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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

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

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

THE LOEB FOUNDATION LCNB-005310R

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

Room/suite

P.O. BOX 59

City or town, state, and ZIP code

LEBANON, OH 45036-0059

A Employer identification number

31-6225986

B Telephone number (see page 10 of the instructions)

(513) 932-1414

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) ☐ \$

6,495,198.

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 <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	225,282.	225,282.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	680,734.			
b Gross sales price for all assets on line 6a	3,111,126.			
7 Capital gain net income (from Part IV, line 2)		680,734.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	906,016.	906,016.		
13 Compensation of officers, directors, trustees, etc.	90,605.	54,363.		36,242.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)	80.	NONE	NONE	80.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	2,080.			2,080.
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	18,759.	379.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	111,524.	54,742.	NONE	38,402.
25 Contributions, gifts, grants paid	377,113.			377,113.
26 Total expenses and disbursements. Add lines 24 and 25	488,637.	54,742.		415,515.
27 Subtract line 26 from line 12.	417,379.			
a Excess of revenue over expenses and disbursements		851,274.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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

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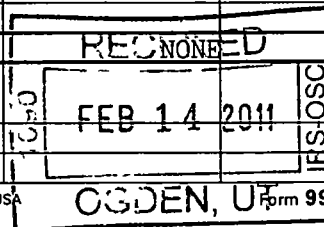
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Operating and Administrative Expenses

Revenue



P 7

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		2,745.	1,404.	1,404.
	2	Savings and temporary cash investments		358,006.	348,234.	348,234.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule) STMT 7		1,244,022.	333,126.	337,296.
	b	Investments - corporate stock (attach schedule) STMT 8		1,906,041.	852,537.	2,285,663.
	c	Investments - corporate bonds (attach schedule) STMT 9		716,684.	562,708.	487,911.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule) STMT 10		370,021.	2,578,925.	2,860,423.
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ STMT 11)		153,772.	174,267.	174,267.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,751,291.	4,851,201.	6,495,198.	
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 ▶ <input type="checkbox"/>					
	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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		4,761,140.	4,851,201.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		534,377.		
	29	Retained earnings, accumulated income, endowment, or other funds		-544,226.		
	30	Total net assets or fund balances (see page 17 of the instructions)		4,751,291.	4,851,201.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		4,751,291.	4,851,201.		

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	4,751,291.
2	Enter amount from Part I, line 27a	2	417,379.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	52,991.
4	Add lines 1, 2, and 3	4	5,221,661.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	370,460.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,851,201.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	680,734.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> 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. </div> </div>					

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	261,461.	6,390,407.	0.04091460841
2007	583,155.	7,281,198.	0.08009052906
2006	357,398.	7,341,416.	0.04868243402
2005	382,429.	7,425,671.	0.05150093507
2004	398,174.	7,609,099.	0.05232866598
2 Total of line 1, column (d)			2 0.27351717254
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 0.05470343451
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 6,073,251.
5 Multiply line 4 by line 3			5 332,228.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,513.
7 Add lines 5 and 6			7 340,741.
8 Enter qualifying distributions from Part XII, line 4			8 415,515.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)		1	8,513.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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)			
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	8,513.
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	8,513.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	10,672.	
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	10,672.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	14.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,145.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	2,129. Refunded	16.

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)? 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		X
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? If "Yes," attach a detailed description of the activities		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		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? If "Yes," attach the statement required by General Instruction T		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?	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 14		
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

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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 ▶ <u>N/A</u> | | | | |
| 14 | The books are in care of ▶ <u>LCNB NATIONAL BANK</u> | Telephone no ▶ <u>(513) 932-1414</u> | | |
| | Located at ▶ <u>18 E. MULBERRY STREET, LEBANON, OH</u> | ZIP + 4 ▶ <u>45036-2204</u> | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here | ▶ <input checked="" type="checkbox"/> | | |
| | 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.

- | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|-----------|----------|
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? | Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | 1b | X |
| 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? | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| If "Yes," list the years <input type="checkbox"/> | | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) | | 2b | X |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here | <input type="checkbox"/> | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | | | |
| | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) | | 3b | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? | | 4b | X |

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No

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 15		90,605.	-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
SEE STATEMENT 16		NONE	NONE	NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 17		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 <u>N/A</u>	
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 <u>N/A</u>	
2	
All other program-related investments See page 24 of the instructions.	
3 <u>NONE</u>	
Total. Add lines 1 through 3	

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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	6,165,140.
b	Average of monthly cash balances	1b	597.
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	6,165,737.
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	6,165,737.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	92,486.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,073,251.
6	Minimum investment return. Enter 5% of line 5	6	303,663.

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	303,663.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	8,513.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,513.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	295,150.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	295,150.
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	295,150.

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	415,515.
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	415,515.
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	8,513.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	407,002.

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				295,150.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			NONE	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	22,767.			
b From 2005	15,626.			
c From 2006	NONE			
d From 2007	225,227.			
e From 2008	NONE			
f Total of lines 3a through e	263,620.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>415,515.</u>				
a Applied to 2008, but not more than line 2a			NONE	
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				295,150.
e Remaining amount distributed out of corpus	120,365.			
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	383,985.			
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			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
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)	22,767.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	361,218.			
10 Analysis of line 9:				
a Excess from 2005	15,626.			
b Excess from 2006	NONE			
c Excess from 2007	225,227.			
d Excess from 2008	NONE			
e Excess from 2009	120,365.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year SEE STATEMENT 19				
Total			3a	377,113.
b Approved for future payment				
Total			3b	

Form 990-PF (2009)

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	225,282.	
		18	680,734.	
			906,016.	

13

906,016

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
----------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

NOT APPLICABLE

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				577.	
52,800.00		10. WYETH PROPERTY TYPE: SECURITIES 26,880.00				01/01/2000 25,920.00	10/20/2009
7,837.00		100. CHEVRON CORP PROPERTY TYPE: SECURITIES 2,375.00				04/30/1992 5,462.00	11/30/2009
7,837.00		100. CHEVRON CORP PROPERTY TYPE: SECURITIES 2,216.00				06/22/1993 5,621.00	11/30/2009
8,586.00		512. DUKE ENERGY CORP PROPERTY TYPE: SECURITIES 2,208.00				06/23/1997 6,378.00	11/30/2009
14,922.00		200. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 3,608.00				12/31/1999 11,314.00	11/30/2009
12,554.00		200. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 2,446.00				06/22/1993 10,108.00	11/30/2009
50,000.00		50000. FHLB 5.0% DUE 12/11/09 PROPERTY TYPE: SECURITIES 50,000.00				12/18/2006	12/11/2009
14,325.00		500. DPL INC PROPERTY TYPE: SECURITIES 5,278.00				04/30/1992 9,047.00	12/14/2009
11,363.00		255. I SHARES DOW SELECT DIVIDEND PROPERTY TYPE: SECURITIES 18,314.00				03/27/2007 -6,951.00	12/14/2009
1,337.00		30. I SHARES DOW SELECT DIVIDEND PROPERTY TYPE: SECURITIES 2,155.00				03/27/2007 -818.00	12/14/2009

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

Kind of Property		Description				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)	
1,079.00		1079.04 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 1,152.00				11/09/2009 -73.00	12/28/2009
2,648.00		2648.09 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 2,827.00				11/09/2009 -179.00	01/25/2010
1,191.00		1191.1 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 1,272.00				11/09/2009 -81.00	02/25/2010
2,702.00		2702.02 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 2,884.00				11/09/2009 -182.00	03/25/2010
100,000.00		100000. FHLB 2.25% DUE 4/9/13 PROPERTY TYPE: SECURITIES 99,920.00				09/17/2009 80.00	04/09/2010
6,031.00		6031.3 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 6,438.00				11/09/2009 -407.00	04/26/2010
4,690.00		200. SPECTRA ENERGY CORP PROPERTY TYPE: SECURITIES 1,243.00				06/23/1997 3,447.00	04/26/2010
22,845.00		22844.77 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 24,387.00				11/09/2009 -1,542.00	05/25/2010
100,000.00		100000. FHLB 4.50% DUE 06/22/2010 PROPERTY TYPE: SECURITIES 98,448.00				10/18/2006 1,552.00	06/22/2010
14,204.00		300. ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 12,609.00				05/03/2004 1,595.00	06/24/2010
34,289.00		500. BHP BILLITON LTD ADR PROPERTY TYPE: SECURITIES 19,239.00				02/06/2006 15,050.00	06/24/2010

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

Kind of Property		Description				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)	
54,785.00		50000. CAMPBELL SOUP CO 4.875% DUE 10/1/ PROPERTY TYPE: SECURITIES 50,395.00				11/24/2008 4,390.00	06/24/2010
31,869.00		500. CATERPILLAR INC PROPERTY TYPE: SECURITIES 12,800.00				02/23/2009 19,069.00	06/24/2010
86,245.00		1200. CHEVRON CORP PROPERTY TYPE: SECURITIES 26,590.00				06/22/1993 59,655.00	06/24/2010
15,623.00		300. COCA COLA CO PROPERTY TYPE: SECURITIES 12,736.00				02/23/2009 2,887.00	06/24/2010
86.00		3.5 DPL INC PROPERTY TYPE: SECURITIES 63.00				01/27/1998 23.00	06/24/2010
48,963.00		1996.5 DPL INC PROPERTY TYPE: SECURITIES 21,074.00				04/30/1992 27,889.00	06/24/2010
23,648.00		600. DANAHER CORP PROPERTY TYPE: SECURITIES 13,886.00				05/03/2004 9,762.00	06/24/2010
53,451.00		50000. JOHN DEERE 4.50% DUE 4/3/13 PROPERTY TYPE: SECURITIES 52,554.00				09/17/2009 897.00	06/24/2010
27,755.00		25000. DELL INC 5.625% DUE 4/15/14 PROPERTY TYPE: SECURITIES 26,629.00				07/27/2009 1,126.00	06/24/2010
52,358.00		50000. DISNEY 5.70% DUE 7/15/11 PROPERTY TYPE: SECURITIES 50,329.00				10/17/2008 2,029.00	06/24/2010
7,382.00		200. DU PONT E I DE NEMOURS & CO COM PROPERTY TYPE: SECURITIES 8,618.00				05/03/2004 -1,236.00	06/24/2010

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)	
19.00		1.2 DUKE ENERGY CORP PROPERTY TYPE: SECURITIES 16.00					06/26/1997 3.00	06/24/2010
64,159.00		3978. DUKE ENERGY CORP PROPERTY TYPE: SECURITIES 36,304.00					04/30/1992 27,855.00	06/24/2010
56,785.00		3520.8 DUKE ENERGY CORP PROPERTY TYPE: SECURITIES 15,182.00					06/23/1997 41,603.00	06/24/2010
139,874.00		2300. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 41,492.00					12/31/1999 98,382.00	06/24/2010
50,020.00		50000. FHLMC 3.50% DUE 8/18/14 PROPERTY TYPE: SECURITIES 50,139.00					09/17/2009 -119.00	06/24/2010
24,971.00		25000. FFCB 2.84% DUE 12/1/14 PROPERTY TYPE: SECURITIES 25,070.00					12/03/2009 -99.00	06/24/2010
24,925.00		25000. FFCB 3.625% DUE 7/28/15 PROPERTY TYPE: SECURITIES 25,071.00					07/29/2009 -146.00	06/24/2010
49,970.00		50000. FFCB 1.95% DUE 9/17/12 PROPERTY TYPE: SECURITIES 50,006.00					09/17/2009 -36.00	06/24/2010
75,578.00		75000. FHLB 3.66% DUE 09/30/2010 PROPERTY TYPE: SECURITIES 73,576.00					10/05/2004 2,002.00	06/24/2010
125,150.00		125000. FHLB 4.375% DUE 07/13/2010 PROPERTY TYPE: SECURITIES 124,466.00					07/15/2005 684.00	06/24/2010
52,610.00		50000. FHLB 5.0% DUE 9/9/11 PROPERTY TYPE: SECURITIES 50,279.00					09/25/2007 2,331.00	06/24/2010

**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)	
51,550.00		50000. FHLB 5.0% DUE 03/11/11 PROPERTY TYPE: SECURITIES 50,215.00					09/12/2007 1,335.00	06/24/2010
53,428.00		50000. FHLB 3.625% DUE 05/29/13 PROPERTY TYPE: SECURITIES 52,054.00					03/02/2009 1,374.00	06/24/2010
107,425.00		100000. FHLMC 4.125% DUE 12/21/12 PROPERTY TYPE: SECURITIES 100,396.00					10/17/2008 7,029.00	06/24/2010
16,186.00		125. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES 10,750.00					02/23/2009 5,436.00	06/24/2010
28,344.00		745. I SHARES MSCI PACIFIC INDEX FUND PROPERTY TYPE: SECURITIES 24,120.00					11/07/2005 4,224.00	06/24/2010
39,469.00		1000. I SHARES MSCI EMERGING MKT PROPERTY TYPE: SECURITIES 21,893.00					11/24/2008 17,576.00	06/24/2010
63,806.00		1300. ISHARES MSCI EAFE INDEX PROPERTY TYPE: SECURITIES 61,713.00					10/14/2008 2,093.00	06/24/2010
80,517.00		1250. I SHARES RUSSELL 3000 INDEX PROPERTY TYPE: SECURITIES 70,853.00					10/14/2008 9,664.00	06/24/2010
48,310.00		750. I SHARES RUSSELL 3000 INDEX PROPERTY TYPE: SECURITIES 35,800.00					11/24/2008 12,510.00	06/24/2010
17,708.00		300. I SHARES S&P 600 GROWTH FUND PROPERTY TYPE: SECURITIES 20,115.00					03/27/2007 -2,407.00	06/24/2010
11,796.00		200. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 10,818.00					02/23/2009 978.00	06/24/2010

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)	
39,709.00		500. LOCKHEED MARTIN CORP PROPERTY TYPE: SECURITIES 24,569.00					01/22/2002 15,140.00	06/24/2010
29,480.00		750. MCCORMICK & CO INC PROPERTY TYPE: SECURITIES 22,988.00					02/06/2006 6,492.00	06/24/2010
26,447.00		25000. MERRILL LYNCH 6.05% DUE 8/15 /12 PROPERTY TYPE: SECURITIES 25,297.00					05/20/2008 1,150.00	06/24/2010
26,447.00		25000. MERRILL LYNCH 6.05% DUE 8/15 /12 PROPERTY TYPE: SECURITIES 25,244.00					05/20/2008 1,203.00	06/24/2010
12,720.00		500. MICROSOFT CORP PROPERTY TYPE: SECURITIES 13,615.00					02/06/2006 -895.00	06/24/2010
7,682.00		110. NIKE INC CL B PROPERTY TYPE: SECURITIES 4,964.00					10/16/2006 2,718.00	06/24/2010
12,570.00		180. NIKE INC CL B PROPERTY TYPE: SECURITIES 8,121.00					10/16/2006 4,449.00	06/24/2010
12,852.00		878.24 PFIZER INC PROPERTY TYPE: SECURITIES 14,128.00					02/23/2009 -1,276.00	06/24/2010
10,211.00		697.76 PFIZER INC PROPERTY TYPE: SECURITIES 10,242.00					02/23/2009 -31.00	06/24/2010
140,449.00		2300. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 28,132.00					06/22/1993 112,317.00	06/24/2010
27,612.00		25000. AT&T 5.10% DUE 9/15/14 PROPERTY TYPE: SECURITIES 25,427.00					02/24/2009 2,185.00	06/24/2010

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

Kind of Property		Description				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)	
30,579.00		500. JM SMUCKER CO NEW PROPERTY TYPE: SECURITIES 18,220.00				08/12/2002 12,359.00	06/24/2010
33,279.00		1000. SOUTHERN COMPANY PROPERTY TYPE: SECURITIES 28,600.00				08/12/2002 4,679.00	06/24/2010
12.00		.6 SPECTRA ENERGY CORP PROPERTY TYPE: SECURITIES 12.00				06/26/1997	06/24/2010
41,346.00		1989. SPECTRA ENERGY CORP PROPERTY TYPE: SECURITIES 26,171.00				04/30/1992 15,175.00	06/24/2010
42,955.00		2066.4 SPECTRA ENERGY CORP PROPERTY TYPE: SECURITIES 12,847.00				06/23/1997 30,108.00	06/24/2010
25,880.00		500. TEVA PHARMACEUTICALS PROPERTY TYPE: SECURITIES 15,220.00				05/03/2004 10,660.00	06/24/2010
6,869.00		300. US BANCORP PROPERTY TYPE: SECURITIES 7,716.00				05/03/2004 -847.00	06/24/2010
8,768.00		300. VERIZON COMMUNICATIONS PROPERTY TYPE: SECURITIES 9,170.00				07/27/2009 -402.00	06/24/2010
10,478.00		200. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES 11,221.00				02/23/2009 -743.00	06/24/2010
1,619.00		1619.31 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 1,729.00				11/09/2009 -110.00	06/25/2010
12,490.00		422.245 DODGE & COX INTERNATIONAL STOCK PROPERTY TYPE: SECURITIES 20,500.00				05/22/2007 -8,010.00	06/28/2010

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)	
33,556.00		1134.43 DODGE & COX INTERNATIONAL STOCK PROPERTY TYPE: SECURITIES 20,000.00					02/24/2009 13,556.00	06/28/2010
94,253.00		8378. PIMCO TOTAL RETURN INSTITUTI ONAL PROPERTY TYPE: SECURITIES 88,388.00					07/29/2008 5,865.00	06/28/2010
11,750.00		1000. LCNB CORP PROPERTY TYPE: SECURITIES 2,938.00					04/30/1992 8,812.00	06/29/2010
125,000.00		125000. FHLB 4.375% DUE 07/13/2010 PROPERTY TYPE: SECURITIES 124,466.00					07/15/2005 534.00	07/13/2010
		.0278 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					07/27/2009	07/14/2010
2,059.00		2058.6 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 2,198.00					11/09/2009 -139.00	07/26/2010
50,000.00		50000. FFCB 3.625% DUE 7/28/15 PROPERTY TYPE: SECURITIES 50,153.00					07/29/2009 -153.00	07/28/2010
50,000.00		50000. FHLMC 3.50% DUE 8/18/14 PROPERTY TYPE: SECURITIES 50,000.00					09/17/2009	08/18/2010
1,360.00		1360.01 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 1,452.00					11/09/2009 -92.00	08/25/2010
50,000.00		50000. FFCB 1.95% DUE 9/17/12 PROPERTY TYPE: SECURITIES 50,000.00					09/17/2009	09/17/2010
1,112.00		1111.5 FNR 2007-68 KA 6% DUE 12/25/ 33 PROPERTY TYPE: SECURITIES 1,187.00					11/09/2009 -75.00	09/27/2010

**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)	
75,000.00		75000. FHLB 3.66% DUE 09/30/2010 PROPERTY TYPE: SECURITIES 73,576.00					10/05/2004 1,424.00	09/30/2010
TOTAL GAIN(LOSS)					----- 680,734. =====	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABBOTT LABORATORIES	1,044.	1,044.
BHP BILLITON LTD ADR	840.	840.
BLACKROCK TEMP FUND	362.	362.
CAMPBELL SOUP CO 4.875% DUE 10/1/13	5,245.	5,245.
CATERPILLAR INC	1,480.	1,480.
CHEVRON CORP	5,712.	5,712.
COCA COLA CO	1,190.	1,190.
DPL INC	3,711.	3,711.
DANAHER CORP	90.	90.
JOHN DEERE 4.50% DUE 4/3/13	1,680.	1,680.
DELL INC 5.625% DUE 4/15/14	2,353.	2,353.
DISNEY 5.70% DUE 7/15/11	5,135.	5,135.
DODGE & COX INTERNATIONAL STOCK FUND	765.	765.
DU PONT E I DE NEMOURS & CO COM	1,066.	1,066.
DUKE ENERGY CORP	11,313.	11,313.
EXXON MOBIL CORP	6,468.	6,468.
FHLMC 3.50% DUE 8/18/14	1,589.	1,589.
FAMCA 3.875% DUE 8/19/11	445.	445.
FFCB 2.84% DUE 12/1/14	568.	568.
FFCB 3.625% DUE 7/28/15	2,597.	2,597.
FFCB 1.95% DUE 9/17/12	1,679.	1,679.
FHLB 3.66% DUE 09/30/2010	4,766.	4,766.
FHLB 4.50% DUE 06/22/2010	4,500.	4,500.
FHLB 4.375% DUE 07/13/2010	10,664.	10,664.
FHLB 5.0% DUE 9/9/11	4,114.	4,114.
FHLB 5.0% DUE 12/11/09	1,250.	1,250.
FHLB 5.0% DUE 03/11/11	4,149.	4,149.
FHLB 3.625% DUE 05/29/13	2,387.	2,387.
FHLB 2.25% DUE 4/9/13	1,125.	1,125.
FHLMC 4.125% DUE 12/21/12	4,013.	4,013.
FHR 2531 PL 5.50% DUE 11/15/ 2031	911.	911.
FNR 2007-68 KA 6% DUE 12/25/ 33	2,658.	2,658.

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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FRONTIER COMMUNICATIONS CORP	32.	32.
GENERAL ELEC CO	400.	400.
HC CORE FIXED INCOME	2,017.	2,017.
HC FIXED INCOME OPPORTUNITY PORTFOLIO	4,048.	4,048.
HC COMMODITY RELATED SECURITIES PORTFOLIO	68.	68.
HC REAL ESTATE SECURITIES PORTFOLIO	331.	331.
HC INSTL VALUE EQUITY PORTFOLIO	1,072.	1,072.
HC FIXED INCOME PORTFOLIO	2,395.	2,395.
HC INSTL SMALL CAP EQUITY PORTFOLIO	59.	59.
HC INSTL GROWTH EQUITY PORTFOLIO	595.	595.
INTERNATIONAL BUSINESS MACHS	699.	699.
I SHARES MSCI PACIFIC INDEX FUND	2,122.	2,122.
I SHARES MSCI EMERGING MKT	1,290.	1,290.
ISHARES MSCI EAFE INDEX	3,631.	3,631.
I SHARES RUSSELL 3000 INDEX	2,068.	2,068.
I SHARES S&P 600 GROWTH FUND	84.	84.
JOHNSON & JOHNSON	922.	922.
LCNB CORP	62,560.	62,560.
LOCKHEED MARTIN CORP	2,205.	2,205.
MCCORMICK & CO INC	1,335.	1,335.
MERRILL LYNCH 6.05% DUE 8/15 /12	6,776.	6,776.
MICROSOFT CORP	715.	715.
NIKE INC CL B	731.	731.
PIMCO TOTAL RETURN INSTITUTIONAL CLASS	5,676.	5,676.
PFIZER INC	2,220.	2,220.
PROCTER & GAMBLE CO	8,751.	8,751.
SBC 6.25% 03/15/11	1,143.	1,143.
AT&T 5.10% DUE 9/15/14	2,139.	2,139.
SHELL OIL 4.0% DUE 3/21/14	177.	177.
JM SMUCKER CO NEW	1,300.	1,300.
SOUTHERN COMPANY	3,115.	3,115.
SPECTRA ENERGY CORP	6,142.	6,142.
TEVA PHARMACEUTICALS	612.	612.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
US BANCORP	225.	225.
VERIZON COMMUNICATIONS	1,758.	1,758.
	-----	-----
TOTAL	225,282.	225,282.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - INCOME (ALLOCABLE	80.			80.
TOTALS	80.	NONE	NONE	80.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-INCOME	2,080.	2,080.
TOTALS	2,080.	2,080.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES		76.
FEDERAL TAX PAYMENT - PRIOR YE	76.	
FEDERAL ESTIMATES - INCOME	7,708.	
FOREIGN TAXES ON QUALIFIED FOR	10,672.	
FOREIGN TAXES ON NONQUALIFIED	288.	288.
	15.	15.
	-----	-----
TOTALS	18,759.	379.
	=====	=====

THE LOEB FOUNDATION LCNB-005310R

31-6225986

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

DESCRIPTION

US GOVT AGENCIES

TOTALS

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STATEMENT 7

THE LOEB FOUNDATION LCNB-005310R
FORM 990PF, PART II - CORPORATE STOCK
=====

31-6225986

DESCRIPTION

CORPORATE STOCK

TOTALS

THE LOEB FOUNDATION LCNB-005310R
FORM 990PF, PART II - CORPORATE BONDS
=====

31-6225986

DESCRIPTION

CORPORATE BONDS

TOTALS

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STATEMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV		ENDING FMV
	C	OR F	
-----			---
ESCROW ACCTS FOR REAL ESTATE C			
MUTUAL FUNDS C			
	2,578,925.		2,860,423.
	-----		-----
TOTALS	2,578,925.		2,860,423.
	=====		=====

THE LOEB FOUNDATION LCNB-005310R

31-6225986

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
LOAN ALLOWS AGED STAY IN HOME	174,267.	174,267.
	-----	-----
TOTALS	174,267.	174,267.
	=====	=====

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

DESCRIPTION -----	AMOUNT -----
ADJUSTMENT OF LOANS, RESET NEW LOANS	52,991.

TOTAL	52,991.
	=====

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

DESCRIPTION -----	AMOUNT -----
REDUCTION OF ESCROW ACCOUNT	370,021.
ACCRUED INTEREST PAID IN PREVIOUS YEAR	439.

TOTAL	370,460.
	=====

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

OH

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

OFFICER NAME:

LCNB NATIONAL BANK

ADDRESS:

P.O BOX 59

LEBANON, OH 45036-0059

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 57,049.

OFFICER NAME:

MICHAEL FOLEY

ADDRESS:

P.O. BOX 429

WAYNESVILLE, OH 45068-0429

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 33,556.

TOTAL COMPENSATION:

90,605.

=====

THE LOEB FOUNDATION LCNB-005310R

31-6225986

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

=====

EMPLOYEE NAME:

NONE

STATEMENT 16

XD576 2000

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45 -

THE LOEB FOUNDATION LCNB-005310R

31-6225986

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

=====

NAME:

NONE

STATEMENT 17

THE LOEB FOUNDATION LCNB-005310R
FORM 990PF, PART XV - LINES 2a - 2d
=====

31-6225986

RECIPIENT NAME:

LCNB NATIONAL BANK

ADDRESS:

P.O. BOX 59

LEBANON, OH 45036-0059

RECIPIENT'S PHONE NUMBER: 513-932-1414

FORM, INFORMATION AND MATERIALS:

LETTER DESCRIBING REASON AND AMOUNT FOR
STAY IN HOME

SUBMISSION DEADLINES:

NONE FOR STAY AT HOME. AUGUST 30TH FOR OTHERS

RESTRICTIONS OR LIMITATIONS ON AWARDS:

POLICE AND FIRE AWARDS ONLY FOR WARREN CO.

STRONG PREFERENCE FOR ALL OTHERS TO BE THERE ALSO

STATEMENT 18

RECIPIENT NAME:
LOEB FIRE PROTECTION GRANTS
ADDRESS:
P.O. BOX 59
LEBANON, OH 45036
AMOUNT OF GRANT PAID 179,459.

RECIPIENT NAME:
LOEB POLICE PROTECTION GRANTS
ADDRESS:
P.O. BOX 59
LEBANON, OH 45036
AMOUNT OF GRANT PAID 26,519.

RECIPIENT NAME:
LOEB STAY IN HOME GRANTS
ADDRESS:
P.O. BOX 59
LEBANON, OH 45036
AMOUNT OF GRANT PAID 171,135.

TOTAL GRANTS PAID: 377,113.
=====

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

THE LOEB FOUNDATION LCNB-005310R

Employer identification number

31-6225986

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	-1,732.
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	-1,732.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			577.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	681,889.
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	682,466.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		-1,732.
14 Net long-term gain or (loss):			
a Total for year	14a		682,466.
b Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		680,734.

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:	16	()
a The loss on line 15, column (3) or b \$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? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> 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? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> 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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust

THE LOEB FOUNDATION LCNB-005310R

Employer identification number

31-6225986

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1079.04 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	12/28/2009	1,079.00	1,152.00	-73.00
2648.09 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	01/25/2010	2,648.00	2,827.00	-179.00
1191.1 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	02/25/2010	1,191.00	1,272.00	-81.00
2702.02 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	03/25/2010	2,702.00	2,884.00	-182.00
100000. FHLB 2.25% DUE 4/9/13	09/17/2009	04/09/2010	100,000.00	99,920.00	80.00
6031.3 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	04/26/2010	6,031.00	6,438.00	-407.00
22844.77 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	05/25/2010	22,845.00	24,387.00	-1,542.00
50000. JOHN DEERE 4.50% DUE 4/3/13	09/17/2009	06/24/2010	53,451.00	52,554.00	897.00
25000. DELL INC 5.625% DUE 4/15/14	07/27/2009	06/24/2010	27,755.00	26,629.00	1,126.00
50000. FHLMC 3.50% DUE 8/18/14	09/17/2009	06/24/2010	50,020.00	50,139.00	-119.00
25000. FFCB 2.84% DUE 12/1/14	12/03/2009	06/24/2010	24,971.00	25,070.00	-99.00
25000. FFCB 3.625% DUE 7/28/15	07/29/2009	06/24/2010	24,925.00	25,071.00	-146.00
50000. FFCB 1.95% DUE 9/17/12	09/17/2009	06/24/2010	49,970.00	50,006.00	-36.00
300. VERIZON COMMUNICATION S	07/27/2009	06/24/2010	8,768.00	9,170.00	-402.00
1619.31 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	06/25/2010	1,619.00	1,729.00	-110.00
2058.6 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	07/26/2010	2,059.00	2,198.00	-139.00
50000. FFCB 3.625% DUE 7/28/15	07/29/2009	07/28/2010	50,000.00	50,153.00	-153.00
50000. FHLMC 3.50% DUE 8/18/14	09/17/2009	08/18/2010	50,000.00	50,000.00	
1360.01 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	08/25/2010	1,360.00	1,452.00	-92.00
50000. FFCB 1.95% DUE 9/17/12	09/17/2009	09/17/2010	50,000.00	50,000.00	
1111.5 FNR 2007-68 KA 6% DUE 12/25/ 33	11/09/2009	09/27/2010	1,112.00	1,187.00	-75.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b -1,732.00

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

THE LOEB FOUNDATION LCNB-005310R

31-6225986

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 10. WYETH	01/01/2000	10/20/2009	52,800.00	26,880.00	25,920.00
100. CHEVRON CORP	04/30/1992	11/30/2009	7,837.00	2,375.00	5,462.00
100. CHEVRON CORP	06/22/1993	11/30/2009	7,837.00	2,216.00	5,621.00
512. DUKE ENERGY CORP	06/23/1997	11/30/2009	8,586.00	2,208.00	6,378.00
200. EXXON MOBIL CORP	12/31/1999	11/30/2009	14,922.00	3,608.00	11,314.00
200. PROCTER & GAMBLE CO	06/22/1993	11/30/2009	12,554.00	2,446.00	10,108.00
50000. FHLB 5.0% DUE 12/11/09	12/18/2006	12/11/2009	50,000.00	50,000.00	
500. DPL INC	04/30/1992	12/14/2009	14,325.00	5,278.00	9,047.00
255. I SHARES DOW SELECT DIVIDEND	03/27/2007	12/14/2009	11,363.00	18,314.00	-6,951.00
30. I SHARES DOW SELECT DIVIDEND	03/27/2007	12/14/2009	1,337.00	2,155.00	-818.00
200. SPECTRA ENERGY CORP	06/23/1997	04/26/2010	4,690.00	1,243.00	3,447.00
100000. FHLB 4.50% DUE 06/22/2010	10/18/2006	06/22/2010	100,000.00	98,448.00	1,552.00
300. ABBOTT LABORATORIES	05/03/2004	06/24/2010	14,204.00	12,609.00	1,595.00
500. BHP BILLITON LTD ADR	02/06/2006	06/24/2010	34,289.00	19,239.00	15,050.00
50000. CAMPBELL SOUP CO 4.875% DUE 10/1/13	11/24/2008	06/24/2010	54,785.00	50,395.00	4,390.00
500. CATERPILLAR INC	02/23/2009	06/24/2010	31,869.00	12,800.00	19,069.00
1200. CHEVRON CORP	06/22/1993	06/24/2010	86,245.00	26,590.00	59,655.00
300. COCA COLA CO	02/23/2009	06/24/2010	15,623.00	12,736.00	2,887.00
3.5 DPL INC	01/27/1998	06/24/2010	86.00	63.00	23.00
1996.5 DPL INC	04/30/1992	06/24/2010	48,963.00	21,074.00	27,889.00
600. DANAHER CORP	05/03/2004	06/24/2010	23,648.00	13,886.00	9,762.00
50000. DISNEY 5.70% DUE 7/15/11	10/17/2008	06/24/2010	52,358.00	50,329.00	2,029.00
200. DU PONT E I DE NEMOURS & CO COM	05/03/2004	06/24/2010	7,382.00	8,618.00	-1,236.00
1.2 DUKE ENERGY CORP	06/26/1997	06/24/2010	19.00	16.00	3.00
3978. DUKE ENERGY CORP	04/30/1992	06/24/2010	64,159.00	36,304.00	27,855.00

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

THE LOEB FOUNDATION LCNB-005310R

31-6225986

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 3520.8 DUKE ENERGY CORP	06/23/1997	06/24/2010	56,785.00	15,182.00	41,603.00
2300. EXXON MOBIL CORP	12/31/1999	06/24/2010	139,874.00	41,492.00	98,382.00
75000. FHLB 3.66% DUE 09/30/2010	10/05/2004	06/24/2010	75,578.00	73,576.00	2,002.00
125000. FHLB 4.375% DUE 07/13/2010	07/15/2005	06/24/2010	125,150.00	124,466.00	684.00
50000. FHLB 5.0% DUE 9/9/11	09/25/2007	06/24/2010	52,610.00	50,279.00	2,331.00
50000. FHLB 5.0% DUE 03/11/11	09/12/2007	06/24/2010	51,550.00	50,215.00	1,335.00
50000. FHLB 3.625% DUE 05/29/13	03/02/2009	06/24/2010	53,428.00	52,054.00	1,374.00
100000. FHLMC 4.125% DUE 12/21/12	10/17/2008	06/24/2010	107,425.00	100,396.00	7,029.00
125. INTERNATIONAL BUSINESS MACHS	02/23/2009	06/24/2010	16,186.00	10,750.00	5,436.00
745. I SHARES MSCI PACIFIC INDEX FUND	11/07/2005	06/24/2010	28,344.00	24,120.00	4,224.00
1000. I SHARES MSCI EMERGING MKT	11/24/2008	06/24/2010	39,469.00	21,893.00	17,576.00
1300. ISHARES MSCI EAFE INDEX	10/14/2008	06/24/2010	63,806.00	61,713.00	2,093.00
1250. I SHARES RUSSELL 3000 INDEX	10/14/2008	06/24/2010	80,517.00	70,853.00	9,664.00
750. I SHARES RUSSELL 3000 INDEX	11/24/2008	06/24/2010	48,310.00	35,800.00	12,510.00
300. I SHARES S&P 600 GROWTH FUND	03/27/2007	06/24/2010	17,708.00	20,115.00	-2,407.00
200. JOHNSON & JOHNSON	02/23/2009	06/24/2010	11,796.00	10,818.00	978.00
500. LOCKHEED MARTIN CORP	01/22/2002	06/24/2010	39,709.00	24,569.00	15,140.00
750. MCCORMICK & CO INC	02/06/2006	06/24/2010	29,480.00	22,988.00	6,492.00
25000. MERRILL LYNCH 6.05% DUE 8/15 /12	05/20/2008	06/24/2010	26,447.00	25,297.00	1,150.00
25000. MERRILL LYNCH 6.05% DUE 8/15 /12	05/20/2008	06/24/2010	26,447.00	25,244.00	1,203.00
500. MICROSOFT CORP	02/06/2006	06/24/2010	12,720.00	13,615.00	-895.00
110. NIKE INC CL B	10/16/2006	06/24/2010	7,682.00	4,964.00	2,718.00
180. NIKE INC CL B	10/16/2006	06/24/2010	12,570.00	8,121.00	4,449.00
878.24 PFIZER INC	02/23/2009	06/24/2010	12,852.00	14,128.00	-1,276.00
697.76 PFIZER INC	02/23/2009	06/24/2010	10,211.00	10,242.00	-31.00

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

31-6225986

(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 2300. PROCTER & GAMBLE CO	06/22/1993	06/24/2010	140,449.00	28,132.00	112,317.00
25000. AT&T 5.10% DUE 9/15/14	02/24/2009	06/24/2010	27,612.00	25,427.00	2,185.00
500. JM SMUCKER CO NEW	08/12/2002	06/24/2010	30,579.00	18,220.00	12,359.00
1000. SOUTHERN COMPANY	08/12/2002	06/24/2010	33,279.00	28,600.00	4,679.00
.6 SPECTRA ENERGY CORP	06/26/1997	06/24/2010	12.00	12.00	
1989. SPECTRA ENERGY CORP	04/30/1992	06/24/2010	41,346.00	26,171.00	15,175.00
2066.4 SPECTRA ENERGY CORP	06/23/1997	06/24/2010	42,955.00	12,847.00	30,108.00
500. TEVA PHARMACEUTICALS	05/03/2004	06/24/2010	25,880.00	15,220.00	10,660.00
300. US BANCORP	05/03/2004	06/24/2010	6,869.00	7,716.00	-847.00
200. TRANSOCEAN LTD	02/23/2009	06/24/2010	10,478.00	11,221.00	-743.00
422.245 DODGE & COX INTERNATIONAL STOCK FUND	05/22/2007	06/28/2010	12,490.00	20,500.00	-8,010.00
1134.43 DODGE & COX INTERNATIONAL STOCK FUND	02/24/2009	06/28/2010	33,556.00	20,000.00	13,556.00
8378. PIMCO TOTAL RETURN INSTITUTI ONAL CLASS	07/29/2008	06/28/2010	94,253.00	88,388.00	5,865.00
1000. LCNB CORP	04/30/1992	06/29/2010	11,750.00	2,938.00	8,812.00
125000. FHLB 4.375% DUE 07/13/2010	07/15/2005	07/13/2010	125,000.00	124,466.00	534.00
75000. FHLB 3.66% DUE 09/30/2010	10/05/2004	09/30/2010	75,000.00	73,576.00	1,424.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					681,889.00

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FEDERAL CAPITAL GAIN DIVIDENDS
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO TOTAL RETURN INSTITUTI ONAL CLASS	347.00	
	229.00	

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		577.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		577.00
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