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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

OMB No 1545-0052

2009

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

For calendar year **2009**, or tax year beginning **10/01, 2009**, and ending **09/30, 2010**G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

GLADYS A CUSHMAN TR U/WILL+

Number and street (or P O box number if mail is not delivered to street address)

P O BOX 1802

City or town, state, and ZIP code

PROVIDENCE, RI 02901-1802

A Employer identification number

04-6213630

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐H Check type of organization: ☐ Section 501(c)(3) exempt private foundation
☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$ 627,185.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	13,448.	13,448.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	38,954.			
b Gross sales price for all assets on line 6a	588,379.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	213.			STMT 1
12 Total. Add lines 1 through 11	-25,293.	13,448.		
13 Compensation of officers, directors, trustees, etc.	5,400.	3,240.		2,160.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	800.	NONE	NONE	800.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	229.	229.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	235.			235.
24 Total operating and administrative expenses. Add lines 13 through 23	6,664.	3,469.	NONE	3,195.
25 Contributions, gifts, grants paid	21,237.			21,237.
26 Total expenses and disbursements. Add lines 24 and 25	27,901.	3,469.	NONE	24,432.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-53,194.			
b Net investment income (if negative, enter -0-)		9,979.		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

Form 990-PF (2009)

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Operating and Administrative Expenses

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		NONE	NONE	
	2	Savings and temporary cash investments		13,697.	2,531.	2,531.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ *			NONE	
		Less: allowance for doubtful accounts ▶		NONE	NONE	NONE
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) .		NONE	NONE	NONE
	b	Investments - corporate stock (attach schedule)		628,860.	586,834.	624,654.
	c	Investments - corporate bonds (attach schedule)		NONE	NONE	NONE
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	NONE	NONE	NONE	
	12	Investments - mortgage loans		NONE	NONE	
	13	Investments - other (attach schedule)		NONE	NONE	NONE
14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)		NONE	NONE	NONE	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		642,557.	589,365.	627,185.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		642,557.	589,365.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .		NONE	NONE	
	30	Total net assets or fund balances (see page 17 of the instructions)		642,557.	589,365.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		642,557.	589,365.	

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	642,557.
2	Enter amount from Part I, line 27a	2	-53,194.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	2.
4	Add lines 1, 2, and 3	4	589,365.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	589,365.

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-38,954.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. }			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	24,526.	504,947.	0.04857143423
2007			
2006			
2005			
2004			
2 Total of line 1, column (d)			2 0.04857143423
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04857143423
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 588,757.
5 Multiply line 4 by line 3			5 28,597.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 100.
7 Add lines 5 and 6			7 28,697.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 24,432.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	200.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	200.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	200.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	144.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	144.	
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	56.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax	11	NONE	Refunded

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)		STMT 6
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14 The books are in care of ☐ PRIVATE BANK TAX SERVICES Telephone no. ☐ (401) 278-6825				
Located at ☐ P.O. BOX 1802, PROVIDENCE, RI ZIP + 4 ☐ 02901-1802				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			☒ 15

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes	☒ No
If "Yes," list the years ☐		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
☐		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2009)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No

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

5b

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

6b

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? ☐ Yes ☒ No

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		5,400.	-0-	-0-

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

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

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

Form 990-PF (2009)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	584,264.
b	Average of monthly cash balances	1b	13,459.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	597,723.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	597,723.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	8,966.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	588,757.
6	Minimum investment return. Enter 5% of line 5	6	29,438.

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

1	Minimum investment return from Part X, line 6	1	29,438.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	200.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	200.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,238.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	29,238.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	29,238.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	24,432.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	24,432.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	24,432.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				29,238.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			578.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 24,432.				
a Applied to 2008, but not more than line 2a . . .			578.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				23,854.
e Remaining amount distributed out of corpus . . .	NONE			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				5,384.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2005 . . .	NONE			
b Excess from 2006 . . .	NONE			
c Excess from 2007 . . .	NONE			
d Excess from 2008 . . .	NONE			
e Excess from 2009 . . .	NONE			

4942(j)(5)

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 8				
Total ▶ 3a				21,237.
b Approved for future payment				
Total ▶ 3b				

17

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

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?		Yes	No
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.			

[illegible]

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.

[illegible]

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


Signature of officer or trustee

10/19/2010

SVP Tax

Date _____

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

Date _____

Check if
self-employed

Preparer's identifying
number (See **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

▶ EIN

Phone no

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,636.00		466.414 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 4,370.00					02/07/2003 266.00	11/30/2009
1,399.00		124.941 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 1,337.00					02/07/2003 62.00	02/26/2010
906.00		23.663 COLUMBIA SMALL CAP VALUE I FUND C PROPERTY TYPE: SECURITIES 869.00					09/19/2003 37.00	02/26/2010
186.00		4.849 COLUMBIA SMALL CAP VALUE I FUND CL PROPERTY TYPE: SECURITIES 187.00					12/16/2003 -1.00	02/26/2010
2,487.00		121.146 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 2,291.00					03/23/2001 196.00	02/26/2010
2,181.00		218.553 COLUMBIA SMALL CAP GROWTH FUND I PROPERTY TYPE: SECURITIES 2,031.00					02/07/2003 150.00	05/28/2010
7,895.00		394.95 COLUMBIA LARGE CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 5,940.00					02/07/2003 1,955.00	05/28/2010
3,324.00		344.482 COLUMBIA SMALL CAP GROWTH FUND I PROPERTY TYPE: SECURITIES 3,202.00					02/07/2003 122.00	07/15/2010
426.00		44.144 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 687.00					12/12/2005 -261.00	07/15/2010
318.00		32.975 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 459.00					09/20/2006 -141.00	07/15/2010
538.00		55.772 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 777.00					09/20/2006 -239.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
776.00		80.409 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 1,118.00					09/29/2006 -342.00	07/15/2010
4,773.00		494.568 COLUMBIA SMALL CAP GROWTH FUND I PROPERTY TYPE: SECURITIES 7,483.00					04/27/2007 -2,710.00	07/15/2010
4,041.00		418.719 COLUMBIA SMALL CAP GROWTH FUND I PROPERTY TYPE: SECURITIES 3,006.00					11/28/2008 1,035.00	07/15/2010
3,664.00		325.099 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 3,479.00					02/07/2003 185.00	07/15/2010
435.00		38.59 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 604.00					12/13/2004 -169.00	07/15/2010
171.00		15.178 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 210.00					09/22/2005 -39.00	07/15/2010
1,457.00		129.317 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 1,787.00					09/22/2005 -330.00	07/15/2010
226.00		20.036 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 283.00					12/14/2005 -57.00	07/15/2010
80.00		7.13 COLUMBIA MID CAP VALUE FUND CLASS Z PROPERTY TYPE: SECURITIES 101.00					12/14/2005 -21.00	07/15/2010
140.00		12.399 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 167.00					06/27/2006 -27.00	07/15/2010
413.00		36.65 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 493.00					06/27/2006 -80.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
67.00		5.984 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 88.00					12/13/2006 -21.00	07/15/2010
317.00		28.163 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 413.00					12/13/2006 -96.00	07/15/2010
4,946.00		438.845 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 7,149.00					04/27/2007 -2,203.00	07/15/2010
107.00		9.502 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 148.00					06/26/2007 -41.00	07/15/2010
469.00		41.645 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 647.00					06/26/2007 -178.00	07/15/2010
189.00		16.747 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 247.00					12/12/2007 -58.00	07/15/2010
2,242.00		198.932 COLUMBIA MID CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES 1,679.00					11/28/2008 563.00	07/15/2010
7,911.00		719.169 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 8,026.00					08/22/2003 -115.00	07/15/2010
2,055.00		186.821 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 2,068.00					12/11/2003 -13.00	07/15/2010
14,982.00		1362.03 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 14,941.00					04/23/2004 41.00	07/15/2010
2,116.00		192.349 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 2,097.00					12/09/2004 19.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
11,533.00		1048.466 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 11,135.00					11/25/2005 398.00	07/15/2010
312.00		28.367 COLUMBIA CORE BOND FUND CLASS Z S PROPERTY TYPE: SECURITIES 296.00					03/31/2006 16.00	07/15/2010
449.00		40.776 COLUMBIA CORE BOND FUND CLASS Z S PROPERTY TYPE: SECURITIES 430.00					09/29/2006 19.00	07/15/2010
9,243.00		840.276 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 8,924.00					02/28/2007 319.00	07/15/2010
7,714.00		701.272 COLUMBIA CORE BOND FUND CLASS Z PROPERTY TYPE: SECURITIES 7,167.00					05/29/2009 547.00	07/15/2010
849.00		77.225 COLUMBIA CORE BOND FUND CLASS Z S PROPERTY TYPE: SECURITIES 832.00					02/26/2010 17.00	07/15/2010
14,829.00		1410.898 COLUMBIA INTERNATIONAL STOCK FU PROPERTY TYPE: SECURITIES 13,070.00					02/07/2003 1,759.00	07/15/2010
9,798.00		932.226 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 11,468.00					10/24/2003 -1,670.00	07/15/2010
5,849.00		556.47 COLUMBIA INTERNATIONAL STOCK FUND PROPERTY TYPE: SECURITIES 8,097.00					11/19/2004 -2,248.00	07/15/2010
453.00		43.135 COLUMBIA INTERNATIONAL STOCK FUND PROPERTY TYPE: SECURITIES 729.00					12/22/2005 -276.00	07/15/2010
4,246.00		403.957 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 7,493.00					12/21/2006 -3,247.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,475.00		806.395 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 16,459.00					04/27/2007 -7,984.00	07/15/2010
1,253.00		119.207 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 2,023.00					12/21/2007 -770.00	07/15/2010
5,449.00		518.461 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 8,798.00					12/21/2007 -3,349.00	07/15/2010
921.00		87.668 COLUMBIA INTERNATIONAL STOCK FUND PROPERTY TYPE: SECURITIES 1,500.00					12/31/2007 -579.00	07/15/2010
17,441.00		1659.436 COLUMBIA INTERNATIONAL STOCK FU PROPERTY TYPE: SECURITIES 14,387.00					11/28/2008 3,054.00	07/15/2010
3,699.00		351.994 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 3,083.00					12/18/2008 616.00	07/15/2010
8,887.00		845.528 COLUMBIA INTERNATIONAL STOCK FUN PROPERTY TYPE: SECURITIES 8,320.00					05/28/2010 567.00	07/15/2010
24,906.00		2755.099 COLUMBIA INTERMEDIATE BOND FUND PROPERTY TYPE: SECURITIES 24,906.00					06/20/2005	07/15/2010
25,601.00		2831.989 COLUMBIA INTERMEDIATE BOND FUND PROPERTY TYPE: SECURITIES 25,120.00					11/25/2005 481.00	07/15/2010
5,760.00		637.198 COLUMBIA INTERMEDIATE BOND FUND PROPERTY TYPE: SECURITIES 5,620.00					09/29/2006 140.00	07/15/2010
171.00		18.953 COLUMBIA INTERMEDIATE BOND FUND C PROPERTY TYPE: SECURITIES 161.00					06/19/2008 10.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,900.00		89.85 COLUMBIA MID CAP GROWTH FUND CLASS PROPERTY TYPE: SECURITIES 1,699.00					03/23/2001 201.00	07/15/2010
3,687.00		174.343 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 3,379.00					11/19/2004 308.00	07/15/2010
7,017.00		331.772 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 6,426.00					04/22/2005 591.00	07/15/2010
277.00		13.117 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 315.00					12/15/2005 -38.00	07/15/2010
1,093.00		51.698 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 1,318.00					12/11/2006 -225.00	07/15/2010
157.00		7.425 COLUMBIA MID CAP GROWTH FUND CLASS PROPERTY TYPE: SECURITIES 189.00					12/11/2006 -32.00	07/15/2010
3,367.00		159.213 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 4,405.00					04/27/2007 -1,038.00	07/15/2010
1,278.00		60.407 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 1,622.00					12/10/2007 -344.00	07/15/2010
2,543.00		120.218 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 3,228.00					12/10/2007 -685.00	07/15/2010
5,034.00		238.013 COLUMBIA MID CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 3,425.00					11/28/2008 1,609.00	07/15/2010
1,141.00		53.945 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 743.00					12/08/2008 398.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
6,894.00		910.739 COLUMBIA CONSERVATIVE HIGH YIELD PROPERTY TYPE: SECURITIES 7,841.00					09/19/2003 -947.00	07/15/2010
2,929.00		386.924 COLUMBIA CONSERVATIVE HIGH YIELD PROPERTY TYPE: SECURITIES 3,289.00					04/22/2005 -360.00	07/15/2010
3,660.00		483.533 COLUMBIA CONSERVATIVE HIGH YIELD PROPERTY TYPE: SECURITIES 4,076.00					11/25/2005 -416.00	07/15/2010
2,336.00		308.539 COLUMBIA CONSERVATIVE HIGH YIELD PROPERTY TYPE: SECURITIES 2,598.00					11/30/2006 -262.00	07/15/2010
2,678.00		353.752 COLUMBIA CONSERVATIVE HIGH YIELD PROPERTY TYPE: SECURITIES 2,512.00					08/31/2009 166.00	07/15/2010
51,987.00		2583.825 COLUMBIA LARGE CAP GROWTH FUND PROPERTY TYPE: SECURITIES 38,861.00					02/07/2003 13,126.00	07/15/2010
28,016.00		1392.468 COLUMBIA LARGE CAP GROWTH FUND PROPERTY TYPE: SECURITIES 26,067.00					09/19/2003 1,949.00	07/15/2010
6,629.00		329.497 COLUMBIA LARGE CAP GROWTH FUND C PROPERTY TYPE: SECURITIES 6,613.00					11/19/2004 16.00	07/15/2010
2,214.00		110.053 COLUMBIA LARGE CAP GROWTH FUND C PROPERTY TYPE: SECURITIES 2,165.00					04/22/2005 49.00	07/15/2010
1,813.00		90.097 COLUMBIA LARGE CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 2,160.00					12/11/2006 -347.00	07/15/2010
36,100.00		1794.224 COLUMBIA LARGE CAP GROWTH FUND PROPERTY TYPE: SECURITIES 45,412.00					04/27/2007 -9,312.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,642.00		181.02 COLUMBIA LARGE CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 4,770.00					12/10/2007 -1,128.00	07/15/2010
7,113.00		353.55 COLUMBIA LARGE CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 9,316.00					12/10/2007 -2,203.00	07/15/2010
13,378.00		664.898 COLUMBIA LARGE CAP GROWTH FUND C PROPERTY TYPE: SECURITIES 10,047.00					11/28/2008 3,331.00	07/15/2010
37,691.00		3784.187 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 35,458.00					02/07/2003 2,233.00	07/15/2010
23,706.00		2380.137 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 27,657.00					09/19/2003 -3,951.00	07/15/2010
4,624.00		464.209 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 6,624.00					12/12/2005 -2,000.00	07/15/2010
1,433.00		143.84 COLUMBIA DISCIPLINED VALUE FUND C PROPERTY TYPE: SECURITIES 2,053.00					12/12/2005 -620.00	07/15/2010
2,119.00		212.753 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 3,325.00					12/11/2006 -1,206.00	07/15/2010
5,704.00		572.652 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 8,951.00					12/11/2006 -3,247.00	07/15/2010
25,179.00		2527.969 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 42,697.00					04/27/2007 -17,518.00	07/15/2010
5,935.00		595.875 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 8,593.00					12/10/2007 -2,658.00	07/15/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,168.00		820.063 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 11,825.00					12/10/2007 -3,657.00	07/15/2010
12,769.00		1281.98 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 14,999.00					08/29/2008 -2,230.00	07/15/2010
4,418.00		443.542 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 3,677.00					11/28/2008 741.00	07/15/2010
16,039.00		1610.298 COLUMBIA DISCIPLINED VALUE FUND PROPERTY TYPE: SECURITIES 10,596.00					02/27/2009 5,443.00	07/15/2010
TOTAL GAIN (LOSS)							----- -38,954. =====	

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
EXCISE TAX REFUND	213.

TOTALS	213.
	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	197.	197.
FOREIGN TAXES ON NONQUALIFIED	32.	32.
TOTALS	229.	229.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
----------------------	--

CHARITABLE PURPOSES -----	235. ----- 235. =====
---------------------------------	--------------------------------

OTHER ALLOCABLE EXPENSE-INCOME

235. ----- 235. =====

TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ROUNDING

2.

TOTAL

2.
=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

MA

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

100 FEDERAL STREET

BOSTON, MA 02110

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 5,400.

TOTAL COMPENSATION:

5,400.

=====

RECIPIENT NAME:

N.E. HOME FOR LITTLE
WANDERERS

ADDRESS:

FIDUCIARY TR CO AT: MS R. SOVI
BOSTON, MA 02105-1647

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING EXPENSES

AMOUNT OF GRANT PAID 10,619.

RECIPIENT NAME:

THE SALVATION ARMY

ADDRESS:

NATIONAL TREASURER
ALEXANDRIA, VA 22313-0000

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING EXPENSES

AMOUNT OF GRANT PAID 5,309.

RECIPIENT NAME:

MORGAN MEM GOODWILL INDUST

ADDRESS:

ATTN: P. SALTONSTALL VP DEV.
BOSTON, MA 02119

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

OPERATING EXPENSES

AMOUNT OF GRANT PAID 5,309.

TOTAL GRANTS PAID:

21,237.

=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust

GLADYS A CUSHMAN TR U/WILL+

Employer identification number

04-6213630

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	750.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	750.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-39,704.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	-39,704.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		750.
14	Net long-term gain or (loss):			
a	Total for year	14a		-39,704.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		-38,954.

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2009

Continuation Sheet for Schedule D
(Form 1041)

OMB No 1545-0092

2009

► See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

GLADYS A CUSHMAN TR U/WILL+

04-6213630

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	750.00
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

GLADYS A CUSHMAN TR U/WILL+

04-6213630

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 466.414 COLUMBIA DISCIPLINED VALUE FUND CLAS	02/07/2003	11/30/2009	4,636.00	4,370.00	266.00
124.941 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	02/07/2003	02/26/2010	1,399.00	1,337.00	62.00
23.663 COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES	09/19/2003	02/26/2010	906.00	869.00	37.00
4.849 COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES	12/16/2003	02/26/2010	186.00	187.00	-1.00
121.146 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	03/23/2001	02/26/2010	2,487.00	2,291.00	196.00
218.553 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	02/07/2003	05/28/2010	2,181.00	2,031.00	150.00
394.95 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	02/07/2003	05/28/2010	7,895.00	5,940.00	1,955.00
344.482 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	02/07/2003	07/15/2010	3,324.00	3,202.00	122.00
44.144 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	12/12/2005	07/15/2010	426.00	687.00	-261.00
32.975 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	09/20/2006	07/15/2010	318.00	459.00	-141.00
55.772 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	09/20/2006	07/15/2010	538.00	777.00	-239.00
80.409 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	09/29/2006	07/15/2010	776.00	1,118.00	-342.00
494.568 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	04/27/2007	07/15/2010	4,773.00	7,483.00	-2,710.00
418.719 COLUMBIA SMALL CAP GROWTH FUND II CLASS Z SHAR	11/28/2008	07/15/2010	4,041.00	3,006.00	1,035.00
325.099 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	02/07/2003	07/15/2010	3,664.00	3,479.00	185.00
38.59 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/13/2004	07/15/2010	435.00	604.00	-169.00
15.178 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	09/22/2005	07/15/2010	171.00	210.00	-39.00
129.317 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	09/22/2005	07/15/2010	1,457.00	1,787.00	-330.00
20.036 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/14/2005	07/15/2010	226.00	283.00	-57.00
7.13 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/14/2005	07/15/2010	80.00	101.00	-21.00
12.399 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	06/27/2006	07/15/2010	140.00	167.00	-27.00
36.65 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	06/27/2006	07/15/2010	413.00	493.00	-80.00
5.984 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/13/2006	07/15/2010	67.00	88.00	-21.00
28.163 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/13/2006	07/15/2010	317.00	413.00	-96.00
438.845 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	04/27/2007	07/15/2010	4,946.00	7,149.00	-2,203.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

GLADYS A CUSHMAN TR U/WILL+

04-6213630

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 9.502 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	06/26/2007	07/15/2010	107.00	148.00	-41.00
41.645 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	06/26/2007	07/15/2010	469.00	647.00	-178.00
16.747 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	12/12/2007	07/15/2010	189.00	247.00	-58.00
198.932 COLUMBIA MID CAP VALUE FUND CLASS Z SHARES	11/28/2008	07/15/2010	2,242.00	1,679.00	563.00
719.169 COLUMBIA CORE BOND FUND CLASS Z SHARES	08/22/2003	07/15/2010	7,911.00	8,026.00	-115.00
186.821 COLUMBIA CORE BOND FUND CLASS Z SHARES	12/11/2003	07/15/2010	2,055.00	2,068.00	-13.00
1362.03 COLUMBIA CORE BOND FUND CLASS Z SHARES	04/23/2004	07/15/2010	14,982.00	14,941.00	41.00
192.349 COLUMBIA CORE BOND FUND CLASS Z SHARES	12/09/2004	07/15/2010	2,116.00	2,097.00	19.00
1048.466 COLUMBIA CORE BOND FUND CLASS Z SHARES	11/25/2005	07/15/2010	11,533.00	11,135.00	398.00
28.367 COLUMBIA CORE BOND FUND CLASS Z SHARES	03/31/2006	07/15/2010	312.00	296.00	16.00
40.776 COLUMBIA CORE BOND FUND CLASS Z SHARES	09/29/2006	07/15/2010	449.00	430.00	19.00
840.276 COLUMBIA CORE BOND FUND CLASS Z SHARES	02/28/2007	07/15/2010	9,243.00	8,924.00	319.00
701.272 COLUMBIA CORE BOND FUND CLASS Z SHARES	05/29/2009	07/15/2010	7,714.00	7,167.00	547.00
1410.898 COLUMBIA INTERNATIONAL STOCK FUND CL	02/07/2003	07/15/2010	14,829.00	13,070.00	1,759.00
932.226 COLUMBIA INTERNATIONAL STOCK FUND CL	10/24/2003	07/15/2010	9,798.00	11,468.00	-1,670.00
556.47 COLUMBIA INTERNATIONAL STOCK FUND CL	11/19/2004	07/15/2010	5,849.00	8,097.00	-2,248.00
43.135 COLUMBIA INTERNATIONAL STOCK FUND CL	12/22/2005	07/15/2010	453.00	729.00	-276.00
403.957 COLUMBIA INTERNATIONAL STOCK FUND CL	12/21/2006	07/15/2010	4,246.00	7,493.00	-3,247.00
806.395 COLUMBIA INTERNATIONAL STOCK FUND CL	04/27/2007	07/15/2010	8,475.00	16,459.00	-7,984.00
119.207 COLUMBIA INTERNATIONAL STOCK FUND CL	12/21/2007	07/15/2010	1,253.00	2,023.00	-770.00
518.461 COLUMBIA INTERNATIONAL STOCK FUND CL	12/21/2007	07/15/2010	5,449.00	8,798.00	-3,349.00
87.668 COLUMBIA INTERNATIONAL STOCK FUND CL	12/31/2007	07/15/2010	921.00	1,500.00	-579.00
1659.436 COLUMBIA INTERNATIONAL STOCK FUND CL	11/28/2008	07/15/2010	17,441.00	14,387.00	3,054.00
351.994 COLUMBIA INTERNATIONAL STOCK FUND CL	12/18/2008	07/15/2010	3,699.00	3,083.00	616.00
2755.099 COLUMBIA INTERMEDIATE BOND FUND CLAS	06/20/2005	07/15/2010	24,906.00	24,906.00	

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

GLADYS A CUSHMAN TR U/WILL+

04-6213630

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 2831.989 COLUMBIA INTERMEDIATE BOND FUND CLAS	11/25/2005	07/15/2010	25,601.00	25,120.00	481.00
637.198 COLUMBIA INTERMEDIATE BOND FUND CLAS	09/29/2006	07/15/2010	5,760.00	5,620.00	140.00
18.953 COLUMBIA INTERMEDIATE BOND FUND CLAS	06/19/2008	07/15/2010	171.00	161.00	10.00
89.85 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	03/23/2001	07/15/2010	1,900.00	1,699.00	201.00
174.343 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	11/19/2004	07/15/2010	3,687.00	3,379.00	308.00
331.772 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	04/22/2005	07/15/2010	7,017.00	6,426.00	591.00
13.117 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/15/2005	07/15/2010	277.00	315.00	-38.00
51.698 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/11/2006	07/15/2010	1,093.00	1,318.00	-225.00
7.425 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/11/2006	07/15/2010	157.00	189.00	-32.00
159.213 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	04/27/2007	07/15/2010	3,367.00	4,405.00	-1,038.00
60.407 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/10/2007	07/15/2010	1,278.00	1,622.00	-344.00
120.218 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/10/2007	07/15/2010	2,543.00	3,228.00	-685.00
238.013 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	11/28/2008	07/15/2010	5,034.00	3,425.00	1,609.00
53.945 COLUMBIA MID CAP GROWTH FUND CLASS Z SHARES	12/08/2008	07/15/2010	1,141.00	743.00	398.00
910.739 COLUMBIA CONSERVATIVE HIGH YIELD FUN	09/19/2003	07/15/2010	6,894.00	7,841.00	-947.00
386.924 COLUMBIA CONSERVATIVE HIGH YIELD FUN	04/22/2005	07/15/2010	2,929.00	3,289.00	-360.00
483.533 COLUMBIA CONSERVATIVE HIGH YIELD FUN	11/25/2005	07/15/2010	3,660.00	4,076.00	-416.00
308.539 COLUMBIA CONSERVATIVE HIGH YIELD FUN	11/30/2006	07/15/2010	2,336.00	2,598.00	-262.00
2583.825 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHA	02/07/2003	07/15/2010	51,987.00	38,861.00	13,126.00
1392.468 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHA	09/19/2003	07/15/2010	28,016.00	26,067.00	1,949.00
329.497 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	11/19/2004	07/15/2010	6,629.00	6,613.00	16.00
110.053 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	04/22/2005	07/15/2010	2,214.00	2,165.00	49.00
90.097 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	12/11/2006	07/15/2010	1,813.00	2,160.00	-347.00
1794.224 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHA	04/27/2007	07/15/2010	36,100.00	45,412.00	-9,312.00
181.02 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	12/10/2007	07/15/2010	3,642.00	4,770.00	-1,128.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2009

Employer identification number

04-6213630

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 353.55 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	12/10/2007	07/15/2010	7,113.00	9,316.00	-2,203.00
664.898 COLUMBIA LARGE CAP GROWTH FUND CLASS Z SHARES	11/28/2008	07/15/2010	13,378.00	10,047.00	3,331.00
3784.187 COLUMBIA DISCIPLINED VALUE FUND CLAS	02/07/2003	07/15/2010	37,691.00	35,458.00	2,233.00
2380.137 COLUMBIA DISCIPLINED VALUE FUND CLAS	09/19/2003	07/15/2010	23,706.00	27,657.00	-3,951.00
464.209 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/12/2005	07/15/2010	4,624.00	6,624.00	-2,000.00
143.84 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/12/2005	07/15/2010	1,433.00	2,053.00	-620.00
212.753 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/11/2006	07/15/2010	2,119.00	3,325.00	-1,206.00
572.652 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/11/2006	07/15/2010	5,704.00	8,951.00	-3,247.00
2527.969 COLUMBIA DISCIPLINED VALUE FUND CLAS	04/27/2007	07/15/2010	25,179.00	42,697.00	-17,518.00
595.875 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/10/2007	07/15/2010	5,935.00	8,593.00	-2,658.00
820.063 COLUMBIA DISCIPLINED VALUE FUND CLAS	12/10/2007	07/15/2010	8,168.00	11,825.00	-3,657.00
1281.98 COLUMBIA DISCIPLINED VALUE FUND CLAS	08/29/2008	07/15/2010	12,769.00	14,999.00	-2,230.00
443.542 COLUMBIA DISCIPLINED VALUE FUND CLAS	11/28/2008	07/15/2010	4,418.00	3,677.00	741.00
1610.298 COLUMBIA DISCIPLINED VALUE FUND CLAS	02/27/2009	07/15/2010	16,039.00	10,596.00	5,443.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					-39,704.00

Schedule D-1 (Form 1041) 2009

Settlement Date

Bank of America



Portfolio Detail

Account: 80-11-622-8534190 GLADYS A CUSHMAN TR U/WILL

July 01, 2010 through Sept 30, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									

Cash Equivalents

938.730	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	\$938.73	0.2%	\$938.73 1.000	\$0.00	\$0.05	\$1.40	0.1%
1,592.490	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	1,592.49	0.3	1,592.49 1.000	0.00	0.23	2.37	0.1
Total Cash Equivalents			\$2,531.22	0.4%	\$2,531.22	\$0.00	\$0.28	\$3.77	0.1%
Total Cash/Currency			\$2,531.22	0.4%	\$2,531.22	\$0.00	\$0.28	\$3.77	0.1%

Equities

(2) Industry Sector Codes		CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities				
U.S. Large Cap									
15,686.282	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLGX	19765Y688 OEQ	\$176,313.81 11,240	28.1 %	\$160,427.01 10,227	\$15,886.80	\$0.00	\$0.00	0.0 %
6,535.196	EATON VANCE LARGE-CAP VALUE FUND CL I Ticker: EILVX	277905642 OEQ	108,745.66 16,640	17.3	106,196.94 16,250	2,548.72	0.00	1,424.67	1.3
Total U.S. Large Cap			\$285,059.47	45.5 %	\$266,623.95	\$18,435.52	\$0.00	\$1,424.67	0.5 %
U.S. Mid Cap									
1,009.521	COLUMBIA ACORN FUND CLASS Z SHARES Ticker: ACRNX	197199409 OEQ	\$27,368.11 27,110	4.4 %	\$25,369.27 25,130	\$1,998.84	\$0.00	\$79.75	0.3 %
2,068.771	OLD MUTUAL TS&W MID CAP VALUE FUND CL I Ticker: OTMIX	680020248 OEQ	16,653.61 8,050	2.7	15,929.54 7,700	724.07	0.00	91.03	0.5
Total U.S. Mid Cap			\$44,021.72	7.0 %	\$41,298.81	\$2,722.91	\$0.00	\$170.78	0.4 %

Settlement Date

Bank of America



Portfolio Detail

Account: 80-11-622-8534190 GLADYS A CUSHMAN TR U/WILL

July 01, 2010 through Sept. 30, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
U.S. Small Cap										
591 673	COLUMBIA SELECT SMALL CAP FUND CLASS Z SHARES Ticker: UMLC X	19765Y589 OEQ	\$8,863.26 14,980	1.4%	\$8,259.76 13,960		\$603.50	\$0.00	\$0.00	0.0%
330 390	COLUMBIA SMALL CAP GROWTH I FUND CLASS Z SHARES Ticker: CMSC X	19765P596 OEQ	8,923.83 27,010	1.4	8,259.76 25,000		664.07	0.00	0.00	0.0
255 131	COLUMBIA SMALL CAP VALUE I FUND CLASS Z SHARES Ticker: CSCZ X	19765N567 OEQ	10,419.55 40,840	1.7	11,648.95 45,659		-1,229.40	0.00	55.11	0.5
Total U.S. Small Cap			\$28,206.64	4.5%	\$28,168.47		\$38.17	\$0.00	\$55.11	0.2%
International Developed										
274 491	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker: ACIN X	197199813 OEQ	\$10,430.66 38,000	1.7%	\$9,439.73 34,390		\$990.93	\$0.00	\$162.77	1.6%
1,847,305	COLUMBIA MARSICO INTERNATIONAL OPPORTUNITIES FD CLASS Z SHARES Ticker: NMDA X	19765H636 OEQ	20,837.60 11,280	3.3	18,879.46 10,220		1,958.14	0.00	181.04	0.9
359 198	HARBOR INTERNATIONAL FUND INSTL CL Ticker: HAIN X	411511306 OEQ	20,352.16 56,660	3.2	18,879.46 52,560		1,472.70	0.00	253.23	1.2
Total International Developed			\$51,620.42	8.2%	\$47,198.65		\$4,421.77	\$0.00	\$597.04	1.2%
Emerging Markets										
2,065,099	LAZARD FUNDS INC EMERGING MKTS PORTFOLIO INSTL Ticker: LZEM X	52106N889 OEQ	\$43,222.52 20,930	6.9%	\$38,348.89 18,570		\$4,873.63	\$0.00	\$960.27	2.2%
Total Emerging Markets			\$43,222.52	6.9%	\$38,348.89		\$4,873.63	\$0.00	\$960.27	2.2%
Total Equities			\$452,130.77	72.1%	\$421,638.77		\$30,492.00	\$0.00	\$3,207.87	0.7%

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Settlement Date

Bank of America



Portfolio Detail

Account: 80-11-622-8534190 GLADYS A CUSHMAN TR U/WILL

July 01, 2010 through Sept. 30, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Fixed Income										
Investment Grade Taxable										
8,353.742	PIMCO TOTAL RETURN FUND INSTL	693390700	\$96,903.41 11 600	15.5%	\$94,397.28 11.300		\$2,506.13	\$245.82	\$3,090.88	3.2%
	Total Investment Grade Taxable		\$96,903.41	15.5%	\$94,397.28		\$2,506.13	\$245.82	\$3,090.88	3.2%
International Developed Bonds										
607.604	ROWE T PRICE INTL FDS INC INTL BD FD	77956H104	\$6,276.55 10.330	1.0%	\$5,899.83 9.710		\$376.72	\$0.00	\$151.90	2.4%
	Total International Developed Bonds		\$6,276.55	1.0%	\$5,899.83		\$376.72	\$0.00	\$151.90	2.4%
Global High Yield Taxable										
1,164.823	ARTIO GLOBAL HIGH INCOME FUND CL1	04315J860	\$12,160.75 10.440	1.9%	\$11,799.66 10.130		\$361.09	\$82.70	\$947.00	7.8%
587.632	PIMCO DEVELOPING LOCAL MKTS FUND INSTL	72201F409	6,217.15 10.580	1.0%	5,899.83 10.040		317.32	0.00	116.94	1.9%
	Total Global High Yield Taxable		\$18,377.90	2.9%	\$17,699.49		\$678.41	\$82.70	\$1,063.94	5.8%
	Total Fixed Income		\$121,557.86	19.4%	\$117,996.60		\$3,561.26	\$328.52	\$4,306.72	3.5%

Real Estate

Public REITs										
1,272.429	NATIXIS FDS TR IV AEW REAL ESTATE FD CL Y COM	63872W409	\$18,933.74 14.880	3.0%	\$17,699.49 13.910		\$1,234.25	\$0.00	\$263.39	1.4%
	Total Public REITs		\$18,933.74	3.0%	\$17,699.49		\$1,234.25	\$0.00	\$263.39	1.4%
	Total Real Estate		\$18,933.74	3.0%	\$17,699.49		\$1,234.25	\$0.00	\$263.39	1.4%

Tangible Assets

Commodities										
3,896.849	PIMCO COMMODITY REALRETURN STRATEGY FUND	722005667	\$32,032.10 8.220	5.1%	\$29,499.15 7.570		\$2,532.95	\$0.00	\$3,242.18	10.1%
	Total Commodities		\$32,032.10	5.1%	\$29,499.15		\$2,532.95	\$0.00	\$3,242.18	10.1%

Settlement Date

Bank of America



Portfolio Detail

Account: 80-11-622-8534190 GLADYS A CUSHMAN TR U/WILL

July 01, 2010 through Sept 30, 2010

Units	Description	CUSIP Sector (2)	Market Value/ Market Price	% of Total	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Accrued Income	Estimated Annual Income	Cur Yld/ YTM
Tangible Assets (cont)										
Commodities (cont)										
Total Tangible Assets			\$32,032.10	5.1%	\$29,499.15	\$2,532.95	\$0.00	\$3,242.18		10.1%
Total Portfolio			\$627,185.69	100.0%	\$589,365.23	\$37,820.46	\$328.80	\$11,023.93		1.8%