U S TREASURY BONDS 5.125% 5/15/16 Asset ID 912828FF2	912828FF2	3.027%	100,000 0000	116.6950%	30-Jun-2010	\$116,695.00	\$100,210.94	\$16,484.06

U S TREASURY NOTES 4 250% 11/15/14 Asset ID 912828DC1	912828DC1	2 889%	100,000 0000	111 3670%	30-Jun-2010	\$111,367 00	\$95,148 44	\$16,218 56
Subtotal		34.365%				\$1,324,913.52	\$1,194,233.96	\$130,679.56

International Equity: 16.452%

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ARTISAN INTL VALUE FUND-INV Ticker:ARTKX Asset ID:04314H881	04314H881 ARTKX	7 903%	14,112 4330	21 5900	30-Jun-2010	\$304,687.43	\$374,716 17	(\$70,028.74)
ENSCO PLC SPONS ADR Ticker:ESV Asset ID 29358Q109	29358Q109 ESV	0 474%	465 0000	39.2800	30-Jun-2010	\$18,265 20	\$25,525 59	(\$7,260.39)
FORWARD INTL SMALL COMPANY- IN Ticker:PTSCX Asset ID:349913822	349913822 PTSCX	0 770%	2,647 5650	11 2100	30-Jun-2010	\$29,679 20	\$23,139 72	\$6,539.48
HARBOR INTERNATIONAL GRO-INS Ticker:HAIGX Asset ID 411511801	411511801 HAIGX	4 844%	19,193 0200	9 7300	30-Jun-2010	\$186,748 08	\$195,139 38	(\$8,391.30)
HARDING LOEVNER EMERG MKTS Ticker:HLEMX Asset ID 412295305	412295305 HLEMX	0 942%	884.7900	41 0500	30-Jun-2010	\$36,320 63	\$21,482 70	\$14,837.93
MCDERMOTT INTERNATIONAL INC Ticker:MDR Asset ID:580037109	580037109 MDR	0 520%	925 0000	21.6600	30-Jun-2010	\$20,035 50	\$22,338 69	(\$2,303 19)
RIO TINTO PLC SPONS ADR Ticker:RIO Asset ID:767204100	767204100 RIO	0 271%	240 0000	43 6000	30-Jun-2010	\$10,464.00	\$9,790.91	\$673 09
TEVA PHARMACEUTICAL INDS LTD ADR Ticker:TEVA Asset ID:881624209	881624209 TEVA	0.728%	540.0000	51 9900	30-Jun-2010	\$28,074 60	\$19,346 15	\$8,728 45
Subtotal		16.452%				\$634,274.64	\$691,479.31	(\$57,204.67)

International Fixed Income: 2.075%

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
CONOCO FUNDING CO 6.350% 10/15/11 Asset ID 20825UAB0	20825UAB0	2 075%	75,000 0000	106.6710%	30-Jun-2010	\$80,003 25	\$77,350 50	\$2,652.75
Subtotal		2.075%				\$80,003.25	\$77,350.50	\$2,652.75

Other: 0.000%

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
TOWNSHIP 5 SOUTH, RANGE 11 EAST	151215126	0 000%	1 0000	1.0000	06-Sep-2007	\$1 00	\$1 00	\$0 00

Asset
ID.151215126

Subtotal	0.000%	\$1.00	\$1.00	\$0.00
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