1/31/2011 4:53.40 PM - 57174C66 - JRS - BCR - THE DOCTOR FAMILY FOUNDATION

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 12/1/2009 **, and ending** 11/30/2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
THE DOCTOR FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O Box 1501

City or town, state, and ZIP code
Pennington NJ 08534-1501

A Employer identification number 20-2047965

B Telephone number (see page 10 of the instructions) 609-274-6968

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)* ▶ $ 2,852,594

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))*

			(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	0	0		
	4	Dividends and interest from securities	69,261	69,182		
	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	49,937			
	b	Gross sales price for all assets on line 6a 2,079,567				
	7	Capital gain net income (from Part IV, line 2)		49,937		
	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)	0	0	0	
	12	**Total** Add lines 1 through 11	119,198	119,119	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)	0	0	0	0
	c	Other professional fees (attach schedule)	17,699	10,620	0	7,080
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	3,770	736	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)	183	183	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	21,652	11,539	0	7,080
	25	Contributions, gifts, grants paid	120,500			120,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	142,152	11,539	0	127,580
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-22,954			
	b	**Net investment income** (if negative, enter -0-)		107,580		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.
(HTA)

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	2	0	0
	2	Savings and temporary cash investments	43,015	7,991	7,991
	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		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	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)	2,623,981	2,637,635	2,844,603
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	15	Other assets (describe ▶)	0	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,666,998	2,645,626	2,852,594
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	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)	0	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	2,666,998	2,645,626	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,666,998	2,645,626	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,666,998	2,645,626	

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	2,666,998
2	Enter amount from Part I, line 27a	2	-22,954
3	Other increases not included in line 2 (itemize) ▶ FEDERAL EXCISE TAX REFUND	3	1,751
4	Add lines 1, 2, and 3	4	2,645,795
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	169
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,645,626

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			(l) 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	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	49,937
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	0

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	99,836	2,636,123	0 037872
2007	151,204	2,976,563	0 050798
2006	129,138	3,145,856	0 041050
2005	75,845	2,882,110	0 026316
2004	108,262	2,507,781	0 043170

2	**Total** of line 1, column (d)	2	0 199206
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 039841
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,820,440
5	Multiply line 4 by line 3	5	112,369
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,076
7	Add lines 5 and 6	7	113,445
8	Enter qualifying distributions from Part XII, line 4	8	127,580

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 ▶ ☒ and enter 1% of Part I, line 27b		1	1,076
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	1,076
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	1,076
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 1,884		
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	1,884
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	808
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 808 **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) ▶ NC			
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)*

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 ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A Telephone no ▶ 609-274-6968

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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 0

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** No: 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? **7b** No: X

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
DONALD L DOCTOR 512 MAYMONT DRIVE CRAMERTON NC 280	PRESIDENT 2 00	0	0	0
MARY DOCTOR 512 MAYMONT DRIVE CRAMERTON NC 280	SEC/TREAS 2 00	0	0	0
JORDAN DOCTOR 512 MAYMONT DRIVE CRAMERTON NC 280	DIRECTOR 2 00	0	0	0
LANDON DOCTOR 512 MAYMONT DRIVE CRAMERTON NC 280	DIRECTOR 2 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 ▶ 0

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

3 Five highest-paid independent contractors for professional services (see 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
NONE		0
		0
		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 NONE	
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 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	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	2,755,583
	b	Average of monthly cash balances			1b	107,808
	c	Fair market value of all other assets (see page 24 of the instructions)			1c	
	d	**Total** (add lines 1a, b, and c)			1d	2,863,391
	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	2,863,391
4		Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	42,951
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	2,820,440
6		**Minimum investment return.** Enter 5% of line 5			6	141,022

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	141,022
2a		Tax on investment income for 2009 from Part VI, line 5	2a	1,076		
	b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
	c	Add lines 2a and 2b			2c	1,076
3		Distributable amount before adjustments Subtract line 2c from line 1			3	139,946
4		Recoveries of amounts treated as qualifying distributions			4	
5		Add lines 3 and 4			5	139,946
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	139,946

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	127,580
	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	127,580
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	1,076
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126,504

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					139,946
2		Undistributed income, if any, as of the end of 2009					
	a	Enter amount for 2008 only				118,012	
	b	Total for prior years 20____, 20____, 20___			0		
3		Excess distributions carryover, if any, to 2009					
	a	From 2004	NONE				
	b	From 2005	NONE				
	c	From 2006	NONE				
	d	From 2007	NONE				
	e	From 2008	NONE				
	f	**Total** of lines 3a through e		0			
4		Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 127,580					
	a	Applied to 2008, but not more than line 2a				118,012	
	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					9,568
	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		0			
	b	Prior years' undistributed income Subtract line 4b from line 2b			0		
	c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
	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					130,378
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		0			
10		Analysis of line 9					
	a	Excess from 2005	0				
	b	Excess from 2006	0				
	c	Excess from 2007	0				
	d	Excess from 2008	0				
	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
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	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
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))

DONALD L AND MARY DOCTOR

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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

DONALD DOCTOR 512 MAYMONT DRIVE CRAMERTON NC 28032 (704)386-5924

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

FORM ATTACHED

c Any submission deadlines

PRIOR TO MAY 15

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

SEE ATTACHED

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total			▶ 3a	120,500
b *Approved for future payment* NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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					
4 Dividends and interest from securities			14	69,261	
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			18	49,937	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	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		119,198	0

13 Total. Add line 12, columns (b), (d), and (e) 13 119,198

(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)
	Not Applicable

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	Not Applicable	
	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

Donald J. Doctor 2/4/2011 Trustee / President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Date 1/31/2011	Check if self-employed ☒	Preparer's identifying number (see **Signature** on page 30 of the instructions) P00364310

Firm's name (or yours if self-employed), address, and ZIP code: PRICEWATERHOUSECOOPERS LLP, 600 GRANT STREET, PITTSBURGH, PA 15219

EIN 13-4008324

Phone no 412-355-6000

THE DOCTOR FAMILY FOUNDATION 20-2047965 Page 1 of 1

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

Recipient(s) paid during the year

Name
THE SALVATION ARMY ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
GASTONIA	NC		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
HANDS FOR HAITI ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
WOODLANDS	TX		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
FIRST THINGS FIRST OF GASTON COUNTY ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
GASTONIA	NC		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
PENLAND SCHOOL OF CRAFTS ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
PENLAND	NC		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	10,000

Name
CRISIS PREGNANCY CENTER ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
GASTONIA	NC		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

Name
HOUSE OF MERCY, INC ☐ Person ☐ Business
Street

City	State	Zip code	Foreign Country
BELMONT	NC		

Relationship	Foundation Status
NONE	501(c)(3)

Purpose of grant/contribution	Amount
GENERAL OPERATING	5,000

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

Recipient(s) paid during the year

Name
HOLY ANGELS, INC ☐ Person ☐ Business
Street

City: BELMONT | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 7,500

Name
THE GASTONIA'S POTTERS HOUSE, INC ☐ Person ☐ Business
Street

City: GASTONIA | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 15,000

Name
FRIENDS OF CROWDERS MOUNTAIN, INC ☐ Person ☐ Business
Street

City: GASTONIA | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 8,000

Name
THE SHELTER OF GASTON COUNTY ☐ Person ☐ Business
Street

City: GASTONIA | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 10,000

Name
NCBPAC ☐ Person ☐ Business
Street

City: CHARLOTTE | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 10,000

Name
SOCKS ☐ Person ☐ Business
Street

City: MCADENVILLE | State: NC | Zip code: | Foreign Country:
Relationship: NONE | Foundation Status: 501(c)(3)
Purpose of grant/contribution: GENERAL OPERATING | Amount: 10,000

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

Recipient(s) paid during the year

Name
LLMI ☐ Person ☐ Business
Street
City
ARDEN
State
NC
Zip code
Foreign Country
Relationship
NONE
Foundation Status
501(c)(3)
Purpose of grant/contribution
GENERAL OPERATING
Amount
25,000

Name
☐ Person ☐ Business
Street
City
State
Zip code
Foreign Country
Relationship
Foundation Status
Purpose of grant/contribution
Amount
0

Name
☐ Person ☐ Business
Street
City
State
Zip code
Foreign Country
Relationship
Foundation Status
Purpose of grant/contribution
Amount
0

Name
☐ Person ☐ Business
Street
City
State
Zip code
Foreign Country
Relationship
Foundation Status
Purpose of grant/contribution
Amount
0

Name
☐ Person ☐ Business
Street
City
State
Zip code
Foreign Country
Relationship
Foundation Status
Purpose of grant/contribution
Amount
0

Name
☐ Person ☐ Business
Street
City
State
Zip code
Foreign Country
Relationship
Foundation Status
Purpose of grant/contribution
Amount
0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	738	Securities	2,079,567	2,029,630	49,937
Short Term CG Distributions		Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	SECTOR SPDR FINANCIAL	81369Y605			8/6/2009		11/2/2010	9,791	9,596			
2	X	SECTOR SPDR FINANCIAL	81369Y605			10/5/2009		11/2/2010	2,972	3,013			
3	X	SECTOR SPDR FINANCIAL	81369Y605			3/10/2010		11/2/2010	1,399	1,501			
4	X	SECTOR SPDR INDUSTRIAL	81369Y704			5/12/2008		12/28/2009	4,254	5,836			
5	X	SECTOR SPDR INDUSTRIAL	81369Y704			5/12/2008		5/14/2010	6,920	8,619			
6	X	SECTOR SPDR INDUSTRIAL	81369Y704			6/24/2008		5/14/2010	15,267	17,608			
7	X	SECTOR SPDR INDUSTRIAL	81369Y704			6/24/2008		5/21/2010	2,061	2,541			
8	X	SECTOR SPDR INDUSTRIAL	81369Y704			5/21/2009		5/21/2010	15,561	11,700			
9	X	SECTOR SPDR INDUSTRIAL	81369Y704			5/21/2009		7/1/2010	13,298	10,631			
10	X	SECTOR SPDR INDUSTRIAL	81369Y704			7/31/2009		7/1/2010	20,562	18,125			
11	X	SECTOR SPDR UTILITIES	81369Y886			12/28/2009		3/26/2010	16,290	17,447			
12	X	VANGUARD EMERGING MKTS	922042858			3/19/2009		12/10/2009	16,689	9,541			
13	X	VANGUARD EMERGING MKTS	922042858			4/3/2009		12/10/2009	1,587	1,011			
14	X	VANGUARD EMERGING MKTS	922042858			4/3/2009		12/28/2009	4,205	2,671			
15	X	VANGUARD EMERGING MKTS	922042858			4/3/2009		2/4/2010	9,944	6,819			
16	X	VANGUARD EMERGING MKTS	922042858			5/8/2009		2/4/2010	7,524	6,030			
17	X	VANGUARD EMERGING MKTS	922042858			5/8/2009		2/5/2010	2,058	1,697			
18	X	VANGUARD EMERGING MKTS	922042858			5/21/2009		2/5/2010	12,643	10,488			
19	X	VANGUARD PACIFIC ETF	922042866			9/3/2009		12/8/2009	11,292	10,922			
20	X	VANGUARD PACIFIC ETF	922042866			9/8/2009		12/8/2009	6,197	6,127			
21	X	VANGUARD PACIFIC ETF	922042866			9/8/2009		12/28/2009	517	519			
22	X	VANGUARD PACIFIC ETF	922042866			9/8/2009		6/4/2010	3,417	3,739			
23	X	VANGUARD PACIFIC ETF	922042866			9/9/2009		6/4/2010	14,189	15,626			
24	X	VANGUARD EUROPEAN ETF	922042874			8/3/2009		12/28/2009	5,403	5,067			
25	X	VANGUARD EUROPEAN ETF	922042874			8/3/2009		1/29/2010	16,976	17,043			
26	X	VANGUARD EUROPEAN ETF	922042874			8/3/2009		2/3/2010	7,241	7,140			
27	X	VANGUARD EUROPEAN ETF	922042874			8/4/2009		2/3/2010	9,997	9,845			
28	X	VANGUARD EUROPEAN ETF	922042874			8/4/2009		2/4/2010	15,911	16,240			
29	X	VANGUARD EUROPEAN ETF	922042874			8/6/2009		2/4/2010	676	686			
30	X	VANGUARD EUROPEAN ETF	922042874			8/25/2009		2/5/2010	13,560	14,997			
31	X	VANGUARD EUROPEAN ETF	922042874			10/14/2009		2/5/2010	2,360	2,832			
32	X	VANGUARD EUROPEAN ETF	922042874			8/18/2009		2/5/2010	11,494	11,733			
33	X	VANGUARD EUROPEAN ETF	922042874			8/25/2009		2/5/2010	4,800	5,173			
34	X	VANGUARD EUROPEAN ETF	922042874			8/6/2009		2/5/2010	8,313	8,729			
35	X	VANGUARD EUROPEAN ETF	922042874			8/18/2009		2/5/2010	5,962	6,159			
36	X	VANGUARD EUROPEAN ETF	922042874			8/18/2009		2/5/2010	1,784	1,843			
37	X	VANGUARD EUROPEAN ETF	922042874			10/14/2009		2/8/2010	16,247	19,312			
38	X	VANGUARD EUROPEAN ETF	922042874			10/14/2009		5/6/2010	13,537	16,532			
39	X	VANGUARD EUROPEAN ETF	922042874			10/29/2009		5/6/2010	253	302			
40	X	VANGUARD EUROPEAN ETF	922042874			10/29/2009		5/7/2010	13,201	16,535			
41	X	VANGUARD INFORMATION	92204A702			2/20/2008		5/6/2010	28,300	26,450			
42	X	VANGUARD INFORMATION	92204A702			2/20/2008		5/7/2010	17,716	17,139			
43	X	VANGUARD INFORMATION	92204A702			2/20/2008		5/25/2010	34,376	34,686			
44	X	ISHARES BARCLAYS TIPS BO	464287176			9/10/2008		12/28/2009	3,421	3,481			
45	X	ISHARES BARCLAYS TIPS BO	464287176			9/10/2008		3/8/2010	22,734	23,104			
46	X	ISHARES IBOXX $	464287242			12/18/2008		12/28/2009	4,999	4,788			
47	X	ISHARE BARLCYS 20+ YR	464287432			8/25/2009		12/11/2009	5,711	5,952			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	738
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	2,079,567	2,029,630	49,937
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation
48	X	ISHARE BARLCYS 20+ YR	464287432			8/28/2009		12/11/2009	14,461	15,125			
49	X	ISHARE BARLCYS 20+ YR	464287432			8/28/2009		12/28/2009	179	193			
50	X	ISHARE BARLCYS 20+ YR	464287432			8/28/2009		4/5/2010	6,470	7,129			
51	X	ISHARES BARCLAY 7-10 YR	464287440			9/18/2008		12/28/2009	2,044	2,111			
52	X	ISHARES BARCLYS 1-3 YEAR	464287457			6/24/2008		12/28/2009	4,574	4,534			
53	X	ISHARES RUSSELL MIDCAP	464287499			1/7/2010		5/24/2010	28,636	28,872			
54	X	ISHARES RUSSELL MIDCAP	464287499			1/8/2010		5/24/2010	4,127	4,167			
55	X	ISHARES RUSSELL MIDCAP	464287499			1/8/2010		7/1/2010	18,136	19,134			
56	X	ISHARES RUSSELL MIDCAP	464287499			1/15/2010		7/1/2010	22,006	23,029			
57	X	ISHARES RUSSELL MIDCAP	464287499			1/15/2010		8/31/2010	5,419	5,567			
58	X	ISHARES RUSSELL MIDCAP	464287499			1/20/2010		8/31/2010	16,258	16,642			
59	X	ISHARES COHEN & STEERS	464287564			7/30/2009		12/28/2009	15,342	11,161			
60	X	ISHARES COHEN & STEERS	464287564			7/30/2009		5/24/2010	17,084	12,162			
61	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		12/1/2009	9,444	9,306			
62	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		12/8/2009	6,683	6,475			
63	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		12/8/2009	8,817	8,577			
64	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		12/8/2009	3,032	2,939			
65	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		12/28/2009	1,121	1,034			
66	X	ISHARES RS 2000 VALUE	464287630			8/12/2009		5/24/2010	12,071	10,773			
67	X	ISHARES RS 2000 VALUE	464287630			8/28/2009		5/24/2010	11,949	10,758			
68	X	ISHARES RS 2000 VALUE	464287630			8/28/2009		6/7/2010	11,952	11,197			
69	X	ISHARES RS 2000 VALUE	464287630			9/15/2009		6/7/2010	18,104	17,611			
70	X	ISHARES RS 2000 VALUE	464287630			3/10/2010		6/7/2010	15,702	17,039			
71	X	ISHARES RS 2000 VALUE	464287630			3/10/2010		8/26/2010	5,378	6,104			
72	X	ISHARES RS 2000 VALUE	464287630			3/26/2010		8/26/2010	11,093	12,708			
73	X	ISHARES RS 2000 GROWTH	464287648			5/21/2009		12/1/2009	17,291	13,988			
74	X	ISHARES RS 2000 GROWTH	464287648			5/21/2009		12/9/2009	16,826	13,468			
75	X	ISHARES RS 2000 GROWTH	464287648			5/21/2009		12/28/2009	1,241	936			
76	X	ISHARES RS 2000 GROWTH	464287648			5/21/2009		6/8/2010	4,807	3,744			
77	X	ISHARES RS 2000 GROWTH	464287648			7/21/2009		6/8/2010	11,616	10,052			
78	X	ISHARES RS 2000 GROWTH	464287648			7/21/2009		8/24/2010	20,960	18,544			
79	X	ISHARES RS 2000 GROWTH	464287648			3/8/2010		8/24/2010	65	72			
80	X	ISHARES DJ US TELCOMMUN	464287713			12/1/2009		12/28/2009	1,238	1,156			
81	X	ISHARES DJ US TELCOMMUN	464287713			12/1/2009		2/5/2010	5,675	6,064			
82	X	ISHARES S&P ASIA 50	464288430			7/15/2009		12/28/2009	2,129	1,823			
83	X	ISHARES BARCLAYS MBS BO	464288588			1/21/2009		12/28/2009	3,825	3,793			
84	X	ISHARES BARCLAYS MBS BO	464288588			2/3/2009		12/28/2009	1,381	1,359			
85	X	ISHARES BARCLAYS MBS BO	464288588			2/3/2009		10/1/2010	29,371	28,235			
86	X	ISHARES BARCLAYS SHORT	464288679			3/3/2009		12/28/2009	4,739	4,740			
87	X	ISHARES BARCLAYS SHORT	464288679			3/3/2009		1/15/2010	24,575	24,580			
88	X	ISHARES BARCLAYS SHORT	464288679			5/21/2009		1/15/2010	4,077	4,079			
89	X	ISHARES BARCLAYS SHORT	464288679			5/21/2009		1/20/2010	2,204	2,205			
90	X	ISHARES BARCLAYS SHORT	464288679			6/30/2009		1/20/2010	26,446	26,455			
91	X	ISHARES BARCLAYS SHORT	464288679			6/30/2009		3/5/2010	12,891	12,897			
92	X	ISHARES BARCLAYS SHORT	464288679			7/1/2009		3/5/2010	15,756	15,760			
93	X	ISHARES BARCLAYS SHORT	464288679			7/1/2009		3/8/2010	13,002	13,005			
94	X	ISHARES BARCLAYS SHORT	464288679			9/22/2009		3/8/2010	10,358	10,359			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	738
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	2,079,567	2,029,630	49,937
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
95	X	ISHARES BARCLAYS SHORT	464288679			9/22/2009		3/10/2010	28,317	28,321			
96	X	ISHARES BARCLAYS SHORT	464288679			9/22/2009		3/16/2010	15,096	15,097			
97	X	ISHARES BARCLAYS SHORT	464288679			9/22/2009		3/29/2010	26,996	26,999			
98	X	ISHARES BARCLAYS SHORT	464288679			2/4/2010		3/29/2010	2,204	2,204			
99	X	ISHARES BARCLAYS SHORT	464288679			2/4/2010		4/5/2010	17,403	17,412			
100	X	ISHARES BARCLAYS SHORT	464288679			2/4/2010		4/5/2010	14,429	14,438			
101	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		4/5/2010	3,194	3,196			
102	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/26/2010	2,424	2,425			
103	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/26/2010	110	110			
104	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/26/2010	14,656	14,659			
105	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/26/2010	16,420	16,423			
106	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/26/2010	16,199	16,202			
107	X	ISHARES BARCLAYS SHORT	464288679			2/8/2010		7/27/2010	3,747	3,747			
108	X	ISHARES BARCLAYS SHORT	464288679			5/6/2010		7/27/2010	28,543	28,537			
109	X	ISHARES BARCLAYS SHORT	464288679			5/7/2010		7/27/2010	8,155	8,154			
110	X	ISHARES BARCLAYS SHORT	464288679			2/5/2010		7/27/2010	15,760	15,760			
111	X	ISHARES BARCLAYS SHORT	464288679			2/8/2010		7/27/2010	12,454	12,455			
112	X	ISHARES BARCLAYS SHORT	464288679			5/7/2010		8/2/2010	5,399	5,399			
113	X	ISHARES BARCLAYS SHORT	464288679			5/7/2010		8/2/2010	17,740	17,739			
114	X	ISHARES BARCLAYS SHORT	464288679			5/7/2010		8/2/2010	12,561	12,562			
115	X	ISHARES BARCLAYS SHORT	464288679			5/14/2010		8/2/2010	4,408	4,407			
116	X	ISHARES BARCLAYS SHORT	464288679			5/14/2010		9/10/2010	17,852	17,850			
117	X	ISHARES BARCLAYS SHORT	464288679			5/14/2010		9/10/2010	2,755	2,754			
118	X	ISHARES BARCLAYS SHORT	464288679			5/14/2010		9/13/2010	17,301	17,298			
119	X	ISHARES BARCLAYS SHORT	464288679			5/21/2010		9/13/2010	2,645	2,645			
120	X	ISHARES BARCLAYS SHORT	464288679			5/21/2010		9/14/2010	14,879	14,876			
121	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/14/2010	4,850	4,849			
122	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/16/2010	16,314	16,310			
123	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/17/2010	16,862	16,861			
124	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/17/2010	2,976	2,975			
125	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/20/2010	3,857	3,857			
126	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/20/2010	15,980	15,979			
127	X	ISHARES BARCLAYS SHORT	464288679			5/24/2010		9/21/2010	13,224	13,224			
128	X	ISHARES BARCLAYS SHORT	464288679			5/25/2010		9/21/2010	6,391	6,391			
129	X	ISHARES BARCLAYS SHORT	464288679			5/25/2010		9/24/2010	19,401	19,393			
130	X	ISHARES BARCLAYS SHORT	464288679			5/25/2010		9/24/2010	2,095	2,094			
131	X	ISHARES BARCLAYS SHORT	464288679			5/25/2010		9/24/2010	17,748	17,742			
132	X	ISHARES BARCLAYS SHORT	464288679			5/25/2010		9/30/2010	16,424	16,420			
133	X	ISHARES BARCLAYS SHORT	464288679			6/2/2010		9/30/2010	5,070	5,069			
134	X	ISHARES BARCLAYS SHORT	464288679			6/2/2010		10/1/2010	19,619	19,614			
135	X	ISHARES BARCLAYS SHORT	464288679			6/2/2010		10/1/2010	661	661			
136	X	ISHARES BARCLAYS SHORT	464288679			6/4/2010		10/1/2010	17,525	17,522			
137	X	ISHARES BARCLAYS SHORT	464288679			6/7/2010		10/1/2010	1,433	1,432			
138	X	ISHARES BARCLAYS SHORT	464288679			6/7/2010		10/5/2010	13,005	13,002			
139	X	ISHARES BARCLAYS SHORT	464288679			6/7/2010		10/5/2010	6,392	6,391			
140	X	ISHARES BARCLAYS SHORT	464288679			6/7/2010		10/13/2010	19,731	19,725			
141	X	ISHARES BARCLAYS SHORT	464288679			6/7/2010		10/18/2010	19,839	19,836			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	738
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	2,079,567	2,029,630	49,937
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
142	X	S&P US PFD STK INDEX FD	464288687			5/28/2009		12/28/2009	2,548	2,144			
143	X	S&P US PFD STK INDEX FD	464288687			5/28/2009		5/6/2010	8,218	7,611			
144	X	S&P US PFD STK INDEX FD	464288687			6/5/2009		5/6/2010	8,621	8,338			
145	X	PIMCO COMMODITY REAL	72201M842			4/5/2010		6/1/2010	16,214	17,508			
146	X	DB US DOLLAR IND BULLISH	73936D107			1/29/2010		2/4/2010	17,007	16,961			
147	X	DB US DOLLAR IND BULLISH	73936D107			2/3/2010		2/4/2010	17,335	17,277			
148	X	SPDRGOLDTRUST	78463V107			2/4/2009		12/28/2009	2,387	1,959			
149	X	SPDRGOLDTRUST	78463V107			10/5/2009		12/31/2009	7	6			
150	X	SPDRGOLDTRUST	78463V107			10/16/2009		12/31/2009	6	5			
151	X	SPDRGOLDTRUST	78463V107			2/4/2009		12/31/2009	3	2			
152	X	SPDRGOLDTRUST	78463V107			5/21/2009		12/31/2009	1	1			
153	X	SPDRGOLDTRUST	78463V107			2/4/2009		12/31/2009	1	1			
154	X	SPDR GOLD TRUST	78463V107			2/4/2009		3/10/2010	9,119	7,480			
155	X	SPDR GOLD TRUST	78463V107			5/21/2009		3/10/2010	4,559	3,870			
156	X	SPDR GOLD TRUST	78463V107			10/5/2009		3/10/2010	9,445	8,679			
157	X	SPDR BARCLY CAPTL HIGH	78464A417			2/4/2009		12/28/2009	1,806	1,431			
158	X	SPDR BARCLY CAPTL HIGH	78464A417			2/4/2009		2/5/2010	9,975	8,215			
159	X	SPDR BARCLY CAPTL HIGH	78464A417			2/4/2009		2/5/2010	9,535	7,998			
160	X	SPDR BARCLY CAPTL HIGH	78464A417			2/4/2009		5/25/2010	12,863	10,861			
161	X	SPDR BARCLY CAPTL HIGH	78464A417			7/21/2009		5/25/2010	2,211	2,117			
162	X	SPDR BARCLY CPTAL INTL	78464A516			5/27/2009		12/17/2009	8,703	8,134			
163	X	SPDR BARCLY CPTAL INTL	78464A516			5/27/2009		12/28/2009	401	377			
164	X	SPDR BARCLY CPTAL INTL	78464A516			5/27/2009		2/5/2010	8,368	8,134			
165	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			10/30/2009		12/18/2009	14,763	14,773			
166	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			10/30/2009		12/28/2009	275	275			
167	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			10/30/2009		1/8/2010	4,584	4,588			
168	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			11/2/2009		1/8/2010	18,748	18,765			
169	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			6/8/2010		11/4/2010	8,161	8,165			
170	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			6/8/2010		11/4/2010	16,460	16,467			
171	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			6/8/2010		11/10/2010	2,247	2,248			
172	X	SPDR BARCLY CAPTL 1-3 MO	78464A680			6/30/2010		11/10/2010	18,615	18,619			
173	X	MATERIALS SELECT SECTOR	81369Y100			6/24/2008		12/28/2009	1,274	1,649			
174	X	MATERIALS SELECT SECTOR	81369Y100			6/24/2008		5/7/2010	10,744	14,969			
175	X	MATERIALS SELECT SECTOR	81369Y100			3/11/2009		5/7/2010	1,837	1,176			
176	X	MATERIALS SELECT SECTOR	81369Y100			3/11/2009		6/8/2010	6,724	4,644			
177	X	MATERIALS SELECT SECTOR	81369Y100			5/21/2009		6/8/2010	3,665	3,327			
178	X	HEALTH CARE SELECT SPDR	81369Y209			6/24/2008		12/28/2009	3,089	2,982			
179	X	HEALTH CARE SELECT SPDR	81369Y209			6/24/2008		5/25/2010	7,048	7,607			
180	X	HEALTH CARE SELECT SPDR	81369Y209			9/3/2008		5/25/2010	20,805	24,219			
181	X	HEALTH CARE SELECT SPDR	81369Y209			9/3/2008		11/11/2010	4,719	4,955			
182	X	HEALTH CARE SELECT SPDR	81369Y209			12/12/2008		11/11/2010	14,033	11,285			
183	X	SECTOR SPDR CONSMRS ST	81369Y308			2/20/2008		12/28/2009	3,148	3,233			
184	X	CONSUMER DISCRETIONARY	81369Y407			9/3/2008		12/28/2009	4,950	5,133			
185	X	CONSUMER DISCRETIONARY	81369Y407			9/3/2008		5/14/2010	1,287	1,221			
186	X	CONSUMER DISCRETIONARY	81369Y407			5/21/2009		5/14/2010	18,877	12,880			
187	X	CONSUMER DISCRETIONARY	81369Y407			5/21/2009		6/30/2010	32,937	24,972			
188	X	SECTOR SPDR ENERGY	81369Y506			6/24/2008		12/28/2009	3,301	5,030			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	738
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	2,079,567	2,029,630	49,937
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improve-ments	Depreciation
189	X	SECTOR SPDR ENERGY	81369Y506			6/24/2008		3/10/2010	14,342	21,619			
190	X	SECTOR SPDR ENERGY	81369Y506			5/21/2009		3/10/2010	12,001	9,895			
191	X	SECTOR SPDR ENERGY	81369Y506			5/21/2009		3/26/2010	19,649	16,943			
192	X	SECTOR SPDR ENERGY	81369Y506			5/21/2009		6/2/2010	19,672	18,584			
193	X	SECTOR SPDR ENERGY	81369Y506			10/14/2009		6/2/2010	5,774	6,527			
194	X	SECTOR SPDR FINANCIAL	81369Y605			7/29/2008		12/8/2009	6,045	8,807			
195	X	SECTOR SPDR FINANCIAL	81369Y605			5/21/2009		12/8/2009	11,489	9,431			
196	X	SECTOR SPDR FINANCIAL	81369Y605			5/21/2009		12/28/2009	4,295	3,472			
197	X	SECTOR SPDR FINANCIAL	81369Y605			5/21/2009		6/4/2010	14,553	11,952			
198	X	SECTOR SPDR FINANCIAL	81369Y605			5/21/2009		6/7/2010	1,793	1,513			
199	X	SECTOR SPDR FINANCIAL	81369Y605			7/15/2009		6/7/2010	7,228	6,495			
200	X	SECTOR SPDR FINANCIAL	81369Y605			7/17/2009		6/7/2010	5,365	4,721			
201	X	SECTOR SPDR FINANCIAL	81369Y605			7/17/2009		6/30/2010	13,601	11,924			
202	X	SECTOR SPDR FINANCIAL	81369Y605			8/3/2009		6/30/2010	698	672			
203	X	SECTOR SPDR FINANCIAL	81369Y605			8/3/2009		8/25/2010	5,708	5,725			
204	X	SECTOR SPDR FINANCIAL	81369Y605			8/3/2009		8/25/2010	8,080	8,092			
205	X	SECTOR SPDR FINANCIAL	81369Y605			8/3/2009		8/26/2010	13,527	13,527			
206	X	SECTOR SPDR FINANCIAL	81369Y605			8/4/2009		8/26/2010	1,342	1,370			
207	X	SECTOR SPDR FINANCIAL	81369Y605			8/4/2009		10/7/2010	7,777	7,275			
208	X	SECTOR SPDR FINANCIAL	81369Y605			8/5/2009		10/7/2010	7,718	7,273			
209	X	SECTOR SPDR FINANCIAL	81369Y605			8/5/2009		11/2/2010	1,340	1,270			

Line 16c (990-PF) - Other Fees

		17,699	10,620	0	7,080
	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)
1	ML AS AGENT FEES	17,699	10,620		7,080
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		3,770	736	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	736	736		
2	PY EXCISE TAX DUE	1,150			
3	ESTIMATED EXCISE PAYMENTS	1,884			
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

		183	183	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1		0	0	0	0
2	ADR FEES	183	183		
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	738
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	2,078,829	0	2,029,630	49,199	0	0	0	49,199
1	SECTOR SPDR FINANCIAL	81369Y605		8/6/2009	11/2/2010	9,791	0	9,596	195			0	195
2	SECTOR SPDR FINANCIAL	81369Y605		10/5/2009	11/2/2010	2,972	0	3,013	-41			0	-41
3	SECTOR SPDR FINANCIAL	81369Y605		3/10/2010	11/2/2010	1,399	0	1,501	-102			0	-102
4	SECTOR SPDR INDUSTRIAL	81369Y704		5/12/2008	12/28/2009	4,254	0	5,836	-1,582			0	-1,582
5	SECTOR SPDR INDUSTRIAL	81369Y704		5/12/2008	5/14/2010	6,920	0	8,619	-1,699			0	-1,699
6	SECTOR SPDR INDUSTRIAL	81369Y704		6/24/2008	5/14/2010	15,267	0	17,608	-2,341			0	-2,341
7	SECTOR SPDR INDUSTRIAL	81369Y704		6/24/2008	5/21/2010	2,061	0	2,541	-480			0	-480
8	SECTOR SPDR INDUSTRIAL	81369Y704		5/21/2009	5/21/2010	15,561	0	11,700	3,861			0	3,861
9	SECTOR SPDR INDUSTRIAL	81369Y704		5/21/2009	7/1/2010	13,298	0	10,631	2,667			0	2,667
10	SECTOR SPDR INDUSTRIAL	81369Y704		7/31/2009	7/1/2010	20,562	0	18,125	2,437			0	2,437
11	SECTOR SPDR UTILITIES	81369Y886		12/28/2009	3/26/2010	16,290	0	17,447	-1,157			0	-1,157
12	VANGUARD EMERGING MKTS	922042858		3/19/2009	12/10/2009	16,689	0	9,541	7,148			0	7,148
13	VANGUARD EMERGING MKTS	922042858		4/3/2009	12/10/2009	1,587	0	1,011	576			0	576
14	VANGUARD EMERGING MKTS	922042858		4/3/2009	12/28/2009	4,205	0	2,671	1,534			0	1,534
15	VANGUARD EMERGING MKTS	922042858		4/3/2009	2/4/2010	9,944	0	6,819	3,125			0	3,125
16	VANGUARD EMERGING MKTS	922042858		5/8/2009	2/4/2010	7,524	0	6,030	1,494			0	1 494
17	VANGUARD EMERGING MKTS	922042858		5/8/2009	2/5/2010	2,058	0	1,697	361			0	361
18	VANGUARD EMERGING MKTS	922042858		5/21/2009	2/5/2010	12,643	0	10,488	2,155			0	2,155
19	VANGUARD PACIFIC ETF	922042866		9/3/2009	12/8/2009	11,292	0	10,922	370			0	370
20	VANGUARD PACIFIC ETF	922042866		9/8/2009	12/8/2009	6,197	0	6,127	70			0	70
21	VANGUARD PACIFIC ETF	922042866		9/8/2009	12/28/2009	517	0	519	-2			0	-2
22	VANGUARD PACIFIC ETF	922042866		9/8/2009	6/4/2010	3,417	0	3,739	-322			0	-322
23	VANGUARD PACIFIC ETF	922042866		9/9/2009	6/4/2010	14,189	0	15,626	-1,437			0	-1,437
24	VANGUARD EUROPEAN ETF	922042874		8/3/2009	12/28/2009	5,403	0	5,067	336			0	336
25	VANGUARD EUROPEAN ETF	922042874		8/3/2009	1/29/2010	16,976	0	17,043	-67			0	-67
26	VANGUARD EUROPEAN ETF	922042874		8/3/2009	2/3/2010	7,241	0	7,140	101			0	101
27	VANGUARD EUROPEAN ETF	922042874		8/4/2009	2/3/2010	9,997	0	9,845	152			0	152
28	VANGUARD EUROPEAN ETF	922042874		8/4/2009	2/4/2010	15,911	0	16,240	-329			0	-329
29	VANGUARD EUROPEAN ETF	922042874		8/6/2009	2/4/2010	676	0	686	-10			0	-10
30	VANGUARD EUROPEAN ETF	922042874		8/25/2009	2/5/2010	13,560	0	14,997	-1,437			0	-1,437
31	VANGUARD EUROPEAN ETF	922042874		10/14/2009	2/5/2010	2,360	0	2,832	-472			0	-472
32	VANGUARD EUROPEAN ETF	922042874		8/18/2009	2/5/2010	11,494	0	11,733	-239			0	-239
33	VANGUARD EUROPEAN ETF	922042874		8/25/2009	2/5/2010	4,800	0	5,173	-373			0	-373
34	VANGUARD EUROPEAN ETF	922042874		8/6/2009	2/5/2010	8,313	0	8,729	-416			0	-416
35	VANGUARD EUROPEAN ETF	922042874		8/18/2009	2/5/2010	5,962	0	6,159	-197			0	-197
36	VANGUARD EUROPEAN ETF	922042874		8/18/2009	2/5/2010	1,784	0	1,843	-59			0	-59
37	VANGUARD EUROPEAN ETF	922042874		10/14/2009	2/8/2010	16,247	0	19,312	-3 065			0	-3,065
38	VANGUARD EUROPEAN ETF	922042874		10/14/2009	5/6/2010	13,537	0	16,532	-2 995			0	-2,995
39	VANGUARD EUROPEAN ETF	922042874		10/29/2009	5/6/2010	253	0	302	-49			0	-49
40	VANGUARD EUROPEAN ETF	922042874		10/29/2009	5/7/2010	13,201	0	16,535	-3,334			0	-3,334
41	VANGUARD INFORMATION	92204A702		2/20/2008	5/6/2010	28,300	0	26,450	1,850			0	1 850
42	VANGUARD INFORMATION	92204A702		2/20/2008	5/7/2010	17,716	0	17,139	577			0	577
43	VANGUARD INFORMATION	92204A702		2/20/2008	5/25/2010	34,376	0	34,686	-310			0	-310
44	ISHARES BARCLAYS TIPS BO	464287176		9/10/2008	12/28/2009	3,421	0	3,481	-60			0	-60
45	ISHARES BARCLAYS TIPS BO	464287176		9/10/2008	3/8/2010	22,734	0	23,104	-370			0	-370
46	ISHARES IBOXX $	464287242		12/18/2008	12/28/2009	4 999	0	4,788	211			0	211
47	ISHARE BARLCYS 20+ YR	464287432		8/25/2009	12/11/2009	5,711	0	5,952	-241			0	-241
48	ISHARE BARLCYS 20+ YR	464287432		8/28/2009	12/11/2009	14,461	0	15,125	-664			0	-664
49	ISHARE BARLCYS 20+ YR	464287432		8/28/2009	12/28/2009	179	0	193	-14			0	-14
50	ISHARE BARLCYS 20+ YR	464287432		8/28/2009	4/5/2010	6,470	0	7,129	-659			0	-659
51	ISHARES BARCLAY 7-10 YR	464287440		9/18/2008	12/28/2009	2,044	0	2,111	-67			0	-67
52	ISHARES BARCLYS 1-3 YEAR	464287457		6/24/2008	12/28/2009	4,574	0	4,534	40			0	40
53	ISHARES RUSSELL MIDCAP	464287499		1/7/2010	5/24/2010	28,636	0	28 872	-236			0	-236
54	ISHARES RUSSELL MIDCAP	464287499		1/8/2010	5/24/2010	4,127	0	4,167	-40			0	-40
55	ISHARES RUSSELL MIDCAP	464287499		1/8/2010	7/1/2010	18,136	0	19 134	-998			0	-998
56	ISHARES RUSSELL MIDCAP	464287499		1/15/2010	7/1/2010	22,006	0	23,029	-1,023			0	-1,023
57	ISHARES RUSSELL MIDCAP	464287499		1/15/2010	8/31/2010	5 419	0	5,567	-148			0	-148

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

	Amount
Long Term CG Distributions	738
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	2,078,829	0	2,029,630	49,199	0	0	0	49,199
58	ISHARES RUSSELL MIDCAP	464287499		1/20/2010	8/31/2010	16,258	0	16,642	-384			0	-384
59	ISHARES COHEN & STEERS	464287564		7/30/2009	12/28/2009	15,342	0	11,161	4,181			0	4,181
60	ISHARES COHEN & STEERS	464287564		7/30/2009	5/24/2010	17,084	0	12,162	4,922			0	4,922
61	ISHARES RS 2000 VALUE	464287630		8/12/2009	12/1/2009	9,444	0	9,306	138			0	138
62	ISHARES RS 2000 VALUE	464287630		8/12/2009	12/8/2009	6,683	0	6,475	208			0	208
63	ISHARES RS 2000 VALUE	464287630		8/12/2009	12/8/2009	8,817	0	8,577	240			0	240
64	ISHARES RS 2000 VALUE	464287630		8/12/2009	12/8/2009	3,032	0	2,939	93			0	93
65	ISHARES RS 2000 VALUE	464287630		8/12/2009	12/28/2009	1,121	0	1,034	87			0	87
66	ISHARES RS 2000 VALUE	464287630		8/12/2009	5/24/2010	12,071	0	10,773	1,298			0	1,298
67	ISHARES RS 2000 VALUE	464287630		8/28/2009	5/24/2010	11,949	0	10,758	1,191			0	1,191
68	ISHARES RS 2000 VALUE	464287630		8/28/2009	6/7/2010	11,952	0	11,197	755			0	755
69	ISHARES RS 2000 VALUE	464287630		9/15/2009	6/7/2010	18,104	0	17,611	493			0	493
70	ISHARES RS 2000 VALUE	464287630		3/10/2010	6/7/2010	15,702	0	17,039	-1,337			0	-1,337
71	ISHARES RS 2000 VALUE	464287630		3/10/2010	8/26/2010	5,378	0	6,104	-726			0	-726
72	ISHARES RS 2000 VALUE	464287630		3/26/2010	8/26/2010	11,093	0	12,708	-1,615			0	-1,615
73	ISHARES RS 2000 GROWTH	464287648		5/21/2009	12/1/2009	17,291	0	13,988	3,303			0	3,303
74	ISHARES RS 2000 GROWTH	464287648		5/21/2009	12/9/2009	16,826	0	13,468	3,358			0	3,358
75	ISHARES RS 2000 GROWTH	464287648		5/21/2009	12/28/2009	1,241	0	936	305			0	305
76	ISHARES RS 2000 GROWTH	464287648		5/21/2009	6/8/2010	4,807	0	3,744	1,063			0	1,063
77	ISHARES RS 2000 GROWTH	464287648		7/21/2009	6/8/2010	11,616	0	10,052	1,564			0	1,564
78	ISHARES RS 2000 GROWTH	464287648		7/21/2009	8/24/2010	20,960	0	18,544	2,416			0	2,416
79	ISHARES RS 2000 GROWTH	464287648		3/8/2010	8/24/2010	65	0	72	-7			0	-7
80	ISHARES DJ US TELCOMMUNI	464287713		12/1/2009	12/28/2009	1,238	0	1,156	82			0	82
81	ISHARES DJ US TELCOMMUNI	464287713		12/1/2009	2/5/2010	5,675	0	6,064	-389			0	-389
82	ISHARES S&P ASIA 50	464288430		7/15/2009	12/28/2009	2,129	0	1,823	306			0	306
83	ISHARES BARCLAYS MBS BON	464288588		1/21/2009	12/28/2009	3,825	0	3,793	32			0	32
84	ISHARES BARCLAYS MBS BON	464288588		2/3/2009	12/28/2009	1,381	0	1,359	22			0	22
85	ISHARES BARCLAYS MBS BON	464288588		2/3/2009	10/1/2010	29,371	0	28,235	1,136			0	1,136
86	ISHARES BARCLAYS SHORT	464288679		3/3/2009	12/28/2009	4,739	0	4,740	-1			0	-1
87	ISHARES BARCLAYS SHORT	464288679		3/3/2009	1/15/2010	24,575	0	24,580	-5			0	-5
88	ISHARES BARCLAYS SHORT	464288679		5/21/2009	1/15/2010	4,077	0	4,079	-2			0	-2
89	ISHARES BARCLAYS SHORT	464288679		5/21/2009	1/20/2010	2,204	0	2,205	-1			0	-1
90	ISHARES BARCLAYS SHORT	464288679		6/30/2009	1/20/2010	26,446	0	26,455	-9			0	-9
91	ISHARES BARCLAYS SHORT	464288679		6/30/2009	3/5/2010	12,891	0	12,897	-6			0	-6
92	ISHARES BARCLAYS SHORT	464288679		7/1/2009	3/5/2010	15,756	0	15,760	-4			0	-4
93	ISHARES BARCLAYS SHORT	464288679		7/1/2009	3/8/2010	13,002	0	13,005	-3			0	-3
94	ISHARES BARCLAYS SHORT	464288679		9/22/2009	3/8/2010	10,358	0	10,359	-1			0	-1
95	ISHARES BARCLAYS SHORT	464288679		9/22/2009	3/10/2010	28,317	0	28,321	-4			0	-4
96	ISHARES BARCLAYS SHORT	464288679		9/22/2009	3/16/2010	15,096	0	15,097	-1			0	-1
97	ISHARES BARCLAYS SHORT	464288679		9/22/2009	3/29/2010	26,996	0	26,999	-3			0	-3
98	ISHARES BARCLAYS SHORT	464288679		2/4/2010	3/29/2010	2,204	0	2,204	0			0	0
99	ISHARES BARCLAYS SHORT	464288679		2/4/2010	4/5/2010	17,403	0	17,412	-9			0	-9
100	ISHARES BARCLAYS SHORT	464288679		2/4/2010	4/5/2010	14,429	0	14,438	-9			0	-9
101	ISHARES BARCLAYS SHORT	464288679		2/5/2010	4/5/2010	3,194	0	3,196	-2			0	-2
102	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/26/2010	2,424	0	2,425	-1			0	-1
103	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/26/2010	110	0	110	0			0	0
104	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/26/2010	14,656	0	14,659	-3			0	-3
105	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/26/2010	16,420	0	16,423	-3			0	-3
106	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/26/2010	16,199	0	16,202	-3			0	-3
107	ISHARES BARCLAYS SHORT	464288679		2/8/2010	7/27/2010	3,747	0	3,747	0			0	0
108	ISHARES BARCLAYS SHORT	464288679		5/6/2010	7/27/2010	28,543	0	28,537	6			0	6
109	ISHARES BARCLAYS SHORT	464288679		5/7/2010	7/27/2010	8,155	0	8,154	1			0	1
110	ISHARES BARCLAYS SHORT	464288679		2/5/2010	7/27/2010	15,760	0	15,760	0			0	0
111	ISHARES BARCLAYS SHORT	464288679		2/8/2010	7/27/2010	12,454	0	12,455	-1			0	-1
112	ISHARES BARCLAYS SHORT	464288679		5/7/2010	8/2/2010	5,399	0	5,399	0			0	0
113	ISHARES BARCLAYS SHORT	464288679		5/7/2010	8/2/2010	17,740	0	17,739	1			0	1
114	ISHARES BARCLAYS SHORT	464288679		5/7/2010	8/2/2010	12,561	0	12,562	-1			0	-1

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

	Amount
Long Term CG Distributions	738
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	2,078,829	0	2,029,630	49,199	0	0	0	49,199
115	ISHARES BARCLAYS SHORT	464288679		5/14/2010	8/2/2010	4,408	0	4,407	1			0	1
116	ISHARES BARCLAYS SHORT	464288679		5/14/2010	9/10/2010	17,852	0	17,850	2			0	2
117	ISHARES BARCLAYS SHORT	464288679		5/14/2010	9/10/2010	2,755	0	2,754	1			0	1
118	ISHARES BARCLAYS SHORT	464288679		5/14/2010	9/13/2010	17,301	0	17,298	3			0	3
119	ISHARES BARCLAYS SHORT	464288679		5/21/2010	9/13/2010	2,645	0	2,645	0			0	0
120	ISHARES BARCLAYS SHORT	464288679		5/21/2010	9/14/2010	14,879	0	14,876	3			0	3
121	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/14/2010	4,850	0	4,849	1			0	1
122	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/16/2010	16,314	0	16,310	4			0	4
123	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/17/2010	16,862	0	16,861	1			0	1
124	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/17/2010	2,976	0	2,975	1			0	1
125	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/20/2010	3,857	0	3,857	0			0	0
126	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/20/2010	15,980	0	15,979	1			0	1
127	ISHARES BARCLAYS SHORT	464288679		5/24/2010	9/21/2010	13,224	0	13,224	0			0	0
128	ISHARES BARCLAYS SHORT	464288679		5/25/2010	9/21/2010	6,391	0	6,391	0			0	0
129	ISHARES BARCLAYS SHORT	464288679		5/25/2010	9/24/2010	19,401	0	19,393	8			0	8
130	ISHARES BARCLAYS SHORT	464288679		5/25/2010	9/24/2010	2,095	0	2,094	1			0	1
131	ISHARES BARCLAYS SHORT	464288679		5/25/2010	9/24/2010	17,748	0	17,742	6			0	6
132	ISHARES BARCLAYS SHORT	464288679		5/25/2010	9/30/2010	16,424	0	16,420	4			0	4
133	ISHARES BARCLAYS SHORT	464288679		6/2/2010	9/30/2010	5,070	0	5,069	1			0	1
134	ISHARES BARCLAYS SHORT	464288679		6/2/2010	10/1/2010	19,619	0	19,614	5			0	5
135	ISHARES BARCLAYS SHORT	464288679		6/2/2010	10/1/2010	661	0	661	0			0	0
136	ISHARES BARCLAYS SHORT	464288679		6/4/2010	10/1/2010	17,525	0	17,522	3			0	3
137	ISHARES BARCLAYS SHORT	464288679		6/7/2010	10/1/2010	1,433	0	1,432	1			0	1
138	ISHARES BARCLAYS SHORT	464288679		6/7/2010	10/5/2010	13,005	0	13,002	3			0	3
139	ISHARES BARCLAYS SHORT	464288679		6/7/2010	10/5/2010	6,392	0	6,391	1			0	1
140	ISHARES BARCLAYS SHORT	464288679		6/7/2010	10/13/2010	19,731	0	19,725	6			0	6
141	ISHARES BARCLAYS SHORT	464288679		6/7/2010	10/18/2010	19,839	0	19,836	3			0	3
142	S&P US PFD STK INDEX FD	464288687		5/28/2009	12/28/2009	2,548	0	2,144	404			0	404
143	S&P US PFD STK INDEX FD	464288687		5/28/2009	5/6/2010	8,218	0	7,611	607			0	607
144	S&P US PFD STK INDEX FD	464288687		6/5/2009	5/6/2010	8,621	0	8,338	283			0	283
145	PIMCO COMMODITY REAL	72201M842		4/5/2010	6/1/2010	16,214	0	17,508	-1,294			0	-1,294
146	DB US DOLLAR IND BULLISH	73936D107		1/29/2010	2/4/2010	17,007	0	16,961	46			0	46
147	DB US DOLLAR IND BULLISH	73936D107		2/3/2010	2/4/2010	17,335	0	17,277	58			0	58
148	SPDRGOLDTRUST	78463V107		2/4/2009	12/28/2009	2,387	0	1,959	428			0	428
149	SPDRGOLDTRUST	78463V107		10/5/2009	12/31/2009	7	0	6	1			0	1
150	SPDRGOLDTRUST	78463V107		10/16/2009	12/31/2009	6	0	5	1			0	1
151	SPDRGOLDTRUST	78463V107		2/4/2009	12/31/2009	3	0	2	1			0	1
152	SPDRGOLDTRUST	78463V107		5/21/2009	12/31/2009	1	0	1	0			0	0
153	SPDRGOLDTRUST	78463V107		2/4/2009	12/31/2009	1	0	1	0			0	0
154	SPDR GOLD TRUST	78463V107		2/4/2009	3/10/2010	9,119	0	7,480	1,639			0	1,639
155	SPDR GOLD TRUST	78463V107		5/21/2009	3/10/2010	4,559	0	3,870	689			0	689
156	SPDR GOLD TRUST	78463V107		10/5/2009	3/10/2010	9,445	0	8,679	766			0	766
157	SPDR BARCLY CAPTL HIGH	78464A417		2/4/2009	12/28/2009	1,806	0	1,431	375			0	375
158	SPDR BARCLY CAPTL HIGH	78464A417		2/4/2009	2/5/2010	9,975	0	8,215	1,760			0	1,760
159	SPDR BARCLY CAPTL HIGH	78464A417		2/4/2009	2/5/2010	9,535	0	7,998	1,537			0	1,537
160	SPDR BARCLY CAPTL HIGH	78464A417		2/4/2009	5/25/2010	12,863	0	10,861	2,002			0	2,002
161	SPDR BARCLY CAPTL HIGH	78464A417		7/21/2009	5/25/2010	2,211	0	2,117	94			0	94
162	SPDR BARCLY CPTAL INTL	78464A516		5/27/2009	12/17/2009	8,703	0	8,134	569			0	569
163	SPDR BARCLY CPTAL INTL	78464A516		5/27/2009	12/28/2009	401	0	377	24			0	24
164	SPDR BARCLY CPTAL INTL	78464A516		5/27/2009	2/5/2010	8,368	0	8,134	234			0	234
165	SPDR BARCLY CAPTL 1-3 MO	78464A680		10/30/2009	12/18/2009	14,763	0	14,773	-10			0	-10
166	SPDR BARCLY CAPTL 1-3 MO	78464A680		10/30/2009	12/28/2009	275	0	275	0			0	0
167	SPDR BARCLY CAPTL 1-3 MO	78464A680		10/30/2009	1/8/2010	4,584	0	4,588	-4			0	-4
168	SPDR BARCLY CAPTL 1-3 MO	78464A680		11/2/2009	1/8/2010	18,748	0	18,765	-17			0	-17
169	SPDR BARCLY CAPTL 1-3 MO	78464A680		6/8/2010	11/4/2010	8,161	0	8,165	-4			0	-4
170	SPDR BARCLY CAPTL 1-3 MO	78464A680		6/8/2010	11/4/2010	16,460	0	16,467	-7			0	-7
171	SPDR BARCLY CAPTL 1-3 MO	78464A680		6/8/2010	11/10/2010	2 247	0	2,248	-1			0	-1

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

	Amount
Long Term CG Distributions	738
Short Term CG Distributions	0

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					Totals	2,078,829	0	2,029,630	49,199	0	0	0	49,199
172	SPDR BARCLY CAPTL 1-3 MO	78464A680		6/30/2010	11/10/2010	18,615	0	18,619	-4			0	-4
173	MATERIALS SELECT SECTOR	81369Y100		6/24/2008	12/28/2009	1,274	0	1,649	-375			0	-375
174	MATERIALS SELECT SECTOR	81369Y100		6/24/2008	5/7/2010	10,744	0	14,969	-4,225			0	-4,225
175	MATERIALS SELECT SECTOR	81369Y100		3/11/2009	5/7/2010	1,837	0	1,176	661			0	661
176	MATERIALS SELECT SECTOR	81369Y100		3/11/2009	6/8/2010	6,724	0	4,644	2,080			0	2 080
177	MATERIALS SELECT SECTOR	81369Y100		5/21/2009	6/8/2010	3,665	0	3,327	338			0	338
178	HEALTH CARE SELECT SPDR	81369Y209		6/24/2008	12/28/2009	3,089	0	2,982	107			0	107
179	HEALTH CARE SELECT SPDR	81369Y209		6/24/2008	5/25/2010	7,048	0	7,607	-559			0	-559
180	HEALTH CARE SELECT SPDR	81369Y209		9/3/2008	5/25/2010	20,805	0	24,219	-3,414			0	-3,414
181	HEALTH CARE SELECT SPDR	81369Y209		9/3/2008	11/11/2010	4,719	0	4,955	-236			0	-236
182	HEALTH CARE SELECT SPDR	81369Y209		12/12/2008	11/11/2010	14,033	0	11,285	2,748			0	2,748
183	SECTOR SPDR CONSMRS STPL	81369Y308		2/20/2008	12/28/2009	3,148	0	3,233	-85			0	-85
184	CONSUMER DISCRETIONARY	81369Y407		9/3/2008	12/28/2009	4,950	0	5,133	-183			0	-183
185	CONSUMER DISCRETIONARY	81369Y407		9/3/2008	5/14/2010	1,287	0	1,221	66			0	66
186	CONSUMER DISCRETIONARY	81369Y407		5/21/2009	5/14/2010	18,877	0	12,880	5,997			0	5,997
187	CONSUMER DISCRETIONARY	81369Y407		5/21/2009	6/30/2010	32,937	0	24,972	7,965			0	7,965
188	SECTOR SPDR ENERGY	81369Y506		6/24/2008	12/28/2009	3,301	0	5,030	-1,729			0	-1,729
189	SECTOR SPDR ENERGY	81369Y506		6/24/2008	3/10/2010	14,342	0	21,619	-7,277			0	-7,277
190	SECTOR SPDR ENERGY	81369Y506		5/21/2009	3/10/2010	12,001	0	9,895	2,106			0	2,106
191	SECTOR SPDR ENERGY	81369Y506		5/21/2009	3/26/2010	19,649	0	16,943	2,706			0	2,706
192	SECTOR SPDR ENERGY	81369Y506		5/21/2009	6/2/2010	19,672	0	18 584	1,088			0	1,088
193	SECTOR SPDR ENERGY	81369Y506		10/14/2009	6/2/2010	5,774	0	6,527	-753			0	-753
194	SECTOR SPDR FINANCIAL	81369Y605		7/29/2008	12/8/2009	6,045	0	8,807	-2,762			0	-2,762
195	SECTOR SPDR FINANCIAL	81369Y605		5/21/2009	12/8/2009	11,489	0	9,431	2,058			0	2,058
196	SECTOR SPDR FINANCIAL	81369Y605		5/21/2009	12/28/2009	4,295	0	3,472	823			0	823
197	SECTOR SPDR FINANCIAL	81369Y605		5/21/2009	6/4/2010	14,553	0	11,952	2,601			0	2,601
198	SECTOR SPDR FINANCIAL	81369Y605		5/21/2009	6/7/2010	1,793	0	1,513	280			0	280
199	SECTOR SPDR FINANCIAL	81369Y605		7/15/2009	6/7/2010	7,228	0	6,495	733			0	733
200	SECTOR SPDR FINANCIAL	81369Y605		7/17/2009	6/7/2010	5,365	0	4,721	644			0	644
201	SECTOR SPDR FINANCIAL	81369Y605		7/17/2009	6/30/2010	13,601	0	11,924	1,677			0	1,677
202	SECTOR SPDR FINANCIAL	81369Y605		8/3/2009	6/30/2010	698	0	672	26			0	26
203	SECTOR SPDR FINANCIAL	81369Y605		8/3/2009	8/25/2010	5,708	0	5,725	-17			0	-17
204	SECTOR SPDR FINANCIAL	81369Y605		8/3/2009	8/25/2010	8,080	0	8,092	-12			0	-12
205	SECTOR SPDR FINANCIAL	81369Y605		8/3/2009	8/26/2010	13,527	0	13,527	0			0	0
206	SECTOR SPDR FINANCIAL	81369Y605		8/4/2009	8/26/2010	1,342	0	1,370	-28			0	-28
207	SECTOR SPDR FINANCIAL	81369Y605		8/4/2009	10/7/2010	7,777	0	7,275	502			0	502
208	SECTOR SPDR FINANCIAL	81369Y605		8/5/2009	10/7/2010	7,718	0	7,273	445			0	445
209	SECTOR SPDR FINANCIAL	81369Y605		8/5/2009	11/2/2010	1,340	0	1,270	70			0	70

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

0.

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	DONALD L DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		PRESIDENT	2	
2	MARY DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		SEC/TREAS.	2	
3	JORDAN DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		DIRECTOR	2	
4	LANDON DOCTOR		512 MAYMONT DRIVE	CRAMERTON	NC	28032		DIRECTOR	2	
5										
6										
7										
8										
9										
10										

Part

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

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	
2	First quarter estimated tax payment	4/12/2010	2	471
3	Second quarter estimated tax payment	5/13/2010	3	471
4	Third quarter estimated tax payment	8/11/2010	4	471
5	Fourth quarter estimated tax payment	11/12/2010	5	471
6	Other payments		6	
7	Total		7	1,884

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2008 that remained undistributed at the beginning of the 2009 tax year	1	118,012
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	118,012

990PF, PART XV – RESTRICTIONS OR LIMITATIONS ON AWARDS

THE FOUNDATION WAS CREATED AND SHALL BE OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES, OR FOR THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS WITHIN THE UNITED STATES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE IRC WITH FOCUS ON SUPPORTING LUTHERAN CAUSES AND CHARITIES AS WELL AS CAUSES AND CHARITIES THAT ARE RELATED TO GASTON COUNTY, NC

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
  DONALD DOCTOR
ADDRESS:
  512 MAYMONT DRIVE
  CRAMERTON, NC 28032
RECIPIENT'S PHONE NUMBER: 704-386-5924
FORM, INFORMATION AND MATERIALS:
  FORM ATTACHED
SUBMISSION DEADLINES:
  PRIOR TO MAY 15
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  SEE ATTACHED STATEMENT

Account Number: 571-74C66

MERRILL LYNCH TRUST COMPANY,
A DIVISION OF BANK OF AMERICA, N.A.
AGENT OF THE
THE DOCTOR FAMILY FOUNDATION
TUA 12-21-2007

Net Portfolio Value: **$2,852,597.15**

Your Financial Advisor:
DAVIS/CICHAN GROUP
4500 CAMERON VALLEY PKWY #400
CHARLOTTE NC 28211
(800) 937-0406

Trust Officer:
JEFFREY SCRIBNER
561-347-5668

TRUST MANAGEMENT ACCOUNT

This account is enrolled in the Personal Investment Advisory Program

October 30, 2010 - November 30, 2010

ASSETS	*November 30*	*October 29*
Cash/Money Accounts	**45,490.00**	117,975.37
Fixed Income	-	- -
Equities	-	-
Mutual Funds	**2,735,728.25**	2,762,358.29
Options	-	-
Other	-	-
Alternative Investments	**108,877.68**	106,626.48
Subtotal (Long Portfolio)	***2,890,095.93***	*2,986,960.14*
TOTAL ASSETS	**$2,890,095.93**	$2,986,960.14

LIABILITIES		
Debit Balance	**(37,498.78)**	-
Short Market Value	-	-
NET PORTFOLIO VALUE	**$2,852,597.15**	$2,986,960.14

CASH FLOW	*This Statement*	*Year to Date*
Opening Cash/Money Accounts	**$117,975.37**	
CREDITS		
Funds Received	-	-
Electronic Transfers	-	-
Other Credits	-	-
Subtotal	-	-
DEBITS		
Electronic Transfers	-	-
Other Debits	**(110,971.00)**	(123,534.00)
ML Trust Fees	**(1,732.61)**	(18,390.81)
Non ML Trust Fees	-	-
Bill Payment	-	-
Subtotal	***($112,703.61)***	*($141,924.81)*
Net Cash Flow	**($112,703.61)**	($141,924.81)
Dividends/Interest Income	**2,739.07**	49,351.63
Security Purchases/Debits	**(79,757.12)**	(1,828,160.15)
Security Sales/Credits	**79,737.51**	1,831,699.48
Closing Cash/Money Accounts	**$7,991.22**	
Securities You Transferred In/Out	-	24.72

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 30, 2010 - November 30, 2010

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.34	0.34		**.34**		
BIF MONEY FUND	7,244.00	7,244.00	1.0000	**7,244.00**	**7**	.09
TOTAL		7,244.34		**7,244.34**	**7**	.09

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
CONSUMER DISCRETIONARY SPDR *SYMBOL: XLY Initial Purchase:05/21/09* *Equity 100%*	2,852	84,972.09	36.1500	**103,099.80**	18,127.71	84,972	**18,127**	**1,235**	1.19
HEALTH CARE SELECT SPDR *SYMBOL: XLV Initial Purchase: 12/12/08* *Equity 100%*	1,708	50,025.28	30.2700	**51,701.16**	1,675.88	50,025	**1,675**	**998**	1.92
ISHARES DJ US TELCOMMUNI *SECTOR INDEX FUND* *SYMBOL: IYZ Initial Purchase:12/01/09* *Equity 100%*	2,227	44,872.28	21.8300	**48,615.41**	3,743.13	44,872	**3,743**	**1,490**	3.06
ISHARES COHEN & STEERS *REALTY MAJORS INDEX FUND* *SYMBOL: ICF Initial Purchase:07/30/09* *Equity 100%*	822	34,595.92	63.1600	**51,917.52**	17,321.60	34,595	**17,321**	**1,529**	2.94
ISHARES RUSSELL MIDCAP *INDEX FUND* *SYMBOL: IWR Initial Purchase:01/20/10* *Equity 100%*	795	68,937.31	95.5300	**75,946.35**	7,009.04	68,937	**7,009**	**1,127**	1.48

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 30, 2010 - November 30, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
ISHARES BARCLAY 7-10 YR *TREAS INDEX FUND* *SYMBOL: IEF Initial Purchase 09/18/08* *Fixed Income 100%*	1,450	133,608.21	97.6500	**141,592.50**	7,984.29	133,608	**7,984**	**4,233**	2.98
ISHARES IBOXX $ *INVT GRADE CORP BD FUND* *SYMBOL LQD Initial Purchase:12/18/08* *Fixed Income 100%*	2,266	229,728.95	110.1200	**249,531.92**	19,802.97	229,728	**19,802**	**12,053**	4.83
ISHARES BARCLYS 1-3 YEAR *TREAS INDEX FUND* *SYMBOL: SHY Initial Purchase 06/24/08* *Fixed Income 100%*	2,215	184,951.47	84.2500	**186,613.75**	1,662.28	184,951	**1,662**	**1,998**	1.07
ISHARE BARLCYS 20+ YR *TREAS INDEX FUND* *SYMBOL: TLT Initial Purchase 08/28/09* *Fixed Income 100%*	144	14,335.74	98.4100	**14,171.04**	(164.70)	14,335	**(164)**	**560**	3.94
ISHARES BARCLAYS TIPS BO *PROTECTED SECS FD* *SYMBOL TIP Initial Purchase 09/10/08* *Fixed Income 100%*	1,162	122,494.71	109.4800	**127,215.76**	4,721.05	122,494	**4,721**	**3,136**	2.46
ISHARES BARCLAYS MBS BON *FUND* *SYMBOL: MBB Initial Purchase 02/03/09* *Fixed Income 100%*	1,735	182,330 19	109.3200	**189,670.20**	7,340.01	182,330	**7,340**	**6,470**	3.41

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 30, 2010 - November 30, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
ISHARES S&P ASIA 50 *SYMBOL AIA Initial Purchase 07/15/09* *Equity 100%*	2,264	89,646.71	44.0000	**99,616.00**	9,969.29	89,646	**9,969**	**1,334**	1.33
ISHARES RS 2000 GROWTH *INDEX FUND* *SYMBOL: IWO Initial Purchase:03/08/10* *Equity 100%*	829	62,833.32	81.4500	**67,522.05**	4,688.73	62,833	**4,688**	**395**	.58
ISHARES RS 2000 VALUE *INDEX FUND* *SYMBOL: IWN Initial Purchase 03/26/10* *Equity 100%*	109	6,989.53	66.0600	**7,200.54**	211.01	6,989	**211**	**116**	1.60
MATERIALS SELECT SECTOR *SPDR FUND* *SYMBOL: XLB Initial Purchase 05/21/09* *Equity 100%*	987	32,059.67	35.1900	**34,732.53**	2,672.86	32,059	**2,672**	**1,039**	2.98
PIMCO COMMODITY REAL *RETURN STRATEGY FD CL P* *SYMBOL PCRPX Initial Purchase.04/05/10* *Fixed Income 100%*	13,560	110,021.70	8.6400	**117,158.40**	7,136.70	110,021	**7,136**	**11,201**	9.56
.1800 Fractional Share		*1 57*	*8.6400*	**1.56**	*(0.01)*			**1**	9.56
S&P US PFD STK INDEX FD *ISHARES* *SYMBOL. PFF Initial Purchase.06/05/09* *Fixed Income 100%*	1,509	51,030.32	39 1600	**59,092.44**	8,062.12	51,030	**8,062**	**4,342**	7.34

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THE DOCTOR FAMILY FOUNDATION Account Number:571-74C66

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 30, 2010 - November 30, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SECTOR SPDR CONSMRS STPL *SYMBOL: XLP Initial Purchase:02/20/08* *Equity 100%*	3,681	99,563.83	28.3200	**104,245.92**	4,682.09	99,563	**4,682**	**2,783**	2.66
SECTOR SPDR ENERGY *SYMBOL: XLE Initial Purchase:10/14/09* *Equity 100%*	1,373	82,649.23	62 7100	**86,100.83**	3,451.60	82,649	**3,451**	**1,384**	1.60
SECTOR SPDR FINANCIAL *SYMBOL: XLF Initial Purchase:03/10/10* *Equity 100%*	2,605	41,238.03	14.4600	**37,668.30**	(3,569.73)	41,238	**(3,569)**	**396**	1.05
SECTOR SPDR INDUSTRIAL *SYMBOL: XLI Initial Purchase:07/31/09* *Equity 100%*	3,536	101,813.83	32 6100	**115,308.96**	13,495.13	101,813	**13,495**	**2,083**	1.80
SECTOR SPDR UTILITIES *SYMBOL: XLU Initial Purchase:12/28/09* *Equity 100%*	1,464	45,628.16	30.7600	**45,032.64**	(595.52)	45,628	**(595)**	**1,858**	4.12
SPDR BARCLY CPTAL INTL *TREAS BD ETF* *SYMBOL: BWX Initial Purchase 05/27/09* *Fixed Income 100%*	637	37,513.31	57.0500	**36,340.85**	(1,172.46)	37,513	**(1,172)**	**271**	.74
SPDR BARCLY CAPTL 1-3 MO *BILL* *SYMBOL: BIL Initial Purchase:06/30/10* *Fixed Income 100%*	3,682	168,856.43	45 8600	**168,856.52**	.09	168,856			
SPDR BARCLY CAPTL HIGH	832	29,359.04	39.8200	**33,130.24**	3,771.20	29,359	**3,771**	**3,208**	9.68

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

October 30, 2010 - November 30, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
YIELD BOND ETF *SYMBOL: JNK* *Initial Purchase:07/21/09* *Fixed Income 100%*									
VANGUARD INFORMATION *TECH ETF* *SYMBOL: VGT* *Initial Purchase 02/20/08* *Equity 100%*	2,973	150,068.56	58.6000	**174,217.80**	24,149.24	150,068	**24,149**	**744**	.42
VANGUARD EUROPEAN ETF *SYMBOL: VGK* *Initial Purchase:07/26/10* *Equity 100%*	2,349	110,902.27	47.1100	**110,661.39**	(240.88)	110,902	**(240)**	**4,492**	4.05
VANGUARD PACIFIC ETF *SYMBOL: VPL* *Initial Purchase 09/09/09* *Equity 100%*	1,365	74,223.11	55.2700	**75,443.55**	1,220.44	74,223	**1,220**	**1,940**	2.57
VANGUARD EMERGING MKTS *ETF* *SYMBOL: VWO* *Initial Purchase:05/21/09* *Equity 100%*	2,708	102,340.89	45.5400	**123,322.32**	20,981.43	102,340	**20,981**	**1,476**	1.19
Subtotal (Fixed Income)				*1,323,375.18*					
Subtotal (Equities)				*1,412,353.07*					

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
TOTAL		2,547,591.66		**2,735,728.25**	188,136.59		**188,131**	**73,892**	2.70

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

ALTERNATIVE INVESTMENTS *Description*	*Acquired*	*Quantity*	*Unit Cost Basis*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Annual Income*	*Current Yield%*
SPDR GOLD TRUST	10/05/09	107	99.6952	10,667.39	135.4200	14,489.94	3,822.55		
SPDR GOLD TRUST	10/16/09	164	103.4959	16,973.33	135 4200	22,208.88	5,235.55		
SPDR GOLD TRUST	11/13/09	163	109.2245	17,803.60	135.4200	22,073.46	4,269 86		
SPDR GOLD TRUST	05/06/10	118	117.2689	13,837.74	135.4200	15,979.56	2,141.82		
SPDR GOLD TRUST	06/04/10	121	119.2700	14,431 67	135.4200	16,385.82	1,954.15		
SPDR GOLD TRUST	09/16/10	131	124.6499	16,329.14	135.4200	17,740.02	1,410.88		
Subtotal		804		90,042.87		**108,877.68**	18,834.81		
TOTAL				90,042.87		**108,877.68**	18,834.81		
TOTAL PRINCIPAL INVESTMENTS				**2,644,878.87**		**2,851,850.27**	206,971.40	**73,899**	2.59

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

October 30, 2010 - November 30, 2010

CASH/MONEY ACCOUNTS *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Estimated Annual Income*	*Est. Annual Yield%*
BIF MONEY FUND	38,246.00	38,246.00	1.0000	**38,246.00**	**34**	.09
TOTAL INCOME INVESTMENTS		38,246.00		**38,246.00**	**34**	.09

Income Debit Balance **37,499.12**

LONG PORTFOLIO	*Adjusted/Total Cost Basis*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Estimated Accrued Interest*	*Estimated Annual Income*	*Current Yield%*
TOTAL PRINCIPAL/INCOME INVESTMENTS	2,683,124.87	**2,890,096.27**	206,971.40		**73,933**	2.56

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	*Transaction Type*	*Quantity*	*Description*	*Income Cash*	*Principal Cash*	*Income Year To Date*
	Subtotal (Tax-Exempt Dividends)					3,471.62
11/05	Dividend		ISHARES BARCLAY 7-10 YR TREAS INDEX FUND DIVIDEND HOLDING 1450.0000 PAY DATE 11/05/2010	340.25		
11/05	Dividend		ISHARES IBOXX $ INVT GRADE CORP BD FUND DIVIDEND HOLDING 2266.0000 PAY DATE 11/05/2010	978.59		
11/05	Dividend		ISHARES BARCLYS 1-3 YEAR TREAS INDEX FUND DIVIDEND	147.94		

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