Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation
RAY C. FISH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
2001 KIRBY DRIVE, SUITE 1005

City or town, state, and ZIP code
HOUSTON, TX 77019

A Employer identification number
74-6043047

B Telephone number
713-522-0741

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 ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 22,041,544.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received	68,824.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	234,043.	234,043.		
	4 Dividends and interest from securities	224,118.	224,118.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<366,689.>			
	b Gross sales price for all assets on line 6a 7,789,928.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	56,084.	56,084.		STATEMENT 1
	12 **Total** Add lines 1 through 11	216,380.	514,245.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	225,290.	75,096.		150,194.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	24,860.	18,645.		6,215.
	c Other professional fees STMT 3	77,170.	47,135.		30,035.
	17 Interest				
	18 Taxes STMT 4	6,961.	3,158.		3,803.
	19 Depreciation and depletion	2,059.	2,059.		
	20 Occupancy	47,596.	35,697.		11,899.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	313,808.	208,599.		105,209.
	24 **Total operating and administrative expenses** Add lines 13 through 23	697,744.	390,389.		307,355.
	25 Contributions, gifts, grants paid	914,450.			914,450.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,612,194.	390,389.		1,221,805.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<1,395,814.>			
	b **Net investment income** (if negative, enter -0-)		123,856.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1 Cash - non-interest-bearing		150.	150.	150.
2 Savings and temporary cash investments		133,536.	123,826.	123,826.
3 Accounts receivable ▶				
Less allowance for doubtful accounts ▶				
4 Pledges receivable ▶				
Less allowance for doubtful accounts ▶				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons				
7 Other notes and loans receivable ▶				
Less allowance for doubtful accounts ▶				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U S and state government obligations STMT 6		1,254,931.	801,915.	863,115.
b Investments - corporate stock STMT 7		14,111,800.	12,087,408.	11,968,833.
c Investments - corporate bonds STMT 8		3,741,181.	4,250,792.	4,561,498.
11 Investments - land, buildings, and equipment basis ▶	43,679.			
Less accumulated depreciation STMT 9 ▶	39,869.	4,195.	3,810.	3,810.
12 Investments - mortgage loans				
13 Investments - other STMT 10		3,938,234.	4,520,312.	4,520,312.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 **Total assets** (to be completed by all filers)		23,184,027.	21,788,213.	22,041,544.
Liabilities 17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 **Total liabilities** (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**				
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31				
27 Capital stock, trust principal, or current funds		24,904,404.	24,904,404.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		<1,720,377.>	<3,116,191.>	
30 **Total net assets or fund balances**		23,184,027.	21,788,213.	
31 **Total liabilities and net assets/fund balances**		23,184,027.	21,788,213.	

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	23,184,027.
2 Enter amount from Part I, line 27a	2	<1,395,814.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	21,788,213.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,788,213.

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 STATEMENT C	P	VARIOUS	VARIOUS
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	7,789,928.		8,156,617.	<366,689.>
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				<366,689.>
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	<366,689.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,440,460.	21,919,340.	.065716
2007	1,566,347.	29,615,396.	.052890
2006	1,528,235.	28,661,095.	.053321
2005	1,554,586.	27,561,995.	.056403
2004	1,241,880.	26,137,499.	.047513

2 Total of line 1, column (d)	2	.275843
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	.055169
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	22,631,608.
5 Multiply line 4 by line 3	5	1,248,563.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,239.
7 Add lines 5 and 6	7	1,249,802.
8 Enter qualifying distributions from Part XII, line 4	8	1,221,805.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	2,477.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,477.
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	2,477.
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,462.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	7,462.
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	4,985.
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶		4,985. Refunded ▶	11	0.

Part VII-A | Statements Regarding Activities

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

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

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

Website address ▶ RAYCFISHFOUNDATION.ORG

14 The books are in care of ▶ STACEY LYONS Telephone no ▶713-522-0741

Located at ▶2001 KIRBY, #1005, HOUSTON, TX ZIP+4 ▶77019

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

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

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

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

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ 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?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		225,290.	0.	42,915.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	22,719,495.
b	Average of monthly cash balances	1b	151,881.
c	Fair market value of all other assets	1c	104,876.
d	**Total** (add lines 1a, b, and c)	1d	22,976,252.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	22,976,252.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	344,644.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,631,608.
6	**Minimum investment return** Enter 5% of line 5	6	1,131,580.

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

1	Minimum investment return from Part X, line 6	1	1,131,580.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 2,477.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,477.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,129,103.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,129,103.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,129,103.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,221,805.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,221,805.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,221,805.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,129,103.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			117,284.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,221,805.				
a Applied to 2008, but not more than line 2a			117,284.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				1,104,521.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				24,582.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT D				914,450.
Total			▶ 3a	914,450.
b Approved for future payment				
SEE STATEMENT E				175,000.
Total			▶ 3b	175,000.

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
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	234,043.	
4 Dividends and interest from securities			14	224,118.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			01	56,084.	
8 Gain or (loss) from sales of assets other than inventory			18	<366,689.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		147,556.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 147,556.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ [signature] 11/4/10 ▶ Vice Pres.

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature ▶ [signature]	Date 11/3/10	Check if self-employed ▶ ☐
		Preparer's identifying number P00171798
Firm's name (or yours if self-employed), address and ZIP code ▶ HARPER & PEARSON COMPANY, P.C. ONE RIVERWAY, SUITE 1000 HOUSTON, TX 77056	EIN ▶ 74-1695589	Phone no (713) 622-2310

923622
02-02-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization	Employer identification number
RAY C. FISH FOUNDATION	74-6043047

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: RAY C. FISH FOUNDATION

Employer identification number: 74-6043047

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RAY C. FISH AND MIRTHA G. FISH TRUST 2001 KIRBY DRIVE, STE. 1005 HOUSTON, TX 77019	$ 68,824.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

FORM 990-PF	OTHER INCOME	STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	48,339.	48,339.	
OTHER INCOME	7,745.	7,745.	
TOTAL TO FORM 990-PF, PART I, LINE 11	56,084.	56,084.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	24,860.	18,645.		6,215.
TO FORM 990-PF, PG 1, LN 16B	24,860.	18,645.		6,215.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING-INVESTMENT	42,970.	21,485.		21,485.
OTHER CONSULTING FEES	34,200.	25,650.		8,550.
TO FORM 990-PF, PG 1, LN 16C	77,170.	47,135.		30,035.

FORM 990-PF	TAXES	STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAX	1,257.	1,257.		0.
PAYROLL TAXES	5,704.	1,901.		3,803.
TO FORM 990-PF, PG 1, LN 18	6,961.	3,158.		3,803.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	206,775.	155,081.		51,694.
OFFICE EXPENSE	5,534.	2,767.		2,767.
TELEPHONE	2,861.	1,431.		1,430.
INSURANCE	82,843.	41,422.		41,421.
MISCELLANEOUS EXPENSE	15,795.	7,898.		7,897.
TO FORM 990-PF, PG 1, LN 23	313,808.	208,599.		105,209.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES 4.125% DUE 05/15/15	X		149,566.	166,653.
US TREASURY NOTES 3.625% DUE 06/15/10	X		0.	0.
US TREASURY NOTES 4.75% DUE 05/15/14	X		125,088.	141,016.
US TREASURY NOTES 4.5% DUE 02/28/11	X		0.	0.
US TREASURY NOTES 6.0% DUE 08/15/09	X		0.	0.
US TREASURY NOTES 4.875% DUE 07/31/11	X		150,727.	157,213.
US TREASURY NOTES 3.125% DUE 04/30/13	X		126,504.	132,891.
US TREASURY NOTES 3.5% DUE 02/15/18	X		124,312.	133,623.
US TREASURY NOTES 3.25% DUE 03/31/17	X		125,718.	131,719.
TOTAL U.S. GOVERNMENT OBLIGATIONS			801,915.	863,115.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			801,915.	863,115.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT A	12,087,408.	11,968,833.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,087,408.	11,968,833.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	4,250,792.	4,561,498.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,250,792.	4,561,498.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURE	4,417.	4,417.	0.
FLOORING	620.	620.	0.
REFRIGERATOR	153.	153.	0.
CABINETS/FILE CABINETS	2,341.	2,341.	0.
CHAIR	401.	401.	0.
TV/VCR	401.	401.	0.
FILE CABINETS	925.	925.	0.
DRAPERIES	1,016.	1,016.	0.
FIREPROOF FILE CAB	995.	995.	0.
CHAIRS	927.	927.	0.
CURIO TABLE	200.	200.	0.
GENERAL IMPROVEMENT	4,286.	4,286.	0.
IBM TYPEWRITER	770.	770.	0.
CANON COPIER	7,266.	7,266.	0.
DATAVOX PHONE SYS	4,983.	4,983.	0.
GENERAL IMPROVEMENT	3,338.	3,338.	0.
CONF. TABLE/CHAIRS	3,841.	3,072.	769.
DESK & HUTCH	1,083.	864.	219.
REUPHOLSTER CHAIRS	433.	433.	0.
2 DELL OPTIPLEX COMPUTERS	3,609.	2,407.	1,202.
FILE CABINETS(3)	1,674.	56.	1,618.
TOTAL TO FM 990-PF, PART II, LN 11	43,679.	39,871.	3,808.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH HELD BY INVESTMENT MANAGERS	COST	4,519,246.	4,519,246.
RENT DEPOSIT	COST	1,066.	1,066.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,520,312.	4,520,312.

FORM 990-PF — PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS — STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BARBARA F. DANIEL-HETHERINGTON 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	PRES./TRUSTEE 5.00	52,140.	0.	5,534.
JAMES L. DANIEL, JR. 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	VP/TRUSTEE 5.00	24,600.	0.	2,543.
CHRISTOPHER J. DANIEL 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	ASST SEC/TRUSTEE 5.00	24,600.	0.	6,716.
ROBERT J. CRUIKSHANK 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	TREA/TRUSTEE 5.00	24,600.	0.	5,510.
CATHERINE D. KALDIS 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	VP/TRUSTEE 5.00	24,600.	0.	22,612.
PAULA HOOTON 2001 KIRBY DRIVE, SUITE 1005 HOUSTON, TX 77019	SECRETARY 40.00	74,750.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		225,290.	0.	42,915.

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
AAR Corp.	1,515	$ 44,006	16.74	$ 25,361	$ (18,645)	
Aaron's Inc.	1,445	36,539	25.60	36,991	452	$ 113
ABB Ltd.	3,542	69,934	17.28	61,206	(8,728)	
Abbott Labs	892	44,909	46.78	41,728	(3,181)	643
Abercrombie & Fitch Co.	602	25,027	30.69	18,475	(6,552)	316
Accenture PLC	786	32,788	38.65	30,379	(2,409)	295
Ageas ADR	1,958	67,638	2.16	4,229	(63,409)	
Agrium Inc.	1,196	44,495	48.94	58,532	14,037	135
Akamai Technologies	1,012	25,324	40.57	41,057	15,733	
Align Tech. Inc.	1,453	23,211	14.87	21,606	(1,605)	
Altera Corp.	1,418	32,206	24.81	35,181	2,975	442
Amazon.Com Inc.	956	66,078	109.26	104,453	38,375	
Amcor Ltd.	1,006	21,674	21.20	21,327	(347)	1,054
Amedisys Inc.	1,039	41,324	43.98	45,695	4,371	
Amerigroup Corp.	1,337	41,383	32.48	43,426	2,043	
Amgen Inc.	492	26,876	52.60	25,879	(997)	
Amphenol Corp.	906	42,807	39.28	35,588	(7,219)	54
Anadarko Petroleum	214	8,690	36.09	7,723	(967)	
Anglo American PLC	1,868	27,071	17.23	32,186	5,115	
Annaly Capital Mgmt.	726	10,185	17.15	12,451	2,266	1,953
Ansys Inc.	745	33,845	40.57	30,225	(3,620)	
Apache Corp.	764	81,022	84.19	64,321	(16,701)	540
Apple Computer Inc.	777	78,496	251.53	195,439	116,943	
Archer-Daniels-Midland	799	24,525	25.82	20,630	(3,895)	359
Arris Group Inc.	4,582	44,358	10.19	46,691	2,333	
Astellas Pharm.	815	27,941	33.55	27,343	(598)	
Astoria Financial Corp.	3,540	52,770	13.76	48,710	(4,060)	1,841
AT&T Inc.	1,711	46,448	24.19	41,389	(5,059)	2,158
Atwood Oceanics	644	25,098	25.52	16,435	(8,663)	
Avon Products Inc.	1,314	35,963	26.50	34,821	(1,142)	878
AXA - ADR	1,610	32,157	15.25	24,552	(7,605)	836
BAE Systems Place	1,275	41,945	18.66	23,791	(18,154)	1,197
Baidu Inc.	760	10,373	68.08	51,741	41,368	
Banco Santander	2,930	44,930	10.50	30,765	(14,165)	2,053
Bank of New York	1,774	63,213	23.27	41,282	(21,931)	866
Barrick Gold Corp.	1,394	49,056	45.41	63,302	14,246	585
BASF AG SADR	1,250	47,685	54.85	68,562	20,877	2,021
Bayer AG SADR	260	13,456	55.80	14,508	1,052	348
BB&T Corp.	660	17,441	26.31	17,365	(76)	422
Berkshire Hathaway Inc.	10,000	666,237	79.69	796,900	130,663	
BG Group PLC	526	33,169	74.70	39,292	6,123	498
BHP Billiton Ltd.	2,200	79,600	61.99	136,378	56,778	3,652
BOC Hong Kong Holdings	236	10,096	45.79	10,806	710	
BP - PLC	1,243	83,004	28.88	35,898	(47,106)	3,544
Brinker Int'l Inc.	1,407	30,657	14.46	20,345	(10,312)	464
British American Tob PLC	1,015	59,799	59.56	60,451	652	2,874
Brookfield Asset Mgmt.	943	20,842	22.62	21,331	489	417
Bruker Corp.	1,965	23,591	12.16	23,894	303	
Bucyrus Int'l	2,330	67,637	47.45	110,558	42,921	236
Bunge Ltd.	400	19,802	49.19	19,676	(126)	336
Cabot Oil & Gas Corp.	2,002	38,726	31.32	62,703	23,977	243
Canadian National RY Co.	1,467	62,042	57.38	84,176	22,134	998

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
Canadian Natural Resources	550	23,742	66.46	36,553	12,811	312
Canadian Pacific Railway	1,600	89,628	53.62	85,792	(3,836)	926
Canon Inc. ADR	1,618	70,765	37.31	60,368	(10,397)	1,965
Cantel Medical Corp.	936	15,030	16.70	15,631	601	
Carmax Inc.	1,152	24,922	19.90	22,925	(1,997)	
Carnival Corp.	484	11,914	30.24	14,636	2,722	83
Carrefour SA	4,006	31,343	7.90	31,647	304	733
Cash American Int'l Inc.	1,050	38,847	34.27	35,983	(2,864)	147
Caterpillar Inc.	361	18,214	60.07	21,685	3,471	1,440
Cenovus Energy Inc.	175	3,984	25.79	4,513	529	88
Checkpoint Systems	1,557	26,391	17.36	27,030	639	
Chevron Corp.	1,758	128,663	67.86	119,298	(9,365)	3,930
Chico's Fas Inc.	1,878	25,627	9.88	18,555	(7,072)	150
Cisco Systems Inc.	2,688	74,732	21.31	57,281	(17,451)	
Citigroup Inc.	6,055	23,012	3.76	22,767	(245)	
Cliffs Natural Resources	252	10,894	47.16	11,884	990	68
CME Group	116	25,683	281.55	32,660	6,977	669
Coach Inc.	1,410	35,231	36.55	51,535	16,304	373
Cognizant Technology Sol.	799	33,114	50.06	39,998	6,884	
Comcast Corp.	1,501	24,498	17.37	26,072	1,574	302
Cooper Industries PLC	1,600	61,034	44.00	70,400	9,366	1,632
Core Laboratories Inc.	700	41,752	147.61	103,327	61,575	708
Covance Inc.	814	33,007	51.32	41,774	8,767	
Covidien Ltd.	410	18,245	40.18	16,474	(1,771)	330
Cummins Inc.	522	24,503	65.13	33,998	9,495	274
Danone	2,300	26,886	10.63	24,449	(2,437)	465
Delphi Financial Group	1,767	38,060	24.41	43,132	5,072	707
Delta Airlines Inc.	3,942	38,483	11.75	46,318	7,835	
Deutsche Telekom	4,477	76,597	11.67	52,247	(24,350)	4,619
Devon Energy Corp.	775	56,872	60.92	47,213	(9,659)	701
Diageo PLC	1,035	84,794	62.74	64,936	(19,858)	2,412
Digital River Inc.	1,430	52,428	23.91	34,191	(18,237)	
Dover Corporation	520	27,437	41.79	21,731	(5,706)	572
Dow Chemical	875	19,552	23.72	20,755	1,203	486
Eaton Corp.	872	66,411	65.44	57,064	(9,347)	1,123
Eaton Vance Corp.	1,622	34,557	27.61	44,783	10,226	1,086
Ebay Inc.	2,212	54,474	19.61	43,377	(11,097)	
El Paso Corp.	1,805	22,290	11.11	20,054	(2,236)	199
EMC Corp.	617	11,417	18.30	11,291	(126)	
Emerson Electric Co.	172	6,300	43.69	7,515	1,215	1,287
Encana Corp.	175	4,318	30.34	5,309	991	149
Ensco Int'l. Ltd.	617	19,731	39.28	24,236	4,505	291
Ensign Energy Service	1,230	21,232	11.81	14,520	(6,712)	338
EOG Resources Inc.	102	12,291	98.37	10,034	(2,257)	60
Expedia Inc.	1,001	24,066	18.78	18,799	(5,267)	140
Exxon Mobil Corp.	3,865	265,462	57.07	220,576	(44,886)	4,196
Fibria Celulose S.A.	437	6,623	14.80	6,468	(155)	
First Potomac Realty	1,632	18,736	14.37	23,452	4,716	979
First Solar	173	38,184	113.83	19,693	(18,491)	
Flir Systems Inc.	2,702	42,274	29.09	78,601	36,327	
Fluor Corp.	559	24,138	42.50	23,757	(381)	193
Ford Motor Co.	2,613	18,634	10.08	26,339	7,705	

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF INVESTMENT IN STOCKS
JUNE 30, 2010

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	QUOTED FAIR VALUE JUNE 30, 2010 TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
Fosters Group Ltd.	6,673	27,160	4.74	31,630	4,470	1,445
France Telecom	1,423	28,506	17.31	24,632	(3,874)	
Franklin Resources Inc.	620	57,117	86.19	53,438	(3,679)	2,043
FS Networks Inc.	465	24,047	68.57	31,885	7,838	
General Electric Co.	813	23,251	14.42	11,723	(11,528)	1,529
Gen-Probe Inc.	553	36,919	45.42	25,117	(11,802)	
Geoeye Inc.	824	24,810	31.14	25,659	849	
Gilead Sciences Inc.	240	11,306	34.28	8,227	(3,079)	
GlaxoSmithKline PLC	2,069	110,991	34.01	70,367	(40,624)	4,001
Global Pmts Inc.	1,474	47,048	36.54	53,860	6,812	119
Goldman Sachs Group Inc.	192	14,513	131.27	25,204	10,691	689
Google Inc.	297	110,952	444.95	132,150	21,198	
Graftech Int'l Ltd.	1,890	28,453	14.62	27,632	(821)	
Guess? Inc.	881	33,463	31.24	27,522	(5,941)	590
Halliburton Co.	2,461	68,938	24.55	60,418	(8,520)	871
Harsco Corp.	1,235	40,859	23.50	29,022	(11,837)	1,000
Healthways Inc.	1,635	51,345	11.92	19,489	(31,856)	
Hertz Global Holdings	2,820	21,566	9.46	26,677	5,111	
Hess Corporation	182	10,382	50.34	9,162	(1,220)	202
Hewlett Packard Co.	298	14,089	43.28	12,897	(1,192)	143
Hexcel Corp.	2,775	56,619	15.51	43,040	(13,579)	
Home Depot Inc.	214	4,516	28.07	6,007	1,491	409
Honeywell Int'l Inc.	500	14,729	39.03	19,515	4,786	1,699
Hong Kong Electric	5,205	24,807	5.83	30,345	5,538	1,567
Hospira Inc.	473	23,886	57.45	27,174	3,288	
HSN Inc.	1,209	25,756	24.00	29,016	3,260	
Hyatt Hotels Corp.	294	8,705	37.09	10,904	2,199	
Iberdrola SA	1,870	65,516	22.43	41,944	(23,572)	1,960
Illumina Inc.	655	26,515	43.53	28,512	1,997	
Imax Corporation	1,327	26,129	14.60	19,374	(6,755)	
Infosys Technologies	439	27,145	59.91	26,300	(845)	132
Ing Groep N.V.	3,759	107,137	7.41	27,854	(79,283)	
Ingersoll Rand Co.	1,675	68,684	34.49	57,771	(10,913)	539
Intel Corporation	1,105	20,325	19.45	21,492	1,167	1,127
Intercontinental Exchange	276	16,070	113.03	31,196	15,126	
Intuitive Surgical Inc.	156	42,148	315.62	49,237	7,089	
Itron Inc.	885	53,414	61.82	54,711	1,297	
J Crew Group Inc.	288	8,345	36.81	10,601	2,256	
Jabil Circuit Inc.	1,654	24,819	13.30	21,998	(2,821)	347
Jeffries Group Inc.	1,919	21,432	21.08	40,453	19,021	296
Johnson & Johnson	750	42,978	59.06	44,295	1,317	2,157
JP Morgan Chase & Co., Inc.	1,711	57,777	36.61	62,640	4,863	525
KAO Corp. SADR	2,660	71,484	23.25	61,845	(9,639)	1,505
Keycorp	1,919	13,437	7.69	14,757	1,320	33
Kohl's Corp.	272	9,109	47.50	12,920	3,811	
Kraft Foods Inc.	313	10,588	28.00	8,764	(1,824)	1,072
Kroger Co.	1,972	45,196	19.69	38,829	(6,367)	610
Life Time Fitness Inc.	1,805	56,347	31.79	57,381	1,034	
Linear Technology Corp.	915	33,098	27.81	25,446	(7,652)	824
Lockheed Martin Corp.	191	15,023	74.50	14,229	(794)	193
Longtop Financial Tech.	720	26,405	32.40	23,328	(3,077)	
Lufkin Industries Inc.	941	38,538	38.99	36,690	(1,848)	

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF INVESTMENT IN STOCKS
JUNE 30, 2010

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	QUOTED FAIR VALUE JUNE 30, 2010 TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
Lululemon Athletica Inc.	834	26,152	37.22	31,041	4,889	
M&T Bank Corporation	229	10,842	84.95	19,454	8,612	721
Manulife Financial	950	28,600	14.58	13,851	(14,749)	402
Marathon Oil Corp.	670	21,965	31.09	20,830	(1,135)	1,089
Marriott Int'l. Inc.	682	11,155	30.07	20,509	9,354	97
Marvell Technology Group	2,308	25,434	15.76	36,374	10,940	
McDermott Int'l. Inc.	1,049	25,237	21.66	22,721	(2,516)	
Medical Properties Trust	4,486	34,086	9.44	42,348	8,262	2,692
Mednax Inc.	978	55,352	55.61	54,387	(965)	
Medtronic Inc.	564	23,779	36.27	20,456	(3,323)	116
Mercadolibre Inc.	612	24,748	52.55	32,161	7,413	
Merck & Co. Inc.	382	11,382	34.97	13,359	1,977	435
Meritage Homes Corp.	785	37,667	16.28	12,780	(24,887)	
MetLife Inc.	330	9,960	37.76	12,461	2,501	363
Mindray Medical Int'l Ltd.	744	24,472	31.42	23,376	(1,096)	119
Moog Inc.	1,100	28,133	32.23	35,453	7,320	
Morgan Stanley	921	21,826	23.21	21,376	(450)	207
Mosaic Co.	293	17,034	38.98	11,421	(5,613)	350
Nabors Industries Ltd.	4,550	147,661	17.62	80,171	(67,490)	
National Grid PLC	535	27,351	34.90	18,673	(8,678)	1,466
National Oilwell Varco, Inc.	1,707	62,588	33.07	56,450	(6,138)	2,219
Nestle SADR	3,242	110,337	48.24	156,394	46,057	3,790
Netapp Inc.	1,358	32,656	37.31	50,667	18,011	
New Oriental Education	309	22,298	93.19	28,796	6,498	
Newmont Mining Corp.	280	16,022	61.74	17,287	1,265	247
NII Holdings Inc.	700	23,770	32.52	22,764	(1,006)	
Nippon T&T	1,102	25,615	20.34	22,415	(3,200)	1,375
Noble Corp.	3,350	122,173	30.91	103,549	(18,624)	227
Novartis AG	2,649	147,488	48.32	128,000	(19,488)	4,378
Novo Nordisk	341	23,652	81.02	27,628	3,976	334
Nuance Communications	2,749	41,897	14.95	41,098	(799)	
Nucor Corp.	623	19,549	38.28	23,848	4,299	1,070
Nvidia Corp.	1,881	24,168	10.21	19,205	(4,963)	
Occidental Petroleum Corp.	920	75,730	77.15	70,978	(4,752)	141
Omnicom Group	183	6,275	34.30	6,277	2	156
Oneok Inc.	995	23,817	43.25	43,034	19,217	1,711
Oracle Corp.	1,886	33,695	21.46	40,474	6,779	447
P G & E Corp.	402	16,892	41.10	16,522	(370)	
Parker Hannifin	898	60,230	55.46	49,803	(10,427)	581
Partnerre Ltd.	500	31,058	70.14	35,070	4,012	970
Penney J.C. Co. Inc.	427	9,601	21.48	9,172	(429)	444
Pepsico Inc.	203	12,160	60.95	12,373	213	189
Petroleo Brasileiro	263	11,399	34.32	9,026	(2,373)	1,638
Pharmaceutical Product Dev.	1,996	47,861	25.41	50,718	2,857	1,262
Phillips Van Heusen Corp.	1,263	25,101	46.27	58,439	33,338	193
Plantronics Inc.	710	22,230	28.60	20,306	(1,924)	36
PNC Financial Svs. Group	464	29,307	56.50	26,216	(3,091)	262
Potash Corp. of Saskatchewan	1,070	39,527	86.24	92,277	52,750	364
PPL Corporation	364	8,950	24.95	9,082	132	
Praxair Inc.	117	8,182	75.99	8,891	709	229
Precision Drilling Corp.	1,100	35,024	6.64	7,304	(27,720)	
Priceline.com Inc.	435	101,474	176.54	76,795	(24,679)	

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF INVESTMENT IN STOCKS
JUNE 30, 2010

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	QUOTED FAIR VALUE JUNE 30, 2010 TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
Progress Energy Inc.	275	11,916	39.22	10,786	(1,130)	580
Protective Life Corp.	2,335	42,732	21.39	49,946	7,214	1,168
Pulte Homes Inc.	1,460	15,269	8.28	12,089	(3,180)	
Qualcomm Inc.	1,405	54,226	32.84	46,140	(8,086)	321
Raymond James Finanical Inc.	1,990	37,676	24.69	49,133	11,457	926
Reed Elsevier NV	1,807	52,972	19.05	34,424	(18,548)	1,557
Regions Financial Corp.	1,857	12,626	6.58	12,219	(407)	21
Reinsurance Group of America	1,069	29,056	45.71	48,864	19,808	466
Rio Tinto PLC	500	90,350	174.40	87,200	(3,150)	900
Riverbed Technology Inc.	921	26,476	27.62	25,438	(1,038)	
Royal Dutch Shell	1,025	64,564	50.22	51,476	(13,088)	3,028
RWE Aktiengesellschaft	1,146	96,503	65.45	75,006	(21,497)	3,915
Sanofi-Aventis SA	1,393	48,436	30.06	41,874	(6,562)	1,217
Sasol Ltd. SADR	833	27,388	35.27	29,380	1,992	997
SBA Communications Corp.	1,016	20,068	34.01	34,554	14,486	
Schlumberger Ltd.	2,397	127,473	55.34	132,650	5,177	2,453
School Specialty Inc.	683	25,924	17.99	12,288	(13,636)	
Schwab, Charles Corp.	1,418	26,254	14.18	20,107	(6,147)	141
Scott's Miracle-Gro Co.	1,032	34,175	44.41	45,831	11,656	538
Seagate Technology	1,585	21,920	13.04	20,668	(1,252)	
SEI Investments Co.	1,209	27,511	20.36	24,615	(2,896)	121
Seven & I Holdings ADR	918	41,077	46.00	42,228	1,151	887
Siemens AG	363	34,971	89.53	32,499	(2,472)	592
Singapore Telecommunications	1,994	45,588	21.34	42,552	(3,036)	1,760
Snap On Inc.	900	31,579	40.91	36,819	5,240	1,080
Societe Generale France	3,736	104,757	8.23	30,747	(74,010)	
Sonic Corp.	1,870	31,830	7.75	14,493	(17,337)	
South Jersey Ind. Inc.	1,178	46,742	42.96	50,607	3,865	312
SRA Int'l. Inc.	1,745	43,750	19.67	34,324	(9,426)	
Starbucks Corp.	1,943	27,829	24.30	47,215	19,386	194
State Auto Financial	1,382	43,542	15.51	21,435	(22,107)	829
State Street Corp.	415	16,107	33.82	14,035	(2,072)	14
Sterlite Industries India	1,829	21,320	14.24	26,045	4,725	224
Suncor Energy Inc.	1,136	35,442	29.44	33,444	(1,998)	492
Suntrust Banks Inc.	1,577	30,490	23.30	36,744	6,254	70
Swift Energy Co.	1,403	31,476	26.91	37,755	6,279	
Syngenta AG	25	964	45.85	1,146	182	22
T. Rowe Price Group	843	51,492	44.39	37,421	(14,071)	877
Taiwan Semiconductor	4,132	39,999	9.81	40,524	525	1,511
Takeda Pharmaceutical Co.	2,278	59,985	21.28	48,476	(11,509)	2,011
Taleo Corp.	884	23,163	24.29	21,472	(1,691)	
Talisman Energy Inc.	1,725	26,488	15.18	26,186	(302)	329
Target Corp.	720	24,062	49.17	35,402	11,340	574
Teck Cominco Ltd.	1,420	40,881	29.58	42,004	1,123	
Telecom Co. New Zealand	1,342	20,540	6.44	8,642	(11,898)	912
Teledyne Technologies	864	39,019	38.58	33,333	(5,686)	
Telefonica S.A.	1,104	56,797	55.53	61,305	4,508	3,559
Telstra Ltd.	3,556	47,107	13.69	48,682	1,575	3,531
Tenaris SADR	2,700	53,190	34.61	93,447	40,257	2,322
Teva Pharmaceutical Ind.	328	12,483	51.99	17,053	4,570	328
Time Warner Cable	160	5,788	52.08	8,333	2,545	128
Time Warner Inc.	214	4,601	28.91	6,187	1,586	171

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF INVESTMENT IN STOCKS
JUNE 30, 2010

STOCKS	SHARES	CARRYING VALUE	QUOTED FAIR VALUE JUNE 30, 2010 PER SHARE	TOTAL	UNREALIZED GAIN/(LOSS)	DIVIDENDS RECEIVED DURING FYE 2010
Timken Company	1,600	47,341	25.99	41,584	(5,757)	640
Tokio Marine Holding ADR	1,929	70,319	26.15	50,443	(19,876)	842
Toro Company	1,055	40,481	49.12	51,822	11,341	705
Total SADR	1,372	86,964	44.64	61,246	(25,718)	3,173
Toyota Motor Corp.	556	61,708	68.57	38,125	(23,583)	779
Transocean Ltd.	1,864	169,599	46.33	86,359	(83,240)	
Trican Well Service Ltd.	250	4,136	12.78	3,195	(941)	20
Trimble Navigation Ltd.	1,635	48,807	28.00	45,780	(3,027)	
Trustmark Corp.	1,555	29,510	20.82	32,375	2,865	1,431
U. S. Steel Co.	150	6,897	38.55	5,783	(1,114)	65
UBS AG	1,337	55,853	13.22	17,675	(38,178)	
Unilever NV	1,900	67,578	27.32	51,908	(15,670)	1,597
Unilever PLC	3,203	75,451	26.73	85,616	10,165	3,021
United Bankshares Inc.	1,027	31,961	23.94	24,586	(7,375)	1,261
United Fire & Casualty	1,310	37,431	19.82	25,964	(11,467)	786
United Health Group Inc.	1,006	25,308	28.40	28,570	3,262	156
United Overseas Bank Ltd.	1,114	21,771	28.05	31,248	9,477	309
United Technologies Grp.	699	50,803	64.91	45,372	(5,431)	1,549
UPM-Kymmene Corp.	818	20,739	13.18	10,781	(9,958)	813
URS Corp.	990	40,577	39.35	38,957	(1,620)	
Vale SA ADR	4,800	53,088	24.35	116,880	63,792	1,987
Valero Energy Corp.	673	12,988	17.98	12,101	(887)	577
Valspar Corp.	1,711	42,924	30.12	51,535	8,611	882
Varian Medical Systems	494	14,478	52.28	25,826	11,348	
Veeco Instruments Inc.	569	25,013	34.28	19,505	(5,508)	
Verizon Communications	485	14,365	28.02	13,590	(775)	1,083
Vinci S.A.	1,476	19,215	10.46	15,439	(3,776)	
VMWare Inc.	316	15,187	62.59	19,778	4,591	
Vodafone Group PLC	2,276	49,501	20.67	47,045	(2,456)	953
Wal Mart Stores Inc.	155	7,628	48.07	7,451	(177)	670
Warner Chilcott PLC	928	24,276	22.85	21,205	(3,071)	
Waters Corp.	663	36,552	64.70	42,896	6,344	
Watsco Inc.	650	12,526	57.92	37,648	25,122	1,274
Weatherford Int'l Ltd.	5,828	112,921	13.14	76,580	(36,341)	
Wells Fargo & Co.	2,442	64,743	25.60	62,515	(2,228)	537
WGL Holdings Inc.	1,476	41,813	34.03	50,228	8,415	2,028
WMS Inds. Inc.	670	27,594	39.25	26,298	(1,296)	
Yara International ASA	250	4,012	28.01	7,003	2,991	124
Zions Bancorp.	1,086	16,882	21.57	23,425	6,543	46
Zurich Financial Svs.	1,300	30,829	21.95	28,535	(2,294)	1,598
TOTAL STOCKS		$12,087,408		$11,968,833	$ (118,575)	194,435
SHORT - TERM INVESTMENTS						-
TOTAL DIVIDENDS FROM STOCKS SOLD DURING THE YEAR						29,683
TOTAL DIVIDENDS						$ 224,118

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF FIXED INCOME INVESTMENTS
JUNE 30, 2010

	PAR VALUE	CARRYING VALUE	FAIR VALUE PER UNIT	FAIR VALUE	UNREALIZED GAIN/(LOSS)	INCOME RECEIVED DURING FYE 2010
BONDS						
Alabama Power 5.1% due 02/01/11	$ 250,000	$ 249,927	$ 102.404	$ 256,010	$ 6,083	$ 12,750
Allstate Financial Global 6.5% due 06/14/11	125,000	125,076	104.412	130,515	5,439	8,125
Bank of America 6.0% due 06/15/16	150,000	149,491	105.491	158,237	8,746	9,000
Cisco Systems, Inc. 5.5% due 02/22/16	175,000	178,448	115.199	201,598	23,150	9,625
Federal Home Loan Bank 5.75% due 05/15/12	100,000	101,999	109.344	109,344	7,345	5,750
Federal Home Loan Bank 3.625% due 10/18/13	150,000	156,197	107.125	160,687	4,490	3,519
Federal Home Loan Bank 2.35% due 12/30/13	250,000	249,875	102.031	255,077	5,202	2,938
Federal Home Loan Bank 4.125% due 03/13/20	150,000	150,150	105.281	157,922	7,772	(636)
Fannie Mae Notes 5.0% due 04/15/15	150,000	150,356	113.469	170,204	19,848	7,500
Fannie Mae Notes 4.625% due 10/15/14	150,000	149,374	111.563	167,345	17,971	6,938
Fannie Mae Notes 4.375% due 09/15/12	150,000	146,412	107.688	161,532	15,120	6,563
Fannie Mae Notes 2.625% due 01/28/14	150,000	150,000	101.250	151,875	1,875	1,498
Fannie Mae Notes 2.0% due 06/23/14	200,000	200,000	100.594	201,188	1,188	
Fannie Mae Notes 2.7% due 05/26/15	150,000	150,000	101.094	151,641	1,641	
FHLMC Notes 5.0% due 04/18/17	200,000	199,970	114.188	228,376	28,406	10,000
FHLMC Notes 4.125% due 12/21/12	150,000	150,732	107.938	161,907	11,175	6,188
Hershey Co. 5.3% due 09/01/11	100,000	101,100	104.675	104,675	3,575	5,300
Hewlett Packard 5.25% due 03/01/12	200,000	201,852	107.003	214,006	12,154	10,500

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF FIXED INCOME INVESTMENTS
JUNE 30, 2010

	PAR VALUE	CARRYING VALUE	FAIR VALUE PER UNIT	FAIR VALUE	UNREALIZED GAIN/(LOSS)	INCOME RECEIVED DURING FYE 2010
John Deere Capital 2.95% dye 03/09/15	200,000	199,788	102.678	205,356	5,568	
Lowes Cos., Inc. 5.0% due 10/15/15	125,000	124,641	112.221	140,276	15,635	6,250
McDonald's Corp. 5.3% due 03/15/17	125,000	120,669	112.789	140,986	20,317	6,625
Microsoft Corp. 4.2% due 06/01/19	100,000	99,950	108.417	108,417	8,467	4,352
Pitney Bowes, Inc. 4.875% due 08/15/14	250,000	249,113	109.872	274,680	25,567	12,188
Procter & Gamble 3.5% due 02/15/15	150,000	149,370	106.540	159,810	10,440	5,381
Target Corp. 5.875% due 07/15/16	100,000	104,744	117.23	117,225	12,481	5,875
Wal-Mart Stores 4.55% due 05/01/13	125,000	117,884	108.77	135,960	18,076	5,688
Wells Fargo Corp. 5.625% due 12/11/17	125,000	123,674	109.32	136,649	12,975	7,031
TOTAL BONDS		$ 4,250,792		$ 4,561,498	$ 310,706	158,948
U.S. Treasury Notes						
4.125% due 05/15/15	150,000	149,566	111.10	166,653	17,087	6,187
3.25% due 03/31/17	125,000	125,718	105.38	131,719	6,001	(255)
4.75% due 05/15/14	125,000	125,088	112.81	141,016	15,928	5,937
4.875% due 07/31/11	150,000	150,727	104.81	157,213	6,486	7,312
3.125% due 04/30/13	125,000	126,504	106.31	132,891	6,387	3,906
3.5% due 02/15/18	125,000	124,312	106.90	133,623	9,311	4,375
TOTAL TREASURY NOTES		$ 801,915		$ 863,115	$ 61,200	27,462
INTEREST RECEIVED ON BONDS SOLD DURING THE YEAR						45,510
TOTAL INCOME ON BONDS AND TREASURY NOTES						231,920
INTEREST ON SHORT-TERM INVESTMENTS						1,816
TOTAL INCOME ON BONDS, TREASURY, NOTES, AND SHORT-TERM INVESTMENTS						$ 233,736

RAY C. FISH FOUNDATION
YEAR END 6/30/10
SUMMARY PAGE

74-6043047
STATEMENT C

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income, line 2:

		Sales Proceeds	Cost / Basis	Capital Gain (Loss)
Investments - Alethia Growth	Statement C-1	1,245,355	1,296,840	(51,485)
Investments - Alethia Value	Statement C-2	878,981	954,880	(75,899)
Investments - Calamos	Statement C-3	1,882,626	1,921,953	(39,327)
Investments - Compass Equity	Statement C-4	1,066,788	1,175,341	(108,553)
Investments - Compass Fixed	Statement C-5	1,335,071	1,325,133	9,938
Investments - Delaware	Statement C-6	315,074	328,141	(13,067)
Investments - Earnest	Statement C-7	234,808	303,680	(68,872)
Investments - Lord Abbett	Statement C-8	759,794	791,352	(31,558)
Investments - Wachovia	Statement C-9	-	-	-
Investments - Wentworth	Statement C-10	71,431	59,297	12,134
		7,789,928	8,156,617	(366,689)

STATEMENT C

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

28-Oct-10
09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Advanced Micro Devices			02/01/10	1 205	9648 68	03/01/10	1 205	9864 72	9648 68	216	0	0		0 00	0	
02/15/07	AES Corp	1 115	24 713				12/01/09	140	1818 16	3117 8							
							03/01/10	975	10903 38	21595 38							
											-11 992	0	0		0 30	0	
01/15/08	Agnico Eagle Mines	205	9 274	02/22/10	105	6083 46	11/01/09	65	3495 65	3386 31							
							03/01/10	245	14383 32	11971 14							
											2 522	0	0		0 00	0	
	Akamai Technologies			08/17/09	620	11465 29	02/22/10	75	1940 29	1386 93							
				10/22/09	80	1767 3	03/01/10	625	16980 28	11845 66							
											5 688	0	0		0 00	0	
06/06	Alnylam Pharm Inc	510	8 423				03/01/10	510	8906 99	8423 45	484	0	0		0 00	0	
06/06	American Express Co	660	8 497				09/11/09	295	9968 11	3797 92							
							02/22/10	35	1359 25	450 6							
							03/01/10	330	12560 23	4248 52							
											15 391	0	0		0 00	0	250 20
	ATP Oil & Gas Corp			09/25/09	470	10148 33	03/01/10	870	16201 1	17199 69							
				12/18/09	400	7051 36											
											-999	0	0		0 00	0	
	Bank of America	1 540	10 987	11/02/09	755	11 459	08/13/09	680	11 250	3 862							
							12/15/09	315	4 825	1 789							
							03/01/10	1 300	21652 78	16794 43							
											15 282	0	0		0 00	0	24 75
	Barnes & Noble Inc	555	10 100	12/04/09	500	11 618	03/01/10	1 455	28 779	28 772							
				01/28/10	400	7 053											
											8	0	0		0 00	0	402 50
	Barrick Gold Corp	410	13,653	02/01/10	145	5 199	08/04/09	20	729	728							
							03/01/10	535	20 531	18 125							

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

28-Oct-10
09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
											2 408	0	0		0 00	0	66 30
	Bristol Myers Squibb	365	7 870				02/01/10	365	8 858	7 870	989	0	0		0 00	0	343 10
02/22/07	Canadian Natural Res	460	33 996				7/28/09	35	2 048	1 833							
							02/22/10	25	1 734	1 827							
							03/01/10	400	27 586	30 336							
											-2,629	0	0		0 00	0	106 95
06/06	Caterpillar Inc	355	24 856	09/16/09	100	4 808	03/01/10	455	26 342	29 664	-3 322	0	0		0 00	0	531 30
	CME Group Inc	59	16 712				02/10	59	16 976	16 712	264	0	0		0 00	0	135 70
06/06	Coca-Cola Co	830	38 238				02/22/10	15	831	657							
							03/01/10	815	43 427	37 581							
											6 020	0	0		0 00	0	1 020 90
	Coeur D'Alene Mines			08/06/09	745	11 861	11/02/09	65	1 376	1 035							
							03/01/10	680	9 974	10 826							
											-511	0	0		0 00	0	
	Continental Resources			10/13/09	370	15 626	11/02/09	20	759	845							
							03/01/10	350	14 096	14 781							
											-771	0	0		0 00	0	
05/27/08	Deere & Co	270	18 815				03/01/10	270	15 733	18 815	-3 082	0	0		0 00	0	226 80
	Dell Inc	765	16 808				02/01/10	765	10 379	16 808	-6 429	0	0		0 00	0	
01/10/08	Delta Petroleum Corp	640	13 557	09/17/09	3 255	11 939	11/17/09	3 895	3 859	25 496	-21 637	0	0		0 00	0	
06/06	Devon Energy	135	11 220	10/14/09	195	13 660	02/01/10	85	5 908	7 065							
							03/01/10	245	16 986	17 816							
											-1 987	0	0		0 00	0	74 40
	Ebay Inc			02/01/10	600	14 318	03/01/10	600	14 301	14 318	-17	0	0		0 00	0	
06/06	Emerson Electric	350	15 324				02/22/10	40	1 920	1 632							
							03/01/10	310	14 647	13 692							

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

28-Oct-10
09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
											1 243	0	0		0 00	0	350 00
	Energy Solutions	770	7 586	11/05/09	420	3 487	03/01/10	1 190	7 133	11 073	-3 940	0	0		0 00	0	78 75
	Fluor Corp	155	7 594				03/01/10	155	6 629	7 594	-965	0	0		0 00	0	58 14
	Freeport McMoran			11/02/09	160	11 897	03/01/10	160	12 204	11 897	307	0	0		0 00	0	24 00
04/28/08	General Cable Corp	370	23 921				11/01/09	85	2 817	6 051							
							02/22/10	285	6 806	17 871							
											-14 298	0	0		0 00	0	
06/06	Goldcorp	700	23 386				02/10	110	4 002	2 971							
							03/01/10	590	22 639	20 415							
											3 256	0	0		0 00	0	70 16
	Greater Atl & Pac Tea			11/03/09	1 875	19 111	03/01/10	2 095	15 645	21 588							
				12/04/09	220	2 477											
											-5 943	0	0		0 00	0	
	Hess Corp	365	20 075				03/01/10	365	21 833	20,075	1 758	0	0		0 00	0	73 00
07/10/07	IBM	240	26 145	09/29/09	70	8 463	02/22/10	40	5 072	4 686							
							03/01/10	270	34 672	29 922							
											5 136	0	0		0 00	0	473 00
	Intel Corp			02/01/10	720	14 392	03/01/10	720	15 035	14 392	642	0	0		0 00	0	
	IShares Silver Trust	1 285	17 819				02/01/10	105	1 713	1 456							
							03/01/10	1 180	19 016	16 363							
											2 910	0	0		0 00	0	113 40
	Johnson & Johnson	180	10 417				03/01/10	180	11 400	10 417	983	0	0		0 00	0	264 60
02/28/07	L-1 Identity Solutions	765	13 308				11/01/09	765	4 827	13 308	-8 480	0	0		0 00	0	
	Market Vectors Gold	330	11 496				08/04/09	45	1 872	1 568							
							12/15/09	10	482	348							
							03/01/10	275	12 257	9 580							
											3 114	0	0		0 00	0	30 53

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

28-Oct-10
09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Marvel Entertainment	310	11 547				09/11/09	310	15 433	11 547	3 886	0	0		0 00	0	
	McDermott Int'l	500	6 943	09/16/09	310	8 428	03/01/10	810	19 260	15 371	3 889	0	0		0 00	0	
06/06	McDonald's Corp	415	15 268	02/22/10	110	7 126	03/01/10	525	33 538	22 394	11 144	0	0		0 00	0	724 50
	MGM Mirage	1 475	48 171	08/21/09	1530	12 725	10/14/09	430	5 198	15 040							
				09/16/09	410	4 846	12/15/09	5	52	175							
				01/28/10	395	4 730	03/01/10	3 375	36 064	55 257							
											-29 157	0	0		0 00	0	
	Monsanto Co	180	15 183				09/24/09	80	6 129	6 942							
							03/01/10	100	7 112	8 241							
											-1 943	0	0		0 00	0	100 70
	Mosaic Co	255	8 766	02/22/10	280	16 963	11/01/09	255	12 159	8 766							
							03/01/10	280	16 610	16 963							
											3 039	0	0		0 00	0	12 75
06/06	Murphy Oil Corp	645	33 063				12/15/09	125	7 107	6 528							
							02/22/10	15	798	783							
							03/01/10	505	26 884	25 752							
											1 725	0	0		0 00	0	452 50
04/21/08	Nasdaq OMX	520	17 616				03/01/10	520	9 746	17 616	-7 870	0	0		0 00	0	
06/06	Newmont Mining Corp	810	36 139	11/09	240	11 483	08/04/09	165	7 028	8 304							
							03/01/10	885	44 431	39 317							
											3 837	0	0		0 00	0	153 00
	Novagold Resources	2 775	16 932				11/02/09	200	906	1 792							
							02/22/10	410	2 399	3 673							
							03/01/10	2 165	13 062	11 468							
											-565	0	0		0 00	0	
07/30/07	Oilsands Quest Inc	5 405	24 709				02/10	5 405	3 851	24 709	-20 858	0	0		0 00	0	
01/07/08	Petroleo Brasileiro SA	780	42 644				07/28/09	55	2 281	3 219							

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

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09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
							12/15/09	100	4 861	5 853							
							03/01/10	625	27 008	33 572							
											-8 494	0	0		0 00	0	1 052 57
06/06	Procter & Gamble Co	150	8 612				02/22/10	15	952	814							
							03/01/10	135	8 567	7 798							
											906	0	0		0 00	0	198 00
	Sepracor Inc	440	5 317				07/28/09	440	7 100	5 317	1 784	0	0		0 00	0	
04/30/07	Silver Wheaton Corp	715	12 344				03/01/10	715	10 886	12 344	-1 458	0	0		0 00	0	
06/06	SPDR Gold Trust	295	20 174				02/22/10	5	545	320							
							03/01/10	290	31 743	19 854							
											12 114	0	0		0 00	0	
06/06	Suncor Energy Inc	1 835	58 039	11/20/09	180	6 553	07/28/09	140	4 499	5 654							
							12/15/09	155	5 453	6 260							
							02/22/10	290	8 768	11 712							
							03/01/10	1 430	41 955	40 967							
											-3 918	0	0		0 00	0	283 64
	Sunpower Corp	385	11 279	07/01/09	260	7 014	12/15/09	160	3 909	4 921							
				08/07/09	135	4 440	01/25/10	620	13 425	17 813							
											-5 400	0	0		0 00	0	
10/01/07	Suntech Power Hldgs	190	7 943	08/04/09	610	12 631	10/19/09	180	2 719	7 524							
							11/01/09	620	7 614	13 049							
											-10 241	0	0		0 00	0	
	Transocean Ltd	180	10 026				07/28/09	25	2 004	1 393							
							09/22/09	155	13 252	8 634							
											5 230	0	0		0 00	0	
	Valeant Pharm Int'l	490	10 984	07/31/09	245	6 208	02/22/10	25	924	577							
							03/01/10	710	26 908	16 616							
											10 640	0	0		0 00	0	

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Growth
June 30 2010

28-Oct-10
09 32 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Valero Energy	1 645	35 468				10/14/09	1 095	20 554	23 610							
							11/17/09	550	9 253	11 859							
											-5 662	0	0		0 00	0	329 25
06/06	Wal Mart Stores Inc	565	26 194				03/01/10	565	30 439	26 194	4 245	0	0		0 00	0	307 92
	Western Union	570	9 796				03/01/10	570	9 140	9 796	-656	0	0		0 00	0	34 20
	Whole Foods Market	1 040	13 076				08/12/09	710	19 798	8 788							
							03/01/10	330	12 003	4,288							
											18 725	0	0		0 00	0	
06/06	Worldspace Inc	3 525	15 005				03/01/10	3,525	159	15 005	-14 846	0	0		0 00	0	
08/31/06	Wynn Resorts Ltd	165	14 127				03/01/10	165	10 930	14 127	-3 197	0	0		0 00	0	660 00
	Short-term Inv																
	TOTAL STOCKS		980 159			316 681			1 245 356	1 296 840	-51 485		0		0 00	0	9 027 51
	INTEREST Short-term Investments																9 87
	TOTAL		980 159			316 681			1 245 356	1 296 840	-51 485		0		0 00	0	9 037 38

STATEMENT C-1

Ray C Fish Foundation
Investment in Stock - Alethia Value
June 30, 2010

28-Oct-10
09 36 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Agrium Inc	205	6,678				01/22/10	80	4834 84	2605 89							
							03/01/10	125	8221 14	4071 7							
											6,378	0	0		0 00	0	19 16
	Alcoa Inc			10/21/09	865	12179 2	01/22/10	330	4492 26	4646 4							
							03/01/10	535	7106 89	7532 8							
											-580	0	0		0 00	0	42 00
	Allstate Corp	185	5,638	09/14/09	165	4724	10/16/09	35	1113 13	1066 58							
							03/01/10	315	9933 96	9295 06							
											685	0	0		0 00	0	137 00
03/24/08	American Express	255	10,844				10/16/09	20	703 49	850 54							
							11/05/09	15	546 98	637 9							
							03/01/10	220	8382 88	9355 94							
											-1,211	0	0		0 00	0	131 40
01/11/08	AMR Corp	1,595	14,867				03/01/10	1,595	14959 95	14867 32	93	0	0		0 00	0	
06/06	Apt Inv & Mgt	443	13,742				11/05/09	30	382	1,163							
							03/01/10	413	6,929	12,580							
											-6,432	0	0		0 00	0	126 90
	Avalonbay Communities	56	3,214				03/01/10	56	4,554	3,214	1,340	0	0		0 00	0	149 94
	Bank of America	1,418	12,039				08/18/09	570	9,614	6,102							
							03/01/10	848	14,151	5,937							
											11,726	0	0		0 00	0	16 96
	Barnes & Noble			01/05/10	600	11,281	03/01/10	600	11,870	11,281	589	0	0		0 00	0	
	Barrick Gold Corp	440	15,791				03/01/10	440	16,882	15,791	1,091	0	0		0 00	0	74 80
02/01/08	Boeing Co	110	8,789				03/01/10	110	7,038	8,789	-1,751	0	0		0 00	0	138 60
10/26/07	Boston Properties	140	14,557				08/03/09	140	7,981	14,557	-6,576	0	0		0 00	0	70 00
	BP PLC			09/14/09	245	13,464	03/01/10	245	13,222	13,464	-241	0	0		0 00	0	411 60

STATEMENT C-2

Ray C Fish Foundation
Investment in Stock - Alethia Value
June 30, 2010

28-Oct-10
09 36 AM

Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
05/16/08	Bristol Myers Squibb	545	11,772	10/21/09	20	458	01/02/10	120	3,068	2,592							
							03/01/10	445	10,816	9,638							
											1,654	0	0		0 00	0	518 70
04/30/07	Burlington Northern	155	13,890				11/05/09	155	15,090	13,890	1,200	0	0		0 00	0	124 00
05/29/07	Canadian Natural Res	195	13,585				03/01/10	195	13,447	13,585	-138	0	0		0 00	0	47 84
	Canadian Oil Sands	410	8,848				03/01/10	410	10,986	8,848	2,138	0	0		0 00	0	310 21
06/06	Caterpillar Inc	240	17,141				03/01/10	240	13,883	17,141	-3,258	0	0		0 00	0	302 40
06/06	Cemex	318	8 813				03/01/10	318	3,057	8,813	-5,756	0	0		0 00	0	
	Chiquita Brands Int'l			01/05/10	520	9,385	03/01/10	520	7,492	9,385	-1,893	0	0		0 00	0	
03/03/08	Citadel Broadcasting	1,460	2,711				11/16/09	1,460	60	2,711	-2,651	0	0		0 00	0	
05/21/07	Citigroup	270	14,811	08/14/09	2,410	8,965	03/01/10	2,680	9,058	23,776	-14,718	0	0		0 00	0	
	Cliffs Natural Res	100	10,385				03/01/10	100	5,908	10,385	-4,477	0	0		0 00	0	21 50
	Clorox Co	110	6,256				09/09/09	110	6,444	6,256	189	0	0		0 00	0	55 00
06/06	Coca-Cola Co	195	8,643				03/01/10	195	10,389	8,643	1,746	0	0		0 00	0	258 30
	Comcast Corp	635	9,266				03/01/10	635	10,655	9,266	1,389	0	0		0 00	0	145 73
06/06	Conoco Phillips	90	3,866				03/01/10	90	4,402	3,866	536	0	0		0 00	0	132 30
05/29/07	Dean Foods Co	315	10,169				03/01/10	315	4,592	10,169	-5,576	0	0		0 00	0	
06/06	Dell Inc	675	15,501				03/01/10	675	9,160	15,501	-6,341	0	0		0 00	0	
	Delta Petroleum Corp			09/22/09	3,305	15,024	10/16/09	1,150	1,967	5,228							
							11/13/09	2,155	1,980	9,796							
											-11,077	0	0		0 00	0	
11/05/07	Dominion Resources	270	12,257				11/05/09	25	891	1,135							
							01/02/10	245	9,664	11,122							
											-1,702	0	0		0 00	0	225 32
06/06	Dow Chemical	320	12,563				03/01/10	320	9,164	12,563	-3,399	0	0		0 00	0	144 00
06/06	Dupont de Nemours	215	9,115				03/01/10	215	7,305	9,115	-1,810	0	0		0 00	0	264 45

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
06/06	Duke Energy	495	8,861				11/05/09	40	637	652							
							03/01/10	455	7,498	8,209							
											-725	0	0		0 00	0	337 20
12/31/07	Equity Residential	335	10,761				09/09/09	25	695	948							
							03/01/10	310	11,181	9,813							
											1,114	0	0		0 00	0	370 90
	Ford Motor Co			11/10/09	1,410	10,445	01/02/10	650	6,466	4,815							
							03/01/10	760	9,409	5,630							
											5,431	0	0		0 00	0	
02/02/07	Freeport-McMoran	120	7,489	10/21/09	50	3 790	03/01/10	190	14,496	12,856							
				11/10/09	20	1,577											
											1,640	0	0		0 00	0	28 50
06/06	General Electric	605	12,568				10/16/09	605	9,786	12,568	-2,782	0	0		0 00	0	121 00
06/06	Goldcorp	570	17,104				03/01/10	570	21,863	17,104	4,759	0	0		0 00	0	58 16
	Goodyear Tire & Rubber			11/18/09	740	10,999	03/01/10	740	9,847	10,999	-1,152	0	0		0 00	0	
	Greater Atl & Pac Tea			08/21/09	1,465	9,275	03/01/10	2,150	16,050	13,575							
				09/14/09	685	4,300											
											2,475	0	0		0 00	0	
06/06	Heinz H J Co	200	8,487				03/01/10	200	9,188	8,487	700	0	0		0 00	0	252 00
	Hess Corp	150	9,563				03/01/10	150	8,977	9,563	-587	0	0		0 00	0	30 00
10/11/06	Home Depot Inc	290	8,229				09/09/09	290	7,966	8,229	-263	0	0		0 00	0	65 25
11/06/06	IBM	80	9,184				03/01/10	80	10,273	9,184	1,090	0	0		0 00	0	132 00
	IShare Silver Trust	805	12,086				01/22/10	40	666	601							
							03/01/10	765	12,324	11,485							
											905	0	0		0 00	0	
05/29/07	Johnson & Johnson	230	14,404				03/01/10	230	14,574	14,404	170	0	0		0 00	0	377 10

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
02/08/08	Johnson Controls Inc	300	10,376				03/01/10	300	9,564	10,376	-812	0	0		0 00	0	78 00
06/06	JP Morgan Chase & Co	225	8,094	11/10/09	120	5,110	08/21/09	70	3,004	2,965							
							03/01/10	275	11,468	10,238							
											1,269	0	0		0 00	0	32 75
09/11/07	Kraft Foods Inc	300	10 024	10/21/09	180	4,840	03/01/10	480	13,769	14,864	-1,094	0	0		0 00	0	313 20
	Macy's Inc (FDS)	395	14,329				11/05/09	40	689	1,451							
							01/02/10	355	6,145	12,878							
											-7,495	0	0		0 00	0	57 25
	Market Vectors Gold	140	6,047				03/01/10	140	6,244	6,047	197	0	0		0 00	0	15 54
06/06	McDonald's Corp	280	9,270				03/01/10	280	17,895	9,270	8,625	0	0		0 00	0	448 00
01/28/08	MDC Holdings Inc	235	9,800				10/16/09	15	567	626							
							03/01/10	220	7,717	9,175							
											-1,517	0	0		0 00	0	168 75
08/03/07	MGM Mirage	500	20,079	09/14/09	930	9,142	10/16/09	90	1,067	6,739							
							03/01/10	1,340	14,318	22,483							
											-13,837	0	0		0 00	0	
	Mosaic Co	215	9,263				01/02/10	85	5,055	3,662							
							03/01/10	130	7,713	5,601							
											3,505	0	0		0 00	0	307 50
06/06	Murphy Oil Corp	355	18,295				11/13/09	140	8,328	7,308							
							03/01/10	215	11,447	10,987							
											1,480	0	0		0 00	0	231 25
10/11/06	Newmont Mining Corp	385	16,693				03/01/10	385	19,333	16,693	2,640	0	0		0 00	0	77 00
	Novagold Res Inc	1,330	6,136				03/01/10	1,330	8,021	6,136	1,885	0	0		0 00	0	
	Nucor Corp	175	10,174				01/22/10	10	445	677							
							03/01/10	165	6 984	9,497							

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
											-2,745	0	0		0 00	0	185 50
	NV Energy	700	9 512				09/17/09	80	944	1,087							
							03/01/10	620	7,148	8 425							
											-1,420	0	0		0 00	0	206 40
08/29/07	Oilsands Quest Inc	2,340	11,548				02/16/10	2,340	1,667	11,548	-9,880	0	0		0 00	0	
	Overseas Shipholding			01/05/10	210	9,336	03/01/10	210	9,571	9,336	235	0	0		0 00	0	91 88
	Peabody Energy Corp	255	11,588				11/05/09	20	854	1,144							
							03/01/10	235	11,058	10,443							
											325	0	0		0 00	0	49 60
04/28/08	Petroleo Brasileiro SA	290	17,516				11/05/09	10	483	635							
							03/01/10	280	12,102	16,880							
											-4,931	0	0		0 00	0	413 01
	Plum Creek Timber	230	7,820				08/18/09	70	2,136	2,380					0 00	0	
							08/31/09	0	97	0							
							11/30/09	0	67	0							
							03/01/10	160	5,758	5,440							
							03/01/10	0	67	0							
											306	0	0		0 00	0	
03/24/08	Sanofi-Aventis SA	300	10,793				09/17/09	45	1,622	1,619							
							11/05/09	15	555	540							
							03/01/10	240	8,877	8,634							
											261	0	0		0 00	0	
11/08/07	Silver Wheaton	790	13,580				03/01/10	790	12,028	13,580	-1,552	0	0		0 00	0	
06/06	SJW Corp	415	9,444				03/01/10	415	9,227	9,444	-218	0	0		0 00	0	207 51
06/06	SPDR Gold Trust	180	11,168				03/01/10	180	19,694	11,168	8,525	0	0		0 00	0	
11/28/07	Starwood Hotels	240	12,542				09/09/09	60	1,723	3,135							
							03/01/10	180	6,985	9,406							
											-3,834	0	0		0 00	0	36 00

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
06/06	Suncor Inc	340	12,727				03/01/10	340	9,972	12,727	-2,755	0	0		0 00	0	53 97
	Transocean Ltd	95	5,603				11/05/09	30	2,567	1,769							
							03/01/10	65	5,212	3,834							
											2,175	0	0		0 00	0	
	Union Pacific Corp			11/10/09	100	5,987	03/01/10	100	6,757	5,987	770	0	0		0 00	0	54 00
	UDR Inc	485	5,289				03/01/10	485	8,121	5,289	2,832	0	0		0 00	0	261 90
10/11/06	USG Corp	295	13,995				03/01/10	295	4,316	13,995	-9,679	0	0		0 00	0	
	U S Steel	385	21,420				01/22/10	160	8,981	12,517							
							03/01/10	225	12,293	8,903							
											-146	0	0		0 00	0	49 75
06/06	Valero Energy Group	790	23,661				09/17/09	85	1,709	4,857							
							11/13/09	705	12,020	18 805							
											-9,932	0	0		0 00	0	220 50
	Verizon Comm			11/18/09	355	10,692	03/01/10	355	10,266	10,692	-426	0	0		0 00	0	168 63
06/06	Wal Mart Stores Inc	180	8,690				03/01/10	180	9,696	8,690	1,006	0	0		0 00	0	98 10
06/06	Wells Fargo & Co	420	10,256				08/21/09	65	1,809	2,142							
							10/16/09	170	5,123	5,182							
							03/01/10	185	5,045	2,932							
											1,720	0	0		0 00	0	39 50
	Williams Sonoma	435	3,942				09/09/09	435	8,269	3,942	4,327	0	0		0 00	0	52 20
06/06	Worldspace Inc	2,170	9,748				03/01/10	2,170	98	9,748	-9,650	0	0		0 00	0	
	Short-term Inv																
	TOTAL STOCKS		793,909			160,972			878,981	954,880	-75,899		0		0 00	0	9,557 91
	SHORT-TERM INVESTMENTS																
	Interest																

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Investment in Stock - Alethia Value
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	TOTAL		793,909			160,972			878,981	954,880	-75,899		0		0 00	0	9,561 75

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June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	ABB Ltd			07/31/09	1 210	22 145											
				01/10	2 332	47 788											
											0	3 542	69 934	17 280	61 205 76	-8 728	
	Abercrombie & Fitch			11/17/09	602	25 027					0	602	25 027	30 690	18 475 38	-6 552	316 05
	Accenture PLC Ireland			02/02/10	786	32 788					0	786	32 788	38 650	33 378 90	-2 409	294 75
07/30/08	Agco Corp	648	39 724				11/25/09	648	19 272	39 724	-20 453	0	0		0 00	0	
05/27/09	Agrium Inc	743	36 614				11/16/09	432	23 317	21 768	1 550	311	14 846	48 940	15 220 34	374	32 77
	Akamai Tech Inc			11/16/09	1 012	25 324					0	1 012	25 324	40 570	41 056 84	15 733	
	Alexion Pharm			07/31/09	490	21 586	05/18/10	490	25 105	21 586	3 519	0	0		0 00	0	
	Align Tech Inc			05/21/10	1 453	23,211					0	1 453	23 211	14 870	21 606 11	-1 605	
03/03/09	Allergan Inc	390	13 918				10/15/09	390	22 563	13 918	8 645	0	0		0 00	0	19 50
05/07/08	Altera Corp	2 474	56 123				02/23/10	1 056	24 431	23 918	513	1 418	32 206	24 810	35 180 58	2 975	442 00
04/27/07	Amazon Com Inc	1 323	88 812				07/02/09	367	29 372	22 734	6 639	956	66 078	109 260	104 452 56	38 375	
11/05/04	America Movil Ser	1 129	23 049				01/26/10	1 129	49 259	23 049	26 210	0	0		0 00	0	1382 88
01/31/08	Ametek Inc	459	20 490				09/08/09	459	14 692	20 490	-5 797	0	0		0 00	0	
06/11/08	Amphenol Corp	906	42 807								0	906	42 807	39 280	35 587 68	-7 220	54 36
	Anglo American PLC			07/14/09	1 868	27 071					0	1 868	27 071	17 230	32 185 64	5 115	
05/13/08	Ansys Inc	745	33 845								0	745	33 845	40 570	30 224 65	-3 620	
11/07	Apache Corp	513	56 487	02/17/10	153	15 854					0	666	72 341	84 190	56 070 54	-16 271	330 75
09/08/03	Apple Computer Inc	857	39 893				09/21/09	82	15 055	2 065							
							10/28/09	43	8 351	1 083							
							03/31/10	56	13 191	1 410							
							04/22/10	40	10 306	1 007							
							05/26/10	59	14 744	1 486							
											54 595	577	32 841	251 530	145 132 81	112,291	
	Atwood Oceanics Inc			10/22/09	644	25 098					0	644	25 098	25 520	16 434 88	-8 663	
12/23/08	Avon Products Inc	713	16 443	01/19/10	601	19 519					0	1 314	35 963	26 500	34 821 00	-1 142	877 62
				Stock distribution													

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		Balance @ 6/30/09		Purchases			Sales					Balance @ 6/30/10					
Date Acquired	Investment	Shares	Amount	Date	Shares	Cost	Date	Shares	Proceeds	Cost	Realized Gain <Loss>	Shares	Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
02/24/09	Baidu Inc	152	20 747	05/12/10	684	0	02/02/10	76	32 253	10 373	21 880	760	10 373	68 080	51 740 80	41 368	
11/07/08	Bard C R Inc	267	22 991				08/07/09	267	19 610	22 991	-3 381	0	0		0 00	0	45 39
03/16/09	Barrick Gold Corp	720	21 353								0	720	21 353	45 410	32 695 20	11 342	244 80
01/10/08	Blackrock Inc	300	54 325				10/09/09	76	16 317	15 587							
							02/10/10	110	23 087	21 112							
							04/12/10	114	23 500	17 626							
											8 579	0	0		0 00	0	522 72
	Blue Coat Systems			01/21/10	850	25 244	05/28/10	305	6 701	9 093							
							06/01/10	545	11 481	16 151							
											-7 063	0	0		0 00	0	
11/25/08	Broadcom Corp	1 356	20 551				03/10/10	1 356	43 932	20 551	23 381	0	0		0 00	0	108 48
	Bruker Corp			06/08/10	1 965	23 591					0	1 965	23 591	12 160	23 894 40	304	
07/29/08	Bucyrus Int'l Inc	534	37 769	09/01/09	418	12 391	01/19/10	432	28 426	30 555							
				05/21/10	502	25 093	03/16/10	520	33 393	19 605							
											11 660	502	25 093	47 450	23 819 90	-1 273	50 15
09/12/08	Cameron Int'l Corp	1 168	42 140				05/03/10	1 168	47 610	42 140	5 470	0	0		0 00	0	
	Carmax Inc			06/25/10	1 152	24 922					0	1 152	24 922	19 900	22 924 80	-1 997	
10/10/08	Celgene Corp	450	24 224				01/29/10	165	9 408	8 882							
							02/01/10	285	16 238	15 342							
											1 422	0	0		0 00	0	
03/31/09	Check Point Software	775	16 912				11/12/09	775	24 942	16 912	8 030	0	0		0 00	0	
	Chico's Fas Inc			01/19/10	1 878	25 627					0	1 878	25 627	9 880	18 554 64	-7 073	150 24
12/13/06	Cisco Systems Inc	2 688	74 732								0	2 688	74 732	21 310	57 281 28	-17 450	
11/13/08	CME Group Inc	116	25 683								0	116	25 683	281 550	32 659 80	6 977	533 60
08/07/03	Coach Inc	2 149	61 075				10/06/09	739	24 234	25 845	-1 611	1 410	35 231	36 550	51 535 50	16 305	372 68
11/22/06	Coca-Cola Co	521	30 168				08/13/09	521	25 059	30 168	-5 110	0	0		0 00	0	213 61
	Cognizant Technology			10/21/09	799	33 114					0	799	33 114	50 060	39 997 94	6 884	

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Cummins Inc			10/08/09	522	24 503					0	522	24 503	65 130	33 997 86	9 495	274 05
08/28/08	Dell Inc	1 509	38 549				07/20/09	1 509	19 448	38 549	-19 101	0	0		0 00	0	
09/08	Dentsply Int'l Inc	661	25 443				11/12/09	661	22 310	25 443	-3 134	0	0		0 00	0	66 10
06/09/09	Devon Energy	439	28 106	11/19/09	256	17 734	06/11/10	416	28 102	26 633							
				01/05/10	442	33 854											
											1 469	721	53 060	60 920	43 923 32	-9 137	545 28
11/10/08	Dolby Labs	549	17 098				05/19/10	549	34 991	17 098	17 893	0	0		0 00	0	
	Dover Corp			05/03/10	520	27 437					0	520	27 437	41 790	21 730 80	-5 707	135 20
	Eaton Corp			04/13/10	453	35 853					0	453	35 853	65 440	29 644 32	-6 209	226 50
05/12/08	Ebay Inc	1 779	54 666	08/10/09	832	18 646	01/04/10	1 160	27 625	35 842							
				06/11/10	761	17 004											
											-8 217	2 212	54 474	19 610	43 377 32	-11 096	
04/01/09	Emerson Electric Co	820	24 097				10/21/09	820	32 873	24 097	8 775	0	0		0 00	0	270 60
10/28/08	Ensco Int'l Inc	1 192	35 117				01/05/10	575	24 736	15 386	9 350	617	19 731	39 280	24 235 76	4 505	290 98
	Expedia Inc			10/07/09	1 001	24 066					0	1 001	24 066	18 780	18 798 78	-5 267	140 14
06/28/07	Factset Research Sys	628	34 443				08/12/09	628	34 310	34 443	-132	0	0		0 00	0	
11/19/07	First Solar Inc	173	38 184								0	173	38 184	113 830	19 692 59	-18 492	
05/07	Flir Systems Inc	932	22 177				03/10/10	932	24 789	22 177	2 612	0	0		0 00	0	
07/26/07	Fluor Corp	540	33 054	06/30/10	559	24 138	11/16/09	540	23 969	33 054	-9 085	559	24 138	42 500	23 757 50	-381	135 00
	Franklin Resources Inc			08/20/09	233	21 666											
				04/12/10	239	27 401											
											0	472	49 067	86 190	40 681 68	-8 385	850 45
	F5 Networks Inc			01/27/10	465	24 047					0	465	24 047	68 570	31 885 05	7 838	
08/22/08	FTI consulting Inc	520	38 191				01/19/10	520	22 439	38 191	-15 751	0	0		0 00	0	
06/28/07	Gamestop Corp	1 574	64 472				01/11/10	1 574	31 885	64 472	-32 587	0	0		0 00	0	
10/10/07	Gen-Probe Inc	553	36 919								0	553	36 919	45 420	25 117 26	-11 802	
11/07/08	General Dynamics	560	34 472				08/13/09	560	31 809	34 472	-2 663	0	0		0 00	0	212 80

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01/28/09	Goldman Sachs Group	277	23 805				04/16/10	277	45 624	23 805	21 819	0	0		0 00	0	290 85
03/22/05	Google Inc	282	98 044	06/02/10	33	16 130	10/28/09	18	9 771	3 222	6 549	297	110 952	444 950	132 150 15	21 198	
	Graftech Int'l Ltd			08/14/09	1 890	28 453					0	1 890	28 453	14 620	27 631 80	-822	
12/27/07	Guess? Inc	881	33 463								0	881	33 463	31 240	27 522 44	-5 941	590 28
03/27/08	Halliburton Co	1 536	48 249								0	1 536	48 249	24 550	37 708 80	-10,540	552 96
05/09/07	Honeywell Int'l Inc	1 114	62 766				01/05/10	1 114	44 949	62 766	-17 817	0	0		0 00	0	673 98
	Hospira Inc			02/04/10	473	23 886					0	473	23 886	57 450	27 173 85	3 287	
	Illumina Inc			03/12/10	655	26 515					0	655	26 515	43 530	28 512 15	1 997	
	Imax Corp			05/18/10	1 327	26 129					0	1 327	26 129	14 600	19 374 20	-6 755	
	Infosys Technologies			04/20/10	439	27 145					0	439	27 145	59 910	26 300 49	-844	132 49
12/20/07	Intercontinental Ex	276	16 070								0	276	16 070	113 030	31 196 28	15,127	
03/11/08	Intuitive Surgical	156	42 148								0	156	42 148	315 620	49 236 72	7 089	
	ITT Corp			09/30/09	449	23 359	02/05/10	449	21 912	23 359	-1 447	0	0		0 00	0	95 41
	Jabil Circuit Inc			10/14/09	1 654	24 819					0	1 654	24 819	13 300	21 998 20	-2 821	347 34
08/10/07	Jacobs Engineering	973	52 118				11/19/09	973	35 748	52 118	-16 370	0	0		0 00	0	
11/25/08	Juniper Network Inc	1 264	20 120				05/04/10	1 264	36 295	20 120	16 175	0	0		0 00	0	
05/08/08	Linear Technology	915	33 098								0	915	33 098	27 810	25 446 15	-7 652	823 50
02/27/09	LKQ Corp	1 272	17 198				02/03/10	1 272	23 770	17 198	6 572	0	0		0 00	0	
	Longtop Financial Tech			03/10	720	26 405					0	720	26 405	32 400	23 328 00	-3 077	
	Lululemon Athletica			01/19/10	834	26 152					0	834	26 152	37 220	31 041 48	4 889	
07/01/08	Marvell Technology	2,308	25 434								0	2 308	25 434	15 760	36 374 08	10 940	
	Mastercard Inc			01/04/10	100	25 708	06/04/10	100	19 965	25 708	-5 743	0	0		0 00	0	30 00
	McDermott Int'l			01/20/10	1 049	25 237					0	1 049	25 237	21 660	22 721 34	-2 516	
	Medtronic Inc			02/10/10	564	23 779					0	564	23 779	36 270	20,456 28	-3 322	115 62
02/25/06	MEMC Elec Materials	1 016	37 761				12/01/09	1 016	12 495	37 761	-25 266	0	0		0 00	0	
	Mercadolibre Inc			10/07/09	612	24 748					0	612	24 748	52 550	32 160 60	7 413	

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	Mindray Medical Int'l			11/09	744	24 472					0	744	24 472	31 420	23 376 48	-1 096	119 04
05/09/07	National Oilwell	1 707	62 588								0	1 707	62 588	33 070	56 450 49	-6 137	2219 10
06/17/08	Netapp Inc	1 358	32 656								0	1 358	32 656	37 310	50 666 98	18 011	
	New Oriental Education			07/31/09	309	22 298					0	309	22 298	93 190	28 795 71	6 498	
	NII Holdings Inc			01/27/10	700	23 770					0	700	23 770	32 520	22 764 00	-1 006	
10/23/06	Nike Inc	498	27 268				09/10/09	498	27 406	27 268	138	0	0		0 00	0	537 75
							Return of Capital										
05/09/08	Noble Corp	1 236	76 981	01/08/10	351	15 675	08/26/09	0	116	0							
							03/10	1 587	65 355	92 656							
							03/01/10	0	73	0							
											-27 111	0	0	81 000	0 00	0	61 08
10/10/08	Noble Energy Corp	501	16 205				06/04/10	501	31 160	16 205	14 956	0	0		0 00	0	360 72
05/25/07	Nokia Corp	2 247	62 171				07/23/09	2 247	29 824	62 171	-32 348	0	0		0 00	0	
	Nova Nordisk			02/08/10	341	23 652					0	341	23 652	81 020	27 627 82	3 976	333 71
02/07	Nuance Comm Inc	2,749	41 897								0	2 749	41 897	14 950	41 097 55	-800	
05/08/08	Nucor Corp	623	19 549								0	623	19 549	38 280	23 848 44	4 299	884 66
	Nvidia Corp			11/20/09	1 881	24 168					0	1 881	24 168	10 210	19 205 01	-4 963	
	Occidental Petroleum			03/25/10	637	53 266											
				05/21/10	283	22 464											
											0	920	75 730	77 150	70 978 00	-4 752	
02/11/09	Oracle Corp	1 886	33 695								0	1 886	33 695	21 460	40 473 56	6 779	377 20
03/11/08	Parker Hannifin Corp	464	30 083	04/13/10	434	30 147					0	898	60 230	55 460	49 803 08	-10 427	581 48
	Perfect World Co Ltd			12/16/09	579	24 055	03/29/10	579	21 262	24 055	-2 792	0	0		0 00	0	
06/30/09	Perkinelmer Inc	875	15 125	07/01/09	317	5 552	02/04/10	1 192	24 276	20 677	3 599	0	0		0 00	0	250 32
	Plantronics Inc			03/10	710	22 230					0	710	22 230	28 600	20 306 00	-1 924	35 50
07/15/08	Priceline com Inc	189	20 276	11/16/09	122	25 208	07/17/09	189	21 910	20 276							
				03/10	313	76 266											
											1 634	435	101 474	176 540	76 794 90	-24 679	

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06/19/09	Pride Int'l Inc	1 112	27 942		Spin-off to Seahawk		08/25/09	0	1 821	1 825							
							01/11/10	1 112	37 540	26 117							
											11 420	0	0		0 00	0	
06/20/08	Qualcomm Inc	857	41 661	04/20/10	633	27 006	08/31/09	857	39 547	41 661							
				06/11/10	772	27 220											
											-2 113	1 405	54 226	32 840	46 140 20	-8 085	265 96
02/06/07	Research in Motion	793	66 518				10/02/09	333	21 916	21 264							
							04/08/10	460	32 012	45 254							
											-12 590	0	0		0 00	0	
	Riverbed Technology			03/31/10	921	26 476					0	921	26 476	27 620	25,438 02	-1 038	
06/16/09	Schlumberger Ltd	603	34 531				03/11/10	603	38 463	34 531	3 932	0	0		0 00	0	379 89
	Seagate Technology			08/31/09	1 585	21 920					0	1 585	21 920	13 040	20 668 40	-1 252	
	Seahawk Drilling	Spin-off from Pride		08/25/09	74	1 821	08/25/09	0 00	0	0							
							09/01/09	74	1 743	1 821							
											-78	0	0		0 00	0	3 46
	SBI Investments Co			05/06/10	1 209	27 511					0	1 209	27 511	20 360	24 615 24	-2 896	120 90
06/17/09	Starbucks Corp	1 943	27 829								0	1 943	27 829	24 300	47 214 90	19 386	194 30
	Stec Inc			08/13/09	654	22 523	11/09/09	654	8 798	22 523	-13 725	0	0		0 00	0	
	Sterlite Industries			07/17/09	1 829	21 320					0	1 829	21 320	14 240	26 044 96	4 724	224 32
11/11/08	Stryker Corp	899	42 316				08/19/09	899	35 898	42 316	-6 418	0	0		0 00	0	
06/25/09	Suncor Energy Inc	906	26 990				02/16/10	906	27 142	26 990	152	0	0		0 00	0	143 84
11/06/07	Sunpower Corp	272	39 234	09/28/09	485	14 700	03/08/10	757	15 451	53 934	-38 483	0	0		0 00	0	
11/20/07	T Rowe Price	1 253	76 417				07/10/09	410	15 361	24 925	-9 564	843	51 492	44 390	37 420 77	-14 071	876 72
	Taleo Corp			03/10	884	23 163					0	884	23 163	24 290	21 472 36	-1 691	
05/17/07	Transocean Ltd	509	57 665				03/08/10	509	42 233	57 665	-15 432	0	0		0 00	0	
05/22/08	Trimble Navigation	1 635	48 807								0	1 635	48 807	28 000	45 780 00	-3 027	

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01/31/08	United Technologies	699	50 803								0	699	50 803	64 910	45 372 09	-5 431	1132 40
03/04/09	Varian Medical Systems	494	14 478								0	494	14 478	52 280	25 826 32	11 348	
	Veeco Instruments Inc			05/06/10	569	25 013					0	569	25 013	34 280	19 505 32	-5 508	
	VMWare Inc			02/23/10	511	24 558	06/30/10	195	12 205	9 371	2 834	316	15 187	62 590	19 778 44	4,592	
	Warner Chilcott PLC			02/03/10	928	24 276					0	928	24 276	22 850	21 204 80	-3 071	
09/30/08	Waters Corporation	663	36 552								0	663	36 552	64 700	42 896 10	6 344	
03/28/08	WMS Industries Inc	536	19 128	03/17/10	670	27 594	09/09	536	23 069	19 128	3 941	670	27 594	39 250	26 297 50	-1 297	
	3M Company			08/14/09	509	36 233	04/12/10	509	42 377	36 233	6 144	0	0		0 00	0	786 41
	TOTAL STOCKS		3 005 504			1 844 764			1 882 626	1 921 953	-39 327		2 928 315		3 058 176 62	129 862	22,680 64
	SHORT-TERM INVESTMENTS												57 626		57 625 95		116 23
	TOTAL		3 005 504			1 844 764			1 882 626	1 921 953	-39 327		2 985 941		3 115 802 57	129 862	22 796 87

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01/03/06	Alcoa Inc	809	28,822				10/14/09	809	11492 11	28822 34	-17,330	0	0		0 00	0	24 27
07/23/02	Allstate Corporation	509	17,088				03/02/10	509	16240 45	17087 74	-847	0	0		0 00	0	305 40
03/03/05	Altria Group Inc	1,302	23,535				03/02/10	1,302	26508 92	23534 97	2,974	0	0		0 00	0	1302 00
06/14/07	Amerisourcebergen	812	19,336	10/14/09	283	6,471	09/03/09	366	7659 34	9136 91							
				11/10/09	224	5,439	03/02/10	953	27012 53	22109 4							
											3,426	0	0		0 00	0	201 20
08/21/03	Apache Corp	471	32,176				10/14/09	9	897 85	769 01							
							03/02/10	462	49408 79	31407 24							
											18,130	0	0		0 00	0	209 25
03/03/05	AT&T Inc	731	23,724				03/02/10	731	18149 22	23724 09	-5,575	0	0		0 00	0	906 44
03/03/05	Autozone Inc	159	18,533	12/02/09	73	11,035	09/03/09	74	10904 72	10138 37							
							03/02/10	158	26433 87	19429 96							
											7,770	0	0		0 00	0	
10/01/02	Bank of America Corp	1,729	63,399				03/02/10	1,729	28932 17	63399 11	-34,467	0	0		0 00	0	34 58
9/08	Bank of NY Mellon	908	33,450				03/02/10	908	26398 68	33449 75	-7,051	0	0		0 00	0	245 16
	Baxter International			09/03/09	279	15,689	03/02/10	279	16295 39	15689 15	606	0	0		0 00	0	153 45
08/22/07	Best Buy Co , Inc	385	17,402				10/14/09	9	361 35	422 23							
							03/02/10	376	13760 56	16979 54							
											-3,280	0	0		0 00	0	160 44
03/03/05	Burlington Northern	290	21,038				02/16/10	290	29000	21037 5	7,963	0	0		0 00	0	423 40
03/03/05	Chevron Corp	601	41,699				10/14/09	21	1579 06	1717 9							
							03/02/10	580	42707 87	39980 81							
											2,588	0	0		0 00	0	1197 48

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11/18/03	ConocoPhillips	615	44,491				03/02/10	615	30526 36	44490 97	-13,965	0	0		0 00	0	904 05
01/12/09	Covance Inc	283	11,771				03/02/10	283	16299 2	11771 37	4,528	0	0		0 00	0	
01/28/03	Dell Inc	1,044	29,686				03/02/10	1,044	14476 75	29685 52	-15,209	0	0		0 00	0	
03/09/05	Dover Corp	520	23,739	11/10/09	60	2,487	03/02/10	580	26759 23	26225 29	534	0	0		0 00	0	436 80
03/03/05	Emerson Electric Co	443	17,855				10/14/09	9	355 03	436 49							
							03/02/10	434	20738 42	17418 49							
											3,238	0	0		0 00	0	436 97
03/03/05	Fedex Corp	106	10,927				09/03/09	106	7326 31	10926 65	-3,600	0	0		0 00	0	11 66
03/05/04	Fortune Brands Inc	339	24,911				03/02/10	339	15,202	24,911	-9,709	0	0		0 00	0	193 23
03/03/05	FPL Group Inc	228	11,270				10/14/09	7	368 58	423 18							
							03/02/10	221	10513 05	10846 92							
											-388	0	0		0 00	0	322 65
05/23/07	Freeport-McMoran	491	37,707				10/14/09	9	685	785							
							12/02/09	132	11,216	11 095							
							03/02/10	350	27144 15	25826 91							
											1,339	0	0		0 00	0	52 50
02/10/99	General Electric Co	1,594	25,606	09/03/09	275	3,697	03/02/10	1,869	29,595	29,303	292	0	0		0 00	0	720 10
03/03/05	John Hancock	434	16,984				03/02/10	434 00	6518 68	16983 6	-10,465	0	0		0 00	0	39 66
03/03/05	Honeywell Int'l Inc	463	21,929				03/02/10	463	18805 52	21928 58	-3,123	0	0		0 00	0	420 18
06/09/08	Humana Inc	486	19,974				10/14/09	7	266 51	333 66							
							03/02/10	479	22893 51	19640 01							
											3,186	0	0		0 00	0	
03/03/05	Ingersoll-Rand Co	331	15,637				03/02/10	331	10799 46	15636 54	-4,837	0	0		0 00	0	69 51
08/01/01	Intel Corporation	1,529	37,081				10/14/09	53	1113 82	1628 42							

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							03/02/10	1,476	30704 73	35452 29							
											-5,262	0	0		0 00	0	653 17
02/10/99	JP Morgan & Co , Inc	647	27,590				10/14/09	19	898	960							
							03/02/10	628	26542 08	26629 43							
											-150	0	0		0 00	0	96 10
03/03/05	Laboratory Corp of Am	251	13,179				10/14/09	28	1882 76	2205 34							
							03/02/10	223	16705 93	10973 16							
											5,410	0	0		0 00	0	
03/03/05	Marathon Oil	994	46,308				03/02/10	994	29128 89	46307 8	-17,179	0	0		0 00	0	715 68
12/01/08	Microsoft Corp	673	13,507				03/02/10	673	19339 61	13507 32	5,832	0	0		0 00	0	262 47
01/12/09	Nike Inc	275	13,721				03/02/10	275	18770 93	13721 13	5,050	0	0		0 00	0	211 75
02/10/99	Pfizer Inc	488	15,199				09/03/09	488	7,787	15,199	-7,412	0	0		0 00	0	78 08
03/31/08	Philip Morris	272	11,204				03/02/10	272	13,520	11,204	2,316	0	0		0 00	0	462 40
12/01/08	PNC Financial Svs	302	12,576				09/03/09	302	11969 91	12575 91	-606	0	0		0 00	0	30 20
07/16/07	Procter & Gamble	555	36,147				10/14/09	17	972	1,138							
							03/02/10	538	34,236	35,008							
											-938	0	0		0 00	0	717 64
06/07/05	Public Svs Enterprise	838	30,024				10/14/09	30	922	1,317							
							03/02/10	808	24,706	28,706							
											-4,396	0	0		0 00	0	547 30
08/23/05	Quest Diagnostics Inc	228	11,816				03/02/10	228	12,952	11,816	1,136	0	0		0 00	0	68 40
03/03/05	Suntrust Banks Inc	620	31,720				03/02/10	620	15,231	31,720	-16,488	0	0		0 00	0	18 60
04/22/08	Transocean Ltd	383	42,692				03/02/10	383	31,282	42,692	-11,410	0	0		0 00	0	

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03/03/05	U S Bancorp	685	21,800				10/14/09	23	539	782							
							03/02/10	662	16,435	21 018							
											-4,826	0	0		0 00	0	101 60
12/11/00	United Technologies Co	313	17,421	11/10/09	53	3,532	03/02/10	366	25,586	20 953	4,633	0	0		0 00	0	416 97
08/17/05	Vanguard Index Value	329	4,990	09/09	1,517	26,604	10/14/09	11	210	204							
				12/22/09	10	188	11/10/09	616	11,376	10,791							
				02/22/10	1,450	27,119	03/02/10	2,680	50,510	47,905							
											3,196	0	0		0 00	0	391 44
	Wal-Mart Stores Inc			10/14/09	316	15,876	03/02/10	383	20,507	19,481							
				02/22/10	67	3,605											
											1,026	0	0		0 00	0	86 11
09/23/08	Watson Pharma	468	13,940				03/02/10	468	18,728	13,940	4,788	0	0		0 00	0	
	TOTAL STOCKS		1,053,601			121,740			1,066,788	1,175,341	-108,553		0		0 00	0	13,628 29
	SHORT-TERM INVESTMENTS																6 59
	TOTAL					121,740			1,066,788	1,175,341	-108,553		0		0 00	0	13,634 88

STATEMENT C-4

Ray C Fish Foundation
Investments - Agency - Compass - Fixed
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Par	Balance @ 6/30/09 Cost	Purchases Date	Purchases Par	Purchases Cost	Sales Date	Sales Par	Sales Proceeds	Sales Cost	Gain <Loss> Realized	Balance @ 6/30/10 Par	Balance @ 6/30/10 Cost	Unit Market Price	Market Value	Unrealized Gain <Loss>	Interest Collected
02/01/06	Alabama Power 5 1% due 02/01/11	250 000	249 928								0	250 000	249 928	102 404	256 010 00	6 083	12 750 00
12/17/01	Allstate Financial Notes 6 5% due 06/14/11	125 000	125 076								0	125 000	125 076	104 412	130 515 00	5 439	8 125 00
06/27/06	Bank of America 6 0% due 06/15/16	150 000	149 492								0	150 000	149 492	105 491	158 236 50	8 745	9 000 00
02/29/08	Cisco Systems Inc 5 5% due 02/22/16	175 000	178 448								0	175 000	178 448	115 199	201 598 25	23 151	9 625 00
05/17/06	Federal Home Loan Banks 5 75% due 05/15/12	100 000	101 999								0	100 000	101 999	109 344	109 344 00	7 345	5,750 00
	Federal Home Loan Banks 3 625% due 10/18/13			08/24/09	150 000	156 197					0	150 000	156 197	107 125	160 687 50	4 491	3 519 26
	Federal Home Loan Banks 2 35% due 12/30/13			12/22/09	250 000	249 875					0	250 000	249 875	102 031	255 077 50	5 203	2 937 50
	Federal Home Loan Banks 4 125% due 03/13/20			04/23/10	150 000	150 150					0	150 000	150 150	105 281	157,921 50	7 772	-635 94
07/26/06	Fannie Mae Notes 5 125% due 04/15/11	100 000	98 958				04/22/10	100 000	104 316	98 958	5 358	0	0		0 00	0	5 238 89
08/30/07	Fannie Mae Notes 5 0% due 04/15/15	150 000	150 356								0	150 000	150 356	113 469	170 203 50	19 847	7 500 00
	Fannie Mae NOtes 2 7% due 05/26/15			05/19/10	150 000	150 000					0	150 000	150 000	101 094	151 641 00	1,641	
12/26/06	Fannie Mae Notes 4 375% due 09/15/12	150 000	146 412								0	150 000	146 412	107 688	161 532 00	15 120	6 562 50
10/30/07	Fannie Mae Notes 4 625% due 10/15/14	150 000	149,374								0	150 000	149 374	111 563	167 344 50	17 971	6 937 50
	Fannie Mae Notes 2 625% due 01/28/14			09/10/09	150 000	150 000					0	150 000	150 000	101 250	151,875 00	1 875	1 498 44
07/23/08	Fannie Mae Notes 5 25% due 12/21/17	250 000	248 025				12/22/09	250 000	250 000	248 025	1 975	0	0		0 00	0	6 562 50
05/20/09	Fannie Mae Notes 3 5% due 05/18/16	150 000	149 906				05/18/10	150 000	150 000	149 906	94	0	0		0 00	0	5 250 00
06/24/09	Fannie Mae Notes 4 0% due 06/24/16	150 000	149 546				06/24/10	150 000	150 000	149 546	455	0	0		0 00	0	6 000 00

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Ray C Fish Foundation
Investments - Agency - Compass - Fixed
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Par	Balance @ 6/30/09 Cost	Purchases Date	Purchases Par	Purchases Cost	Sales Date	Sales Par	Sales Proceeds	Sales Cost	Gain <Loss> Realized	Balance @ 6/30/10 Par	Balance @ 6/30/10 Cost	Unit Market Price	Market Value	Unrealized Gain <Loss>	Interest Collected
	Fannie Mae Notes 2 0% due 06/23/14			06/08/10	200 000	200 000					0	200 000	200 000	100 594	201 188 00	1,188	
04/25/07	FHLMC Notes 5 0% due 04/18/17	200 000	199 970								0	200 000	199 970	114 188	228 376 00	28 406	10 000 00
12/28/07	FHLMC Notes 4 125% due 12/21/12	150 000	150 732								0	150 000	150 732	107 938	161 907 00	11,175	6 187 50
06/04/09	Freddie Mac Notes 3 05% due 06/04/15	100 000	99 965				06/04/10	100 000	100 000	99 965	35	0	0		0 00	0	3 050 00
03/14/07	Hershey Co 5 3% due 09/01/11	100 000	101 100								0	100 000	101 100	104 675	104 675 00	3 575	5 300 00
03/22/07	Hewlett Packard 5 25% due 03/01/12	200 000	201 852								0	200 000	201 852	107 003	214 006 00	12,154	10 500 00
	John Deere Capital 2 95% due 03/09/15			03/03/10	200 000	199 788					0	200 000	199 788	102 678	205 356 00	5 568	
09/11/08	Lowes Cos Inc 5 0% due 10/15/15	125 000	124 641								0	125 000	124,641	112 221	140 276 25	15 635	6 250 00
07/24/07	McDonald's Corp 5 3% due 03/15/17	125 000	120 669								0	125 000	120 669	112 789	140 986 25	20 318	6 625 00
05/11/09	Microsoft Corp 4 2% due 06/01/19	100 000	99 950								0	100 000	99 950	108 417	108 417 00	8 467	4 351 67
10/07/05	Pitney Bowes Inc 4 875% due 08/15/14	250 000	249 113								0	250 000	249 113	109 872	274 680 00	25 568	12 187 50
02/03/09	Procter & Gamble 3 5% due 02/15/15	150 000	149 370								0	150 000	149 370	106 540	159 810 00	10 440	5 381 25
05/13/09	Target Corp 5 875% due 07/15/16	100 000	104 744								0	100 000	104 744	117 225	117,225 00	12 481	5 875 00
07/26/06	Wal-Mart Stores 4 55% due 05/01/13	125 000	117 884								0	125 000	117 884	108 768	135 960 00	18 076	5 687 50
12/26/07	Wells Fargo Corp 5 625% due 12/11/17	125,000	123 674								0	125 000	123 674	109 319	136 648 75	12 975	7 031 26
	U S Treasury Bonds																
07/14/05	4 125$ due 05/15/15	150,000	149 566								0	150 000	149 566	111 102	166 653 00	17 087	6 187 50
07/14/05	3 625% due 06/15/10	150 000	147 820				03/05/10	150 000	151 395	147 820	3 574	0	0		0 00	0	3 958 62
03/16/06	4 75% due 05/15/14	125 000	125 088								0	125,000	125 088	112 813	141 016 25	15 928	5 937 50
03/16/06	4 5% due 02/28/11	125 000	124 116				04/22/10	125 000	129 360	124 116	5 244	0	0		0 00	0	6 450 41
08/24/06	4 875% due 07/31/11	150 000	150 727								0	150 000	150,727	104 809	157 213 50	6 487	7 312 50
06/27/06	6 0% due 08/15/09	300 000	306 797				08/15/09	300 000	300 000	306 797	-6 797	0	0		0 00	0	9 000 00

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Ray C Fish Foundation
Investments - Agency - Compass - Fixed
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09		Purchases			Sales				Gain <Loss>	Balance @ 6/30/10		Unit Market	Market	Unrealized Gain	Interest
		Par	Cost	Date	Par	Cost	Date	Par	Proceeds	Cost	Realized	Par	Cost	Price	Value	<Loss>	Collected
09/10/08	3 5% due 02/15/18	125 000	124 312								0	125 000	124 312	106 898	133 622 50	9 310	4 375 00
09/10/08	3 125% due 04/30/13	125 000	126 504								0	125 000	126 504	106 313	132 891 25	6 387	3 906 26
	3 25% due 03/31/17			04/22/10	125 000	125 718					0	125 000	125 718	105 375	131 718 75	6 001	-255 30
	TOTAL BONDS		4 996 112			1 381 727			1 335 071	1 325 133	9 938		5 052 707		5 424 612 75	371 906	231 919 82
	SHORT-TERM INVESTMENTS												225 427		225,427		104 77
	TOTAL		4 996 112			1 381 727			1 335 071	1 325 133	9 938		5 278 134		5 650 039 92	371 906	232 024 59

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Ray C Fish Foundation
Investment in Stock - Delaware
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	Aegeas	Name chg - Fortis		05/25/10	1,958	67638 4					0	1 958	67 638	2 160	4 229 28	-63 409	
05/03/05	Amcor Ltd	1 006	21 674								0	1 006	21 674	21 200	21 327 20	-347	1053 65
	Astellas Pharma			01/19/10	269	10342 83											
				06/10	546	17598 33											
											0	815	27 941	33 550	27 343 25	-598	
05/03/05	Banco Santander	3 736	56 810				07/16/09	806	10204 74	11879 96	-1 675	2 930	44 930	10 500	30 765 00	-14,165	2052 96
05/03/05	Bayer AG	403	19 308				02/26/10	64	4 220	2 619							
							03/10/10	79	5 659	3 233							
											4 027	260	13 456	55 800	14 508 00	1 052	347 91
05/03/05	BG Group PLC	526	33 169								0	526	33 169	74 700	39 292 20	6 123	498 41
06/27/05	BNP Paribas ADR	728	33 152				08/21/09	216	8 798	8 919							
							09/18/09	248	10 462	11 482							
							11/11/09	Rts	249	0							
							01/14/10	264	11 189	12 751							
											-2 454	0	0		0 00	0	1 99
	BOC Hong Kong			01/21/10	236	10 096					0	236	10 096	45 790	10 806 44	711	
05/03/05	BP PLC	1 243	83 004								0	1 243	83 004	28 880	35,897 84	-47 107	
05/03/05	Canon Inc ADR	1 810	77 518				03/30/10	192	8 914	6 753	2 161	1,618	70 765	37 310	60 367 58	-10 397	3132 36
02/17/09	Carrefour SA	2 000	13 250	08/06/09	1 060	9,639											1964 52
				09/03/09	946	8 455											
											0	4 006	31 343	7 900	31 647 40	304	732 66
10/20/06	Deutsche Telekom	4 477	76 597								0	4 477	76,597	11 670	52 246 59	-24 351	4619 28
							Name changed to Ageas										
05/03/05	Fortis	1 958	67 638				05/25/10	1 958	67 638	67 638	0	0	0		0 00	0	162 96
05/03/05	Fosters Group Ltd	6 673	27 160								0	6 673	27 160	4 740	31 630 02	4 470	1444 98
	France Telecom			04/30/10	450	9 870											
				6/10	973	18 636											
											0	1 423	28 506	17 310	24 632 13	-3 874	

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Ray C Fish Foundation
Investment in Stock - Delaware
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
05/03/05	GlaxoSmithKline PLC	2 069	110 991								0	2 069	110 991	34 010	70 366 69	-40 625	4001 38
05/03/05	Hong Kong Electric	5 205	24 807								0	5 205	24 807	5 830	30 345 15	5 538	1566 71
09/08	Iberdrola SA	1 116	39 527	07/16/09	242	7 709											
				09/10/09	231	8 643											
				03/15/10	281	9 637											
											0	1 870	65 516	22 430	41 944 10	-23 572	1959 61
							Redeemed stock rights										
05/03/05	Ing Groep N V	2 680	98 576	06/03/10	1 079	8 561	12/21/09	0	6 294	0	6 294	3 759	107 137	7 410	27,854 19	-79 283	
				Stock distribution													
06/27/05	KAO Corp	266	71 484	12/16/09	2 394	0					0	2 660	71 484	23 250	61 845 00	-9 639	1505 15
05/03/05	Natl Australia Bank	3 005	77 918				10/16/09	267	7 808	6 103							
							11/06/09	452	11 796	10 518							
							12/01/09	386	10 041	10 156							
							03/10	1 225	29 642	32 230							
							04/10	675	17 881	18 911							
											-749	0	0		0 00	0	3109 09
05/03/05	Nat'l Grid Transco	507	27 351		Rights Distribution		06/23/10	0	2 146	0	2 146	507	27 351	36 830	18 672 81	-8 679	1466 10
05/03/05	Nippon T&T	2 395	54 641				11/11/09	545	11 368	11 934							
							6/10	748	15 011	17 092							
											-2 647	1 102	25 615	20 340	22 414 68	-3 201	1374 85
04/07	Novartis AG	1 697	95 116				02/11/10	148	7 891	8 578	-687	1 549	86 538	48 320	74 847 68	-11 690	2559 89
05/03/05	Reed Elsevier NV	1 564	52 972								0	1 564	52 972	22 010	34 423 64	-18 548	1557 43
05/03/05	Royal Dutch Shell	1 025	64 564								0	1 025	64 564	50 220	51 475 50	-13 088	3028 34
05/03/05	RWE Aktiengesellschaft	846	73 704								0	846	73 704	65 450	55 370 70	-18 334	2890 33
	Sanofi Aventis ADR			02/11/10	265	9 542											
				03/31/10	275	10 262											
				04/10	564	20 037											
				06/29/10	289	8 595											
											0	1 393	48 436	30 060	41 873 58	-6 563	1216 95
05/03/05	Sasol Ltd	833	27 388								0	833	27 388	35 270	29 379 91	1 992	997 17

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Ray C Fish Foundation
Investment in Stock - Delaware
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
02/17/09	Seven & I Holdings	473	21 242	07/24/09	220	9 996											
				09/02/09	6	277											
				01/25/10	219	9 562											
											0	918	41 077	46 000	42 228 00	1 151	887 43
09/08	Siemens AG	363	34 971								0	363	34 971	89 530	32 499 39	-2 472	592 38
06/05/08	Singapore Telecomm	1,994	45 588								0	1 994	45 588	21 340	42,551 96	-3,036	1760 07
							Redeemed stock rights										
05/03/05	Societe Generale France	3 736	104 757				11/30/09	0	2 968	0	2 968	3 736	104 757	8 230	30 747 28	-74 009	
05/03/05	Stora Enso Oyj ADR	2 659	41 909				08/14/09	0	717	717							
							04/26/10	0	570	570							
							06/16/10	2 659	20 981	40 622							
											-19 641	0	0		0 00	0	76 58
				Stock distribution													
12/17/07	Taiwan Semiconductor	4 132	39 999	08/14/09	20	0					0	4 152	39 999	9 760	40 523 52	525	1510 79
06/11/08	Takeda Pharmaceutical	2 278	59 985								0	2 278	59,985	21 280	48 475 84	-11 509	2010 66
05/03/05	Telecom New Zealand	1 342	20 540								0	1 342	20 540	6 440	8 642 48	-11 898	911 92
05/03/05	Telefonica SA	1 068	53 562	05/18/10	161	9 248	10/15/09	125	10 711	6,013	4,698	1 104	56 797	55 530	61,305 12	4 508	3558 96
05/03/05	Telstra Ltd	2,935	38 357	03/15/10	621	8 750					0	3 556	47 107	13 690	48 681 64	1 575	3531 07
07/02/08	Tokia Marine Holding	1 929	70 319								0	1 929	70 319	26 150	50 443 35	-19 876	841 95
05/03/05	Total S A	1 372	86 964								0	1 372	86 964	44 640	61 246 08	-25 718	3173 15
05/03/05	Toyota Motor Corp	666	71 176				01/12/10	110	9 771	9 468	303	556	61 708	68 570	38 124 92	-23 583	779 02
05/03/05	Unilever PLC	3 439	80 553				10/30/09	236	7 175	5 102	2 073	3 203	75 451	26 730	85 616 19	10 165	3021 08
10/10/06	United Overseas Bk Ltd	1 114	21 771								0	1 114	21 771	28 050	31 247 70	9 477	309 06
05/03/05	UPM-Kymmene Corp	1 887	45 591				03/25/10	323	4,114	6 438							
							04/22/10	746	10,853	18 414							
											-9 885	818	20 739	13 180	10 781 24	-9 958	812 71
	Vinci S A			02/10	1 476	19 215					0	1 476	19 215	10 460	15 438 96	-3 776	
	Vodafone Group PLC			08/09	1 335	28 638											
				10/16/09	468	10 294											

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Ray C Fish Foundation
Investment in Stock - Delaware
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
				11/11/09	473	10 569											
											0	2 276	49 501	20 670	47 044 92	-2 456	953 48
	Zurich Financial Svs			09/18/09	426	10 085											
				10/26/09	439	10 755											
				11/09/09	435	9 989											
											0	1 300	30 829	21 950	28 535 00	-2,294	1597 65
	TOTAL STOCKS		2,165 604			372 639			315 074	328 141	-13 067		2 210 102		1 669 640 15	-540 462	69 572 64
	SHORT-TERM INVESTMENTS												73 219		73 219		94 90
	TOTAL		2 165 604			372 639			315 074	328 141	-13 067		2 283 321		1 742 859 41	-540 462	69 667 54

STATEMENT C-6

Ray C Fish Foundation
Investment in Stock - Earnest Partners
June 30, 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
03/21/07	AAR Corporation	1,515	44,006								0	1,515	44,006	16 740	25,361 10	-18,645	
					Stock distribution												
06/20/06	Aaron Rents Inc	1,445	36,539	04/16/10	722	0					0	2,167	36,539	17 070	36,990 69	452	112 56
	Amedisys Inc	675	25,100	06/10	364	16,224					0	1,039	41,324	43 980	45,695 22	4,371	
09/20/04	Amerigroup Corp	1,417	44,322				03/19/10	80	2,508	2,940	-432	1,337	41,383	32 480	43,425 76	2,043	
01/15/09	Arris Group Inc	4,830	47,381				08/28/09	248	3,313	3,023	290	4,582	44,358	10 190	46,690 58	2,333	
05/09/03	Astoria Financial Corp	3,540	52,770								0	3,540	52,770	13 760	48,710 40	-4,060	1840 80
05/09/03	Brinker International	1,407	30,657								0	1,407	30,657	14 460	20,345 22	-10,312	464 31
03/29/05	Bucyrus Int'l	1,950	44,235				08/28/09	122	3,682	1,690	1,992	1,828	42,545	47 450	86,738 60	44,194	185 85
08/26/04	Cabot Oil & Gas Crop	2,094	39,921				08/28/09	92	3,318	1,195	2,123	2,002	38,726	31 320	62,702 64	23,977	243 00
	Cantel Medical Corp			06/07/10	936	15,030					0	936	15,030	16 700	15,631 20	601	
01/26/07	Cash America Int'l	1,050	38,847								0	1,050	38,847	34 270	35,983 50	-2,863	147 00
07/30/04	Checkpoint Systems	1,557	26,391								0	1,557	26,391	17 360	27,029 52	639	
02/09/09	Core Laboratories	550	36,689								0	550	36,689	147 610	81,185 50	44,496	556 33
05/09/03	Covance Inc	870	33,956				03/19/10	56	3,414	949	2,464	814	33,007	51 320	41,774 48	8,768	
08/10/04	Delphi Financial Group	1,767	38,060								0	1,767	38,060	24 410	43,132 47	5,072	706 80
07/31/08	Digital River Inc	1,070	42,888	10/12/09	360	9,539					0	1,430	52,428	23 910	34,191 30	-18,237	
05/01/09	East West Bancorp	2,685	33,150				10/02/09	2,685	23,173	33,150	-9,977	0	0		0 00	0	26 85
05/09/03	Eaton Vance Corp	1,740	36,337				03/19/10	118	3,870	1,780	2,090	1,622	34,557	27 610	44,783 42	10,227	1086 02
	First Potomac Realty			09/25/09	1,632	18,736					0	1,632	18,736	14 370	23,451 84	4,716	979 20
05/09/03	Flir Systems Inc	2,830	44,055				03/19/10	128	3,481	1,781	1,700	2,702	42,274	29 090	78,601 18	36,327	
	Furiex Pharmaceuticals	Spin-off from PPD		06/14/10	166	1,736	06/10	166	1,675	1,736	-61	0	0		0 00	0	
	Geoeye Inc			05/21/10	824	24,810					0	824	24,810	31 140	25,659 36	849	
05/09/03	Global Pmts Inc	1,530	47,908				08/28/09	56	2,402	859	1,542	1,474	47,048	36 540	53,859 96	6,811	119 04

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	Granite Construction	730	39,103	08/28/09	80	2,655	02/22/10	810	24,281	41,758	-17,477	0	0		0 00	0	305 50
06/23/05	Harsco Corp	1,235	40,859								0	1,235	40,859	23 500	29,022 50	-11,837	1000 36
03/23/05	Headwaters Inc	2,680	47,699				09/25/09	2,680	10,755	47,699	-36,943	0	0		0 00	0	
02/02/06	Healthways Inc	1,635	51,345								0	1,635	51,345	11 920	19,489 20	-31,856	
05/16/06	Hexcel Corp	2,775	56,619								0	2,775	56,619	15 510	43,040 25	-13,579	
11/30/06	Itron Inc	885	53,414								0	885	53,414	61 820	54,710 70	1,297	
05/09/03	Jefferies Group Inc	2,025	22,521				03/19/10	106	2,742	1,088	1,653	1,919	21,432	21 080	40,452 52	19,020	295 81
	Life Time Fitness Inc	1,805	56,347								0	1,805	56,347	31 790	57,380 95	1,034	
	Lufkin Inds , Inc			06/10	941	38,538					0	941	38,538	38 990	36,689 59	-1,848	
	Medical Properties Tru:			08/28/09	4,486	34,086					0	4,486	34,086	9 440	42,347 84	8,262	2691 60
01/02/09	Mednax Inc	1,020	57,731				03/19/10	42	2,414	2,379	36	978	55,352	55 610	54,386 58	-966	
01/14/04	Meritage Corp	785	37,667								0	785	37,667	16 280	12,779 80	-24,887	
05/09/03	Moog Inc	1,100	28,133								0	1,100	28,133	32 230	35,453 00	7,320	
05/09/03	Oneok Inc	995	23,817								0	995	23,817	43 250	43,033 75	19,216	1711 40
05/09/03	Pharmaceutical Produce	2,140	51,504				03/19/10	144	3,255	1,906							
					Spin-off to Furiex		06/14/10	0	1,736	1,736							
											1,349	1,996	47,861	25 410	50,718 36	2,857	1262 40
05/09/03	Phillips Van Heusen Co:	1,345	26,187				08/28/09	82	3,098	1,086	2,012	1,263	25,101	46 270	58,439 01	33,338	192 52
05/09/03	Protective Life Corp	2,335	42,732								0	2,335	42,732	21 390	49,945 65	7,213	1167 50
05/09/03	Raymond James Financial	2,142	39,628				03/19/10	152	4,257	1,952	2,305	1,990	37,676	24 690	49,133 10	11,457	925 76
02/27/09	Reinsurance Group	1,125	30,578				03/19/10	56	2,834	1,522	1,312	1,069	29,056	45 710	48,863 99	19,808	465 78
12/01/08	Republic Svs Inc	1,563	38,173				12/07/09	1563 00	45,250	38,173	7,077	0	0		0 00	0	593 94
03/02/09	SBA Communications	1,140	22,518				08/28/09	124	3,096	2,449	647	1,016	20,068	34 010	34,554 16	14,486	
09/20/04	School Specialty Inc	680	25,924								0	680	25,924	18 070	12,287 60	-13,636	

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05/09/03	Scotts Co	1,090	35,742				03/19/10	58	2,492	1,567	925	1,032	34,175	44 410	45,831 12	11,656	537 75
05/09/03	Snap On Inc	900	31,579								0	900	31,579	40 910	36,819 00	5,240	1080 00
05/09/03	Sonic Corp	1,870	31,830								0	1,870	31,830	7 750	14,492 50	-17,337	
	South Jersey Ind Inc			02/16/10	946	36,156											
				05/18/10	232	10,586											
											0	1,178	46,742	42 960	50,606 88	3,865	312 18
	SRA Int'l Inc	1,745	43,750								0	1,745	43,750	19 670	34,324 15	-9,425	
11/18/08	St Mary Land & Explor	1,270	45,614				04/15/10	1,270	50,249	45,614	4,635	0	0		0 00	0	63 50
11/06	State Auto Financial	1,382	43,542								0	1,382	43,542	15 510	21,434 82	-22,107	829 20
05/09/03	Student Loan Corporatic	490	52,335				08/28/09	64	3,122	9,389							
							04/29/10	290	8,412	36,474							
							05/03/10	136	4,109	6,472							
											-36,691	0	0		0 00	0	469 70
05/09/03	Swift Energy Co	1,709	37,239				08/28/09	306	6,288	5,763	526	1,403	31,476	26 910	37,754 73	6,278	
04/07	Teledyne Technologies	864	39,019								0	864	39,019	38 580	33,333 12	-5,685	
10/05	Timken Company	1,600	47,341								0	1,600	47,341	25 990	41,584 00	-5,757	640 00
	Toro Company	1,115	42,801				08/28/09	60	2,277	2,320	-43	1,055	40,481	49 120	51,821 60	11,341	705 30
01/09/09	Trustmark Corp	1,555	29,510								0	1,555	29,510	20 820	32,375 10	2,866	1430 60
12/12/08	United Bankshares Inc	1,195	37,190				08/28/09	168	3,304	5,228	-1,924	1,027	31,961	23 940	24,586 38	-7,375	1260 58
09/16/05	United Fire & Casualty	1,310	37,431								0	1,310	37,431	19 820	25,964 20	-11,467	786 00
01/19/06	URS Corp	990	40,577								0	990	40,577	39 350	38,956 50	-1,620	
05/09/03	Valspar Corp	1,115	26,263	12/15/09	596	16,661					0	1,711	42,924	30 120	51,535 32	8,611	882 02
05/09/03	Watsco Inc	650	12,526								0	650	12,526	57 920	37,648 00	25,122	1274 00
	WGL Holdings Inc	1,370	38,220	05/21/10	106	3,593					0	1,476	41,813	34 030	50,228 28	8,416	2027 62

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
	TOTAL STOCKS		2,208,218			228,351			234,808	303,680	-68,872		2,132,889		2,323,968	191,079	29,378 78
	SHORT-TERM INVESTMENTS												87,204		87,203 59		148 91
	TOTAL		2,208,218			228,351			234,808	303,680	-68,872		2,220,092		2,411,172	191,079	29,527 69

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03/06/07	Abbott Laboratories	392	21827 07								0 00	392	21827 07	46 78	18337 76	-3489 31	642 88
08/19/08	Adobe Systems Inc	333	14606 64				10/30/09	87	2875 97	3834 51							
							03/16/10	246	8655 47	10772 13							
											-3075 20	0	0 00		0 00	0 00	
09/02/08	Allergan Inc	141	6725 87	07/27/09	34	1795 06	01/11/10	175	10587 69	8520 93	2066 76	0	0 00		0 00	0 00	17 50
11/07	Amgen Inc	427	22443 96	07/10/09	144	8419 41	11/25/09	68	3902 31	3819 64							
				09/09/09	18	1060 55	12/14/09	158	9017 68	8757 01							
				04/21/10	129	7529 05											
											343 34	492	26876 32	52 60	25879 20	-997 12	
	Anadarko Petroleum			06/23/10	214	8690 37					0 00	214	8690 37	36 09	7723 26	-967 11	
07/08	Annaly Capital Mgmt	726	10184 80								0 00	726	10184 80	17 15	12450 90	2266 10	1 952 94
	AOL Inc			12/10/09	19 4545	336 52	12/14/09	19 4545	506 29	336 52	169 77	0	0 00		0 00	0 00	
06/08/07	Aon Corp	831	33781 17				07/29/09	216	8627 52	9235 84							
							10/09	401	15523 01	16700 48							
							12/17/09	214	8029 65	7844 85							
											-1600 99	0	0 00		0 00	0 00	180 60
	Apache Corp			06/01/10	98	8680 84					0 00	98	8680 84	84 19	8250 62	-430 22	
	Arch Coal Inc			11/13/09	314	7036 06	01/12/10	112	2985 41	2532 64							
				12/03/09	65	1343 77	03/01/10	267	6088 21	5847 19							
											693 79	0	0 00		0 00	0 00	52 29
12/31/07	Archer-Daniels-Mdlnd	855	37219 33	12/08/09	799	24525 41	08/19/09	445	12159 22	20710 96							
							09/30/09	410	11929 42	16508 37							
											-13130 69	799	24525 41	25 82	20630 18	-3895 23	359 40
02/22/06	AT&T	754	22302 21	05/21/10	227	5611 44											
				06/11/10	230	5804 3											
											0 00	1211	33717 95	24 19	29294 09	-4423 86	1 251 64
07/02/07	Bank New York Mellon	2065	80363 63	04/14/10	94	3016 44	09/17/09	487	15065 83	20167 15	-5101 32	1672	63212 92	24 69	41281 68	-21931 24	620 37

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	Barrick Gold Corp			09/25/09	233	8305 15	02/19/10	117	4640 07	4170 4							
				10/21/09	88	3386 3											
				11/09	255	10912 32											
				12/04/09	139	5872 36											
				06/21/10	76	3397 19											
											469 67	674	27702 92	45 41	30606 34	2903 42	199 58
10/04/07	BB&T Corp	746	20168 91				12/02/09	86	2252 44	2727 67	-475 23	660	17441 24	26 31	17364 60	-76 64	421 80
09/08	Best Buy Co Inc	631	17540 47				07/29/09	82	3039 46	3231 42							
							09/22/09	229	8798 98	7746 89							
							10/14/09	106	4296 01	2381 63							
							12/14/09	60	2695 17	1296 25							
							02/22/10	154	5597 93	2884 28							
											6887 08	0	0 00		0 00	0 00	154 70
03/06	Boston Scientific	4277	50656 57				09/21/09	136	1502 81	1727 2							
							11/09	2036	17119 69	25517 71							
							05/17/10	2105	13967 91	23411 66							
											-18066 16	0	0 00		0 00	0 00	
06/23/09	Canadian Natl RY	113	4665 52	07/10/09	69	2656 78	01/26/10	65	3381 58	2683 71							
				08/21/09	50	2467 56											
											697 87	167	7106 15	57 38	9582 46	2476 31	131 52
11/20/08	Carnival Corp	659	11819 28	07/01/09	162	4234 74	09/29/09	91	3069 23	1464 97							
				06/08/10	70	2412 33	11/24/09	98	3126 88	1577 66							
							12/14/09	112	3784 77	1803 03							
							01/08/10	106	3491 06	1706 43							
											6919 85	484	11914 26	30 24	14636 16	2721 90	82 80
07/25/07	Caterpillar Inc	262	15156 06	07/07/09	99	3057 94					0 00	361	18214 00	60 07	21685 27	3471 27	606 48
06/25/07	Chevron Corp	206	17803 18	09/09	285	20226 81											
				01/26/10	73	5408 66											
				05/06/10	124	9877 61											
				06/08/10	70	4964 58											
											0 00	758	58280 84	67 86	51437 88	-6842 96	1,352 84
	Citigroup Inc			01/27/10	2191	6998 05											

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				02/19/10	879	3023 76											
				3/10	2004	8388 18											
				04/14/10	793	3806 4											
				05/10/10	188	795 24											
											0 00	6055	23011 63	3 76	22766 80	-244 83	
	Cliffs Natural Res			12/04/09	205	8549 55											
				06/07/10	47	2344 41											
											0 00	252	10893 96	47 16	11884 32	990 36	46 44
09/25/06	Coca-Cola Enterprises	864	20395 45				01/10	431	9031 81	9833 86							
							02/16/10	433	8430 1	10561 59							
											-2933 54	0	0 00		0 00	0 00	138 24
	Comcast Corp			10/12/09	559	8604 97											
				01/12/10	535	8902 4											
				05/21/10	225	3796 57											
				06/29/10	182	3194 17											
											0 00	1501	24498 11	17 37	26072 37	1574 26	156 21
	Conoco Phillips			06/21/09	189	8680 39	04/14/10	189	10666 82	8680 39	1986 43	0	0 00		0 00	0 00	189 00
04/08	Covidien Ltd	471	21039 16				05/12/10	61	2824 68	2794 36	30 32	410	18244 80	40 18	16473 80	-1771 00	329 70
08/08/07	Delta Airlines Inc	4796	52326 31				02/02/10	675	8769 82	11181 4							
							05/11/10	179	2201 82	2661 68							
											-2871 44	3942	38483 23	11 75	46318 50	7835 27	
12/28/06	Devon Energy Corp	111	5989 31	10/28/09	61	4305 75	04/10	86	5805 65	4640 37							
							05/10/10	32	2151 73	1843 05							
											1473 96	54	3811 64	60 92	3289 68	-521 96	81 44
	Dow Chemical Co			07/24/09	308	6205 77											
				08/27/09	221	4692 18											
				10/09	346	8654 2											
											0 00	875	19552 15	23 72	20755 00	1202 85	341 85
02/22/06	Eaton Corp	478	34788 82				11/24/09	59	3821 94	4231 48	-409 54	419	30557 34	65 44	27419 36	-3137 98	897 00

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02/22/06	El Paso Corp	1787	23698 19	11/19/09	352	3394 69	07/20/09	272	2710 49	3595 84							
				12/03/09	199	1908 41	09/15/09	261	2675 18	3115 18							
											-1325 35	1805	22290 27	11 11	20053 55	-2236 72	199 21
	EMC Corp			03/10	617	11416 68					0 00	617	11416 68	18 30	11291 10	-125 58	
	Emerson Electric			07/31/09	172	6299 59					0 00	172	6299 59	43 69	7514 68	1215 09	229 62
03/08	EOG Resources Inc	102	12291 08								0 00	102	12291 08	98 37	10033 74	-2257 34	60 18
02/22/06	Exxon Mobil Corp	404	28146 00	10/12/09	45	3128 05	06/29/10	0 6336	36 72	46 73							
				12/09	459	32540 63											
				03/16/10	41	2718 61											
				04/29/10	110	7614 2											
				06/28/10	306	22611 35											
											-10 01	1365	96712 11	57 07	77900 55	-18811 56	1 205 58
05/09	Ford Motor Co	1706	9686 80	07/07/09	532	2975 95	01/26/10	480	5478 17	2579 29							
				10/01/09	556	3980 96	04/19/10	71	967	381 52							
				12/31/09	642	6412 87	06/03/10	272	3275 14	1461 59							
											5297 91	2613	18634 18	10 08	26339 04	7704 86	
09/18/08	Franklin Resources	481	29841 84				07/31/09	39	3328 61	3553 73							
							09/15/09	37	3618 99	3371 48							
							10/22/09	31	3447 36	2785 02							
							11/11/09	73	8323 96	3751 78							
							02/16/10	82	8113 9	4233 24							
							03/09/10	49	5294 28	2827 34							
							04/22/10	22	2558 39	1269 42							
											12893 48	148	8049 83	86 19	12756 12	4706 29	1 192 68
02/22/06	General Electric	2289	75913 56				07/28/09	398	5009 02	13723 04							
							01/07/10	1078	17536 01	38939 57							
											-30117 58	813	23250 95	14 42	11723 46	-11527 49	688 40
	Gilead Sciences Inc			02/23/10	258	12342 75	05/05/10	160	6322 67	7654 42							
				03/10	142	6617 59											
											-1331 75	240	11305 92	34 28	8227 20	-3078 72	
09/23/08	Goldman Sachs	375	24420 58				08/07/09	4	659 4	400 42							
							11/11/09	14	2515 73	932 59							

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							01/25/10	102	16016 94	5384 7							
							02/17/10	37	5811 67	1800 83							
							04/21/10	26	4386 26	1389 18							
											19482 28	192	14512 86	131 27	25203 84	10690 98	398 30
04/08/08	Halliburton Co	755	16401 02	09/09/09	170	4287 72					0 00	925	20688 74	24 55	22708 75	2020 01	317 70
06/25/07	Hertz Global Holdings	4217	55895 29	05/20/10	275	2824 25	08/04/09	990	10318 3	24432 5							
							03/10/10	682	6763 55	12721 41							
											-20072 06	2820	21565 63	9 46	26677 20	5111 57	
05/19/08	Hess Corp	444	35527 87				09/18/09	167	9252 34	19502 11							
							10/13/09	22	1286 17	1311 99							
							12/15/09	73	4156 1	4331 43							
											-10450 92	182	10382 34	50 34	9161 88	-1220 46	99 00
02/22/06	Hewlett-Packard Co	521	24231 79				09/16/09	147	6715 12	6622 42							
							06/11/10	76	3550 7	3520 84							
											122 56	298	14088 53	43 28	12897 44	-1191 09	143 20
03/17/09	Home Depot	544	11480 58				11/13/09	105	2882 65	2215 93							
							12/02/09	133	3745 87	2806 84							
							05/14/10	92	3234 66	1941 57							
											2898 84	214	4516 24	28 07	6006 98	1490 74	344 03
	HSN Inc			01/26/10	828	15664 89											
				03/30/10	175	5249 74											
				06/10	206	4841 79											
											0 00	1209	25756 42	24 00	29016 00	3259 58	
	Hyatt Hotels Corp			02/03/10	294	8704 66					0 00	294	8704 66	37 09	10904 46	2199 80	
04/09	Intel Corp	406	6286 78	07/07/09	199	3337 37					0 00	605	9624 15	19 45	11767 25	2143 10	359 98
06/12/08	J Crew Group Inc	469	14307 90				12/11/09	91	4087 02	3066 7							
							04/13/10	90	4257 62	2896 02							
											2381 92	288	8345 18	36 81	10601 28	2256 10	
	Johnson & Johnson			08/04/09	266	16141 21	11/16/09	108	6697 41	6555 29							

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Ray C Fish Foundation
Investment in Stock - Lord Abbett
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
				09/09	92	5565 8											
											142 12	250	15151 72	59 06	14765 00	-386 72	510 34
02/22/06	JP Morgan Chase	2171	77792 75				07/27/09	146	5566 96	6105 71							
							10/27/09	19	845 85	794 58							
							01/22/10	295	11793 74	13115 81							
											-1809 55	1711	57776 65	36 61	62639 71	4863 06	395 65
	Keycorp			01/12/10	1411	9174 18											
				04/09/10	508	4262 83											
											0 00	1919	13437 01	7 69	14757 11	1320 10	33 30
09/15/08	Kohl's Corp	728	23567 37	03/16/10	62	3407 27	07/28/09	116	5748 36	5040 48							
							08/11/09	39	2061 6	1530 33							
							10/21/09	169	10036 77	5491 82							
							12/11/09	125	6921 67	3848 59							
							01/21/10	69	3614 5	1953 94							
											10517 74	272	9109 48	47 50	12920 00	3810 52	
02/22/06	Kraft Foods Inc	858	28013 13				12/03/09	270	7209 97	8388 9							
							01/05/10	275	7786 94	9036 25							
											-2428 24	313	10587 98	28 00	8764 00	-1823 98	758 93
02/22/06	Kroger Co	1117	26486 96	10/30/09	150	3517 5											
				11/06/09	151	3512 23											
				12/03/09	162	3603 11											
				01/04/10	392	8076 42											
											0 00	1972	45196 22	19 69	38828 68	-6367 54	609 92
	Lockheed Martin			02/22/10	115	8842 89											
				05/07/10	76	6180 08											
											0 00	191	15022 97	74 50	14229 50	-793 47	192 78
09/08	Lowes Companies	780	19598 76				10/28/09	780	15234 25	19598 76	-4364 51	0	0 00		0 00	0 00	140 40
12/08	M & T Bank Corp	286	14059 12				02/19/10	57	4303 59	3217 04	1086 55	229	10842 08	84 95	19453 55	8611 47	721 00
	Marathon Oil Corp			09/30	268	8596 45											

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
				10/21/09	109	3867 22											
				12/04/09	104	3355 49											
				04/26/10	189	6145 72											
											0 00	670	21964 88	31 09	20830 30	-1134 58	373 42
				Stock dividends													
03/17/09	Marriott Int'l Inc	681	11154 70	09/03/09	2	0											
				12/03/09	2	0											
											0 00	685	11154 70	29 94	20508 90	9354 20	97 43
10/31/08	Masco Corp	859	8732 97				10/19/09	227	3123 93	2264 12							
							01/06/10	632	9256 16	6468 85							
											3647 12	0	0 00		0 00	0 00	176 26
	Merck & Co Inc			08/05/09	382	11382 41					0 00	382	11382 41	34 97	13358 54	1976 13	435 48
06/09	MetLife Inc	490	14826 66				02/09/10	160	5627 09	4867 09	760 00	330	9959 57	37 76	12460 80	2501 23	362 60
05/19/08	Moody's Corp	769	23251 27				09/16/09	90	2289 2	4123 55							
							12/08/09	679	16838 62	19127 72							
											-4123 45	0	0 00		0 00	0 00	144 80
03/19/09	Morgan Stanley & Co	1086	25504 25				09/09/09	65	1829 84	1448 9							
							04/30/10	100	3069 94	2229 07							
											1221 81	921	21826 28	23 21	21376 41	-449 87	207 45
	The Mosaic Co			11/24/09	123	6648 42											
				12/08/09	81	4855 79											
				01/13/10	89	5530 27											
											0 00	293	17034 48	38 98	11421 14	-5613 34	29 30
	Newmont Mining Corp			05/20/10	165	8872 55											
				06/30/10	115	7149 67											
											0 00	280	16022 22	61 74	17287 20	1264 98	16 50
03/24/09	Occidental Petroleum	105	6161 02	12/04/09	112	8806 52	01/25/10	150	11681 82	9699 36							
							02/01/10	67	5328 4	5268 18							
											2042 68	0	0 00		0 00	0 00	140 91

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
05/12/09	Omnicom Group	232	7299 21	10/01/09	102	3726 83	12/15/09	151	5722 8	4750 78	972 02	183	6275 26	34 30	6276 90	1 64	156 30
07/25/07	Oracle Corp	1394	28090 49				07/16/09	331	7149 41	6769 83							
							10/06/09	1063	21740 66	21320 66							
											799 58	0	0 00		0 00	0 00	69 70
09/30/08	Penney J C Co Inc	659	17036 66				07/24/09	48	1416 37	1626 41							
							09/18/09	90	3073 69	3049 5							
							04/09/10	94	2955 03	2759 81							
											9 37	427	9600 94	21 48	9171 96	-428 98	444 40
	Pepsico Inc			01/27/10	203	12160 25					0 00	203	12160 25	60 95	12372 85	212 60	188 79
	Petrohawk Energy			11/12/09	407	9227 79	12/17/09	407	9788 23	9227 79	560 44	0	0 00		0 00	0 00	
	Petroleo Brasileiro			09/23/09	95	4302 57	03/11/10	82	3839 27	3713 8							
				10/20/09	80	3979 09	04/14/10	32	1404 25	1533 81							
				01/21/10	113	5027 02											
				02/05/10	89	3338 01											
											-4 09	263	11399 08	34 32	9026 16	-2372 92	172 44
	PG&E Corp			10/01/09	212	8560 96											
				01/26/10	69	3042 92											
				05/07/10	121	5288 13											
											0 00	402	16892 01	41 10	16522 20	-369 81	216 90
12/20/07	PNC Financial Svs	612	38760 21				11/03/09	44	2281 84	2823 4							
							03/10/10	44	2515 59	2823 39							
							05/03/10	60	4061 85	3806 77							
											-594 28	464	29306 65	56 50	26216 00	-3090 65	231 60
	PPL Corporation			06/23/10	364	8949 56					0 00	364	8949 56	24 95	9081 80	132 24	
02/22/06	Praxair Inc	264	16508 58				07/09/09	123	8532 29	6966 72							
							05/19/10	24	1846 56	1359 36							
											2052 77	117	8182 50	75 99	8890 83	708 33	228 90
02/22/06	Progress Energy Inc	346	15521 16	05/18/10	90	3599 89	10/13/09	161	6136 57	7204 75	-1068 18	275	11916 30	39 22	10785 50	-1130 80	580 32

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
05/20/09	Pulte Homes Inc	784	7350 09	08/04/09	232	2717 6											
				09/09/09	255	3183 72											
				10/01/09	189	2017 88											
											0 00	1460	15269 29	8 28	12088 80	-3180 49	
07/26/07	Qualcomm Inc	321	13772 77				09/22/09	127	5654 18	5378 59							
							10/01/09	194	8332 8	8394 18							
											214 21	0	0 00		0 00	0 00	54 57
	Regions Financial Corp			10/09	723	4285 89											
				01/26/10	610	3721 43											
				04/14/10	524	4618 69											
											0 00	1857	12626 01	6 58	12219 06	-406 95	20 56
02/22/06	Schlumberger Ltd	731	41366 70	01/25/10	45	2926 92	02/23/10	129	7902 47	7707 11	195 36	647	36586 51	55 34	35804 98	-781 53	603 33
	Schwab Charles			01/27/10	932	17281 61											
				02/19/10	214	4023 2											
				03/02/10	272	4948 96											
											0 00	1418	26253 77	14 18	20107 24	-6146 53	141 00
04/15/09	State Street Corp	351	13223 50	03/31/10	64	2883 2					0 00	415	16106 70	33 82	14035 30	-2071 40	14 04
	Suncor Energy Inc			10/28/09	242	8075 1	04/29/10	81	2786 35	2702 83							
				12/04/09	125	4476 78											
											83 52	286	9849 05	29 44	8419 84	-1429 21	73 46
	Suntrust Banks Inc			07/09/09	639	9866 16											
				09/24/09	391	8922 62											
				10/19/09	124	2620 42											
				11/16/09	159	3281 62											
				12/18/09	108	2181 48											
				02/03/10	156	3617 58											
											0 00	1577	30489 88	23 30	36744 10	6254 22	51 06
10/16/08	Target Corp	1042	35583 69				07/28/09	52	2227 12	1889 63							
							09/15/09	41	1946 61	1489 91							
							01/21/10	229	11456 65	8142 64							
											4108 20	720	24061 51	49 17	35402 40	11340 89	574 43

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Investment in Stock - Lord Abbett
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
06/23/06	Teva Pharmaceutical	740	25820 25				07/31/09	28	1496 14	876 12							
							10/21/09	130	6670 76	4067 68							
							11/23/09	74	3959 67	2315 45							
							05/24/10	70	3927 11	2190 29							
							06/11/10	110	5816 68	3888 19							
											8532 63	328	12482 52	51 99	17052 72	4570 20	328 07
03/30/09	Time Warner Cable	53	1605 15	08/07/09	40	1407 01											
				10/01/09	67	2776 2											
											0 00	160	5788 36	52 08	8332 80	2544 44	128 00
							Spin-off to AOL										
01/08/09	Time Warner Inc	214	4937 55				12/14/09		336 52	336 52	0 00	214	4601 03	28 91	6186 74	1585 71	171 22
02/27/09	United Health Group	541	11569 02	10/01/09	65	1640 16											
				11/06/09	113	3261 34											
				12/31/09	287	8837 71											
											0 00	1006	25308 23	28 40	28570 40	3262 17	155 93
	United States Steel			01/28/10	150	6897 45					0 00	150	6897 45	38 55	5782 50	-1114 95	15 00
	Valero Energy Corp			03/31/10	476	9375 44											
				05/10	197	3612 13											
											0 00	673	12987 57	17 98	12100 54	-887 03	27 20
05/09	Verizon Comm	485	14364 88								0 00	485	14364 88	28 02	13589 70	-775 18	914 24
02/22/06	Wal-Mart Stores Inc	266	13135 31				08/07/09	111	5482 74	5507 22	-24 48	155	7628 09	48 07	7450 85	-177 24	178 26
08/23/07	Wells Fargo	2621	70099 34				09/22/09	179	5201 81	5356 61	-154 80	2442	64742 73	25 60	62515 20	-2227 53	497 35
04/29/08	Western Union	236	5680 30				07/08/09	236	3663	5680 3	-2017 30	0	0 00		0 00	0 00	
	XTO Energy Inc	332	21160 72	10/28/09	169	7000 88	09/09/09	120	4748 2	7727 92							
				11/05/09	51	2177 67	06/29/10	432	22611 35	22611 35							
											-2979 72	0	0 00		0 00	0 00	230 00
10/16/08	Zions Bancorp	788	17975 66	09/09/09	258	4149 44	04/15/10	180	4785 59	6767 63							
				10/09	199	3517 03	05/13/10	93	2698 88	3496 61							
				11/11/09	114	1504 57											

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Investment in Stock - Lord Abbett
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
											-2779 77	1086	16882 46	21 57	23425 02	6542 56	45 71
	TOTAL STOCKS		1589943 2			801349 23			759793 68	791351 88	-31558 20		1599940 55		1606697 98	6757 43	27 304 35
	SHORT-TERM INVESTMENTS												35109 51		35109 51		116 57
	TOTAL		1589943 2			801349 23			759793 68	791351 88	-31558 20		1635050 06		1641807 49	6757 43	27 420 92

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Ray C Fish Foundation
Investments in Wachovia
June 30 2010

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Date Acquired	Investment	Balance @ 06/30/09 Par/Shares	Balance @ 06/30/09 Cost	Purchases Date	Purchases Par/Shares	Purchases Cost	Sales Date	Sales Par/Shares	Sales Proceeds	Sales Cost	Gain (Loss) Realized	Balance @ 6/30/10 Par/Shares	Balance @ 6/30/10 Cost	Unit Market Price	Market Value	Unrealized Gain (Loss)	Dividend/ Interest Collected
	BONDS AND SHORT-TERM INVESTMENTS																
	TOTAL BONDS		0			0			0	0	0		0		0 00	0	0 00
	EQUITIES																
											0	0	0 00		0 00	0	
	Abbott Laboratories			05/21/10	500	23082 18					0	500	23 082 18	46 78	23 390 00	308	
	Apple Inc			05/07/10	200	45655					0	200	45 655 00	251 53	50 306 00	4 651	
	AT&T Inc			05/07/10	500	12730 12					0	500	12 730 12	24 19	12 095 00	-635	
	Berkshire Hathaway			12/09	100	332 203 22											
				01/10	100	334 034 00											
		Stock split		01/10	9800	0											
											0	10000	666237 22	79 69	796 900 00	130 663	
02/20/09	Chevron Corporation	500	32 707 61	05/20/10	500	37 674 12					0	1000	70 381 73	67 86	67 860 00	-2 522	1 380 00
02/20/09	Exxon Mobil Corporation	1000	67 842 21	12/16/09	500	34 678 00											
				01/25/10	500	33 350 00											
				02/04/10	500	32 879 58											
											0	2500	168749 79	57 07	142,675 00	-26 075	2 990 00
02/24/09	Honeywell Int'l	500	14,729 00								0	500	14 729 00	39 03	19 515 00	4 786	605 00
	Intel Corp			05/07/10	500	10 700 72					0	500	10 700 72	19 45	9 725 00	-976	
02/20/09	Johnson & Johnson	500	27 826 59								0	500	27 826 59	59 06	29 530 00	1 703	1 005 00
	TOTAL EQUITIES		143105 41			896 986 94			0	0	0		1 040 092 35		1 151 996 00	111 904	5 980 00
	SHORT-TERM INVESTMENTS												3 386 394		3 386 394		869 93
	TOTAL		143 105			896 986 94			0	0	0		4 426 486		4 538 390	111 904	6 849 93

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Ray C Fish Foundation
Investment in Stock - Wentworth
June 30 2010

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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
12/31/08	Agrium Inc	885	29,649								0	885	29,649	48 940	43,311 90	13,663	112 74
05/03/05	Aracruz Celulose	325	13,161	Merger w/Fibria Celulose			11/27/09	325	6634 46	13161 3	-6,527	0	0		0 00	0	
							Stk rights redemption										
05/03/05	AXA - ADR	1,610	32,157				12/09/09	0	901 16	0	901	1,610	32,157	15 250	24,552 50	-7 604	816 15
05/03/05	BAE Systems Place	1,275	41 945								0	1,275	41,945	18 660	23,791 50	-18,153	1197 42
05/03/05	BASF AG	1,250	47,685								0	1,250	47,685	54 850	68,562 50	20,878	2021 41
05/03/05	BHP Billiton Ltd	2,200	79,600								0	2,200	79,600	61 990	136,378 00	56,778	3652 00
05/03/05	British American TOB	955	59,799								0	955	59,799	63 300	60,451 50	653	2873 89
05/03/05	Brookfield Asset Mgmt	943	20,842								0	943	20,842	22 620	21,330 66	488	446 80
12/30/08	Bunge Ltd	400	19,802								0	400	19 802	49 190	19,676 00	-126	336 00
05/03/05	Cadbury Schweppes PLC	896	42,139				01/26/10	896	47,877	42,139	5,738	0	0		0 00	0	336 90
				Stock distribution													
05/03/05	Canadian Natural Resour	550	23,743	06/01/10	550	0					0	1,100	23,743	33 230	36,553 00	12,811	157 02
11/22/05	Canadian Natural RY Co	1,300	54,936								0	1,300	54,936	57 380	74,594 00	19,658	866 10
11/17/05	Canadian Pacific RR	1,155	63,485	05/11/10	445	26,143					0	1,600	89,628	53 620	85,792 00	-3,836	925 90
	Cenovus Energy Inc	Spin-off from Encana		12/09/09	175	3 985					0	175	3 985	25 790	4 513 25	529	87 79
05/03/05	Cooper Industries PLC	1,600	61,034								0	1 600	61,034	44 000	70,400 00	9,366	1632 00
05/03/05	Core Laboratories Inc	150	5,063								0	150	5,063	147 610	22,141 50	17,079	151 73
	Danone	2 300	26 886								0	2,300	26,886	10 630	24,449 00	-2,437	465 38
12/27/06	Diageo PLC	1,035	84,794								0	1,035	84,794	62 740	64,935 90	-19,858	2412 21
							Spin-off to Cenovus Energy										
05/03/05	Encana Corp	175	8,303				12/09/09	0	3,985	3,985	0	175	4,318	30 340	5,309 50	991	148 75
05/03/05	Ensign Energy Service	1,230	21,232								0	1,230	21,232	11 805	14,520 15	-6,712	338 01
	Fibria Celulose S A			11/27/09	438	6,634	11/27/09	1	12	12	0	437	6,623	14 800	6,467 60	-155	
05/03/05	Ingersoll Rand Co	1,675	68,684								0	1,675	68,684	34 490	57,770 75	-10,913	469 00

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Investment in Stock - Wentworth
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
11/18/05	Manulife Financial	950	28 600								0	950	28,600	14 580	13,851 00	-14 749	402 30
05/03/05	Nabors Industries Ltd	4 550	147,661								0	4,550	147 661	17 620	80 171 00	-67,490	
05/03/05	Nestle	2 687	83,490	02/02/10	555	26 847					0	3,242	110,337	48 240	156,394 08	46,057	3789 96
05/03/05	Noble Corp	3,350	122,173				08/03/09	0	315	0							
							03/01/10	0	155	0							
							05/20/10	0	148	0							
											619	3,350	122,173	30 910	103,548 50	-18,625	165 56
11/21/05	Novartis AG	1,100	60,950								0	1,100	60,950	48 320	53,152 00	-7,798	1817 87
05/03/05	Partnerre Ltd	500	31,058								0	500	31 058	70 140	35,070 00	4,012	970 00
05/03/05	Potash Corp of Sask	1,070	39,527								0	1 070	39 527	86 240	92,276 80	52 750	3n3 80
05/03/05	Precision Drilling	1,100	35,024								0	1 100	35,024	6 640	7,304 00	-27,720	
				Stock distribution			Sale of rights										
05/03/05	Rio Tinto PLC	500	90 350	04/30/10	1,500	0	07/31/09	0	11 403	0	11,403	2,000	90,350	43 600	87,200 00	-3,150	900 00
05/03/05	RWE Aktiengesellschaft	300	22,799								0	300	22,799	65 450	19,635 00	-3,164	10'4 94
05/03/05	Schlumberger Ltd	1,750	90,886								0	1,750	90,886	55 340	96,845 00	5 959	14'0 00
05/03/05	Suncor Energy Inc	850	25,593								0	850	25,593	29 440	25,024 00	-569	2'5 06
12/31/08	Syngenta AG	25	964								0	25	964	45 850	1 146 25	182	.2 48
05/03/05	Talisman Energy Inc	1,725	26,488								0	1,725	26,488	15 180	26 185 50	-302	3'8 94
05/03/05	Teck Cominco Ltd	1,420	40,881								0	1,420	40,881	29 580	42,003 60	1,123	
05/03/05	Tenaris SA	2 700	53,190								0	2 700	53,190	34 610	93,447 00	40,257	23'2 00
05/03/05	Transocean Ltd	1,864	169,599								0	1,864	169 599	46 330	86,359 12	-83 240	
05/03/05	Trican Well Service	250	4,136								0	250	4,136	12 778	3,194 60	-942	19 63
05/03/05	UBS AG	1 337	55,853								0	1,337	55,853	13 220	17,675 14	-38,178	
12/21/07	Unilever NV	1,900	67,578								0	1,900	67,578	27 320	51,908 00	-15,670	1597 14
	Vale S A	4,800	53,088								0	4,800	53,088	24 350	116,880 00	63,792	1987 06

STATEMENT C-10

Ray C Fish Foundation
Investment in Stock - Wentworth
June 30, 2010

21-Sep-10
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Date Acquired	Investment	Balance @ 6/30/09 Shares	Balance @ 6/30/09 Amount	Purchases Date	Purchases Shares	Purchases Cost	Sales Date	Sales Shares	Sales Proceeds	Sales Cost	Realized Gain <Loss>	Balance @ 6/30/10 Shares	Balance @ 6/30/10 Amount	Unit Market Price	Market Value	Unrealized Gain <Loss>	Dividends/ Interest Collected
05/03/05	Weatherford Int'l Ltd	5,828	112,921								0	5,828	112,921	13 140	76,579 92	-36,341	
05/03/05	Yara Int'l ASA	250	4,013								0	250	4,013	28 010	7,002 50	2,990	133 96
	TOTAL STOCKS		2,171,758			63,609			71,431	59,297	12,134		2,176,070		2,158,354 22	-17,716	36,907 90
	SHORT-TERM INVESTMENTS												192,571		192,571		277 01
	TOTAL		2,171,758			63,609			71,431	59,297	12,134		2,368,641		2,350,925 06	-17,716	37,264 91

STATEMENT C-10

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF CONTRIBUTIONS
FOR THE YEAR ENDED JUNE 30, 2010

ORGANIZATION	AMOUNT
AIDS FOUNDATION HOUSTON, INC.	$ 2,500
ALZHEIMER'S DISEASE AND RELATED DISORDERS ASSN.	10,000
AMERICAN DIABETES ASSN., INC.	1,500
AMERICAN FESTIVAL FOR THE ARTS	5,000
AMERICAN HERITAGE FOUNDATION, INC.	10,000
AMIGOS DE LAS AMERICAS	2,500
M.D. ANDERSON CANCER CENTER	2,500
ANGER SOLUTIONS, INC.	5,000
THE ARC OF GREATER HOUSTON	2,500
ARROW PROJECT OF TEXAS	2,500
ARTBRIDGE	5,000
ART LEAGUE OF HOUSTON	2,500
ARTHRITIS FOUNDATION	2,500
AVANCE	3,000
AVONDALE HOUSE	2,000
BARBARA BUSH TEXAS FUND FOR FAMILY LITERACY	15,000
BAYLOR COLLEGE OF MEDICINE	10,000
BAYOU PRESERVATION ASOCIATION	5,000
BERING OMEGA COMMUNITY SERVICES	2,500
BIG BROTHERS/BIG SISTERS OF GREATER HOUSTON	2,500
THE BLUE BIRD CIRCLE	2,500
BOY SCOUTS OF AMERICA	15,000
BOYS & GIRLS HARBOR	1,000
BREATH OF LIFE CHILDREN'S CENTER INC.	5,000
BRIDGE OVER TROUBLED WATERS, INC.	5,000
BROOKWOOD COMMUNITY	2,500
CAMP FOR ALL	5,000
CAMP ARANZAZU INC.	10,000
CASA DE ESPERANZA DE LOS NINOS	3,000
CATHEDRAL HEALTH MINISTRIES	5,000
THE CENTER FOR HEARING AND SPEECH	2,500
CHILD ADVOCATES	5,000
CHILD BUILDERS	3,000
CHILDREN AT RISK INC.	5,000
THE CHILDREN'S MUSEUM OF HOUSTON	5,000
THE CHINQUAPIN SCHOOL	3,500
CHRISTIAN COMMUNITY SERVICE CENTER	2,500
CITIZENS FOR ANIMAL PROTECTION	5,000
CLEAN THE WORLD FOUNDATION, INC.	10,000
COALITION FOR THE HOMELESS OF HOUSTON/HARRIS COUNTY	10,000
COMMUNITY FOUNDATION OF THE TEXAS HILL COUNTRY	5,000
COMMUNITY OF THE STREETS OUTREACH CORP.	2,500
CONFERENCE OF SOUTHWEST FOUNDATIONS	1,750
CRIME STOPPERS OF HOUSTON, INC.	1,000
CROSSROADS SCHOOL INC.	1,500
DISCOVERY GREEN CONSERVANCY	5,000
ESCAPE FAMILY RESOURCE CENTER	5,000
EXECUTIVE SERVICE CORPS	2,500
EXPRESS THEATRE	1,500
FAMILY SERVICE CENTER AT HOUSTON & HARRIS COUNTY FAMILY SERVICE CENTER	5,000
FOUNDATION FOR THE RETARDED	5,000
FOURTH WARD CLINIC/GOOD NEIGHBOR HEALTHCARE CENTER	5,000
THE FURNITURE BANK	1,500
THE GATHERING PLACE	5,000

ORGANIZATION	AMOUNT
GILBERT & SULLIVAN SOCIETY OF HOUSTON	10,000
GIRL SCOUTS OF SAN JACINTO COUNCIL	5,000
GOOD SAMARITAN FOUNDATION	10,000
GREATER HOUSTON COMMUNITY FOUNDATION	5,000
GREATER HOUSTON PRESERVATION ALLIANCE, INC.	5,000
GULF COAST REGIONAL BLOOD CENTER	5,000
HERMANN EYE FUND	50,000
HERMANN PARK CONSERVANCY	5,000
HILL COUNTRY ARTS FOUNDATION	2,500
HOMES OF ST. MARK	3,000
HOPE FOUNDATION FOR RETARDED CHILDREN, INC.	2,500
HOUSTON ACADEMY OF MEDICINE	5,000
HOUSTON AREA PARKINSON SOCIETY	2,500
HOUSTON BALLET FOUNDATION	1,500
HOUSTON COMMUNITY COLLEGE	5,000
HOUSTON COUNCIL ON ALCOHOLISM AND DRUG ABUSE	5,000
HOUSTON EARLY MUSIC	2,500
HOUSTON FOOD BANK	3,000
HOUSTON FORUM	2,500
HOUSTON HOSPICE	2,500
HOUSTON MUSEUM OF NATURAL SCIENCE	5,000
HOUSTON PARKS BOARD	2,000
HOUSTON SYMPHONY SOCIETY	5,000
HOUSTON WILDERNESS	1,000
HOUSTON YOUNG ARTIST'S CONCERT	1,000
HOUSTON YOUTH SYMPHONY	3,500
HOUSTON'S AMAZING PLACE	5,000
INCARNATE WORD ACADEMY	2,500
INTERFAITH CAREPARTNERS, INC.	2,500
INTERFAITH MINISTRIES FOR GREATER HOUSTON	10,000
JEWISH COMMUNITY CENTER OF HOUSTON	2,500
KATY ARTREACH	1,200
KIDS' MEALS INC.	2,500
KIPP INC.	5,000
LEUKEMIA & LYMPHOMA SOCIETY, INC.	2,500
LITERACY ADVANCE OF HOUSTON	2,500
MEMORIAL ASSISTANCE MINISTRIES, INC.	1,500
MUSEUM OF WESTERN ART	2,500
MENIL FOUNDATION INC.	5,000
MEMORIAL PARK CONSERVANCY INC.	10,000
JOHN P. MCGOVERN MUSEUM OF HEALTH & MEDICAL SCIENCE	5,000
MENTAL HEALTH AMERICA OF GREATER HOUSTON	5,000
MILLER THEATRE ADVISORY BOARD, INC.	2,500
NATURE DISCOVERY CENTER, INC.	3,000
NEHEMIAH CENTER, INC.	5,000
OPEN DOOR MISSION FOUNDATION	5,000
PALMER DRUG ABUSE CENTER	2,500
PATHWAYS YOUTH & FAMILY SERVICES	25,000
PLANNED PARENTHOOD	2,500
POST OAK SCHOOL	12,500
PRECINCT2GETHER INC.	5,000
PROTESTANT EPISCOPAL CHURCH IN THE USA (CAMP ALLEN)	2,500
REACH UNLIMITED, INC.	3,000
RICE UNIVERSITY/JAMES A. BAKER III INSTITUTE FOR PUBLIC POLICY	12,500

RAY C. FISH FOUNDATION
SUPPLEMENTAL SCHEDULE OF CONTRIBUTIONS
FOR THE YEAR ENDED JUNE 30, 2010

ORGANIZATION	AMOUNT
RONALD MCDONALD HOUSE FOR HOUSTON	3,000
ST. JAMES HOUSE OF BAYTOWN	5,000
ST. JOHN'S SCHOOL	1,000
THE SALVATION ARMY OF GREATER HOUSTON	5,000
SAN JACINTO MUSEUM OF HISTORY	10,000
SCHREINER UNIVERSITY	50,000
SEARCH	5,000
SHELTERING ARMS	2,000
SOCIETY FOR THE PERFORMING ARTS	5,000
SOUTHEAST AREA MINISTRIES	5,000
SOUTHWESTERN DIABETIC FOUNDATION, INC.	2,500
SPAULDING FOR CHILDREN	2,500
SPECIAL PALS INC.	2,000
STAGES REPERTORY THEATRE	1,500
SUNSHINE KIDS FOUNDATION	2,000
TAPING FOR THE BLIND, INC.	2,500
TEACH FOR AMERICA, INC.	5,000
TEXAS CHILDREN'S HOSPITAL	5,000
TEXAS HEART INSTITUTE	160,000
TEXAS INSTITUTE FOR REHABILITATION AND RESEARCH	7,500
THETA CHARITY ANTIQUES SHOW OF HOUSTON	1,000
THEATRE UNDER THE STARS, INC.	2,500
3 "A" BEREAVEMENT FOUNDATION	2,500
TOMAGWA MINISTRIES, INC.	5,000
TREES FOR HOUSTON	5,000
TURNING POINT CENTER	1,500
UNITED CEREBRAL PALSY OF GREATER HOUSTON, INC.	1,500
UNIVERSITY OF HOUSTON MOORES SCHOOL OF MUSIC SOCIETY	5,000
UNIVERSITY OF TEXAS - PAN AMERICAN FOUNDATION	15,000
VOLUNTEER HOUSTON	5,000
VOLUNTEER INTERFAITH CAREGIVERS - SOUTHWEST	2,500
W. OSCAR NEUHAUS MEMORIAL FOUNDATION	7,500
WELLSPRINGS, INC.	5,000
THE WESTVIEW SCHOOL, INC.	5,000
THE WOMEN'S FUND FOR HEALTH EDUCATION AND RESEARCH	2,500
THE WOMEN'S HOME	5,000
THE WOODS PROJECT	2,000
WORKSHOP HOUSTON	10,000
WRITERS IN THE SCHOOLS	2,000
YOUNG AUDIENCES INC. OF HOUSTON	2,000
ZOO FRIENDS OF HOUSTON, INC.	2,500
TOTAL CONTRIBUTIONS	$ 914,450
NUMBER OF ORGANIZATIONS	149

RAY C. FISH FOUNDATION
SCHEDULE OF COMMITMENTS
JUNE 30, 2010

	ORIGINAL GRANT	PAYMENTS MADE IN PRIOR YEARS	PAYMENTS MADE IN FYE 2010	PAYMENTS TO BE MADE IN FUTURE PERIODS
PATHWAYS YOUTH & FAMILY SERVICES Date committed: February, 2010 Date completed: February, 2011	50,000	0	25,000	25,000
THE POST OAK SCHOOL Date committed: February, 2009 Date completed: February, 2010	25,000	12,500	12,500	0
SCHREINER UNIVERSITY Date committed: February, 2008 Date completed: February, 2010	150,000	100,000	50,000	0
SCHREINER UNIVERSITY Date committed. May,2010 Date completed: July, 2012	150,000	0	0	150,000
TEXAS HEART INSTITUTE Date committed: June, 2008 Date completed: July, 2009	250,000	125,000	125,000	0
TOTAL	625,000	237,500	212,500	175,000

In addition to the above grants payable over more than one year, as of June 30, 2010, the Foundati

STATEMENT E