Form **990-PF**

Department of the Treasury
Internal Revenue Service

# Return of Private Foundation

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

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

OMB No 1545-0052

**2009**

**For calendar year 2009, or tax year beginning** 07/01 **, 2009, and ending** 06/30, 20**10**

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

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

Name of foundation
JOHN C. MARKEY CHARITABLE FUND

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 623

City or town, state, and ZIP code
BRYAN, OH 43506

**A Employer identification number**
34-6572724

**B** Telephone number (see page 10 of the instructions)
(419) 636-4475

**C** If exemption application is pending, check here ▶ ☐

**D 1** Foreign organizations, check here ▶ ☐

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

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

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

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

**I** Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,923,130.

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

## Part I Analysis of Revenue and Expenses

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

| | | | **(a)** Revenue and expenses per books | **(b)** Net investment income | **(c)** Adjusted net income | **(d)** Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|---|
| Revenue | 1 | Contributions, gifts, grants etc received (attach schedule) | | | | |
| | 2 | Check ▶ ☐ if the foundation is **not** required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | 65. | 65. | | ATCH 1 |
| | 4 | Dividends and interest from securities | 88,655. | 88,655. | | ATCH 2 |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | -37,715. | | | |
| | b | Gross sales price for all assets on line 6a 862,487. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| | b | Less Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | 340. | 340. | | ATCH 3 |
| | 12 | **Total.** Add lines 1 through 11 | 51,345. | 89,060. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | 0. | | | |
| | 14 | Other employee salaries and wages | | | | |
| | 15 | Pension plans, employee benefits | | | | |
| | 16a | Legal fees (attach schedule) ATCH 4 | 9,331. | 2,333. | 0. | 6,998. |
| | b | Accounting fees (attach schedule) ATCH 5 | 4,550. | 1,138. | 0. | 3,412. |
| | c | Other professional fees (attach schedule) * | 28,033. | 28,033. | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see page 14 of the instructions) ** | 934. | 934. | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | 3,740. | 935. | | 2,805. |
| | 21 | Travel, conferences, and meetings | | | | |
| | 22 | Printing and publications | | | | |
| | 23 | Other expenses (attach schedule) ATCH 8 | 1,403. | | | 1,403. |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 47,991. | 33,373. | 0. | 14,618. |
| | 25 | Contributions, gifts, grants paid | 175,000. | | | 175,000. |
| | 26 | **Total expenses and disbursements** Add lines 24 and 25 | 222,991. | 33,373. | 0. | 189,618. |
| | 27 | Subtract line 26 from line 12 | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -171,646. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 55,687. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | -0- | |

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| **Part II Balance Sheets** | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions ) | Beginning of year | 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 | 49,885. | 75,509. | 75,509. |
| | 3 | Accounts receivable ▶<br>Less· allowance for doubtful accounts ▶ | | | |
| | 4 | Pledges receivable ▶<br>Less· allowance for doubtful accounts ▶ | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶<br>Less allowance for doubtful accounts ▶ | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10 a | Investments - U S and state government obligations (attach schedule) ** | 2,823,967. | 77,575. | 84,352. |
| | b | Investments - corporate stock (attach schedule) ATCH 10 | | 1,505,237. | 1,666,271. |
| | c | Investments - corporate bonds (attach schedule) ATCH 11 | | 1,043,885. | 1,096,998. |
| | 11 | Investments - land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) | | | |
| | 14 | Land, buildings, and equipment basis ▶<br>Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 | Other assets (describe ▶ ) | | | |
| | 16 | **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 2,873,852. | 2,702,206. | 2,923,130. |
| Liabilities | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| | 19 | Deferred revenue | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | |
| | 22 | Other liabilities (describe ▶ ) | | | |
| | 23 | **Total liabilities** (add lines 17 through 22) | | | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒** | | | |
| | 27 | Capital stock, trust principal, or current funds | 3,397,383. | 3,397,383. | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | -523,531. | -695,177. | |
| | 30 | **Total net assets or fund balances** (see page 17 of the instructions) | 2,873,852. | 2,702,206. | |
| | 31 | **Total liabilities and net assets/fund balances** (see page 17 of the instructions) | 2,873,852. | 2,702,206. | |

## Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|---|---|---|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 2,873,852. |
| 2 | Enter amount from Part I, line 27a | 2 | -171,646. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 2,702,206. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 2,702,206. |

**ATCH 9

## Part IV Capital Gains and Losses for Tax on Investment Income

| | (a) List and describe the kind(s) of property sold (e.g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo , day, yr ) | (d) Date sold (mo , day, yr ) |
|---|---|---|---|---|
| 1a | SEE PART IV SCHEDULE | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

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

| | | |
|---|---|---|
| 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 | -37,715. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 } | 3 | |

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|---|---|---|
| 2008 | 176,286. | 3,004,672. | 0.058671 |
| 2007 | 153,563. | 3,768,496. | 0.040749 |
| 2006 | 163,048. | 3,681,129. | 0.044293 |
| 2005 | 160,830. | 3,532,169. | 0.045533 |
| 2004 | 101,870. | 3,354,168. | 0.030371 |

| | | |
|---|---|---|
| 2 **Total** of line 1, column (d) | 2 | 0.219617 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.043923 |
| 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 | 4 | 3,043,952. |
| 5 Multiply line 4 by line 3 | 5 | 133,700. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 557. |
| 7 Add lines 5 and 6 | 7 | 134,257. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 189,618. |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.

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

| | | | | | |
|---|---|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1<br>Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions) | | | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b | | | 1 | 557. |
| c | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | | 2 | |
| 3 | Add lines 1 and 2 | | | 3 | 557. |
| 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 | 557. |
| 6 | Credits/Payments | | | | |
| a | 2009 estimated tax payments and 2008 overpayment credited to 2009 | 6a | 1,225. | | |
| b | Exempt foreign organizations-tax withheld at source | 6b | 0. | | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 0. | | |
| d | Backup withholding erroneously withheld | 6d | | | |
| 7 | Total credits and payments. Add lines 6a through 6d | | | 7 | 1,225. |
| 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 | 668. |
| 11 | Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 668. **Refunded** ▶ | | | 11 | |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | 1b | | X |
| | *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | | X |
| 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:<br>● By language in the governing instrument, or<br>● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH, | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* | 8b | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

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

| | | | | |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ JOHN C. MARKEY II Telephone no. ▶ 419-633-1424

Located at ▶ 1210 W HIGH STREET BRYAN, OH ZIP + 4 ▶ 43506

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly): | | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). | | | |
| a | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No<br>If "Yes," list the years ▶ ________ , ________ , ________ , ________ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions ) | 2b | | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.<br>▶ ________ , ________ , ________ , ________ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2009 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969, (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009 )* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | 4b | | X |

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| ATTACHMENT 12 | | 0. | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |

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

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

**Total** number of other employees paid over $50,000 ▶

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

**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than $50,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| N/A | | |
| | | |
| | | |
| | | |
| | | |

**Total** number of others receiving over $50,000 for professional services . . . . . ▶ NONE

## Part IX-A Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|---|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

## Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments See page 24 of the instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 . . . . . ▶ | |

Form **990-PF** (2009)

## Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

| | | | | | |
|---|---|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | | | |
| a | Average monthly fair market value of securities | | | 1a | 3,020,811. |
| b | Average of monthly cash balances | | | 1b | 69,496. |
| c | Fair market value of all other assets (see page 24 of the instructions) | | | 1c | 0. |
| d | **Total** (add lines 1a, b, and c) | | | 1d | 3,090,307. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | | | 2 | 0. |
| 3 | Subtract line 2 from line 1d | | | 3 | 3,090,307. |
| 4 | Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | | | 4 | 46,355. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | | | 5 | 3,043,952. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | | | 6 | 152,198. |

## Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 152,198. |
| 2a | Tax on investment income for 2009 from Part VI, line 5 | 2a | 557. | | |
| b | Income tax for 2009 (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 557. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 151,641. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | |
| 5 | Add lines 3 and 4 | | | 5 | 151,641. |
| 6 | Deduction from distributable amount (see page 25 of the instructions) | | | 6 | |
| 7 | **Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 151,641. |

## Part XII Qualifying Distributions (see page 25 of the instructions)

| | | | |
|---|---|---|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 189,618. |
| 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 | 0. |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | 0. |
| b | Cash distribution test (attach the required schedule) | 3b | 0. |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 189,618. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) | 5 | 557. |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 189,061. |

**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 page 26 of the instructions)

| | | | (a)<br>Corpus | (b)<br>Years prior to 2008 | (c)<br>2008 | (d)<br>2009 |
|---|---|---|---|---|---|---|
| 1 | Distributable amount for 2009 from Part XI, line 7 | | | | | 151,641. |
| 2 | Undistributed income, if any, as of the end of 2009 | | | | | |
| a | Enter amount for 2008 only | | | | 142,627. | |
| b | Total for prior years 20 07 ,20 06 ,20 05 | | | | | |
| 3 | Excess distributions carryover, if any, to 2009: | | | | | |
| a | From 2004 | | | | | |
| b | From 2005 | | | | | |
| c | From 2006 | | | | | |
| d | From 2007 | | | | | |
| e | From 2008 | 0. | | | | |
| f | **Total** of lines 3a through e | | 0. | | | |
| 4 | Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 189,618. | | | | | |
| a | Applied to 2008, but not more than line 2a | | | | 142,627. | |
| b | Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | | | | |
| c | Treated as distributions out of corpus (Election required - see page 26 of the instructions) | | | | | |
| d | Applied to 2009 distributable amount | | | | | 46,991. |
| e | Remaining amount distributed out of corpus | | 0. | | | |
| 5 | Excess distributions carryover applied to 2009<br>*(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 | | | | | |
| 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 | | | | | |
| d | Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions | | | | | |
| e | Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions | | | | | |
| f | Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 | | | | | 104,650. |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | | |
| 8 | Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) | | | | | |
| 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 | 0. | | | | |

## Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

ATTACHMENT 13

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

LETTER OF REQUEST AND COPY OF IRS TAX EXEMPT LETTER

c Any submission deadlines:

NONE

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

ATTACHMENT 14

**Part XV Supplementary Information** (continued)

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

| Recipient<br>Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|---|---|
| **a** *Paid during the year* | | | | |
| SEE ATTACHED SCHEDULE | | | | 175,000. |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3a** | | | | 175,000. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3b** | | | | |

## Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions ) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue· | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 65. | |
| 4 Dividends and interest from securities | | | 14 | 88,655. | |
| 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 | | | 01 | 340. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | -37,715. | |
| 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) | | | | 51,345. | |

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 51,345.

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

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

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

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

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

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

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

**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 11-15-10 | Title Secretary

**Paid Preparer's Use Only**

| | | | |
|---|---|---|---|
| Preparer's signature Chris H. Ohmer | Date 11/10/11 | Check if self-employed ▶ ☒ | Preparer's identifying number (See **Signature** on page 30 of the instructions)<br>P00788993 |
| Firm's name (or yours if self-employed), address, and ZIP code | C.A. RHODES & CO. LLC<br>27 HAMPTON LANE<br>CINCINNATI, OH 45208 | | EIN ▶ 20-5442765<br>Phone no 513-871-4048 |

# JOHN C. MARKEY CHARITABLE FUND

## 2009 DISTRIBUTIONS

| ORGANIZATION | ADDRESS Fnd. Status | TYPE | AMOUNT |
|---|---|---|---|
| | | | |
| F O P Capt Custar Lodge No 181 | 103 N. Beech St , Bryan, OH 43506 509(a)(1) | Civic | $750 |
| Community Hospitals & Wellness Centers of Williams Co. | 433 W High St., Bryan, OH 435006 | Civic | $10,000 |
| Bryan Area Foundation | 516 E. High St., Bryan, OH 43506 | Civic | $50,000 |
| A Leg To Stand On | 267 Fifth Ave , Suite 301, New York, NY 10016 | Humanitarian | $3,000 |
| Bryan City Police | 102 N Beech Street, Bryan, OH 43506 | Civic | $1,000 |
| Children's Hope International | 11780 Borman Dr , St. Loouis, MO 63146 509(a)(2) | Humanitarian | $3,000 |
| DeKalb Co Community Foundation | 650 W North St , P O box 285, Auburn, IN 46706 509(a)(1) | Civic | $10,000 |
| Heifer Project International | P O Box 808, Little Rock,AR 72202-0808 | Humanitarian | $3,000 |
| Public Library of Charlotte Mecklinburg Co | 310 N Tryon St , Charlotte, NC 28202-2176 | Civic | $1,500 |
| Sarah's House | P O Box 907, Bryan, OH 43506 | Civic | $1,250 |
| Toledo Symphony | 1838 Parkwood Ave #310, Toledo, OH43624-2502 | Arts | $1,500 |
| Williams Co YMCA | One Faber Drive, Bryan, OH 43506 | Civic | $5,000 |
| Berkeley Divinity School | 409 Prospect St , New Haven, CT 06511 | Educational | $40,000 |
| Marlborough School | 350 S Rossmore Ave , Los Angeles, CA 90004 | Educational | $5,000 |
| Choate Rosemary Hall | 333 C hristian St., Wallingford, CT 06492 | Educational | $15,000 |
| Library Foundation of Los Angeles | 830 West Fifth Street, Los Angeles, CA 90071 | Civic | $3,500 |
| Grand Traverse Regional Land Conservancy | 3960 No Long Lake Road, Traverse City, MI 49684-9601 | Conservation | $2,500 |
| Interlochen Center for the Arts | P O Box 199, Interlochen, MI 49643 | Arts | $1,000 |
| Benzie Area Christian Neighbors | 2839 Benzie Highway, Benzonia, MI 49616 | Religious | $5,000 |
| Los Angeles Philharmonic | 111 So Grand Ave , Los Angeles, CA 90012 | Arts | $3,000 |
| Wesley United Methodist Church | 930 Center Street, Bryan, OH 43506 | Religious | $10,000 |
| | | | |
| | | | $175,000 |

JOHN C. MARKEY CHARITABLE FUND 34-6572724

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

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | SALE OF PUBLICLY TRADED SECURITIES | | | | | VAR | VAR |
| 862,487. | | 900,202. | | | | | -37,715. | |
| TOTAL GAIN(LOSS) ...... | | | | | | | -37,715. | |

ATTACHMENT 1

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| PNC CHECKING | 63. | 63. |
| MSSB CHECKING | 2. | 2. |
| TOTAL | 65. | 65. |

ATTACHMENT 2

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| PNC ACCOUNT 09-40-T086-00-4 | 29,828. | 29,828. |
| MSSB #400-021149-123 | 58,827. | 58,827. |
| TOTAL | 88,655. | 88,655. |

ATTACHMENT 3

## FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| CLASS ACTION SETTLEMENT AND MISC | | 340. | 340. |
| | TOTALS | 340. | 340. |

ATTACHMENT 4

## FORM 990PF, PART I - LEGAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| LEGAL FEES | 9,331. | 2,333. | | 6,998. |
| TOTALS | 9,331. | 2,333. | 0. | 6,998. |

ATTACHMENT 5

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| BOOKEEPING AND TAX RETURN PREP | 4,550. | 1,138. | | 3,412. |
| TOTALS | 4,550. | 1,138. | 0. | 3,412. |

ATTACHMENT 6

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| INVESTMENT FEES & BANK FEES | 28,033. | 28,033. |
| TOTALS | 28,033. | 28,033. |

ATTACHMENT 7

FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FOREIGN TAX WITHHELD ON DIV | 934. | 934. |
| TOTALS | 934. | 934. |

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | | REVENUE AND EXPENSES PER BOOKS | CHARITABLE PURPOSES |
|---|---|---|---|
| PHONE | | 992. | 992. |
| POSTAGE | | 211. | 211. |
| ANNUAL FILING FEE | | 200. | 200. |
| | TOTALS | 1,403. | 1,403. |

ATTACHMENT 8

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

ATTACHMENT 9

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| SEE STATEMENTS ATTACHED | 2,823,967. | | |
| FEDERAL HOME LOAN BK | | 77,575. | 84,352. |
| US OBLIGATIONS TOTAL | 2,823,967. | 77,575. | 84,352. |

JOHN C. MARKEY CHARITABLE FUND 34-6572724

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 10

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| STOCKS | 1,157,470. | 1,296,387. |
| MUTUAL FUNDS | 347,767. | 369,884. |
| TOTALS | 1,505,237. | 1,666,271. |

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 11

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| CORPORATE BONDS | 1,018,645. | 1,077,118. |
| FIXED RATE CAPITAL SECURITIES | 25,240. | 19,880. |
| TOTALS | 1,043,885. | 1,096,998. |

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

ATTACHMENT 12

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION |
|---|---|---|
| CARL T. ANDERSON<br>515 S FLOWER ST. 25TH FLOOR<br>LOS ANGELES, CA 90071 | PRESIDENT/SECRETARY | 0. |
| PHILIP LISLE<br>PO BOX 623<br>BRYAN, OH 43506 | VICE PRESIDENT | 0. |
| JOHN CLIFTON MARKEY II<br>1800 CAMDEN ROAD SUITE 106<br>CHARLOTTE, NC 28203 | TREASURER | 0. |
|  | GRAND TOTALS | 0. |

ATTACHMENT 13

## FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JOHN C. MARKEY II
PO BOX 623
BRYAN, OH 43506

ATTACHMENT 14

## 990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AS SET FORTH IN BY-LAWS: RELIGIOUS, CHARITABLE, EDUCATIONAL, LITERARY, OR SCIENTIFIC

**SCHEDULE D**
**(Form 1041)**

Department of the Treasury
Internal Revenue Service

# Capital Gains and Losses

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

OMB No 1545-0092

**2009**

Name of estate or trust
JOHN C. MARKEY CHARITABLE FUND

**Employer identification number**
34-6572724

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

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

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

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

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

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

| | | | |
|---|---|---|---|
| b | Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | -37,715. |
| 7 | Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | 7 | |
| 8 | Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 8 | |
| 9 | Capital gain distributions | 9 | |
| 10 | Gain from Form 4797, Part I | 10 | |
| 11 | Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet | 11 | ( ) |
| 12 | **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶ | 12 | -37,715. |

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

**Schedule D (Form 1041) 2009**

JSA
9F1210 2 000

| **Part III** Summary of Parts I and II<br>**Caution:** *Read the instructions **before** completing this part.* | | (1) Beneficiaries' (see page 5) | (2) Estate's or trust's | (3) Total |
|---|---|---|---|---|
| 13 **Net short-term gain or (loss)** | 13 | | | |
| 14 **Net long-term gain or (loss):** | | | | |
| a Total for year | 14a | | | -37,715. |
| b Unrecaptured section 1250 gain (see line 18 of the wrksht ) | 14b | | | |
| c 28% rate gain | 14c | | | |
| 15 **Total net gain or (loss).** Combine lines 13 and 14a ▶ | 15 | | | -37,715. |

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

## Part IV Capital Loss Limitation

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

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

## Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17. If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,300 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?
☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box.
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% ( 15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

| Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | **Employer identification number** |
|---|---|
| JOHN C. MARKEY CHARITABLE FUND | 34-6572724 |

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

| **(a)** Description of property (Example 100 sh 7% preferred of "Z" Co ) | **(b)** Date acquired (mo , day, yr ) | **(c)** Date sold (mo , day, yr ) | **(d)** Sales price (see page 4 of the instructions) | **(e)** Cost or other basis (see page 4 of the instructions) | **(f) Gain or (loss)** Subtract (e) from (d) |
|---|---|---|---|---|---|
| **6a** SALE OF PUBLICLY TRADED SECURITIES | | | 862,487. | 900,202. | -37,715. |
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| **6b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . . . . . . . . . . . . . . . | | | | | -37,715. |

## Holdings

Custom Portfolio Active Assets Account THE JOHN C MARKEY CHARITABLE FUND
ATTENTION: JOHN C MARKEY

*The "Market Value" and "Unrealized Gain/(Loss)" figures shown are representative values as of the last business day of the period shown above which may not reflect the value that could actually be obtained in the market See "Pricing of Securities" in the Disclosures section at the end of this statement*

*Estimated annual income and estimated yield for certain securities can include return of principal or capital gains which could overstate such estimates Estimated yield and estimated annual income are estimates and the actual income or yield may be lower or higher than the estimates Estimated yield reflects only the income generated by an investment It does not reflect changes in its price, which may fluctuate*

*If you hold structured products, please refer to the Special Considerations Regarding Structured Products section of the Disclosure section*

*Gain/loss information is provided for informational purposes only and should not be used for tax preparation. Please refer to the gain/loss section of the disclosures for important information about gain/loss reporting.*

*From January through September, realized gain/loss information will be shown only for trades settling in the current month, and/or certain adjustments (to previously closed lots) made in the current month From October through December, in order to provide information for year-end investment planning, complete year to date realized gain/loss detail will be displayed for trades settling through the last business day of the year*

## CASH, DEPOSITS AND MONEY MARKET FUNDS

| Description | Value | Estimated Annual Income | 7-Day Current Yield % | Annual Percentage Yield % |
|---|---|---|---|---|
| **CASH** | **$(19,670.09)** | | | |
| **MORGAN STANLEY BANK N.A. #** | **91,803.09** | 138 00 | — | 0 150 |

| | Percentage of Assets % | Market Value | Estimated Annual Income<br>*Accrued Income* |
|---|---|---|---|
| TOTAL CASH, DEPOSITS AND MONEY MARKET FUNDS | **2.5%** | **$72,133.00** | **$138.00**<br>**$0.00** |

TOTAL CASH, DEPOSITS, MMFS (CREDIT) $91,803 09
TOTAL CASH, DEPOSITS, MMFS (DEBIT) $(19,670 09)

*# Bank deposits are at Morgan Stanley Bank, N A and Morgan Stanley Trust (Members FDIC), affiliates of Morgan Stanley Smith Barney*

*Cash holdings shown exclude cash holdings in custody at another firm for which you receive a separate statement*

## STOCKS

### COMMON STOCKS

| Security Description | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|
| **3M COMPANY (MMM)**<br>*Share Price $78 990, Next Dividend Payable 09/10* | 200 000 | $15,556 00 | **$15,798.00** | $242 00 | $420 00 | 2 65 |
| **ABBOTT LABORATORIES (ABT)**<br>*Share Price $46 780, Next Dividend Payable 08/10* | 800 000 | 31,203 68 | **37,424.00** | 6,220 32 | 1,408 00 | 3 76 |
| **ACE LTD (ACE)**<br>*Share Price $51 480, Next Dividend Payable 07/10* | 700 000 | 33,456 00 | **36,036.00** | 2 580 00 | 924 00 | 2 56 |

CONTINUED

## STOCKS

### COMMON STOCKS (CONTINUED)

| Security Description | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|
| **ALCOA INC (AA)**<br>*Share Price. $10 060, Next Dividend Payable 08/10* | 1,000 000 | 28,304 00 | **10,060.00** | (18,244 00) | 120 00 | 1 19 |
| **AMERICAN ELECTRIC POWER CO (AEP)**<br>*Share Price. $32 300, Next Dividend Payable 09/10* | 200 000 | 7,287 60 | **6,460.00** | (827 60) | 336 00 | 5 20 |
| **AMGEN INC (AMGN)**<br>*Share Price $52 600* | 200 000 | 11,325 92 | **10,520.00** | (805 92) | — | — |
| **AT&T INC (T)**<br>*Share Price· $24 190; Next Dividend Payable 08/10* | 1,000 000 | 23,543 24 | **24,190.00** | 646 76 | 1,680 00 | 6 94 |
| **BANK OF AMERICA CORP (BAC)**<br>*Share Price. $14 370, Next Dividend Payable 09/10* | 400 000 | 6,364 00 | **5,748.00** | (616 00) | 16 00 | 0 27 |
| **BAXTER INTL INC (BAX)**<br>*Share Price· $40 640, Next Dividend Payable 07/01/10* | 100 000 | 5,709 85 | **4,064.00** | (1,645 85) | 116 00 | 2 85 |
| **CHEVRON CORP (CVX)**<br>*Share Price. $67 860; Next Dividend Payable 09/10* | 100 000 | 7,693 80 | **6,786.00** | (907 80) | 288 00 | 4 24 |
| **CISCO SYS INC (CSCO)**<br>*Share Price $21 310* | 1,000 000 | 33,062 50 | **21,310.00** | (11,752 50) | — | — |
| **COCA COLA CO (KO)**<br>*Share Price $50 120, Next Dividend Payable 07/01/10* | 200 000 | 11,361 60 | **10,024 00** | (1,337 60) | 352 00 | 3 51 |
| **COLGATE PALMOLIVE CO (CL)**<br>*Share Price· $78 760, Next Dividend Payable 08/10* | 300 000 | 15,992 01 | **23,628.00** | 7,635 99 | 636 00 | 2 69 |
| **CONOCOPHILLIPS (COP)**<br>*Share Price $49 090, Next Dividend Payable 09/10* | 865 000 | 26 804 40 | **42,462.85** | 15,658 45 | 1,903 00 | 4 48 |
| **COVIDIEN PLC NEW (COV)**<br>*Share Price $40 180, Next Dividend Payable 08/10* | 100 000 | 5,001 63 | **4,018.00** | (983 63) | 72 00 | 1 79 |
| **CVS CAREMARK CORP (CVS)**<br>*Share Price $29 320; Next Dividend Payable 08/10* | 750 000 | 7,774 42 | **21,990.00** | 14,215 58 | 262 50 | 1 19 |
| **DOMINION RES INC (NEW) (D)**<br>*Share Price. $38 740, Next Dividend Payable 09/10* | 800 000 | 22,044 00 | **30,992.00** | 8,948 00 | 1,464 00 | 4 72 |
| **DU PONT EI DE NEMOURS & CO (DD)**<br>*Share Price $34 590, Next Dividend Payable 09/10* | 400 000 | 14 988 00 | **13,836.00** | (1,152 00) | 656 00 | 4 74 |

CONTINUED

## STOCKS

### COMMON STOCKS (CONTINUED)

| Security Description | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|
| **EXELON CORP (EXC)**<br>*Share Price $37 970, Next Dividend Payable 09/10* | 600 000 | 19,894 50 | **22,782.00** | 2,887 50 | 1,260 00 | 5 53 |
| **EXXON MOBIL CORP (XOM)**<br>*Share Price $57 070, Next Dividend Payable 09/10* | 200 000 | 14,843 42 | **11,414.00** | (3,429 42) | 352 00 | 3 08 |
| **GENERAL ELECTRIC CO (GE)**<br>*Share Price. $14 420, Next Dividend Payable 07/26/10* | 200 000 | 3,193 24 | **2,884.00** | (309 24) | 80 00 | 2 77 |
| **HONEYWELL INTERNATIONAL INC (HON)**<br>*Share Price· $39 030, Next Dividend Payable 09/10* | 500 000 | 14,820 00 | **19,515.00** | 4,695 00 | 605 00 | 3 10 |
| **ISHARES COHEN&STEERS RL MJR FD (ICF)**<br>*Share Price $54 910, Next Dividend Payable 09/10* | 96 000 | 4,964 16 | **5,271.36** | 307 20 | 176 83 | 3 35 |
| **ISHARES MSCI GROWTH INDX FD (EFG)**<br>*Share Price· $48 070, Next Dividend Payable 12/10* | 225 000 | 12,519 17 | **10,815.75** | (1,703.42) | 237 83 | 2 19 |
| **ISHARES MSCI VALUE INDX FD (EFV)**<br>*Share Price. $41.230, Next Dividend Payable 12/10* | 246 000 | 12 577 95 | **10,142.58** | (2,435 37) | 380 81 | 3 75 |
| **ISHARES NASDAQ BIOTECH FUND (IBB)**<br>*Share Price· $77 520, Next Dividend Payable 09/10* | 100 000 | 8,451 00 | **7,752.00** | (699 00) | — | — |
| **ISHARES RUSSELL 2000 INDEX FD (IWM)**<br>*Share Price· $61 115* | 780 000 | 44,154 48 | **47,669.70** | 3,515 22 | 585 78 | 1 22 |
| **ISHARES S&P GSCI COMMODITY (GSG)**<br>*Share Price. $27 790* | 160 000 | 5 002 80 | **4,446.40** | (556 40) | — | — |
| **JACOBS ENGINEERING GROUP INC (JEC)**<br>*Share Price $36 440* | 600 000 | 11,139 00 | **21,864.00** | 10,725 00 | — | — |
| **JOHNSON & JOHNSON (JNJ)**<br>*Share Price $59 060, Next Dividend Payable 09/10* | 300 000 | 18,773 13 | **17,718.00** | (1,055 13) | 648 00 | 3 65 |
| **JOHNSON CONTROLS INCORPORATED (JCI)**<br>*Share Price· $26 870, Next Dividend Payable 07/02/10* | 400 000 | 11,624 80 | **10,748.00** | (876 80) | 208 00 | 1 93 |
| **JOY GLOBAL INC (JOYG)**<br>*Share Price· $50 090, Next Dividend Payable 09/10* | 500 000 | 21,115 13 | **25,045.00** | 3,929 87 | 350 00 | 1 39 |
| **JPMORGAN CHASE & CO (JPM)**<br>*Share Price $36 610, Next Dividend Payable 07/10* | 900 000 | 37,118 00 | **32,949.00** | (4,169 00) | 180 00 | 0 54 |

CONTINUED

## STOCKS

### COMMON STOCKS (CONTINUED)

| Security Description | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|
| **KELLOGG CO (K)**<br>*Share Price. $50 300, Next Dividend Payable 09/10* | 100 000 | 5,375 28 | **5,030.00** | (345 28) | 150 00 | 2 98 |
| **KOHLS CORPORATION WISC (KSS)**<br>*Share Price $47 500* | 500 000 | 24,308 55 | **23,750.00** | (558 55) | — | — |
| **KROGER CO (KR)**<br>*Share Price $19 690; Next Dividend Payable 09/10* | 500 000 | 12,908 10 | **9,845.00** | (3,063 10) | 190 00 | 1 92 |
| **MATERIALS SEL SECT SPDR FD (XLB)**<br>*Share Price $28 370; Next Dividend Payable 09/10* | 300 000 | 11,715 00 | **8,511.00** | (3,204 00) | 155 70 | 1 82 |
| **MC DONALDS CORP (MCD)**<br>*Share Price $65 870, Next Dividend Payable 09/10* | 200 000 | 12,901 60 | **13,174 00** | 272 40 | 440 00 | 3 33 |
| **MC GRAW HILL COS INC (MHP)**<br>*Share Price. $28 140; Next Dividend Payable 09/10* | 300 000 | 8 494 50 | **8,442.00** | (52 50) | 282 00 | 3 34 |
| **MEDCO HEALTH SOLUTIONS INC (MHS)**<br>*Share Price $55 080* | 800 000 | 13,116 00 | **44,064.00** | 30,948 00 | — | — |
| **METLIFE INCORPORATED (MET)**<br>*Share Price· $37 760; Next Dividend Payable 12/10* | 200 000 | 6,258 00 | **7,552.00** | 1,294 00 | 148 00 | 1 95 |
| **MICROCHIP TECHNOLOGY INC (MCHP)**<br>*Share Price $27 740, Next Dividend Payable 09/10* | 400 000 | 14,936 00 | **11,096.00** | (3,840 00) | 547 20 | 4 93 |
| **MICROSOFT CORP (MSFT)**<br>*Share Price $23 010, Next Dividend Payable 09/10* | 1,000 000 | 39,615 00 | **23,010.00** | (16 605 00) | 520 00 | 2.25 |
| **NABORS INDUSTRIES LTD NEW (NBR)**<br>*Share Price $17 620* | 900 000 | 27,045 00 | **15,858.00** | (11 187 00) | — | — |
| **NIKE INC B (NKE)**<br>*Share Price $67 550, Next Dividend Payable 07/01/10* | 100 000 | 6,330 40 | **6,755.00** | 424 60 | 108 00 | 1 59 |
| **NOKIA CP ADR (NOK)**<br>*Share Price $8 150* | 500 000 | 11,116 00 | **4,075.00** | (7,041 00) | 175.50 | 4 30 |
| **NORFOLK SOUTHERN CORP (NSC)**<br>*Share Price $53 050, Next Dividend Payable 09/10* | 200 000 | 10,307 88 | **10,610.00** | 302 12 | 272 00 | 2 56 |
| **OCCIDENTAL PETROLEUM CORP DE (OXY)**<br>*Share Price $77 150, Next Dividend Payable 07/15/10* | 800 000 | 17,940 00 | **61,720.00** | 43 780 00 | 1,216 00 | 1 97 |

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## STOCKS

### COMMON STOCKS (CONTINUED)

| Security Description | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|
| **ORACLE CORP (ORCL)**<br>*Share Price $21 460, Next Dividend Payable 08/10* | 3,000 000 | 48,452 50 | **64,380.00** | 15,927 50 | 600 00 | 0.93 |
| **PEPSICO INC NC (PEP)**<br>*Share Price· $60 950, Next Dividend Payable 09/10* | 600 000 | 35,856 00 | **36,570.00** | 714 00 | 1,152 00 | 3.15 |
| **PHILIP MORRIS INTL INC (PM)**<br>*Share Price. $45 840, Next Dividend Payable 07/09/10* | 400 000 | 20,468 40 | **18,336.00** | (2,132 40) | 928 00 | 5 06 |
| **PROCTER & GAMBLE (PG)**<br>*Share Price. $59 980, Next Dividend Payable 08/10* | 700 000 | 32,359 89 | **41,986.00** | 9,626.11 | 1,348 90 | 3 21 |
| **SPDR GOLD TR GOLD SHS (GLD)**<br>*Share Price. $121 680* | 200 000 | 23 670 84 | **24,336.00** | 665 16 | — | — |
| **STATE STREET CORP (STT)**<br>*Share Price $33 820, Next Dividend Payable 07/16/10* | 300 000 | 12,546 00 | **10,146.00** | (2,400 00) | 12 00 | 0 11 |
| **TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)**<br>*Share Price $9 760* | 2,744 000 | 21,759 48 | **26,781.44** | 5,021 96 | 2,027 82 | 7.57 |
| **TEVA PHARMACEUTICALS ADR (TEVA)**<br>*Share Price $51 990* | 600 000 | 18,462 00 | **31,194.00** | 12,732 00 | 346 20 | 1 10 |
| **TEXAS INSTRUMENTS (TXN)**<br>*Share Price $23 280, Next Dividend Payable 08/10* | 1,000 000 | 16,400 00 | **23,280.00** | 6,880 00 | 480 00 | 2 06 |
| **VANGUARD EMRG MKTS ETF (VWO)**<br>*Share Price· $37 990; Next Dividend Payable 12/10* | 2 295 000 | 85 167 61 | **87,187.05** | 2,019 44 | 1,250 78 | 1 43 |
| **VARIAN MEDICAL SYS INC (VAR)**<br>*Share Price. $52 280* | 600 000 | 25,475 01 | **31,368.00** | 5,892 99 | — | — |
| **WAL MART STORES INC (WMT)**<br>*Share Price $48 070; Next Dividend Payable 09/10* | 300 000 | 15 980 38 | **14,421.00** | (1,559 38) | 363 00 | 2 51 |
| **WEATHERFORD INTERNATIONAL LTD (WFT)**<br>*Share Price $13 140* | 800 000 | 8,444 00 | **10,512.00** | 2,068 00 | — | — |
| **WELLS FARGO & CO NEW (WFC)**<br>*Share Price $25 600; Next Dividend Payable 09/10* | 1,600 000 | 17,482 00 | **40,960.00** | 23,478 00 | 320 00 | 0 78 |
| **WISCONSIN ENERGY CORP (WEC)**<br>*Share Price $50 740, Next Dividend Payable 09/10* | 100 000 | 4,913 80 | **5,074.00** | 160 20 | 160 00 | 3 15 |

| | Percentage of Assets % | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| TOTAL STOCKS | 44.4% | $1,157,468 65 | $1,296,387.13 | $138,918.48 | $28,910.85<br>$0 00 | 2.23% |

## CORPORATE FIXED INCOME

### CORPORATE BONDS

| Security Description | Face Value | Orig. Total Cost<br>Adj. Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| **HOME DEPOT INC SR NOTES** | 100,000 000 | $100,035 00 | | | $5,200 00 | 5 07 |
| CUSIP 437076AN2 | | $100,006 30 | **$102,518.00** | $2,511 70 | $1,718 88 | |
| *Unit Price: $102 518; Coupon Rate 5 200%, Matures 03/01/11; Int Semi-Annually Mar/Sep 01, Yield to Maturity 1 405%: Moody BAA1 S&P BBB+; Issued 03/24/06* | | | | | | |
| **SLM CORP** | 100,000 000 | 98,894 00 | | | 5,125 00 | 5 20 |
| CUSIP 78442FAB4 | | 98,894 00 | **98,511.00** | (383 00) | 1,751 04 | |
| *Unit Price $98 511, Coupon Rate 5 125%, Matures 08/27/12; Int Semi-Annually Feb/Aug 27, Yield to Maturity 5 866%; Moody BA1 S&P BBB-; Issued 08/27/02* | | | | | | |
| **GOLDMAN SACHS GROUP INC** | 200,000 000 | 199,384 00 | | | 10,500 00 | 4 98 |
| CUSIP 38141GDB7 | | 199,384 00 | **210,496.00** | 11,112 00 | 2 595 83 | |
| *Unit Price: $105 248, Coupon Rate 5 250%, Matures 04/01/13, Int Semi-Annually Apr/Oct 01, Yield to Maturity 3 240%, Moody A1 S&P A, Issued 03/31/03* | | | | | | |
| **BANK OF AMERICA** | 100,000 000 | 97,644 00 | | | 5,375 00 | 5 11 |
| CUSIP 060505BM5 | | 97,644 00 | **105,041.00** | 7,397 00 | 223 95 | |
| *Unit Price: $105 041, Coupon Rate 5 375%, Matures 06/15/14, Int Semi-Annually Jun/Dec 15, Yield to Maturity 3 985%, Moody A2 S&P A, Issued 06/08/04* | | | | | | |
| **JP MORGAN CHASE & CO** | 50,000 000 | 52,715 50 | | | 2 625 00 | 4 92 |
| CUSIP 46625HAX8 | | 52,426 09 | **53,348.00** | 921 91 | 430 20 | |
| *Unit Price $106 696, Coupon Rate 5 250%, Matures 05/01/15, Int Semi-Annually May/Nov 01; Yield to Maturity 3 723%, Moody A1 S&P A; Issued 04/24/03* | | | | | | |
| **VERIZON COMMUNICATIONS** | 100,000 000 | 97,344 00 | | | 5 550 00 | 4.95 |
| CUSIP 92343VAC8 | | 97,344 00 | **112,001.00** | 14,657 00 | 2,081 25 | |
| *Unit Price. $112 001, Coupon Rate 5 550%, Matures 02/15/16, Int Semi-Annually Feb/Aug 15, Yield to Maturity 3 201%, Moody A3 S&P A, Issued 02/15/06* | | | | | | |
| **CISCO SYSTEMS INC** | 50,000 000 | 51,529 50 | | | 2,750 00 | 4 77 |
| CUSIP 17275RAC6 | | 51,112 78 | **57,599.50** | 6,486 72 | 977 77 | |
| *Unit Price $115 199, Coupon Rate 5 500%, Matures 02/22/16, Int Semi-Annually Feb/Aug 22, Yield to Maturity 2 588%, Moody A1 S&P A+, Issued 02/22/06* | | | | | | |
| **JOHNSON & JOHNSON** | 50,000 000 | 55,963 00 | | | 2,775.00 | 4 75 |
| CUSIP 478160AQ7 | | 55,719 89 | **58,386.00** | 2,666 11 | 1,040 62 | |
| *Unit Price $116 772, Coupon Rate 5 550%, Matures 08/15/17, Int Semi-Annually Feb/Aug 15, Yield to Maturity 2 925%, Moody AAA S&P AAA, Issued 08/16/07* | | | | | | |
| **ABBOTT LABORATORIES** | 50,000 000 | 55,401 50 | | | 2 800 00 | 4 82 |
| CUSIP 002819AB6 | | 55,145 48 | **58,038.50** | 2,893 02 | 233 33 | |
| *Unit Price $116 077, Coupon Rate 5 600%, Matures 11/30/17, Int Semi-Annually May/Nov 30, Yield to Maturity 3 152%, Moody A1 (-) S&P AA, Issued 11/09/07* | | | | | | |

CONTINUED

## CORPORATE FIXED INCOME

### CORPORATE BONDS (CONTINUED)

| Security Description | Face Value | Orig. Total Cost<br>Adj. Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| **AT&T INC** | 50,000 000 | 52,309 50 | | | 2,750 00 | 4 97 |
| CUSIP 00206RAJ1 | | 52,158 90 | 55,291.50 | 3,132 60 | 1,138 19 | |
| *Unit Price $110 583, Coupon Rate 5 500%; Matures 02/01/18, Int Semi-Annually Feb/Aug 01, Yield to Maturity 3 876%, Moody A2 S&P A, Issued 02/01/08* | | | | | | |
| **CONOCOPHILLIPS** | 50,000 000 | 52,310 35 | | | 2,600 00 | 4 69 |
| CUSIP 20825CAN4 | | 52,164 44 | 55,392.00 | 3,227 56 | 325 00 | |
| *Unit Price $110 784, Coupon Rate 5 200%, Matures 05/15/18, Int Semi-Annually May/Nov 15, Yield to Maturity 3 614%, Moody A1 S&P A, Issued 05/08/08* | | | | | | |
| **MCDONALD'S CORP** | 50 000 000 | 53,238 50 | | | 2,500 00 | 4.48 |
| CUSIP 58013MEG5 | | 53,109 20 | 55,706.00 | 2,596 80 | 1 034 72 | |
| *Unit Price $111 412, Coupon Rate 5 000%, Matures 02/01/19, Int Semi-Annually Feb/Aug 01, Yield to Maturity 3 452% Moody A3 S&P A; Issued 01/16/09* | | | | | | |
| **PROCTER & GAMBLE CO** | 50 000 000 | 51,876 50 | | | 2,350 00 | 4 28 |
| CUSIP 742718DN6 | | 51,767 74 | 54,789.50 | 3,021 76 | 881 25 | |
| *Unit Price $109 579, Coupon Rate 4 700%, Matures 02/15/19; Int Semi-Annually Feb/Aug 15, Yield to Maturity 3 408%, Moody AA3 S&P AA-, Issued 02/06/09* | | | | | | |
| **TOTAL CORPORATE BONDS** | | **$1,018,645.35** | | | **$52,900.00** | **4.91%** |
| | | **$1,016,876.82** | **$1,077,118.00** | **$60,241.18** | **$14,432.03** | |

### FIXED-RATE CAPITAL SECURITIES

| Security Description | Face Value | Orig. Total Cost<br>Adj. Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| **MERRILL LYNCH CAPITAL TRUST I 6.45** | 1,000 000 | $25,240 00 | | | $1,612 50 | 8 11 |
| **EXTENDABLE TO 12/15/2086** | | $25,240 00 | $19,880.00 | $(5,360 00) | — | |
| CUSIP 590199204 | | | | | | |
| *Unit Price $19 880, Coupon Rate 6 450%; Matures 12/15/66, Interest Paid Quarterly Jun 15, Callable $25 00 on 12/15/11, Moody BAA3 S&P BB* | | | | | | |

| | Percentage of Assets % | Orig. Total Cost<br>Adj. Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| TOTAL CORPORATE FIXED INCOME | 37.6% | $1,043,885.35 | | | $54,512.50 | 4.97% |
| | | $1,042,116.82 | $1,096,998.00 | $54,881.18 | $14,432 03 | |

*Watchlist and CreditWatch Indicators (*) = developing/uncertain (+) = On Watchlist/CreditWatch Upgrade (-) = On Watchlist/CreditWatch Downgrade*
*For more information on Watchlist and CreditWatch Indicators, please go to our website at www morganstanley com/bondratings or contact your financial advisor*

## GOVERNMENT SECURITIES

### FEDERAL AGENCIES

| Security Description | Face Value | Orig. Total Cost<br>Adj. Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>*Accrued Income* | Yield % |
|---|---|---|---|---|---|---|
| **FED HOME LN BK** | 75,000 000 | $77,575 20 | | | $3,562 50 | 4 22 |
| CUSIP 3133XHZK1 | | $76,980 34 | **$84,351.75** | $7,371 41 | $138 54 | |

*Unit Price· $112 469; Coupon Rate 4 750%, Matures 12/16/16, Int Semi-Annually Jun/Dec 16, Yield to Maturity 2.638%, Moody AAA S&P AAA, Issued 12/01/06*

| | Percentage of Assets % | Orig. Total Cost<br>Adj Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>*Accrued Income* | Yield % |
|---|---|---|---|---|---|---|
| TOTAL GOVERNMENT SECURITIES | **2.9%** | **$77,575.20** | | | **$3,562.50** | **4.22%** |
| | | **$76,980.34** | **$84,351 75** | **$7,371.41** | **$138.54** | |

## MUTUAL FUNDS

### OTHER MUTUAL FUNDS

| Security Description | | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|---|
| **AMERICAN EUROPACIFIC GRW F (AEGFX)** | **Purchases** | 1,296 828 | $49,054 06 | **$43,832.79** | $(5,221 27) | | |
| Reinvestments | | 17 467 | 667 75 | 590 38 | (77 37) | | |
| | **Total** | 1,314 295 | 49,721 81 | **44,423.17** | (5,298 64) | 832 00 | 1 87 |
| Market Value vs Total Purchases +<br>Net Value Increase/(Decrease) | | | 49,054 06 | 44,423 17<br>(4,630 89) | | | |

*Share Price $33 800, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest*

| Security Description | | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|---|
| **AMERICAN SMALLCAP WORLD F (SCWFX)** | **Purchases** | 1,532 434 | 45,007 60 | **46,984.42** | 1,976 82 | | |
| Reinvestments | | 10 940 | 341 89 | 335 43 | (6 46) | | |
| | **Total** | 1,543 374 | 45,349 49 | **47,319.85** | 1,970 36 | 344 00 | 0 72 |
| Market Value vs Total Purchases +<br>Net Value Increase/(Decrease) | | | 45,007 60 | 47,319 85<br>2,312 25 | | | |

*Share Price $30 660, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest*

| Security Description | | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|---|
| **ARTIO INTL EQ II A (JETAX)** | **Purchases** | 4,063 193 | 48,499 25 | **41,688.37** | (6,810 88) | | |
| Reinvestments | | 156 679 | 1,847 25 | 1,607 52 | (239 73) | | |
| | **Total** | 4,219 872 | 50,346 50 | **43,295.89** | (7,050 61) | 2,340 00 | 5 40 |

CONTINUED

## MUTUAL FUNDS

### OTHER MUTUAL FUNDS (CONTINUED)

| Security Description | | Quantity | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income | Dividend Yield % |
|---|---|---|---|---|---|---|---|
| Market Value vs Total Purchases + | | | 48,499 25 | 43,295 89 | | | |
| Net Value Increase/(Decrease) | | | | (5,203 36) | | | |
| *Share Price· $10 260, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |
| **CALAMOS MARKET NEUTRAL INC A (CVSIX)** | **Purchases** | 430 214 | 4,990 48 | **4,814.09** | (176 39) | | |
| Reinvestments | | 1 458 | 16 81 | 16 32 | (0 49) | | |
| | **Total** | 431 672 | 5,007 29 | **4,830.41** | (176 88) | 44 00 | 0 91 |
| Market Value vs Total Purchases + | | | 4,990 48 | 4,830 41 | | | |
| Net Value Increase/(Decrease) | | | | (160 07) | | | |
| *Share Price $11 190, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |
| **IVY GLOB NATL RESOURCES A (IGNAX)** | | 267 393 | 4,984 20 | **4,093.79** | (890 41) | — | — |
| *Share Price $15 310, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |
| **LAZARD EMERGING MARKETS OPEN (LZOEX)** | **Purchases** | 5,072 922 | 89,993 64 | **89,384.88** | (608 76) | | |
| Reinvestments | | 113 840 | 2,074 17 | 2,005 87 | (68 30) | | |
| | **Total** | 5,186 762 | 92,067 81 | **91,390.75** | (677 06) | — | — |
| Market Value vs Total Purchases + | | | 89 993 64 | 91,390 75 | | | |
| Net Value Increase/(Decrease) | | | | 1,397 11 | | | |
| *Share Price· $17 620; Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |
| **RYDEX/SGI MANAGED FUT STR A (RYMTX)** | | 191,087 | 5,008 40 | **4,847.88** | (160 52) | — | — |
| *Share Price $25 370, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |
| **T ROWE PRICE MID CAP GR (RPMGX)** | **Purchases** | 2,028 397 | 60,000 00 | **95,821.47** | 35,821 47 | | |
| Reinvestments | | 716 782 | 35,281 20 | 33,860 79 | (1,420 41) | | |
| | **Total** | 2,745 179 | 95 281 20 | **129,682.26** | 34,401 06 | — | — |
| Market Value vs Total Purchases + | | | 60,000 00 | 129,682 26 | | | |
| Net Value Increase/(Decrease) | | | | 69 682 26 | | | |
| *Share Price $47 240, Enrolled in MS Dividend Reinvestment, Capital Gains Reinvest* | | | | | | | |

## Holdings

**Custom Portfolio Active Assets Account** **THE JOHN C. MARKEY CHARITABLE FUND**
**ATTENTION: JOHN C MARKEY**

| | Percentage of Assets % | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| TOTAL MUTUAL FUNDS | 12.7% | $347,766.70 | $369,884.00 | $22,117.30 | $3,560.00<br>$0.00 | 0.96% |

*Transactions in mutual fund positions held directly at the Fund Company are not included in the total above and are not reflected on the Summary Page*

*For more information about the pricing of Money Market Funds, please see the Disclosures section of the statement.*

*+ Net Value Increase/(Decrease) compares your Total Purchases (excluding Dividend Reinvestments) with the Market Value of all shares you hold of the fund. This calculation is for informational purposes only, does not reflect your total unrealized gain or loss and should not be used for tax purposes.*

| | Percentage of Assets % | Total Cost | Market Value | Unrealized Gain/(Loss) | Estimated Annual Income<br>Accrued Income | Yield % |
|---|---|---|---|---|---|---|
| TOTAL ENDING MARKET VALUE | 100.0% | 2,698,930. | $2,919,753.88 | $223,288.37 | $90,683.85<br>$14,570.57 | 3.11% |