

Form **990-PF** **Return of Private Foundation** **or Section 4947(a)(1) Nonexempt Charitable Trust** **Treated as a Private Foundation** OMB No 1545-0052
 Department of the Treasury Internal Revenue Service **2008**
 Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

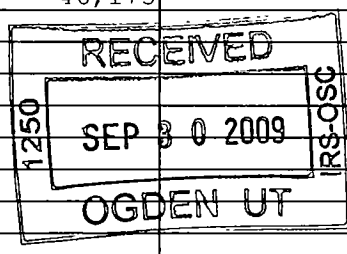
For calendar year 2008, or tax year beginning , and ending
 G Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label Name of foundation: **BALDA FAMILY FOUNDATION, INC.**
Otherwise, print or type. Number and street (or P O box number if mail is not delivered to street address) Room/suite: **3347 PENINSULA CIRCLE**
See Specific Instructions. City or town, state, and ZIP code: **MELBOURNE FL 32940**
H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 847,369** **J** Accounting method Cash Accrual Other (specify)

A Employer identification number: **26-1548705**
B Telephone number (see page 10 of the instructions): **321-752-6394**
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 pg 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	1,263	1,263	1,263	
4 Dividends and interest from securities	5,787	5,787	5,787	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10 STMT 1	-46,175			
b Gross sales price for all assets on line 6a 185,982				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-39,125	7,050	7,050	
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) STMT 2	2,077			
c Other professional fees (attach schedule) STMT 3	3,591	3,591	3,591	
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	152	152	152	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) STMT 5	115			
24 Total operating and administrative expenses.				
Add lines 13 through 23	5,935	3,743	3,743	0
25 Contributions, gifts, grants paid	17,000			17,000
26 Total expenses and disbursements. Add lines 24 and 25	22,935	3,743	3,743	17,000
27 Subtract line 26 from line 12				
a Excess of revenue over expenses & disbursements	-62,060			
b Net investment income (if negative, enter -0-)		3,307		
c Adjusted net income (if negative, enter -0-)			3,307	



SCANNED OCT 14 2009 Operating and Administrative Expenses

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	465,535	57,186	57,186	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (att 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)				
	b Investments—corporate stock (attach schedule) SEE STMT 6	890,797	1,237,086	790,183	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶				
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,356,332	1,294,272	847,369		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	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 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	1,356,332	1,294,272		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	1,356,332	1,294,272			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,356,332	1,294,272			

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	1,356,332
2 Enter amount from Part I, line 27a	2	-62,060
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,294,272
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,294,272

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	WACHOVIA 34970249	P	VARIOUS	VARIOUS
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	185,982	232,157	-46,175	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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				-46,175
b				
c				
d				
e				
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 -46,175
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	[]		3

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007		54,355	
2006			
2005			
2004			
2003			
2	Total of line 1, column (d)		2
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
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5		4 1,166,158
5	Multiply line 4 by line 3		5
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 33
7	Add lines 5 and 6		7 33
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 17,000

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 letter (attach copy of ruling letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	33
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	33
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	33
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	33
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 ▶ KATHARINE M. MILLS 3347 PENINSULA CIR Located at ▶ MELBOURNE, FL	Telephone no ▶ 321-752-6394 ZIP+4 ▶ 32940		
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	N/A	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years ▶ 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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 2008 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 2008)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		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)? Organizations relying on a current notice regarding disaster assistance check here N/A **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **6b** X

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? If you answered "Yes" to 6b, also file Form 8870 Yes No **7b**

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

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 STATEMENT 7				

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 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 N/A	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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	1,104,757
b	Average of monthly cash balances	1b	79,160
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,183,917
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,183,917
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	17,759
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,166,158
6	Minimum investment return. Enter 5% of line 5	6	58,308

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	58,308
2a	Tax on investment income for 2008 from Part VI, line 5	2a	33
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	33
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	58,275
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	58,275
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	58,275

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	17,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	17,000
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	33
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	16,967

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				58,275
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			2,707	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e				
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 17,000				
a Applied to 2007, but not more than line 2a			2,707	
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 2008 distributable amount				14,293
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2008 (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 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				43,982
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 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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 2008, enter the date of the ruling ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 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)(iii)					
(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 27 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))
N/A

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
N/A

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
N/A

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

c Any submission deadlines
N/A

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

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 Paid during the year BCC FOUNDATION 1519 CLEARLAKE RD COCOA FL 32927	GOLF BALL FUNDRAISER/BOOK SCHOLARSHI			9,000
ASCENSION CATHOLIC SCHOOL 2950 N. HARBOR CITY BLVD MELBOURNE FL 32935				4,000
BREVARD COUNTY CHAMBER 1005 EAST STRAWBRIDGE AVE MELBOURNE FL 32901				4,000
Total	▶ 3a			17,000
b Approved for future payment N/A				
Total	▶ 3b			

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions). Rows include: N/A, INVE.

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

Table with 3 columns: Question (1, 1a, 1b, 1c), Yes, No. Contains questions about organization engagement and transfer types.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. First row contains 'N/A'.

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. First row contains 'N/A'.

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

Signature of officer or trustee: *Nathaniel M. Mills*

Sign Here: Paid Preparer's Use Only. Preparer's signature: *James OGA*. Firm's name (or yours if self-employed), address, and ZIP code: BERMAN HOPKINS WRIG 8035 SPYGLASS HILL MELBOURNE, FL 329

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received					Net
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Gain / Loss	
SEE ATTACHED SCHEDULE FOR DETAILS								
			PURCHASE					
			PURCHASE					
TOTAL			\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	

Federal Statements**Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees**

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
BERMAN HOPKINS	\$ 2,077	\$	\$	\$
TOTAL	<u>\$ 2,077</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
INVESTMENT EXPENSE WACHOVIA 0249	\$ 3,591	\$ 3,591	\$ 3,591	\$
TOTAL	<u>\$ 3,591</u>	<u>\$ 3,591</u>	<u>\$ 3,591</u>	<u>\$ 0</u>

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
FOREIGN TAX PAID WACHOVIA #0249	\$ 141	\$ 141	\$ 141	\$
UNITED STATES TREASURY	11	11	11	\$
TOTAL	<u>\$ 152</u>	<u>\$ 152</u>	<u>\$ 152</u>	<u>\$ 0</u>

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

<u>Description</u>	<u>Total</u>	<u>Net Investment</u>	<u>Adjusted Net</u>	<u>Charitable Purpose</u>
EXPENSES	\$	\$	\$	\$
CHECKS SUPPLIES	115	\$	\$	\$
TOTAL	<u>\$ 115</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
8,500.000 SHS UTHR IN WACHOVIA 4587	\$ 890,797	\$ 890,797	COST	\$ 553,568
WACHOVIA 34970249		346,289	COST	236,615
TOTAL	<u>\$ 890,797</u>	<u>\$ 1,237,086</u>		<u>\$ 790,183</u>

Federal Statements

Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
KATHARINE M. MILLS 3347 PENINSULA CIR. MELBOURNE FL 32940	EXEC.DIRECT.	15	0	0	0
RICARDO A. BALDA 4 MARINA ISLES, BLVD. INDIAN HARBOUR BEACH FL 32937	DIRECTOR	1	0	0	0
DANIEL A. BALDA 250 LANSING ISLAND DR. INDIAN HARBOUR BEACH FL 32937	DIRECTOR	1	0	0	0
ANTHONY J. BALDA 2002 WOODFIELD CIR. WEST MELBOURNE FL 32904	DIRECTOR	1	0	0	0
RICHARD E. BALDA 408 CARDINAL DR. SATELLITE BEACH FL 32937	DIRECTOR	1	0	0	0

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Realized Gain/Loss

As of Date: 2/06/09

BALDA FAMILY FOUNDATION

Important Realized Gain/Loss Information

Since each individual taxpayer's treatment can differ and you should consult with your tax advisor as to any additional reporting requirements or adjustments, this information is provided for courtesy purposes only. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

- * Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
- * The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
- * Partial return of principal payments are now included on the Form 1099-B because of a new tax reporting regulation applicable to widely held fixed investment trusts (which includes many securities established as a grantor trust), but those payments do not result in cost basis adjustments and frequently no corresponding information appears in this Realized Gain/Loss Statement because the tax lot has not yet closed. Return of capital payments reported on Form 1099-DIV are also not applied to reduction of cost basis.
- * Short sales are reportable on Form 1099-B before the position is closed.
- * Implicit redemptions by the issuer of a structured product are reportable on Form 1099-B, but will not appear on the Realized Gain/Loss Statement if that implicit redemption did not result in a closed tax lot at that time.
- * Securities subject to marked to market reporting requirements for those investors are not included here nor is that information available on our systems.
- * Long-term capital gains reported by a RIC or REIT appears on Form 1099-DIV only, as noted in the instructions for that form.
- * Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

Realized Gain/Loss Summary	THIS YEAR	THIS YEAR	THIS YEAR
	GAIN	LOSS	NET
Short term	6,501.96	-52,687.01	-46,185.05
Long term	0.00	0.00	0.00
Total - Realized Gain/Loss	\$6,501.96	-\$52,687.01	-\$46,185.05

Realized Gain/Loss

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BALDA FAMILY FOUNDATION

Realized Gain/Loss Detail for Year

Short Term							
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ADOBE SYSTEMS INC	9.0000	33.7672	01/31/08	02/08/08	296.01	303.91	-7.90
	6.0000	33.7672	01/31/08	11/13/08	138.01	202.61	-64.60
	121.0000	33.7672	01/31/08	11/20/08	2,609.57	4,085.82	-1,476.25
	1.0000	40.2600	05/06/08	11/20/08	21.57	40.26	-18.69
ADVANCED SEMICONDUCTOR ENGR INC SPONSORED ADR	120.0000	4.2799	01/31/08	05/22/08	650.92	513.59	137.33
	0.1087	0.0000	09/26/08	09/26/08	0.28	0.01	0.27
AFLAC INC	2.0000	59.4958	02/11/08	05/06/08	134.10	119.00	15.10
	2.0000	59.4958	02/11/08	11/13/08	82.51	119.00	-36.49
AKAMAI TECH INC	16.0000	37.8454	06/03/08	08/07/08	356.89	605.53	-248.64
AKBANK TURK ANONIM SIRKETI ADR	71.0000	6.6551	07/03/08	07/22/08	662.29	472.52	189.77
	51.0000	6.6551	07/03/08	07/31/08	607.95	339.41	268.54
	9.0000	6.6551	07/03/08	09/10/08	93.75	59.90	33.85
AMERICA MOVIL SAB DE CV ADR SERIES L	19.0000	61.5501	02/21/08	05/08/08	1,082.11	1,169.45	-87.34
AMERIPRISE FINANCIAL INC	9.0000	55.1300	01/31/08	04/30/08	429.74	496.17	-66.43
APACHE CORP COMMON	2.0000	94.6450	01/31/08	11/13/08	149.88	189.30	-39.42
APOLLO GROUP INC CL A	21.0000	78.3240	01/31/08	05/27/08	931.64	1,644.80	-713.16
APPLE INC	1.0000	134.3000	01/31/08	02/08/08	122.98	134.30	-11.32
	2.0000	134.3000	01/31/08	04/23/08	328.26	268.60	59.66
	3.0000	134.3000	01/31/08	11/13/08	276.22	402.90	-126.68
AQUARIUS PLATINUM LTD ADR	15.0000	24.1500	01/31/08	02/27/08	450.38	362.25	88.13
	25.0000	24.1500	01/31/08	03/11/08	689.01	603.75	85.26



Realized Gain/Loss



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Short Term	Continued							
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS	
AT & T INC	3.0000	37.4385	01/31/08	02/08/08	108.74	112.32	-3.58	
	1.0000	37.4385	01/31/08	05/06/08	39.62	37.44	2.18	
	11.0000	37.4385	01/31/08	11/13/08	296.57	411.83	-115.26	
AUTODESK INC	13.0000	40.9572	01/31/08	03/05/08	403.80	532.44	-128.64	
AVNET INC	20.0000	35.2388	01/31/08	05/19/08	562.70	704.78	-142.08	
BECTON DICKINSON & CO	4.0000	85.9050	01/31/08	04/03/08	337.42	343.63	-6.21	
	5.0000	85.9050	01/31/08	04/16/08	419.15	429.52	-10.37	
BELDEN INC	7.0000	42.2099	01/31/08	05/06/08	241.53	295.47	-53.94	
BEST BUY CO INC	4.0000	48.8640	01/31/08	05/06/08	177.95	195.46	-17.51	
	50.0000	48.8640	01/31/08	08/26/08	2,206.26	2,443.20	-236.94	
	66.0000	48.8640	01/31/08	11/13/08	1,514.50	3,225.02	-1,710.52	
BIOGEN IDEC INC	9.0000	60.1544	01/31/08	08/28/08	462.71	541.39	-78.68	
BOEING CO	9.0000	84.8243	02/15/08	07/25/08	568.63	763.42	-194.79	
BURGER KING HLDGS INC	15.0000	26.0499	01/31/08	05/05/08	422.63	390.75	31.88	
CAMERON INTERNATINL CRP	56.0000	42.1111	01/31/08	03/11/08	2,216.21	2,358.23	-142.02	
CATERPILLAR INC	1.0000	70.6400	01/31/08	05/06/08	83.25	70.64	12.61	
	41.0000	70.6400	01/31/08	10/03/08	2,128.53	2,896.24	-767.71	
	41.0000	70.6400	01/31/08	11/13/08	1,568.31	2,896.24	-1,327.93	
	1.0000	67.8000	02/08/08	11/13/08	38.26	67.80	-29.54	
CELGENE CORP	12.0000	55.8716	01/31/08	05/22/08	699.91	670.46	29.45	
CEMEX SAB DE C V ADR	15.0000	27.1644	01/31/08	08/05/08	323.37	407.47	-84.10	
	43.0000	27.1644	01/31/08	08/11/08	945.17	1,168.07	-222.90	
	30.0000	26.4372	03/11/08	08/11/08	659.43	793.12	-133.69	
CHARLES RIVER LABORATORIES	10.0000	64.7891	05/20/08	11/07/08	285.99	647.89	-361.90	
CHEVRON CORPORATION	19.0000	83.1000	01/31/08	02/08/08	1,496.61	1,578.90	-82.29	

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Short Term	Continued							
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS	
	15.0000	83.1000	01/31/08	02/11/08	1,200.45	1,246.50	-46.05	
	1.0000	83.1000	01/31/08	05/06/08	96.78	83.10	13.68	
	4.0000	83.1000	01/31/08	11/13/08	281.71	332.40	-50.69	
CHIPOTLE MEXICAN GRILL CL A	5.0000	119.6000	01/31/08	08/19/08	358.97	598.00	-239.03	
CISCO SYSTEMS INC	2.0000	24.6171	01/31/08	02/08/08	46.77	49.24	-2.47	
	6.0000	24.6171	01/31/08	11/13/08	98.33	147.71	-49.38	
CITIGROUP INC	61.0000	28.3000	01/31/08	02/08/08	1,578.05	1,726.30	-148.25	
	158.0000	28.3000	01/31/08	03/20/08	3,512.13	4,471.40	-959.27	
COCA-COLA COMPANY	16.0000	58.5852	01/31/08	02/15/08	934.45	937.37	-2.92	
COMMSCOPE INC	16.0000	51.2893	05/12/08	11/05/08	266.85	820.63	-553.78	
COMPANHIA ENERGETICA DE MINAS GERAIS-CEMIG SPONS ADR	16.0000	15.7472	01/31/08	06/19/08	384.26	251.96	132.30	
	39.0000	15.7472	01/31/08	07/18/08	1,000.59	614.15	386.44	
COMPANHIA VALE DO RIO DOCE SPONSORED ADR	10.0000	29.5172	01/31/08	04/25/08	371.25	295.18	76.07	
COVENTRY HEALTH CARE INC	68.0000	55.8050	01/31/08	02/08/08	3,668.07	3,794.74	-126.67	
	87.0000	41.5975	03/20/08	10/27/08	1,062.40	3,618.98	-2,556.58	
	54.0000	44.9998	05/07/08	10/27/08	659.43	2,429.99	-1,770.56	
CROCS INC	12.0000	34.4055	01/31/08	04/15/08	127.90	412.87	-284.97	
CUMMINS INC	11.0000	67.7315	06/26/08	11/04/08	307.23	745.05	-437.82	
CVS CAREMARK CORP	9.0000	38.7185	01/31/08	11/13/08	257.84	348.47	-90.63	
DEERE & CO	2.0000	88.0100	01/31/08	02/08/08	163.39	176.02	-12.63	
	2.0000	88.0100	01/31/08	05/06/08	171.99	176.02	-4.03	
	33.0000	88.0100	01/31/08	08/26/08	2,199.91	2,904.33	-704.42	
	29.0000	88.0100	01/31/08	10/27/08	887.14	2,552.29	-1,665.15	




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	22.0000	82.3851	03/14/08	10/27/08	673.02	1,812.47	-1,139.45
DESARROLLADORA HOMEX SA DE CV	30.0000	55.1599	01/31/08	04/10/08	1,876.02	1,654.80	221.22
DISCOVERY HOLDING CO CLASS A	24.0000	23.2100	01/31/08	07/09/08	491.64	557.04	-65.40
DRYSHIPS INC	7.0000	82.5537	06/26/08	09/15/08	348.86	577.88	-229.02
E M C CORP MASS	13.0000	15.9090	01/31/08	02/08/08	198.76	206.82	-8.06
	61.0000	15.9090	01/31/08	05/16/08	1,068.84	970.45	98.39
	13.0000	15.8500	01/31/08	05/16/08	227.79	206.05	21.74
	10.0000	15.8500	01/31/08	11/13/08	98.41	158.50	-60.09
ELECTRONIC ARTS INC	19.0000	47.0071	01/31/08	05/09/08	1,001.29	893.13	108.16
EMERSON ELECTRIC CO	6.0000	50.7590	01/31/08	02/08/08	302.87	304.56	-1.69
	4.0000	50.7590	01/31/08	05/06/08	224.71	203.04	21.67
	4.0000	50.7590	01/31/08	11/13/08	133.37	203.04	-69.67
EQSTRA HOLDINGS LTD-ADR	177.0000	0.0000	06/02/08	07/16/08	244.87	0.00	0.00
EXPRESS SCRIPTS INC CL A	11.0000	66.6699	01/31/08	11/25/08	606.63	733.37	-126.74
	6.0000	74.0633	08/28/08	11/25/08	330.89	444.38	-113.49
	1.0000	72.9100	09/10/08	11/25/08	55.15	72.91	-17.76
EXXON MOBIL CORP	1.0000	85.1300	01/31/08	02/08/08	81.24	85.13	-3.89
	34.0000	85.1300	01/31/08	08/21/08	2,734.62	2,894.42	-159.80
FEDEX CORPORATION	2.0000	93.4800	01/31/08	05/06/08	195.30	186.96	8.34
	44.0000	93.4800	01/31/08	06/12/08	3,848.21	4,113.12	-264.91
FLIR SYSTEMS INC	9.0000	30.3944	01/31/08	12/04/08	242.96	273.56	-30.60
FOCUS MEDIA HOLDING ADR	11.0000	46.7888	01/31/08	06/09/08	333.55	514.68	-181.13

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DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS	
FOMENTO ECONOMICO MEXICANO S.A.B DE C V (NEW)	25.0000	36.3832	01/31/08	03/11/08	1,004.33	909.59	94.74	
	13.0000	36.3832	01/31/08	09/02/08	593.91	472.98	120.93	
FOREST OIL CORP NEW	8.0000	49.2971	03/27/08	10/13/08	214.65	394.38	-179.73	
FOSSIL INC	15.0000	33.1844	01/31/08	07/15/08	360.28	497.77	-137.49	
GENERAL CABLE CORP	5.0000	57.6900	01/31/08	05/16/08	360.33	288.45	71.88	
GILEAD SCIENCES INC	20.0000	45.0571	01/31/08	02/08/08	889.79	901.15	-11.36	
	5.0000	45.0571	01/31/08	04/23/08	252.45	225.29	27.16	
	1.0000	45.0571	01/31/08	05/06/08	54.03	45.06	8.97	
	11.0000	45.0571	01/31/08	10/24/08	481.68	495.63	-13.95	
	7.0000	45.0571	01/31/08	11/06/08	311.52	315.40	-3.88	
	8.0000	45.0571	01/31/08	11/13/08	365.13	360.45	4.68	
GOLDMAN SACHS GROUP INC	1.0000	201.8300	01/31/08	05/06/08	197.60	201.83	-4.23	
	13.0000	201.8300	01/31/08	05/23/08	2,250.63	2,623.79	-373.16	
	33.0000	201.8300	01/31/08	06/12/08	5,493.51	6,660.39	-1,166.88	
	1.0000	186.4200	02/08/08	06/12/08	166.48	186.42	-19.94	
GOOGLE INC CL A	1.0000	561.5100	01/31/08	02/08/08	514.78	561.51	-46.73	
GRUPO TELEVISION S A DE CV GLOBAL DEP RCPT REP ADR 144A PARTN CTF	33.0000	22.1572	01/31/08	05/20/08	881.85	731.19	150.66	
HEALTH NET INC	13.0000	46.4500	01/31/08	02/26/08	609.78	603.85	5.93	
HEWLETT-PACKARD COMPANY	6.0000	43.7285	01/31/08	02/08/08	249.41	262.38	-12.97	
	21.0000	43.7285	01/31/08	04/30/08	989.95	918.30	71.65	
	19.0000	43.7285	01/31/08	06/03/08	882.51	830.83	51.68	
	6.0000	43.5285	01/31/08	06/03/08	278.69	261.18	17.51	
	75.0000	43.5285	01/31/08	11/13/08	2,309.08	3,264.64	-955.56	




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HOLOGIC INC	18.0000	30.0766	02/29/08	05/19/08	376.77	541.38	-164.61	
	10.0000	27.4221	03/13/08	05/19/08	209.33	274.22	-64.89	
HONEYWELL INTERNATIONAL INC	2.0000	58.7385	01/31/08	05/06/08	121.61	117.48	4.13	
	4.0000	58.7385	01/31/08	11/13/08	106.96	234.96	-128.00	
IMPERIAL HOLDINGS ADR	177.0000	10.6500	01/31/08	07/24/08	1,095.50	1,885.05	-789.55	
INTEL CORP	1.0000	21.0473	01/31/08	02/08/08	20.25	21.05	-0.80	
	42.0000	21.0473	01/31/08	08/21/08	965.18	883.99	81.19	
	125.0000	21.0473	01/31/08	11/13/08	1,741.34	2,630.92	-889.58	
INTERCONTINENTALEXCHANGE INC	7.0000	137.8299	01/31/08	08/08/08	612.45	964.81	-352.36	
INTERNATIONAL BUSINESS MACHINE CORP	1.0000	102.8680	02/08/08	11/13/08	79.27	102.87	-23.60	
INTERNATIONAL GAME TECHNOLOGY	122.0000	42.0300	01/31/08	05/06/08	4,222.05	5,127.66	-905.61	
	2.0000	43.1800	02/08/08	05/06/08	69.22	86.36	-17.14	
INVERNESS MED INNOVATION INC	8.0000	45.1299	01/31/08	03/03/08	243.89	361.04	-117.15	
ITT EDUCATIONAL SERVICES INC	4.0000	92.1900	01/31/08	06/17/08	308.80	368.76	-59.96	
JOHNSON & JOHNSON	6.0000	63.0972	01/31/08	11/13/08	358.80	378.59	-19.79	
JPMORGAN CHASE & CO	45.0000	47.9676	01/31/08	10/02/08	2,170.78	2,158.55	12.23	
	5.0000	47.9676	01/31/08	11/13/08	172.35	239.84	-67.49	
JUNIPER NETWORK INC	21.0000	27.1087	01/31/08	06/20/08	478.40	569.28	-90.88	
KENNAMETAL INC CAP STK	14.0000	30.4799	01/31/08	07/28/08	402.72	426.72	-24.00	
KLABIN SA-SPONS ADR	13.0000	34.6000	01/31/08	07/02/08	458.55	449.80	8.75	
KUMBA IRON ORE LTD ADR	10.0000	38.0000	01/31/08	03/11/08	447.39	380.00	67.39	

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LEHMAN BROTHERS HOLDINGS INC	105.0000	64.7916	01/31/08	03/28/08	4,028.03	6,803.12	-2,775.09	
	2.0000	58.9300	02/08/08	03/28/08	76.73	117.86	-41.13	
LUBRIZOL CORP	9.0000	52.4399	01/31/08	05/07/08	489.63	471.96	17.67	
MANITOWOC COMPANY INC	23.0000	37.5099	01/31/08	08/04/08	541.57	862.73	-321.16	
	14.0000	37.5099	01/31/08	10/30/08	135.62	525.14	-389.52	
MARVELL TECHNOLOGY GROUP LTD	43.0000	17.5732	07/01/08	12/22/08	293.28	755.65	-462.37	
	3.0000	11.4600	09/10/08	12/22/08	20.47	34.38	-13.91	
MASTERCARD INC CL A	2.0000	298.2983	05/06/08	10/17/08	311.42	596.60	-285.18	
	1.0000	298.2983	05/06/08	11/24/08	132.88	298.29	-165.41	
	1.0000	290.1484	06/10/08	11/24/08	132.89	290.15	-157.26	
MCDONALDS CORP	1.0000	52.5572	01/31/08	02/08/08	55.70	52.56	3.14	
	6.0000	52.5572	01/31/08	11/13/08	324.27	315.35	8.92	
MEMC ELECTR MATLS INC	5.0000	70.9400	01/31/08	02/08/08	377.84	354.70	23.14	
	12.0000	70.9400	01/31/08	05/01/08	784.70	851.28	-66.58	
	36.0000	70.9400	01/31/08	10/30/08	602.36	2,553.84	-1,951.48	
	12.0000	71.1600	01/31/08	10/30/08	200.79	853.92	-653.13	
MERRILL LYNCH & CO INC	89.0000	51.8976	02/08/08	03/19/08	3,806.63	4,618.89	-812.26	
MGM MIRAGE	11.0000	71.5300	01/31/08	05/06/08	571.53	786.83	-215.30	
	80.0000	71.5300	01/31/08	06/11/08	3,408.45	5,722.40	-2,313.95	
	2.0000	67.9200	02/08/08	06/11/08	85.22	135.84	-50.62	
MICROS SYSTEMS INC	12.0000	34.4495	04/22/08	11/11/08	187.54	413.39	-225.85	
MICROSOFT CORP	8.0000	32.4170	01/31/08	02/08/08	227.27	259.34	-32.07	
	41.0000	32.4170	01/31/08	02/19/08	1,163.64	1,329.09	-165.45	
	42.0000	32.1800	01/31/08	02/19/08	1,192.03	1,351.56	-159.53	




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	42.0000	32.1800	01/31/08	07/22/08	1,076.69	1,351.56	-274.87	
	28.0000	32.1800	01/31/08	07/23/08	730.55	901.04	-170.49	
	21.0000	32.1800	01/31/08	08/25/08	580.00	675.78	-95.78	
MILlicom INTL CELLULAR S A.(NEW)	5.0000	105.6080	01/31/08	08/08/08	384.82	528.05	-143.23	
	7.0000	105.6080	01/31/08	10/24/08	193.52	739.25	-545.73	
MOBILE TELESYSTEMS - SPON ADR	20.0000	82.4676	01/31/08	03/11/08	1,586.79	1,649.36	-62.57	
MONSANTO CO NEW	3.0000	113.6650	01/31/08	02/08/08	323.93	341.00	-17.07	
	19.0000	113.6650	01/31/08	05/06/08	2,268.46	2,159.64	108.82	
	19.0000	113.6650	01/31/08	06/06/08	2,638.72	2,159.64	479.08	
NASDAQ OMX GROUP	14.0000	45.5800	01/31/08	06/09/08	454.92	638.12	-183.20	
	10.0000	36.4710	03/10/08	06/09/08	324.95	364.71	-39.76	
NASPERS LTD-N SHS SPON ADR	38.0000	18.7500	01/31/08	07/07/08	813.57	712.50	101.07	
	71.0000	18.7500	01/31/08	08/11/08	1,624.31	1,331.25	293.06	
NCR CORP NEW	16.0000	21.4100	01/31/08	02/12/08	360.31	342.56	17.75	
NEDBANK GROUP LTD-SPONS ADR	49.0000	29.6000	01/31/08	08/28/08	1,356.42	1,450.40	-93.98	
	26.0000	29.6000	01/31/08	11/21/08	426.30	769.60	-343.30	
NORDSTROM INC	7.0000	39.7444	01/31/08	05/06/08	252.49	278.22	-25.73	
	76.0000	39.7444	01/31/08	07/30/08	2,190.23	3,020.57	-830.34	
	30.0000	39.7444	01/31/08	08/21/08	872.78	1,192.33	-319.55	
	74.0000	39.7444	01/31/08	11/14/08	906.29	2,941.08	-2,034.79	
	4.0000	37.0699	02/08/08	11/14/08	48.99	148.28	-99.29	
NUCOR CORP	10.0000	80.1215	05/08/08	08/18/08	500.54	801.22	-300.68	
NVIDIA CORP	18.0000	24.6172	01/31/08	06/11/08	389.56	443.11	-53.55	

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ORACLE CORPORATION	115.0000	20.2975	01/31/08	05/06/08	2,484.62	2,334.21	150.41
PEPSICO INCORPORATED	3.0000	67.0850	01/31/08	02/08/08	209.09	201.26	7.83
	1.0000	67.0850	01/31/08	05/06/08	68.59	67.09	1.50
	8.0000	67.0850	01/31/08	11/13/08	429.57	536.68	-107.11
	22.0000	67.0850	01/31/08	12/03/08	1,175.80	1,475.87	-300.07
PETROLEO BRASILEIRO - SPON ADR - PETROBRAS	10.0000	109.5300	01/31/08	03/11/08	1,140.02	1,095.30	44.72
PFIZER INCORPORATED	1.0000	23.1975	01/31/08	02/08/08	22.19	23.20	-1.01
	89.0000	23.1975	01/31/08	02/11/08	1,972.05	2,064.58	-92.53
	6.0000	17.9063	10/07/08	11/13/08	95.70	107.44	-11.74
PHILIPPINE LONG DISTANCE TELEPHONE CO SPONSORED ADR	5.0000	75.0199	01/31/08	04/25/08	302.46	375.10	-72.64
	13.0000	75.0199	01/31/08	08/11/08	802.05	975.26	-173.21
	8.0000	75.0199	01/31/08	11/14/08	369.13	600.16	-231.03
PMC-SIERRA INC	35.0000	9.0759	08/28/08	10/30/08	163.73	317.66	-153.93
	27.0000	9.0759	08/28/08	10/31/08	125.03	245.05	-120.02
	4.0000	8.7990	09/10/08	10/31/08	18.53	35.20	-16.67
PRECISION CASTPARTS CORP	6.0000	111.8700	01/31/08	06/17/08	616.76	671.22	-54.46
PROCTER & GAMBLE CO	38.0000	65.5894	01/31/08	02/11/08	2,504.81	2,492.40	12.41
	1.0000	65.2000	02/08/08	02/11/08	65.92	65.20	0.72
	3.0000	66.3088	06/12/08	11/13/08	188.48	198.93	-10.45
RESEARCH IN MOTION LTD	12.0000	94.2842	01/31/08	11/07/08	573.67	1,131.41	-557.74
ROCKWELL COLLINS	12.0000	62.9400	01/31/08	06/24/08	597.20	755.28	-158.08
SCHLUMBERGER LTD	9.0000	74.5300	01/31/08	02/08/08	685.98	670.77	15.21
	5.0000	74.5300	01/31/08	11/13/08	243.95	372.65	-128.70



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SHINHAN FINL GRP ADR	9.0000	107.9060	01/31/08	09/25/08	722.67	971.16	-248.49	
SIMCERE PHARMACEUTICAL ADR	52.0000	11.6699	01/31/08	04/01/08	558.16	606.83	-48.67	
SK TELECOMMUNICATIONS CO LMT SPON ADR	20.0000	24.8972	01/31/08	03/11/08	428.16	497.95	-69.79	
	73.0000	24.8972	01/31/08	08/28/08	1,489.87	1,817.49	-327.62	
SMITH INTL INC	7.0000	54.4280	01/31/08	04/16/08	493.64	381.00	112.64	
SPX CORP	5.0000	101.5900	01/31/08	10/30/08	176.86	507.95	-331.09	
STEEL DYNAMICS INC	22.0000	26.0783	02/11/08	12/22/08	226.31	573.72	-347.41	
SUNPOWER CORP CL A	5.0000	69.0000	01/31/08	04/18/08	452.71	345.00	107.71	
	26.0000	79.9171	02/19/08	04/18/08	2,354.14	2,077.85	276.29	
SUNTECH POWER HOLDINGS CO LTD ADR	1.0000	49.1737	04/04/08	05/06/08	44.34	49.18	-4.84	
	51.0000	49.1737	04/04/08	05/16/08	2,355.47	2,507.85	-152.38	
TARGET CORP	2.0000	54.9025	01/31/08	05/06/08	106.93	109.81	-2.88	
TENARIS S A SPONSORED ADR	26.0000	39.7872	01/31/08	06/16/08	1,629.22	1,034.47	594.75	
	18.0000	39.7872	01/31/08	06/20/08	1,256.65	716.17	540.48	
TERADATA CORP	15.0000	23.5175	01/31/08	09/05/08	340.96	352.76	-11.80	
TEREX CORPORATION NEW	11.0000	72.8441	05/21/08	07/11/08	471.85	801.29	-329.44	
TEXTRON INC	13.0000	55.3900	01/31/08	07/22/08	535.47	720.07	-184.60	
TIFFANY & CO NEW	17.0000	47.2103	06/16/08	11/11/08	360.98	802.58	-441.60	
	1.0000	44.2294	09/10/08	11/11/08	21.24	44.23	-22.99	
TURKCELL ILETISIM HIZMETLERI	73.0000	22.2944	01/31/08	08/28/08	1,220.32	1,627.50	-407.18	
	33.0000	22.2944	01/31/08	11/17/08	388.16	735.72	-347.56	
UNITED TECHNOLOGIES CORP	1.0000	73.7399	01/31/08	02/08/08	70.99	73.74	-2.75	

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	1.0000	73.7399	01/31/08	05/06/08	74.78	73.74	1.04	
	11.0000	73.7399	01/31/08	11/13/08	556.39	811.14	-254.75	
	24.0000	73.2228	01/31/08	11/13/08	1,213.95	1,757.35	-543.40	
US BANCORP NEW	65.0000	34.2472	01/31/08	09/17/08	2,188.27	2,226.07	-37.80	
	70.0000	34.2472	01/31/08	10/02/08	2,555.72	2,397.31	158.41	
VALERO ENERGY CORP NEW (VALERO REFNG & MKTING)	78.0000	59.2810	01/31/08	02/08/08	4,576.32	4,623.92	-47.60	
WACHOVIA CORP	68.0000	34.6450	02/08/08	03/12/08	1,955.10	2,355.86	-400.76	
	1.0000	34.3734	02/11/08	03/12/08	28.76	34.37	-5.61	
WEATHERFORD INTL LTD	19.0000	43.7394	05/28/08	09/11/08	558.56	831.05	-272.49	
WELLS FARGO COMPANY	79.0000	29.3851	07/22/08	10/03/08	2,905.09	2,321.42	583.67	
WESTERN DIGITAL CORP	24.0000	26.4972	01/31/08	10/30/08	385.11	635.93	-250.82	
WHITING PETROLEUM CORP	9.0000	95.6691	05/21/08	12/22/08	265.90	861.02	-595.12	
WYNN RESORTS LTD	4.0000	114.6094	01/31/08	06/30/08	318.60	458.44	-139.84	
YUM BRANDS INC	17.0000	33.9950	01/31/08	11/10/08	455.53	577.92	-122.39	
	9.0000	35.3808	03/07/08	11/10/08	241.16	318.43	-77.27	
	1.0000	38.5100	09/10/08	11/10/08	26.80	38.51	-11.71	
Total - Short Term					\$185,972.29	\$231,912.47	-\$46,185.05	

