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 OCT 1, 2009 **, and ending** SEP 30, 2010

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

Use the IRS label Otherwise, print or type See Specific Instructions	Name of foundation WARSH MOTT LEGACY	**A Employer identification number** 68-0049658
	Number and street (or P O box number if mail is not delivered to street address) / Room/suite 469 BOHEMIAN HIGHWAY	**B** Telephone number (707) 874-2942
	City or town, state, and ZIP code FREESTONE, CA 95472-9579	**C** If exemption application is pending, check here ▶☐ **D** 1. Foreign organizations, check here ▶☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 26,161,505.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis)*

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	129.	129.		STATEMENT 1
	4	Dividends and interest from securities	532,327.	532,327.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	-1,229,862.			
	b	Gross sales price for all assets on line 6a 5,432,420.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	5,677.	1,649.	0.	STATEMENT 3
	12	**Total** Add lines 1 through 11	-691,729.	534,105.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	65,964.	2,212.	0.	63,752.
	14	Other employee salaries and wages	150,577.	757.	0.	149,820.
	15	Pension plans, employee benefits	71,739.	813.	0.	70,926.
	16a	Legal fees STMT 4	6,990.	0.	0.	6,990.
	b	Accounting fees STMT 5	22,767.	6.	0.	22,761.
	c	Other professional fees STMT 6	43,960.	36,350.	0.	7,610.
	17	Interest				
	18	Taxes STMT 7	16,613.	13,675.	0.	2,938.
	19	Depreciation and depletion				
	20	Occupancy	18,788.	0.	0.	18,788.
	21	Travel, conferences, and meetings	35,526.	0.	0.	35,526.
	22	Printing and publications	1,382.	0.	0.	1,382.
	23	Other expenses STMT 8	95,280.	73,782.	0.	21,498.
	24	**Total operating and administrative expenses** Add lines 13 through 23	529,586.	127,595.	0.	401,991.
	25	Contributions, gifts, grants paid	1,422,209.			1,422,209.
	26	**Total expenses and disbursements** Add lines 24 and 25	1,951,795.	127,595.	0.	1,824,200.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-2,643,524.			
	b	**Net investment income** (if negative, enter -0-)		406,510.		
	c	**Adjusted net income** (if negative, enter -0-)			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		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		5,071.	1,105,346.	1,105,346.
	2	Savings and temporary cash investments		518,296.	327,054.	327,054.
	3	Accounts receivable ▶	659,660.			
		Less: allowance for doubtful accounts ▶		25,746.	659,660.	659,660.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 9	20,320,091.	16,837,296.	17,525,845.
	c	Investments - corporate bonds	STMT 10	3,970,523.	3,591,180.	3,730,867.
	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 11	2,936,449.	2,470,968.	2,812,733.
	14	Land, buildings, and equipment: basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers)		27,776,176.	24,991,504.	26,161,505.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 12)		924,876.	783,728.	
	23	**Total liabilities** (add lines 17 through 22)		924,876.	783,728.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		2,567,576.	2,567,576.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		24,283,724.	21,640,200.	
	30	**Total net assets or fund balances**		26,851,300.	24,207,776.	
	31	**Total liabilities and net assets/fund balances**		27,776,176.	24,991,504.	

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	26,851,300.
2	Enter amount from Part I, line 27a	2	-2,643,524.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	24,207,776.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,207,776.

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				
b	SEE ATTACHED STATEMENTS			
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	5,432,420.		6,662,282.	-1,229,862.

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				-1,229,862.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-1,229,862.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,669,477.	21,080,042.	.079197
2007	1,751,756.	29,383,087.	.059618
2006	878,849.	28,035,772.	.031347
2005	834,495.	23,290,092.	.035830
2004	720,071.	21,041,143.	.034222

2	**Total** of line 1, column (d)	2	.240214
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	.048043
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	24,423,449.
5	Multiply line 4 by line 3	5	1,173,376.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,065.
7	Add lines 5 and 6	7	1,177,441.
8	Enter qualifying distributions from Part XII, line 4	8	1,824,200.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	4,065.
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	0.
3	Add lines 1 and 2			3	4,065.
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	4,065.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	24,025.		
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	24,025.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	19,960.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶		19,960. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ WWW.CSFUND.ORG

14 The books are in care of ▶ ROXANNE TURNAGE Telephone no. ▶ (707) 874-2942

Located at ▶ 469 BOHEMIAN HIGHWAY, FREESTONE, CA ZIP+4 ▶ 95472-9579

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

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

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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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)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d).*			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	6b		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 13		65,964.	14,483.	0.

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

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

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

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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. If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	22,474,127.
b	Average of monthly cash balances			1b	753,902.
c	Fair market value of all other assets			1c	1,567,351.
d	**Total** (add lines 1a, b, and c)			1d	24,795,380.
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	24,795,380.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	371,931.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	24,423,449.
6	**Minimum investment return** Enter 5% of line 5			6	1,221,172.

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

1	Minimum investment return from Part X, line 6			1	1,221,172.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	4,065.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,065.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,217,107.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,217,107.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,217,107.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,824,200.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,824,200.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,065.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,820,135.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					1,217,107.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years: ______, ______, ______			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004					
b From 2005					
c From 2006					
d From 2007					
e From 2008	36,566.				
f **Total** of lines 3a through e		36,566.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,824,200.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					1,217,107.
e Remaining amount distributed out of corpus		607,093.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		643,659.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		643,659.			
10 Analysis of line 9:					
a Excess from 2005					
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	36,566.				
e Excess from 2009	607,093.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

MARYANNE MOTT

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 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 14

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total			▶ 3a	1422209.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	129.	
4 Dividends and interest from securities			14	532,327.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,649.	
8 Gain or (loss) from sales of assets other than inventory			18	-1,229,862.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a FEDERAL EXCISE TAX					
b REFUND			01	4,028.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-691,729.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 -691,729.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Roxanne Turner 5/9/11 EXECUTIVE DIRECTOR

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature Robert T Bloomfield Date 5/6/11 Check if self-employed ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code MFO EFILING SERVICES CO
111 E COURT STREET SUITE 3D
FLINT, MI 48502-1649

EIN

Phone no. (810) 767-0136

Form **990-PF** (2009)

923622
02-02-10

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	MFO EQUITY FUND - FROM K-1	P		
b	MFO EQUITY FUND - FROM K-1	P		
c	MFO WESTFIELD FUND A - FROM K-1	P		
d	MFO WESTFIELD FUND A - FROM K-1	P		
e	SANDS TECHNOLOGY - FROM K-1	P		
f	SANDS TECHNOLOGY - FROM K-1	P		
g	MFO TOWLE FUND - FROM K-1	P		
h	MFO TOWLE FUND - FROM K-1	P		
i	INTEGRAL CAPITAL PARTNERS IV - FROM K-1	P		
j	INTEGRAL CAPITAL PARTNERS IV - FROM K-1	P		
k	INTEGRAL CAPITAL PARTNERS VI - FROM K-1	P		
l	INTEGRAL CAPITAL PARTNERS VI - FROM K-1	P		
m	NORTHPOINTE FUND A - FROM K-1	P		
n	NORTHPOINTE FUND A - FROM K-1	P		
o	DRAPER FISHER JURVETSON GROWTH FUND - FROM K-1	P		

	(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			1,167.	-1,167.
b			5,801.	-5,801.
c			66,279.	-66,279.
d	56,335.			56,335.
e			23,751.	-23,751.
f			54,932.	-54,932.
g	56,682.			56,682.
h			142,397.	-142,397.
i				0.
j			34,057.	-34,057.
k			2.	-2.
l			13,268.	-13,268.
m	112,884.			112,884.
n			106,893.	-106,893.
o				0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-1,167.
b				-5,801.
c				-66,279.
d				56,335.
e				-23,751.
f				-54,932.
g				56,682.
h				-142,397.
i				0.
j				-34,057.
k				-2.
l				-13,268.
m				112,884.
n				-106,893.
o				0.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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04-24-09

WARSH' MOTT LEGACY

CONTINUATION FOR 990-PF, PART IV
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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	DRAPER FISHER JURVETSON GROWTH FUND - FROM K-1	P		
b	CROSSLINK VENTURES V, L.P. - FROM K-1	P		
c	CROSSLINK VENTURES V, L.P. - FROM K-1	P		
d	LIQUIDATION OF PARTNERSHIP INTEREST - INTEGRAL CA	P	01/04/99	12/23/09
e	LIQUIDATION OF PARTNERSHIP INTEREST - SANDS TECHN	P	04/01/96	06/03/10
f	816.169 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		07/30/10	08/05/10
g	808.306 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		04/30/10	05/24/10
h	710.920 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		08/31/10	09/24/10
i	10863.029 SHS. VANGUARD ADMIRAL SHORT-TERM INVEST		04/21/10	05/24/10
j	812.034 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		06/30/10	08/05/10
k	46860.356 SHS. VANGUARD ADMIRAL SHORT-TERM INVEST		04/21/10	06/02/10
l	100.000 SHS. FREEPORT-MCMORAN COPPER & GOLD INC.		09/22/09	11/11/09
m	400.000 SHS. FRANKLIN RESOURCES, INC.		09/22/09	12/10/09
n	700.000 SHS. EXPRESS SCRIPTS, INC.		09/22/09	12/11/09
o	1000.000 SHS. JPMORGAN CHASE & CO.		09/22/09	12/17/09

	(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	11,047.			11,047.
b				0.
c			10,532.	-10,532.
d	7,507.		36,710.	-29,203.
e	619,149.		470,625.	148,524.
f	8,831.		8,823.	8.
g	8,657.		8,689.	-32.
h	7,721.		7,713.	8.
i	116,343.		116,669.	-326.
j	8,786.		8,713.	73.
k	500,000.		503,280.	-3,280.
l	8,293.		7,231.	1,062.
m	43,959.		41,093.	2,866.
n	61,171.		55,502.	5,669.
o	40,424.		45,862.	-5,438.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a				11,047.
b				0.
c				-10,532.
d				-29,203.
e				148,524.
f				8.
g				-32.
h				8.
i				-326.
j				73.
k				-3,280.
l				1,062.
m				2,866.
n				5,669.
o				-5,438.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

CONTINUATION FOR 990-PF, PART IV

WARSH' MOTT LEGACY 68-0049658 PAGE 3 OF 9

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	500.000 SHS. MOSAIC COMPANY		09/22/09	12/17/09
b	26075.498 SHS. VANGUARD ADMIRAL SHORT-TERM INVEST		04/21/10	08/05/10
c	754.035 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		03/31/10	08/05/10
d	100.000 SHS. FREEPORT-MCMORAN (PFD) COPPER & GOLD		09/22/09	02/18/10
e	685.179 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		02/26/10	08/05/10
f	168.028 SHS. FRONTIER COMMUNICATIONS CORPORATION		03/26/10	09/23/10
g	688.509 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTME		01/29/10	08/05/10
h	300.000 SHS. FRANKLIN RESOURCES, INC.		09/22/09	05/05/10
i	1188.843 SHS. APARTMENT INVESTMENT AND MANAGEMENT		01/29/09	10/19/09
j	11.157 SHS. APARTMENT INVESTMENT AND MANAGEMENT C		01/29/09	10/19/09
k	2200.000 SHS. ANADARKO PETROLEUM CORPORATION		09/22/09	06/24/10
l	900.000 SHS. BP P.L.C.		09/22/09	07/19/10
m	400.000 SHS. BP P.L.C.		09/22/09	07/21/10
n	500.000 SHS. BP P.L.C.		09/22/09	07/28/10
o	56.514 SHS. APARTMENT INVESTMENT AND MANAGEMENT C		12/04/08	10/19/09

	(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	28,236.		26,139.	2,097.
b	282,137.		280,051.	2,086.
c	8,159.		8,076.	83.
d	10,821.		10,681.	140.
e	7,414.		7,331.	83.
f	1,334.		1,318.	16.
g	7,450.		7,367.	83.
h	34,010.		30,820.	3,190.
i	18,141.		11,389.	6,752.
j	170.		107.	63.
k	88,417.		139,759.	-51,342.
l	31,591.		49,919.	-18,328.
m	14,590.		22,186.	-7,596.
n	18,729.		27,733.	-9,004.
o	862.		686.	176.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,097.
b				2,086.
c				83.
d				140.
e				83.
f				16.
g				83.
h				3,190.
i				6,752.
j				63.
k				-51,342.
l				-18,328.
m				-7,596.
n				-9,004.
o				176.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

923591
04-24-09

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	943.486 SHS. APARTMENT INVESTMENT AND MANAGEMENT		12/01/08	10/19/09
b	1456.403 SHS. AMERICAN CAPITAL STRATEGIES, LTD		08/07/09	07/13/10
c	400.000 SHS. AIR PRODUCTS AND CHEMICALS, INC.		09/22/09	09/23/10
d	500.000 SHS. EXPRESS SCRIPTS, INC.		09/22/09	09/23/10
e	200.000 SHS. FREEPORT-MCMORAN COPPER & GOLD INC.		09/22/09	09/23/10
f	200.000 SHS. MOSAIC COMPANY		09/22/09	09/23/10
g	0.000 SHS. TIME WARNER INC.		01/06/09	01/08/10
h	0.000 SHS. CONAGRA FOODS, INC.		09/05/09	09/07/10
i	0.000 SHS. INTERNATIONAL RECTIFIER CORPORATION		09/18/09	09/20/10
j	0.000 SHS. AMERICAN INTERNATIONAL GROUP, INC.		09/21/09	09/23/10
k	400.000 SHS. FREEPORT-MCMORAN COPPER & GOLD INC.		09/22/09	09/28/10
l	6100.000 SHS. TARGET CORPORATION		09/22/09	09/28/10
m	2000.000 SHS. PROLOGIS		09/30/08	10/23/09
n	2000.000 SHS. PROLOGIS		09/25/08	10/23/09
o	500.000 SHS. WEYERHAEUSER COMPANY		09/29/08	11/12/09

	(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	14,397.		7,982.	6,415.
b	7,537.		4,689.	2,848.
c	33,012.		31,814.	1,198.
d	24,390.		19,822.	4,568.
e	16,828.		14,461.	2,367.
f	12,026.		10,456.	1,570.
g	361.			361.
h	1,500.			1,500.
i	2,141.			2,141.
j	145.			145.
k	34,473.		31,148.	3,325.
l	331,016.		294,060.	36,956.
m	25,246.		78,408.	-53,162.
n	25,246.		80,148.	-54,902.
o	19,471.		30,606.	-11,135.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				6,415.
b				2,848.
c				1,198.
d				4,568.
e				2,367.
f				1,570.
g				361.
h				1,500.
i				2,141.
j				145.
k				3,325.
l				36,956.
m				-53,162.
n				-54,902.
o				-11,135.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 3

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	416.214 SHS. APARTMENT INVESTMENT AND MANAGEMENT		08/29/08	10/19/09
b	83.786 SHS. APARTMENT INVESTMENT AND MANAGEMENT C		08/29/08	10/19/09
c	200.000 SHS. WEYERHAEUSER COMPANY		09/19/08	11/12/09
d	200.000 SHS. WEYERHAEUSER COMPANY		09/19/08	11/16/09
e	900.000 SHS. WEYERHAEUSER COMPANY		09/04/08	11/16/09
f	1000.000 SHS. DUKE REALTY CORPORATION		08/15/08	12/10/09
g	2100.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/24/08	03/30/10
h	3700.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/24/08	04/06/10
i	27.448 SHS. APARTMENT INVESTMENT AND MANAGEMENT C		01/31/08	10/19/09
j	145.068 SHS. APARTMENT INVESTMENT AND MANAGEMENT		01/30/08	10/19/09
k	127.484 SHS. APARTMENT INVESTMENT AND MANAGEMENT		01/30/08	10/19/09
l	700.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/24/08	04/14/10
m	2000.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/24/08	04/15/10
n	3700.000 SHS. WYNDHAM WORLDWIDE CORPORATION		03/18/08	12/09/09
o	6500.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/24/08	04/20/10

	(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	6,351.		14,917.	-8,566.
b	1,279.		3,003.	-1,724.
c	7,789.		11,973.	-4,184.
d	7,799.		11,973.	-4,174.
e	35,097.		49,090.	-13,993.
f	11,085.		25,381.	-14,296.
g	8,769.		15,896.	-7,127.
h	18,603.		28,006.	-9,403.
i	419.		1,077.	-658.
j	2,214.		5,616.	-3,402.
k	1,945.		4,935.	-2,990.
l	4,154.		5,299.	-1,145.
m	11,968.		15,139.	-3,171.
n	73,937.		72,976.	961.
o	33,111.		49,200.	-16,089.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-8,566.
b				-1,724.
c				-4,184.
d				-4,174.
e				-13,993.
f				-14,296.
g				-7,127.
h				-9,403.
i				-658.
j				-3,402.
k				-2,990.
l				-1,145.
m				-3,171.
n				961.
o				-16,089.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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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	800.000 SHS. EMC CORPORATION		11/28/07	11/12/09
b	700.000 SHS. SCHLUMBERGER LIMITED		09/30/08	09/23/10
c	3300.000 SHS. APARTMENT INVESTMENT AND MANAGEMENT		10/11/07	10/19/09
d	500.000 SHS. E.I. DU PONT DE NEMOURS AND COMPANY		07/29/08	09/28/10
e	80.179 SHS. FRONTIER COMMUNICATIONS CORPORATION		05/05/08	07/13/10
f	3000.000 SHS. DUKE REALTY CORPORATION		09/24/07	12/10/09
g	2300.000 SHS. REGIONS FINANCIAL CORPORATION		04/21/08	07/26/10
h	2200.000 SHS. REGIONS FINANCIAL CORPORATION		04/21/08	07/27/10
i	183.865 SHS. FRONTIER COMMUNICATIONS CORPORATION		05/05/08	09/23/10
j	7137.153 SHS. VANGUARD ADMIRAL SHORT-TERM INVESTM		03/13/08	08/05/10
k	648.107 SHS. FRONTIER COMMUNICATIONS CORPORATION		04/22/08	09/23/10
l	36121.493 SHS. VANGUARD ADMIRAL SHORT-TERM INVEST		03/13/08	09/24/10
m	300.000 SHS. ESTEE LAUDER COMPANIES INC.		05/04/07	11/18/09
n	2600.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		08/01/07	03/24/10
o	800.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/30/07	03/24/10

	(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	13,649.		15,370.	-1,721.
b	40,429.		55,287.	-14,858.
c	50,356.		160,655.	-110,299.
d	22,697.		21,750.	947.
e	577.		808.	-231.
f	33,255.		100,143.	-66,888.
g	15,981.		48,810.	-32,829.
h	16,264.		46,688.	-30,424.
i	1,460.		1,852.	-392.
j	77,224.		76,296.	928.
k	5,145.		5,982.	-837.
l	392,279.		386,139.	6,140.
m	14,397.		14,469.	-72.
n	11,420.		52,700.	-41,280.
o	3,514.		16,086.	-12,572.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-1,721.
b				-14,858.
c				-110,299.
d				947.
e				-231.
f				-66,888.
g				-32,829.
h				-30,424.
i				-392.
j				928.
k				-837.
l				6,140.
m				-72.
n				-41,280.
o				-12,572.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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	16346.206 SHS. TEMPLETON INSTL. FOREIGN EQUITY FU		08/13/07	04/07/10
b	400.000 SHS. GENERAL ELECTRIC COMPANY		01/31/08	09/28/10
c	2600.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		07/30/07	03/30/10
d	1300.000 SHS. AMERICAN CAPITAL STRATEGIES, LTD		08/09/07	04/19/10
e	500.000 SHS. EMC CORPORATION		03/01/07	11/12/09
f	1200.000 SHS. ESTEE LAUDER COMPANIES INC.		05/04/07	02/04/10
g	243.597 SHS. AMERICAN CAPITAL STRATEGIES, LTD		08/09/07	06/03/10
h	17176.228 SHS. TEMPLETON INSTL. FOREIGN EQUITY FU		06/12/07	04/07/10
i	2100.000 SHS. CISCO SYSTEMS, INC.		11/08/07	09/28/10
j	900.000 SHS. ESTEE LAUDER COMPANIES INC.		05/04/07	03/26/10
k	800.000 SHS. WYNDHAM WORLDWIDE CORPORATION		12/19/06	11/11/09
l	3000.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		05/01/07	03/24/10
m	1600.000 SHS. WYNDHAM WORLDWIDE CORPORATION		12/18/06	11/11/09
n	1700.000 SHS. STRATEGIC HOTELS & RESORTS, INC.		03/07/07	03/30/10
o	1400.000 SHS. QUALCOMM INCORPORATED		08/08/07	09/28/10

	(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	316,953.		468,973.	-152,020.
b	6,528.		13,960.	-7,432.
c	10,857.		52,279.	-41,422.
d	7,477.		55,801.	-48,324.
e	8,531.		6,964.	1,567.
f	66,964.		57,878.	9,086.
g	1,103.		10,456.	-9,353.
h	333,047.		500,000.	-166,953.
i	45,823.		62,616.	-16,793.
j	57,072.		43,408.	13,664.
k	15,189.		25,837.	-10,648.
l	13,177.		61,854.	-48,677.
m	30,379.		51,574.	-21,195.
n	7,099.		32,640.	-25,541.
o	61,482.		55,776.	5,706.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-152,020.
b				-7,432.
c				-41,422.
d				-48,324.
e				1,567.
f				9,086.
g				-9,353.
h				-166,953.
i				-16,793.
j				13,664.
k				-10,648.
l				-48,677.
m				-21,195.
n				-25,541.
o				5,706.

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	

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	100.000 SHS. UNITED PARCEL SERVICE, INC.		05/04/07	09/23/10
b	0.000 SHS. MERRILL LYNCH & CO., INC.		12/17/06	06/14/10
c	2500.000 SHS. EMC CORPORATION		03/01/07	09/13/10
d	1000.000 SHS. EMC CORPORATION		03/01/07	09/23/10
e	100.000 SHS. PENTAIR, INC.		12/15/06	09/23/10
f	700.000 SHS. EMC CORPORATION		12/07/06	09/23/10
g	500.000 SHS. QUALCOMM INCORPORATED		11/29/06	09/28/10
h	500.000 SHS. QUALCOMM INCORPORATED		10/03/06	09/28/10
i	260.000 SHS. WYNDHAM WORLDWIDE CORPORATION		11/14/05	11/11/09
j	600.000 SHS. QUALCOMM INCORPORATED		08/01/06	09/28/10
k	1056.403 SHS. AMERICAN CAPITAL STRATEGIES, LTD		01/09/06	06/03/10
l	1243.597 SHS. AMERICAN CAPITAL STRATEGIES, LTD		01/09/06	07/13/10
m	600.000 SHS. ESTEE LAUDER COMPANIES INC.		09/20/05	03/26/10
n	100.000 SHS. JUNIPER NETWORKS, INC.		02/22/06	09/23/10
o	1300.000 SHS. E.I. DU PONT DE NEMOURS AND COMPANY		10/25/05	09/28/10

	(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	6,605.		7,124.	-519.
b	1,484.			1,484.
c	50,704.		34,821.	15,883.
d	20,650.		13,928.	6,722.
e	3,238.		3,198.	40.
f	14,455.		9,351.	5,104.
g	21,958.		18,167.	3,791.
h	21,958.		17,826.	4,132.
i	4,937.		9,520.	-4,583.
j	26,349.		20,626.	5,723.
k	4,785.		38,829.	-34,044.
l	6,436.		45,710.	-39,274.
m	38,048.		21,316.	16,732.
n	2,940.		1,786.	1,154.
o	59,011.		52,811.	6,200.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-519.
b				1,484.
c				15,883.
d				6,722.
e				40.
f				5,104.
g				3,791.
h				4,132.
i				-4,583.
j				5,723.
k				-34,044.
l				-39,274.
m				16,732.
n				1,154.
o				6,200.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } **2**

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 } **3**

CONTINUATION FOR 990-PF, PART IV

WARSH' MOTT LEGACY 68-0049658 PAGE 9 OF 9

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	1100.000 SHS. HAIN CELESTIAL GROUP, INC (THE)		09/07/05	09/23/10
b	9100.000 SHS. HAIN CELESTIAL GROUP, INC (THE)		09/01/05	09/22/10
c	100.000 SHS. UNITED PARCEL SERVICE, INC.		04/06/05	09/23/10
d	100.000 SHS. UNITED PARCEL SERVICE, INC.		03/31/05	09/23/10
e	100.000 SHS. UNITED PARCEL SERVICE, INC.		01/28/05	09/23/10
f	100.000 SHS. UNITED PARCEL SERVICE, INC.		01/27/05	09/23/10
g	500.000 SHS. UNITED PARCEL SERVICE, INC.		01/25/05	09/23/10
h	2900.000 SHS. APARTMENT INVESTMENT AND MANAGEMENT		02/10/04	10/19/09
i	540.000 SHS. WYNDHAM WORLDWIDE CORPORATION		06/14/02	11/11/09
j	240.000 SHS. WYNDHAM WORLDWIDE CORPORATION		06/14/02	12/09/09
k	460.000 SHS. WYNDHAM WORLDWIDE CORPORATION		02/14/01	12/09/09
l	1300.000 SHS. CISCO SYSTEMS, INC.		02/22/01	09/28/10
m	200.000 SHS. WYNDHAM WORLDWIDE CORPORATION		05/03/00	12/09/09
n	5700.000 SHS. DUKE REALTY CORPORATION		02/22/00	12/10/09
o	67.676 SHS. MERCK & CO., INC.		06/24/94	01/08/10

	(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	26,954.		20,343.	6,611.
b	223,392.		187,177.	36,215.
c	6,605.		7,396.	-791.
d	6,605.		7,294.	-689.
e	6,605.		7,370.	-765.
f	6,605.		7,335.	-730.
g	33,024.		38,065.	-5,041.
h	44,252.		101,935.	-57,683.
i	10,253.		17,057.	-6,804.
j	4,796.		7,581.	-2,785.
k	9,192.		12,577.	-3,385.
l	28,366.		34,481.	-6,115.
m	3,997.		5,640.	-1,643.
n	63,184.		96,240.	-33,056.
o	2,545.		2,101.	444.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				6,611.
b				36,215.
c				-791.
d				-689.
e				-765.
f				-730.
g				-5,041.
h				-57,683.
i				-6,804.
j				-2,785.
k				-3,385.
l				-6,115.
m				-1,643.
n				-33,056.
o				444.

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	-1,229,862.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH GOVERNMENT FUND	7.
MERRILL LYNCH TREASURY FUND	81.
SAVINGS ACCOUNT	41.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	129.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
505001 - TOBIAS WHITE & CO NOMINEE	164,257.	0.	164,257.
505201 - TOBIAS WHITE & CO NOMINEE - FOREIGN	10,578.	0.	10,578.
529 - CALVERT SOCIAL INVESTMENT FUND	275.	0.	275.
531041 - ARIEL APPRECIATION FUND	146.	0.	146.
531042 - ARIEL FUND	19.	0.	19.
531043 - CALVERT SOCIAL INVESTMENT FUND	130.	0.	130.
531046 - DOMINI SOCIAL EQUITY FUND	610.	0.	610.
531047 - VANGUARD SOCIAL INDEX FUND	979.	0.	979.
531066 - VANGUARD ADM EMERG MKTS STOCK	8,540.	0.	8,540.
531068 - VANGUARD ADMIRAL REIT INDEX	11,885.	0.	11,885.
538013 - VANGUARD ADMIRAL S-T CORPORATE	96,040.	0.	96,040.
538015 - VANGUARD ADMIRAL INTERMED-TERM	32,005.	0.	32,005.
538021 - VANGUARD ADMIRAL HIGH-YIELD CORP.	62,818.	0.	62,818.
541011 - TEMPLETON INSTITUTIONAL FOREIGN EQUITY	83,150.	0.	83,150.
541031 - TEMPLETON INSTITUTIONAL FUNDS - EMERGING MARKETS	18,434.	0.	18,434.
541034 - HANSBERGER INSTITUTIONAL EMERGING MKT. FUND	6,241.	0.	6,241.
CROSSLINK VENTURES V, L.P. - FROM K-1	208.	0.	208.
DRAPER FISHER JURVETSON GROWTH FUND - FROM K-1	255.	0.	255.

INTEGRAL CAPITAL PARTNERS IV - FROM K-1	307.	0.	307.
INTEGRAL CAPITAL PARTNERS VI - FROM K-1	301.	0.	301.
MFO EQUITY FUND - FROM K-1	1,941.	0.	1,941.
MFO TOWLE FUND - FROM K-1	8,740.	0.	8,740.
MFO WESTFIELD FUND A - FROM K-1	6,505.	0.	6,505.
NORTHPOINTE FUND A - FROM K-1	16,837.	0.	16,837.
SANDS TECHNOLOGY - FROM K-1	473.	0.	473.
TGAP VENTURE CAPITAL FUND - FROM K-1	588.	0.	588.
TGAP VENTURE CAPITAL FUND II - FROM K-1	65.	0.	65.
TOTAL TO FM 990-PF, PART I, LN 4	532,327.	0.	532,327.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
505501 - REAL ESTATE INVESTMENT TRUSTS	1,649.	1,649.	
FEDERAL EXCISE TAX REFUND	4,028.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,677.	1,649.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,990.	0.	0.	6,990.
TO FM 990-PF, PG 1, LN 16A	6,990.	0.	0.	6,990.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MFO MANAGEMENT FEES - ACCOUNTING	1,913.	0.	0.	1,913.
OUTSIDE AUDITOR	20,329.	0.	0.	20,329.
PAYROLL SERVICES	525.	6.	0.	519.
TO FORM 990-PF, PG 1, LN 16B	22,767.	6.	0.	22,761.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MFO MANAGEMENT FEES - INVESTMENT	36,345.	36,345.	0.	0.
CONSULTING	7,161.	0.	0.	7,161.
PENSION ADMINISTRATION	454.	5.	0.	449.
TO FORM 990-PF, PG 1, LN 16C	43,960.	36,350.	0.	7,610.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	13,033.	13,033.	0.	0.
REAL ESTATE TAXES	3,567.	629.	0.	2,938.
FOREIGN TAXES - MFO WESTFIELD FUND A	3.	3.	0.	0.
FOREIGN TAXES - MFO EQUITY FUND	10.	10.	0.	0.
TO FORM 990-PF, PG 1, LN 18	16,613.	13,675.	0.	2,938.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ORDINARY LOSS FROM SCHEDULE K-1 - TGAP VENTURE CAPITAL FUND	6,906.	6,906.	0.	0.
ORDINARY LOSS FROM SCHEDULE K-1 - TGAP II VENTURE CAPITAL FUND	5,370.	5,370.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - INTEGRAL CAPITAL PARTNERS IV	23.	23.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - INTEGRAL CAPITAL PARTNERS VI	136.	136.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - MFO EQUITY FUND	47.	47.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - MFO WESTFIELD FUND A	6,865.	6,865.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - SANDS TECHNOLOGY	9,234.	9,234.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - MFO TOWLE FUND	7,282.	7,282.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - NORTHPOINTE FUND A	10,860.	10,860.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - CROSSLINK VENTURES V, L.P.	11,649.	11,649.	0.	0.
INVESTMENT INTEREST PER SCH. K-1 - CROSSLINK VENTURES V, L.P.	642.	642.	0.	0.
PORTFOLIO DEDUCTIONS PER SCH. K-1 - DRAPER FISHER JURVET	14,751.	14,751.	0.	0.
NON-DEDUCTIBLE EXP PER SCH. K-1 - DRAPER FISHER JURVET	17.	17.	0.	0.
BANK FEES	246.	0.	0.	246.
COMPUTER COSTS	2,993.	0.	0.	2,993.
OFFICE SUPPLIES	7,910.	0.	0.	7,910.
POSTAGE	744.	0.	0.	744.
STATE FILING FEE	160.	0.	0.	160.
TELEPHONE	828.	0.	0.	828.
DUES & MEMBERSHIPS	4,216.	0.	0.	4,216.
INSURANCE	4,401.	0.	0.	4,401.
TO FORM 990-PF, PG 1, LN 23	95,280.	73,782.	0.	21,498.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3400.00 SHS. ABBOTT LABORATORIES VALUATION: FMV	149,094.	177,616.
1400.00 SHS. AIR PRODUCTS AND CHEMICALS VALUATION: FMV	111,349.	115,948.
9700.00 SHS. ALLIED CAPITAL CORPORATION VALUATION: FMV	0.	0.
5300.00 SHS. AMERICAN CAPITAL STRATEGIES VALUATION: FMV	0.	0.
2200.00 SHS. AMERICAN EXPRESS COMPANY VALUATION: FMV	75,189.	92,466.
3300.00 SHS. AMERIPRISE FINANCIAL VALUATION: FMV	111,031.	156,189.
2800.00 SHS. AMGEN INC. VALUATION: FMV	168,112.	154,308.
500.00 SHS. ANADARKO PETROLEUM CORPORATION VALUATION: FMV	31,763.	28,525.
1000.00 SHS. APACHE CORPORATION VALUATION: FMV	93,114.	97,760.
3200.00 SHS. ARES CAPITAL CORPORATION VALUATION: FMV	281,445.	50,080.
3469.03 SHS. ARIEL APPRECIATION VALUATION: FMV	139,667.	131,095.
2928.36 SHS. ARIEL FUND VALUATION: FMV	134,084.	125,275.
5600.00 SHS. AT&T INC. VALUATION: FMV	154,701.	160,160.
5600.00 SHS. BANK OF NEW YORK MELLON CORPORATION VALUATION: FMV	164,662.	146,328.
4400.00 SHS. BB&T CORPORATION VALUATION: FMV	143,027.	105,952.
2100.00 SHS. BED BATH & BEYOND INC. VALUATION: FMV	73,003.	91,161.
2300.00 SHS. BEST BUY CO. VALUATION: FMV	89,316.	93,909.
2100.00 SHS. BP P.L.C. VALUATION: FMV	110,741.	86,457.
4100.00 SHS. CAL-MAINE FOODS VALUATION: FMV	110,399.	118,818.
3687.88 SHS. CALVERT SOCIAL INVESTMENT FUND EQUITY - A VALUATION: FMV	121,040.	120,077.
5300.00 SHS. CISCO SYSTEMS VALUATION: FMV	104,001.	116,070.
2600.00 SHS. COACH VALUATION: FMV	79,457.	111,696.
3500.00 SHS. COCA-COLA COMPANY (THE) VALUATION: FMV	181,192.	204,820.
2300.00 SHS. CONOCOPHILLIPS VALUATION: FMV	125,380.	132,089.

3800.00 SHS. COVIDIEN PLC VALUATION: FMV	158,027.	152,722.
4900.00 SHS. CVS CAREMARK CORPORATION VALUATION: FMV	174,239.	154,203.
4104.89 SHS. DOMINI SOCIAL EQUITY FUND VALUATION: FMV	112,760.	110,052.
3000.00 SHS. DOW CHEMICAL COMPANY (THE) VALUATION: FMV	75,930.	82,380.
2700.00 SHS. E.I. DU PONT DE NEMOURS AND COMPANY VALUATION: FMV	105,595.	120,474.
5700.00 SHS. EMC CORPORATION VALUATION: FMV	74,876.	115,767.
3000.00 SHS. ESTEE LAUDER COMPANIES INC. VALUATION: FMV	0.	0.
2500.00 SHS. EXPRESS SCRIPTS VALUATION: FMV	99,110.	121,750.
1300.00 SHS. FRANKLIN RESOURCES VALUATION: FMV	133,553.	138,970.
900.00 SHS FREEPORT-MCMORAN (PFD) COPPER & GOLD CONV VALUATION: FMV	0.	0.
1000.00 SHS. FREEPORT-MCMORAN COPPER & GOLD INC. VALUATION: FMV	76,185.	85,390.
6600.00 SHS. GENERAL ELECTRIC COMPANY VALUATION: FMV	135,167.	107,250.
4900.00 SHS. HAIN CELESTIAL GROUP VALUATION: FMV	90,559.	117,502.
55708.85 SHS. HANSBERGER INSTL. EMERGING MARKETS FUND VALUATION: FMV	1,025,310.	665,721.
2300.00 SHS. ILLINOIS TOOL WORKS INC. VALUATION: FMV	75,527.	108,146.
7400.00 SHS. INTEL CORPORATION VALUATION: FMV	137,447.	142,080.
2800.00 SHS. JOHNSON & JOHNSON VALUATION: FMV	170,989.	173,488.
2700.00 SHS. JPMORGAN CHASE & CO. VALUATION: FMV	123,828.	102,762.
4000.00 SHS. JUNIPER NETWORKS VALUATION: FMV	69,807.	121,400.
2000.00 SHS. KIMBERLY-CLARK CORPORATION VALUATION: FMV	103,915.	130,100.
4600.00 SHS. MARSH & MCLENNAN COMPANIES VALUATION: FMV	139,131.	110,952.
6800.00 SHS. MASCO CORPORATION VALUATION: FMV	129,158.	74,868.
2500.00 SHS. MERCK & CO. VALUATION: FMV	71,602.	92,025.
671575.37 SHS. MFO - NORTHPOINTE FUND A VALUATION: FMV	1,317,358.	1,693,162.
357094.33 SHS. MFO - TOWLE FUND VALUATION: FMV	872,058.	1,161,941.
36643.91 SHS. MFO - WESTFIELD FUND A VALUATION: FMV	861,981.	1,279,694.
26713.25 SHS. MFO EQUITY FUND VALUATION: FMV	102,607.	113,265.

6900.00 SHS. MICROSOFT CORPORATION VALUATION: FMV	179,684.	168,981.
2300.00 SHS. MONSANTO COMPANY VALUATION: FMV	177,637.	110,239.
2000.00 SHS. MOSAIC COMPANY VALUATION: FMV	104,557.	117,520.
2900.00 SHS. NEWFIELD EXPLORATION COMPANY VALUATION: FMV	113,882.	166,576.
3900.00 SHS. PATTERSON COMPANIES VALUATION: FMV	120,084.	111,735.
2300.00 SHS. PEABODY ENERGY CORPORATION VALUATION: FMV	86,244.	112,723.
3600.00 SHS. PENTAIR VALUATION: FMV	114,391.	121,068.
2800.00 SHS. PEPSICO VALUATION: FMV	164,762.	186,032.
6441.00 SHS. PROCTER & GAMBLE COMPANY VALUATION: FMV	367,867.	386,267.
2700.00 SHS. QUALCOMM INCORPORATED VALUATION: FMV	92,815.	121,851.
7700.00 SHS. REGAL ENTERTAINMENT GROUP VALUATION: FMV	121,559.	101,024.
4500.00 SHS. REGIONS FINANCIAL CORPORATION VALUATION: FMV	0.	0.
4400.00 SHS. RYLAND GROUP VALUATION: FMV	128,796.	78,848.
50010.91 SHS. SANDS TECHNOLOGY PARTNERS L.P. VALUATION: FMV	0.	0.
600.00 SHS. SCHERING-PLOUGH 6% CONV PFD VALUATION: FMV	0.	0.
2000.00 SHS. SCHLUMBERGER LIMITED VALUATION: FMV	88,134.	123,220.
8243.09 SHS. SENTINEL SUSTAINABLE EMERGING VALUATION: FMV	104,594.	108,809.
11800.00 SHS. SPRINT NEXTEL CORPORATION VALUATION: FMV	181,917.	54,634.
2300.00 SHS. STRYKER CORPORATION VALUATION: FMV	7,250.	115,115.
2600.00 SHS. SUNCOR ENERGY INC. VALUATION: FMV	82,749.	84,630.
11100.00 SHS. SYMANTEC CORPORATION VALUATION: FMV	184,892.	167,943.
2200.00 SHS. TARGET CORPORATION VALUATION: FMV	106,054.	117,568.
56083.05 SHS. TEMPLETON INSTL. EMERGING MARKETS FUND VALUATION: FMV	693,524.	885,397.
109397.83 SHS. TEMPLETON INSTL. FOREIGN EQUITY FUND VALUATION: FMV	2,580,574.	2,139,144.
1000.00 SHS. TRANSOCEAN LTD. VALUATION: FMV	80,347.	64,290.
3975.00 SHS. TYCO INTERNATIONAL LTD. VALUATION: FMV	153,533.	146,002.
4200.00 SHS. UNILEVER N.V. VALUATION: FMV	52,621.	125,496.

1800.00 SHS. UNITED PARCEL SERVICE VALUATION: FMV	126,567.	120,042.
2100.00 SHS. UNITED TECHNOLOGIES CORPORATION VALUATION: FMV	114,403.	149,583.
14553.67 SHS. VANGUARD FTSE SOCIAL INDEX FUND VALUATION: FMV	109,161.	100,275.
4500.00 SHS. VERIZON COMMUNICATIONS INC. VALUATION: FMV	150,643.	146,655.
4800.00 SHS. WASTE MANAGEMENT INC. VALUATION: FMV	164,498.	171,552.
5300.00 SHS. WEATHERFORD INTERNATIONAL LTD. VALUATION: FMV	83,391.	90,630.
1800.00 SHS. WEYERHAEUSER COMPANY VALUATION: FMV	0.	0.
7800.00 SHS. WYNDHAM WORLDWIDE CORPORATION VALUATION: FMV	0.	0.
2500.00 SHS. ZIMMER HOLDINGS VALUATION: FMV	179,037.	130,825.
21440.52 SHS. VANGUARD ADM EMERGING MKTS INDEX FD VALUATION: FMV	632,643.	808,308.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,837,296.	17,525,845.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
61237.20 SHS. VANGUARD ADM INTERM INVEST GRADE BOND FD VALUATION: FMV	570,545.	636,254.
150895.87 SHS. VANGUARD ADMIRAL HIGH YIELD CORPORATE FD VALUATION: FMV	816,861.	860,106.
205566.42 SHS VANGUARD ADMIRAL SHORT-TERM INVESTMENT GR VALUATION: FMV	2,203,774.	2,234,507.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,591,180.	3,730,867.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
4570.44 SHS. VANGUARD ADMIRAL REIT INDEX FUND	FMV	261,783.	337,298.
9200.00 SHS APARTMENT INVESTMENT AND MANAGEMENT COMPA	FMV	0.	0.
CROSSLINK VENTURES V L.P.	FMV	508,557.	659,486.
CROSSLINK VI VENTURE FUND	FMV	100,000.	100,000.

DRAPER FISHER JURVETSON GROWTH FUND LP	FMV	551,082.	570,952.
900000.00 SHS. INTEGRAL CAPITAL PARTNERS VI	FMV	120,482.	147,216.
TGAP VENTURE CAPITAL FUND II	FMV	269,199.	263,720.
TGAP VENTURE CAPITAL FUND	FMV	242,790.	212,236.
28383.60 SHS. VANGUARD ARBITRAGE FUND	FMV	367,000.	371,825.
ARTWORK	COST	50,075.	150,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,470,968.	2,812,733.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CROSSLINK VENTURES V - CAPITAL COMMITMENT	219,426.	161,528.
CROSSLINK VI VENTURE FUND - CAPITAL COMMITMENT	0.	97,000.
DFJ GROWTH FUND - CAPITAL COMMITMENT	356,700.	235,200.
TGAP VENTURE CAPITAL - CAPITAL COMMITMENT	87,500.	70,000.
TGAP VENTURE CAPITAL II - CAPITAL COMMITMENT	261,250.	220,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	924,876.	783,728.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALLOCATION FROM RELATED EXEMPT ENTITY, CS FUND - SEE STATEMENT 17 FOR EXPLANATION	16.00	0.	0.	0.
MARYANNE MOTT 469 BOHEMIAN HWY FREESTONE, CA 95472	SECRETARY/TRUSTEE 4.00	0.	0.	0.
MICHAEL WARSH 469 BOHEMIAN HWY FREESTONE, CA 95472	PRESIDENT/TRUSTEE 4.00	6,995.	0.	0.
MARISE MEYNET STEWART 469 BOHEMIAN HWY FREESTONE, CA 95472	VP/TRUSTEE 2.00	2,223.	0.	0.
ROXANNE TURNAGE 469 BOHEMIAN HWY FREESTONE, CA 95472	EXECUTIVE DIRECTOR 20.00	52,166.	14,483.	0.
CORINNE MEADOWS-EFRAM 469 BOHEMIAN HWY FREESTONE, CA 95472	TRUSTEE 2.00	1,606.	0.	0.
TERESA ROBINSON 469 BOHEMIAN HWY FREESTONE, CA 95472	TRUSTEE 2.00	1,487.	0.	0.
KAU'L KELIIPIO 469 BOHEMIAN HWY FREESTONE, CA 95472	TRUSTEE 2.00	1,487.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		65,964.	14,483.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 14
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472-9579

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	GENERAL GRANT POLICIES

FORM AND CONTENT OF APPLICATIONS

REQUESTS FOR SUPPORT SHOULD BE MADE BY LETTER OF INQUIRY. HARD COPY IS PREFERRED OVER FAX OR E-MAIL TRANSMISSION. INQUIRIES WILL BE ACKNOWLEDGED AS SOON AS POSSIBLE. IF YOUR PROJECT FALLS WITHIN THE FOUNDATION'S PRIORITY INTEREST AREAS, A FULL PROPOSAL WILL BE REQUESTED. THE FOUNDATION PROVIDES GENERAL SUPPORT AS WELL AS PROJECT-SPECIFIC GRANTS. APPLICANT ORGANIZATIONS MUST QUALIFY UNDER SEC. 501(C)(3) OF THE US INTERNAL REVENUE CODE. FOREIGN APPLICANTS SHOULD NOTE THAT THE FOUNDATION MAKES A VERY LIMITED NUMBER OF GRANTS ABROAD. KINDLY REFRAIN FROM SENDING A FULL PROPOSAL UNLESS INVITED TO DO SO. PLEASE DO NOT INCLUDE NEWS CLIPPINGS, REPORTS, BROCHURES, CASSETTES, VIDEOS OR OTHER MATERIALS WITH LETTERS OF INQUIRY. PLASTIC FOLDERS, BINDERS AND OTHER PRESENTATION MATERIALS ARE NOT NECESSARY. (CONTINUED ON NEXT PAGE)

ANY SUBMISSION DEADLINES

THE FOUNDATION HAS NO DEADLINES FOR LETTERS OF INQUIRY-THEY ARE ACCEPTED THROUGHOUT (CONT. NEXT PG.)

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATION WAS FORMED TO MAKE CONTRIBUTIONS TO WORTHY ORGANIZATIONS WHICH ARE QUALIFIED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3). WARSH MOTT LEGACY IS CURRENTLY GRANTING IN FOUR CATEGORIES, EACH ONE WITH A SPECIFIC EMPHASIS:

- ECONOMIC GLOBALIZATION
- FOOD SOVEREIGNTY
- CIVIL LIBERTIES
- EMERGING TECHNOLOGIES

BOARD INITIATED GRANTS: OCCASIONALLY THE FOUNDATION MAY INITIATE SUPPORT FOR PROJECTS THAT FALL OUTSIDE OF THE ESTABLISHED GUIDELINES.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	GENERAL GRANT POLICIES (CONTINUED)

FORM AND CONTENT OF APPLICATIONS

LETTERS OF INQUIRY SHOULD BE NO MORE THAN THREE PAGES IN LENGTH AND CONTAIN THE FOLLOWING: BASIC INFORMATION ABOUT YOUR ORGANIZATION, INCLUDING A BRIEF MISSION STATEMENT AND AN OVERVIEW OF CURRENT ACTIVITIES. A CONTACT PERSON'S NAME, TITLE, MAILING ADDRESS, TELEPHONE, FAX, AND E-MAIL AND WEB ADDRESS, IF AVAILABLE. A DESCRIPTION OF THE ORGANIZATION'S APPROACH TO THE PROBLEM BEING ADDRESSED AND YOUR PLANNED ACTIVITIES. A LINE ITEM BUDGET —— PROJECTED EXPENSES FOR THE WHOLE ORGANIZATION AND FOR A SPECIFIC PROJECT, IF APPLICABLE. A COMPLETE LIST OF SECURED AND POTENTIAL FUNDING SOURCES (GRANTS RECEIVED, REQUESTS PENDING, PLANNED PROPOSAL SUBMISSIONS, EARNED INCOME, ETC.). LETTERS OF INQUIRY SHOULD BE ADDRESSED TO:

WARSH MOTT LEGACY
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

ANY SUBMISSION DEADLINES

THE YEAR. FUNDING DECISIONS ARE MADE TWICE A YEAR, USUALLY IN APRIL/MAY AND NOVEMBER/DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

(SEE PREVIOUS PAGE)

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	ECONOMIC GLOBALIZATION

FORM AND CONTENT OF APPLICATIONS

SEE GENERAL GRANT POLICIES.

ANY SUBMISSION DEADLINES

SEE GENERAL GRANT POLICIES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTMAKING IN THIS CATEGORY BALANCES SHORT TERM EFFORTS THAT OPPOSE THE NAFTA/ WTO/FTAA TRADE REGIMES WITH LONG TERM EFFORTS TO DEVELOP ALTERNATIVE ECONOMIC MODELS. WE ARE ESPECIALLY CONCERNED ABOUT THE LACK OF DEMOCRACY THAT PERMEATES THE CURRENT SYSTEM. THIS PROGRAM ALSO SUPPORTS EFFORTS TO ESTABLISH LAW AT THE INTERSECTION OF HUMAN RIGHTS AND THE ENVIRONMENT.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	FOOD SOVEREIGNTY

FORM AND CONTENT OF APPLICATIONS

SEE GENERAL GRANT POLICIES.

ANY SUBMISSION DEADLINES

SEE GENERAL GRANT POLICIES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTMAKING IN THIS AREA IS DESIGNED TO PROMOTE SEED SAVING, ENCOURAGE SOIL BUILDING, AND PROTECT POLLINATING INSECTS AND ANIMALS. WE FAVOR INITIATIVES THAT ARE FARMER LED AND INCORPORATE ELEMENTS OF TRADITIONAL AGRICULTURE.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	CIVIL LIBERTIES

FORM AND CONTENT OF APPLICATIONS

SEE GENERAL GRANT POLICIES.

ANY SUBMISSION DEADLINES

SEE GENERAL GRANT POLICIES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THIS CATEGORY FOCUSES ON PROTECTING THE CONSTITUTIONALLY GUARANTEED RIGHT TO DISSENT AND PRESERVING AN ACCOUNTABLE AND TRANSPARENT GOVERNMENT. ON A MORE LIMITED BASIS, WE SUPPORT EFFORTS TO CURB UNDUE GOVERNMENT SURVEILLANCE POWERS AND DEFEND THE DUE PROCESS RIGHTS OF ALL AMERICANS.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY
FREESTONE, CA 95472

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
707-874-2942	EMERGING TECHNOLOGIES

FORM AND CONTENT OF APPLICATIONS

SEE GENERAL GRANT POLICIES.

ANY SUBMISSION DEADLINES

SEE GENERAL GRANT POLICIES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

WE ARE DEVELOPING A NEW PROGRAM AIMED AT ADDRESSING THE POTENTIAL RISKS OF NANOTECH, AS WELL AS ITS CONVERGENCE WITH OTHER TECHNOLOGIES.

FORM 990-PF

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AS YOU SOW 311 CALIFORNIA ST SAN FRANCISCO, CA 94104	NONE NANO FOOD SHAREHOLDER CAMPAIGN	PUBLIC CHARITY	25,000.
CIEL 1350 CONNECTICUT AVE., NW WASHINGTON, DC 20036	NONE ADVOCATING PRECAUTIONARY POLICIES ON NANOTECH	PUBLIC CHARITY	60,000.
CLEAN WATER FUND 38875 HARPER AVE CLINTON TWP., MI 48036	NONE MASSACHUSETTS PRECAUTIONARY PRINCIPLE PROJECT	PUBLIC CHARITY	40,000.
COMMUNITY ENVIRONMENTAL LEGAL DEFENSE FUND 675 MOWER RD CHAMBESBURG, PA 17202	NONE GENERAL SUPPORT	PUBLIC CHARITY	25,000.
ELECTRONIC FRONTIER FOUNDATION 454 SHOTWELL ST SAN FRANCISCO, CA 94110	NONE FOIA LITIGATION FOR ACCOUNTABLE GOVERNMENT	PUBLIC CHARITY	30,000.
ENVIRONMENTAL RESEARCH FOUNDATION 153 NICHOL AVE NEW BRUNSWICK, NJ 08901	NONE GENERAL SUPPORT	PUBLIC CHARITY	40,000.
ENVIRONMENTAL RESEARCH FOUNDATION 153 NICHOL AVE NEW BRUNSWICK, NJ 08901	NONE GENERAL SUPPORT	PUBLIC CHARITY	40,000.
FIRST AMENDMENT COALITION 534 FOURTH ST., SUITE B SAN RAFAEL, CA 94901	NONE GENERAL SUPPORT	PUBLIC CHARITY	40,000.

FIRST AMENDMENT COALITION 534 FOURTH ST., SUITE B SAN RAFAEL, CA 94901	NONE GENERAL SUPPORT	PUBLIC CHARITY	20,000.
FOCUS PROJECT 1742 CONNECTICUT AVE., NW WASHINGTON, DC 20009-1171	NONE OMB WATCH	PUBLIC CHARITY	60,000.
FOUNDATION CENTER 79 FIFTH AVE., 2ND FLOOR NEW YORK, NY 10003	NONE GENERAL SUPPORT	PUBLIC CHARITY	2,000.
FRIENDS OF ETC 331 W. MAIN ST., STE 307 DURHAM, NC 27701	NONE ORAB'S MAIZE AND SOIL RESTORATION PROJECT	PUBLIC CHARITY	27,490.
FRIENDS OF THE EARTH 79 FIFTH AVE., NW WASHINGTON, DC 20036-2002	NONE NANOTECHNOLOGY AND EMERGING TECHNOLOGIES	PUBLIC CHARITY	50,000.
GLOBAL EXCHANGE 2017 MISSION ST SAN FRANCISCO, CA 94110	NONE ORGANIZING FOR COMMUNITY AND NATURE'S RIGHTS	PUBLIC CHARITY	30,000.
INSTITUTE FOR AGRICULTURE AND TRADE POLICY 2105 FIRST AVE. SOUTH MINNEAPOLIS, MN 55404-2505	NONE NANOTECHNOLOGY AND AGRICULTURE PROJECT	PUBLIC CHARITY	50,000.
MARIN COMMUNITY FOUNDATION 5 HAMILTON LANDING, SUITE 200 NOVATO, CA 94949	NONE DONATION TO THE TOP FUND	PUBLIC CHARITY	375,000.
MARIN COMMUNITY FOUNDATION 5 HAMILTON LANDING, SUITE 200 NOVATO, CA 94949	NONE DONATION TO THE TOP FUND	PUBLIC CHARITY	200,000.
NATIONAL LAWYERS GUILD FOUNDATION, INC. 132 NASSAU ST., ROOM 922 NEW YORK, NY 10038	NONE MASS DEFENSE PROJECT	PUBLIC CHARITY	30,000.

ON THE COMMONS 2104 STEVENS AVE., SOUTH MINNEAPOLIS, MN 55404	NONE GENERAL SUPPORT	PUBLIC CHARITY	30,000.
ON THE COMMONS 2104 STEVENS AVE., SOUTH MINNEAPOLIS, MN 55404	NONE FACILITATE EXEMPT ORGANIZATION'S UPDATING AND STREAMLINING OF ITS	PUBLIC CHARITY	11,000.
ONLINE JOURNALISM PROJECT 493 CENTRAL AVE NEW HAVEN, CT 06515	NONE NANOTECH NEW-MEDIA REPORTING INITIATIVE	PUBLIC CHARITY	58,000.
PARTNERSHIP FOR CIVIL JUSTICE FUND 617 FLORIDA AVE., SO. WASHINGTON, DC 20001	NONE GENERAL SUPPORT	PUBLIC CHARITY	50,000.
PARTNERSHIP FOR CIVIL JUSTICE FUND 617 FLORIDA AVE., SO. WASHINGTON, DC 20001	NONE FACILITATE EXEMPT ORGANIZATION'S EVALUATION AND IMPROVEMENT OF ITS	PUBLIC CHARITY	10,000.
PESTICIDE ACTION NETWORK NORTH AMERICA 49 POWELL ST SAN FRANCISCO, CA 94102	NONE FOR AGACFEM (ASSOCIATION POUR L'ALLEGEMENT	PUBLIC CHARITY	38,719.
SYRACUSE UNIVERSITY SYRACUSE, NY 13244 SYRACUSE, NY 13244	NONE TRAC'S FOIA TRANSPARENCY PROJECT	PUBLIC CHARITY	40,000.
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE, MA 02238-9105	NONE CAMPAIGN TO BAN PHARMACROPS	PUBLIC CHARITY	40,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			1,422,209.

GENERAL EXPLANATION
FORM AND LINE REFERENCES

STATEMENT 16

FORM/LINE IDENTIFIER	DESCRIPTION/RETURN REFERENCE
FORM 990PF, PAGE 1, PART I, LINE 13, COLUMN A	STATEMENT REGARDING REIMBURSEMENT OF OFFICER/TRUSTEE COMPENSATION

GENERAL EXPLANATION

STATEMENT 17

THIS FOUNDATION SHARES FACILITIES AND PERSONNEL WITH ANOTHER PRIVATE FOUNDATION TO WHICH THIS FOUNDATION MAKES REIMBURSEMENT FOR ITS SHARE OF EXPENSES INCLUDING COMPENSATION. ALL COMPENSATION OF PERSONNEL IS REPORTED UNDER THE NAME AND FEDERAL IDENTIFICATION NUMBER OF THE OTHER FOUNDATION (FEI#95-3607882). ACCORDINGLY, OFFICER/TRUSTEE COMPENSATION HAS BEEN REPORTED IN FULL ON PART VIII OF THAT FOUNDATION'S FORM 990PF. IN ADDITION, THE REIMBURSEMENT IS ALSO BEING REPORTED ON THIS FORM 990PF, PART VIII:

TOTAL REIMBURSEMENT REPORTED ON PART VIII	65,964

SIMILARLY, COMPENSATION OF ALL OTHER PERSONNEL IS REPORTED ON PART I TO THE EXTENT OF THE REIMBURSEMENT AS FOLLOWS:

TOTAL REIMBURSEMENT REPORTED ON PART I, LINE 14, COLUMN A	150,577

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

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

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

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

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

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

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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization
WARSH MOTT LEGACY

Employer identification number
68-0049658

Number, street, and room or suite no If a P O box, see instructions.
469 BOHEMIAN HIGHWAY

City, town or post office, state, and ZIP code For a foreign address, see instructions
FREESTONE, CA 95472-9579

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ROXANNE TURNAGE
469 BOHEMIAN HIGHWAY - FREESTONE, CA 95472-9579
Telephone No.▶ (707) 874-2942 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

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

▶ ☐ calendar year ______ or
▶ ☒ tax year beginning OCT 1, 2009 , and ending SEP 30, 2010

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 4,065.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 24,025.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 0.

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

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

923841
01-03-11