



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury  
Internal Revenue Service

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

2009

For calendar year 2009, or tax year beginning **January 1**, 2009, and ending **December 31**, 2010

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

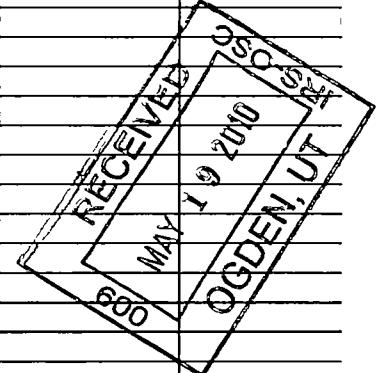
<b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b>	Name of foundation <b>The Barmore Fund</b>		A Employer identification number <b>01 0540393</b>	
	Number and street (or P O box number if mail is not delivered to street address) <b>93 Governors Point Road</b>		Room/suite	B Telephone number (see page 10 of the instructions) <b>207 729-5103</b>
	City or town, state, and ZIP code <b>Harpswell, Maine 04079-4339</b>			

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

<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>631,811</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 ►

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	76,737			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	5,796	5,796		
	4 Dividends and interest from securities . . . . .	10,040	10,040		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		(30,869)		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
<b>Operating and Administrative Expenses</b>	b Less: Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	92,573	(15,033)		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .	4,536	4,536	4,536	
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion . . .	307	307	307	
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	35	35	35	
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	4,878	4,878	4,878	
	25 Contributions, gifts, grants paid . . . . .	26,400		26,400	
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	31,278	4,878	31,278	
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	61,295			
	b Net investment income (if negative, enter -0-)			0	
	c Adjusted net income (if negative, enter -0-)				



<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		<b>Beginning of year</b>	<b>End of year</b>	
		<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1 Cash—non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	148,242	20,401	20,401
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable . . . . .	0	76,737	76,737
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10a Investments—U.S. and state government obligations (attach schedule) . . . . .	65,613	76,519	77,972
	b Investments—corporate stock (attach schedule) . . . . .	345,890	354,521	392,833
	c Investments—corporate bonds (attach schedule) . . . . .	0	60,564	63,868
<b>Liabilities</b>	11 Investments—land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans . . . . .			
	13 Investments—other (attach schedule) . . . . .			
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► )			
	16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	559,745	588,742	631,811
	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .	26,400	26,400	
<b>Net Assets or Fund Balances</b>	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ► )			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	26,400	26,400	
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/></b> and complete lines 27 through 31.			
<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	533,345	562,342	
	30 <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	533,345	562,342	
	31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	559,745	588,742	

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	533,345
2 Enter amount from Part I, line 27a . . . . .	2	61,295
3 Other increases not included in line 2 (itemize) ► <b>Capital losses(30,869) &amp; Accrued interest(1,429)</b> . . . . .	3	(32,298)
4 Add lines 1, 2, and 3 . . . . .	4	
5 Decreases not included in line 2 (itemize) ► . . . . .	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	562,342

**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.)
<b>1a</b> See attached exhibit					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	(30,869)	
<b>3</b> 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			<b>3</b>		

**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	30,832	514,489	.0599
2007	24,360	526,910	.0462
2006	20,741	424,002	.0489
2005	20,884	345,231	.0605
2004	20,980	271,709	.0608
<b>2</b> Total of line 1, column (d)			.2763
<b>3</b> 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			.0553
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			568,816
<b>5</b> Multiply line 4 by line 3			31,456
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			0
<b>7</b> Add lines 5 and 6			31,456
<b>8</b> 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.			31,278

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	0		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
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-)				
3	Add lines 1 and 2				
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)				
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-				
6	<b>Credits/Payments:</b>				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	109		
b	Exempt foreign organizations—tax withheld at source	6b	0		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d	7	109		
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	109		
11	Enter the amount of line 10 to be: <b>Credited to 2010 estimated tax</b> ►	109	Refunded	11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	
1b	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>		
1c	Did the foundation file Form 1120-POL for this year?	
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? <i>If "Yes," attach a detailed description of the activities.</i>	
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	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
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>	
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?	
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	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <b>Maine</b>	
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	
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	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

**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	✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	✓
14	The books are in care of ► <u>Donna Barmore</u> Telephone no. ► <u>207 729-5103</u> Located at ► <u>93 Governors Point Road, Harpswell, Maine</u> ZIP+4 ► <u>04079-4339</u>		
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 ► <u>15</u>		□

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? . . . . .	1c	✓
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 ► <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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. ► <u>20</u> , <u>20</u> , <u>20</u> . . . . .		
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	✓
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	✓

**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)? 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?  Yes  No

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

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

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

5b

6b

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
See attached exhibit		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		
<b>Total number of others receiving over \$50,000 for professional services</b>		

**Total Number of Others Receiving over \$50,000 for professional services**

Summary of Direct Charitable Activities		Expenses
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		
<b>1</b>	none	
<b>2</b>		
<b>3</b>		
<b>4</b>		

**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
<b>1</b>	<u>None</u>	
	_____	
<b>2</b>	_____	
	_____	
<b>All other program-related investments. See page 24 of the instructions</b>		
<b>3</b>	_____	
	_____	

**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	444,114
b	Average of monthly cash balances	1b	56,627
c	Fair market value of all other assets (see page 24 of the instructions)	1c	76,737
d	<b>Total</b> (add lines 1a, b, and c)	1d	577,478
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	0
3	Subtract line 2 from line 1d	3	577,478
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	8,662
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	568,816
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	28,441

**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	28,441
2a	Tax on investment income for 2009 from Part VI, line 5	2a	0
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	28,441
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	28,441
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	28,441

**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	31,278
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,278
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	31,278

**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 . . . . .				28,441
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only . . . . .			2,928	
b Total for prior years: 20 ____,20 ____,20 ____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .				
b From 2005 . . . . .				
c From 2006 . . . . .				
d From 2007 . . . . .				
e From 2008 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 31,278			2,928	
a Applied to 2008, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions) . . . . .				
d Applied to 2009 distributable amount . . . . .			28,350	
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
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 . . . . .				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions . . . . .				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .			91	
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) . . . . .				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9:				
a Excess from 2005 . . . . .				
b Excess from 2006 . . . . .				
c Excess from 2007 . . . . .				
d Excess from 2008 . . . . .				
e Excess from 2009 . . . . .				

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

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

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see 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)				
<i>a Paid during the year</i>				
See attached exhibit				
<b>Total</b>				► 3a 26,400
<i>b Approved for future payment</i>				
See attached exhibit				
<b>Total</b>				► 3b 26,400

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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

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

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

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:	1a(1)	✓
	(1) Cash . . . . .	1a(2)	✓
	(2) Other assets . . . . .		
b	Other transactions:	1b(1)	✓
	(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(2)	✓
	(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(3)	✓
	(3) Rental of facilities, equipment, or other assets . . . . .	1b(4)	✓
	(4) Reimbursement arrangements . . . . .	1b(5)	✓
	(5) Loans or loan guarantees . . . . .	1b(6)	✓
	(6) Performance of services or membership or fundraising solicitations . . . . .	1c	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .		
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.		

**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

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

Donna B. Barnmore  
Signature of officer or trustee

105/13/2010

### Treasurer

---

**Title**

Sign Here

Date

**Check if**

Preparer's identifying  
number (see **Signature** on  
page 30 of the instructions)

Paid  
Preparer's  
Use Only

Preparer's signature

**Firm's name (or yours if self-employed), address, and ZIP code**

Date \_\_\_\_\_

FIN

ENR

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

**2009****Name of the organization****The Barmore Fund****Employer identification number****01 : 0540393****Organization type (check one):****Filers of:** **Section:**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ► \$ .....**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization  
The Barmore FundEmployer identification number  
01 : 0540393**Part I** **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Gregory T. Barmore 93 Governors Point Road Harpswell, Maine 04079-4339	\$ 76,737	<b>Person</b> <input checked="" type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>

**The Barmore Fund EIN 01-0540393**  
**2009 990 PF**  
**Part I, Page 1**

<b><u>Line 16c</u></b>	<b>Investment Management Fee</b>	<b>\$4,536</b>
<b><u>Line 18</u></b>	<b>Foreign dividend tax</b>	<b>\$198</b>
<b><u>Line 18</u></b>	<b>Federal tax</b>	<b>\$109</b>
<b><u>Line 23</u></b>	<b>Maine filing fee</b>	<b>\$35</b>

**VIGILANT Capital Management, LLC**

Vigilant Capital Management  
**PORTFOLIO SUMMARY**  
*The Barmore Fund*  
**VC0178**  
**8786-3801**  
*December 31, 2009*

**The Barmore Fund**  
**EIN 01-0540393**  
**2009 990 PF**  
**Part II, Page 2,**  
**Lines 10a,10b & 10c**

<b>Security Type</b>	<b>Total Cost</b>	<b>Market Value</b>	<b>Pct. Assets</b>	<b>Cur. Yield</b>	<b>Est. Annual Income</b>
<b>CASH &amp; EQUIV.</b>					
CASH AND CASH EQUIVALENTS	20,401	20,401	3.6	0.0	2
	20,401	20,401	3.6	0.0	2
<b>FIXED INCOME</b>					
CORPORATE BONDS	60,564	63,868	11.5	4.6	2,975
GOVERNMENT AGENCY BONDS	24,975	24,129	4.3	4.1	1,000
GOVERNMENT BONDS	40,123	42,338	7.6	4.6	1,981
GOVERNMENT INFLATION	11,421	11,505	2.0	1.7	200
INDEX BONDS					
EXCHANGE TRADED FUNDS	26,451	27,093	4.8	8.2	2,245
	163,536	168,935	30.4	4.9	8,401
<b>EQUITIES</b>					
EQUITY	227,616	260,055	46.8	2.0	5,413
	227,616	260,055	46.8	2.0	5,413
<b>OTHER</b>					
ALTERNATIVE ASSETS	74,512	76,200	13.7	3.7	2,854
COMMODITIES	25,937	29,481	5.3	3.2	961
	100,450	105,682	19.0	3.6	3,815
<b>TOTAL PORTFOLIO</b>	<b>512,005</b>	<b>555,074</b>	<b>100.0</b>	<b>3.1</b>	<b>17,633</b>

**VIGILANT Capital Management, LLC**

 Vigilant Capital Management  
**PORTFOLIO APPRAISAL**  
*The Barmore Fund*  
 VC0178  
 8786-3801  
*December 31, 2009*
**The Barmore Fund**  
**EIN 01-0540393**  
**2009 990 PF**  
**Part II, Page 2,**  
**Lines 10a,10b & 10c**

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct. Assets	Annual Income	Cur. Yield
<b>CASH AND CASH EQUIVALENTS</b>									
	SCHWAB ADVISOR CASH RESERVES-PREMIER SWEEP		20,401		20,401		3.6	2	0 0
<b>CORPORATE BONDS</b>									
10,000	CISCO SYS INC SR NT 5.25% DTD 02/22/2006 DUE 02/22/2011 5.250% Due 02-22-11	106.03	10,603	104.98	10,498	-104	1.8	525	5.0
25,000	DELL 4.7%13 NOTES DUE 04/15/13 4.700% Due 04-15-13	99.04	24,760	105.37	26,344	1,583	4.7	1,175	4.4
25,000	SBC COMMUNICATION 5.1%14 NOTES DUE 09/15/14 5.100% Due 09-15-14	100.80	25,201	108.10	27,025	1,824	4.8	1,275	4.7
			60,564		63,868	3,303	11.5	2,975	4 6
<b>GOVERNMENT AGENCY BONDS</b>									
25,000	FED FARM CR BK 4%19 NOTES DUE 04/22/19 4.000% Due 04-22-19	99.90	24,975	96.51	24,129	-845	4.3	1,000	4 1
<b>GOVERNMENT BONDS</b>									
25,000	US TREAS NOTE 5%02/11 DUE 02/15/11 5.000% Due 02-15-11	100.02	25,007	104.79	26,199	1,191	4.7	1,250	4
15,000	U S TREASURY NOTE DTD 02/15/02 4.875% 02/15/12 4.875% Due 02-15-12	100.77	15,116	107.59	16,139	1,023	2.9	731	4 5
			40,123		42,338	2,214	7.6	1,981	4 6
<b>GOVERNMENT INFLATION INDEX BONDS</b>									
10,000	US TREASURY NOTE 2.00% DTD 01/15/2006 DUE 01/15/2016 2.000% Due 01-15-16	114.21	11,421	115.05	11,505	83	2.0	200	1 7
<b>EXCHANGE TRADED FUNDS</b>									
475	SPDR BARCLAYS CAPITAL HIGH YIELD BD ETF	36.73	17,448	38.81	18,434	986	3.3	2,013	10.9
155	SPDR SERIES TRUST DB INTL GOVT	58.08	9,002	55.86	8,658	-344	1.5	231	2.6
			26,451		27,093	641	4.8	2,245	8 2
<b>EQUITY</b>									
<b>ENERGY</b>									
130	BP PLC ADR F SPONSORED ADR	43.87	5,704	57.97	7,536	1,831	1.3	329	4.3
145	CONOCOPHILLIPS	41.56	6,026	51.07	7,405	1,378	1.3	237	3.2
90	EXXON MOBIL CORP	70.92	6,383	68.19	6,137	-246	1.1	151	2 4
180	SCHLUMBERGER LTD F	52.54	9,457	65.09	11,716	2,258	2.1	151	1.2
			27,572		32,794	5,222	5.9	870	2.6
<b>MATERIALS</b>									
190	BHP BILLITON LTD ADR F SPONSORED ADR	51.88	9,858	76.58	14,550	4,691	2.6	368	2.5
170	PRAXAIR INC	45.47	7,730	80.31	13,652	5,922	2.4	272	1.9
			17,589		28,202	10,613	5.0	640	2.2

**VIGILANT Capital Management, LLC**
**Vigilant Capital Management  
PORTFOLIO APPRAISAL**
***The Barmore Fund***
**VC0178**
**8786-3801**
**December 31, 2009**
**The Barmore Fund**
**EIN 01-0540393**
**2009 990 PF**
**Part II, Page 2,**
**Lines 10a,10b & 10c**

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct. Assets	Annual Income	Cur. Yield
<b>INDUSTRIALS</b>									
125	3M COMPANY	68.18	8,522	82.67	10,333	1,811	1.8	240	2.3
100	DANAHER CORP DEL	60.48	6,048	75.20	7,520	1,471	1.3	6	0.0
180	EMERSON ELECTRIC CO	33.79	6,083	42.60	7,668	1,584	1.3	216	2.8
85	L-3 COMMUNICATIONS HLDGS INC	73.10	6,213	86.95	7,390	1,177	1.3	119	1.6
125	UNITED PARCEL SERVICE B CLASS B	65.92	8,240	57.37	7,171	-1,068	1.2	165	2.3
			35,108		40,083	4,975	7.2	746	1.8
<b>CONSUMER DISCRETIONARY</b>									
160	TARGET CORPORATION	53.60	8,576	48.37	7,739	-836	1.3	89	1.1
<b>CONSUMER STAPLES</b>									
215	C V S / CAREMARK CORP	32.99	7,094	32.21	6,925	-169	1.2	65	0.9
145	PEPSICO INC	58.06	8,418	60.80	8,816	397	1.5	261	2.9
170	PROCTER & GAMBLE	56.25	9,563	60.63	10,307	743	1.8	238	2.3
310	SYSKO CORP	31.21	9,675	27.94	8,661	-1,014	1.5	310	3.5
			34,753		34,709	-44	6.2	874	2.5
<b>HEALTH CARE</b>									
125	ABBOTT LABS	52.12	6,515	53.99	6,748	233	1.2	200	2.9
340	DENTSPLY INTL INC	20.89	7,102	35.17	11,957	4,855	2.1	61	0.5
150	JOHNSON & JOHNSON INC	53.96	8,095	64.41	9,661	1,566	1.7	294	3.0
125	NOVARTIS ADR	52.30	6,538	54.43	6,803	265	1.2	181	2.6
190	NOVO-NORDISK A-S ADR F 1 ADR REP 1 ORD	52.84	10,039	63.85	12,131	2,091	2.1	141	1.1
170	WATERS CORP	40.91	6,955	61.96	10,533	3,577	1.8	0	0.0
			45,247		57,836	12,589	10.4	878	1.5
<b>FINANCIALS</b>									
125	CHUBB CORPORATION	50.93	6,367	49.18	6,147	-219	1.1	175	2.8
<b>INFORMATION TECHNOLOGY</b>									
325	CISCO SYSTEMS INC	20.09	6,530	23.94	7,780	1,249	1.4	0	0.0
300	INTEL CORP	25.76	7,729	20.40	6,120	-1,609	1.1	96	1.5
370	MICROSOFT CORP	30.31	11,215	30.48	11,277	62	2.0	162	1.4
265	TEXAS INSTRUMENTS INC	28.39	7,525	26.06	6,905	-619	1.2	106	1.5
360	WESTERN UNION CO	18.04	6,496	18.85	6,786	289	1.2	14	0.2
			39,497		38,870	-627	7.0	379	0.9
<b>TELECOMMUNICATIONS SERVICES</b>									
250	A T & T INC	26.04	6,511	28.03	7,007	495	1.2	410	5.8
<b>UTILITIES</b>									
200	SOUTHERN CO	31.96	6,393	33.32	6,664	270	1.2	350	5.2
			227,616		260,055	32,438	46.8	5,413	2.0
<b>ALTERNATIVE ASSETS</b>									
495	ISHARES MSCI EMRG MKT FD EMERGING MARKETS	33.17	16,419	41.50	20,542	4,122	3.7	778	3.7
500	VANGUARD EMERGING MARKETS ETF	36.49	18,247	41.00	20,500	2,252	3.6	589	2.8
400	VANGUARD EUROPEAN ETF INDEX F	50.43	20,175	48.48	19,392	-783	3.4	1,160	5.9

**VIGILANT Capital Management, LLC**

Vigilant Capital Management  
**PORTFOLIO APPRAISAL**  
*The Barmore Fund*  
*VC0178*  
*8786-3801*  
*December 31, 2009*

**The Barmore Fund**  
EIN 01-0540393  
2009 990 PF  
Part II, Page 2,  
Lines 10a,10b & 10c

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct. Assets	Annual Income	Cur. Yield
125	VANGUARD SMALL CAP VALUE ETF	54.62	6,828	54.48	6,810	-18	1.2	162	2.3
200	WISDOMTREE TRUST INTL SMCAP DIV	64.21	12,842	44.78	8,956	-3,886	1.6	164	1.8
<b>COMMODITIES</b>									
2,458	PIMCO COMMODITY REAL RETURN STRATEGY INSTL	7.32	18,000	8.28	20,360	2,360	3.6	961	4.7
85	SPDR GOLD TRUST	93.37	7,937	107.31	9,121	1,184	1.6	0	0.0
<b>TOTAL PORTFOLIO</b>			<b>512,005</b>		<b>555,074</b>	<b>43,068</b>	<b>100.0</b>	<b>17,633</b>	<b>3.1</b>



**SCHWAB**  
INSTITUTIONAL

Schwab One@ Account of  
**THE BARMORE FUND**

**2009 Year-End Schwab Gain/Loss Report**  
Prepared on January 9, 2010

\*00000073640105\*

Report Period  
**January 1 - December 31,  
2009**

Account Number  
**87886-3801**

### Your Independent Investment Manager and/or Advisor

VIGILANT CAPITAL MGMT LLC  
TWO CITY CENTER FL 4  
PORTLAND ME 04101  
1 (207) 523-1110

*The custodian of your brokerage account is: Charles Schwab & Co., Inc.*  
For questions about this report, please contact your Independent Investment Manager  
and/or Advisor.

**The Barmore Fund EIN 01-0540393**  
**2009 990 PF**

**Part IV, Page 3, Lines 2&3**



	Page
<b>Table of Contents</b>	007364
Realized Gain or (Loss).....	2
Endnotes For Your Account.....	7
Understanding Your Year-End Schwab Gain/Loss Report.....	8
Terms and Conditions.....	9

09/01-CG11801-007364-SML-040794339 1161827  
THE BARMORE FUND  
93 GOVERNORS POINT RD  
HARPSWELL ME 04079

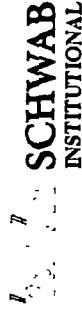
**Need help reading this report?**  
See the **UNDERSTANDING YOUR YEAR-END SCHWAB GAIN/LOSS REPORT** section or visit [www.schwab.com/GainLossGuide](http://www.schwab.com/GainLossGuide) for more information.

### Message Center

Your gain/loss report offers helpful information to assist you with tax preparation, including a summarized list of your realized gains/losses for 2009. You can also log in to [www.schwab.com/sa\\_reports](http://www.schwab.com/sa_reports) to view your documents securely online.

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

**Page 1 of 9**



Schwab One® Account of  
**THE BARMORE FUND**

Account Number  
**8786-3801**

Report Period  
**January 1 - December 31, 2009**

## 2009 Year-End Schwab Gain/Loss Report

### Realized Gain or (Loss)

		Acquired/ Opened			Sold/ Closed		Total Proceeds		Cost Basis		Realized Gain or (Loss)	
<b>Short-Term</b>												
EXELON CORPORATION: EXC	180,0000	01/09/09	12/03/09				\$9,034.14		\$9,862.02		(\$827.88)	
<b>Security Subtotal</b>							<b>\$9,034.14</b>		<b>\$9,862.02</b>		<b>(\$827.88)</b>	
ISHARES TR S&P SMALLCAP 600 INDEX FD: IJR	365,0000	11/26/08	09/18/09				\$19,439.39		\$14,861.86		\$4,577.53	
<b>Security Subtotal</b>							<b>\$19,439.39</b>		<b>\$14,861.86</b>		<b>\$4,577.53</b>	
ST JUDE MEDICAL INC: STJ	165,0000	07/31/08	10/20/09				\$5,273.39		\$6,273.30		(\$999.91)	
<b>Security Subtotal</b>							<b>\$5,273.39</b>		<b>\$6,273.30</b>		<b>(\$999.91)</b>	
<b>Total Short-Term</b>							<b>\$33,746.92</b>		<b>\$30,997.18</b>		<b>\$2,748.74</b>	
<b>Long-Term</b>												
AMERICAN EXPRESS COMPANY: AXP	175,0000	11/10/08	11/13/09				\$6,879.07		\$4,240.07		\$2,639.00	
<b>Security Subtotal</b>							<b>\$6,879.07</b>		<b>\$4,240.07</b>		<b>\$2,639.00</b>	
CARDINAL HEALTH INC: CAH	100,0000	10/31/03	08/04/09				\$3,313.01		\$5,905.95		(\$2,592.94)	
CARDINAL HEALTH INC: CAH	80,0000	11/10/04	08/04/09				\$1,987.81		\$3,086.66		(\$1,098.85)	
<b>Security Subtotal</b>							<b>\$5,300.82</b>		<b>\$8,992.61</b>		<b>(\$3,691.79)</b>	

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

C3A1801-00734 1161828



\*G000073640205\*

**SCHWAB**  
INSTITUTIONAL

Schwab One® Account of  
**THE BARMORE FUND**

Report Period  
**January 1 - December 31,  
2009**

## 2009 Year-End Schwab Gain/Loss Report

### Realized Gain or (Loss) (continued)

		Acquired/ Opened		Sold/ Closed	Total Proceeds	Cost Basis Adjusted	Realized Gain or (Loss) Adjusted
		Accounting Method		Mutual Funds: Average All Other Investments: First In First Out [FIFO]			
<b>Long-Term (continued)</b>							
DEVON ENERGY CP NEW: DVN	115.0000	09/19/06	08/25/09		\$7,326.58	\$7,396.03	(\$69.45)
<b>Security Subtotal</b>					<b>\$7,326.58</b>	<b>\$7,396.03</b>	<b>(\$69.46)</b>
DUKE REALTY CORP	REIT: DRE	100.0000	06/24/03	08/11/09	\$1,091.17	\$2,685.26	(\$1,594.09)
DUKE REALTY CORP	REIT: DRE	50.0000	10/31/03	08/11/09	\$545.59	\$1,494.28	(\$948.69)
DUKE REALTY CORP	REIT: DRE	60.0000	11/08/06	08/11/09	\$654.70	\$2,372.55	(\$1,717.85)
<b>Security Subtotal</b>					<b>\$2,291.46</b>	<b>\$6,652.09</b>	<b>(\$4,260.63)</b>
ENCANA CORPORATION	F: ECA	180.0000	02/17/05	08/11/09	\$9,221.70	\$5,671.03	\$3,550.67
<b>Security Subtotal</b>					<b>\$9,221.70</b>	<b>\$5,671.03</b>	<b>\$3,550.67</b>
FISERV INC: FISV		66.0000	07/30/07	11/20/09	\$3,106.01	\$3,280.88	(\$174.87)
FISERV INC: FISV		99.0000	07/30/07	11/20/09	\$4,659.02	\$4,921.32	(\$262.30)
<b>Security Subtotal</b>					<b>\$7,765.03</b>	<b>\$8,202.20</b>	<b>(\$437.17)</b>
HRPT PROPERTIES TRUST	REIT COM SH	200.0000	10/25/01	08/11/09	\$1,130.37	\$1,671.95	(\$541.58)
BEN INT: HRP							
HRPT PROPERTIES TRUST	REIT COM SH	100.0000	01/24/03	08/11/09	\$565.19	\$835.97	(\$270.78)
BEN INT: HRP							

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1801-007384 1161828

© 2009 Charles Schwab & Co., Inc. All rights reserved. Member SIPC. Schwab Institutional is a division of Charles Schwab & Co., Inc. ("Schwab") and provides brokerage, custody, back office, and other services to independent investment advisors. This

**SCHWAB**  
INSTITUTIONAL

Schwab One® Account of  
**THE BARMORE FUND**

## 2009 Year-End Schwab Gain/Loss Report

### Realized Gain or (Loss) (continued)

						Accounting Method	
				Mutual Funds: Average All Other Investments: First In First Out (FIFO)			
		Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Cost Basis Adjusted	Realized Gain or (Loss) Adjusted
Long-Term (continued)							
HRPT PROPERTIES TRUST	REIT COM SH BEN INT: HRP	100.0000	01/24/03	08/11/09	\$565.19	\$835.98	(\$270.79)
HRPT PROPERTIES TRUST	REIT COM SH BEN INT: HRP	335.0000	11/08/06	08/11/09	\$1,893.36	\$3,858.77	(\$1,965.41)
<b>Security Subtotal</b>						\$4,154.11	(\$3,048.56)
ILLINOIS TOOL WORKS INC:	ITW	20.0000	10/25/01	05/15/09	\$661.10	\$594.98	\$66.12
ILLINOIS TOOL WORKS INC:	ITW	50.0000	01/24/03	05/15/09	\$1,652.75	\$1,598.70	\$54.05
ILLINOIS TOOL WORKS INC:	ITW	50.0000	10/31/03	05/15/09	\$1,652.75	\$1,863.45	(\$210.70)
ILLINOIS TOOL WORKS INC:	ITW	40.0000	01/12/05	05/15/09	\$1,322.20	\$1,825.35	(\$503.15)
ILLINOIS TOOL WORKS INC:	ITW	60.0000	11/10/05	05/15/09	\$1,983.31	\$2,541.65	(\$558.34)
<b>Security Subtotal</b>						\$7,272.11	(\$1,152.02)
ISHARES TR COHEN & STEER REALTY MAJORS INDEX FD: ICF		110.0000	07/17/07	11/13/09	\$5,381.50	\$10,280.78	(\$4,899.28)
<b>Security Subtotal</b>						<b>\$6,381.50</b>	<b>(\$4,899.28)</b>
ISHARES TR MSCI EAFFE FD MSCI EAFFE INDEX FUND: EFA		130.0000	03/01/07	11/20/09	\$7,161.64	\$9,527.56	(\$2,365.92)

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

CG1A1801-007364 1161830



900073640305.

SCHWAB  
INSTITUTIONAL

## **Schwab One® Account of THE BARMORE FUND**

2009 Year-End Schwab Gain/Loss Report

## Realized Gain or (Loss) (continued)

Long-Term (continued)						
	Quantity/Par	Opened	Closed	Total Proceeds	Adjusted	Adjusted
ISHARES TR MSCI EAFE FD MSCI EAFE INDEX FUND: EFA	110.00000	06/22/07	11/20/09	\$6,059.85	\$8,833.07	(\$2,773.22)
<b>Security Subtotal</b>				<b>\$13,221.49</b>	<b>\$16,360.63</b>	<b>(\$5,139.14)</b>
MEDTRONIC INC: MDT	125.00000	01/13/04	10/23/09	\$4,592.51	\$8,057.65	(\$1,465.14)
MEDTRONIC INC: MDT	25.00000	01/12/05	10/23/09	\$918.50	\$1,281.20	(\$362.70)
<b>Security Subtotal</b>				<b>\$50.00000</b>	<b>\$2,484.45</b>	<b>(\$647.45)</b>
STAPLES INC: SPLS	315.00000	06/14/06	11/13/09	\$6,949.04	\$7,390.78	(\$441.74)
<b>Security Subtotal</b>				<b>\$6,949.04</b>	<b>\$7,390.78</b>	<b>(\$441.74)</b>
US TREAS NOTE 5.50%05XXX**MATURED** DUE 05/15/09: 9128275G3	25,000.0000	06/01/06	05/15/09	\$25,000.00	\$25,368.75	(\$368.75)
<b>Security Subtotal</b>				<b>\$25,000.00</b>	<b>\$25,368.75</b>	<b>\$0.00</b>
VANGUARD SMALL CAP VALUE: VBR	130.00000	07/17/07	10/01/09	\$7,068.56	\$9,945.07	(\$2,876.51)
<b>Security Subtotal</b>				<b>\$7,068.56</b>	<b>\$9,945.07</b>	<b>(\$2,876.51)</b>
VANGUARD SMALL CAP VALUE: VBR	130.00000	07/17/07	08/11/09	\$6,468.16	\$9,926.35	(\$3,460.19)
<b>Security Subtotal</b>				<b>\$6,466.16</b>	<b>\$9,926.35</b>	<b>(\$3,460.19)</b>

Please see "Endnotes for Your Account" section for an explanation of the endpoint codes and symbols on this report.

**SCHWAB**  
INSTITUTIONAL

Schwab One® Account of  
**THE BARMORE FUND**

**2009 Year-End Schwab Gain/Loss Report**

Report Period  
January 1 - December 31,  
2009

Account Number  
**8786-3801**

**Realized Gain or (Loss) (continued)**

Accounting Method					
Mutual Funds: Average All Other Investments: First In First Out (FIFO)					
Long-Term (continued)	Quantity/Par	Acquired/ Opened	Sold/ Closed	Total Proceeds	Realized Gain or (Loss) Adjusted
		02/09/07	08/25/09	\$6,935.94	\$9,784.41
WALGREEN COMPANY: WAG	215.0000			\$6,935.94	(\$2,848.47)
<b>Security Subtotal</b>					(\$2,848.47)
WISDOMTREE DEFA EQUITY INCOME FUND: DTH	140.0000	07/17/07	10/01/09	\$5,856.32	\$9,911.56
<b>Security Subtotal</b>				\$5,856.32	(\$4,055.24)
WISDOMTREE EMERGING MKTSEQUITY INCOME FUND: DEM	190.0000	07/17/07	10/01/09	\$8,862.70	\$9,815.85
<b>Security Subtotal</b>				\$8,862.70	(\$953.15)
<b>Total Long-Term</b>				\$143,300.60	\$177,288.31
					(\$33,987.71)
					(\$33,618.96) <sup>b</sup>
<b>Total Realized Gain or (Loss)</b>				<b>\$177,047.52</b>	<b>(\$31,237.97)</b>
					<b>\$208,285.49</b>
					<b>\$207,916.74</b>
					<b>(\$30,869.22)<sup>b</sup></b>

*Schwab has provided realized gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. See Terms and Conditions.*  
*Option Customers: Realized gain/loss of underlying securities is adjusted to reflect the premiums of assigned or exercised options. Please consult IRS publication 550, Investment Income and Expenses, for additional information on Options.*

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this report.

Page 6 of 9

**The Barmore Fund EIN 01-0540393**  
**2009 990 PF**  
**Part VIII, Page 6, Line 1**

- Suzanne B Sands, President & Director**  
**710 Highview Terrace, Lake Forrest, Illinois 60062**
- Johanna M. Barmore, Vice President & Director**  
**10 Agassiz Street, Apt. 32 Cambridge, MA 02140**
- Donna B. Barmore, Treasurer, Director & Registered Agent**  
**93 Governors Point Road, Harpswell, Maine 04079-4339**
- Corinne B. Bailey, Secretary & Director**  
**60 Old Field Road, Yarmouth, Maine 04096**
- Gregory T. Barmore, Director**  
**93 Governors Point Road, Harpswell, Maine 04079-4339**

**None of the officers or Directors receives Compensation from The Barmore Fund**

**The Barmore Fund EIN 01-0540393**  
**2009 990 PF**  
**Part XV, Page10**

**3a-Paid during the year:**

<b>American Brain Tumor Assoc 2720 River Road, Suite 146 Des Plains, IL 60018-4110</b>	<b>501(c)(3)</b>	<b>Brain Tumor Research</b>	<b>\$3,300</b>
<b>UNCF Bennett College 900 E. Washington Street Greensboro, NC 27401</b>	<b>501(c)(3)</b>	<b>College scholarships to disadvantaged student</b>	<b>\$3,300</b>
<b>Planned Parenthood. 434 West 33<sup>rd</sup> Street New York, New York 10001</b>	<b>501(c)(3)</b>	<b>Reproductive control</b>	<b>\$2,200</b>
<b>Peace Games 280 Summer Street, Mezzanine Boston, MA 02210</b>	<b>501(c)(3)</b>	<b>Non-violent conflict resolution for youth</b>	<b>\$2,200</b>
<b>Autism Speaks 2 Park Ave., 11<sup>th</sup> Floor New York, NY 10016</b>	<b>501(c)(3)</b>	<b>Research for Autism</b>	<b>\$3,300</b>
<b>International Medical Corps 1919 Santa Monica Blvd, Suite 400 Santa Monica, California 90404</b>	<b>501(c) (3)</b>	<b>Health Care Activities</b>	<b>\$3,300</b>
<b>Mitchell Institute 22 Monument Square, Suite 200 Portland, Maine 04101-9805</b>	<b>501(c)(3)</b>	<b>Education Scholarships</b>	<b>\$3,300</b>
<b>American Red Cross 2025 E Street, NW Washington, DC 20006</b>	<b>501(c)(3)</b>	<b>Emergency Relief</b>	<b>\$2,200</b>
<b>Pathfinder International 9 Galen Street, Suite 217 Watertown, MA 02472</b>	<b>501(c)(3)</b>	<b>Reproductive Health</b>	<b>\$3,300</b>
		<b>Total</b>	<b><u>\$26,400</u></b>

**3b-Approved for future payment:**

<b>American Brain Tumor Assoc 2720 River Road, Suite 146 Des Plains, IL 60018-4110</b>	<b>501(c)(3)</b>	<b>Brain Tumor Research</b>	<b>\$3,300</b>
<b>UNCF Bennett College 900 E. Washington Street Greensboro, NC 27401</b>	<b>501(c)(3)</b>	<b>College scholarships to disadvantaged student</b>	<b>\$3,300</b>
<b>Planned Parenthood. 434 West 33<sup>rd</sup> Street New York, New York 10001</b>	<b>501(c)(3)</b>	<b>Reproductive control</b>	<b>\$2,200</b>
<b>Peace Games 280 Sumner Street, Mezzanine Boston, MA 02127</b>	<b>501(c)(3)</b>	<b>Non-violent conflict resolution for youth</b>	<b>\$2,200</b>
<b>Autism Speaks 2 Park Avenue, 111<sup>th</sup> floor New York, NY 10016</b>	<b>501(c)(3)</b>	<b>Research for Autism</b>	<b>\$3,300</b>
<b>International Medical Corps 1919 Santa Monica Boulevard Santa Monica, California 90404</b>	<b>501(c) (3)</b>	<b>Health Care Activities</b>	<b>\$3,300</b>
<b>Mitchell Institute 22 Monument Square, Suite 200 Portland, Maine 04101-9805</b>	<b>501(c)(3)</b>	<b>Education Scholarships</b>	<b>\$3,300</b>
<b>American Red Cross 2025 E Street, NW Washington, DC 20006</b>	<b>501(c)(3)</b>	<b>Emergency Relief</b>	<b>\$2,200</b>
<b>Pathfinder International 9 Galen Street, Suite 217 Watertown, MA 02472</b>	<b>501(c)(3)</b>	<b>Reproductive Health</b>	<b>\$3,300</b>
		<b>Total</b>	<b><u>\$26,400</u></b>