Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning, JUL 1, 2009 and ending JUN 30, 2010

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

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

Name of foundation: CARPENTER FAMILY CARITAS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite: 36 KNOLLWOOD DRIVE

City or town, state, and ZIP code: ROCHESTER, NY 14618

A Employer identification number: 26-1588334

B Telephone number: 585-381-0076

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 922,128.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	23,155.	23,155.		STATEMENT 1
	4 Dividends and interest from securities	9,190.	9,190.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-53,634.			
	b Gross sales price for all assets on line 6a 506,669.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	-21,289.	32,345.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,500.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	-443.	420.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	1,195.	990.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,252.	1,410.		0.
	25 Contributions, gifts, grants paid	31,000.			31,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	34,252.	1,410.		31,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-55,541.			
	b **Net investment income** (if negative, enter -0-)		30,935.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form **990-PF** (2009)

16070713 781920 6357 2009.04000 CARPENTER FAMILY CARITAS FO 6357___1

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	1,002,137.	946,596.	922,128.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,002,137.	946,596.	922,128.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	1,002,137.	946,596.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	1,002,137.	946,596.	
	31 **Total liabilities and net assets/fund balances**	1,002,137.	946,596.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,002,137.
2	Enter amount from Part I, line 27a	2	-55,541.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	946,596.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	946,596.

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				
b	SEE ATTACHED STATEMENT			
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	506,669.		560,303.	-53,634.

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				
b				
c				
d				
e				-53,634.

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	-53,634.
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		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 X 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	24,678.	835,744.	.029528
2007	0.	821,392.	.000000
2006			
2005			
2004			

2 **Total** of line 1, column (d)	2	.029528
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	.014764
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	928,724.
5 Multiply line 4 by line 3	5	13,712.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	309.
7 Add lines 5 and 6	7	14,021.
8 Enter qualifying distributions from Part XII, line 4	8	31,000.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	309.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	309.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	309.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 360.		
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	360.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	51.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 51. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2009)

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ THE FOUNDATION Telephone no. ▶585-381-0076

Located at ▶36 KNOLLWOOD DRIVE, ROCHESTER, NY ZIP+4 ▶14618

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.

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes X No

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM M. CARPENTER 36 KNOLLWOOD DRIVE ROCHESTER, NY 14618	DIRECTOR 2.00	0.	0.	0.
MARY CHRISTINE CARPENTER 36 KNOLLWOOD DRIVE ROCHESTER, NY 14618	DIRECTOR 2.00	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

Form **990-PF** (2009)

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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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	942,867.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	942,867.
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	942,867.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,143.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	928,724.
6	**Minimum investment return.** Enter 5% of line 5	6	46,436.

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	46,436.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 309.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	309.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	46,127.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	46,127.
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	46,127.

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	31,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	309.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	30,691.

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

Form **990-PF** (2009)

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				46,127.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			25,321.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 31,000.				
a Applied to 2008, but not more than line 2a			25,321.	
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				5,679.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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				40,448.
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	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

WILLIAM M. CARPENTER

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient — Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
HOPE HALL 1612 BUFFALO ROAD ROCHESTER, NY 14624		501(C)3	PROGRAM SUPPORT	5,000.
NATIVITY PREPARATORY ACADEMY 15 WHALIN STREET ROCHESTER, NY 14620		501(C)3	PROGRAM SUPPORT	15,000.
ST. JOSEPH NEIGHBORHOOD CENTER 417 SOUTH AVENUE ROCHESTER, NY 14620		501(C)3	PROGRAM SUPPORT	2,500.
MCQUAID JESUIT 1800 CLINTON AVE. SOUTH ROCHESTER, NY 14618		501(C)3	PROGRAM SUPPORT	7,500.
BIRTHRIGHT 3380 MONROE AVENUE ROCHESTER, NY 14618		501(C)3	PROGRAM SUPPORT	1,000.
Total			▶ 3a	31,000.
b Approved for future payment				
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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					23,155.
4 Dividends and interest from securities					9,190.
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					-53,634.
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.		0.	-21,289.

13 Total. Add line 12, columns (b), (d), and (e) 13 -21,289.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4	ALL INCOME SHOWN IN PART XVI-A WAS USED SOLELY TO PROVIDE FUNDS FOR THE FOUNDATION'S EXEMPT PURPOSES.

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

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

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

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

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		

Sign Here

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

Signature of officer or trustee — Date 10/20/10 — Title PRESIDENT

Paid Preparer's Use Only

Preparer's signature	THOMAS J. DEMOTT, CPA	Date 07/13/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	DEMOTT & SMITH PC 100 WHITE SPRUCE BLVD ROCHESTER, NEW YORK 14623		EIN	Phone no. 585-272-9880

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	SMITH BARNEY #370-4460C-15	P	VARIOUS	VARIOUS
b	SMITH BARNEY #370-4460C-15	P	VARIOUS	VARIOUS
c	SMITH BARNEY #370-4462C-11	P	VARIOUS	VARIOUS
d	SMITH BARNEY #370-4462C-11	P	VARIOUS	VARIOUS
e	SMITH BARNEY #370-4455C-15	P	VARIOUS	VARIOUS
f	SMITH BARNEY #370-4455C-15	P	VARIOUS	VARIOUS
g	SMITH BARNEY #370-4456C-13	P	VARIOUS	VARIOUS
h	SMITH BARNEY #370-4456C-13	P	VARIOUS	VARIOUS
i	SMITH BARNEY #370-77747-11	P	VARIOUS	VARIOUS
j	SMITH BARNEY #370-78460-14	P	VARIOUS	VARIOUS
k	SMITH BARNEY #370-78461-13	P	VARIOUS	VARIOUS
l	SMITH BARNEY - ROUNDING	P	VARIOUS	VARIOUS
m				
n				
o				

	(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	53,735.		50,304.	3,431.
b	56,497.		85,786.	-29,289.
c	43,683.		41,168.	2,515.
d	34,738.		40,101.	-5,363.
e	88,184.		87,260.	924.
f	62,363.		76,926.	-14,563.
g	63,455.		57,577.	5,878.
h	41,753.		54,563.	-12,810.
i	50,000.		50,000.	0.
j	4,164.		6,419.	-2,255.
k	8,097.		10,058.	-1,961.
l			141.	-141.
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				3,431.
b				-29,289.
c				2,515.
d				-5,363.
e				924.
f				-14,563.
g				5,878.
h				-12,810.
i				0.
j				-2,255.
k				-1,961.
l				-141.
m				
n				
o				

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	-53,634.
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	3	N/A

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Carpenter Family Caritas Fnd.
Delaware International Value
36 Knollwood Dr
Rochester NY 14618-3513
#26-1588334

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4460C-15

Short Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
RTS ING GROEP	456837996001	138.000	$324.54	$324.07	($0.47)
AMERICAN ELECTRIC POWER CO INC	AEP	65.000	2,396.02	2,002.12	(393.90)
APACHE CORP	APA	15.000	1,160.70	1,248.87	88.17
BANK OF AMERICA CORP	BAC	114.000	1,450.80	1,949.40	498.60
BAYER A G SPONSORED ADR	BAYRY	7.000	423.85	478.63	54.78
BNP PARIBAS SPON ADR	BNPQY	40.000	1,015.57	1,111.66	96.09
CANON INC ADR	CAJ	10.000	379.38	461.08	81.70
CATERPILLAR INC	CAT	7.000	220.27	317.86	97.59
COLGATE PALMOLIVE CO	CL	66.000	4,825.92	4,674.65	(151.27)
CONOCOPHILLIPS	COP	38.000	1,502.27	1,690.58	188.31
CAMPBELL SOUP CO	CPB	58.000	1,668.51	1,801.00	132.49
CVS CAREMARK CORP	CVS	120.000	3,801.36	4,419.53	618.17
ENTERGY CORPORATION-NEW	ETR	62.000	5,760.89	4,910.89	(850.00)
FREEPORT MCMORAN COPPER & GOL	FCX	3.000	141.65	194.42	52.77
FOREST LABORATORIES INC	FRX	51.000	1,439.73	1,447.85	8.12
GENERAL DYNAMICS CORP	GD	42.000	2,195.57	2,518.25	322.68
INTERNATIONAL PAPER CO	IP	3.000	44.03	66.96	22.93
JPMORGAN CHASE & CO	JPM	38.000	1,290.10	1,603.33	313.23
KIMBERLY CLARK CORP	KMB	11.000	535.03	639.52	104.49
ELI LILLY & CO	LLY	6.000	181.12	196.50	15.38
MCKESSON CORPORATION	MCK	51.000	2,243.39	2,836.54	593.15
MOTOROLA INC DE	MOT	26.000	119.29	200.26	80.97
MARATHON OIL CORP	MRO	23.000	658.20	703.84	45.64
MORGAN STANLEY	MS	59.000	1,642.13	1,620.12	(22.01)
NATIONAL AUSTRALIA BK LTD	NABZY	162.000	3,750.30	4,151.16	400.86
NATIONAL GRID PLC	NGG	27.000	0.01	114.83	114.82
NIKE INC CL B	NKE	103.000	5,319.92	5,531.35	211.43

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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

Prepared by The Rochester Group
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As of 07/09/2010

Acct. 370-4460C-15

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
NATIONAL OILWELL VARCO INC	NOV	40.000	$1,230.64	$1,466.68	$236.04
NIPPON TEL & TEL SPON ADR	NTT	64.000	1,452.64	1,297.55	(155.09)
NOVARTIS AG ADR	NVS	9.000	411.64	478.38	66.74
SOCIETE GENERALE SPON ADR	SCGLY	203.000	0.01	161.28	161.27
STORA ENSO OYJ ADR	SEOAY	118.000	779.78	938.63	158.85
TELEFONICA S.A. SPON ADR	TEF	6.000	446.43	510.03	63.60
UNILEVER PLC SPONS ADR NEW	UL	18.000	477.86	549.36	71.50
UPM KYMMENE CORP SPN ADR	UPMKY	51.000	612.00	700.57	88.57
VALERO ENERGY CORP-NEW	VLO	23.000	402.36	417.40	15.04
Short Term Totals:		**1,877.000**	**$50,303.91**	**$53,735.15**	**$3,431.24**
Long Term					
AMERICAN ELECTRIC POWER CO INC	AEP	124.000	$4,847.50	$3,819.44	($1,028.06)
APACHE CORP	APA	46.000	4,981.80	3,829.85	(1,151.95)
BANK OF AMERICA CORP	BAC	174.000	7,199.77	2,975.39	(4,224.38)
CATERPILLAR INC	CAT	77.000	5,396.04	3,496.48	(1,899.56)
CONOCOPHILLIPS	COP	80.000	6,355.88	3,559.12	(2,796.76)
CAMPBELL SOUP CO	CPB	100.000	3,233.93	3,105.17	(128.76)
FREEPORT MCMORAN COPPER & GOL	FCX	47.000	4,604.12	3,045.99	(1,558.13)
FOREST LABORATORIES INC	FRX	38.000	1,556.10	1,078.79	(477.31)
INTERNATIONAL PAPER CO	IP	94.000	2,987.75	2,098.02	(889.73)
JPMORGAN CHASE & CO	JPM	115.000	4,849.55	4,852.17	2.62
KIMBERLY CLARK CORP	KMB	86.000	5,516.34	4,999.91	(516.43)
ELI LILLY & CO	LLY	136.000	6,804.08	4,454.09	(2,349.99)
MOTOROLA INC DE	MOT	509.000	5,289.40	3,920.47	(1,368.93)
MARATHON OIL CORP	MRO	136.000	6,919.54	4,161.86	(2,757.68)
MORGAN STANLEY	MS	97.000	4,141.90	2,663.58	(1,478.32)
NATIONAL OILWELL VARCO INC	NOV	72.000	6,150.20	2,640.03	(3,510.17)

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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

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Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4460C-15

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
VALERO ENERGY CORP-NEW	VLO	99.000	$4,952.13	$1,796.62	($3,155.51)
Long Term Totals:		**2,030.000**	**$85,786.03**	**$56,496.98**	**($29,289.05)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**3,907.000**	**$136,089.94**	**$110,232.13**	**($25,857.81)**

** Gain/Loss is only calculated when an original cost basis is available.

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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

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36 Knollwood Dr
Rochester NY 14618-3513

#26-1588334

Prepared by The Rochester Group
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As of 07/09/2010

Acct. 370-4462C-11

Short Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
AFFILIATED MANAGERS GROUP	AMG	8.000	$531.28	$617.85	$86.57
APACHE CORP	APA	44.000	3,719.39	3,662.02	(57.37)
AMPHENOL CORP CLASS A	APH	34.000	1,263.10	1,491.46	228.36
CANADIAN NATL RAILWAY CO	CNI	87.000	3,661.46	4,259.41	597.95
COLUMBIA SPORTSWEAR CO	COLM	13.000	515.58	748.90	233.32
COPART INC	CPRT	22.000	783.42	764.88	(18.54)
CITY NATIONAL CORP	CYN	12.000	451.56	677.78	226.22
DOLBY LABORATORIES INC	DLB	11.000	499.02	680.52	181.50
ENERGEN CORP	EGN	35.000	1,493.45	1,506.08	12.63
FOREST CITY ENTERPRISES INC	FCEA	20.000	181.36	310.43	129.07
FAIR ISAAC & CO INC	FICO	25.000	542.87	592.65	49.78
FMC TECHNOLOGIES INC	FTI	40.000	1,984.40	2,512.01	527.61
INTERCONTINENTALEXCHANGE INC	ICE	43.000	3,991.50	3,778.31	(213.19)
JUNIPER NETWORKS INC	JNPR	138.000	3,332.16	3,236.05	(96.11)
JPMORGAN CHASE & CO	JPM	107.000	3,782.02	4,501.47	719.45
CARMAX INC	KMX	17.000	297.63	388.37	90.74
MATTHEWS INTL CORP CL A	MATW	57.000	2,007.54	2,015.35	7.81
MOHAWK INDUSTRIES INC	MHK	41.000	2,002.44	1,873.68	(128.76)
O REILLY AUTOMOTIVE INC	ORLY	11.000	417.89	532.28	114.39
SEI INVESTMENTS CO	SEIC	29.000	532.96	646.15	113.19
SONIC CORP	SONC	196.000	2,247.43	2,058.92	(188.51)
AT&T INC	T	130.000	3,628.18	3,285.27	(342.91)
TIFFANY & CO NEW	TIF	41.000	1,496.50	1,783.17	286.67
TOTAL SYSTEM SERVICES INC	TSS	99.000	1,505.79	1,425.11	(80.68)
VARIAN MEDICAL SYSTEMS INC	VAR	7.000	298.69	334.72	36.03
Short Term Totals:		**1,267.000**	**$41,167.62**	**$43,682.84**	**$2,515.22**

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Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4462C-11

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
Long Term					
ACCENTURE PLC	ACN	149.000	$5,019.81	$5,162.81	$143.00
BECTON DICKINSON & CO	BDX	57.000	5,063.31	3,972.22	(1,091.09)
ECOLAB INC	ECL	109.000	5,047.79	4,635.92	(411.87)
EMERSON ELECTRIC CO	EMR	98.000	4,994.08	3,616.10	(1,377.98)
EXPEDITORS INTL OF WASH INC	EXPD	126.000	5,008.50	4,077.29	(931.21)
JOHNSON & JOHNSON	JNJ	80.000	5,012.80	4,781.47	(231.33)
KRAFT FOODS INC CLASS A	KFT	149.000	4,897.87	4,163.01	(734.86)
KROGER CO	KR	198.000	5,056.92	4,328.95	(727.97)
Long Term Totals:		**966.000**	**$40,101.08**	**$34,737.77**	**($5,363.31)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**2,233.000**	**$81,268.70**	**$78,420.61**	**($2,848.09)**

** Gain/Loss is only calculated when an original cost basis is available.

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Carpenter Family Caritas Fnd.
Jennison Large Growth
36 Knollwood Dr
Rochester NY 14618-3513

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4455C-15

Short Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
AGILENT TECHNOLOGIES INC	A	37.000	$964.66	$1,116.66	$152.00
APPLE INC	AAPL	6.000	840.26	1,225.47	385.21
ABBOTT LABORATORIES	ABT	33.000	1,489.56	1,801.69	312.13
ALCON INC	ACL	10.000	1,299.00	1,548.69	249.69
ANALOG DEVICES INC	ADI	46.000	1,293.43	1,360.30	66.87
APPLIED MATERIALS INC DELAWARE	AMAT	116.000	1,548.59	1,527.03	(21.56)
ADVANCED MICRO DEVICES INC	AMD	87.000	473.10	624.79	151.69
AMGEN INC	AMGN	10.000	612.66	545.30	(67.36)
AMAZON COM INC	AMZN	8.000	687.12	903.30	216.18
APACHE CORP	APA	13.000	1,375.22	1,291.02	(84.20)
BANK OF AMERICA CORP	BAC	88.000	1,363.92	1,376.05	12.13
BAXTER INTL INC	BAX	61.000	3,458.38	2,766.89	(691.49)
BAIDU INC SPON ADR RPTNG	BIDU	12.000	1,327.95	1,922.56	594.61
CADBURY PLC ADR	CBY	37.000	1,381.51	1,872.04	490.53
CELGENE CORP	CELG	23.000	1,179.76	1,301.04	121.28
CUMMINS INC	CMI	10.000	456.82	688.97	232.15
COACH INC	COH	3.000	88.32	117.51	29.19
COSTCO WHOLESALE CORP NEW	COST	37.000	2,240.08	2,037.53	(202.55)
CREE INC	CREE	16.000	846.98	1,102.60	255.62
CISCO SYS INC	CSCO	34.000	737.45	806.45	69.00
CVS CAREMARK CORP	CVS	70.000	2,580.80	2,079.50	(501.30)
QUEST DIAGNOSTICS INC	DGX	58.000	3,222.45	3,112.77	(109.68)
GILEAD SCIENCES INC	GILD	63.000	2,775.53	2,626.71	(148.82)
GOOGLE INC	GOOG	5.000	2,157.05	2,631.64	474.59
GOLDMAN SACHS GROUP INC	GS	13.000	2,117.98	2,156.29	38.31
HOME DEPOT INC	HD	10.000	287.30	343.66	56.36
INTL BUSINESS MACHINES CORP	IBM	35.000	3,777.80	4,162.72	384.92

MorganStanley
SmithBarney

Carpenter Family Caritas Fnd.
Jennison Large Growth
36 Knollwood Dr
Rochester NY 14618-3513

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

26-1588334

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4455C-15

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
INTEL CORP	INTC	115.000	$2,264.56	$2,257.67	($6.89)
JOHNSON CONTROLS INC	JCI	12.000	293.98	316.89	22.91
JPMORGAN CHASE & CO	JPM	14.000	607.15	528.06	(79.09)
KRAFT FOODS INC CLASS A	KFT	9.000	276.17	259.79	(16.38)
KOHLS CORP	KSS	36.000	1,963.40	1,873.93	(89.47)
LOWES COMPANIES INC	LOW	151.000	3,306.92	3,250.96	(55.96)
MASTERCARD INC	MA	2.000	412.46	442.82	30.36
MARRIOTT INTL INC NEW CL A	MAR	—	4.23	4.39	0.16
MCDONALDS CORP	MCD	64.000	3,755.17	3,567.27	(187.90)
MEDCO HEALTH SOLUTIONS INC	MHS	9.000	494.18	521.24	27.06
MONSANTO CO NEW	MON	12.000	967.85	791.61	(176.24)
MICROSOFT CORP	MSFT	37.000	886.79	900.18	13.39
NETAPP INC	NTAP	8.000	194.74	265.13	70.39
NORTHERN TRUST CORP	NTRS	55.000	4,567.67	3,168.46	(1,399.21)
NUCOR CORP	NUE	6.000	238.71	263.52	24.81
NOVARTIS AG ADR	NVS	25.000	1,301.17	1,320.76	19.59
OCCIDENTAL PETROLEUM CORP-DEL	OXY	11.000	798.34	850.45	52.11
PETROBRAS	PBR	46.000	1,913.93	1,941.87	27.94
PEPSICO INC	PEP	53.000	3,100.37	3,228.03	127.66
PFIZER INC	PFE	73.000	1,337.89	1,293.50	(44.39)
PPG INDUSTRIES INC	PPG	4.000	154.62	216.11	61.49
QUALCOMM INC	QCOM	30.000	1,411.89	1,150.63	(261.26)
ROCHE HLDG LTD SPON ADR	RHHBY	17.000	663.34	707.62	44.28
RESEARCH IN MOTION LTD-CAD	RIMM	41.000	3,156.57	2,889.14	(267.43)
SAP AG SPONS ADR-USD	SAP	36.000	1,756.67	1,722.37	(34.30)
SCHWAB CHARLES CORP	SCHW	22.000	393.54	364.91	(28.63)
SHIRE PLC ADR	SHPGY	10.000	512.80	607.79	94.99
SUNCOR ENERGY INC NEW	SU	35.000	1,282.58	1,155.33	(127.25)

MorganStanley SmithBarney

Carpenter Family Caritas Fnd.
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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

Prepared by The Rochester Group
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As of 07/09/2010

Acct. 370-4455C-15

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
SOUTHWESTERN ENERGY CO	SWN	24.000	$886.71	$1,051.36	$164.65
TEVA PHARMACEUTICAL INDS	TEVA	27.000	1,366.16	1,379.16	13.00
TARGET CORP	TGT	10.000	469.96	470.12	0.16
TIFFANY & CO NEW	TIF	9.000	323.46	388.23	64.77
UNILEVER PLC SPONS ADR NEW	UL	19.000	545.29	557.56	12.27
UNITEDHEALTH GROUP INC	UNH	30.000	748.72	868.54	119.82
UNION PACIFIC CORP	UNP	12.000	684.48	845.05	160.57
VISA INC COM CL A	V	13.000	889.12	1,102.64	213.52
V F CORP	VFC	12.000	661.59	827.86	166.27
WEATHERFORD INTERNATIONAL	WFT	86.000	1,769.62	1,471.92	(297.70)
YUM BRANDS INC	YUM	9.000	313.38	311.51	(1.87)
Short Term Totals:		**2,125.000**	**$87,259.86**	**$88,183.56**	**$923.70**
Long Term					
COLGATE PALMOLIVE CO	CL	48.000	$3,629.20	$3,477.92	($151.28)
COSTCO WHOLESALE CORP NEW	COST	8.000	484.34	475.98	(8.36)
HEWLETT PACKARD CO	HPQ	59.000	2,758.25	2,647.85	(110.40)
MONSANTO CO NEW	MON	36.000	4,124.88	2,783.17	(1,341.71)
MICROSOFT CORP	MSFT	28.000	671.08	767.39	96.31
NIKE INC CL B	NKE	32.000	1,923.84	1,759.64	(164.20)
NUCOR CORP	NUE	149.000	9,722.50	6,544.13	(3,178.37)
ORACLE CORP	ORCL	235.000	5,401.05	5,187.30	(213.75)
PPG INDUSTRIES INC	PPG	58.000	3,662.57	3,133.66	(528.91)
PRAXAIR INC	PX	62.000	5,030.99	4,725.51	(305.48)
QUALCOMM INC	QCOM	104.000	4,920.52	4,057.10	(863.42)
SCHLUMBERGER LTD	SLB	32.000	2,685.34	1,773.07	(912.27)
ST JUDE MEDICAL INC	STJ	126.000	5,130.53	4,914.12	(216.41)
T ROWE PRICE GROUP INC	TROW	76.000	4,601.50	3,321.11	(1,280.39)

MorganStanley
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Carpenter Family Caritas Fnd.
Jennison Large Growth
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#26-1588334

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-4455C-15

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
UNITEDHEALTH GROUP INC	UNH	131.000	$6,168.59	$3,792.61	($2,375.98)
UNITED TECHNOLOGIES CORP	UTX	68.000	4,828.61	4,111.35	(717.26)
VISA INC COM CL A	V	7.000	478.76	555.75	76.99
V F CORP	VFC	74.000	5,693.04	5,105.12	(587.92)
XTO ENERGY INC	XTO	88.000	5,010.46	3,230.39	(1,780.07)
Long Term Totals:		**1,421.000**	**$76,926.05**	**$62,363.17**	**($14,562.88)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**3,546.000**	**$164,185.91**	**$150,546.73**	**($13,639.18)**

** Gain/Loss is only calculated when an original cost basis is available.

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Carpenter Family Caritas Fnd.
Northern Trust Large Value
36 Knollwood Dr
Rochester NY 14618-3513

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

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As of 07/09/2010

Acct. 370-4456C-13

Short Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
ARCH COAL INC	ACI	65.000	$1,102.59	$1,497.77	$395.18
AMERICAN EXPRESS CO	AXP	30.000	980.70	1,151.67	170.97
BLACK & DECKER CORPORATION	BDK	50.000	2,175.50	3,305.42	1,129.92
BLACKROCK INC	BLK	5.000	985.55	1,071.66	86.11
CENOVUS ENERGY INC	CVE	60.000	1,488.44	1,748.13	259.69
DEERE & CO	DE	60.000	2,481.00	3,272.33	791.33
GOLDMAN SACHS GROUP INC	GS	15.000	2,245.29	2,546.06	300.77
INTL BUSINESS MACHINES CORP	IBM	30.000	3,087.90	3,499.20	411.30
J C PENNEY CO INC	JCP	40.000	1,200.00	1,159.62	(40.38)
MICROSOFT CORP	MSFT	10.000	241.20	283.99	42.79
NEW YORK COMMUNITY BANCORP	NYB	70.000	730.80	1,101.75	370.95
ORACLE CORP	ORCL	280.000	5,787.04	6,036.80	249.76
PFIZER INC	PFE	—	1.25	1.27	0.02
PROCTER & GAMBLE CO	PG	35.000	1,853.95	2,123.78	269.83
PARKER-HANNIFIN CORP	PH	18.000	835.02	863.46	28.44
PNC FINANCIAL SERVICES GROUP	PNC	24.000	890.76	953.52	62.76
TRANSOCEAN LTD SWITZERLAND	RIG	30.000	2,419.99	2,144.83	(275.16)
SOUTHERN CO	SO	129.000	3,948.37	4,011.90	63.53
ST JUDE MEDICAL INC	STJ	7.000	240.66	267.82	27.16
STATE STREET CORP	STT	125.000	5,715.20	6,415.00	699.80
SUNOCO INC	SUN	60.000	1,549.20	1,567.46	18.26
SAFEWAY INC NEW	SWY	127.000	3,275.57	2,439.67	(835.90)
TRAVELERS COMPANIES INC	TRV	138.000	5,517.85	6,906.90	1,389.05
TIME WARNER INC	TWX	48.000	1,158.15	1,334.90	176.75
WYETH	WYE	124.000	5,635.55	6,041.82	406.27
EXXON MOBIL CORP	XOM	25.000	2,028.98	1,708.75	(320.23)

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Carpenter Family Caritas Fnd.
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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

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As of 07/09/2010

Acct. 370-4456C-13

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
Short Term Totals:		**1,605.000**	**$57,576.51**	**$63,455.48**	**$5,878.97**
Long Term					
ALLSTATE CORP	ALL	80.000	$3,722.40	$2,280.26	($1,442.14)
BOEING CO	BA	50.000	3,807.75	2,425.00	(1,382.75)
BAKER HUGHES INC	BHI	10.000	678.77	356.17	(322.60)
CHEVRON CORP	CVX	60.000	5,064.47	4,104.60	(959.87)
INTEL CORP	INTC	85.000	1,702.95	1,674.97	(27.98)
JOHNSON & JOHNSON	JNJ	60.000	3,757.80	3,591.17	(166.63)
METLIFE INC	MET	75.000	4,401.60	2,766.38	(1,635.22)
PFIZER INC	PFE	205.000	4,555.69	3,292.19	(1,263.50)
PARKER-HANNIFIN CORP	PH	91.000	5,779.34	4,365.27	(1,414.07)
PNC FINANCIAL SERVICES GROUP	PNC	35.000	2,142.98	1,390.55	(752.43)
ST JUDE MEDICAL INC	STJ	101.000	4,314.72	3,864.26	(450.46)
SAFEWAY INC NEW	SWY	77.000	1,991.99	1,479.17	(512.82)
AT&T INC	T	145.000	4,951.75	3,661.34	(1,290.41)
TIME WARNER INC	TWX	120.000	3,976.59	3,313.66	(662.93)
VERIZON COMMUNICATIONS	VZ	105.000	3,714.32	3,188.07	(526.25)
Long Term Totals:		**1,299.000**	**$54,563.12**	**$41,753.06**	**($12,810.06)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**2,904.000**	**$112,139.63**	**$105,208.54**	**($6,931.09)**

** Gain/Loss is only calculated when an original cost basis is available.

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Carpenter Family Caritas Fnd.
36 Knollwood Dr.
Rochester NY 14618-3513

Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-77747-11

Long Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
FEDERAL HOME LOAN MTG CORP Coupon: 5.250% Maturity: 4/28/2023	3128X7NV20B0	50,000.000	50,000.00	50,000.00	—
Long Term Totals:		**50,000.000**	**50,000.00**	**50,000.00**	—
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**50,000.000**	**50,000.00**	**50,000.00**	—

** Gain/Loss is only calculated when an original cost basis is available.

The above summary/prices/quotes/statistics have been obtained from sources believed reliable but are not necessarily complete and cannot be guaranteed. The information contained in client monthly account statements and confirmations reflects all transactions, and as such supersedes all other reports for financial and tax purposes.
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Carpenter Family Caritas Fnd.
36 Knollwood Dr.
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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

Prepared by The Rochester Group
Ph. 585 389 2200

As of 07/09/2010

Acct. 370-78460-14

Long Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
AMERICAN ELECTRIC POWER CO INC	AEP	5.000	$197.27	$142.84	($54.43)
FOREST LABORATORIES INC	FRX	61.000	2,497.95	1,440.78	(1,057.17)
PFIZER INC	PFE	9.000	199.89	129.05	(70.84)
PNC FINANCIAL SERVICES GROUP	PNC	45.000	2,755.27	1,741.59	(1,013.68)
ST JUDE MEDICAL INC	STJ	18.000	768.96	709.90	(59.06)
Long Term Totals:		**138.000**	**$6,419.34**	**$4,164.16**	**($2,255.18)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**138.000**	**$6,419.34**	**$4,164.16**	**($2,255.18)**

** Gain/Loss is only calculated when an original cost basis is available.

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Realized Gain/Loss - Summary
(07/01/2009 - 06/30/2010)

#26-1588334

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As of 07/09/2010

Acct. 370-78461-13

Long Term

Description	Symbol/CUSIP	Quantity	Cost Basis	Net Proceeds	Gain/Loss
CATERPILLAR INC	CAT	72.000	$5,048.53	$3,261.47	($1,787.06)
CISCO SYS INC	CSCO	218.000	5,009.64	4,835.81	(173.83)
Long Term Totals:		**290.000**	**$10,058.17**	**$8,097.28**	**($1,960.89)**
(07/01/2009 - 06/30/2010) Short & Long Term Totals:		**290.000**	**$10,058.17**	**$8,097.28**	**($1,960.89)**

** Gain/Loss is only calculated when an original cost basis is available.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SMITH BARNEY	25,061.
SMITH BARNEY - ACCRUED INTEREST PAID	-1,906.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23,155.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SMITH BARNEY	9,190.	0.	9,190.
TOTAL TO FM 990-PF, PART I, LN 4	9,190.	0.	9,190.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,500.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	-963.	0.		0.
NYS FILING FEE	100.	0.		0.
FOREIGN TAXES PAID	420.	420.		0.
TO FORM 990-PF, PG 1, LN 18	-443.	420.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	165.	0.		0.
INVESTMENT MANAGEMENT FEES	990.	990.		0.
PUBLICATION FEE	40.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,195.	990.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS SECURITIES & BONDS - SEE ATTACHED	COST	946,596.	922,128.
TOTAL TO FORM 990-PF, PART II, LINE 13		946,596.	922,128.

Ref: 00002998 00022222

MorganStanley SmithBarney

Reserved
Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. ***Account number 370-4460C-15 F11***

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating		Rating
Delaware Investments - International	FL		

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 06/30/10, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.
Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
4,446.02	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 4,446 02		.06%	$ 2.66
Total money fund		$ 4,446.02	$ 0.00	.05%	$ 2.66

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
53	AMCOR LTD ADR NEW -USD-	AMCRY	09/04/09	$ 1,014.16	$ 19.135	$ 21.20	$ 1,123 60	$ 109.44 ST	4.938%	$ 55.49

CARPENTER FAMILY CARITAS FND. **Account number 370-4460C-15 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
7	ASTELLAS PHARMA INC-JPY	ALPMY	01/19/10	$ 269.14	$ 38.449	$ 33.55	$ 234.85	($ 34.29) ST		
7			01/22/10	270.64	38.663	33.55	234 85	(35.79) ST		
5			06/04/10	160.39	32.077	33.55	167.75	7.36 ST		
10			06/07/10	322.82	32.281	33.55	335.50	12.68 ST		
13			06/11/10	418 96	32.227	33.55	436.15	17.19 ST		
42				**1,441.95**	**34.332**		**1,409.10**	**(32.85)**	**3.788**	**53.38**
27	BG GROUP PLC SPON ADR	BRGYY	09/04/09	**2,228.85**	82.55	74.70	**2,016.90**	**(211.95)** ST	**1.269**	**25.60**
66	BP PLC SPONS ADR	BP	09/04/09	**3,483.32**	52.777	28.88	**1,906.08**	**(1,577.24)** ST		
147	BANCO SANTANDER S.A.	STD	09/04/09	**2,267.92**	15.428	10.50	**1,543.50**	**(724.42)** ST	**7.78**	**120.10**
14	BAYER A G SPONSORED ADR	BAYRY	09/04/09	**847.70**	60.55	55.80	**781 20**	**(66.50)** ST	**4.86**	**37.97**
11	BOC HONG KONG HLDGS SPONS ADR	BHKLY	01/21/10	470.57	42.778	45.79	503.69	33.12 ST		
2			01/22/10	84.53	42.263	45.79	91.58	7.05 ST		
13				**555.10**	**42.70**		**595.27**	**40.17**	**4.715**	**28 07**
84	CANON INC ADR	CAJ	09/04/09	**3,186.79**	37.938	37.31	**3,134.04**	**(52.75)** ST	**1.458**	**45.70**
210	CARREFOUR SA UNSPON ADR	CRERY	09/04/09	**1,869.00**	8.90	7.90	**1,659.00**	**(210.00)** ST	**2.556**	**42.42**
235	DEUTSCHE TELEKOM AG SP ADR	DTEGY	09/04/09	**3,148.98**	13.399	11.67	**2,742.45**	**(406.53)** ST	**8.843**	**242.52**
349	FOSTERS GROUP LTD NEW SPONS ADR	FBRWY	09/04/09	**1,570.50**	4.50	4.74	**1,654.26**	**83.76** ST	**4.578**	**75.73**
16	FRANCE TELECOM SA SPON ADR	FTE	04/29/10	348.82	21.801	17.31	276.96	(71.86) ST		
8			04/30/10	175.46	21.932	17.31	138.48	(36.98) ST		
24			06/04/10	448.63	18.692	17.31	415.44	(33.19) ST		
27			06/17/10	516.30	19.122	17.31	467.37	(48.93) ST		
75				**1,489.21**	**19 856**		**1,298.25**	**(190.96)**	**8.96**	**116.33**
109	GLAXOSMITHKLINE PLC SP ADR	GSK	09/04/09	**4,233 34**	38.838	34.01	**3,707.09**	**(526.25)** ST	**5.836**	**216.37**
273	HONG-KONG ELECTRIC HLDGS SPONS ADR	HGKGY	09/04/09	**1,509.69**	5.53	5.83	**1,591.59**	**81.90** ST	**4.048**	**64.43**
80	IBERDROLA ADR	IBDRY	09/04/09	2,915.60	36.445	22.43	1,794.40	(1,121.20) ST		
12			03/11/10	411.33	34.277	22.43	269.16	(142.17) ST		
5			03/12/10	173.23	34.645	22 43	112.15	(61.08) ST		
97				**3,500.16**	**36.084**		**2,175.71**	**(1,324.45)**	**9.83**	**213.89**
138	ING GROEP NV SPONS ADR	ING	09/04/09	1,751.88	12.694	7.41	1,022.58	(729.30) ST		
6			06/03/10	47.61	7.934	7.41	44.46	(3.15) ST		
54			06/04/10	409 11	7.576	7.41	400.14	(8.97) ST		
198				**2,208.60**	**11.155**		**1,467.18**	**(741.42)**		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
140	KAO CORP-JPY SPONS ADR	KCRPY	09/04/09	$ 3,538.53	$ 25.275	$ 23.25	$ 3,255.00	($ 283.53) ST	1.393%	$ 45.36
27	NATIONAL GRID PLC GBP SPONS ADR NEW	NGG	09/04/09	1,304.91	48.329	36.83	994.41	(310.50) ST	7.933	78.89
57	NIPPON TEL & TEL SPON ADR	NTT	09/04/09	1,293.76	22.697	20.34	1,159.38	(134.38) ST	3.048	35.34
81	NOVARTIS AG ADR	NVS	09/04/09	3,704.76	45.737	48.32	3,913.92	209.16 ST	3.42	133 89
44	RWE AG SPONS ADR -USD	RWEOY	09/04/09	3,923.48	89.17	65.45	2,879.80	(1,043.68) ST	5.219	150.30
83	REED ELSEVIER NV	ENL	09/04/09	1,756 63	21.164	22.01	1,826.83	70.20 ST	4.007	73.21
54	ROYAL DUTCH SHELL PLC ADR CL A	RDSA	09/04/09	2,994.30	55.45	50.22	2,711.88	(282.42) ST	4.41	119.61
12	SANOFI-AVENTIS SPONS ADR	SNY	02/10/10	428.73	35.727	30.06	360.72	(68.01) ST		
16			03/31/10	597.07	37.316	30.06	480.96	(116.11) ST		
14			04/16/10	514.59	36.756	30.06	420.84	(93.75) ST		
15			04/29/10	508.82	33.921	30.06	450.90	(57.92) ST		
14			06/29/10	416.37	29.74	30.06	420.84	4.47 ST		
71				2,465.58	34.726		2,134.26	(331.32)	3.666	78.24
44	SASOL LTD SPONS ADR	SSL	09/04/09	1,643.39	37.349	35.27	1,551.88	(91.51) ST	3.393	52.67
36	SEVEN & I HLDGS CO LTD-JPY	SVNDY	09/04/09	1,634.40	45.40	46.00	1,656.00	21.60 ST		
12			01/25/10	523.95	43.662	46.00	552.00	28.05 ST		
48				2,158.35	44.966		2,208.00	49.65	2.397	52.94
18	SIEMENS A G SPONS ADR	SI	09/04/09	1,546.00	85.888	89.53	1,611.54	65.54 ST	1.822	29.38
100	SINGAPORE TELECOMMUNICATIO SPONSORED ADR NEW	SGAPY	09/04/09	2,261.50	22.615	21.34	2,134.00	(127.50) ST	4.137	88.30
203	SOCIETE GENERALE SPON ADR	SCGLY	09/04/09	3,018.22	14.868	8.23	1,670.69	(1,347.53) ST	.619	10.35
217	TAIWAN SEMICONDUCTOR MFG CO LTD ADR	TSM	09/04/09	2,317.23	10.678	9.76	2,117.92	(199.31) ST	7.571	160.36
122	TAKEDA PHARMACEUTICAL CO	TKPYY	09/04/09	2,418.65	19.825	21.28	2,596.16	177.51 ST	4.243	110.17
104	TELECOM CORP NEW ZEALAND LTD SPONSORED ADR	NZT	09/04/09	961 84	9.248	6.44	669.76	(292.08) ST	10.605	71.03
50	TELEFONICA S.A. SPON ADR	TEF	09/04/09	3,720.25	74.405	55.53	2,776.50	(943.75) ST		
8			05/18/10	459.51	57.439	55.53	444.24	(15.27) ST		
58				4,179.76	72.065		3,220.74	(959.02)	6.83	219.99
152	TELSTRA LTD SPONS ADR	TLSYY	09/04/09	2,117.36	13.93	13.69	2,080.88	(36.48) ST		
34			03/12/10	481.06	14.148	13.69	465.46	(15.60) ST		
186				2,598.42	13.97		2,546.34	(52.08)	8.787	223.76

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
103	TOKIO MARINE HLDGS INC ADR	TKOMY	09/04/09	$ 2,979.28	$ 28.925	$ 26.15	$ 2,693.45	($ 285.83) ST	1.824%	$ 49.13
71	TOTAL S.A SPONS ADR	TOT	09/04/09	4,065.46	57.26	44.64	3,169.44	(896.02) ST	5.853	185.52
29	TOYOTA MOTOR CORP ADR NEW	TM	09/04/09	2,422.95	83.55	68.57	1,988.53	(434.42) ST	1.367	27.20
167	UNILEVER PLC SPONS ADR NEW	UL	09/04/09	4,433.52	26.548	26.73	4,463.91	30.39 ST	3.527	157.48
59	UNITED OVERSEAS BANK LTD SPONS ADR	UOVEY	09/04/09	1,386.50	23.50	28.05	1,654.95	268.45 ST	3.044	50.39
46	UPM KYMMENE CORP SPN ADR	UPMKY	09/04/09	552.00	12.00	13.18	606.28	54.28 ST	3.27	19.83
5	VINCI S.A. ADR	VCISY	02/08/10	64.98	12.995	10.46	52.30	(12.68) ST		
33			02/09/10	429.07	13.002	10 46	345.18	(83.89) ST		
13			02/19/10	170.03	13.079	10.46	135.98	(34.05) ST		
25			02/22/10	329.27	13.17	10.46	261.50	(67.77) ST		
76				893.35	13.07		794.96	(198.39)	3.804	30.25
68	VODAFONE GROUP PLC SPONS ADR NEW	VOD	09/04/09	1,489.61	21.906	20.67	1,405.56	(84.05) ST		
20			10/16/09	439.92	21.996	20.67	413.40	(26.52) ST		
6			10/20/09	132.48	22.079	20.67	124.02	(8.46) ST		
10			11/12/09	226.01	22 601	20.67	206.70	(19.31) ST		
2			11/13/09	45.63	22.816	20.67	41.34	(4.29) ST		
11			11/19/09	246.31	22.391	20.67	227.37	(18.94) ST		
117				2,579.96	22.051		2,418.39	(161.57)	5.858	141.69
4	ZURICH FINCL SVCS SPON ADR	ZFSVY	09/18/09	94.70	23.674	21.95	87.80	(6.90) ST		
15			09/21/09	352.26	23.484	21.95	329.25	(23.01) ST		
3			09/22/09	71.32	23.772	21.95	65.85	(5.47) ST		
6			10/21/09	147.62	24.603	21.95	131.70	(15.92) ST		
4			10/22/09	98.69	24.671	21.95	87.80	(10.89) ST		
12			10/26/09	293.97	24.497	21.95	263.40	(30.57) ST		
5			11/05/09	112.59	22.518	21.95	109.75	(2.84) ST		
20			11/06/09	439.20	21.96	21.95	439.00	(.20) ST		
69				1,610.35	23.338		1,514.55	(95.80)	5.599	84.80
Total common stocks and options				$ 99,663.95			$ 87,312.19	($ 12,351.76) ST	4.37	
								$ 0.00 LT		$ 3,818.08
Total portfolio value				$ 104,109.97			$ 91,758.21	($ 12,351.76) ST	4.16	$ 3,820.74
								$ 0.00 LT		

MorganStanley SmithBarney

Ref: 00002999 00022234

Reserved Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. ***Account number 370-4462C-11 F11***

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating	Rating
Atlanta Capital - High Quality SMID Cap	FL	

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 06/30/10, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.
Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
3,111.23	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 3,111.23		.06%	$ 1.86
Total money fund		$ 3,111.23	$ 0.00	.05%	$ 1.86

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
141	AARONS INC	AAN	09/08/09	$ 2,499.46	$ 17.726	$ 17.07	$ 2,406.87	($ 92.59) ST	.281 %	$ 6.77
21	ACUITY BRANDS INC (HOLDING COMPANY)	AYI	02/17/10	780.67	37.174	36.38	763.98	(16.69) ST		
7			05/12/10	312.13	44.59	36.38	254.66	(57.47) ST		
28				1,092.80	39.029		1,018.64	(74.16)	1.429	14.56

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
60	AFFILIATED MANAGERS GROUP	AMG	09/08/09	$ 3,984.60	$ 66.41	$ 60.77	$ 3,646.20	($ 338.40) ST		
5			06/15/10	343.91	68.782	60.77	303.85	(40.06) ST		
65				4,328.51	66.592		3,950.05	(378.46)		
66	ALBERTO-CULVER CO NEW	ACV	09/08/09	1,762.20	26.70	27.09	1,787.94	25.74 ST	1.255	22.44
55	AMETEK INC	AME	09/08/09	1,765.50	32.10	40.15	2,208.25	442.75 ST	.597	13.20
63	ANSYS INC	ANSS	09/08/09	2,247.21	35.67	40.57	2,555.91	308.70 ST		
58	APTARGROUP INC	ATR	09/08/09	2,013.76	34.72	37 82	2,193.56	179.80 ST	1.586	34.80
26	BIO-RAD LABORATORIES INC CL A	BIO	09/08/09	2,275.00	87.50	86.49	2,248.74	(26.26) ST		
153	BLACKBAUD INC	BLKB	09/08/09	2,999.72	19.606	21.77	3,330.81	331.09 ST		
21			04/29/10	498.58	23.741	21.77	457.17	(41.41) ST		
174				3,498.30	20.105		3,787.98	289.68	2.021	76.56
21	BORGWARNER INC	BWA	02/23/10	785 95	37.426	37.34	784.14	(1.81) ST		
18			04/22/10	716.25	39.791	37.34	672.12	(44.13) ST		
9			05/25/10	310.08	34.453	37.34	336.06	25.98 ST		
48				1,812.28	37.756		1,792.32	(19.96)		
23	CARLISLE COS INC	CSL	09/08/09	743.59	32.33	36.13	830.99	87.40 ST		
16			09/23/09	552.96	34.56	36.13	578.08	25.12 ST		
10			10/20/09	331.51	33.151	36.13	361.30	29.79 ST		
6			04/22/10	242.29	40.381	36.13	216.78	(25.51) ST		
55				1,870.35	34.006		1,987.15	116.80	1.771	35.20
83	CARMAX INC	KMX	09/08/09	1,453.12	17.507	19.90	1,651.70	198.58 ST		
27	CHURCH & DWIGHT CO INC	CHD	09/08/09	1,500.12	55.56	62.71	1,693.17	193.05 ST	.892	15.12
34	CITY NATIONAL CORP	CYN	09/08/09	1,279.42	37.63	51.23	1,741 82	462.40 ST	.78	13.60
12	COLUMBIA SPORTSWEAR CO	COLM	09/08/09	475 92	39.66	46.67	560.04	84.12 ST		
9			01/15/10	372.93	41.436	46.67	420.03	47 10 ST		
21				848.85	40.421		980.07	131.22	1.542	15.12
31	CONSTELLATION BRANDS INC CL A	STZ	11/17/09	535.14	17.262	15.62	484.22	(50.92) ST		
19			12/15/09	307.45	16.181	15.62	296.78	(10.67) ST		
17			01/15/10	278.81	16.40	15.62	265.54	(13.27) ST		
18			05/12/10	328.03	18.223	15.62	281.16	(46.87) ST		
85				1,449.43	17.052		1,327.70	(121.73)		
34	COPART INC	CPRT	09/08/09	1,210.74	35.61	35.81	1,217.54	6.80 ST		
22	CULLEN FROST BANKERS INC	CFR	04/19/10	1,250 38	56.834	51.40	1,130.80	(119.56) ST	3.501	39.60

MorganStanley SmithBarney

Ref: 00002999 00022236

Reserved Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. **Account number 370-4462C-11 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
82	DENTSPLY INTL INC	XRAY	09/08/09	$ 2,753.56	$ 33.58	$ 29.91	$ 2,452.62	($ 300.94) ST	.668%	$ 16.40
20	DRIL QUIP INC	DRQ	04/28/10	1,284.25	64.212	44.02	880.40	(403.85) ST		
33	EQUIFAX INC	EFX	03/03/10	1,084.41	32.86	28.06	925.98	(158.43) ST		
14			05/25/10	411.78	29.413	28.06	392.84	(18.94) ST		
47				1,496.19	31.834		1,318.82	(177.37)	.57	7.52
64	FLIR SYSTEMS INC	FLIR	09/08/09	1,499 52	23.43	29.09	1,861.76	362.24 ST		
26	FACTSET RESEARCH SYSTEMS INC	FDS	09/08/09	1,482.52	57.02	66.99	1,741.74	259.22 ST	1.373	23.92
91	FAIR ISAAC & CO INC	FICO	09/08/09	1,976.07	21.715	21.79	1,982.89	6.82 ST	.367	7.28
257	FOREST CITY ENTERPRISES INC CLASS A	FCEA	09/08/09	2,330.48	9.068	11.32	2,909 24	578.76 ST		
50	GRACO INC	GGG	09/08/09	1,265.50	25.31	28.19	1,409.50	144.00 ST	2.837	40.00
16	GREENHILL & CO INC	GHL	09/08/09	1,242.72	77.67	61.13	978.08	(264.64) ST	2.944	28.80
67	HCC INSURANCE HOLDINGS INC	HCC	09/08/09	1,770.14	26.42	24.76	1,658.92	(111.22) ST		
10			09/23/09	279.51	27.95	24.76	247.60	(31.91) ST		
22			12/15/09	590.58	26.844	24.76	544.72	(45.86) ST		
16			05/12/10	419.56	26.222	24.76	396.16	(23.40) ST		
115				3,059.79	26.607		2,847.40	(212.39)	2.18	62.10
65	JACK HENRY & ASSOCIATES INC	JKHY	09/08/09	1,513.20	23.28	23.88	1,552.20	39.00 ST	1.591	24.70
80	IDEX CORPORATION	IEX	09/08/09	2,240 00	28.00	28.57	2,285.60	45.60 ST	2.10	48.00
15	IHS INC CLASS A	IHS	09/08/09	733 20	48.88	58.42	876.30	143.10 ST		
5			01/19/10	271.11	54.221	58.42	292.10	20.99 ST		
20				1,004 31	50.218		1,168.40	164.09		
49	JACOBS ENGINEERING GROUP INC	JEC	09/08/09	2,240.28	45.72	36.44	1,785.56	(454.72) ST		
16			12/16/09	595.42	37.213	36.44	583.04	(12.38) ST		
65				2,835.70	43.626		2,368.60	(467.10)		
66	KIRBY CORP	KEX	09/08/09	2,498.10	37.85	38.25	2,524.50	26 40 ST		
132	LKQ CORP	LKQX	09/08/09	2,272.51	17.216	19.28	2,544.96	272.45 ST		
25			05/25/10	443.28	17.731	19.28	482.00	38.72 ST		
157				2,715.79	17.298		3,026.96	311.17		
61	LANDSTAR SYSTEM INC	LSTR	09/08/09	2,242.36	36.76	38.99	2,378.39	136.03 ST	.461	10.98
14	MARKEL CORP	MKL	09/08/09	4,488.54	320.61	340.00	4,760.00	271.46 ST		
23	METTLER TOLEDO INTL INC	MTD	09/08/09	1,997.55	86.85	111.63	2,567.49	569.94 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
75	MORNINGSTAR INC	MORN	09/08/09	$ 3,242.25	$ 43.23	$ 42.52	$ 3,189.00	($ 53.25) ST		
14			04/27/10	694.51	49.608	42.52	595.28	(99.23) ST		
89				**3,936.76**	**44.233**		**3,784.28**	**(152.48)**		
39	NATIONAL INSTRUMENTS CORP	NATI	09/08/09	**1,005.42**	25.78	31.78	**1,239.42**	**234.00** ST	**1.636**	**20.28**
26	OCEANEERING INTERNATIONAL INC	OII	09/08/09	**1,474.20**	56.70	44.90	**1,167.40**	**(306.80)** ST		
35	O REILLY AUTOMOTIVE INC	ORLY	09/08/09	1,329.65	37.99	47.56	1,664.60	334.95 ST		
35			11/13/09	1,390.60	39.731	47.56	1,664.60	274.00 ST		
10			01/13/10	388.72	38.872	47.56	475.60	86.88 ST		
6			02/18/10	229.38	38.23	47.56	285.36	55.98 ST		
86				**3,338.35**	**38.818**		**4,090.16**	**751.81**		
33	ROFIN SINAR TECHNOLOGIES INC	RSTI	09/08/09	744.81	22.57	20.82	687.06	(57.75) ST		
10			09/24/09	241.81	24.18	20.82	208.20	(33.61) ST		
43				**986.62**	**22.945**		**895.26**	**(91.36)**		
134	SEI INVESTMENTS CO	SEIC	09/08/09	**2,462.65**	18.378	20.36	**2,728.24**	**265.59** ST	**.982**	**26.80**
140	SALLY BEAUTY HLDGS INC	SBH	09/08/09	**1,004.85**	7.177	8.20	**1,148.00**	**143.15** ST		
46	SCHEIN (HENRY) INC	HSIC	09/08/09	2,486.76	54.06	54.90	2,525.40	38.64 ST		
12			12/16/09	619.66	51.638	54.90	658.80	39.14 ST		
58				**3,106.42**	**53.559**		**3,184.20**	**77.78**		
19	STERICYCLE INC	SRCL	03/02/10	**1,060.23**	55.801	65.58	**1,246.02**	**185.79** ST		
90	UMPQUA HOLDINGS CORPORATION	UMPQ	05/05/10	**1,253.80**	13.931	11.48	**1,033.20**	**(220.60)** ST	**1.742**	**18.00**
34	UNIVERSAL HEALTH SERVICES INC CLASS B	UHS	01/19/10	**1,090.53**	32.074	38.15	**1,297.10**	**206.57** ST	**.524**	**6.80**
9	VALMONT INDUSTRIES INC DEL	VMI	09/08/09	**756.72**	84.08	72.66	**653.94**	**(102.78)** ST	**.908**	**5.94**
46	VARIAN MEDICAL SYSTEMS INC	VAR	09/08/09	**1,962.82**	42.67	52.28	**2,404.88**	**442.06** ST		
46	JOHN WILEY & SONS INC CL A	JWA	09/08/09	1,488.10	32.35	38.67	1,778.82	290.72 ST		
8			09/23/09	278 51	34.814	38.67	309.36	30.85 ST		
54				**1,768.61**	**32.715**		**2,088.18**	**321.57**	**1.655**	**34.56**
Total common stocks and options				**$ 98,289.54**			**$ 103,655.08**	**$ 4,365.54 ST**	**.64**	
								$ 0.00 LT		**$ 669.05**
Total portfolio value				**$ 102,400.77**			**$ 106,766.31**	**$ 4,365.54 ST**	**.62**	**$ 670.91**
								$ 0.00 LT		

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating		Rating
Northern Trust - Large Cap Value	AL		

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 06/30/10, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

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Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
4,700.79	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 4,700.79		.06%	$ 2.82
90.77	WESTERN ASSET GOVERNMENT MONEY MARKET FUND CLASS A	$ 90.77		.03%	$ .02
Total money fund		$ 4,791.56	$ 0.00	.05%	$ 2.84

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
130	INVESCO LTD	IVZ	02/01/10	$ 2,592.58	$ 19.942	$ 16.83	$ 2,187.90	($ 404.68) ST	2.614%	$ 57.20

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Reserved Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. **Account number 370-4456C-13 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
49	AT&T INC	T	02/22/08	$ 1,673.35	$ 34.15	$ 24.19	$ 1,185.31	($ 488.04) LT		
4			03/04/09	92.75	23.188	24.19	96.76	4.01 LT		
6			07/13/09	141.96	23.66	24.19	145.14	3.18 ST		
45			02/02/10	1,154.43	25.653	24.19	1,088.55	(65.88) ST		
104				**3,062.49**	**29.447**		**2,515.76**	**(546.73)**	**6 945**	**174.72**
235	ALCOA INC	AA	09/04/09	**2,864.65**	12.19	10.06	**2,364.10**	**(500.55)** ST	**1.192**	**28.20**
59	ALLSTATE CORP	ALL	02/22/08	2,745.27	46.53	28.73	1,695.07	(1,050.20) LT		
9			09/11/08	403.76	44.862	28.73	258.57	(145.19) LT		
9			10/08/08	310.96	34.551	28.73	258.57	(52.39) LT		
21			07/13/09	506.73	24.13	28.73	603.33	96.60 ST		
26			07/17/09	633.90	24.38	28.73	746.98	113.08 ST		
124				**4,600.62**	**37.102**		**3,562.52**	**(1,038.10)**	**2.784**	**99.20**
80	AMERICAN EXPRESS CO	AXP	09/04/09	**2,615.20**	32.69	39.70	**3,176.00**	**560.80** ST	**1.813**	**57.60**
90	ANALOG DEVICES INC	ADI	09/04/09	**2,519.10**	27.99	27.86	**2,507.40**	**(11.70)** ST	**3.158**	**78.20**
85	BB&T CORP	BBT	09/18/09	2,467.66	29.031	26.31	2,236.35	(231.31) ST		
37			12/04/09	975.55	26.366	26.31	973.47	(2.08) ST		
122				**3,443.21**	**28.223**		**3,209.82**	**(233.39)**	**2.28**	**73.20**
48	BAKER HUGHES INC	BHI	02/22/08	3,258.08	67.876	41.57	1,995.36	(1,262.72) LT		
29			07/13/09	1,005.02	34.656	41.57	1,205.53	200.51 ST		
77				**4,263.10**	**55.365**		**3,200.89**	**(1,062.21)**	**1.443**	**46.20**
80	BANK NEW YORK MELLON CORP	BK	09/04/09	**2,537.10**	28.19	24.69	**2,222.10**	**(315.00)** ST	**1.458**	**32.40**
60	BAXTER INTL INC	BAX	05/25/10	**2,457.17**	40.952	40.64	**2,438 40**	**(18.77)** ST	**2.854**	**69.60**
16	BLACKROCK INC	BLK	06/16/10	**2,575.98**	160.998	143.40	**2,294.40**	**(281.58)** ST	**2.789**	**64.00**
29	BOEING CO	BA	03/26/08	2,208.50	76.155	62.75	1,819.75	(388.75) LT		
8			04/22/08	630.95	78.868	62.75	502.00	(128.95) LT		
11			09/09/08	712.70	64.791	62 75	690.25	(22.45) LT		
9			07/13/09	363.49	40.387	62.75	564.75	201.26 ST		
57				**3,915.64**	**68.695**		**3,576.75**	**(338 89)**	**2 677**	**95.76**
95	BRISTOL MYERS SQUIBB CO	BMY	09/04/09	**2,075.75**	21.85	24.94	**2,369 30**	**293.55** ST	**5.132**	**121.60**
7	CHEVRON CORP	CVX	02/22/08	590.86	84.408	67.86	475.02	(115.84) LT		
2			03/04/09	119.76	59.88	67.86	135.72	15.96 LT		
1			03/12/09	62.62	62.616	67.86	67.86	5.24 LT		
15			07/13/09	921.55	61 436	67.86	1,017.90	96.35 ST		
5			09/11/09	359.72	71 943	67.86	339.30	(20.42) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
20	CHEVRON CORP	CVX	01/15/10	$ 1,573.80	$ 78.689	$ 67.86	$ 1,357.20	($ 216.60) ST		
50				3,628.31	72.566		3,393.00	(235.31)	4.244	144.00
25	CHUBB CORP	CB	09/04/09	1,221.00	48.84	50.01	1,250.25	29.25 ST	2.959	37.00
25	COCA-COLA CO	KO	09/04/09	1,226.25	49.05	50.12	1,253.00	26.75 ST	3.511	44.00
130	DOW CHEMICAL CO	DOW	09/04/09	2,633 80	20.26	23.72	3,083.60	449.80 ST	2.529	78.00
40	ENCANA CORP-CAD	ECA	09/04/09	1,044.21	26.105	30 34	1,213.60	169.39 ST		
20			12/04/09	536.28	26.814	30 34	606.80	70.52 ST		
60				1,580.49	26.342		1,820.40	239.91	2.636	48.00
65	ENSCO PLC ADR	ESV	06/29/10	2,508.52	38.592	39.28	2,553.20	44.68 ST	.954	24.38
210	ERICSSON L M TEL CO CL B ADR NEW -USD-	ERIC	09/04/09	2,005.50	9.55	11.02	2,314.20	308.70 ST	1.76	40.74
7	EXXON MOBIL CORP	XOM	10/03/08	568.12	81.159	57.07	399.49	(168.63) LT		
5			11/18/08	377.96	75.592	57.07	285.35	(92.61) LT		
2			03/04/09	131.76	65.88	57.07	114.14	(17.62) LT		
25			07/13/09	1,631.00	65.24	57.07	1,426.75	(204.25) ST		
15			10/06/09	1,034.25	68.949	57.07	856.05	(178.20) ST		
10			05/13/10	648.38	64.837	57.07	570.70	(77.68) ST		
64				4,391.47	68.617		3,652.48	(738.99)	3.083	112.64
65	GAP INC DELAWARE	GPS	09/04/09	1,360.45	20.93	19 46	1,264.90	(95.55) ST	2.055	26.00
180	GENERAL ELECTRIC CO	GE	07/15/08	4,839.37	26.885	14.42	2,595.60	(2,243.77) LT		
61			10/03/08	1,365.06	22.378	14.42	879.62	(485.44) LT		
4			03/12/09	38.79	9.697	14.42	57.68	18.89 LT		
7			07/13/09	79.86	11.408	14.42	100.94	21.08 ST		
30			09/04/09	404.40	13.48	14.42	432.60	28.20 ST		
282				6,727 48	23.856		4,066.44	(2,661.04)	2.773	112.80
15	GOLDMAN SACHS GROUP INC	GS	07/13/09	2,245.29	149.686	131.27	1,969.05	(276.24) ST		
3			06/07/10	417.87	139.291	131.27	393.81	(24 06) ST		
18				2,663.16	147.953		2,362 86	(300.30)	1.066	25.20
35	HARTFORD FINL SVCS GROUP INC	HIG	09/04/09	765.80	21.88	22.13	774.55	8.75 ST	.903	7.00
120	HOME DEPOT INC	HD	09/04/09	3,232.80	26.94	28.07	3,368.40	135.60 ST	3.366	113.40
130	HUDSON CITY BANCORP INC	HCBK	09/04/09	1,647.10	12.67	12.25	1,592.50	(54.60) ST	4.897	78.00
179	INTEL CORP	INTC	03/03/08	3,586.21	20.034	19.45	3,481.55	(104.66) LT	3.239	112.77

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
9	INTL BUSINESS MACHINES CORP	IBM	07/13/09	$ 926.37	$ 102.93	$ 123.48	$ 1,111.32	$ 184.95 ST	2.105%	$ 23.40
33	JOHNSON & JOHNSON	JNJ	02/22/08	2,066.79	62.63	59.06	1,948.98	(117.81) LT		
1			03/04/09	49.16	49.16	59.06	59.06	9.90 LT		
2			03/12/09	97.70	48.848	59.06	118.12	20.42 LT		
3			07/13/09	173.09	57.698	59.06	177.18	4.09 ST		
39				2,386.74	61.198		2,303.34	(83.40)	3.657	84.24
40	KRAFT FOODS INC CLASS A	KFT	09/04/09	1,122.40	28.06	28.00	1,120.00	(2.40) ST	4.142	46.40
25	LOCKHEED MARTIN CORP	LMT	09/04/09	1,872.00	74.88	74.50	1,862.50	(9.50) ST	3.382	63.00
80	MCGRAW HILL COS INC	MHP	09/04/09	2,332.00	29.15	28.14	2,251.20	(80.80) ST		
15			10/16/09	439.33	29.288	28.14	422.10	(17.23) ST		
95				2,771.33	29.172		2,673.30	(98.03)	3.34	89.30
60	MEDTRONIC INC	MDT	09/04/09	2,284.20	38.07	36.27	2,176.20	(108.00) ST	2.481	54.00
29	METLIFE INC	MET	02/22/08	1,701.95	58.687	37.76	1,095.04	(606.91) LT		
6			09/11/08	344.72	57.453	37.76	226.56	(118.16) LT		
11			10/03/08	504.76	45.887	37.76	415.36	(89.40) LT		
15			10/08/08	488.25	32.55	37.76	566.40	78.15 LT		
7			07/13/09	201.87	28.838	37.76	264.32	62.45 ST		
68				3,241.55	47.67		2,567.68	(673.87)	1.959	50.32
135	MICROSOFT CORP	MSFT	09/04/09	3,256.20	24.12	23.01	3,106.35	(149.85) ST	2.259	70.20
215	NEW YORK COMMUNITY BANCORP	NYB	09/04/09	2,244.60	10.44	15.27	3,283.05	1,038.45 ST	6.548	215.00
70	OMNICOM GROUP INC	OMC	09/04/09	2,470.30	35.29	34.30	2,401.00	(69.30) ST	2.332	56.00
50	J C PENNEY CO INC	JCP	09/04/09	1,500.00	30.00	21.48	1,074.00	(426.00) ST	3.724	40.00
35	PEPSICO INC	PEP	09/04/09	1,980.30	56.58	60.95	2,133.25	152.95 ST	3.15	67.20
89	PFIZER INC	PFE	02/22/08	1,974.05	22.21	14.26	1,269.14	(704.91) LT		
53			10/16/09	934.73	17.66	14.26	755.78	(178.95) ST		
142				2,908.78	20.484		2,024.92	(883.86)	5.049	102.24
50	PHILIP MORRIS INTL INC	PM	09/04/09	2,288.00	45.76	45.84	2,292.00	4.00 ST	5.061	116.00
70	QUALCOMM INC	QCOM	03/03/10	2,700.41	38.577	32.84	2,298.80	(401.61) ST		
20			04/22/10	783.00	39.149	32.84	656.80	(126.20) ST		
90				3,483.41	38.705		2,955.60	(527.81)	2.314	68.40
70	SANOFI-AVENTIS SPONS ADR	SNY	09/04/09	2,324.00	33.20	30.06	2,104.20	(219.80) ST	3.666	77.14

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Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. *Account number 370-4456C-13 F11*

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
45	SCHLUMBERGER LTD	SLB	09/04/09	$ 2,448.45	$ 54.41	$ 55.34	$ 2,490.30	$ 41.85 ST	1.517%	$ 37.80
25	3M COMPANY	MMM	09/04/09	1,770.25	70.81	78.99	1,974.75	204.50 ST	2.658	52.50
78	VERIZON COMMUNICATIONS	VZ	02/22/08	2,759.21	35.374	28.02	2,185.56	(573.65) LT		
2			03/04/09	56.52	28.258	28.02	56.04	(.48) LT		
5			07/13/09	144.34	28.867	28.02	140 10	(4.24) ST		
85				2,960.07	34.824		2,381.70	(578.37)	6.78	161.50
25	VULCAN MATERIALS CO	VMC	09/04/09	1,206.50	48.26	43.83	1,095.75	(110.75) ST	2.281	25.00
50	WAL-MART STORES INC	WMT	05/27/10	2,523.47	50.469	48.07	2,403 50	(119.97) ST	2.517	60.50
130	WELLS FARGO & CO NEW	WFC	09/04/09	3,490.50	26.85	25.60	3,328.00	(162.50) ST	.781	26.00
Total common stocks and options				$ 130,160.35			$ 120,719.38	($ 614.96) ST	2.97	
								($ 8,826.01) LT		$ 3,588.95
Total portfolio value				$ 134,951.91			$ 125,510.94	($ 614.96) ST	2.86	$ 3,591.79
								($ 8,826.01) LT		

CARPENTER FAMILY CARITAS FND. **Account number 370-77747-11 F11**

PORTFOLIO DETAILS

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Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
86,101.58	WESTERN ASSET GOVERNMENT MONEY MARKET FUND CLASS A	$ 86,101.58		.03%	$ 25.83
Total money fund		**$ 86,101.58**	**$ 0.00**	**.02%**	**$ 25.83**

Preferred stocks

Citi Investment Research & Analysis (CIRA) ratings may be shown for certain securities. In addition, Standard & Poor's research ratings may be shown for certain securities. CIRA is not the author of, does not take responsibility for, and does not guarantee the accuracy, completeness, or timeliness of research prepared by Standard & Poor's. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. CIRA stock recommendations include an investment rating and risk rating. The Investment Rating Code (1, 2 or 3) is a function of CIRA's expectation of total return (forecast price appreciation and dividend yield within the next 12 months) and a Risk Rating. The Risk Rating (L, M, H or S) represents the stock's expected risk, taking into account price volatility and fundamental criteria. Please refer to the end of this statement for a guide describing CIRA ratings.

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
1,000	FANNIE MAE FIXED/FLOAT 8.25% SER S NON CUM PFD Rated C Next call on 12/31/10	FNMPRS	06/06/08	$ 24,760.00	$ 24.76	$ .34	$ 340.00	($ 24,420.00) LT		

Preferred stocks *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
1,000	GENERAL ELEC CAP CORP 6.0% Rated AA+ Next call on 04/24/12	GEJ	06/26/08	$ 25,506.21	$ 25.206	$ 24.97	$ 24,970 00	($ 536.21) LT	6.007%	$ 1,500.00
Total preferred stocks				$ 50,266.21			$ 25,310.00	$ 0.00 ST ($ 24,956.21) LT	5.92	$ 1,500.00

Bonds

Unrealized gains & losses have been adjusted to account for the accretion of OID (original issue discount), the amortization of premium, and/or the accretion of market discount.

Call features shown indicate the next regularly scheduled call date and price. Your holdings may be subject to other redemption features including sinking funds or extraordinary calls.

The research rating for Moody's Investors Service and Standard & Poor's may be shown for certain fixed income securities. All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance. Your Financial Advisor will be pleased to provide you with further information or assistance in interpreting research ratings.

Corporate bonds

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued interest	Current value	Unrealized Gain/(loss) Original/ Adjusted	Current % Yield/ Anticip income (annualized)	Ordinary income/ Capital gain/(loss)
50,000	AMERICAN GEN CORP DTD 08/11/2000 INT: 07.500% MATY. 08/11/2010 Rating: A3/A-	06/26/08 026351BC9	$ 51,539.00 $ 50,079.00	$ 103.068 $ 100.158	100.25 $ 1,458.33	$ 50,125.00	($ 1,414.00) LT $ 46.00 LT	7.481 $ 3,750.00	$ 0.00 $ 46 00
50,000	OLD DOMINION ELEC DTD 09/28/2001 INS'D BY AMBAC INT: 06.250% MATY: 06/01/2011 Rating: A3/A	07/01/08 679574AF0	52,011.00 50,664 00	104.012 101 328	104.268 260 42	52,134.00	123.00 LT 1,470.00 LT	5.994 3,125.00	0.00 1,470 00
50,000	GENERAL ELEC CAP COR DTD 09/20/2007 INT: 05.400% MATY: 09/20/2013 Rating: AA2/AA+	07/09/08 36962G3F9	51,570.50 51,015.50	103.131 102 031	109.005 757.50	54,502.50	2,932.00 LT 3,487.00 LT	4.953 2,700 00	0.00 3,487.00
50,000	GOLDMAN SACHS GROUP INC SUB NOTES-BK/ENTRY DTD 01/10/2007 INT: 05.625% MATY: 01/15/2017 Rating: A2/A-	05/23/08 38141GEU4	49,535.50 49,535.50	99.061 99.061	101.111 1,296.88	50,555.50	1,020.00 LT 1,020.00 LT	5.563 2,812.50	0.00 1,020.00

Ref: 00003015 00022358

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SmithBarney

Reserved Client
Financial Management Account
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. **Account number 370-77747-11 F11**

Corporate bonds *continued*

Amount	Description	Date acquired/ CUSIP #	Cost/ Adjusted cost	Share cost/ Adjusted share cost	Current share price/Accrued Interest	Current value	Unrealized Gain/(loss) Original/ Adjusted		Current % Yield/ Anticip Income (annualized)	Ordinary Income/ Capital gain/(loss)
50,000	WACHOVIA CORP	06/06/08	$ 50,181.00	$ 100.352	109.22	$ 54,610.00	$ 4,429 00	LT	5.264	$ 0.00
	DTD 06/08/2007	929903DT6	$ 50,142 00	$ 100 284	$ 127.78		$ 4,468.00	LT	$ 2,875.00	$ 4,468.00
	INT: 05.750% MATY: 06/15/2017									
	Rating: A1/AA-									
45,000	PHILIPS ELECTRONICS	05/23/08	46,562.45	103.461	113.07	50,881.50	4,319.05	LT	5.085	0.00
	DTD 03/11/2008	500472AB1	46,287 90	102.862	790.62		4,593.60	LT	2,587.50	4,593.60
	INT: 05.750% MATY: 03/11/2018									
	Rating: A3/A-									
50,000	CITIGROUP INC	06/06/08	50,314.50	100.619	104.368	52,184.00	1,869.50	LT	5.868	0.00
	DTD 05/12/2008	172967ES6	50,257.50	100 515	391.32		1,926.50	LT	3,062.50	1,926.50
	INT: 06.125% MATY: 05/15/2018									
	Rating: A3/A									
Total corporate bonds			$ 351,713.85		$ 5,082.85	$ 364,992.50	$ 0.00	ST	5.72	$ 0.00
345,000			$ 347,981.40				$ 17,011.10	LT	$ 20,912.50	$ 17,011.10
Total portfolio value			$ 484,349.19			$ 476,404.08	$ 0.00	ST	4.70	$ 0.00
							($ 7,945.11)	LT	$ 22,498.33	$ 17,011.10

SEPARATELY MANAGED ACCOUNTS

Consulting Group Research (CGR) rating codes (FL, AL or NL) may be shown for certain separate account managers. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these rating codes. All research ratings represent the "opinions" of CGR and are not representations or guarantees of performance.

	Rating		Rating
Jennison Assoc - Large Cap Growth	FL		

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 06/30/10, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.

***Please Note:** unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders. This liquidation process could take up to one month or more. During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
1,316.06	WESTERN ASSET MONEY MARKET FUND CLASS A	$ 1,316.06		.06%	$ .78
325 57	WESTERN ASSET GOVERNMENT MONEY MARKET FUND CLASS A	$ 325 57		.03%	$ .09
Total money fund		$ 1,641.63	$ 0.00	.05%	$ .87

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
11	INGERSOLL-RAND PUBLIC LTD CO	IR	04/13/10	$ 406.99	$ 36.999	$ 34.49	$ 379.39	($ 27 60) ST		
3			04/14/10	111.60	37.20	34.49	103.47	(8 13) ST		
5			04/15/10	188.64	37.728	34.49	172.45	(16.19) ST		
4			04/16/10	149 05	37 262	34.49	137.96	(11.09) ST		
8			04/19/10	295.04	36.879	34.49	275.92	(19 12) ST		
4			04/20/10	152.20	38.049	34.49	137.96	(14.24) ST		
3			04/21/10	113.86	37.951	34.49	103.47	(10.39) ST		
38				**1,417 38**	**37 299**		**1,310.62**	**(108.76)**	**.811**	**10.64**
22	MARVELL TECHNOLOGY GROUP LTD-USD	MRVL	06/22/10	408.81	18.582	15.76	346.72	(62.09) ST		
29			06/23/10	535 23	18.456	15.76	457.04	(78.19) ST		
51				**944 04**	**18.511**		**803.76**	**(140.28)**		
12	ALCON INC	ACL	09/04/09	**1,558 80**	129.90	148.19	1,778 28	**219 48** ST	**2.294**	**40.80**
14	ABBOTT LABORATORIES	ABT	05/21/10	651.81	46.557	46.78	654.92	3.11 ST		
4			05/24/10	190.71	47.678	46.78	187.12	(3 59) ST		
9			05/26/10	428.84	47.649	46.78	421.02	(7.82) ST		
15			06/18/10	731.37	48.758	46 78	701.70	(29 67) ST		
42				**2,002.73**	**47.684**		**1,964.76**	**(37.97)**	**3.762**	**73.92**
78	ADOBE SYSTEMS INC (DE)	ADBE	09/04/09	2,478 03	31.769	26.43	2,061.54	(416.49) ST		
14			05/25/10	433.77	30.983	26.43	370.02	(63.75) ST		
92				**2,911 80**	**31 65**		**2,431.56**	**(480 24)**		
7	AGILENT TECHNOLOGIES INC	A	09/17/09	199.42	28 488	28.43	199.01	(.41) ST		
5			09/23/09	142.50	28.50	28.43	142.15	(35) ST		
5			09/24/09	139.44	27.887	28.43	142.15	2 71 ST		
4			03/02/10	129.30	32.325	28.43	113.72	(15.58) ST		
8			03/03/10	259.55	32 444	28.43	227 44	(32 11) ST		
4			03/04/10	128.37	32.091	28.43	113.72	(14.65) ST		
7			04/21/10	251 85	35.978	28.43	199 01	(52.84) ST		
4			04/27/10	147.01	36.752	28.43	113.72	(33 29) ST		
3			04/28/10	109 73	36.576	28.43	85.29	(24 44) ST		
47				**1,507.17**	**32.067**		**1,336.21**	**(170 96)**		
35	AMAZON COM INC	AMZN	06/10/09	3,006.18	85 89	109.26	3,824.10	817.92 LT		
5			09/04/09	390.45	78 089	109.26	546.30	155.85 ST		
40				**3,396 63**	**84.916**		**4,370.40**	**973.77**		
21	APPLE INC	AAPL	06/10/09	2,940.94	140 044	251.53	5,282.13	2,341.19 LT		
3			09/04/09	509.80	169 932	251.53	754 59	244.79 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
4	APPLE INC	AAPL	12/22/09	$ 798.48	$ 199.62	$ 251.53	$ 1,006.12	$ 207.64 ST		
1			06/16/10	263.03	263.031	251.53	251.53	(11.50) ST		
29				**4,512.25**	**155.595**		**7,294.37**	**2,782.12**		
1	BAIDU INC SPON ADR RPTNG ORD SHS CL A	BIDU	09/04/09	34.05	34.05	68.08	68.08	34.03 ST		
10			10/27/09	368.41	36.841	68.08	680.80	312.39 ST		
10			04/16/10	641.79	64.178	68.08	680.80	39.01 ST		
10			04/20/10	630.54	63.053	68.08	680.80	50.26 ST		
31				**1,674.79**	**54.025**		**2,110.48**	**435.69**		
3	BOEING CO	BA	02/17/10	185.54	61.845	62.75	188.25	2.71 ST		
5			02/19/10	319.72	63.943	62.75	313.75	(5.97) ST		
3			02/19/10	191.83	63.943	62.75	188.25	(3.58) ST		
2			02/24/10	125.93	62.967	62.75	125.50	(.43) ST		
4			03/01/10	255.97	63.993	62.75	251.00	(4.97) ST		
3			03/09/10	203.93	67.977	62.75	188.25	(15.68) ST		
4			03/24/10	291.25	72.813	62.75	251.00	(40.25) ST		
6			05/04/10	434.81	72.468	62.75	376.50	(58.31) ST		
3			05/05/10	213.52	71.174	62.75	188.25	(25.27) ST		
33				**2,222.50**	**67.348**		**2,070.75**	**(151.75)**	**2.677**	**55.44**
12	BROADCOM CORP CL A	BRCM	05/28/10	411.18	34.265	32.97	395.64	(15.54) ST		
3			06/01/10	104.09	34.696	32.97	98.91	(5.18) ST		
4			06/02/10	138.80	34.701	32.97	131.88	(6.92) ST		
7			06/03/10	247.40	35.342	32.97	230.79	(16.61) ST		
8			06/22/10	287.64	35.955	32.97	263.76	(23.88) ST		
34				**1,189.11**	**34.974**		**1,120.98**	**(68.13)**	**.97**	**10.88**
25	CELGENE CORP	CELG	09/04/09	1,282.35	51.294	50.82	1,270.50	(11.85) ST		
7			11/09/09	371.50	53.072	50.82	355.74	(15.76) ST		
4			06/16/10	222.09	55.523	50.82	203.28	(18.81) ST		
1			06/17/10	54.99	54.992	50.82	50.82	(4.17) ST		
2			06/18/10	110.85	55.426	50.82	101.64	(9.21) ST		
8			06/30/10	408.21	51.026	50.82	406.56	(1.65) ST		
47				**2,449.99**	**52.127**		**2,388.54**	**(61.45)**		
98	CISCO SYS INC	CSCO	09/04/09	2,125.59	21.689	21.31	2,088.38	(37.21) ST		
17			11/05/09	405.77	23.868	21.31	362.27	(43.50) ST		
115				**2,531.36**	**22.012**		**2,450.65**	**(80.71)**		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
19	COACH INC	COH	09/04/09	$ 559.36	$ 29.44	$ 36.55	$ 694.45	$ 135.09 ST		
5			01/27/10	174.51	34 901	36.55	182.75	8.24 ST		
3			01/28/10	104.69	34 895	36.55	109.65	4.96 ST		
11			04/30/10	463.66	42.151	36.55	402.05	(61.61) ST		
3			05/04/10	125.57	41 855	36.55	109.65	(15.92) ST		
41				**1,427.79**	**34.824**		**1,498.55**	**70 76**	**1.641**	**24.60**
19	COLGATE PALMOLIVE CO	CL	02/22/08	1,436.57	75.608	78.76	1,496.44	59.87 LT	2.691	40.28
20	COSTCO WHOLESALE CORP NEW	COST	10/14/08	1,210.85	60.542	54.83	1,096.60	(114.25) LT		
1			11/11/09	60.22	60.219	54 83	54.83	(5 39) ST		
4			11/24/09	242 09	60.521	54 83	219.32	(22.77) ST		
25				**1,513.16**	**60 526**		**1,370 75**	**(142.41)**	**1.495**	**20 50**
4	CUMMINS INC	CMI	12/21/09	188.59	47.146	65.13	260.52	71 93 ST		
2			01/11/10	109.27	54.635	65.13	130.26	20.99 ST		
2			01/12/10	106.55	53.273	65.13	130.26	23.71 ST		
3			01/13/10	154.69	51.562	65.13	195.39	40.70 ST		
11				**559.10**	**50.827**		**716.43**	**157.33**	**1.074**	**7.70**
68	WALT DISNEY CO	DIS	09/04/09	1,753.62	25.788	31.50	2,142.00	388.38 ST		
7			09/09/09	187.21	26.744	31.50	220.50	33.29 ST		
13			11/23/09	396.65	30.511	31.50	409.50	12 85 ST		
3			02/12/10	89.97	29.99	31.50	94.50	4.53 ST		
11			05/25/10	350.83	31.893	31.50	346.50	(4.33) ST		
15			06/17/10	521.91	34.794	31.50	472.50	(49.41) ST		
117				**3,300.19**	**28.207**		**3,685.50**	**385.31**	**1.111**	**40.95**
2	DOLLAR GENERAL CORP	DG	01/06/10	47.06	23.528	27.55	55.10	8.04 ST		
3			01/12/10	71.59	23.864	27.55	82.65	11.06 ST		
4			01/14/10	96.29	24.073	27.55	110.20	13 91 ST		
4			01/22/10	93.04	23.259	27.55	110.20	17.16 ST		
3			02/03/10	70.50	23.50	27.55	82.65	12.15 ST		
6			02/04/10	138.30	23.049	27.55	165.30	27.00 ST		
21			04/15/10	576.23	27.439	27.55	578.55	2.32 ST		
5			04/16/10	137.04	27.407	27.55	137.75	.71 ST		
11			06/16/10	330.97	30.088	27.55	303.05	(27.92) ST		
59				**1,561.02**	**26.458**		**1,625.45**	**64.43**		
16	EXPRESS SCRIPTS INC.COMMON	ESRX	01/19/10	729.75	45.609	47.02	752.32	22.57 ST		
2			02/18/10	89.45	44.724	47.02	94.04	4.59 ST		

CARPENTER FAMILY CARITAS FND. **Account number 370-4455C-15 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
6	EXPRESS SCRIPTS INC.COMMON	ESRX	02/23/10	$ 263.98	$ 43.997	$ 47.02	$ 282 12	$ 18.14 ST		
4			03/12/10	198.29	49.573	47.02	188.08	(10.21) ST		
6			04/09/10	308.87	51.479	47.02	282.12	(26.75) ST		
34				**1,590.34**	**46.775**		**1,598.68**	**8.34**		
22	GILEAD SCIENCES INC	GILD	06/10/09	969.23	44.056	34.28	754.16	(215.07) LT		
5			09/04/09	228.80	45.76	34.28	171.40	(57.40) ST		
4			03/10/10	190.39	47.597	34.28	137.12	(53.27) ST		
31				**1,388.42**	**44.788**		**1,062.68**	**(325.74)**		
12	GOLDMAN SACHS GROUP INC	GS	09/04/09	**1,955.07**	162.922	131.27	**1,575.24**	**(379.83)** ST	1.066	16.80
3	GOOGLE INC	GOOG	06/10/09	1,294.21	431.407	444.95	1,334.85	40.64 LT		
5	CLASS A		09/04/09	2,300.00	460 00	444.95	2,224.75	(75.25) ST		
8				**3,594.21**	**449.276**		**3,559.60**	**(34.61)**		
12	HARLEY-DAVIDSON INC	HOG	04/23/10	424.42	35.368	22.23	266.76	(157.66) ST		
6			05/05/10	188.99	31.497	22.23	133.38	(55.61) ST		
8			05/25/10	233.35	29.169	22.23	177.84	(55.51) ST		
26				**846.76**	**32.568**		**577.98**	**(268.78)**	1.799	10.40
48	HEWLETT PACKARD CO	HPQ	02/22/08	2,244.00	46.75	43.28	2,077.44	(166.56) LT		
7			10/20/09	340.97	48.709	43.28	302.96	(38.01) ST		
7			10/21/09	342.55	48.936	43.28	302.96	(39.59) ST		
5			11/12/09	248.77	49.753	43.28	216.40	(32.37) ST		
13			03/08/10	673.55	51.811	43.28	562.64	(110.91) ST		
80				**3,849.84**	**48.123**		**3,462.40**	**(387.44)**	739	25.60
4	HOME DEPOT INC	HD	01/08/10	114.92	28.73	28.07	112.28	(2.64) ST		
2			01/29/10	55.74	27.867	28.07	56 14	.40 ST		
11			02/17/10	329.60	29.963	28.07	308.77	(20.83) ST		
8			02/23/10	245.10	30.637	28.07	224.56	(20.54) ST		
6			04/21/10	210.89	35.148	28.07	168.42	(42.47) ST		
8			04/28/10	281.98	35.247	28.07	224.56	(57.42) ST		
39				**1,238.23**	**31.749**		**1,094.73**	**(143.50)**	3.366	36.86
3	ILLUMINA INC	ILMN	09/24/09	117.53	39.177	43.53	130.59	13.06 ST		
3			10/06/09	131.55	43.849	43.53	130.59	(.96) ST		
2			10/15/09	86.50	43 249	43.53	87.06	.56 ST		
1			10/16/09	43.69	43.691	43.53	43.53	(.16) ST		
1			10/20/09	42.44	42.44	43.53	43.53	1.09 ST		
2			10/21/09	83.92	41.958	43.53	87.06	3.14 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
4	ILLUMINA INC	ILMN	10/26/09	$ 165.81	$ 41.453	$ 43.53	$ 174.12	$ 8.31 ST		
2			11/09/09	65.74	32.871	43.53	87 06	21.32 ST		
2			11/12/09	65.90	32.949	43 53	87.06	21.16 ST		
20				**803.08**	**40.154**		**870 60**	**67.52**		
37	INTEL CORP	INTC	12/04/09	751 84	20.32	19.45	719.65	(32.19) ST		
39			12/18/09	762 84	19.559	19.45	758.55	(4.29) ST		
15			03/01/10	313 12	20.874	19.45	291.75	(21.37) ST		
17			03/24/10	382.64	22.508	19.45	330.65	(51.99) ST		
108				**2,210 44**	**20.467**		**2,100.60**	**(109.84)**	**3 239**	**68.04**
11	INTL BUSINESS MACHINES CORP	IBM	05/25/10	**1,351.04**	122.821	123.48	**1,358.28**	7.24 ST	**2.105**	**28.60**
6	JPMORGAN CHASE & CO	JPM	09/15/09	260 20	43.367	36.61	219.66	(40.54) ST		
3			10/02/09	124 93	41 643	36.61	109.83	(15.10) ST		
5			10/14/09	235 99	47.197	36.61	183.05	(52.94) ST		
20			12/07/09	828.04	41.402	36.61	732.20	(95.84) ST		
18			06/22/10	704.64	39.146	36.61	658 98	(45.66) ST		
52				**2,153.80**	**41.419**		**1,903.72**	**(250.08)**	**.546**	**10.40**
22	JOHNSON CONTROLS INC	JCI	09/04/09	538.97	24.498	26.87	591.14	52.17 ST		
6			03/24/10	198.87	33.144	26.87	161.22	(37.65) ST		
3			03/25/10	99 67	33.223	26.87	80.61	(19.06) ST		
4			03/26/10	132.43	33.108	26 87	107.48	(24.95) ST		
35				**969.94**	**27 713**		**940.45**	**(29.49)**	**1.935**	**18.20**
21	JUNIPER NETWORKS INC	JNPR	11/25/09	550.14	26.197	22.82	479.22	(70.92) ST		
5			11/30/09	130.00	26.00	22.82	114.10	(15.90) ST		
7			12/03/09	190.23	27.176	22.82	159.74	(30.49) ST		
9			12/07/09	246.19	27.354	22.82	205.38	(40 81) ST		
7			12/09/09	189.56	27.079	22.82	159.74	(29.82) ST		
7			01/05/10	188.64	26 948	22.82	159.74	(28 90) ST		
6			02/02/10	150.40	25.066	22.82	136.92	(13.48) ST		
5			02/03/10	126.52	25.304	22.82	114.10	(12.42) ST		
5			02/04/10	124.19	24.838	22.82	114.10	(10.09) ST		
5			02/05/10	123.26	24.651	22.82	114.10	(9.16) ST		
5			04/21/10	148.44	29.687	22.82	114.10	(34.34) ST		
7			04/27/10	205.90	29.414	22.82	159.74	(46.16) ST		
89				**2,373.47**	**26.668**		**2,030.98**	**(342.49)**		

CARPENTER FAMILY CARITAS FND. **Account number 370-4455C-15 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
20	KONINKLIJKE PHILIPS	PHG	04/21/10	$ 696.14	$ 34.807	$ 29.84	$ 596.80	($ 99.34) ST		
23	ELECTRONCIS NS SPON ADR NEW		04/22/10	794.34	34.536	29.84	686.32	(108.02) ST		
43				**1,490.48**	**34.662**		**1,283.12**	**(207.36)**	**2.657**	**34.10**
14	KRAFT FOODS INC CLASS A	KFT	03/24/10	429.60	30.685	28.00	392.00	(37.60) ST		
16			03/25/10	493.34	30.833	28.00	448.00	(45.34) ST		
7			03/26/10	213.70	30.528	28.00	196.00	(17.70) ST		
5			05/13/10	152.54	30 508	28.00	140.00	(12.54) ST		
4			05/14/10	119.72	29.929	28.00	112.00	(7.72) ST		
46				**1,408.90**	**30.628**		**1,288.00**	**(120.90)**	**4.142**	**53.36**
4	MARRIOTT INTL INC NEW CL A	MAR	09/09/09	93 57	23.472	29.94	119.76	26.19 ST		
4			09/10/09	96.37	24.174	29.94	119.76	23.39 ST		
7			09/11/09	171.27	24.55	29.94	209.58	38.31 ST		
5			09/15/09	126.61	25.407	29.94	149 70	23.09 ST		
4			09/16/09	105.39	26.437	29.94	119.76	14.37 ST		
13			09/22/09	356.95	27.551	29.94	389.22	32.27 ST		
6			10/08/09	159.19	26.621	29.94	179.64	20.45 ST		
5			10/09/09	131.33	26.355	29.94	149.70	18.37 ST		
5			02/05/10	128.98	25.796	29.94	149.70	20.72 ST		
9			05/25/10	282.67	31.407	29.94	269.46	(13.21) ST		
62				**1,652.33**	**26.65**		**1,856.28**	**203.95**	**.534**	**9 92**
12	MASTERCARD INC	MA	09/04/09	2,474.73	206.227	199.53	2,394.36	(80.37) ST		
1			12/16/09	246.29	246.288	199.53	199.53	(46.76) ST		
1			01/15/10	261.66	261.659	199.53	199.53	(62.13) ST		
14				**2,982.68**	**213.049**		**2,793.42**	**(189.26)**	**.30**	**8.40**
4	MEAD JOHNSON NUTRITION CO	MJN	02/26/10	188.00	47.00	50.12	200.48	12.48 ST		
2			03/02/10	96.07	48.034	50.12	100.24	4.17 ST		
2			03/03/10	96.00	48.002	50.12	100.24	4.24 ST		
6			03/23/10	311.01	51.835	50.12	300.72	(10.29) ST		
3			04/21/10	155.31	51.77	50.12	150.36	(4.95) ST		
3			04/22/10	156.00	52.00	50.12	150.36	(5.64) ST		
20				**1,002.39**	**50.12**		**1,002.40**	**.01**	**1.795**	**18.00**
47	MEDCO HEALTH SOLUTIONS INC	MHS	09/04/09	2,580.70	54.908	55.08	2,588.76	8.06 ST		
6			12/16/09	383.99	63.998	55.08	330.48	(53.51) ST		
4			12/17/09	248.54	62.134	55.08	220.32	(28.22) ST		
57				**3,213.23**	**56.372**		**3,139.56**	**(73.67)**		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
90	MICROSOFT CORP	MSFT	10/20/08	$ 2,157.08	$ 23.967	$ 23.01	$ 2,070.90	($ 86.18) LT		
30			09/09/09	745.31	24.843	23.01	690.30	(55.01) ST		
16			11/09/09	461.59	28.849	23.01	368.16	(93.43) ST		
18			11/17/09	538.35	29.908	23.01	414.18	(124.17) ST		
154				**3,902.33**	**25.34**		**3,543.54**	**(358.79)**	**2.259**	**80.08**
21	MORGAN STANLEY	MS	01/07/10	693.05	33.002	23.21	487.41	(205.64) ST		
17			02/25/10	468.63	27.566	23.21	394.57	(74.06) ST		
9			03/01/10	255.11	28.345	23.21	208.89	(46.22) ST		
6			05/21/10	161.93	26.987	23.21	139.26	(22.67) ST		
53				**1,578.72**	**29.787**		**1,230.13**	**(348.59)**	**.861**	**10.60**
49	MYLAN INC	MYL	09/04/09	707.56	14.439	17.04	834.96	127.40 ST		
4			02/25/10	82.00	20.499	17.04	68.16	(13.84) ST		
10			03/02/10	213.76	21.376	17.04	170.40	(43.36) ST		
63				**1,003.32**	**15.926**		**1,073.52**	**70.20**		
18	NETAPP INC	NTAP	09/10/09	438.16	24.342	37.31	671 58	233.42 ST		
10			09/17/09	247.42	24.742	37.31	373.10	125.68 ST		
4			09/24/09	103.90	25.974	37.31	149.24	45.34 ST		
4			09/25/09	103.97	25.991	37.31	149.24	45.27 ST		
4			10/02/09	103.75	25.936	37.31	149.24	45.49 ST		
6			10/09/09	172.93	28.821	37.31	223.86	50.93 ST		
9			10/13/09	261.26	29.028	37.31	335.79	74.53 ST		
3			11/09/09	88.22	29.405	37.31	111.93	23.71 ST		
5			11/10/09	149.33	29.865	37 31	186.55	37.22 ST		
4			02/02/10	123.85	30 961	37.31	149.24	25.39 ST		
3			02/03/10	92.87	30.957	37.31	111.93	19.06 ST		
7			02/04/10	210 38	30.054	37.31	261.17	50.79 ST		
7			05/25/10	226.30	32.328	37.31	261.17	34.87 ST		
84				**2,322.34**	**27.647**		**3,134.04**	**811.70**		
30	NIKE INC CL B	NKE	02/22/08	1,803.59	60.119	67.55	2,026.50	222.91 LT		
3			10/15/09	193.05	64.351	67.55	202.65	9.60 ST		
4			10/16/09	258.61	64.651	67.55	270 20	11.59 ST		
4			02/25/10	261.02	65.256	67.55	270.20	9.18 ST		
41				**2,516.27**	**61.372**		**2,769.55**	**253.28**	**1.598**	**44.28**
33	OCCIDENTAL PETROLEUM CORP-DEL	OXY	09/04/09	2,395.00	72.576	77.15	2,545.95	150.95 ST		
3			01/22/10	231.25	77.082	77.15	231.45	.20 ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
2	OCCIDENTAL PETROLEUM CORP-DEL	OXY	01/26/10	$ 154.76	$ 77.381	$ 77.15	$ 154.30	($ 46) ST		
4			02/03/10	321.04	80.259	77.15	308.60	(12.44) ST		
4			05/25/10	309.06	77.265	77.15	308 60	(.46) ST		
46				**3,411.11**	**74.155**		**3,548.90**	**137.79**	**1.97**	**69.92**
2	POLO RALPH LAUREN CORP CL A	RL	04/05/10	176.15	88.075	72.96	145.92	(30.23) ST		
3			04/16/10	268.91	89.637	72.96	218.88	(50.03) ST		
2			04/19/10	179.17	89.583	72.96	145.92	(33.25) ST		
2			04/30/10	181.45	90.726	72.96	145 92	(35.53) ST		
3			05/04/10	273.55	91.184	72.96	218.88	(54.67) ST		
2			05/05/10	180.38	90.192	72.96	145.92	(34.46) ST		
2			05/18/10	173 16	86.579	72.96	145.92	(27.24) ST		
4			06/16/10	321.48	80.37	72.96	291.84	(29.64) ST		
20				**1,754.25**	**87.713**		**1,459.20**	**(295.05)**	**.548**	**8.00**
9	PRECISION CASTPARTS CORP	PCP	10/28/09	877.15	97.461	102 92	926.28	49.13 ST		
2			12/29/09	224.49	112.245	102.92	205.84	(18.65) ST		
6			02/04/10	644.07	107.344	102.92	617.52	(26.55) ST		
2			04/27/10	259.90	129.949	102.92	205.84	(54.06) ST		
19				**2,005 61**	**105.558**		**1,955.48**	**(50.13)**	**.116**	**2.28**
7	QUANTA SERVICES INC	PWR	05/13/10	160.16	22.879	20.65	144.55	(15.61) ST		
6			05/14/10	134.34	22.389	20.65	123.90	(10.44) ST		
6			05/17/10	133.15	22.192	20.65	123.90	(9.25) ST		
5			05/18/10	110.50	22.099	20.65	103.25	(7.25) ST		
6			05/19/10	129.41	21.568	20.65	123.90	(5.51) ST		
30				**667.56**	**22.252**		**619.50**	**(48.06)**		
29	ROCHE HLDG LTD SPON ADR	RHHBY	09/04/09	1,131.58	39.02	34.30	994.70	(136.88) ST		
7			09/29/09	285.35	40.764	34.30	240.10	(45.25) ST		
3			09/30/09	121.54	40.512	34.30	102.90	(18.64) ST		
39				**1,538.47**	**39.448**		**1,337.70**	**(200.77)**	**3.381**	**45.24**
21	SALESFORCE.COM INC	CRM	09/04/09	1,108.80	52.799	85.82	1,802.22	693.42 ST		
1			09/10/09	55.45	55.449	85.82	85.82	30.37 ST		
2			01/27/10	129.59	64.794	85.82	171.64	42.05 ST		
2			01/28/10	129.22	64.612	85.82	171.64	42.42 ST		
26				**1,423.06**	**54 733**		**2,231.32**	**808.26**		
28	SCHLUMBERGER LTD	SLB	02/22/08	2,349.68	83.917	55.34	1,549.52	(800.16) LT		
4			09/11/09	240.38	60.094	55.34	221.36	(19.02) ST		

Ref: 00002175 00052345

MorganStanley SmithBarney

Reserved
Client Statement
May 31 - June 30, 2010

CARPENTER FAMILY CARITAS FND. **Account number 370-4455C-15 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
4	SCHLUMBERGER LTD	SLB	10/13/09	$ 255.48	$ 63.87	$ 55.34	$ 221.36	($ 34.12) ST		
4			01/07/10	276.96	69.24	55.34	221.36	(55.60) ST		
10			01/08/10	702.79	70.279	55.34	553.40	(149.39) ST		
4			01/14/10	283.85	70.961	55.34	221.36	(62.49) ST		
5			01/15/10	354.27	70.854	55.34	276.70	(77.57) ST		
4			02/22/10	243.03	60.756	55.34	221.36	(21.67) ST		
2			02/23/10	121.85	60.924	55.34	110.68	(11.17) ST		
65				**4,828.29**	**74.281**		**3,597.10**	**(1,231.19)**	**1.517**	**54.60**
72	SCHWAB CHARLES CORP	SCHW	09/04/09	1,287.93	17.888	14 18	1,020.96	(266.97) ST		
15			10/16/09	271 22	18 081	14.18	212.70	(58.52) ST		
5			11/10/09	86 82	17 363	14.18	70.90	(15.92) ST		
9			12/28/09	171.27	19.03	14 18	127.62	(43.65) ST		
101				**1,817.24**	**17.992**		**1,432.18**	**(385.06)**	**1.692**	**24 24**
13	SHIRE PLC ADR	SHPGY	09/04/09	666.64	51 28	61 38	797.94	131.30 ST		
2			10/22/09	102.10	51.049	61.38	122.76	20.66 ST		
15				**768.74**	**51.249**		**920 70**	**151.96**	**.557**	**5.13**
29	SOUTHWESTERN ENERGY CO DEL	SWN	09/04/09	1,071 43	36.946	38.64	1,120.56	49.13 ST		
5			04/26/10	213.57	42.714	38.64	193.20	(20.37) ST		
34				**1,285 00**	**37.794**		**1,313.76**	**28.76**		
30	STARBUCKS CORP	SBUX	01/11/10	**692.81**	23.093	24 30	**729.00**	**36.19** ST	**1 646**	**12.00**
23	TARGET CORP	TGT	09/04/09	1,080.91	46.996	49 17	1,130.91	50.00 ST		
5			09/09/09	238.00	47.60	49.17	245.85	7.85 ST		
6			09/10/09	287.59	47.931	49.17	295.02	7 43 ST		
7			01/07/10	351.34	50.191	49.17	344.19	(7.15) ST		
3			04/09/10	167 23	55.744	49.17	147.51	(19.72) ST		
1			04/13/10	56.00	56.00	49.17	49.17	(6 83) ST		
45				**2,181.07**	**48 468**		**2,212.65**	**31.58**	**2.033**	**45.00**
43	TEVA PHARMACEUTICAL INDS LTD ADR	TEVA	09/04/09	**2,175.74**	50 598	51.99	**2,235.57**	**59.83** ST	**1.109**	**24.81**
8	TIFFANY & CO NEW	TIF	09/04/09	287.52	35.94	37.91	303.28	15.76 ST		
3			09/28/09	112.82	37.606	37.91	113.73	.91 ST		
2			10/01/09	75 88	37.942	37.91	75.82	(.06) ST		
8			01/11/10	372.88	46.61	37.91	303.28	(69.60) ST		
21				**849.10**	**40.433**		**796.11**	**(52.99)**	**2.637**	**21.00**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
4	UNILEVER PLC SPONS ADR NEW	UL	10/12/09	$ 118.54	$ 29.635	$ 26.73	$ 106.92	($ 11.62) ST		
20			10/14/09	591.36	29 567	26.73	534.60	(56.76) ST		
9			11/11/09	274.30	30.477	26.73	240.57	(33.73) ST		
10			11/24/09	303.35	30.334	26.73	267.30	(36.05) ST		
2			12/16/09	63.03	31.515	26.73	53 46	(9.57) ST		
5			12/17/09	153.95	30.79	26.73	133 65	(20.30) ST		
4			12/18/09	124.21	31.052	26.73	106.92	(17.29) ST		
54				**1,628.74**	**30.162**		**1,443.42**	**(185.32)**	**3.527**	**50.92**
11	UNION PACIFIC CORP	UNP	10/23/09	**627.45**	57.04	69.51	**764.61**	**137.16** ST	**1.899**	**14.52**
3	UNITED TECHNOLOGIES CORP	UTX	02/22/08	213.02	71.008	64.91	194.73	(18.29) LT		
11			12/18/09	763.72	69.429	64 91	714 01	(49.71) ST		
2			01/11/10	143.22	71.612	64.91	129.82	(13 40) ST		
2			03/02/10	139.60	69.80	64.91	129.82	(9.78) ST		
2			03/03/10	140.24	70.118	64.91	129.82	(10.42) ST		
4			04/19/10	293.27	73.317	64.91	259.64	(33.63) ST		
24				**1,693.07**	**70.545**		**1,557.84**	**(135 23)**	**2 619**	**40.80**
24	VERTEX PHARMACEUTICALS INC	VRTX	09/04/09	865.07	36.044	32.90	789.60	(75.47) ST		
3			06/18/10	110.08	36.693	32.90	98.70	(11.38) ST		
3			06/22/10	109.29	36.428	32.90	98.70	(10.59) ST		
30				**1,084.44**	**36.148**		**987.00**	**(97.44)**		
35	VISA INC COM CL A	V	06/10/09	2,393.80	68.394	70.75	2,476.25	82.45 LT		
5			03/03/10	433.95	86.79	70.75	353.75	(80.20) ST		
5			05/27/10	369.92	73.983	70.75	353.75	(16.17) ST		
45				**3,197.67**	**71.059**		**3,183.75**	**(13.92)**	**.706**	**22.50**
3	VMWARE INC CL A COM	VMW	10/06/09	122.81	40.936	62.59	187.77	64.96 ST		
4			10/09/09	169.20	42.30	62.59	250.36	81.16 ST		
5			10/12/09	218.33	43.666	62.59	312.95	94.62 ST		
4			10/13/09	174.54	43.636	62.59	250.36	75.82 ST		
5			10/14/09	223.97	44.793	62 59	312.95	88.98 ST		
8			10/16/09	358.97	44.871	62.59	500.72	141.75 ST		
3			10/20/09	131.98	43.992	62.59	187.77	55.79 ST		
3			10/22/09	130.05	43.35	62.59	187.77	57.72 ST		
35				**1,529.85**	**43.71**		**2,190.65**	**660.80**		
6	WHOLE FOODS MKT INC	WFMI	02/17/10	204.84	34.14	36.02	216.12	11.28 ST		
3			02/18/10	101.69	33.898	36.02	108.06	6.37 ST		

CARPENTER FAMILY CARITAS FND. **Account number 370-4455C-15 F11**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
3	WHOLE FOODS MKT INC	WFMI	02/19/10	$ 101.46	$ 33.818	$ 36.02	$ 108.06	$ 6.60 ST		
4			04/15/10	157.85	39.463	36.02	144.08	(13.77) ST		
3			04/16/10	117.40	39.133	36.02	108.06	(9.34) ST		
8			04/21/10	302.41	37.801	36.02	288.16	(14.25) ST		
27				**985.65**	**36.506**		**972.54**	**(13.11)**		
Total common stocks and options				**$ 121,658.83**			**$ 122,562.96**	**($ 1,260.44) ST**	**1.01**	
								$ 2,164.47 LT		**$ 1,240.31**
Total portfolio Value				**$ 123,300.56**			**$ 124,204.59**	**($ 1,260.44) ST**	**.99**	**$ 1,241.18**
								$ 2,164.47 LT		