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

**2009**

Department of the Treasury  
Internal Revenue Service

**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 **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 <b>WESTCLIFF FOUNDATION</b>	A Employer identification number <b>77-0560851</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>200 7TH AVENUE, SUITE 105</b>	B Telephone number <b>(831) 477-4412</b>
	City or town, state, and ZIP code <b>SANTA CRUZ, CA 95062</b>	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	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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, col (c), line 16) \$ <b>2,315,208.</b> (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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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	190,483.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,417.	1,417.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,305,298.			STATEMENT 1
	b Gross sales price for all assets on line 6a	1,969,839.			
	7 Capital gain net income (from Part IV, line 2)		133,373.		
	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	-59,384.	-59,384.		0.	STATEMENT 3
12 Total (Add lines 1 through 11)	1,437,814.	75,406.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	2,289.	2,289.	0.	0.
	c Other professional fees				
	17 Interest	1,151.	1,151.	0.	0.
	18 Taxes	12.	12.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	2,858.	2,858.	0.	0.
	24 Total operating and administrative expenses Add lines 13 through 23	6,310.	6,310.	0.	0.
	25 Contributions, gifts, grants paid	286,285.			286,285.
26 Total expenses and disbursements. Add lines 24 and 25	292,595.	6,310.	0.	286,285.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,145,219.				
b Net investment income (if negative, enter -0-)		69,096.			
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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	78,064.	2,265.	2,265.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	922,667.	2,312,943.	2,312,943.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	1,000,731.	2,315,208.	2,315,208.	
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 ▶ MARGIN LOAN)	0.	169,258.	
23 Total liabilities (add lines 17 through 22)	0.	169,258.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,000,731.	2,145,950.		
30 Total net assets or fund balances	1,000,731.	2,145,950.		
31 Total liabilities and net assets/fund balances	1,000,731.	2,315,208.		

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	1,000,731.
2 Enter amount from Part I, line 27a	2	1,145,219.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,145,950.
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	2,145,950.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE ATTACHED - ST	P	VARIOUS	VARIOUS
b SEE SCHEDULE ATTACHED - LT	P	VARIOUS	VARIOUS
c UNREALIZED LOSS - BOOK	P	VARIOUS	VARIOUS
d UNREALIZED GAIN ON WESTCLIFF ALTERNATIVE			
e HOLDINGS, LP - BOOK	P	VARIOUS	VARIOUS

  

(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 1,667,909.		1,617,216.	50,693.
b 301,930.		219,250.	82,680.
c			0.
d			
e			0.

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			50,693.
b			82,680.
c			0.
d			
e			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	133,373.
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	227,784.	730,721.	.311725
2007	364,908.	670,239.	.544445
2006	300,237.	981,511.	.305893
2005	722,727.	1,842,759.	.392198
2004	248,700.	1,522,510.	.163349

  

2 Total of line 1, column (d)	2	1.717610
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	.343522
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,490,305.
5 Multiply line 4 by line 3	5	511,953.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	691.
7 Add lines 5 and 6	7	512,644.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	286,285.

**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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,382.
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	1,382.
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	1,382.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,958.
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	1,958.
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	576.
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 576. Refunded <input type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ► N/A	13		X
14	The books are in care of ► MARY HINZ Telephone no. ► (831) 477-4412 Located at ► 200 7TH AVE, STE 105, SANTA CRUZ, CA ZIP+4 ► 95062			
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? <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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____		
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? <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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

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

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

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

If "Yes" to 6b, file Form 8870

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

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

(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
RICHARD S. SPENCER 541 MEDER STREET SANTA CRUZ, CA 95060	PRESIDENT 0.00	0.	0.	0.
MARY F. HINZ 136 CYPRESS PARK SANTA CRUZ, CA 95060	TREASURER 0.00	0.	0.	0.
SHAWN GOULD 541 MEDER STREET SANTA CRUZ, CA 95060	SECRETARY 0.00	0.	0.	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

**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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

<b>1</b> 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	1,454,918.
b	Average of monthly cash balances	1b	58,082.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,513,000.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	2	0.
<b>3</b>	Subtract line 2 from line 1d	3	1,513,000.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,695.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,490,305.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	6	74,515.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	1	74,515.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	2a	1,382.
<b>b</b>	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
<b>c</b>	Add lines 2a and 2b	2c	1,382.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,133.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	4	0.
<b>5</b>	Add lines 3 and 4	5	73,133.
<b>6</b>	Deduction from distributable amount (see instructions)	6	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	73,133.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	286,285.
b	Program-related investments - total from Part IX-B	1b	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
<b>3</b>	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	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	286,285.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	286,285.

**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				73,133.
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	180,082.			
b From 2005	646,915.			
c From 2006	252,487.			
d From 2007	181,480.			
e From 2008	116,248.			
f Total of lines 3a through e	1,377,212.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	286,285.			
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				73,133.
e Remaining amount distributed out of corpus	213,152.			
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	1,590,364.			
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)	75,000.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	180,082.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,335,282.			
10 Analysis of line 9:				
a Excess from 2005	646,915.			
b Excess from 2006	252,487.			
c Excess from 2007	181,480.			
d Excess from 2008	116,248.			
e Excess from 2009	138,152.			

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

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

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE**
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- NONE**

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a The name, address, and telephone number of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE				286,285.
<b>Total</b>			▶ 3a	286,285.
b Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.





**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2009**

Name of the organization

Employer identification number

**WESTCLIFF FOUNDATION**

**77-0560851**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

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

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

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

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

WESTCLIFF FOUNDATION

77-0560851

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SEXTON FAMILY FOUNDATION C/O FOUNDATION SOURCE, 55 WALLS DRIVE, 3RD FLOOR  FAIRFIELD, CT 06824	\$ 75,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

WESTCLIFF FOUNDATION

77-0560851

**Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

**WESTCLIFF FOUNDATION**

**77-0560851**

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	
	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>	<hr/> <hr/> <hr/>
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	
<hr/> <hr/> <hr/>		<hr/> <hr/> <hr/>	

FORM 990-BF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE SCHEDULE ATTACHED - ST			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,667,909.	1,617,216.	0.	0.	50,693.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE SCHEDULE ATTACHED - LT			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
301,930.	321,072.	0.	0.	-19,142.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNREALIZED LOSS - BOOK			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	23,122.	0.	0.	-23,122.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNREALIZED GAIN ON WESTCLIFF ALTERNATIVE HOLDINGS, LP - BOOK	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	-1,296,869.	0.	0.
			(F) GAIN OR LOSS
			1,296,869.
CAPITAL GAINS DIVIDENDS FROM PART IV			0.
TOTAL TO FORM 990-PF, PART I, LINE 6A			1,305,298.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	1,417.	0.	1,417.
TOTAL TO FM 990-PF, PART I, LN 4	1,417.	0.	1,417.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM WESTCLIFF ALTERNATIVE HOLDINGS, LP	-59,384.	-59,384.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-59,384.	-59,384.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	2,289.	2,289.	0.	0.	
TO FORM 990-PF, PG 1, LN 16B	2,289.	2,289.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE TAX	12.	12.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	12.	12.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK SERVICE CHARGE	186.	186.	0.	0.	
FILING FEE	85.	85.	0.	0.	
PORTOFOLIO EXPENSE	390.	390.	0.	0.	
MISCELLANEOUS EXPENSE	881.	881.	0.	0.	
LEGAL FEES	1,316.	1,316.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	2,858.	2,858.	0.	0.	

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
SEE ATTACHED SCHEDULE	787,193.	787,193.
INVESTMENT IN WESTCLIFF ALT HOL	1,525,750.	1,525,750.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,312,943.	2,312,943.

Westcliff Foundation							
Tax ID# 77-0560851							
Schedule of Contributions							
FISCAL YEAR Ending September 30, 2010							
(from Oct 1, 2009 - Sept 30, 2010)							
	Purpose	Total	Animals	Arts/Culture	Education	Health	Human Services
Humane Farming Association PO Box 3577 San Rafael, CA 94912-8902	Animals	500	500				
Project Purr P O Box 891 Santa Cruz, CA 95061	Animals	150	150				
Willow Pond Ranch 505 Alfadel Lane Soquel, CA 95073-9753	Animals	3,100	3,100				
Center for Biological Diversity PO Box 710 Tucson, AZ 85702-0710	Humane	1,000	1,000				
The Rabbit Haven PO Box 66594 Scotts Valley, CA 95067	Animals	400	400				
Native Animal Rescue Wildlife Rehabilitation Center P O Box 1001 Santa Cruz, CA 95061-1001	Animals	500	500				
Utopia Rescue Ranch 966 Echo Hill road Medina, TX 78055	Animals	400	400				
Utopia Rescue Ranch 966 Echo Hill road Medina, TX 78055	Animals	500	500				
UC Santa Cruz Foundation/SSC 1156 High Street Santa Cruz, CA 95064	Arts, Culture	12,500		12,500			
Friends of Parks & Recreation 323 Church Street Santa Cruz, CA 95060	Arts, Culture	1,000		1,000			
Westlake Arts 1000 High Street Santa Cruz, CA 95060	Arts, Culture	300		300			
Brahmvetta Shree Devaraha Hans Baba Trust Siddha Ashram, Village Bhagdevar, P.O. Mahuane Kalan, (Near Vindhyaachal) District - Mirzapur, Uttar Pradesh, INDIA	Education	125,000			125,000		
NAACP 4805 Mt. Hope Drive Baltimore, MD 21215	Education	1,000			1,000		
	Education	25			25		
Karmiu International 155 Rowardennan Dr Ben Lomond, CA 95005	Education	200			200		

Westcliff Foundation							
Tax ID# 77-0560851							
Schedule of Contributions							
FISCAL YEAR Ending September 30, 2010							
(from Oct 1, 2009 - Sept 30, 2010)							
	Purpose	Total	Animals	Arts/Culture	Education	Health	Human Services
Natural Villages 424 Gold Avenue Felton, CA 95018-9637	Education	33,000			33,000		
Georgiana Bruce Kirby Preparatory School 425 Encinal Street Santa Cruz, CA 95060	Education Education	1,400 1,000			1,400 1,000		
Chartwell School 2511 Numa Watson Road Seaside, CA 93955	Education Education	3,300 3,300			3,300 3,300		
Chapman University One University Drive Orange, CA 92866	Education	2,000			2,000		
Carlin Nalley Foundation 1912 Fairoak Rd Naperville, IL 60565	Education	10,000			10,000		
The Leukemia & Lymphoma Society Silicon Valley & Monterey Bay Chapter 675 N First Street, Suite 1100 San Jose, CA 95112	Health Health	1,000 1,000				1,000 1,000	
JACOB'S HEART CHILDREN'S CANCER SUPP 2007 Freedom Blvd. Freedom, CA 95019	Health Health	500 1,000				500 1,000	
The Smile Train PO Box 96246 Washington, DC 20090-6246	Health Health	250 1,000				250 1,000	
Partners in Health P.O. Box 845578 Boston, MA 02284-5578	Human Serv	1,000					1,000
Save the Children Federation, Inc. 54 Wilton Road Westport, CT 06880	Human Serv	2,000					2,000
AmeriCares 88 Hamilton Avenue Stamford, CT 06902	Human Serv	2,000					2,000
Second Harvest Food Bank 800 Ohlone Parkway Watsonville, CA 95076-7005	Human Serv Human Serv	250 150					250 150
Slow Food USA 20 Jay St Suite M104 Brooklyn, NY 11201	Human Serv	60					60
Hospice of Santa Cruz 940 Disc Drive Scotts Valley, CA 95066	Human Serv	500					500

Westcliff Foundation							
Tax ID# 77-0560851							
Schedule of Contributions							
FISCAL YEAR Ending September 30, 2010							
(from Oct 1, 2009 - Sept 30, 2010)							
	Purpose	Total	Animals	Arts/Culture	Education	Health	Human Services
		211,285	6,550	13,800	180,225	4,750	5,960
Sexton Family Foundation							
	Brahmvetta Shree Devaraha Hans Baba Trust	Education	75,000		75,000		
Siddha Ashram, Village Bhagdevar, P O Mahuane Kalan, (Near Vindhyachal) District - Mirzapur, Uttar Pradesh, INDIA							
		75,000	-	-	75,000	-	-
	TOTALS	286,285	6,550	13,800	255,225	4,750	5,960

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
2/3/2010	2/25/2010	160	3d systems corp	2,027	2,105	78	
2/3/2010	2/26/2010	70	3d systems corp	887	962	75	
4/23/2010	6/18/2010	30	acacia resh corp	437	470	33	
4/23/2010	7/23/2010	260	acacia resh corp	3,787	3,390	(397)	
4/1/2010	6/18/2010	150	advanced energy industries	2,464	2,094	(369)	
3/31/2010	6/18/2010	50	advanced energy industries	810	698	(112)	
4/13/2010	8/12/2010	330	advanced energy industries	5,210	4,984	(226)	
3/31/2010	8/12/2010	180	advanced energy industries	2,917	2,719	(198)	
3/15/2010	8/12/2010	130	advanced energy industries	2,091	1,964	(128)	
8/11/2009	10/13/2009	(1)	agnico eagle mines ltd 01/10 @45 put	41	245	204	
9/24/2009	11/23/2009	(1)	agnico eagle mines ltd 01/10 @55 put	157	294	137	
10/29/2009	11/23/2009	(1)	agnico eagle mines ltd 01/10 @55 put	157	453	296	
10/30/2009	11/23/2009	(1)	agnico eagle mines ltd 01/10 @55 put	157	508	351	
10/29/2009	11/23/2009	1	agnico eagle mines ltd 01/10 @60 call	427	598	171	
10/8/2009	10/8/2009	(1)	agnico eagle mines ltd 01/10 @70 call	912	908	(4)	
8/11/2009	10/8/2009	1	agnico eagle mines ltd 01/10 @70 call	254	911	657	
9/24/2009	1/15/2010	1	agnico eagle mines ltd 01/10 @75 call	353	-	(353)	
10/9/2009	1/15/2010	1	agnico eagle mines ltd 01/10 @80 call	442	-	(442)	
10/26/2009	1/15/2010	1	agnico eagle mines ltd 01/10 @80 call	174	-	(174)	
12/17/2009	2/19/2010	1	agnico eagle mines ltd 02/10 @65 call	144	-	(144)	
12/18/2009	2/19/2010	1	agnico eagle mines ltd 02/10 @65 call	115	-	(115)	
5/21/2010	6/8/2010	4	agnico eagle mines ltd 06/10 @60 call	705	751	45	
5/18/2010	6/18/2010	16	agnico eagle mines ltd 06/10 @65 call	3,539	308	(3,231)	
4/28/2010	6/18/2010	17	agnico eagle mines ltd 06/10 @70 call	2,196	-	(2,196)	
5/26/2010	7/16/2010	6	agnico eagle mines ltd 07/10 @65 call	951	-	(951)	
7/16/2010	8/16/2010	1	agnico eagle mines ltd 08/21/10 @60 call	120	256	136	
7/21/2010	8/16/2010	(8)	agnico eagle mines ltd 09/18/10 @55 put	407	1,803	1,396	
7/21/2010	8/16/2010	11	agnico eagle mines ltd 09/18/10 @60 call	2,056	4,268	2,212	
8/16/2010	9/15/2010	2	agnico eagle mines ltd 09/18/10 @65 call	290	495	205	
8/16/2010	9/16/2010	6	agnico eagle mines ltd 09/18/10 @65 call	870	1,794	924	
7/1/2009	10/1/2009	(1)	agnico eagle mines ltd 11/09 @45 put	22	252	230	
7/2/2009	10/1/2009	(1)	agnico eagle mines ltd 11/09 @45 put	22	270	248	
7/1/2009	10/8/2009	1	agnico eagle mines ltd 11/09 @65 call	296	968	672	
7/2/2009	10/8/2009	1	agnico eagle mines ltd 11/09 @65 call	274	968	694	
1/9/2009	10/16/2009	90	agnico-eagle mines ltd	4,488	6,459	1,971	
1/9/2009	11/2/2009	60	agnico-eagle mines ltd	2,992	3,337	345	
1/9/2009	11/23/2009	50	agnico-eagle mines ltd	2,493	3,172	679	
1/5/2010	1/25/2010	60	agnico-eagle mines ltd	3,424	3,236	(188)	
1/22/2010	1/25/2010	50	agnico-eagle mines ltd	2,729	2,697	(32)	
1/22/2010	2/19/2010	60	agnico-eagle mines ltd	3,274	3,514	240	
3/2/2010	6/18/2010	40	agnico-eagle mines ltd	2,449	2,600	150	
5/18/2009	10/16/2009	(140)	american italian pasta co cl a	4,056	3,596	(460)	
5/15/2009	2/4/2010	(300)	american italian pasta co cl a	11,189	8,266	(2,923)	
5/18/2009	2/4/2010	(60)	american italian pasta co cl a	2,238	1,541	(697)	
5/29/2009	2/4/2010	(40)	american italian pasta co cl a	1,492	1,098	(394)	
6/2/2009	2/4/2010	(30)	american italian pasta co cl a	1,119	834	(285)	
1/14/2010	3/15/2010	290	anadigics inc	1,328	1,259	(69)	
1/14/2010	6/18/2010	260	anadigics inc	1,190	1,180	(10)	
7/26/2010	9/17/2010	101	applied matts inc 09/18/10 @13 call	4,063	-	(4,063)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
7/30/2010	9/17/2010	84	applied matls inc 09/18/10 @13 call	1,545	-	(1,545)	
7/14/2009	10/16/2009	(80)	astec industries inc	2,127	1,989	(138)	
2/11/2009	4/20/2010	(220)	astec industries inc	7,679	5,586	(2,093)	
4/14/2010	4/20/2010	(320)	astec industries inc	11,170	10,400	(770)	
9/3/2010	9/22/2010	9	atmel corp 02/19/11 @7 5 call	324	601	277	
8/25/2010	9/22/2010	11	atmel corp 02/19/11 @7 5 call	231	735	504	
4/30/2010	5/7/2010	(300)	atp oil & gas corp	4,584	5,629	1,045	
4/30/2010	5/18/2010	(290)	atp oil & gas corp	4,577	5,441	864	
5/26/2009	10/16/2009	(340)	autonation inc	6,668	5,431	(1,237)	
5/15/2009	11/4/2009	(810)	autonation inc	14,826	13,081	(1,745)	
5/26/2009	11/4/2009	(200)	autonation inc	3,661	3,195	(466)	
10/30/2009	11/2/2009	290	axt inc	700	634	(66)	
11/11/2009	11/23/2009	430	axt inc	1,104	979	(125)	
11/11/2009	11/24/2009	90	axt inc	231	207	(24)	
11/11/2009	3/15/2010	570	axt inc	1,463	1,820	357	
11/11/2009	3/16/2010	110	axt inc	282	349	66	
10/30/2009	3/16/2010	390	axt inc	941	1,237	296	
10/30/2009	3/17/2010	190	axt inc	458	629	170	
10/30/2009	3/18/2010	110	axt inc	265	360	94	
10/30/2009	3/19/2010	190	axt inc	458	604	146	
4/29/2009	10/16/2009	120	barrick gold corp	3,561	4,639	1,078	
4/29/2009	11/2/2009	90	barrick gold corp	2,671	3,303	632	
4/29/2009	11/23/2009	50	barrick gold corp	1,484	2,223	739	
1/5/2010	1/25/2010	100	barrick gold corp	4,075	3,653	(422)	
1/13/2010	1/25/2010	10	barrick gold corp	406	365	(40)	
1/22/2010	1/25/2010	10	barrick gold corp	372	365	(6)	
1/22/2010	2/19/2010	90	barrick gold corp	3,346	3,565	219	
3/2/2010	6/18/2010	10	barrick gold corp	400	458	58	
3/3/2010	6/18/2010	50	barrick gold corp	2,021	2,290	269	
8/11/2009	10/13/2009	(1)	barrick gold corp 01/10 @31 put	64	238	174	
10/29/2009	11/16/2009	(1)	barrick gold corp 01/10 @34 put	44	188	144	
9/24/2009	11/16/2009	(1)	barrick gold corp 01/10 @34 put	44	245	201	
9/24/2009	11/16/2009	1	barrick gold corp 01/10 @39 call	244	603	359	
8/11/2009	11/23/2009	1	barrick gold corp 01/10 @39 call	197	558	361	
10/20/2009	11/23/2009	1	barrick gold corp 01/10 @40 call	189	483	294	
12/18/2009	4/16/2010	1	barrick gold corp 04/10 @43 call	266	-	(266)	
4/28/2010	5/12/2010	17	barrick gold corp 06/10 @45 call	1,638	5,408	3,771	
5/12/2010	6/18/2010	17	barrick gold corp 06/10 @47 call	3,771	-	(3,771)	
5/19/2010	7/16/2010	7	barrick gold corp 07/10 @45 call	1,311	-	(1,311)	
5/18/2010	7/16/2010	5	barrick gold corp 07/10 @45 call	1,248	-	(1,248)	
5/26/2010	7/16/2010	4	barrick gold corp 07/10 @45 call	644	-	(644)	
5/21/2010	7/16/2010	5	barrick gold corp 07/10 @45 call	612	-	(612)	
7/21/2010	8/16/2010	(8)	barrick gold corp 09/18/10 @40 put	433	1,013	580	
7/21/2010	8/31/2010	8	barrick gold corp 09/18/10 @44 call	1,121	2,912	1,791	
7/1/2009	10/8/2009	1	barrick gold corp 10/09 @39 call	183	136	(47)	
7/2/2009	10/8/2009	1	barrick gold corp 10/09 @39 call	167	136	(31)	
10/6/2009	11/6/2009	(1)	barrick gold corp 11/09 @38 put	32	208	176	
10/6/2009	11/6/2009	1	barrick gold corp 11/09 @40 call	187	248	61	
10/8/2009	11/16/2009	2	barrick gold corp 11/09 @43 call	259	248	(10)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
8/31/2009	10/16/2009	30	big lots inc	763	808	45	
8/25/2009	10/16/2009	60	big lots inc	1,546	1,615	69	
8/31/2009	11/2/2009	20	big lots inc	508	508	(1)	
9/2/2009	11/2/2009	50	big lots inc	1,246	1,270	24	
9/2/2009	11/23/2009	10	big lots inc	249	242	(8)	
4/8/2009	11/23/2009	40	big lots inc	895	966	71	
4/8/2009	2/2/2010	30	big lots inc	671	873	201	
3/4/2009	2/2/2010	30	big lots inc	531	873	342	
3/4/2009	2/2/2010	100	big lots inc	1,768	2,924	1,156	
5/8/2009	10/16/2009	1,060	brigham exploration co	3,730	11,056	7,325	
5/8/2009	11/2/2009	800	brigham exploration co	2,815	7,619	4,804	
5/8/2009	11/23/2009	180	brigham exploration co	633	1,890	1,257	
5/20/2009	2/23/2010	260	brigham exploration co	786	4,054	3,268	
5/19/2009	3/26/2010	170	brigham exploration co	468	2,640	2,173	
5/20/2009	3/26/2010	540	brigham exploration co	1,633	8,386	6,753	
4/8/2009	3/26/2010	530	brigham exploration co	986	8,231	7,245	
10/16/2009	11/2/2009	110	brooks automation inc	968	725	(244)	
10/16/2009	11/23/2009	80	brooks automation inc	704	613	(91)	
10/16/2009	3/15/2010	80	brooks automation inc	704	686	(18)	
10/16/2009	3/16/2010	60	brooks automation inc	528	519	(9)	
10/16/2009	6/18/2010	100	brooks automation inc	880	809	(72)	
2/5/2010	6/18/2010	30	brooks automation inc	227	243	16	
2/5/2010	8/26/2010	580	brooks automation inc	4,385	4,022	(363)	
2/5/2010	8/26/2010	580	brooks automation inc	4,374	4,022	(352)	
9/11/2009	10/16/2009	60	calfrac well services ltd	835	1,109	274	
9/15/2009	10/16/2009	190	calfrac well services ltd	2,690	3,511	821	
9/11/2009	11/2/2009	190	calfrac well services ltd	2,644	2,982	338	
9/14/2009	11/23/2009	70	calfrac well services ltd	947	1,238	291	
9/14/2009	11/24/2009	70	calfrac well services ltd	947	1,231	284	
3/10/2010	6/18/2010	80	calfrac well services ltd	1,930	1,650	(281)	
3/10/2010	8/19/2010	110	calfrac well services ltd	2,654	2,501	(153)	
3/9/2010	8/19/2010	20	calfrac well services ltd	480	455	(26)	
11/4/2008	10/16/2009	60	carrizo oil & co inc	1,419	1,767	348	
11/4/2008	11/2/2009	10	carrizo oil & co inc	237	238	2	
12/10/2009	2/23/2010	80	carrizo oil & co inc	1,827	1,910	82	
3/31/2009	3/11/2010	10	carrizo oil & co inc	90	243	152	
12/4/2009	3/11/2010	260	carrizo oil & co inc	5,572	6,309	737	
4/28/2009	11/24/2009	10	ce franklin ltd	49	55	6	
4/29/2009	11/24/2009	100	ce franklin ltd	532	553	21	
4/23/2010	6/18/2010	20	cohu inc	333	282	(51)	
4/22/2010	9/1/2010	140	cohu inc	2,295	1,656	(639)	
4/23/2010	9/1/2010	60	cohu inc	998	710	(288)	
3/12/2009	10/16/2009	820	complete production services	2,270	9,594	7,324	
3/12/2009	11/2/2009	20	complete production services	55	184	129	
3/13/2009	11/2/2009	185	complete production services	503	1,701	1,198	
3/10/2009	11/2/2009	190	complete production services	519	1,747	1,228	
3/16/2009	11/2/2009	215	complete production services	585	1,977	1,392	
3/16/2009	11/23/2009	150	complete production services	408	1,464	1,056	
3/6/2009	11/23/2009	310	complete production services	716	3,025	2,309	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
12/4/2009	2/24/2010	40	comstock res inc	1,517	1,408	(109)	
12/4/2009	3/15/2010	40	comstock res inc	1,517	1,313	(204)	
8/6/2009	10/16/2009	50	continental resources inc	1,942	2,140	199	
7/17/2009	11/2/2009	20	continental resources inc	546	759	213	
7/15/2009	11/2/2009	20	continental resources inc	530	759	229	
7/15/2009	11/23/2009	30	continental resources inc	796	1,130	334	
7/16/2009	2/2/2010	20	continental resources inc	530	816	286	
7/15/2009	2/2/2010	70	continental resources inc	1,856	2,856	1,000	
3/23/2010	6/18/2010	90	dg fastchannel inc	3,129	3,531	402	
3/23/2010	8/30/2010	130	dg fastchannel inc	4,519	2,159	(2,360)	
2/16/2010	8/30/2010	90	dg fastchannel inc	2,983	1,495	(1,489)	
2/18/2010	8/30/2010	80	dg fastchannel inc	2,751	1,329	(1,422)	
3/31/2010	8/30/2010	80	dg fastchannel inc	2,634	1,329	(1,306)	
8/12/2010	8/30/2010	70	dg fastchannel inc	2,305	1,163	(1,143)	
8/12/2010	8/30/2010	70	dg fastchannel inc	2,299	1,163	(1,136)	
2/19/2010	9/2/2010	290	dg fastchannel inc	9,488	4,602	(4,886)	
8/12/2010	9/2/2010	120	dg fastchannel inc	3,941	1,904	(2,037)	
4/1/2010	9/2/2010	110	dg fastchannel inc	3,472	1,746	(1,727)	
10/9/2009	10/16/2009	350	eagle bulk shipping inc	1,861	1,907	46	
10/9/2009	11/2/2009	270	eagle bulk shipping inc	1,436	1,260	(176)	
10/9/2009	11/23/2009	60	eagle bulk shipping inc	319	360	41	
11/12/2009	11/23/2009	190	eagle bulk shipping inc	1,077	1,140	63	
10/9/2009	2/23/2010	730	eagle bulk shipping inc	3,882	3,523	(359)	
12/4/2009	2/23/2010	180	eagle bulk shipping inc	1,068	869	(199)	
2/8/2010	2/23/2010	100	eagle bulk shipping inc	501	483	(19)	
2/22/2010	3/15/2010	30	electro scientific inds inc	383	379	(3)	
2/22/2010	3/16/2010	80	electro scientific inds inc	1,020	1,012	(9)	
4/15/2010	6/18/2010	150	electro scientific inds inc	2,163	2,031	(132)	
4/14/2010	6/18/2010	40	electro scientific inds inc	557	542	(15)	
7/23/2010	9/3/2010	290	electronics for imaging inc	3,162	3,214	51	
1/13/2010	3/15/2010	250	emulex corp	3,173	3,467	294	
8/4/2010	8/27/2010	5	energy fuels inc	1	1	(0)	
4/30/2010	5/7/2010	(320)	energy xxi (bermuda) ltd	4,970	5,407	437	
4/30/2010	5/18/2010	(320)	energy xxi (bermuda) ltd	4,917	5,407	490	
4/30/2010	5/7/2010	(120)	ensco international plc	5,085	5,549	464	
4/30/2010	5/18/2010	(120)	ensco international plc	4,869	5,549	680	
9/2/2009	10/16/2009	10	ethan allen interiors inc	140	163	23	
8/24/2009	10/16/2009	230	ethan allen interiors inc	3,576	3,747	171	
8/21/2009	10/16/2009	80	ethan allen interiors inc	1,130	1,303	174	
9/2/2009	11/2/2009	110	ethan allen interiors inc	1,535	1,344	(191)	
8/20/2009	11/2/2009	130	ethan allen interiors inc	1,721	1,588	(133)	
8/20/2009	11/23/2009	180	ethan allen interiors inc	2,383	2,090	(292)	
8/20/2009	3/15/2010	40	ethan allen interiors inc	529	827	298	
8/20/2009	3/16/2010	20	ethan allen interiors inc	265	416	151	
8/20/2009	6/18/2010	50	ethan allen interiors inc	662	843	181	
8/20/2009	6/24/2010	220	ethan allen interiors inc	2,912	3,545	633	
1/27/2010	1/27/2010	10,256	evergreen energy inc	3,077	2,997	(80)	
1/27/2010	1/27/2010	540	evergreen energy inc	162	158	(4)	
1/27/2010	2/23/2010	540	evergreen energy inc	162	177	15	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
1/27/2010	2/23/2010	1,070	evergreen energy inc	321	350	29	
1/27/2010	2/24/2010	250	evergreen energy inc	75	82	7	
1/27/2010	2/24/2010	540	evergreen energy inc	162	177	15	
1/29/2010	3/17/2010	12,100	evergreen energy inc	3,630	2,537	(1,093)	
1/27/2010	3/17/2010	5,314	evergreen energy inc	1,594	1,114	(480)	
1/29/2010	3/17/2010	540	evergreen energy inc	162	113	(49)	
10/9/2009	10/16/2009	270	excel maritime carriers ltd	1,862	1,820	(42)	
10/9/2009	11/2/2009	200	excel maritime carriers ltd	1,379	1,106	(273)	
10/9/2009	11/23/2009	190	excel maritime carriers ltd	1,310	1,377	67	
10/9/2009	2/23/2010	420	excel maritime carriers ltd	2,896	2,222	(674)	
12/4/2009	2/23/2010	150	excel maritime carriers ltd	1,078	794	(284)	
11/12/2009	2/23/2010	140	excel maritime carriers ltd	956	741	(215)	
11/12/2009	2/24/2010	10	excel maritime carriers ltd	68	52	(16)	
2/8/2010	2/24/2010	100	excel maritime carriers ltd	539	523	(15)	
11/20/2008	10/16/2009	250	exco resources inc	1,121	5,135	4,013	
11/20/2008	11/2/2009	190	exco resources inc	852	3,040	2,188	
12/4/2009	2/23/2010	90	exco resources inc	1,596	1,680	84	
12/16/2009	4/16/2010	27	exxon mobil corp 04/10 @80 call	1,516	-	(1,516)	
6/3/2009	10/16/2009	20	farmer bros co	467	410	(56)	
5/28/2009	10/16/2009	10	farmer bros co	219	205	(14)	
5/28/2009	11/2/2009	20	farmer bros co	438	371	(67)	
5/28/2009	11/23/2009	10	farmer bros co	219	179	(40)	
6/3/2010	7/29/2010	(180)	federal mogul corp	2,994	3,080	86	
6/4/2010	7/29/2010	(180)	federal mogul corp	2,994	3,132	138	
12/8/2009	2/22/2010	120	flow intl corp	368	432	64	
12/8/2009	2/22/2010	380	flow intl corp	1,159	1,368	208	
12/14/2009	2/23/2010	40	flow intl corp	120	139	20	
12/10/2009	2/23/2010	80	flow intl corp	238	278	41	
12/9/2009	2/23/2010	170	flow intl corp	515	592	77	
12/8/2009	2/23/2010	240	flow intl corp	732	835	103	
12/10/2009	2/24/2010	100	flow intl corp	297	325	28	
12/7/2009	2/24/2010	330	flow intl corp	978	1,073	96	
12/10/2009	2/25/2010	30	flow intl corp	87	94	7	
12/7/2009	2/25/2010	150	flow intl corp	444	468	24	
12/11/2009	2/25/2010	180	flow intl corp	516	562	46	
6/23/2010	7/29/2010	(1,140)	ford mtr co del	14,856	12,727	(2,129)	
10/12/2009	10/16/2009	80	forest oil corp	1,758	1,903	145	
10/12/2009	11/2/2009	60	forest oil corp	1,318	1,199	(119)	
10/12/2009	11/23/2009	50	forest oil corp	1,099	888	(210)	
1/14/2010	2/23/2010	80	forest oil corp	2,196	2,083	(113)	
1/14/2010	3/15/2010	50	forest oil corp	1,372	1,455	83	
10/12/2009	3/15/2010	20	forest oil corp	439	582	143	
7/23/2009	3/15/2010	30	forest oil corp	474	873	400	
7/23/2009	3/25/2010	90	forest oil corp	1,421	2,392	971	
10/9/2009	10/16/2009	90	genco shipping & trading ltd	1,976	1,930	(47)	
10/9/2009	11/2/2009	60	genco shipping & trading ltd	1,318	1,187	(131)	
11/12/2009	11/23/2009	70	genco shipping & trading ltd	1,733	1,742	9	
10/9/2009	2/23/2010	190	genco shipping & trading ltd	4,172	3,804	(368)	
12/4/2009	2/23/2010	40	genco shipping & trading ltd	989	801	(188)	

Purchased		Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
Westcliff Foundation								
REALIZED GAINS AND LOSSES				Tax Gains (Losses)				
Tax ID# 77-0560851								
From 10-01-09 Through 09-30-10								
Purchased		Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
2/8/2010	2/23/2010		30	genco shipping & trading ltd	577	601	23	
2/8/2010	2/23/2010		30	genco shipping & trading ltd	575	601	25	
1/13/2009	10/16/2009		110	goldcorp inc	2,832	4,676	1,844	
1/13/2009	11/2/2009		80	goldcorp inc	2,060	3,028	968	
1/14/2009	11/23/2009		40	goldcorp inc	970	1,787	817	
1/5/2010	1/25/2010		100	goldcorp inc	4,147	3,712	(435)	
1/22/2010	1/25/2010		20	goldcorp inc	752	742	(10)	
1/22/2010	2/19/2010		80	goldcorp inc	3,010	3,121	111	
4/23/2010	6/18/2010		50	goldcorp inc	1,996	2,291	294	
8/10/2009	10/13/2009		(1)	goldcorp inc new 01/10 @31 put	54	220	166	
9/24/2009	11/16/2009		(1)	goldcorp inc new 01/10 @35 put	53	215	162	
8/10/2009	11/23/2009		1	goldcorp inc new 01/10 @41 call	274	468	194	
9/24/2009	1/15/2010		1	goldcorp inc new 01/10 @45 call	221	-	(221)	
12/18/2009	4/16/2010		1	goldcorp inc new 04/10 @43 call	221	-	(221)	
4/28/2010	5/12/2010		17	goldcorp inc new 06/10 @45 call	1,731	6,173	4,442	
5/21/2010	6/17/2010		4	goldcorp inc new 06/10 @45 call	271	159	(112)	
5/21/2010	6/18/2010		4	goldcorp inc new 06/10 @45 call	271	212	(59)	
5/12/2010	6/18/2010		17	goldcorp inc new 06/10 @47 call	4,451	-	(4,451)	
5/14/2010	6/18/2010		4	goldcorp inc new 06/10 @47 call	605	-	(605)	
5/18/2010	5/25/2010		1	goldcorp inc new 07/10 @47 call	195	109	(86)	
5/18/2010	7/16/2010		11	goldcorp inc new 07/10 @47 call	2,144	-	(2,144)	
6/23/2010	7/16/2010		2	goldcorp inc new 07/10 @47 call	114	-	(114)	
7/16/2010	8/12/2010		(4)	goldcorp inc new 08/21/10 @37 put	41	282	242	
7/16/2010	8/20/2010		4	goldcorp inc new 08/21/10 @43 call	301	-	(301)	
7/16/2010	8/20/2010		2	goldcorp inc new 08/21/10 @45 call	78	-	(78)	
7/21/2010	8/18/2010		(4)	goldcorp inc new 09/18/10 @39 put	172	570	398	
7/21/2010	8/19/2010		(4)	goldcorp inc new 09/18/10 @39 put	163	570	407	
7/21/2010	9/16/2010		4	goldcorp inc new 09/18/10 @43 call	498	170	(328)	
7/21/2010	9/17/2010		4	goldcorp inc new 09/18/10 @43 call	498	-	(498)	
7/1/2009	10/1/2009		(1)	goldcorp inc new 10/09 @31 put	12	166	154	
7/2/2009	10/1/2009		(1)	goldcorp inc new 10/09 @31 put	12	176	164	
7/1/2009	10/8/2009		1	goldcorp inc new 10/09 @41 call	210	221	11	
7/2/2009	10/8/2009		1	goldcorp inc new 10/09 @41 call	200	221	21	
10/6/2009	11/9/2009		(1)	goldcorp inc new 11/09 @40 put	23	213	190	
10/6/2009	11/16/2009		1	goldcorp inc new 11/09 @44 call	207	126	(81)	
12/4/2009	2/23/2010		30	goodrich pete corp	676	568	(108)	
12/4/2009	2/25/2010		170	goodrich pete corp	3,832	3,033	(799)	
12/10/2009	2/25/2010		50	goodrich pete corp	1,082	892	(190)	
8/19/2009	10/16/2009		10	green mtn coffee roasters inc	553	720	167	
8/19/2009	11/2/2009		10	green mtn coffee roasters inc	553	677	124	
8/19/2009	11/12/2009		10	green mtn coffee roasters inc	553	679	126	
6/23/2009	11/12/2009		20	green mtn coffee roasters inc	1,038	1,358	319	
8/6/2010	8/12/2010		250	gt solar intl inc	2,015	1,961	(54)	
8/5/2010	8/12/2010		20	gt solar intl inc	157	157	(0)	
8/5/2010	8/12/2010		120	gt solar intl inc	939	942	3	
7/23/2009	10/16/2009		(100)	hansen nat corp	3,727	2,992	(735)	
6/5/2009	2/26/2010		(200)	hansen nat corp	8,167	6,532	(1,635)	
7/23/2009	2/26/2010		(40)	hansen nat corp	1,633	1,197	(437)	
6/9/2009	2/26/2010		(40)	hansen nat corp	1,633	1,358	(275)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
5/22/2009	10/16/2009	(260)	harley davidson inc	7,296	4,257	(3,038)	
5/22/2009	4/20/2010	(580)	harley davidson inc	20,427	9,497	(10,929)	
6/5/2009	4/20/2010	(180)	harley davidson inc	6,339	3,231	(3,108)	
7/27/2009	10/16/2009	40	heidrick & struggles intl	821	1,001	180	
9/9/2009	10/16/2009	140	heidrick & struggles intl	3,211	3,504	293	
7/27/2009	11/2/2009	50	heidrick & struggles intl	1,026	1,356	330	
8/20/2009	11/2/2009	90	heidrick & struggles intl	1,840	2,441	601	
8/20/2009	11/23/2009	50	heidrick & struggles intl	1,022	1,464	442	
7/29/2009	11/25/2009	10	heidrick & struggles intl	197	290	93	
8/20/2009	11/25/2009	40	heidrick & struggles intl	818	1,162	344	
1/5/2010	2/23/2010	60	heidrick & struggles intl	1,890	1,697	(193)	
1/13/2010	2/23/2010	20	heidrick & struggles intl	585	566	(19)	
7/29/2009	2/23/2010	50	heidrick & struggles intl	986	1,414	429	
7/28/2009	2/24/2010	20	heidrick & struggles intl	382	533	151	
7/29/2009	2/24/2010	130	heidrick & struggles intl	2,563	3,463	899	
7/28/2009	3/15/2010	10	heidrick & struggles intl	191	285	94	
7/28/2009	4/27/2010	100	heidrick & struggles intl	1,910	2,719	809	
10/28/2008	10/16/2009	150	hercules offshore inc	746	748	3	
11/12/2008	10/16/2009	870	hercules offshore inc	4,257	4,341	84	
11/12/2008	11/2/2009	50	hercules offshore inc	245	246	1	
2/26/2009	11/2/2009	20	hercules offshore inc	34	98	65	
6/19/2009	11/2/2009	420	hercules offshore inc	1,561	2,066	505	
2/24/2009	11/2/2009	270	hercules offshore inc	457	1,328	871	
2/27/2009	11/23/2009	30	hercules offshore inc	45	156	111	
2/26/2009	11/23/2009	60	hercules offshore inc	101	312	211	
3/2/2009	11/23/2009	70	hercules offshore inc	91	364	273	
2/25/2009	11/23/2009	120	hercules offshore inc	198	624	427	
3/3/2009	11/23/2009	290	hercules offshore inc	375	1,509	1,134	
3/4/2010	6/18/2010	280	hercules offshore inc	1,269	853	(416)	
3/5/2010	6/18/2010	180	hercules offshore inc	841	548	(293)	
4/15/2010	6/18/2010	390	immersion corp	2,355	2,059	(297)	
5/21/2010	6/18/2010	290	integrated silicon solution	2,614	2,790	176	
11/6/2009	11/18/2009	160	interclick inc	938	685	(253)	
11/5/2009	11/18/2009	60	interclick inc	346	257	(89)	
9/15/2010	9/28/2010	(57)	ishares tr 10/16/10 @58 put	733	2,372	1,639	
4/16/2010	5/14/2010	8	ishares tr index 05/10 @68 put	699	898	199	
4/16/2010	5/17/2010	19	ishares tr index 05/10 @68 put	1,660	2,265	606	
4/16/2010	5/17/2010	48	ishares tr index 05/10 @68 put	4,193	5,479	1,286	
4/16/2010	5/18/2010	1	ishares tr index 05/10 @68 put	87	91	3	
4/16/2010	5/19/2010	25	ishares tr index 05/10 @68 put	2,184	2,528	344	
5/20/2010	6/18/2010	64	ishares tr index 06/10 @60 put	13,622	-	(13,622)	
5/20/2010	6/8/2010	8	ishares tr index 06/10 @62 put	1,731	1,781	51	
5/19/2010	6/18/2010	32	ishares tr index 06/10 @62 put	5,659	-	(5,659)	
5/20/2010	6/18/2010	8	ishares tr index 06/10 @62 put	1,731	-	(1,731)	
5/17/2010	5/20/2010	32	ishares tr index 06/10 @65 put	6,107	11,685	5,577	
5/13/2010	5/19/2010	32	ishares tr index 06/10 @68 put	4,257	11,941	7,684	
5/13/2010	5/20/2010	17	ishares tr index 06/10 @68 put	2,261	7,407	5,146	
6/2/2010	7/16/2010	48	ishares tr index 07/10 @55 put	4,094	-	(4,094)	
6/4/2010	7/16/2010	33	ishares tr index 07/10 @55 put	3,254	-	(3,254)	

Purchased		Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
Westcliff Foundation								
REALIZED GAINS AND LOSSES				Tax Gains (Losses)				
Tax ID# 77-0560851								
From 10-01-09 Through 09-30-10								
Westcliff Foundation								
REALIZED GAINS AND LOSSES				Tax Gains (Losses)				
Tax ID# 77-0560851								
From 10-01-09 Through 09-30-10								
Purchased		Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
6/10/2010	7/16/2010		11	ishares tr index 07/10 @55 put	980	-	(980)	
6/7/2010	7/16/2010		4	ishares tr index 07/10 @55 put	453	-	(453)	
6/22/2010	6/29/2010		16	ishares tr index 07/10 @63 put	2,187	4,250	2,063	
6/22/2010	7/16/2010		18	ishares tr index 07/10 @63 put	2,461	2,391	(69)	
6/21/2010	7/16/2010		14	ishares tr index 07/10 @63 put	1,165	1,860	695	
7/1/2010	8/20/2010		16	ishares tr index 08/21/10 @57 put	3,445	-	(3,445)	
7/14/2010	8/20/2010		40	ishares tr index 08/21/10 @57 put	3,432	-	(3,432)	
7/6/2010	8/20/2010		5	ishares tr index 08/21/10 @57 put	827	-	(827)	
7/7/2010	8/20/2010		2	ishares tr index 08/21/10 @57 put	310	-	(310)	
8/12/2010	9/17/2010		16	ishares tr index 09/18/10 @55 put	1,278	-	(1,278)	
8/13/2010	9/17/2010		15	ishares tr index 09/18/10 @55 put	1,225	-	(1,225)	
8/12/2010	9/17/2010		16	ishares tr index 09/18/10 @58 put	2,254	-	(2,254)	
8/13/2010	9/17/2010		15	ishares tr index 09/18/10 @58 put	2,167	-	(2,167)	
6/18/2010	9/30/2010		64	ishares tr index 09/30/10 @53 put	7,286	-	(7,286)	
6/18/2010	7/1/2010		(63)	ishares tr index 09/30/10 @57 put	22,104	10,474	(11,630)	
6/18/2010	7/27/2010		(65)	ishares tr index 09/30/10 @57 put	6,688	10,806	4,118	
6/18/2010	7/1/2010		32	ishares tr index 09/30/10 @65 put	12,190	23,396	11,206	
6/18/2010	8/13/2010		32	ishares tr index 09/30/10 @65 put	12,190	16,304	4,113	
11/25/2008	10/16/2009		(120)	jack in the box inc	2,424	1,784	(640)	
11/25/2008	7/21/2010		(70)	jack in the box inc	1,356	1,040	(315)	
11/19/2009	7/21/2010		(240)	jack in the box inc	4,649	4,375	(274)	
12/17/2009	7/21/2010		(90)	jack in the box inc	1,743	1,749	6	
12/17/2009	7/21/2010		-(170)	jack in the box inc	-3,291	-3,303	-12	
2/17/2010	7/21/2010		(220)	jack in the box inc	4,259	4,506	246	
5/13/2010	7/21/2010		(100)	jack in the box inc	1,936	2,281	345	
10/29/2009	11/2/2009		20	kaydon corp	680	712	32	
10/29/2009	11/23/2009		20	kaydon corp	680	733	53	
1/20/2010	2/2/2010		40	kaydon corp	1,454	1,305	(149)	
10/29/2009	2/2/2010		40	kaydon corp	1,361	1,305	(56)	
1/15/2009	10/16/2009		130	kinross gold corp	2,158	2,996	839	
4/29/2009	10/16/2009		130	kinross gold corp	2,065	2,996	932	
4/29/2009	11/2/2009		70	kinross gold corp	1,112	1,294	182	
1/5/2010	1/25/2010		180	kinross gold corp	3,451	3,190	(261)	
1/22/2010	1/25/2010		120	kinross gold corp	2,180	2,126	(54)	
1/22/2010	2/19/2010		160	kinross gold corp	2,907	2,968	60	
3/2/2010	6/18/2010		80	kinross gold corp	1,542	1,493	(49)	
1/22/2010	6/18/2010		30	kinross gold corp	545	560	15	
8/10/2009	10/13/2009		(1)	kinross gold corp 01/10 @16 put	27	99	72	
8/11/2009	10/13/2009		(1)	kinross gold corp 01/10 @16 put	27	111	84	
9/24/2009	10/13/2009		(2)	kinross gold corp 01/10 @17.5 put	93	170	78	
10/29/2009	1/6/2010		(3)	kinross gold corp 01/10 @19 put	47	571	525	
10/26/2009	1/15/2010		1	kinross gold corp 01/10 @20 call	199	-	(199)	
10/27/2009	1/15/2010		1	kinross gold corp 01/10 @20 call	147	-	(147)	
10/28/2009	1/15/2010		1	kinross gold corp 01/10 @20 call	117	-	(117)	
10/28/2009	1/6/2010		(1)	kinross gold corp 01/10 @20 put	46	298	252	
8/10/2009	1/15/2010		1	kinross gold corp 01/10 @22.5 call	150	-	(150)	
8/11/2009	1/15/2010		1	kinross gold corp 01/10 @22.5 call	140	-	(140)	
9/24/2009	1/15/2010		2	kinross gold corp 01/10 @24 call	248	-	(248)	
12/18/2009	2/19/2010		1	kinross gold corp 02/10 @19 call	103	-	(103)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
4/28/2010	6/18/2010	25	kinross gold corp 06/10 @20 call	1,450	-	(1,450)	
5/21/2010	8/20/2010	5	kinross gold corp 08/21/10 @18 call	582	-	(582)	
5/18/2010	8/20/2010	8	kinross gold corp 08/21/10 @20 call	861	-	(861)	
5/6/2010	8/20/2010	5	kinross gold corp 08/21/10 @20 call	469	-	(469)	
5/19/2010	8/20/2010	4	kinross gold corp 08/21/10 @20 call	350	-	(350)	
7/21/2010	8/19/2010	(8)	kinross gold corp 09/18/10 @15 put	282	463	181	
7/21/2010	9/15/2010	6	kinross gold corp 09/18/10 @17 call	315	444	129	
7/21/2010	9/16/2010	5	kinross gold corp 09/18/10 @17 call	263	685	422	
7/1/2009	10/1/2009	(3)	kinross gold corp 11/09 @16 put	66	342	277	
7/2/2009	10/1/2009	(3)	kinross gold corp 11/09 @16 put	66	363	298	
7/2/2009	11/20/2009	3	kinross gold corp 11/09 @22 5 call	381	-	(381)	
7/1/2009	11/20/2009	3	kinross gold corp 11/09 @22 5 call	378	-	(378)	
5/24/2010	6/18/2010	180	kopin corp	649	604	(45)	
5/24/2010	8/3/2010	550	kopin corp	1,983	1,887	(96)	
5/24/2010	8/3/2010	240	kopin corp	865	812	(53)	
5/24/2010	8/10/2010	600	kopin corp	2,163	1,846	(317)	
5/25/2010	8/10/2010	190	kopin corp	643	585	(59)	
9/9/2009	10/16/2009	170	korn ferry intl	2,463	2,387	(76)	
9/9/2009	11/2/2009	120	korn ferry intl	1,739	1,915	177	
9/9/2009	11/23/2009	30	korn ferry intl	435	491	56	
8/31/2009	11/23/2009	60	korn ferry intl	834	981	148	
12/9/2009	2/23/2010	150	korn ferry intl	2,630	2,544	(86)	
12/10/2009	2/23/2010	70	korn ferry intl	1,190	1,187	(3)	
1/5/2010	2/23/2010	20	korn ferry intl	338	339	1	
12/14/2009	2/23/2010	30	korn ferry intl	507	509	2	
12/11/2009	2/23/2010	70	korn ferry intl	1,183	1,187	4	
1/5/2010	3/15/2010	40	korn ferry intl	676	719	44	
1/5/2010	6/18/2010	30	korn ferry intl	507	475	(31)	
4/14/2010	6/18/2010	40	kulicke & soffia industries	371	329	(42)	
4/14/2010	7/28/2010	340	kulicke & soffia industries	3,156	2,340	(817)	
6/8/2010	6/18/2010	590	lattice semiconductor corp	2,461	2,980	519	
2/11/2010	2/24/2010	590	leapfrog enterprises inc cl a	2,891	3,045	154	
6/11/2010	9/10/2010	(150)	lululemon athletica inc	5,991	6,217	227	
6/22/2010	9/10/2010	(140)	lululemon athletica inc	5,591	6,002	411	
7/21/2010	7/22/2010	280	manpower inc	13,392	13,474	82	
4/30/2010	5/7/2010	(480)	mcmoran exploration co	5,275	5,661	386	
4/30/2010	5/18/2010	(470)	mcmoran exploration co	5,236	5,543	307	
6/30/2010	7/22/2010	210	micron technology inc	1,842	1,756	(86)	
6/29/2010	7/22/2010	160	micron technology inc	1,400	1,338	(62)	
7/21/2010	7/22/2010	1,950	micron technology inc	16,366	16,307	(59)	
7/20/2010	9/17/2010	40	micron technology inc 09/18/10 @9 call	1,346	-	(1,346)	
2/3/2010	3/15/2010	50	mindspeed technologies inc	364	426	63	
2/3/2010	3/16/2010	20	mindspeed technologies inc	145	171	26	
2/3/2010	3/17/2010	90	mindspeed technologies inc	654	760	105	
2/3/2010	6/18/2010	140	mindspeed technologies inc	1,018	1,241	223	
2/2/2010	8/12/2010	350	mindspeed technologies inc	2,441	2,205	(237)	
2/2/2010	8/12/2010	220	mindspeed technologies inc	1,543	1,386	(157)	
2/3/2010	8/12/2010	150	mindspeed technologies inc	1,052	945	(107)	
1/29/2010	8/12/2010	420	mindspeed technologies inc	2,752	2,646	(106)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
2/3/2010	8/12/2010	50	mindspeed technologies inc	364	315	(49)	
2/4/2010	8/12/2010	80	mindspeed technologies inc	548	504	(44)	
2/4/2010	8/12/2010	30	mindspeed technologies inc	212	189	(23)	
9/9/2009	10/16/2009	170	mks instruments inc	3,363	3,208	(155)	
7/28/2009	11/2/2009	70	mks instruments inc	1,370	1,072	(298)	
7/30/2009	11/2/2009	50	mks instruments inc	981	766	(215)	
7/22/2009	11/23/2009	70	mks instruments inc	1,333	1,110	(223)	
7/28/2009	11/23/2009	10	mks instruments inc	196	159	(37)	
8/28/2009	11/23/2009	10	mks instruments inc	188	159	(29)	
8/28/2009	3/15/2010	50	mks instruments inc	938	951	13	
4/14/2010	6/18/2010	70	mks instruments inc	1,455	1,449	(6)	
4/14/2010	9/16/2010	180	mks instruments inc	3,742	3,303	(439)	
1/6/2010	9/16/2010	130	mks instruments inc	2,431	2,386	(45)	
1/5/2010	9/16/2010	80	mks instruments inc	1,469	1,468	(1)	
10/24/2008	10/16/2009	70	newmont mining corp	1,659	3,299	1,640	
1/5/2010	1/25/2010	110	newmont mining corp	5,386	4,904	(482)	
1/5/2010	2/19/2010	30	newmont mining corp	1,469	1,460	(9)	
1/22/2010	2/19/2010	50	newmont mining corp	2,266	2,433	167	
4/23/2010	6/18/2010	40	newmont mining corp	2,097	2,441	343	
10/29/2009	11/16/2009	(1)	newmont mining corp 01/10 @40 put	36	199	163	
9/18/2009	11/16/2009	(1)	newmont mining corp 01/10 @40 put	36	218	182	
12/11/2009	3/5/2010	1	newmont mining corp 03/10 @55 call	297	26	(271)	
12/18/2009	3/5/2010	- 1	newmont mining corp 03/10 @55 call	167	-26	(142)	
3/5/2010	3/5/2010	(1)	newmont mining corp 04/10 @50 put	178	178	(1)	
3/5/2010	4/9/2010	(1)	newmont mining corp 04/10 @50 put	12	180	168	
3/5/2010	4/16/2010	2	newmont mining corp 04/10 @55 call	206	-	(206)	
5/21/2010	6/8/2010	2	newmont mining corp 06/10 @55 call	279	495	217	
5/21/2010	6/16/2010	1	newmont mining corp 06/10 @55 call	139	328	188	
5/21/2010	6/17/2010	2	newmont mining corp 06/10 @55 call	279	905	627	
5/18/2010	6/17/2010	6	newmont mining corp 06/10 @60 call	707	229	(478)	
4/28/2010	6/18/2010	15	newmont mining corp 06/10 @60 call	1,674	1,011	(663)	
5/18/2010	6/18/2010	4	newmont mining corp 06/10 @60 call	471	270	(202)	
5/26/2010	6/18/2010	5	newmont mining corp 07/10 @57.5 call	857	2,244	1,386	
6/18/2010	7/16/2010	5	newmont mining corp 07/10 @62.5 call	831	-	(831)	
6/23/2010	7/16/2010	3	newmont mining corp 07/10 @62.5 call	252	-	(252)	
6/21/2010	7/16/2010	2	newmont mining corp 07/10 @62.5 call	158	-	(158)	
7/16/2010	8/12/2010	(4)	newmont mining corp 08/21/10 @55 put	115	392	277	
7/16/2010	8/20/2010	4	newmont mining corp 08/21/10 @62.5 cal	588	-	(588)	
7/21/2010	8/26/2010	(8)	newmont mining corp 09/18/10 @55 put	383	1,282	899	
7/21/2010	9/15/2010	3	newmont mining corp 09/18/10 @62.5 cal	506	266	(241)	
7/21/2010	9/16/2010	5	newmont mining corp 09/18/10 @62.5 cal	844	511	(333)	
8/11/2009	10/13/2009	(1)	newmont mining corp 12/09 @37 put	48	261	213	
9/2/2009	11/6/2009	(1)	newmont mining corp 12/09 @40 put	36	245	209	
8/11/2009	11/6/2009	1	newmont mining corp 12/09 @47 call	160	398	238	
9/18/2009	11/25/2009	1	newmont mining corp 12/09 @50 call	222	490	268	
9/2/2009	11/25/2009	1	newmont mining corp 12/09 @50 call	186	490	304	
4/30/2010	5/7/2010	(160)	noble corp	5,811	6,214	403	
4/30/2010	5/18/2010	(150)	noble corp	5,222	5,826	604	
7/27/2010	9/28/2010	330	o2micro international ltd	2,418	1,862	(556)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
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From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
7/26/2010	9/28/2010	100	o2micro international ltd	737	564	(173)	
8/11/2010	9/28/2010	130	o2micro international ltd	874	733	(140)	
7/29/2010	9/28/2010	100	o2micro international ltd	702	564	(138)	
8/31/2010	9/28/2010	70	o2micro international ltd	413	395	(18)	
8/27/2009	10/1/2009	380	omnivision technologies	5,606	5,739	132	
8/27/2009	10/16/2009	110	omnivision technologies	1,623	1,575	(48)	
9/3/2009	10/16/2009	120	omnivision technologies	1,700	1,718	18	
9/3/2009	11/2/2009	120	omnivision technologies	1,700	1,443	(258)	
5/29/2009	11/2/2009	50	omnivision technologies	590	601	11	
11/10/2009	11/23/2009	200	omnivision technologies	2,577	2,508	(68)	
2/26/2010	3/15/2010	80	omnivision technologies	1,148	1,238	89	
2/26/2010	6/18/2010	70	omnivision technologies	1,005	1,625	620	
11/10/2009	8/12/2010	50	omnivision technologies	644	1,083	438	
2/26/2010	8/12/2010	80	omnivision technologies	1,148	1,732	584	
8/13/2010	8/25/2010	290	oplink communications inc	4,808	4,750	(58)	
8/16/2010	8/25/2010	60	oplink communications inc	997	983	(14)	
1/6/2010	3/15/2010	40	orion energy systems inc	206	213	7	
1/6/2010	3/16/2010	40	orion energy systems inc	206	212	7	
1/26/2010	3/17/2010	50	orion energy systems inc	251	271	20	
1/6/2010	3/17/2010	70	orion energy systems inc	360	379	20	
1/26/2010	3/18/2010	40	orion energy systems inc	201	228	27	
1/29/2010	5/14/2010	190	orion energy systems inc	953	730	(223)	
12/23/2009	5/14/2010	160	orion energy systems inc	701	615	(87)	
1/26/2010	5/14/2010	70	orion energy systems inc	352	269	(83)	
1/4/2010	5/14/2010	110	orion energy systems inc	488	423	(66)	
1/4/2010	5/14/2010	100	orion energy systems inc	446	384	(62)	
12/30/2009	5/14/2010	110	orion energy systems inc	483	423	(61)	
12/28/2009	5/14/2010	90	orion energy systems inc	405	346	(59)	
12/31/2009	5/14/2010	90	orion energy systems inc	400	346	(55)	
12/29/2009	5/14/2010	80	orion energy systems inc	360	307	(52)	
12/21/2009	5/14/2010	60	orion energy systems inc	259	230	(29)	
12/21/2009	5/17/2010	190	orion energy systems inc	821	692	(130)	
12/18/2009	5/17/2010	160	orion energy systems inc	644	582	(62)	
12/18/2009	5/18/2010	110	orion energy systems inc	443	404	(39)	
12/18/2009	5/19/2010	110	orion energy systems inc	443	365	(78)	
12/18/2009	5/21/2010	100	orion energy systems inc	403	330	(73)	
12/16/2009	5/21/2010	80	orion energy systems inc	314	264	(50)	
12/16/2009	5/24/2010	30	orion energy systems inc	118	97	(21)	
12/16/2009	5/25/2010	130	orion energy systems inc	510	421	(89)	
12/15/2009	5/25/2010	50	orion energy systems inc	196	162	(34)	
12/15/2009	5/26/2010	110	orion energy systems inc	431	374	(57)	
10/29/2008	10/16/2009	180	paladin res nl	268	770	502	
7/27/2010	8/25/2010	160	paladin res nl	561	515	(46)	
10/9/2009	10/16/2009	430	paragon shipping inc cl a	1,911	1,875	(37)	
10/9/2009	11/2/2009	140	paragon shipping inc cl a	622	557	(65)	
10/9/2009	11/3/2009	70	paragon shipping inc cl a	311	279	(32)	
10/9/2009	11/4/2009	80	paragon shipping inc cl a	356	326	(30)	
10/9/2009	11/23/2009	80	paragon shipping inc cl a	356	403	48	
11/12/2009	11/23/2009	230	paragon shipping inc cl a	1,090	1,159	69	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
12/4/2009	2/23/2010	210	paragon shipping inc cl a	1,088	939	(149)	
10/9/2009	2/23/2010	50	paragon shipping inc cl a	222	223	1	
10/9/2009	2/24/2010	870	paragon shipping inc cl a	3,867	3,816	(52)	
2/8/2010	2/24/2010	70	paragon shipping inc cl a	310	307	(3)	
2/11/2010	2/23/2010	60	perceptron inc	235	212	(22)	
2/11/2010	2/24/2010	380	perceptron inc	1,486	1,354	(132)	
2/11/2010	2/25/2010	150	perceptron inc	586	533	(54)	
2/11/2010	2/26/2010	20	perceptron inc	78	72	(7)	
2/11/2010	3/2/2010	90	perceptron inc	352	322	(30)	
2/11/2010	3/3/2010	20	perceptron inc	78	74	(4)	
12/15/2009	2/23/2010	30	petrohawk energy corp	725	630	(95)	
12/4/2009	2/23/2010	70	petrohawk energy corp	1,550	1,470	(80)	
3/17/2009	10/16/2009	40	pioneer drilling co	153	320	168	
9/29/2009	10/16/2009	540	pioneer drilling co	3,488	4,325	836	
3/19/2009	10/16/2009	210	pioneer drilling co	824	1,682	858	
3/17/2009	11/2/2009	600	pioneer drilling co	2,292	3,934	1,642	
11/12/2009	11/23/2009	290	pioneer drilling co	1,958	1,807	(150)	
11/12/2009	11/23/2009	140	pioneer drilling co	963	872	(91)	
4/1/2009	11/23/2009	20	pioneer drilling co	70	125	54	
3/17/2009	11/23/2009	100	pioneer drilling co	382	623	241	
12/15/2009	3/15/2010	60	pioneer drilling co	435	413	(23)	
12/4/2009	3/15/2010	150	pioneer drilling co	980	1,032	52	
12/4/2009	3/19/2010	260	pioneer drilling co	1,699	1,890	191	
4/1/2009	3/19/2010	100	pioneer drilling co	351	727	376	
3/30/2009	3/19/2010	180	pioneer drilling co	623	1,308	685	
3/31/2009	3/25/2010	600	pioneer drilling co	2,027	4,308	2,281	
3/30/2009	3/25/2010	780	pioneer drilling co	2,700	5,600	2,900	
9/16/2009	10/16/2009	80	pioneer nat res co	2,859	3,369	510	
9/16/2009	11/2/2009	10	pioneer nat res co	357	421	63	
5/28/2009	11/2/2009	50	pioneer nat res co	1,347	2,104	757	
5/28/2009	11/23/2009	40	pioneer nat res co	1,077	1,651	573	
12/4/2009	2/23/2010	70	pioneer nat res co	2,963	3,235	273	
12/10/2009	3/15/2010	30	pioneer nat res co	1,213	1,558	345	
5/28/2009	3/15/2010	50	pioneer nat res co	1,347	2,597	1,250	
5/28/2009	5/20/2010	70	pioneer nat res co	1,886	3,953	2,068	
1/27/2010	2/23/2010	100	plains expl& prodtn co	3,471	3,189	(282)	
1/27/2010	3/15/2010	180	plains expl& prodtn co	6,248	5,747	(502)	
4/15/2010	4/30/2010	310	plains expl& prodtn co	10,815	9,113	(1,702)	
1/27/2010	4/30/2010	50	plains expl& prodtn co	1,736	1,470	(266)	
3/9/2010	4/30/2010	60	plains expl& prodtn co	1,982	1,764	(218)	
1/26/2010	2/22/2010	150	plx technology inc	730	701	(29)	
1/26/2010	2/23/2010	470	plx technology inc	2,287	2,205	(82)	
3/2/2009	10/16/2009	16	precision drilling corp	38	111	74	
3/13/2009	10/16/2009	550	precision drilling corp	1,294	3,831	2,537	
2/26/2009	10/16/2009	794	precision drilling corp	2,064	5,531	3,467	
3/2/2009	11/2/2009	124	precision drilling corp	291	808	517	
3/12/2009	11/2/2009	896	precision drilling corp	2,007	5,837	3,830	
3/12/2009	11/23/2009	760	precision drilling corp	1,702	5,199	3,496	
6/9/2009	10/16/2009	(80)	quality systems inc	5,110	3,829	(1,281)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
6/9/2009	10/30/2009	(60)	quality systems inc	3,709	2,872	(837)	
6/9/2009	1/29/2010	(120)	quality systems inc	6,429	5,744	(685)	
6/9/2009	5/18/2010	(40)	quality systems inc	2,431	1,915	(517)	
6/9/2009	5/19/2010	(10)	quality systems inc	605	479	(127)	
4/27/2010	5/19/2010	(10)	quality systems inc	605	679	74	
4/27/2010	5/21/2010	(100)	quality systems inc	5,808	6,793	985	
6/4/2010	9/1/2010	(380)	rackspace hosting inc	7,562	6,595	(967)	
6/3/2010	9/24/2010	(180)	rackspace hosting inc	4,308	3,153	(1,155)	
6/4/2010	9/24/2010	(160)	rackspace hosting inc	3,830	2,777	(1,053)	
10/1/2009	10/16/2009	630	ram energy resources inc	978	1,172	194	
10/1/2009	11/2/2009	470	ram energy resources inc	729	656	(73)	
10/1/2009	11/23/2009	210	ram energy resources inc	326	352	26	
10/1/2009	11/24/2009	10	ram energy resources inc	16	16	1	
10/1/2009	11/24/2009	140	ram energy resources inc	217	226	9	
10/1/2009	2/23/2010	70	ram energy resources inc	109	108	(1)	
10/1/2009	2/24/2010	250	ram energy resources inc	388	388	(0)	
10/1/2009	3/15/2010	270	ram energy resources inc	419	418	(1)	
10/1/2009	3/16/2010	100	ram energy resources inc	155	154	(1)	
10/1/2009	3/19/2010	370	ram energy resources inc	574	553	(22)	
8/21/2009	10/1/2009	650	rf micro devices inc	3,245	3,200	(46)	
6/12/2009	10/1/2009	410	rf micro devices inc	1,426	2,018	592	
6/12/2009	10/16/2009	350	rf micro devices inc	1,217	1,461	244	
10/28/2009	11/2/2009	420	rf micro devices inc	1,778	1,619	(159)	
10/28/2009	11/23/2009	220	rf micro devices inc	931	969	38	
11/6/2009	11/23/2009	430	rf micro devices inc	1,770	1,894	125	
11/6/2009	3/15/2010	190	rf micro devices inc	782	916	134	
11/6/2009	6/18/2010	170	rf micro devices inc	700	787	87	
11/6/2009	7/27/2010	530	rf micro devices inc	2,181	2,348	166	
9/18/2009	10/16/2009	40	rogers corp	1,220	1,112	(108)	
9/16/2009	10/16/2009	20	rogers corp	596	556	(40)	
9/16/2009	11/2/2009	40	rogers corp	1,192	1,019	(173)	
9/16/2009	11/23/2009	30	rogers corp	894	886	(8)	
1/5/2010	1/8/2010	100	rogers corp	3,121	2,637	(484)	
9/16/2009	1/8/2010	90	rogers corp	2,682	2,374	(309)	
1/6/2010	1/8/2010	10	rogers corp	296	264	(32)	
10/16/2009	11/2/2009	230	rosetta resources inc	3,781	3,017	(764)	
10/16/2009	11/23/2009	170	rosetta resources inc	2,794	2,676	(118)	
12/11/2009	2/23/2010	10	rosetta resources inc	179	192	13	
12/4/2009	2/23/2010	50	rosetta resources inc	900	958	58	
10/16/2009	2/23/2010	110	rosetta resources inc	1,808	2,107	299	
10/16/2009	3/15/2010	200	rosetta resources inc	3,287	4,733	1,445	
10/16/2009	3/19/2010	60	rosetta resources inc	986	1,425	438	
10/16/2009	5/20/2010	140	rosetta resources inc	2,301	2,756	455	
2/2/2010	3/15/2010	150	rudolph technologies inc	1,266	1,260	(5)	
2/2/2010	6/18/2010	80	rudolph technologies inc	675	694	19	
2/2/2010	6/21/2010	60	rudolph technologies inc	506	523	17	
11/5/2009	11/23/2009	160	sanmina sci corp	1,350	1,332	(19)	
1/29/2010	3/15/2010	80	sanmina sci corp	1,091	1,380	289	
5/13/2010	6/18/2010	30	sanmina sci corp	508	468	(40)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
5/14/2010	6/18/2010	50	sanmina sci corp	800	780	(20)	
1/29/2010	9/7/2010	124	sanmina sci corp	1,691	1,251	(439)	
5/14/2010	9/7/2010	40	sanmina sci corp	640	412	(228)	
1/29/2010	9/7/2010	60	sanmina sci corp	818	618	(200)	
1/29/2010	9/13/2010	56	sanmina sci corp	764	595	(169)	
11/5/2009	9/13/2010	140	sanmina sci corp	1,181	1,487	306	
11/10/2009	9/13/2010	340	sanmina sci corp	2,860	3,612	753	
1/12/2010	6/18/2010	110	seahawk drilling inc	2,619	1,228	(1,391)	
7/22/2010	8/3/2010	(390)	select comfort corporation	3,088	3,046	(42)	
4/16/2010	5/14/2010	8	select sector spdr tr 05/10 @17 put	692	1,383	691	
4/16/2010	5/17/2010	20	select sector spdr tr 05/10 @17 put	1,730	3,734	2,003	
4/16/2010	5/18/2010	23	select sector spdr tr 05/10 @17 put	1,990	4,879	2,889	
5/13/2010	5/21/2010	8	select sector spdr tr 06/10 @16 put	551	1,427	877	
5/13/2010	5/24/2010	24	select sector spdr tr 06/10 @16 put	1,652	3,501	1,848	
5/13/2010	6/8/2010	17	select sector spdr tr 06/10 @16 put	1,170	3,723	2,553	
5/24/2010	7/16/2010	24	select sector spdr tr 07/10 @15 put	2,653	1,692	(962)	
4/12/2010	5/21/2010	90	semiconductor hldrs tr 05/10 @30 call	3,684	-	(3,684)	
4/9/2010	5/21/2010	67	semiconductor hldrs tr 05/10 @30 call	2,167	-	(2,167)	
4/14/2010	8/20/2010	80	semiconductor hldrs tr 08/21/10 @35 call	1,708	-	(1,708)	
4/30/2010	8/20/2010	20	semiconductor hldrs tr 08/21/10 @35 call	405	-	(405)	
4/28/2010	8/20/2010	5	semiconductor hldrs tr 08/21/10 @35 call	107	-	(107)	
4/27/2010	8/20/2010	2	semiconductor hldrs tr 08/21/10 @35 call	50	-	(50)	
5/6/2010	8/20/2010	1	semiconductor hldrs tr 08/21/10 @35 call	19	-	(19)	
5/6/2010	8/20/2010	1	semiconductor hldrs tr 08/21/10 @35 call	17	-	(17)	
7/23/2009	10/16/2009	220	sfn group	1,068	1,340	271	
7/23/2009	11/2/2009	170	sfn group	826	813	(13)	
7/23/2009	11/23/2009	120	sfn group	583	689	106	
7/23/2009	2/2/2010	370	sfn group	1,797	2,248	451	
8/28/2009	10/16/2009	100	shoe carnival inc	1,617	1,645	28	
8/28/2009	11/2/2009	70	shoe carnival inc	1,132	1,045	(87)	
11/19/2009	11/23/2009	90	shoe carnival inc	1,579	1,603	24	
11/19/2009	2/23/2010	60	shoe carnival inc	1,053	1,133	80	
8/28/2009	2/23/2010	40	shoe carnival inc	647	755	109	
8/27/2009	2/24/2010	70	shoe carnival inc	1,054	1,313	259	
8/28/2009	2/24/2010	100	shoe carnival inc	1,617	1,876	259	
2/3/2010	3/15/2010	30	silicon graphics inc	278	351	73	
7/28/2010	9/15/2010	330	silicon image inc	1,364	1,387	23	
9/2/2009	10/16/2009	40	skechers usa inc-cl a	706	857	152	
8/28/2009	10/16/2009	70	skechers usa inc-cl a	1,234	1,500	266	
8/28/2009	11/2/2009	80	skechers usa inc-cl a	1,411	1,753	343	
8/28/2009	11/23/2009	60	skechers usa inc-cl a	1,058	1,352	294	
8/28/2009	3/15/2010	20	skechers usa inc-cl a	353	663	310	
8/27/2009	3/15/2010	160	skechers usa inc-cl a	2,782	5,300	2,518	
11/6/2009	11/23/2009	110	skyworks solutions inc	1,285	1,347	62	
11/6/2009	2/19/2010	340	skyworks solutions inc	3,972	4,925	952	
2/13/2009	10/16/2009	40	smith intl inc	970	1,249	279	
2/13/2009	11/2/2009	10	smith intl inc	243	283	40	
3/10/2009	11/2/2009	20	smith intl inc	422	566	144	
3/10/2009	11/23/2009	20	smith intl inc	422	549	127	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
3/10/2009	2/2/2010	60	smith intl inc	1,267	1,915	648	
4/13/2009	10/1/2009	10	smith micro software inc	66	116	50	
4/17/2009	10/1/2009	90	smith micro software inc	678	1,048	370	
4/17/2009	10/1/2009	280	smith micro software inc	2,108	3,260	1,152	
4/14/2009	10/1/2009	360	smith micro software inc	2,599	4,191	1,592	
4/13/2009	10/16/2009	110	smith micro software inc	725	1,251	525	
4/13/2009	11/2/2009	80	smith micro software inc	528	720	193	
4/13/2009	11/4/2009	240	smith micro software inc	1,583	1,712	129	
2/23/2010	4/16/2010	7	spdr s&p 500 etf tr 04/10 @102 put	846	-	(846)	
2/23/2010	4/16/2010	7	spdr s&p 500 etf tr 04/10 @106 put	1,434	-	(1,434)	
2/23/2010	3/19/2010	(6)	spdr s&p 500 etf tr 04/10 @110 call	1,717	1,717	-	
2/23/2010	4/15/2010	(1)	spdr s&p 500 etf tr 04/10 @110 call	1,120	286	(834)	
3/19/2010	5/6/2010	(450)	spdr s&p 500 etf trust	50,874	50,768	(106)	
3/19/2010	5/7/2010	(150)	spdr s&p 500 etf trust	16,662	16,923	261	
2/23/2010	4/16/2010	14	spdr series trust 04/10 @36 put	1,731	-	(1,731)	
9/18/2009	10/16/2009	30	st mary ld & expl co	962	1,078	116	
6/11/2009	10/16/2009	30	st mary ld & expl co	664	1,078	414	
5/28/2009	10/16/2009	30	st mary ld & expl co	633	1,078	446	
10/30/2009	11/2/2009	100	st mary ld & expl co	3,530	3,538	8	
10/30/2009	11/23/2009	40	st mary ld & expl co	1,412	1,260	(152)	
11/6/2009	11/23/2009	60	st mary ld & expl co	2,005	1,890	(115)	
11/6/2009	2/23/2010	40	st mary ld & expl co	1,337	1,259	(77)	
12/4/2009	2/23/2010	80	st mary ld & expl co	2,562	2,518	(44)	
12/4/2009	3/15/2010	20	st mary ld & expl co	641	726	86	
5/28/2009	3/15/2010	120	st mary ld & expl co	2,532	4,358	1,826	
5/28/2009	5/20/2010	130	st mary ld & expl co	2,743	4,940	2,197	
8/28/2009	10/16/2009	100	standard microsystems corp	2,465	2,050	(415)	
8/28/2009	11/2/2009	70	standard microsystems corp	1,726	1,334	(392)	
8/28/2009	11/23/2009	40	standard microsystems corp	986	786	(200)	
7/22/2009	11/23/2009	10	standard microsystems corp	228	197	(32)	
7/22/2009	3/15/2010	30	standard microsystems corp	685	671	(14)	
4/8/2010	6/18/2010	40	standard microsystems corp	1,049	980	(69)	
4/8/2010	9/29/2010	70	standard microsystems corp	1,836	1,517	(319)	
4/6/2010	9/29/2010	50	standard microsystems corp	1,197	1,084	(114)	
7/8/2010	9/29/2010	60	standard microsystems corp	1,366	1,300	(66)	
4/7/2010	9/29/2010	10	standard microsystems corp	258	217	(41)	
1/28/2009	10/16/2009	(250)	starbucks corp	5,095	2,321	(2,774)	
1/28/2009	11/5/2009	(260)	starbucks corp	5,364	2,414	(2,950)	
5/22/2009	11/5/2009	(190)	starbucks corp	3,920	2,495	(1,425)	
6/5/2009	11/5/2009	(210)	starbucks corp	4,332	3,163	(1,169)	
11/7/2007	11/5/2009	(80)	starbucks corp	1,650	1,953	303	
9/24/2009	10/16/2009	110	stec inc	3,230	2,667	(562)	
9/17/2009	10/16/2009	60	stec inc	1,979	1,455	(524)	
9/18/2009	10/16/2009	10	stec inc	300	242	(57)	
10/13/2009	10/16/2009	50	stec inc	1,191	1,212	21	
10/13/2009	11/2/2009	160	stec inc	3,812	3,525	(287)	
5/12/2009	11/2/2009	20	stec inc	274	441	167	
5/12/2009	11/3/2009	120	stec inc	1,645	2,117	472	
5/12/2009	11/4/2009	400	stec inc	5,482	6,080	598	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID#: 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
7/14/2009	10/16/2009	(60)	sterling construction co inc	1,145	879	(266)	
2/13/2009	10/16/2009	(190)	sterling construction co inc	3,627	3,419	(208)	
2/13/2009	3/15/2010	(130)	sterling construction co inc	2,332	2,339	7	
1/16/2009	3/15/2010	(200)	sterling construction co inc	3,588	3,624	36	
1/16/2009	3/17/2010	(130)	sterling construction co inc	2,274	2,355	81	
4/2/2008	3/17/2010	(120)	sterling construction co inc	2,099	2,266	167	
4/2/2008	5/10/2010	(70)	sterling construction co inc	1,152	1,322	169	
9/2/2008	5/10/2010	(100)	sterling construction co inc	1,646	1,899	253	
4/30/2010	5/7/2010	(340)	stone energy corp	4,996	5,553	557	
4/30/2010	5/18/2010	(330)	stone energy corp	5,005	5,389	385	
1/29/2010	2/22/2010	210	super micro computer inc	2,702	3,110	408	
6/2/2009	10/16/2009	30	superior well svcs inc	272	359	87	
8/21/2009	10/16/2009	136	superior well svcs inc	1,026	1,628	601	
5/28/2009	10/16/2009	364	superior well svcs inc	3,643	4,357	714	
8/21/2009	10/26/2009	70	superior well svcs inc	528	919	391	
8/7/2009	11/2/2009	36	superior well svcs inc	244	372	128	
8/13/2009	11/2/2009	160	superior well svcs inc	1,192	1,653	461	
8/21/2009	11/2/2009	184	superior well svcs inc	1,389	1,901	512	
4/8/2009	11/23/2009	6	superior well svcs inc	34	81	47	
8/7/2009	11/23/2009	274	superior well svcs inc	1,859	3,703	1,845	
3/10/2010	3/18/2010	180	superior well svcs inc	3,001	2,806	(195)	
3/10/2010	6/18/2010	130	superior well svcs inc	2,167	2,238	70	
3/10/2010	8/9/2010	180	superior well svcs inc	3,001	3,954	953	
12/4/2009	8/9/2010	150	superior well svcs inc	2,042	3,295	1,252	
3/1/2010	7/30/2010	828	support.com inc	2,509	3,387	878	
9/16/2009	10/16/2009	80	swift energy co	1,996	1,892	(104)	
5/28/2009	10/16/2009	30	swift energy co	467	709	242	
5/28/2009	11/2/2009	80	swift energy co	1,247	1,709	463	
5/28/2009	11/23/2009	60	swift energy co	935	1,332	397	
12/4/2009	2/23/2010	100	swift energy co	2,248	2,784	536	
12/4/2009	3/15/2010	40	swift energy co	899	1,279	380	
5/28/2009	3/15/2010	80	swift energy co	1,247	2,558	1,312	
5/28/2009	5/20/2010	110	swift energy co	1,714	2,965	1,251	
9/3/2010	9/14/2010	280	take-two interactive softwre	2,768	2,638	(130)	
10/14/2009	10/16/2009	200	tbs international plc-a	1,900	1,840	(60)	
10/15/2009	10/16/2009	90	tbs international plc-a	860	828	(32)	
10/13/2009	11/2/2009	120	tbs international plc-a	1,116	950	(166)	
10/14/2009	11/2/2009	100	tbs international plc-a	950	792	(158)	
10/13/2009	11/23/2009	110	tbs international plc-a	1,023	907	(116)	
10/9/2009	11/23/2009	90	tbs international plc-a	836	742	(94)	
10/9/2009	2/23/2010	310	tbs international plc-a	2,880	1,734	(1,146)	
12/4/2009	2/24/2010	130	tbs international plc-a	1,033	703	(330)	
11/12/2009	2/24/2010	140	tbs international plc-a	1,086	757	(328)	
10/12/2009	2/24/2010	80	tbs international plc-a	734	433	(302)	
10/9/2009	2/24/2010	70	tbs international plc-a	650	379	(272)	
2/8/2010	2/25/2010	80	tbs international plc-a	451	434	(16)	
6/10/2010	7/29/2010	(130)	tenneco inc	3,313	2,922	(391)	
6/4/2010	7/29/2010	(140)	tenneco inc	3,568	3,216	(353)	
6/3/2010	7/29/2010	(130)	tenneco inc	3,313	3,104	(210)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
11/5/2008	10/16/2009	180	tesco corp	1,798	1,687	(112)	
11/6/2008	10/16/2009	40	tesco corp	380	375	(5)	
11/6/2008	11/2/2009	60	tesco corp	570	500	(70)	
10/7/2009	11/3/2009	110	tesco corp	913	994	81	
11/4/2009	11/23/2009	200	tesco corp	1,999	2,002	3	
11/4/2009	3/15/2010	60	tesco corp	600	771	171	
11/4/2009	3/18/2010	30	tesco corp	300	360	60	
10/7/2009	3/18/2010	150	tesco corp	1,245	1,799	554	
10/7/2009	3/19/2010	70	tesco corp	570	775	206	
10/7/2009	3/19/2010	270	tesco corp	2,241	2,990	749	
2/19/2009	10/16/2009	(130)	toro co	4,995	3,207	(1,788)	
2/19/2009	12/8/2009	(130)	toro co	5,167	3,207	(1,960)	
2/19/2009	2/18/2010	(120)	toro co	5,251	2,961	(2,291)	
5/21/2009	2/18/2010	(110)	toro co	4,814	3,374	(1,440)	
5/5/2008	2/18/2010	(30)	toro co	1,313	1,223	(90)	
9/11/2009	10/16/2009	220	trican well svc ltd	2,683	2,926	243	
9/11/2009	11/2/2009	170	trican well svc ltd	2,073	1,945	(128)	
9/11/2009	11/23/2009	70	trican well svc ltd	854	854	0	
9/10/2009	11/23/2009	50	trican well svc ltd	565	610	45	
3/12/2010	6/18/2010	60	trican well svc ltd	887	828	(59)	
3/9/2010	6/18/2010	70	trican well svc ltd	1,013	966	(46)	
3/9/2010	8/19/2010	20	trican well svc ltd	289	297	8	
1/5/2010	8/19/2010	170	trican well svc ltd	2,333	2,529	196	
1/5/2010	9/15/2010	90	trican well svc ltd	1,235	1,390	155	
4/6/2009	10/16/2009	150	trinidad drilling ltd	396	954	558	
4/3/2009	10/16/2009	230	trinidad drilling ltd	576	1,463	888	
4/3/2009	11/2/2009	290	trinidad drilling ltd	726	1,881	1,155	
4/3/2009	11/23/2009	220	trinidad drilling ltd	550	1,389	838	
4/3/2009	3/15/2010	60	trinidad drilling ltd	150	457	307	
4/3/2009	3/18/2010	120	trinidad drilling ltd	300	895	594	
4/7/2009	3/18/2010	350	trinidad drilling ltd	839	2,609	1,771	
4/7/2009	3/19/2010	110	trinidad drilling ltd	264	797	533	
7/1/2009	10/1/2009	120	triquint semiconductor inc	659	858	199	
8/21/2009	10/1/2009	820	triquint semiconductor inc	5,631	5,866	236	
6/9/2009	10/1/2009	300	triquint semiconductor inc	1,647	2,146	499	
6/9/2009	10/16/2009	60	triquint semiconductor inc	316	484	167	
6/9/2009	10/16/2009	300	triquint semiconductor inc	1,647	2,418	771	
10/28/2009	11/2/2009	390	triquint semiconductor inc	2,248	2,085	(163)	
11/6/2009	11/23/2009	450	triquint semiconductor inc	2,638	2,467	(171)	
2/25/2010	3/15/2010	90	triquint semiconductor inc	632	615	(17)	
2/25/2010	3/15/2010	80	triquint semiconductor inc	562	546	(16)	
4/29/2010	6/18/2010	230	triquint semiconductor inc	1,842	1,607	(235)	
4/29/2010	9/17/2010	550	triquint semiconductor inc	4,405	4,200	(205)	
10/28/2009	9/17/2010	60	triquint semiconductor inc	346	458	112	
2/25/2010	9/17/2010	210	triquint semiconductor inc	1,475	1,604	129	
11/6/2009	9/17/2010	170	triquint semiconductor inc	996	1,298	302	
8/20/2009	10/16/2009	160	trueblue inc	2,224	2,413	189	
5/27/2009	10/16/2009	110	trueblue inc	994	1,659	665	
5/8/2009	10/16/2009	120	trueblue inc	1,098	1,810	711	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
4/21/2009	11/2/2009	130	trueblue inc	1,174	1,557	383	
5/27/2009	11/2/2009	160	trueblue inc	1,446	1,917	471	
4/21/2009	11/23/2009	220	trueblue inc	1,987	2,875	888	
1/6/2010	2/4/2010	130	trueblue inc	2,189	1,990	(199)	
1/7/2010	2/4/2010	90	trueblue inc	1,512	1,378	(134)	
1/11/2010	2/4/2010	90	trueblue inc	1,504	1,378	(127)	
1/5/2010	2/4/2010	180	trueblue inc	2,793	2,755	(38)	
4/21/2009	2/4/2010	110	trueblue inc	994	1,684	690	
4/21/2009	3/15/2010	50	trueblue inc	452	734	282	
4/23/2010	6/18/2010	90	trueblue inc	1,536	1,072	(463)	
6/4/2010	7/29/2010	(100)	trw automotive holdings corp	3,347	3,036	(311)	
6/3/2010	7/29/2010	(100)	trw automotive holdings corp	3,347	3,116	(230)	
9/15/2009	10/16/2009	100	twin disc inc	1,460	1,406	(54)	
9/14/2009	10/16/2009	50	twin disc inc	693	703	10	
9/11/2009	10/16/2009	50	twin disc inc	676	703	27	
9/10/2009	11/2/2009	80	twin disc inc	1,020	740	(280)	
8/31/2009	11/2/2009	50	twin disc inc	637	463	(174)	
9/11/2009	11/2/2009	20	twin disc inc	270	185	(85)	
8/31/2009	11/23/2009	30	twin disc inc	382	293	(89)	
8/31/2009	11/25/2009	40	twin disc inc	509	391	(119)	
8/31/2009	11/27/2009	20	twin disc inc	255	195	(59)	
8/31/2009	2/23/2010	40	twin disc inc	509	439	(71)	
8/31/2009	6/18/2010	20	twin disc inc	255	262	7	
9/4/2009	6/21/2010	20	twin disc inc	254	255	1	
9/4/2009	6/22/2010	20	twin disc inc	254	256	2	
9/3/2009	6/23/2010	30	twin disc inc	378	380	2	
2/18/2010	3/15/2010	140	ultra clean hldgs inc	1,231	1,241	10	
2/18/2010	6/18/2010	100	ultra clean hldgs inc	879	905	26	
2/18/2010	6/21/2010	60	ultra clean hldgs inc	528	545	18	
2/18/2010	6/22/2010	10	ultra clean hldgs inc	88	91	3	
2/18/2010	9/16/2010	130	ultra clean hldgs inc	1,143	1,051	(92)	
2/17/2010	9/17/2010	660	ultra clean hldgs inc	5,750	5,300	(450)	
2/17/2010	9/17/2010	220	ultra clean hldgs inc	1,917	1,777	(140)	
2/18/2010	9/17/2010	90	ultra clean hldgs inc	791	723	(69)	
4/7/2010	9/17/2010	50	ultra clean hldgs inc	428	404	(24)	
4/7/2010	9/20/2010	290	ultra clean hldgs inc	2,482	2,388	(94)	
4/6/2010	9/20/2010	180	ultra clean hldgs inc	1,471	1,482	11	
4/6/2010	9/21/2010	230	ultra clean hldgs inc	1,879	1,898	19	
4/6/2010	9/22/2010	80	ultra clean hldgs inc	654	657	4	
11/19/2008	10/16/2009	100	union drilling inc	518	786	268	
3/17/2009	10/16/2009	500	union drilling inc	2,010	3,930	1,920	
3/17/2009	11/2/2009	50	union drilling inc	201	362	161	
3/17/2009	11/3/2009	50	union drilling inc	201	361	160	
3/17/2009	11/5/2009	420	union drilling inc	1,688	3,039	1,350	
3/17/2009	11/6/2009	140	union drilling inc	563	1,008	445	
3/17/2009	11/23/2009	20	union drilling inc	80	132	51	
3/17/2009	11/25/2009	50	union drilling inc	201	318	117	
3/17/2009	12/2/2009	30	union drilling inc	121	186	65	
3/17/2009	12/3/2009	60	union drilling inc	241	384	143	

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
3/17/2009	12/7/2009	90	union drilling inc	362	601	239	
3/17/2009	3/5/2010	40	union drilling inc	161	297	136	
3/16/2009	3/9/2010	30	union drilling inc	105	211	106	
3/17/2009	3/9/2010	50	union drilling inc	201	351	150	
3/16/2009	3/10/2010	220	union drilling inc	768	1,504	736	
3/16/2009	3/11/2010	290	union drilling inc	1,012	1,922	910	
3/16/2009	3/12/2010	20	union drilling inc	70	134	64	
3/16/2009	3/15/2010	80	union drilling inc	279	521	242	
6/8/2009	1/7/2010	(15)	united states natl gas fund 01/10 @13 put	3,647	3,377	(269)	
6/8/2009	1/15/2010	15	united states natl gas fund 01/10 @18 call	2,983	-	(2,983)	
1/19/2010	3/15/2010	250	ur energy inc	247	197	(50)	
1/11/2010	6/18/2010	690	ur energy inc	652	583	(70)	
1/19/2010	6/18/2010	90	ur energy inc	89	76	(13)	
1/15/2010	6/18/2010	130	ur energy inc	122	110	(13)	
1/15/2010	8/25/2010	430	ur energy inc	405	343	(62)	
1/8/2010	8/25/2010	400	ur energy inc	372	319	(53)	
10/26/2009	8/25/2010	280	ur energy inc	260	223	(37)	
1/14/2010	8/25/2010	250	ur energy inc	233	199	(34)	
10/14/2009	10/16/2009	990	uranium energy corp com	3,980	3,435	(545)	
7/27/2010	8/25/2010	230	uranium energy corp com	648	556	(92)	
6/9/2010	7/29/2010	(180)	valassis communications inc	6,203	6,177	(26)	
1/22/2010	3/15/2010	390	vantage drilling co	615	594	(20)	
1/22/2010	6/18/2010	350	vantage drilling co	552	535	(17)	
2/10/2010	3/15/2010	30	volterra semiconductor corp	606	676	70	
2/10/2010	6/18/2010	30	volterra semiconductor corp	606	794	188	
2/10/2010	7/27/2010	20	volterra semiconductor corp	402	464	62	
2/10/2010	7/27/2010	80	volterra semiconductor corp	1,616	1,856	240	
1/29/2010	7/27/2010	140	volterra semiconductor corp	2,811	3,247	436	
4/16/2009	10/16/2009	20	w & t offshore inc	156	272	116	
4/7/2009	10/16/2009	140	w & t offshore inc	894	1,903	1,009	
4/7/2009	11/2/2009	120	w & t offshore inc	766	1,391	625	
4/7/2009	11/23/2009	90	w & t offshore inc	575	942	368	
4/7/2009	2/23/2010	40	w & t offshore inc	255	360	104	
3/31/2009	2/23/2010	40	w & t offshore inc	252	360	108	
4/8/2009	2/25/2010	40	w & t offshore inc	252	331	79	
3/31/2009	2/25/2010	160	w & t offshore inc	1,008	1,325	316	
4/30/2010	5/7/2010	(580)	w & t offshore inc	5,364	5,498	134	
4/30/2010	5/18/2010	(570)	w & t offshore inc	5,713	5,403	(310)	
8/6/2009	10/16/2009	20	whiting petroleum corp	976	1,230	254	
7/15/2009	11/2/2009	20	whiting petroleum corp	730	1,157	427	
7/15/2009	11/23/2009	10	whiting petroleum corp	365	613	248	
12/8/2009	2/24/2010	20	whiting petroleum corp	1,289	1,450	161	
12/8/2009	3/15/2010	20	whiting petroleum corp	1,289	1,541	252	
7/15/2009	3/15/2010	10	whiting petroleum corp	365	771	405	
7/15/2009	3/26/2010	30	whiting petroleum corp	1,096	2,357	1,262	
2/19/2009	10/16/2009	50	whole foods mkt inc	660	1,665	1,005	
2/19/2009	11/2/2009	40	whole foods mkt inc	528	1,308	780	
2/19/2009	11/4/2009	100	whole foods mkt inc	1,319	2,908	1,588	
6/24/2010	9/23/2010	(370)	williams-sonoma inc	11,482	9,420	(2,062)	

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
6/26/2009	3/5/2010	440	xtreme coil drilling corp	1,546	2,174	628	
6/26/2009	3/19/2010	550	xtreme coil drilling corp	1,932	2,199	267	
9/15/2009	10/16/2009	30	xyratex ltd	266	358	91	
9/21/2009	10/16/2009	250	xyratex ltd	2,242	2,981	738	
9/14/2009	10/16/2009	360	xyratex ltd	3,258	4,292	1,034	
9/18/2009	11/2/2009	110	xyratex ltd	970	1,141	172	
9/15/2009	11/2/2009	370	xyratex ltd	3,285	3,839	553	
9/11/2009	11/23/2009	60	xyratex ltd	520	711	191	
9/18/2009	11/23/2009	150	xyratex ltd	1,322	1,778	456	
9/11/2009	11/24/2009	150	xyratex ltd	1,300	1,768	468	
9/11/2009	3/15/2010	50	xyratex ltd	433	827	393	
9/18/2009	3/15/2010	60	xyratex ltd	513	992	480	
4/15/2010	6/18/2010	190	xyratex ltd	3,330	3,113	(217)	
4/15/2010	9/7/2010	280	xyratex ltd	4,907	3,764	(1,143)	
3/30/2010	9/7/2010	160	xyratex ltd	2,706	2,151	(555)	
3/30/2010	9/27/2010	80	xyratex ltd	1,353	1,382	29	
5/27/2010	9/27/2010	190	xyratex ltd	2,927	3,282	355	
5/27/2010	9/28/2010	20	xyratex ltd	308	340	32	
<b>SUBTOTAL - SHORT TERM</b>				<b>1,617,216</b>	<b>1,667,909</b>	<b>50,693</b>	
6/1/2006	12/31/2009	4,300	aurora oil & gas corp	22,458	-		(22,458)
1/11/2007	12/31/2009	2,200	aurora oil & gas corp	6,712	-		(6,712)
11/2/2006	12/31/2009	1,530	aurora oil & gas corp	4,590	-		(4,590)
10/4/2007	12/31/2009	2,200	aurora oil & gas corp	3,342	-		(3,342)
2/23/2007	12/31/2009	1,300	aurora oil & gas corp	3,275	-		(3,275)
1/12/2007	12/31/2009	800	aurora oil & gas corp	2,424	-		(2,424)
11/2/2006	12/31/2009	310	aurora oil & gas corp	966	-		(966)
10/5/2007	12/31/2009	200	aurora oil & gas corp	304	-		(304)
10/16/2007	12/31/2009	100	aurora oil & gas corp	139	-		(139)
10/24/2008	11/23/2009	10	barrick gold corp	193	445	252	
11/20/2008	11/23/2009	420	brigham exploration co	1,353	4,411	3,057	
11/20/2008	12/24/2009	10	brigham exploration co	32	146	113	
11/20/2008	2/23/2010	270	brigham exploration co	870	4,210	3,339	
3/12/2009	3/19/2010	66	brigham exploration co	86	1,040	954	
3/12/2009	3/19/2010	118	brigham exploration co	153	1,859	1,706	
3/12/2009	3/19/2010	294	brigham exploration co	382	4,633	4,251	
3/12/2009	3/19/2010	5,882	brigham exploration co	7,647	92,686	85,040	
3/12/2009	3/26/2010	52	brigham exploration co	68	808	740	
10/8/2008	11/2/2009	30	carrizo oil & co inc	671	715	44	
10/8/2008	11/23/2009	30	carrizo oil & co inc	671	639	(31)	
10/8/2008	2/23/2010	50	carrizo oil & co inc	1,118	1,194	76	
10/8/2008	3/11/2010	40	carrizo oil & co inc	894	971	76	
4/22/2008	10/16/2009	180	ce franklin ltd	1,760	1,278	(482)	
8/14/2008	10/16/2009	190	ce franklin ltd	1,782	1,349	(433)	
7/8/2008	10/16/2009	100	ce franklin ltd	969	710	(259)	
4/16/2008	10/16/2009	100	ce franklin ltd	944	710	(234)	
8/13/2008	10/16/2009	100	ce franklin ltd	936	710	(226)	
8/11/2008	10/16/2009	30	ce franklin ltd	287	213	(74)	
5/2/2008	10/16/2009	100	ce franklin ltd	753	710	(43)	

Purchased		Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
Westcliff Foundation								
REALIZED GAINS AND LOSSES				Tax Gains (Losses)				
Tax ID# 77-0560851								
From 10-01-09 Through 09-30-10								
ce franklin ltd								
3/26/2008	10/16/2009		60		431	426		(5)
3/26/2008	11/2/2009		40		287	229		(58)
3/24/2008	11/2/2009		40		284	229		(55)
3/24/2008	11/23/2009		30		213	166		(47)
3/11/2008	11/24/2009		100		665	553		(112)
3/12/2008	11/24/2009		100		657	553		(104)
2/22/2008	11/24/2009		100		629	553		(76)
3/17/2008	11/24/2009		100		621	553		(68)
3/24/2008	11/24/2009		30		213	166		(47)
4/28/2009	6/21/2010		30		147	192		45
4/28/2009	6/22/2010		60		294	384		90
4/28/2009	6/23/2010		50		245	316		71
4/28/2009	6/24/2010		20		98	126		28
2/13/2009	6/24/2010		20		94	126		31
2/13/2009	6/29/2010		20		94	123		29
3/6/2009	3/15/2010		140	complete production services	323	1,898		1,574
3/6/2009	3/18/2010		710	complete production services	1,640	9,123		7,483
3/6/2009	3/19/2010		260	complete production services	601	3,193		2,592
3/6/2009	3/24/2010		270	complete production services	624	3,219		2,595
10/8/2008	10/16/2009		30	comstock res inc	978	1,452		474
10/16/2008	11/2/2009		30	comstock res inc	957	1,259		302
10/16/2008	11/23/2009		20	comstock res inc	638	733		96
10/16/2008	3/15/2010		10	comstock res inc	319	328		9
10/16/2008	3/25/2010		40	comstock res inc	1,276	1,234		(42)
2/29/2008	10/16/2009		1,055	energy fuels inc	1,861	299		(1,563)
9/27/2007	10/16/2009		575	energy fuels inc	1,017	163		(854)
2/29/2008	11/2/2009		1,220	energy fuels inc	2,153	325		(1,828)
2/29/2008	11/23/2009		920	energy fuels inc	1,623	224		(1,399)
2/29/2008	3/15/2010		270	energy fuels inc	476	61		(416)
2/29/2008	6/18/2010		250	energy fuels inc	441	38		(403)
2/29/2008	8/25/2010		585	energy fuels inc	1,032	128		(904)
2/29/2008	8/25/2010		25	energy fuels inc	44	5		(38)
2/29/2008	8/26/2010		375	energy fuels inc	655	81		(574)
3/3/2008	8/26/2010		395	energy fuels inc	638	85		(553)
3/3/2008	8/27/2010		845	energy fuels inc	1,366	172		(1,194)
4/30/2002	10/16/2009		180	evergreen energy inc	450	103		(347)
11/20/2008	11/23/2009		140	exco resources inc	628	2,341		1,713
11/20/2008	2/23/2010		40	exco resources inc	179	747		567
11/20/2008	2/24/2010		20	exco resources inc	90	387		297
11/20/2008	3/15/2010		180	exco resources inc	788	3,476		2,689
11/20/2008	3/18/2010		170	exco resources inc	744	3,110		2,366
10/24/2008	11/23/2009		20	goldcorp inc	329	893		564
5/16/2008	10/16/2009		40	goodrich pete corp	1,508	1,203		(305)
5/16/2008	11/2/2009		30	goodrich pete corp	1,131	776		(355)
5/16/2008	11/23/2009		20	goodrich pete corp	754	436		(318)
5/16/2008	2/23/2010		60	goodrich pete corp	2,262	1,136		(1,126)
3/7/2007	10/16/2009		210	gse systems inc	1,392	1,186		(206)
3/7/2007	11/11/2009		50	gse systems inc	331	252		(80)
3/7/2007	11/12/2009		90	gse systems inc	597	453		(144)

Westcliff Foundation							
REALIZED GAINS AND LOSSES			Tax Gains (Losses)				
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
3/7/2007	11/13/2009	20	gse systems inc	133	102		(31)
3/7/2007	11/16/2009	50	gse systems inc	331	257		(74)
3/7/2007	11/17/2009	50	gse systems inc	331	252		(80)
3/7/2007	11/18/2009	20	gse systems inc	133	100		(33)
3/7/2007	11/19/2009	70	gse systems inc	464	333		(131)
3/7/2007	11/20/2009	70	gse systems inc	464	331		(133)
3/7/2007	11/23/2009	100	gse systems inc	663	448		(215)
2/22/2007	11/23/2009	100	gse systems inc	643	448		(195)
10/24/2008	11/2/2009	130	kinross gold corp	1,127	2,403		1,276
10/24/2008	11/23/2009	150	kinross gold corp	1,300	2,966		1,666
7/24/2009	9/16/2010	30	korn ferry intl	393	465		72
8/31/2009	9/16/2010	60	korn ferry intl	834	929		96
8/14/2009	9/16/2010	80	korn ferry intl	1,107	1,239		132
8/20/2009	9/16/2010	70	korn ferry intl	945	1,084		139
7/24/2009	9/17/2010	40	korn ferry intl	523	630		107
8/28/2009	9/16/2010	230	mks instruments inc	4,315	4,221		(95)
10/24/2008	11/2/2009	50	newmont mining corp	1,185	2,190		1,005
10/24/2008	11/23/2009	40	newmont mining corp	948	2,149		1,201
10/29/2008	11/2/2009	140	paladin res nl	208	503		295
10/29/2008	11/23/2009	100	paladin res nl	149	383		234
10/29/2008	3/15/2010	30	paladin res nl	45	101		56
10/29/2008	6/18/2010	30	paladin res nl	45	102		58
10/8/2008	10/16/2009	60	patterson uti energy inc	860	1,025		165
10/8/2008	11/2/2009	40	patterson uti energy inc	574	636		63
10/8/2008	11/23/2009	30	patterson uti energy inc	430	459		28
10/8/2008	3/15/2010	100	patterson uti energy inc	1,434	1,489		55
10/8/2008	10/16/2009	200	petrohawk energy corp	2,438	5,486		3,048
10/8/2008	11/2/2009	50	petrohawk energy corp	609	1,194		585
10/16/2008	11/2/2009	100	petrohawk energy corp	1,143	2,389		1,246
10/16/2008	11/23/2009	110	petrohawk energy corp	1,257	2,350		1,093
10/16/2008	2/23/2010	30	petrohawk energy corp	343	630		287
10/16/2008	3/15/2010	160	petrohawk energy corp	1,828	3,447		1,618
10/16/2008	3/18/2010	150	petrohawk energy corp	1,714	3,118		1,404
3/12/2009	3/15/2010	230	precision drilling corp	515	1,842		1,327
3/12/2009	3/19/2010	334	precision drilling corp	748	2,524		1,776
3/3/2009	3/19/2010	836	precision drilling corp	1,842	6,317		4,475
3/10/2009	3/25/2010	50	precision drilling corp	104	369		265
3/3/2009	3/25/2010	254	precision drilling corp	560	1,875		1,316
2/19/2009	3/25/2010	590	precision drilling corp	1,250	4,356		3,106
6/12/2009	7/27/2010	10	rf micro devices inc	35	44		10
6/9/2009	7/27/2010	1,030	rf micro devices inc	3,140	4,563		1,423
7/22/2009	9/29/2010	130	standard microsystems corp	2,970	2,817		(153)
4/8/2009	8/9/2010	4	superior well svcs inc	23	88		65
4/7/2009	8/9/2010	60	superior well svcs inc	330	1,318		988
3/27/2009	8/9/2010	270	superior well svcs inc	1,423	5,930		4,507
4/1/2009	8/9/2010	520	superior well svcs inc	2,792	11,422		8,630
3/9/2007	10/16/2009	700	support.com inc	4,056	1,694		(2,362)
4/30/2007	10/16/2009	500	support com inc	2,703	1,210		(1,493)
2/28/2007	10/16/2009	212	support com inc	1,232	513		(719)

Westcliff Foundation							
REALIZED GAINS AND LOSSES		Tax Gains (Losses)					
Tax ID# 77-0560851							
From 10-01-09 Through 09-30-10							
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term
4/27/2007	10/16/2009	8	support com inc	43	19		(23)
4/27/2007	11/2/2009	692	support.com inc	3,697	1,579		(2,117)
5/1/2007	11/2/2009	300	support com inc	1,584	685		(899)
5/2/2007	11/2/2009	78	support com inc	411	178		(233)
5/2/2007	11/23/2009	160	support com inc	843	366		(477)
5/2/2007	11/24/2009	490	support com inc	2,580	1,124		(1,457)
5/2/2007	11/25/2009	150	support.com inc	790	347		(443)
5/2/2007	6/18/2010	322	support com inc	1,696	1,386		(310)
5/2/2007	6/18/2010	300	support.com inc	1,580	1,272		(308)
5/7/2007	6/18/2010	8	support com inc	41	34		(7)
5/8/2007	7/30/2010	300	support com inc	1,536	1,227		(309)
5/7/2007	7/30/2010	292	support com inc	1,498	1,194		(304)
12/18/2007	2/23/2010	320	treasur island rty tr unit	85	222		137
12/18/2007	2/24/2010	180	treasur island rty tr unit	48	125		77
12/18/2007	2/26/2010	550	treasur island rty tr unit	146	381		235
12/18/2007	3/1/2010	630	treasur island rty tr unit	168	438		271
12/18/2007	3/2/2010	680	treasur island rty tr unit	181	471		290
12/18/2007	3/3/2010	690	treasur island rty tr unit	184	478		294
12/18/2007	3/4/2010	700	treasur island rty tr unit	186	485		299
10/24/2006	10/16/2009	400	uex corp	1,590	454		(1,137)
10/30/2006	10/16/2009	340	uex corp	1,357	385		(971)
10/24/2006	11/2/2009	560	uex corp	2,227	541		(1,686)
10/24/2006	11/23/2009	420	uex corp	1,670	365		(1,305)
10/24/2006	3/15/2010	130	uex corp	517	123		(393)
10/24/2006	6/18/2010	110	uex corp	437	86		(351)
10/25/2006	8/25/2010	150	uex corp	582	113		(469)
10/24/2006	8/25/2010	120	uex corp	477	91		(387)
10/25/2006	8/26/2010	360	uex corp	1,397	271		(1,126)
11/1/2006	8/26/2010	60	uex corp	230	45		(185)
5/1/2008	10/16/2009	200	union drilling inc	3,118	1,572		(1,546)
3/28/2008	10/16/2009	100	union drilling inc	1,721	786		(935)
5/2/2008	10/16/2009	100	union drilling inc	1,615	786		(829)
3/27/2008	10/16/2009	50	union drilling inc	868	393		(475)
3/10/2009	3/15/2010	70	union drilling inc	185	456		271
3/10/2009	3/16/2010	50	union drilling inc	132	326		193
3/10/2009	3/17/2010	260	union drilling inc	689	1,680		991
3/10/2009	3/18/2010	60	union drilling inc	159	397		238
3/10/2009	3/18/2010	90	union drilling inc	238	593		355
3/10/2009	3/19/2010	70	union drilling inc	185	442		256
3/10/2009	3/22/2010	410	union drilling inc	1,086	2,471		1,384
3/10/2009	3/23/2010	480	union drilling inc	1,272	2,895		1,623
1/5/2007	10/16/2009	1,230	ur energy inc	3,995	1,151		(2,844)
1/5/2007	11/2/2009	1,510	ur energy inc	4,905	1,212		(3,693)
10/24/2006	11/23/2009	1,020	ur energy inc	3,257	756		(2,501)
1/5/2007	11/23/2009	110	ur energy inc	357	82		(276)
10/24/2006	3/15/2010	760	ur energy inc	2,427	598		(1,829)
12/20/2006	10/16/2009	150	uranium energy corp com	375	520		145
12/20/2006	11/2/2009	400	uranium energy corp com	1,000	1,113		113
12/20/2006	11/3/2009	450	uranium energy corp com	1,125	1,210		85

Westcliff Foundation								
REALIZED GAINS AND LOSSES		Tax Gains (Losses)						
Tax ID# 77-0560851								
From 10-01-09 Through 09-30-10								
Purchased	Sold	Quantity	Security	Cost	Proceeds	Short Term	Long Term	
12/20/2006	11/23/2009	640	uranium energy corp com	1,600	1,976		376	
12/20/2006	3/16/2010	190	uranium energy corp com	475	662		187	
12/20/2006	6/18/2010	170	uranium energy corp com	425	480		55	
12/20/2006	8/25/2010	260	uranium energy corp com	650	629		(21)	
12/15/2008	8/25/2010	180	uranium energy corp com	37	435		398	
12/15/2008	8/26/2010	450	uranium energy corp com	92	1,117		1,024	
10/8/2008	10/16/2009	80	weatherford international ltd	1,328	1,635		307	
10/8/2008	11/2/2009	60	weatherford international ltd	996	1,063		67	
10/8/2008	11/23/2009	50	weatherford international ltd	830	817		(13)	
10/8/2008	1/26/2010	140	weatherford international ltd	2,324	2,274		(50)	
9/18/2009	9/28/2010	90	xyratex ltd	769	1,531		762	
<b>SUBTOTAL - LONG TERM</b>				<b>219,250</b>	<b>301,930</b>		<b>82,680</b>	
<b>TOTAL REALIZED GAIN/LOSS</b>				<b>133,373</b>	<b>1,836,465</b>	<b>1,969,838</b>	<b>50,693</b>	<b>82,680</b>

## Westcliff Foundation

Tax ID#: 77-0560851

## Portfolio Appraisal

9/30/2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value
COMMON STOCK					
1,360	advanced energy industries	14.85	20,191	13.06	17,762
385	agnico-eagle mines ltd	54.23	20,879	71.03	27,347
2,370	anadigics inc	4.22	9,990	6.09	14,433
980	atmel corp	5.98	5,858	7.96	7,801
510	barrick gold corp	31.38	16,002	46.29	23,608
1,920	basic energy svcs inc new	9.39	18,035	8.52	16,358
590	calfrac well services ltd	12.76	7,530	24.89	14,687
1,740	ce franklin ltd	4.08	7,093	6.69	11,641
820	complete production services	17.92	14,698	20.45	16,769
550	daktronics inc	9.76	5,367	9.82	5,401
1,810	electro scientific inds inc	12.31	22,282	11.11	20,109
3,155	energy fuels inc	0.24	755	0.35	1,104
540	ethan allen interiors inc	14.54	7,853	17.46	9,428
46	evergreen energy inc	29.35	1,350	1.35	62
1,298	evergreen energy inc wts 4.6308 7/26/15	0	-	0	-
40	farmer bros co	21.61	865	16	640
1,050	finisar corporation	16.44	17,262	18.79	19,730
470	goldcorp inc	29.59	13,906	43.52	20,454
490	gsi technology	6.11	2,994	5.74	2,813
5,120	hercules offshore inc	2.61	13,376	2.65	13,568
3,500	immersion corp	5.57	19,508	5.91	20,685
1,670	infinera corporation	11.45	19,128	11.67	19,489
24,000	inflection energy llc - a3	1	24,000	1.65	39,600
3,170	integrated device tech inc	5.71	18,093	5.85	18,545
4,890	integrated silicon solution	7.64	37,339	8.61	42,103
990	kinross gold corp	13.89	13,751	18.79	18,602
5,300	lattice semiconductor corp	2.88	15,255	4.75	25,175
200	lecroy corp	7.9	1,580	7.9	1,580
2,080	limelight networks inc	4.98	10,365	5.89	12,251
120	manpower inc	47.83	5,740	52.2	6,264
2,880	micron technology inc	8.36	24,088	7.21	20,765
430	mips technologies inc	6.73	2,896	9.74	4,188
320	monolithic pwr sys inc	17.29	5,534	16.33	5,226
375	newmont mining corp	41.38	15,518	62.81	23,554
1,230	oclaro inc	14.61	17,966	16.01	19,692
540	omnivision technologies	11.85	6,401	23.04	12,442
260	paladin res nl	1.64	427	3.48	905
410	patterson uti energy inc	14.73	6,040	17.08	7,003
1,810	pioneer drilling co	6.77	12,247	6.38	11,548
3,140	powerwave technologies inc	1.63	5,106	1.82	5,715
1,110	rf micro devices inc	4.99	5,539	6.14	6,815
1,220	rudolph technologies inc	8.28	10,102	8.31	10,138
500	seagate technology	10.94	5,470	11.77	5,888
1,200	seahawk drilling inc.	16.99	20,385	8.46	10,152

## Westcliff Foundation

Tax ID#: 77-Q560851

## Portfolio Appraisal

9/30/2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value
240	silicon graphics inc	9.27	2,224	7.76	1,862
4,130	silicon image inc	3.68	15,199	4.78	19,741
410	standard microsystems corp	21	8,611	22.81	9,352
4,262	support.com inc	2.67	11,374	4.58	19,520
19,259	treasur island rty tr unit	0.18	3,505	2.15	41,407
610	trican well service ltd - 144a	12.98	7,916	15.94	9,726
380	trican well svc ltd	11.37	4,319	15.94	6,059
11,560	trident microsystems inc	1.71	19,812	1.71	19,768
1,110	triquint semiconductor inc	5.27	5,854	9.6	10,656
1,090	trueblue inc	11.57	12,612	13.65	14,879
930	twin disc inc	10.92	10,159	13.95	12,974
1,040	uex corp	1.81	1,884	0.98	1,021
1,400	ultratech inc	17.05	23,877	17.1	23,940
7,520	ur energy inc	0.88	6,645	0.99	7,445
670	uranium energy corp com	0.2	137	3.28	2,198
1,545	uranium energy corp wts 6/25/11 (+\$3.10)	0	-	0.18	278
3,120	vantage drilling co	1.51	4,716	1.6	4,992
210	western digital corp	25.93	5,445	28.39	5,962
727	wts evergreen energy inc \$33 12/31/10	0	-	0	-
880	xyratex ltd	8.33	7,334	14.84	13,059
			<u>660,389</u>		<u>816,874</u>
<b>SHORT STOCK</b>					
(910)	brunswick corp	16.49	(15,005)	15.22	(13,850)
(220)	dicks sporting goods inc	26.68	(5,870)	28.04	(6,169)
(1,260)	jack in the box inc	22.08	(27,826)	21.44	(27,014)
(180)	nordstrom inc	31.09	(5,595)	37.2	(6,696)
(350)	williams-sonoma inc	25.96	(9,087)	31.7	(11,095)
			<u>(63,383)</u>		<u>(64,824)</u>
<b>PUTS</b>					
57	ishares tr 10/16/10 @65 put	2.07	11,793	0.72	4,133
31	ishares tr index 11/20/10 @55 put	2.34	7,240	0.42	1,318
31	ishares tr index 11/20/10 @58 put	3.2	9,924	0.69	2,155
			<u>28,957</u>		<u>7,605</u>
<b>CALLS</b>					
9	goldcorp inc new 10/16/10 @45 call	0.88	789	0.46	414
99	intel corp 10/16/10 @22 call	0.15	1,485	0.01	149
199	intel corp 10/16/10 @23 call	0.29	5,798	0	100
120	micron technology inc 10/16/10 @9 call	0.35	4,142	0.03	360
1	newmont mining corp 10/16/10 @65 call	1.47	147	0.7	70
20	western digital corp 10/16/10 @28 call	0.58	1,169	1.17	2,350
8	kinross gold corp 11/20/10 @19 call	0.63	502	0.93	744
3	limelight networks inc 12/18/10 @7.5 call	0.41	123	0.37	113
80	seagate technology 12/18/10 @14 call	0.4	3,176	0.37	2,960
60	altera corp 01/22/11 @35 call	0.2	1,180	0.72	4,350

Westcliff Foundation

Tax ID#: 77-0560851

Portfolio Appraisal

9/30/2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value
81	applied mats inc 01/22/11 @14 call	0.15	1,201	0.13	1,053
140	integrated device techn 01/22/11 @7.5 call	0.07	1,040	0.05	700
50	integrated device technol 01/22/11 @6 call	0.22	1,089	0.37	1,875
20	micron technology inc 01/22/11 @10 call	0.16	320	0.15	310
20	micron technology inc 01/22/11 @9 call	0.2	400	0.29	580
20	seagate technology plc 01/22/11 @15 call	0.29	580	0.36	720
79	seagate technology plc 01/22/11 @17.5 call	0.14	1,074	0.13	1,067
5	western digital corp 01/22/11 @31 call	1.13	568	1.73	868
53	western digital corp 01/22/11 @35 call	0.49	2,577	0.74	3,949
60	xilinx inc 01/22/11 @32 call	0.18	1,059	0.26	1,590
28	atmel corp 02/19/11 @7.5 call	0.21	588	1.15	3,220
			<u>29,007</u>		<u>27,539</u>

# Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

- 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](http://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*

<b>Type or print</b>	Name of exempt organization <b>WESTCLIFF FOUNDATION</b>	Employer identification number <b>77-0560851</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>200 7TH AVENUE, SUITE 105</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>SANTA CRUZ, CA 95062</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

**MARY HINZ**

- The books are in the care of ▶ **200 7TH AVE, STE 105 - SANTA CRUZ, CA 95062**  
Telephone No ▶ **(831) 477-4412** 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

<b>3a</b> 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.	<b>3a</b>	\$	1,958.
<b>b</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.	<b>3b</b>	\$	1,958.
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	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)