

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

2009

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.

For calendar year 2009, or tax year beginning _____, and ending _____

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation BURGDORFF FOUNDATION	A Employer identification number 22-6424929
	C/O JEAN T. BURGDORFF	B Telephone number 973-4547878
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 101 S COURTENAY PKWY	
	City or town, state, and ZIP code MERRITT ISLAND, FL 32952	C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 956,501.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	4,500.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2,747.	2,747.		STATEMENT 1
4 Dividends and interest from securities	15,371.	15,371.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<101,138.>			
b Gross sales price for all assets on line 6a	858,766.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	117.	117.		STATEMENT 3
12 Total. Add lines 1 through 11	<78,403.>	18,235.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes STMT 4	343.	183.		160.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	3,743.	3,529.		214.
24 Total operating and administrative expenses. Add lines 13 through 23	4,086.	3,712.		374.
25 Contributions, gifts, grants paid	28,876.			28,876.
26 Total expenses and disbursements. Add lines 24 and 25	32,962.	3,712.		29,250.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<111,365.>			
b Net investment income (if negative, enter -0-)		14,523.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	213,836.	99,930.	99,930.
	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			
	7 Other notes and loans receivable			
	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 STMT 6	15,361.	12,027.	12,584.
	b Investments - corporate stock STMT 7	744,217.	762,220.	843,987.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis				
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 8	12,061.	0.	0.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers)	985,475.	874,177.	956,501.	
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			
	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 type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	985,475.	874,177.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	985,475.	874,177.		
31 Total liabilities and net assets/fund balances	985,475.	874,177.		

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	985,475.
2 Enter amount from Part I, line 27a	2	<111,365.>
3 Other increases not included in line 2 (itemize) NONTAXABLE DISTRIBUTIONS	3	67.
4 Add lines 1, 2, and 3	4	874,177.
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	874,177.

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			
b	SEE ATTACHED STATEMENT		
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			
b			
c			
d			
e	858,766.	959,904.	<101,138.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<101,138.>

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	<101,138.>
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	75,060.	961,776.	.078043
2007	45,900.	1,064,191.	.043131
2006	68,700.	959,556.	.071596
2005	98,025.	840,184.	.116671
2004	30,297.	798,835.	.037926

2 Total of line 1, column (d)	2	.347367
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	.069473
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	872,274.
5 Multiply line 4 by line 3	5	60,599.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	145.
7 Add lines 5 and 6	7	60,744.
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.	8	29,250.

BURGDORFF FOUNDATION
C/O JEAN T. BURGDORFF

Form 990-PF (2009)

22-6424929

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	290.
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	290.
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	290.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	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		0.
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		290.
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 2010 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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
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?	N/A	
4b		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NONE		
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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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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 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 ► BURGDORFF FOUNDATION/B. KELLER Telephone no. ► 321-394-7701 Located at ► 101 S COURTENAY PKWY, MERRITT ISLAND, FL ZIP+4 ► 32952			
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		N/A

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 ► <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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____, _____, _____, _____	<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 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. ► _____, _____, _____, _____			
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.)	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 2009?		4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? 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 instructions)? Yes No
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) N/A

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

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.

(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
JEAN T. BURGDORFF 101 S COURTENAY PKWY MERITT ISLAND, FL 32952	TRUSTEE 4.00	0.	0.	0.
PETER BURGDORFF 149 KENT PLACE BLVD. SUMMIT, NJ 07901	TRUSTEE 4.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 ▶ 0

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

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 instructions.	
3	

Total. Add lines 1 through 3 ▶ 0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	740,687.
b	Average of monthly cash balances	1b	144,870.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	885,557.
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	885,557.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,283.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	872,274.
6	Minimum investment return. Enter 5% of line 5	6	43,614.

Part XI Distributable Amount (see 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	43,614.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	290.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	290.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,324.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	43,324.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	43,324.

Part XII Qualifying Distributions (see 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	29,250.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	29,250.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	29,250.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				43,324.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005	56,566.			
c From 2006	21,954.			
d From 2007				
e From 2008	27,291.			
f Total of lines 3a through e	105,811.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 29,250.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				29,250.
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))	14,074.			14,074.
6 Enter the net total of each column as indicated below:	91,737.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	91,737.			
10 Analysis of line 9:				
a Excess from 2005	42,492.			
b Excess from 2006	21,954.			
c Excess from 2007				
d Excess from 2008	27,291.			
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 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).)

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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 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 STATEMENT 9				
Total			▶ 3a	28,876.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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) is based on all information of which preparer has any knowledge.

Sign Here		Signature of officer or trustee <u>Jeant Burgdorff</u>	
Paid Preparer's Use Only		Preparer's signature <u>Trudman K. Cohen</u> Firm's name (or yours if self-employed), address, and ZIP code WEISER LLP 399 THORNALL STREET EDISON, NJ 08837-2246	

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 MERRILL LYNCH - ATTACHMENT I	P	VARIOUS	VARIOUS
b MERRILL LYNCH - ATTACHMENT I	P	VARIOUS	VARIOUS
c POWERSHARES DB G10 CURRENCY HARVEST FUND PASS THR	P	VARIOUS	VARIOUS
d UNITED STATES OIL FUND LP PASS THROUGH ENTITY (12	P	VARIOUS	VARIOUS
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 378,348.		370,880.	7,468.
b 480,104.		589,024.	<108,920.>
c 94.			94.
d 220.			220.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			7,468.
b			<108,920.>
c			94.
d			220.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<101,138.>
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



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Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and may not include return of capital, sales load deferral, or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The cost basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income received. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize premium paid on the purchase of taxable bonds.

Dividend and Interest details are repeated in the following pages for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer or tax advisor. Please see your tax advisor for more information.

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
AT& T INC	250.0000	05/19/09	10/22/09			6,481.47	6,207.00	274.47
AVON PROD INC	140.0000	02/09/09	10/19/09			4,744.31	3,141.66	1,602.65
BAXTER INTERNL INC	1.0000	03/18/08	02/09/09			58.99	56.88	2.11
DIAMOND OFFSHORE DRLNG	150.0000	05/19/09	06/04/09			12,403.56	11,669.13	734.43
FPL GROUP INC	34.0000	10/14/08	05/19/09			1,892.70	1,442.33	450.37
FOSTER WHEELER AG	350.0000	05/19/09	09/28/09			10,900.58	8,728.77	2,171.81
ISHARES DJ US TELCOMMUNI	412.0000	02/09/09	05/19/09			7,358.92	6,700.77	658.15
POWERSHARES ETF TR	639.0000	02/09/09	05/19/09			7,009.70	6,725.79	283.91
ISHARES IBOXX \$	204.0000	10/13/08	05/19/09			19,844.39	17,330.23	2,514.16
	34.0000	10/14/08	05/19/09			3,307.40	2,940.66	366.74
		Security Subtotal				23,151.79	20,270.89	2,880.90
ISHARES BARCLAYS TIPS BO	91.0000	02/09/09	05/19/09			9,191.24	9,061.65	129.59



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POWERSHARES TR DYNAMIC	108.0000	02/09/09	05/19/09			1,201.13	1,199.88	1.25
WISDOMTREE DIEFA FUND	158.0000	02/09/09	05/19/09			6,129.95	5,599.52	530.43
SPDR BARCLY CPTAL INTL	141.0000	02/09/09	05/19/09			7,464.03	7,220.78	243.25
ISHARES BARCLAYS MBS BON	101 0000	10/14/08	05/19/09			10,687.85	10,097.95	589.90
S&P US PFD STK INDEX FD	145.0000	02/09/09	05/19/09			4,351.73	3,620.65	731.08
VANGUARD INTERMEDIATE	568 0000	02/09/09	05/19/09			43,675 80	43,457.68	218 12
ISHARES IBOXXS HIGH YIEL	98.0000	02/09/09	05/19/09			7,421 82	7,284.92	136.90
WISDOMTREE EMERGING MRKT	73.0000	10/14/08	05/19/09			2,861.80	2,793.27	68.53
	64.0000	02/09/09	05/19/09			2,508.99	2,015.47	493.52
		Security Subtotal				5,370.79	4,808.74	562.05
ISHARES MSCI JAPAN SM CA	191.0000	02/09/09	05/19/09			7,226.16	6,800 50	425.66
GENERAL MILLS	82 0000	05/19/09	10/27/09			5,318 87	4,300.48	1,018.39
HALLIBURTON COMPANY	178.0000	10/14/08	05/19/09			3,928 75	3,865.93	62.82
	12.0000	02/09/09	05/19/09			264.86	242.62	22.24
		Security Subtotal				4,193.61	4,108.55	85.06
HONEYWELL INTL INC DEL	123.0000	10/14/08	05/19/09			4,085.52	4,079 47	6.05
SECTOR SPDR FINANCIAL	136.0000	02/09/09	05/19/09			1,657.52	1,350.32	307.20
UNITED TECHS CORP COM	15.0000	02/09/09	05/19/09			785.73	744.87	40.86
WYETH	33 0000	10/14/08	02/09/09			1,437.86	1,115.70	322.16
ABDN EQUITY LONG SHORT A	1.0000	02/12/09	05/19/09			10.51	10.44	0.07



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JPM HGHBRG STAT MRT A	37.0000	07/17/08	02/09/09		608.65	594.96	13.69
JPMRGN HGBR ST MK NT SEL	609.4210	07/17/08	05/19/09		9,848.23	9,847.76	0.47
L SAYLES STRAT INCM CL A	2282.0000	10/14/08	05/19/09		26,083.28	24,508.68	1,574.60
	46.0000	10/28/08	05/19/09		525.78	461.84	63.94
	1.0000	10/29/08	05/19/09		11.43	10.12	1.31
	46.0000	11/25/08	05/19/09		525.78	450.34	75.44
	78.0000	12/29/08	05/19/09		891.54	807.30	84.24
	38.0000	12/29/08	05/19/09		434.34	393.30	41.04
	8.0000	12/29/08	05/19/09		91.44	82.80	8.64
	1.0000	12/30/08	05/19/09		11.43	10.53	0.90
	36.0000	01/27/09	05/19/09		411.48	385.20	26.28
	1.0000	01/28/09	05/19/09		11.43	10.71	0.72
	2.0000	02/09/09	05/19/09		22.86	21.57	1.29
	1.0000	02/12/09	05/19/09		11.43	10.83	0.60
	17.0000	02/24/09	05/19/09		194.31	177.82	16.49
	1.0000	02/25/09	05/19/09		11.43	10.39	1.04
	19.0000	03/24/09	05/19/09		217.17	196.08	21.09
	16.0000	04/28/09	05/19/09		182.88	172.48	10.40
	1.0000	04/29/09	05/19/09		11.45	10.87	0.58
		Security Subtotal			29,649.46	27,720.86	1,928.60
CALAMOS CONVERTIBLE FUND	897.0430	02/09/09	05/19/09		14,585.91	13,410.78	1,175.13
	6.0000	03/19/09	05/19/09		97.56	87.66	9.90
	1.0000	03/20/09	05/19/09		16.27	14.50	1.77
		Security Subtotal			14,699.74	13,512.94	1,186.80
BLACKROCK GLOBAL ALLOC I	78.0000	12/16/08	05/19/09		1,220.42	1,124.76	95.66
	1.0000	12/17/08	05/19/09		15.64	14.97	0.67
	1.0000	02/09/09	05/19/09		15.65	14.72	0.93
	1.0000	02/10/09	05/19/09		15.66	14.44	1.22



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BLACKROCK GLOBAL ALLOC I						<u>1,267.37</u>	<u>1,168.89</u>	<u>98.48</u>
						250,285.59	232,650.73	17,634.86
SHORT TERM CAPITAL LOSSES								
BECTON DICKINSON CO	118.0000	02/09/09	05/19/09			7,589.59	8,600.56	(1,010.97)
EMERSON ELEC CO	50.0000	10/14/08	02/09/09			1,715.53	1,885.17	(169.64)
ISHARES S&P GLBL HEALTH	151.0000	02/09/09	05/19/09			6,332.44	6,698.25	(365.81)
ISHARES BARCLAY 7-10 YR	1.0000	02/09/09	05/19/09			92.76	93.33	(0.57)
ISHARES IBOXX \$	79.0000	05/08/08	02/09/09			7,727.54	8,331.74	(604.20)
ISHARE BARLCYS 20+ YR	71.0000	02/09/09	05/19/09			6,801.47	7,201.34	(399.87)
POWERSHARES TR DYNAMIC	116.0000	10/14/08	05/19/09			1,290.09	1,459.88	(169.79)
WISDOMTREE DIEFA FUND	170.0000	10/14/08	05/19/09			6,595.50	7,416.05	(820.55)
POWERSHARES QQQ TR UNITS	33.0000	10/14/08	02/09/09			1,039.52	1,139.16	(99.64)
VANGUARD SHORT TERM BOND	365.0000	02/09/09	05/19/09			28,842.25	28,995.71	(153.46)
ISHARES S&P 500	80.0000	10/14/08	05/19/09			3,771.27	3,931.68	(160.41)
INTL BUSINESS MACHINES	1.0000	08/06/08	02/09/09			96.27	129.43	(33.16)
JOHNSON AND JOHNSON COM	186.0000	06/26/08	05/19/09			10,353.99	12,078.81	(1,724.82)
	15.0000	02/09/09	05/19/09			<u>835.01</u>	<u>875.99</u>	<u>(40.98)</u>
						11,189.00	12,954.80	(1,765.80)



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MCKESSON CORPORATION COM	37.0000	10/14/08	05/19/09			1,445.92	1,657.76	(211.84)
PPL CORPORATION	28.0000	10/14/08	05/19/09			891.70	955.34	(63.64)
	5.0000	02/09/09	05/19/09			159.24	163.30	(4.06)
		Security Subtotal				1,050.94	1,118.64	(67.70)
PETROLEO BRAS VTG SPD ADR	270.0000	05/19/09	07/08/09			9,891.82	11,008.60	(1,116.78)
PEPSICO INC	22.0000	10/14/08	05/19/09			1,134.86	1,238.12	(103.26)
	12.0000	02/09/09	05/19/09			619.02	620.75	(1.73)
		Security Subtotal				1,753.88	1,858.87	(104.99)
RESEARCH IN MOTION LTD	90.0000	05/19/09	09/28/09			6,273.10	6,856.00	(582.90)
SCHLUMBERGER LTD	25.0000	10/14/08	02/09/09			1,182.95	1,662.20	(479.25)
SECTOR SPDR FINANCIAL	178.0000	08/06/08	05/19/09			2,169.40	3,979.87	(1,810.47)
	21.0000	10/14/08	05/19/09			255.94	361.15	(105.21)
		Security Subtotal				2,425.34	4,341.02	(1,915.68)
UNITED TECHS CORP COM	29.0000	10/14/08	05/19/09			1,519.05	1,560.18	(41.13)
WADDELL & REED FINL A	196.0000	10/14/08	02/09/09			3,193.22	3,413.99	(220.77)
ABDN EQUITY LONG SHORT A	38.0000	03/04/08	02/09/09			401.28	435.86	(34.58)
JPMRGN HGBR ST MK NT SEL	1.0000	12/24/08	05/19/09			16.16	16.42	(0.26)
	1.0000	02/12/09	05/19/09			16.17	16.57	(0.40)
		Security Subtotal				32.33	32.99	(0.66)
BLACKROCK LARGE CAP CORE	13.0000	03/04/08	02/09/09			90.09	118.69	(28.60)
	207.0000	10/14/08	05/19/09			1,372.99	1,428.30	(55.31)
	1.0000	02/09/09	05/19/09			6.65	6.93	(0.28)
		Security Subtotal				1,469.73	1,553.92	(84.19)



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L SAYLES STRAT INCM CL A	21.0000	02/26/08	02/09/09			226.59	310.17	(83.58)
	1 0000	02/27/08	02/09/09			10.79	14.82	(4.03)
	17 0000	03/25/08	02/09/09			183.43	246.16	(62.73)
	7.0000	04/29/08	02/09/09			75.54	102.90	(27.36)
	18 0000	05/27/08	05/19/09			205.73	264.78	(59.05)
	20.0000	06/24/08	05/19/09			228.60	287.00	(58.40)
	1.0000	06/25/08	05/19/09			11.42	14.35	(2.93)
	21.0000	07/29/08	05/19/09			240.03	292.32	(52.29)
	20.0000	08/26/08	05/19/09			228.60	274.00	(45.40)
	22 0000	09/23/08	05/19/09			251.46	279.62	(28.16)
	1.0000	09/24/08	05/19/09			11.43	12.68	(1.25)
		Security Subtotal				1,673.62	2,098.80	(425.18)
BLACKROCK GLOBAL ALLOC I	10 0000	07/18/08	05/19/09			156.46	188.70	(32.24)
	1.0000	07/21/08	05/19/09			15.64	18.91	(3.27)
	181.0000	10/14/08	05/19/09			2,831.98	2,852.55	(20.57)
		Security Subtotal				3,004.08	3,060.16	(56.08)
		Short Term Capital Losses Subtotal				118,400.49	129,496.09	(11,095.60)
NET SHORT TERM CAPITAL GAIN (LOSS)						#368,686.08	#362,146.82	6,539.26
LONG TERM CAPITAL GAINS								
AVON PROD INC	23 0000	10/14/08	10/19/09			779.42	739.22	40.20
ISHARES BARCLAY 7-10 YR	29.0000	02/07/08	02/09/09			2,707.13	2,600.71	106.42
	287.0000	02/07/08	05/19/09			26,621.46	25,738.17	883.29
		Security Subtotal				29,328.59	28,338.88	989.71
ISHARES BARCLAYS MBS BON	321 0000	02/07/08	02/09/09			33,458.86	33,080.88	377.98
	277 0000	02/07/08	05/19/09			29,312.21	28,546.43	765.78
	56.0000	05/08/08	05/19/09			5,925.93	5,758.48	167.45
		Security Subtotal				68,697.00	67,385.79	1,311.21



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2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
GENERAL MILLS	20.0000	02/07/08	02/09/09			1,175.61	1,090.27	85.34
	158.0000	02/07/08	10/27/09			10,248.55	8,613.18	1,635.37
		Security Subtotal				11,424.16	9,703.45	1,720.71
MCKESSON CORPORATION COM	11.0000	06/20/05	02/09/09			497.75	477.41	20.34
MCDONALDS CORP COM	9.0000	02/07/08	02/09/09			531.45	485.10	46.35
WYETH	140.0000	02/07/08	02/09/09			6,100.00	5,683.73	416.27
		Long Term Capital Gains Subtotal				117,358.37	112,813.58	4,544.79
LONG TERM CAPITAL LOSSES								
AVON PROD INC	336.0000	02/07/08	10/19/09			11,386.33	13,006.56	(1,620.23)
BAXTER INTERNTL INC	113.0000	03/18/08	05/19/09			5,542.42	6,428.21	(885.79)
EMERSON ELEC CO	254.0000	02/07/08	02/09/09			8,714.89	12,750.35	(4,035.46)
FPL GROUP INC	28.0000	02/07/08	02/09/09			1,455.44	1,765.40	(309.96)
	74.0000	02/07/08	05/19/09			4,119.39	4,665.71	(546.32)
		Security Subtotal				5,574.83	6,431.11	(856.28)
ISHARES IBOXX \$	580.0000	02/07/08	02/09/09			56,733.82	61,841.35	(5,107.53)
	58.0000	05/08/08	05/19/09			5,642.03	6,116.99	(474.96)
		Security Subtotal				62,375.85	67,958.34	(5,582.49)
POWERSHARES TR DYNAMIC	832.0000	05/08/08	05/19/09			9,253.09	14,680.97	(5,427.88)
WISDOMTREE DIEFA FUND	619.0000	02/07/08	05/19/09			24,015.40	37,468.08	(13,452.68)
POWERSHARES QQQ TR UNITS	361.0000	02/07/08	02/09/09			11,371.69	15,403.85	(4,032.16)



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WISDOMTREE EMERGING MRKT	288.0000	03/04/08	05/19/09		11,290.40	15,208.33	(3,917.93)
HALLIBURTON COMPANY	223.0000	03/26/08	05/19/09		4,921.96	8,623.64	(3,701.68)
HONEYWELL INTL INC DEL	8.0000	08/28/07	02/09/09		267.64	449.55	(181.91)
	6.0000	08/28/07	05/19/09		199.29	337.17	(137.88)
	17.0000	08/29/07	05/19/09		564.66	960.06	(395.40)
	17.0000	08/30/07	05/19/09		564.66	965.93	(401.27)
	21.0000	08/31/07	05/19/09		697.52	1,188.78	(491.26)
	36.0000	09/10/07	05/19/09		1,195.75	1,974.54	(778.79)
	117.0000	02/07/08	05/19/09		3,886.21	6,837.48	(2,951.27)
		Security Subtotal			7,375.73	12,713.51	(5,337.78)
HEWLETT PACKARD CO DEL	108.0000	05/08/08	05/19/09		3,934.46	5,315.41	(1,380.95)
ISHARES S&P 500	167.0000	02/07/08	02/09/09		7,565.05	10,289.03	(2,723.98)
	658.0000	02/07/08	05/19/09		31,018.63	40,540.06	(9,521.43)
		Security Subtotal			38,583.68	50,829.09	(12,245.41)
MCKESSON CORPORATION COM	3.0000	06/20/05	05/19/09		117.23	130.21	(12.98)
	45.0000	06/21/05	05/19/09		1,758.54	1,959.62	(201.08)
	81.0000	07/28/05	05/19/09		3,165.37	3,716.28	(550.91)
	82.0000	02/07/08	05/19/09		3,204.45	4,690.74	(1,486.29)
		Security Subtotal			8,245.59	10,496.85	(2,251.26)
PPL CORPORATION	139.0000	02/07/08	05/19/09		4,426.65	6,506.60	(2,079.95)
PEPSICO INC	183.0000	02/07/08	05/19/09		9,439.99	12,851.46	(3,411.47)
PROCTER & GAMBLE CO	19.0000	07/28/05	02/09/09		1,011.97	1,058.49	(46.52)
	1.0000	07/28/05	05/19/09		53.01	55.71	(2.70)
	250.0000	02/07/08	05/19/09		13,252.93	16,475.00	(3,222.07)
		Security Subtotal			14,317.91	17,589.20	(3,271.29)
SCHLUMBERGER LTD	152.0000	02/07/08	02/09/09		7,192.30	11,421.28	(4,228.98)



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UNITED TECHS CORP COM	183.0000	02/07/08	05/19/09			9,585.75	13,001.79	(3,416.04)
WADDELL & REED FINL A	303.0000	02/07/08	02/09/09			4,936.44	9,824.78	(4,888.34)
WASTE MANAGEMENT INC NEW	190.0000	04/17/08	06/23/09			5,217.85	6,608.50	(1,390.65)
WYETH	2.0000	11/05/07	02/09/09			87.14	97.05	(9.91)
	25.0000	11/09/07	02/09/09			1,089.28	1,143.25	(53.97)
	35.0000	11/13/07	02/09/09			1,524.99	1,634.45	(109.46)
	25.0000	11/20/07	02/09/09			1,089.28	1,161.50	(72.22)
		Security Subtotal				3,790.69	4,036.25	(245.56)
ABDN EQUITY LONG SHORT A	952.2300	03/04/08	05/19/09			9,988.87	10,922.07	(933.20)
	1.0000	03/25/08	05/19/09			10.49	11.48	(0.99)
		Security Subtotal				9,999.36	10,933.55	(934.19)
BLACKROCK LARGE CAP CORE	1246.9920	03/04/08	05/19/09			8,271.06	11,385.03	(3,113.97)
L SAYLES STRAT INCM CL A	2881.0000	02/07/08	02/09/09			31,085.98	42,811.67	(11,725.69)
	1.0000	04/30/08	05/19/09			11.43	14.81	(3.38)
	465.0000	05/08/08	05/19/09			5,314.94	6,881.99	(1,567.05)
	8.0290	04/29/08	05/19/09			91.76	118.02	(26.26)
		Security Subtotal				36,504.11	49,826.49	(13,322.38)
BLACKROCK GLOBAL ALLOC I	4.0000	02/07/08	02/09/09			58.88	76.51	(17.63)
	1550.0300	02/07/08	05/19/09			24,252.20	29,652.09	(5,399.89)
		Security Subtotal				24,311.08	29,728.60	(5,417.52)
		Long Term Capital Losses Subtotal				350,579.51	461,027.83	(110,448.32)
NET LONG TERM CAPITAL GAIN (LOSS)						<u>467,937.88</u>	<u>573,841.41</u>	<u>(105,903.53)</u>
OTHER TRANSACTIONS								
UNITED STS OIL FD	230.0000	02/09/09	05/19/09			7,539.50	6,655.95	883.55 ST



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POWERSHRS DB G 10 CURR	579.0000	03/04/08	05/19/09			12,166.15	15,182.32	(3,016.17) LT
	37.0000	10/14/08	05/19/09			777.45	814.66	(37.21) ST
	64.0000	02/09/09	05/19/09			1,344.80	1,262.34	82.46 ST
		Security Subtotal				14,288.40	17,259.32	(2,970.92)
		Other Transactions Subtotal				21,827.90	23,915.27	(2,087.37)
<i>TOTAL SHORT-TERM</i>						<u># 378,347.83</u>	<u># 370,879.77</u>	<u># 7,468.06</u>
<i>TOTAL LONG-TERM</i>						<u># 480,104.03</u>	<u># 589,023.73</u>	<u># (108,919.70)</u>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MERRILL LYNCH - 63464	2,738.
POWERSHARES DB G10 CURRENCY HARVEST FUND PASS THROUGH ENTITY	5.
UNITED STATES OIL FUND LP	4.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	<u>2,747.</u>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH - 63463	12.	0.	12.
MERRILL LYNCH - 63464	12,158.	0.	12,158.
NATIONAL FINANCIAL SERVICES LLC - 367990	3,201.	0.	3,201.
TOTAL TO FM 990-PF, PART I, LN 4	<u>15,371.</u>	<u>0.</u>	<u>15,371.</u>

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TENET SETTLEMENT	66.	66.	
CARDINAL HEALTH SETTLEMENT	42.	42.	
HCA INC SETTLEMENT	19.	19.	
UNITED STATES OIL FUND LP PASS THROUGH ENTITY (ORDINARY BUSINESS LOSS)	<10.>	<10.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<u>117.</u>	<u>117.</u>	

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX - MERRILL LYNCH #63464	183.	183.		0.
FEDERAL TAXES	160.	0.		160.
TO FORM 990-PF, PG 1, LN 18	343.	183.		160.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY/BROKERAGE FEES - MERRILL LYNCH #02046	150.	150.		0.
FIDUCIARY/BROKERAGE FEES - MERRILL LYNCH #63464	2,474.	2,474.		0.
FIDUCIARY/BROKERAGE FEES - BANK OF AMERICA #367990	905.	905.		0.
POWERSHARES DB G10 CURRENCY HARVEST FUND PASS THROUGH ENTITY	39.	0.		39.
MISCELLANEOUS EXPENSES	175.	0.		175.
TO FORM 990-PF, PG 1, LN 23	3,743.	3,529.		214.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT 6	
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH #58D-02047	X		0.	0.
MERRILL LYNCH #161-63464	X		12,027.	12,584.
TOTAL U.S. GOVERNMENT OBLIGATIONS			12,027.	12,584.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			12,027.	12,584.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH #58D-02047	0.	0.
MERRILL LYNCH #161-63464	611,454.	689,834.
BANK OF AMERICA #W65-637990	150,766.	154,153.
TOTAL TO FORM 990-PF, PART II, LINE 10B	762,220.	843,987.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POWERSHARES DB G10 CURRENCY HARVEST FUND	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	MISCELLANEOUS CHARITABLE CAUSES		1,000.
CHESTNUT HILL BENEVOLENT ASSN 910 BOYLSTON STREET #W-122 CHESTNUT HILL, MA 02467	CHRISTIAN SCIENCE FURTHERANCE		5,000.
ADVENTURE UNLIMITED 5201 S. QUEBEC ST. GREENWOOD VILLAGE, CO 80111	CHRISTIAN SCIENCE FURTHERANCE		1,000.
TWELVEACRES INC 595 MILLICH DRIVE, STE 104 CAMPBELL, CA 95008	CHRISTIAN SCIENCE FURTHERANCE		500.
WELLSPRINGS OF FLORIDA 700 EAST WELCH ROAD APOPKA, FL 327122921	FURTHERANCE OF CHRISTIAN SCIENCE		500.
THE DISCOVERY ORCHESTRA P.O. BOX 4064 WARREN, NJ 07059	PERFORMING ARTS		5,000.
AMNESTY INTERNATIONAL USA 5 PENN PLAZA NEW YORK, NY 10001	MISCELLANEOUS CHARITABLE CAUSES		1,000.
AMERICA'S SECOND HARVEST 35 EAST WACKER DRIVE, STE 2000 CHICAGO, IL 60601	MISCELLANEOUS CHARITABLE CAUSES		500.

HIGH RIDGE HOUSE 5959 INDEPENDENCE AVENUE RIVERDALE, NY 104711299	FURTHERANCE OF CHRISTIAN SCIENCE	1,001.
THE PRINCIPLE FOUNDATION 2405 GRAND BLVD. SUITE 1040 KANSAS CITY, MO 64108	FURTHERANCE OF CHRISTIAN SCIENCE	1,100.
THE ALBERT BAKER FUND 777 CAMPUS COMMONS RD, SUITE 165 SACRAMENTO, CA 95825	FURTHERANCE OF CHRISTIAN SCIENCE	1,000.
ASHER STUDENT FOUNDATION PO BOX 491296 LOS ANGELES, CA 90049	HOUSING FOR YOUNG STUDENTS OF CHRISTIAN SCIENCE	500.
LEAGUE OF WOMEN VOTERS OF FLORIDA 540 BEVERLY COURT TALLAHASSEE, FL 32301	PROMOTE POLITICAL RESPONSIBILITY	100.
ST. HUBERT'S ANIMAL WELFARE CENTER 575 WOODLAND AVE MADISON, NJ 07940	ANIMAL WELFARE	100.
TRICKLE UP 104 W 27TH STREET, 12TH FLOOR NEW YORK, NY 10001	ALLEVIATE POVERTY	5,300.
THE BRADY CAMPAIGN 1225 EYE STREET, NW, SUITE 1100 WASHINGTON, DC 20005	PREVENT GUN VIOLENCE	300.
CARE USA 151 ELLIS STREET, NE ATLANTA, GA 30303	GLOBAL POVERTY	50.
THE USO PO BOX 96860 WASHINGTON, DC 20077-7677	MILITARY SUPPORT	100.

 AVEDIS

1,000.

FAR BROOK SCHOOL 500.
 52 GREAT HILLS ROAD SHORT EDUCATION
 HILLS, NJ 07078

SPACE COAST AUDUBON SOCIETY 100.
 PO BOX 147 COCOA BEACH, FL NATURE CONSERVATION
 32923

AMAS MUSICAL THEATER 500.
 115 MACDOUGAL STREET, SUITE 2B MULTI-ETHNIC
 NEW YORK, NY 10012 PRODUCTION, EDUCATION
 AND CASTING

FAMILY PROMISE 1,200.
 71 SUMMIT AVENUE SUMMIT, NJ HELP LOW-INCOME
 07901 FAMILIES

THE DEREK A WEBBER MEMORIAL 500.

WILDLIFE CARE CENTER OF FLORIDA 25.
 3200 SW 4TH AVENUE FT. RESCUE, REHABILITATE
 LAUDERDALE, FL 33315 WILDLIFE

THE NURSING GROUP 1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

 28,876.
