Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 11/1/2009 **, and ending** 10/31/2010

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: E.M. Lynn Foundation

Number and street (or P O box number if mail is not delivered to street address): 1905 NW Corporate Blvd | Room/suite:

City or town, state, and ZIP code: Boca Raton FL 33431

A Employer identification number: 59-1788859

B Telephone number (see page 10 of the instructions): 561-994-1900

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 179,290,325

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

	Line		(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 (attach schedule)				
	2	Check ▶☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	38,100	38,100		
	4	Dividends and interest from securities	4,511,993	4,509,044		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a 0				
	7	Capital gain net income (from Part IV, line 2)		2,620,750		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	-170,589	-170,589	0	
	12	**Total.** Add lines 1 through 11	4,379,504	6,997,305	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	24,000	0	0	0
	c	Other professional fees (attach schedule)	656,039	647,056	0	0
	17	Interest	8	8		
	18	Taxes (attach schedule) (see page 14 of the instructions)	63,102	28	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	83,925	59,839	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	827,074	706,931	0	0
	25	Contributions, gifts, grants paid	7,866,515			7,866,515
	26	**Total expenses and disbursements.** Add lines 24 and 25	8,693,589	706,931	0	7,866,515
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-4,314,085			
	b	**Net investment income** (if negative, enter -0-)		6,290,374		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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(HTA)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	171,961	1,442,772	1,442,772
	2	Savings and temporary cash investments	16,068,901	1,062,989	1,062,989
	3	Accounts receivable ▶ 0			
		Less. allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less. allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	108,347,270	116,477,257	131,453,349
	c	Investments—corporate bonds (attach schedule)	22,847,790	39,401,604	40,999,948
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	18,657,468	6,074,412	4,323,541
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶ See Attached Statement)	71,719	7,726	7,726
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	166,165,109	164,466,760	179,290,325
Liabilities	17	Accounts payable and accrued expenses	5,014		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	5,014	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	166,160,095	164,466,760	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	166,160,095	164,466,760	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	166,165,109	164,466,760	

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	166,160,095
2	Enter amount from Part I, line 27a	2	-4,314,085
3	Other increases not included in line 2 (itemize) ▶ Capital Gains Reported on Schedule IV	3	2,620,750
4	Add lines 1, 2, and 3	4	164,466,760
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	164,466,760

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 Attached Statement			
b			
c			
d			
e			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	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	2,620,750
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) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	9,026,750	163,744,363	0.055127
2007	3,970,600	194,612,242	0.020403
2006	492,050	196,536,893	0.002504
2005	5,918,500	177,453,754	0.033352
2004	5,547,200	170,903,440	0 032458

2 **Total** of line 1, column (d)	2	0 143844
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.028769
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	173,753,998
5 Multiply line 4 by line 3	5	4,998,729
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	62,904
7 Add lines 5 and 6	7	5,061,633
8 Enter qualifying distributions from Part XII, line 4	8	7,866,515

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	62,904
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	62,904
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	62,904
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 70,800		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	70,800
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	170
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	7,726
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 7,726 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ not applicable

14 The books are in care of ▶ Christine E. Lynn Telephone no ▶ 561-994-1900

Located at ▶ 1905 NW Corporate Blvd. Boca Raton FL ZIP+4 ▶ 33431-7303

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____ , 20_____ , 20_____ , 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** 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

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Christine E. Lynn 1905 NW Corporate Blvd, Boca Raton FL 3343	Trustee .00	0	0	0
	.00	0	0	0
	.00	0	0	0
	00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Bank of America 150 E Palmetto Park Rd., Boca Raton, FL 33432-4827	Investment Management	375,136
Aft Forsyth and Company, Inc. 400 Royal Palm Way, STE 410, Palm Beach, FL 33480-4117	Investment Management	280,903
		0
		0
		0
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:			
a	Average monthly fair market value of securities		1a	165,334,661
b	Average of monthly cash balances		1b	11,065,337
c	Fair market value of all other assets (see page 24 of the instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	176,399,998
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	176,399,998
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	2,646,000
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	173,753,998
6	**Minimum investment return.** Enter 5% of line 5		6	8,687,700

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	8,687,700
2a	Tax on investment income for 2009 from Part VI, line 5	2a 62,904		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	62,904
3	Distributable amount before adjustments Subtract line 2c from line 1		3	8,624,796
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	8,624,796
6	Deduction from distributable amount (see page 25 of the instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	8,624,796

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	7,866,515
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	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7,866,515
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	62,904
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,803,611

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

			(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7					8,624,796
2	Undistributed income, if any, as of the end of 2009					
a	Enter amount for 2008 only				0	
b	Total for prior years 20____, 20____, 20___			0		
3	Excess distributions carryover, if any, to 2009					
a	From 2004	0				
b	From 2005	0				
c	From 2006	0				
d	From 2007	0				
e	From 2008	871,132				
f	**Total** of lines 3a through e		871,132			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 7,866,515					
a	Applied to 2008, but not more than line 2a				0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d	Applied to 2009 distributable amount					7,866,515
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).)*		758,281			758,281
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5		112,851			
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					
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				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) (see page 27 of the instructions)					
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		112,851			
10	Analysis of line 9					
a	Excess from 2005	0				
b	Excess from 2006	0				
c	Excess from 2007	0				
d	Excess from 2008	112,851				
e	Excess from 2009	0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0	0	0		0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0	0	0		0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0	0	0		0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

E.M Lynn   Estate of E.M. Lynn   CE KM DaSilva Charitable T

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Rotary Club of Boca Raton P O Box 272651 Boca Raton FL 33486		Public	General Fund	750
FAU Foundation 777 Glades Road Boca Raton FL 33431		Foundation	Holocaust Education	1,000
Ride 2 Recovery (Fitness Challenge Foundation) 23679 Calabasas Rd #420 Calabasas CA 91302		Foundation	Assist military veterans	250
Holy Cross Hospital Cancer Fund 4725 N. Federal Highway Ft. Lauderdale FL 33308		Hospital	Cancer Fund	200
Adolph & Rose Levis Jewish Community Center 9801 Donna Klein Blvd Boca Raton FL 33428		Community C	General Fund	1,000
The Swedish Church in Florida c/o Pia Azzara 1534 SE 12 Court Deerfield Beach FL 33441		Church	General Fund	1,000
American Heart Association 2300 Centrepark West Drive West Palm Beach FL 33		Public	General Fund	10,000
International SeaKeepers Society 757 SE 17 St., #514 Fort Lauderdale FL 33316		Society	General Fund	1,000
Boca Raton Community Hospital Foundation 745 Meadows Road Boca Raton FL 33487		Foundation	General Fund	1,000
American Red Cross 825 Fern Street West Palm Beach FL 33401		Public	Haiti Earthquake Victims	2,500
FAU Foundation 777 Glades Road Boca Raton FL 33431		Foundation	Peace Studies Program	200,000
FAU Foundation 777 Glades Road Boca Raton FL 33431		Foundation	Memory and wellness center	1,000
GFWC Royale Woman's Club of Boca Raton, Inc P.O. Box 1077 Boca Raton FL 33249		Public	General Fund	500
Schmidt Famly Centre for the Arts 433 Plaza Real, Suite 339 Boca Raton FL 33432		Public	2010 Arts Festival	2,500
St. Jude Catholic Church 21689 Toledo Road Boca Raton FL 33433		Church	General Fund	250
American Red Cross 825 Fern Street West Palm Beach FL 33401		Public	Haiti Earthquake Victims	7,815
Total . See Attached Statement ▶ 3a				7,866,515
b *Approved for future payment*				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	38,100	
4 Dividends and interest from securities			14	4,509,044	2,949
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				0	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Other Portfolio Losses from K-1		0	18	-170,589	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		4,376,555	2,949

13 Total. Add line 12, columns (b), (d), and (e) **13** 4,379,504

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
4	The Foundation invested in Columbia Municipal Reserves Mutual Fund, the income of which is exempt from tax
	Under IRC. Section 103

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

Sign Here

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

Christine E. Lynn — 3/16-11 — Trustee

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☒	Preparer's identifying number (see **Signature** on page 30 of the instructions)
J. Jeffrey Poirier	3/15/2011		P01077400

Firm's name (or yours if self-employed), address, and ZIP code: J. Jeffrey Poirier, 5718 NW 50th Drive, Coral Springs, FL 33067

EIN ▶

Phone no (954) 757-1266

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name The Buoniconti Fund to Cure Paralysis				Person	Business
Street P.O. Box 016960					
City Miami		State FL	Zip code 33101	Foreign Country	
Relationship	Foundation Status Public				
Purpose of grant/contribution General Fund					Amount 200,000

Name Boys & Girls Club of Broward County				Person	Business
Street 877 NW 61 Street					
City Ft Lauderdale		State FL	Zip code 33309	Foreign Country	
Relationship	Foundation Status Public				
Purpose of grant/contribution General Fund					Amount 50,000

Name Village of Hope, Inc (c/o SRD Building Corp)				Person	Business
Street 21 E 5th Street, #101					
City Boca Raton		State FL	Zip code 33432	Foreign Country	
Relationship	Foundation Status Public				
Purpose of grant/contribution Emergency aid to Haiti					Amount 100

Name Boca Raton Community Hospital Foundation				Person	Business
Street 745 Meadows Road					
City Boca Raton		State FL	Zip code 33487	Foreign Country	
Relationship	Foundation Status Foundation				
Purpose of grant/contribution General Fund					Amount 500

Name Boca Raton Community Hospital Foundation				Person	Business
Street 745 Meadows Road					
City Boca Raton		State FL	Zip code 33486	Foreign Country	
Relationship	Foundation Status Foundation				
Purpose of grant/contribution General Fund					Amount 250

Name Renegades Soccer Club				Person	Business
Street 9861 W. Sample Road, #161					
City Coral Springs		State FL	Zip code 33065	Foreign Country	
Relationship	Foundation Status Sports Club				
Purpose of grant/contribution Team Sponsorship					Amount 1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				Person	Business
Boca Raton Community Hospital Fondation				☐	☐
Street					
745 Meadows Road					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33487		
Relationship	Foundation Status				
	Foundation				
Purpose of grant/contribution					Amount
General Fund					500

Name				Person	Business
American Heart Association				☐	☐
Street					
c/o BRCH Lynn Heart Institute, 800 Meadows Rd					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33486		
Relationship	Foundation Status				
	Public				
Purpose of grant/contribution					Amount
General Fund					5,000

Name				Person	Business
The George Snow Scholarship Fund				☐	☐
Street					
1860 N Dixie Highway					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33432		
Relationship	Foundation Status				
	Public				
Purpose of grant/contribution					Amount
Scholarship Fund					1,000

Name				Person	Business
Florida Atlantic University Foundation				☐	☐
Street					
777 Glades Road					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33431		
Relationship	Foundation Status				
	Foundation				
Purpose of grant/contribution					Amount
Memory and wellness center					25,000

Name				Person	Business
Lynn University				☐	☐
Street					
3601 N Military Trail					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33431		
Relationship	Foundation Status				
	University				
Purpose of grant/contribution					Amount
Theater Arts Program					20,000

Name				Person	Business
Florence Fuller Child Development				☐	☐
Street					
200 NE 14th Street					
City		State	Zip code	Foreign Country	
Boca Raton		FL	33432		
Relationship	Foundation Status				
	Public				
Purpose of grant/contribution					Amount
General Fund					10,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name: Boys & Girls Club of Broward County			☐ Person	☐ Business
Street: 877 NW 61st Street				
City: Fort Lauderdale	State: FL	Zip code: 33309	Foreign Country:	
Relationship:	Foundation Status: Public			
Purpose of grant/contribution: General Fund				Amount: 50,000

Name: Junior League of Boca Raton			☐ Person	☐ Business
Street: 261 NW 13th Street				
City: Boca Raton	State: FL	Zip code: 33432	Foreign Country:	
Relationship:	Foundation Status: Public			
Purpose of grant/contribution: General Fund				Amount: 500

Name: Boca Raton Community Hospital Foundation			☐ Person	☐ Business
Street: 745 Meadows Road				
City: Boca Raton	State: FL	Zip code: 33486	Foreign Country:	
Relationship:	Foundation Status: Foundation			
Purpose of grant/contribution: General Fund				Amount: 10,000

Name: Boca Raton Regional Hospital Foundation			☐ Person	☐ Business
Street: 745 Meadows Road				
City: Boca Raton	State: FL	Zip code: 33486	Foreign Country:	
Relationship:	Foundation Status: Foundation			
Purpose of grant/contribution: Health and wellness institute				Amount: 10,000

Name: Lynn University			☐ Person	☐ Business
Street: 3601 N Military Trail				
City: Boca Raton	State: FL	Zip code: 33431	Foreign Country:	
Relationship:	Foundation Status: University			
Purpose of grant/contribution: General Fund				Amount: 500

Name: Association for Community Counseling			☐ Person	☐ Business
Street: 4731 West Atlantic Avenue				
City: Delray Beach	State: FL	Zip code: 33445	Foreign Country:	
Relationship:	Foundation Status: Public			
Purpose of grant/contribution: General Fund				Amount: 1,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				Person	Business
Symphony of the Americas Society					
Street: 2425 East Commercial Blvd					
City: Fort Lauderdale		State: FL	Zip code: 33308	Foreign Country:	
Relationship:	Foundation Status: Public				
Purpose of grant/contribution: General Fund				Amount:	150

Name				Person	Business
American Diabetes Association					
Street: P.O Box 11454					
City: Alexandria		State: VA	Zip code: 22312	Foreign Country:	
Relationship:	Foundation Status: Public				
Purpose of grant/contribution: General Fund				Amount:	250

Name				Person	Business
Boca Raton Regional Hospital Foundation					
Street: 745 Meadows Road					
City: Boca Raton		State: FL	Zip code: 33486	Foreign Country:	
Relationship:	Foundation Status: Foundation				
Purpose of grant/contribution: Health and wellness institute				Amount:	3,000,000

Name				Person	Business
The Miami Project to Cure Paralysis					
Street: P O Box 016960, R-48					
City: Miami		State: FL	Zip code: 33101	Foreign Country:	
Relationship:	Foundation Status: Public				
Purpose of grant/contribution: Clinical Trials to Cure paralysis				Amount:	3,500,000

Name				Person	Business
Lynn University					
Street: 3601 North Military Trail					
City: Boca Raton		State: FL	Zip code: 33431	Foreign Country:	
Relationship:	Foundation Status: University				
Purpose of grant/contribution: World Performing Arts Center				Amount:	250,000

Name				Person	Business
Florida Atlantic University Foundation					
Street: 777 Glades Road					
City: Boca Raton		State: FL	Zip code: 33431	Foreign Country:	
Relationship:	Foundation Status: Foundation				
Purpose of grant/contribution: Academic development for nursing college				Amount:	500,000

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		-170,589	-170,589	0
1	Other Portfolio Loss -		0	
2	BA Diversified Reat Estate Funds	-78,782	-78,782	
3	BACAP Divesified Real Estate Fund	-91,807	-91,807	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		24,000	0	0	0
1	J. Jeffrey Poirier, C.P A.	24,000			
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 16c (990-PF) - Other Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		656,039	647,056	0	0
1	Bank of America - Investment Manageme	375,136	366,153		
2	Aft Forsyth and Company	280,903	280,903		
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		63,102	28	0	0
1	Foreign Withholding Tax	28	28		
2	Excise Tax on investment income	63,074			
3					
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		83,925	59,839	0	0
1	Amortization. See attached statement	0	0	0	0
2	Bacap Diversified Real Estate Portfolio Expenses	30,590	30,590		
3	BA Diversified Real Estate Fund Portfolio Expenses	29,249	29,249		
4	Bank Charges	86			
5	Administrative Services	24,000			
6					
7					
8					
9					
10					
11					

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
			108,347,270	116,477,257	110,640,674	131,453,349
1						
2	3M Company	14,000	627,098	1,064,144	662,130	1,179,080
3	Amazon.com	5,000	0	781,212	0	826,150
4	American Express	20,000	0	859,531	0	829,200
5	Amgen, Inc	0	622,041	0	563,010	0
6	Apache Corp.	7,000	602,964	602,964	658,840	707,140
7	AT&T Inc (Formerly SBC comm)	0	586,873	0	577,575	0
8	Autodesk Inc	32,000	515,695	853,817	523,530	1,158,320
9	Baidu Com Inc	25,000	0	2,061,971	0	2,750,250
10	Bank New York Mellon, Inc. (formerly Bank o	20,000	623,730	623,730	533,200	501,200
11	Bank of America	0	417,168	0	341,172	0
12	Baxter Intl Inc.	0	584,229	0	621,690	0
13	Boeing Co	21,000	636,955	1,124,090	669,200	1,483,440
14	ChevronTexaco Corp	8,000	528,662	528,662	612,320	660,800
15	Cigna Corp	25,000	537,124	787,806	501,120	879,000
16	Cisco Systems	0	673,821	0	684,300	0
17	Colgate-Palmolive	15,000	0	1,220,109	0	1,156,800
18	Conoco Phillips	21,300	971,149	971,149	1,068,834	1,264,954
19	Digital Realty Trust	15,000	0	940,132	0	895,950
20	EMC Corp	51,000	502,409	870,546	543,510	1,072,020
21	Emerson Electric	22,000	0	1,125,233	0	1,207,800
22	EOG Res Inc.	0	529,263	0	571,620	0
23	Exelon Corp	0	627,119	0	587,000	0
24	Express Scripts Inc	10,000		483,257	0	485,200
25	Exxon Mobil Corp.	13,900	904,277	904,277	996,213	924,211
26	F5 Networks	10,000	0	971,131	0	1,177,000
27	FPL Group Inc.	0	544,522	0	564,650	0
28	General Dynamics	15,000	0	1,084,779	0	1,021,800
29	General Electric Co	157,600	1,681,341	2,568,512	1,480,188	2,524,752
30	Hartford Financial Services Group Inc	40,000	526,711	845,599	649,780	958,000
31	Honeywell International	26,000	0	1,170,289	0	1,224,860
32	Intel Corp.	0	725,192	0	649,740	0
33	International Business Machines	7,000	631,686	833,874	663,355	1,005,200
34	Ishares MSCI EAFE Index Fund	250,000	13,538,785	13,054,154	13,858,000	14,252,500
35	Ishares MSCI Emerging Markets Index Fund	250,000	9,554,346	9,725,601	9,768,200	11,530,000
36	Ishares Russell 1000 Growth Index Fund	30,000	4,021,631	1,325,025	4,160,520	1,616,700
37	Ishares Russell 1000 Value Index Fund	120,000	9,437,094	6,274,260	9,667,800	7,297,200
38	Ishares Russell 2000 Growth Index Fund	14,600	1,518,048	900,459	1,503,306	1,141,866
39	Ishares Russell 2000 Value Index Fund	20,000	1,611,558	1,068,383	1,586,100	1,287,600
40	Ishares Russell Midcap Growth Index Fund	30,000	2,468,579	1,199,280	2,511,045	1,553,400
41	Ishares Russell Midcap Value Index Fund	71,200	3,817,459	2,324,071	3,908,968	2,984,704
42	Ishares S&P Midcap 400 Index Fund	155,000	5,425,270	10,871,535	5,709,885	12,835,550
43	Ishares S&P Smallcap 600 Index Fund	105,000	2,745,395	5,638,741	2,794,701	6,468,000
44	Ishares TR Cohen & Steer	17,500	0	944,482	0	1,129,100
45	Johnson & Johnson	25,700	1,542,340	1,542,340	1,517,585	1,638,118

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
			108,347,270	116,477,257	110,640,674	131,453,349
46	Johnson CTLS, Inc	37,500	571,474	955,174	598,000	1,317,000
47	JP Morgan Chase & Co	15,000	641,375	641,375	626,550	564,450
48	Life Technologies Corp	0	509,814	0	518,870	0
49	Lilly Eli & CO	17,000	661,394	661,394	578,170	598,400
50	Lockheed Martin Corp.	0	615,351	0	619,110	0
51	Lubrizol Corp	10,000	0	1,010,296	0	1,024,900
52	Merck & CO, Inc.	50,100	1,608,822	1,608,822	1,549,593	1,819,131
53	Microsoft Corp	0	657,637	0	734,845	0
54	Nabors Inds Inc	28,000	517,394	517,394	583,240	585,200
55	Netapp Inc.	25,000	0	1,167,526	0	1,331,250
56	Northrop Grumman Corp.	16,000	0	1,019,189	0	1,011,520
57	Oracle Corporation	42,000	608,447	922,926	611,900	1,233,960
58	Pepsico Inc.	17,000	606,944	1,001,031	666,050	1,110,100
59	Pfizer, Inc.	93,000	1,617,595	1,617,595	1,583,790	1,619,595
60	PNC Financial Services Group Inc	11,500	480,470	480,470	562,810	619,850
61	Powershares QQQ Trust	25,000	0	1,231,764	0	1,304,500
62	Proctor & Gamble Co	16,000	611,930	850,337	696,000	1,017,120
63	Prudential Financial Inc	10,500	503,055	503,055	474,915	552,090
64	Qualcomm Inc.	0	607,078	0	578,620	0
65	Rydex ETF Trust	140,000	0	5,956,876	0	6,144,600
66	Schlumberger Ltd.	17,200	963,463	963,463	1,069,840	1,202,108
67	Select Sector SPDR TR Financial	100,000	3,082,000	1,521,000	2,810,000	1,455,900
68	Select Sector SPDR TR Technology	50,000	2,135,000	1,067,500	2,061,000	1,217,500
69	Southern Corp.	0	561,031	0	561,420	0
70	SPDR DJ Int'l Real Estate	29,000	0	1,060,821	0	1,171,310
71	SPDR Metals & Mining	40,000	0	2,281,609	0	2,239,600
72	SPDR S & P 500	50,000	0	4,897,696	0	5,924,500
73	SPDR TR	0	13,456,079	0	14,112,639	0
74	Starbucks	20,000	0	523,914	0	571,200
75	Teradata Corp.	25,000	0	885,616	0	984,000
76	Texas Instruments Inc	22,000	539,009	539,009	515,900	650,540
77	Thermo Fisher Scientific Corp	0	506,149	0	495,000	0
78	Transocean Ltd.	7,000	540,455	540,455	587,370	443,520
79	U.S. Bancorp	33,000	477,947	758,211	499,230	798,600
80	United Health Group Inc	0	577,463	0	519,000	0
81	United Technologies Corp	22,000	605,580	1,371,175	706,675	1,644,940
82	Vanguard Total Stock Market Index Fund	0	3,261,916	0	3,460,650	0
83	Vmware Inc	15,000	0	1,234,555	0	1,146,900
84	Wells Fargo	20,000	541,864	541,864	550,400	521,200
85						
86						
87						

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
				22,847,790	39,401,604	22,821,165	40,999,948
1							
2	Alabama Power 4.850% due 12/15/12	4.85%		0	542,335		539,093
3	American Movil 5.500% due 03/01/14	5.50%		0	542,040		557,700
4	AT&T Inc 4.850% due 02/15/14	4.85%		538,305	538,305	533,995	554,225
5	Boeing Co. 5.000% due 03/15/14	5 00%		0	546,025		561,972
6	Caterpillar Fin'l Svcs 4.250% due 02/08/13	4 25%		0	530,140		537,565
7	Cisco Systems 4.950% due 02/15/19	4 95%		0	520,015		569,295
8	Citigroup Inc 5.500% due 10/15/14	5 50%		501,760	501,760	512,780	547,109
9	ConocoPhillips 4 750% due 02/01/14	4.75%		540,605	540,605	536,855	555,970
10	Credit Suisse 5.500% due 05/01/14	5.50%		0	546,870		563,021
11	DuPont El De Nemours 5.000% due 01/15/1	5.00%		536,940	180,412	540,470	183,355
12	Federal Farm Credit Bank 2.940% due 11/19	2.94%		0	1,000,000		1,001,060
13	Federal Farm Credit Bank 2.600% due 10/07	2.60%		1,000,000	0	1,005,940	0
14	Federal Home Loan Banks 3.625% due 10/1	3.63%		1,000,000	0	997,190	0
15	Federal Home Loan Banks 2 350% due 03/1	2.35%		0	748,500		755,489
16	Federal National Mtg Assn 2.750% due 12/2	2.75%		0	1,000,000		1,004,075
17	Federal National Mtg Assn 3.050% due 09/3	3.05%		0	1,000,000		1,010,970
18	GE Capital Corp 4.800% due 05/01/13	4.80%		519,530	519,530	525,520	540,506
19	Hewlett Packard Co 4.750% due 06/02/14	4.75%		536,875	536,875	536,715	559,038
20	Honeywell Int'l 4.250% due 03/01/13	4.25%		0	534,265		540,908
21	IBM Corp. 5 700% due 09/14/17	5 70%		0	551,820		593,947
22	Ishares IBOXX High Yield Corp Bond Fund			7,648,422	11,182,655	7,666,200	11,796,200
23	John Deere Capital 4 900% due 09/09/13	4 90%		0	546,160		554,948
24	JP Morgan Chase 4 650% due 06/01/14	4 65%		529,360	529,360	527,435	545,436
25	Lilly Eli & Co 4 200% due 03/06/14	4 20%		0	534,220		549,501
26	Oracle Corp. 5.250% due 01/15/16	5.25%		0	553,295		581,743
27	Pfizer Inc. 4.500% due 02/15/14	4.50%		0	537,965		552,958
28	PNC Funding Corp 4.250% due 09/21/15	4.25%		502,125	502,125	501,535	541,539
29	Procter & Gamble Co 4.600% due 01/15/14	4.60%		537,250	0	537,255	0
30	Pwrshares High Yield Corp Bond Portfolio			7,923,608	12,017,087	7,866,000	12,487,500
31	Verizon Wireless 5.550% due 02/01/14	5.55%		0	547,905		563,799
32	Wal-Mart Stores 4 250% due 04/15/13	4.25%		533,010	533,010	533,275	543,041
33	Wells Fargo Co. 5.625% due 12/11/17	5.63%		0	522,670		565,846
34	Westpac Banking 4.200% due 02/27/15	4.20%		0	515,655		542,139

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			18,657,468	6,074,412	4,323,541
1	BACAP Multi Strategy Alpha Ser 8	FMV	11,383,628	658,829	749,468
2	Diversified Real Estate Fund	FMV	3,678,696	2,938,840	1,719,287
3	BACAP Diversified Real Estate Fund	FMV	3,595,144	2,476,743	1,854,786
4					
5					
6					
7					
8					
9					
10					

Part II, Line 15 (990-PF) - Other Assets

	Description	Beginning Balance	Ending Balance	Fair Market Value
		71,719	7,726	7,726
1	Excise Tax Receivable	26,200	7,726	7,726
2	Purchased Interest on Bonds	45,519		
3				
4				
5				
6				
7				
8				
9				
10				

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	81,955,221	0	79,334,471	2,620,750	0	0	0	2,620,750
1	E					0	0	0	0			0	0
2	ENRON CORP LITIGATION PROCEEDS		P		12/31/2009	48,371	0		48,371			0	48,371
3	3791 46 SHARES BACAP MULTI STRAT		P	6/1/2004	1/27/2010	5,146,169	0	4,317,038	829,131			0	829,131
4	1199 63 SHARES BACAP MULTI STRAT		P	10/1/2004	1/27/2010	1,628,264	0	1,383,628	244,636			0	244,636
5	1497 33 SHARES BACAP MULTI STRAT		P	6/1/2004	2/23/2010	2,032,330	0	1,704,892	327,438			0	327,438
6	AOL TIME WARNER LITIGATION PROCE		P		3/10/2010	2,052	0	0	2,052			0	2,052
7	SYMBOL TECHNOLOGIES LITIGATION F		P		3/24/2010	951	0	0	951			0	951
8	WORLDCOM LITIGATION PROCEEDS		P		3/31/2010	1,602	0	0	1,602			0	1,602
9	FEDERAL FARM CR BKS		P	12/1/2009	3/15/2010	1,000,000	0	1,000,000	0			0	0
10	2500 SHARES AMGEN INC		P	4/12/2001	4/6/2010	150,720	0	135,450	15,270			0	15,270
11	4000 SHARES AMGEN INC		P	8/21/2009	4/6/2010	241,152	0	243,491	-2,339			0	-2,339
12	4000 SHARES AMGEN INC		P	8/24/2009	4/6/2010	241,152	0	243,100	-1,948			0	-1,948
13	2500 SHARES EXELON CORP		P	5/19/2005	4/6/2010	111,894	0	116,448	-4,554			0	-4,554
14	5000 SHARES EXELON CORP		P	8/21/2009	4/6/2010	223,788	0	252,547	-28,759			0	-28,759
15	5000 SHARES EXELON CORP		P	8/24/2009	4/6/2010	223,788	0	258,125	-34,337			0	-34,337
16	2500 SHARES FPL GROUP INC		P	1/6/1983	4/6/2010	122,535	0	23,184	99,351			0	99,351
17	4500 SHARES FPL GROUP INC		P	8/21/2009	4/6/2010	220,563	0	258,786	-38,223			0	-38,223
18	4500 SHARES FPL GROUP INC		P	8/24/2009	4/6/2010	220,563	0	262,553	-41,990			0	-41,990
19	41000 SHARES ISHARES RUSSELL 10(		P	8/4/2009	4/6/2010	2,154,514	0	1,813,020	341,494			0	341,494
20	11500 SHARES ISHARES RUSSELL MII		P	8/13/2009	4/6/2010	570,850	0	463,395	107,455			0	107,455
21	2000 SHARES SOUTHERN CO		D	8/23/2002	4/6/2010	67,149	0	58,071	9,078			0	9,078
22	8000 SHARES SOUTHERN CO		P	8/21/2009	4/6/2010	268,596	0	249,800	18,796			0	18,796
23	8000 SHARES SOUTHERN CO		P	8/24/2009	4/6/2010	268,596	0	253,160	15,436			0	15,436
24	10275 SHARES SPDR S&P 500 ETF TR		P	7/23/2009	4/6/2010	1,220,547	0	1,006,476	214,071			0	214,071
25	51000 SHARES SPDR S&P 500 ETF TR		P	8/4/2009	4/6/2010	6,058,188	0	5,103,060	955,128			0	955,128
26	136138 855 SHARES VANGUARD TOTA		P	10/23/2009	4/6/2010	4,025,626	0	3,261,916	763,710			0	763,710
27	1996 3 SHARES BACAP MULTI STRAT		P	6/1/2004	4/10/2010	2,709,773	0	2,273,030	436,743			0	436,743
28	NORTEL NETWORK LITIGATION PROCE		P		4/13/2010	1,411	0	0	1,411			0	1,411
29	AES CORP LITIGATION PROCEEDS		P		6/2/2010	675	0	0	675			0	675
30	AES CORP LITIGATION PROCEEDS		P		6/2/2010	46	0	0	46			0	46
31	SPRINT - NEXTEL LITIGATION PROCEE		P		6/3/2010	56	0	0	56			0	56
32	10000 SHARES A T & T INC NEW		P	8/24/2009	7/1/2010	$241,892 00	0	261,211	-19,319			0	-19,319
33	10000 SHARES A T & T INC NEW		P	8/21/2009	7/1/2010	$241,892 00	0	260,599	-18,707			0	-18,707
34	880 SHARES A T & T INC NEW		P	12/31/2003	7/1/2010	$21,286 00	0	22,902	-1,616			0	-1,616
35	1620 SHARES A T & T INC NEW		P	12/31/2003	7/1/2010	$39,187 00	0	42,160	-2,973			0	-2,973
36	11250 SHARES CISCO SYSTEMS INC		P	8/21/2009	7/1/2010	$238,493 00	0	249,973	-11,480			0	-11,480
37	1736 SHARES CISCO SYSTEMS INC		D	11/9/2001	7/1/2010	$36,802 00	0	33,227	3,575			0	3,575
38	5764 SHARES CISCO SYSTEMS INC		P	12/31/2003	7/1/2010	$122,193 00	0	139,200	-17,007			0	-17,007
39	11250 SHARES CISCO SYSTEMS INC		P	8/24/2009	7/1/2010	$238,493 00	0	251,421	-12,928			0	-12,928
40	10750 SHARES MICROSOFT CORP		P	8/21/2009	7/1/2010	$248,210 00	0	258,645	-10,435			0	-10,435
41	5000 SHARES MICROSOFT CORP		P	12/31/2003	7/1/2010	$115,446 00	0	136,950	-21,504			0	-21,504
42	10750 SHARES MICROSOFT CORP		P	8/24/2009	7/1/2010	$248,210 00	0	262,042	-13,832			0	-13,832
43	100000 SHARES SECTOR SPDR FINCL		P	10/14/2009	7/1/2010	$1,384,168 00	0	1,561,000	-176,832			0	-176,832
44	50000 SHARES SECTOR SPDR TECH S		P	10/14/2009	7/1/2010	$1,025,329 00	0	1,067,500	-42,171			0	-42,171
45	5000 SHARES UNITEDHEALTH GROUP		P	4/9/2010	7/1/2010	$140,996 00	0	163,225	-22,229			0	-22,229
46	10000 SHARES UNITEDHEALTH GROU		P	8/24/2009	7/1/2010	$281,992 00	0	288,774	-6,782			0	-6,782
47	10000 SHARES UNITEDHEALTH GROU		P	8/21/2009	7/1/2010	$281,992 00	0	288,689	-6,697			0	-6,697
48	23400 SHARES BANK OF AMERICA CO		P	10/23/2009	7/2/2010	$320,804 00	0	417,168	-96,364			0	-96,364
49	60000 SHARES ISHARES MSCI EMRG I		P	9/10/2009	7/2/2010	$2,261,356 00	0	2,266,200	-4,844			0	-4,844
50	40000 SHARES ISHARES MSCI EMRG I		P	8/24/2009	7/2/2010	$1,507,571 00	0	1,471,340	36,231			0	36,231
51	60000 SHARES ISHARES RUSSELL 10(		P	8/13/2009	7/2/2010	$3,226,737 00	0	3,162,834	63,903			0	63,903
52	20000 SHARES ISHARES RUSSELL MII		P	8/13/2009	7/2/2010	$872,976 00	0	805,904	67,072			0	67,072
53	45000 SHARES ISHARES RUSSELL MII		P	8/13/2009	7/2/2010	$1,625,364 00	0	1,493,388	131,976			0	131,976
54	10000 SHARES ISHARES TR COHEN &		P	11/9/2009	7/2/2010	$550,682 00	0	473,300	77,382			0	77,382
55	40000 SHARES ISHARES TR MSCI EAF		P	8/24/2009	7/2/2010	$1,898,364 00	0	2,105,460	-207,096			0	-207,096
56	60000 SHARES ISHARES TR MSCI EAF		P	9/10/2009	7/2/2010	$2,847,547 00	0	3,280,800	-433,253			0	-433,253
57	4500 SHARES ISHARES TR RUSSELL 1		P	8/4/2009	7/2/2010	$205,420 00	0	198,990	6,430			0	6,430
58	15500 SHARES ISHARES TR RUSSELL		P	8/13/2009	7/2/2010	$707,556 00	0	684,596	22,960			0	22,960
59	10000 SHARES ISHARES TR RUSSELL		P	8/13/2009	7/2/2010	$662,580 00	0	617,589	44,991			0	44,991
60	10000 SHARES ISHARES TR RUSSELL		P	8/13/2009	7/2/2010	$565,481 00	0	543,175	22,306			0	22,306
61	50000 SHARES ISHARES TR S&P MIDC		P	4/9/2010	7/2/2010	$3,546,931 00	0	4,032,975	-486,044			0	-486,044

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	81,955,221	0	79,334,471	2,620,750	0	0	0	2,620,750
62	40000 SHARES ISHARES TR S&P SMAI		P	4/9/2010	7/2/2010	$2,157,955 00	0	2,449,712	-291,757			0	-291,757
63	35000 SHARES RYDEX ETF TRUST S&		P	4/9/2010	7/2/2010	$1,322,969 00	0	1,522,850	-199,881			0	-199,881
64	25000 SHARES S P D R S&P 500 ETF T		P	7/23/2009	7/2/2010	$2,577,947 00	0	2,448,847	129,100			0	129,100
65	10000 SHARES SPDR DOW JONES INT		P	11/9/2009	7/2/2010	$316,686 00	0	361,600	-44,914			0	-44,914
66	-918 84 SHARES BACAP MULTI STRAT		P	6/1/2004	7/16/2010	1,219,398	0	1,046,211	173,187			0	173,187
67	TYCO INT'L LITIGATION PROCEEDS		P		9/20/2010	11,026	0	0	11,026			0	11,026
68	4500 SHARES BAXTER INTERNATIONA		P	8/24/2009	9/21/2010	$207,083 00	0	254,857	-47,774			0	-47,774
69	4500 SHARES BAXTER INTERNATIONA		P	8/21/2009	9/21/2010	$207,083 00	0	253,347	-46,264			0	-46,264
70	177 SHARES BAXTER INTERNATIONAL		P	12/31/2003	9/21/2010	$8,145 00	0	5,383	2,762			0	2,762
71	2323 SHARES BAXTER INTERNATIONA		P	12/31/2003	9/21/2010	$106,901 00	0	70,642	36,259			0	36,259
72	3500 SHARES E O G RESOURCES INC		P	8/21/2009	9/21/2010	$307,990 00	0	266,571	41,419			0	41,419
73	3500 SHARES E O G RESOURCES INC		P	8/13/2009	9/21/2010	$307,990 00	0	262,692	45,298			0	45,298
74	2467 SHARES INTEL CORP		D	10/26/2001	9/21/2010	$46,625 00	0	64,241	-17,616			0	-17,616
75	13250 SHARES INTEL CORP		P	8/24/2009	9/21/2010	$250,417 00	0	250,767	-350			0	-350
76	13250 SHARES INTEL CORP		P	8/21/2009	9/21/2010	$250,417 00	0	250,287	130			0	130
77	4533 SHARES INTEL CORP		P	12/31/2003	9/21/2010	$85,671 00	0	145,963	-60,292			0	-60,292
78	500 SHARES INTEL CORP		P	11/9/2001	9/21/2010	$9,450 00	0	13,935	-4,485			0	-4,485
79	5000 SHARES LIFE TECHNOLOGIES C		P	8/21/2009	9/21/2010	$234,493 00	0	231,143	3,350			0	3,350
80	4000 SHARES LIFE TECHNOLOGIES C		P	4/9/2010	9/21/2010	$187,594 00	0	206,320	-18,726			0	-18,726
81	6000 SHARES LIFE TECHNOLOGIES C		P	10/21/2009	9/21/2010	$281,392 00	0	278,670	2,722			0	2,722
82	3250 SHARES LOCKHEED MARTIN CO		P	8/21/2009	9/21/2010	$229,150 00	0	244,057	-14,907			0	-14,907
83	3250 SHARES LOCKHEED MARTIN CO		P	8/24/2009	9/21/2010	$229,150 00	0	243,831	-14,681			0	-14,681
84	2500 SHARES LOCKHEED MARTIN CO		P	12/31/2003	9/21/2010	$176,270 00	0	127,462	48,808			0	48,808
85	5750 SHARES QUALCOMM INC		P	8/24/2009	9/21/2010	$248,450 00	0	269,646	-21,196			0	-21,196
86	2500 SHARES QUALCOMM INC		P	12/31/2003	9/21/2010	$108,022 00	0	67,326	40,696			0	40,696
87	5750 SHARES QUALCOMM INC		P	8/21/2009	9/21/2010	$248,450 00	0	270,106	-21,656			0	-21,656
88	7000 SHARES RAYTHEON COMPANY N		P	8/3/2010	9/21/2010	$327,872 00	0	325,436	2,436			0	2,436
89	15000 SHARES RAYTHEON COMPANY		P	4/9/2010	9/21/2010	$702,582 00	0	853,695	-151,113			0	-151,113
90	5500 SHARES THERMO FISHER SCIEN		P	8/24/2009	9/21/2010	$258,601 00	0	253,137	5,464			0	5,464
91	5500 SHARES THERMO FISHER SCIEN		P	8/21/2009	9/21/2010	$258,601 00	0	253,011	5,590			0	5,590
92	BACAP DIVERSIFIED REAL ESTATE FUN		P	12/31/2008	12/31/2009		0	215,451	-215,451			0	-215,451
93	BA DIVERSIFIED REAL ESTATE FUND L		P	12/31/2008	12/31/2009		0	188,312	-188,312			0	-188,312
94	BACAP DIVERSIFIED REAL ESTATE FUN		P	12/31/2009	12/31/2009		0	77,176	-77,176			0	-77,176
95	BA DIVERSIFIED REAL ESTATE FUND S		P	12/31/2009	12/31/2009	1,343	0	0	1,343			0	1,343
96	DUPONT CO 5 0%13NOTES DUE 01/15/		P	9/29/2009	10/21/2010	363,810	0	356,528	7,282			0	7,282
97	FED FARM CR BK 2 6XXX** CALLED **D		P	9/30/2009	10/7/2010	1,000,000	0	1,000,000	0			0	0
98	FED HM LN MTG 1 5XXX** CALLED **DU		P	4/19/2010	7/30/2010	1,000,000	0	1,001,000	-1,000			0	-1,000
99	FED HM LN MTG 1 8%13NOTES DUE 02		P	2/10/2010	10/21/2010	1,002,975	0	998,500	4,475			0	4,475
100	FED HM LN MTG 2 125XXX** CALLED **		P	2/23/2010	8/26/2010	1,000,000	0	1,000,000	0			0	0
101	FED HM LN MTG 3XXX** CALLED **DUE		P	2/2/2010	8/2/2010	1,000,000	0	999,250	750			0	750
102	FED HOME LN BK 3 625XXX** CALLED *		P	10/6/2009	10/14/2010	1,000,000	0	1,000,000	0			0	0
103	FED NATL MTG 3XXX** CALLED **DUE (		P	2/26/2010	9/24/2010	1,000,000	0	1,000,000	0			0	0
104	PROCTER GAMBLE 4 6XXX**CALLED**		P	10/14/2009	6/28/2010	545,985	0	537,250	8,735			0	8,735
105	US TREAS NOTE 3 50%02/18UST NOTE		P	3/3/2010	10/22/2010	1,657,969	0	1,521,451	136,518			0	136,518
106	US TREAS NT 1 75%11/11U S T NOTE D		P	2/1/2010	10/22/2010	1,523,178	0	1,527,310	-4,132			0	-4,132
107	US TREAS NT 2 75%10/13UST NOTE DU		P	2/26/2010	10/22/2010	1,599,819	0	1,557,075	42,744			0	42,744
108	US TREAS NT 4%08/18U S T NOTE DUE			1/13/2010	10/22/2010	1,707,891	0	1,541,016	166,875			0	166,875

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours
1	Christine E. Lynn		1905 NW Corporate Blvd,	Boca Raton	FL	33431-7303		Trustee	
2									
3									
4									
5									
6									
7									
8									
9									
10									

Part

	Compensation	Benefits	Expense Account	Explanation
	0	0	0	
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part XVI-A, Lines 11a-11e (990-PF) - Other Revenue

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
	Program Service Revenue	Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	Other Portfolio Losses from K-1			18	-170,589	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Part XVI-B (990-PF) - Relationship of Activities

Line Number	Explanation
4	The Foundation invested in Columbia Municipal Reserves Mutual Fund, the income of which is exempt from tax
	Under IRC. Section 103