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Form **990-PF**

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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service (77)

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

For calendar year 2009, or tax year beginning 12/1/2009, and ending 11/30/2010

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: **CECILE WOOD LEWIS TRUST 805498**

Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank, N A - PO BOX 63954 MAC A0348-012**

Room/suite: _____

City or town, state, and ZIP code: **SAN FRANCISCO CA 94163**

A Employer identification number 95-6550536

B Telephone number (see page 10 of the instructions) (888) 730-4933

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

Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **6,102,227**

J Accounting method Cash, Accrual, Other (specify) _____

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

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	292,066	292,066		
5 a	Gross rents				
b	Net rental income or (loss)	0			
6 a	Net gain or (loss) from sale of assets not on line 10	-52,666			
b	Gross sales price for all assets on line 6a	318,078			
7	Capital gain net income (from Part IV, line 2)			0	
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)	1,419	1,419	0	
12 Total.	Add lines 1 through 11	240,819	293,485	0	
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)	1,162	0	0	1,162
c	Other professional fees (attach schedule)	0	0	0	0
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	2,957	551	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)	54,645	40,976	0	13,669
24 Total operating and administrative expenses.	Add lines 13 through 23	58,764	41,527	0	14,831
25	Contributions, gifts, grants paid	208,703			208,703
26 Total expenses and disbursements.	Add lines 24 and 25	267,467	41,527	0	223,534
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-26,648			
b	Net investment income (if negative, enter -0-)		251,958		
c	Adjusted net income (if negative, enter -0-)			0	

3NE

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		110	110
	2	Savings and temporary cash investments	263,242	253,285	253,285
	3	Accounts receivable			
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable			
		Less allowance for doubtful accounts	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)			
		Less allowance for doubtful accounts	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
		b Investments—corporate stock (attach schedule)	1,922,657	1,968,015	2,609,862
		c Investments—corporate bonds (attach schedule)	2,994,118	3,096,025	3,227,108
	11	Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	101,431	1,431	11,862	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)	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)	5,281,448	5,318,866	6,102,227	
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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	5,281,448	5,318,866	
	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)	5,281,448	5,318,866		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,281,448	5,318,866		

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	5,281,448
2	Enter amount from Part I, line 27a	2	-26,648
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	3	183,319
4	Add lines 1, 2, and 3	4	5,438,119
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	119,253
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,318,866

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV 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	-52,666	
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	307,064	5,198,746	0.059065
2007	358,227	6,373,612	0.056205
2006	346,770	7,072,972	0.049027
2005	358,800	6,749,534	0.053159
2004	305,526	6,723,721	0.045440

2 Total of line 1, column (d)	2	0.262896
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	0.052579
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,759,742
5 Multiply line 4 by line 3	5	302,841
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,520
7 Add lines 5 and 6	7	305,361
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	223,534

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,039
	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	5,039
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	5,039
6	Credits/Payments		
	a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	2,526
	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	2,526
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	2,513
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Wells Fargo Bank, N A Trust Tax Dep Telephone no ▶ (888) 730-4933 Located at ▶ PO BOX 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163			
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			<input type="checkbox"/>

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** 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? Yes No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. Trust Tax Dep PO BOX 63954 MAC A0348-012 SAN FRANCISCO	TRUSTEE	4 00 54,634	0	0
		00	0	0
		00	0	0
		00	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
.....		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	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	5,714,918
b	Average of monthly cash balances	1b	132,536
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	5,847,454
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	5,847,454
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	87,712
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,759,742
6	Minimum investment return. Enter 5% of line 5	6	287,987

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	287,987
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,039	
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	5,039	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	282,948	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	282,948	
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	282,948	

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	223,534
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	223,534
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	223,534

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				282,948
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			19,353	
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 ▶ \$ 223,534				
a Applied to 2008, but not more than line 2a			19,353	
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				204,181
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				78,767
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)

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

Tax year	Pnor 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	
	0			0
b 85% of line 2a	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
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))

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	208,703
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

CECILE WOOD LEWIS TRUST 805498

95-6550536

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
 BRAILLE INSTITUTE OF AMERICA Person Business

Street
 741 N VERMONT AVE

City State Zip code Foreign Country
 LOS ANGELES CA 90029

Relationship Foundation Status
 NONE EXEMPT

Purpose of grant/contribution Amount
 CHARITABLE 41,741

Name
 AMERICAN RED CROSS SAN GABRIEL PONOMA VALLEY CHAPTER Person Business

Street
 430 MADELINE DRIVE

City State Zip code Foreign Country
 PASADENA CA 91105

Relationship Foundation Status
 NONE EXEMPT

Purpose of grant/contribution Amount
 CHARITABLE 41,741

Name
 CITY OF HOPE Person Business

Street
 1500 DUARTE RD

City State Zip code Foreign Country
 DUARTE CA 91010

Relationship Foundation Status
 NONE EXEMPT

Purpose of grant/contribution Amount
 CHARITABLE 41,741

Name
 ARTHRITIS FOUNDATION Person Business

Street
 800 W 6TH ST SUITE 1250

City State Zip code Foreign Country
 LOS ANGELES CA 90017

Relationship Foundation Status
 NONE EXEMPT

Purpose of grant/contribution Amount
 CHARITABLE 41,740

Name
 ABILITY FIRST Person Business

Street
 1300 E GREEN ST

City State Zip code Foreign Country
 PASADENA CA 91106

Relationship Foundation Status
 NONE EXEMPT

Purpose of grant/contribution Amount
 CHARITABLE 41,740

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

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	Net Gain or Loss
Long Term CG Distributions Short Term CG Distributions													
Totals													0
Securities													318,078
Other sales													0
1	X	FRONTIER COMMUNICATION	35906A108			3/5/2003		7/21/2010	0	0			-52,666
2	X	FRONTIER COMMUNICATION	35906A108			3/5/2003		10/22/2010	1,462	1,427			0
3	X	LOWES COS INC	548661107			4/10/2003		10/22/2010	52,895	51,324			
4	X	MEDTRONIC INC	585055106			3/5/2003		10/22/2010	28,568	35,400			
5	X	APPLE INC	037833100			7/10/2009		4/19/2010	49,301	27,290			
6	X	APPLE INC	037833100			7/10/2009		10/22/2010	30,902	13,645			
7	X	MLN MERRILL LYNCH & CO	59018YL33			11/20/2007		11/30/2010	100,000	100,000			
8	X	PFIZER INC	717081103			3/5/2003		10/22/2010	16,710	27,379			
9	X	WALGREEN CO	931422109			3/5/2003		10/22/2010	23,835	19,712			
10	X	LT CTF LOSS											
11	X	ST CTF GAIN							14,267				
12	X	LT GAIN FROM SALES							138				

Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	RENT/ROYALTIES	1,419	1,419	
2			0	
3			0	
4			0	
5			0	
6			0	
7			0	
8			0	
9			0	
10			0	
		1,419	1,419	0

Line 16b (990-PF) - Accounting Fees

		1,162	0	0	1,162
	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	TAX PREP FEES	1,162			1,162
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	551	551		
2	ESTIMATED EXCISE PAYMENTS	2,406			
3					
4					
5					
6					
7					
8					
9					
10					
		2,957	551	0	0

Line 23 (990-PF) - Other Expenses

		54,645	40,976	0	13,669
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	54,635	40,976		13,659
3	STATE AG FEES	10			10
4					
5					
6					
7					
8					
9					
10					

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

		1,922,657	1,968,015	2,348,050	2,609,862
		Book Value	Book Value	FMV	FMV
		End of Year	End of Year	End of Year	End of Year
		Beg. of Year	Beg. of Year	Beg. of Year	Beg. of Year
		1,922,657	1,968,015	2,348,050	2,609,862
1	CORPORATE STOCK				
2					
3					
4					
5					
6					
7					
8					
9					
10					

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

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	CORPORATE BONDS			2,994,118	3,096,025	3,143,475	3,227,108
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

		101,431	1,431	11,862
	Item or Category	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS	101,431	1,431	11,862
2				
3				
4				
5				
6				
7				
8				
9				
10				

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	UNDISTRIBUTED CFT CAPITAL GAIN	1	182,208
2	FEDERAL EXCISE TAX REFUND	2	1,111
3	Total	3	183,319

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	5,887
2	CTF INCOME TIMING DIFFERENCE	2	115
3	CTF BOOK TO TAX DIFFERENCE	3	113,251
4	Total	4	119,253

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

	Amount		Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV 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
	Long Term CG Distributions	Short Term CG Distributions															
	0	0															
1			FRONTIER COMMUNICATIONS CORP	35906A108		3/5/2003	7/21/2010			0	0	0	0				-52,666
2			FRONTIER COMMUNICATIONS CORP	35906A108		3/5/2003	10/22/2010			1,462	0	1,427	35				135
3			LOWES COS INC	548661107		4/10/2003	10/22/2010			52,895	0	51,324	1,571				1,571
4			MEDTRONIC INC	585055106		3/5/2003	10/22/2010			28,568	0	35,400	-6,832				-6,832
5			APPLE INC	037833100		7/10/2009	4/19/2010			49,301	0	27,290	22,011				22,011
6			APPLE INC	037833100		7/10/2009	10/22/2010			30,902	0	13,645	17,257				17,257
7			MLN MERRILL LYNCH & CO	59018Y1L33		11/20/2007	11/30/2010			100,000	0	100,000	0				0
8			PFIZER INC	717081103		3/5/2003	10/22/2010			16,710	0	27,379	-10,669				-10,669
9			WALGREEN CO	931422109		3/5/2003	10/22/2010			23,835	0	19,712	4,123				4,123
10			LT CTF LOSS							0	0	94,567	-94,567				-94,567
11			ST CTF GAIN							14,267	0	0	14,267				14,267
12			LT GAIN FROM SALES							138	0	0	138				138

Part

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

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

		Unrelated Business Income		Excluded by Section 512, 513, or 514		
Program Service Revenue		Business Code	Amount	Exclusion Code	Amount	Related or Exempt Function Income
1	RENT/ROYALTY INCOME				1,419	
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

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

	Date	Amount
1 Credit from prior year return	1	2,526
2 First quarter estimated tax payment	2	0
3 Second quarter estimated tax payment	3	0
4 Third quarter estimated tax payment	4	0
5 Fourth quarter estimated tax payment	5	0
6 Other payments	6	0
7 Total	7	2,526

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	19,353
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	19,353



Account Statement For:
LEWIS, CECILE WOODS CHARITABLE T/U/W

**WELLS
FARGO**

Period Covered November 1, 2010 - November 30, 2010

Account Number 805498

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
CASH							
PRINCIPAL			\$99.23	\$99.23	\$0.00		
INCOME			11.03	11.03	0.00		
Total Cash			\$110.26	\$110.26	\$0.00		
MONEY MARKET							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	149,961.260		\$149,961.26	\$149,961.26	\$0.00	\$15.00	0.01%
<i>Asset held in Invested Income Portfolio</i>							
WELLS FARGO ADVANTAGE CASH INVESTMENT MONEY MARKET SERVICE #250	103,323.440		103,323.44	103,323.44	0.00	10.33	0.01
Total Money Market			\$253,284.70	\$253,284.70	\$0.00	\$25.33	0.01%
Total Cash & Equivalents			\$253,394.96	\$253,394.96	\$0.00	\$25.33	0.01%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income							
COMMON TRUST FUNDS							
TAXABLE INTERMEDIATE TERM BOND FUND DIF	121,765.646	\$10.100	\$1,229,833.03	\$1,188,005.58	\$41,827.45	\$43,304.61	3.52%
CUSIP: 999708902							
TAXABLE TOTAL RETURN BOND FUND DIF	264,890.632	7.540	1,997,275.37	1,908,019.65	89,255.72	80,586.62	4.03
CUSIP: 991283912							
Total Common Trust Funds			\$3,227,108.40	\$3,096,025.23	\$131,083.17	\$123,891.23	3.84%
Total Fixed Income			\$3,227,108.40	\$3,096,025.23	\$131,083.17	\$123,891.23	3.84%

Account Statement For:
LEWIS, CECILE WOODS CHARITABLE T/U/W

Period Covered November 1, 2010 - November 30, 2010
Account Number 805498

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities							
CONSUMER DISCRETIONARY							
TARGET CORP SYMBOL: TGT CUSIP: 87612E106	1,800,000	\$56.940	\$102,492.00	\$48,132.00	\$54,360.00	\$1,800.00	1.76%
Total Consumer Discretionary			\$102,492.00	\$48,132.00	\$54,360.00	\$1,800.00	1.76%
CONSUMER STAPLES							
GENERAL MILLS INC SYMBOL: GIS CUSIP: 370334104	3,600,000	\$35.330	\$127,188.00	\$75,690.00	\$51,498.00	\$4,032.00	3.17%
PEPSICO INC SYMBOL: PEP CUSIP: 713448108	1,300,000	64.630	84,019.00	48,665.50	35,353.50	2,496.00	2.97
Total Consumer Staples			\$211,207.00	\$124,355.50	\$86,851.50	\$6,528.00	3.09%
ENERGY							
CONOCOPHILLIPS SYMBOL: COP CUSIP: 20825C104	432,000	\$60.170	\$25,993.44	\$13,875.02	\$12,118.42	\$950.40	3.66%
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	1,150,000	69.560	79,994.00	39,422.00	40,572.00	2,024.00	2.53
Total Energy			\$105,987.44	\$53,297.02	\$52,690.42	\$2,974.40	2.81%
FINANCIALS							
AMEX FINANCIAL SELECT SPDR SYMBOL: XLF CUSIP: 81369Y605	2,000,000	\$14.460	\$28,920.00	\$22,400.00	\$6,520.00	\$1,598.00	5.53%
BERKSHIRE HATHAWAY INC SYMBOL: BRK.B CUSIP: 084670702	500,000	79.680	39,840.00	41,555.00	-1,715.00	0.00	0.00
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104	200,000	156.140	31,228.00	31,960.00	-732.00	280.00	0.90
INTERCONTINENTAL EXCHANGE INC SYMBOL: ICE CUSIP: 45865V100	200,000	112.700	22,540.00	23,656.00	-1,116.00	0.00	0.00
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	200,000	37.400	7,480.00	7,508.00	-28.00	40.00	0.53
Total Financials			\$130,008.00	\$127,079.00	\$2,929.00	\$1,918.00	1.48%



Account Statement For:
LEWIS, CECILE WOODS CHARITABLE T/U/W

Period Covered November 1, 2010 - November 30, 2010

Account Number: 805498

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
HEALTH CARE							
CELGENE CORP COM SYMBOL: CELG CUSIP: 151020104	500,000	\$59,380	\$29,690,000	\$29,460,000	\$230,000	\$0,000	0.00%
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	1,500,000	61,550	92,325,000	83,585,000	8,740,000	3,240,000	3.51
ST JUDE MED INC SYMBOL: STJ CUSIP: 790849103	300,000	38,690	11,607,000	8,032,500	3,574,500	0,000	0.00
STRYKER CORP SYMBOL: SYK CUSIP: 863667101	900,000	50,090	45,081,000	29,335,500	15,745,500	540,000	1.20
Total Health Care			\$178,703,000	\$150,413,000	\$28,290,000	\$3,780,000	2.12%
INDUSTRIALS							
DANAHER CORP SYMBOL: DHR CUSIP: 235851102	1,200,000	\$43,250	\$51,900,000	\$71,681,000	\$30,219,000	\$96,000	0.18%
DEERE & CO SYMBOL: DE CUSIP: 244199105	1,250,000	74,700	93,375,000	75,056,250	18,318,750	1,500,000	1.61
EMERSON ELECTRIC CO SYMBOL: EMR CUSIP: 291011104	600,000	55,070	33,042,000	13,863,000	19,179,000	828,000	2.51
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	2,500,000	15,830	39,575,000	62,360,000	-22,785,000	1,200,000	3.03
L-3 COMMUNICATIONS CORP COM SYMBOL: LLL CUSIP: 502424104	300,000	70,330	21,099,000	14,853,000	6,246,000	480,000	2.27
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	450,000	90,110	40,549,500	27,626,000	12,923,460	684,000	1.69
UNITED PARCEL SERVICE-CL B SYMBOL: UPS CUSIP: 911312106	300,000	70,130	21,039,000	16,339,820	4,699,180	564,000	2.68
3M CO COM	200,000	83,980	16,796,000	14,761,370	2,034,630	420,000	2.50
Total Industrials			\$317,375,500	\$246,540,480	\$70,835,020	\$5,772,000	1.82%

Account Statement For
LEWIS, CECILE WOODS CHARITABLE T/U/W

Period Covered November 1, 2010 - November 30, 2010
Account Number 805498

**WELLS
FARGO**

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INFORMATION TECHNOLOGY							
APPLE INC SYMBOL: AAPL CUSIP: 037833100	650,000	\$311.150	\$202,247.50	\$88,692.50	\$113,555.00	\$0.00	0.00%
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	1,950,000	19.160	37,362.00	32,573.00	4,789.00	0.00	0.00
CREE, INC SYMBOL: CREE CUSIP: 225447101	500,000	65.180	32,590.00	27,754.52	4,835.48	0.00	0.00
HEWLETT PACKARD CO SYMBOL: HPQ CUSIP: 428236103	1,500,000	41.930	62,895.00	68,520.00	-5,625.00	480.00	0.76
INTEL CORP COMM	950,000	21.158	20,099.63	15,874.50	4,225.13	598.50	2.98
SYMBOL: INTC CUSIP: 458140100							
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	2,500,000	25.258	63,143.75	61,430.00	1,713.75	1,600.00	2.53
Total Information Technology			\$418,337.88	\$294,844.52	\$123,493.36	\$2,678.50	0.64%
MATERIALS							
MONSANTO CO NEW SYMBOL: MON CUSIP: 61166W101	800,000	\$59.920	\$47,936.00	\$110,239.92	-\$62,303.92	\$896.00	1.87%
Total Materials			\$47,936.00	\$110,239.92	-\$62,303.92	\$896.00	1.87%
TELECOMMUNICATION SERVICES							
AT & T INC SYMBOL: T CUSIP: 00206R102	700,000	\$27.790	\$19,453.00	\$14,287.00	\$5,166.00	\$1,176.00	6.04%
VERIZON COMMUNICATIONS SYMBOL: VZ CUSIP: 92343V104	700,000	32.010	22,407.00	21,776.01	630.99	1,365.00	6.09
Total Telecommunication Services			\$41,860.00	\$36,063.01	\$5,796.99	\$2,541.00	6.07%
INTERNATIONAL EQUITIES							
SCHLUMBERGER LTD CUSIP: 806857108	1,400,000	\$77.340	\$108,276.00	\$28,336.00	\$79,940.00	\$1,176.00	1.09%
Total International Equities			\$108,276.00	\$28,336.00	\$79,940.00	\$1,176.00	1.09%

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PRIVATE CLIENT SERVICES



**WELLS
FARGO**

Account Statement For:
LEWIS, CECILE WOODS CHARITABLE T/U/W

Period Covered November 1, 2010 - November 30, 2010

Account Number 805498

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities <i>(continued)</i>							
DOMESTIC MUTUAL FUNDS							
ISHARES TR SMALLCAP 600 INDEX FD SYMBOL: IJR CUSIP: 464287804	700,000	\$63.950	\$44,765.00	\$34,305.60	\$10,459.40	\$403.20	0.90%
SPDR S&P MIDCAP 400 ETF TRUST SYMBOL: MDY CUSIP: 78467Y107	2,600,000	154.990	402,974.00	254,413.94	148,560.06	3,993.60	0.99
Total Domestic Mutual Funds			\$447,739.00	\$288,719.54	\$159,019.46	\$4,396.80	0.98%
INTERNATIONAL MUTUAL FUNDS							
ISHARES MSCI EAFE SYMBOL: EFA CUSIP: 464287465	5,500,000	\$54.260	\$298,430.00	\$338,434.65	-\$40,004.65	\$7,447.00	2.49%
ISHARES TR MSCI EMERGING MARKETS INDEX FUND SYMBOL: EEM CUSIP: 464287234	4,500,000	44.780	201,510.00	121,560.00	79,950.00	2,686.50	1.33
Total International Mutual Funds			\$499,940.00	\$459,994.65	\$39,945.35	\$10,133.50	2.03%
Total Equities			\$2,609,861.82	\$1,968,014.64	\$641,847.18	\$44,594.20	1.71%



Account Statement For:
LEWIS, CECILE WOODS CHARITABLE T/U/W

Period Covered November 1, 2010 - November 30, 2010

Account Number 805498

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	VALUE CARRIED AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Assets							
OIL, GAS & MINERALS							
CA, LOS, BL61, LOO, 1.00 FEE	1.000	\$11,858.400	\$11,858.40	\$1,426.60	\$10,431.80	\$171.00	1.44%
CA, LOS, BL61, LOO, 1.00 FEE							
ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705 Valued as of 11/30/09							
CA, ORA, BL49, L	1.000	1.000	1.00	1.00	0.00	60.00	0.00
CA, ORA, BL49, L							
ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705							
CA, SBR, 25, 7W, 59, 1.00 MI	1.000	1.000	1.00	1.00	0.00	0.00	0.00
CA, SBR, 25, 7W, 59, 1.00 MI							
ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705							
CA, TUL, 24S, 25E, 53, 50 MI	1.000	1.000	1.00	1.00	0.00	0.00	0.00
CA, TUL, 24S, 25E, 53, 50 MI							
ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705							
OK, CIM, 3N, 6E, S30, 50 MI	1.000	1.000	1.00	1.00	0.00	0.00	0.00
OK, CIM, 3N, 6E, S30, 50 MI							
ASSET MANAGER: TIM DAVIES PHONE# 303-863-5705							
Total Oil, Gas & Minerals			\$11,862.40	\$1,430.60	\$10,431.80	\$231.00	1.95%
Total Real Assets			\$11,862.40	\$1,430.60	\$10,431.80	\$231.00	1.95%

ACCOUNT VALUE AS OF 11/30/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$6,102,227.58	\$5,318,865.43	\$783,362.15	\$168,741.76

TOTAL ASSETS