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Department of the Treasury
Internal Revenue ServiceReturn 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 9/30, 2010

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

Use the IRS label Otherwise, print or type See Specific Instructions	PHILIP S. HARPER FOUNDATION PO BOX 86 WESTON, VT 05161		A Employer identification number 36-6049875
			B Telephone number (see the instructions) (802) 824-3139
			C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 6,175,595.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 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 (att sch)				
2	Ch <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	50,992.	50,992.	N/A	
4	Dividends and interest from securities	56,768.	56,768.		
5a	Gross rents				
b	Net rental income or (loss)		Statement 1		
6a	Net gain/(loss) from sale of assets not on line 10	-147,362.			
b	Gross sales price for all assets on line 6a 745,158.				
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	-39,602.	107,760.		
13	Compensation of officers, directors, trustees, etc	30,000.	3,750.		26,250.
14	Other employee salaries and wages	10,000.	1,250.		8,750.
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 2	8,500.	4,250.		4,250.
c	Other prof fees (attach sch)				
17	Interest	7.	7.		
18	Other (attach schedule) (see instr) See Stm 3	3,546.	965.		2,581.
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 4	21,211.	19,958.		1,253.
24	Total operating and administrative expenses. Add lines 13 through 23	73,264.	30,180.		43,084.
25	Contributions, gifts, grants paid Part XV	274,500.			274,500.
26	Total expenses and disbursements. Add lines 24 and 25	347,764.	30,180.		317,584.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-387,366.			
b	Net investment income (if negative, enter 0)		77,580.		
c	Adjusted net income (if negative, enter 0)				

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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
A S S E T S	1 Cash — non-interest-bearing		52.	52.
	2 Savings and temporary cash investments	366,601.	249,421.	250,623.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments — U.S. and state government obligations (attach schedule)	87,372.	87,372.	97,156.
	b Investments — corporate stock (attach schedule)	2,420,612.	2,486,623.	3,313,646.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	3,030,871.	2,694,848.	2,514,118.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	5,905,456.	5,518,316.	6,175,595.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses		225.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)		1.	
	23 Total liabilities (add lines 17 through 22)	0.	226.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	5,905,456.	5,518,090.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	5,905,456.	5,518,090.	
	31 Total liabilities and net assets/fund balances (see the instructions)	5,905,456.	5,518,316.	

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	5,905,456.
2 Enter amount from Part I, line 27a	2	-387,366.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	5,518,090.
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	5,518,090.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a N/A				
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 (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		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 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 (column (b) divided by column (c))
2008	201,775.	4,988,286.	0.040450
2007	386,426.	7,877,252.	0.049056
2006	382,692.	7,906,249.	0.048404
2005	424,074.	7,667,670.	0.055307
2004	352,920.	7,417,417.	0.047580

2 Total of line 1, column (d)	2	0.240797
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	0.048159
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,878,417.
5 Multiply line 4 by line 3	5	283,099.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	776.
7 Add lines 5 and 6	7	283,875.
8 Enter qualifying distributions from Part XII, line 4	8	317,584.

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

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

1 a 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 letter if necessary - see instr.)		1	776.
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, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	776.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	776.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	9,649.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,649.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,873.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	0.	
		8,873.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 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 <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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
4 a 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)		
IL		
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)? 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 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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ANDREW HARPER</u> Telephone no <u>(802) 824-3139</u> Located at <u>PO BOX 86 WESTON VT</u> ZIP + 4 <u>05161</u>			
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 <u>15</u>	N/A		N/A

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?	<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 type="checkbox"/> Yes <input checked="" 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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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 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 instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
LAMAR WILLIAMS 105 WILD FERN DRIVE LONGWOOD, FL 32779	President 0	0.	0.	0.
KIRK WILLIAMS 4906 RED BRICK RUN SANFORD, FL 32771	VICE PRESIDE 0	0.	0.	0.
ANDREW HARPER PO BOX 96 WESTON, VT 05161	SECY/TREAS 15.00	30,000.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BOWEN & BOWEN 445 S. FRONTAGE ROAD BURR RIDGE, IL 60527	ACCOUNTING & TAX	8,500.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	5,888,554.
b Average of monthly cash balances	1b	79,382.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	5,967,936.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,967,936.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	89,519.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,878,417.
6 Minimum investment return. Enter 5% of line 5	6	293,921.

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

1 Minimum investment return from Part X, line 6		1	293,921.
2a Tax on investment income for 2009 from Part VI, line 5	2a	776.	
b Income tax for 2009 (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	776.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	293,145.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	293,145.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	293,145.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	317,584.
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	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	317,584.
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 instructions)	5	776.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	316,808.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				293,145.
2 Undistributed income, if any, at the end of 2007:				
a Enter amount for 2008 only			31,616.	
b Total for prior years 2004 2005 2006		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XIII, line 4: *				
a Applied to 2008, but not more than line 2a			31,616.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				285,968.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 1, 4e, and 5; Subtract line 5.	0.			
b Prior years' undistributed income: Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions.		0.		
e Undistributed income for AOE: Subtract line 4a from line 2a. Taxable amount — see instructions.			0.	
f Undistributed income for 2009: Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				7,177.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(c)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 3 or line 4 (see instructions)	0.			
9 Excess distributions carryover to 2010: Subtract lines 7 and 8 from line 6e.	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

N/A

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

4942(1)(5)

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

None

None

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED ,			SEE SCHEDULE	274,500.
Total				3a 274,500.
<i>b Approved for future payment</i>				
Total				3b

PHILIP S. HARPER FOUNDATION

36-6049875

Statement 1
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	SEE LIST ATTACHED		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
To Whom Sold:			
Gross Sales Price:	745,158.		
Cost or Other Basis:	892,520.		
Basis Method:	Cost		
		Gain (Loss)	-147,362.
		Total	<u>\$ -147,362.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BOWEN & BOWEN	\$ 8,500.	\$ 4,250.		\$ 4,250.
Total	<u>\$ 8,500.</u>	<u>\$ 4,250.</u>		<u>\$ 4,250.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	\$ 423.	\$ 423.		
FRANCHISE	63.	32.		\$ 31.
PAYROLL TAXES	3,060.	510.		2,550.
Total	<u>\$ 3,546.</u>	<u>\$ 965.</u>		<u>\$ 2,581.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
DUES & SUBSCRIPTIONS	\$ 495.	\$ 247.		\$ 248.
INSURANCE	750.	375.		375.
INVESTMENT FEES	18,703.	18,703.		
OFFICE EXPENSES	307.	154.		153.
POSTAGE	223.	112.		111.

2009

Federal Statements

Page 2

PHILIP S. HARPER FOUNDATION

36-6049875

Statement 4 (continued)
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TELEPHONE	\$ 733.	\$ 367.		\$ 366.
Total	<u>\$ 21,211.</u>	<u>\$ 19,958.</u>		<u>\$ 1,253.</u>

PHILIP S. HARPER FOUNDATION
FORM 990-PF TIN 36-6049875
YEAR END SEPTEMBER 30,2010
PART VI CAPITAL GAINS & LOSSES ON INVESTMENT INCOME

ITEM	HOW ACQUIRED	DATE PURCHASE	DATE SOLD	SALE PRICE	COST	GAIN LOSS
FEDERAL HOME LOAN BANK	P	9/10/2007	11/13/2009	50,000	51,937	-1,937
XTO ENERGY	P	VARIOUS	1/22/2010	63,463	44,797 ✓	18,666
ISHARES TR MSCI FUND	P	5/20/2008	2/11/2010	38,504	58,270	-19,766
VANGUARD EMERGING MARKET	P	5/20/2008	2/11/2010	41,990	57,640 ✓	-15,650
GAMESA	P	9/13/2005	3/17/2010	11,871	15,013	-3,142
ISHARES TR MSCI FUND	P	VARIOUS	3/31/2010	122,705	162,838 ✓	-40,133
GOLDMAN SACHS	P	1/22/2010	5/6/2010	35,490	39,235	-3,745
XEROX CORP- BOND	P	12/4/2008	5/15/2010	20,000	19,120 ✓	880
ALTRIA GROUP- BOND	P	2/17/2009	6/22/2010	20,000	20,837 ✓	-837
JOHNSON & JOHNSON	P	VARIOUS	6/25/2010	94,807	105,336	-10,529
MONSANTO	P	VARIOUS	6/25/2010	62,834	148,280	-85,446
STERICYCLE	P	4/2/2002	6/25/2010	19,636	5,031	14,605
SIMON PROPERTIES	P	8/5/2009	8/15/2010	20,000	20,470 ✓	-470
POTASH	P	10/27/2007	8/19/2010	47,941	39,445	8,496
VANGUARD SMALL CAP	P	5/20/2008	8/23/2010	45,916	54,871 ✓	-8,955
INTERNATIONAL LEASE FINANCE	P	6/5/2008	9/1/2010	50,000	49,400	600
TOTAL				<u>745,157</u>	<u>892,520</u>	<u>-147,363</u>

PSH FOUNDATION

Units	Security Description	Timeli news	Safety	Recent P/E	Cost Per Unit	Cost Basis	Market Price 10/30/10	Market Value	% Market Value	Annual Income	Curr Yld./ YTM	Unrealized Gain	Unrealized Loss	Yearly Price Change (%)
Common Stocks														
17,200	VANGUARD EMERGING MKTS ETF	-	-	-	52.400	901,280	45.46	781,912	12.66	16,942.00	2.17			
900	APPLE INC	1	2	20.1	64.254	57,829	283.75	255,375	4.14	0.00		197,546.37	(119,367.95)	10.88
3,160	VANGUARD INDEX FDS SM CP VAL ETF	-	-	-	65.315	206,395	59.70	188,652	3.06	145.36	0.08		(17,742.57)	34.65
2,500	STERecycle INC	3	3	23.8	16.579	41,447	69.48	173,700	2.81	0.00		132,252.89		9.58
3,400	QUALCOMM INC	3	2	16.8	29.733	101,091	45.13	153,451	2.49	2,584.00	1.68	52,359.43		25.94
5,400	ORACLE SYS CORP	2	1	12.7	16.624	89,768	26.85	144,900	2.35	1,080.00	0.75	55,222.01		(2.44)
2,400	SCHEN HENRY INC	2	3	15.8	25.212	60,509	58.58	140,592	2.28	0.00		80,082.60		9.46
2,600	TEVA PHARMACEUTICAL IND LTD ADR	2	1	12	39.077	101,601	127.16	137,150	2.22	1,612.00	1.18	35,548.70		11.37
1,700	BHP BILLITON LTD SPONSORED ADR	3	3	14.6	71.009	120,716	76.32	129,744	2.10	2,958.00	2.28	9,028.35		(6.11)
1,530	BARD C R INC	3	1	14.5	69.248	107,334	81.43	126,217	2.04	1,116.00	0.88	18,882.14		(0.34)
5,600	CISCO SYSTEMS INC	3	1	16.5	15.335	85,877	21.90	122,640	1.99	0.00		36,762.73		4.53
2,200	ISHARES MSCI EAFE INDEX	-	-	-	61.018	134,240	54.92	120,824	1.96	2,978.80	2.47		(13,415.87)	(8.52)
900	IBM	3	1	11.2	115.839	104,255	134.14	120,726	1.96	2,340.00	1.94	16,471.03		(0.65)
2,200	EMERSON ELECTRIC CO	3	1	17.7	46.611	102,543	52.66	115,852	1.88	2,948.00	2.55	13,308.80		2.48
1,250	CORE LABORATORIES N V	2	3	22.5	46.531	58,163	88.04	110,050	1.78	300.00	0.27	51,886.71		23.62
1,350	NOBLE ENERGY INC	4	3	15.0	38.936	52,564	75.09	101,372	1.64	972.00	0.96	48,807.98		49.07
1,250	BECTON DICKINSON & CO	3	1	13.6	81.260	101,574	74.10	92,625	1.50	1,850.00	2.00		(8,949.40)	5.33
2,000	SASOL LTD-SPONSORED ADR	3	-	-	21.130	46,660	44.79	89,580	1.45	2,924.00	3.26	42,920.00		(6.04)
1,469	KINDER MORGAN MGMT-SIS	3	2	35.3	31.335	46,028	60.25	88,500	1.43	0.00		42,472.38		12.14
1,450	PROCTER & GAMBLE CO	3	1	16.8	45.365	65,780	59.97	86,957	1.41	2,794.15	3.21	21,177.00		16.40
1,200	IHS INC	3	3	23.7	17.151	44,584	68.00	81,600	1.32	0.00		37,015.85		(1.09)
2,600	KRAFT FOODS INC CL A	3	1	14.4	28.803	74,888	30.86	80,236	1.30	3,016.00	3.76	5,347.75		24.06
1,700	ITT INDS INC	3	1	11.4	51.699	87,888	46.83	79,611	1.29	1,700.00	2.14		(8,276.50)	13.54
2,200	NOBLE CORPORATION	4	3	4.7	46.845	103,059	33.79	74,338	1.20	583.00	0.78		(28,721.41)	(5.85)
1,200	SCHLUMBERGER	4	2	18.8	60.080	72,096	61.61	71,932	1.20	1,008.00	1.36	1,836.00		(16.98)
1,600	ACCENTURE PLC	3	2	13.4	41.863	66,981	42.49	67,984	1.10	1,440.00	2.12	1,003.30		(5.35)
1,800	VESTAS WIND SYS AS	-	-	-	34.168	61,502	37.74	67,928	1.10	0.00		6,425.44		2.39
2,400	CARMAX INC	2	3	16.3	21.534	51,681	27.86	66,804	1.08	0.00		15,183.03		(38.26)
450	FIRST SOLAR INC	3	3	15.3	112.468	50,611	147.35	66,308	1.07	0.00				14.89
125	GOOGLE INC	3	2	19.6	472.466	59,058	525.79	65,724	1.06	0.00		15,696.94		8.83
250	CME GROUP INC	3	3	20.4	366.769	91,692	260.45	65,113	1.05	1,150.00	1.77	6,665.55		(15.19)
2,600	VODAFONE GROUP INC	3	2	9.9	23.073	59,991	24.81	64,506	1.04	3,299.40	5.12	4,515.05		(22.48)
2,200	AECOM TECHNOLOGY CORP	3	3	11.5	23.540	51,788	24.26	53,172	0.86	0.00				7.45
1,450	SOUTHWESTERN ENERGY CO	3	3	17.5	38.324	55,569	33.44	48,488	0.79	0.00		1,583.62		(11.78)
325	POTASH CORP SASK INC	3	3	15.7	106.014	34,455	144.04	46,813	0.76	130.00	0.28	12,358.33		(30.62)
700	TRANSOCEAN LTD ZUG NAMEN AKT	4	3	5.6	137.110	95,977	64.29	45,003	0.73	0.00				32.76
650	EXXON MOBIL CORP	4	1	10.3	63.223	41,095	61.79	40,164	0.65	1,144.00	2.85		(50,974.18)	(22.36)
250	GOLDMAN SACHS GROUP	3	3	7.1	156.941	39,235	144.58	36,145	0.59	350.00	0.97		(931.30)	(9.39)
Totals for Common Stocks						3,727,804		4,405,034	71.34	57,365	1.30		(3,090.17)	(14.37)
Mutual Funds - Conservative Growth														
38,019	WELLS FARGO FDS PR ADVT COM SIK Z				18.57	706,005	11.43			760.37	0.11	706,005.09		10.87
Totals for Equity						3,727,804		5,111,039	82.77	58,125	1.14			

PSH FOUNDATION

Units	Security Description	Cost Per Unit	Cost Basis	Market Price 09/30/10	Market Value	% Market Value	Annual Income	Cum. Yld./YTM	Unrealized Gain	Unrealized Loss (Not Amortized)
Fixed Income										
8 000	CITIGROUP CAP VII CAP SECS 7 123%	25 000	200,000	24 80	198,400	3 21	14,248 00	7 18		(1 600)
4 000	MERRILL LYNCH PTD CAP TR IIITR ORGNT PTD 7%	25 250	101 000	24 50	98 000	1 59	7,000 00	7 14		(3,000)
25 000	NATL RURAL UTIL 5 350% 01/15/11	103 700	25 925	101 13	25 283	0 41	1,337 50	1 44		(642)
25 000	HOMIE DEPOL INC 5 200% 03/01/11	101 984	25 496	101 88	25 469	0 41	1,300 00	0 71		(27)
20 000	KINDER MORGAN ENT 6 750% 03/15/11	98 751	19 750	102 52	20 505	0 33	1 350 00	1 21	754	
25 000	PROTECTIVE LIFE MTN 4 000% 04/01/11	102 912	25 728	101 64	25 411	0 41	1,000 00	0 72		(318)
20 000	HSBC FINANCE CORP 4 750% 05/15/11	102 250	20 450	101 43	20 284	0 34	950 00	2 42		(166)
20 000	CATERPILLAR FINL 3 400% 05/15/11	101 850	20 370	101 13	20 227	0 33	680 00	1 57		(143)
30 000	GENERAL ELECTRIC CAP CORP 5 000% 11/15/11	105 141	31 542	104 74	31 423	0 51	1,500 00	0 76		(120)
20 000	ALCOA INC 6 000% 01/15/12	94 495	18 899	105 72	21 045	0 34	1 200 00	1 89	2 146	
20 000	ALLTEL CORP 7 000% 07/01/12	104 077	20 815	110 02	22 003	0 36	1,400 00	1 21	1 188	
50 000	GOLDMAN SACHS GROUP 5 700% 09/01/12	102 863	51 432	107 64	53 818	0 87	2,850 00	1 64	2 386	
25 000	J P MORGAN CHASE & CO 5 123% 09/15/14	105 062	26 266	109 64	27 411	0 44	1,281 25	2 55	1 145	
20 000	HSBC FINANCE CP 4 000% 06/15/15	102 825	20 565	102 97	20 593	0 33	800 00	3 31	28	(498)
25 000	WACHOVIA BANK FSB CD 4 050% 05/02/11	103 351	25 838	101 36	25 340	0 41	1,012 50			
25 000	NCB BANK FSB NA CD 1 250% 05/19/11	100 558	25 139	100 46	25 116	0 41	312 50	1 24		
25 000	TRANS ALLIANCE BANK CD 3 350% 06/02/11	105 718	26 430	103 19	25 797	0 42	1,337 50	0 60		(633)
25 000	MEDALLION BANK CD 4 150% 06/13/11	104 126	26 032	102 50	25 626	0 42	1,037 50	2 32		(406)
50 000	GE CAPITAL FIN-ITDIC INS 4 450% 08/08/11	99 998	49 999	103 25	51 624	0 83	2 225 00		1 625	
50 000	DISCOVER BANK NA CD 3 000% 04/20/12	101 295	50 648	103 10	51 551	0 83	1,500 00		904	
26 000	BANK TENNESSEE CD 2 750% 01/27/15	102 059	26 535	102 96	26 769	0 43	715 00	1 71		
25 000	FEDERAL NATIONAL MTG ASSN 6 250% 03/01/11	106 719	26 680	101 83	25 457	0 41	1,562 50	0 79		
50 000	FEDERAL NATIONAL MTG ASSN 4 625% 05/01/13	99 698	49 849	108 32	54 157	0 88	2,312 50	1 34		
50 000	FICO STRIPS 0 000% 08/03/13	88 154	44 077	97 04	48 521	0 79	0 00	1 06	4 444	
50 000	FICO STRIPS 0 000% 02/08/14	86 590	43 295	95 96	47 979	0 78	0 00	1 23	4 684	
25 000	FEDERAL FARM CREDIT BANK 3 000% 09/22/14	101 138	25 285	107 19	26 797	0 43	750 00	1 15	1 513	
184	GNMA PL#183474 SE 10% 09/15/16	100 000	184	110 93	204	0 00	18 36	5 72	20	
Totals for Fixed Income			1,028,227		1,044,806	16 92	49,680	4 75		
Cash & Cash Equivalents										
18 800	CASH	1 000	18,800	1 00	18 800	0 30	47 00	0 25		
36	HARRIS HINSDALE ACCOUNT	1 000	56	1 00	56	0 00	88 20	157 50		
Totals			4,774,887		6,174,702	100 00	107,940	1 75		

organization	address	city	st	zip	amount	subtotal
activities						
Atlanta Women's Foundation	The Hurt Building - Ste 401	Atlanta	GA	30303	\$500	
Best Buddies International Inc	100 Southeast Second St , Ste 2200	Miami	FL	33131	\$250	
CAN-DO	1075 Washington St	Newton	MA	02465	\$1,000	
Charis Circle	1189 Euclid Avenue NE	Atlanta	GA	30307	\$500	
Feminist Majority Foundation	1600 Wilson Blvd , Ste 108	Arlington	VA	22209	\$800	
Fund for Southern Communities	315 W Ponce De Leon Avenue, Ste	Decatur	GA	30030	\$1,000	
Habitat for Humanity in Seminole County, Inc	1548 Seminola Blvd	Casselberry	FL	32707	\$250	
Juvenile Justice Fund	395 Pryor St , SW - Ste 1025	Atlanta	GA	30312	\$250	
Orlando Union Rescue Mission	1521 W Washington Street	Orlando	FL	32802	\$500	
Paralyzed Veterans of America	801 Eighteenth Street, NW	Washington	DC	20077	\$1,000	
Salvation Army	800 W Lawrence	Chicago	IL	60640	\$500	
SPCA of Central Florida	2800 County Home Road	Sanford	FL	32772	\$3,750	\$10,300
advocacy						
Aid to Children of Imprisoned Mothers	691 Garibaldi Street SW	Atlanta	GA	30310	\$6,500	
Alliance for Justice	11 DuPont Circle NW - 2nd Floor	Washington	DC	20036	\$500	
American Civil Liberties Union Fdn , Inc,	125 Broad Street - 18th Floor	New York	NY	10004	\$1,000	
Brady Center to Prevent Gun Violence	1225 Eye St NW	Washington	DC	20005	\$250	
Center for Science in the Public Interest	1875 Connecticut Avenue NW - Ste	Washington	DC	20009	\$500	
Coordinating Council	POB 469	Fairfield	IA	52556	\$500	
Fire of Truth Satsanga	P O Box 304	Hotchkiss	CO	81419	\$250	
Georgia Women for a Change	POB 55553	Atlanta	GA	30308	\$1,000	
Heritage Foundation	214 Massachusetts Avenue	Washington	DC	20002	\$1,000	
Interfaith Center on Corporate Responsibility	475 Riverside Drive - Room 550	New York	NY	10115	\$250	
Lambda Legal	120 Wall St #1500	New York	NY	10005	\$500	
Maharishi Global Admin Through Natural Law	3087 Solutions Center	Chicago	IL	60677	\$1,000	
Nimeto5, National Association of Working Women	207 East Buffalo St , Ste 211	Milwaukee	WI	53202	\$2,000	
Partnership Against Domestic Violence	P O Box 170225	Atlanta	GA	30317	\$500	
Sustainable Living Coalition	2331 Seven Hills Road	Fairfield	IA	52556	\$800	
United for a Fair Economy	29 Winter Street	Boston	MA	02108	\$800	\$17,350
church						
Christian Service Center for Central Florida	808 W Central Blvd	Orlando	FL	32805	\$500	
Church of the Annunciation	1020 Montgomery Road	Altamonte Springs	FL	32779	\$3,000	
Ebenezer United Methodist Church	P O Box 365	Halifax	NC	27839	\$1,000	
Eliot Church of Newton	474 Centre Street	Newton	MA	02158	\$12,000	
Fellowship of the Holy Spirit	1301 Hilltop Lane	Fairfield	IA	52556	\$2,100	
First Presbyterian Church of Maitland	341 N. Orlando Avenue	Maitland	FL	32751	\$8,500	
Liberal Catholic Church	P O Box 1591	Fairfield	IA	52556	\$250	
Manavata Mandir DBA Sri Devi Mandir	800 W Burlington Ave	Fairfield	IA	52556	\$500	
Reformation Grace Ministries, Inc	8 Pleasant Court	Little Rock	AR	72211	\$6,250	
Temple of Divine Mother, Inc	5950 Highway 128	Napa	CA	94558	\$250	
Trinity United Methodist Church	9848 S Winchester	Chicago	IL	60643	\$9,000	\$43,350
conservation						
Central Florida Zoological Park	P O Box 470309	Lake Monroe	FL	32747	\$1,500	
Bay Area Recycling for Charity	129 N Cedar St	Traverse City	MI	49684	\$1,300	
Catamount Trail Association	1 Mill Street	Burlington	VT	05401	\$2,500	
Cedar Hill Enrichment Center	6625 Hwy 53 East - Ste 410	Dawsonville	GA	30534	\$250	
Charles River Watershed Association, Inc	190 Park Road	Weston	MA	02493	\$500	
Conservation Law Foundation - Vermont Office	21 E State Street	Montpelier	VT	05602	\$800	
Friends of the West River Trail	P O Box 2086	South Londonderry	VT	05155	\$500	
Grand Traverse Regional Land Conservancy	3860 North Long Lake Road - Ste D	Traverse City	MI	49684	\$2,000	
Leelanau Conservancy	105 North First Street	Leland	MI	49654	\$2,500	
National Audubon Society	225 Varick St 7th Fl	New York	NY	10014	\$300	
Natural Resources Defense Council	40 W 20th St	New York	NY	10011	\$400	
Nature Conservancy	27 State Street	Montpelier	VT	05602	\$3,000	



Nature Conservancy	4245 N Fairfax Drive - Ste 100	Arlington	VA 22203	\$250	
Oxfam America	226 Causeway St	Boston	MA 02114	\$250	
Rails to Trails Conservancy	2121 Ward Court NW, 5th Floor	Washington	DC 20036	\$1,000	
Vermont Institute of Natural Science	P O Box 1281	Quechee	VT 05059	\$1,000	
Vermont River Conservancy	29 Main Street	Montpelier	VT 05602	\$1,000	
Wilderness Society	1615 M Street, NW - Ste 200	Washington	DC 20036	\$750	
World Wildlife Fund	PO Box 97180	Washington	DC 20090	\$250	\$20,050
cultural					
Artcenter Traverse City, Inc	720 S Elmwood Avenue, Ste 3	Traverse City	MI 49684	\$1,500	
Copper Canyon Press	P O Box 271	Port Townsend	WA 98368	\$1,000	
Detroit Public Library Friends Foundation	5201 Woodward Ave	Detroit	MI 48202	\$1,000	
DHARMA	K PHD Scholarship Fund	Fairfield	IA 52556	\$5,000	
Flannery O'Connor-Andalusia Foundation	P O Box 947	Milledgeville	GA 31059	\$250	
Great Lakes Children's Museum	13240 S West Bayshore Drive	Greilickville	MI 49684	\$1,500	
Inland Seas Education Association	P O Box 218	Suttons Bay	MI 49682	\$2,000	
Interlochen Center for the Arts	P O Box 199	Interlochen	MI 49643	\$250	
Jefferson County Civic Center	200 N Main St	Fairfield	IA 52556	\$2,000	
Lake Champlain Maritime Museum	4472 Basin Harbor Road	Vergennes	VT 05491	\$3,500	
Leelanau Community Cultural Center	111 Main Street, PO Box 883	Leland	MI 49654	\$1,300	
Leelanau Historical Society	P O Box 246	Leland	MI 49654	\$1,500	
Maritime Heritage Alliance	13268 South West-Bay Shore Drive	Traverse City	MI 49684	\$1,300	
Newton Free Library	330 Homer Street	Newton	MA 02159	\$500	
Northport Community Art Center	109 Nagonaba	Northport	MI 49670	\$1,000	
Orlando Philharmonic Orchestra	812 E Rollins Street - Ste 300	Orlando	FL 32803	\$1,000	
Performing Arts of Maitland, Inc	117 Whitecap Circle	Maitland	FL 32751	\$500	
Traverse Symphony Orchestra	300 East Front Street	Traverse City	MI 49684	\$1,300	
Vermont Arts Exchange	P O Box 725	North Bennington	VT 05257	\$2,000	
Weston Playhouse Theatre	703 Main Street	Weston	VT 05161	\$1,500	\$29,900
education					
Americanism Educational League	P O Box 1287	Monrovia	CA 91017	\$2,000	
Arts Engine, Inc /Hidden Battles	104 W 14th Street, 4th Floor	New York	NY 10011	\$1,000	
Lovelane Special Needs Horseback Riding Program	40 Baker Bridge Road	Lincoln	MA 01733	\$1,500	
WBUR	630 Commonwealth Avenue	Boston	MA 02215	\$500	
WGBH Educational Foundation - TV	P O Box 200	Boston	MA 02134	\$500	
WMFE-TV	11510 E Colonial Drive	Orlando	FL 32817	\$1,000	\$6,500
health					
American Cancer Society, FL Division, Inc	3709 West Jetton Avenue	Tampa	FL 33629	\$500	
American Foundation for the Blind	11 Penn Plaza	New York	NY 10001	\$250	
American Red Cross Haiti Relief & Development	POB 4002018	Des Moines	IA 50340	\$1,500	
Doctors Without Borders	333 Seventh Avenue, 2nd Floor	New York	NY 10001	\$1,600	
Feminist Women's Health Center	1924 Cliff Valley Way	Atlanta	GA 30329	\$1,500	
Foundation Fighting Blindness	P O Box 17279	Baltimore	MD 21297	\$2 500	
Londonderry Volunteer Rescue Squad	PO Box 911	Londonderry	VT 05148	\$500	
Operation SMILE	6435 Tidewater Drive	Norfolk	VA 23509	\$500	
Orlando Regional Healthcare Foundation	1414 Kuhl Avenue	Orlando	FL 32806	\$19,000	
Planned Parenthood Federation of America	434 West 33rd Street	New York	NY 10001	\$800	
Planned Parenthood of Northern New England	51 Talcott Road - #1	Williston	VT 05495	\$3,000	
Shriners Hospitals for Children	12502 N Pine Drive	Tampa	FL 33612	\$250	
Smile Train	P O Box 96231	Washington	DC 20090-	\$500	
Water org	920 Main St #1800	Kansas City	MO 64105	\$400	\$32,800
legal					
Legal Momentum	395 Hudson Street	New York	NY 10014	\$1,000	\$1,000
preservation					
Fishtown Preservation Society	203 Cedar Street	Leland	MI 49654	\$1,300	
Grand Traverse Lighthouse Museum	P O Box 43	Northport	MI 49670	\$1,200	
Traverse Area Rec and Transportation Trails	415 So Union St	Traverse City	MI 49684	\$1,300	\$3,800

research

Alzheimer's Association	378 Center Pointe Cir	Altamonte Springs	FL	32701	\$2,250	
American Lung Association	30000 Kelly Lane	Springfield	IL	62707	\$1,000	
Duke University Eye Center Development Office	2351 Erwin Road	Durham	NC	27710	\$3,000	
Duke University Medical Center	512 S Mangum Street - Ste 400	Durham	NC	27710	\$2,000	
Juvenile Diabetes Research Fdn , Int'l	120 Wall Street - 19th Floor	New York	NY	10005	\$250	
Macular Degeneration Research	22512 Gateway Center Drive	Clarksburg	MD	20871	\$1,000	
National Kidney Foundation of Illinois	215 W Illinois	Chicago	IL	60610	\$250	
Research To Prevent Blindness	645 Madison Avenue	New York	NY	10022	\$500	\$10,250

schools

America's Future, Inc	7800 Bonhomme Avenue	St Louis	MO	63105	\$2,000	
Annunciation Catholic Academy	593 Jamestown Blvd	Altamonte Springs	FL	32714	\$11,500	
Barnard College	3009 Broadway	New York	NY	10027	\$500	
Birmingham-Southern College	900 Arkadelphia Road	Birmingham	AL	35254	\$500	
Bishop Moore High School	3901 Edgewater Dr	Orlando	FL	32804	\$11,500	
Columbia University/American Studies Dept	C/O Charles Knapp	New York	NY	10115	\$2,000	
Cornerstone Christian Academy	P O Box 608	Roanoke Rapids	NC	27870	\$8,500	
Foundation for Seminole County Public Schools	400 E Lake Mary Blvd	Sanford	FL	32773	\$2,000	
Gangaji Foundation	2245 Ashland Street	Ashland	OR	97520	\$250	
Grady High School Foundation	931 Monroe Dr	Atlanta	GA	30308	\$1,500	
Haidakhandi Universal Ashram	184 Bellevue Overlook	Crestone	CO	81131	\$250	
Hillsdale College		Hillsdale	MI	49642	\$2,000	
Lake Forest Academy	Ferry Hall School	Lake Forest	IL	60045	\$250	
Lake Highland Preparatory School	901 N Highland Avenue	Orlando	FL	32803	\$1,000	
Lake Mary High School	C/O Steven DeSanto	Lake Mary	FL	32746	\$4,000	
Leadership Institute	1101 N Highland Street	Arlington	VA	22201	\$2,000	
Leelanau Children's Center	111 N 5th	Leland	MI	49654	\$1,500	
Literary Arts--Writers in the Schools	224 NW 13th Ave #306	Portland	OR	97209	\$1,000	
Little School	P O Box 93	Weston	VT	05161	\$1,000	
Maharishi University of Management	10000 N Fourth St , DB 1121	Fairfield	IA	52556	\$5,000	
Montessori Children's House	5363 N Long Lake Rd	Traverse City	MI	49684	\$500	
Newton Schools Foundation	100 Walnut Street	Newtonville	MA	02460	\$1,500	
Odyssey, Inc	C/O M J Thorne	Atlanta	GA	30327	\$500	
Rollins College, Rollins Fund	1000 Holt Ave	Winter Park	FL	32798-	\$7,000	
Second Step	P O Box 600213	Newton,	MA	02460	\$1,000	
Smith College Alumnae Fund	33 Elm Street	Northampton	MA	01063	\$7,500	
UCF College of Education	P O Box 161250	Orlando	FL	32816	\$2,000	
University of Central Florida	P O Box 25000	Orlando	FL	32816	\$1,000	
University of Central Florida	P O Box 25000	Orlando	FL	32816	\$1,000	
University of Central Florida	P O Box 25000	Orlando	FL	32816	\$1,500	
Westover School	1237 Whittemore Road	Middlebury	CT	06762	\$800	
Williams College	75 Park Street	Williamstown	MA	02167	\$3,000	\$85 550

youth

Cool Girls, Inc	100 Edgewood Avenue - Ste 1000	Atlanta	GA	30303	\$1,000	
Girls on the Run of Atlanta	5696 Peachtree Parkway, Ste A	Norcross	GA	30092	\$2,000	
Seminole Family YMCA	655 Longwood Lake Mary Road	Lake Mary	FL	32746	\$1,500	
VOX Teen Communications	229 Peachtree Street NE. Ste 725	Atlanta	GA	30303	\$500	\$5,000

other

Blinded Veterans Association	477 H Street, NW	Washington	DC	20001	\$250	
Boy Scouts of America Centra Florida Council	1951S Orange Blossom Trail	Apopka	FL	32779	\$250	
Bridges to Prosperity, Inc	5007 C-126 Victory Blvd	Yorktown	VA	23693	\$500	
Care	151 Ellis Street NE	Atlanta	GA	30303	\$250	
Families First, Inc	P O Box 7948	Atlanta	GA	30357	\$250	
Feed the Children	P O Box 36	Oklahoma City	OK	73101	\$750	
Food for Free Committee, Inc	11 Inman Street	Cambridge	MA	02139	\$500	
Habitat for Humanity in Seminole County, Inc	1548 Seminola Blvd	Casselberry	FL	32707	\$1,000	
Habitat for Humanity in Seminole County, Inc	1548 Seminola Blvd	Casselberry	FL	32707	\$250	
Heifer Project International	1 World Ave	Little Rock	AR	72202	\$500	
Onexone USA	1447 Cloverfield Blvd #202	Santa Monica	CA	90404	\$400	
Orlando Union Rescue Mission	1521 W Washington Street	Orlando	FL	32802	\$1,000	

Oxfam America	226 Causeway St	Boston	MA 02114	\$500	
Paralyzed Veterans of America	801 Eighteenth Street, NW	Washington	DC 20006	\$500	
Tanager Place	2309 C Street, SW	Cedar Rapids	IA 52404	\$250	
Vermont Foodbank	P O Box 254	South Barre	VT 05670	\$500	
Women's eNews	6 Barclay St 6th Fl	New York	NY 10007	\$1,000	\$8,650
				<u>\$274,500</u>	<u>\$274,500</u>