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, 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: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 981 ROLLINS AVENUE | Room/suite

City or town, state, and ZIP code: ROCKVILLE, MD 20850

A Employer identification number: 52-1276724

B Telephone number (see page 10 of the instructions): (301) 230-3000

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

H Check type of organization [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,088,247.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ____________________
(Part I, column (d) must be on cash basis)

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	142.	142.		ATCH 1
	4 Dividends and interest from securities	45,200.	45,200.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-163,250.			
	b Gross sales price for all assets on line 6a 1,686,266.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain			101,562.	
	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)	144.	144.		ATCH 3
	12 **Total.** Add lines 1 through 11	-117,764.	45,486.	101,562.	
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	300.	0.	0.	0.
	b Accounting fees (attach schedule) ATCH 5	1,600.	0.	0.	0.
	c Other professional fees (attach schedule) *	19,227.	19,072.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	704.	320.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	21,831.	19,392.	0.	0.
	25 Contributions, gifts, grants paid	77,550.			77,550.
	26 **Total expenses and disbursements** Add lines 24 and 25	99,381.	19,392.	0.	77,550.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-217,145.			
	b **Net investment income** (if negative, enter -0-)		26,094.		
	c **Adjusted net income** (if negative, enter -0-)			101,562.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	47,985.	63,434.	63,434.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 8	2,640,629.	2,408,035.	2,024,813.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,688,614.	2,471,469.	2,088,247.
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			
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	2,688,614.	2,471,469.	
30 **Total net assets or fund balances** (see page 17 of the instructions)	2,688,614.	2,471,469.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,688,614.	2,471,469.	

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	2,688,614.
2 Enter amount from Part I, line 27a	2	-217,145.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,471,469.
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	2,471,469.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-163,249.
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	101,562.

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	77,050.	1,978,961.	0.038935
2007	364,823.	3,172,081.	0.115011
2006	51,700.	2,880,074.	0.017951
2005	98,805.	2,478,955.	0.039858
2004	187,361.	2,310,402.	0.081095

2 **Total** of line 1, column (d)	2	0.292850
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	0.058570
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,148,402.
5 Multiply line 4 by line 3	5	125,832.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	261.
7 Add lines 5 and 6	7	126,093.
8 Enter qualifying distributions from Part XII, line 4	8	77,550.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	522.
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	522.
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	522.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,156.		
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	1,156.
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	634.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 524. **Refunded** ▶		11	110.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MD,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ STEVEN FANAROFF Telephone no ▶ 301-230-3000

Located at ▶ 981 ROLLINS AVE, ROCKVILLE, MD ZIP + 4 ▶ 20850

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b		X
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		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		X

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
STEVEN FANAROFF 11718 SPLIT TREE CIRCLE	DIRECTOR	0.	0.	0.
SONIA POLSKY 9817 SOTWEED DRIVE	OFFICER	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
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,111,381.
b	Average of monthly cash balances	1b	69,738.
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	2,181,119.
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	2,181,119.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	32,717.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,148,402.
6	**Minimum investment return.** Enter 5% of line 5	6	107,420.

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	107,420.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	522.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	522.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	106,898.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	106,898.
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	106,898.

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	77,550.
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	77,550.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	77,550.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				106,898.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
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 101,940.				
e From 2008				
f **Total** of lines 3a through e	101,940.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 77,550.				
a Applied to 2008, but not more than line 2a				
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				77,550.
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).)*	29,348.			29,348.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	72,592.			
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				
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	72,592.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 72,592.				
d Excess from 2008				
e Excess from 2009				

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

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

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

	Tax year	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					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ [ ] 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 9

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

ATTACHMENT 10

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

NONE

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*				
ATTACHMENT 11				
Total ▶ **3a**				77,550.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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	142.	
4 Dividends and interest from securities			14	45,200.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-163,250.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b MERRILL LYNCH SETTLEMENT			18	144.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-117,764.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -117,764.

(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: [signature] Date: 9/29/10 Title: President

Paid Preparer's Use Only

Preparer's signature [signature] CPA	Date 9/27/10	Check if self-employed ☐
Preparer's identifying number (See Signature on page 30 of the instructions)	P00054429	
Firm's name (or yours if self-employed), address, and ZIP code	BERLIN, RAMOS & COMPANY, P.A. 11200 ROCKVILLE PIKE STE 400 ROCKVILLE, MD 20852	EIN ▶ 52-1367749 Phone no 301.589.9000

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT TERM CAPITAL GAIN DIVIDENDS PROPERTY TYPE: SECURITIES				P		
44.							44.	
		SEE ATTACHED STATEMENT A-SHORT TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
672,419.		570,901.					101,518.	
		SEE ATTACHED STATEMENT A-LONG TERM PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,001,887.		1,266,021.					-264,134.	
		SEE ATTACHED STATEMENT B					VAR	VAR
11,917.		12,594.					-677.	
TOTAL GAIN(LOSS)							-163,249.	

Statement A

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Summary

Description		Amount
Short-Term		$99,785.93
Long-Term		($264,134 10)
	Total	($164,348.17)

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	02/02/2010	06/25/2010	30	GENERAL ELECTRIC CO	$14 97	$16.36	$449.24	$490.79	($41 55)
888-33875	11/23/2009	06/25/2010	90	GENERAL ELECTRIC CO	$14.97	$15.88	$1,347.74	$1,429.33	($81 59)
888-33875	11/06/2009	06/25/2010	190	FORD MOTOR CO	$10 59	$7.61	$2,011.85	$1,446.76	$565.09
888-33875	10/19/2009	06/25/2010	40	CONOCOPHILLIPS	$52.08	$52.59	$2,083.15	$2,103.58	($20.43)
888-33875	05/17/2010	06/24/2010	65	EXXON MOBIL CORP	$60 56	$63.44	$3,936.23	$4,123.35	($187.12)
888-33875	03/03/2010	06/23/2010	5	NOBLE ENERGY INC	$62.46	$73 03	$312.32	$365.17	($52.85)
888-33875	02/11/2010	06/23/2010	20	MICROSOFT CORP	$25.39	$28.25	$507 70	$565.02	($57.32)
888-33875	02/05/2010	06/23/2010	20	NOBLE ENERGY INC	$62.46	$71.73	$1,249.28	$1,434 69	($185.41)
888-33875	11/23/2009	06/23/2010	130	GENERAL ELECTRIC CO	$15.56	$15.88	$2,022.46	$2,064.60	($42.14)
888-33875	11/05/2009	06/23/2010	55	MICROSOFT CORP	$25.39	$28.68	$1,396.19	$1,577.38	($181.19)
888-33875	02/18/2010	06/16/2010	20	NEWFIELD EXPLORATION CO	$56.52	$50.98	$1,130.45	$1,019.64	$110.81
888-33875	10/13/2009	06/16/2010	25	MORGAN STANLEY	$25.58	$31.30	$639.48	$782.40	($142.92)
888-33875	06/30/2009	06/16/2010	30	ILLINOIS TOOL WORKS	$46.47	$37.33	$1,394.14	$1,119.86	$274.28
888-33875	06/26/2009	06/16/2010	15	ILLINOIS TOOL WORKS	$46.47	$37.44	$697 07	$561.60	$135.47
888-33875	02/09/2010	06/15/2010	30	DOVER CORP	$47.00	$42.02	$1,410 01	$1,260.58	$149.43
888-33875	01/13/2010	06/15/2010	10	DOVER CORP	$47.00	$45.87	$470.00	$458.65	$11.35
888-33875	09/02/2009	06/14/2010	50	US BANCORP	$23.05	$20.97	$1,152.68	$1,048.58	$104.10
888-33875	03/09/2010	06/11/2010	35	TRANSOCEAN LTD	$46.36	$85.26	$1,622.77	$2,984.09	($1,361.32)
888-33875	11/23/2009	06/11/2010	30	GENERAL ELECTRIC CO	$15.45	$15.88	$463.42	$476.45	($13.03)
888-33875	10/19/2009	06/11/2010	150	GENERAL ELECTRIC CO	$15.45	$15.96	$2,317.09	$2,394.39	($77.30)

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/26/2009	06/11/2010	25	ILLINOIS TOOL WORKS	$45 27	$37.44	$1,131.65	$935.99	$195.66
888-33875	11/27/2009	06/10/2010	160	STEEL DYNAMICS INC	$14 08	$16.75	$2,252.46	$2,679.39	($426.93)
888-33875	03/25/2010	06/09/2010	40	CVS/CAREMARK CORP	$30.91	$36.44	$1,236.48	$1,457.65	($221.17)
888-33875	09/17/2009	06/09/2010	35	ARCELORMITTAL-NY REGISTERED	$27.47	$40.56	$961.50	$1,419.45	($457.95)
888-33875	06/26/2009	06/08/2010	50	INTEL CORP	$20.03	$16.19	$1,001.37	$809.50	$191.87
888-33875	07/21/2009	06/03/2010	26	CIMAREX ENERGY CO	$76.80	$32.76	$1,996.92	$851.86	$1,145 06
888-33875	03/19/2010	05/26/2010	16	RESEARCH IN MOTION	$60.39	$73.84	$966.16	$1,181.42	($215 26)
888-33875	02/19/2010	05/25/2010	60	NOBLE CORP	$30.45	$42.91	$1,826.80	$2,574.32	($747 52)
888-33875	02/26/2010	05/24/2010	25	RAYTHEON COMPANY	$53.35	$56.44	$1,333.67	$1,410.92	($77.25)
888-33875	07/23/2009	05/24/2010	50	ALTRIA GROUP INC	$20.97	$17.31	$1,048.43	$865.55	$182.88
888-33875	07/13/2009	05/24/2010	75	ALTRIA GROUP INC	$20.97	$16.63	$1,572.65	$1,247.00	$325.65
888-33875	07/09/2009	05/24/2010	50	ALTRIA GROUP INC	$20.97	$16.35	$1,048 43	$817.64	$230.79
888-33875	03/19/2010	05/21/2010	4	RESEARCH IN MOTION	$60.43	$73.84	$241.70	$295.35	($53.65)
888-33875	03/17/2010	05/21/2010	25	RESEARCH IN MOTION	$60.43	$74.97	$1,510 64	$1,874.26	($363.62)
888-33875	03/18/2010	05/20/2010	75	UNUM GROUP	$21.42	$24.30	$1,606.40	$1,822.48	($216 08)
888-33875	10/30/2009	05/20/2010	50	AMERIPRISE FINANCIAL INC	$39.02	$34.65	$1,950.85	$1,732.72	$218.13
888-33875	10/30/2009	05/20/2010	45	AMERIPRISE FINANCIAL INC	$39.02	$34.65	$1,755.76	$1,559.45	$196.31
888-33875	07/21/2009	05/19/2010	14	CIMAREX ENERGY CO	$66.86	$32.76	$935.97	$458.70	$477.27
888-33875	03/18/2010	05/18/2010	5	NOKIA CORP-SPON ADR	$10.26	$15.19	$51.29	$75.97	($24.68)
888-33875	04/08/2010	05/17/2010	15	ROWAN COMPANIES INC	$25.59	$29.62	$383.90	$444.36	($60 46)
888-33875	03/18/2010	05/17/2010	120	ROWAN COMPANIES INC	$25.59	$27.03	$3,071.20	$3,243.05	($171.85)
888-33875	01/20/2010	05/14/2010	50	ROYAL CARIBBEAN CRUISES LTD	$31.14	$26.83	$1,556 79	$1,341.34	$215.45
888-33875	01/19/2010	05/14/2010	5	ROYAL CARIBBEAN CRUISES LTD	$31 14	$27.36	$155.68	$136.80	$18.88
888-33875	01/19/2010	05/14/2010	10	ROYAL CARIBBEAN CRUISES LTD	$31.14	$27 36	$311.36	$273.61	$37 75
888-33875	01/08/2010	05/13/2010	50	MOTOROLA INC	$6.87	$7.90	$343 38	$395.12	($51 74)
888-33875	01/07/2010	05/13/2010	250	MOTOROLA INC	$6.87	$8.07	$1,716.90	$2,017.58	($300 68)
888-33875	02/22/2010	05/12/2010	5	FREEPORT-MCMORAN COPPER	$72.46	$76.98	$362 29	$384.90	($22 61)
888-33875	02/12/2010	05/12/2010	45	FREEPORT-MCMORAN COPPER	$72.46	$73.18	$3,260.62	$3,292.96	($32.34)
888-33875	10/14/2009	05/12/2010	87	PRINCIPAL FINANCIAL GROUP	$30.14	$29.26	$2,621.87	$2,545.88	$75.99
888-33875	03/18/2010	05/07/2010	25	BAXTER INTERNATIONAL INC	$45.05	$58.66	$1,126.19	$1,466.61	($340 42)

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/18/2010	04/30/2010	35	BAXTER INTERNATIONAL INC	$47.87	$58.66	$1,675.28	$2,053.25	($377.97)
888-33875	03/18/2010	04/30/2010	25	GOLDMAN SACHS GROUP INC	$145.85	$176.49	$3,646.20	$4,412.26	($766.06)
888-33875	02/16/2010	04/30/2010	20	GOLDMAN SACHS GROUP INC	$145.85	$156.10	$2,916 96	$3,121.94	($204.98)
888-33875	01/26/2010	04/30/2010	35	BAXTER INTERNATIONAL INC	$47.87	$59.00	$1,675.28	$2,065.00	($389.72)
888-33875	10/26/2009	04/30/2010	10	GOLDMAN SACHS GROUP INC	$145.85	$179.77	$1,458.48	$1,797.70	($339.22)
888-33875	10/16/2009	04/30/2010	10	GOLDMAN SACHS GROUP INC	$145.85	$185.38	$1,458.48	$1,853.77	($395.29)
888-33875	06/22/2009	04/30/2010	12	GOLDMAN SACHS GROUP INC	$145.85	$141.05	$1,750 18	$1,692.57	$57.61
888-33875	05/11/2009	04/30/2010	53	GOLDMAN SACHS GROUP INC	$145.85	$137.58	$7,729.94	$7,291.67	$438.27
888-33875	06/25/2009	04/29/2010	100	DU PONT (E.I.) DE NEMOURS	$40.43	$25.13	$4,042.77	$2,513.27	$1,529 50
888-33875	06/19/2009	04/29/2010	15	DU PONT (E.I.) DE NEMOURS	$40.43	$24.94	$606.42	$374.04	$232.38
888-33875	04/28/2009	04/28/2010	35	JPMORGAN CHASE & CO	$42.93	$32.86	$1,502.46	$1,150.04	$352.42
888-33875	11/23/2009	04/27/2010	250	DELL INC	$16.82	$14.69	$4,206.15	$3,673.50	$532.65
888-33875	07/15/2009	04/27/2010	25	DELL INC	$16.82	$12.28	$420.62	$307.12	$113.50
888-33875	04/14/2010	04/23/2010	30	GILEAD SCIENCES INC	$41.67	$45.91	$1,250.10	$1,377.24	($127.14)
888-33875	04/07/2010	04/23/2010	150	SAFEWAY INC	$26.77	$25.48	$4,015.50	$3,822 53	$192.97
888-33875	03/31/2010	04/23/2010	100	SARA LEE CORP	$14.13	$13.94	$1,413.00	$1,393.57	$19.43
888-33875	03/18/2010	04/23/2010	90	ARCHER-DANIELS-MIDLAND CO	$28.50	$28.88	$2,565.00	$2,599.19	($34.19)
888-33875	03/18/2010	04/23/2010	120	BANK OF AMERICA CORP	$18.43	$17.13	$2,211.60	$2,056.13	$155.47
888-33875	03/17/2010	04/23/2010	100	DELTA AIR LINES INC	$13.01	$12.97	$1,301.00	$1,297.32	$3.68
888-33875	03/17/2010	04/23/2010	15	GAP INC/THE	$26.06	$23.13	$390 90	$346.93	$43.97
888-33875	03/16/2010	04/23/2010	75	PEPCO HOLDINGS INC	$16.56	$17.24	$1,242.00	$1,293.11	($51.11)
888-33875	03/01/2010	04/23/2010	25	ROSS STORES INC	$58.51	$49.19	$1,462.75	$1,229.76	$232.99
888-33875	02/26/2010	04/23/2010	20	RAYTHEON COMPANY	$59.72	$56.44	$1,194.40	$1,128.73	$65 67
888-33875	02/24/2010	04/23/2010	135	GAP INC/THE	$26.06	$20.06	$3,518.10	$2,708.05	$810.05
888-33875	02/23/2010	04/23/2010	65	BANK OF AMERICA CORP	$18.43	$15.87	$1,197.95	$1,031.57	$166.38
888-33875	02/19/2010	04/23/2010	105	ROWAN COMPANIES INC	$32.50	$25.40	$3,412.50	$2,667.33	$745.17
888-33875	02/18/2010	04/23/2010	25	NEWFIELD EXPLORATION CO	$56.74	$50.98	$1,418.50	$1,274.55	$143 95
888-33875	02/12/2010	04/23/2010	40	FREEPORT-MCMORAN COPPER	$79.56	$73.18	$3,182.40	$2,927.08	$255.32
888-33875	02/03/2010	04/23/2010	225	FORD MOTOR CO	$14.21	$11.53	$3,197 25	$2,594.84	$602 41
888-33875	02/03/2010	04/23/2010	35	NOBLE ENERGY INC	$80.65	$76.74	$2,822.75	$2,686.02	$136.73

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/25/2010	04/23/2010	20	BAXTER INTERNATIONAL INC	$49.32	$59.36	$986.40	$1,187.15	($200.75)
888-33875	01/19/2010	04/23/2010	85	ROYAL CARIBBEAN CRUISES LTD	$36.23	$27.36	$3,079.55	$2,325.69	$753.86
888-33875	01/13/2010	04/23/2010	50	DOVER CORP	$54.20	$45.86	$2,710.00	$2,293.23	$416.77
888-33875	12/22/2009	04/23/2010	50	COVIDIEN PLC	$49.19	$47.40	$2,459 50	$2,370 03	$89.47
888-33875	12/09/2009	04/23/2010	30	BANK OF AMERICA CORP	$18.43	$15.46	$552.90	$463.69	$89.21
888-33875	12/09/2009	04/23/2010	300	BANK OF AMERICA CORP	$18.43	$15.46	$5,529.00	$4,636.92	$892.08
888-33875	12/07/2009	04/23/2010	100	HUNTSMAN CORP	$11.91	$10.77	$1,191.00	$1,077.00	$114 00
888-33875	11/23/2009	04/23/2010	100	SUPERVALU INC	$16.00	$15.07	$1,600.00	$1,507 43	$92 57
888-33875	11/12/2009	04/23/2010	80	GARMIN LTD	$37.52	$29.76	$3,001.60	$2,380.61	$620 99
888-33875	11/12/2009	04/23/2010	30	JOHNSON CONTROLS INC	$34.50	$26.79	$1,035.00	$803.72	$231.28
888-33875	11/11/2009	04/23/2010	70	BROADCOM CORP-CL A	$35.63	$28.62	$2,494.10	$2,003.70	$490 40
888-33875	11/06/2009	04/23/2010	100	FORD MOTOR CO	$14.21	$7.61	$1,421 00	$761.45	$659.55
888-33875	11/05/2009	04/23/2010	50	MICROSOFT CORP	$30.99	$28.68	$1,549.50	$1,433.99	$115.51
888-33875	10/30/2009	04/23/2010	50	AMERIPRISE FINANCIAL INC	$49.05	$34.65	$2,452 50	$1,732.72	$719.78
888-33875	10/19/2009	04/23/2010	25	CONOCOPHILLIPS	$58.09	$52.59	$1,452.25	$1,314.74	$137.51
888-33875	10/16/2009	04/23/2010	325	GENERAL ELECTRIC CO	$19.07	$16.16	$6,197.75	$5,250.57	$947 18
888-33875	10/16/2009	04/23/2010	40	MICROSOFT CORP	$30.99	$26.44	$1,239.60	$1,057.76	$181 84
888-33875	10/16/2009	04/23/2010	5	MICROSOFT CORP	$30.99	$26.44	$154.95	$132.22	$22 73
888-33875	10/16/2009	04/23/2010	55	MICROSOFT CORP	$30.99	$26.44	$1,704.45	$1,454.42	$250 03
888-33875	10/16/2009	04/23/2010	150	SUPERVALU INC	$16.00	$16.67	$2,400.00	$2,501 21	($101.21)
888-33875	10/13/2009	04/23/2010	135	DEAN FOODS CO	$16.02	$19.13	$2,162.70	$2,582.74	($420.04)
888-33875	10/13/2009	04/23/2010	300	OFFICE DEPOT INC	$8.45	$7.46	$2,535.00	$2,237.76	$297.24
888-33875	10/09/2009	04/23/2010	15	OCCIDENTAL PETROLEUM CORP	$87.48	$79.48	$1,312.20	$1,192.24	$119.96
888-33875	10/08/2009	04/23/2010	84	COOPER INDUSTRIES PLC	$51.10	$38.75	$4,292.40	$3,255.40	$1,037.00
888-33875	10/07/2009	04/23/2010	50	AETNA INC	$30 96	$27.10	$1,548 00	$1,354.89	$193.11
888-33875	10/06/2009	04/23/2010	75	CONOCOPHILLIPS	$58.09	$48.32	$4,356 75	$3,623.77	$732.98
888-33875	09/28/2009	04/23/2010	200	AETNA INC	$30.96	$29.17	$6,192.00	$5,833.08	$358.92
888-33875	09/28/2009	04/23/2010	10	FREEPORT-MCMORAN COPPER	$79.56	$68.99	$795.60	$689 93	$105 67
888-33875	09/16/2009	04/23/2010	35	BB&T CORP	$34.28	$29.05	$1,199.80	$1,016.59	$183.21
888-33875	09/03/2009	04/23/2010	10	FREEPORT-MCMORAN COPPER	$79.56	$63.82	$795 60	$638.20	$157.40

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	08/31/2009	04/23/2010	135	BANK OF AMERICA CORP	$18.43	$17.69	$2,488.05	$2,388.65	$99.40
888-33875	08/31/2009	04/23/2010	95	JOHNSON CONTROLS INC	$34.50	$24.81	$3,277.50	$2,357.11	$920.39
888-33875	08/11/2009	04/23/2010	185	EMC CORP/MASS	$19.98	$14.97	$3,696.30	$2,770.12	$926.18
888-33875	08/11/2009	04/23/2010	75	SPRINT NEXTEL CORP	$4.32	$3 58	$324.00	$268.47	$55 53
888-33875	07/31/2009	04/23/2010	1300	SPRINT NEXTEL CORP	$4.32	$4.03	$5,616.00	$5,232.89	$383.11
888-33875	07/30/2009	04/23/2010	75	VALERO ENERGY CORP	$19.88	$18.01	$1,491.00	$1,350.63	$140.37
888-33875	07/29/2009	04/23/2010	30	ARCELORMITTAL-NY REGISTERED	$42.47	$34.10	$1,274.10	$1,023.10	$251.00
888-33875	07/29/2009	04/23/2010	150	CONSTELLATION BRANDS INC-A	$18.34	$13.41	$2,751 00	$2,011.17	$739.83
888-33875	07/28/2009	04/23/2010	25	SPX CORP	$66.90	$54.19	$1,672 50	$1,354.86	$317.64
888-33875	07/27/2009	04/23/2010	20	ALCON INC	$157.53	$128.69	$3,150.60	$2,573.72	$576.88
888-33875	07/27/2009	04/23/2010	8	GOLDMAN SACHS GROUP INC	$157.40	$163.40	$1,259.20	$1,307.16	($47.96)
888-33875	07/22/2009	04/23/2010	17	ALCON INC	$157 53	$120.01	$2,678.01	$2,040.21	$637.80
888-33875	07/21/2009	04/23/2010	35	CIMAREX ENERGY CO-W/I	$67.44	$32.76	$2,360.40	$1,146.74	$1,213.66
888-33875	07/15/2009	04/23/2010	350	DELL INC	$17.50	$12.28	$6,125.00	$4,299.61	$1,825.39
888-33875	07/09/2009	04/23/2010	75	ALTRIA GROUP INC	$21.36	$16.35	$1,602.00	$1,226.46	$375.54
888-33875	07/08/2009	04/23/2010	5	CAMERON INTERNATIONAL CORP	$47.31	$25.28	$236.55	$126.41	$110.14
888-33875	06/26/2009	04/23/2010	5	ILLINOIS TOOL WORKS	$52.43	$37.44	$262.15	$187 20	$74.95
888-33875	06/19/2009	04/23/2010	50	DU PONT (E.I.) DE NEMOURS	$40.22	$24.94	$2,011.00	$1,246 78	$764.22
888-33875	06/10/2009	04/23/2010	2	NVR INC	$750.50	$500.34	$1,501.00	$1,000.68	$500 32
888-33875	06/04/2009	04/23/2010	65	INGERSOLL-RAND PLC	$37.10	$21.95	$2,411.50	$1,427.06	$984.44
888-33875	06/03/2009	04/23/2010	85	INGERSOLL-RAND PLC	$37.10	$21.09	$3,153.50	$1,792.51	$1,360.99
888-33875	06/02/2009	04/23/2010	10	AT&T INC	$26.25	$24.92	$262 50	$249.16	$13.34
888-33875	06/02/2009	04/23/2010	70	ILLINOIS TOOL WORKS	$52.43	$36.06	$3,670.10	$2,524.26	$1,145.84
888-33875	05/29/2009	04/23/2010	17	AMAZON.COM INC	$143.63	$77.00	$2,441.71	$1,309.00	$1,132.71
888-33875	05/29/2009	04/23/2010	10	NEXEN INC	$26.68	$24.81	$266.80	$248.05	$18.75
888-33875	05/27/2009	04/23/2010	5	DANAHER CORP	$85.41	$61.09	$427.05	$305.45	$121 60
888-33875	05/27/2009	04/23/2010	63	JPMORGAN CHASE & CO	$44.94	$36.29	$2,831.22	$2,286.16	$545.06
888-33875	05/26/2009	04/23/2010	115	NEXEN INC	$26 68	$22.24	$3,068.20	$2,557.73	$510.47
888-33875	05/11/2009	04/23/2010	12	GOLDMAN SACHS GROUP INC	$157.40	$137.58	$1,888.80	$1,650.95	$237.85
888-33875	05/11/2009	04/23/2010	55	US BANCORP	$27 30	$18.00	$1,501.50	$990.00	$511.50

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/08/2009	04/23/2010	75	WELLS FARGO & COMPANY	$33.48	$22.00	$2,511.00	$1,650 00	$861.00
888-33875	05/07/2009	04/23/2010	5	VODAFONE GROUP PLC-SP ADR	$23.10	$18.31	$115.50	$91.55	$23.95
888-33875	05/06/2009	04/23/2010	15	DEUTSCHE BANK AG-REGISTERED	$72.10	$55.99	$1,081.50	$839.87	$241.63
888-33875	05/06/2009	04/23/2010	25	VISA INC - CLASS A SHRS	$96.59	$66.91	$2,414.75	$1,672.68	$742.07
888-33875	04/30/2009	04/23/2010	150	INTEL CORP	$24.04	$15.79	$3,606.00	$2,368.21	$1,237.79
888-33875	04/28/2009	04/23/2010	37	JPMORGAN CHASE & CO	$44.94	$32.86	$1,662.78	$1,215.76	$447.02
888-33875	04/28/2009	04/23/2010	70	VODAFONE GROUP PLC-SP ADR	$23.10	$18.08	$1,617.00	$1,265.34	$351.66
888-33875	04/27/2009	04/23/2010	75	TYCO ELECTRONICS LTD	$29.57	$16.98	$2,217.75	$1,273.70	$944.05
888-33875	04/23/2009	04/23/2010	50	UNUM GROUP	$25.91	$14.37	$1,295.50	$718.39	$577.11
888-33875	03/02/2010	04/21/2010	30	CREDIT SUISSE GROUP-SPON AD	$50.76	$45.87	$1,522.77	$1,375.97	$146 80
888-33875	09/21/2009	04/21/2010	35	CREDIT SUISSE GROUP-SPON AD	$50.76	$54.05	$1,776.56	$1,891.61	($115.05)
888-33875	05/11/2009	04/21/2010	110	CREDIT SUISSE GROUP-SPON AD	$50.76	$41.04	$5,583.48	$4,514.13	$1,069.35
888-33875	06/19/2009	04/15/2010	35	DU PONT (E I.) DE NEMOURS	$38.82	$24.94	$1,358.55	$872.75	$485.80
888-33875	06/03/2009	04/15/2010	75	DU PONT (E.I.) DE NEMOURS	$38.82	$29.30	$2,911 18	$2,197.27	$713.91
888-33875	12/15/2009	04/13/2010	60	J.C. PENNEY CO INC	$30 84	$28.19	$1,850.30	$1,691.26	$159.04
888-33875	11/12/2009	04/09/2010	50	ANHEUSER-BUSH INBEV SPN ADR	$51.67	$48.13	$2,583.28	$2,406.26	$177.02
888-33875	09/03/2009	04/09/2010	15	FREEPORT-MCMORAN COPPER	$85.16	$63.82	$1,277.45	$957 30	$320.15
888-33875	07/01/2009	04/09/2010	10	FREEPORT-MCMORAN COPPER	$85.16	$51.95	$851.64	$519 45	$332.19
888-33875	01/20/2010	04/08/2010	15	AIR PRODUCTS & CHEMICALS INC	$73.95	$81.51	$1,109.21	$1,222.66	($113 45)
888-33875	11/19/2009	04/08/2010	20	AIR PRODUCTS & CHEMICALS INC	$73.95	$82.09	$1,478.94	$1,641.73	($162 79)
888-33875	12/22/2009	04/06/2010	40	VALE SA-SP ADR	$33.05	$27 62	$1,322.06	$1,104.76	$217.30
888-33875	11/27/2009	04/06/2010	5	VALE SA-SP ADR	$33.05	$28.82	$165.26	$144.10	$21.16
888-33875	10/06/2009	04/05/2010	50	CONOCOPHILLIPS	$52.94	$48.32	$2,647.02	$2,415.84	$231.18
888-33875	07/01/2009	04/05/2010	25	FREEPORT-MCMORAN COPPER	$87.56	$51.95	$2,188.96	$1,298.64	$890.32
888-33875	06/02/2009	04/05/2010	45	CONOCOPHILLIPS	$52 94	$48.11	$2,382.32	$2,165.12	$217.20
888-33875	07/02/2009	03/30/2010	500	RRI ENERGY INC	$3.80	$4.99	$1,901.75	$2,496.75	($595 00)
888-33875	07/30/2009	03/26/2010	50	VALERO ENERGY CORP	$19.71	$18.01	$985.27	$900 42	$84.85
888-33875	07/28/2009	03/26/2010	200	VALERO ENERGY CORP	$19.71	$18.13	$3,941.06	$3,625.10	$315.96
888-33875	08/21/2009	03/24/2010	85	QUANTA SERVICES INC	$20.00	$22.95	$1,700 18	$1,950.33	($250 15)
888-33875	10/16/2009	03/17/2010	100	SUPERVALU INC	$17.50	$16.67	$1,750.10	$1,667.47	$82.63

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	12/17/2009	03/09/2010	75	SYMANTEC CORP	$17.12	$17.52	$1,283.76	$1,314.37	($30.61)
888-33875	10/30/2009	03/09/2010	75	SYMANTEC CORP	$17.12	$17.61	$1,283.76	$1,320.38	($36.62)
888-33875	10/19/2009	03/09/2010	75	SYMANTEC CORP	$17.12	$16.69	$1,283.76	$1,251.57	$32.19
888-33875	07/14/2009	03/08/2010	170	LOWE'S COS INC	$24.02	$19.37	$4,084.19	$3,292.34	$791.85
888-33875	07/01/2009	03/02/2010	15	FREEPORT-MCMORAN COPPER	$78.15	$51 95	$1,172 23	$779.18	$393.05
888-33875	05/05/2009	03/02/2010	25	FREEPORT-MCMORAN COPPER	$78.15	$49.31	$1,953.71	$1,232.72	$720 99
888-33875	11/16/2009	03/01/2010	15	AIR PRODUCTS & CHEMICALS INC	$68.84	$85.00	$1,032.58	$1,275.01	($242 43)
888-33875	10/26/2009	03/01/2010	30	AIR PRODUCTS & CHEMICALS INC	$68 84	$80.90	$2,065.15	$2,427.04	($361.89)
888-33875	09/30/2009	02/25/2010	60	CORNING INC	$17.40	$15.28	$1,044.05	$916.61	$127.44
888-33875	03/06/2009	02/25/2010	10	CORNING INC	$17.40	$9.90	$174 01	$98.96	$75.05
888-33875	10/19/2009	02/22/2010	35	SYMANTEC CORP	$16.93	$16.69	$592.51	$584.07	$8 44
888-33875	03/16/2009	02/22/2010	100	SYMANTEC CORP	$16.93	$13.34	$1,692.89	$1,333.60	$359.29
888-33875	03/12/2009	02/22/2010	80	SYMANTEC CORP	$16.93	$13.59	$1,354.31	$1,087.38	$266.93
888-33875	10/26/2009	02/19/2010	10	AIR PRODUCTS & CHEMICALS INC	$69.66	$80.90	$696.64	$809.02	($112.38)
888-33875	03/31/2009	02/19/2010	10	AIR PRODUCTS & CHEMICALS INC	$69.66	$56.29	$696.65	$562.89	$133.76
888-33875	03/05/2009	02/19/2010	70	METLIFE INC	$35.00	$13.17	$2,450.32	$922.08	$1,528.24
888-33875	11/27/2009	02/18/2010	50	VALE SA-SP ADR	$28.31	$28.82	$1,415.25	$1,441.03	($25.78)
888-33875	04/02/2009	02/18/2010	65	NORTHROP GRUMMAN CORP	$60.43	$46.08	$3,927.92	$2,995.26	$932.66
888-33875	06/03/2009	02/16/2010	15	DU PONT (E.I) DE NEMOURS	$32.54	$29.30	$488.15	$439.46	$48.69
888-33875	05/19/2009	02/16/2010	45	DU PONT (E.I.) DE NEMOURS	$32.54	$28.49	$1,464.47	$1,282.10	$182.37
888-33875	05/05/2009	02/16/2010	40	DU PONT (E.I.) DE NEMOURS	$32.54	$29.01	$1,301.74	$1,160.54	$141.20
888-33875	04/16/2009	02/16/2010	25	DU PONT (E.I.) DE NEMOURS	$32.54	$27.90	$813.59	$697.41	$116.18
888-33875	05/21/2009	02/11/2010	225	MASCO CORP	$13.95	$9.84	$3,139 25	$2,215.06	$924 19
888-33875	04/27/2009	02/11/2010	140	TYCO ELECTRONICS LTD	$24.74	$16.46	$3,463.05	$2,304.35	$1,158 70
888-33875	04/27/2009	02/11/2010	5	TYCO ELECTRONICS LTD	$24.74	$16.46	$123.68	$82.30	$41.38
888-33875	03/31/2009	02/11/2010	15	AIR PRODUCTS & CHEMICALS INC	$68.39	$56.29	$1,025.85	$844.34	$181.51
888-33875	10/22/2009	02/09/2010	68	INGERSOLL-RAND PLC	$33.76	$34.92	$2,295 54	$2,374.82	($79 28)
888-33875	03/12/2009	02/09/2010	20	SYMANTEC CORP	$17.04	$13.59	$340.82	$271.85	$68.97
888-33875	03/06/2009	02/09/2010	65	CORNING INC	$17.82	$9.90	$1,158.44	$643.26	$515.18
888-33875	04/17/2009	02/05/2010	65	BANK OF NEW YORK MELLON CORP	$26.61	$30.57	$1,729.61	$1,987.26	($257.65)

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Short-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	10/09/2009	02/04/2010	5	OCCIDENTAL PETROLEUM CORP	$76.98	$79.48	$384.90	$397.42	($12.52)
888-33875	09/10/2009	02/04/2010	20	OCCIDENTAL PETROLEUM CORP	$76.98	$76.17	$1,539.61	$1,523.34	$16.27
888-33875	08/28/2009	02/04/2010	40	FEDEX CORP	$79.54	$69.69	$3,181.56	$2,787.64	$393.92
888-33875	05/26/2009	02/02/2010	45	NATIONAL - OILWELL INC	$42.55	$35.59	$1,914.91	$1,601.33	$313.58
888-33875	05/27/2009	02/01/2010	55	LOWE'S COS INC	$21.91	$19.73	$1,205.00	$1,084.99	$120.01
888-33875	09/14/2009	01/29/2010	40	UNITED PARCEL SERVICE-CL B	$58.31	$58.99	$2,332.27	$2,359.70	($27.43)
888-33875	09/10/2009	01/29/2010	6	OCCIDENTAL PETROLEUM CORP	$78.73	$76.17	$472.40	$457.00	$15 40
888-33875	06/26/2009	01/29/2010	29	OCCIDENTAL PETROLEUM CORP	$78.73	$64.24	$2,283.27	$1,862.90	$420 37
888-33875	06/03/2009	01/27/2010	40	INGERSOLL-RAND PLC	$33.51	$21.09	$1,340.33	$843.53	$496.80
888-33875	01/30/2009	01/27/2010	65	BUNGE LTD	$62.18	$43.46	$4,041.48	$2,825.10	$1,216.38
888-33875	02/10/2009	01/26/2010	125	LOWE'S COS INC	$22.10	$18.45	$2,762.00	$2,306.25	$455.75
888-33875	04/28/2009	01/22/2010	65	VODAFONE GROUP PLC-SP ADR	$21.86	$18.08	$1,420.64	$1,174.96	$245.68
888-33875	04/14/2009	01/22/2010	25	CHEVRON CORP	$75.33	$66.56	$1,883.12	$1,663.96	$219.16
888-33875	03/26/2009	01/22/2010	15	CHEVRON CORP	$75.33	$70 35	$1,129.88	$1,055.32	$74.56
888-33875	06/26/2009	01/19/2010	26	OCCIDENTAL PETROLEUM CORP	$78.63	$64.24	$2,044.37	$1,670.18	$374.19
888-33875	06/17/2009	01/19/2010	45	OCCIDENTAL PETROLEUM CORP	$78.63	$63.69	$3,538 32	$2,866.18	$672.14
888-33875	05/11/2009	01/19/2010	105	US BANCORP	$24.48	$18.00	$2,570.65	$1,890.00	$680.65
888-33875	03/02/2009	01/12/2010	75	HOME DEPOT INC	$28.03	$20.09	$2,102.50	$1,506 59	$595.91
888-33875	02/11/2009	01/12/2010	45	HOME DEPOT INC	$28.03	$22.23	$1,261.50	$1,000 22	$261.28
888-33875	04/22/2009	01/07/2010	5	ACE LTD	$47.73	$44.85	$238.66	$224.27	$14.39
888-33875	04/21/2009	01/07/2010	30	ACE LTD	$47.73	$44 58	$1,431.98	$1,337.48	$94.50
888-33875	03/26/2009	01/07/2010	8	CHEVRON CORP	$79.22	$70.36	$633.75	$562.84	$70.91
888-33875	01/09/2009	01/07/2010	125	NEWS CORP	$14.17	$8.76	$1,771.43	$1,095.58	$675 85
888-33875	01/09/2009	01/07/2010	150	NEWS CORP	$14.17	$8.76	$2,125.71	$1,314.69	$811.02
888-33875	01/07/2009	01/07/2010	100	NEWS CORP	$14.17	$9.27	$1,417.14	$927.47	$489.67
888-33875	05/20/2009	01/06/2010	225	REGIONS FINANCIAL CORP	$5.65	$4.00	$1,271.95	$900.00	$371.95
888-33875	03/19/2009	12/30/2009	79	COOPER INDUSTRIES PLC-CL A	$42.87	$24.80	$3,386.71	$1,959 59	$1,427.12
888-33875	01/07/2009	12/30/2009	120	NEWS CORP	$13.77	$9.27	$1,651.80	$1,112.97	$538.83
888-33875	04/21/2009	12/29/2009	10	ACE LTD	$50.33	$44.58	$503.33	$445.83	$57.50
888-33875	02/11/2009	12/29/2009	20	ACE LTD	$50.33	$42.92	$1,006 67	$858.33	$148.34

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/26/2009	12/24/2009	40	NATIONAL - OILWELL INC	$44.92	$35.59	$1,796.82	$1,423.40	$373.42
888-33875	05/06/2009	12/23/2009	25	VISA INC - CLASS A SHRS	$86.47	$66.91	$2,161.72	$1,672.69	$489.03
888-33875	07/29/2009	12/21/2009	30	ARCELORMITTAL-NY REGISTERED	$44.17	$34.10	$1,325.05	$1,023.11	$301.94
888-33875	05/29/2009	12/21/2009	45	ARCELORMITTAL-NY REGISTERED	$44.17	$32.92	$1,987.58	$1,481.54	$506.04
888-33875	03/05/2009	12/21/2009	80	METLIFE INC	$35.39	$13.17	$2,831.35	$1,053.81	$1,777.54
888-33875	05/27/2009	12/18/2009	140	LOWE'S COS INC	$23.59	$19.73	$3,302.24	$2,761.81	$540.43
888-33875	05/07/2009	12/18/2009	30	LOWE'S COS INC	$23 59	$20.72	$707.62	$621.48	$86.14
888-33875	09/28/2009	12/15/2009	50	AETNA INC	$32.71	$29.17	$1,635.61	$1,458.27	$177.34
888-33875	09/01/2009	12/15/2009	55	BLACK & DECKER CORP	$62.58	$42.71	$3,441.69	$2,349.06	$1,092.63
888-33875	06/02/2009	12/15/2009	45	PROCTER & GAMBLE CO	$62.19	$53.53	$2,798.33	$2,408.98	$389.35
888-33875	03/06/2009	12/15/2009	175	CORNING INC	$18.89	$9.90	$3,305.17	$1,731.86	$1,573.31
888-33875	02/11/2009	12/15/2009	30	ACE LTD	$49.21	$42.92	$1,476.38	$1,287.50	$188.88
888-33875	03/03/2009	12/14/2009	20	EOG RESOURCES INC	$90.80	$48.25	$1,816.01	$965.08	$850 93
888-33875	01/28/2009	12/14/2009	10	EOG RESOURCES INC	$90.80	$69.22	$908.00	$692.21	$215 79
888-33875	07/28/2009	12/08/2009	30	CATERPILLAR INC	$56.76	$42.81	$1,702.94	$1,284.18	$418 76
888-33875	07/14/2009	12/08/2009	40	CATERPILLAR INC	$56.76	$31.52	$2,270.58	$1,260.79	$1,009.79
888-33875	04/28/2009	12/03/2009	21	UNION PACIFIC CORP	$64.54	$46.99	$1,355.35	$986.87	$368 48
888-33875	03/05/2009	12/03/2009	75	ALLSTATE CORP	$28.56	$15.21	$2,141.92	$1,140.42	$1,001.50
888-33875	02/11/2009	12/03/2009	65	ALLSTATE CORP	$28.56	$21.25	$1,856.33	$1,381.06	$475.27
888-33875	02/11/2009	12/03/2009	15	ALLSTATE CORP	$28.56	$21.25	$428.38	$318.70	$109.68
888-33875	05/20/2009	12/02/2009	300	REGIONS FINANCIAL CORP	$5.83	$4.00	$1,747.71	$1,200.00	$547.71
888-33875	12/22/2008	12/01/2009	100	VIACOM INC-CLASS B	$29 97	$17.14	$2,996.94	$1,713.55	$1,283.39
888-33875	12/22/2008	12/01/2009	100	VIACOM INC-CLASS B	$29.97	$17 14	$2,996.94	$1,713.55	$1,283.39
888-33875	09/28/2009	11/25/2009	90	PETROLEO BRASILEIRO-SPON AD	$46.24	$38 67	$4,161 65	$3,480.08	$681.57
888-33875	09/18/2009	11/25/2009	16	RIO TINTO PLC-SPON ADR	$210.05	$179 81	$3,360.85	$2,876.95	$483.90
888-33875	05/29/2009	11/24/2009	35	PETROLEO BRASILEIRO S.A.-AD	$51.34	$44.11	$1,796.97	$1,543.99	$252.98
888-33875	06/17/2009	11/19/2009	25	OCCIDENTAL PETROLEUM CORP	$81.42	$63.69	$2,035.62	$1,592.32	$443.30
888-33875	01/30/2009	11/19/2009	115	GLAXOSMITHKLINE PLC-SPON AD	$41.46	$35.17	$4,767.52	$4,044.21	$723.31
888-33875	12/04/2008	11/19/2009	5	OCCIDENTAL PETROLEUM CORP	$81.42	$45.19	$407.12	$225.93	$181.19
888-33875	09/14/2009	11/18/2009	40	UNITED TECHNOLOGIES CORP	$68.53	$61.43	$2,741.32	$2,457.28	$284 04

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/02/2009	11/16/2009	9	PROCTER & GAMBLE CO	$62.35	$53 53	$561.12	$481.80	$79.32
888-33875	05/11/2009	11/16/2009	125	US BANCORP	$23.62	$18.00	$2,952 05	$2,250.00	$702.05
888-33875	04/22/2009	11/16/2009	25	PROCTER & GAMBLE CO	$62.35	$49 97	$1,558 67	$1,249.24	$309.43
888-33875	04/21/2009	11/16/2009	26	PROCTER & GAMBLE CO	$62.35	$50.77	$1,621.02	$1,320.02	$301.00
888-33875	03/05/2009	11/12/2009	45	METLIFE INC	$34.70	$13.17	$1,561.71	$592.76	$968.95
888-33875	05/07/2009	11/11/2009	201	TAIWAN SEMICONDUCTOR-SP ADR	$10.24	$10.30	$2,058.28	$2,070.82	($12.54)
888-33875	05/06/2009	11/11/2009	120	TAIWAN SEMICONDUCTOR-SP ADR	$10.24	$11.01	$1,228 82	$1,321.26	($92.44)
888-33875	08/11/2009	11/09/2009	125	ALTERA CORPORATION	$20.07	$18.62	$2,508.69	$2,327.26	$181.43
888-33875	01/26/2009	11/09/2009	35	COLGATE-PALMOLIVE CO	$80.19	$61.91	$2,806.52	$2,166.92	$639.60
888-33875	04/30/2009	11/04/2009	50	SCHERING-PLOUGH CORP	$10.50	$9.76	$525.00	$487.90	$37.10
888-33875	04/28/2009	11/04/2009	39	UNION PACIFIC CORP	$59.60	$46.99	$2,324.25	$1,832.73	$491 52
888-33875	04/17/2009	11/04/2009	90	SCHERING-PLOUGH CORP	$10.50	$9.99	$945.00	$899.30	$45.70
888-33875	03/24/2009	11/04/2009	185	SCHERING-PLOUGH CORP	$10.50	$10.29	$1,942.50	$1,903.28	$39.22
888-33875	01/28/2009	10/29/2009	30	EOG RESOURCES INC	$85.36	$69.22	$2,560.69	$2,076.62	$484.07
888-33875	12/04/2008	10/29/2009	35	OCCIDENTAL PETROLEUM CORP	$79.39	$45.19	$2,778.82	$1,581.48	$1,197.34
888-33875	01/09/2009	10/28/2009	105	LIMITED BRANDS INC	$17.31	$9.59	$1,817.21	$1,006.69	$810.52
888-33875	05/05/2009	10/23/2009	35	FREEPORT-MCMORAN COPPER	$82.70	$49.31	$2,894 63	$1,725.80	$1,168.83
888-33875	05/01/2009	10/23/2009	40	FREEPORT-MCMORAN COPPER	$82.70	$45.18	$3,308 15	$1,807.04	$1,501.11
888-33875	05/14/2009	10/22/2009	15	APACHE CORP	$101.27	$78.34	$1,519 04	$1,175.13	$343.91
888-33875	03/31/2009	10/22/2009	30	EMERSON ELECTRIC CO	$40.00	$28.52	$1,199 93	$855.50	$344.43
888-33875	07/21/2009	10/14/2009	90	CROWN CASTLE INTL CORP	$32.44	$26.59	$2,919.76	$2,392.70	$527.06
888-33875	07/13/2009	10/14/2009	75	AMERICAN TOWER CORP-CL A	$37.76	$31.26	$2,831 71	$2,344.20	$487 51
888-33875	07/14/2009	10/13/2009	40	CATERPILLAR INC	$52.57	$31.52	$2,102.65	$1,260.78	$841.87
888-33875	05/27/2009	10/13/2009	35	CATERPILLAR INC	$52 57	$35.24	$1,839.82	$1,233 29	$606.53
888-33875	01/15/2009	10/13/2009	18	APACHE CORP	$97.39	$71.93	$1,753.04	$1,294.79	$458.25
888-33875	01/28/2009	10/12/2009	25	MCDONALD'S CORP	$56.79	$59.24	$1,419.81	$1,481 03	($61 22)
888-33875	01/26/2009	10/12/2009	20	MCDONALD'S CORP	$56.79	$57.58	$1,135 85	$1,151.56	($15 71)
888-33875	05/07/2009	10/08/2009	25	LOWE'S COS INC	$20.84	$20.72	$520.94	$517.89	$3 05
888-33875	04/23/2009	10/08/2009	85	LOWE'S COS INC	$20.84	$20.66	$1,771 19	$1,756.13	$15.06
888-33875	01/20/2009	10/07/2009	75	CAPITAL ONE FINANCIAL CORP	$36.86	$23.53	$2,764.85	$1,764.67	$1,000.18

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/20/2009	10/07/2009	125	CAPITAL ONE FINANCIAL CORP	$36.86	$23.53	$4,608 08	$2,941.11	$1,666.97
888-33875	05/06/2009	10/06/2009	10	VISA INC - CLASS A SHRS	$68.01	$66.91	$680.08	$669.07	$11.01
888-33875	05/06/2009	10/06/2009	5	VISA INC - CLASS A SHRS	$68.01	$66.91	$340.04	$334.53	$5 51
888-33875	04/30/2009	10/06/2009	35	VISA INC - CLASS A SHRS	$68 01	$67.09	$2,380.26	$2,348.05	$32.21
888-33875	02/11/2009	10/06/2009	20	ALLSTATE CORP	$31.23	$21.25	$624.65	$424.94	$199.71
888-33875	04/21/2009	09/28/2009	135	ELI LILLY & CO	$33.23	$33.10	$4,485.62	$4,468.56	$17.06
888-33875	01/15/2009	09/25/2009	3	APACHE CORP	$93.03	$71.93	$279.09	$215.79	$63.30
888-33875	12/04/2008	09/25/2009	12	APACHE CORP	$93.03	$67.45	$1,116.35	$809.40	$306 95
888-33875	11/19/2008	09/22/2009	55	EASTMAN CHEMICAL COMPANY	$55.53	$32 80	$3,054.11	$1,804.06	$1,250.05
888-33875	03/31/2009	09/16/2009	20	EMERSON ELECTRIC CO	$40.50	$28 52	$809.92	$570.33	$239.59
888-33875	02/11/2009	09/16/2009	15	EMERSON ELECTRIC CO	$40.50	$32.80	$607.44	$492.03	$115.41
888-33875	01/26/2009	09/16/2009	5	MCDONALD'S CORP	$55.42	$57.58	$277.11	$287.89	($10.78)
888-33875	01/20/2009	09/16/2009	35	MCDONALD'S CORP	$55.42	$59.21	$1,939 74	$2,072.20	($132.46)
888-33875	09/19/2008	09/16/2009	5	MCDONALD'S CORP	$55.42	$64.80	$277.10	$323.98	($46.88)
888-33875	07/09/2009	09/11/2009	50	ALTRIA GROUP INC	$18.14	$16.35	$907.07	$817.64	$89.43
888-33875	05/05/2009	09/11/2009	30	NUCOR CORP	$46.43	$44.09	$1,392.85	$1,322.66	$70.19
888-33875	04/13/2009	09/11/2009	125	ALTRIA GROUP INC	$18.14	$16.50	$2,267.68	$2,062 43	$205 25
888-33875	04/09/2009	09/11/2009	80	ALTRIA GROUP INC	$18.14	$16.26	$1,451.31	$1,300.80	$150.51
888-33875	11/04/2008	09/11/2009	14	GOLDMAN SACHS GROUP INC	$174.69	$89.05	$2,445.66	$1,246.70	$1,198.96
888-33875	09/26/2008	09/11/2009	65	JPMORGAN CHASE & CO	$42.58	$40 50	$2,767.70	$2,632.50	$135.20
888-33875	09/15/2008	09/10/2009	22	PROCTER & GAMBLE CO	$55.88	$73.15	$1,229.29	$1,609.27	($379 98)
888-33875	07/27/2009	09/09/2009	105	TEXTRON INC	$18.38	$11 08	$1,930.09	$1,162.89	$767.20
888-33875	05/04/2009	09/09/2009	24	TIME WARNER CABLE	$39.14	$34.77	$939.25	$834.48	$104.77
888-33875	10/17/2008	09/09/2009	10	BAXTER INTERNATIONAL INC	$55 97	$59.18	$559.75	$591.76	($32.01)
888-33875	10/09/2008	09/09/2009	20	BAXTER INTERNATIONAL INC	$55.97	$60.96	$1,119.50	$1,219.21	($99 71)
888-33875	12/04/2008	08/28/2009	110	CARDINAL HEALTH INC	$34.27	$31.67	$3,770.08	$3,483 77	$286.31
888-33875	12/19/2008	08/21/2009	250	ERICSSON (LM) TEL-SP ADR	$9.71	$7.83	$2,427.53	$1,957.25	$470.28
888-33875	03/31/2009	08/20/2009	17	EOG RESOURCES INC	$73.59	$56.93	$1,251.04	$967.81	$283.23
888-33875	02/11/2009	08/19/2009	55	EMERSON ELECTRIC CO	$34.61	$32.80	$1,903 58	$1,804.11	$99.47
888-33875	09/26/2008	08/18/2009	30	JPMORGAN CHASE & CO	$41.60	$40.50	$1,247.93	$1,215.00	$32.93

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Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/05/2009	08/10/2009	30	METLIFE INC	$36.56	$13.17	$1,096 89	$395.17	$701 72
888-33875	12/04/2008	08/10/2009	12	APACHE CORP	$86.56	$67.45	$1,038.68	$809.40	$229.28
888-33875	09/15/2008	08/07/2009	23	PROCTER & GAMBLE CO	$51.91	$73.15	$1,193.96	$1,682.40	($488.44)
888-33875	02/11/2009	08/05/2009	5	EMERSON ELECTRIC CO	$34.84	$32.80	$174.21	$164.00	$10.21
888-33875	02/03/2009	08/05/2009	40	EMERSON ELECTRIC CO	$34.84	$33.46	$1,393.67	$1,338.20	$55.47
888-33875	05/27/2009	08/04/2009	30	CATERPILLAR INC	$47.78	$35.24	$1,433.54	$1,057.09	$376.45
888-33875	05/13/2009	08/04/2009	50	TORCHMARK CORP	$39.28	$35.07	$1,964.00	$1,753.52	$210.48
888-33875	04/03/2009	08/04/2009	55	MICROSOFT CORP	$23.60	$18.98	$1,298.00	$1,043.94	$254.06
888-33875	02/11/2009	08/04/2009	5	HOME DEPOT INC	$26.27	$22.23	$131 37	$111.13	$20.24
888-33875	02/10/2009	08/04/2009	55	HOME DEPOT INC	$26.27	$22.46	$1,445.02	$1,235.44	$209.58
888-33875	02/03/2009	08/04/2009	10	EMERSON ELECTRIC CO	$35.90	$33.45	$359.01	$334.54	$24.47
888-33875	01/28/2009	08/04/2009	20	EOG RESOURCES INC	$76.86	$69.22	$1,537.20	$1,384.41	$152.79
888-33875	01/09/2009	08/04/2009	140	LIMITED BRANDS INC	$12.87	$9.59	$1,801.81	$1,342.26	$459.55
888-33875	01/07/2009	08/04/2009	280	NEWS CORP	$10.50	$9.27	$2,939.86	$2,596.91	$342.95
888-33875	12/12/2008	08/04/2009	110	SYMANTEC CORP	$15.49	$12.32	$1,704.37	$1,355.29	$349.08
888-33875	12/04/2008	08/04/2009	11	OCCIDENTAL PETROLEUM CORP	$71.79	$45.18	$789.69	$497.03	$292.66
888-33875	12/04/2008	08/04/2009	170	SAFEWAY INC	$18.70	$22.27	$3,179.49	$3,785.84	($606.35)
888-33875	11/04/2008	08/04/2009	8	GOLDMAN SACHS GROUP INC	$164.63	$89 05	$1,317.07	$712.40	$604.67
888-33875	10/31/2008	08/04/2009	130	HARTFORD FINANCIAL SVCS GRP	$16.20	$10 06	$2,106.03	$1,307.47	$798.56
888-33875	10/27/2008	08/04/2009	35	EMERSON ELECTRIC CO	$35.90	$30 83	$1,256.52	$1,079.03	$177.49
888-33875	09/25/2008	08/04/2009	325	MOTOROLA INC	$7.19	$7.86	$2,337.53	$2,553.59	($216.06)
888-33875	09/19/2008	08/04/2009	50	MCDONALD'S CORP	$54.99	$64.79	$2,749.39	$3,239.71	($490.32)
888-33875	03/31/2009	08/03/2009	8	EOG RESOURCES INC	$76 89	$56.93	$615.08	$455.43	$159.65
888-33875	03/31/2009	08/03/2009	25	THE WALT DISNEY CO.	$25 52	$18.07	$637.94	$451.81	$186.13
888-33875	01/20/2009	08/03/2009	10	EOG RESOURCES INC	$76.89	$62.20	$768.86	$622.02	$146.84
888-33875	12/18/2008	08/03/2009	50	THE WALT DISNEY CO.	$25.52	$23.40	$1,275.89	$1,170.10	$105.79
888-33875	04/16/2009	07/29/2009	50	DU PONT (E.I.) DE NEMOURS	$29.58	$27.90	$1,478.87	$1,394.82	$84.05
888-33875	01/14/2009	07/29/2009	115	ARCHER-DANIELS-MIDLAND CO	$30.78	$24.28	$3,539.30	$2,791.71	$747.59
888-33875	01/09/2009	07/29/2009	175	TYSON FOODS INC-CL A	$11.21	$8.16	$1,961.87	$1,427.87	$534 00
888-33875	12/04/2008	07/29/2009	6	APACHE CORP	$76.40	$67.45	$458.37	$404.69	$53.68

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888-33875	04/09/2009	07/23/2009	45	LIBERTY ENTERTAINMENT-CL A	$26.93	$22.03	$1,212.03	$991.40	$220.63
888-33875	04/09/2009	07/22/2009	50	LIBERTY ENTERTAINMENT-CL A	$26 47	$22.03	$1,323.67	$1,101.55	$222.12
888-33875	04/17/2009	07/20/2009	25	ROYAL DUTCH SHELL PLC-ADR	$51.12	$43.08	$1,277.89	$1,076.88	$201.01
888-33875	12/18/2008	07/17/2009	95	THE WALT DISNEY CO.	$24.49	$23.40	$2,326.93	$2,223.19	$103.74
888-33875	12/04/2008	07/17/2009	200	BRISTOL-MYERS SQUIBB CO	$20.00	$21.26	$4,000.28	$4,252.64	($252.36)
888-33875	04/21/2009	07/16/2009	115	ELI LILLY & CO	$33.69	$33.10	$3,874.10	$3,806.54	$67.56
888-33875	09/19/2008	07/16/2009	10	MCDONALD'S CORP	$57.08	$64.79	$570.79	$647 94	($77.15)
888-33875	01/30/2009	07/15/2009	40	AMGEN INC	$57.78	$55.00	$2,311.37	$2,200.04	$111.33
888-33875	12/04/2008	07/15/2009	5	AMGEN INC	$57.78	$56.61	$288.92	$283.06	$5.86
888-33875	01/20/2009	07/13/2009	15	EOG RESOURCES INC	$62.84	$62.20	$942 59	$933.03	$9.56
888-33875	08/08/2008	07/13/2009	25	EOG RESOURCES INC	$62.84	$94.24	$1,570.98	$2,356.05	($785.07)
888-33875	04/21/2009	07/10/2009	15	PROCTER & GAMBLE CO	$52.15	$50.77	$782.20	$761.55	$20.65
888-33875	10/16/2008	07/10/2009	35	PROCTER & GAMBLE CO	$52.15	$60.69	$1,825.14	$2,124.03	($298 89)
888-33875	09/15/2008	07/10/2009	40	PROCTER & GAMBLE CO	$52.15	$73.15	$2,085.88	$2,925.93	($840.05)
888-33875	12/04/2008	07/08/2009	100	NOKIA CORP-SPON ADR	$14.21	$13.81	$1,420.75	$1,380.66	$40.09
888-33875	12/04/2008	07/08/2009	5	NOKIA CORP-SPON ADR	$14.21	$13.81	$71.04	$69.03	$2.01
888-33875	12/01/2008	07/08/2009	75	CORNING INC	$14.42	$8.64	$1,081.20	$648.09	$433.11
888-33875	11/14/2008	07/08/2009	225	CORNING INC	$14.42	$8.94	$3,243.60	$2,012.00	$1,231.60
						Total	$672,418.86	$570,900.63	$101,518.23

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	04/17/2009	06/24/2010	5	MERCK & CO. INC.	$35.55	$24.02	$177.76	$120.12	$57.64
888-33875	04/17/2009	06/24/2010	4	MERCK & CO. INC.	$35.55	$24.02	$142.21	$96.09	$46.12
888-33875	03/24/2009	06/24/2010	86	MERCK & CO. INC.	$35.55	$24.01	$3,057.48	$2,064.80	$992.68
888-33875	07/16/2008	06/24/2010	95	MACY'S INC	$19.11	$16.75	$1,814.98	$1,591.40	$223.58
888-33875	01/09/2009	06/23/2010	85	LIMITED BRANDS INC	$23.37	$9 59	$1,986.65	$814.95	$1,171.70
888-33875	05/03/2007	06/23/2010	7	APPLE INC	$270.88	$100.85	$1,896.18	$705.95	$1,190.23
888-33875	10/01/2008	06/16/2010	50	MORGAN STANLEY	$25.58	$22.59	$1,278.97	$1,129.25	$149.72

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/11/2009	06/14/2010	75	US BANCORP	$23.05	$18.51	$1,729.02	$1,388.04	$340.98
888-33875	05/11/2009	06/14/2010	40	US BANCORP	$23.05	$18.00	$922.14	$720.00	$202.14
888-33875	04/30/2009	06/07/2010	75	INTEL CORP	$20.67	$15.79	$1,550 54	$1,184.11	$366.43
888-33875	03/30/2009	06/07/2010	25	DEVON ENERGY CORPORATION	$64.85	$44.06	$1,621.17	$1,101.56	$519.61
888-33875	05/03/2007	06/01/2010	11	APPLE INC	$263.63	$100.85	$2,899 90	$1,109 34	$1,790.56
888-33875	04/23/2009	05/20/2010	100	UNUM GROUP	$21.42	$14.37	$2,141.86	$1,436.77	$705.09
888-33875	01/09/2009	05/20/2010	70	LIMITED BRANDS INC	$24.14	$9.59	$1,689.70	$671.14	$1,018.56
888-33875	07/16/2008	05/19/2010	55	MACY'S INC	$21.51	$16.75	$1,182.94	$921.34	$261.60
888-33875	06/24/2008	05/19/2010	100	MACY'S INC	$21.51	$20.01	$2,150.80	$2,000.52	$150.28
888-33875	06/20/2007	05/19/2010	25	MACY'S INC	$21.51	$38.85	$537.70	$971.17	($433.47)
888-33875	02/23/2009	05/18/2010	100	NOKIA CORP-SPON ADR	$10.26	$10.20	$1,025.88	$1,020.16	$5.72
888-33875	02/06/2009	05/18/2010	200	NOKIA CORP-SPON ADR	$10.26	$13.38	$2,051.76	$2,676.72	($624.96)
888-33875	02/05/2009	05/18/2010	120	NOKIA CORP-SPON ADR	$10.26	$13.00	$1,231.06	$1,560.16	($329.10)
888-33875	05/06/2009	05/14/2010	40	DEUTSCHE BANK AG-REGISTERED	$60 75	$55.99	$2,430.01	$2,239.67	$190.34
888-33875	04/28/2009	05/07/2010	30	JPMORGAN CHASE & CO	$40.36	$32.86	$1,210 88	$985.75	$225.13
888-33875	03/26/2007	05/06/2010	25	PFIZER INC	$17.10	$25.50	$427.50	$637.50	($210.00)
888-33875	03/19/2007	05/06/2010	50	PFIZER INC	$17.10	$25.15	$855.00	$1,257.51	($402 51)
888-33875	08/15/2008	05/04/2010	100	XL CAPITAL LTD -CLASS A	$17.12	$19 90	$1,712.08	$1,990.47	($278 39)
888-33875	05/12/2008	05/03/2010	40	MEDCO HEALTH SOLUTIONS INC	$57.85	$49.47	$2,313 88	$1,978.95	$334.93
888-33875	03/27/2009	04/28/2010	55	QUALCOMM INC	$38.23	$39.10	$2,102.67	$2,150.24	($47.57)
888-33875	04/22/2009	04/23/2010	20	GOLDMAN SACHS GROUP INC	$157.40	$118.53	$3,148 00	$2,370.67	$777.33
888-33875	04/17/2009	04/23/2010	25	NORTHROP GRUMMAN CORP	$68.99	$47.97	$1,724 75	$1,199.35	$525.40
888-33875	04/17/2009	04/23/2010	70	TARGET CORP	$57.94	$40.23	$4,055.80	$2,816.22	$1,239.58
888-33875	04/02/2009	04/23/2010	4	AOL INC	$28.45	$17.60	$113.80	$70 41	$43.39
888-33875	04/01/2009	04/23/2010	25	BAXTER INTERNATIONAL INC	$49.32	$50.38	$1,233.00	$1,259.51	($26.51)
888-33875	03/31/2009	04/23/2010	21	GENERAL MILLS INC	$70.63	$49.87	$1,483 23	$1,047.37	$435.86
888-33875	03/31/2009	04/23/2010	100	INTEL CORP	$24.04	$15.14	$2,404 00	$1,514 17	$889.83
888-33875	03/27/2009	04/23/2010	20	QUALCOMM INC	$38.25	$39.10	$765.00	$781 91	($16.91)
888-33875	03/24/2009	04/23/2010	22	MERCK & CO. INC.	$35.46	$24.01	$780.12	$528.20	$251.92

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/19/2009	04/23/2010	6	COOPER INDUSTRIES PLC	$51.10	$25.38	$306.60	$152.25	$154.35
888-33875	03/19/2009	04/23/2010	1	COOPER INDUSTRIES PLC	$51.10	$25.37	$51.10	$25.37	$25.73
888-33875	03/19/2009	04/23/2010	4	COOPER INDUSTRIES PLC	$51.10	$25.38	$204.40	$101.50	$102.90
888-33875	03/06/2009	04/23/2010	50	DANAHER CORP	$85.41	$49.96	$4,270.50	$2,498.18	$1,772.32
888-33875	02/25/2009	04/23/2010	25	NEWS CORP	$16.12	$5.96	$403 00	$148.90	$254.10
888-33875	02/23/2009	04/23/2010	20	BAXTER INTERNATIONAL INC	$49 32	$58.08	$986.40	$1,161.54	($175.14)
888-33875	02/20/2009	04/23/2010	6	AOL INC	$28.45	$12.64	$170.70	$75.85	$94.85
888-33875	02/17/2009	04/23/2010	5	DEUTSCHE BANK AG-REGISTERED	$72.10	$25.19	$360 50	$125.97	$234.53
888-33875	02/11/2009	04/23/2010	25	CBS CORP-CLASS B	$16.48	$5.91	$412.00	$147.82	$264.18
888-33875	02/10/2009	04/23/2010	20	GOLDMAN SACHS GROUP INC	$157.40	$96.90	$3,148 00	$1,937.91	$1,210.09
888-33875	02/05/2009	04/23/2010	30	NOKIA CORP-SPON ADR	$12.76	$13.00	$382.80	$390.04	($7.24)
888-33875	01/28/2009	04/23/2010	125	ARCHER-DANIELS-MIDLAND CO	$28 50	$28.02	$3,562.50	$3,502.38	$60.12
888-33875	01/23/2009	04/23/2010	37	JPMORGAN CHASE & CO	$44.94	$22.88	$1,662.78	$846.50	$816.28
888-33875	01/23/2009	04/23/2010	8	JPMORGAN CHASE & CO	$44.94	$22.88	$359.52	$183.03	$176.49
888-33875	01/14/2009	04/23/2010	110	ARCHER-DANIELS-MIDLAND CO	$28.50	$24.28	$3,135.00	$2,670.35	$464.65
888-33875	01/13/2009	04/23/2010	45	QUALCOMM INC	$38.25	$35.00	$1,721.25	$1,575.18	$146 07
888-33875	01/09/2009	04/23/2010	225	NEWS CORP	$16.12	$8.76	$3,627.00	$1,972.03	$1,654.97
888-33875	12/08/2008	04/23/2010	6	AOL INC	$28.45	$15.84	$170.70	$95.02	$75.68
888-33875	12/08/2008	04/23/2010	61	TIME WARNER INC	$33.14	$19.55	$2,021.54	$1,192.52	$829.02
888-33875	12/04/2008	04/23/2010	170	NOKIA CORP-SPON ADR	$12 76	$13.81	$2,169.20	$2,347.13	($177.93)
888-33875	11/25/2008	04/23/2010	300	MOTOROLA INC	$7.09	$3.98	$2,127.00	$1,194.78	$932.22
888-33875	11/19/2008	04/23/2010	19	AOL INC	$28 45	$14.06	$540.55	$267.23	$273.32
888-33875	11/19/2008	04/23/2010	44	TIME WARNER CABLE	$54.22	$25.51	$2,385.68	$1,122.47	$1,263.21
888-33875	11/19/2008	04/23/2010	39	TIME WARNER INC	$33.14	$17 36	$1,292.46	$677.10	$615.36
888-33875	11/06/2008	04/23/2010	50	CBS CORP-CLASS B	$16.48	$8.38	$824.00	$419.07	$404.93
888-33875	11/04/2008	04/23/2010	3	GOLDMAN SACHS GROUP INC	$157.40	$89.05	$472.20	$267.15	$205.05
888-33875	10/17/2008	04/23/2010	15	BAXTER INTERNATIONAL INC	$49.32	$59.18	$739.80	$887.65	($147.85)
888-33875	10/16/2008	04/23/2010	25	WAL-MART STORES INC	$54.53	$50.41	$1,363.25	$1,260.26	$102.99
888-33875	09/26/2008	04/23/2010	180	JPMORGAN CHASE & CO	$44.94	$40.50	$8,089.20	$7,290.00	$799.20

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	09/25/2008	04/23/2010	400	MOTOROLA INC	$7.09	$7.86	$2,836.00	$3,142 88	($306.88)
888-33875	09/24/2008	04/23/2010	125	SPRINT NEXTEL CORP	$4.32	$6.74	$540.00	$842.28	($302.28)
888-33875	09/23/2008	04/23/2010	75	KOHLS CORP	$58.48	$47 51	$4,386.00	$3,562.96	$823.04
888-33875	09/19/2008	04/23/2010	150	INTEL CORP	$24.04	$19.42	$3,606.00	$2,912.70	$693.30
888-33875	09/09/2008	04/23/2010	17	GOLDMAN SACHS GROUP INC	$157.40	$162.35	$2,675.80	$2,759.89	($84.09)
888-33875	09/04/2008	04/23/2010	100	MERCK & CO. INC.	$35.46	$34.56	$3,546.00	$3,455.74	$90.26
888-33875	08/07/2008	04/23/2010	50	MERCK & CO. INC.	$35.46	$35.43	$1,773.00	$1,771.37	$1.63
888-33875	07/25/2008	04/23/2010	40	HEWLETT-PACKARD CO	$53.90	$43.48	$2,156.00	$1,739.09	$416.91
888-33875	06/24/2008	04/23/2010	50	MERCK & CO. INC.	$35.46	$36.76	$1,773.00	$1,838.07	($65.07)
888-33875	06/20/2008	04/23/2010	83	MERCK & CO. INC.	$35.46	$35.18	$2,943.18	$2,920.01	$23.17
888-33875	05/12/2008	04/23/2010	40	COSTCO WHOLESALE CORP	$60.14	$72.65	$2,405.60	$2,905.84	($500.24)
888-33875	05/12/2008	04/23/2010	5	TEVA PHARMACEUTICAL-SP ADR	$61.54	$44.66	$307.70	$223.30	$84.40
888-33875	04/15/2008	04/23/2010	55	CAMERON INTERNATIONAL CORP	$47.31	$47.67	$2,602.05	$2,621.97	($19 92)
888-33875	12/06/2007	04/23/2010	10	CAMERON INTERNATIONAL CORP	$47.31	$49.28	$473.10	$492.80	($19.70)
888-33875	11/19/2007	04/23/2010	17	FRANKLIN RESOURCES INC	$119.64	$116.51	$2,033.88	$1,980 73	$53.15
888-33875	11/06/2007	04/23/2010	150	AT&T INC	$26.25	$39.78	$3,937.50	$5,967.06	($2,029.56)
888-33875	11/02/2007	04/23/2010	15	AT&T INC	$26.25	$40.11	$393.75	$601.63	($207.88)
888-33875	06/25/2007	04/23/2010	536.134	BERNSTEIN EMERGING MARKETS PORTFOLIO	$30.24	$45.78	$16,050.57	$24,543.04	($8,492.47)
888-33875	06/25/2007	04/23/2010	60	PEPSICO INC	$64.71	$64.85	$3,882.60	$3,891.11	($8.51)
888-33875	06/25/2007	04/23/2010	70	TEVA PHARMACEUTICAL-SP ADR	$61.54	$40.69	$4,307.80	$2,848.03	$1,459.77
888-33875	06/20/2007	04/23/2010	75	MACY'S INC	$24.83	$38.85	$1,862.25	$2,913.53	($1,051.28)
888-33875	06/18/2007	04/23/2010	275.888	BERNSTEIN EMERGING MARKETS PORTFOLIO	$30.24	$46.30	$8,259.43	$12,774.45	($4,515 02)
888-33875	06/18/2007	04/23/2010	55	SCHLUMBERGER LTD	$72.68	$84.86	$3,997.40	$4,667.38	($669.98)
888-33875	06/05/2007	04/23/2010	25	MACY'S INC	$24.83	$40.08	$620.75	$1,001.93	($381 18)
888-33875	05/03/2007	04/23/2010	65	APPLE INC	$270.83	$100.85	$17,603.95	$6,555.21	$11,048.74
888-33875	05/03/2007	04/23/2010	8490.191	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$13.55	$13.21	$115,042.08	$112,155.43	$2,886.65
888-33875	05/03/2007	04/23/2010	7385.976	BERNSTEIN INTERNATIONAL PORTFOLIO	$15.35	$28.08	$113,374.74	$207,398.21	($94,023 47)

Capital Gains

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	05/03/2007	04/23/2010	3	GOOGLE INC-CL A	$544.99	$469.47	$1,634.97	$1,408 40	$226.57
888-33875	05/03/2007	04/23/2010	5	HEWLETT-PACKARD CO	$53.90	$42.96	$269.50	$214.80	$54.70
888-33875	05/03/2007	04/23/2010	70	SCHLUMBERGER LTD	$72.68	$74.31	$5,087.60	$5,201.41	($113.81)
888-33875	03/19/2007	04/23/2010	23	ALCON INC	$157.53	$127.66	$3,623.19	$2,936.29	$686.90
888-33875	03/19/2007	04/23/2010	1462.577	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$13.55	$13.24	$19,817.92	$19,364.54	$453.38
888-33875	03/19/2007	04/23/2010	2712.395	BERNSTEIN INTERNATIONAL PORTFOLIO	$15 35	$26.11	$41,635.26	$70,820.64	($29,185 38)
888-33875	03/19/2007	04/23/2010	13	FRANKLIN RESOURCES INC	$119.64	$116.68	$1,555 32	$1,516.79	$38.53
888-33875	03/19/2007	04/23/2010	150	GILEAD SCIENCES INC	$41.67	$35 51	$6,250 50	$5,326.80	$923 70
888-33875	03/19/2007	04/23/2010	16	GOOGLE INC-CL A	$544.99	$444 47	$8,719.84	$7,111 50	$1,608.34
888-33875	03/19/2007	04/23/2010	80	HEWLETT-PACKARD CO	$53.90	$40.19	$4,312.00	$3,214.88	$1,097.12
888-33875	03/19/2007	04/23/2010	125	PFIZER INC	$16.91	$25.15	$2,113.75	$3,143.76	($1,030 01)
888-33875	12/31/1998	04/23/2010	150	CISCO SYSTEMS INC	$27.47	$23.23	$4,120.50	$3,484.05	$636.45
888-33875	12/31/1997	04/23/2010	5	AOL INC	$28.45	$9.38	$142.25	$46.89	$95.36
888-33875	12/31/1997	04/23/2010	31	TIME WARNER CABLE	$54.22	$17.72	$1,680.82	$549.32	$1,131.50
888-33875	11/04/2008	04/21/2010	22	GOLDMAN SACHS GROUP INC	$160.10	$89.05	$3,522.10	$1,959.10	$1,563.00
888-33875	02/17/2009	04/16/2010	30	DEUTSCHE BANK AG-REGISTERED	$74.45	$25.19	$2,233.63	$755.80	$1,477.83
888-33875	11/04/2008	04/16/2010	18	GOLDMAN SACHS GROUP INC	$161.72	$89.05	$2,910.94	$1,602.90	$1,308 04
888-33875	09/09/2008	04/16/2010	17	GOLDMAN SACHS GROUP INC	$161.72	$162.35	$2,749.22	$2,759.90	($10.68)
888-33875	03/14/2008	04/16/2010	15	DEUTSCHE BANK AG-REGISTERED	$74.45	$108.77	$1,116.82	$1,631.60	($514.78)
888-33875	02/13/2008	04/16/2010	20	DEUTSCHE BANK AG-REGISTERED	$74.45	$112.89	$1,489.09	$2,257.74	($768.65)
888-33875	08/28/2007	04/16/2010	13	GOLDMAN SACHS GROUP INC	$161.72	$173.68	$2,102.34	$2,257.86	($155 52)
888-33875	03/19/2007	04/15/2010	3	GOOGLE INC-CL A	$595.13	$444.47	$1,785.40	$1,333.41	$451.99
888-33875	11/19/2008	04/13/2010	30	J.C. PENNEY CO INC	$30.84	$15.54	$925.15	$466.33	$458.82
888-33875	01/23/2008	04/05/2010	50	CONOCOPHILLIPS	$52.94	$71.21	$2,647.02	$3,560.36	($913.34)
888-33875	08/06/2007	04/05/2010	10	CONOCOPHILLIPS	$52.94	$77.21	$529.40	$772.06	($242.66)
888-33875	03/19/2007	04/05/2010	95	CONOCOPHILLIPS	$52.94	$65.68	$5,029 34	$6,239.60	($1,210.26)

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	01/13/2009	03/26/2010	5	QUALCOMM INC	$41.82	$35.00	$209.10	$175.02	$34.08
888-33875	10/16/2008	03/26/2010	50	QUALCOMM INC	$41.82	$37.26	$2,091.02	$1,862.94	$228.08
888-33875	09/19/2008	03/26/2010	35	QUALCOMM INC	$41.82	$47.11	$1,463.71	$1,648 87	($185.16)
888-33875	03/03/2009	03/17/2010	25	DEVON ENERGY CORPORATION	$67.94	$41.02	$1,698.48	$1,025.56	$672.92
888-33875	01/15/2008	03/17/2010	64	JPMORGAN CHASE & CO	$43.54	$39.34	$2,786.46	$2,517.52	$268.94
888-33875	01/15/2008	03/17/2010	3	JPMORGAN CHASE & CO	$43.54	$39.34	$130.61	$118.01	$12.60
888-33875	01/15/2008	03/17/2010	8	JPMORGAN CHASE & CO	$43.54	$39.34	$348.31	$314.69	$33.62
888-33875	06/18/2007	03/17/2010	665.735	BERNSTEIN EMERGING MARKETS PORTFOLIO	$29.42	$46.30	$19,390.06	$30,825.55	($11,435.49)
888-33875	05/03/2007	03/17/2010	2580.528	BERNSTEIN EMERGING MARKETS PORTFOLIO	$29.42	$42.61	$75,159.94	$109,946.13	($34,786.19)
888-33875	03/19/2007	03/17/2010	4647 557	BERNSTEIN INTERNATIONAL PORTFOLIO	$15.35	$26.11	$71,340.00	$121,347.72	($50,007.72)
888-33875	11/06/2008	03/16/2010	75	CBS CORP-CLASS B	$14.64	$8.38	$1,098.35	$628.61	$469.74
888-33875	06/19/2007	03/16/2010	100	CBS CORP-CLASS B	$14.64	$33.33	$1,464.47	$3,333.16	($1,868.69)
888-33875	05/03/2007	03/12/2010	8	APPLE INC	$226.79	$100.85	$1,814.28	$806.79	$1,007.49
888-33875	10/01/2008	03/11/2010	50	MORGAN STANLEY	$29.89	$22.59	$1,494 29	$1,129.25	$365.04
888-33875	08/03/2007	03/11/2010	10	GOLDMAN SACHS GROUP INC	$171.49	$171.78	$1,714 85	$1,717.76	($2 91)
888-33875	06/18/2007	03/09/2010	25	TRAVELERS COS INC/THE	$53.79	$53.65	$1,344 68	$1,341.36	$3 32
888-33875	02/12/2009	03/08/2010	20	DEVON ENERGY CORPORATION	$69.35	$51.11	$1,387.05	$1,022.28	$364 77
888-33875	02/10/2009	03/08/2010	5	LOWE'S COS INC	$24.02	$18.45	$120.12	$92.25	$27 87
888-33875	01/28/2009	03/08/2010	45	DEVON ENERGY CORPORATION	$69 35	$64.32	$3,120.85	$2,894.20	$226 65
888-33875	09/30/2008	03/08/2010	25	DEVON ENERGY CORPORATION	$69.35	$89.79	$1,733.81	$2,244 73	($510.92)
888-33875	09/15/2008	03/08/2010	20	DEVON ENERGY CORPORATION	$69.35	$89.72	$1,387.05	$1,794 44	($407.39)
888-33875	11/02/2007	03/08/2010	35	AT&T INC	$25.22	$40.11	$882.67	$1,403.80	($521.13)
888-33875	09/17/2007	03/08/2010	100	AT&T INC	$25.22	$40.36	$2,521 92	$4,035.81	($1,513.89)
888-33875	09/04/2007	03/08/2010	50	AT&T INC	$25.22	$40.21	$1,260 96	$2,010.44	($749.48)
888-33875	08/24/2007	03/08/2010	15	AT&T INC	$25.22	$40.24	$378 29	$603.53	($225.24)
888-33875	11/19/2008	02/26/2010	95	J.C. PENNEY CO INC	$27.73	$15.54	$2,633.92	$1,476.70	$1,157.22
888-33875	09/08/2008	02/26/2010	60	WESTERN DIGITAL CORP	$38.66	$25 35	$2,319.40	$1,521.05	$798.35

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Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	09/19/2008	02/24/2010	65	QUALCOMM INC	$37.92	$47.11	$2,464.70	$3,062.20	($597.50)
888-33875	05/12/2008	02/24/2010	20	MEDCO HEALTH SOLUTIONS INC	$62.11	$49.47	$1,242.29	$989.48	$252.81
888-33875	08/24/2007	02/24/2010	110	AT&T INC	$24.89	$40.24	$2,737.91	$4,425.87	($1,687.96)
888-33875	08/20/2007	02/24/2010	75	AT&T INC	$24.89	$38.63	$1,866 76	$2,896.90	($1,030.14)
888-33875	06/18/2007	02/24/2010	25	MEDCO HEALTH SOLUTIONS INC	$62.11	$40.30	$1,552 87	$1,007.53	$545.34
888-33875	09/08/2008	02/17/2010	30	WESTERN DIGITAL CORP	$42.24	$25.35	$1,267.21	$760.53	$506.68
888-33875	09/19/2008	02/12/2010	50	QUALCOMM INC	$38.73	$47.11	$1,936.46	$2,355.54	($419 08)
888-33875	07/23/2008	02/12/2010	20	QUALCOMM INC	$38.73	$43.40	$774.58	$868.05	($93.47)
888-33875	11/19/2008	02/11/2010	55	TIME WARNER INC	$27.23	$17.36	$1,497.40	$954.89	$542.51
888-33875	08/14/2007	02/11/2010	5	AIR PRODUCTS & CHEMICALS INC	$68.39	$88.49	$341 95	$442.45	($100 50)
888-33875	07/03/2007	02/11/2010	25	AIR PRODUCTS & CHEMICALS INC	$68.39	$81.25	$1,709.74	$2,031.16	($321.42)
888-33875	05/12/2008	02/10/2010	1	CME GROUP INC	$277.24	$465.07	$277.24	$465.07	($187.83)
888-33875	04/04/2008	02/10/2010	4	CME GROUP INC	$277.24	$510.30	$1,108.95	$2,041 21	($932.26)
888-33875	03/17/2008	02/10/2010	3	CME GROUP INC	$277.24	$432.76	$831 71	$1,298.28	($466.57)
888-33875	03/19/2007	02/10/2010	25	SCHLUMBERGER LTD	$63.92	$66.26	$1,598.04	$1,656.51	($58.47)
888-33875	12/12/2008	02/09/2010	90	SYMANTEC CORP	$17.04	$12 32	$1,533.68	$1,108.89	$424 79
888-33875	07/23/2008	02/05/2010	45	QUALCOMM INC	$37.81	$43.40	$1,701.54	$1,953.11	($251.57)
888-33875	06/12/2008	02/05/2010	35	QUALCOMM INC	$37.81	$48.79	$1,323.42	$1,707.64	($384.22)
888-33875	11/19/2008	01/28/2010	90	TIME WARNER INC	$26.79	$17.36	$2,411.26	$1,562.54	$848.72
888-33875	10/16/2008	01/28/2010	25	WAL-MART STORES INC	$52.68	$50 41	$1,316 92	$1,260.26	$56.66
888-33875	10/03/2008	01/28/2010	15	WAL-MART STORES INC	$52.68	$59.37	$790.16	$890.56	($100.40)
888-33875	09/08/2008	01/26/2010	10	WESTERN DIGITAL CORP	$41.21	$25 35	$412.14	$253.51	$158 63
888-33875	08/20/2008	01/26/2010	35	WESTERN DIGITAL CORP	$41.21	$28.28	$1,442.49	$989.66	$452.83
888-33875	03/19/2007	01/26/2010	150	PFIZER INC	$18.76	$25.15	$2,813.87	$3,772.51	($958.64)
888-33875	06/20/2008	01/25/2010	42	MERCK & CO INC.	$39.30	$35.18	$1,650.44	$1,477.60	$172.84
888-33875	06/18/2008	01/25/2010	50	MERCK & CO. INC.	$39.30	$34.99	$1,964.82	$1,749.32	$215.50
888-33875	11/19/2008	01/22/2010	25	TIME WARNER INC	$27.45	$17.36	$686.19	$434.04	$252.15
888-33875	12/31/1997	01/22/2010	20	TIME WARNER INC	$27.45	$11.58	$548.95	$231.50	$317.45
888-33875	12/04/2008	01/19/2010	14	OCCIDENTAL PETROLEUM CORP	$78.63	$45 19	$1,100.81	$632.59	$468.22
888-33875	09/24/2008	01/14/2010	50	SPRINT NEXTEL CORP	$4 08	$6.74	$203.94	$336.92	($132 98)

Capital Gains

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	09/24/2008	01/14/2010	125	SPRINT NEXTEL CORP	$4.08	$6.74	$509.85	$842.29	($332 44)
888-33875	09/18/2008	01/14/2010	250	SPRINT NEXTEL CORP	$4.08	$5.88	$1,019.70	$1,469.20	($449.50)
888-33875	09/18/2008	01/14/2010	50	SPRINT NEXTEL CORP	$4.08	$5.88	$203.94	$293.84	($89.90)
888-33875	12/22/1999	01/14/2010	100	SPRINT NEXTEL CORP	$4.08	$61.78	$407.88	$6,177.66	($5,769.78)
888-33875	03/17/2008	01/12/2010	2	CME GROUP INC	$342.09	$432.76	$684.17	$865.52	($181.35)
888-33875	03/05/2008	01/12/2010	5	CME GROUP INC	$342.09	$508 44	$1,710.43	$2,542.18	($831.75)
888-33875	08/13/2007	01/12/2010	25	CELGENE CORP	$57.10	$60.41	$1,427.40	$1,510.17	($82.77)
888-33875	06/18/2007	01/12/2010	10	CELGENE CORP	$57.10	$59.81	$570.96	$598.11	($27.15)
888-33875	06/18/2007	01/08/2010	55	CELGENE CORP	$56.69	$59.81	$3,117 92	$3,289.63	($171 71)
888-33875	08/07/2008	01/07/2010	20	CHEVRON CORP	$79.22	$85.10	$1,584.37	$1,702.07	($117.70)
888-33875	05/03/2007	01/07/2010	7	APPLE INC	$210.86	$100.85	$1,475 99	$705.95	$770.04
888-33875	05/03/2007	01/07/2010	2	CHEVRON CORP	$79.22	$79.61	$158.44	$159.22	($0.78)
888-33875	12/31/1997	12/16/2009	35	TIME WARNER INC	$30.12	$11.58	$1,054.03	$405.13	$648.90
888-33875	12/01/2008	12/15/2009	50	CORNING INC	$18.89	$8.64	$944.34	$432.07	$512.27
888-33875	08/20/2008	11/27/2009	50	KOHLS CORP	$54.24	$48.10	$2,712.22	$2,405.03	$307.19
888-33875	12/31/1998	11/13/2009	60	CISCO SYSTEMS INC	$23.56	$23.23	$1,413.70	$1,393.62	$20.08
888-33875	06/12/2008	11/10/2009	50	QUALCOMM INC	$44.40	$48.79	$2,219 88	$2,439.47	($219.59)
888-33875	05/03/2007	11/10/2009	165	CBS CORP-CLASS B	$13.26	$32.12	$2,188.43	$5,300.40	($3,111 97)
888-33875	07/09/2007	11/09/2009	10	COLGATE-PALMOLIVE CO	$80.19	$66.16	$801 86	$661.60	$140.26
888-33875	07/25/2008	11/04/2009	35	APACHE CORP	$98.90	$109.41	$3,461 54	$3,829.27	($367.73)
888-33875	07/23/2008	11/04/2009	24	APACHE CORP	$98.90	$111.73	$2,373 62	$2,681.47	($307.85)
888-33875	10/03/2008	10/21/2009	25	WAL-MART STORES INC	$51 67	$59.37	$1,291.72	$1,484.26	($192.54)
888-33875	10/01/2008	10/21/2009	35	WAL-MART STORES INC	$51 67	$59.77	$1,808.42	$2,091.91	($283.49)
888-33875	06/18/2007	10/21/2009	25	MEDCO HEALTH SOLUTIONS INC	$56.75	$40 30	$1,418.71	$1,007.52	$411.19
888-33875	05/03/2007	10/21/2009	25	MEDCO HEALTH SOLUTIONS INC	$56.75	$36.82	$1,418.71	$920.54	$498.17
888-33875	05/03/2007	10/20/2009	35	PEPSICO INC	$61.30	$67.35	$2,145.62	$2,357 33	($211.71)
888-33875	03/19/2007	10/20/2009	10	PEPSICO INC	$61.30	$62.88	$613 04	$628 80	($15.76)
888-33875	06/18/2007	10/19/2009	40	CELGENE CORP	$56.58	$59.81	$2,263 32	$2,392.44	($129.12)
888-33875	03/19/2007	10/19/2009	5	GOOGLE INC-CL A	$551.19	$444.47	$2,755 95	$2,222.34	$533.61
888-33875	03/19/2007	10/19/2009	25	SCHLUMBERGER LTD	$69.64	$66.26	$1,741 08	$1,656.50	$84.58

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/16/2008	10/15/2009	25	MERCK & CO. INC.	$33.28	$34.81	$831 97	$870.22	($38.25)
888-33875	06/16/2008	10/15/2009	200	MERCK & CO. INC.	$33.28	$34.81	$6,655.76	$6,961.76	($306.00)
888-33875	03/19/2007	10/15/2009	40	GILEAD SCIENCES INC	$46.56	$35.51	$1,862.35	$1,420.48	$441.87
888-33875	05/10/2007	10/13/2009	50	TEVA PHARMACEUTICAL-SP ADR	$51.09	$38.51	$2,554.53	$1,925.33	$629.20
888-33875	03/05/2008	10/06/2009	25	ALLSTATE CORP	$31.23	$47.95	$780.81	$1,198.79	($417.98)
888-33875	01/15/2008	10/06/2009	25	JPMORGAN CHASE & CO	$44.73	$39.34	$1,118 24	$983.40	$134.84
888-33875	01/07/2008	10/06/2009	75	JPMORGAN CHASE & CO	$44.73	$41.04	$3,354.72	$3,077.68	$277 04
888-33875	02/20/2008	10/05/2009	25	BP PLC-SPONS ADR	$51.26	$65.48	$1,281.59	$1,636.90	($355.31)
888-33875	02/14/2008	10/05/2009	35	BP PLC-SPONS ADR	$51.26	$66.78	$1,794 23	$2,337.33	($543.10)
888-33875	03/19/2007	10/05/2009	35	BP PLC-SPONS ADR	$51.26	$60.01	$1,794 24	$2,100.24	($306.00)
888-33875	03/19/2007	10/05/2009	35	HEWLETT-PACKARD CO	$45.58	$40.19	$1,595.21	$1,406.51	$188.70
888-33875	05/03/2007	10/01/2009	45	EXXON MOBIL CORP	$67.75	$80.58	$3,048.82	$3,625.95	($577 13)
888-33875	03/20/2007	10/01/2009	25	EXXON MOBIL CORP	$67.75	$71.27	$1,693.79	$1,781.87	($88.08)
888-33875	05/27/2008	09/23/2009	30	TOYOTA MOTOR CORP -SPON ADR	$82.34	$98.82	$2,470.32	$2,964 65	($494.33)
888-33875	05/03/2007	09/21/2009	11	APPLE INC	$182.14	$100.85	$2,003.58	$1,109.34	$894.24
888-33875	06/24/2008	09/16/2009	35	COCA-COLA CO/THE	$52.34	$53.05	$1,831.74	$1,856.84	($25.10)
888-33875	05/03/2007	09/16/2009	35	CBS CORP-CLASS B	$12.68	$32.12	$443.76	$1,124.32	($680.56)
888-33875	05/03/2007	09/16/2009	45	MEDCO HEALTH SOLUTIONS INC	$55.76	$36.82	$2,509.27	$1,656.97	$852.30
888-33875	03/19/2007	09/16/2009	50	CBS CORP-CLASS B	$12.68	$30.63	$633.94	$1,531 41	($897.47)
888-33875	08/13/2000	09/11/2009	165	ALTRIA GROUP INC	$18.14	$7.44	$2,993.33	$1,228.26	$1,765.07
888-33875	07/08/2008	09/09/2009	30	BAXTER INTERNATIONAL INC	$55.97	$64.67	$1,679.24	$1,939.98	($260 74)
888-33875	05/09/2008	09/09/2009	5	BAXTER INTERNATIONAL INC	$55.97	$61.35	$279.87	$306.77	($26.90)
888-33875	08/15/2008	08/28/2009	75	XL CAPITAL LTD -CLASS A	$16.97	$19.90	$1,272.83	$1,492.85	($220.02)
888-33875	05/16/2008	08/28/2009	10	CARDINAL HEALTH INC	$34.27	$55.65	$342.73	$556.50	($213.77)
888-33875	05/12/2008	08/28/2009	30	COSTCO WHOLESALE CORP	$51.71	$72.65	$1,551 25	$2,179.37	($628.12)
888-33875	03/17/2008	08/28/2009	15	COSTCO WHOLESALE CORP	$51.71	$60 49	$775.62	$907.36	($131.74)
888-33875	03/19/2007	08/28/2009	85	HEWLETT-PACKARD CO	$44.82	$40.19	$3,810.08	$3,415.81	$394 27
888-33875	05/15/2008	08/27/2009	55	NIKE INC -CL B	$56.01	$67.98	$3,080.44	$3,738.72	($658.28)
888-33875	07/10/2008	08/25/2009	14	MONSANTO CO	$84.11	$119.91	$1,177 59	$1,678 73	($501.14)

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Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	06/18/2007	08/19/2009	75	GENWORTH FINANCIAL INC-CL A	$7.89	$35.96	$591.50	$2,696.74	($2,105 24)
888-33875	05/03/2007	08/19/2009	130	GENWORTH FINANCIAL INC-CL A	$7.89	$35.02	$1,025.27	$4,553.13	($3,527.86)
888-33875	03/20/2007	08/19/2009	100	EXXON MOBIL CORP	$67.41	$71.27	$6,741.47	$7,127.48	($386.01)
888-33875	03/20/2007	08/19/2009	70	GENWORTH FINANCIAL INC-CL A	$7.89	$34.76	$552.07	$2,432.98	($1,880.91)
888-33875	01/07/2008	08/18/2009	20	JPMORGAN CHASE & CO	$41.60	$41.04	$831.95	$820.71	$11.24
888-33875	05/03/2007	08/10/2009	20	CHEVRON CORP	$69.25	$79.61	$1,385.01	$1,592.18	($207.17)
888-33875	03/19/2007	08/10/2009	20	CHEVRON CORP	$69.25	$69.24	$1,385.01	$1,384.71	$0.30
888-33875	05/03/2007	08/07/2009	25	PROCTER & GAMBLE CO	$51.91	$62.00	$1,297.78	$1,549.89	($252 11)
888-33875	07/10/2008	08/06/2009	11	MONSANTO CO	$84.05	$119.91	$924.57	$1,319.00	($394 43)
888-33875	03/19/2007	08/06/2009	5	MONSANTO CO	$84.05	$53.05	$420.26	$265.23	$155.03
888-33875	06/17/2008	08/04/2009	75	MOTOROLA INC	$7.19	$9.01	$539.43	$675.78	($136.35)
888-33875	05/16/2008	08/04/2009	45	CARDINAL HEALTH INC	$33.32	$55.65	$1,499.49	$2,504.25	($1,004.76)
888-33875	01/31/2008	08/04/2009	15	APPLE INC	$164.74	$131.38	$2,471.04	$1,970.63	$500.41
888-33875	01/07/2008	08/04/2009	50	MORGAN STANLEY	$29.85	$48.77	$1,492.59	$2,438.73	($946.14)
888-33875	10/24/2007	08/04/2009	25	CONOCOPHILLIPS	$44 76	$81.53	$1,118.96	$2,038.24	($919 28)
888-33875	09/25/2007	08/04/2009	50	AT&T INC	$26 16	$42.48	$1,307.85	$2,123.80	($815 95)
888-33875	08/20/2007	08/04/2009	35	DEUTSCHE BANK AG REGISTERED	$66.76	$125.76	$2,336.56	$4,401.53	($2,064.97)
888-33875	08/09/2007	08/04/2009	25	CONOCOPHILLIPS	$44.76	$79.39	$1,118 95	$1,984.87	($865.92)
888-33875	07/03/2007	08/04/2009	5	GOOGLE INC-CL A	$450.80	$530.99	$2,254 00	$2,654.96	($400.96)
888-33875	06/25/2007	08/04/2009	30	CHEVRON CORP	$69.84	$82.75	$2,095.20	$2,482.47	($387.27)
888-33875	06/25/2007	08/04/2009	40	EMERSON ELECTRIC CO	$35.90	$48.04	$1,436.02	$1,921.46	($485 44)
888-33875	06/20/2007	08/04/2009	2	APPLE INC	$164.74	$122.84	$329.47	$245.67	$83.80
888-33875	05/14/2007	08/04/2009	100	PFIZER INC	$15.99	$27.21	$1,599.48	$2,720.63	($1,121.15)
888-33875	05/03/2007	08/04/2009	155.807	BERNSTEIN EMERGING MARKETS PORTFOLIO	$24.90	$42.61	$3,842.26	$6,638.32	($2,796.06)
888-33875	05/03/2007	08/04/2009	0.365	BERNSTEIN EMERGING MARKETS PORTFOLIO	$24.90	$42.60	$0.00	$15.55	($15.55)
888-33875	05/03/2007	08/04/2009	40	GILEAD SCIENCES INC	$47.49	$41.69	$1,899.57	$1,667.40	$232.17
888-33875	05/03/2007	08/04/2009	3	GOLDMAN SACHS GROUP INC	$164.63	$220.61	$493.90	$661.84	($167 94)
888-33875	05/03/2007	08/04/2009	50	PFIZER INC	$15.99	$26.85	$799.74	$1,342.70	($542.96)

BERNSTEIN
Global Wealth Management

Capital Gains

Account: LOUIS AND HELEN FANAROFF CHARITABLE FOUNDATION, LTD. (888-33875)
07/01/2009 - 06/30/2010

Long-Term Capital Gains

Account No.	Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain/(Loss)
888-33875	03/19/2007	08/04/2009	801.193	BERNSTEIN EMERGING MARKETS PORTFOLIO	$24.90	$38.51	$19,757.74	$30,850.00	($11,092 26)
888-33875	03/19/2007	08/04/2009	89.844	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	$12.80	$13.24	$1,150.00	$1,189.53	($39.53)
888-33875	03/19/2007	08/04/2009	118.026	BERNSTEIN INTERNATIONAL PORTFOLIO	$13.98	$26.11	$1,650.00	$3,081.64	($1,431.64)
888-33875	03/19/2007	08/04/2009	25	FLUOR CORP	$53.81	$45.27	$1,345.32	$1,131.83	$213.49
888-33875	08/13/2000	08/04/2009	80	ALTRIA GROUP INC	$17.55	$7.44	$1,404.15	$595.52	$808.63
888-33875	12/22/1999	08/04/2009	150	SPRINT NEXTEL CORP	$4.03	$61.78	$603.77	$9,266.40	($8,662.63)
888-33875	12/21/1999	08/04/2009	250	SPRINT NEXTEL CORP	$4.03	$61.78	$1,006.27	$15,444.00	($14,437.73)
888-33875	12/31/1997	08/04/2009	70	TIME WARNER INC	$28 02	$12.43	$1,961.28	$869.89	$1,091.39
888-33875	08/20/2007	08/03/2009	25	CISCO SYSTEMS INC	$22 52	$29.76	$562.95	$744.05	($181.10)
888-33875	08/20/2007	08/03/2009	150	CISCO SYSTEMS INC	$22.52	$29.76	$3,377.70	$4,464.30	($1,086.60)
888-33875	07/23/2008	07/29/2009	6	APACHE CORP	$76.40	$111.73	$458.37	$670.37	($212 00)
888-33875	06/27/2008	07/29/2009	10	APACHE CORP	$76.40	$137.02	$763.95	$1,370.20	($606.25)
888-33875	06/26/2008	07/29/2009	13	APACHE CORP	$76.40	$134.36	$993.14	$1,746.70	($753.56)
888-33875	07/21/2008	07/27/2009	25	PHILIP MORRIS INTERNATIONAL	$46.63	$50.82	$1,165.71	$1,270.54	($104.83)
888-33875	05/03/2007	07/22/2009	42	MONSANTO CO	$79.72	$59.47	$3,348.36	$2,497.87	$850.49
888-33875	04/08/2008	07/20/2009	15	ROYAL DUTCH SHELL PLC-ADR	$51.12	$72.59	$766.74	$1,088.81	($322.07)
888-33875	09/17/2007	07/20/2009	50	ROYAL DUTCH SHELL PLC-ADR	$51.12	$80.91	$2,555.78	$4,045.53	($1,489.75)
888-33875	05/03/2007	07/16/2009	100	HEWLETT-PACKARD CO	$39.00	$42 96	$3,900 00	$4,296.00	($396.00)
888-33875	08/09/1990	07/16/2009	40	MCDONALD'S CORP	$57.08	$7 46	$2,283.14	$298.21	$1,984.93
888-33875	06/25/2007	07/10/2009	95	CHEVRON CORP	$61.36	$82.75	$5,829.30	$7,861.16	($2.031 86)
888-33875	05/03/2007	07/10/2009	60	EXXON MOBIL CORP	$65.09	$80.58	$3,905.65	$4,834.62	($928.97)
888-33875	08/10/2007	07/07/2009	7	CME GROUP INC	$283.48	$595.57	$1,984.37	$4,168.96	($2,184.59)
						Total	$1,001,887.32	$1,266,021.42	($264,134.10)

The information above reflects the total gains and losses of the accounts in your relationship and therefore may include nontaxable accounts. To simplify your tax planning process, we encourage you to customize this page with a Personalized Account Analysis that aligns with your tax obligations or contact your Bernstein Advisor Please note that prior to 2008, long-term capital gains distributions from

Louis and Helen Fanaroff Charitable Foundation
52-1276724
6/30/2010

	Purchase Date	Sale Date	Total Proceeds	Total Cost	Gain/ (Loss)
30 Shs EOG RES Inc.	Various	7/1/2009	2,040.01	2,576.26	(536.25)
80 Shs The Travelers Company Inc.	Various	7/1/2009	3,288.01	4,375.59	(1,087.58)
105 Shs Cisco Systems Inc.	Various	7/1/2009	1,997 67	2,438.84	(441.17)
225 Shs Tyson Foods	Various	7/1/2009	2,850.08	1,835.81	1,014.27
23 Shs Monsanto Co	Various	7/1/2009	1,740.73	1,367.88	372.85
TOTAL			11,916.50	12,594.38	(677.88)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.		21.	21.
EAGLE BANK		121.	121.
	TOTAL	142.	142.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BERNSTEIN CO.		45,200.	45,200.
	TOTAL	45,200.	45,200.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MERRILL LYNCH SETTLEMENT	144.	144.
TOTALS	144.	144.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	300.			
TOTALS	300.	0.	0.	0.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING	1,600.			
TOTALS	1,600.	0.	0.	0.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	19,072.	19,072.
BANK SERVICE FEES	155.	
TOTALS	19,227.	19,072.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX	320.	320.
FEDERAL TAX	384.	
TOTALS	704.	320.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SANFORD BERNSTEIN	2,408,035.	2,024,813.
TOTALS	2,408,035.	2,024,813.

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

STEVEN FANAROFF
981 ROLLINS AVENUE
ROCKVILLE, MD 20850
301-230-3000

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER STATING NAME OF ORGANIZATION AND SUBMITTING PROOF OF ITS TAX-EXEMPT STATUS AND STATING PURPOSE FOR WHICH GRANT WILL BE USED.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JEWISH COMMUNITY CENTER 6125 MONTROSE ROAD ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	10,500
EAGLEBANK FOUNDATION 7815 WOODMONT AVENUE BETHESDA, MD 20814	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	5,000
FRIENDS OF LUBAVITCH 11621 SEVEN LOCKS ROAD POTOMAC, MD 20854	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	1,500
NATIONAL MS SOCIETY 1100 NEW YORK AVE , N W. SUITE 660 WASHINGTON, DC 20005	NONE PUBLIC CHARITY	COMMUNITY HEALTH	2,000
B'NAI ISRAEL 6301 MONTROSE ROAD ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	51,000
NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	NONE PUBLIC CHARITY	COMMUNITY HEALTH	500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PARTNERSHIP FOR JEWISH LIFE AND LEARNING 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	1,800
JUBILEE FOUNDATION 3115 7TH STREET, NE WASHINGTON, DC 20017-1412	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	1,000.
KOLLEL OF GREATER WASHINGTON 10900 LOCKWOOD DRIVE SILVER SPRING, MD 20901	NONE PUBLIC CHARITY	PROMOTION OF RELIGION	2,500
MATAN, INC 333 MAMARONECK AVENUE NO 342 WHITE PLAINS, NY 10605	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	1,500
SULAM, INC 13300 ARTIC AVENUE ROCKVILLE, MD 20853	NONE PUBLIC CHARITY	COMMUNITY IMPROVEMENT	250.
		TOTAL CONTRIBUTIONS PAID	77,550.

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: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Employer identification number: 52-1276724

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	101,562.
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	101,562.

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	-264,811.
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	-264,811.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

Part III Summary of Parts I and II
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			101,562.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-264,811.
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			-163,249.

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	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: LOUIS & HELEN FANAROFF CHARITABLE FOUNDATION

Employer identification number: 52-1276724

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

(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)
1a TOTAL SHORT TERM CAPITAL GAIN DIVIDENDS			44.		44.
SEE ATTACHED STATEMENT A-SHORT TERM			672,419.	570,901.	101,518.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 101,562.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

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

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 SEE ATTACHED STATEMENT A-LONG TERM			1,001,887.	1,266,021.	-264,134.
SEE ATTACHED STATEMENT B			11,917.	12,594.	-677.
6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b					-264,811.