Form **990-PF**
Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2009

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

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

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

Name of foundation
CHESLEY G MAGRUDER FOUNDATION 52-5636229

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
SUNTRUST BANK, 200 S ORANGE AVE, SOAB 10

City or town, state, and ZIP code
ORLANDO, FL 32801

A Employer identification number
59-1920736

B Telephone number (see page 10 of the instructions)
( ) -

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)* ▶ $ 14,795,395.

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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	270,373.	269,651.		STMT 1
	5a Gross rents	330,705.	330,705.	NONE	
	b Net rental income or (loss) 326,104				
	6a Net gain or (loss) from sale of assets not on line 10	-211,857.			
	b Gross sales price for all assets on line 6a 4,823,964.				
	7 Capital gain net income (from Part IV, line 2)		NONE		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	389,221.	600,356.	NONE	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	7,830.	NONE	NONE	7,830.
	c Other professional fees (attach schedule) STMT 3	57,580.	28,790.		28,790.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	11,236.	4,057.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	5,682.	4,601.		1,081.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	82,328.	37,448.	NONE	37,701.
	25 Contributions, gifts, grants paid	717,335.			717,335.
	26 **Total expenses and disbursements** Add lines 24 and 25	799,663.	37,448.	NONE	755,036.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-410,442.			
	b **Net investment income** (if negative, enter -0-)		562,908.		
	c **Adjusted net income** (if negative, enter -0-)			NONE	

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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		-473.	-473.
	2 Savings and temporary cash investments	349,355.	213,688.	213,688.
	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)			
	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) STMT 6	13,417,994.	13,093,692.	14,582,180.
	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)	13,767,349.	13,306,907.	14,795,395.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	75,000.	50,000.	
	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)	75,000.	50,000.	
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. ▶ [X]			
	27 Capital stock, trust principal, or current funds	12,631,701.	13,256,907.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,060,648.		
	30 Total net assets or fund balances (see page 17 of the instructions)	13,692,349.	13,256,907.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,767,349.	13,306,907.	

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	13,692,349.
2	Enter amount from Part I, line 27a	2	-410,442.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,281,907.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	25,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,256,907.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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	-211,855.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [X] 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			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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	11,258.
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	11,258.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	11,258.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 14,140.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	14,140.
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	2,882.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 2,882. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶$ ______ (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	N/A	
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) ▶ STMT 8			
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 ▶ SUNTRUST BANK Telephone no ▶ (407)237-4293

Located at ▶ 200 S. ORANGE AVE, ORLANDO, FL ZIP + 4 ▶ 32801

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		X
	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.) STMT 9		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	N/A	
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 N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes	☐ No	
If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b No: X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 12		57,580.

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 NONE	
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	14,978,877.
b	Average of monthly cash balances	1b	331,956.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	15,310,833.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	15,310,833.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	229,662.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,081,171.
6	**Minimum investment return.** Enter 5% of line 5	6	754,059.

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	754,059.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,258.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,258.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	742,801.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	742,801.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	742,801.

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	755,036.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	755,036.
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	755,036.

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				742,801.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only			716,636.	
b	Total for prior years 20 07 ,20 ____, 20 ____		NONE		
3	Excess distributions carryover, if any, to 2009.				
a	From 2004 NONE				
b	From 2005 NONE				
c	From 2006 NONE				
d	From 2007 NONE				
e	From 2008 NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 755,036.				
a	Applied to 2008, but not more than line 2a			716,636.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				38,400.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				704,401.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9:				
a	Excess from 2005 NONE				
b	Excess from 2006 NONE				
c	Excess from 2007 NONE				
d	Excess from 2008 NONE				
e	Excess from 2009 NONE				

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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:

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

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*				
SEE STATEMENT 14				
Total . . . . ▶ **3a**				717,335.
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					
4 Dividends and interest from securities			14	270,373.	
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			15	326,104.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-211,857.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				384,620.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 384,620.

(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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

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

G. Brock Magruder

Signature of officer or trustee DR. G. BROCK MAGRUDER | Date | PRESIDENT Title

Paid Preparer's Use Only

Preparer's signature	Jeffrey E. Kuhlin	Date 04/04/2011	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00353001
Firm's name (or yours if self-employed), address, and ZIP code	KPMG LLP 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605	EIN ▶ 13-5565207 Phone no 888-942-3272	

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 LONG-TERM CAPITAL GAIN DIVIDENDS					1,718.	
		16939.444 DREYFUS ADVANTAGE FD INC PREMI PROPERTY TYPE: SECURITIES					06/24/2009	07/21/2009
215,300.00		207,000.00					8,300.00	
		32808.846 DREYFUS ADVANTAGE FD INC PREMI PROPERTY TYPE: SECURITIES					03/05/2008	07/21/2009
417,000.00		636,551.00					-219551.00	
		12565.125 ALLIANZ NFJ SMALL-CAP VALUE-I PROPERTY TYPE: SECURITIES					05/07/2009	09/09/2009
286,736.00		216,460.00					70,276.00	
		16799. ISHARES RUSSELL MIDCAP GROWTH IND PROPERTY TYPE: SECURITIES					07/21/2009	11/10/2009
727,239.00		634,313.00					92,926.00	
		1739.088 DREYFUS/TBC SMALLCAP GROWTH-I PROPERTY TYPE: SECURITIES					05/07/2009	03/01/2010
78,937.00		60,000.00					18,937.00	
		5628. DREYFUS/TBC SMALLCAP GROWTH-I PROPERTY TYPE: SECURITIES					01/30/2009	03/01/2010
255,455.00		188,538.00					66,917.00	
		412.992 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					09/09/2009	03/01/2010
8,900.00		7,983.00					917.00	
		4041.745 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES					04/30/2007	03/01/2010
42,600.00		54,887.00					-12,287.00	
		19732.313 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES					08/20/2007	03/01/2010
238,169.00		328,646.00					-90,477.00	
		1783.514 VANGUARD INSTITUTIONAL INDEX FD PROPERTY TYPE: SECURITIES					12/28/2007	03/01/2010
182,614.00		241,815.00					-59,201.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		771.555 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES					03/01/2010	06/14/2010
19,150.00		18,594.00					556.00	
		1990. IPATH DJ-UBS COMMDTY TTL RTRN ETN PROPERTY TYPE: SECURITIES					08/22/2008	06/14/2010
76,076.00		119,480.00					-43,404.00	
		2340.019 GOLDMAN SACHS TRGROWTH OPPORTUN PROPERTY TYPE: SECURITIES					03/01/2010	06/14/2010
49,000.00		48,011.00					989.00	
		1486.326 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					09/09/2009	06/14/2010
32,937.00		28,731.00					4,206.00	
		726.626 PIMCO GLOBAL BD US$ HEDGED-I PROPERTY TYPE: SECURITIES					08/22/2008	06/14/2010
7,150.00		6,997.00					153.00	
		9591.931 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES					04/30/2007	06/14/2010
102,250.00		130,258.00					-28,008.00	
		13392.857 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES					02/28/2006	06/14/2010
150,000.00		195,339.00					-45,339.00	
		4812.981 RIDGEWORTH FD-SEIX HIGH YIELD # PROPERTY TYPE: SECURITIES					06/26/2009	06/14/2010
43,750.00		40,495.00					3,255.00	
		16447.218 RIDGEWORTH FD-INTERMEDIATE BD PROPERTY TYPE: SECURITIES					03/01/2010	06/14/2010
176,479.00		172,750.00					3,729.00	
		125118.485 RIDGEWORTH FD-INTERMEDIATE BD PROPERTY TYPE: SECURITIES					07/15/2005	06/14/2010
1342521.00		1267450.00					75,071.00	
		3635.414 VANGUARD INSTITUTIONAL INDEX FD PROPERTY TYPE: SECURITIES					03/28/2008	06/14/2010
364,014.00		431,521.00					-67,507.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-211,855.	

JSA
9E1730 1 000

9E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
CHESLEY G MAGRUDER FOUNDATION 52-5636229	59-1920736

DESCRIPTION OF PROPERTY

2155 W COLONIAL DR, ORLANDO, FLORIDA

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME	330,705.	
OTHER INCOME		
TOTAL GROSS INCOME		330,705.
OTHER EXPENSES:		
INSURANCE	99.	
LEGAL AND OTHER PROFESSIONAL FEES	4,502.	
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		4,601.
TOTAL RENT OR ROYALTY INCOME (LOSS)		326,104.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		326,104.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
JSA Totals									

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		270,373.	269,651.
	TOTAL	270,373.	269,651.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE	1,000.			1,000.
AUDIT FEES	6,830.			6,830.
TOTALS	7,830.	NONE	NONE	7,830.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MGMT FEES	57,580.	28,790.	28,790.
TOTALS	57,580.	28,790.	28,790.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX		4,057.
FEDERAL EXCISE TAX	11,236.	
TOTALS	11,236.	4,057.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	4,601.		
RENT AND ROYALTY EXP		4,601.	
P.O. BOX RENTAL FEE	1,020.		1,020.
ANNUAL REPORT	61.		61.
TOTALS	5,682.	4,601.	1,081.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	13,417,994.	13,093,692.	14,582,180.
TOTALS		13,417,994.	13,093,692.	14,582,180.

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

DESCRIPTION	AMOUNT
SET ASIDE GRANT TO TRINITY PREP SCHOOL	25,000.
TOTAL	25,000.

STATEMENT 7

STATE(S) WHERE THE FOUNDATION IS REGISTERED
FL

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
==

THE FOUNDATION DID NOT HAVE ANY UNDISTRIBUTED INCOME FROM PRIOR TAX YEARS. THIS QUESTION DOES NOT APPLY.

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

OFFICER NAME:
ROBERT N. BLACKFORD
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
TRUSTEE, AS REQ'D

OFFICER NAME:
DR. G BROCK MAGRUDER
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
PRESIDENT, AS REQ'D

OFFICER NAME:
DR. SCOTT GREENWOOD
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
VICE PRESIDENT, AS REQ'D

OFFICER NAME:
DR. ALLEN K. HOLCOMB
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
SECRETARY/TREASURER, AS REQ'D

STATEMENT 10

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

OFFICER NAME:
LEON H. HANDLEY
ADDRESS:
200 SOUTH ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
TRUSTEE, AS REQ'D

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME:
SUNTRUST BANK
ADDRESS:
200 S ORANGE AVE, SOAB-10
ORLANDO, FL
TYPE OF SERVICE:
INVESTMENT MANAGEMENT
COMPENSATION .... 57,580.

TOTAL COMPENSATION: 57,580.

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
CHESLEY G MAGRUDER FOUNDATION
ADDRESS:
P.O BOX 4926
ORLANDO, FL 32802
FORM, INFORMATION AND MATERIALS:
SEE ATTACHED GRANT APPLICATION GUIDELINES &
GRANT PROPOSAL SHEET
RESTRICTIONS OR LIMITATIONS ON AWARDS:
LIMITED TO 501(C) 3 ORGANIZATIONS WITH CENTRAL
FLORIDA OPERATIONS

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED STATEMENT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 717,335.

TOTAL GRANTS PAID: 717,335.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
2155 W COLONIAL DR,	330,705.		4,601.	326,104.
TOTALS	330,705.		4,601.	326,104.

STATEMENT 15

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	Employer identification number
CHESLEY G MAGRUDER FOUNDATION 52-5636229	59-1920736

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	204,091.
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	204,091.

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 LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,718.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-423,633.
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	5,969.
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	-415,946.

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			204,091.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-415,946.
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			-211,855.

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: CHESLEY G MAGRUDER FOUNDATION 52-5636229

Employer identification number: 59-1920736

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 16939.444 DREYFUS ADVANTAGE FD INC PREMIER M/	06/24/2009	07/21/2009	215,300.00	207,000.00	8,300.00
12565.125 ALLIANZ NFJ SMALL-CAP VALUE-I	05/07/2009	09/09/2009	286,736.00	216,460.00	70,276.00
16799. ISHARES RUSSELL MIDCAP GROWTH INDEX	07/21/2009	11/10/2009	727,239.00	634,313.00	92,926.00
1739.088 DREYFUS/TBC SMALLCAP GROWTH-I	05/07/2009	03/01/2010	78,937.00	60,000.00	18,937.00
412.992 JANUS PERKINS SMALL CAP VALUE-I	09/09/2009	03/01/2010	8,900.00	7,983.00	917.00
771.555 INVESCO SMALL CAP GROWTH-I	03/01/2010	06/14/2010	19,150.00	18,594.00	556.00
2340.019 GOLDMAN SACHS TRGROWTH OPPORTUNITIES FD I	03/01/2010	06/14/2010	49,000.00	48,011.00	989.00
1486.326 JANUS PERKINS SMALL CAP VALUE-I	09/09/2009	06/14/2010	32,937.00	28,731.00	4,206.00
4812.981 RIDGEWORTH FD-SEIX HIGH YIELD #RGCL	06/26/2009	06/14/2010	43,750.00	40,495.00	3,255.00
16447.218 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	03/01/2010	06/14/2010	176,479.00	172,750.00	3,729.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 204,091.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
CHESLEY G MAGRUDER FOUNDATION 52-5636229

Employer identification number
59-1920736

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 32808.846 DREYFUS ADVANTAGE FD INC PREMIER M/	03/05/2008	07/21/2009	417,000.00	636,551.00	-219,551.00
5628. DREYFUS/TBC SMALLCAP GROWTH-I	01/30/2009	03/01/2010	255,455.00	188,538.00	66,917.00
4041.745 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	04/30/2007	03/01/2010	42,600.00	54,887.00	-12,287.00
19732.313 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	08/20/2007	03/01/2010	238,169.00	328,646.00	-90,477.00
1783.514 VANGUARD INSTITUTIONAL INDEX FDSHR B	12/28/2007	03/01/2010	182,614.00	241,815.00	-59,201.00
1990. IPATH DJ-UBS COMMDTY TTL RTRN ETN	08/22/2008	06/14/2010	76,076.00	119,480.00	-43,404.00
726.626 PIMCO GLOBAL BD US$ HEDGED-I	08/22/2008	06/14/2010	7,150.00	6,997.00	153.00
9591.931 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	04/30/2007	06/14/2010	102,250.00	130,258.00	-28,008.00
13392.857 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	02/28/2006	06/14/2010	150,000.00	195,339.00	-45,339.00
125118.485 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	07/15/2005	06/14/2010	1,342,521.00	1,267,450.00	75,071.00
3635.414 VANGUARD INSTITUTIONAL INDEX FDSHR B	03/28/2008	06/14/2010	364,014.00	431,521.00	-67,507.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					-423,633.00

FEDERAL CAPITAL GAIN DIVIDENDS
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	1,718.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1,718.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1,718.00

09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DOG PLACEMENT AND FOLLOW UP SERVICE PAID TO CANINE COMPANIONS FOR INDEPENDENCE TR TRAN#=IN000855000006 TR CD=072 REG=0 PORT=PRIN	-6960 00	-6960 00	0909000019
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PARTIAL SUPPORT FOR ONE CASE MANAGER POSITION PAID TO COALITION FOR THE HOMELESS OF CENTRAL FLORIDA TR TRAN#=IN000855000007 TR CD=072 REG=0 PORT=PRIN	-10000 00	-10000 00	0909000020
09/09/09	CASH DISBURSEMENT	-5000 00	-5000 00	0909000015

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) CHARITABLE CONTRIBUTIONS BEST BUDDIES CENTRAL FLORIDA HIGH SCHOOL FRIENDSHIP PROJECT PAID TO BEST BUDDIES INTERNATIONAL TR TRAN#=IN000855000001 TR CD=072 REG=0 PORT=PRIN				
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS IMPROVE TELEPHONE COMMUNICATIONS PAID TO BISHOP GRADY VILLAS, INC TR TRAN#=IN000855000003 TR CD=072 REG=0 PORT=PRIN	-5375 00		-5375 00	0909000016
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS THERAPEUTIC FAMILY RETREAT PROGRAMS PAID TO CAMP BOGGY CREEK TR TRAN#=IN000855000004 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000017
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MEDICAL NURSING AND BEHAVORIAL TRAINING PAID TO CAMP THUNDERBIRD TR TRAN#=IN000855000005 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000018
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OPERATING SUPPORT PAID TO COMMUNITY SERVICE CENTER OF SOUTH ORANGE COUNTY, INC TR TRAN#=IN000855000008 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000021
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCHOLARSHIP ASSISTANCE PAID TO THE WEEKDAY SCHOOL TR TRAN#=IN000855000009 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000022
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS YOUTH VOLUNTEER PARTICIPATION PAID TO IMPACT MINISTRIES OF CENTRAL FLORIDA TR TRAN#=IN000855000011 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	0909000024
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EARLY INTERVENTION AND AFTER SCHOOL PROGRAM PAID TO LIGHTHOUSE CENTRAL FLORIDA TR TRAN#=IN000855000012 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000025
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BULLY PREVENTION PROGRAMS PAID TO MICHELEE PUPPETS, INC TR TRAN#=IN000855000013 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	0909000026
09/09/09	CASH DISBURSEMENT CHAPITABLE CONTRIBUTIONS HOUSE HOLD OPERATIONAL NEEDS PAID TO RUSSELL HOME FOR ATYPICAL CHILDREN TR TRAN#=IN000855000015 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000028
09/09/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS YOUNG PEOPLE'S CONCERTS PAID TO ORLANDO PHILHARMONIC ORCHESTRA, INC TR TRAN#=IN000855000014 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0909000027
11/20/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS AFTER SCHOOL COMPUTER TRAINING REPLACEMENT FOR CK# 11155568711 DTD 09/09/09 PAID TO· HI-TECH TUTORING CENTER, INC TR TRAN#=MA000327000001 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	0911000020
12/04/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ANNUAL AND SUMMER PROGRAM SCHOLARSHIPS PAID TO BOYS & GIRLS CLUBS OF CENTRAL	-10000 00		-10000 00	0912000007

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) FLORIDA TR TRAN#=IN000656000001 TR CD=072 REG=0 PORT=PRIN				
12/04/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BASIC FOOD SERVICES PAID TO FRESH START MINISTRIES OF CENTRAL FLORIDA, INC TR TRAN#=IN000656000002 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0912000008
12/04/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS H O P E PROGRAM PAID TO HOUSE OF HOPE ORLANDO TR TRAN#=IN000656000003 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0912000009
12/04/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS KIDS IN MOTION PROGRAM DIRECTOR PAID TO JUSTICE AND PEACE OFFICE, INC TR TRAN#=IN000656000004 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0912000010
12/04/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS HOUSING, PROGRAM CLASSES AND TRAINING PAID TO LIVING HOPE INTERNATIONAL MINISTRY, INC TR TRAN#=IN000656000005 TR CD=072 REG=0 PORT=PRIN	-15000 00		-15000 00	0912000011
12/08/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MAGRUDER FOUNDATION - GRANT PAYMENT PAID TO HENRY HEHRLING SOCIETY TR TRAN#=IN000929000011 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	0912000022
12/15/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GRANT PAYMENT PAID TO M0008618 ROLLINS COLLEGE TR TRAN#=ZY000515000268 TR CD=072 REG=0 PORT=PRIN	-50000 00		-50000 00	0912000031
12/15/09	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GRANT COMMITMENT SCHEDULE 11/26/08 PAID TO F5636229 DR PHILLIPS ORLANDO PERFORMING ARTS CENTER TR TRAN#=ZY000515000269 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	0912000032
01/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OUTPATIENT MENTAL HEALTH THERAPY PAID TO LUTHERAN COUNSELING SERVICES TR TRAN#=IN000692000004 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1001000012
01/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS IDIGNITY PROGRAM PAID TO FIRST UNITED METHODIST CHURCH TR TRAN#=IN000692000006 TR CD=072 REG=0 PORT=PRIN	-14000 00		-14000 00 **CHANGED** 11/02/10 SXH	1001000014
01/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MENTORING AT-RISK YOUTH PAID TO BIG BROTHERS BIG SISTERS TR TRAN#=IN000692000007 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1001000015
01/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CAPICITY BUILDING PROJECT PAID TO JOBS PARTNERSHIP OF FLORIDA TR TRAN#=IN000692000005 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1001000013
01/14/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BUILDING REPAIRS - GRANT PAYMENT PAID TO CHRISTIAN SERVICE CENTER TR TRAN#=IN001629000001 TR CD=072 REG=0 PORT=PRIN	-25000 00		-25000 00 **CHANGED** 11/02/10 SXH	1001000024
03/30/10	CASH DISBURSEMENT	-5000 00		-5000 00	1003000031

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	**CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)**				
	CHARITABLE CONTRIBUTIONS GENERAL OPEATING EXPENSES FOR 2010-2011 PROGRAM PAID TO BACH FESTIVAL SOCIETY OF WINTER PARK TR TRAN#=IN003628000001 TR CD=072 REG=0 PORT=PRIN			**CHANGED** 11/02/10 SXH	
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS THERAPEUTIC COUNSELING PROGRAM PAID TO BETA CENTER, INC TR TRAN#=IN003628000002 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1003000032
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS REPLACE AND UPGRADE THE CAMP'S OUTDOOR ITEMS PAID TO CAMP THUNDERBIRD TR TRAN#=IN003628000003 TR CD=072 REG=0 PORT=PRIN	-20000 00		-20000 00 **CHANGED** 11/02/10 SXH	1003000033
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CAPACITY BUILDING PAID TO FOUNDATION FOR FOSTER CHILDREN TR TRAN#=IN003628000004 TR CD=072 REG=0 PORT=PRIN	-15000 00		-15000 00 **CHANGED** 11/02/10 SXH	1003000034
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GENERAL OPERATING SUPPORT PAID TO HEALTH CARE CENTER FOR THE HOMELESS, INC TR TRAN#=IN003628000005 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1003000035
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS RIDE OPERATIONS PAID TO ITN ORLANDO TR TRAN#=IN003628000006 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1003000036
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PROGRAM SPONSORSHIP PAID TO JUNIOR ACHIEVEMENT OF CENTRAL FLORIDA TR TRAN#=IN003628000007 TR CD=072 REG=0 PORT=PRIN	-17500 00		-17500 00 **CHANGED** 11/02/10 SXH	1003000037
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ART WORKSHOP PROJECT SUPPORT PAID TO ORANGE COUNTY LIBRARY SYSTEM TR TRAN#=IN003628000008 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1003000038
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS NEW WEB SITE AND ONE YEAR OF MAINTENANCE PAID TO RETIRED AND SENIOR VOLUNTEER PROGRAM TR TRAN#=IN003628000009 TR CD=072 REG=0 PORT=PRIN	-6000 00		-6000 00 **CHANGED** 11/02/10 SXH	1003000039
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS FAMILY & EMERGENCY SERVICES AND DAILY BREAD PAID TO THE CHRISTIAN SERVICE CENTER FOR CENTRAL FL TR TRAN#=IN003628000010 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1003000040
03/30/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PROJECT SUPPORT PAID TO THE GATHERING USA, INC TR TRAN#=IN003628000011 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1003000041
06/02/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS HOUSEHOLD ITEMS PAID TO THE MUSTARD SEED TR TRAN#=IN000263000001 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000007
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS LITERARY SERVICES PAID TO ADULT LITERACY LEAGUE	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000036

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	**CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)**				
	TR TRAN#=IN001707000002 TR CD=072 REG=0 PORT=PRIN				
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CAPITAL IMPROVEMENTS & CONTINUED MAINTENANCE (OVER 3 YEARS) PAID TO BOY SCOUTS OF AMERICA, CENTRAL FLORIDA COUNCIL TR TRAN#=IN001707000003 TR CD=072 REG=0 PORT=PRIN	-20000 00		-20000 00 **CHANGED** 11/02/10 SXH	1006000037
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ERASING THE GAP PROGRAM PAID TO A GIFT FOR TEACHING TR TRAN#=IN001707000001 TR CD=072 REG=0 PORT=PRIN	-7500 00		-7500 00 **CHANGED** 11/02/10 SXH	1006000035
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OPERATIONS OF ONE COTTAGE PAID TO EDGEWOOD CHILDREN'S RANCH TR TRAN#=IN001707000006 TR CD=072 REG=0 PORT=PRIN	-15000 00		-15000 00 **CHANGED** 11/02/10 SXH	1006000039
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CRISIS NURSERY PAID TO CHILDRENS HOME SOCIETY OF FLORIDA TR TRAN#=IN001707000005 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000038
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PINE HILLS PROJECT PAID TO FEDERATION OF CONGREGATIONS UNITED TO SERVE, INC TR TRAN#=IN001707000008 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1006000041
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS VISION EXAMS AND EYEGLASSES FOR LOW PAID TO FLORIDA'S VISION QUEST, INC TR TRAN#=IN001707000009 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1006000042
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SALARY, BENEFITS & RELATED EXPENSE PAID TO ELEVATE ORLANDO TR TRAN#=IN001707000007 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000040
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010-2011 SEASON PAID TO ORLANDO SHAKESPEARE FESTIVAL, INC TR TRAN#=IN001707000019 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1006000052
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MIDDLE AND HIGH SCHOOL STUDENT SERVICES PAID TO FRONTLINE OUTREACH TR TRAN#=IN001707000010 TR CD=072 REG=0 PORT=PRIN	-15000 00		-15000 00 **CHANGED** 11/02/10 SXH	1006000043
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 1 HEALTH CARE PROVIDER PAID TO GRACE MEDICAL HOME TR TRAN#=IN001707000011 TR CD=072 REG=0 PORT=PRIN	-20000 00		-20000 00 **CHANGED** 11/02/10 SXH	1006000044
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MAKE MY SCHOOL A BULLY FREE ZONE PAID TO HOLOCAUST MEMORIAL RESOURCE AND EDUCATION CENTER TR TRAN#=IN001707000012 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000045
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS UPDATE PLAYGROUND PAID TO ORLANDO DAY NURSERY TR TRAN#=IN001707000013 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000046
06/15/10	CASH DISBURSEMENT	-50000 00		-50000 00	1006000047

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) CHARITABLE CONTRIBUTIONS THE EXPANSION OF ORLANDO REGIONAL PAID TO ORLANDO HEALTH FOUNDATION TR TRAN#=IN001707000014 TR CD=072 REG=0 PORT=PRIN			**CHANGED** 11/02/10 SXH	
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OPERATING SUPPORT FOR THE OMA'S 2010-2011 PAID TO ORLANDO MUSEUM OF ART TR TRAN#=IN001707000015 TR CD=072 REG=0 PORT=PRIN	-25000 00		-25000 00 **CHANGED** 11/02/10 SXH	1006000048
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS YOUNG PEOPLE'S CONCERT PAID TO ORLANDO PHILHARMONIC TR TRAN#=IN001707000016 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000049
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS NO EMPTY BUS PROGRAM PAID TO ORLANDO REPERTORY THEATRE TR TRAN#=IN001707000017 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1006000050
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCIENCE ON A SPHERE UPGRADES AND HIGH VOLTAGE SHOW PAID TO ORLANDO SCIENCE CENTER TR TRAN#=IN001707000018 TR CD=072 REG=0 PORT=PRIN	-20000 00		-20000 00 **CHANGED** 11/02/10 SXH	1006000051
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS HEALTHY ATHLETE DIRECTOR 3 YEARS PAID TO SPECIAL OLYMPICS FLORIDA TR TRAN#=IN001707000020 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000053
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCHOLARSHIPS FOR CENTRAL FL NURSING STUDENTS PAID TO UNITED NEGRO COLLEGE FUND TR TRAN#=IN001707000022 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 11/02/10 SXH	1006000055
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MEDICAL EQUIPMENT, SUPPLIES & SERVICE PAID TO STEPPING STONE TR TRAN#=IN001707000023 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 11/02/10 SXH	1006000056
06/15/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GENERAL OPERATING SUPPORT PAID TO THE CHRIST SCHOOL TR TRAN#=IN001707000021 TR CD=072 REG=0 PORT=PRIN	-25000 00		-25000 00 **CHANGED** 11/02/10 SXH	1006000054
	TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-717335 00	0 00	-717335 00	

THE CHESLEY G. MAGRUDER FOUNDATION, INC.

P O BOX 4926
ORLANDO, FL 32802-4926

GRANT APPLICATION GUIDELINES

THE CHESLEY G MAGRUDER FOUNDATION, INC GENERALLY RESTRICTS ITS FUNDING POLICY TO LOCAL (CENTRAL FLORIDA) ENDEAVORS

APPLICANTS MUST BE TAX EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE

DIRECT SUPPORT TO INDIVIDUALS IS NOT PERMITTED

ONLY ONE GRANT REQUEST WILL BE CONSIDERED DURING THE FOUNDATION'S FISCAL YEAR (JULY 1 – JUNE 30)

THE FOUNDATION'S TRUSTEES MEET ON THE THIRD FRIDAY OF FEBRUARY, APRIL, JUNE, AUGUST, OCTOBER AND ON THE SECOND FRIDAY OF DECEMBER

HOW TO APPLY

INSTITUTIONS/ORGANIZATIONS WISHING TO APPLY FOR FUNDS SHOULD SUPPLY THE FOUNDATION WITH ONE ORIGINAL AND FIVE (5) COPIES OF A FULLY DEVELOPED PROPOSAL.

THE PROPOSAL SHOULD INCLUDE THE FOLLOWING AND BE FORWARDED TO THE ADDRESS ABOVE AT LEAST FOUR WEEKS PRIOR TO THE MEETING OF THE TRUSTEES

- COMPLETE THE SYNOPSIS SHEET PROVIDED AND ATTACH A COPY TO EACH OF THE SIX GRANT PROPOSALS
- DESCRIPTION OF THE ORGANIZATION'S/INSTITUTION'S PRINCIPAL OBJECTIVES
- BRIEF HISTORY OF THE ORGANIZATION, INCLUDING STATEMENT OF SPECIFIC LOCAL IMPACT OF THE ORGANIZATION'S ACTIVITIES IN EACH OF THE PRIOR 3 YEARS
- QUALIFICATIONS OF THE ORGANIZATION/INSTITUTION
- LIST OF THE BOARD OF DIRECTORS
- BRIEF DESCRIPTION OF SPECIFIC PROPOSAL OR PURPOSE OF THE GRANT
- PROVIDE PROOF OF TAX EXEMPT STATUS
- EXPECTED OUTCOME OF THE PROJECT INCLUDING STATEMENT OF SPECIFIC LOCAL IMPACT OF ORGANIZATION
- FINANCIAL INFORMATION FOR PRIOR 3 YEARS (FINANCIAL STATEMENTS, AUDITED OR UNAUDITED)
- PROPOSED BUDGET FOR CURRENT YEAR
- SOURCE(S) OF OTHER FUNDING (IF APPLICABLE)

FOLLOW-UP PROCESS

PROPOSALS WILL BE REVIEWED UPON RECEIPT ADDITIONAL INFORMATION MAY BE REQUESTED. ONCE ALL REQUIRED INFORMATION IS RECEIVED, THE PROPOSAL WILL BE PRESENTED AT THE NEXT REGULARLY SCHEDULED MEETING OF THE BOARD OF TRUSTEES

ONCE A DECISION IS MADE BY THE TRUSTEES, THE FOUNDATION PRESIDENT WILL COMMUNICATE THE DECISION TO THE APPLICANT FORMALLY IN WRITING

FOR FURTHER INFORMATION, CALL TERESA BORCHECK AT SUNTRUST BANK ENDOWMENT & FOUNDATION TRUST SERVICES, (407) 237-4500

THE CHESLEY G. MAGRUDER FOUNDATION, INC.
P.O. BOX 4926
ORLANDO, FL 32802-4926

GRANT PROPOSAL SYNOPSIS SHEET

DATE: ____________________

NAME OF ORGANIZATION. ____________________

NAME, TITLE AND ADDRESS CONTACT:

(PERSON) ____________________

(TITLE) ____________________

(STREET ADDRESS) ____________________

(CITY / STATE / ZIP) ____________________

(PHONE NUMBER) ____________________ (FAX) ____________________

(E-MAIL ADDRESS) ____________________

AMOUNT OF CURRENT GRANT REQUEST. $ ____________________

PURPOSE OF GRANT REQUEST· ____________________

PRIOR GRANTS RECEIVED FROM THE CHESLEY G. MAGRUDER FOUNDATION

PURPOSE OF GRANT REQUEST ____________________

DATE· ____________________ AMOUNT: $ ____________________

PURPOSE OF GRANT REQUEST: ____________________

DATE. ____________________ AMOUNT. $ ____________________

PURPOSE OF GRANT REQUEST ____________________

DATE ____________________ AMOUNT· $ ____________________

Investment Review (31 Items) - as of 07/19/2010 (Settle Date View)

print | expand | contract | save | ticker | accounts | trade

Click on an investment class to show investment information or select a date from the drop-down listbox to view historical investment inform (if available) **Disclaimer Pricing changes made since the last statement may not be reflected in Investment Review values

Assets as of: 06/30/2010

Account: All Accounts

Main-5636229 / Sub-5640287

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt	Market Price
CASH EQUIVALENTS			-$472.50	-0.003%	$0.00	-$472.50	$0.00	0.000%	
⊞ COINS AND CURRENCY			-$472.50	-0.003%	$0.00	-$472.50	$0.00	0.000%	
STIF & MONEY MARKET FUNDS			$213,688.27	1.444%	$7.75	$213,688.27	$142.53	0.067%	
⊞ STI TAXABLE			$213,688.27	1.444%	$7.75	$213,688.27	$142.53	0.067%	
EQUITY SECURITIES			$924,114.10	6.246%	$0.00	$1,168,848.64	$23,823.99	2.578%	
⊞ COMMODITY			$230,695.56	1.559%	$0 00	$277,665.26	$0.00	0.000%	
⊞ DIVERSIFIED BANKS			$55,920.00	0.378%	$0.00	$86,460.00	$96.00	0.172%	
⊞ EXCHANGE TRADED FDS GOVT			$244,289.35	1.651%	$0.00	$240,006 98	$8,989.19	3.680%	
⊞ REAL ESTATE INVESTMENT TRUSTS			$393,209.19	2.658%	$0.00	$564,716.40	$14,738 80	3.748%	
MUTUAL FUNDS			$7,389,064.24	49.942%	$368.59	$7,743,237.87	$163,547.84	2.213%	
⊞ COMMODITY			$112,033.99	0.757%	$0.00	$116,925 00	$11,036.41	9.851%	
⊞ FIXED INCOME			$1,455,961.58	9.841%	$164 02	$1,436,566.00	$59,867 69	4.112%	
⊞ INDEXED EQUITY			$2,862,132.88	19.345%	$0.00	$3,256,050.26	$66,567.58	2.326%	
⊞ INTL EMERGING			$281,194.17	1.901%	$0.00	$227,317.00	$2,386.25	0.849%	
⊞ LARGE CAP GROWTH			$218,574.35	1.477%	$0.00	$229,850.00	$3,045.39	1.393%	
⊞ MID CAP GROWTH			$725,824.16	4.906%	$0.00	$723,231.95	$0.00	0.000%	
⊞ OTHER DOMESTIC EQUITY			$599,353.94	4.051%	$0.00	$598,693.00	$7,763.06	1.295%	
⊞ OTHER INTL EQUITY			$448,245.53	3.030%	$0.00	$483,212.00	$8,192.20	1.828%	
⊞ OTHER INTL FIXED INCOME			$115,962.65	0.784%	$204.57	$112,078.64	$3,457.92	2.982%	
⊞ SMALL CAP GROWTH			$297,072.81	2.008%	$0.00	$307,933.52	$0.00	0.000%	
⊞ SMALL CAP VALUE			$272,708.18	1.843%	$0.00	$251,380.50	$1,231.34	0.452%	
PROPRIETARY FUNDS			$2,619,001.79	17.701%	$6,753.29	$2,648,934.64	$86,394.24	3.299%	
⊞ FIXED INCOME			$1,663,071.15	11.240%	$6,753.29	$1,540,879.17	$61,649.59	3 707%	
⊞ INTL DIVERSIFIED			$286,732.40	1.938%	$0.00	$315,242.07	$17,384.15	6.063%	
⊞ MID CAP VALUE			$669,198.24	4.523%	$0.00	$792,813.40	$7,360.51	1.100%	
REAL ESTATE			$3,700,000.00	25.008%	$0.00	$1,532,669.00	$0.00	0.000%	
⊞ IMPROVED COMMERCIAL			$3,700,000.00	25.008%	$0.00	$1,532,669.00	$0.00	0.000%	
MISCELLANEOUS ASSETS			$0.00	0.000%	$0.00	$1.00	$0.00	0.000%	
⊞ ACCOUNT RECEIVABLES			$0.00	0 000%	$0.00	$1.00	$0.00	0.000%	
LIABILITIES			-$50,000.00	-0.338%	$0.00	-$50,000.00	$0.00	0.000%	
⊞ LOANS PAYABLE			-$50,000.00	-0 338%	$0.00	-$50,000.00	$0.00	0.000%	
TOTAL:			$14,795,395.90	100%	$7,129.63	$13,256,906.92	$273,908.60	1.851%	

Please note: Market values and transactions reflect beginning of current business day's pricing and activities. Month end values may differ from your month end Statement of Account due to retroactive pricing.

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless *you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing ***(e-file).*** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated From 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print		
File by the due date for filing your return See instructions	Name of Exempt Organization CHESLEY G MAGRUDER FOUNDATION 52-5636229	**Employer identification number** 59-1920736
	Number, street, and room or suite no If a P O box, see instructions. SUNTRUST BANK, 300 S ORANGE AVE, STE 1600	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ORLANDO, FL 32801	

Check type of return to be filed (file a separate application for each return):

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ SUNTRUST BANK

Telephone No. ▶ (407)237-4293 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . ▶ [ ] . If it is for part of the group, check this box . . ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [ ] calendar year ______ or
▶ [X] tax year beginning 07/01, 2009 , and ending 06/30, 2010 .

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 11,258.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 14,140.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ X

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of Exempt Organization CHESLEY G MAGRUDER FOUNDATION 52-5636229	**Employer identification number** 59-1920736
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions SUNTRUST BANK, 300 S ORANGE AVE, STE 1600	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions ORLANDO, FL 32801	

Check type of return to be filed (File a separate application for each return):

☐ Form 990	X Form 990-PF	☐ Form 1041-A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- The books are in the care of ▶ SUNTRUST BANK
  Telephone No ▶ (407)237-4293 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . ▶ ☐ If it is for part of the group, check this box . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 05/16/2011

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

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS REQUIRED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 11,258.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 14,140.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

JEFFREY E KUHLIN

Signature ▶ Jeffrey E Kuhlin Title ▶ MANAGING DIRECTOR Date ▶ 02/11/2011

KPMG LLP

100 WESTMINSTER ST, 6TH FL, SUITE A

PROVIDENCE, RI 02903-9605