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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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 NOV 1, 2009, and ending OCT 31, 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 METAL INDUSTRIES FOUNDATION, INC.		A Employer identification number 23-7098483
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 861 N HERCULES AVENUE		B Telephone number (727) 461-0501
	City or town, state, and ZIP code CLEARWATER, FL 33765		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,053,665. (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"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	41,511.	41,511.		
	4 Dividends and interest from securities	52,027.	52,027.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	9,173.			
	b Gross sales price for all assets on line 6a	1,662,821.			
	7 Capital gain net income (from Part IV, line 2)		9,173.		
	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					
12 Total. Add lines 1 through 11	102,711.	102,711.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	338.	0.		0.
	b Accounting fees	859.	0.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes	94,721.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	131.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	111,049.	0.		0.
25 Contributions, gifts, grants paid	134,380.			134,380.	
26 Total expenses and disbursements. Add lines 24 and 25	245,429.	0.		134,380.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<142,718.>				
b Net investment income (if negative, enter -0-)		102,711.			
c Adjusted net income (if negative, enter -0-)			N/A		

B

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	13,531.	4,140.	4,140.
	2 Savings and temporary cash investments	125,823.	71,837.	71,837.
	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 ▶ 143,941.			
	Less: allowance for doubtful accounts ▶	150,581.	143,941.	143,941.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,240.	2,156.	2,156.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 7	706,840.	279,003.	294,001.
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	1,968,742.	2,334,728.	2,503,841.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	42,492.	33,749.	33,749.
	16 Total assets (to be completed by all filers)	3,011,249.	2,869,554.	3,053,665.
	17 Accounts payable and accrued expenses	2,222.	3,245.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	2,222.	3,245.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,128,261.	2,128,261.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	751,822.	751,822.	
	29 Retained earnings, accumulated income, endowment, or other funds	128,944.	<13,774. >	
	30 Total net assets or fund balances	3,009,027.	2,866,309.	
	31 Total liabilities and net assets/fund balances	3,011,249.	2,869,554.	

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	3,009,027.
2 Enter amount from Part I, line 27a	2	<142,718. >
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,866,309.
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	2,866,309.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 1,662,821.		1,653,648.	9,173.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			9,173.	
2 Capital gain net income or (net capital loss)		2		9,173.
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	29,260.	2,560,148.	.011429
2007	61,430.	2,880,224.	.021328
2006	37,344.	2,879,761.	.012968
2005	67,688.	2,729,267.	.024801
2004	66,806.	2,678,804.	.024939
2 Total of line 1, column (d)		2	.095465
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	.019093
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	3,397,195.
5 Multiply line 4 by line 3		5	64,863.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,027.
7 Add lines 5 and 6		7	65,890.
8 Enter qualifying distributions from Part XII, line 4		8	134,380.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,027.
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	1,027.
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	1,027.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,156.	
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	2,156.	
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	1,129.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,129. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► J L FASENMYER Telephone no. ► 727-461-0501
 Located at ► 861 N HERCULES AVE CLEARWATER, FL ZIP+4 ► 33765

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?		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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

▶ ☐

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870.

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETE DESOTO	TRUSTEE			
CLEARWATER, FL 33765	0.00	0.	0.	0.
JAY K POPPLETON	TRUSTEE			
CLEARWATER, FL 33765	0.00	0.	0.	0.
SARAH WALKER GUTHRIE	TRUSTEE			
CLEARWATER, FL 33765	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 3,288,994.
b	Average of monthly cash balances	1b 159,935.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 3,448,929.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.
2	Acquisition indebtedness applicable to line 1 assets	2 0.
3	Subtract line 2 from line 1d	3 3,448,929.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 51,734.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 3,397,195.
6	Minimum investment return. Enter 5% of line 5	6 169,860.

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

1	Minimum investment return from Part X, line 6	1 169,860.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,027.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 1,027.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 168,833.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 168,833.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 168,833.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 134,380.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 134,380.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 1,027.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 133,353.

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.

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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				168,833.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			125,853.	
b Total for prior years: 2007, 2006, 2005		308,558.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 134,380.				
a Applied to 2008, but not more than line 2a			125,853.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	8,527.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,527.			
b Prior years' undistributed income. Subtract line 4b from line 2b		308,558.		
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		308,558.		
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				168,833.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	8,527.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	8,527.			

** SEE STATEMENT 10

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]












2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

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

Sign Here	 Signature of officer or trustee		 Date	 Title
	Preparer's signature  Firm's name (or yours if self-employed), address, and ZIP code 		Date 	Check if self-employed  Preparer's identifying number 
Paid Preparer's Use Only	EIN 		Phone no.	
				

Form **990-PF** (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CORP BOND-MERRILL LYNCH & CO INC	P	VARIOUS	11/02/09
b 131.799 SH-T ROWE PRICE INSTL EQTY LARGE CAP GRW	P	VARIOUS	01/20/10
c 46.834 SH-JANUS INVT FD PERKINS SMALL CO VAL-I	P	VARIOUS	01/20/10
d 83.771 SH-MANNING & NAPIER FD WORLD OPPTYS-A	P	VARIOUS	01/20/10
e 26.867 SH-OPPENHEIMER DEVELOPING MKTS INSTL-Y	P	VARIOUS	01/20/10
f 2717.71 SH-PIMCO FOREIGN BD US\$HEDGED-I	P	VARIOUS	01/20/10
g 90.647 SH-PIMCO FDS INVT GRADE CORP BD-I	P	VARIOUS	01/20/10
h 70.549 SH-RIDGEWORTH FD-MIDCAP VAL EQ #412	P	VARIOUS	01/20/10
i 114.899 SH-RIDGEWORTH FD-LARGE CAP VAL EQTY #512	P	VARIOUS	01/20/10
j 12.473 SH-RIDGEWORTH FD-LARGE CAP GRTH STK #510	P	VARIOUS	01/20/10
k 2346.673 SH-RIDGEWORTH FD-INTERMEDIATE BD #850	P	VARIOUS	01/20/10
l 102.129 SH-T ROWE PRICE REAL ESTATE SHS	P	VARIOUS	01/20/10
m 63.385 SH-SENTINEL FDS SMALL CO-I	P	VARIOUS	01/20/10
n 276.549 SH-ASTON MONTAG & CALDWELL GROWTH FUND CL	P	VARIOUS	06/14/10
o 2147.794 SH-COLUMBIA MARSICO GROWTH FUND CLASS Z	P	VARIOUS	06/14/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 99,970.		100,220.	<250.>
b 1,890.		2,001.	<111.>
c 1,006.		938.	68.
d 702.		674.	28.
e 788.		731.	57.
f 27,612.		27,316.	296.
g 1,008.		1,010.	<2.>
h 745.		533.	212.
i 1,311.		1,469.	<158.>
j 116.		93.	23.
k 24,687.		24,564.	123.
l 1,439.		2,458.	<1,019.>
m 412.		389.	23.
n 5,938.		5,000.	938.
o 36,727.		40,000.	<3,273.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<250.>
b			<111.>
c			68.
d			28.
e			57.
f			296.
g			<2.>
h			212.
i			<158.>
j			23.
k			123.
l			<1,019.>
m			23.
n			938.
o			<3,273.>

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 }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

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	972.763 SH-COLUMBIA CONVERTIBLE SECURITIES FUND C	P	VARIOUS	06/14/10
b	6471.469 SH-COLUMBIA MASTERS INTERNATIONAL EQUITY	P	VARIOUS	06/14/10
c	1436.782 SH-COLUMBIA DIVIDEND INCOME FUND CLASS Z	P	VARIOUS	06/14/10
d	20395.126 SH-COLUMBIA US TREAS INDEX FUND CLASS Z	P	VARIOUS	06/14/10
e	1390.127 SH-COLUMBIA VALUE AND RESTRUCTURING FUND	P	VARIOUS	06/14/10
f	6022.445 SH-COLUMBIA SELECT LARGE CAP GROWTH FUND	P	VARIOUS	06/14/10
g	899.820 SH-COLUMBIA EMERGING MARKETS FUND CLASS Z	P	VARIOUS	06/14/10
h	3143.53 SH-EATON VANCE TAX-MANAGED VALUE FUND CL	P	VARIOUS	06/14/10
i	237.563 SH-HARBOR INTERNATIONAL FUND INSTL CL	P	VARIOUS	06/14/10
j	4264.678 SH-T ROWE PRICE INSTL LARGE CAP GROWTH F	P	VARIOUS	06/14/10
k	50 SH-ISHARES COMEX GOLD TR	P	VARIOUS	06/16/10
l	115 SH-ISHARES BARCLAYS 1-3 YR TREAS BD FUND	P	VARIOUS	06/16/10
m	175 SH-ISHARES TR DOW JONES US UTILS SECTOR	P	VARIOUS	06/16/10
n	325 SH-ISHARES DOW JONES US AEROSPACE & DEFENSE I	P	VARIOUS	06/16/10
o	1422.911 SH-PERKINS SMALL CAP VALUE FUND CL I	P	VARIOUS	06/14/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 12,568.		15,000.	<2,432.>
b 47,565.		62,000.	<14,435.>
c 16,739.		20,000.	<3,261.>
d 232,912.		234,808.	<1,896.>
e 57,065.		67,500.	<10,435.>
f 60,706.		62,500.	<1,794.>
g 9,376.		15,000.	<5,624.>
h 47,593.		39,892.	7,701.
i 11,771.		9,500.	2,271.
j 58,810.		60,900.	<2,090.>
k 5,981.		4,605.	1,376.
l 9,635.		9,617.	18.
m 12,287.		14,505.	<2,218.>
n 16,659.		17,215.	<556.>
o 31,446.		28,501.	2,945.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,432.>
b			<14,435.>
c			<3,261.>
d			<1,896.>
e			<10,435.>
f			<1,794.>
g			<5,624.>
h			7,701.
i			2,271.
j			<2,090.>
k			1,376.
l			18.
m			<2,218.>
n			<556.>
o			2,945.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	857.975 SH-MFS SER TR I RESH INTL FD CL I	P	VARIOUS	06/14/10
b	6018.841 SH-MANNING & NAPIER FD INC NEW WORLD OPP	P	VARIOUS	06/14/10
c	694.677 SH-OPPENHEIMER DEVELOPING MKT FUND CL Y	P	VARIOUS	06/14/10
d	4521.996 SH-PIMCO FDS PAC INVT MGMT SER INVT GRAD	P	VARIOUS	06/14/10
e	1930.981 SH-RIDGEWORTH MID CAP VALUE EQUITY FUND	P	VARIOUS	06/14/10
f	8917.332 SH-RIDGEWORTH LARGE CAP VALUE EQUITY FUN	P	VARIOUS	06/14/10
g	3296.345 SH-RIDGEWORTH LARGE CAP GROWTH STK FUND	P	VARIOUS	06/14/10
h	1527.045 SH-RIDGEWORTH INTL EQUITY INDEX FUND CL	P	VARIOUS	06/14/10
i	1487.4 SH-RIDGEWORTH INTL EQUITY 130/30 FUND CL I	P	VARIOUS	06/14/10
j	8125.131 SH-RIDGEWORTH SHORT TERM BD FUND CL I	P	VARIOUS	06/14/10
k	5777.373 SH-RIDGEWORTH SEIX FLTG RATE HIGH INCOME	P	VARIOUS	06/14/10
l	21047.742 SH-RIDGEWORTH INTERMEDIATE BD FUND CL I	P	VARIOUS	06/14/10
m	1462.338 SH-ROWE T PRICE REAL ESTATE FUND INC	P	VARIOUS	06/14/10
n	325 SH-SPDR S&P BIOTECH	P	VARIOUS	06/16/10
o	3129.705 SH-SENTINEL SMALL CO FUND CL I	P	VARIOUS	06/14/10

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 11,008.		9,500.	1,508.
b 44,299.		48,391.	<4,092.>
c 19,444.		18,895.	549.
d 49,968.		45,512.	4,456.
e 20,546.		14,192.	6,354.
f 99,339.		92,259.	7,080.
g 29,305.		21,807.	7,498.
h 16,736.		15,381.	1,355.
i 8,746.		12,675.	<3,929.>
j 80,764.		78,719.	2,045.
k 49,454.		50,704.	<1,250.>
l 226,474.		210,736.	15,738.
m 22,915.		20,295.	2,620.
n 17,338.		19,002.	<1,664.>
o 20,750.		18,278.	2,472.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,508.
b			<4,092.>
c			549.
d			4,456.
e			6,354.
f			7,080.
g			7,498.
h			1,355.
i			<3,929.>
j			2,045.
k			<1,250.>
l			15,738.
m			2,620.
n			<1,664.>
o			2,472.

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

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	3884.04 SH-TEMPLETON GLOBAL BD FD ADV CL	P	VARIOUS	06/14/10
b	96 SH-FRONTIER COMMUNICATIONS CORP	P	VARIOUS	07/28/10
c	NATIONAL RURAL UTILS COOP FIN	P	VARIOUS	09/01/10
d	1797.253 SH-ABERDEEN EQUITY LONG SHORT FUND INSTL	P	VARIOUS	10/14/10
e	2867.539 SH-ABSOLUTE STRATEGIES FUND CL I	P	VARIOUS	10/14/10
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 50,298.		50,376.	<78.>
b 706.		710.	<4.>
c 7,500.		7,674.	<174.>
d 20,597.		19,626.	971.
e 31,170.		29,977.	1,193.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<78.>
b			<4.>
c			<174.>
d			971.
e			1,193.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	9,173.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

<u>SOURCE</u>	<u>AMOUNT</u>
VARIOUS	41,511.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	41,511.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
VARIOUS	52,027.	0.	52,027.
TOTAL TO FM 990-PF, PART I, LN 4	52,027.	0.	52,027.

FORM 990-PF LEGAL FEES STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) EXPENSES PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>	<u>(D) CHARITABLE PURPOSES</u>
LEGAL	1,338.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,338.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

<u>DESCRIPTION</u>	<u>(A) EXPENSES PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>	<u>(D) CHARITABLE PURPOSES</u>
ACCOUNTING	14,859.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	14,859.	0.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE	94,721.	0.		0.
TO FORM 990-PF, PG 1, LN 18	94,721.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	0.	0.		0.
DEPT OF STATE-FILING FEE	61.	0.		0.
PUBLIC NOTICE-AD	70.	0.		0.
TO FORM 990-PF, PG 1, LN 23	131.	0.		0.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOA MERRILL LYNCH CORPORATE BOND	0.	0.
RIDGEWORTH FUND-INTERMEDIATE BOND #850	0.	0.
T ROWE PRICE-INSTL EQUITY LARGE CAP	0.	0.
BOA-GOLDMAN SACHS GROUP INC	50,104.	54,709.
FORUM FUNDS ABSOLUTE STRAT	0.	0.
PRUDENTIAL FINANCIAL INC	100,246.	110,769.
SBC COMMUNICATIONS INC	25,150.	28,066.
BERKSHIRE HATHAWAY FINANCIAL CORP	103,503.	100,457.
TOTAL TO FORM 990-PF, PART II, LINE 10C	279,003.	294,001.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL MORTGAGE BACKED SECURITIES	COST	397,840.	412,250.
RIDGEWORTH FUND-SEIX FLTG RT HIGH	COST	0.	0.
RIDGEWORTH FUND-ST BOND	COST	0.	0.
RIDGEWORTH FUND-CAP APPRECIATION	COST	0.	0.
RIDGEWORTH FUND-MID CAP VAL EQUITY	COST	0.	0.
PIMCO FUNDS FOREIGN BOND US	COST	0.	0.
PIMCO COMMODITY REALRETURN STRAT	COST	15,837.	21,212.
T ROWE PRICE-REAL ESTATE FUND CO	COST	0.	0.
COLUMBIA US TREASURY INDEX FUND	COST	0.	0.
ISHR LEHMAN 1-3 YR TREAS	COST	0.	0.
EATON VANCE TX-MGD VAL-I-IBT#3	COST	0.	0.
RIDGEWORTH-LC VAL EQUITY #512	COST	0.	0.
RIDGEWORTH-INT'L 130/30 #242	COST	0.	0.
COLUMBIA MARISCO GROWTH FUND	COST	0.	0.
COLUMBIA CONVERTIBLE SECURITIES	COST	0.	0.
COLUMBIA MASTERS INTERNATIONAL	COST	0.	0.
COLUMBIA DIVIDEND INCOME FUND	COST	0.	0.
COLUMBIA VALUE & RECONSTRUCTURING FUND	COST	0.	0.
COLUMBIA SELECT L/C GROWTH FUND	COST	0.	0.
COLUMBIA EMERGING MARKETS FUND	COST	0.	0.
ISHR MSCI EMU INDEX FUND	COST	15,923.	12,856.
ISHR TR DOW JONES US UTILS SECTOR	COST	0.	0.
ISHRS DOW JONES US AEROSPACE & DEFENSE INDEX FD	COST	0.	0.
MARKET VECTORS AGRIBUSINESS ETF	COST	9,458.	10,180.
MARKET VECTORS NUCLEAR ETF	COST	16,240.	14,599.
POWERSHARES WILDERHILL	COST	7,639.	6,000.
POWERSHARES GLOBAL WATER	COST	8,448.	9,350.
SPDR S&P BIOTECH	COST	0.	0.
HARBOR INTERNATIONAL FUND	COST	0.	0.
MFS SER TR I	COST	0.	0.
RIDGEWORTH FUND-INTERNATIONAL EQ INDEX	COST	0.	0.
FNMA CITIGROUP GLOBAL MARKET	COST	152,356.	156,610.
PIMCO FUNDS PAC INVEST MGMT SER	COST	0.	0.
ASTON MONTAG & CALDWELL GROWTH FUND	COST	0.	0.
COLUMBIA MID CAP INDEX FUND	COST	90,000.	105,298.
COLUMBIA SMALL CAP INDEX FUND	COST	75,000.	85,071.
ISHRS COMEX GOLD TRUST	COST	0.	0.
ISHRS MSCI BRAZIL FREE INDEX	COST	5,311.	7,704.
ISHRS FTSE XINHAU HK CHINA	COST	3,584.	4,497.
PIMCO TOTAL RETURN FUND	COST	160,000.	180,019.
SENTINEL FUNDS SM CO FUND	COST	0.	0.
ABERDEEN EQUITY LONG SHORT	COST	0.	0.
JANUS INVESTMENT FUND PERKINS SMALL CO	COST	0.	0.

MANNING & NAPIER FUND INC	COST	0.	0.
OPPENHEIMER DEVELOPING MAKETS	COST	0.	0.
COLUMBIA SHORT TERM BOND FUND	COST	250,000.	252,014.
COLUMBIA CONSERVATIVE HIGH YIELD FUND	COST	200,000.	216,894.
AT&T	COST	7,947.	8,040.
BNY CAP V	COST	7,332.	7,488.
COMCAST CORP	COST	7,509.	7,725.
DOMINION RES INC VA	COST	8,367.	8,700.
ENTERGY TEX INC	COST	8,182.	8,745.
FPC CAP I	COST	7,587.	7,686.
FPL GROUP CAP INC	COST	7,763.	7,686.
GENERAL ELEC CAP CORP	COST	7,693.	7,656.
GOLDMAN SACHS GROUP INC	COST	6,972.	7,428.
JPMORGAN CHASE & CO	COST	8,247.	8,280.
METLIFE INC	COST	7,175.	7,500.
NATIONAL CITY CAP TR IV	COST	7,605.	7,800.
PRUDENTIAL FINANCIAL INC	COST	8,115.	8,490.
VIACOM INC	COST	7,475.	7,647.
WELLS FARGO CAP XIV	COST	8,184.	8,316.
XCEL ENERGY INC	COST	8,025.	8,244.
ISHARES IBOX INV GR CORP	COST	200,472.	212,922.
NORDSTROM INC	COST	12,248.	12,516.
TJX COS INC NEW	COST	14,943.	14,914.
YUM BRANDS INC	COST	13,614.	16,107.
AVON PROD INC	COST	12,448.	13,702.
CLOROX CO	COST	12,783.	13,310.
GENERAL MILLS INC	COST	11,304.	11,268.
KIMBERLY CLARK CORP	COST	12,330.	12,668.
PEPSICO INC	COST	12,632.	13,060.
CHEVRON CORP	COST	12,757.	14,455.
CONOCO PHILLIPS	COST	13,197.	14,847.
OCCIDENTAL PETE CORP DEL	COST	8,271.	7,863.
PETROLEO BRASILEIRO SA PETROBR	COST	13,389.	11,942.
ACE LTD	COST	4,000.	4,456.
CHUBB CORP	COST	4,223.	4,642.
CITIGROUP INC	COST	11,730.	12,510.
GOLDMAN SACHS GROUP INC	COST	13,486.	16,113.
NYSE EURONEXT	COST	11,266.	12,256.
PRICE T ROWE GROUP INC	COST	12,192.	13,817.
ABBOTT LABS	COST	11,777.	12,830.
JOHNSON & JOHNSON	COST	11,612.	12,748.
THERMO FISHER SCIENTIFIC CORP	COST	7,334.	7,713.
GENERAL DYNAMICS CORP	COST	12,650.	13,624.
GENERAL ELEC CO	COST	11,598.	12,015.
HONEYWELL INTERNATIONAL INC	COST	12,181.	14,133.
LOCKHEED MARTIN CORP	COST	11,659.	10,693.
UNITED TECHNOLOGIES CORP	COST	13,022.	14,954.
WASTE MANAGEMENT INC DEL	COST	12,984.	14,288.
AUTOMATIC DATA PROCESSING INC	COST	12,477.	13,347.
INTEL CORP	COST	12,250.	12,030.
INTERNATIONAL BUSINESS MACHINES	COST	12,671.	14,360.
MICROSOFT CORP	COST	12,530.	13,332.
TEXAS INSTRUMENTS INC	COST	12,158.	14,785.

METAL INDUSTRIES FOUNDATION, INC.

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INTERNATIONAL PAPER CO	COST	11,638.	12,640.
PACKAGING CORP AMER	COST	11,115.	12,215.
PRAXAIR INC	COST	11,588.	13,701.
AT&T INC	COST	12,552.	14,260.
AMERICAN TOWER CORP CL A	COST	12,886.	15,483.
VERIZON COMMUNICATIONS INC	COST	10,532.	12,992.
AMERICAN ELEC PWR INC	COST	12,906.	14,976.
ISHARES MSCI EMERGING MKTS INDEX FUND	COST	66,590.	80,249.
ISHARES MSCI EAFE INDEX FUND	COST	64,667.	76,108.
EQUITY RESIDENTIAL (DEP SH REPSTG 1/10 PFD REIT)	COST	6,953.	7,479.
PUBLIC STORAGE INC (REIT DEP SH REPSTG 1/1000)	COST	7,299.	7,533.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,334,728.	2,503,841.

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
ACCRUED INTEREST INCOME	2,610.	2,367.	2,367.	
EMPLOYEE STUDENT LOANS	39,882.	31,382.	31,382.	
TO FORM 990-PF, PART II, LINE 15	42,492.	33,749.	33,749.	

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 10

THE METAL INDUSTRIES FOUNDATION, INC. ELECTS TO APPLY THE \$8,527 IN
REMAINING QUALIFYING DISTRIBUTIONS FROM 2009 TO CORPUS. THEY PAID THE
EXCISE TAX UNDER SECTION 4942(A) (FORM 4720) ON \$308,558 UNDISTRIBUTED
INCOME WHEN THEY FILED THEIR 2008 TAX RETURN.